LEASYS

REPORT AND CONSOLIDATED FINANCIAL STATEMENTS

31 DECEMBER 2024

LEASYS Italia S.p.A., a sole shareholder company

Registered office: Corso Orbassano 367 – 10137 Turin, ITALY www.leasys.com, Satellite office: Viale dell'Arte 25 – 00144 Rome, ITALY Share Capital € 77,979,400, Tax Code and Turin Companies Register No. 08083020019, VAT No. 06714021000 Turin Business Register (REA) No. 960205 Management and coordination pursuant to art. 2497 of the Italian Civil Code by Leasys S.a.s.

INTRODUCTION

The Consolidated Financial Statements of the Leasys Group (the “Group”) as of December 31, 2024, are prepared in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board and adopted by the European Union, and the related interpretations of the International Financial Reporting Interpretations Committee (IFRIC), endorsed by the European Commission pursuant to European Union Regulation No. 1606 of July 19, 2002, and incorporated into Italian law by Legislative Decree No. 38 of February 28, 2005.

The Consolidated Financial Statements consist of the Balance Sheet, the Income Statement, the Statement of Comprehensive Income, the Statement of Changes in Shareholders’ Equity, the Cash Flow Statement and the Explanatory Notes that include the principal accounting policies adopted. They are accompanied by a Directors’ Report on the Group's performance, operating results and financial situation. The reclassified income statement, and several balance sheet indicators and alternative performance indicators are provided to support the comments.

The Consolidated Financial Statements were drawn up in a clear manner and give a true and fair view of the financial position and operating results for the year, and are accompanied by the Board of Statutory Auditors’ report and the independent auditors’ report pursuant to Legislative Decree No. 39 of 27 January 2010 and art. 10 of Regulation (EU) 537/2014.

Notices of the most recent significant events are also available on the Leasys Group website (www.leasys.com).

KEY DATA

325 €/M
Rental Margin

4.4%
on Average Outstanding

-37 €/M
Cost of Risk

0.4%
on Average Outstanding

-180 €/M
Net operating expenses

2.1%
on Average Outstanding

64 €/M
Net Result

641,936
Managed Fleet

10,435 €/M
Portfolio at year end

11
Countries

1,380
Employees

CONTENTS

DIRECTORS' REPORT ON OPERATIONS 31 DECEMBER 2024

THE EUROPEAN AUTOMOTIVE MARKET: CHALLENGES AND TRANSFORMATIONS IN 2024

Rolando D'Arco – Chief Executive Officer

In recent years, the European automotive market has faced significant challenges and undergone major transformations.

In 2024, new car registrations experienced modest growth, increasing by 0.9% to a total of 12,512,945 units sold across the European Union, EFTA, and the United Kingdom.

In the European Union alone, growth was slightly lower at 0.8%, indicating a market in the process of stabilising.[1]

Market performance has varied widely, with countries like Spain seeing significant growth, with a 7.1% increase in registrations, while France and Italy experienced declines of 3.2% and 0.5%, respectively.[2]

The long-term rental sector has been affected by the dynamics of the automotive industry, ending 2024 with volumes largely steady compared to the previous year, at around two million cars registered[3].

A more notable trend emerged in the used car market: across Europe, demand increased by 17% compared to 2023, with particularly strong growth in Italy, France, Germany, and Spain. However, prices saw an average decline of 6%, with electric vehicles experiencing an even sharper drop of 17%[4].

In this dynamic and constantly changing environment, Leasys has responded swiftly and with determination.

The company has leveraged synergies with all brands in the Stellantis group, placing particular emphasis on electric vehicles to meet the increasing demand for sustainability and innovation from the market and customers.

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[1] ACEA – European Automobile Manufacturers' Association. *New Car Registrations: +0.8% in 2024; Battery-Electric Vehicles Reach 13.6% Market Share*. Bruxelles, 2024.
[2] ACEA – European Automobile Manufacturers' Association. *Ibidem*.
[3] Leasys. Analysis of Dataforce database. 2024
[4] AutoScout24. *Europa Report 2024*.

The company has strengthened its presence in the commercial vehicle segment, thanks to the Stellantis PRO ONE plan, which has allowed Leasys to offer more competitive and customised solutions for business clients using commercial vehicles.

The commercial results have confirmed the success of the strategy implemented.

In 2024, the Leasys Group recorded 271,000 orders from end customers, representing a 58% year-on-year growth, and 243,000 deliveries, an 87% increase compared to 2023.

Leasys' fleet has grown to 906,000[5] vehicles, a 4% increase compared to 2023, bringing the company closer to its goal of reaching one million vehicles by 2026.

2024 was another year of strong financial performance for the Group, with its Earning Assets surpassing 10 billion euro, a 2 billion euro increase vs 2023.

An outstanding result, made even more remarkable given the challenges faced by the entire European automotive sector.

With a 28% increase in organic revenues, stemming from rental and service margins, Leasys closed 2024 with a 6% growth in Operating Margin compared to 2023.

This growth allowed the company to absorb the impact of challenges such as the decline in registrations within its target market and the significant normalisation of used car sales performance.

The Group also maintained its focus on operational efficiency, achieving a Cost to Income ratio of slightly over 50% and keeping its cost of risk well under control, despite significant asset growth.

As part of its funding strategy, Leasys expanded its Euro Medium Term Notes program in 2024, raising the total to 8 billion euro—an increase of 3 billion euro from the original amount planned when the program was launched in July 2023.

Through the EMTN Program, Leasys successfully completed, for the first time in its history, three public bond issuances in 2024. Together with private placements, this brought the total capital raised from the capital markets to 2.7 billion euro.

The Group's commitment to sustainability continues to be a central focus: this year, Leasys presents its first Corporate Sustainability Report, detailing its ESG strategy, which focuses on integrating sustainability principles into business processes to drive its ambitious commercial and financial goals, while ensuring continuous improvement and responsible growth.

5 including the run-off of the former F2ML portfolio

A significant effort has been devoted to digital transformation, aimed at optimizing and streamlining internal systems and processes to enhance the customer experience and simplify business management for our sales and after-sales partners working with Leasys.

The launch of the e-Store platform for online sales in the Netherlands, Italy, and the UK is a tangible example of one of the core projects in the Group's digitalisation plan, established in 2022. By offering a preferential selection of low-emission vehicles, the platform supports the transition to more sustainable mobility.

Looking ahead, Leasys is committed to continuing its journey of innovation and sustainable mobility.

With a clear vision and a well-defined strategy, the company is poised to capitalise on future opportunities and reinforce its leadership in the European automotive market.

ADMINISTRATION AND CONTROL BODIES

Board of Directors

Chairman
Richard Bouligny

Chief Executive Officer and General Manager
Rolando D'Arco

Directors
Andrea Faina

Antoine Delautre

Board of Statutory Auditors

Chairman
Giorgio Cavalitto

Serving Statutory Auditors
Luca Ambroso

Ottavio De Marco

Alternate Auditors
Giovanni Miglietta

Federico Lozzi

Supervisory Body

Antonio Mansueto

Andrea De Paoli

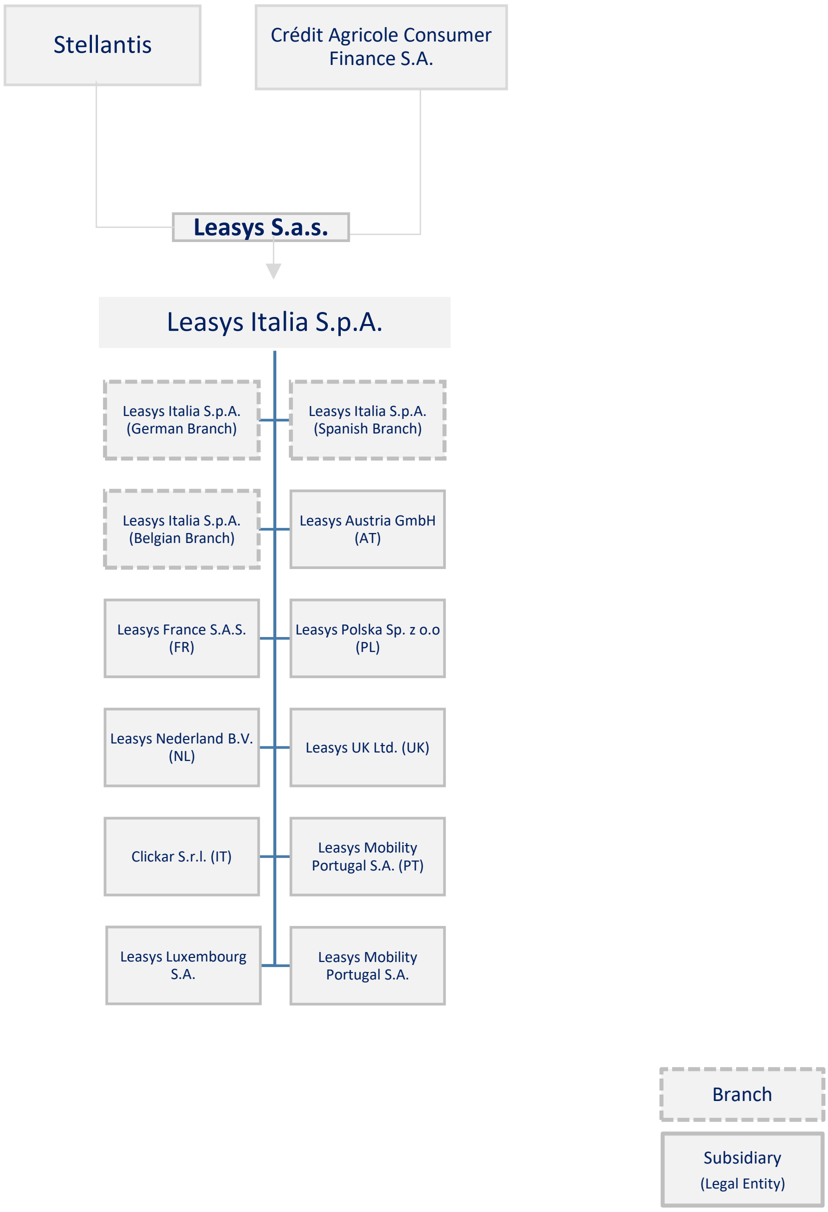
Andrea Giorio

Independent Auditors

PricewaterhouseCoopers S.p.A.

SHAREHOLDER STRUCTURE

Leasys Italia S.p.A. is wholly owned by Leasys S.a.s., a French multi-brand operating leasing company in which Stellantis and Crédit Agricole Consumer Finance S.A. (hereinafter also referred to as Crédit Agricole Personal Finance & Mobility) each hold a 50% stake.



OWNERSHIP STRUCTURE

GEOGRAPHICAL PRESENCE

POLAND

Leasys Polska Sp.Zo.o.

UNITED KINGDOM

Leasys UK Ltd

HOLLAND

Leasys Nederland B.V.

GERMANY

Leasys Italia S.p.A. (German Branch)

BELGIUM

Leasys Italia S.p.A. (Belgian Branch)

LUXEMBOURG

Leasys Luxembourg S.A.

FRANCE

Leasys France S.A.S.

AUSTRIA

Leasys Austria GmbH

PORTUGAL

Leasys Portugal S.A.

Leasys Mobility Portugal S.A

SPAIN

Leasys Italia S.p.A. (Spanish Branch)

ITALY

Leasys Italia S.p.A.

Clickar S.r.l.

RESULTS OF OPERATIONS

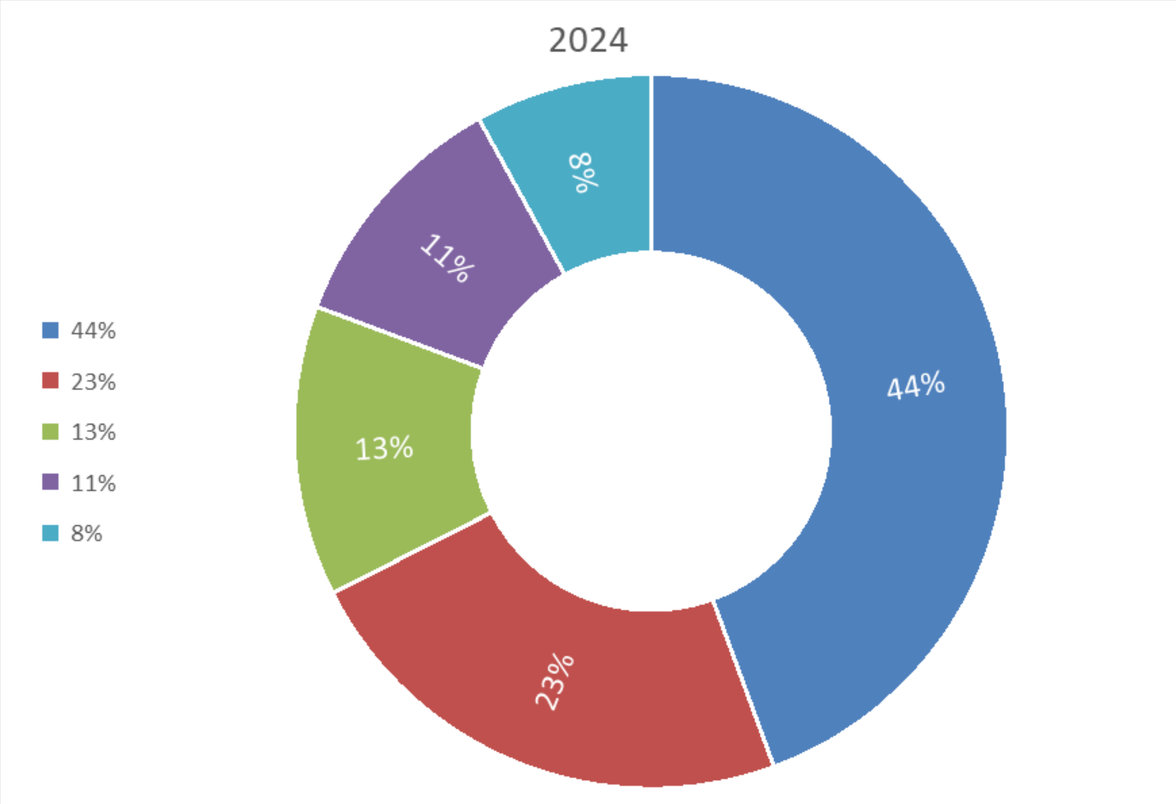
Economic data (€/M)	**31/12/2024**	**31/12/2023**	
Rental margin	325	307	1,2
Net operating expenses	(180)	(125)	
Cost of risk	(37)	(21)	
Non-recurring income (expenses)	0	-30	
Profit before tax	108	131	1,2
Net Income	**64**	**90**	
Value of assets/Outstanding*	31/12/2024	31/12/2023	
Average	8,612	6,218	1,2
End of year	10,435	7,620	1,2
Ratio (% on value of assets/Outstanding)	31/12/2024	31/12/2023	
Rental margin	3.8%	4.9%	
Net operating expenses	-2.1%	-2.0%	
Cost of risk	-0.4%	-0.3%	

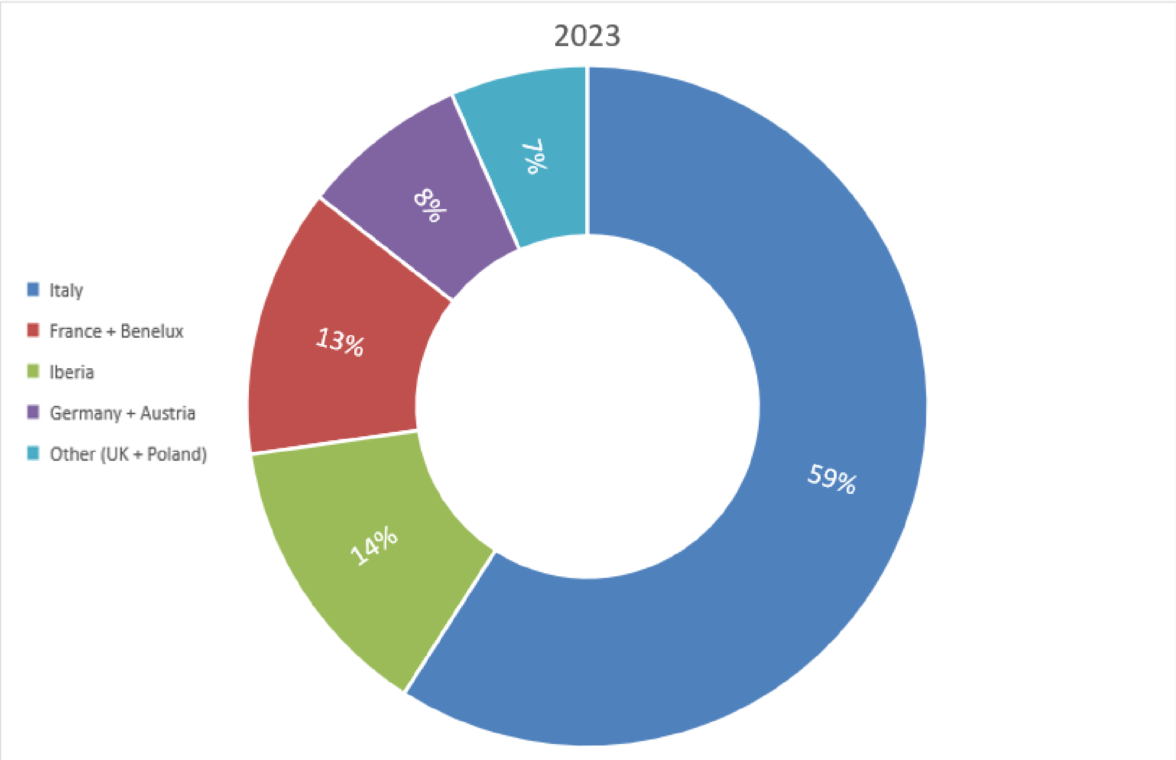
* The value of assets is the sum of vehicles, receivables from customers, net of provisions, and inventories

1. The 2023 figures have been restated following the completion of the "Purchase Price Allocation" process relating to the acquisitions of Leasys Luxemburg SA and Leasys Mobility Portugal SA. For details and impacts, please refer to the Notes to the Financial Statements, Part C – Information on the balance sheet, Goodwill.

2. The 2023 figures have also been restated following the correction of significant accounting errors. For details and impacts, please refer to the Notes to the Financial Statements, Part A – Accounting Policies, ACCOUNTING ADJUSTMENTS AND CHANGES TO COMPARATIVE DATA.

PORTFOLIO SPLIT BY COUNTRY (GRAFICI DA RENDERE EDITABILI)





BUSINESS LINES

Leasys is an international organization operating in 11 European countries, offering long-term rental solutions for freer and more efficient mobility.

Leasys remains a point of reference capable of meeting the diverse mobility needs of customers, from private individuals and SMEs to large companies and institutions, by delivering a complete range of services and customised products.

As a key market player, part of Leasys' strategy is to support the transition to electric vehicles by offering dedicated products and services that contribute to the development and growth of a model for increasingly sustainable mobility.

The organisational structure of the Leasys Group comprises two lines of business: Long-Term Rental and Remarketing.

Long-Term Rental

Leasys' Long-Term Rental activities consist of car and commercial vehicle rentals to a wide customer base of private consumers, small and medium-sized companies, large enterprises and public institutions.

The Leasys Group's innovative rental solutions are accompanied by a wide range of services where customers can secure their mobility for a fixed monthly fee (including all ancillary charges) and benefit from Leasys' excellent assistance services.

Remarketing

The Leasys Group offers on-line and off-line sales of used cars from its own fleet under the Clickar brand.

Selected used cars are offered to sector operators and professional customers through the Clickar.com portal – one of Europe's largest digital marketplaces for buying and selling used cars.

The purchasing experience on the Clickar.com portal is entirely on-line, and the quality of products is guaranteed through the certified origin of the cars, certifying the proper performance of scheduled maintenance. Photographs of each car with detailed 360° views are accompanied by reports from accredited and independent experts.

THE EUROPEAN ECONOMY IN 2024 AMID CHALLENGES AND TRANSFORMATIONS

Antoine Delautre – Chief Finance Officer & Deputy CEO

In 2024, the European economy continued to navigate a dynamic landscape marked by a confluence of factors.

The European Central Bank's decision to cut the deposit rate to 3% in December 2024, from the 4.5% peak reached in the same month of 2023, reflected a changing economic sentiment throughout the Eurozone.

The challenge of managing inflation while sustaining economic growth underscored the need for a nuanced approach to monetary policy: latest projections expect headline inflation to average 2.4% in 2024, as the unemployment rate reached its historical low of 6.3%.

Despite more optimistic macroeconomic notes, geopolitical events still represented a significant layer of uncertainty and complexity. Shifts in global power dynamics and regional conflicts stressed the importance of robust risk management practices.

Another prominent feature has been the ever-accelerating pace of digital transformation, especially around Artificial Intelligence based technology.

The digitalization pivot is not only expected to contribute to economic resilience but also highlighted the imperative for organizations to continually adapt their processes and practices in line with the level of adoption of new solutions across various sectors.

Sustainability also emerged as a central theme, with the introduction of new Corporate Sustainability Reporting Directive (CSRD) as well as of more stringent regulatory targets for Co2 emissions, set by European authorities.
Automakers and Leasers are now required to conjugate their efforts towards the transition to low and zero-emission vehicles with a focus on responsible sourcing of materials, ethical labor practices, and more transparent governance structures.

Leasys has not been immune from the headwinds of what has been a very turbulent year for Automotive industry, but it reacted by deploying a financial strategy aimed at enlarging and diversify its funding capacity while preserving the company's profitability.

Notwithstanding the availability of funds from its shareholder Crédit Agricole Personal Finance and Mobility, in 2024 Leasys enlarged its EMTN Programme from € 5 to € 8 billion. It also completed Capital Markets operations for € 2,7 billion, coupled with additional € 2,3 billion stemming from the renewal and upsize of funding from Third Party banks. These achievements will allow Leasys to look at the challenges of 2025 with great confidence.

STRENGTHENING GOVERNANCE AND RESILIENCE

Jean Mathieu Stevens - Chief Risk & Compliance Officer

2024 marked the second year of operations for the new Leasys, enabling the company to further enhance its risk management framework.

This strong governance system has been crucial in managing risks, even amidst a challenging economic environment characterised by persistently high interest rates, a European automotive market showing continued signs of crisis with fluctuating trends throughout the year, and a significant decline in the used car market.

The company has continued to strengthen its commitment to active fraud prevention while enhancing its Corporate Governance and Internal Control System.

This system, aligned with the Code of Conduct—an integral part of our Organisational Model—offers clear guidelines and procedures for everyone acting on behalf of or in the interest of Leasys.

These measures are crucial for preventing and addressing corporate crimes, ensuring the integrity of our operations.

Customer trust and satisfaction continue to be at the core of the Group's mission. This focus is evident in our 2024 consolidated annual report, emphasising our continuous commitment to providing exceptional and valuable service.

Throughout the year, adapting to regulatory changes was a top priority, with comprehensive training programs provided for both internal staff and external partners, in line with evolving industry standards.

Through continuous monitoring of operational risk, Leasys ensures the ongoing enhancement of its processes to provide high-quality service to its customers.

In summary, the Leasys Group's financial results for 2024 demonstrate not only the company's strong financial health but also its strategic vision in risk management, corporate governance, and ethical business practices.

The company is increasingly recognising the importance of effectively managing "non-financial"/ESG risks to ensure the sustainability and long-term success of its operations.

These efforts allow Leasys to achieve steady success in a constantly evolving and increasingly competitive market.

THE GROUP'S GROWTH STRATEGY IN EUROPE

Federico Sanguinetti - Head of G6 Markets and European Sales

Over the past year, our group has followed a specific and well-crafted growth strategy, resulting in significant achievements in sales volumes.

Although 2024 was a challenging year for the European automotive industry, marked by significant headwinds, declining sales and production, and fluctuating market dynamics, Leasys achieved positive results.

Customer orders rose by 55% compared to the previous year, reaching 271,000 units, while deliveries exceeded 243,000, marking an 87% increase year-on-year.

Leasys further strengthened its solid performance in Stellantis sales penetration, achieving a 9-point year-on-year growth in the B2B channel and a 21-point increase in the Long-Term Rental channel

A key driver of growth was the expanded presence of rental products in the main sales channels.

This strategy has greatly broadened the customer base, increasing the accessibility and visibility of rental services.

The diversification of its offerings and the extensive distribution network have been key factors in strengthening Leasys' position in the market.

Another key driver of growth has been the performance in the commercial vehicle sector, where results have been highly encouraging, with over 60,000 deliveries, thanks in part to the introduction of innovative long-term rental products like Leasys Pro.

This product was designed to effectively address the needs of professionals and businesses, significantly contributing to the increase in sales.

The strong collaboration with Stellantis brands has served as an additional catalyst for growth.

In 2024, Leasys successfully supported the launch of new models and the debut of the Leapmotor brand, specialising in electric vehicles, through joint commercial initiatives and co-marketing activities

This collaborative approach has maximised the impact of promotional campaigns, while also strengthening market presence.

The commitment to sustainable mobility remains a core priority for the Group, aligned with global trends and the increasing market demand for eco-friendly solutions.

In conclusion, the growth strategy has been driven by a blend of innovation, collaboration, and a keen focus on market needs.

The results achieved validate the effectiveness of the adopted approach and encourage continued progress in this direction, with the aim of further strengthening the market position and driving sustainable, responsible growth.

CREDIT MANAGEMENT: CONSOLIDATION AND NEW CHALLENGES TOWARDS SUSTAINABLE GROWTH

Alexey Proshin - Chief Credit Officer

In 2024, Leasys further strengthened its Credit Management structures and processes, reinforcing the foundation for robust and sustainable growth.

The efforts made have improved operational efficiency, enabling more accurate and responsive risk assessments to better support business needs.

A key factor in the achieved results was the collaboration between local and central teams, which enabled the accomplishment of significant milestones while ensuring a high-quality managed portfolio.
The synergy between various business units has enabled faster responses, both in client onboarding and in managing emerging risks during recovery.

The company will keep investing in tools and expertise to further optimise credit management, with a focus on innovation and resilience. The goal remains to create value for customers, stakeholders, and the company, as well as for its employees.

Looking ahead, Leasys continues to prioritise efficiency.

The results and developments in 2024 provide a strong foundation for future growth, with a dynamic approach to Credit Management focused on effective and sustainable expansion.

THE DIGITALIZATION AS A DRIVER OF GROWTH AND TRANSFORMATION

Laura Martini – Chief Marketing & Communication Officer

In 2024, we invested with conviction in one of the strategic pillars of our company: digitalization. For a company like Leasys which aims to remain competitive in an ever-changing market, it is not just a matter of innovating, but of focusing on a real growth accelerator that enables us to make internal processes more efficient, reduce operating costs, and above all improve the experience of our customers, who are increasingly interested not only in price but also in the quality of the service offered.

According to a study by the World Economic Forum, companies that adopt advanced digital processes see a productivity increase of up to 25% and 30% growth in customer satisfaction. This is because digitization allows them to simplify operations, reduce waiting times and ensure a smooth experience. And it is precisely in this direction that we wanted to target our key projects in 2024.

A concrete example is the relaunch of the My-Leasys platform in all markets where Leasys operates, dedicated to fleet managers of corporate fleets and drivers. The goal was to make fleet management simpler and more immediate, accessing the main services in self-care mode; the new functionalities allow real-time monitoring of fleets, consumption, and vehicle usage and maintenance, to ensure cost efficiency. To make access even faster and more intuitive, especially for drivers, we have also developed the app version of the platform, transforming it into a single access point to our digital services.

The most ambitious project of 2024 was undoubtedly the launch of our first e-commerce platform for car rentals, an innovation that represents a significant step forward in the digital mobility market. Leasys e-Store represents an additional sales channel for Leasys, perfectly integrated with the physical sales points represented by Stellantis network dealers and independent partners; in an omnichannel perspective, we intend to offer our mobility solutions in the way that best reflects the customer's needs. Thanks to this new solution, launched in Italy, the UK, and the Netherlands in 2024, our customers can choose and rent a car completely in autonomous way, having a clear set of services available and the certainty of receiving the vehicle quickly. The entire digital journey has been designed to offer simplicity, security thanks to the strictest protocols in online purchases, and minimizing contractual subscription complexities. The vehicles offered within the marketplace are mainly low-emission, with advantageous pricing conditions to support the transition to electric for our potential customers.

The launch of Leasys e-commerce is also perfectly aligned with the group's ESG strategy, in which digitalization represents a fundamental pillar. This enables increasingly paperless management, thanks to tools such as digital signatures and document dematerialization, contributing not only to environmental sustainability by reducing resource consumption but also to improving the customer experience, process transparency, information traceability, and service accessibility, with positive impacts on social and governance aspects.

These projects are just the beginning of a path that sees us committed to redesigning our services in a digital key. Focusing on digitalization means not only making our processes more efficient but also creating a stronger bond with our customers, putting their needs for autonomy, practicality, and speed at the center.

Our commitment in this area does not stop here: in 2025, we will continue to develop innovative digital solutions, with the aim of remaining at the forefront of the sector and ensuring our customers an increasingly advanced and satisfying experience. Digitalization is our engine of transformation, and it will continue to be so in the coming years.

LEASYS IN 2024: TOWARDS A SUSTAINABLE AND INCLUSIVE FUTURE – THE HUMAN RESOURCES PERSPECTIVE

Patrizio Scifo - Chief Human Resources Officer

While 2023 was the year of consolidation between Free2Move Lease and Leasys, alongside acquisitions in Luxembourg and Portugal, which brought about necessary organisational and managerial changes for integration into a single Leasys, 2024 marks the year of solidifying these changes, with initial evaluations of the results achieved.

The year 2024 also saw growth in resources, with a focused yet strategic increase designed to strengthen and enhance the Leasys team through key additions.

In the early months of the year, the foundation was laid to bring back in-house activities that had been previously outsourced, currently managed through a Service Level Agreement with a company within the Crédit Agricole Personal Finance & Mobility Group.

This insourcing process is a strategic step for Leasys, as it will drive value creation by enhancing internal expertise in key credit-related processes, such as credit assessment and debt recovery. In this context, Human Resources will play a key role through a talent acquisition plan designed to select the best candidates, ensuring the skills needed for the success of the initiative.

The year 2024 is also marked by a stronger focus on ESG policies, particularly in the human resources area.

For example, the HR department has supported and promoted policies aimed at reducing CO2 emissions, including offering an "Eco-Driving" course to all employees who use a company vehicle (Field Force, Management, Corporate Executives). Additionally, it has influenced the selection of vehicle engines, with nearly all vehicles now featuring "BEV" or "PHEV" technologies, leaving only a small number of internal combustion engine vehicles.

In 2024, Leasys launched its first People Survey in the new post-merger configuration. The overall response rate across the Leasys Group was 85%, with Italy reaching an impressive 93%.

The high level of participation is a clear sign of our employees' strong interest in this initiative, which is primarily focused on understanding the factors that contribute to their overall satisfaction and well-being at work.

As a result of the survey, several initiatives were introduced to enhance the work experience for employees across the Group.

Among them, the following are especially notable:

- The "Golden Rules," a comprehensive set of behavioural guidelines presented in an "Employee Handbook," aimed at aligning the Group's development strategies with the priority of maintaining a healthy work-life balance and the well-being of its employees.
- The "All-In" program, a dedicated rental solution for Group employees, offering particularly favourable conditions.

A growing focus on Diversity & Inclusion, coupled with salary policies designed to address potential gender gaps, has become a consistent and deeply ingrained approach in Leasys' management of human capital and in initiatives for professional and personal development.

Continuous listening, a culture of feedback, and the ongoing engagement of Leasys employees are the key drivers and growth factors that Leasys will continue to prioritise in 2025.

INNOVATION AND EFFICIENCY IN REMARKETING AND OPERATIONS

Christian Sere Annichini - Chief Operations Officer

After years of strong profitability, driven by disruptions in the global supply chain caused by the pandemic crisis, used car sales across Europe saw a decline, with the downturn particularly pronounced in the second half of 2024.

The market has experienced a strong trend of "normalisation," returning to pre-crisis levels, with a clear pattern emerging: the prices of electric vehicles have decreased more than the market average.

While used car prices have fallen by an average of 6%, electric vehicles have seen a more significant decline, with prices dropping by an average of 17% year on year.[6]

Despite the current economic context, a McKinsey study projects that the European used car leasing market will reach approximately 390 billion euro by 2030[7].

For Leasys and all long-term rental operators, having robust processes for assessing and managing residual values is essential. These processes must carefully consider factors that could drive price volatility, such as macroeconomic and geopolitical dynamics, competitive pressure from emerging Asian automakers, and changes in legislation and regulations.

Leasys has adopted a strategic approach to effectively managing residual value risk. By drawing on its extensive experience and historical data, the company aims to accurately position its offerings and sustain a high level of market competitiveness.

Residual value risk management is reinforced by a well-structured strategy for handling vehicle returns at the end of lease contracts and an optimised multichannel sales approach.

In 2024, the vehicle re-leasing activity was enhanced with the introduction of the RE-USE program.

This leasing solution extends the vehicle's lifecycle by offering customers the option to rent a used car at a lower rate than a new one (up to 25% less), while maintaining excellent condition and low mileage, perfectly aligning with the principles of the circular economy.

Used vehicles are sold through Clickar, a digital platform with a robust customer and trader network, which also allows Leasys to seize market opportunities through cross-border sales.

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[6] AutoScout24. *Europa Report 2024*. AutoScout24 GmbH, 2024

[7] McKinsey & Company. Car Leasing in Europe: Managing Residual Value for a €12 Billion Opportunity. 2024. Disponibile su: https://www.mckinsey.com/industries/automotive-and-assembly/our-insights/car-leasing-in-europe-managing-residual-value-for-a-12-billion-euro-opportunity

In 2025, these strategic initiatives will be expanded across the entire European market, and the Clickar platform will undergo further development to optimise the results from the Group's Remarketing activities.

EXCELLENCE IN CUSTOMER EXPERIENCE TO DRIVE LOYALTY

Davide Pupello - Chief Customer Care & Quality Officer

In 2024, Leasys made a significant stride in its commitment to providing a best-in-class customer experience (CX) and enhancing customer loyalty.

"Quality First" is crucial for Leasys: the Group is committed to strengthening its leadership in the European market by boosting customer satisfaction and loyalty through innovation, strategic partnerships, and an unwavering focus on quality.

By consistently focusing on the Net Promoter Score (NPS) as its key quality indicator, Leasys has positioned itself as a leader in customer satisfaction across Europe.

Building on the robust measurement and improvement framework established in 2023, the company has strengthened its position, achieving a 13% increase in NPS compared to the previous year.

Through daily monitoring and in-depth analysis of customer feedback, Leasys identified key areas for improvement and implemented tailored action plans across all customer touchpoints.

This commitment not only enhances customer satisfaction but also reinforces Leasys' reputation as a trusted brand within its industry.

In 2024, the customer experience measurement systems were upgraded to offer a holistic view of all customer interactions.

This includes expanding customer experience measurement programs across pre-sale, sales, and post-sale stages, along with collecting feedback from sales network partners.

In 2025, the CX program will reach its full potential with the introduction of a new benchmarking initiative.

This programme will involve Leasys fleet managers and assess competitor behaviour in the market.

The goal is to evaluate the company's position compared to competitors, identifying strengths and weaknesses, and to implement effective action plans that address gaps and foster a culture of excellence.

CX initiatives are closely tied to enhancing loyalty rates. By tackling the key factors that influence customer satisfaction and loyalty, the company seeks to foster stronger, more enduring relationships, ensuring ongoing trust.

To further enhance its CX strategy, a global tender for contact centre services will be initiated in 2025.

New service levels and artificial intelligence tools have been implemented to standardise and enhance customer support quality, ensuring a consistent and high-quality experience across all regions.

Looking towards 2025, artificial intelligence (AI) will be integrated to transform customer service channels.

Natural Language Processing (NLP) will be employed to analyse customer feedback and uncover emerging trends.

Furthermore, a global customer experience (CX) benchmark will be implemented to ensure consistent and measurable improvements across all markets.

Through these initiatives, Leasys is committed to setting new standards of excellence in the industry, placing the customer at the heart of every decision.

TECHNOLOGY AND INNOVATION: THE 2024 ROADMAP

Benoit Sponton - Chief Information and Technology Officer

In 2024, the main goal of the ICT team was to enhance and develop Leasys' technological infrastructure to support business growth and meet the needs of its stakeholders.

The efforts were mainly focused on enhancing the platforms used by the sales network, introducing new features and improving their overall efficiency.

The impact of these actions was assessed through surveys addressed to users, which highlighted a high level of overall satisfaction with the improvements made.

The focus of digitalisation projects was mainly on platforms designed for end customers, such as My-Leasys and e-Store.

My-Leasys, the portal for tracking vehicles and fleets, has been enhanced with additional features designed specifically for Fleet Managers.

The launch of e-Store, the Group's e-commerce platform, has been successfully completed in the Netherlands, Italy, and the United Kingdom, followed by Spain in January 2025.

Looking to the future, innovation is the key focus.

In 2025, the introduction of Artificial Intelligence (AI) will begin, with pilot projects applied across various business functions, including Customer Care and Fleet Operations.

New developments will also be introduced for the supply chain process monitoring platform, streamlining ordering and delivery operations while enhancing service quality for customers and business partners.

Through these initiatives, Leasys is preparing for a future of growth and innovation, with ICT playing a crucial role in developing a strong and independent infrastructure, all while prioritising efficiency and customer satisfaction.

OTHER INFORMATION

MAIN RISKS AND UNCERTAINTIES

Specific risks that may entail obligations for the company are assessed when determining the respective provisions and are mentioned in the notes to the financial statements, together with significant contingent liabilities.

Reference is made below to the risk and uncertainty factors that essentially relate to the economic, regulatory and market environment and may affect the company’s performance.

The Group’s financial position, results of operations and cash flows are primarily affected by the various factors involved in the macroeconomic framework in which it operates (factors such as the increase/decrease in gross domestic product, levels of consumer and business confidence, interest and exchange rate trends and the unemployment rate).

The Group’s activities are mainly linked to the performance of the automotive sector, which is historically subject to periodic cycles. Given that it is difficult to predict the extent and duration of the various economic cycles, any macroeconomic event (such as a significant decline in the main markets, solvency of counterparties, volatility of financial markets and interest rates, or the ongoing shortage of semiconductors) can affect both outlook and financial results.

The geopolitical landscape, still dominated by the conflict between Russia and Ukraine, the Israel-Palestine war and tensions in the Suez Canal area, affected economic performance in 2024.

GDP growth was contained while, broadly in line with expectations, inflation was much lower than in the prior year. The auto sector benefited from government incentives in support of the green transition, with the largest number of EV sales ever recorded.

The Leasys Group respects the laws and regulations in force in the countries where it operates. Most of our legal proceedings and disputes relate to non-payment by customers and dealers in the ordinary course of business.

Our provisioning policies for 'provisions for risks and charges' – together with our close monitoring of ongoing proceedings – enable us to consider promptly any possible effects on our financial statements.

REPORT ON CORPORATE GOVERNANCE AND THE OWNERSHIP STRUCTURE

The system of corporate governance and the organisational structures adopted by the Leasys Group are designed to assure the healthy and prudent management of the Group, consistent with current regulations and likely future developments, as well as with the established business development objectives.

Corporate governance comprises a system of administration and control founded on an administrative body (the Board of Directors) and the Board of Statutory Auditors.

In addition, as envisaged in art. 123-bis, para. 5 TUF, for companies that do not issue shares admitted to trading in regulated markets or in multilateral trading systems, the information required in para. 2.b) of the above article is presented by the Leasys Group in the "Internal control system" section of this Report on Operations.

DISTRIBUTED DIVIDENDS AND RESERVES

No dividends were distributed in 2024.

EVENTS SUBSEQUENT TO THE REPORTING DATE

No events have occurred after the reporting date that would require adjustments to the amounts reported in the separate financial statements at 31 December 2024.

The company is closely monitoring the development of potential issues and economic repercussions related to the conflicts in Eastern Europe and the Middle East, as well as to the global economic policies influenced by the US market, which are still unclear following the presidential handover at the start of the year.

Based on the evidence and information available and the analyses performed, there are no exposures to entities traceable to Russia, Ukraine, Belarus, Israel or Palestine, and there are no direct impacts deriving from either conflict or the respective geo-political situations.

All information available to date on any indirect impacts has been reflected in the separate financial statements made available to you.

SIGNIFICANT EVENTS AND STRATEGIC OPERATIONS

LEASYS GROUP

Following the sale on 21 December 2022 of the Leasys Group from FCA Bank (now known as CA Auto Bank) to LeaseCo S.a.s. (now Leasys S.a.s.), a French multi-brand operating leasing company in which Stellantis and CA Consumer Finance S.A. each hold a 50% stake, in April 2023 Leasys merged its business with Free2Move Lease to create a new joint venture.

STELLANTIS N.V. AND CORPORATE EVOLUTION

The ownership structure of Leasys Italia S.p.A., wholly owned by FCA Bank S.p.A. until 21 December 2022, has changed following a reorganisation arranged by Stellantis. More specifically, FCA Bank S.p.A. sold the entire share capital of Leasys Italia S.p.A. to Leasys S.a.s., a newly-formed French company owned jointly and equally by Stellantis N.V. and CA Consumer Finance S.A. (CACF).

This completed the process of creating a multi-brand operating company for the rental of vehicles without driver, derived from merging the activities of Leasys and F2ML, in which Stellantis and CA

Consumer Finance S.A. each hold 50% stakes. The object of the company is to manage in Europe the rental of all Stellantis brands. In this way, Leasys Italia S.p.A. has become one of the sector's leading multi-brand companies in Europe.

NEW ACQUISITIONS BY THE LEASYS GROUP

The Leasys Group did not make any new acquisitions during 2024.

COMMERCIAL POLICY

As a leading European player in the sector, Leasys will continue to consolidate its operating structure and invest in the development of new long-term leasing schemes that are increasingly flexible, customised and accessible, in response to a constantly evolving market context.

A particular focus will be accorded to services, especially in terms of assistance and insurance coverage, which will be characterised by greater flexibility to be even more ‘tailor-made’ to meet customers’ specific needs, as well as to make them usable even only at certain points in the leasing life cycle.

Leasys will increasingly play a leading role in the transition to sustainable and responsible mobility, positioning itself as an enabler of the change taking place for private customers and fleet managers. It will accompany them from the selection of vehicles and evaluation of charging solutions, appropriate composition and management of the fleet to the return of the vehicle at the end of the contract.

STAFF MANAGEMENT

The Leasys Group offers innovative, tailor-made mobility services that focus on people, employees and customers.

The primary objective is to attract, retain and motivate persons who are highly motivated. In view of this, the company implements remuneration policies designed to create long-term value, which promote and affirm our core values as pioneers of innovation: agility, reliability, teamwork and a visionary approach.

The Leasys Group employs a total of **1,380** persons at 31 December 2024. This rise of 69 since 31 December 2023 is consistent with the strategic growth objectives set by the Group.

The above numbers relate to the employed workforce at 31 December 2024.

FINANCIAL POLICY

During 2024, the Treasury Department ensured the management of liquidity and financial risks based on the guidelines provided by the Central Treasury of CA Consumer Finance S.A., and in line with the risk management policies established by the Board of Directors of Leasys S.p.A.

The Group’s financial strategy aims to:

- maintain a stable and diversified structure of financial sources;
- manage liquidity risk;
- minimise exposure to interest-rate, exchange-rate and counterparty risks, within the framework of contained and pre-established limits, and in any case in compliance with regulatory provisions where applicable.

RATING

Fitch affirmed the Leasys rating of A-; Outlook Stable on 14 June 2024.

The rating assigned to Leasys is therefore:

Year	Company	Long-term rating	Outlook	Short-term rating	Long-term deposit rating
2024	Fitch	A-	Stable	F1	-
2023	Fitch	A-	Stable	F1	-
2022	Fitch	A-	Stable	F1	-

STRUCTURE OF FUNDING SOURCES

The structure of sources of funds and liabilities at 31 December 2024 is as follows:

	% of total external funding sources	% of total balance sheet liabilities
Crédit Agricole Group	13%	11%
Third-party financial institutions	34%	28%
Factoring	2%	2%
Market	40%	33%
Securitisation	11%	9%
Non-financial liabilities		17%
Total	**100%**	**100%**

In 2024, in addition to the drawdowns made (or renewed) under the Committed Facility made available by the Crédit Agricole Group, bank lines were arranged (or renewed) with third-party credit and financial institutions for over € 2.3 billion.

Capital market operations totalling € 2.7 billion were completed.

Additionally, during the second half of 2024, Leasys renewed and expanded the EMTN programme from € 5 to € 8 billion.

The trend in external sources of funds over the past 3 years is analysed below:

% of total external funding sources	2024	2023	2022
Crédit Agricole Group	13%	7%	20%
Third-party financial institutions	34%	39%	38%
Factoring	2%	4%	3%
Market	40%	36%	23%
Securitisation	11%	15%	16%
Total	**100%**	**100%**	**100%**

CONSOLIDATED SUSTAINABILITY STATEMENT AT 31 DECEMBER 2024

Prepared pursuant to Decree 125/2024

GENERAL DISCLOSURES

GENERAL BASIS FOR THE PREPARATION OF SUSTAINABILITY REPORTS

[ESRS 2, BP-1]

Pursuant to Decree 125 dated 6 September 2024 that adopted Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 amending Regulation (EU) 537/2014, Directive 2004/109/EC, Directive 2006/43/EC and Directive 2013/34/EU, as regards corporate sustainability reporting (the “Decree"), Leasys Italia S.p.A. (also Leasys S.p.A., for short), as a public-interest entity[8], as well as the parent company of a large Group, is required to include in a specific section of the report on operations the information necessary to understand the Group’s impacts on sustainability matters and how those matters affect the Group’s development, performance and position.

Accordingly, this document is the Consolidated Sustainability Statement (the “Statement” or “Report”) of the Group including Leasys S.p.A. and its subsidiaries consolidated on a line-by-line basis (the “Leasys Group”, “Leasys” or the “Group”), prepared for 2024 pursuant to the new Decree 125/2024. In 2023, the Group prepared a separate sustainability report (Consolidated Non-Financial Statement) pursuant to the previous Directive (EU) 2014/95 (NFRD), that has now been updated and replaced by the new Directive (EU) 2022/2464 (CSRD).

The Leasys Consolidated Sustainability Statement for 2024 has been prepared in accordance with the *European Sustainability Reporting Standards* (ESRS) introduced by Regulation (EU) 2023/2772 and developed by the *European Financial Reporting Advisory Group* (EFRAG). The ESRS standards define the general requirements, the methodologies to be adopted and the disclosures to be made in sustainability reports.

The Leasys Group is also subject to the disclosure requirements of Regulation (EU) 2020/852 dated 18 June 2020 (“Taxonomy Regulation”) and the related Delegated Regulations (EU) 2021/2178 and (EU) 2021/2139 from 1 January 2023. These disclosures are made in the Chapter entitled “European Taxonomy”.

In order to give Group stakeholders a complete and clear view of the ESG commitments made by Leasys, the information reported satisfies the qualitative requirements specified in Appendix B to ESRS 1: relevance, faithful representation, comparability, verifiability and understandability.

The sustainability statement applies the double materiality principle, as envisaged in the reference regulations and a hallmark of the European Sustainability Reporting Standards (ESRS).

In fact, the topics covered in this Report are those considered important following the double materiality analysis described in the “Materiality analysis” section of this document, given their ability to reflect the social and environmental impacts of the Group’s activities, as well as the risks and opportunities that may influence the decisions of stakeholders.

The Group did not exercise the option to omit specific information related to intellectual property, know-how, or innovation results.

[8] Italian issuers of securities admitted for trading on regulated markets in Italy and the European Union

This Report is subject to limited assurance, in accordance with the Sustainability Reporting Assurance Standard – SSAE (Italy), by the audit firm PricewaterhouseCoopers S.p.A.

Reporting process

The Consolidated Sustainability Statement of the Leasys Group is the result of a reporting process that involved:

- all corporate structures and departments responsible for the important areas and related information contained in this Report. The relevant contact persons described the significant actions taken during the reporting period and collaborated with the collection, analysis and consolidation of the data, with the task of checking and validating all the information presented in the Report, each to the extent of their own responsibilities. The above process is governed by a specific internal Procedure. The data was processed via extractions and precise calculations and, where specifically indicated, by making estimates. The data and information of an economic-financial nature were obtained from the Consolidated Financial Statements of the Group at 31 December 2024;
- approval of the Report by the Board of Directors of Leasys S.p.A., at the time of approving the Consolidated Financial Statements for 2024, after examination by the Board of Statutory Auditors;
- issue of limited assurance about the Report by PricewaterhouseCoopers S.p.A.;
- publication of the Report on the corporate website, in order to make it available in a transparent manner to all stakeholders.

Scope of reporting

The qualitative and quantitative information contained in this Report relates to the results of the Leasys Group for the year ended 31 December 2024, covering in full the scope of reporting used to prepare the Consolidated Financial Statements for 2024[9].

The consolidation methodology used to prepare the Sustainability Statement is consistent with that described in "Part A – Accounting policies, A.1 General part, Section 3 - Scope of consolidation" of the explanatory notes.

The scope of reporting also includes the impacts, risks and opportunities (hereinafter also referred to as "IRO") relating to the Group's own operations and the IRO relating to the up-stream and down-stream value chains. In particular, when structuring the materiality analysis, Leasys mapped both the value chain directly involved in the supply of vehicles and that associated with the ancillary services provided.

[9] The complete list of consolidated companies is presented in the Consolidated Financial Statements – Part A – Accounting policies, A.1 General part, Section 3 - Scope of consolidation.

DISCLOSURES IN RELATION TO SPECIFIC CIRCUMSTANCES

[ESRS 2, BP-2]

Use of estimates and uncertainties about the results

For the purposes of this Report, forward-looking information is used in accordance with the ESRS. The Directors are required to develop such information based on assumptions—outlined in specific sections of this document—regarding events that may occur in the future and potential future actions by the Group. Due to the inherent uncertainty associated with the occurrence of any future event—both in terms of whether it will actually take place and the extent and timing of its manifestation—actual results may differ materially from the forward-looking information.

The use of estimates in the calculation of metrics, including those relating to the up-stream and down-stream value chains, is described in the specific reporting policies presented at the end of each chapter in this Report. All assumptions and potential uncertainties are identified in the reporting policies.

In general, estimates were only made when the data concerned could not be collected directly. When making estimates, efforts were always made to find the most authoritative and verified indirect sources.

The metrics disclosed within the Report include estimated data related to the value chain, derived from the reprocessing of indirect information concerning Scope 3 greenhouse gas emissions, as presented in the section – Environmental Information.

The direct calculation of such emissions requires data and information from the Group's customers and suppliers. According to reporting standards, where it is not possible to directly collect value chain data through reasonable efforts, such information must be estimated using data from indirect sources. The Group has already activated an improvement plan to complete the data and processing needed to calculate these value-chain metrics.

Changes made to the preparation and presentation of sustainability disclosures

This Sustainability Statement has been prepared in accordance with the Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS). As this is the first year that the Statement has been prepared in accordance with the ESRS, Leasys has applied the transitional provision allowed by ESRS 1 related to section 7.1 Presenting comparative information, and has therefore omitted the otherwise required comparative information.

CORPORATE GOVERNANCE

[ESRS 2, GOV 1]

Introduction

The system of corporate governance and the organisational structures adopted by Leasys are designed to ensure the healthy and prudent management of the Group, consistent with current regulations and likely future developments, as well as with the established business development objectives.

Leasys adopts a traditional governance model, comprising the following corporate bodies:

- *Shareholders' Meeting*: appoints the Board of Directors and the Board of Statutory Auditors, fixing their remuneration; it is called at least once every year to approve the annual financial statements and the allocation and distribution of profits.
- *Board of Directors*: appointed for a three-year period and responsible for the strategic supervision and management of the Company.
- *Board of Statutory Auditors*: performs the control function, monitoring the compliance with the regulations and the adequacy of the organisational and administrative-accounting structure of the Company.

Administrative Body and Internal Council Committees

The **Board of Directors** is responsible for the Internal Control System, establishing guidelines for its operation, checking periodically its adequacy and proper functioning, and ensuring that the principal business risks are identified and properly addressed by the Chief Executive Officer and management.

The Board of Directors comprises a Chairman, a Chief Executive Officer and General Manager, and two Directors.

Richard Bouligny Chairman (non-executive)	**Rolando D'Arco** Chief Executive Officer and General Manager (executive)
Andrea Faina Director (non-executive)	**Antoine Delautre** Director (non-executive)

The Board of Directors comprises an executive member and three non-executive members, all of whom are men. The average age of the Directors exceeds 50. The Administrative Body does not include any independent members or representatives of the employees or other workers.

The current Board of Directors was appointed on 29 March 2022 and its mandate will expire with the Shareholders' Meeting that approves the annual financial statements at 31 December 2024. Certain members of the Board of Directors have been in office for many years, since their mandates have been renewed several times.

Pursuant to the Articles of Association, the directors cannot be appointed for a period of more than three financial years and their appointment ends on the date of the Shareholders' Meeting called to approve the financial statements for the last financial year of their mandate. The appointment, revocation, cessation, replacement and lapsing of directors are governed by Italian law.

Should the majority of the directors appointed at the Shareholders' Meeting resign or cease to serve for other reasons, the mandate of the entire Board of Directors is deemed to have lapsed and a Shareholders' Meeting to appoint the new administrative body must be called urgently by the remaining directors.

The following table summarises the skill sets of the members of the Board of Directors at the date on which this document was approved.

COMPOSITION OF THE BOARD OF DIRECTORS - SKILL SETS OF THE DIRECTORS

SKILLS	NO. OF DIRECTORS
LEASING MOBILITY	4
FINANCE AND PLANNING	4
MARKETING AND COMMUNICATIONS	3
RISKS AND CONTROLS	4
GOVERNANCE AND ORGANISATION	4
IT AND DIGITAL	2
HUMAN RESOURCES AND SYSTEMS OF REMUNERATION	3
ESG	4

The Board of Directors contributes a diverse range of skills and experiences, not least in relation to ESG matters. Collectively, the administrative body has considerable experience in the business conducted by the Group, with knowledge of environmental topics and actions to reduce GHG emissions, HR matters, marketing practices and the promotion of sustainable mobility. Within their respective groups, the Directors have accumulated an extensive experience in the supervision of human rights and governance matters.

Risk & Audit Committee (RAC)

The Risk & Audit Committee (RAC) assists the Board of Directors on risk-related matters, the system of internal controls and the proper application of accounting standards when preparing the separate and consolidated financial statements. With reference to the management and control of risks, the Committee provides the following assistance:

- identifies candidates for appointment as control function managers, recommending them to the BoD;
- supervises the activities planned by the control function;

- checks the adequacy of the control functions in both qualitative and quantitative terms;
- promotes collaboration among the control functions and checks the adequacy of the reporting flows directed towards the BoD and Top Management;
- provides advance opinions to the BoD on potential transactions that the Company intends to carry out;
- works with the CFO, the Board of Statutory Auditors and the External Auditors to assess the adequacy of the accounting policies adopted;
- assists the BoD with the definition of risk management policies.

The Risk & Audit Committee also helps the Board of Directors with the supervision of ESG risks, especially with regard to the identification of sustainability topics that are important for the Group as part of the double materiality analysis, preparing a conformity opinion for submission to the Board.

In carrying out the above functions, the Committee may make use of external experts with demonstrable experience and, if necessary, interact directly with the internal control, risk management, financial accounting and compliance functions.

The Committee comprises four members, two appointed by Crédit Agricole Consumer Finance S.A. and two by Stellantis. The following roles have permanent invitations to attend RAC meetings, without voting rights: the Chief Executive Officer and the Financial Director of Leasys S.p.A, the Risk, Permanent Control & Compliance Manager of Leasys S.p.A., acting as Meeting Secretary, the Internal Audit Manager of Leasys S.p.A., and the Compliance and Internal Audit Managers of the two shareholders.

Remuneration Committee

The Remuneration Committee was established by the Board of Directors of Leasys SAS and comprises two members designated by Crédit Agricole Consumer Finance S.A. and two members designated by Stellantis, from among whom the Chairman is appointed.

The following may attend meetings of the Remuneration Committee, upon request and without voting rights:

- the Chief Executive Officer;
- the manager of the Risk, Permanent Control & Compliance Function;
- the direct first-line reports to the CEO;
- other members of BoD.

The Committee provides advice to the BoD on remuneration practices and incentives, defining remuneration guidelines for the Leasys Group.

Among its responsibilities, the Committee:

- recommends the remuneration of the CEO (following discussion with the Chairman of the Board and consultations with both shareholders);
- recommends (following discussion with the CEO) the remuneration of all Country General Managers and all Function Managers who report directly to the CEO;

- provides advice on the definition of remuneration criteria for other senior personnel;
- expresses opinions, based on information obtained from the relevant functions, on achievement of the business performance objectives for activation of the incentive systems.

Each year, with support from the internal functions concerned, the Committee prepares documentation on the work performed for submission to the Board and to the Shareholders' Meeting, in support of the relevant resolutions.

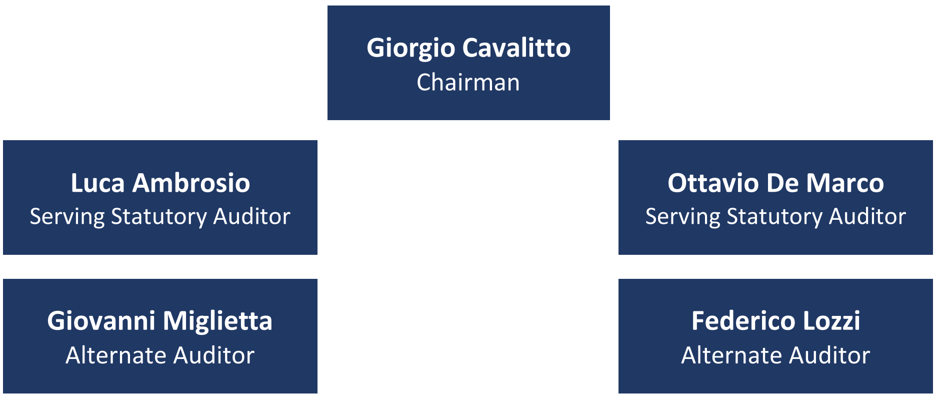
Other important committees

Internal Control Committee

The structure of the Internal Control Committee is described in the "Internal Control Committee" section of the chapter entitled "Bodies involved in supervising the Internal Control" in the Report on Operations, to which reference is made.

Board of Statutory Auditors

The Board of Statutory Auditors consists of three serving members and two alternates, appointed for a period of three financial years. The Board of Statutory Auditors is entrusted with the duties set out in art. 2403, para. 1, of the Italian Civil Code. The current Board of Statutory Auditors was appointed on 29 March 2022 and its mandate will end at the Shareholders' Meeting held to approve the separate financial statements at 31 December 2024.



Supervisory Body

The structure of the Supervisory Body is described in the "Supervisory Body" section of the chapter entitled "Bodies involved in supervising the Internal Control System" in the Report on Operations, to which reference is made.

Sustainability governance

[ESRS 2, GOV-1]

Growth and sustainability are distinctive traits of the Leasys Group, whose development strategy is based on the conviction that ethics and profit should not conflict, as long-term economic development cannot exist without progress on the social and environmental fronts.

In order to spread and promote a culture that embraces ethics, integrity and business sustainability, the Group has adopted an Organisational Model 231 and a Code of Conduct that define fundamental principles for the protection of its reputation and express the values on which daily activities are based.

The Board of Directors of Leasys S.p.A. ensures that the Group's strategies and activities take proper account of all environmental and social matters and ESG risks, including sustainability topics in its strategic analyses and in the risk management framework. The BoD approves the Group's Sustainability Policies, monitoring their implementation, as well as the Consolidated Sustainability Report, including the Sustainability Strategy, presented each year to the Shareholders' Meeting, ensuring adequate and transparent communication. In particular, the Sustainability Policies and Strategy take into account the needs of all stakeholders (e.g. customers, investors and shareholders) and are shared periodically with management, following analysis by experts within the Group.

The Risk & Audit Committee (RAC) helps the Board of Directors in identifying significant topics in the context of the double materiality analysis carried out to prepare the Sustainability Report, providing a conformity opinion prior to its approval by the Board itself.

Lastly, in the performance of its functions, the Board of Statutory Auditors checks compliance with the provisions of Decree 125/2024 and raises any matters in its annual report to the Shareholders' Meeting.

As evidence of the Group's commitment to pursuing sustainability objectives and acknowledgement of the requests received from management and leading stakeholders about a precise and systematic management of ESG matters, Leasys activated a rationalisation and reorganisation process in 2024, with creation of the "**ESG & Sustainability**" Team within the HQ Finance Function, managed by the Head of Investor Relations & ESG. This step also reflects the decision to define, implement, communicate and monitor the Sustainability Strategy and the Sustainability Report.

The ESG & Sustainability Team is dedicated to the coordination and management of all activities linked to the sustainability of the business. The ESG & Sustainability Manager is in charge of this team, whose members have specific skills in relation to ESG matters.

More specifically, the ESG & Sustainability Team:

- develops the Sustainability Strategy and the annual Sustainability Report, based on input received from the BoD;
- measures the Group's sustainability metrics and their progress towards the sustainability targets defined in the strategies and reflected in the corporate budget;

- works with all business functions to promote corporate values related to environmental and social commitment, managing external relations with the shareholders accordingly;
- supports initiatives that seek to improve the sustainability performance of the Group.

A **Sustainability Committee** will be established in 2025. This cross-functional managerial committee will be chaired by the CEO and comprise the Group Investor Relations & ESG Director, who will coordinate and act as Committee Secretary, and representatives of the principal business functions.

The Sustainability Committee will assess the proper positioning of the Group in execution of the Leasys long-term sustainable growth strategy. The Committee will investigate sustainability matters and make relevant recommendations to the BoD on, in particular: (i) the Group’s sustainability policies; (ii) sustainability reporting, including the Consolidated Sustainability Report; (iii) ESG strategy; (iv) the monitoring of objectives, and (v) supervision of the work performed in support of diversity and the development of a more inclusive working environment.

In addition, “**Sustainability Champions**” will also be appointed in 2025. These specialist roles will represent points of reference in the various markets on ESG matters and the dissemination of an ESG culture within the Group, while also collecting the data needed for the Sustainability Report.

More specifically, the Sustainability Champions will be responsible for:

- collecting relevant information for the annual Sustainability Report;
- dealing with periodic requests from the ESG & Sustainability Team, gathering and communicating the data requested;
- scheduling, managing and monitoring the ESG initiatives in the markets/branches concerned;
- managing relations with the Group's ESG & Sustainability Team on sustainability topics.

Furthermore, within the organisation:

- the **Human Resources** function recommends and executes programmes for employees, with a special focus on all initiatives designed to ensure equality of treatment, proper working conditions and the well-being of workers;
- the **Control Functions** (Risk Permanent Control & Compliance and Internal Audit) participate in the sustainability process, each to the extent of its responsibilities, not only by implementing their specific second- and third-level controls, but also by participating in projects to implement the enhanced requirements of new legislation and/or regulations.

Involvement of administrative, management and supervisory bodies in sustainability matters

[ESRS 2, GOV-2]

The Board of Directors of Leasys S.p.A. approves the material topics that reflect the positive and negative impacts, risks and opportunities generated by the Group's activities in the economic, social and environmental areas. The double materiality analysis, described in greater depth later, is the focal point of the Sustainability Report, identifying the most significant impacts, risks and opportunities for the Group. Based on these, Leasys is able to describe the policies, actions and objectives adopted in order to tackle them. The double materiality analysis requires Board involvement to approve the material topics addressed in the Report, after evaluating the information about impacts, risks and opportunities identified above.

The Board also approves the Group's sustainability strategy, identifying sustainability targets for the three ESG dimensions (environment, social and governance).

Inclusion of sustainability-related performance in incentive schemes

[ESRS 2, GOV-3]

At this time, the members of the Board of Directors do not participate in any incentive schemes or remuneration policies linked to sustainability targets.

Statement on due diligence

[ESRS 2, GOV-4]

The following table indicates the sections of this Sustainability Statement that include information on the due diligence process.

DUE DILIGENCE: FUNDAMENTAL ELEMENTS	CSR SECTIONS
Embedding due diligence in governance, strategy and business model	• Involvement of administrative, management and supervisory bodies in sustainability matters (page 40) • Group's Sustainability Plan (pages 51-53)
Engaging with affected stakeholders in all key steps of the due diligence	• Processes for engaging with own workforce and workers' representatives (pages 85-87) • Processes for engaging with consumers about impacts (pages 110-112)
Identifying and assessing adverse impacts	• Double materiality analysis (pages 53-55) • Material impacts, risks and opportunities (pages 66-69) • Material pollution-related impacts, risks and opportunities (page 78) • Material impacts, risks and opportunities related to resource use and circular economy (page 80) • Material impacts, risks and opportunities related to own workforce (pages 83-84) • Material impacts, risks and opportunities related to workers in the value chain (page 103) • Material consumer-related impacts, risks and opportunities (pages 105-106) • Material impacts, risks and opportunities related to business conduct (page 117)
Taking actions to address those adverse impacts	• Policies and actions related to climate change mitigation and adaptation (page 69-71) • Policies, actions and resources related to pollution (page 78) • Policies, actions and resources related to resource use and circular economy (pages 80-82) • Actions on material impacts on own workforce (pages 88-91) • Actions and resources for managing material consumer-related impacts, risks and opportunities (pages 114-115)
Tracking the effectiveness of these efforts and communicating	• Targets related to climate change mitigation (page 71-72) • Targets related to pollution (page 78) • Targets related to own workforce (pages 91-92) • Targets fixed in relation to consumers (page 115-116)

Internal control systems

The structure of Leasys' internal controls is described in the chapter entitled "Internal Control System" of the Directors' Report on Operations 31 December 2024, to which reference is made.

Further to the information provided in that chapter of the Report on Operations, the key elements of the system of internal controls are:

- ***Code of Conduct***, containing the rules of conduct and the general principles to be respected by all internal and external parties that maintain direct or indirect relations with the Company and each subsidiary;
- ***System of mandates and powers***, defined by the Board of Directors or the Chief Executive Officer considering the importance of the various organisational positions, consistent with the responsibilities assigned and periodically updated following changes in the organisational structure;
- ***System of procedures***, comprising procedures adopted by the Company and the Group, operating instructions and internal communications intended to govern important processes clearly and effectively, as well as to establish ways of working and controls over the performance of business activities;
- ***System of certification***: in 2024, Leasys S.p.A. obtained the following certifications regarding the provision of LTR-related services and the management of corporate fleets:
    - ISO 14001:2015
    - ISO 45001:2018
    - ISO 50001:2018

Leasys S.p.A. has also obtained ISO 9001:2015 quality certification and ISO 27001 IT security management certification.

Principal risks and their management

The Group constantly identifies, in detail, the risks to which it is exposed, or might be exposed in future, in relation to the programme of planned activities. In this regard, all identified risks are mapped in order to provide a complete and up-to-date picture of the risks that, case by case and in each specific situation, are accepted and managed within the Group.

The structure implemented to govern and manage risks at Group level is described in the Risk Appetite Framework (RAF) and its supporting documentation, which are updated constantly to reflect changes in the strategic framework within which the Group moves. Risk Appetite and Risk Strategy reflect the risk profile that the Leasys Group is willing to accept in pursuit of the strategic objectives of the Shareholders and the Stakeholders, ensuring an optimal trade-off among capital, risks and strategies. The RAF combines indicators at both strategic and operational level.

The risks identified as "significant" by the Group include various financial risks, such as credit risk, interest-rate risk and residual-value risk (for long-term rentals, the residual-value risk in relation to leased vehicles is generally borne by the lessor, unless specifically agreed otherwise with third parties, and reflects the difference between the vehicle's market value at the end of the rental period and the carrying amount of the asset concerned).

Certain other risks, not strictly financial in nature, have also been identified as "significant". These include:

- **operational risk**: the risk of losses resulting from inadequacies, malfunctions or weaknesses in internal processes, human resources or systems, or from external events. This category includes "legal risk" (deriving from infringements of or non-compliance with laws or regulations, or from clouded transparency regarding the legal rights and duties of the counterparties to a transaction) and "conduct risk" (risk of losses deriving from an inappropriate offer of financial services and the consequent court proceedings, including cases in which such conduct was intentionally inadequate or negligent). Further, this risk also includes the exposure to fines, monetary penalties or other adverse consequences deriving from measures taken by the Supervisory Authorities, or from private settlements;
- **strategic risk**: the possibility of lower profits or reductions in equity, both immediately and prospectively, as a result of changes in the operating environment, incorrect business decisions, only partial implementation of decisions made, or limited ability to face up to and react to changes in the competitive environment;
- **ICT risk**: the risk of incurring economic losses, reputational losses and reductions in market share as a consequence of using information and communications technology;
- **reputational risk**: the possibility of lower profits or reductions in equity, whether immediately or prospectively, as a result of an adverse perception of the Group's image by its Stakeholders: Human Resources, Customers, Counterparties, Shareholders, Investors;
- **non-compliance risk**: the risk of incurring court-imposed or administrative penalties, significant financial losses or reputational losses as a consequence of violating mandatory requirements (laws or regulations) or self-governance rules (e.g. articles of association, codes of conduct, codes of self-regulation).

In 2024, the Group made an assessment of the principal ESG risks, resulting in the inclusion of **Climate Risk** in the Group's Operational Risk Framework and Risk Appetite Framework (RAF). The following aspects are addressed:

- **Physical Risk**, being the risk of financial losses due to climate change, including more frequent, extreme weather events, as well as gradual climate change and environmental degradation, such as air, water and soil pollution, water stress, loss of biodiversity and deforestation, that might affect the owned by the Group (principally the fleet);
- **Transition Risk**, being the potential losses incurred as a result of adapting to a low-carbon economy that is sustainable from an environmental standpoint. This process may generate direct or indirect losses as a consequence of political, regulatory, behavioural or technological changes, but also as a result of disputes (involving reputational risk).

Making reference to the risk indicators identified in the Group RAF for operational losses linked to climate change, the HQ RPC & Compliance Function monitors constantly the loss events recorded by the Group and informs the Board of Directors. The Board then establishes appropriate actions to mitigate and contain the losses within the tolerance limits defined in the RAF.

Risk management and internal controls over sustainability reporting

[ESRS 2, GOV-5]

The sustainability reporting process was initiated by the Leasys Group in 2023, with preparation of the first Group Non-Financial Statement.

The process was reorganised in 2024 to adopt the amendments introduced by the CSR Directive and enabling Decree 250/2024. The related Corporate Sustainability Reporting Procedure was prepared by the HQ Finance Function and the RPC & Compliance Functions, validated by the CFO and approved by the CEO of the Leasys Group in October 2024. The procedure defines the various phases in the annual sustainability reporting process, identifying the actors involved and assigning the related roles and responsibilities.

The process of collecting sustainability data involves a central unit responsible for its collection and processing (the ESG & Sustainability Team) and peripheral units that “own” the quali/quantitative information to be reported. Within these units, roles responsible for contributing and validating the data have been identified. The consistency of the data presented in the Sustainability Statement with that published in the financial statements is checked by the ESG & Sustainability Team together with the HQ Finance – Accounting and Consolidation Office.

The internal control system implemented by the Group envisages first-, second- and third-level controls over the sustainability reporting process.

In particular, the **first-level** controls ensure proper conduct of day-to-day operations and individual transactions. They are carried out by the operational functions concerned or incorporated into IT procedures.

The following first- and second-level controls are carried out by the Finance Function:

- check for regulatory updates regarding CSR matters;
- use of accurate, updated templates that comply with the ESRS standards;
- check on the accuracy of the amounts included in the various manual and automated forms with respect to the related source data (CSR reporting packages for each function/legal entity, consolidated financial statements) and on their proper classification.

The objective of the **second-level** controls carried out by the Risk, Permanent Control & Compliance Function is to guarantee the accurate definition and implementation of the risk management process, the conformity of business operations with the relevant current regulations, and the effectiveness, security and consistency of operational activities with the relevant internal and external regulations.

These second-level controls include controls over the double materiality analysis (DMA).

The Risk, Permanent Control & Compliance Function ensures completion of the following checks prior to presentation of the double materiality analysis to various governance bodies:

- Conformity of the IROs with the Group's sustainability topics;
- Existence of assessments/justifications and the traceability of the managers who made the assessments for each of the IROs examined;
- Validation of the assessments by the managers of each department addressed by the IROs;
- Alignment of the risk assessments with the annual Operational Risk Assessment.

The Group Internal Audit Function (**third-level** controls) uses a risk-based approach to carry out independent audits of the sustainability reporting process, testing the design of the process and the effectiveness of the system of controls over the risks identified.

STRATEGY, BUSINESS MODEL AND VALUE CHAIN

[ESRS 2 SBM-1, SBM-2]

Profile of the Leasys Group

Leasys S.p.A is a mobility business specialised in the long-term rental of vehicles (operating leases) owned jointly by Stellantis and Crédit Agricole Personal Finance & Mobility on an equal basis.

Leasys consolidated the activities of the former Free2Move Lease in April 2023 and now seeks to become a European leader in the operating lease sector, with a fleet of one million vehicles by the end of 2026.

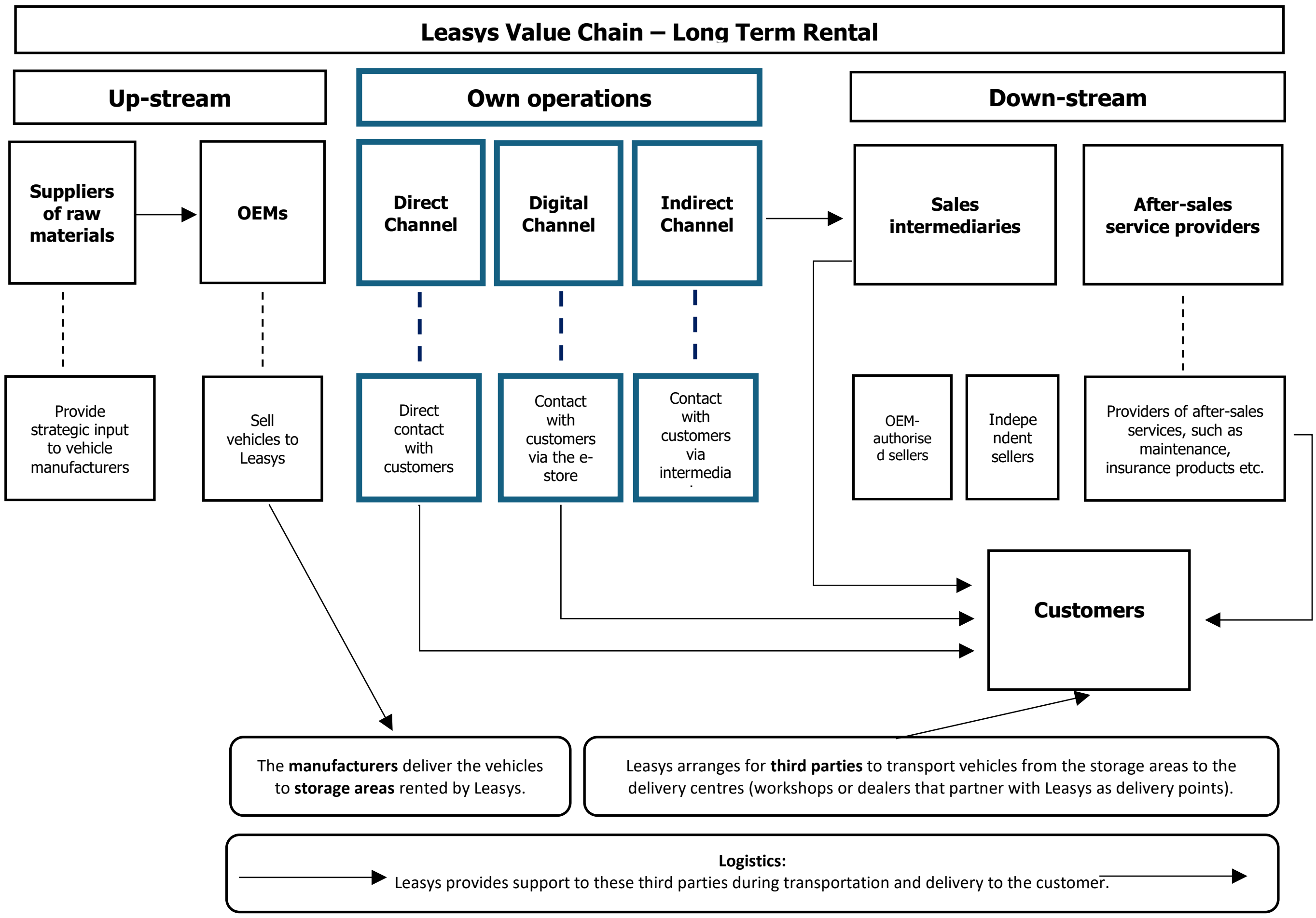
As already explained in section "Business Lines" of the Director's Report on Operations 31 December 2024, the Leasys Group operates in 11 countries through an organisational structure divided into two lines of business: Long-Term Rental and Remarketing.

GEOGRAPHICAL PRESENCE	COMPANY
Austria	Leasys Austria GmbH
Belgium	Leasys S.p.A. Belgian Branch
France	Leasys France S.A.S
Germany	Leasys S.p.A. German Branch
Italy	Leasys Italia S.p.A.
	Clickar S.r.l.
Luxembourg	Leasys Luxembourg SA
Netherlands	Leasys Nederland B.V.
Poland	Leasys Polska Sp.Zo.o.
Portugal	Leasys Portugal S.A.
	Leasys Mobility Portugal SA
United Kingdom	Leasys UK Ltd
Spain	Leasys S.p.A. Sucursal en España
	Leasys S.p.A. Spanish Branch

The line-by-line consolidation includes LABIRS ONE S.r.l. – an SPV related to securitisation transactions.

Value chain

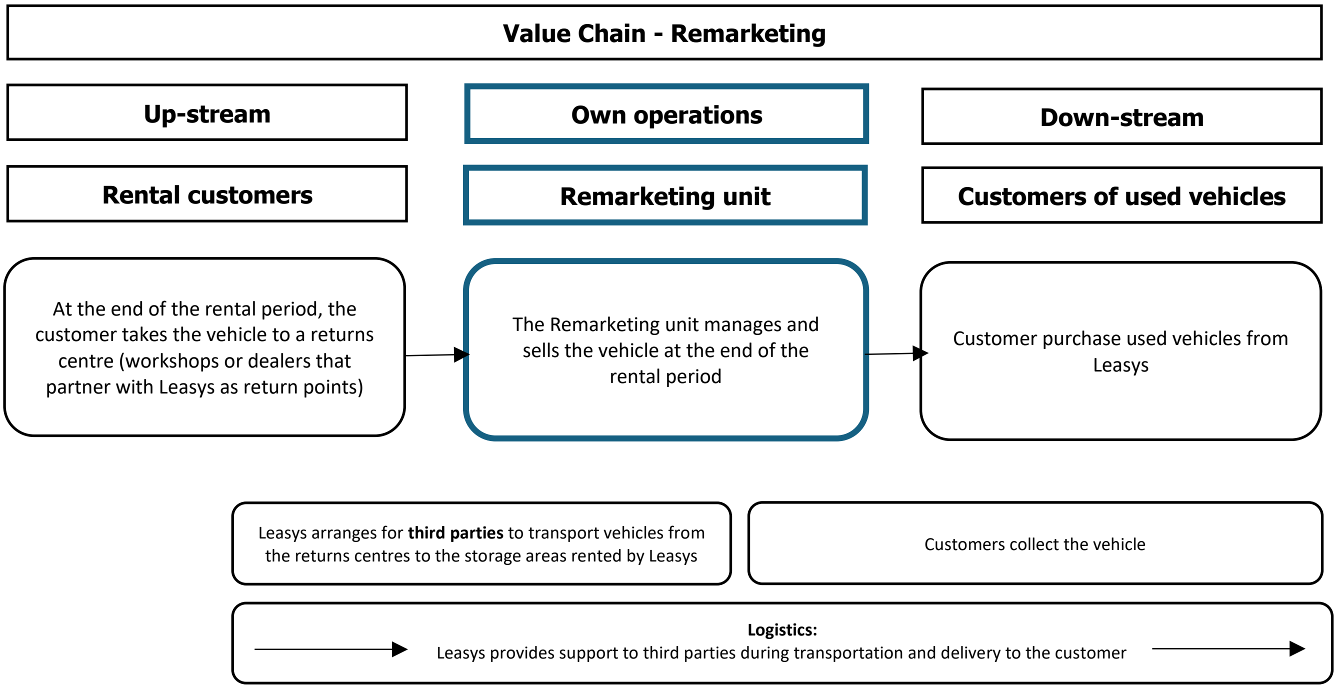
Leasys has a complex value chain and interacts constantly with a diverse network of actors.
The following schemes explore the principal phases of this value chain.
The information was collected by interviewing the subject matter experts who manage the business functions concerned, principally: Sales, Marketing, Procurement, Supply Chain, Network Development, Remarketing, Fleet Operations.



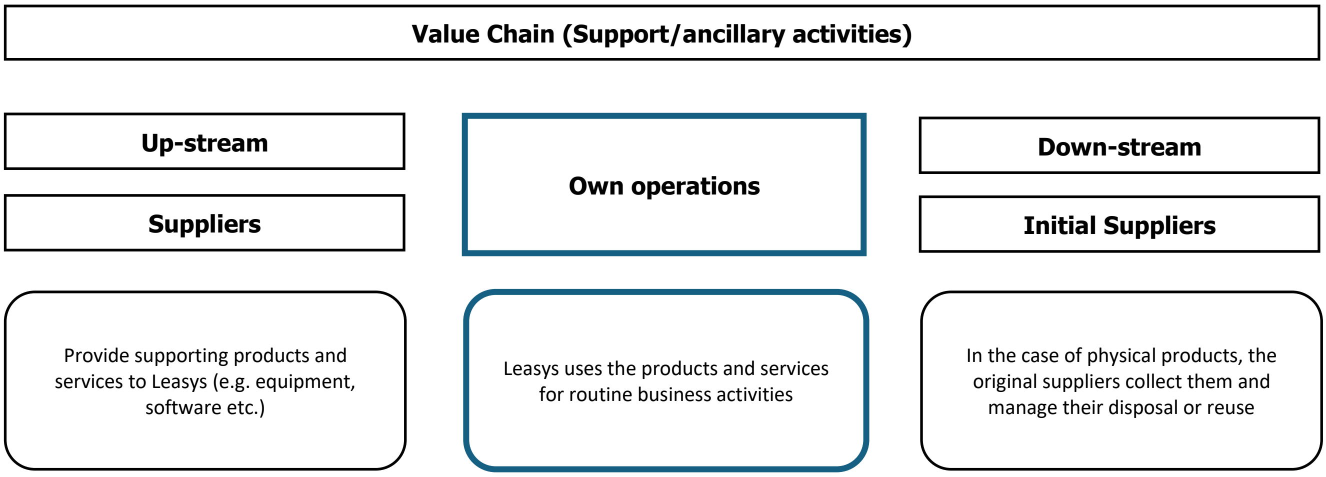
The up-stream value chain comprises a network of suppliers of products and services closely linked to the vehicle sector. In particular:

- the first level of the value chain comprises Original Equipment Manufacturers (OEMs). In turn, the manufacturers procure the raw materials needed to produce the vehicles;
- independent transport companies move the vehicles (purchased by Leasys from the manufacturers) to the storage areas and, later, transfer them to the delivery points, being partner workshops or dealers.

The down-stream value chain comprises entities or stakeholders that benefit directly from Leasys' services (Customers) or promote them (Dealers and Brokers), as well as providers of after-sales services, which perform scheduled and unscheduled vehicle maintenance, replace tyres, and offer insurance products and other rental-related services.



At the end of the rental period, the customer takes the vehicle to one of the returns centre (workshop and/or dealer affiliated with Leasys).
In this phase, the vehicle is carefully examined to evaluate any damage and to check the actual distance travelled.
The vehicles are then handed over to the Remarketing unit, which arrange to sell them.



Leasys collaborates with a network of suppliers that provide supporting products and services.

These include suppliers of IT services (hardware and software), office supplies, marketing services and legal services.

At the end of their life cycle, the products are returned to their suppliers, which manage and recycle them or, if necessary, arrange for their disposal in accordance with current regulations.

Group's Sustainability Plan

The vision of Leasys is to create value while respecting the environment and society, pursuing sustainability as a growth opportunity for the business and all counterparties.

The Group's Sustainability Plan (or "Group's ESG Strategy), approved by the Board of Directors as an integral part of the Consolidated Sustainability Statement includes concrete objectives for the three ESG (Environment, Social and Governance) dimensions, in the deep conviction that the future of mobility depends on making responsible, innovative and sustainable choices.

These strategic objectives respond to the Group's desire for increased transparency in relations with customers and the financial community, while helping to support the decarbonisation strategies of the shareholders. In particular, the definition of the objectives takes account of stakeholders' demands for the Group including, for example, requests from customers and investors interested in sustainability matters, as well as those expressed during meetings with the shareholders.

Achievement of these sustainability targets is dependent on the development of public policy with regard to electrification, charging infrastructure and its territorial reach.

The Group's Sustainability Plan addresses three macro-topics:

- **Sustainable mobility and environmental stewardship**: reduce the environmental impact of operations and the fleet rented to customers, paving the way towards cleaner, safer and more accessible mobility.
- **Creation of value for people**: promote an inclusive work environment by valuing diversity and talent through training; offer customers a best in class and safe rental experience, with digitalization as a driver of innovation, efficiency, and transparency.
- **Ethical and responsible conduct:** act with integrity, promoting an ethical and responsible business that values the adoption of transparent and sustainable practices throughout the supply chain, while encouraging continuous improvement.

Each topic is structured around two specific pillars - six in total - on the basis of which Leasys has defined concrete objectives for managing and improving the Group's impacts on the principal aspects of sustainability. The objectives apply to the entire Group, unless specified otherwise.

The Group's Sustainability Plan is reviewed every year alongside the revision of the double materiality analysis, in order to take due account of the expectations expressed by the stakeholders.

Consistent with this, the Sustainability plan adopted by the Leasys Group covers 4 topics, 6 sub-topics and is articulated in 14 targets, as presented below:

Topic	Sub-topic	Principal stakeholders concerned	KPI	Target 2026
Climate change	**Climate change mitigation**	• Shareholders • Customers • Investors • Employees	LEV vehicles in the fleet (% of total fleet)	25%
			Average CO_2 emissions of fleet vehicles	-15% vs. 2021
			LEV vehicles in the corporate fleet (employees)	80%
			Average CO_2 emissions of the corporate fleet (employees)	-45% vs. 2024
Own workforce	**Equal treatment and opportunities for all**	• Shareholders • Investors • Employees	Employees with access to training platforms (% of total employees)	100% (on 3 platforms)
			Employees trained on ESG topics (%)	90%
			Employee survey response rate (%)	85%
			Middle Management F/M rate (%)	42%
	Working conditions		Employees with access to counselling and psychological support (%)	50%
Consumers and end-users	**Social inclusion of consumers and end-users**	• Customers • Dealers • Brokers	GLOBAL NPS (Net Promoter Score)	+20% vs. 2023
			Digital signature (% of contracts signed)	40% (ITALY)
			Suppliers, dealers, customers with access to digital tools	70% (ITALY) 50% (GROUP)
Business conduct	**Management of relations with suppliers, including payment practices**	• Shareholders • Suppliers • Employees	Suppliers rated on ESG topics	100%
	Corruption and bribery		Employees trained on anti-corruption matters (%)	95%

For details on the Baseline Year, Baseline Value, and the 2024 Result, please refer to the thematic chapters.

The achievement of climate change mitigation targets by 2026 requires a stable regulatory environment and the dedication of all stakeholders involved (public and private) to the promotion of electric mobility, through institutional support actions (e.g., incentive plans) and dedicated investments (e.g., improving the coverage of charging infrastructure).

The Group's ESG strategy is embedded in Leasys's business strategy and, accordingly, the resources for its implementation are already considered in the strategic planning process. The most significant resources allocated relate to the procurement of vehicles, including a portion reserved for plug-in hybrids and electric vehicles, consistent with the energy transition objectives set by the Group.

In this context, Leasys has been particularly active in the sourcing of funds dedicated to supporting the transition to electric vehicles: in 2024, alone, financial transactions linked to this topic totalled more than € 600 million, in the form of bond placements and loans obtained from third-party banks.

During 2025, in synergy with the shareholders, the Group intends to continue in this direction, intensifying the collaboration with credit institutions, public and private bodies and institutions, and investors, with a view to expanding and improving affordability to the Leasys range of zero and low-emission vehicles.

DOUBLE MATERIALITY ANALYSIS

[ESRS 2 IRO-1, BP-2]

By introducing the ESRS, Directive (EU) 2022/2464 has broadened the scope of analysis needed to identify the material topics to be reported, requiring the adoption of a double standpoint that contemplates both the impacts of the business on the surrounding environment, and the risks and opportunities for the business deriving from external conditions. This analysis has resulted in the mapping of impacts, risks and opportunities (double materiality analysis matrix) deemed important for the Group and its value chain, providing a complete picture of the relations that link the Group to ESG topics.

The double materiality analysis, which resulted in the assessment of impacts, risks and opportunities, was carried out by organising themed workshops, during which the opinions and considerations of the stakeholders involved were collected.

Double materiality

The CSRD Directive (EU) 2022/2464, transposed in Italy by Decree 125/2024, has radically changed the materiality analysis to identify topics to be addressed in the Sustainability Report. Alongside the impact materiality already addressed by the GRI standards, the new regulation has introduced financial materiality and, therefore, created a need for the double materiality analysis.

The **double materiality analysis** looks in two directions:

- Impact materiality establishes that a sustainability topic is significant in terms of its **impact** when the business generates significant, actual or potential, positive or negative impacts on persons or the environment over the short, medium or long term, considered from an “inside-out” standpoint.
- Financial materiality requires consideration of the **risks** and **opportunities** that affect or might affect the financial position, economic results and cash flows of the Group, its access to loans or its cost of capital over the short, medium or long term, considered from an “outside-in” standpoint. In addition, financial materiality is determined by identifying the information deemed to be important, in that errors or omissions might substantially influence the decisions of certain users of the Sustainability Report, such as those of potential investors or providers of capital.

The output of the materiality analysis is a set of impacts, risks and opportunities (double materiality matrix) deemed important, which provide a basis for determining the information to be included in the Sustainability Report.

These results also guide definition of the objectives to be included in the Group's sustainability plan for responding to new market challenges.

The Leasys Group's double materiality analysis

During 2024, the Group carried out a double materiality analysis in accordance with the Consolidated Sustainability Reporting Directive (CSRD) and the related European Sustainability Reporting Standards (ESRS) issued by Commission Delegated Regulations.

The analysis was carried out in compliance with the requirements of ESRS 1, to determine the materiality of sustainability topics for the entire Group. The practical approach to the double materiality analysis and the definition of metrics also took account of the EFRAG[10] guidelines (EFRAG IG 1).

The double materiality analysis was carried out by combining the list of sub-topics identified in ESRS 1, applying internal screening tools, voluntary standards and benchmarking to establish a potential list of topics of importance to the Group.

The list of impacts, risks and opportunities (IRO) was finalised in collaboration with subject experts employed by the Group, considering existing processes and taking account of the activities of the Group and the relevant regulatory environment.

The methodology adopted for the double materiality analysis was defined centrally by the ESG & Sustainability Team and applied at all Group entities.

The methodology used to determine the materiality of impacts was defined with reference to the EFRAG guidelines, measuring their scope, extent and degree of permanence with qualitative criteria. The scope of adverse impacts generated by the Group was assessed with reference to their geographical cover and their extent appraised their effects on the environment and people, while their degree of permanence addressed the difficulty of remediation.

With reference to the definitions of short, medium, and long term adopted in this Report, it was decided to adopt the definitions outlined below. If the materiality of the IRO might evolve over time, the matrix indicates the time horizon during which the IRO will peak. The time horizons are therefore short, medium and long term, plus invariable, where:

- short indicates that the IRO will peak within one year
- medium indicates that the IRO will peak between 1 and 5 years
- long indicates that the IRO will peak after 5 years
- invariable indicates that the IRO will not change over the short, medium and long terms.

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[10] European Financial Reporting Advisory Group, a private association that provides technical advice to the European Commission on financial reporting and sustainability matters

Financial materiality was defined in a manner consistent with the metrics of the Group's Enterprise Risk Management (ERM) framework. Next, materiality thresholds were defined in order to identify significant IROs and, in the circumstances, the IROs with "High" and "Medium" evaluation were considered material.

Notably, the current financial effects of the risks and opportunities considered material for Leasys do not significantly expose the Group's financial position, economic results or cash flows to the risk of unforeseen material adjustments to the carrying amounts of assets and liabilities.

More specifically, the double materiality analysis was carried out in the following phases:

I. In the first phase, context analysis, the activities and commercial relations of the Group were examined, taking account of internal operations and the up- and down-stream value chains. At the same time, key internal stakeholders (the managers of Leasys S.p.A. and Leasys HQ departments) and external stakeholders (Stellantis and Crédit Agricole Consumer Finance S.A., the two shareholders) were also involved.

II. This second phase identified the topics, sub-topics and sub-sub-topics specified in ESRS 1 that apply to Leasys. A list of current and potential impacts, risks and opportunities was identified for each topic, considering the ESG matters of potential importance in the operations of Leasys and throughout the value chain. The impacts, risks and opportunities identified were included in the double materiality matrix.

III. In the third phase, the IROs were assessed in topic-specific workshops held with the participation of internal stakeholders (sustainability experts and top management) and external stakeholders (Stellantis and Crédit Agricole Consumer Finance S.A.). These workshops defined the final list of material IROs to be reported. The materiality analysis considered the following factors: the business model of the Group - founded on the offer of services - and the up- and down-stream value chains. No material topics specific to the geographical markets were identified, as the Group's LTR and Remarketing activities are common to all markets served.

IV. In the fourth and final phase, the results of the double materiality analysis were examined by the Risk & Audit Committee, before submission to the BoD of Leasys S.p.A. for approval.

To ensure the resilience of the ESG strategy and its consistency with the Group's business model, the double materiality analysis is reviewed every year to check that the material risks and opportunities reflect the needs of stakeholders with precision, making any necessary changes to the strategy adopted.

Results of the Double Materiality Analysis

Climate change, pollution, resource use and circular economy, own workforce, workers in the value chain, consumers and end-users, and business conduct are all material sustainability topics for Leasys.

The list of material IROs is provided in Appendix 2 of this Sustainability Report, while reference is made to the thematic sections of the report for their detailed discussion.

Policies adopted to manage sustainability issues

[ESRS 2 MDR-P]

The following table provides a list of the policies adopted by the Group on sustainability matters. Further information regarding these policies is provided in the chapters related to Sustainability topics in this Report.

All the policies mentioned have been approved by the Board of Directors and apply to the entire Group.

Policy	Climate Change	Pollution	Resources use and circular economy	Own workforce	Workers in value chain	Consumers and end-users	Business conduct	The highest body/structure responsible for implementation.	Users E/S*
Remuneration Guidelines				•				Remunerations Committee	**E**
Code of Conduct	•	•	•	•	•	•	•	BoD	**S**
Conflicts of interest							•	RPC& Compliance	**E**
Organizational Model ex Leg. Decree 231/2001							•	BoD	**S**
Whistleblowing				•	•	•	•	RPC& Compliance	**S**
Group Data protection						•		RPC& Compliance	**E**
Group Data Retention						•		RPC& Compliance	**E**
Comunications						•		Marketing	**E**
Complaints						•		RPC& Compliance	**E**
Customer Care & Quality						•		Customer Care&Quality	**E**

***E** (Employees): the policy is made available to all Group employees

S (Stakeholder): the policy is made available to all stakeholders through publication on the Leasys website

The Group is committed to formalizing, by 2025, the policies not yet available as of the publication date of this Report, aimed at managing relevant sustainability issues or sub-issues, particularly Climate Change, Pollution, the Circular Economy, the Workforce, and Supplier Relations.

ENVIRONMENTAL DISCLOSURES

EUROPEAN TAXONOMY (Disclosures required by Art. 8 of Regulation (EU) 2020/852)

General Information

The EU Regulation 2020/852 (also known as the European Taxonomy) is part of the regulatory framework established by the European Union with the goal of addressing the challenges posed by climate change and ensuring the continent's transition to carbon neutrality by 2050. The Taxonomy Regulation provides a standardized, science-based classification system to identify environmentally sustainable economic activities. Taxonomy acts as a key enabler to promote sustainable investments and accelerate the decarbonization of the European economy, while simultaneously ensuring reliability and transparency for investors and supporting companies in planning their Net Zero transition.

Leasys is committed to reporting the information as required by Article 8 of the European Taxonomy Regulation 2020/852, in compliance with the criteria established in other delegated acts issued by the European Commission and available as of the publication date of the sustainability report.

This report has been drafted based on the following regulations:

- Delegated Regulation (EU) 2021/2139 of June 4, 2021 (Climate Delegated Act);
- Delegated Regulation (EU) 2021/2178 of July 6, 2021 (Disclosure Delegated Act);
- Delegated Regulation (EU) 2022/1214 of March 9, 2022 (Complementary Climate Delegated Act);
- Delegated Regulation (EU) 2023/2485 of June 27, 2023, amending the Climate Delegated Act;
- Delegated Regulation (EU) 2023/2486 of June 27, 2023 (Environmental Delegated Act).

To qualify as environmentally sustainable, an economic activity must substantially contribute to one or more of the six environmental objectives outlined in Article 9 of the Taxonomy Regulation:

1. Climate change mitigation
2. Climate change adaptation
3. Sustainable use and protection of water and marine resources
4. Transition to a circular economy
5. Pollution prevention and reduction
6. Protection and restoration of biodiversity and ecosystems

As stipulated in Article 3 of the Taxonomy, an economic activity is considered environmentally sustainable if it substantially contributes to achieving at least one environmental objective, does not significantly harm any of the other environmental objectives, is carried out in compliance with the minimum safeguards for human rights, and meets the technical screening criteria.

To verify compliance with these criteria, the European Commission adopted Regulation (EU) 2021/2139 (the Climate Delegated Act) and Regulation (EU) 2023/2486 (the Environmental Delegated Act). The first delegated act provides a list of economic activities across various sectors, along with the related technical screening criteria to assess whether an economic activity substantially contributes to climate change mitigation and adaptation objectives and does not significantly harm any of the other environmental objectives. The second delegated act supplements the list of activities from the first and defines the technical screening criteria to verify whether an economic activity substantially contributes to achieving environmental objectives not covered by the Climate Delegated Act while ensuring it does not significantly harm any other objective.

Regulation (EU) 2021/2178 (the Disclosure Delegated Act) supplements Regulation (EU) 2020/852 by specifying the content and presentation of information that companies must disclose regarding environmentally sustainable economic activities and outlining the methodology for complying with this reporting obligation. Specifically, non-financial companies are required to publicly disclose the following performance indicators (KPIs): the share of revenue associated with products and/or services derived from the performance of environmentally sustainable economic activities, the shares of capital expenditures (CapEx), and the shares of operational expenditures (OpEx) related to processes associated with environmentally sustainable activities.

European Taxonomy for Leasys Group

For the current year of application of the Regulation, non-financial companies, including Leasys, are required to disclose the turnover, capital expenditures (CapEx), and operational expenditures (OpEx) related to "eligible" and "aligned" business activities in accordance with the climate-related activities published in 2021 and the new activities published in 2023 concerning the six environmental objectives.

The Group has therefore undertaken an analysis of its activities to understand which ones could be considered "Taxonomy eligible" and possibly "Taxonomy aligned." Alignment with Taxonomy means that an activity satisfies all the requirements specifically outlined for it. An activity is considered "aligned" only when it meets the technical screening criteria, does not significantly harm any other environmental objectives (according to the DNSH – Do Not Significant Harm principle), and adheres to the minimum safeguards associated with those activities in the Taxonomy.

The eligibility analysis process was carried out with the involvement, through interviews, of the business functions most engaged in the sustainability aspects of the Group's activities, as well as the analysis of business activities and classification of economic activities according to NACE codes.

The economic activities generating revenue, capital expenditures, and operational expenditures for the Group fall under the lines of business for long-term vehicle leasing and the sale of used vehicles (remarketing). For this reason, the Group has considered the following economic activities proposed by the Taxonomy for the objectives of climate change mitigation and circular economy.

LEASYS ACTIVITY	ECONOMIC ACTIVITY OF TAXONOMY	ECONOMIC ACTIVITY DESCRIPTION	ENVIRONMENTAL GOAL
Long-term Rental	6.5 Transport by motorcycles, cars, and light commercial vehicles	Purchase, financing, rental, leasing, and management of vehicles in category M1[11], N1[12] covered by Regulation (EC) 715/2007, or L (two- or three-wheel vehicles and quadricycles)	Climate Change Mitigation
Remarketing	5.4 Sale of second-hand goods	Sale of second-hand goods, used for the intended purpose by a customer (individual or legal entity), possibly after repair, refurbishment, or remanufacturing	Circular Economy

With reference to the economic activity **6.5 Transport by motorcycles, cars, and light commercial vehicles**, which for the Group is identified with the long-term rental activity, the alignment criteria, as currently expressed by the regulation, are difficult for Leasys to meet due to the challenges in data availability. Reference is made to the DNSH criteria related to pollution, for which granular information about tire labels is only partially available from OEMs, particularly the data on External Rolling Noise, and most importantly, it is not traceable throughout the life of the rental contract, when, for example, tires are replaced. For these reasons, although 13% of the leased vehicles meet the substantial contribution criterion with CO_2 emissions of less than 50 g/km, the Group is unable to report for the 2024 fiscal year the percentage of alignment of rental vehicles with the taxonomy criteria. Therefore, the taxonomy indicators will be zero in 2024.

The Group relies on ongoing institutional work to simplify the DNSH criteria ("do not significantly harm") for pollution prevention and reduction, which may allow for the reporting of aligned activities.

With regard to economic activity **5.4 Sale of second-hand goods**, the analyses carried out concluded that the remarketing activity for 2024 is not aligned with Taxonomy, as the Group has not yet implemented a strategy to reduce greenhouse gas emissions from transport along the value chain. Consequently, for the economic activity 5.4, the percentage of alignment for the used vehicles sold will be zero in 2024.

[11] M1: Motor vehicles with no more than eight seats in addition to the driver's seat and without space for standing passengers (Article 4 of Regulation (EU) 2018/858)
[12] N1: Motor vehicles with a maximum mass not exceeding 3.5 tons.

KPI Turnover

In line with the Disclosure Delegated Act, for the calculation of the Turnover share, the Group has considered the following values:

- **Denominator**: net revenue derived from leasing and remarketing activities, as reported in the Leasys Consolidated Financial Statements as of December 31, 2024[13]. Specifically, the denominator of the Turnover KPI corresponds to the sum of the following items:
    - "Revenue from Leasing Contracts" (€1,624,468 thousand).
    - "Revenue from Services" (€633,168 thousand).
    - "Proceeds from Vehicle Sales" (€198,450 thousand).
- **Numerator**: the share of net revenue (considered for the denominator calculation) associated with eligible and aligned activities under the European Taxonomy. For the net revenue associated with eligible activities, the items "Revenue from Leasing Contracts," "Revenue from Services," and "Proceeds from Vehicle Sales" from the Consolidated Income Statement[14] have been considered. The net revenue associated with aligned activities, as previously mentioned in relation to the absence of aligned activities, is zero.

[13] See Paragraph "Consolidated Financial Statements" of the Report and Consolidated Financial Statements 31 December 2024.
[14] See Paragraph "Consolidated Financial Statements " of the Report and Consolidated Financial Statements 31 December 2024.

Fiscal Year 2024			Criteria for substantial contribution					Criteria DNSH ('do not significant harm')											
Economic Activities (1)	**Code/s (2)**	**Absolute Turnover (3)**	**Turnover Share (4)**	**Climate Change Mitigation (5)**	**Climate Change Adaptation (6)**	**Water and marine resources (7)**	**Circular Economy (8)**	**Pollution (9)**	**Biodiversity and Ecosystems (10)**	**Climate Change Mitigation (11)**	**Climate Change Adaptation (12)**	**Water and marine resources (13)**	**Circular Economy (14)**	**Pollution (15)**	**Biodiversity and Ecosystems 16)**	**Minimum Safeguards (17)**	**Turnover share aligned with Taxonomy, Fiscal Year 2023 (18)**	**Category (enabling activity) (19)**	**Category (Transition activity) (20)**
		euro/000	*%*	*%*	*%*	*%*	*%*	*%*	*%*	*Yes/No*	*Yes/No*	*Yes/No*	*Yes/No*	*Yes/No*	*Yes/No*	*Yes/No*	*%*	*A*	*T*
A. ELIGIBLE ACTIVITIES UNDER TAXONOMY																			
A.1. Eco sustainable activities (aligned with Taxonomy)																			
Sale of second hand goods	5.4	0%															0%		
Transport by motorcycles, cars, and light commercial vehicles	6.5	0%															0%		
Turnover of eco sustainable activities (aligned with Taxonomy) (A.1)		**0%**															**0%**	**0%**	**0%**
Of which enabling activities		0%																	
Of which transition activities		0%																	
A.2 Eligible activities under Taxonomy but not eco sustainable (activities not aligned with Taxonomy)																			
Sale of second hand goods	5.4	198,450	8%																
Transport by motorcycles, cars, and light commercial vehicles	6.5	2,257,637	92%																
Turnover of eligible activities under Taxonomy but not eco sustainable activities (activities not aligned with Taxonomy) (A.2)		**2,456,087**	**100%**														92%	0%	0%
Total (A.1+A.2)		**2,456,087**	**100%**														92%	0%	0%
B. ACTIVITIES NOT ELIGIBLE UNDER TAXONOMY																			
Turnover of activities not eligible under Taxonomy (B)		.	**0%**																
Total (A+B)		**2,456,087**	**100%**																

KPI CapEx

For the calculation of the denominator of the CapEx KPI, the Group considered the increases incurred during the reporting year related to tangible assets (plants and machinery, industrial and commercial equipment, and other tangible fixed assets), intangible assets (patents, licenses, software, work in progress, and advances, and other intangible assets), and Right-of-Use assets (real estate). The approach used to extract the afore mentioned figures involved the use of accounting reports documenting the investments made during the year by all companies within the consolidation perimeter.

In line with the Disclosure Delegated Act, for the calculation of the CapEx share, the Group considered the following values:

• **Denominator:** for the calculation of the denominator, the Group considered the increases for the year in:

- Vehicles[15], amounting to €4,870,132 thousand.
- Other tangible assets[16], amounting to €1,991 thousand.
- Other intangible fixed assets[17], amounting to €19,836 thousand.

• **Numerator:** the share of asset increases for the year (considered for the calculation of the denominator) associated with eligible and aligned activities under the European Taxonomy. For Leasys, as previously mentioned in relation to the absence of aligned activities, the capital expenditures aligned with the Taxonomy are zero**.**

[15] See Explanatory Notes - TABLE 1.2 VEHICLES: Annual change in the Consolidated Financial Statements 31 December 2024.

[16] See Explanatory Notes - TABLE 2.2 OTHER TANGIBLE ASSETS: Annual change in the Consolidated Financial Statements 31 December 2024.

[17] See Explanatory Notes - TABLE 5.2 OTHER INTANGIBLE ASSETS: Annual change in the Consolidated Financial Statements 31 December 2024.

Fiscal Year 2024				Criteria for substantial contribution						Criteria DNSH ('Do not significant harm')									
Economic Activities (1)	**Code/s (2)**	**Absolute capital expenditures (3)**	**Capital expenditures share4)**	**Climate Change mitigation (5)**	**Climate Change adaptation (6)**	**Water and marine resources (7)**	**Circular Economy (8)**	**Pollution9)**	**Biodiversity and ecosystems (10)**	**Climate change mitigation (11)**	**Climate Change adaptation (12)**	**Water and marine resources (13)**	**Circular Economy (14)**	**Pollution (15)**	**Biodiversity and ecosystems (16)**	**Minimum Safeguards (17)**	**Share of capital expenditures aligned with Taxonomy fiscal year 2023 (18)**	**Category (enabling activity) (19)**	**Category (transition activity) (20)**
		euro/000	*%*	*%*	*%*	*%*	*%*	*%*	*%*	*Yes/No*	*Yes/No*	*Yes/No*	*Yes/No*	*Yes/No*	*Yes/No*	*Yes/No*	*%*	*A*	*T*
A. ELIGIBLE ACTIVITIES UNDER TAXONOMY																			
A.1. Eco sustainable activities (aligned with Taxonomy)																			
Transport by motorcycles, cars, and light commercial vehicles	6.5	0%															0%		
Capital expenditures of eco sustainable activities (aligned with Taxonomy) (A.1.)		**0%**															**0%**	**0%**	**0%**
A.2 Eligible activities under Taxonomy but not eco sustainable (activities not aligned with Taxonomy)																			
Transport by motorcycles, cars, and light commercial vehicles	6.5	4,870,132	100%																
Capital expenditures of eligible activities under Taxonomy but not eco sustainable (activities not aligned with Taxonomy) (A.2.)		**4,870,132**	**100%**														97%		
Total (A.1+A.2)		**4,870,132**	**100%**														97%		
B. Activities not eligible under Taxonomy																			
Capital expenditures not eligible under Taxonomy (B)		**21,827**	**0%**																
Total (A+B)		**4,891,959**	**100%**																

KPI OpEx

Operating expenses for the purposes of the KPI, as specified by the regulation, refer to direct costs related to research and development, building restructuring measures, short-term leasing, maintenance, repair, and any other direct expenses incurred for the daily maintenance of real estate, plants, and machinery necessary to ensure the continuous and effective operation of assets.

For the Leasys Group, operating expenses for the KPI include costs incurred for the daily maintenance of vehicles (e.g., tire replacement, routine vehicle maintenance, etc.). Specifically, the operating expenses associated with the eligible activity 6.5 are attributable to a portion of the item "Service Costs"[18] in the income statement, identified in the relevant notes table as "Vehicle Service Costs," for an amount of €593,850 thousand. As previously mentioned regarding the absence of activities aligned with the Taxonomy, the KPI Opex indicator is zero.

[18] See Explanatory Notes - TABLE 2. MARGIN FROM SERVICES of the Consolidated Financial Statements 31 December 2024.

Fiscal Year 2024				Criteria for substantial contribution						Criteria DNSH ('Do not significant harm')									
Economic Activities (1)	Code/s (2)	Absolute Operational expenditure (3)	Share of operational expenditure (4)	Climate Change mitigation (5)	Climate change adaptation (6)	Water and marine resources (7)	Circular Economy (8)	Pollution (9)	Biodiversity and ecosystems (10)	Climate change mitigation (11)	Climate change adaptation (12)	Water and marine resources (13)	Circualr economy (14)	Pollution (15)	Biodiversity and ecosystems (16)	Minimum Safeguards (17)	Share of operational expenditures aligned with taxonomy 2023 (18)	Category (enabling activitiy) (19)	Category (transition activity) (20)
		euro/000	*%*	*%*		*%*	*%*	*%*		*%*	*%*	*Yes/No*	*Yes/No*	*Yes/No*	*Yes/No*	*Yes/No* *Yes/No* *Yes/No*	*%*	*E*	*T*
A. ELIGIBLE ACTIVITIES UNDER TAXONOMY																			
A.1. Eco sustainable activities (aligned with Taxonomy)																			
Transport by motorcycles, cars, and light commercial vehicles	6.5	0%	0%	0%		0%	0%	0%		0%	0%						0%		
Operational expenditures of eco sustainable activities (aligned with Taxonomy) (A.1)		**0%**	**0%**	**0%**		**0%**	**0%**	**0%**		**0%**	**0%**						**0%**	**0%**	**0%**
A.2 Eligible activities under Taxonomy but not eco sustainable (activities not aligned with Taxonomy)																			
Transport by motorcycles, cars, and light commercial vehicles	6.5	593,850	100%																
Operational expenditures of eligible activities under Taxonomy but not eco sustainable (activities not aligned with Taxonomy) (A.2)		593,850	**100%**														100%		
Total (A.1+A.2)		593,850	**100%**														100%		
B. ACTIVITIES NOT ELIGIBLE UNDER TAXONOMY																			
Operational expenditures of activities not eligible under Taxonomy (B)		**112**	**0%**																
Total (A+B)		**593,962**	**100%**																

CLIMATE CHANGE

Transition plan for climate change mitigation

[ESRS E1-1]

The European Union was the first to present an emissions reduction objective within the framework of the Paris Agreement, committing to a 40% reduction in CO_2 emissions by 2030 with respect to 1990 levels, thereby seeking to limit global warming to a rise of less than 2°C, while continuing efforts to cap the increase at 1.5°C, aiming at avoiding the consequences of climate change and achieving climate neutrality by 2050.

As a service provider and player in the mobility sector, the principal environmental impacts of the Leasys Group derive from the products and services offered and, in particular, from the emissions of the fleet. For this reason, the Group sustainability strategy is tightly focused on sustainable mobility. Leasys is making a concrete commitment to the promotion of sustainable mobility in the 11 European countries where the company operates and this is reflected in the ESG strategy.

As stated in the chapter entitled "Group's Sustainability Plan", the Leasys sustainable development policy is based on 3 macro-topics that take ESG pillars into account. With reference to the **Sustainable mobility and environmental stewardship** macro-topic, the Group has defined objectives for reducing the CO_2 emissions of the fleet rented to customers and the corporate fleet, which will be achieved via actions to promote the rental of low-emission vehicles.

The objective of the commercial strategy adopted by Leasys is to stimulate the demand for plug-in hybrids (PHEV) and full electric vehicles (BEV), by developing an ecosystem of rental products and services that satisfy the mobility needs of customers while facilitating their accessibility.

The Sustainability Plan adopted by the Group in 2024 represents a first step towards the implementation of the Transition Plan aimed at moving to a sustainable economy, in line with the goal of limiting global warming to 1.5°C, as set out in the Paris Agreement, and achieving climate neutrality by 2050. This Transition Plan, which as of the date of this report has not yet been adopted, will align with the Plans adopted by the Shareholders: *Dare Forward 2030* for Stellantis (as disclosed in the 2024 Annual Report) and the *Net Zero by 2050 Strategy* for Crédit Agricole Consumer Finance S.A. The timeline for implementing the Transition Plan will also depend on the development of the regulatory framework, which is still evolving, and on the speed of adoption of electrification technologies, which will partly rely on public policies related to infrastructure and decarbonized energy.

Material impacts, risks and opportunities

[ESRS 2 SBM-3, IRO-1]

The impacts, risks and opportunities identified in relation to the topic Climate change are presented below:

LEGEND	⊕ Positive impact	⊖ Negative impact	⚠ Risk	✔ Opportunity

Sub-topic	Category	Macro-IRO	Detailed IRO n. (*)
Climate Change mitigation	⊕ ⊖	Environmental impact of the vehicle fleet	1,3
	⊕	Sharing ESG knowledge with Stakeholders	2
	⚠	Reputational risk related to sustainability goals	4
	⚠	Transition risk due to inadequate product and service offerings and/or regulatory changes	5,6,7
	✔	Growth and increased attractiveness towards stakeholders thanks to ESG initiatives	8,9,10
Climate Change adaptation	⚠	Physical risk for company assets	11
	✔	Better corporate reputation thanks to physical risk management	12
Energy	⚠	Reputational risk related to energy efficiency policies	13
	✔	Better corporate reputation thanks to energy efficiency goals	14

(*) For the full list of material IROs, please refer to Appendix 2

Leasys is striving actively to implement climate change adaptation and mitigation strategies and solutions, in order to manage the transition and physical risks deriving from the climate and an ecosystem that is constantly changing.

The challenge of promoting more sustainable long-term rental solutions and services also relies on the company's ability to develop a growth and environmental responsibility strategy shared with key institutional players - both public and private - in the credit market. Increasingly, environmental, social, and governance (ESG) criteria are central to the process of securing funding from external sources, and Leasys' commitment to promoting sustainability in its operations enables it to access capital markets more easily.

As part of the resilience analysis carried out, and described below, Leasys has not yet conducted a structured analysis of climate scenarios to assess the impacts arising from physical and transition risks.

Transition Risk

Given the current business model, the transition risk for Leasys - being the financial loss that derive, directly or indirectly, from the process of adapting to a low-carbon economy that is more sustainable from an environmental standpoint - is principally associated with the rental fleet and its emissions.

For Leasys, the energy transition process comprises implementation of the sustainability plan adopted by the Group, focused on the offer of low-emission vehicles, and management of the residual value risk associated with these vehicles.

With regard to the sustainability plan, the objectives set by Leasys for the mitigation of climate change are closely aligned with those of the shareholders. The Leasys business model is intrinsically resilient to transition risk, as the rental company can change the range of services offered, without need for massive investment. The impacts of **restrictive regulations governing the CO2 emissions** of the automobile sector are mitigated by flexibility in the procurement of vehicles, given the wide range of vehicles available. In fact, the Leasys offer can be adapted to tackle external shocks, since commercial strategies are more flexible than production strategies.

The **risk of failure to achieve internal objectives for low-emission vehicles** is mitigated by a monthly monitoring process in each market that measures performance by type of vehicle. In particular, specific analysis of the number of new LTR contracts for low-emission vehicles makes it possible to devise corrective actions, when necessary, to restore the growth rate for these vehicles in line with the established objectives.

For rental companies, another challenge set by the transition to sustainable mobility is represented by the **residual-value risk** associated with their vehicles, which reflects uncertainties about their sales performance in the market for used hybrid plug-in and full electric vehicles.

The process of managing the residual-value risk is described in the “Management of Residual-Value Risk” section of the Director’s Report on Operations 31 December 2024, to which reference is made.

Physical Climate Risk

Among the material climate risks, Leasys has identified the **physical climate risk**, being the risk of damage to owned assets (mostly the fleet) following acute or chronic climate events (e.g. landslides, floods), which might compromise the ability to offer services to customers and result in financial losses for the Group.

Climate-related physical risk could lead to operational losses for the Group if adverse weather events were to cause damage to owned vehicles awaiting rental, owned used vehicles awaiting resale, and owned vehicles being used on the road by customers.

Starting in 2024, the physical climate risk is embedded in the Group’s Risk Appetite Framework through an operational risk indicator for “material incidents”, which identifies each operational incident, including those deriving from adverse climate events, with a significant financial impact. Additionally, the Group has extended the Risk Strategy dashboard by adding a new indicator: “Number of operational risk notices linked to a climate risk (number)”. This flags any climate-related incidents with a financial impact in excess of € 300 thousand.

Physical climate risk is monitored as part of the Operational Risk Mapping, an activity coordinated by the RPC & Compliance HQ department with the involvement of business representatives and RPC contacts within the Group’s companies.

The assessment of climate risk and fleet vulnerability takes into account the various geographical locations in which the Group operates, the potential risks associated with each area, the existing infrastructure, maintenance facilities, and fleet storage sites, in order to determine their resilience to extreme weather events. This assessment is updated annually to ensure that it remains relevant and effective in identifying and mitigating such risks.

In the reporting year, climate-related physical risk was assessed as “medium,” in accordance with the methodology adopted by the Group, which measures the risk event based on its frequency, financial and non-financial impact (such as asset damage or reputational harm), and the effectiveness of the mitigation measures implemented by the Group.

In particular, to protect owned vehicles, the Group adopts measures aimed at limiting the risk of operational losses. These include implementing preventive maintenance programs with regular inspections and repairs to reduce the likelihood of vehicle failures caused by extreme weather conditions, establishing Self-Insurance Funds, and entering into insurance contracts with third-party providers covering natural disasters at sites where used or rental-ready vehicles are stored. These contracts may be signed directly by Leasys or by the site owners. In general, Leasys requires all its entities to have insurance coverage against weather-related events. As a result, the potential impact of damages to its vehicles caused by extreme weather events is transferred to insurers, under terms and conditions that vary depending on the policies signed in each country.

Policies and actions related to climate change mitigation and adaptation

[ESRS E1-2, E1-3]

Leasys is aware of the importance of mitigating climate change, to which it contributes through its operations and its value chain. As stated in the Code of Conduct, the Group considers environmental protection a fundamental element to be promoted as part of its overall business approach and is committed to continuously improving the environmental performance of its activities. Leasys’ commitment to addressing the impacts, risks, and opportunities related to climate change mitigation has not yet materialized into a dedicated policy, which is expected to be introduced in 2025.

Sustainable mobility is the key driver of Leasys’ commitment to a future that is more aware and respectful of the environment.

In the vision of the Group, the products and services offered must not only satisfy efficiency and accessibility requirements but also play an active role in the transition to mobility that is more sustainable, embedding **digital innovation and environmental responsibility** in all corporate activities.

The actions taken by Leasys, described below, have contributed to the achievement of **significant results in 2024**, with a 50% y-o-y increase in contracts for low-emission vehicles (electric and plug-in hybrid vehicles, hereinafter referred to as LEV). These actions will continue in the coming years, in line with the Group’s commercial strategy, and primarily concern the downstream value chain (customers and dealers). Unless otherwise specified, the actions apply to the entire geographical scope of the Group.

The ability to manage all sales channels (Stellantis Dealer Network, Brokers, Direct and Digital) effectively was a decisive factor, with offers dedicated to low-emission vehicles that covered all the potential needs of private, SME and corporate customers.

Leasys offers a wide range of rental formulas, with exclusive product characteristics designed to encourage more responsible and sustainable driving:

- **“Easy Way”** makes long-term rentals accessible to a wider public, with the offer of competitive, affordable rates, inclusive of a set of essential services.
- **“Leasys Miles”** is a pay-per-use rental service for customers that do not always need a vehicle; by paying a rate per mile, users are encouraged to plan and optimise their travel, thus limiting the consumption of fuel or energy.
- **“Be Free”** eliminates the EV entry barriers, offering customers the chance to rent and drive a vehicle and then return it after 12 months, without penalties; if their mobility needs change or the vehicle does not meet their expectations, this product offers them maximum flexibility.
- **“E-Move”** is an LTR product, launched in early 2025, that just offers hybrid plug-in and full electric vehicles with the best prices that include a series of services specific to low-emission vehicles.

All Leasys mobility solutions come with optional **services for charging LEV and platforms for managing the EV fleet:**

- Wallbox for domestic charging;
- Charging stations and charging points for companies, with installation services;
- Platforms that monitor the charging of EVs and account correctly for their consumption, whether at home, at the company or in public slots.

Leasys commercial proposals for electric mobility are standard and available in all markets, ensuring consistency in the strategy adopted at Group level.

However, the company acknowledges the need to comply with local regulations and to implement initiatives tailored to the specificities of each country, further enriching its electric mobility promotion plan. Examples include **MyEvo** – in Leasys Portugal – which offers integrated home and public charging with a single invoice, and the collaboration between **Leasys UK** and **Octopus Energy**, which allows customers of both companies to access a wider network of public charging points and benefit from discounts when renting electric or hybrid vehicles.

The commercial initiatives are supported by training and awareness-building plans for Group employees, as well as for customers and the sales network.

The training programs seek to deliver all the skills needed to recognise and communicate effectively the differences between low-emission vehicles and those equipped with combustion engines. The internal and external sales force of Leasys can access tools that calculate the TCO (Total Cost of Ownership), enabling them to compare the rental cost of a low-emission vehicle with that of one powered by a combustion engine, highlighting effectively the real advantages.

The Group's communication channels - on-line, off-line and social media - are used to promote sustainable mobility and create awareness about the associated environmental, economic and social benefits. From 2024, Leasys website enables users in Italy, the UK and the Netherlands to access the **E-Store**, which mainly promotes LEV that can be rented using an entirely digital and paperless process.

The managers of large fleets are offered monitoring and management systems, such as **My-Leasys** and **Connect Fleet**, as well as car-sharing solutions that optimize the use of company cars (I-Share). These solutions not only improve operational efficiency by reducing costs, but also promote the more responsible use of resources, cars and light commercial vehicles.

Leasys continues to innovate and strive for more sustainable mobility, demonstrating that it is possible to combine efficiency, accessibility and environmental responsibility within just one, fully integrated rental solution. Regarding the resources allocated for achieving the GHG emissions reduction targets of the fleet, during 2024, the Group incurred capital expenditures around 500 million euros for the purchase of LEV vehicles. The programming of financial resources for future allocation towards the implementation of planned actions is currently underway.

Targets related to climate change mitigation

[ESRS E1-4]

Sustainability is an integral part of the strategy adopted by the Leasys Group, which has laid out a clear path: the ambition by 2026 is for one contract in two to be for a green vehicle.

This commitment translates into two main concrete objectives: progressive electrification of the vehicle fleet rented to customers and progressive electrification of the corporate fleet assigned to employees.

These objectives are the result of internal decisions within the Group, shared with industry experts, although they have not yet been validated by third parties using a science-based methodology (e.g., SBTi), and scenario analyses compatible with limiting global warming to 1.5°C have not yet been conducted.

Topic	Sub-topic	KPI	Baseline Value (Year)	2024	Target 2026	GHG Emissions
Climate change	**Climate change mitigation**	LEV vehicles in the fleet (% of total fleet)	13% (2024)	13% (of which 7.5% BEV)	25%	Scope 1-2 99%

		Average CO_2 emissions of fleet vehicles	132,4 g/km[19] (2021)	-10% vs. 2021	-15% vs. 2021	
		LEV vehicles in the corporate fleet (employees)	27% (2024)	27%	80%	Scope 1-2 1%
		Average CO_2 emissions of the corporate fleet (employees)	108 g/km[20] (2024)	108 g/km	-45% vs. 2024	

The objectives for 2026 presuppose a stable regulatory environment and the dedication of all stakeholders to the transition towards electric mobility, including EV support measures from the competent governments and further improvements in the charging infrastructure and supporting services.

The Group has set a target for the optimal composition of the fleet, with LEV vehicles to comprise 25% of all fleet vehicles by the end of 2026.

Leasys will also monitor the average tailpipe CO_2 emissions of the fleet, as an indicator of the efficiency of the rented vehicles, targeting a 15% reduction by the end of 2026 in the average CO_2 tailpipe emissions of the fleet compared with the average calculated in 2021. Consistent with the ambitions declared by Stellantis in the 2024 Annual Report, 2021 was determined to be the base year for this target.

Leasys employees are the first stakeholders to approach in order to generate a positive impact on emissions. In fact, they benefit from a programme to replace the corporate fleet of cars with hybrid plug-in and full electric vehicles. Further promotion of this scheme will result in LEV comprising 80% of the corporate fleet by the end of 2026.

[19] Baseline 2021: 132.4 g/km, average CO_2 emissions (tailpipe) of the customer fleet in 2021, estimated based on the average CO_2 emissions by fuel type for the 2024 fleet, reallocated according to the fuel type percentage shares of the 2021 fleet.
[20] Baseline 2024: 108 g/km, average CO_2 emissions (tailpipe) of the company fleet in 2024, estimated based on CO_2 data from the customer fleet by fuel type.

Energy consumption and mix

[ESRS E1-5]

The analysis of energy consumption by the Group covers the rented fleet, the corporate fleet and all office heating, air-conditioning and lighting systems.

Energy consumption and mix	31/12/2024
Total fossil energy consumption (MWh)	**5,231,659**
Share of fossil sources in total energy consumption (%)	***100%***
Consumption from nuclear sources (MWh)	**-**
Share of consumption from nuclear sources in total energy consumption (%)	**-**
Fuel consumption for renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.) (MWh)	-
Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources (MWh)	376
Consumption of self-generated non-fuel renewable energy (MWh)	-
Total renewable energy consumption (MWh)	**376**
Share of renewable sources in total energy consumption (%)	***0%***
Total energy consumption (MWh)	**5,232,034**

Energy consumption falls into the following categories:

- Consumption by rented and corporate ICE vehicles;
- Natural gas;
- Remote heating;
- Electricity from the grid;
- Electricity used to charge rented LEV;
- Electricity used to charge corporate LEV.

Direct consumption by the Group includes the consumption of natural gas, remote heating and electricity for the offices of Leasys Polska, Leasys Luxembourg and Leasys Mobility Portugal. Consumption by the offices of other companies in the Group is not included, as their premises are leased, and the related utility charges are paid by the lessors. The related CO_2 emissions have been calculated as Scope 3 indirect emissions, in category “8. Up-stream leasing”.

The consumption of energy from renewable sources, 376 MWh, relates to the offices of Leasys Luxembourg and Leasys Mobility Portugal. It represents 0.08% of the total electricity consumption related to the offices.

Leasys Mobility Portugal presents the guarantee of origin, while Leasys Luxembourg has a document certifying that it is green energy.

Reporting policies

The consumption by rented and corporate ICE vehicles, as well as the electricity used to charge rented and corporate LEV, is assumed to come from non-renewable sources, being the information not available.

The fuel consumption of ICE vehicles is measured in litres, while natural gas is measured in cubic meters and other energy consumption categories are measured in kilowatt/hours (kWh). The conversion into MWh was carried out using the DEFRA conversion factors, 2024 update.

Gross Scopes 1, 2, 3 and Total GHG emissions

[ESRS E1-6]

The Group monitors its GHG emissions, calculating them in a manner consistent with the Greenhouse Gas (GHG) Protocol.

- **Scope 1 direct emissions**, deriving from: (i) the consumption of energy by ICE vehicles owned by the Group, in particular company cars and the rental fleet; ii) the consumption of natural gas by Leasys Luxembourg (that represents less than 1% of scope 1 emissions).
- **Scope 2 indirect emissions**, deriving from energy purchased from third parties for buildings and LEV vehicle recharging, including fleet and corporate vehicles.
- **Scope 3 indirect emissions,** deriving from upstream and downstream value chain.

Emissions CO_2e, direct and indirect	Unit	31/12/2024
Scope 1 GHG emissions	t CO2e	**1,102,015**
Gross Scope 1 GHG emissions (tCO_2e)		1,102,015
Percentage of Scope 1 GHG emissions from regulated emission trading schemes (%)		-
Scope 2 GHG emissions		
Gross location-based Scope 2 GHG emissions (tCO_2e)		31,256
Gross market-based Scope 2 GHG emissions (tCO_2e)		67,910
Significant Scope 3 GHG emissions		
Total Gross (Scope 3) indirect GHG emissions (tCO_2e)		**3,419,498**
1. Purchased goods and services		2
2. Capital Goods		1,158,388
3. Fuel and energy-related Activities (not included in Scope 1 or 2)		321
4. Upstream transportation and distribution		41,131
6. Business traveling		90
7. Employee commuting		1,474
8. Upstream leased assets		1,064
9. Downstream transportation		76,399
11. Use of products sold		2,140,630
Total GHG emissions		
Total GHG emissions (location-based) (tCO_2e)		**4,552,769**
Total GHG emissions (market-based) (tCO_2e)		**4,589,424**

Indicators of emissions intensity[21]

GHG intensity per net revenues	Unit	31/12/2024
Total GHG emissions (location-based) per net revenue	t CO_2e/thousands of Euro	1.85
Total GHG emissions (market-based) per net revenue		1.87

Reconciliation of net revenues	Unit	31/12/2024
Net revenues used to calculate GHG intensity	Thousands of Euro	2,456,087
Net revenues (other)		-
Total net revenues		2,456,087

Reporting policies

Gross Scope 1 GHG emissions

This item includes emissions (tCO_2e) resulting from the energy consumption of the Group's internal combustion engine vehicles, namely company cars and the rental fleet, and, to a negligible extent, from natural gas consumption by Leasys Luxembourg (which accounts for 0.003% of the total for this item).

Additional guidelines from EFRAG regarding the reporting (from the lessor's perspective) of emissions from leased assets are expected during 2025.

The direct CO_2 emissions of the rented fleet (Scope 1) were calculated using the gCO_2/km per vehicle supplied by the OEM, as determined in accordance with the most recent homologation cycle WLTP (Worldwide Harmonised Light Vehicle Test Procedure), pursuant to Regulation (EU) 2019/631.

When WLTP data was not available, the previous NEDC (New European Driving Cycle) was used, as converted into WLTP using an average conversion factor for light commercial vehicles and passenger cars, consistent with the conversion factors published by the European Commission research centre in 2017 ("From NEDC to WLTP: effect on the type-approval CO_2 emissions of light-duty vehicles", 2017 - JRC107662).

The non-CO_2 GHG emissions (CH_4 and N_2O) of the rented fleet were determined using the conversion factors published by ISPRA in the document entitled "Database of Average Emission Factors for Road Transport in Italy"[22].

[21] Ratio of emissions to the net revenues of the Group
[22] https://fetransp.isprambiente.it/#/

Gross Scope 2 GHG emissions

This item includes indirect CO_2 emissions resulting from the charging of BEV and PHEV vehicles and from electricity consumption at the offices of Leasys Polska, Leasys Luxembourg, and Leasys Mobility Portugal.

The "location-based" indirect CO_2 emissions caused by charging BEVs and PHEVs were determined using the conversion factors published by ISPRA (Istituto Superiore per la Protezione e la Ricerca Ambientale)[23].

The "market-based" indirect CO_2 emissions were calculated using the conversion factors published by AIB (Association of Issuing Bodies)[24].

Significant Scope 3 GHG emissions

The significant Scope 3 GHG emissions arise from the following activities:

1. *Purchased goods and services*: this item includes the Group's paper consumption.
2. *Capital goods*: for Leasys, this category corresponds to emissions related to vehicle purchases and refers to the carbon footprint generated by the production and upstream logistics of the manufacturers. For calculation purposes, the Group considered the average CO_2e value provided by Stellantis, related to the "Enlarged Europe" Scope 1, 2, and 3 perimeters, multiplying this value by the total number of vehicles purchased by the Group in 2024. It was assumed that the CO_2e/vehicle value provided by Stellantis was representative of the entire fleet purchased by the Group in 2024.
3. *Fuel- and energy-related activities (not included in Scope 1 or 2):* this category covers emissions (tCO_2e) generated from the extraction, production, and transport of fuels and energy purchased and consumed by Leasys in 2024, related to heating and lighting of buildings and consumption by the company fleet. Emission factors provided by DEFRA[25] were used for the calculations.
4. *Upstream transportation and distribution*: for Leasys, this category reflects the carbon footprint generated from transporting vehicles from the manufacturer or dealership to the leasing company. The same methodology as in point "2. Capital goods" was used, applying the CO_2e/vehicle value provided by Stellantis for downstream logistics in the Enlarged Europe perimeter.
5. *Business travel:* this item includes the carbon footprint generated by employees' business travel in 2024 using airplanes or trains. Emission factors provided by DEFRA[26] were used, multiplied by the number of kilometers traveled.
6. *Employee commuting:* in 2024, a survey was conducted to investigate the commuting habits of employees at the Rome headquarters of Leasys S.p.A. (for more details on the survey, see the section "Processes for engaging own workforce and workers' representatives" in this

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[23] https://www.isprambiente.gov.it/files2024/pubblicazioni/rapporti/r404-2024.pdf
[24] https://www.aib-net.org/facts/european-residual-mix
[25] Greenhouse gas reporting: conversion factors 2024 - GOV.UK
[26] Greenhouse gas reporting: conversion factors 2024 - GOV.UK

report). The results from the sample were scaled to the total number of employees as of 31 December 2024, to estimate CO_2 emissions from the Group's commuting activities.

7. *Upstream leased assets:* this item is estimated and refers to CO_2 emissions generated by heating and electricity use in Leasys offices that are leased, where utilities are registered under the property owners. The estimate was based on total consumption data provided by the property owners and allocated to Leasys based on the occupied surface area (sqm). To calculate CO_2 emissions, conversion factors provided by ISPRA[27] were used. For Spain and Germany, where consumption data was unavailable, an estimate was made based on occupied surface area.
8. *Downstream transportation and distribution*: for Leasys, this category corresponds to vehicle transport from depots to delivery centers at the beginning of the rental period, and from return centers (Hub/Dealer) back to the depot or Clickarpoint at the end of the rental period. The data was estimated for the entire Group using the formula: "Total transport cost / Average cost per km", multiplied by the CO_2/km emission factor provided by DEFRA.
9. *Use of sold products:* this category refers to the sale of used vehicles and corresponds to the carbon footprint of vehicles (initially purchased on behalf of customers) once they are resold on the used vehicle market. To calculate this, expected emissions were estimated based on projected future kilometers, considering total kilometers by vehicle type (passenger car/light commercial vehicle), as estimated by shareholder Stellantis and reported in the 2024 Annual Report[28]. For the UK, Luxembourg, the Netherlands, and Leasys Mobility Portugal, CO_2e emissions related to remarketing activities were estimated.

The following GHG scope 3 categories were not reported, as they were considered negligible for the Group: 5. "Waste generated in operations" and 12. "End-of-life treatment of sold products"

The following GHG scope 3 categories were deemed not applicable for Leasys: 10. "Processing of sold products", 13. "Downstream leased assets", 14. "Franchises", 15. "Investments".

Emissions Intensity Indicators

For the calculation of emissions intensity indicators, the Group's net revenues were considered, referring to the income statement items reported in the chapter "Consolidated Financial Statements," under the section "Consolidated Income Statement".

[27] https://www.isprambiente.gov.it/files2024/pubblicazioni/rapporti/r404-2024.pdf
[28] https://www.stellantis.com/content/dam/stellantis-corporate/investors/financial-reports/Stellantis-NV-20241231-Annual-Report.pdf

POLLUTION

Material pollution-related impacts, risks and opportunities

[ESRS 2 IRO-1]

The pollution impacts of Leasys are closely associated with those identified in the context of climate change. As an output from the double materiality analysis, the Group identified "Pollution of the air" as a sub-topic within Topic "E2 Pollution".

The impacts, risks and opportunities identified in relation to the "Air pollution" sub-topic are presented below.

LEGEND				
	⊕ Positive impact	⊖ Negative impact	⚠ Risk	✔ Opportunity

Sub-topic	Category	Macro-IRO	Detailed IRO n. (*)
Pollution of the air	⊕ ⊖	Impact of own operations on air pollution	15,16
	⚠	Transition risk due to the tightening of access restrictions in urban areas	17
	✔	Competitive advantage for offerings not affected by access restrictions in urban areas	18

(*) For the full list of material IROs, please refer to Appendix 2

Policies, actions and resources related to pollution

[ESRS E2-1, E2-2]

Leasys' commitment to addressing the impacts, risks, and opportunities related to pollution has not yet materialized into a dedicated policy, which is set to be introduced in 2025.

The actions taken to tackle pollution are correlated with the activities planned in support of sustainable mobility, which seeks to increase the number of LEV rented by customers. Accordingly, see the previous chapter for more information about the actions taken on the sustainable mobility front.

Targets related to pollution

[ESRS E2-3]

Leasys has not set specific targets for the emission of pollutants other than greenhouse gases. However, pursuit of the CO_2 emission-reduction objectives indicated in the chapter on climate change will also have a positive impact on the quantity of other pollutants generated by internal combustion engines (especially NOx and PM10).

Pollution of air, water and soil

[ESRS E2-4]

	Substances of concern (t NOx)	Substances of very high concern (t PM10)
Italy	628	134
France	94	42
Spain	60	26
Portugal	6	3
Austria	1	0
Belgium	4	2
Germany	*21*	13
Poland	6	4
UK	46	7
Luxembourg	40	4
Netherlands	10	2
Portugal (MP)	48	13
Total polluting emissions	**964**	**250**

Reporting policies

The emissions of NOx and PM10 pollutants by the rented fleet were estimated using the conversion factors published by ISPRA in the document entitled “Database of Average Emission Factors for Road Transport in Italy”, applied to the vehicles rented in 2024 based on type (Passenger Car or LCV), powertrain, Euro standard category, and segment. The data includes all the countries in which the Group operates.

For the Netherlands, since granular data at the individual vehicle level is not available, emissions have been estimated by applying an average emission coefficient calculated as the ratio between the total emissions of the pollutant and the Group’s overall fleet, excluding the Netherlands. This coefficient was then multiplied by the total rented fleet in the Netherlands.

RESOURCE USE AND CIRCULAR ECONOMY

Material impacts, risks and opportunities related to resource use and circular economy

[ESRS 2 IRO-1]

As an output from the double materiality analysis, the Group identified "Resource inflows, including resource use" as a sub-topic within Topic "E5 Circular economy".

The corresponding impacts, risks and opportunities are presented in the following table.

LEGEND	⊕ Positive impact	⊖ Negative impact	⚠ Risk	✔ Opportunity

Sub-topic	Category	Macro-IRO	Detailed IRO n. (*)
Resource inflows	⊕ ⊖	Resource and waste management	19,20.21
	⚠	Operational risk due to suboptimal vehicle maintenance management	22
	✔	Business opportunity for optimal vehicle life cycle management	23,24

(*) For the full list of material IROs, please refer to Appendix 2

Policies, actions and resources related to resource use and circular economy

[ESRS E5-1, E5-2]

Promotion of the circular economy is a central topic for Leasys, which is constantly striving to adopt **practices and processes aimed at the sustainable reuse of resources and the optimisation of product life cycles**.

The Group constantly monitors best practices in this context, with a view to guiding the business towards a sustainable model that not only generates value for the stakeholders but also contributes to social and environmental well-being. This approach to continuous improvement is expected to facilitate responsible growth.

The commitment to the circular economy made by Leasys involves action on several fronts: from the management of End Of Life products at the end of the rental period, to the optimisation of vehicle maintenance and the promotion of sharing schemes for rented vehicles.

These principles guide the company's activities and will be included in a policy that Leasys will formalize in 2025 regarding the management of relevant impacts, risks, and opportunities.

With regard to the **management of used vehicles at the end of the rental period**, Leasys adopts the practice of **used vehicles resale**. This strategy reinforces the commitment to reduce the environmental impact of the business and create shared value at every stage in the life cycle of our products.

In fact, this activity not only generates economic benefits, but also extends the life of the vehicles concerned, maximizing the value of the resources needed to make them. Reducing the demand for new vehicles also reduces the materials and energy consumed in industrial processes. Additionally, the storage of retired vehicles is avoided, resulting in a more responsible approach to asset management.

As an additional strategy to maximise the value of used rental vehicles, Leasys also offers **the "Re-Use" rental of used vehicles** as a valid alternative to the purchase or rental of a new vehicle. This initiative adds social benefits to the economic and environmental benefits already generated. In particular, the lower rental charges compared with those for a new vehicle make this service more **affordable**, thus increasing the number of people able to benefit from the mobility offered by Leasys. In this way, the Group promotes greater inclusivity and responds to the needs of those who seek flexible and economically advantageous mobility solutions, while also sustaining a responsible business model and the circular economy. Vehicles are examined carefully on their return from rental, to determine their suitability for resale or for a new rental cycle. This phase is crucial in order to guarantee the delivery of **quality customer service**.

With regard to **maintenance**, Leasys actively promotes the use of **regenerated spares** by the after-sales support network, thus encouraging the virtuous reuse of raw materials and components backed by timely and efficient work.

The total value of generated spares installed in 2024 was about € 4 million.

The adoption of a circular approach to spare parts management is an example of business strategy melding with sustainability. This is not just an opportunity to improve operational efficiency, with a direct reduction in the cost of components and an improvement in their availability, but also an important contribution to the circular economy that lowers the consumption of unused raw materials, and the energy needed to manufacture new components. In addition, the use of regenerated spares extends the useful lives of the materials concerned, reducing the CO_2 emissions generated during the production cycle.

During 2024, Leasys collaborated further with the **SUSTAINera Circular Economy Hub**. Launched by the Stellantis Group - 50% shareholder of Leasys - in 2023, this centre of excellence participates pro-actively in efforts to achieve the decarbonisation objectives envisaged in the Stellantis "Dare Forward" strategic plan. The essential activities of this Circular Economy Hub comprise the regeneration of components (engines, gearboxes and batteries), the disassembly of cars to recover components for reuse and materials to be recycled, and the reconditioning of vehicles with targeted action on their mechanical parts and bodywork, all carried out by the original manufacturer.

The reconditioning of vehicles promotes a virtuous circular economy model that extends the useful life of the vehicle, reduces waste and the demand for new resources, and creates sustainable economic value.

Consequent to this collaboration, Leasys has launched a pilot project for the reconditioning of EOL rental vehicles at the Mirafiori Hub.

With regard to the **promotion of schemes for the shared use of rented vehicles** in Italy, Leasys has presented **I-Share**, a corporate car sharing platform that enables businesses to optimise the shared use and management of rented vehicles.

Leasys has also presented **I-Link**, a peer-to-peer car sharing platform that enables customers to share their rented vehicles with up to 10 persons, such as friends, relatives or colleagues. These schemes are consistent with circular economy principles, while helping to lower costs for the customer.

The reported actions do not contribute to the achievement of specific targets; therefore, the use of the expenditure item is not considered a key aspect. Moreover, no significant monetary amount is expected to be associated with the expenses of each action.

Targets related to resource use and circular economy

[ESRS E5-3]

Thanks to the Remarketing activity and the RE-USE formula, Leasys actively supports the circular economy and promotes the spread of re-use practices throughout the automobile sector. Specific objectives have not yet been defined for this area, but Leasys will continue to develop innovative solutions that extend the useful lives of vehicles and reduce the environmental impact of the business.

SOCIAL DISCLOSURES

OWN WORKFORCE

Material impacts, risks and opportunities related to own workforce

[ESRS 2 SBM-2, SBM-3]

In a competitive environment in which business and consumption models are evolving continuously, the Leasys Group is aware that change - essential in order to tackle the challenges posed by the market - can only occur by recognising the importance of people, developing their professional skills and establishing suitable talent retention programmes.

The Leasys Group puts people first, whether employees or customers. One of Leasys key objectives is to attract, retain and motivate highly qualified staff, as well as to reward those who uphold, believe in and promote company's values, via remuneration schemes tied to long-term value creation.

Human capital is the principal driver of growth and a key component in building long-term competitive advantage. As an important factor in guiding people and involving them in the pursuit of Group strategies, the Leasys culture is founded on its corporate identity, a sense of belonging, customer centricity, the activation of individual skills, team work and personal contributions to Group results. Accordingly, people represent core wealth, as well as a prerequisite essential for the competitiveness of the Group, which prioritises occupational health and safety in both the physical and mental realms.

Promotion of the psycho-physical well-being of collaborators, healthy and comfortable working environments, corporate welfare policies and tools, flexible employment conditions and work-life balance: these are just some of the topics that contribute positively to the wellness of employees and the efficiency of the organisation, for example by lowering turnover, increasing productivity and reducing work-related incidents.

The Group has identified two material sub-topics within Topic “S1 Own workforce”:

(i) Working Conditions.

(ii) Equal treatment and opportunities for all.

The impacts, risks and opportunities associated with the two material sub-topics identified by the double materiality analysis are discussed below.

LEGEND		
⊕ Positive impact	⊖ Negative impact	⚠ Risk	✓ Opportunity

Sub-topic	Category	Macro-IRO	Detailed IRO n. (*)
Working conditions	⊕ ⊖	Employee lifestyle and safety	25,26,27,28,29,30
	⚠	Operational risk due to employee dissatisfaction	31,32

Sub-topic	Category	Macro-IRO	Detailed IRO n. (*)
		Improvement of business performance through efficient human resource management	33,34
Equal treatment and opportunities for all		Management of diversity, inclusion, and employee skills	35,36,37
		Strategic and reputational risk due to the lack of adequate initiatives for employees	38,39
		Employee loyalty through an inclusive environment	40,41

(*) For the full list of material IROs, please refer to Appendix 2

When assessing the impacts, risks and opportunities associated with its own workforce, Leasys considered all persons who work within the business under different types of contract: workers with permanent and fixed-term contracts, agency personnel, interns, freelance and other contract workers.

The risks related to the company's workforce are assessed and managed within the Group's enterprise risk management framework. The action plans implemented are in compliance with local laws and regulations.

Policies related to own workforce

[ESRS S1-1]

The Leasys Group is committed to the effective management of human capital. The objective is to have a beneficial impact on employees by developing their skills, promoting professional equality and offering them all the same opportunities to access new roles, earning promotions and benefits based on the performance and skills. All this, while ensuring the health, safety and physical security of personnel in each location and helping to achieve an appropriate work-life balance. These principles steer the company's activities and will be incorporated into a dedicated Policy that Leasys will formalize in 2025.

The Group has prepared a **Human Resources Procedure**, updated to October 2024, that describes the procedures used to manage human resources to guarantee the quality of the services provided by the business.

In July 2024, the Group also introduced "**Remuneration Guidelines**", whose purpose is to describe the remuneration principles, systems and practices applied within the Leasys Group, consistent with its core values. These processes are managed with equity, in order to attract and retain personnel whose professionalism and skills satisfy appropriately the needs of the business. The objective of these Guidelines is to establish results-linked remuneration systems that are consistent with the long-term business objectives of the Group.

Leasys adopts a **Code of Conduct** that protects the rights and equal opportunities of employees, while also embracing the principles that underpin the UN "Universal declaration of human rights", the Conventions of the International Labour Organization (ILO) and the Guidelines of the Organisation for Economic Co-operation and Development (OECD) for multinational enterprises. The Group considers diversity of gender and thought to be a valuable source of cultural and professional enrichment. All businesses must respect individuals, regardless of their gender, age, ethnic origin, religion, sexual orientation and identity, language or disability. Compliance with international ethical standards requires conduct without discrimination based on nationality, religion or gender, that guarantees the equality of men and women in the workplace and promotes the integration of those with disabilities.

Processes for engaging with own workforce and workers' representatives

[ESRS S1-2]

Workers are a fundamental resource for the Leasys Group, which actively listens to all employees with the principal goal of identifying areas of improvement within the business. The objective is to create a working environment focused on the well-being of workers, the development of skills and a culture of values and meritocracy, promoting gender diversity in every profession and at all levels within the organisation. Surveys are the preferred tool for involving employees in decisions that affect their well-being and needs within the organisation. These are conducted using questionnaires, that are sent out by e-mail.

The surveys allow for continuous monitoring of employees' expectations and their adaptation to the emerging needs of the organization. The surveys are customized to address evolving priorities, supporting ongoing alignment with organizational objectives.

During 2024, Leasys Italia S.p.A. has carried out the first Employee Survey focused on Well-being, containing open-ended questions on the feelings of workers, on their perception of the Company and their alignment with its values, on their psycho-physical well-being and on the ability of Leasys to create a pro-active and fair environment. The survey was sent to 1,311 employees, with a response rate of 85% (1,112 out of 1,311).

After analysing the responses to this Employee Survey, 5 action areas have been identified with specific actions in each to improve worker well-being and motivation. These actions were implemented from September 2024 onwards.

Action area	Action
Work-life balance	• Agreements with crèches and nutritionists close to Company offices
Appropriate workloads	• Creation of an in-house, cross-functional team tasked with identifying processes to be automated and creating useful operating manuals
Involvement in decisions	• Quarterly "Welcome on board" sessions for new recruits, presenting the departments and their management • Various HR communications, including the HR contacts for each area and a reminder about the courses available
Well-being	• Water dispensers • Structured offer to employees of a rental product on favourable terms • Counselling
Opportunities for training and growth	• Development of an internal Academy offering professional courses on the use of corporate tools and on specific technical knowledge, as well as advanced training paths on dedicated international platforms

The actions for each action area were identified and discussed directly with "Ambassadors" identified from among the workers, in order to facilitate dialogue among colleagues and the various business functions. A representative of the "Ambassadors" in each country was involved in European meetings, in order to share best practices and stimulate cross-functional initiatives in the various countries.

In 2024, personnel at the Rome office of Leasys S.p.A. also was involved in a survey of their mobility habits, with a view to identifying sustainable mobility alternatives and improving employee satisfaction.

The questionnaire addressed five areas, covering the minimum content required by the guidelines for preparing a Home-Work Travel Plan:

1. *Personal details:* employment category and analysis of the areas of residence and domicile

2. *Type of work:* analysis of the type of contract, working hours and time spent in the office
3. *Means of transport and travel passes available to the employee*
4. *Home-work travel:* analysis of the mobility habits of employees, distance travelled and time taken to reach work, and current level of satisfaction
5. *Propensity to change:* assessment and analysis of preferences among the alternative means of transport with respect to those habitually used, especially considering the use of public transport, car pooling, mobility sharing and soft mobility

The questionnaire, distributed to 277 persons, excluded the sales fleet from the survey as these representatives rarely visit the office. The response rate was 80%.

The survey made it possible to prepare the Home-Work Travel Plan, identifying suitable measures in support of sustainable mobility based on an analysis of the habits and preferences of employees, their mobility needs and the availability of transport in the area concerned. This Plan sets the following objectives directly linked to the quality of life of these Leasys employees:

- *lower travel costs*: promote the use of public transport and alternative mobility solutions to reduce the personal costs incurred on travel by car;
- *shorter journey times*: facilitate access to forms of transport other than the car, reducing home-work travel times and traffic congestion at peak times;
- *improved health and well-being*: facilitate a more active lifestyle via the use of public transport, bicycles or micro-mobility, thus improving the physical and mental health of personnel. Additionally, the adoption of forms of transport other than the car will reduce traffic- and driving-related stress.

Processes to remediate negative impacts and channels for own workforce to raise concerns

[ESRS S1-3]

Leasys offers employees the opportunity to activate an internal system for reporting infringements of the Code of Conduct, if they notice, or are victims of, serious incidents or other violations. For further information about this Group reporting platform, see that part of section G1 entitled "Whistleblowing Policy".

Actions on material impacts on own workforce, and approaches to managing material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions

[ESRS S1-4]

Main actions taken or planned by the Group regarding its workforce are reported below. No significant Capex or Opex have been identified for the implementation of these actions.

Equal treatment and opportunities for all

The Leasys Group dedicated special attention to the management and retention of talent, which is strategic for the growth of the business.

The Human Resources Procedure adopted by the Group envisaged the definition of training plans for personnel on induction, on the assignment of new duties, on the identification of needs when preparing the Training Plan, on changes to the quality management system, and when area/top management or the employees concerned flag specific requirements.

The training plan prepared every year addresses the needs of personnel, any weaknesses to be overcome and legal requirements (mandatory training). Individual programming is carried out by the manager responsible for the person concerned, working together with the Human Resources Function. On the other hand, mandatory training is scheduled by the Safety Officer (RSPP) and the managers of the RPC & Compliance functions.

The Group also identifies employee training plans covering cross-functional soft skills, the objectives for which are decided as part of the performance reviews. For this purpose, Leasys uses the Stellantis “Learning HUB” platform, which delivers on-line courses on soft skills, foreign languages and the management of human resources and interpersonal relations.

Using the platforms made available by the shareholders, Leasys organises training on the topics of Environmental and Social Responsibility, while also actively seeking new training offers and opportunities in the form of talent development and leadership programmes, with a particular focus on gender balance.

In particular, a number of emerging talents have been selected to participate in international development programmes that take account of their seniority:

- “Jump Programme”: designed to develop young talents by giving them international exposure;
- “Leaders 4 Good”: intended to develop established talents ahead of their next leadership roles.

The search for new training offers and opportunities for employees has resulted in the signature of a contract with LinkedIn Learning. This international platform will give each employee unlimited access to professional courses on both soft and hard skills.

The ESG Strategy includes two training objectives for employees, to be achieved by 2026: all employees to have access to 3 e-Learning platforms (LinkedIn, STLA learning hub, Speex); 90% of employees to be trained in sustainability topics.

In addition, Leasys firmly believes in the dissemination of a culture founded on Diversity, Equity and Inclusion, and is striving to promote gender equality and diversity by taking concrete action, such as the promotion of women to positions of managerial responsibility and on management committees, and planning efforts to analyse and improve the gender pay gap within the organisation.

The Group has adopted a **system for the appraisal of individual performance** that applies to all employees who have been in active service for at least three months. The system addresses the need for an objective approach to the appraisal of personnel and their responsibilities. In this regard, managers meet each person at the start of each year and discuss their new professional, operational, personal development and corporate objectives. These are set with reference to their professional profiles and organisational roles, as well as to the strategic objectives defined for their business unit. The challenging but achievable objectives assigned are weighted to reflect the priorities assigned to each resource and are made clear in terms of the results, measurable to the extent possible, to be achieved within a specified time frame wherever possible.

Leasys Group prepares a **succession plan**, updated annually, for each position that reports directly to the country managers and the CEO.

For each position, a person within the organisation who could cover that role is identified. The succession plans are managed by the Human Resources Function and presented to the shareholders during the relevant talent reviews.

When preparing and updating these succession plans, the principles of gender equality among the various candidates are applied rigorously, thus guaranteeing equal access to roles of responsibility and pursuing the elimination of any existing gender pay gaps for equivalent skills, qualifications and abilities.

The Leasys Group believes that diversity is a factor that enhances performance and the attractiveness of the business. The promotion of gender diversity means creating an open and responsible business culture that facilitates internal cohesion and progress. Teams with diverse profiles and talents reflect the Leasys ethos, making it possible to create value and satisfy better the expectations of our customers, for the benefit of all.

In order to maximise talent enhancement efforts, Leasys participates in the development programmes launched by the shareholders. From 2025, these include a new Mentoring Program for emerging talents drawn from every country in which the Group is active.

Working Conditions

The employment, protection and well-being of workers is another central theme of great importance to the Leasys Group, which strives to guarantee good employment and working conditions, while protecting employees from all forms of violence, abuse, work-related harassment or discrimination, and establishes procedures to prevent, identify and resolve such deeds in a manner that respects the rights of the persons involved.

As the responsible Employer, Leasys makes the following commitments with regard to the health, safety and protection of employees:

- guarantee occupational health, safety and protection for all employees,

- comply with local health and safety laws and regulations,
- adapt to new ways of working,
- facilitate the achievement of an appropriate work-life balance.

All Group entities are equipped with procedures, tools and training programmes for the prevention of conduct that threatens the physical and mental health of employees.

The Leasys Group adopts an occupational health and safety management system that covers all employees and collaborators (100%) within the scope of application of the Italian regulations pursuant to art. 2, paragraph 1, of Decree 81/2008.

Group efforts to safeguard the health of employees include participation in various training and prevention campaigns. In this regard, during 2024 Leasys participated in the annual prevention campaign promoted by Stellantis and organised a blood donation event at the Rome office. Again, during the year, Leasys took part in webinars - making them available to employees - organised by Stellantis with the involvement of specialists on the topics of proper nutrition, sleep issues and osteopathy.

In order to encourage and facilitate a better work-life balance, the Leasys Group adopts a flexible policy towards remote working that promotes a balanced mix of in-office and out-of-office working.

The Group supports fair choices when it comes to maternity, paternity and adoption, encouraging employees to balance their responsibilities as parents with their careers.

The Group trains team leaders by delivering specific master classes that address their psycho-physical well-being and that of their collaborators. Additionally, all employees have access to a dedicated programme for the development of their leadership skills.

In Italy, the Leasys Group has signed a union agreement on remote working that covers up to 80% of the contractual hours. Employees agree the timetable with their manager every month, having regard for the technical-organisational needs of the business. Flexible working is activated by the signature of individual agreements available to all white-collar and managerial employees of Leasys Group companies with permanent or fixed-term contracts, having regard for the technical-organisational needs of the business and the professional profile of the person concerned.

Leasys also promotes the wellbeing of workers via:

- specific actions, such as the “Welfare account” initiative promoted by Leasys S.p.A., which allows employees to convert part of their gross earnings into an expense account that can be used to obtain a vast range of health, well-being, treatment, education and pension services. In addition to the tax benefit, the Company contributes an extra 10% to the expense account.
- the option to join corporate supplementary pension plans, with contribution rates that differ depending on professional category and length of service.
- the option to join the FASIF fund (supplementary healthcare services), with contribution rates that differ depending on professional category and length of service.

Furthermore, a Counselling initiative for the employees of Leasys S.p.A was activated in September 2024. This initiative enables them to explore any personal or workplace challenges they might face.

There are no ready-made solutions but, with support from their counsellors, employees can grow their awareness and activate the resources available to them. In particular, counsellors help to find new tools and solutions for tackling crises in personal, family and working relationships, offering alternative viewpoints. This service is provided by a specialist school, capable of guaranteeing experienced and skilled support. Made available without charge, the service envisages access to seven, one-hour sessions held in person or remotely.

Under a new agreement with Crédit Agricole Italia, it is possible to book advisory sessions on favourable terms, directly in the workplace.

Leasys continues efforts to activate agreements for access to goods and services that might help to improve the work-life balance of employees, such as the provision of care-giving services for infants and the elderly that relieve the pressures faced by workers.

Targets related to own workforce

[ESRS S1-5]

Leasys recognises a fundamental responsibility to contribute to the social well-being of employees and the communities served; for this reason, a primary objective of the ESG strategy adopted by the Group is to create value for individuals, be they employees, partners or customers.

The approach taken to corporate social responsibility comprises a series of measures designed to:

- protect employees and facilitate their professional growth;
- promote a fair and inclusive working environment, in which all employees feel respected, accepted and involved, so that they are able to express their potential in full.
- adopt an inclusive approach that extends to the outside world, ensuring that all persons who interact with Leasys find a welcoming environment.
- provide exemplary service to customers, offering a rental experience that meets the highest standards of safety, satisfaction and reliability.

Leasys also strives to disseminate an ESG culture to the Group's principal stakeholders, by providing training to employees and relevant information to customers and suppliers via the various on-line communication channels:

Consistent with the above, the ESG strategy has the following objectives, which take into consideration the Employee Survey results (for details, see paragraph "Processes for engaging with own workforce and workers' representative").

Topic	Sub-topic	KPI	Baseline Value (Year)	FY 2024	Target 2026
Own workforce	**Management of talents and D.E.I.**	Employees with access to training platforms (% of total employees)	100% (on 2 platforms) (2024)	100% (on 2 platforms)	100% (on 3 platforms)
		Employees trained on ESG topics (%)	n.a.(*)	n.a.(*)	90%

Topic	Sub-topic	KPI	Baseline Value (Year)	FY 2024	Target 2026
		Employee survey response rate (%)	85% (2024)	85%	85%
		Middle Management F/M rate (%)	38% (2024)	38%	42%
	Worker well-being	Employees with access to counselling and psychological support (%)	34% (2024)	34%	50%

(*) will be monitored starting from 2025.

Characteristics of employees and non-employees

[ESRS S1-6, S1-7]

Following a rise of +5.1% over the year, the Group has 1,380 employees at 31 December 2024, of whom 47% are female. Italy is the country with the largest concentration of personnel (35%). The vast majority of employees are found in the white-collar grades (81%).

The Group hired 210 new recruits during 2024, principally in France (+73), Italy (+26) and the United Kingdom (+18).

Employees by type of contract ([29]), geographical area and gender	31/12/2024				
	Permanent		Fixed term		Total*
	Men	Women	Men	Women	
Italy	245	227	2	3	477
Luxembourg	34	28	3	-	65
France	181	157	1	11	350
United Kingdom	45	45	-	1	91
Portugal	54	70	4	4	132
Poland	10	14	4	2	30
Netherlands	6	2	13	4	25
Austria	10	4	-	1	15
Germany	59	35	-	1	95
Belgium	16	10	-	-	26
Spain	39	35	-	-	74
Total	**699**	**627**	**27**	**27**	**1,380**

*Financial data related to workforce are shown in note "4. Costi del personale, parte C" of consolidated statement.

[29] At 31 December 2024 the Group does not have any non-guaranteed hours employees. Pursuant to ESRS S1 AR 56 "Non-guaranteed hours employees are employed by the undertaking without a guarantee of a minimum or fixed number of working hours. The employee may need to make themselves available for work as required, but the undertaking is not contractually obliged to offer the employee a minimum or fixed number of working hours per day, week, or month.

Employees by type of work, geographical area and gender	31/12/2024					
	Full time		Part time		Total	
	Men	Women	Men	Women	Full time	Part time
Italy	246	221	1	9	467	10
Luxembourg	37	28			65	
France	179	156	3	12	335	15
United Kingdom	45	42		4	87	4
Portugal	58	74			132	
Poland	14	16			30	
Netherlands	19	6			25	
Austria	10	5			15	
Germany	59	31		5	90	5
Belgium	14	8	2	2	22	4
Spain	39	27		8	66	8
Total	**720**	**614**	**6**	**40**	**1,334**	**46**

At the reporting date, the Group collaborates in other ways with 149 persons (138 persons with agency contracts and 11 interns), as allowed by the related legislation and having regard for our business needs.

During the reporting year, new recruitment totalled 210 persons, of whom 159 on permanent contracts and 51 on fixed-term contracts. A total of 143 persons left the Group during the year.

Employees hired (number) and employees who left the Group, analysed by gender	31/12/2024		
	Men	Women	Total
Employees hired	114	96	**210**
Employees with terminated contracts	77	66	**143**

Employees hired (number) and employees who left the Group, analysed by age	31/12/2024			
	<30	30–50	>50	Total
Employees hired	84	94	32	**210**
Employees with terminated contracts	44	70	29	**143**

Employees hired (including new arrivals following business acquisitions) and employees who left the Group, analysed by geographical area	31/12/2024	
	Employees hired	Employees with terminated contracts
Italy	26	10
Luxembourg	15	12
France	73	51
United Kingdom	18	12
Portugal	7	10
Poland	12	8
Netherlands	17	7
Austria	8	4
Germany	14	15

Employees hired (including new arrivals following business acquisitions) and employees who left the Group, analysed by geographical area	31/12/2024	
	Employees hired	Employees with terminated contracts
Belgium	6	3
Spain	14	11
Total	**210**	**143**

45.7% of the persons hired during the year were women.

Hiring, termination and turnover rates, analysed by gender	31/12/2024		
	Men	Women	Total
Hiring rate	15.7%	14.7%	**15.2%**
Termination rate	10.6%	10.1%	**10.4%**
Turnover rate	11.0%	10.2%	**10.6%**

Hiring and termination rates, analysed by age	31/12/2024			
	<30	30–50	>50	Total
Hiring rate	56.8%	11.3%	8.0%	**15.2%**
Termination rate	29.7%	8.4%	7.3%	**10.4%**

Hiring and termination rates, analysed by geographical area	31/12/2024	
	Hiring rate	Termination rate
Italy	5.5%	2.1%
France	20.9%	14.6%
United Kingdom	19.8%	13.2%
Portugal	5.3%	7.6%
Poland	40.0%	26.7%
Netherlands	68.0%	28.0%
Austria	53.3%	26.7%
Germany	14.7%	15.8%
Belgium	23.1%	11.5%
Spain	18.9%	14.9%
Luxembourg	23.1%	18.5%
Total	**15.2%**	**10.4%**

Reporting policies

The reported number of employees reflects the headcount at year end.

The data for non-employed workers in the workforce (persons with other forms of collaboration) reflects the average headcount at the end of the year.

The hiring rate is calculated as the number of new hires (headcount) during the year divided by the total number of employees (headcount) at year end.

The termination rate is calculated as the number of employees (headcount) who left the Group during the year divided by the total number of employees (headcount) at year end.

The turnover rate is calculated as the number of employees (headcount) who left the Group during the year divided by the average number of employees during the year.

Collective bargaining coverage and social dialogue

[ESRS S1-8]

The Group safeguards the rights and freedoms of association and collective bargaining, which currently covers 66.4% of the employed population, and guarantees high standards of occupational health and safety, working to increase risk awareness and promote responsible conduct via *inter alia* the provision of information and training. Collective bargains are in place in Italy, France, Spain, and Austria. Where national collective bargains are not in place, the employment contract adheres to market best practices.

Collective bargaining and union agreements	31/12/2024
Number of collective bargaining and union agreements signed during the year	10
Employees covered by collective bargaining agreements	916
Percentage of employees covered by collective bargaining agreements	66.4%
Percentage of employees supported by workers' representatives	75.0%

The following table indicates the overall percentage of employees covered by collective bargaining agreements and supported by workers' representatives for each EEA country in which the level of employment by the Company is significant[30]. Outside of the EEA, Leasys is only active in the United Kingdom, where no employees are covered by collective bargaining agreements or supported by workers' representatives.

Collective bargaining and union agreements within the EEA	31/12/2024		
	Italy	France	Portugal
Percentage of employees covered by collective bargaining agreements	100%	100%	0%
Percentage of employees supported by workers' representatives	94.5%	100%	0%

Diversity metrics

[ESRS S1-9]

Aside from the legal obligations, the Leasys Group believes that diversity is a factor that enhances performance and the attractiveness of the business. The promotion of gender diversity means creating an open and responsible business culture that facilitates internal cohesion and progress. Teams with diverse profiles and talents represent the ethos of the Company, making it possible to invent new models and satisfy better the expectations of customers, for the benefit of all.

The Group strives to prevent all types of discrimination, from selection to the definition of remuneration, from the opportunities for professional growth to the termination of working relationships.

[30] Pursuant to the ESRS, the level of employment is significant if there are at least 50 employees by headcount, representing at least 10% of the total number of employees

Respect for diversity and non-discrimination are guaranteed in every phase of the working life of each collaborator. In fact, the Group guarantees that all collaborators are treated without distinction, exclusion, restriction or preference based, directly or indirectly, on: age, gender, sexual orientation, marital status, religion, language, ethnic, geographical or national origin, physical or mental disability, pregnancy, maternity, paternity or adoptive status, personal convictions, political opinions or affiliations, or trade union activities.

Employees by professional category and gender	**Unit**	**31/12/2024**	
		Men	**Women**
Top managers	no.	19	2
	%	*90%*	*10%*
Managers	no.	149	90
	%	*62%*	*38%*
White collar	no.	558	562
	%	*50%*	*50%*
Total	**no.**	**726**	**654**
	%	***53%***	***47%***

Employees by professional category and age group	**Unit**	**31/12/2024**		
		<30	**30–50**	**>50**
Top managers	no.	-	13	8
	%	-	62%	38%
Managers	no.	-	154	85
	%	-	64%	36%
White collar	no.	148	665	307
	%	13%	59%	27%
Total	**no.**	**148**	**832**	**400**
	%	**11%**	**60%**	**29%**

Permanent contracts comprise 96% (1,326) of the total, of which women account for 47% (627); 46% of full-time employees are women (614), as are 87% of part-time employees (40).

The majority of employees (60%) are aged between 30 and 50; the average age is about 44.

With regard to length of service, the largest concentration is found in the "< 5 years" band (41% of the Group population). This is essentially an effect of the merger in April 2023, which resulted in the absorption by Leasys of the Free2Move Lease workforce.

ANALYSIS OF EMPLOYMENT	**31/12/2024**
Total employees	**1,380**
Average age	44
No. of women	654
of whom managers	92
of whom white collars	562
Part-time	
No. of employees on part-time contracts	46
of whom women	40

Management employees by geographical area and gender (number)	31/12/2024					
	Top managers			Managers		
	Men	Women	Total	Men	Women	Total
Italy	7	1	**8**	57	36	**93**
Luxembourg	1	-	**1**	8	4	**12**
France	5	-	**5**	30	16	**46**
United Kingdom	2	-	**2**	6	5	**11**
Portugal	1	-	**1**	20	24	**44**
Poland	1	-	**1**	2	-	**2**
Netherlands	1	-	**1**	6	1	**7**
Austria	-	1	**1**	2	-	**2**
Belgium	-	-	**-**	4	1	**5**
Spain	-	-	**-**	7	2	**9**
Germany	1	-	**1**	7	1	**8**
Total	**19**	**2**	**21**	**149**	**90**	**239**

Adequate wages and social protection

[ESRS S1-10, S1-11]

All employees of the Leasys Group earn adequate wages, consistent with the related national collective bargaining agreements. Where these are not available, their employment contracts reflect the best market practices. All employees are also covered by social protection programs or benefits to mitigate income loss due to illness, unemployment, workplace injury, parental leave, and retirement, in accordance with the regulations in force in their respective countries.

Persons with disabilities

[ESRS S1-12]

Persons with disabilities employed at Leasys Group as of 31 December 2024 represent 3.6%[31] of the total workforce

Remuneration metrics (pay gap and total remuneration)

[ESRS S1-16]

Gender pay gap	31/12/2024
Top managers	20.7%
Managers	29.9%
White collar	20.1%

The Ratio of the total annual remuneration of the highest-paid executive in the organisation to the median total remuneration of all employees is 8.4.

[31] The rate is computed considering the number of employees at the end of the year.

Reporting policies

The gender pay gap is calculated as the difference between the average remuneration of male employees and the average remuneration of female employees, divided by the average remuneration of male employees and expressed as a percentage of the average remuneration of men. Compensation includes the gross salary and variable pay, represented by sales incentives and performance bonuses awarded based on the achievement of individual and group objectives.

The median total remuneration of employees is calculated after excluding the remuneration of the highest-paid executive in the organisation.

Training and skills development metrics

[ESRS S1-13]

Training

A total of 12,534 training hours were delivered during the reporting period. On average, each employee benefited from 9.08 hours of training during the year[32].

The budget made available for training during the year was € 109 thousand.

Hours of employee training by gender and professional category	31/12/2024		
	Men	Women	Total
Top managers	402	190	**592**
Managers	2,729	1,499	**4,228**
White collar	3,188	4,526	**7,714**
Total training hours	**6,319**	**6,215**	**12,534**

Average hours of training by gender and professional category	31/12/2024		
	Men	Women	Total
Top managers	21.2	95.0	**28.2**
Managers	18.3	16.7	**17.7**
White collar	5.7	8.0	**6.9**
Total training hours	**8.7**	**9.5**	**9.1**

Hours of training by type of course	31/12/2024	%
Managerial	887	7%
Specialist (Organisation, IT, Finance etc.)	4,991	40%
Foreign languages	804	6%
ESG	262	2%
Well-being	571	5%
Health and safety	1,217	10%
231 Model and Anti-corruption	2,329	19%
Compliance & Regulation	1,474	12%
Total	**12,534**	**100%**

[32] Calculated with reference to the workforce at 31 December 2024

Performance reviews

The Leasys Group periodically carries out performance reviews for all categories of employee in active service for at least three months.

Appraisals are carried out annually, with reference to the mission and objectives for the year set by managers. Interim feedback during the year enables managers and individuals to evaluate the progress made towards achievement of the objectives. Employees are encouraged to ask for explanations and managers are encouraged to provide constant feedback.

At year end, managers make an objective assessment of performance, ensuring that the organisation and each employee examine the objectives in the light of corporate values, thus contributing transparency to the training opportunities, professional development and appraisal criteria applied to each person.

The Leasys Group uses the "Global Human Resources Careers (GHRC)" application, already adopted by Stellantis, for the appraisal of performance. This specialist tool makes it possible to manage various aspects of performance, learning, career planning and development, and leadership skills.

All employees of the Company received appraisals during the year.

Percentage of employees who received periodic performance and professional development appraisals during the reporting period, analysed by gender and professional category	31/12/2024	
	Men	Women
Top managers	100%	100%
Managers	100%	100%
White collar	100%	100%
Total	**100%**	**100%**

Health and safety metrics

[ESRS S1-14]

All Leasys employees are covered by health and safety management systems in compliance with the legal requirements in place in the different European countries.

In Italy, the occupational health and safety management system is based on art. 2, para. 1, of Decree 81/2008 and is subjected to period internal and external audits. The external audits are carried out by a certification body that checks compliance with the requirements of the occupational health and safety management system. In this regard, during 2024 Leasys obtained the ISO 45001:2018 certification “Occupational health and safety management systems – Requirements with guidance for use.”

In the Italian market, Leasys S.p.A. manages occupational health and safety risks in the following phases:

- risk assessment;
- identification and preparation of prevention and protection measures and procedures;
- definition of an action plan in the context of a programme designed to ensure the improvement of safety levels over time;
- implementation of actions planned in the context of the programme;
- definition of programmes for informing and training employees;
- management of the residual risk.

Responsibility for supervising health and safety matters is assigned to the Safety Officer (RSPP), authorised physicians and the executives, under a mandate from the designated employer.

Lastly, as envisaged in Decree 81/08, the appointed Workers’ Safety Representatives (RLS) participate in specific activities, such as: periodic meetings on occupational health and safety matters, consultations on the assessment of risks, and urgent recourse to the Safety Office if new workplace risks are identified.

Risk identification and assessment

Leasys S.p.A. (represented by the designated employer) works with the Safety Officer and the authorised physicians to prepare, after consultations with the Workers’ Safety Representatives, and update the risk assessment document (DVR). This document was last updated on 5 November 2024. The assessment and related document are updated whenever significant organisational changes are made that might affect the exposure of workers to risks, and following the assessment of risks deriving from work-related stress, which is performed every two years.

Work-related stress

The assessment of work-related stress is updated every two years, unless changes in production processes or the organisation of work are significant in occupational health and safety terms. The last update, completed on 16 June 2023, identified the level of risk to be low.

Worker training on occupational health and safety

Leasys provides training to all personnel who work at its facilities (including interns and agency workers), delivering information of a general nature on:

- regulations in the context of Decree 81/08
- roles and responsibilities in the process of managing occupational health and safety;
- analysis of risks, hazards and losses;
- management of emergency situations;
- Supervisory Bodies.

Specific training, on the other hand, covers the following topics:

- specific risks in working environments, including videoterminals;
- work-related stress;
- manual handling of loads, chemical and electrical risks;
- fire prevention signs and emergency evacuation procedures.

During 2024, the Group delivered over 1,200 hours of mandatory training on health and safety practices and procedures. In Italy alone, 1,014 hours of training were delivered to 150 employees.

This training is delivered during paid working hours and is evaluated via the completion of a final test.

Training-related documents (attendance register, final test and attestations) are filed in both electronic and hard-copy form by the Safety Officer.

Work-related injuries

There were 3 work-related injuries during the reporting period, one in Portugal and two in France, out of a total of 2,812,188 hours worked. The injury rate in 2024 is 1.07, while the number of working days lost due to workplace injuries is 72. No fatalities occurred due to work-related injuries or illnesses.

With regard to work performed within the Group (specifically by video terminal operators), no personal protective equipment (PPE) or collective protective equipment (CPE) are provided.

Reporting policies

The total number of hours worked was estimated by multiplying 8 hours per day by the total number of working days in 2024, considering the average number of employees in 2024.
The injury rate represents the frequency of injuries in relation to the total hours worked by the entire workforce during the reporting period. It is calculated by dividing the number of injuries by the total number of hours worked, multiplied by 1,000,000.

Work-life balance metrics

[ESRS S1-15]

While the requirements of employment law may vary from country to country, parental leave is allowed to all Group employees (100%) to the extent needed to comply with local regulations.

A total of 146 employees, belonging to different professional categories, benefited from parental leave during the reporting period.

Employees who benefited from leave for family reasons	Unit	31/12/2024		
		Men	Women	Total
Employees who benefited from leave for family reasons during the year	no.	51	95	146
% of employees who have benefited from leave for family reasons	%	7%	15%	11%
of whom - employees who benefited from parental leave during the year	no.	20	24	44
of whom - employees who benefited from parental leave	no.	8	24	32
of whom - employees who benefited from leave to provide assistance	no.	23	47	70

Incidents, complaints and severe human rights impacts

[ESRS S1-17]

The Whistle-blowing system received one report during the reporting period. This report is currently being processed, but does not involve forms of discrimination, mobbing or harassment.

There were no incidents or events with serious impacts involving human rights during the reporting period, and the Group has not been required to pay any fines, penalties or compensation for the violation of human rights.

WORKERS IN THE VALUE CHAIN

Material impacts, risks and opportunities related to workers in the value chain

[ESRS2 SBM-2, SBM-3]

Respect for the human rights of workers in the value chain is a prerequisite for all activities carried out by the Leasys Group, which embraces the principles that underpin the UN "Universal declaration of human rights", the Conventions of the International Labour Organization (ILO) and the Guidelines of the Organisation for Economic Co-operation and Development (OECD) for multinational enterprises.

These principles are embedded in the Leasys Code of Conduct, which also applies to all contracts and to all parties and companies that act on behalf of the Leasys Group, wherever they are in the world. The Leasys Group strives to ensure that the Code is respected by the third parties with which lasting business relations are maintained, such as suppliers, dealers, advisors and agents.

The Group has identified "Working Conditions" as a material sub-topic in the context of Topic "S2 – Workers in the value chain", for which a positive impact has been identified in terms of the promotion of respect for the human rights of workers in the value chain. No material risks have been identified in relation to this topic.

LEGEND	⊕ Positive impact	⊖ Negative impact	⚠ Risk	✔ Opportunity

Sub-topic	Category	Macro-IRO	Detailed IRO n. (*)
Working conditions	⊕	Protection of working conditions and human rights along the value chain	42
	✔	Attracting talent through sensitivity to ESG topics	43

(*) For the full list of material IROs, please refer to Appendix 2

No categories of workers within the value chain have been identified as particularly vulnerable or exposed to risks.

Leasys may contribute to the generation of positive impacts on all categories of suppliers with which the Company works that are the subject of careful due diligence work during the selection phase (see the section on the Supplier selection process).

Policies related to workers in the value chain

[S2-1]

The Leasys Group adopts a Code of Conduct that specifies the ethical principles underpinning the activities of the Group, which must be accepted and adopted by all third parties with which business relations are maintained. Specifically, Chapter 3 of the Code of Conduct specifies that the fair selection of suppliers must be based on objective elements that include, in particular, their respect for human rights and fundamental freedoms. Chapter 4 of the Code of Conduct also established the need for reasonable due diligence, to ensure that all players in the supply chain act in compliance with certain principles and commitments made. These include, in particular, respect for human rights and fundamental freedoms, workplace regulations, the fight against all forms of discrimination, the promotion of diversity, protection of the environment and respect for business ethics. Further details are available in the section of the Chapter on “Business conduct” dedicated to the “Code of Conduct”.

Processes for engaging with value chain workers about impacts

[S2-2]

The group currently does not have a specific engagement process for workers in the value chain.

Processes to remediate negative impacts and channels for value chain workers to raise concerns

[S2-2, S2-3]

In order to manage any negative impacts of failures to respect human rights, Leasys also makes an internal channel available for workers in the value chain to express their concerns (Whistleblowing).

For more information on the Group's whistleblowing platform, please refer to section G1, paragraph 'Whistleblowing Policy'.

Actions, resources and objectives related to workers in the value chain

[S2-4, S2-5]

At this time, the Leasys Group has not defined objectives related to workers in the value chain, but is implementing initiatives intended to assess the maturity and awareness of suppliers with regard to ESG topics, including the rights of workers. In particular, suppliers have been given a questionnaire on ESG topics, in order to determine *inter alia* whether they have adopted policies and guidelines for the management of human rights and occupational health and safety.

CONSUMERS AND END-USERS

Material consumer-related impacts, risks and opportunities

[ESRS 2 SBM-3]

Customer satisfaction and the protection of their privacy and security are foundational elements that guide the business activities of the Leasys Group. The Group strives constantly to guarantee an adequate level of security in terms of confidentiality, integrity and the availability of information, in order to safeguard the rights and interests of customers.

Leasys has also identified digitalisation as an opportunity to expand the customer base and build loyalty, as it facilitates access to the products and services offered by the Group. For this reason, Leasys has added digitalisation among the pillars of the corporate strategy adopted, with the primary objective of offering the best customer experience in both the selling phase and afterwards.

In this regard, the Group has identified two material sub-topics within Topic "S4 Consumers and end-users":

(i) Social inclusion of consumers and/or end-users

(ii) Information-related impacts for consumers and/or end-users

(iii) Personal safety of consumers and/or end-users.

The related impacts, risks and opportunities are presented below:

LEGEND ⊕ Positive impact ⊖ Negative impact ⚠ Risk ✔ Opportunity

Sub-topic	Category	Macro-IRO	Detailed IRO n. (*)
Social inclusion of consumers	⊕	Solid and transparent relationships with customers and dealers, and raising awareness on sustainable mobility	44,45,46
	⊕ ⊖	Spread of digitalisation	47,49
	⊖	Limitation of economic accessibility to the rental service	48
	⚠	Strategic risk due to the lack of stakeholder engagement	50,51,52, 53
	⚠	Strategic risk due to inability to manage innovation and digital transformation of processes	54
	✔	Business and reputation growth through digitalisation and innovation	55,59
	✔	Business growth through the creation of solid and transparent relationships with the sales network	56,57,58
	⊕ ⊖	Management of sensitive data and protection of customer privacy	60,61

Sub-topic	Category	Macro-IRO	Detailed IRO n. (*)
Information-related impacts for consumers and/or end-users	⚠	Cybersecurity risk related to data protection and information security	62,63,64
	✔	Increase in stakeholder trust through cybersecurity	65,66
Personal safety of consumers and/or end-users	⊕	Promotion of road safety	67

(*) For the full list of material IROs, please refer to Appendix 2

When assessing the impacts, risks and opportunities associated with these topics, Leasys considered all users of the services offered by the Group that may be impacted directly by our operations. Specifically, the following categories of users of the services offered by the Group may be impacted:

- Commercial partners,
- Customers of the rental service.

No categories of consumers are deemed to be particularly vulnerable to impacts and/or marginalisation attributable to the management of the Group's business.

Policies related to consumers and end-users

[ESRS S4-1]

Consumer satisfaction is a central element in Leasys' strategy and business. Addressing the satisfaction topic means offering consumers high-quality products and services that are accessible and help to protect their health and security. On this last aspect, security is clearly important when it comes to the processing of data and privacy, now that services are ever more digitalised. This aspect is tackled by the policies and procedures adopted by the Group when managing the data of customers. The objective is to guarantee the confidentiality, completeness, accuracy and accessibility of data, in compliance with current regulations. There are no policies related to road safety.

Management of relations with dealers and customers

The Group attaches maximum importance to the management and maintenance of satisfactory relations with existing and potential customers, keeping in constant contact with them in order to adapt rapidly to their changing needs and expectations. As also stated in the Code of Conduct, employees and collaborators must make the confidence and satisfaction of customers central to their activities, in order to create value for both them and the Group, demonstrating skill, diligence, respect and ethical conduct. Group employees and collaborators are required to respect the following principles of conduct in their relations with customers:

- ensure transparency and propriety when selling;
- make adequate efforts to understand the needs of each customer and find an advantageous solution for both parties;
- analyse customer requests and complaints constantly, ensuring that their needs are heard;

- orient product planning, marketing, sales and after-sales support towards the achievement of customer satisfaction.

The "**Customer Care & Quality Management Policy**" defines the Group's guidelines for the management of customer relations, which are interpreted by specific operating procedures for each market. This policy makes reference to the following external regulations: i) Decree 206/2005 ("Consumer Code"); ii) Regulation (EU) 2016/679 (General Data Protection Regulation - GDPR); iii) Decree 28/2010 (Mediation for the purpose of conciliating civil and commercial disputes), and subsequent amendments.

The Policy defines roles, responsibilities, activities, indicators and controls that each Group company must implement for the management of customer requests/complaints.

At a local level, Leasys Italia S.p.A. has adopted a "**Customer Care & Quality Procedure**" that describes the activities involved in supporting requests from customers, from activation to expiry of the contract with Leasys. More specifically, the procedure governs:

- the management of requests, complaints and demands from customers that have signed a rental contract, as well as the management of objections about the processing of privacy data;
- the administration of CRM tool used to track and manage customer requests;
- the management of information campaigns to monitor the customer experience;
- the monitoring of quality and customer care KPIs, the identification of leading causes of customer dissatisfaction and the development of action plans;
- the monitoring of performance, in qualitative and quantitative terms, by Contact Centre service providers and their respect for the conditions of their contracts.

Customer requests are tracked and managed using the CRM application, which records at Group level all the information obtained about customers. This tool makes it possible to follow the development of relations with each customer in a detailed and transparent manner.

Depending on the market, two different procedures are used to manage customer requests, complaints and demands:

a) the request/report is received by the contact centre, which opens a case and, if a solution cannot be found in real time, forwards complaints to the Customer Care department and other matters to the internal department concerned;
b) the request/report is received by the local customer care operator, which manages it independently or, if a solution cannot be found, with support from the relevant operating offices.

In terms of transparency, the Group has adopted a "**Communications Policy**" that defines guidelines for communications activities that must be followed in all Leasys markets. This policy requires publicity to be clear, proper, complete and consistent with the standards for communications established by the Group. All publicity must be approved by the Legal Affairs office of the Company prior to publication.

Individual companies must obtain prior approval from the Marketing & Communications office of the parent company before releasing external communications, such as press releases, articles published in the press and using other media, and disclosures of information.

Security and data protection

Security and data protection are another central topic for the Leasys Group, which strives to guarantee an adequate level of security in terms of confidentiality, integrity and the availability of information, in order to safeguard the rights and interests of both customers and employees. To achieve these objectives, the Group has implemented an organisational model that clearly defines roles and responsibilities with regard to data protection.

Consistent with Regulation (EU) 2016/679 (GDPR), the Group has established internal procedures governing protection of the personal data processed by the organisation and its IT systems. In particular, the Group implements data protection policies that, at Group level, ensure full compliance with the regulations and prevent personal data breaches. The **Group Data Protection Policy** establishes general principles, responsibilities and processes for the protection of data, with a view to ensuring that data protection is front of mind at all Group companies, in compliance with the principles of “privacy by design” (adoption of suitable technical and organisational measures for effective implementation of the data protection principles) and “privacy by default” (adoption of suitable measures to ensure that only necessary data is processed) defined in art. 25 GDPR.

The retention of data is governed at Group level by the “**Group Data Retention Policy**”, which applies the following principles:

- *retention* of the data of each data subject justified by the nature of the service provided;
- *accountability*, to ensure compliance with the data minimisation principle[33] specified in the Regulation.

Based on the SCCs[34], the Group periodically checks and updates the mapping of transfers of personal data to EU and non-EU service providers, requesting those based outside of the European Union to adopt adequate controls in compliance with the relevant regulations.

With regard to IT security, the Leasys Group has adopted an **Information Security Management System (ISMS)** Manual, implemented in compliance with ISO/IEC 27001:2022.

This document is focused on the management of IT systems[35] that support the provision of long-term rental services and the management of business fleets. The management of the ISMS is entrusted to the Chief Information Security Officer (CISO), who validates its contents, while the CEO gives final approval.

The ISMS model comprises the following procedural phases:

- Planning and definition of the model and the related policies and procedures;
- Adoption and implementation of the model;
- Assessment of the management processes envisaged in the ISMS model, identifying possible improvements;
- Implementation of corrective actions.

[33] Request adequate relevant data, limited to that strictly necessary for the purposes for which it is processed
[34] Standard contractual clauses published by the European Commission
[35] IT systems such as CRS, a management system within SAP; My Leasys, a web portal, and Umove, a mobile app

In addition to the manual described above, the Group adopts the following internal procedures with regard to IT security:

- ***Procedure for managing vulnerability patches***, with the principal objective of safeguarding the completeness, accuracy and availability of the data held by the Group's IT infrastructure and networks. This document defines in detail the fundamental steps for identifying and correcting infrastructure vulnerabilities consequent to the annual IT risk assessment. The principal objective is to achieve an acceptable level of residual risk after addressing penetration and hacking risks, as well as threats to corporate resources;
- ***Procedure for managing IT security incidents***, which specifies activities, roles and responsibilities for managing the entire cycle of incidents or anomalous events. The objective is to establish a clear process for managing IT incidents, thus minimising the operational and security impacts of such events, ensure that their causes are identified with the restoration of normality, and maintain the best level of service;
- ***Procedure for the control of logical access***, based on the Group's IT Security Policy and governing the assignment of access credentials to the internal and external personnel who use the corporate IT systems;
- ***Procedure for the management of applications developed by operating and control units***, which governs the identification, monitoring and security of the "Shadow IT" applications developed internally. The primary objective is to identify and control these applications, especially those involved in critical activities, such as the management of financial statement data. The process seeks to identify and examine periodically these "Shadow IT" applications, determining whether the security measures adopted to protect the information processed comply with the Group's IT security policy;
- the ***procedure for the use of hardware and software*** defines the principal responsibilities and conduct for ensuring that corporate IT equipment is used appropriately by the employees and collaborators of Leasys.

Innovation and digitalisation

At this time, Leasys has not formalized policies with regard to innovation and digitalisation, although they are central to enhancing the accessibility of the products and services offered to consumers. The various initiatives already in place (e.g. e-commerce, My-Leasys app) are a concrete demonstration of this commitment. The Group strives daily, in collaboration with innovative partners, to offer leading-edge solutions throughout Europe and, in this way, guide the technological and digital transformation.

Technological development is underpinned by the decision to maintain a unified infrastructure serving all markets, supported by partnerships with reliable suppliers, recognised as leaders in their respective sectors. Customer relationship management (CRM) is also supported by a single platform serving all markets, guaranteeing the consistency of processes and commercial offers. Digitalisation is a pillar sustaining the Leasys strategy, with the primary objective of offering the best customer experience in both the selling phase and afterwards, via the use of advanced integrated systems for the management of each car or fleet.

Processes for engaging with consumers about impacts

[ESRS S4-2]

The mission of the Group is to develop and improve constantly the qualitative level of the customer experience, in order to deliver the maximum level of customer satisfaction in each phase of the customer journey.

The Customer Care and Quality department is responsible for guaranteeing high standards of customer service and satisfaction, by:

- monitoring constantly the indicators of quality (Net Promoter Score - NPS) and the customer care services, in order to assess the level of customer satisfaction and identify/analyse the principal causes of dissatisfaction;
- defining action plans for rebuilding and improving customer satisfaction;
- monitoring constantly the action plans implemented and evaluating their effectiveness;
- following-up with customers that have expressed dissatisfaction, in order to understand their concerns in greater detail and mitigate any inconvenience suffered.

By performing this work carefully, the Customer Care and Quality department plays a fundamental role in the proactive management and overall improvement of the customer experience, demonstrating the commitment of the organisation to the provision of high quality service and customer-centric practices.

With regard to the quality indicators, the Group monitors the **Net Promoter Score** (NPS), which measures customer satisfaction and loyalty to the business. The NPS indicator comprises:

- **NPS post call**, being a score (from 1 to 10) obtained from the responses of customers to the telephone survey question: “How much would you recommend Leasys to your friends and family?”;
- **NPS post case**, being a score (from 1 to 10) obtained from the responses of customers to an e-mail questionnaire comprising three questions, with the possibility of making free format comments. In addition to asking whether the Company would be recommended, two other questions seek to measure the degree of satisfaction with the Customer Care service: feedback is requested on response times, the courtesy and professionalism of the operator, and the provision of clear and complete information.

Since the start of this programme for the measurement of customer satisfaction (April 2023), all markets have achieved improvements in their NPS Global indicator (in a range ±100), which is obtained by summing the NPS post call and NPS post case scores.

The markets with the best improvements during 2024 were France (+29 points), Spain (+25 points) and the United Kingdom (+20 points). At Group level, the position has been consolidated with a 13% improvement in NPS during 2024 with respect to the prior year.

Specific targets and indicators now measure the Customer Care services, which cover the entire duration of the contract, from delivery of the vehicle to maintenance, support and road-side assistance, until the end of the rental period:

- CALL: percentage of responses within 20 seconds: 80%; Calls lost < 5%
- CASES: percentage of cases resolved within five days; volume and ageing of outstanding cases, and overall satisfaction with Customer Care.

CUSTOMER CARE KPIs	01/01/2024 - 31/12/2024			
	CALL		E-MAIL	CASES
	No. Calls handled	% Calls handled within 20''	E-mails handled	% cases closed within 5 working days
Austria	712	57%	*	*
Belgium	2,094	54%	3,777	95%
France	34,163	85%	81,076	74%
Germany	6,646	59%	13,600	81%
Italy	433,933	62%	127,373	87%
Luxembourg	12,911	88%	8,344	79%
Netherlands	5,351	44%	10,761	96%
Poland	1,647	83%	2,936	96%
Portugal	36,274	84%	6,460	86%
Spain	63,027	64%	16,979	91%
United Kingdom	18,771	85%	52,533	99%

*Operational launch of the CRM system: March 2025

The Group achieved two objectives in 2024[36]:

1) launch of the Sales and After-sales Survey in June, to obtain different and greater feedback about customer satisfaction with the Leasys sales and support network;
2) launch of the Partner Survey in October, in order to measure the satisfaction with Leasys of partners and dealers.

The Group uses the Sales and After-Sales Survey to measure customer satisfaction whenever there is interaction with the business, from offer to return of the vehicle and, therefore, termination of the contract. In particular, this monitoring will make it possible to:

- measure the satisfaction of customers with dealers and customers in the delivery and maintenance phases;
- identify the strengths of Leasys and areas for improvement;
- identify and manage dissatisfied customers via a specific “hot alert” process.

[36] The objectives relate to the following markets: Italy, France, Germany, Spain, United Kingdom, Belgium, Netherlands, Portugal, Poland, Austria and Luxembourg

On the other hand, the Partner Survey measures the quality of relations with Leasys, the Partners, the Dealers and the network that provides repair and maintenance services to the customer, identifying the principal causes of satisfaction and dissatisfaction, as well as the areas for improvement. The areas investigated cover the range of Leasys services, the price/quality trade-off, the level of care and the support provided by Leasys. Measurements will be made twice yearly, to assess the "as-is" and the improvements delivered by the action plans adopted.

An annual comparative analysis against competitors will be introduced during the first half of 2025, thanks to a Bench Survey. Benchmarking will obtain greater awareness of the market positioning of Leasys with respect to its competitors. The analysis will cover how well competitors perform in their principal interactions with customers throughout the entire rental period, collecting all the information needed to anticipate and improve on the products and services supplied by them.

Management of complaints

[ESRS S4-3]

With reference to the constant monitoring of customer satisfaction with the services offered by Leasys, the Company has adopted the "**Group Customer Complaints Handling Policy**" that provides guidelines for the management of customer complaints, in compliance with applicable local laws and regulations, and defines the main responsibilities and competencies in handling complaints.

A complaint is identified as, "*A complaint is a written report, or a report received by any traceable means, expressing the dissatisfaction of a customer, whether justified or not, against a Leasys Group Entity.* A "Customer" is defined as, "*A party having a contractual relationship with Leasys, current or terminated, or a party interested in relations involving the supply of rental services (potential customer)".*

Complaints may be made by e-mail, certified e-mail or by telephone.

The rule defined in the policy is to respond as quickly as possible based on European or local regulations, and, in all cases, within 60 days of receipt, unless specific cases to be communicated to the customer.

Customers must always be informed about the progress of their complaint handling, as well as the acceptance or rejection of the complaints, the explanation of the reasons behind the decision, and, if applicable, the measures the company must implement.

In accordance with the policy, complaints are classified according to business lines and type (e.g. Delay in responding, contractual matters, privacy, …).

The Group manages and monitors the complaints data periodically with reference to specific reports.

COMPLAINTS BY GEOGRAPHICAL AREA	31/12/2024	
	No. COMPLAINTS	% COMPLAINTS WITH RESPECT TO THE FLEET[37]
Italy	10,917	5%
France	1,009	1%
Spain	2,916	7%
Portugal	938	4%
Austria	6	0%
Belgium	127	4%
Germany	1,033	3%
Poland	31	0%
United Kingdom	1,826	6%
Netherlands	339	7%
Luxembourg	111	2%
Total	**19,253**	**4%**

Complaints with respect to the fleet represented 4% at Group level in 2024. All complaints were referred to the departments concerned and answers were provided by the deadlines envisaged in the Group policy.

The following table shows the details of the 2024 complaints, referring to Leasys S.p.A. only, showing that accepted complaints make up 20% of the total complaints received.

Complaints[38]	2024	
	n.	%
Accepted	2,182	20%
Not accepted	8,128	74%
In management[39]	607	6%
Total	**10,917**	**100%**

Complaints about personal data protection and privacy

With regard to the protection of personal data, the Group received 125 data protection requests (exercising data subject rights) from customers during the reporting year, which did not have a material impact on the data subjects concerned. No requests for the clarification of customer complaints were received from the Italian Data Protection Authority during 2024.

Number of recognised complaints received about breaches of customer privacy	Total 31/12/2024
Complaints from third parties recognised by the organisation	125
Complaints from governance bodies (Control Authorities pursuant to art. 77 GDPR)	-
Total	**125**

[37] Fleet means the rental contracts active at 31 December 2024
[38] The figure refers to Leasys S.p.A.
[39] Complaints that, as of the reporting date, are still being processed and are therefore awaiting acceptance or rejection.

A total of 23 data breaches were recorded in the reporting year, which did not have a material impact on the customers or the Group companies concerned. No thefts or losses of personal data were recorded, confirming the sound procedures adopted by the Group, which implement effective personal data protection and IT security processes.

Number of breaches, thefts and losses identified	Total 31/12/2024
Number of breaches	23
Number of thefts	-
Number of customer data losses	-
Total	**23**

The Group has a specific plan for personnel training and various courses were delivered to all employees in 2024, explaining the general concepts that underpin personal data protection and IT security. In addition, consistent with EDPB Guidelines 01/2020, efforts were made to build awareness and increase knowledge about the processing of personal data derived from the use of connected vehicles.

The Leasys Whistleblowing Channel (see the Whistleblowing Policy in section G1) enables consumers to report conduct that infringes laws and the internal regulations of the Group, with the assurance of anonymity.

Actions and resources for managing material consumer-related impacts, risks and opportunities

[ESRS S4-4]

The main actions taken or planned by the Group with respect to consumers are outlined below. No significant Capex or Opex have been identified for the implementation of these actions.

As part of the **digitalisation and innovation** of the services offered, Leasys worked on multiple fronts during 2024: the new e-Commerce project, a centrepiece of the Group’s European digitalisation plan, was launched in March 2024 with a pilot e-Store in the Netherlands. The new marketplace was then introduced in Italy, the United Kingdom and Spain, with the intention to extend over time the e-Commerce service to all markets served. This project broadens the existing multi-channel offer via the entry of Leasys into the digital market. Customers who use the services offered by Leasys are able to select their car, product or service in an entirely digital journey, via an end-to-end on-line purchasing process that guarantees a simple, rapid and effective experience, in line with established on-line purchasing standards.

As an integral part of this digitalisation strategy and closely tied to the on-line sales process, the project to dematerialise documents and introduce electronic signatures was implemented in 2024. This project facilitated not only our internal business processes, but also the sales processes managed by the Leasys network of dealers and partners.

With a view to making customer relations even more fluid, Leasys developed the Partner Care portal in 2024 to simplify the management of customer rental contracts by Dealers and the Independent Sales Network.

My-Leasys is another digital tool available in all countries in which the Group is active: this portal for fleet managers and car drivers provides access to numerous services without any need for further assistance. My-Leasys allows fleet managers to monitor their entire fleet remotely, using the advanced reports generated by the portal to keep administrative information, maintenance records and fuel consumption under control. Drivers, on the other hand, can benefit from the remote vehicle monitoring functions, request road-side assistance and file accident reports.

This platform was further improved during 2024 with the addition of new functions and services, culminating in the launch of an even more agile and easy-to-use My-Leasys App in November 2024. This tool will be upgraded again during 2025 in order to respond better to the needs and requests of customers. Based on this platform, a new Partner Portal was designed and launched in September 2024, so that all brokers and dealers can provide customer support independently, without recourse to the Contact Centre. All these initiatives seek to make it easier for customers to access information about their contracts, vehicle fleets and the services included in their rental agreements, while also interacting more readily with Customer Care.

Starting from November 2024, the rental offer dedicated to commercial vehicles has been updated to include the Connect Fleet service, which, leveraging the native telematics of the PRO ONE vehicles from the Stellantis Group, provides real-time fleet monitoring services.

The onboard "black box" device transmits data directly to the web platform, enabling a detailed analysis of the status of connected and located vehicles, monitoring fuel consumption, miles driven, and highlighting any faults or potential malfunctioning that require immediate vehicle servicing. Connect Fleet is also capable of continuously updating the status of maintenance interventions and offering predictive maintenance alerts.

Vehicle safety management is ensured through proper maintenance, and the My Leasys and Connect Fleet digital platforms contribute to vehicle monitoring in this regard.

Targets fixed in relation to consumers

[ESRS S4-5]

The Group has set targets related to the sub-theme "Social Inclusion of Workers". No objectives have been defined so far for the other relevant sub-themes: Information-related impacts for consumers and/or end-users and Personal safety of consumers and/or end-users.

Topic	Sub-topic	KPI	Baseline Value (Year)	2024	Target 2026
Consumers and end-users	**Relations with dealers and customers**	GLOBAL NPS (Net Promoter Score)	37 (2023)	+13% vs. 2023	+20% vs. 2023
	Digitalisation	Electronic signature (% of contracts signed)	n.a.(*)	n.a.(*)	40% (ITALY)
		Suppliers, dealers, customers with access to digital tools	62% (ITALY) 39% (GROUP) (2024)	62% (ITALY) 39% (GROUP)	70% (ITALY) 50% (GROUP)

(*) will be monitored starting from 2025

Leasys strives to offer a “best in class” experience to all customers. Customer satisfaction is monitored and analysed constantly, in order to develop and propose innovative solutions that meet their expectations even better. Accordingly, in the context of the ESG strategy adopted by the Group and driven by the need to deliver even better customer service via a rental experience that satisfies the highest standards of safety, satisfaction and reliability, a 2026 objective has been set to improve the Net Promoter Score (NPS) - a measure of customer satisfaction and loyalty to the business - by 20% with respect to the 2023 level.

Leasys makes platforms and digital tools available to stakeholders that help to improve safety, efficiency, reporting, transparency, scalability and the customer experience. With regard to the digitalisation and innovation of services, the Group has set two objectives to be achieved by the end of 2026:

- 40% of contracts in the Italian market completed by electronic signatures;
- 70% of suppliers, dealers and customers using digital tools to manage their interactions with Leasys Italia;
- 50% of suppliers, dealers and customers with access to digital tools to manage their interactions with the Group.

GOVERNANCE DISCLOSURES

BUSINESS CONDUCT

Material impacts, risks and opportunities related to business conduct

[ESRS 2 IRO 1]

Leasys strives actively to disseminate a culture of ethics and propriety in the conduct of business activities. The activities of the Group are conducted strictly in accordance with the principles established in the Code of Conduct, which applies to all members of the Board of Directors, to the managers of Leasys and its subsidiaries, and to the full- and part-time employees of the Leasys Group and its subsidiaries. The Code must also be signed and respected by all contractual counterparties and by all parties that act on behalf of the Leasys Group, wherever they are in the world.

Through the double materiality analysis (see the "Double Materiality Analysis" chapter). The Group has identified three material sub-topics within Topic "G1 Business conduct":

(i) Corporate Culture.

(ii) Management of relationships with suppliers including payment practices.

(iii) Corruption and bribery.

The related impacts, risks and opportunities identified by the double materiality analysis are discussed below.

LEGEND	⊕ Positive impact	⊖ Negative impact	⚠ Risk	✔ Opportunity

Sub-topic	Category	Macro-IRO	Detailed IRO n. (*)
Corporate Culture	⊕ ⊖	Promotion and management of ethics in business	68,69
	⚠	Reputational risk due to non-compliance with laws and internal regulations	70
	✔	Opportunities for sustainable partnerships	71
Management of relations with suppliers, including payment practices	⊕	Raising awareness among suppliers on ESG topics	72
	⚠	Operational risk related to supply chain disruptions	73,74
	✔	Improvement of competitiveness and attractiveness towards stakeholders through a sustainable supply chain	75,76,77,78
Corruption and bribery	⊕ ⊖	Prevention and management of corruption issues	79,80
	⚠	Reputational and operational risk due to non-compliance with anti-corruption regulations	81

(*) For the full list of material IROs, please refer to Appendix 2

Business conduct policies and corporate culture

[ESRS G1-1]

The Leasys Group strives to perform its activities in accordance with the highest standards of ethics and propriety recognised at national and international level. In pursuit of these goals, Leasys has adopted a Whistleblowing Policy pursuant to Decree 24/2023, a Policy on conflicts of interest, the Code of Conduct and an Organisation, Management and Control Model pursuant to Decree 231/2001.

Whistleblowing Policy

In compliance with regulatory requirements, Leasys - as the parent company - has established an internal system for reporting deeds, facts and omissions that may represent infringements of the laws and internal procedures governing the activities of the parent company and its subsidiaries while, at the same time, guaranteeing to keep confidential the personal data of the reporter and the alleged perpetrator of the infringement. The system of reporting is governed by the Group Whistle-blowing Policy, which is an integral part of the Leasys Organisational Model adopted by Group companies. The policy ensures proper management of the reports, respecting the confidentiality of the parties involved, and envisages an information flow to the Supervisory Body about reports relevant for the purposes of Decree 231.

Reports may be filed by Leasys Group employees, external and occasional collaborators, sub-contractors and the suppliers with which the Group maintains commercial relations.

The Whistle-blowing system makes it possible to report infringements of the Leasys Group Code of Conduct, and all other laws, rules and regulations (including those issued by the European Union) applicable to each Leasys entity (subsidiaries and branches). In compliance with Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019, the reporting procedure makes it possible to report infringements committed or not yet committed (but highly likely to be committed), if they concern deeds or omissions that the reporter has good reasons to consider possible infringements or attempts to conceal infringements of this type.

The reports received are retained by the Risk, Permanent Control & Compliance Manager and the Group Compliance Officer. The reports filed via dedicated channels are sent to the Compliance function, unless they refer to personnel within that function. In such cases, the reports are sent to the Internal Audit function.

The Risk, Permanent Control & Compliance Manager, authorised to received, analyse and evaluate the reports received, does not participate in the subsequent adoption of measures, which is carried out by the business functions concerned.

Any measures adopted by the Company are defined by the Human Resources function, assisted by Legal Affairs or, if necessary, by other functions. If a case might seriously compromise the reputation of the Company, the Chief Executive Officer of the Leasys Group is involved. If a report relates to personnel within the Human Resources function or to the Chief Executive Officer, the related measures are defined and adopted by the Board of Directors of Leasys.

The Company sends the reporter written information about the measures planned or adopted to validate the allegations and, where applicable, to remedy the reported situation, giving reasons.

This action is taken within a reasonable period, not exceeding three months from the date of notifying receipt of the report or, in the absence of such notification, three months and seven working days from the date of filing the report. Considering the nature of the facts or the complexity of the required investigation, management of the report might take longer than three months. In that case, the reporter must be informed about the extension.

During the reporting period, an alleged violation involving the alleged unprofessional conduct of a colleague was reported at Group level via the whistleblowing channel.

This report, which did not relate to possible forms of corruption or discrimination, was managed correctly and filed, since it was unfounded.

Management of conflicts of interest

In accordance with the Code of Conduct, the Group has adopted a system for identifying potential conflicts of interest involving employees, both at the time of employment (signature of a written statement) and during the working relationship (e-mail reports to the RPC & Compliance and HR functions). Reports about personal interests that might give rise to conflicts, even if only potential or apparent, with the work assigned to the employee are received by the RPC & Compliance and HR Functions, which analyse their severity and the consequent risks for the Company, determining how to mitigate them.

The Group Compliance function updated its “Conflicts of Interest” Procedure during 2024, which aims to define and prevent conflicts of interest that might occur in relations with third parties, focusing on the definition of conflict-of-interest situations and the management of reported cases. The new version of this Procedure will be published in 2025.

Code of Conduct

All companies within the scope of this Report have adopted the Group’s Code of Conduct, which defines the recognised “corporate standards” that the Company requires all employees to internalise and follow.

The Code establishes the rules of conduct that must be followed by employees, including executives, suppliers and all those who act on behalf of the Company, in order to promote an ethics-based culture and contribute to the creation of a collaborative and respectful working environment. The Code provides clear and precise guidance on how to behave in complex situations, encouraging the adoption of an ethical approach even in informal contexts, such as when using social media. The Code also stresses the importance of representing the Leasys Group in an appropriate manner outside of the working environment, requesting exemplary conduct in all situations that might be traced back to the Group.

Infringements or suspected infringements of the rules specified in the Code of Conduct must be reported promptly, by post or e-mail, to the Supervisory Body established pursuant to the Organisational Model 231/2001. These reports, together with detailed reports about unlawful conduct of the types specified in Decree 231/2001, are made in the context of the regulations that govern whistle-blowing pursuant to Law 179/2017 and Decree 24/2023, with particular reference to the protection of reporters from any forms of reprisal and/or discrimination.

The Leasys Code of Conduct has been developed with regard for the interests of all stakeholders, including workers in the value chain. The specified principles and standards of conduct were determined by combining the codes of ethics adopted by the two shareholders, as requested by them and with their active involvement.

Commercial partners and major suppliers are contractually bound to comply with the Group's Code of Conduct and the related regulations.

The Code of Conduct approved by the Board of Directors of Leasys was not updated in 2024 and can be consulted in the governance section of the corporate website[40].

Organisation, Management and Control model pursuant to Decree 231/2001

This Model helps to prevent the commitment of offences, including corruption (even between private individuals), that might give rise to administrative responsibilities for the Company. In particular, it identifies the activities at risk, the controls and the rules of conduct to be adopted, which are founded on the ethical principles embedded in the Code of Conduct and on trade association guidelines.

Supervision of the functioning of and compliance with the Model is assigned to a Supervisory Body with autonomous powers of initiative and control, whose members satisfy suitable professionalism and honourability requirements. This Body maintains and ensures flows of information to the Board of Directors, including:

- presentation of an Annual Report on the supervisory work performed and usage of the budget made available;
- information about any changes made to the Model that fall within the scope of its responsibilities.

The Company requires knowledge of and compliance with the Model by service providers, consultants, collaborators, partners and suppliers, which accept specific contractual clauses in this regard. In particular, these parties must be informed about the contents of the Model and the requirement, placed on them by Leasys, for their conduct to comply with the provisions of Decree 231/01.

Although not recipients of the Model, the foreign subsidiaries of Leasys are required to comply with the "*231 Guidelines*". These contain rules of conduct that they agree to adopt in the performance of their business activities, in order to mitigate the risk of conduct that, under Italian law, might represent the commitment of offences specified in Decree 231/01.

By contrast with the above subsidiaries, each foreign branch is an integral part of Leasys S.p.A., albeit with a limited degree of autonomy. The requirements specified in the 231 Model also apply to the foreign branches. In particular, in order to ensure their compliance with the requirements contained in the Model, Leasys maintains a constant link between its activities and those of the foreign branches.

Such links and coordination activities are maintained by constant flows of information to/from recipients at the Company and at the foreign branches, with particular reference to the activities identified in the Model as sensitive and operational processes.

Additionally, in order to ensure that foreign branches comply with the requirements of the Model, the Company guarantees that:

[40] https://corporate.leasys.com/corporate/governance

- training on the requirements of Decree 231/2001 is provided to the top managers of the foreign branches;
- the information flows to the Supervisory Body include those from the top managers of the foreign branches;
- the supervision carried out by the Supervisory Body includes, to the extent of its responsibilities, the sensitive and operational processes carried out by the foreign branches.

An extract from the Model, approved by the Board of Directors of Leasys, can be consulted in the Corporate Governance section of the corporate website[41].

When first appointed, all members of the Board of Directors and the Board of Statutory Auditors are given copies of the Organisation, Management and Control Model pursuant to Decree 231/01 and the Code of Conduct of the Leasys Group. Any updates to this corporate documentation are brought to the attention of the Board of Directors, which is responsible for approving them.

Training programmes

In order to disseminate a culture founded on propriety and ethics, Leasys develops training programmes for employees and partners. These programmes seek to build the confidence of stakeholders in the Group and its operating units, placing values, the quality of corporate governance and professional integrity at the centre of all business activities and services, in order to achieve the highest standards of quality.

Leasys and Group companies provide adequate training, in the form of e-learning, about the fight against corruption (Decree 231/2001 for Italian companies) to their employees and top management, with sessions on initial employment and/or periodically, when the regulations or the organisational structure are updated. The Compliance and HR function may also agree on further sessions to examine the topic in more detail. In particular, a total of **1,519 training hours** on the Organisational Model 231/2001 and Anti-corruption were delivered during 2024.

Objectives related to business conduct

[ESRS 2 MDR-T]

Leasys has established objectives in relation to two sub-topics identified in the double materiality analysis: Management of relations with suppliers, including payment practices and Corruption and bribery. No targets have been defined for the sub-topic Corporate Culture:

Topic	Sub-topic	KPI	Baseline Value (Year)	2024	TARGET 2026
Business conduct	**Management of relations with suppliers**	Suppliers rated on ESG topics	n.a.(*)	n.a.(*)	100%[42]
	Corruption and bribery	Employees trained on anti-corruption matters (%)	83% (2024)	83%	95%

(*) will be monitored starting from 2025.

[41] https://corporate.leasys.com/corporate/governance/mog-2023-03-30/MOG_LEASYS_2023-IT.pdf

[42] In the countries where the portal will be progressively implemented

Leasys strives to work with ethics and integrity and guarantees to respect all laws, regulations and best practices, in order to provide high quality customer service.

Integrity is a source of competitiveness, a foundation for sustainable growth and the way in which, every day, Leasys builds a solid reputation on which customers, employees and stakeholders can rely.

It is essential for all parties that collaborate with Leasys, especially suppliers, to respect the fundamental principles adopted by the Group. This is achieved by careful selection and by requiring suppliers to sign the Code of Conduct, which specifies the principles of daily ethical conduct and describes how Leasys interacts with external parties, conducts business, fights corruption and safeguards the reputation of the Group.

Management of relationships with suppliers

[ESRS G1-2]

Supplier selection process

In compliance with the Code of Conduct and the Organisation, Management and Control Model adopted pursuant to Decree 231/2001, the Leasys Group pursues the principles of clarity, equity and transparency deemed necessary to create and maintain lasting relations with its suppliers.

The purchase of goods and services is centralised within the Leasys Procurement Function, the purchase of vehicles is managed by the Fleet Procurement Function and the After-sales Network is managed by the Network Development Function.

A Group Policy on purchasing by the HQ Procurement Function will be issued during the first half of 2025, addressing the need to define consistent guidelines, roles and responsibilities throughout the Group.

Leasys selects suppliers via bidding competitions and negotiations, having regard for their knowledge and professional skills, organisational strength and sustainability, and price-quality performance. In particular, the Company strives to avoid conflicts of interest and to guarantee selection based on transparent and objective criteria.

In order to minimise the risk of purchasing from unreliable counterparties, or those that might create problems in future, the Procurement function:

- coordinates the addition of active or potential suppliers to the Group Suppliers Register, classified by type of supply;
- checks the completeness and accuracy of the information and documents published (Chamber of Commerce membership, financial statements etc.), analyses the available economic-financial data and, via external sources, checks for any adverse information about the counterparties;
- qualifies the companies checked, assigning a positive/negative status after completing a due diligence process;
- checks any spontaneous candidates for inclusion in the Supplier List;
- requests active suppliers to update periodically the data and documents held in the register;

- supervises the purchasing processes, including via the organisation of competitive bids, in order to assign the supply of goods, works and services, with the optimisation of costs, in compliance with the qualification requirements and the technical or service specifications;
- supervises the formalisation of contracts with the selected suppliers.

With regard to the registration of suppliers of cars with an official mandate from the "Manufacturer", the Fleet Procurement Function does not carry out any Due Diligence work, as they are dealers belonging to the Manufacturers' official sales networks and are subjected to regular checks performed directly by them.

Relations with suppliers are managed in accordance with the principles of propriety and integrity. In particular, they are requested to work in accordance with standards of conduct consistent with those indicated in the Group's Code of Ethics. All suppliers involved in bidding competitions are required to respect:

- the rules that protect the rights of the workers employed to provide the services and, in particular, the collective employment contracts for the categories concerned;
- the regulations governing pension, social security, accident prevention and insurance-related matters, as well as the occupational health and safety regulations;
- the principles specified in the Group's Code of Conduct when an order is placed or a contract is signed.

Suppliers are identified in compliance with a selection procedure that compares several candidates and makes an objective and transparent choice that also takes account of human rights and fundamental freedoms.

In order to guarantee respect for these principles, the Code of Conduct specifies certain obligations that include the reporting of conflicts of interest and assurance that all bidders receive the same information.

In particular, in accordance with the Code of Conduct adopted, the Group makes the following commitments:

- remuneration of suppliers in compliance with the applicable laws and regulations;
- equality of treatment;
- transparency of processes;
- promotion of sustainable relations;
- prevention of corruption;
- full analysis of the costs incurred over the useful lives of the goods and services concerned.

The purchasing of fungible goods and services is managed using a structured workflow comprising several phases governed by the "Leasys Procurement Procedure", which ensures operational efficiency and conformity.

The Suppliers Register, counterparty qualification, vendor rating[43] and competition processes are managed by Leasys using 4Buyer, a software suite that will be replaced in 2025 by **Leasys On-Board, the new web portal**. This new portal, currently implemented in Italy, will be rolled out to the other

[43] Preparation of questionnaires and assessment of supplier performance

markets served by the Group, starting with the most important in 2025 and covering the entire Group by the end of 2026.

Purchase Requisitions issued by the requesting function are managed and authorised by the Company using the PAT (Procurement Activity Tracking) workflow, while SAP MM is used for ICT Purchase Requisitions. These tools ensure **standardisation of the process**, reducing the risk of inefficient spending and unauthorised changes to budgets.

Suppliers are selected in accordance with criteria defined by the Company for the categories of product or service to be purchased. These criteria take account of performance indicators and assessments of the actual and potential risks. Using the portal managed by Leasys S.p.A., suppliers must formally accept the contractual clauses governing confidentiality, the protection of personal data and the requirements of the Code of Conduct.

Following authorisation of the Purchase Requisition, technical specifications[44] are defined by the requesting function and competitive bids/quotations are requested. The technical and economic offers, uploaded to the relevant portal by suppliers, are assessed using predetermined criteria and weightings agreed by the requesting function with Procurement, in accordance with the Leasys Procurement Procedure. Due diligence work is also carried out on the supplier, checking certain economic indicators and for presence of Property Register, AML and Anti-terrorism reports, as well as for compliance with the IT security requirements.

A specific partnership procedure covers the selection of suppliers requested to provide special and routine maintenance services. This category includes Leasys Stations, workshops, body shops and Leasys Hubs, which are centres that not only repair vehicles, but also deliver new vehicles and accept the return of used vehicles. The selection phase includes checks for compliance with the minimum requirements in terms of services offered, organisation of the workshop/centre and quality, environmental and safety certifications. In addition, the Network Development function carries out due diligence work on creditworthiness and compliance using data provided by CRIF. With regard to the Leasys Hubs, counterparties are also assessed by the Risk & Permanent Control, Compliance Function and by the Security Manager.

A pilot project to assess the awareness of leading suppliers about sustainability matters was completed during 2024. Based on this experiment, in 2025 Leasys will launch a project designed to understand the position of all suppliers on sustainability matters. Via specific questions, this investigation will examine the level of maturity of Leasys suppliers on the topics of sustainability and ESG matters. The survey will cover all suppliers already under contract and those that have tendered, by requesting them to respond to an ESG questionnaire posted on the On-Board portal.

The ESG questionnaire will be gradually included in the supplier qualification process.

Monitoring of suppliers

Given formalisation of the supply, the requesting function must check the conformity of the goods and services received with the specifications established in the order or contract, arranging for corrective actions or termination of the relationship if the contractual conditions are not satisfied. In addition, suppliers are assessed periodically using specific KPIs (delivery and expertise), thereby

[44]This document must contain: the object of the supply, estimated volumes for supplies of goods, how services will be provided (resources, infrastructure, investment etc.), qualitative and/or quantitative service levels (SLAs), criteria for identifying non-conformities, penalties, the system for monitoring service/penalty levels, duration of the supply

updating the top suppliers list and ensuring the stability, in terms of quality and conformity, of the products and services supplied to Leasys.

With regard to internal control, Procurement performs periodic checks and shares the results with the Business function and the Risk, Permanent Control & Compliance function. In the event of non-conformities, Procurement must define a remediation plan and report on the resolution of the related anomalies.

Network Development, together with Risk, Permanent Control & Compliance, monitors the partner customer care network, performing annual checks on the changes in the profitability, corporate and sustainability parameters made available by CRIF, a data provider. Massive audits are carried out every year, with support from an authorised external company, in order to check compliance with the organisational, structural and technical requirements specified for the partner network.

Network Development monitors the following KPIs to evaluate the performance of its suppliers:

- spares volume, which monitors the number of spare parts purchased for Leasys in the reference month by the partner/workshop/bodyshop, compared with the offers authorised;
- NPS score, which measures the level of customer satisfaction with the service offered by the after-sales network;
- acceptance of breakdown vehicles, being the number of breakdown vehicles accepted or refused in the month.

The Fleet Operations office monitors the performance of partners/workshops regularly, via document audits, on-site audits and mystery audits carried out by an authorised external company.

The Fleet Procurement office selects, qualifies and monitors its suppliers (Manufacturers and their Official Dealers) in accordance with the “Vehicle Purchase Procedure”. This governs supplier identification and qualification, with the definition of purchasing conditions and the monitoring of supplies. Fleet Procurement monitors and assesses supplier activity using a scoring system linked to KPIs (non-conformities, order acceptance and delays in the delivery of ordered vehicles). In particular, the function checks the KPIs and, if necessary, identifies appropriate actions (e.g. penalty charges, suspension of orders, revocation of contracts).

Prevention and detection of corruption and bribery

[ESRS G1-3]

Leasys strives constantly to combat any business conduct inconsistent with the ethical standards adopted by the Group and does not tolerate any form of bribery or corruption. In order to prevent and fight corruption and, in general, ensure ethical and responsible conduct by employees and collaborators, Leasys has adopted internal regulations, including the Code of Conduct and the Model ex D.Lgs. 231/2001, procedures and internal controls and delivering periodic training on this topic.

Group companies make yearly assessments of their non-conformity risks covering, in particular, the fight against bribery and corruption, and the regulations governing the administrative responsibility of entities for offences (Decree 231/2001).

This risk assessment considers: the likelihood of infringement, the mitigating controls already in place and the conformity of recent conduct. The assessments actually carried out have not identified any significant residual risks with regard to corruption and Decree 231/2001, considering the control measures adopted and the checks performed.

The Group Internal Audit function carries out audit work at the Parent Company and its subsidiaries, following an annual audit plan approved by the Board of Directors. This includes checks in relation to the risk of corruption, such as: proper application of the procedures for the management and monitoring of suppliers, respect for the powers of representation/operational mandates, compliance with the internal regulations on expense reimbursements and hospitality expenses.

Anti-corruption training

[ESRS G1-3]

Leasys believes that the provision of constant, specific training to all employees, collaborators and governance bodies is a key tool in efforts to prevent and tackle all forms of corruption. For this purpose, Leasys activated a training path on compliance during 2024, leveraging the modules available on the **EdCast** learning platform provided by Stellantis.

In coordination with the Compliance function, the HR function has launched and monitored quarterly training campaigns for all Group employees. Training on anti-corruption matters is mandatory for all employees on permanent contracts, adopting standard programmes for all business functions. A total of **810 specific training hours** were delivered on this topic during the reporting period and **83**% of required participants completed the annual programme. The training on anti-corruption matters delivered to the members of the Leasys Board of Directors, all appointed by Stellantis and Crédit Agricole Consumer Finance S.A., was provided directly by the Groups to which they belong.

Confirmed incidents of corruption or bribery

[ESRS G1-4]

The checks carried out by the Group's control functions during the reporting period did not identify any episodes of corruption, or elements that might suggest similar phenomena.

Supplier payment practices

[ESRS G1-6]

The Leasys Group collaborates with three principal categories of supplier:

- Suppliers of vehicles
- Suppliers of vehicle-related services
- Suppliers of other (non-core) goods and services

Payment terms differ depending on the category of supplier and the market concerned. The standard payment terms in the Italian market, which is the most significant in terms of number of invoices paid, differ as follows:

- invoices from the suppliers of vehicles are paid within 30 days of the end of the month in which they were issued;

- invoices for non-core goods and services are paid within 30 days of the end of the month in which they were issued;
- invoices for vehicle-related services are paid within 60 days of the end of the month in which they were issued.

Based on ad hoc commercial arrangements, certain suppliers have also agreed non-standard contractual payment terms.

At the reporting date, the IT systems implemented by the Group are not able to identify those suppliers that are Small and Medium-sized Enterprises (SMEs) pursuant to the EU rules adopted in Italy by the Ministerial Decree data 18 April 2015. For this reason, it is not possible to provide specific information about payments practices towards SMEs.

At present, there are no outstanding legal proceedings linked to payment delays.

The following tables present key data on the average time taken to pay supplier invoices, analysed by geographical area and compliance with the Group's standard payment terms, analysed by category of supplier.

Payment practices, by geographical area	**Unit**	**Average time taken to pay an invoice, from the start date (invoice date) used to calculate the deadline for payment**
Italy	No. of days	74
France*		21
Spain		30
Portugal		26
Austria		23
Belgium		61
Germany*		72
Poland		27
United Kingdom		21
Netherlands		35
Luxembourg		26

*The figures related to France and Germany markets has been estimated using the DPO (Days Payable Outstanding: Trade Payables/Purchases * 365) indicator. The denominator of the indicator includes investments in vehicles, service costs, and other operating costs pertaining to 2024."

Payment practices, by category of supplier[45]	% of invoices paid on the Group's standard terms (value)	% of invoices paid on the Group's standard terms (number)
Vehicles	75.3%	73.9%
Vehicle-related services	76.8%	81.8%
Other goods and services	66.1%	63.3%

Reporting policies

The average time taken to pay an invoice is the average number of days taken by Group companies to pay an invoice, calculated from the invoice issue date until the actual settlement date.

In terms of value, the percentage of invoices paid on the Group's standard terms is calculated as the euro amount of invoices whose payment cycle was shorter than or equal to the established payment terms divided by the total euro amount of invoices paid during the reporting period.

In terms of number, the percentage of invoices paid on the Group's standard terms is calculated as the number of invoices whose payment cycle was shorter than or equal to the established payment terms divided by the total number of invoices paid during the reporting period.

[45] Data relating to all markets, except Germany and France

APPENDIX 1

Disclosure requirements in ESRS covered by the sustainability statement

[ESRS 2 IRO-2]

The ESRS disclosure obligations of relevance to Leasys are listed below, indicating the page numbers of the document in which the related information is found. All the disclosure obligations are satisfied in the section entitled "Consolidated Sustainability Statement". No disclosure obligations have been satisfied by reference to other sections of the Report on Operations and the Financial Statements.

Disclosures required by other regulations or by reporting instructions

[ESRS 2 BP-2]

The non-ESRS information provided in the sustainability statement pursuant to the GRI Sustainability Reporting Standards (GRI Standards), published in 2016 and updated to 2021 by the Global Reporting Initiative (GRI), is listed below.

GRI	Ref.	Disclosure	Sustainability Statement section	Page Ref.
401-1 New employee hires and employee turnover	**401-1, a)**	Total number and rate of new employee hires during the reporting period, by age group, gender and region.	Characteristics of employees and non-employees	93-94

APPENDIX 2

Material IROs List

LEGEND	⊕ A/P	Positive impact Actual/Potential	⊖ A/P	Negative Impact Actual/Potential	⚠	Risk	✔	Opportunity

Topic ESRS	Category	IRO	Value Chain	Time Horizon	N° IRO
E1 – Climate Change mitigation	⊕ A	Reduce the environmental impact of the vehicle fleet through the transition to low-emission vehicles	Own Operation	Long	1
	⊕ A	Sharing ESG knowledge with stakeholders	Own Operation	Long	2
	⊖ P	Contributing to climate change due to increased CO_2 emissions from own operations	Own Operation	Long	3
	⚠	Risk of not achieving internal targets in terms of low-emission vehicles	Own Operation	Long	4
	⚠	Risk of losing market share or revenue due to offering vehicles that do not meet consumer needs in terms of low-emission vehicles	Own Operation	Medium	5
	⚠	Risk of losing market share or revenue due to inadequate services (e.g., insufficient charging station coverage)	Own Operation	Medium	6
	⚠	Risk of transition due to failure to adapt to environmental regulations	Own Operation	Medium	7
	✔	Improving corporate reputation as a sustainable enterprise by attracting investors	Own Operation	Long	8
	✔	Increasing market share through the development of sustainable products and services demanded by customers	Own Operation	Medium	9
	✔	Securing public/private funding through the promotion of sustainable products and services	Own Operation	Invariable	10
E1 – Climate Change adaptation	⚠	Physical risk to company assets	Own Operation	Invariable	11
	✔	Improved corporate reputation through physical risk management	Own Operation	Invariable	12
E1 - Energy	⚠	Reputational risk due to the absence of internal policies to reduce direct and indirect energy consumption (Scope 1 and 2)	Own Operation	Medium	13
	✔	Improved corporate reputation through energy efficiency goals	Own Operation	Medium	14
E2 – Air Pollution	⊕ A	Reduce air pollution through the reduction of circulating ICE vehicles	Own Operation	Long	15

Topic ESRS	Category	IRO	Value Chain	Time Horizon	N° IRO
	− A	Contribute to air pollution due to own operations	Own Operation	Long	16
	⚠	Risk of transition due to stricter limitations on access to urban centres	Own Operation	Long	17
	✓	Competitive advantage for offering services unaffected by limitations on access to urban centres	Own Operation	Long	18
E5 - Resource inflows, including resource utilization	+ A	Reduce the consumption of raw materials and resources through the use of technology, decrease e-waste; use eco-friendly and recyclable products	Own Operation	Long	19
	+ A	Increase vehicle maintenance standards through a reuse culture in the supply chain that extends the useful life of vehicles at the end of the rental contract	Downstream Value chain	Long	20
	− A	Consumption of resources and waste production	Downstream Value chain	Long	21
	⚠	Operational risk due to suboptimal management of vehicle maintenance	Own Operation	Invariable	22
	✓	Improve the residual value stability of vehicles through adequate maintenance	Own Operation	Invariable	23
	✓	Increase customer loyalty through adequate maintenance and an excellent rental experience	Own Operation	Invariable	24
S1 - Working conditions	+ A	Support employees and their families through benefits and corporate welfare systems	Own Operation	Long	25
	+ A	Increase workers' physical and mental well-being through improved work-life balance and welfare programs	Own Operation	Invariable	26
	+ A	Develop a safety culture aimed at preventing workplace injuries	Own Operation	Invariable	27
	− P	Adoption of welfare policies that do not meet employee expectations, leading to a deterioration in quality of life	Own Operation	Invariable	28
	− P	Workplace injuries and occupational diseases due to ineffective application of preventive procedures and actions	Own Operation	Invariable	29
	− P	Conflicts with trade unions and failure to respect the right to freedom of association	Own Operation	Invariable	30
	⚠	Risk of succession problems and testing new activities; inefficiency due to employee demotivation	Own Operation	Invariable	31
	⚠	Risk of operational losses due to employee complaints regarding compensation, benefits, or employment relationships	Own Operation	Invariable	32

Topic ESRS	Category	IRO	Value Chain	Time Horizon	N° IRO
	✓	Improvement of corporate performance through employee motivation	Own Operation	Invariable	33
	✓	Improvement in employee attraction and retention through efficient management and support systems	Own Operation	Long	34
S1 - Equal treatment and opportunities for all	+ A	Increase workers' skills through training plans and career development	Own Operation	Invariable	35
	+ P	Encouraging an environment open to diversity, inclusion, and equal opportunities	Own Operation	Long	36
	− P	Failure to satisfy employees and limit their potential by not offering growth, economic opportunities, and inclusion	Own Operation	Invariable	37
	⚠	Risk of compromising the achievement of strategic objectives and affecting relationships with stakeholders due to a lack of adequately trained personnel and the inability to attract new talent	Own Operation	Invariable	38
	⚠	Reputational risk due to the absence of internal policies on diversity and equal opportunities	Own Operation	Invariable	39
	✓	Increase efficiency and business performance through employee inclusion	Own Operation	Invariable	40
	✓	Become an exemplary employer by promoting diversity, inclusion, and practical work-life balance solutions	Own Operation	Long	41
S2 - Working conditions	+ A	Protect working conditions and human rights along the value chain	Upstream/Downstream Value chain	Invariable	42
	✓	Attract staff through sensitivity to ESG issues	Upstream/Downstream Value chain	Invariable	43
S4 - Social inclusion of consumers	+ A	Establish solid relationships with customers, dealers, and brokers to improve satisfaction levels	Downstream Value Chain	Invariable	44
	+ A	Improve relationships with vendors and customers through a transparent approach and offering high-quality, accessible products and services	Downstream Value Chain	Invariable	45
	+ A	Raise awareness among dealers about promoting sustainable mobility	Downstream Value Chain	Short	46
	+ A	Improve the customer experience and satisfaction through services with high standards of innovation and digitalization	Own Operation	Long	47
	− P	Limiting economic accessibility to the rental service	Own Operation	Invariable	48
	− P	Introducing technological barriers to entry due to increasing digitalization	Own Operation	Long	49

Topic ESRS	Category	IRO	Value Chain	Time Horizon	N° IRO
	⚠	Risk of decreasing sales volumes of individual products, resulting in a loss of market share, due to failure to meet customer expectations	Own Operation	Invariable	50
	⚠	Risk of reduced sales volumes due to ineffective involvement of the sales network	Own Operation	Invariable	51
	⚠	Risk of market share loss due to negative feedback from dealers	Own Operation	Short	52
	⚠	Risk of investing significantly in the development of innovative services that do not meet customer expectations	Own Operation	Long	53
	⚠	Strategic risk due to the inability to manage innovation and the digital transformation of processes	Own Operation	Long	54
	✔	Expanding market share and improving customer loyalty through the implementation of digital and innovative solutions, products, and services	Own Operation	Long	55
	✔	New business opportunities and increased market share due to increased customer interest in the Group's products; commercial and brand improvement through transparent relationships and listening to customers	Own Operation	Invariable	56
	✔	Create new business opportunities by increasing trust from the sales network and focusing on feedback from customers	Own Operation	Invariable	57
	✔	Increase market share in electric vehicles through the involvement of the sales network in promoting the solutions offered by the company	Own Operation	Invariable	58
	✔	Positioning and recognition by stakeholders, particularly customers, as an innovative and digital company	Own Operation	Long	59
S4 - Information-related impacts for consumers and/or end-users	⊕ A	Protect sensitive customer and partner data through strengthening cybersecurity activities and IT infrastructure	Own Operation	Long	60
	⊖ P	Violations of customers' privacy rights and loss of sensitive data	Own Operation	Invariable	61
	⚠	Risk of operational losses due to breaches of personal data protection regulations	Own Operation	Invariable	62
	⚠	Risk of loss or theft of customer data	Own Operation	Invariable	63
	⚠	Risk of intensified cyberattacks due to the practice of smart-working	Own Operation	Long	64
	✔	Increased trust from stakeholders due to a robust infrastructure in terms of cybersecurity	Own Operation	Long	65
	✔	Improved relationships with customers through increased reliability of the Group, leading to customer loyalty	Own Operation	Invariable	66

Topic ESRS	Category	IRO	Value Chain	Time Horizon	N° IRO
S4 - Personal safety of consumers and/or end-users	+ A	Promote road safety	Upstream Value Chain	Medium	67
G1 – Corporate Culture	+ A	Spread the culture of ethics and fairness through training programs for employees and partners	Own Operation	Invariable	68
	− P	Corporate conduct that could impact stakeholders	Own Operation	Invariable	69
	⚠	Reputational risk due to non-compliance with internal regulations	Own Operation	Invariable	70
	✓	Opportunities for sustainable partnerships	Own Operation	Invariable	71
G1 – Management of relations with suppliers, including payment practices	+ P	Raising awareness among suppliers about ESG issues	Upstream/Downstream Value Chain	Medium	72
	⚠	Risk of violation by commercial partners and suppliers of ethical principles, safety regulations, environmental norms, or human rights protection	Upstream/Downstream Value Chain	Invariable	73
	⚠	Risk of disruptions in the supply chain due to regulatory violations and/or external shocks faced by suppliers with poor ESG performance	Upstream/Downstream Value Chain	Invariable	74
	✓	Improve the quality of products and services through a more sustainable supply chain	Own Operation	Invariable	75
	✓	Improve innovation potential through a more sustainable supply chain	Own Operation	Invariable	76
	✓	Gain better access to capital through positive ESG assessments from investors showing increased interest in supply chain sustainability	Own Operation	Invariable	77
	✓	Strengthen trust from stakeholders concerned about the sustainability of the supply chain	Own Operation	Invariable	78
G1 – Corruption and bribery	+ A	Prevent money laundering activities, corruption, and discourage anti-competitive behaviour	Own Operation	Invariable	79
	− P	Potential cases of non-compliance with anti-corruption regulations within the organization and along the value chain	Own Operation	Invariable	80
	⚠	Reputational and operational risk due to non-compliance with anti-corruption regulations	Own Operation	Invariable	81

FINANCIAL RISK MANAGEMENT

The Group's strategic objectives focus on strengthening capital in both quantity and quality while achieving sustainable profitability levels consistent with the risks undertaken. Capital structures, at both the individual and group level, are monitored in close alignment with the evaluation of business opportunities, with the aim of ensuring sustainable growth and long-term development.

Interest-rate risk management policies to protect the financial margin from the impact of interest rate changes, include matching the maturity profile of liabilities with the maturity profile of the asset portfolio (determined based on the interest-rate recalculation date).

It should be noted that the Group's risk management policies only allow the use of interest rate derivative transactions for hedging purposes.

Interest rate profiles are matched to maturity through the use of more liquid derivative instruments, such as Interest Rate Swaps and Forward Rate Agreements (note that the Group's risk management policies do not allow the use of instruments other than plain vanilla, such as exotic derivatives for example).

The strategy pursued during the year led to a constant and substantial hedging of this risk, minimising the impact of the volatility of market interest rates.

In terms of exchange-rate risk, taking currency positions is not company policy. Assets in currencies other than the Euro are therefore usually financed in the corresponding currency.

Where this is not possible, the risk would be reduced by arranging Foreign Exchange Swaps (note that the Group's risk management policies only allow exchange transactions to be used for hedging purposes).

MANAGEMENT OF RESIDUAL-VALUE RISK

Residual value is one of the most important components when determining the rental fee, being the expected value of the vehicle in the used market at the end of the rental contract.

The residual-value risk in relation to leased vehicles is generally borne by the lessor, unless specifically agreed otherwise with third parties, and reflects the difference between the vehicle's market value at the end of the rental period and the carrying amount of the asset concerned.

In 2023, Leasys decided to revise the set of internal regulations that govern the decision-making process for determining residual values. The shareholders, among others, were directly involved in this policy revision.

The purpose of the document is to define guidelines for the definition and proper management of residual values, harmonising this process and the related governance within the Leasys Group, detailing the roles and responsibilities of the various entities in the valuation decision, and establishing so-called *"Golden Rules"*: the powers delegated with reference to the level of risk accepted and any *escalation processes* needed in specific cases, as well as the checks that each Group entity must carry out to ensure that the policy is implemented correctly.

Residual-value risk is analysed quarterly by combining data and time series based on the experience of Leasys with external elements obtained from independent RV influencers. A specific provision takes due account of any impairment identified. There are no particular issues concerning the residual-value risk associated with the vehicle fleet.

CREDIT RISK MANAGEMENT

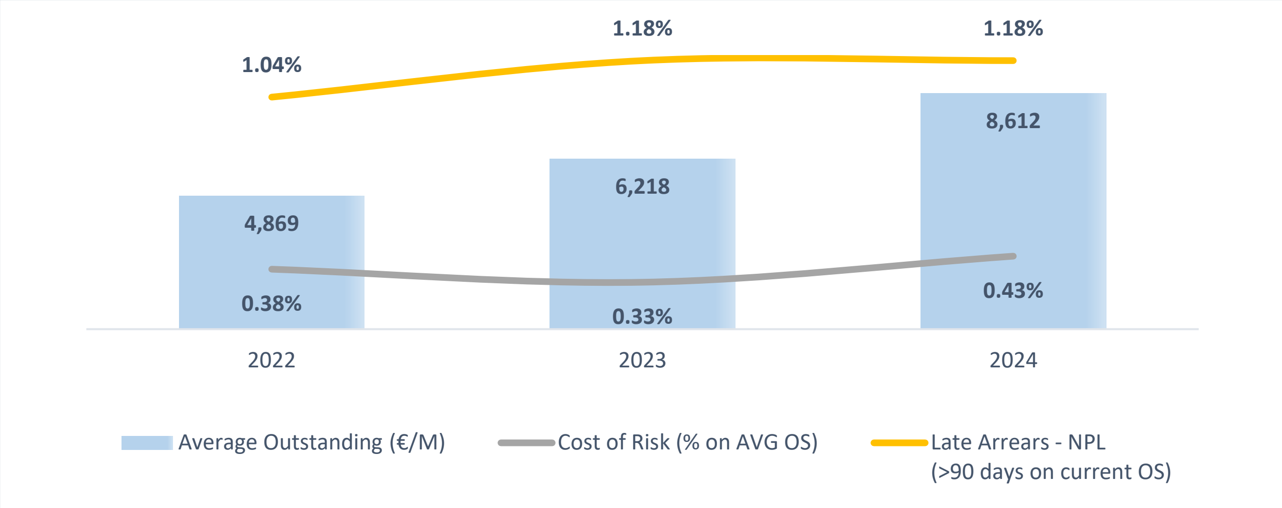
Leasys' cost-of-risk performance reflects factors typical among the largest banks, such as:

- conservative credit-risk acceptance policies, supported by ratings, scoring and decision-making engines;
- monitoring of credit performance with prompt detection of deteriorating trends through early warning indicators;
- effective credit collection actions.

This makes it possible to maintain very low levels of impaired receivables and customers/contracts exposed to increased risk. The cost of risk continued to perform well in 2024 (at 0.43%), in line with budget forecasts and the historical trend experienced by the company.

The comparison with the 2023 result is not representative of the portfolio risk, as the previous year was characterized by extraordinary effects resulting from the integration of the former Free2Move Lease activities

The Company has taken significant steps to contain risk: revision of acceptance models and strategies, overhaul of collection processes and the start of bad debt disposals.



The Company maintains strict control over credit risk, leveraging practices, processes and tools inherited from the banking sector experience of the Crédit Agricole Group, a shareholder in the joint venture.

Leasys is also strengthening the internal structures responsible for credit control processes, implementing effective monitoring and other actions.

Planned technological projects seek to consolidate the control over risk even further, highlighting a commitment to innovation and financial security.

As a result of the numerous actions taken and despite strong growth in the portfolio, the receivables of the Leasys Group that are more than 90 days past due are very low (1.18%, in line with the prior year).

INTERNAL CONTROL SYSTEM

To ensure sound and prudent management that tempers business profitability with the informed acceptance of risk and operational conduct founded on ethical criteria, the Group has adopted an Internal Control System (ICS) for activities and risks that governs (in terms of compliance with the regulations) the security and efficiency of operations.

The internal control system consists of a set of rules, functions, structures, resources, processes and procedures that seek to achieve the following purposes:

- financial performance, via efficient and appropriate use of the Group's assets and resources, as well as protection against the risk of losses;

- precise and consistent understanding of the data needed by the decision-making and risk-management processes;
- compliance with laws, regulations, professional and ethical standards, and internal standards;
- prevention and identification of fraud and errors;
- complete and accurate accounting entries and timely production of reliable accounting and financial information.

The system comprises two distinct levels of control and, within the Group, three lines of defence.

The first two lines represent forms of permanent control:

1. The first line of defence comprises the operating lines of business.

   Their business managers ensure that the risks generated by their activities are addressed by an efficient first line of defence. They implement first-level controls designed to ensure the proper conduct of daily operations and individual transactions, either performed by the relevant operating structures or embedded in the related IT procedures.

2. The second line of defence comprises the risk management and compliance lines, both entrusted to structures without operational responsibilities.

   The Risk & Permanent Control manager and the Compliance manager ensure that this second line of defence implements effectively the second-level controls, which are designed to measure risk and check the consistency of operations with the established risk objectives.

The third line comprises the performance of periodic checks:

3. The third line of defence comprises the audit line, for which the Internal Audit function is responsible. This function implements third-level controls to identify anomalous trends, as well as violations of procedures and regulations, and to assess the overall functioning of the internal control system.

The control functions maintain constant contact with the corresponding functions within Leasys S.a.s.

The Compliance and Risk & Permanent Control functions report to the Chief Executive Officer.

The Internal Audit function reports directly to the Board of Directors.

This section describes the "principal characteristics of the internal control and risk management systems applied to the financial reporting process", as required by art. 123-bis, para. 2.b), TUF.

The directors of Leasys Italia S.p.A. are responsible for applying an internal control system that is consistent with the criteria established in the "Internal Control – Integrated Framework" issued by COSO ("Committee of Sponsoring Organizations of the Treadway Commission"). The Internal Control System for corporate reporting is a process involving various business functions that ensures the reliability of financial information, the credibility of accounting documents and compliance with the regulations. The financial reporting system is supervised by the Group Chief Financial Officer and assures:

- the adequacy of the processes and procedures used to prepare the various corporate accounting documents and all other communications of a financial nature;
- control over the related IT architecture and applications, with specific reference to the management of processing and the development of systems to summarise the data used for financial reporting purposes;
- the completeness and consistency of the information disclosed to the market.

INTERNAL AUDIT

The Internal Audit function is responsible for level 3 controls, by verifying the adequacy of the ICS based on an annual plan submitted for the approval of the Board of Directors, and by providing the Board of Directors and Management with a professional and impartial assessment of the effectiveness of the internal controls.

The Head of the Internal Audit Function is responsible for preparing the audit plan, based on a periodic risk assessment process, and for coordinating the related audit work. He/she periodically reports on the results and progress of the audit plan to the Board of Directors, the Internal Control Committee and the Board of Statutory Auditors.

The internal audit process involves an annual mapping of risks, at individual company level, using a method common to each.

This risk mapping is carried out centrally for companies that do not have a local internal audit function. The results of the internal audit work carried out at each company are monitored using a reporting system that covers:

- the progress of the audit plan, with explanations for any changes;
- the implementation status of recommendations made.

The Board of Directors is informed periodically about the results of the audits, the action plans adopted, the progress of the plan, and the extent of implementation by each company of the recommendations made.

RISK AND PERMANENT CONTROL (R&PC)

The mission of this function is to manage the control and risk prevention system.

The Risk & Permanent Control structure consists of people, not involved in business activities, who focus on permanent controls.

R&PC is responsible for mapping and measuring the business risks, for supervising the risk management processes and for managing directly the permanent second-line/second-level controls.

R&PC ensures that the level of risk accepted is compatible with the guidelines of the Group and the guidelines, policies and limits established by the administrative body, ensuring their proper implementation.

R&PC is responsible for identifying and mapping risks against the various lines of business, collecting and analysing the relevant risk indicators, monitoring respect for the limits set and guaranteeing the effective communication of alerts.

The Risk & Permanent Control function liaises with contact persons at Leasys S.a.s. and with the contact persons of that company at the legal entities and foreign branches.

The results of the second-level controls carried out by Risk & Permanent Control are presented to the Board of Directors on a quarterly basis and analysed by the Internal Control Committee.

COMPLIANCE

The Compliance function is responsible for the compliance structure of the Company in the areas of customer protection, anti-corruption, internal fraud, money laundering and the fight against terrorism.

It reports directly to the Chief Executive Officer of the Company.

To prevent the infringement of laws, regulations or self-regulation standards, this function adopts a risk-based approach to the management of non-compliance risks, checking that internal procedures are capable of preventing them. Specifically, the Compliance function:

- identifies, in cooperation with the other functions involved, including the Legal Affairs function in particular, all the rules and regulations applicable to the Company, and assesses their impact on activities, processes and procedures;
- collaborates with Human Resources to define the training needs of employees on compliance-related matters;
- assesses ex ante the consistency of applicable regulations with all innovation-driven projects (including their impact on new products or services);
- prepares flows of information to the corporate bodies and other corporate control functions;
- verifies the effectiveness of the procedural and organisational changes suggested to prevent the risk of non-compliance;
- coordinates the activities of the Supervisory Board, ensuring the update of the Organisation, management and control model pursuant to Decree 231/01;

The results of the second-level controls carried out by the Compliance function are presented to the Board of Directors on a quarterly basis and analysed by the Internal Control Committee.

DPO - Data Protection Officer

The mission of the DPO is to guarantee and, if necessary, improve compliance with the requirements of the personal data protection regulations.

The Compliance function is responsible for the organisation of privacy-related matters within the Company.

The Data Protection Officer (DPO):

- informs and supports the controller and/or the processor, as well as employees who carry out processing activities, with regard to their obligations under the personal data protection regulations;
- supervises compliance with the applicable regulations, including the allocation of responsibilities, awareness building and the training of employees involved in processing and the related control activities;
- provides, on request, opinions on data protection impact assessments and monitors their performance;
- acts as contact person for the data protection authority, cooperating with the latter on matters related to the processing of personal data.

BODIES INVOLVED IN SUPERVISING THE INTERNAL CONTROL SYSTEM

To supplement and complete the Internal control System, the Company has established the following bodies (in addition to the Control Functions).

INTERNAL CONTROL COMMITTEE

The mission of the Internal Control Committee (ICC) is to monitor the results of the audit activities carried out by the control functions, in order to:

- examine their findings;
- provide information about the progress of the action plans;
- present the Audit Plan and its progress;
- analyse any issues arising from the assessment of the internal control system.

The Committee also performs the functions of the Anti-Fraud Committee, with the aim of monitoring fraud events, the effectiveness of fraud prevention mechanisms, and the adequacy of the control systems for the detection of fraud.

The ICC meets quarterly. The Chief Executive Officer completes the internal control system, as the senior person with overall responsibility for implementing the necessary operational measures and improvements (in the event of weaknesses or anomalies) in order to obtain a complete and integrated understanding of the results of the controls carried out.

SUPERVISORY BODY

With regard to the function of preventing administrative liability pursuant to Decree 231/01, a Supervisory Body has been appointed by Leasys S.p.A., with the task of overseeing proper application of the Organisation, management and control model (231 Model) and the Code of Conduct.

The Supervisory Body:

- meets on at least a quarterly basis and reports periodically to the Chief Executive Officer and General Manager, the Board of Directors and the Board of Statutory Auditors;
- carries out periodic checks on the effective ability of the 231 Model to prevent the commitment of offences, normally with the help of the Risk, Permanent Control & Compliance function and the Internal Audit function, as well as from other internal functions whenever necessary.

Recognising the need for independence, the Supervisory Body of Leasys comprises three members, one of whom is an external professional, expert in the administrative responsibility of entities for offences and in criminal law.

The two internal members are the manager of the Compliance function and the manager of the Legal Affairs function of the Company.

The Supervisory Body remains in office for the period approved by the Board of Directors and may be re-appointed.

RECONCILIATION OF THE INCOME STATEMENT WITH THE RESULTS OF OPERATIONS

(€/mln)	2024	2023		
Income from leases	1,624	1,225	1	NBI
Write-downs from leases	(1,110)	(907)		NBI
Costs from leases - loans	(292)	(147)		NBI
Margin on leases	**222**	**171**	1	
Revenues from services	633	536	2	NBI
Costs for services	(594)	(503)	2	NBI
Margin on services	**39**	**33**	2	
Income from car sales	198	151		NBI
Costs of cars sold	(134)	(48)		NBI
Margin on cars sold	**65**	**103**		
Gross operating margin	**325**	**307**	1,2	
Payroll costs	(114)	(89)		NOE
Other operating expenses	(53)	(25)		NOE
Depreciation and amortisation	(13)	(11)		NOE
Total operating expenses	**(180)**	**(125)**		
Losses on receivables	(37)	(21)		COR
Non-recurring income (expenses)	0	(30)		OTH
Operating profit	**108**	**131**		
Profit before tax	**108**	**131**	1	
Income tax	(45)	(41)	1,2	TAX
Profit for the year	**64**	**90**	1,2	

1. The 2023 figures have been restated following the completion of the "Purchase Price Allocation" process relating to the acquisitions of Leasys Luxemburg SA and Leasys Mobility Portugal SA. For details and impacts, please refer to the Notes to the Financial Statements, Part C – Information on the balance sheet, Goodwill.

2. The 2023 figures have also been restated following the correction of significant accounting errors. For details and impacts, please refer to the Notes to the Financial Statements, Part A – Accounting Policies, ACCOUNTING ADJUSTMENTS AND CHANGES TO COMPARATIVE DATA.

Results of operations (€/M)	2024	2023		
Rental margin	325	307	1,2	NBI
Net operating expenses	(180)	(125)		NOE
Cost of risk	(37)	(21)		COR
Non-recurring income (expenses)	0	(30)		OTH
Earnings before tax	108	131	1,2	
Income tax for the year	(45)	(41)	1,2	TAX
Profit for the year	**64**	**90**		
Value of assets *	**2024**	**2023**		
Average	8,612	6,218	1,2	
End of year	10,435	7,620	1,2	
Ratio (of value of assets)	**2024**	**2023**		
Rental margin	3.8%	4.9%		
Net operating expenses	-2.1%	-2.0%		
Cost of risk	-0.4%	-0.3%		

* The value of assets is the sum of vehicles, inventories and receivables from customers

1. The 2023 figures have been restated following the completion of the “Purchase Price Allocation” process relating to the acquisitions of Leasys Luxemburg SA and Leasys Mobility Portugal SA. For details and impacts, please refer to the Notes to the Financial Statements, Part C – Information on the balance sheet, Goodwill.

2. The 2023 figures have also been restated following the correction of significant accounting errors. For details and impacts, please refer to the Notes to the Financial Statements, Part A – Accounting Policies, ACCOUNTING ADJUSTMENTS AND CHANGES TO COMPARATIVE DATA.

Pursuant to Article 2364, paragraph 2 of the Italian Civil Code, and in accordance with the statutory provisions, the Company made use of the extended 180-day term for the convening of the shareholders’ meeting to approve the financial statements, as it is required to prepare consolidated financial statements and therefore to await the complete receipt of the accounting data from its foreign subsidiaries. The convening of the shareholders’ meeting was subsequently postponed to 9 August 2025.

Turin, 25/07/2025

for the Board of Directors

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED BALANCE SHEET

ASSETS

Asset items (in thousands of EUR)		Total December 2024	Total Restated December 2023	
Vehicles	1	9,105,757	6,734,083	a
Other tangible assets	2	3,625	2,343	
Rights of use	3	18,109	20,848	
Goodwill	4	126,212	126,212	a
Other intangible assets	5	105,471	100,756	
Equity investments	6	0	0	
Derivative financial instruments	7	43,274	68,403	
Deferred tax assets	8	124,951	61,006	a,c
TOTAL NON-CURRENT ASSETS		**9,527,399**	**7,113,652**	
Inventories	9	301,670	172,578	a
Receivables from customers	10	1,027,489	713,775	
Other current receivables and assets	11	1,132,581	1,018,697	b
Cash and cash equivalents	12	316,642	226,536	
Derivative financial instruments	7	2,227	14,835	
Tax receivables	13	38,904	53,009	a
TOTAL CURRENT ASSETS		**2,819,513**	**2,199,430**	
TOTAL ASSETS		**12,346,912**	**9,313,082**	

a. The 2023 figures have been restated following the completion of the Purchase Price Allocation process related to the acquisitions of Leasys Luxemburg SA and Leasys Mobility Portugal SA. For further details and impacts, please refer to the Notes to the Financial Statements, Part C – Information on the Balance Sheet, Goodwill.

b. The 2023 figures have also been restated due to the correction of material accounting errors. For further details and impacts, please refer to the Notes to the Financial Statements, Part A – Accounting Policies, Restatement due to error correction.

c. For improved presentation, deferred tax assets and liabilities have been offset.

LIABILITIES AND SHAREHOLDERS' EQUITY

Liability and shareholders' equity items (in thousands of EUR)		Total December 2024	Total Restated December 2023	
Share capital		77,979	77,979	
Profit (loss) brought forward		619,774	438,353	a,b
Other reserves - Other		(10,519)	24,440	
Profit for the year		63,798	90,123	a,b
TOTAL SHAREHOLDERS' EQUITY		**751,032**	**630,897**	
Financial payables (non-current)	14.1	2,786,269	1,625,212	
Bonds issued	14.3	4,688,532	2,447,892	
Leasing liabilities (non-current)	14.2	17,764	18,202	
Derivative financial instruments	7	44,014	36,119	
Employee benefits	15	4,386	4,035	
Provisions for risks and charges	16	23,165	20,310	
Deferred tax liabilities	8	80,230	51,495	c
TOTAL NON-CURRENT LIABILITIES		**7,644,359**	**4,203,266**	
Financial payables (current)	14.1	2,248,310	2,004,868	
Bonds issued	14.3	516,094	1,266,545	
Leasing liabilities (current)	14.2	960	3,208	
Trade payables	17	986,593	959,302	
Derivative financial instruments	7	2,310	979	
Other current liabilities	18	188,997	202,257	b
Tax payables	19	8,257	41,759	a,b
TOTAL CURRENT LIABILITIES		**3,951,521**	**4,478,919**	
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		**12,346,912**	**9,313,082**	

a. The 2023 figures have been restated following the completion of the Purchase Price Allocation process related to the acquisitions of Leasys Luxemburg SA and Leasys Mobility Portugal SA. For further details and impacts, please refer to the Notes to the Financial Statements, Part C – Information on the Balance Sheet, Goodwill.

b. The 2023 figures have also been restated due to the correction of material accounting errors. For further details and impacts, please refer to the Notes to the Financial Statements, Part A – Accounting Policies, Restatement due to error correction.

c. For improved presentation, deferred tax assets and liabilities have been offset.

CONSOLIDATED INCOME STATEMENT

Items (in thousands of EUR)		Total December 2024	Total Restated December 2023	
Income from leases		1,624,468	1,224,619	a,d
Write-downs from leases		(1,110,308)	(906,963)	b,d
Costs from leases - loans		(292,454)	(146,615)	
Margin on leases	1	**221,707**	**171,041**	
Revenues from services		633,168	535,992	b
Costs for services		(593,961)	(503,037)	b
Margin on services	2	**39,207**	**32,955**	
Income from car sales		198,450	151,452	
Costs of car solds		(133,936)	(48,122)	
Margin on cars sold	3	**64,514**	**103,330**	
Gross operating margin		**325,428**	**307,326**	
Payroll costs	4	(114,073)	(89,201)	
Other operating expenses	5	(53,462)	(25,288)	
Depreciation and amortisation	6	(12,598)	(10,911)	
Total operating expenses		**(180,134)**	**(125,399)**	
Losses on receivables	7	(36,919)	(20,525)	
Non-recurring income (expenses)		0	(30,082)	
Profit before tax		**108,375**	**131,320**	
Income tax	8	(44,577)	(41,196)	a,b,c
Profit for the year		**63,798**	**90,123**	

a. The 2023 figures have been restated following the completion of the Purchase Price Allocation process related to the acquisitions of Leasys Luxemburg SA and Leasys Mobility Portugal SA. For further details and impacts, please refer to the Notes to the Financial Statements, Part C – Information on the Balance Sheet, Goodwill.

b. The 2023 figures have also been restated due to the correction of material accounting errors. For further details and impacts, please refer to the Notes to the Financial Statements, Part A – Accounting Policies, Restatement due to error correction.

c. For improved presentation, deferred tax assets and liabilities have been offset.

d. For improved presentation, incentives paid to the networks have been reclassified from "revenues from lease contracts" to "depreciation and other costs from lease contracts."

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Items (in thousands of EUR)	31/12/2024	31/12/2023
Profit (loss) for the year	**63,798**	**90,123**
Other income components net of tax without reclassification to the income statement	**(311)**	**(170)**
Defined benefit plans	(311)	(170)
Other income components net of tax with reclassification to the income statement	**(34,649)**	**(84,506)**
Exchange rate differences	4,753	2,873
Cash flow hedging	(39,402)	(87,380)
Total other income components net of tax	**(34,649)**	**(84,676)**
Comprehensive income	**28,839**	**5,447**

The item has been adjusted following the correction of a significant accounting error. Please refer to the Notes to the Financial Statements, section 'ACCOUNTING ADJUSTMENTS AND CHANGES TO COMPARATIVE DATA', for details and the overall impact.

STATEMENT OF CHANGES IN CONSOLIDATED SHAREHOLDERS' EQUITY AT 31/12/2024

Items in thousands of EUR

	Balance at 31/12/2023	Change in opening balances	Balance at 01/01/2024	Allocation of previous year's result		Changes in the year									Shareholders' equity 31/12/2024
						Change in reserves	Shareholders' equity transactions							Comprehensive income for 2024	
				Reserves	dividends and other uses		Issue of new shares	Acquisition of treasury shares	Interim dividends	Distribution of extraordinary dividends	Change in equity instruments	Derivatives on treasury shares	Stock options		
Capital:															
a) Ordinary shares	77,979		77,979												77,979
b) other shares	0		0												0
Share premiums	0		0												0
Reserves:	0		0												0
a) of earnings	456,232	-17,879	438,353	90,123		-703									527,774
b) other	0		0			92,000									92,000
Measurement reserves	24,440		24,440											-34,960	-10,519
Equity instruments	0		0												0
Interim dividends	0		0												0
Treasury shares	0		0												0
Profit (loss) for the year	116,953	-26,830	90,123	-90,123										63,798	63,798
Shareholders' Equity	**675,605**	**-44,709**	**630,896**											**28,839**	**751,032**

At the reporting date of these financial statements, the Share Capital of the Parent Company amounts to EUR 77,979,400, represented by 77,979,400 ordinary shares, fully subscribed and paid up, with a nominal value of EUR 1 each.
The item has been adjusted following the completion of the Purchase Price Allocation process and the correction of a material accounting error; for further details and overall impacts, please refer to the Notes to the Financial Statements, sections "Goodwill" and "Restatement due to error correction."

STATEMENT OF CHANGES IN CONSOLIDATED SHAREHOLDERS' EQUITY AT 31/12/2023

Items in thousands of EUR

	Balance at 31/12/2022	Change in opening balances	Balance at 01/01/2023	Allocation of previous year's result		Changes in the year									Shareholders' equity 31/12/2023
						Change in reserves	Shareholders' equity transactions							Comprehensive income for 2023	
				Reserves	dividends and other uses		Issue of new shares	Acquisition of treasury shares	Interim dividends	Distribution of extraordinary dividends	Change in equity instruments	Derivatives on treasury shares	Stock options		
Capital:															
a) Ordinary shares	77,979		77,979												77,979
b) other shares	0		0												0
Share premiums	0		0												0
Reserves:	0		0												0
a) of earnings	314,431	-17,879	296,552	146,801	-5,000										438,353
b) other	0		0												0
Measurement reserves	109,116		109,116											-84,676	24,440
Equity instruments	0		0												0
Interim dividends	0		0												0
Treasury shares	0		0												0
Profit (loss) for the year	146,801		146,801	-146,801										90,123	90,123
Shareholders' Equity	**648,328**	**-17,879**	**630,449**											**5,447**	**630,897**

The item has been adjusted following the completion of the Purchase Price Allocation process and the correction of a material accounting error; for further details and overall impacts, please refer to the Notes to the Financial Statements, sections "Goodwill" and "Restatement due to error correction."

CONSOLIDATED CASH FLOW STATEMENT (indirect method)

Items in thousands of EUR	Total December 2024	Total December 2023
Cash flow generated (absorbed) by operating activities (a)		
Profit (loss) for the year	63,798	90,123
Adjustments to reconcile net profit with cash flow from operating activities:	1,325,137	897,499
Depreciation of tangible and intangible assets and rights to use leased assets	1,122,905	843,277
Net impairment/(reversal) of trade and other receivables	36,919	20,525
Net change in deferred tax assets (liabilities)	28,735	-7,498
Amounts paid in by shareholders	92,000	0
Income tax	44,577	41,196
Change in operating capital:	-591,861	-119,516
Inventories	-129,091	-85,009
Receivables from customers	-350,633	71,287
Trade payables	27,291	77,849
Provisions for risks and charges	2,855	6,196
Other assets and liabilities	-142,283	-189,838
Cash flow generated (absorbed) by operating activities (a)	797,074	868,107
Cash flow from investing activities		
Investments:		
Intangible assets, tangible assets and rights to use leased assets	-3,497,838	-2,821,202
Equity investments	0	0
Financial receivables and other financial assets	-63,944	-37,147
Cash flow generated (absorbed) by investing activities (b)	-3,561,782	-2,858,349
Cash flow from financing activities		0
Change in current financial liabilities and other	194,432	-136,099
Change in non-current financial liabilities	2,651,157	2,054,184
Dividends paid		-5,000
Change in Hedging and non-hedging derivatives receivable/payable	9,225	6,587
Cash flow generated (absorbed) by financing activities (c)	2,854,814	1,919,672
Changes in Shareholders' Equity not generated by cash flows (d)	0	-17,879
Total comprehensive cash flow (e = a+b+c+d)	90,106	-88,449
Net cash and cash equivalents at the start of the year (f)	226,536	314,985
Net cash and cash equivalents at the end of the year (g = e+f)	316,642	226,536

CONSOLIDATED EXPLANATORY NOTES

PART A – ACCOUNTING POLICIES

A.1 – GENERAL PART

SECTION 1

Statement of compliance with international accounting standards

The consolidated financial statements as at 31 December 2024 have been prepared in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board and adopted by the European Union, as well as the related interpretations (Standing Interpretations Committee – IFRIC) endorsed by the European Commission pursuant to European Union Regulation No. 1606 of 19 July 2002 and implemented in Italy by Legislative Decree No. 38 of 28 February 2005.

SECTION 2

General drafting principles

The Consolidated Financial Statements consist of the Balance Sheet, the Income Statement, the Statement of Comprehensive Income, the Statement of Changes in Shareholders' Equity, the Cash Flow Statement and the Explanatory Notes that include the principal accounting policies adopted, and are accompanied by a directors' report on the performance of the Group.

The general criteria adopted when drawing up these Financial Statements was the historical cost method, except for the financial statement items which – in accordance with the IAS-IFRS – must be recognised at fair value as indicated in the measurement of the individual items.

All amounts are shown in thousands of EUR unless otherwise indicated.

The financial statements and the Notes to the Financial Statements present, in addition to the figures for the reporting period, the corresponding comparative data as of December 31, 2023, which have been restated. For further details, please refer to the section "ACCOUNTING ADJUSTMENTS AND CHANGES TO COMPARATIVE DATA".

The Leasys Group's Consolidated Financial Statements have been drawn up in accordance with the general principles established by IAS 1. Specifically:

Balance Sheet and Income Statement.

Out of the various options permitted by IAS 1, the Company has chosen to present the balance sheet items by distinguishing between current/non-current, and to present the income statement by classifying costs by nature.

In preparing the financial statements, certain specific items and subtotals have been included that are typical of rental companies in order to provide a better understanding of the business and its results.

Current/non-current classification

Assets and liabilities in the Company's financial statements are classified on a current/non-current basis. An asset is current when it:

- is assumed to be realised, or is held for sale or consumption, in the ordinary course of business;
- is held primarily for the purpose of trading;
- is expected to be realised within 12 months of the reporting date;
- comprises cash or cash equivalents, unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

All other assets are classified as non-current.

A liability is current when it:

- is expected to be settled during the normal operating cycle;
- is held primarily for the purpose of trading;
- must be settled within 12 months of the reporting date;
- cannot be deferred unconditionally by the entity for settlement at least 12 months after the reporting date.

This classification is not affected by contractual terms that could, at the counterparty's discretion, result in the liability being settled through the issuance of equity instruments. The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Consolidated Statement of Comprehensive Income.

The Statement of Comprehensive Income shows, in addition to profit for the year, the other income components divided into those "without reclassification" and those "with reclassification to the Income Statement".

Statement of Changes in Consolidated Shareholders' Equity.

The statement of changes in shareholders' equity shows the breakdown of and changes in shareholders' equity for the current and previous financial year.

Consolidated Cash Flow Statement.

The Cash Flow Statement has been prepared using the indirect method.

Financial statements prepared on a consistent accruals basis applicable to going concerns

With regard to the going concern principle used when drawing up the Financial Statements, it is believed that the Group will continue to operate as a going concern; accordingly, the Consolidated Financial Statements for the year ended 31 December 2024 have been prepared on a consistent accruals basis, on the presumption of business continuity.

There have been no exemptions to the application of IAS/IFRS.

Fair value measurement

The Group measures financial instruments, such as derivatives, at fair value at each reporting date.

Fair value is the price that would be received to sell an asset, or that would be paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability is made:

- in the principal market for the asset or liability;

or

- in the absence of a principal market, in the most advantageous market for the asset or liability.

The main or most advantageous market must be accessible to the Group.

The fair value of an asset or liability is measured based on the assumptions that would be used by market participants when pricing the asset or liability, assuming that they are acting in the best economic interests.

A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by deploying the asset to its fullest and best use or by selling it to another market participant who would use it to its fullest and best use.

The Group uses measurement techniques that are appropriate to the circumstances and for which there is sufficient available data to measure fair value, maximising the use of relevant observable inputs and minimising the use of inputs that are not observable in the market.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised based on the fair value hierarchy, as described below:

- Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 – Inputs other than quoted prices included in Level 1 that are directly or indirectly observable for the asset or liability;
- Level 3 – measurement techniques for which the input data is not observable for the asset or liability.

The fair value measurement is entirely classified at the same level of the fair value hierarchy in which the lowest-level input (used for the measurement) is classified.

For assets and liabilities recognised in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reviewing the categorisation (based on the lowest-level input that is important for the fair value measurement in its entirety) at each reporting date.

The Group Finance Department determines the criteria and procedures for both recurring fair value measurements (such as equity instruments in unlisted companies) and non-recurring measurements (such as non-current assets held for sale).

The Group Finance Department comprises the heads of mergers and acquisitions, risk management, financial managers and the head of each production unit.

External experts are involved in the measurement of significant assets (such as equity instruments in unlisted companies) and significant liabilities (such as contingent consideration).

The involvement of external experts is decided on an annual basis after discussing with and obtaining the approval of the Board of Statutory Auditors. Selection criteria include market knowledge, reputation, independence and adherence to professional standards. Experts are normally replaced every three years.

After consulting the external experts, the Finance Department decides which measurement techniques and inputs to use for each case.

At each reporting date, the Group Finance Department analyses the changes in the value of assets and liabilities requiring remeasurement or restatement based on the Group's accounting standards.

For this analysis, the main inputs applied in the most recent measurement are verified by linking the information used in the measurement to agreements and other relevant documents.

The Group’s Finance Department makes a comparison of each change in fair value of each asset and liability with the relevant external sources to determine whether the change is reasonable. The results of the assessments are periodically presented to the Board of Statutory Auditors and the Group’s auditors.

This presentation includes a discussion of the main assumptions used in the measurements.

For the fair value disclosures, the Group determines the classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value in the hierarchy described above.

It should be noted that there were no transfers of assets and liabilities between fair value levels 1 and 2 and 3 during the year.

Accounting of securitisation transactions

In securitisation transactions, Leasys subscribes for the junior securities. As a result of these transactions, the Company recognises the assigned receivables portfolio as an asset, since the conditions for derecognition were not met pursuant to IFRS 9. See “PART D – SECURITISATION TRANSACTIONS” for further information.

Risks and uncertainties relating to the use of estimates

As per the IFRS, management is required to make discretionary assessments, estimates and assumptions affecting the application of accounting standards and the reported amounts of assets, liabilities, revenues and expenses, as well as the disclosure of contingent assets and liabilities. The estimates and respective assumptions are based on previous experience and other factors considered reasonable in the circumstances, and were adopted to determine the assets and liabilities’ carrying amount.

In particular, estimation processes were adopted to support the carrying amounts of certain key items reported in the Consolidated Financial Statements at 31 December 2024, as required by the accounting standards referred to above. These processes are largely based on estimates of the future recoverability of the amounts recorded in the financial statements in accordance with current regulations, and have been carried out on a going concern basis.

Estimates and assumptions are reviewed regularly and periodically updated. In the event of a change in performance of the elements considered, the actual amounts may differ from the original estimates and may need to be adjusted accordingly: in such cases, the changes are recognised in the income statement either in the period in which they occur or in subsequent periods.

The most frequent cases requiring the use of subjective assessments by management are:

- the recoverability of the value of receivables and, in general, of other financial assets and the resulting determination of any impairment;
- determining the fair value of financial instruments in order to recognise them and disclose them in the explanatory notes to the Financial Statements; in particular, using measurement models to determine the fair value of financial instruments not listed in active markets;
- quantifying payroll provisions and the provisions for risks and charges;
- the recoverability of deferred tax assets and goodwill.

SECTION 3

Scope of Consolidation

The scope of consolidation at 31 December 2024 includes the parent company Leasys Italia S.p.A. and the Italian and foreign companies it controls directly or indirectly, as specifically laid down by IFRS 10.

It includes entities where the parent company is able to exercise the power to direct the relevant activities in order to influence the variable returns to which the Group is exposed.

To verify the existence of control, the Group considers the following factors:

• the purpose and constitution of the investee to identify what the entity's objectives are, the activities determining its returns and how these activities are governed;

• the power to understand whether the Group has contractual rights enabling it to govern the relevant activities; for this purpose, only substantive rights providing practical capacity to govern are taken into account;

• the exposure to the investee to assess whether the Group has relationships with the investee, the returns of which are subject to change depending on the investee's performance. Where the relevant activities are governed by voting rights, the existence of control is verified by considering the voting rights (including potential voting rights) held, and the existence of any agreements or shareholders' agreements granting the right to control the majority of voting rights, appoint the majority of the governing body or the power to otherwise determine the entity's financial and operating policies.

The table below shows the companies included in the scope of consolidation.

INVESTMENTS IN WHOLLY-OWNED SUBSIDIARIES

COMPANY NAME	REGISTERED OFFICE	PLACE OF BUSINESS (*)	TYPE OF RELATIONSHIP	PARENT	SHARE-HOLDING %
Leasys Italia S.p.A.	Turin - Italy	Rome - Italy	1	Leasys S.a.s.	100
Leasys S.p.A. Spanish Branch	Turin - Italy	Madrid - Spain	1		100
Leasys S.p.A. German Branch	Turin - Italy	Rüsselsheim - Germany	1		100
Leasys S.p.A. Belgian Branch	Turin - Italy	Brussels - Belgium	1		100
Clickar S.r.l.	Turin - Italy	Rome - Italy	1		100
Leasys France S.A.S	Massy - France		1		100
Leasys UK Ltd	Slough - United Kingdom		1		100
Leasys Portugal S.A.	Lisbon - Portugal		1		100
Leasys Polska Sp. z o.o.	Warsaw - Poland		1		100
Leasys Nederland B.V.	Amsterdam - Netherlands		1		100
Leasys Austria GmbH	Vienna - Austria		1		100
Leasys Luxembourg S.A.	Leudelange - Luxembourg		1		100
Leasys Mobility Portugal S.A.	Sintra - Portugal		1		100

(*) If different from Registered Office
(**) Type of relationship:
1 = majority of voting rights at ordinary shareholders' meeting
2 = dominant influence at ordinary shareholders' meeting
(***) If different from Leasys S.p.A.

Pursuant to IFRS 10, subsidiaries may also include structured entities, including Special Purpose Vehicles (SPV), in which voting rights are not decisive when evaluating control (de facto control).

Accordingly, the line-by-line consolidation includes LEASYS ASSET BACKET ITALIAN RENTAL SECURITISATION ONE S.r.l. (LABIRS ONE S.r.l.) an SPV used for securitisation transactions – details of which are provided below and in section D – Securitisation transactions.

Consolidation method

When drafting the Consolidated Financial Statements, the financial statements of the parent company and its subsidiaries (drawn up in accordance with consistent IAS/IFRS accounting standards) are included "line by line" by adding together, for each item, the corresponding values of assets, liabilities, shareholders' equity, revenues and expenses.

After allocating to non-controlling interests, in a specific item, their share of equity and profit or loss, the carrying amount of the investment is eliminated against the residual equity of the subsidiary. Any resulting differences from this transaction, if positive, are recognised—after any allocation to assets or liabilities of the subsidiary—in intangible assets as goodwill or as other intangible assets. Negative differences are recognised in the income statement. Assets, liabilities, income, and expenses recognised between consolidated entities are eliminated.

Company acquisitions are accounted for using the “acquisition method” provided for in IFRS 3, as described in more detail later in this document.

Intragroup balances and transactions, and the related unrealised gains, are fully eliminated.

The financial statements of the parent company and other companies used to prepare the consolidated financial statements refer to the same reporting date.

For foreign companies which draw up their financial statements in a currency other than the euro, assets and liabilities are translated using the reporting date exchange rates, while revenues and expenses are translated using the average exchange rates for the year.

The translation of foreign companies’ financial statements results in the recognition of exchange differences deriving from the translation of income and expense items at average exchange rates and from the translation of assets and liabilities at the reporting date exchange rates.

Exchange differences on the net assets of consolidated subsidiaries are recognised as reserves in the Consolidated Financial Statements and are only released to the Income Statement in the period when the loss of control occurs.

The exchange rates used to translate the financial statements at 31 December 2024 are as follows:

	Spot 31/12/2024	Average 31/12/2024	Spot 31/12/2023	Average 31/12/2023
Polish Zloty (PLN)	4.273	4.306	4.348	4.544
British Pound Sterling (GBP)	0.829	0.847	0.869	0.87

Other information

The following have been used to prepare the Consolidated Financial Statements:

- the draft financial statements at 31 December 2024 of the parent company Leasys Italia S.p.A.;
- the accounting results at 31 December 2024 (approved by the competent bodies and functions) of the other companies, consolidated line-by-line, are adjusted to take account of consolidation requirements and, where necessary, to bring them in line with Group accounting standards.

SECTION 4

Events subsequent to the reporting date

No events have occurred after the reporting date that would require adjustments to the amounts reported in the Consolidated financial statements at 31 December 2024.

SECTION 5

Other aspects

The Consolidated financial statements and the separate financial statements of the parent company have been audited by PricewaterhouseCoopers S.p.A. in accordance with Legislative Decree No. 39 of 27 January 2010.

INTERNATIONAL ACCOUNTING STANDARDS ADOPTED BY THE EUROPEAN UNION, EFFECTIVE FROM 1 JANUARY 2024

Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures – Supplier Finance Arrangements

On 25 May 2023, the International Accounting Standards Board issued amendments to IAS 7 *Statement of Cash Flows* and IFRS 7 *Financial Instruments: Disclosures – Supplier Finance Arrangements*.

The amendments introduce new disclosure requirements aimed at improving transparency and, therefore, the usefulness of information provided by entities on supplier finance arrangements. These amendments address the presentation of liabilities and related cash flows arising from such arrangements, as well as the disclosures required for them. The objective is to help users of financial statements understand the effects that such arrangements have on trade payables, cash flows, and exposure to liquidity risk.

The amendments clarify the features of supplier finance arrangements. In these arrangements, one or more third-party finance providers pay amounts that the entity owes to its suppliers. The entity then agrees to settle those amounts with the finance providers under the terms and conditions of the arrangements, either on the same date or at a later date than when the finance providers pay the entity's suppliers. As a result, the arrangements offer the entity extended payment terms and provide its suppliers with early payment compared with the original due dates.

Various terms are used to describe these arrangements, such as *supply chain finance*, *payables finance* and *reverse factoring*. Arrangements that involve financial guarantees, including letters of credit used as guarantees, are not considered supplier finance arrangements. Similarly, instruments used to settle amounts directly with a supplier, such as credit cards, are not supplier finance arrangements.

The amendments are effective for annual periods beginning on or after 1 January 2024.

Lease liabilities in a sale and leaseback transaction (Amendments to IFRS 16)

Regulation No. 2579/2023 of 20 November 2023 amended IFRS 16 *Leases* with regard to the amendments relating to "Lease liabilities in a sale and leaseback transaction," issued by the IASB on 22 September 2022.

The limited amendments introduced concern the accounting by a seller-lessee for sale and leaseback transactions that include variable lease payments, where the transfer of the asset satisfies the requirements of IFRS 15 to be accounted for as a sale of the asset.

The amendment was prompted by the IFRS Interpretations Committee, which identified a gap in the requirements on how to recognise the right-of-use asset and lease liabilities in sale and leaseback transactions involving variable payments. Specifically, the reference is to variable lease payments that do not depend on an index or rate, such as those based on a percentage of the seller-lessee's sales generated from use of the asset.

The amendments clarify that:

− at initial recognition, the seller-lessee includes variable lease payments, including those not dependent on an index or rate, in measuring the lease liability arising from the leaseback;

− after initial recognition, the seller-lessee applies the general requirements of IFRS 16 for subsequent measurement of lease liabilities in such a way that no gain or loss is recognised on the portion of the right-of-use asset retained.

The seller-lessee may adopt different approaches to achieve the requirements of the new provisions.

In response to feedback received following publication of the Exposure Draft, the IASB decided not to introduce specific requirements for the measurement of the lease liability arising from the leaseback, leaving it to each entity to define an accounting policy.

The amendments are mandatorily applicable from 1 January 2024 with retrospective application, in accordance with IAS 8, to sale and leaseback transactions entered into after the date of initial application of IFRS 16, i.e., from 1 January 2019.

Classification of liabilities as current or non-current (Amendments to IAS 1) and Non-current liabilities with covenants (Amendments to IAS 1)

In December 2023, Regulation No. 2822 of 19 December 2023 was published, introducing limited amendments to IAS 1 *Presentation of Financial Statements*. The clarifications aim to promote consistency in the application of IAS 1 among entities when determining whether liabilities and other obligations with uncertain settlement dates should be classified in the statement of financial position as current (due or potentially to be settled within one year) or non-current.

Specifically, IAS 1 requires an entity to classify a liability as non-current only if it has the right to defer settlement of the liability for at least twelve months. However, the entity's right to defer settlement of a liability may be subject to compliance with conditions specified in the financing agreement (so-called covenants). The amendments to IAS 1 specify that covenants to be complied with after the reporting date (for example, a clause based on the entity's financial position six months after the reporting date) do not affect the classification of the liability as current or non-current at the reporting date.

Conversely, entities are required to disclose in the notes to the financial statements information on such covenants to enable users to understand the risk that liabilities could become repayable within twelve months of the reporting date.

The adoption of these amendments had no impact on the Company's financial statements.

IFRS ACCOUNTING STANDARDS AND AMENDMENTS AND IFRIC INTERPRETATIONS ADOPTED BY THE EUROPEAN UNION, BUT NOT YET MANDATORY AND NOT ADOPTED EARLY BY THE GROUP AT 31 DECEMBER 2024

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

On 15 August 2023, the International Accounting Standards Board (IASB or the Board) issued *Lack of Exchangeability* (Amendments to IAS 21 *The Effects of Changes in Foreign Exchange Rates*). These amendments clarify how an entity should determine the exchange rate of a currency that has low or no exchangeability.

The amendments define a currency as exchangeable when it can be exchanged into another currency within a period of time that allows for conversion into another currency. Conversely, a currency is defined as non-exchangeable with another when the entity is able to obtain only an insignificant amount of the other currency.

In such circumstances, the entity is required to estimate an exchange rate that would be used in an orderly transaction between market participants under prevailing economic conditions.

When an entity estimates the exchange rate, it must disclose how the rate affects its financial performance and financial position. In addition, the entity must provide information on: (i) the fact that exchange between two currencies is not possible; (ii) the exchange rate used; (iii) the process for estimating the exchange rate; and (iv) the risks to which the entity is exposed because the currency is not exchangeable with another currency.

When the functional currency of a foreign operation is not exchangeable with the presentation currency, or the presentation currency is not exchangeable with the functional currency of a foreign operation, the entity is also required to disclose the following:

1. The name of the foreign operation and the nature of the relationship (type of control);
2. Summarised financial information about the foreign operation;
3. The nature and terms of any contractual arrangements that could require the entity to provide financial support to the foreign operation.

IFRS ACCOUNTING STANDARDS, AMENDMENTS AND INTERPRETATIONS NOT YET ADOPTED BY THE EUROPEAN UNION OR NOT YET EFFECTIVE

IFRS 18 Presentation and Disclosure in Financial Statements

On 9 April 2024, the International Accounting Standards Board (the IASB or the Board) issued the new accounting standard IFRS 18 Presentation and Disclosure in Financial Statements, which, effective 1 January 2027, will replace IAS 1 Presentation of Financial Statements. The new standard introduces requirements aimed at enhancing the reporting of an entity's financial performance and providing investors with a better basis for analysing and more easily comparing the performance of different entities.

IFRS 18 introduces improved comparability in the statement of profit or loss, greater transparency on management-defined performance measures, and a more useful aggregation of information in the financial statements.

The new standard also includes limited amendments to other standards, including IAS 7 Statement of Cash Flows, IAS 33 Earnings per Share and IAS 34 Interim Financial Reporting.

The standard is effective from 1 January 2027; in accordance with IAS 34, the entity will be required to present its statement of profit or loss in compliance with IFRS 18 requirements for the first half-year of 2027.

The Company is currently assessing the impact of the new requirements.

IFRS 19 Subsidiaries without Public Accountability: Disclosures

On 9 May 2024, the International Accounting Standards Board (IASB or the Board) published IFRS 19 "Subsidiaries without Public Accountability: Disclosures", which allows subsidiaries to apply IFRS in full, but with a reduced set of disclosure requirements.

The new standard will apply to subsidiaries without public accountability - businesses that are not financial institutions or listed on stock exchanges - whose parent company produces consolidated financial statements that comply with IFRS Accounting Standards. IFRS 19 will enable subsidiaries to keep just one set of accounting records and make reduced disclosures that satisfy the needs of both the parent company and the users of their financial statements.

The application of IFRS 19 is optional for eligible subsidiaries and will be effective from January 1, 2027.

Amendments to IFRS 10 and IAS 28 – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

These amendments address the acknowledged inconsistency between the requirements of IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures in accounting for the loss of control of a subsidiary that is contributed to an associate or a joint venture. IFRS 10 requires that any retained interest in the former subsidiary after the loss of control be measured at fair value, and that any resulting gain or loss be recognised in profit or loss (full recognition of the gain or loss).

IAS 28, however, requires that gains and losses resulting from upstream and downstream transactions between an investor and its associate or joint venture be recognised only to the extent of the interests in the associate or joint venture that are attributable to other equity holders (partial recognition of the gain or loss).

IFRS 14 *Regulatory Deferral Accounts*

The IASB issued IFRS 14 *Regulatory Deferral Accounts*, which permits only first-time adopters of IFRS to continue to recognise amounts related to rate-regulated activities in accordance with their previous GAAP.

IFRS STANDARDS, AMENDMENTS AND INTERPRETATIONS ENDORSED BY THE EUROPEAN UNION WITH MANDATORY APPLICATION DATES AFTER 31 DECEMBER 2025

Amendments to IFRS 9 and IFRS 7 "Classification and Measurement of Financial Instruments"

On 30 May 2024, the International Accounting Standards Board (IASB) issued amendments to IFRS 9 and IFRS 7: Amendments to the Classification and Measurement of Financial Instruments.

The amendments clarify that a financial liability is extinguished on the settlement date and introduce an option for derecognition of financial liabilities settled via an electronic payment system before the settlement date. Entities that elect this option must apply it consistently to all settlements made through the same electronic payment system.

The amendments also provide guidance on how an entity can assess whether the contractual cash flows of a financial asset are consistent with a basic lending arrangement; enhance the description of the term "without recourse"; clarify the characteristics that distinguish contractually linked instruments from other types of instruments; and introduce additional disclosures for financial instruments with contingent features and for equity instruments measured at fair value through other comprehensive income (FVOCI).

The amendments are effective for annual reporting periods beginning on or after 1 January 2026. Early application is permitted only for the amendments concerning contingent features.

Amendments to IFRS 9 and IFRS 7 "Contracts Referencing Nature-dependent Electricity"

EU Regulation (EU) 2025/1266 of 1 July 2025 endorsed the amendments to IFRS 9 and IFRS 7 *Contracts Referencing Nature-dependent Electricity*, issued by the IASB on 18 December 2024, with the aim of introducing specific disclosures for this type of contracts.

Nature-dependent contracts relate to the procurement of electricity from renewable sources and are characterised by contractual terms that expose the entity to variability in the quantity of the underlying electricity because the generation source depends on uncontrollable natural conditions (e.g. wind, sunlight, etc.). Such contracts may take the form of both "buy or sell" arrangements and financial instruments referencing electricity.

These contracts are often structured as long-term power purchase agreements (PPAs) that:

- provide the buyer with a quantity of electricity generated from a nature-dependent energy source at a fixed price per unit ("physical PPAs"), as well as environmental certificates; or

- contain a swap arrangement that settles the net difference between a fixed-price cash flow and a variable-price cash flow linked to a quantity of electricity generated from a nature-dependent source (“virtual PPAs” or “VPPAs”), and also provide the related environmental certificates.

A unique feature of such PPAs is that the nature-dependent sources determine whether, and how much, electricity is generated by the referenced facility at any given time. The IASB’s amendments address:

- the introduction of guidance to assess whether such contracts meet the “own use” requirements and may therefore continue to be accounted for as held for the purpose of receiving electricity in line with the entity’s expected usage, with the resulting exemption from the accounting treatment required for buy or sell contracts of non-financial items and thus classification as financial instruments measured at fair value. This applies if the entity has been, and expects to remain, a “net buyer” of electricity over the contractual term, meaning it purchases sufficient electricity to offset any sales of unused electricity in the same market in which it sold that electricity;
- the integration of hedge accounting treatment under IFRS 9 when the contract is designated as a hedging instrument in a cash flow hedge relationship. In such cases, it is possible to designate as the hedged item the variable nominal amount of forecast electricity transactions, aligned with the variable volume of electricity expected to be delivered by the generation facility, as specified in the hedging instrument;
- the introduction of specific disclosure requirements for nature-dependent electricity purchase contracts that meet the “own use” criteria.

The amendments are effective from 1 January 2026. Early application is permitted. In particular, amendments relating to the “own use” exemption are applied retrospectively in accordance with IAS 8, whereas amendments relating to hedge accounting are applied prospectively to relationships designated on or after the date of initial application.

Annual Improvements – Volume 11

EU Regulation (EU) 2025/1331 of 9 July 2025 endorsed the document *Annual Improvements to IFRS Standards – Volume 11*, issued by the IASB on 18 July 2024, which includes clarifications, simplifications, corrections, and amendments to IFRS Standards aimed at improving consistency. The affected standards are: IFRS 1 *First-time Adoption of International Financial Reporting Standards*, IFRS 7 *Financial Instruments: Disclosures* and its accompanying *Guidance on*

Implementing IFRS 7, IFRS 9 *Financial Instruments*, IFRS 10 *Consolidated Financial Statements*, and IAS 7 *Statement of Cash Flows*.

The amendments are effective from 1 January 2026.

ACCOUNTING ADJUSTMENTS AND CHANGES TO COMPARATIVE DATA

Since second quarter 2025, the Management has launched an internal review of certain general ledger accounts characterized by a limited degree of automation and inconsistencies in their transactions have been found.

The review, which was conducted with the support of specially appointed external auditors, highlighted relevant errors due to the incorrect deferral of costs related to vehicle rental services and of revenues related to tire maintenance and replacement for these vehicles.

As a result, both costs and revenues were wrongly determined and attributed in prior periods.

In particular, errors were found in the determination of costs relating to financial years prior to 2024, relating to the commissioning of vehicles (e.g. delivery, preparation and transport costs), discounts applied to customers, black boxes, commissions and incentives paid to the external sales network. Corrections were also made to revenues for financial years prior to 2024 relating to the provision of tyre maintenance and replacement services, in order to recognise them in line with the costs incurred for these services.

These errors, generated in some cases by an anomaly in the IT system and in others by the methods used to extract certain databases underlying the calculation of the aforementioned deferred costs and revenues, were corrected by retroactively restating the comparative data in these consolidated financial statements, in accordance with the provisions of International Accounting Standard IAS 8 ‘Accounting Policies, Changes in Accounting Estimates and Errors’. In this regard, the comparative amounts for the 2023 financial year have been restated and the opening balances of shareholders' equity at 1 January 2023 include the effects of the correction of the aforementioned errors relating to financial years prior to 2023.

Below is a summary of the adjustments made to the 2023 comparative data, which also resulted, among other things, in a restatement of the tax burden:

Detail of comparative data adjustments 2023							
Balance sheet	**01/01/2023**	**Adjustment**	**01/01/2023 adjusted**	**31/12/2023**	**Adjustment**	**Reclassification**	**31/12/2023 recalculated**
Other current receivables and assets	848,322,065	-21,500,457	826,821,609	1,667,436,319	-38,247,992	48,339,844	1,656,027,715
Other current liabilities	-121,153,629		-121,153,629	-94,299,928	-5,089,666	-50,870,601	-150,260,195
Tax payables	-16,234,422	3,621,919	-12,612,503	-48,189,511	12,351,233	0	-32,216,360
Total	**710,934,015**	**-17,878,538**	**693,055,477**	**1,524,946,880**	**-30,986,425**	**-2,530,757**	**1,473,551,160**
Income statement	**01/01/2023**	**Adjustment**	**01/01/2023 adjusted**	**31/12/2023**	**Adjustment**	**Reclassification**	**31/12/2023 recalculated**
Depreciation and other costs from leasing contracts				666,860,821	12,429,305	50,851,300	730,141,426
Revenues from services				-523,334,174	24,884,265		-498,449,908
Costs for services				467,949,413	6,024,088		473,973,501
Income tax				50,138,729	-12,351,233		37,787,496
Total				**661,614,789**	**30,986,425**	**50,851,300**	**743,452,515**

The overall effect of the correction of errors prior to the 2023 financial year changed the opening balance of consolidated shareholders' equity at 1 January 2023 with a negative impact of €17,878,538 (€21,500,457 before taxes).

As at 31 December 2023, the overall impact of the correction of errors relating to the 2023 financial year resulted in a reduction in consolidated equity of €30,986,425 (€43,337,658 before tax). The total impact of the correction of errors on consolidated shareholders' equity as at 31 December 2023 amounted to €48,864,963 (€64,838,115 before taxes).

Following the above, the Company's management has taken appropriate measures to strengthen the internal control system in relation to the calculation of the above prepaid expenses and deferred income, in order to avoid a recurrence of the circumstances that led to the emergence of these errors.

SECTION 6

Summary of principal accounting policies

Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is determined as the sum of the consideration transferred (measured at fair value at the acquisition date) and the amount of the non-controlling interest in the acquiree. For each business combination, the Group determines whether to measure the non-controlling interest in the acquiree at fair value or in proportion to the non-controlling interest’s share of the acquiree’s identifiable net assets. Acquisition costs are expensed during the year and classified under administrative expenses.

The Group determines that it has acquired a business when the integrated set of activities and assets includes at least one factor of production and one substantial process that, together, contribute significantly to the ability to generate an output. The acquired process is considered substantial if it is critical to the ability to continue generating an output and the acquired inputs include an organised labour force that has the necessary skills, knowledge or experience to perform that process, or contributes significantly to the ability to continue generating an output, and is considered unique or scarce, or cannot be replaced without significant cost, effort or delay to the ability to continue generating an output.

When the Group acquires a business, it classifies or designates the financial assets acquired or liabilities assumed in line with the contractual terms, economic conditions and other relevant terms in effect at the acquisition date. This includes testing whether an embedded derivative should be separated from the host contract.

The acquirer posts any contingent consideration to be recognised at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent payment is accounted for against shareholders' equity. The change in the fair value of contingent consideration classified as an asset or liability within the scope of IFRS 9 Financial Instruments shall be recognised in the income statement in accordance with IFRS 9. Contingent consideration not within the scope of IFRS 9 is measured at fair value at the reporting date and changes in fair value are recognised in the income statement.

Goodwill is initially recognised at cost represented by the excess of all consideration paid and the amount recognised for non-controlling interests over the net identifiable assets acquired and liabilities assumed by the Group. If the fair value of the net assets acquired exceeds all of the consideration paid, the Group reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed, and reviews the procedures used to determine the amounts to be recognised at the acquisition date. If the remeasurement still results in a fair value of the net assets acquired that exceeds the consideration, the difference (gain) is recognised in the income statement.

After its initial recognition, goodwill is measured at cost less accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is allocated – as of the acquisition date – to each of the Group's cash-generating units that is expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquired entity are assigned to those units.

If goodwill has been allocated to a cash-generating unit and the entity disposes of part of the operations of said unit, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on the disposal. The goodwill associated with the disposed operation is determined based on the respective values of the disposed operation and the retained portion of the cash-generating unit.

A.2 – PART RELATING TO THE MAIN STATEMENT ITEMS

SUMMARY OF THE MAIN IAS/IFRS INTERNATIONAL ACCOUNTING STANDARDS APPLIED

Vehicles

The “vehicles” category mainly includes vehicles rented to third parties and company-owned vehicles used by employees.

In accordance with IAS 16, vehicles are measured at historical cost less accumulated depreciation. Vehicles are capitalised based on:

- the acquisition price;
- all expenses relating to making the vehicle available for use and considered to be a permanent addition to the vehicle at the lease start date;
- delivery costs.

Leased assets are depreciated on a straight-line basis over the term of the lease up to their residual value. The average duration of the lease ranges from 3 to 4 years.

The start of depreciation is deemed to coincide with the time the asset is included in the production cycle which, in the case of leased vehicles, coincides with the moment in which they are delivered to customers. The delivery of vehicles to customers is substantially concurrent with the delivery of the vehicle by the manufacturer to Leasys S.p.A.

Upon termination of the lease, the relevant assets are reclassified to “Inventories” at their carrying amount.

The residual values of assets for which the risk is borne by the company, are reviewed and adjusted – if necessary – on a quarterly basis so as to allow for the most appropriate measurement of the provisions.

The calculation is based on a comparison between the market value (Eurotax) provided by an external industry provider (by model/version/series) and the residual value of the asset at the end of the lease. This comparison takes into account the internal sales statistics of the last 24 months.

Momentary and non-repeatable factors that may affect the assessment of the residual value (e.g. legislative changes, government scrappage campaigns, government bonuses for the purchase of “ecological” used vehicles, etc.) are examined by a special committee which may decide to adjust the calculation parameters in order to better reflect future market conditions.

Other tangible assets

In other tangible assets, plant and equipment are recognised at historical cost less accumulated depreciation and accumulated impairment losses in accordance with IAS 16. This cost includes the costs of replacing part of the plant and equipment at the time the costs are incurred, if they meet the recognition criteria. Where necessary to replace significant parts of plant and equipment on a regular basis, the Group depreciates them separately over their respective useful lives, after derecognising the residual value of the replaced component.

Similarly, in the case of major overhauls, the cost is included in the carrying amount of the plant or equipment (as in the case of replacement) if the recognition criterion is met. All other repair and maintenance costs are recognised in the income statement when they are incurred.

The current value of the cost of dismantling and removing the asset at the end of its useful life is included in the cost of the asset if the recognition criteria for a provision is met.

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset as follows:

- office furniture 15%

The carrying amount of an item of plant and equipment and any significant components initially recognised is derecognised upon disposal (i.e. when the acquirer obtains control) or when no future economic benefits are expected to be gained from its use or disposal.

Gains or losses arising upon derecognition of the asset (calculated as the difference between the net carrying amount of the asset and the consideration received) are recognised in the income statement.

The residual values, useful lives and depreciation methods of plant and equipment are reviewed at each reporting date and, where appropriate, adjusted prospectively.

Rights of use

<u>Leased assets (as the lessee)</u>

In application of IFRS 16, the Company:

- recognises – in the balance sheet – the assets and liabilities under right-of-use leases, initially measured at the current value of future lease payments, with the right-of-use asset adjusted for the amount of any prepaid or accrued lease payments in accordance with IFRS 16:C8(b)(ii);
- recognises the depreciation of right-of-use assets and interest on lease liabilities in the income statement;
- separates the total amount of cash paid into principal (presented as part of financing activities) and interest (presented as part of financing activities) in the cash flow statement.

The Standard applies to all types of agreement containing a lease, i.e. contracts that provide the lessee with the right to control the use of an identified asset for a specified period of time (period of use) in exchange for a consideration.

<u>Lease liabilities</u>

Lease payments included in the measurement of lease liabilities are as follows:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the lease start date;
- the amount the lessee expects to pay as security for the residual value;
- the exercise price of the purchase options, if the lessee is reasonably certain that it will exercise the options; and
- payments of penalties for termination of the lease where the term of the lease reflects the exercise of an option to terminate the lease.

The lease liability is presented separately within the balance sheet.

<u>Right-of-use assets</u>

Right-of-use assets include the initial measurement of the respective lease liability, lease payments made on or before the lease start date, and any initial direct costs. They are then measured at cost less accumulated depreciation and impairment losses.

Where the Company is required to bear the costs of dismantling and removing a leased asset, restoring the site on which it is located or restoring the underlying asset to the conditions required by the terms and conditions of the lease, a provision is recognised and measured in accordance with IAS 37.

The costs are included in the relevant right of use. The right of use is depreciated over the lease term or, if shorter, the useful life of the underlying asset. If a lease agreement transfers ownership of the underlying asset, or if the cost of the right of use reflects the Company's intention to exercise a call option, the respective right of use is depreciated over the useful life of the underlying asset. Depreciation begins on the lease start date.

Right-of-use assets are shown on a separate line in the balance sheet.

Variable lease payments that do not depend on an index or rate are not included in the measurement of the lease liability and right-of-use asset. The respective payments are recognised as an expense in the year in which the event or condition triggering those payments occurs, and are included in "other expenses" in the income statement.

Short-term leases and leases for low-value assets

The Company applies the exemption for recognising short-term leases relating to machinery and equipment (i.e. leases that last 12 months or fewer from the start date and that do not contain a call option).

The Company has also applied the exemption for leases of low-value assets relating to office equipment deemed to be of a small value. Lease payments relating to short-term leases and leases of low-value assets are recognised as expenses on a straight-line basis over the lease term.

The Company has adopted the following approach, in that it has:

- applied a single discount rate to a portfolio of leases with reasonably similar characteristics;
- adjusted the asset's right-of-use at the date of initial application of IFRS 16 by the amount of the provision for onerous leases recognised in accordance with IAS 37 in the balance sheet immediately before the date of initial application, as an alternative to performing an impairment test;
- elected not to recognise assets and liabilities for the right to use leases for which the lease term ends within 12 months of the initial application date;
- excluded the initial direct costs from the valuation of the right of use at the date of initial application;

- used retrospectively to determine the lease term when the agreement contains options to extend or terminate the lease.

Goodwill

Goodwill is the positive difference between the purchase cost and the fair value of the assets and liabilities acquired in a business combination.

In accordance with IAS 36 – Impairment of Assets – goodwill is tested for impairment to verify the recoverability of its carrying amount whenever there is an indication of possible impairment, and in any case at least once a year. Accordingly, at each reporting date, the Group performs the test by estimating the recoverable amount of goodwill and comparing it with its carrying amount to determine whether the asset has suffered an impairment loss.

Criteria for estimating Value in Use

Value in use was determined by estimating the current value of the future cash flows expected to be generated. The analytical forecast period covered five years.

Last year's flow of analytical forecasting was projected in perpetuity (using a perpetual annuity solution) with an appropriate growth rate "g" to obtain the "Terminal Value". The rate "g" was determined by taking the medium-term inflation rate in the Euro area as the growth factor, as a constant rate over time).

Flows from financial assets/liabilities are part of the company's core business. In other words, the recoverable amount is affected by these cash flows and, in turn, must also include the financial assets/liabilities.

As such, it can be considered with adequate reliability that the cash flows coincide with the expressed profitability and, therefore, it has been assumed that the Free Cash Flow (FCF) corresponds to Net Result.

Determining the discount rate of cash flows

When determining Value in Use, cash flows were discounted at a rate that reflects current market assessments, the time value of money and the risks specific to the asset.

The discount rate used was estimated on an equity side basis, i.e. considering only the cost of equity (Ke) in line with the methods for determining cash flows which, as mentioned earlier, include cash flows deriving from financial assets and liabilities.

The cost of capital was then determined using the Capital Asset Pricing Model (CAPM). Based on this model, the cost of capital is determined as the sum of the return on risk-free investments and a risk premium which, in turn, depends on the specific riskiness of the business (i.e. both the riskiness of the operating segment and the geographical riskiness represented by the "country risk").

Other intangible assets

Intangible assets acquired separately are initially recognised at cost, while those acquired through business combinations are recognised at fair value at the acquisition date, in accordance with IAS 38.

After their initial recognition, intangible assets are entered at cost, less accumulated amortisation and any accumulated impairment. Internally produced intangible assets, except for development costs, are not capitalised and are recognised in the income statement in the year in which they were incurred.

The useful life of intangible assets is assessed as finite or indefinite.

Intangible assets with a finite useful life are amortised over their useful life and are tested for impairment whenever there are indications of potential impairment. The amortisation period and amortisation method for an intangible asset with a finite useful life are reviewed at the end of each financial year, or more frequently.

Changes in the expected useful life or in the manner in which the future economic benefits associated with the asset will be realised are recognised through changes in the period or in the method of amortisation, as appropriate, and are considered changes in accounting estimates.

Amortisation of intangible assets with finite useful lives is recognised in the income statement for the year in the relevant cost category based on the function of the intangible asset.

Intangible assets with an indefinite useful life are not amortised, but tested annually for impairment, both at the individual level and by cash-generating unit.

The measurement of the indefinite useful life is reviewed annually to determine whether this attribution continues to be sustainable, otherwise, the change from indefinite to finite useful life is made on a prospective basis.

An intangible asset is derecognised upon disposal (i.e. when the acquirer obtains control of the asset) or when no future economic benefits are expected to be derived from its use or disposal.

Any gain or loss arising from the derecognition of the asset (calculated as the difference between the net proceeds from the disposal and the carrying amount of the asset) is included in the income statement.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity.

Financial assets – initial recognition and measurement

Upon initial recognition, financial assets are classified according to the following measurement methods, i.e. amortised cost, fair value through Other Comprehensive Income (OCI), and fair value through the income statement, as appropriate.

The classification of financial assets upon initial recognition depends on the characteristics of the contractual cash flows of the financial assets and the business model the Group is using to manage them.

Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price.

For a financial asset to be classified and measured at amortised cost or fair value through OCI, it must give rise to cash flows that are 'solely payments of principal and interest' (SPPI) on the principal amounts outstanding.

This measurement is referred to as the SPPI test and is performed at instrument level. Financial assets whose cash flows do not meet the above (SPPI) requirements are classified and measured at fair value through the income statement.

The Company's business model for managing financial assets refers to the way it manages its financial assets in order to generate cash flows. The company model determines whether financial flows will derive from contractual cash flows, from the sale of financial assets or both.

Financial assets classified and measured at amortised cost are held as part of a business model with the aim of holding financial assets in order to collect contractual cash flows, whereas financial assets classified and measured at fair value through OCI are held as part of a business model with the aim of collecting contractual cash flows and selling financial assets.

Where purchasing or selling a financial asset requires it to be delivered within a period of time generally established by regulations or market conventions (regular way trade), said purchase or sale is recognised on the trade date, i.e. the date on which the Company commits to purchase or sell the asset.

Financial assets – subsequent measurement

For the purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost;
- Financial assets at fair value through other comprehensive income;
- Financial assets at fair value through other comprehensive income without a reversal of accumulated gains and losses upon derecognition (equity instruments);
- Financial assets at fair value through the income statement.

Financial assets at amortised cost

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in the income statement when the asset is derecognised, modified or remeasured.

Securitisation transaction

Leasys Italia S.p.A. participates in securitisation programmes resulting from long-term rental contracts without driver as borrower and as subscriber for the junior securities.

The role of servicer of the transactions is performed by the company, which receives remuneration from the special purpose vehicles at market conditions.

Securitisation transactions can be traditional or synthetic.

Traditional securitisation transactions involve the non-recourse sale of a portfolio of loans to a special purpose vehicle, which finances the purchase of the loans by issuing asset-backed securities, i.e. securities whose repayment and interest flows depend on the cash flows generated by the loan portfolio.

Whereas in synthetic securitisation transactions, ownership of the exposures is retained by the originator company; the only thing being transferred is the credit risk associated with the receivables which, although subject to accounting segregation, remain in the originator company's assets.

The asset-backed securities are divided into classes according to their degree of seniority and rating: higher-ranking classes (senior) are, in most programmes, placed on the market and subscribed for by investors; lower-ranking classes (junior), whose repayment is subordinate to that of senior securities, are subscribed for by Leasys Italia S.p.A. in the securitisation transaction.

Therefore, since the Company subscribed for the junior tranches of the securities issued by the special purpose vehicles, the derecognition rules under IFRS 9 have also been applied to the receivables subject to the securitisation transaction.

In fact, the reversal derecognition (under IFRS 9) provides that, at the separate financial statement level, the securitised receivables be stated in the financial statements of the originator company, simulating repurchase of the assigned receivables.

The application of these rules has meant that:

- securitised assets sold were maintained, as well as allocated assets;
- a liability to financial institutions was recognised for the special purpose vehicle (net of the junior securities subscribed) as a balancing entry to the reposted receivables

The income statement reflects:

- the total charge for the year and interest expense relating to the debt recognised as a liability in respect of the securitisation vehicles, net of income other than portfolio interest income;
- interest income and similar income arising from reposted securitised loans.

Financial assets at fair value

For assets measured at fair value through OCI, interest income, exchange rate changes and impairment, together with reversals, are recognised in the income statement and calculated in the same way as financial assets measured at amortised cost.

The remaining changes in fair value are recognised through OCI. Upon derecognition, the cumulative change in fair value recognised through OCI is reclassified to the income statement.

Financial assets at fair value through the income statement

Financial instruments at fair value with changes recognised in the income statement are recognised in the balance sheet at fair value, and net changes in fair value are recognised in the income statement.

Financial assets – derecognition

A financial asset (or, where applicable, part of a financial asset or part of a group of similar financial assets) is derecognised in the first instance (removed from the Company's balance sheet) when:

- the rights to receive cash flows from the asset have ceased;
- the Company has transferred to a third party the right to receive cash flows from the asset or has assumed a contractual obligation to pay them in full and without delay and (a) has transferred the significant risks and rewards of ownership of the financial asset, or (b) has neither transferred nor retained the significant risks and rewards of ownership of the asset, but has transferred control thereof.

In cases where the Company has transferred the rights to receive cash flows from an asset or has entered into an agreement under which it retains the contractual rights to receive the cash flows from the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients (pass-through), it shall assess whether and to what extent it has retained the risks and rewards of ownership.

If it has neither transferred nor retained the significant risks and rewards of ownership or has not lost control thereof, the asset shall continue to be recognised in the Company's financial statements to the extent of its continuing involvement in the asset. In this case, the Company shall also recognise an associated liability. The transferred asset and associated liability are measured to reflect the rights and obligations that remain with the Company.

When the entity's continuing involvement is a guarantee of the transferred asset, involvement is measured at the amount of the asset or, if lower, the maximum amount of the consideration received that the entity could be required to repay.

Financial assets – credit losses

The Company recognises an expected credit loss (ECL) write-down for all financial assets not held at fair value through the income statement. ECLs are based on the difference between the contractual cash flows due under the contract and all cash flows the Company expects to receive, discounted at the approximate original effective interest rate. Expected cash flows will include cash flows arising from the enforcement of collateral held or other credit guarantees that form an integral part of the contractual terms.

Expected losses are recorded in two stages. For credit exposures where there has been no significant increase in credit risk since initial recognition, credit losses resulting from default events that are possible within the next 12 months are recognised (12-month ECL).

For credit exposures where there has been a significant increase in credit risk since initial recognition, expected losses relating to the remaining life of the exposure must be recognised in full, regardless of when the event of default is expected to occur ("Lifetime ECL").

For trade receivables and contract assets, the Company applies a simplified approach to calculate expected losses. Therefore, the Company does not monitor changes in credit risk, but fully recognises the expected loss at each reporting date.

Financial liabilities - initial recognition and measurement

Financial liabilities are classified upon initial recognition as financial liabilities at fair value through the income statement, as loans and borrowings, or as derivatives designated as hedging instruments.

All financial liabilities are initially recognised at fair value, plus – in the case of mortgages, loans and borrowings – directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, mortgages and loans, including overdrafts.

Financial liabilities – subsequent measurement

For the purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through the income statement
- Financial liabilities at amortised cost (loans and borrowings)

Financial liabilities at fair value through the income statement include liabilities held for trading and financial liabilities initially recognised at fair value through the income statement.

Liabilities held for trading are those which are assumed with the intention of settling or transferring them in the short term. This category also includes derivative financial instruments entered into by the Company which are not designated as hedging instruments in a hedging relationship.

Gains or losses on liabilities held for trading are recognised in the income statement.

Financial liabilities are only designated at fair value with changes recognised in the income statement from the initial recognition date if the criteria of IFRS 9 are met. Upon initial recognition, the Company did not designate any financial liabilities at fair value with changes recognised in the income statement.

Financial liabilities at amortised cost

After initial recognition, loans are measured at amortised cost using the effective interest rate method. Gains and losses are recognised in the income statement when the liability is settled, as well as through the amortisation process.

Amortised cost is calculated by recognising the discount or premium on the acquisition and fees or costs that form part of the effective interest rate. Amortisation at the effective interest rate is included in finance costs in the income statement.

The sub-items ‘Payables to banks’, ‘Payables to customers’ and ‘Securities issued’ are allocated to financial instruments (other than trading liabilities and those measured at fair value)

representing the various forms of funding from third parties. In particular, securities issued are represented by bond issues by Group companies and securities related to issues by the special purpose vehicles as part of loan securitisation transactions.

Financial liabilities - derecognition

A financial liability is derecognised when the obligation underlying the liability is settled, removed or fulfilled. When an existing financial liability is exchanged for another financial liability of the same lender on substantially different terms, or the terms of an existing liability are substantially amended, said exchange or amendment is treated as a derecognition of the original liability, along with the recognition of a new liability, with any difference between the carrying amounts recognised in the income statement.

Derivative financial instruments

In accordance with IAS 39, derivative financial instruments are used for economic hedging purposes, in order to reduce the risk of exchange rate, interest rate and market price changes.

Transactions that are able to meet the requirements of the standard for hedge accounting in line with the company’s risk management policies are classified as hedging transactions and cash flow hedges in particular.

Derivative financial instruments qualify for hedge accounting only when, at the inception of the hedge, there is a formal designation and documentation of the hedging relationship, the hedge is expected to be highly effective, said effectiveness can be reliably measured, and the hedge is highly effective throughout the reporting periods for which it is designated.

The following applies when derivative financial instruments qualify for hedge accounting:

Cash flow hedge: where a derivative financial instrument is designated as a hedge of the exposure to variability of future cash flows of a recognised asset or liability or a highly probable transaction and could affect the income statement, the effective portion of any gain or loss on the derivative financial instrument is recognised directly in shareholders’ equity as “Reserve for cash flow hedges”.

The cumulative gain or loss is recognised in the income statement in the same period as the related economic effect of the hedged transaction and is posted as an adjustment to the hedged item. The gain or loss associated with a hedge (or part of a hedge) becoming ineffective is immediately recognised in the income statement.

If a hedging instrument or a hedging relationship is discontinued though the hedged transaction has yet to be realised, the accumulated gains and losses (recognised until that moment in the relevant equity reserve) are reclassified to the Income Statement at the time when the economic effects of the hedged transaction are recognised.

If the hedged transaction is no longer deemed probable, the accumulated unrealised gains or losses recognised in Shareholders’ Equity are recognised in the Income Statement immediately.

Derivative financial instruments with a positive fair value are classified as assets in the balance sheet (in the item ‘Derivative financial instruments’) or, if the fair value is negative, as liabilities (in the item ‘Derivative financial instruments’).

If hedge accounting cannot be applied, gains or losses arising from the measurement of the derivative instrument are recognised in the Income Statement immediately.

Inventories

In accordance with IAS 2, inventories are measured at the lower of cost and net realisable value.

The costs incurred in bringing each asset to its present location and condition are recognised as follows:

- Raw materials: purchase cost calculated using the FIFO method
- Finished and semi-finished goods: direct cost of materials and labour, plus a share of production overheads, defined based on normal production capacity, excluding financial expenses.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Cash and cash equivalents

In accordance with IAS 7, Cash and cash equivalents comprise cash on hand and demand deposits, and short-term, highly liquid deposits with a maturity of three months or less, that are readily convertible to a known amount of cash, and that are subject to an insignificant risk of changes in value.

Provisions for risks and charges

Provisions for risks and charges are made when the Company has a current obligation (either legal or constructive) as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount may be made, in accordance with IAS 37.

When the Company considers that a provision for risks and charges will be partly or fully reimbursed, for example in the case of risks covered by insurance policies, the indemnity is recognised separately under assets if, and only if, it is virtually certain.

In this case, the cost of the provision, if any, is presented in the income statement less the amount recognised for the indemnity.

If the effect of the time value of money is material, provisions are discounted using a pre-tax discount rate that reflects the risks specific to the liabilities where appropriate. When the liability is discounted, the increase in the provision due to the passage of time is recognised as a finance charge.

Employee benefits

Defined benefit plans

Defined benefit plans are retirement plans determined based on employee salaries and years of service. The Company's obligation to contribute to employee benefit plans and the respective current service cost are determined using an actuarial method in accordance with the revised IAS 19 (the projected unit credit method).

The net cumulative amount of all actuarial gains and losses is recognised in Shareholders' Equity (under Measurement Reserves) and in Other Comprehensive Income.

The amount recognised as a liability under defined benefit plans is the present current of the respective obligation, taking into account the expenses to be recognised in future periods for employees' work in prior periods.

The rate used to discount post-employment benefit obligations varies depending on the country/currency in which the liability is denominated, and is determined based on market yields, at the reporting date, on bonds of major companies with an average duration in line with that of the liability.

Defined contribution plans

Contributions made to a defined contribution plan are recognised as an expense in the income statement in the period in which the employees provided the related service.

Until 31 December 2006, Italian employees were entitled to defined benefit plans called "TFR" ("Trattamento di fine rapporto" or severance pay).

With Law no. 296 of 27 December 2006 and subsequent decrees ("Pension Reform") issued in early 2007, the rules and regulations on severance pay were changed.

With regard to contributions accrued since 1 January 2007 and not yet paid at the reporting date, for entities with more than 50 employees, post-employment benefits in Italy are recognised as defined contribution plans.

Contributions accrued up until 31 December 2006 are still recognised as defined benefit plans and accounted for under actuarial assumptions.

Revenue

Revenues mainly refer to fees relating to operating lease agreements entered into with customers, services provided under those agreements (mainly maintenance and tyre replacement services) and the sale of goods.

Revenue from contracts with customers is recognised when it is received and, therefore, it is certain that future benefits will be received and these benefits can be measured reliably; it is recognised when control of the goods or services is transferred to the customer for an amount that reflects the consideration expected to be owed to Company in exchange for said goods or services.

Revenue from leasing contracts

Rental income from lease payments is recognised in accordance with IFRS 16 on a straight-line basis over the lease term.

When customers make an initial down payment at the beginning of the rental agreement, the payments are recognised in the balance sheet and posted in the income statement on a straight-line basis over the duration of the rental agreement.

Revenue from services

Revenue from the provision of services is recognised in accordance with IFRS 15 and is accounted for differently depending on the nature of the service.

Revenue from tyre maintenance and replacement services is recognised over the life of the contracts. The company recognises revenue on the basis of the costs incurred in performing the services. Therefore, revenue is recognised following the performance of the services provided for in the contract. The amount charged periodically to customers is deferred under Other current liabilities until the contractual services have been performed. If, on the other hand, invoicing at the balance sheet date is less than the revenue accrued, a current asset is recognised.

Revenues from brand contributions: brand contributions are extra discounts granted to Leasys by car manufacturers upon reaching pre-set minimum purchase volumes of vehicles produced by the manufacturer. The criteria and methods for granting the extra discount are governed by a supply agreement signed between Leasys and the respective car manufacturer.
The brand contribution in Leasys' financial statements is recorded under Other current liabilities for

the portion not yet accrued and is recognised in the income statement on a straight-line basis over the term of the lease agreement for the individual vehicle.

Revenue from sale of goods

Revenue from contracts with customers is recognised on an accrual basis. Revenue, both from leasing and from the provision of other services, is recognised when control of the leased assets and of the assets on which additional services are provided is transferred to the customer, at an amount that reflects the consideration to which the Company expects to be entitled in exchange for such goods or services.

When determining the transaction price for the sale of goods, the Company considers the effects of variable consideration, non-monetary consideration and consideration payable to the customer (if any).

Expenses

Expenses are recognised when they are incurred. Expenses that may be directly attributed to financial instruments measured at amortised cost and determined as of inception (regardless of when they are settled) are recognised in the income statement by applying the effective interest rate.

Impairment losses are recognised in the income statement in the year in which they are incurred.

Tax

Current and deferred taxes have been accounted for in accordance with IAS 12.

The Group carried out a specific analysis to identify the scope of application of the Pillar Two regulations of the OECD model, as well as the potential impacts arising from the application of the regulations in the various countries in which it operates, and assessed the impact of the global minimum tax on consolidated entities.

The CbCR Transitional Safe Harbours (CbCR TSH) tests were passed by the Group's entities, in particular thanks to the passing of the simplified Effective Tax Rate (ETR) test. Therefore, no impact is expected from the application of the Pillar Two regulations for the 2024 financial year. The Group has applied the temporary exception provided for in paragraph 4A of IAS 12, which exempts it from recognising and disclosing deferred tax assets and liabilities relating to second pillar income taxes.

Current taxes

Current tax assets and liabilities at the reporting date are measured at the amount expected to be recovered from or paid to tax authorities. The tax rates and regulations used to calculate the amount are those enacted – or substantively enacted – at the reporting date in the countries where the Company operates and generates its taxable income.

Current taxes relating to items recognised directly in shareholders' equity are also recognised in shareholders' equity and not in the income statement.

Deferred taxes

Deferred taxes are calculated by applying the liability method to temporary differences at the reporting date between the tax bases of assets and liabilities and their corresponding carrying amounts.

Deferred tax liabilities are recognised on all taxable temporary differences, with the following exceptions:

- deferred tax liabilities arise from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither accounting profit nor taxable profit;
- the reversal of taxable temporary differences tied to investments in subsidiaries, associates and joint ventures may be controlled and is not likely to occur in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences if it is probable that taxable income will be realised against which such temporary difference can be utilised, unless the deferred tax asset arises from the initial recognition of an asset or liability in a transaction that:

- does not represent a business combination and, at the time of the transaction, does not affect either the financial statement result or the tax result, nor does it give rise to taxable and deductible temporary differences of equal amount;
- in the case of deductible temporary differences associated with investments in subsidiaries, associates and joint ventures, deferred tax assets are recognised only to the extent that it is

probable that they will reverse in the foreseeable future and that there will be sufficient taxable income to allow the recovery of such temporary differences.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent where it is no longer probable that sufficient taxable profit will be available in the future to be able to utilise some or all of this credit.

Unrecognised deferred tax assets are reviewed at each reporting date and are recognised to the extent where it becomes probable that taxable profit will be sufficient to recover the deferred tax assets.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when said assets are realised or said liabilities are settled, taking into account the tax rates that have been enacted – or substantively enacted – at the reporting date.

Deferred taxes relating to items recognised outside of the Income Statement are also recognised outside of the Income Statement (either in Shareholders' Equity or in Other Comprehensive Income depending on the item to which they refer).

The Company offsets deferred tax assets and deferred tax liabilities if, and only if, there is a legal right to offset current tax assets and current tax liabilities and the deferred tax assets and liabilities relate to income taxes owed to the same tax authority by the same taxable entity or by different taxable entities that intend to settle current tax assets and liabilities on a net basis or realise the asset and settle the liability simultaneously, in respect of each future period in which the deferred tax assets and liabilities are expected to be settled or recovered.

Indirect taxes

Expenses, revenues, assets and liabilities are recognised net of indirect taxes, such as value added tax, with the following exceptions:

- the tax applied to the purchase of goods or services is non-deductible, in which case it is recognised as part of the purchase cost of the asset or part of the expense recognised in the income statement;
- trade receivables and payables include the applicable indirect tax.

The net amount of indirect taxes to be recovered from or paid to the Treasury is included in the financial statements under either receivables or payables.

Risks and uncertainties relating to the use of Estimates

In accordance with IAS/IFRS, the preparation of the Company's financial statements requires management to make discretionary assessments, estimates and assumptions affecting the application of accounting standards and the reported amounts of assets, liabilities, revenues and expenses, as well as the disclosure of contingent assets and liabilities.

These estimates were drawn up based on available information and subjective assessments, also considering historical experience, in order to make reasonable assumptions for the recognition of operating events.

By their nature, the estimates and assumptions used may vary from period to period and, therefore, it cannot be ruled out that the amounts recognised in the financial statements may change in subsequent periods as a result of changes in the subjective assessments made.

In particular, estimation processes were adopted to support the carrying amounts of certain key items reported in the financial statements at 31 December 2023, as required by the accounting standards and reference regulations referred to above.

These processes are largely based on estimates of the future recoverability of the amounts recorded in the financial statements in accordance with current regulations, and have been carried out on a going concern basis.

Estimates and assumptions are reviewed regularly and periodically updated. In the event of a change in performance of the elements considered, the actual amounts may differ from the original estimates and may need to be adjusted accordingly: in such cases, the changes are recognised in the income statement either in the year in which they occur or in subsequent years.

At the reporting date, the principal measurements that required subjective assessments by management are described below:

- <u>Provision for expected losses on trade receivables and financial assets</u>

For trade receivables and assets arising from contracts under IFRS 15, as well as for receivables arising from leases, IFRS 9 has enacted some simplifications so as to avoid entities having to monitor changes in credit risk (as required by the general model).

For trade receivables, IFRS 9(5.5.15) requires that the allowance for doubtful accounts be determined with reference to the entire life of the receivable (lifetime expected credit losses). This avoids the need to monitor credit risk from the moment of initial recognition.

In accordance with this principle, the Leasys Group has opted to adopt the simplified approach for the calculation of the provision for rental receivables.

To determine lifetime expected credit loss, IFRS 9 suggests using a matrix showing the various impairment percentages. The matrix groups receivables on the basis of their characteristics (e.g. geographical area, product, customer, etc.).

For each category, the receivables are aged and an impairment percentage is applied to each ageing class.

The fair value of derivative instruments is determined by calculating the discounted cash flow for contracts outstanding at the end of the year.

- Determination of the recoverable amount of Tangible Assets

Residual value refers to the value of the vehicle at the end of the related lease contract. With regard to long-term leasing, the residual value of leased vehicles is updated periodically based on the difference between their carrying amount and market value at the measurement date.

Trends in the second-hand market can involve risks for those who manage, as owners, vehicles in the medium to long term.

Leasys and its subsidiaries have long established and adopted Group-wide guidelines for determining and monitoring residual values over time.

The model used to calculate Residual-Value Provisions is updated quarterly to ensure the most appropriate assessment of the hedges. There are no particular issues concerning the residual-value risk associated with the vehicle fleet.

- Goodwill

Goodwill is the positive difference between the purchase cost and the fair value of the assets and liabilities acquired in a business combination.

Goodwill must be tested for impairment on an annual basis to verify its recoverability. At each reporting date, therefore, the Group performs a test by estimating the recoverable amount of goodwill and comparing it to the carrying amount to see if the asset has been impaired.

- Recoverability of Deferred Tax Assets

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available to allow the use of the losses. Significant estimation activity is required by the company's management to determine the amount of tax assets that can be recognized based on the level of future taxable income, the timing of their realization, and applicable tax planning strategies. The Group believes that the conditions exist to recognize deferred tax assets in connection with the financial and economic plans approved by management and the related future taxable income generated

PART B – INFORMATION ON THE CONSOLIDATED BALANCE SHEET

A breakdown of the main Balance Sheet items is provided below.

Amounts are expressed in thousands of Euro.

ASSETS

TANGIBLE ASSETS

1. VEHICLES

This item amounts to € 9,105,757 thousand, up by € 2,371,674 thousand compared with the prior year due to the increased size of the fleet managed. A breakdown is provided below.

1.1 VEHICLES: Breakdown

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Owned vehicles	**14,910**	**6,200**	**8,710**
Gross amount	20,978	7,942	13,036
Accumulated depreciation	(6,068)	(1,742)	(4,326)
Rental vehicles	**8,279,304**	**5,659,620**	**2,619,684**
Gross amount	10,114,075	7,402,620	2,711,454
Accumulated depreciation	(1,834,771)	(1,743,001)	(91,770)
Vehicles in stock	**259,967**	**141,085**	**118,882**
Gross amount	360,536	208,381	152,155
Accumulated depreciation	(100,570)	(67,296)	(33,273)
Vehicles for hire	**551,434**	**927,179**	**(375,745)**
Gross amount	551,434	927,179	(375,745)
Tangible fixed assets in progress and advances	**143**	**-**	**143**
Gross amount	143	-	143
Total	**9,105,757**	**6,734,083**	**2,371,674**
Gross amount	**11,058,524**	**8,559,420**	**2,487,745**
Accumulated depreciation	**(1,941,408)**	**(1,812,039)**	**(129,369)**

The above item includes the following:

- Own cars, mainly company cars and vehicles assigned to company staff for € 14,910 thousand (net of accumulated amortisation);
- Cars and commercial vehicles rented to third parties for a total of € 8,279,304 thousand (net of accumulated amortisation);
- Vehicles in stock for € 259,967 thousand and vehicles for hire for € 551,434 thousand. These comprise vehicles awaiting contractual activation and delivery, which are not subject to depreciation until their delivery and activation.

1.2 VEHICLES: Annual change

Acquisitions reflect the new registrations in 2024, including more than 31,000 full electric and hybrid vehicles, up by 48% compared with investment in the prior year, as well as diesel and petrol vehicles.

Disposals were mainly due to the sale of used vehicles.

Other changes reflect the transfer from fixed assets in progress to the other two categories, vehicles for hire and in stock, due to changes in the status of rental contracts.

The changes during 2024 are shown below.

Items (in thousands of EUR)	Owned vehicles	Rental vehicles	Vehicles in stock	Vehicles for hire	Tangible fixed assets in progress	Total
Net opening balances	**6,200**	**5,659,620**	**141,085**	**927,179**	**-**	**6,734,083**
Adjustment of opening balances	-	1,322,910	42,838	(218)	-	1,365,530
Acquisitions	12,852	4,193,164	185,805	478,169	143	4,870,132
Divestments	(1,201)	(2,469,172)	(249,017)	(23,210)	-	(2,742,599)
Write-downs	-	(178)	(3,014)	-	-	(3,192)
Depreciation	(3,631)	(970,815)	(9,305)	-	-	(983,751)
Exchange rate differences	-	18,491	-	-	-	18,491
Other changes	689	524,340	151,574	(830,486)	-	(153,882)
Net carrying amount	**14,910**	**8,279,304**	**259,967**	**551,434**	**143**	**9,105,757**

The changes during 2023 are shown below.

Items (in thousands of EUR)	Owned vehicles	Rental vehicles	Vehicles in stock	Vehicles for hire	Total
Net opening balances	**1,733**	**4,218,959**	**33,063**	**605,953**	**4,859,709**
Adjustment of opening balances	1,431	544,695			546,126
Acquisitions	5,131	1,823,109	3,110	899,104	2,730,454
Divestments	(697)	(551,266)	(21,195)	(5,583)	(578,742)
Depreciation	(1,230)	(684,422)	-	-	(685,651)
Exchange rate differences	-	9,819	-	-	9,819
Other changes	(168)	312,967	126,106	(572,295)	(133,390)
Net carrying amount	**6,200**	**5,673,862**	**141,085**	**927,179**	**6,748,326**

The table showing changes in assets and liabilities as at 31 December 2023 does not include the impact of the PPA process, amounting to €14,243 thousand.

2. TANGIBLE ASSETS

This item amounts to € 3,625 thousand, up by € 1,281 thousand compared with the prior year, and principally comprises investment in electrification projects and in machinery and equipment, industrial and commercial equipment and other tangible fixed assets.

It is broken down as follows:

2.1 OTHER TANGIBLE ASSETS: Breakdown

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Machinery and equipment	**1,513**	**326**	**1,187**
Gross amount	4,888	4,271	618
Accumulated depreciation	(3,375)	(3,945)	570
Industrial and commercial equipment	**1,567**	**1,297**	**270**
Gross amount	2,141	1,822	319
Accumulated depreciation	(574)	(526)	(48)
Other tangible fixed assets	**544**	**721**	**(176)**
Gross amount	1,798	1,778	20
Accumulated depreciation	(1,254)	(1,058)	(196)
Total	**3,625**	**2,343**	**1,281**
Gross amount	**8,828**	**7,872**	**956**
Accumulated depreciation	**(5,203)**	**(5,528)**	**325**

2.2 OTHER TANGIBLE ASSETS: Annual change

The changes during 2024 are shown below.

Items (in thousands of EUR)	Machinery and equipment	Industrial and commercial equipment	Other tangible fixed assets	Total
Net opening balances	**326**	**1.297**	**721**	**2.343**
Acquisitions	1.564	402	25	1.991
Divestments	(38)	(32)	-	(70)
Depreciation	(345)	(100)	(202)	(646)
Exchange rate differences	6	-	0	6
Net carrying amount	**1,513**	**1,567**	**544**	**3,625**

The changes during 2023 are shown below.

Items (in thousands of EUR)	Machinery and equipment	Industrial and commercial equipment	Other tangible fixed assets	Total
Net opening balances	**1,044**	**196**	**1,278**	**2,518**
Acquisitions	690	1,100	63	1,854
Divestments	(349)	-	(79)	(428)
Depreciation	(375)	-	(295)	(670)
Exchange rate differences	23	-	2	25
Others variations	77	-	(1,032)	(955)
Net carrying amount	**1,110**	**1,297**	**(63)**	**2,343**

3. INTANGIBLE ASSETS

3.1 RIGHTS OF USE: Breakdown

As provided under international accounting standards (IFRS 16 in particular), the Group avails itself of the exemption from the standard for leases with a duration of 12 months or less or for assets with low value. As such, leases of more than 12 months are accounted for in this item, unless the underlying asset is of low value.

This item amounts to € 18,109 thousand, down by € 2,245 thousand compared with the prior year.

A breakdown is provided below.

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Property	**18,109**	**20,848**	**(2,738)**
Gross amount	32,476	32,970	(493)
Accumulated amortisation	(14,367)	(12,122)	(2,245)
Total	**18,109**	**20,848**	**(2,738)**
Gross amount	**32,476**	**32,970**	**(565)**
Accumulated amortisation	**(14,367)**	**(12,122)**	**(2,245)**

The most significant item presented above relates to lease agreements (falling within the scope of IFRS 16) entered into by the Group for buildings used for the Companies' operating activities, such as buildings used as offices. These leases generally last more than 12 months.

3.2 RIGHTS OF USE: Annual change

The changes during 2024 are shown below.

Items (in thousands of EUR)	Property	Total
Net opening balances	**20,848**	**20,848**
Acquisitions	892	892
Amortisation	(3,438)	(3,438)
Other changes (-)	(192)	(192)
Net carrying amount	**18,109**	**18,109**

4. GOODWILL

Goodwill amounts to € 126,212 thousand at 31 December 2024 and comprises:

- € 78,480 thousand for goodwill generated in 2001 on the formation of Leasys Italia S.p.A.;
- € 2,732 thousand relating to the goodwill generated in 2020 on the acquisition of Leasys Portugal S.A.;
- € 45,000 thousand relating to the goodwill generated in 2023 on the acquisition of Leasys Mobility Portugal S.A..

The completion of the Purchase Price Allocation ("PPA") process (see the following paragraph, entitled "The completion of the Purchase Price Allocation process," for a description of the impacts arising from the PPA), relating to the acquisitions of Leasys Luxembourg S.A. and Leasys Mobility Portugal S.A., resulted in the restatement of the provisional goodwill amounts recognised in the 2023 financial statements. In particular, the goodwill relating to Leasys Luxembourg S.A. was fully allocated, while, with respect to Leasys Mobility Portugal S.A., goodwill increased by €24,495 thousand. No further changes in goodwill were recorded in 2024.

Impairment testing of goodwill

According to IAS 36 - Impairment of Assets, goodwill must be tested for impairment on an annual basis to verify the recoverability of its value. At each reporting date, therefore, the Group performs a test by estimating the recoverable amount of goodwill and comparing it to the carrying amount to see if the asset has been impaired.

Criteria for estimating Value in Use

Value in use was determined by estimating the current value of the future cash flows expected to be generated. The analytical forecast period covered five years. Last year's flow of analytical

forecasting was projected in perpetuity (using a perpetual annuity solution) with an appropriate growth rate "g" to obtain the "Terminal Value". The rate "g" was determined by taking the medium-term inflation rate in the Euro area as the growth factor, as a constant rate over time).
Flows from financial assets/liabilities are part of the company's core business. In other words, the recoverable amount (higher of value in use and fair value) is affected by these cash flows and, in turn, must also include the financial assets/liabilities.
As such, it can be considered with adequate reliability that the cash flows coincide with the expressed profitability and, therefore, it has been assumed that the Free Cash Flow (FCF) corresponds to Net Result.

Determining the discount rate of cash flows

When determining Value in Use, cash flows were discounted at a rate that reflects current market assessments, the time value of money and the risks specific to the asset.
The discount rate used was estimated on an equity side basis, i.e. considering only the cost of equity (Ke) in line with the methods for determining cash flows which, as mentioned earlier, include cash flows deriving from financial assets and liabilities.
The cost of capital was then determined using the Capital Asset Pricing Model (CAPM). Based on this model, the cost of capital is determined as the sum of the return on risk-free investments and a risk premium which, in turn, depends on the specific riskiness of the business (i.e. both the riskiness of the operating segment and the geographical riskiness represented by the "country risk").

Impairment Test Results

Goodwill is tested for impairment at least once a year or more frequently when circumstances indicate that the carrying amount may be impaired.
At the balance sheet date, there were no conditions or findings following the test that indicated impairment.
The impairment test was conducted on the two CGUs identified for the purpose of monitoring goodwill, namely Italy and Portugal. During the 2024 financial year, following organisational changes related to new acquisitions, the Group modified the reporting used for monitoring the business and, consequently, goodwill. Two CGUs were therefore identified, whereas until 31 December 2023 there was only one CGU.
The recoverable and carrying amounts are shown below:

CGU - Amounts in €/M	Goodwill	Carrying amount	Recoverable amount	Excess over carrying amount
Italy - Leasys Italia S.p.A.	78.5	824.6	1,283.8	459.2
Portugal - Leasys Mobility Portugal S.A.	47.7	99.6	154.6	55.0
Total	**126.2**	**924.2**	**1,438.4**	**514.2**

The following parameters were used in relation to the Italy CGU:

- a discount rate of 11.00%, calculated as the cost of capital, considering a risk-free rate of 3.52%, a business risk premium of 6.80% and a beta of 1.10%;
- the growth rate is estimated at 2.06%.

The following parameters were used in relation to the Portugal CGU:

- a discount rate of 8.98%, calculated as the cost of capital, considering a risk-free rate of 2.84%, a business risk premium of 5.58% and a beta of 1.10%;
- the growth rate is estimated at 2.06%.

To take into account possible deteriorations in market economic conditions, sensitivity analyses were also carried out on the following variables:

- Cost of equity +/- 1%;
- Long-term growth rate +/- 1.5%.

Moreover, sensitivity analyses were performed by simulating a change in the significant parameters of the impairment test, including a 20% decrease in the Net Result, to take into account a potential worsening of economic market conditions. At the end of this analysis, the recoverable amount was found to be higher than the carrying amount.

<u>Finalisation of the Purchase Price Allocation process</u>

The Purchase Price Allocation process has been finalised in relation to the 2 entities acquired in August 2023 by Leasys Italia S.p.A., Leasys Luxembourg S.A. and Leasys Mobility Portugal S.A.. This involved:

1. an increase in assets and liabilities by € 9,787 thousand in 2023 (the 2023 balance sheet has been restated)

2. an increase in the 2023 profit for the year by € 4,157 thousand (the 2023 income statement has been restated)
3. a positive impact of € 3,901 thousand on the 2024 profit for the year.

The following summary table shows the balance sheet and income statement line items affected by the completion process of the Purchase Price Allocation:

K euro	2023 Leasys Luxembourg S.A.	2023 Leasys Mobility Portugal S.A.	Total
Vehicles	10,266	-24,500	-14,242
Goodwill	-5,853	24,494	18,641
Deferred tax assets	194	-	194
Inventories	47	-	47
Tax credits	-	5,147	5,147
Balance sheet - Total assets	***4,654***	***5,133***	***9,787***
Profit (loss) for the year	1,858	2,299	4,157
Deferred tax liabilities	-1,057	-	-1,057
Tax payables	3,853	2,834	6,687
Balance sheet - Total liabilities and equity	***4,654***	***5,133***	***9,787***
Revenues from leasing contracts	801	2,910	3,711
Income taxes	1,057	-611	446
Total income statement	***1,858***	***2,299***	***4,157***

K euro	2024 Leasys Luxembourg S.A.	2024 Leasys Mobility Portugal S.A.	Total
Revenues from leasing contracts	-5,812	10,460	4,648
Income taxes	1,449	-2,197	-747
Total income statement	***-4,362***	***8,264***	***3,901***

5. OTHER INTANGIBLE ASSETS

This item amounts to € 105,471 thousand, up by € 4,715 thousand compared with the prior year. A breakdown is provided below.

5.1 OTHER INTANGIBLE ASSETS: Breakdown

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Industrial patent rights and intellectual property	**22,923**	**25,182**	**(2,259)**
Gross amount	81,415	77,628	3,788
Accumulated amortisation	(58,492)	(52,445)	(6,047)
Concessions, licences, trademarks and similar rights	**37,981**	**42,812**	**(4,831)**

Gross amount	61,611	61,165	446
Accumulated amortisation	(23,630)	(18,353)	(5,277)
Other intangible fixed assets	**28,492**	**31,224**	**(2,732)**
Gross amount	56,831	55,795	1,036
Accumulated amortisation	(28,338)	(24,571)	(3,767)
Fixed assets in progress and advances	**16,075**	**1,537**	**14,537**
Gross amount	16,075	1,537	14,537
Total	**105,471**	**100,756**	**4,715**
Gross amount	**215,932**	**196,125**	**19,807**
Accumulated amortisation	**(110,460)**	**(95,369)**	**(15,091)**

The following should be noted with regard to intangible assets:

- Industrial patents and intellectual property rights, € 22,923 thousand, mainly refer to the cost of IT implementations following the merger with Free2Move, and to the update of system functions for business needs and to comply with regulatory requirements;
- Other intangible assets, € 66,473 thousand, mainly consist of the capitalised costs of the Perseverance Project (BTA)s;
- Fixed assets in progress, € 16,075 thousand, reflect the capitalisation of projects with a 2025 go-live date, and mainly comprise additions to the IT system.

5.2 OTHER INTANGIBLE ASSETS: Annual change

Shown below are the changes in balances in 2024.

Items (in thousands of euros)	Industrial patent rights and intellectual property	Concessions, licences, trademarks and similar rights	Other intangible fixed assets	Fixed assets in progress and advances	Total
Net opening balances	**25,182**	**42,812**	**31,224**	**1,537**	**100,756**
Acquisitions	3,435	417	995	14,989	19,836
Disinvestments	-	(5,081)	(4059	-	(5,486)
Amortisation	(6,035)	(167)	(3,675)	-	(9,877)
Exchange rate differences	2	-	240	-	243
Other variations	339		114	(452)	-
Net carrying amount	**22,923**	**37,981**	**28,492**	**16,075**	**105,471**

Shown below are the changes in balances in 2023.

Items (in thousands of euros)	Industrial patent rights and intellectual property	Concessions, licences, trademarks and similar rights	Other intangible fixed assets	Fixed assets in progress and advances	Total
Net opening balances	**16,581**	**169**	**2,519**	**10,814**	**30,083**
Acquisitions	13,126	46,506	31,391	1,312	92,335
Amortisation	(5,884)	(3,882)	(2,817)	(2)	(12,585)
Exchange rate differences	14	-	7	-	21
Other variations	1,346	19	124	(10,587)	(9,097)
Net carrying amount	**25,182**	**42,812**	**31,224**	**1,537**	**100,756**

6. EQUITY INVESTMENTS

The table below details the minority equity investments held by the Leasys Group:

Items (in EUR)	Location (Country)	Currency	Share of ownership	Carrying amount
Long-term investments				
FCA Security S.c.p.A.	Italy	EUR	0.00%	150
Total equity investments				**150**

7. DERIVATIVE FINANCIAL INSTRUMENTS

	Current notional value	Current fair value	Non-current notional value	Non-current fair value
Derivative assets				
Trading derivatives	0	0	0	0
Hedging derivatives	460,178	2,227	4,088,050	43,274
Interest-rate risk	**460,178**	**2,227**	**4,088,050**	**43,274**
Foreign exchange risk	0	0	0	0
Total derivative assets	**460,178**	**2,227**	**4,088,050**	**43,274**
Derivative liabilities				
Trading derivatives	0	0	1,100,000	759
Hedging derivatives	755,362	2,310	5,804,365	43,255
Interest-rate risk	**755,362**	**2,310**	**6,904,365**	**44,014**
Foreign exchange risk	0	0	0	0
Total derivative liabilities	**755,362**	**2,310**	**6,904,365**	**44,014**

The item includes derivative financial instruments for managing interest rate risk, with a notional value of €12,207,955 thousand as of December 31, 2024, corresponding to a net fair value of (€822) thousand (difference between assets and liabilities). The notional value of a derivative contract refers to the contractually defined amount.

Trading derivatives refer to the Labirs One S.r.l. securitisation, with the value of vehicles leased by Leasys Italia S.p.A. as collateral.

Fair value differs from the Shareholders' Equity item "Reserve for cash flow hedges" because it is recognised net of related accruals.

Interest differentials are recognised in the income statement on an accrual basis under financial income/expenses.

These derivative financial instruments were arranged for hedging purposes and are intended to transform the cost profile of part of the fundraising from variable to fixed in order to correlate it with the duration and yield of the rental agreements.

The fair value of these instruments, all of which are interest rate swaps, was determined by discounting future cash flows, which are estimated based on the relevant rate curves at 31 December 2024.

Due to the decrease in interest rates, the fair value of hedging derivatives has fallen since the end of 2023.

8. TAX ASSETS AND LIABILITIES

Deferred tax assets, amounting to €124,951 thousand as detailed below, increased by €63,944 thousand compared with the previous year.

Deferred tax liabilities, amounting to €80,230 thousand as detailed below, increased by €28,735 thousand compared with the previous year.

8.1 TAX ASSETS AND LIABILITIES: Breakdown

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Deferred tax assets	**124,951**	**61,006**	**63,944**
With matching entry in the Income Statement	96,974	63,450	33,524
With matching entry in Shareholders' Equity	27,977	27,978	(2)
Deferred tax liabilities	**80,230**	**51,495**	**28,735**
With matching entry in the Income Statement	43,130	44,817	(1,687)
With matching entry in Shareholders' Equity	37,099	37,100	(0)

8.2 TAX ASSETS AND LIABILITIES: Annual change

	Deferred tax assets			Deferred tax liabilities		
	With matching entry in the Income Statement	With matching entry in Shareholders' Equity	Total	With matching entry in the Income Statement	With matching entry in Shareholders' Equity	Total
1. Opening amount	**(63,450)**	**(27,978)**	**(91,428)**	**44,817**	**37,100**	**81,917**
2. Increases	**(34,079)**	**-**	**(34,079)**	**(1,687)**	**-**	**(1,687)**
2.1 Deferred tax assets/liabilities recognised during the year	(33,342)	-	(33,342)	(1,687)	-	(1,687)
a) relating to previous years	(30,618)	-	(30,618)	-	-	-
c) other	(2,725)	-	(2,725)	(58)	-	(58)
2.3 Other increases	**(736)**	**-**	**(736)**	**1**	**-**	**1**
Calculated exchange rate differences (+)	(736)	-	(736)	1	-	1
3. Decreases	**555**	**2**	**557**	**-**	**-**	**-**
3.1 Deferred tax assets/liabilities reversed during the year	555	2	557	-	-	-
a) reclassifications	273	2	275	-	-	-
d) Other	282	-	282	-	-	-
4. Closing amount	**(96,974)**	**(27,977)**	**(124,951)**	**43,130**	**37,100**	**80,230**

CURRENT ASSETS

9. INVENTORIES

Inventories, € 301,670 thousand, refer to vehicles that have ended their contractual rental period and are held for sale. The amount has risen by € 129,091 thousand since the end of the prior year.

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Total Change
Goods on consignment	-		0
Vehicles held for sale	301,670	172,578	129,091
Total	**301,670**	**172,578**	**129,091**

10. RECEIVABLES FROM CUSTOMERS

This item amounts to € 1,027,489 thousand, up by € 313,714 thousand compared with the prior year. A breakdown is provided below.

10.1 RECEIVABLES FROM CUSTOMERS: breakdown

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Total Change
Vehicle rental receivables	1,056,867	703,132	353,735
Allowance for doubtful accounts	(91,056)	(68,625)	(22,431)
Receivables from finance leases	64,036	81,742	(17,705)
Allowance for doubtful leasing accounts	(2,359)	(2,473)	115
Receivables from customers - net	**1,027,489**	**713,775**	**313,714**

10.2 CHANGES IN ALLOWANCE FOR DOUBTFUL ACCOUNTS

The changes in the allowance for doubtful accounts during 2024 are shown below.

Items (in thousands of EUR)	31/12/2024	31/12/2023
Initial value	**71,098**	**50,127**
Increases	**36,840**	**30,852**
Provision for the year	36,720	24,228
Other changes	119	6,625
- Calculated exchange rate differences (+)	119	246
- Other changes (+)	-	6,378
Decreases	**(14,523)**	**(9,881)**
Write-backs	-	(177)
of value from collections	-	(177)
Gains on disposal (-)	(3,385)	(233)
Write-offs	(11,138)	(9,460)
Other changes	-	(11)
- Change in scope of consolidation (-)	-	(11)
Total	**93,414**	**71,098**

Trade receivables are non-interest-bearing and generally have maturities of 30 to 90 days.

11. OTHER CURRENT RECEIVABLES AND ASSETS

This item amounts to €1,132,581 thousand, an increase of €1 thousand compared with the previous year, due to a general increase in the categories of receivables included under "Other receivables.".

The "Other receivables" item consists mainly of:

- financial receivables of €11.8 million;
- VAT receivables of €527 million;
- prepaid commercial expenses of €231 million.

The item "Other receivables" includes €37.5 million in assets recorded for tyre maintenance and replacement services provided under customer leasing contracts. The change is mainly due to the increase in VAT receivables arising from investments in vehicles to be leased to customers, as reported under item 1 – Vehicles.

The breakdown of this item is shown below:

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Total Change
Personnel-related receivables	594	543	50
Receivables from social security institutions	54	14	41
Receivables from insurance companies	-	-	
Guarantee deposits	64	33	31
Other receivables	1,131,869	1,018,106	113,762
Total	**1,132,581**	**1,018,697**	**113,884**

12. CASH AND CASH EQUIVALENTS

Cash and cash equivalents have increased by € 90,106 thousand since 31 December 2023. This rise reflects the normal flow of collections and payments generated by the business.

Cash and cash equivalents include deposits of the securitisation special purpose vehicles, amounting to € 28,814 thousand.

The table below breaks down the cash and cash equivalents held by the Company:

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Total Change
Bank and postal deposits	316,642	226,536	90,106
Total	**316,642**	**226,536**	**90,106**

13. TAX RECEIVABLES

This item amounts to € 38,904 thousand, down by € 14,105 thousand compared with the prior year.

The table below provides a breakdown of tax receivables.

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Total Change
Direct tax receivables	38,904	53,009	(14,105)
Total tax receivables	**38,904**	**53,009**	**(14,105)**

LIABILITIES AND SHAREHOLDERS' EQUITY

14. NET FINANCIAL DEBT

Net financial debt amounts to € 9,941,288 thousand, up by € 2,801,896 thousand compared with the prior year.

The breakdown is as follows:

Items (in thousands of EUR)	**Total 31/12/2024**	**Total 31/12/2023**	**Change**
A. Cash on hand	(2,016)	(2,557)	541
B. Bank and post office deposits	(314,626)	(223,979)	(90,647)
C. Securities	-	-	-
D. Liquidity (A+B+C)	**(316,642)**	**(226,536)**	**(90,106)**
E. Current bank debt	2,248,310	2,004,868	243,442
F. Bonds issued	516,094	1,266,545	(750,451)
G. Other current financial liabilities	960	3,208	(2,247)
H Current financial debt (F+G+H)	**2,765,365**	**3,274,621**	**(509,257)**
I. Net current financial debt (I-E-D)	**2,448,723**	**3,048,086**	**(599,363)**
K. Non-current bank debt	2,786,269	1,625,212	1,161,057
L. Bonds issued	4,688,532	2,447,892	2,240,640
M. Other non-current payables	17,764	18,202	(438)
N. Non-current financial debt (K+L+M)	**7,492,565**	**4,091,307**	**3,401,258**
O. Net financial debt (H+N)	**9,941,288**	**7,139,393**	**2,801,896**

As of the date of this report, the financing agreements do not contain any covenant provisions, the breach of which would trigger the automatic repayment of the debt, that are in breach. The clauses included in the financing agreements with lending institutions contain only disclosure obligations, the breach of which would give the bank the right to request early repayment of the loans.

14.1 NON-CURRENT AND CURRENT FINANCIAL LIABILITIES: Breakdown

This item amounts to € 10,257,930 thousand, up by € 2,892,002 thousand compared with the prior year.

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Long-term financial payables	**2,786,269**	**1,625,212**	**1,161,057**
Bank loans (portion beyond 12 months)	2,686,694	1,625,212	1,061,482
Other financial payables	99,575	-	99,575
Bonds issued	**4,688,532**	**2,447,892**	**2,240,640**
Medium-/long-term financial lease liabilities	**17,764**	**18,202**	**(438)**
Total non-current financial liabilities	**7,492,565**	**4,091,307**	**3,401,258**
Current financial liabilities due to financing agreements and others	**-**	**-**	**-**
Short-term financial payables	**2,249,271**	**2,008,076**	**241,194**
Overdrawn current accounts	752,831	78,523	674,308
Bank loans (portion within 12 months)	1,264,086	1,493,276	(229,190)
Other financial payables	231,393	433,070	(201,676)
Liabilities under short-term financial leases	960	3,208	(2,247)
Bonds issued	**516,094**	**1,266,545**	**(750,451)**
Total current financial liabilities	**2,765,365**	**3,274,621**	**(509,257)**
Total financial liabilities	**10,257,930**	**7,365,928**	**2,892,002**

The increase in loans compared to the 2023 financial year is mainly due to the financial requirements needed to cover the increase in business volumes in terms of company fleet, which grew in 2024 compared with the prior year.

14.2 LEASE LIABILITIES

Lease liabilities, € 18,724 thousand, arose exclusively from the application of IFRS 16, and mainly relate to leases of employee housing and office premises.
Detailed below are the maturity dates of the lease liabilities (referred to in the table above):

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Current lease liabilities - Minimum future payments <1 year	2,442	3,208	(766)
Lease liabilities - Minimum future payments between 1 and 5 years	9,153	7,138	2,014

Lease liabilities - Minimum future payments beyond 5 years	7,130	11,064	(3,934)
Total	**18,724**	**21,410**	**(2,686)**

14.3 BONDS ISSUED

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Current portion	516,094	1,266,545	(750,451)
Non-current portion	4,688,532	2,447,892	2,240,640
Total carrying amount	**5,204,626**	**3,714,437**	**1,490,189**

During 2024, in addition to the drawdowns made or renewed under the Committed Facility provided by the Crédit Agricole Group, bank lines exceeding € 2.4 billion were arranged or renewed with third-party credit and financial institutions.

Additionally, during 2024, the Leasys Group successfully returned to the capital market with three benchmark public issues totalling € 1.5 billion in the context of the "EMTN" (European Medium-Term Notes) programme, and 12 private placements totalling € 1.2 billion.

During the second half of 2024, Leasys also renewed and expanded the EMTN programme from € 5 to € 8 billion.

15. DEFINED BENEFIT COMPANY RETIREMENT PLANS

15.1 EMPLOYEE BENEFITS: Breakdown

The item amounts to € 4,386 thousand, up by € 350 thousand compared with the prior year.

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Defined benefit plans	2,674	2,458	216
Other long-term benefits	1,712	1,578	134
Total defined benefit plans	**4,386**	**4,035**	**350**

The liability for post-employment benefits recognised in the balance sheet represents the current value of the defined benefit obligation, adjusted for actuarial gains and losses and previously unrecognised expenses for past work. The provisions for defined benefit retirement plans and the annual cost recognised in the income statement are determined by external actuaries using the Projected Unit Credit Method.

15.2 EMPLOYEE BENEFITS: Annual change

Changes in 2024 are shown below.

Items (in thousands of EUR)	Defined benefit plans	Other long-term benefits	Total employee benefits
A. Net opening balances	**2,458**	**1,578**	**4,035**
B. Increases	**437**	**250**	**687**
B.1 Provision for the year	397	184	580
B.2 Other changes	41	66	107
C. Decreases	**(221)**	**(116)**	**(337)**
C.1 Payments made	(221)	(116)	(337)
D. Net closing balances	**2,674**	**1,712**	**4,386**

15.3 EMPLOYEE BENEFITS: Changes in actuarial liability

Items (in thousands of EUR)	Defined benefit plans	Other long-term benefits	Total employee benefits
Opening actuarial liability	**2,458**	**1,578**	**4,035**
Costs for services	-	47	47
Financial charges	201	51	252
Actuarial losses/(gains) from changes in demographic assumptions	2	(3)	(1)
Actuarial losses/(gains) from changes in financial assumptions	(6)	(5)	(11)
Other actuarial losses/(gains)	45	77	122
Disbursements	(25)	(49)	(74)
Other movements	-	15	15
Closing actuarial liability	**2,674**	**1,712**	**4,386**

16. PROVISIONS FOR RISKS AND CHARGES

This item amounts to € 23,165 thousand, up by € 2,855 thousand compared with the prior year.

16.1 PROVISIONS FOR RISKS AND CHARGES: Breakdown

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Provision for taxes and fiscal risks	55	55	-
Provision for legal disputes	740	737	3
Provision for risks and charges relating to operating leases	5,653	3,723	1,930
Other provisions for risks and charges	16,717	15,795	922
Total provisions for risks and charges	**23,165**	**20,310**	**2,855**

The item “Provision for legal disputes” reflects the risks associated with cases where the risk of losing the case is probable.

Most of the cases considered to have a probable risk of being lost related to disputes in which the company was being sued as the owner of vehicles involved in motor accidents. A minority of cases also relate to lawsuits involving the company due to defects in the vehicles sold.

The “Provision for risks and charges relating to operating leases” item mainly includes the provision for risks relating to the termination of agency agreements, which is payable in the event that the agency agreement is terminated by the principal or for reasons not attributable to the agent.

The “Other provisions for risks and charges” item mainly includes the self-insurance provision, established to cover risks associated with accidents involving vehicles during the contractual term, and the provision for personnel-related risks.

16.2 PROVISIONS FOR RISKS AND CHARGES: Annual change

Changes in 2024 are shown below.

Items (in thousands of EUR)	Provision for taxes and fiscal risks	Provision for legal disputes	Provision for risks and charges relating to operating leases	Other provisions for risks and charges	Total 31/12/2023
A. Net opening balances	**55**	**737**	**3,723**	**15,795**	**20,310**
B. Increases	**-**	**113**	**1,930**	**20,802**	**22,845**
Provision for the year	-	113	1,930	20,709	22,752
Other changes	-	-	-	93	93
C. Decreases	**-**	**(110)**	**-**	**(19,881)**	**(19,990)**
Use during the year	-	(110)	-	(2,955)	(3,065)
for release	-	(72)	-	(823)	(895)
Other changes (-)	-	-	-	(16,925)	(16,925)
D. Net closing balances	**55**	**740**	**5,653**	**16,717**	**23,165**

For supplementary defined benefit retirement plans, the actuarial values required by IAS 19 Employee Benefits is determined by an independent actuary using the Project Unit Credit Method as detailed in Part A – Accounting Policies.

The provisions for risks and charges has increased by € 2,855 thousand compared with the prior year. In particular, the Other provisions for risks and charges reflect a decrease in the provision for self-insurance by € 652 thousand and an increase in the provision for employee bonuses by € 3,632 thousand.

17. TRADE PAYABLES

Trade payables amount to €986,593 thousand, an increase of €27,291 thousand compared with the previous year, and are substantially in line with the usual business flows. The €76,580 thousand change in the "Other" item is mainly due to the increase in payables to customers for security deposits.

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Trade payables	697,650	718,963	(21,314)
Deferred income for operating leases	120,002	150,674	(30,672)

Other accrued expenses and deferred income	12,532	9,835	2,697
Others	156,409	79,830	76,580
Total trade payables	**986,593**	**959,302**	**27,291**

The characteristics of the above liabilities are indicated below:

- trade payables do not generate interest expense and are normally settled between 30 and 60 days;
- other payables are non-interest-bearing and are settled at six months on average.

18. OTHER CURRENT LIABILITIES

Other current liabilities amount to €188,997 thousand, down €13,260 thousand compared with the previous year. The change is mainly attributable to the decrease in the "Other payables" item.

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Payables to insurance companies	19,417	15,889	3,528
Payables to customers for security deposits	165		165
Payables to personnel and social security institutions	15,836	12,319	3,518
Other payables	153,579	174,049	(20,471)
Total other payables	**188,997**	**202,257**	**(13,260)**

19. TAX PAYABLES

This item amounts to € 8,257 thousand, down by € 33,502 thousand since 31 December 2023, mainly due to the IRES and IRAP payable in the Italian market.

The table below provides a breakdown of tax payables:

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Direct tax payables	8,257	41,759	(33,502)
Total tax payables	**8,257**	**41,759**	**(33,502)**

PART C – INFORMATION ON THE CONSOLIDATED INCOME STATEMENT

Shown below is a breakdown of the main items of the Income Statement.

Amounts are expressed in thousands of Euro.

1. MARGIN ON LEASES

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Income from leases	**1,624,468**	**1,224,619**	**399,850**
Operating lease payments	1,624,468	1,224,619	399,850
Leases - result of financial operations	**(292,454)**	**(146,615)**	**(145,839)**
Financial charges	(451,761)	(254,899)	(196,861)
Interest on bonds	(196,674)	(88,676)	(107,999)
Expenses from derivatives designated as hedging instruments	(1,719)	(207)	(1,512)
Interest expense - banks	(148,508)	(128,898)	(19,610)
Interest expense - other lenders	(86,251)	(21,107)	(65,145)
Other financial charges	(18,608)	(16,013)	(2,595)
Financial income	159,307	108,285	51,022
Dividends from equity investments	-	-	-
Interest from customers	25,442	13,576	11,866
Interest from other loans	7,299	5,023	2,275
Income from derivatives designated as hedging instruments	60,196	76,159	(15,963)
Other financial income	66,370	13,526	52,844
Costs from leases - depreciation	**(1,110,308)**	**(906,963)**	**(203,344)**
Operating lease depreciation	(1,078,541)	(874,484)	(204,057)
Fees payable on buy backs	(31,766)	(32,479)	713
Total margin from leases	**221,707**	**171,041**	**50,666**

Revenues are recognised in accordance with the provisions set out in the "revenues" section of the accounting standards herein and are recognised on a straight-line basis over the duration of the rental period. Any revenue arising from these unbudgeted contracts is recognised as revenue in the year in which it accrues.

The change in the lease contract margin, amounting to €50,666 thousand, is due to the combined effect of the increase in rental income of €399,850 thousand, the increase in depreciation costs on leased vehicles of €203,344 thousand, and a decrease in the result from financial management of €145,839 thousand, attributable to higher finance costs.

2. MARGIN FROM SERVICES

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Revenues from services	**633,168**	**535,992**	**97,176**
Service payments for operating leases	487,637	395,842	91,795
Insurance claims and compensation	411	472	(62)
Other operating lease income	142,936	137,364	5,572
Other income from services	2,185	2,314	(129)
Costs for services	**(593,961)**	**(503,037)**	**(90,924)**
Costs for vehicle services	(593,850)	(502,984)	(90,865)
Costs for commercial services	-	-	-
Other costs for services	(112)	(53)	(59)
Total Margin from Services	**39,207**	**32,955**	**6,252**

This item mainly consists of revenues and ancillary costs relating to maintenance services offered to the customer together with the rental of the car.

The increase in the margin from services of € 6,252 thousand was mainly due to the net effect of the increase in service fees € 97,176 thousand and the increase in vehicle and commercial service costs € (90,924) thousand.

3. MARGIN FROM VEHICLE SALES

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Vehicle sales revenues	**198,450**	**151,452**	**46,998**
Capital gain on sale of leased assets	65,716	115,317	(49,601)
Proceeds from residual values	65,654	3,587	62,067
Other revenue	67,080	32,547	34,533
Costs for vehicle sales	**(133,936)**	**(48,122)**	**(85,814)**
Capital losses on sale of leased assets	(90,849)	(35,536)	(55,313)
Provisions on residual values	(10,688)	(1,268)	(9,420)
Logistics costs	(32,399)	(11,318)	(21,081)
Total margin from vehicle sales	**64,514**	**103,330**	**(38,816)**

The decrease in the margin from vehicle sales by € 38,816 thousand was mainly due to the combined effect of an increase in revenues from vehicle sales (€ 46,998 thousand), reflecting the related capital gains and including an effect deriving from revaluation of the fleet, and an increase in the cost of sales by € 85,814 thousand, mainly due to increased capital losses on vehicle sales.

4. PAYROLL COSTS

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Wages and salaries	(74,471)	(54,509)	(19,962)
Social security contributions	(16,989)	(14,190)	(2,799)
Defined benefit plans	(203)	(153)	(50)
Defined contribution plans	(2,697)	(2,299)	(398)
Other long-term plans	(181)	(145)	(36)
Other costs	(19,532)	(17,904)	(1,628)
Total payroll costs	**(114,073)**	**(89,201)**	**(24,873)**

Payroll costs were € 24,873 thousand higher than in the prior year, mainly reflecting absorption of the cost of former F2ML personnel for a full 12 months in 2024, compared with just 9 months in 2023. Additionally, the size of the Group's workforce rose from 1,313 to 1,380 persons during the year, as a consequence of net recruitment during 2024.

The item "Wages and salaries" includes salaries and bonuses (of white collar staff and managers) amounting to € 74,471 thousand.

The item "Social security contributions" includes contributions for employees for € 16,989 thousand.

The item "Defined contribution plans" classifies the contributions to supplementary retirement plans paid by the company.

The item "Other costs" mainly includes 'Labour costs' for external personnel and 'Incentive costs for Sales staff'.

5. OTHER OPERATING EXPENSES

Total other operating expenses have increased by € 28,175 thousand compared with the prior year. The change was mainly due to an increase in IT and an increase in the cost of technical, legal, administrative and professional services.

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Net provisions for risks and charges	**(1,934)**	**(416)**	**(1,518)**
Other operating expenses	**(51,529)**	**(24,872)**	**(26,657)**
IT services	(15,752)	(11,145)	(4,607)
Technical, legal, administrative and professional services	(17,494)	(11,780)	(5,714)
Charges and provisions for indirect taxes and duties	(16,607)	(145)	(16,462)
Other costs	(1,676)	(1,802)	126
Total other operating expenses	**(53,462)**	**(25,288)**	**(28,175)**

6. DEPRECIATION AND AMORTISATION

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Depreciation of right-of-use assets	(3,438)	(3,382)	(56)
Depreciation of other tangible assets	(1,609)	(744)	(864)
Amortisation of intangible assets	(7,551)	(6,785)	(767)
Total depreciation and amortisation	**(12,598)**	**(10,911)**	**(1,687)**

This item amounts to € 12,598 thousand, up by € 1,687 thousand since 31 December 2023.

7. LOSSES ON RECEIVABLES

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Write-downs of receivables from customers	(40,223)	(21,600)	(18,623)
Losses on receivables from customers	(1,509)	(2,917)	1,408
Write-backs on customer receivables	4,813	3,992	821
Total losses on receivables	**(36,919)**	**(20,525)**	**(16,394)**

This item amounts to € 36,919 thousand, up by € 16,394 thousand since 31 December 2023.

The item "Allowance for doubtful accounts" includes the provision for doubtful accounts according to the simplified IFRS 9 approach as defined herein, amounting to € 40,223 thousand, and also includes the costs of credit collection.

8. INCOME TAX

8.1 INCOME TAX: Breakdown

Items (in thousands of EUR)	Total 31/12/2024	Total 31/12/2023	Change
Current taxes for the year	(58,690)	(50,735)	(7,955)
Current taxes from previous years	300	916	(615)
Total current taxes	**(58,390)**	**(49,819)**	**(8,571)**
Change in deferred tax assets	42,096	9,100	32,996
Change in deferred tax liabilities	(28,283)	(477)	(27,807)
Total income taxes	**(44,577)**	**(41,196)**	**(3,381)**

Income taxes for the year amounted to € 44,577 thousand, up € 3,381 thousand compared to the previous year.

8.2 RECONCILIATION OF THE THEORETICAL TAX CHARGE WITH THE EFFECTIVE TAX CHARGE

The tax charge recorded in the financial statements is reconciled as follows with the theoretical tax charge, determined using the tax rates in force in Italy:

	Total 31/12/2024
Profit before tax from continuing operations	**108,375**
Taxes on theoretical income from continuing operations	26,010
Effect of fully or partially non-deductible expenses - increases	6,561
Effect of wholly or partly non-taxable income - decreases	(328)
Consolidation effect	(5,893)
Effective income taxes from continuing operations, excluding IRAP (a)	**38,136**
IRAP - theoretical tax burden	4,877
Effect of charges not forming part of the tax base	7,124
Effect of proceeds not forming part of the tax base	(104)
Consolidation effect	5,155
IRAP - Effective tax charge (b)	**6,742**
Adjustment of prior years' taxes (c)	**(300)**
Total effective tax charge (a+b+c)	**44,577**

PART D – SECURITISATION TRANSACTIONS

QUALITATIVE INFORMATION

Strategies and processes underlying loan securitisation transactions

Leasys carries out securitisation transactions – pursuant to Law No. 130/1999, as subsequently amended and supplemented – with a view to achieving four results:

- diversifying financing sources: securitisation is an important alternative source of financing for the Company with respect to ordinary bank funding;
- improving its liquidity position: the Company's potential capacity to securitise receivables also provides key support for its liquidity position.
- optimising the cost of funding: the structures used to carry out securitisations and the quality of the assigned portfolio enable a competitive cost of funding by achieving a high rating;
- possible streamlining of risk-weighted assets associated with the securitised portfolio.

As at 31 December 2022, the Company carried out a securitisation transaction pursuant to the combined provisions of Article 7(1)(a) and (2-*octies*) of Law No. 130/1999 and Article 4-*bis* of Decree-Law No. 162 of 30 December 2019. The structure of said transaction provides that the Special Purpose Entity – Leasys Asset Backed Italian Rental Securitisation One S.r.l or 'Labirs One S.r.l' for short – (which would traditionally be the assignee of the receivables) operates in this transaction as the Lender or funder. It grants a loan of € 1,365,000 thousand to Leasys (which would traditionally be the Originator, i.e. the assignor of the receivables), which operates in this particular transaction as the Borrower or lender. This pursuant to a loan agreement under Article 7(1)(a) of Law No. 130/1999 (the "Article 7 Loan") between Labirs One and Leasys, guaranteed by Allocated Assets established pursuant to Article 4-*bis* of Decree-Law No. 162 of 30 December 2019 (converted into Law No. 8 of 28 February 2020) (Article 4-*bis*) and pursuant to Article 7(2-*octies*) of Law 130 by resolution of Leasys' Board of Directors on 25 November 2022 and registered in the Companies' Register of the Chamber of Commerce of Rome on 28 November 2022 under No. 180606/2022.

The restructuring carried out on 21 December 2023 resulted in an increase in the original notes with an extension and in the issue of an additional class of securities. As a consequence, the amount of the loan was increased by € 364,886,054 to a total of € 1,667,932,836.

The operation was authorised by the Board of Directors of Leasys Italia S.p.A. on 11 December 2023 and registered on the same date in the companies register of the Rome Chamber of Commerce under No. 233155/2023.

Pursuant to this resolution, the allocated assets include the following relationships, receivables and financing rights offered to the special purpose vehicle:

- receivables arising from long-term car rental contracts entered into by Leasys in the ordinary course of its business in accordance with the laws and regulations applicable at the time the contract was entered into, as well as in accordance with the policies adopted by Leasys;
- receivables claimed by Leasys relating to the residual value of the vehicles, said residual value
  is to be understood as equal to the last available value indicated by Leasys in its accounting systems;
- the long-term rental contracts without driver entered into by Leasys with its customers which give rise to the Initial Assigned Receivables (as amended and/or supplemented within the limits and conditions set out below);
- vehicles leased on a long-term basis pursuant to the Initial Assigned Contracts
- a bank account opened by Leasys with The Bank of New York Mellon SA/NV Milan branch, IBAN: IT23I0335101600001228109780 and its balance.

Labirs One S.r.l. did not purchase from Leasys the securitised receivables or other assets, which therefore remained under Leasys' ownership. In fact, Leasys retained title to the assets and retained primary responsibility for their management and collection. As such, the debtors of the assets shall continue to pay Leasys any amounts due in respect of the assets as provided for in the relevant contracts or by law, and as per any further instructions provided to the debtors.

Pursuant to the resolution constituting the allocated assets, the assets (as well as the proceeds deriving from the management, collection, disposition and/or sale thereof) will be used: 1) to repay the Article 7 Loan in full to the Lender in accordance with Article 4-*bis* of Decree-Law No. 162 of 30 December 2019 and Article 7(2-*octies*) of Law 130/1999; 2) to cover the expenses incurred by the Company for the outstanding transaction; 3) to repay the principal of the notes issued by Labirs One S.r.l..

The Leasys securitisation transaction is a private transaction that does not provide for the assignment of a rating on the securities.

The securitisation transaction carried out by Leasys is a revolving transaction, i.e. the originator company has the right to periodically assign additional receivables in compliance with the restrictions set out in the securitisation agreement and within the limits of the amount of the programme itself, for a predetermined period, so as to constantly maintain the existing portfolio at the level it was at the time of the initial issue.

Following the issue date and during the revolving period, Leasys shall be entitled to assign to the allocated assets the additional receivables as specified above, taking economic effect from the subsequent cut-off dates as established in the securitisation agreements, for the benefit of the special purpose vehicle and as a security for the payment of any amount relating to the Article 7 Loan.

Lastly, as the above Allocated Assets are governed by Decree 162 dated 30 December 2019 (the "One Thousand Extensions" Decree, as enacted by Law 8 dated 28 February 2020), the separate statement envisaged in the Italian Civil Code has not been prepared.

Revolving Structure

In the case of revolving transactions as described above, for a predetermined period the Special Purpose Entity (SPE) may purchase additional portfolios of receivables which have the same economic-legal nature and similar risk profile, the purchase of which may be financed either through the capital proceeds from the receivables in the outstanding portfolio at the time of issue of the ABS securities, of which the originator company had previously become the assignee, or through further issues of securities within the amount limits of the securitisation programme.

At the end of the revolving phase, the securities issued are redeemed in accordance with the contractually agreed priorities.

The revolving structure allows the fixed costs of the transaction to be amortised over a longer period, optimising the cost of the transaction.

Liquidity Line management

The originator company may be required, depending on the rating agencies' valuation methodologies, to allocate a liquidity line or cash deposit to support the Special Purpose Entity in forms that may be formally different from each other.

The size of this amount is contractually determined and shall enable the vehicle to meet any temporary liquidity requirements (typically on payment dates) that may arise from the application of the "waterfall" payment structure described below.

"Waterfall" structure

The "waterfall" payment structure identifies the priorities for the allocation of available cash within the Special Purpose Entity.

In the case of transactions originating from rental receivables, the waterfall structure provides – in a simplified manner – for the following types of payments:

- vehicle expenses (mainly expenses relating to the transaction's service providers);
- swaps (contractually stated in order to cover against the risk of fluctuating interest rates of the Special Purpose Entity);
- servicer remuneration;
- interest on securities;
- replenishment/remuneration of the liquidity line;
- other items.

Servicing activities

The role of servicer of securitisation transactions is always performed by the originator company.

The role of servicer of transactions requires compliance with a series of qualitative parameters tied to the proper management of the assets underlying the securities issued by the Special Purpose Entity, as well as an adequate organisational structure in terms of management and specialised staff.

Operationally, the servicer will:

- manage outstanding contracts in accordance with its own credit and collection policies and regulations (in agreement with the Special Purpose Entity and the trustee/representative of the transactions' noteholders), along with the requirement to report also to the rating agencies in the event of significant events;
- make records of collections and recoveries, and transfer the relevant amounts. Collections made by the servicer of the various transactions are transferred to a segregated current account on a daily basis and transferred to the Special Purpose Entity at a set frequency for each transaction (monthly) on the earliest possible payment date, when they are used for the payments set out in the waterfall structure;
- perform monitoring, reporting and verification activities on the transaction (Paying Agent / Calculation Agent / Agent Bank activities are assigned to a third-party banking entity).

Servicing activities are remunerated by the Special Purpose Entity at market conditions.

Risks associated with securitisation transactions

The company participates in the programmes as an originator, servicer and investor of the junior securities and is responsible for structuring the securitisation transactions and performing the checks and monitoring of the regular performance of the transactions, as well as servicing activities including the production of the periodic reports required under the agreement.

To address securitisation risks, Leasys Italia S.p.A. has adopted:

- a comprehensive organisational model;
- a process for identifying, monitoring and mitigating securitisation risks in specific internal procedures.

Each new securitisation transaction, structured by the Securitisation and Risk Transfer department of the Treasury and validated by the CFO & Deputy General Manager, is submitted for the approval of the NPA Committee, which is chaired by the CEO & General Manager, by its front lines and by second-level internal control functions.

The approval minutes and any opinions issued by the company's second-level control functions are forwarded, along with the product concept, to the Board of Directors for final approval.

The Treasury is responsible for structuring all group operations, for direct management (in Italy), and for managing relations with rating agencies and investors.

Risk & Permanent Control defines and develops the methods, policies and procedures for the detection, assessment, monitoring, measurement and mitigation of Level 2 securitisation risks, and expresses its opinion within the NPA Committee.

At least once every three years, Internal Audit checks the degree of adequacy of the internal control system, and verifies compliance with regulations relating to the management of securitisation transactions and servicing activities carried out by Leasys Italia S.p.A.

The control tools used by the company include the following processes:

- checks of the entire documentary and contractual framework of the transaction by Treasury - Securitisation and Risk Transfer, in cooperation with internal and external legal firms;
- checks of the fairness and economic appropriateness of the transaction as a whole by Treasury - Securitisation and Risk Transfer;
- Risk & Permanent Control and also directly responsible for permanent second-level checks on securitisation transactions.

QUANTITATIVE INFORMATION

Outstanding securitisation transactions

As of 31 December 2023, Leasys Italia S.p.A. has only one securitisation outstanding with Labirs One S.r.l. with a nominal value of € 1,696 million.

Securitisation Company	LABIRS ONE SRL
Originator	LEASYS ITALIA SPA
Issuer	LABIRS ONE SRL
Servicer	LEASYS ITALIA SPA
Arrangers	UniCredit AG Credit Agricole and investment bank, Milan Branch Bank of America Europe Designated Activity Company
Underlying assets	Long-term rental
Currency	EUR
Transaction start date	27/12/2022
Transaction end date	27/12/2025
Other information	Revolving
Rating agencies	n.a.

Amount and Securities outstanding (Amounts in Euro)				
Name	**Class A1**	**Class A2**	**Class A3**	**Class M**
Seniority level	Senior	Senior	Senior	Junior
ISIN	IT0005523482	IT0005523490	IT0005573719	IT0005523524
Rating	n.a.	n.a.	n.a.	n.a.
Stock exchange listing	unlisted	unlisted	unlisted	unlisted
Date of first issue	14/12/2022	14/12/2022	21/12/2023	14/12/2022
Legal maturity	01/04/2040	01/04/2040	01/04/2040	01/04/2040
Nominal value issued	475,000,000	475,000,000	150,000,000	596,400,000
Value outstanding at year-end	475,000,000	475,000,000	150,000,000	596,400,000
Underwriter securities	PADEL Finance DAC	LMA S.A.	BOFA Europe	Leasys Italia S.p.A.

PART E – RELATED-PARTY TRANSACTIONS

The following schedule analyses the assets, liabilities, costs and revenues at 31 December 2024 by type of related party. The transactions carried out by the Leasys Group with subsidiaries during 2024 mainly related to the provision of commercial and financial services.

The revenues of the Leasys Group, mostly realised from transactions with Stellantis and CA Consumer Finance S.A., principally derive from the provision of rental services, whereby the Group rents assets in exchange for rental fees and payments for the related ancillary services. Revenues also include the brand contributions recognised by Stellantis.

The costs of the Leasys Group are principally incurred on the management of operational services, such as replacement cars, pre-rental services, car-related formalities and vehicle maintenance.

They also include the cost of administrative services provided by Group companies and of IT services.

Financial transactions mainly relate to use of the centralised treasury system, governed on market conditions, in order to optimise the management of financial resources and facilitate the settlement of intercompany relations of a commercial nature.

RELATED-PARTY TRANSACTIONS: BALANCE SHEET ITEMS

Items (in thousands of EUR)	Shareholders	Executives	Other related parties	Total
Cash and cash equivalents			2,065,629	2,065,629
Other current receivables and assets	720		353,550	354,269
Derivative instrument assets			27,411	27,411
Receivables from customers			2,018,041	2,018,041
Total assets	**720**		**4,464,630**	**4,465,350**
Financial payables (current and non-current)	0		-65,114	-65,114
Derivative instrument liabilities	0		-62,567	-62,567
Trade payables	-740		-2,064,197	-2,064,938
Total liabilities	**-740**		**-2,191,878**	**-2,192,618**

RELATED-PARTY TRANSACTIONS: INCOME STATEMENT ITEMS

Items (in thousands of EUR)	Shareholders	Executives	Other related parties	Total
Gross operating margin			- 25,244	- 25,244
Operating costs	739		- 39,632	- 38,892

All transactions were carried out in the company's interest, are part of the ordinary course of business, and are generally settled at market conditions, i.e. at the conditions that would be applied between two independent parties.

FEES PAID TO EXTERNAL AUDITORS

Fees for statutory audit services provided totalled € 1,678 thousand net of VAT, Consob contributions and reimbursement of expenses.

Group auditors belonging to the PricewaterhouseCoopers network

Amounts in thousands of EUR

TYPE OF SERVICE	SERVICE PROVIDER	SERVICE RECIPIENT	FEES
Audit	PricewaterhouseCoopers	CLICKAR S.r.l	19
		LEASYS ITALIA S.p.A	311
		LABIRS ONE S.r.l.	23
		LEASYS ITALIA S.p.A. German Branch	311
		LEASYS Austria G.m.b.H.	65
		LEASYS France S.A.S.	101
		LEASYS Luxembourg S.A.	72
		LEASYS Nederland B.V.	36
		LEASYS Polska Sp. z o.o.	101
		LEASYS Portugal S.A.	32
		LEASYS Mobility Portugal S.A.	86
		LEASYS UK Ltd	312
Total			**1,678**

Other external auditors

Amounts in thousands of EUR

TYPE OF SERVICE	SERVICE PROVIDER	SERVICE RECIPIENT	FEES
Audit	EY S.p.A.	LEASYS UK Ltd	30
Total			**30**

GUARANTEES, COMMITMENTS AND CONTINGENT LIABILITIES

The table below details the guarantees provided and commitments made by the parent company Leasys Italia S.p.A., representing the most significant component of the Group's overall exposure:

Guarantees (amounts in thousands of EUR)	Balance at 31/12/2024	Balance at 31/12/2023	Change
Guarantees received			-
Banking	7,981	3,962	4,018
Insurance	57	57	-
Total guarantees received	**8,038**	**4,019**	**4,018**
Guarantees provided			-
Banking	2,479,820	763,901	1,715,919
Insurance	43,245	121	43,124
Other	-	-	-
Total guarantees provided	**2,523,065**	**764,022**	**1,759,043**

The guarantees provided consist of sureties granted to Leasys Italia S.p.A. as guarantees for the correct fulfilment of the requirements set out in the rental contracts entered into with customers who essentially form part of government bodies.

The table below shows the commitments undertaken by the Company:

Commitments (amounts in thousands of EUR)	Balance at 31/12/2024	Balance at 31/12/2023	Change
For issuing final guarantee after contract award	-	36	(36)
Total commitments	-	**36**	**(36)**

The table shows the provisional guarantee for participating in tender procedures pursuant to Article 93(8) of Legislative Decree No. 50/2019.

PART F – LEASE INFORMATION

SECTION 1 – Lessee

In accordance with paragraphs 51-59 of IFRS 16, the following disclosures relate to leases where the Leasys Group is the lessee.

From the analysis of contracts falling within the scope of IFRS 16, the Group has identified property lease contracts as the most significant category. These mainly relate to office premises.

Income components on assets consisting of rights of use acquired through leasing	Total 31/12/2024	Total 31/12/2023
Buildings:	3,686	3,657
- Depreciation	3,438	3,382
- Interests	248	275

There are no sub-lease agreements.

In accordance with the exemptions granted under the standard, the Leasys Group has chosen not to apply IFRS 16 to leases with a total duration of less than or equal to 12 months or to leases with an underlying asset value, when new, that is less than or equal to € 5,000. In this case, these leases payments are recognised as an expense (similarly to what was done in the past).

SECTION 2 – Lessor

The Leasys Group provides financial and operational leases in the markets in which it operates to support the automotive business of the Stellantis Group and its partner companies.

In the rental sector, the Leasys Group's services are aimed at large companies and SMEs, as well as professionals and private individuals.

In the capacity of lessor, the risk associated with the Group's ongoing rights for underlying assets is managed through:

- buyback agreements;
- collateral: security deposits;
- guarantees: bank and insurance guarantees and sureties.

For agreements where Group companies directly bear the risk for the residual value of the lease, where there is no buy-back agreement with the dealer or manufacturer, quarterly monitoring is carried out in order to allocate a residual value provision.

In the case of a buy-back, vehicles are not capitalised; instead, they are recognised under trade receivables.

PART G – SECTOR INFORMATION

The data on operations and income by business area are presented in accordance with IFRS 8.

In line with this standard, it is noted that the Group's business is substantially developed on the European territory and that the geographical segments identified and reportable do in fact refer to Italy and International.

Nonetheless, performance reports which make distinctions by international geographical area are not periodically presented to management.

Below is a breakdown of business by geographical area:

Sector information (€/M)	Total 31/12/2024	International 31/12/2024	Italy 31/12/2024

Rental margin/Margin on cars sold	**325.4**	**160.0**	**165.4**
Net operating expenses	-180.1	-144.4	-35.7
Cost of risk	-36.9	-16.2	-20.7
Other income/expenses	0.0	0.0	0.0
Operating result	**108.4**	**0.6**	**109.0**
Tax	-44.6	-2.9	-41.7
Net result	**63.8**	**-3.5**	**67.3**

Sector information (€/M)	Total 31/12/2023	International 31/12/2023	Italy 31/12/2023
Rental margin/Margin on cars sold	**307.3**	**125.8**	**181.5**
Net operating expenses	-125.4	-78.3	-47.1
Cost of risk	-20.5	-4.9	-15.6
Other income/expenses	-30.1	-21.7	-8.4
Operating result	**131.3**	**20.9**	**110.4**
Tax	-41.2	1.0	-42.2
Net result	**90.1**	**21.9**	**68.2**

PART H – OTHER INFORMATION

	Shareholders' Equity	including: Result for the year
Shareholders' Equity and Profit for the year of Leasys Italia S.p.A.	**618,112**	**38,235**
Shareholders' equity and Profit for the year of consolidated companies net of minority interests	340,276	22,348
Consolidation adjustments:	-207,356	3,216
Derecognition of carrying value of consolidated investments	-209,100	0
Intra-group dividends	0	0
Other consolidation adjustments	1,744	3,216

Shareholders' Equity and Profit for the year attributable to Leasys S.p.A. Shareholders	**751,032**	**63,798**
Shareholders' equity and Profit for the year attributable to minority interests	0	0
Shareholders' Equity and Profit for the year in the Consolidated Financial Statements	**751,032**	**63,798**

MANAGEMENT AND COORDINATION ACTIVITIES

Leasys Italia S.p.A. is subject to management and coordination by Leasys S.a.s.

A summary schedule of key financial data extracted from the draft financial statements at 31/12/2024, prepared under French accounting standards for presentation to the shareholders of Leasys S.a.s., is presented below.

The financial statements as at 31 December 2024 of Leasys S.a.s. has been approved on 27 June 2025.

BALANCE SHEET - ASSETS

Copie certifiée conforme
Rolando D'ARCO
Président

Société : LEASYS SAS

BILAN AU 31/12/2024

(Comptes individuels en euros)

			31/12/2024			31/12/2023		
ACTIF	**Postes**	**Notes**	**Brut**	**Amort-Dep**	**Net**	**Brut**	**Amort-Dep**	**Net**
ACTIF IMMOBILISE	Capital souscrit non appelé							
	IMMOBILISATIONS INCORPORELLES	2						
	Frais d'établissement							
	Frais de recherche et de développement							
	Concessions, brevets, licences, marques, procédés, logiciels							
	Fonds commercial							
	Autres							
	Immobilisations incorporelles en cours							
	Avances et acomptes							
	IMMOBILISATIONS CORPORELLES	2						
	Immobilisations d'exploitation :							
	Terrains							
	Constructions							
	Installations techniques, matériel et outillage industriels							
	Autres immobilisations							
	Avances et acomptes							
	Immobilisations corporelles en cours							
	Immobilisations louées :							
	Immobilisations							
	Immobilisations en cours							
	IMMOBILISATIONS FINANCIERES		**1 292 000 000,00**		**1 292 000 000,00**	**1 200 000 000,00**		**1 200 000 000,00**
	Participations	2 et 3	1 292 000 000,00		1 292 000 000,00	1 200 000 000,00		1 200 000 000,00
	Créances rattachées à des participations							
	Titres immobilisés d'activité de portefeuille							
	Autres titres immobilisés							
	Prêts et Créances rattachées							
	Autres							
	Total 1		**1 292 000 000,00**	**0,00**	**1 292 000 000,00**	**1 200 000 000,00**	**0,00**	**1 200 000 000,00**
ACTIF CIRCULANT	**STOCKS**							
	Matières premières et autres approvisionnements							
	Stocks fournitures et imprimés	5						
	AVANCES ET ACOMPTES VERSES							
	Avances et acomptes versés							
	CREANCES	6-7	**2 264 077,24**		**2 264 077,24**			
	Clients et comptes rattachés		1 494 243,90		1 494 243,90			
	Clients impayés et comptes rattachés							
	Clients douteux et comptes rattachés							
	Autres créances		769 833,34		769 833,34			
	Capital souscrit - appelé non versé							
	VALEURS MOBILIERES DE PLACEMENTS	6-7						
	Actions propres							
	Autres titres							
	Instruments de trésorerie							
	DISPONIBILITES	6-7	**948 636,72**		**948 636,72**	**2 319 492,88**		**2 319 492,88**
	Disponibilités		948 636,72		948 636,72	2 319 492,88		2 319 492,88
	CHARGES CONSTATEES D'AVANCE	6-7						
	Charges constatées d'avance							
	Total 2		**3 212 713,96**	**0,00**	**3 212 713,96**	**2 319 492,88**	**0,00**	**2 319 492,88**
	Charges à répartir sur plusieurs exercices							
	Primes de remboursement des emprunts							
	Ecarts de conversion Actif							
	TOTAL GENERAL		**1 295 212 713,96**	**0,00**	**1 295 212 713,96**	**1 202 319 492,88**	**0,00**	**1 202 319 492,88**

BALANCE SHEET - LIABILITIES AND EQUITY

Copie certifiée conforme
Rolando D'ARCO
Président

Société : LEASYS SAS

BILAN AU 31/12/2024

(Comptes individuels en euros)

PASSIF

	Postes	Notes	31/12/2024	31/12/2023
CAPITAUX PROPRES	Capital	8 et 9	1 292 000 000,00	1 200 001 000,00
	Primes d'émission, de fusion, d'apport			
	Ecarts de réévaluation			
	Ecarts d'équivalence			
	Réserves :		74 240,85	0,05
	Réserve légale		74 240,85	0,05
	Réserves spéciales des plus-values à long terme			
	Réserves statutaires ou contractuelles			
	Réserves réglementées			
	Réserves Facultatives			
	Report à nouveau		1 410 575,92	0,77
	Résultat de l'exercice		1 181 249,05	1 484 815,95
	Subventions d'investissement			
	Provisions réglementées			
	Total 1		1 294 666 065,82	1 201 485 816,77
Provisions	Provisions pour risques	10		
	Provisions pour charges			
	Total 2			
DETTES	Emprunts obligataires convertibles	7 et 11		
	Autres emprunts obligataires			
	Emprunts et dettes auprès des établissements de crédit			
	Emprunts et dettes financières divers			
	Avances et acomptes reçus sur commande en cours			
	Dettes fournisseurs et comptes rattachés		520 669,71	833 675,11
	Dettes fiscales et sociales		25 978,43	1,00
	Dettes sur immobilisations et comptes rattachés			
	Autres dettes			
	Instruments de trésorerie			
	Produits constatés d'avance			
	Total 3		**546 648,14**	**833 676,11**
	Ecarts de conversion Passif			
	TOTAL GENERAL		**1 295 212 713,96**	**1 202 319 492,88**

INCOME STATEMENT

Copie certifiée conforme
Rolando D'ARCO
Président

Société : LEASYS SAS

COMPTE DE RESULTAT AU 31/12/2024

(Comptes individuels en euros)

	Notes	31/12/2024	31/12/2023
PRODUITS D'EXPLOITATION :			
Ventes de marchandises			
Production vendue (biens et services)	12	2 416 972,51	
Montant net du Chiffre d'affaires		2 416 972,51	
dont à l'exportation: …………………… à renseigner			
Production stockée			
Production immobilisée			
Subvention d'exploitation			
Reprises sur provisions, amortissements et dépréciations d'exploitation, transferts de charges			
Autres produits		1,00	
Total I		**2 416 973,51**	
CHARGES D'EXPLOITATION :			
Achats de marchandises			
Variation de stocks			
Achats de matières premières et autres approvisionnements			
Variation des stocks			
Autres achats et charges externes*	13	-1 149 146,68	-3 514 658,71
Impôts, taxes et versements assimilés		-60 000,00	
Salaires et traitements			
Charges sociales			0,00
Dotations aux amortissements, aux provisions et aux dépréciations :		0,00	0,00
Sur immobilisations : dotations aux amortissements			
Sur immobilisations : dotations aux dépréciations			
Sur actif circulant : Dotations aux dépréciations			
Pour risques et charges d'exploitation : Dotations aux provisions			
Autres charges		-0,35	
Total II		**-1 209 147,03**	**-3 514 658,71**
RESULTAT D'EXPLOITATION (I - II):		**1 207 826,48**	**-3 514 658,71**
Quotes parts de résultat sur opérations faites en commun			
Bénéfice ou perte transférée (III)			
Perte ou bénéfice transféré (IV)			
PRODUITS FINANCIERS :	14		
De participation			5 000 000,00
D'autres valeurs mobilières et créances de l'actif immobilisé			
Autres intérêts et produits assimilés		1,00	3,08
Reprises sur provisions et transferts de charges			
Différences positives de change			
Produits nets sur cessions de valeurs mobilières de placement			
Total V		**1,00**	**5 000 003,08**

CHARGES FINANCIERES :	14		
Dotations aux amortissements et aux dépréciations			
Intérêts et charges assimilées			-528,42
Différences négatives de change			
Charges nettes sur cessions de valeurs mobilières de placement			
Total VI			-528,42
RESULTAT FINANCIER (V - VI):		1,00	4 999 474,66
RESULTAT COURANT avant impôts (I - II + III - IV + V - VI):	16	1 207 827,48	1 484 815,95
PRODUITS EXCEPTIONNELS :			
Sur opérations de gestion			
Sur opérations en capital			
Reprises sur provisions, dépréciations et transferts de charges			
Total VII			
CHARGES EXCEPTIONNELLES :			
Sur opérations de gestion		-600,00	
Sur opérations en capital			
Dotations aux amortissements, aux provisions et aux dépréciations			
Total VIII		-600,00	
RESULTAT EXCEPTIONNEL (VII - VIII):	16	-600,00	0,00
Participation des salariés aux résultats (IX)			
Impôts sur les bénéfices (X)	16	-25 978,43	
Total des produits (I + III + V + VII)		2 416 974,51	5 000 003,08
Total des charges (II + IV + VI + VIII + IX + X)		-1 235 725,46	-3 515 187,13
BENEFICE OU PERTE	16	1 181 249,05	1 484 815,95
* y compris			
- redevances de crédit-bail mobilier			
- redevances de crédit-bail immobilier			

In accordance with the provisions of Article 2364, paragraph 2 of the Civil Code, and in compliance with the statutory provisions, the extended term of 180 days has been utilized for convening the meeting for the approval of the financial statements, as the company is required to prepare consolidated financial statements, necessitating the receipt of complete accounting data from foreign subsidiaries.

PUBLIC INFORMATION COUNTRY BY COUNTRY

Date 31/12/2024

List of Leasys Group companies by location and nature of business, pursuant to Article 89 of Directive 2013/36/EU of the European Parliament and of the Council (CRD IV)

GEOGRAPHICAL LOCATION OF ESTABLISHMENT	COMPANY	NATURE OF THE BUSINESS
AUSTRIA	Leasys Austria GmbH	FINANCIAL
BELGIUM	Leasys Italia S.p.A. (Belgian Branch)	NON-FINANCIAL
FRANCE	Leasys France S.a.S	NON-FINANCIAL
GERMANY	Leasys Italia S.p.A. (German Branch)	NON-FINANCIAL
ITALY	Leasys Italia S.p.A.	NON-FINANCIAL
	Clickar S.r.l.	NON-FINANCIAL
NETHERLANDS	Leasys Nederland B.V.	NON-FINANCIAL
POLAND	Leasys Polska Sp. z o.o.	NON-FINANCIAL
UNITED KINGDOM	Leasys UK Ltd	NON-FINANCIAL
SPAIN	Leasys Italia S.p.A. (Spanish Branch)	NON-FINANCIAL
LUXEMBOURG	Leasys Luxembourg S.A.	NON-FINANCIAL
PORTUGAL	Leasys Portugal S.A.	NON-FINANCIAL
	Leasys Mobility Portugal S.A.	NON-FINANCIAL

GEOGRAPHICAL LOCATION OF ESTABLISHMENT	NATURE OF THE BUSINESS	RENTAL MARGIN	NUMBER OF FULL-TIME EQUIVALENT EMPLOYEES	PROFIT OR LOSS BEFORE TAX
		(Data in thousands of EUR)		(Data in thousands of EUR)
AUSTRIA	FINANCIAL	1,204.7	15.0	-1,979.3
BELGIUM	NON-FINANCIAL	827.3	24.1	-3,783.4
FRANCE	NON-FINANCIAL	64,276.4	341.9	3,663.0
GERMANY	NON-FINANCIAL	(12,493.9)	93.9	-38,483.2
ITALY	NON-FINANCIAL	166,982.5	473.6	110,585.0
LUXEMBOURG	NON-FINANCIAL	10,201.1	65.0	1,823.9
NETHERLANDS	NON-FINANCIAL	3,730.8	25.0	-696.3
POLAND	NON-FINANCIAL	5,619.8	30.0	973.9
PORTUGAL	NON-FINANCIAL	26,588.0	132.0	11,122.1
UNITED KINGDOM	NON-FINANCIAL	30,137.0	89.5	15,433.9
SPAIN	NON-FINANCIAL	25,588.2	71.3	7,958.8

Turin, 25/07/2025

for the Board of Directors

REPORT OF THE BOARD OF STATUTORY AUDITORS 31 DECEMBER 2024

LEASYS Italia S.p.A.

A sole shareholder company

Registered Office at Corso Orbassano n. 367, Turin (TO)
Share Capital Euro 77,979,400.00 fully paid
Registered at the Company Registry Office of Turin
Company Registry no. and Tax code no. 08083020019, VAT no. 06714021000
Registered with the Turin R.E.A. under no. 960205
Company subject to management and coordination pursuant to art.
2497 of the Italian Civil Code: Leasys SAS

REPORT OF THE BOARD OF STATUTORY AUDITOR

on the financial statements at 31 December 2024

(pursuant to art. 2429 of the Italian Civil Code)

To the Sole Shareholder of LEASYS Italia S.p.A.,

the Board of Statutory Auditors hereby reports on the activities carried out in the performance of its duties, on the results for the financial year, and provides its observations on the separate and consolidated financial statements for the year ended December 31, 2024, in accordance with the provisions of Article 2429 of the Italian Civil Code.

The structure of this report is based on the provisions of the law and the “Standards of Conduct for Boards of Statutory Auditors - Principles of Conduct for Boards of Statutory Auditors of Unlisted Companies” issued by the CNDCEC.

Whereas:

- This meeting to approve the financial statements was convened within the maximum period of 180 days, as required by Article 2364, paragraph 2, of the Italian Civil Code. The postponement was also necessary because, following internal audits conducted by the company, significant errors relating to previous years were identified, requiring an adjustment to the opening balances of shareholders' equity, as required by IAS 8 - as detailed in the section “Accounting adjustments and changes to comparative data” of the explanatory notes and in the report, pursuant to Article 14 of Legislative Decree 39/2010, of the person responsible for the statutory audit in the section “Restatement of comparative balances due to errors,” to which reference is made in full;
- We submit for your review the financial statements of Leasys Italia S.p.A. as of December 31, 2024, prepared in accordance with IAS/IFRS International Accounting Standards, consisting of the balance sheet, income statement, statement of comprehensive income, statement of changes in shareholders' equity, cash flow statement, and notes to the financial statements, all accompanied by the Management Report prepared by the administrative body pursuant to Article 2428 of the Italian Civil Code;
- the financial statements under review show a profit for the year of €38,234,844;
- the Sole Shareholder, by written communication dated July 25, 2025, expressly waived the terms of the third paragraph of Article 2429 of the Italian Civil Code for the filing of this report and the report of the person responsible for the statutory audit of the accounts, relieving both the Board of Statutory Auditors and the Independent Auditors from any dispute in this regard;
- together with the “Report and Separate Financial Statements as at 31/12/2024” of Leasys Italia S.p.A., we were provided with the Consolidated Financial Statements of the Group prepared by the directors pursuant to Article 25 of Legislative Decree 127/1991;

- The consolidated financial statements show an operating profit of €63,798 thousand;
- The consolidated financial statements are accompanied by the Management Report, which includes the Consolidated Sustainability Report prepared in accordance with Article 4 of Legislative Decree 125/2024.

  In this regard, it should be noted that in 2023, the company prepared the 'Consolidated Non-Financial Statement' referred to in Legislative Decree 254/2016 (repealed by Legislative Decree 125/2024 of 06/09/2024), having acquired the status of 'Public Interest Entity' following the issue of various bonds – the issue of which continued during 2024 – in the Euro Medium Term Note (EMTN) programme on the regulated market "Euronext Dublin".
- Following the acquisition of the status of 'Public Interest Entity', the Board of Statutory Auditors also assumed, pursuant to Article 19 of Legislative Decree 39/2010, the functions of the Internal Control and Audit Committee, with supervisory functions over the financial reporting and consolidated sustainability reporting process, the effectiveness of internal control systems, internal audit and risk management systems, the statutory audit of the accounts and consolidated sustainability reporting, and finally the independence of the statutory auditor, in particular with regard to the type of services, other than auditing, provided to the entity subject to statutory audit.

Given the above, we acknowledge that:

- the Board of Statutory Auditors, not being responsible for the statutory audit, carried out the supervisory activities provided for in rule 3.8 of the 'Rules of Conduct for the Board of Statutory Auditors of Unlisted Companies' on the financial statements, consisting of a summary overall check to verify that the financial statements had been correctly prepared. Verification of the accuracy of the accounting data is, in fact, the responsibility of the statutory auditor;
- the auditor, Pwc S.p.A., has provided us with its report on the financial statements, dated 08/08/2025, containing a positive opinion without qualifications.

  In particular, in the report referred to in Article 14 of Legislative Decree 39/2010, the statutory auditor certified that "t*he financial statements provide a true and fair view of the financial position of the Company as at 31 December 2024, of the economic result and cash flows for the financial year ended on that date in accordance with the IFRS accounting standards issued by the International Accounting Standards Board and adopted by the European Union, as well as the provisions issued in implementation of Article 9 of Legislative Decree 38/2005"* and that "*the management report and the specific information contained in the corporate governance report [...] are consistent with the financial statements of Leasys Italia S.p.A. as at 31 December 2024 [and] have been* *prepared in accordance with the law*".

- the person responsible for the statutory audit of the accounts, also on 08/08/2025, issued, pursuant to Article 14 of Legislative Decree 39/2010, the report under his responsibility on the consolidated financial statements of the Leasys Italia Group as at 31 December 2024, which did not give rise to any findings or requests for further information;
- The Board of Statutory Auditors, not being the entity responsible for carrying out analytical checks on the content of the Sustainability Report, carried out supervisory activities on this report, consisting of checking the directors' compliance with the procedural rules relating to its preparation and subsequent filing and publication (it should be noted that the latter two checks will be carried out within 30 days of the approval of these financial statements);
- The entity responsible for the statutory audit of the accounts, Pwc S.p.A., has provided us with its report, dated 8/8/205, in which it certifies that the consolidated sustainability report prepared by the Company, pursuant to Article 4 of Legislative Decree 125/2024, complies with the reporting principles adopted by the European Commission and established in Directive (EU) 2013/34/EU (*European Sustainability Reporting Standards)*.
- At the end of the statutory audit and the certification of the sustainability report, the company responsible for the statutory audit sent us, on 8/8/2025, the additional report referred to in Article 11 of the European Regulation, which we forwarded to the Administrative Body on 8 August 2025 in our capacity as the Internal Control and Statutory Audit Committee.
- n our capacity as Internal Control and Statutory Audit Committee, on 8 August 2025, we received the statement on the independence of the statutory auditor referred to in Article 6, paragraph 2, letter a) of Regulation (EU) No. 537 of 16 April 2014. PWC S.p.A., in the aforementioned report pursuant to Article 14 of Legislative Decree 39/2010, in the paragraph *'Other information disclosed pursuant to Article 10 of Regulation (EU) 537/2014*', states that it has not provided any services other than auditing services prohibited under Article 5(1) of the aforementioned Regulation (EU) No. 537/2014.

Leasys SAS, a French multi-brand operating leasing company, jointly owned by Stellantis N.V. and Crédit Agricole Consumer Finance S.A., is a company that carries out management and coordination activities pursuant to Article 2497 of the Italian Civil Code.

SUPERVISORY ACTIVITIES PURSUANT TO ARTICLES 2403 ET SEQ. OF THE CIVIL CODE

During the financial year ending on 31 December 2024, the Board of Statutory Auditors operated in accordance with the provisions of Articles 2403 et seq. of the Italian Civil Code, supervising, with powers of inspection and control, compliance with the law, the Articles of Association, the principles of proper administration and, in particular, the adequacy of the organisational, administrative and accounting structure adopted by the company and its proper functioning.

The activities carried out by the Board covered the entire financial year and it is acknowledged that, during this period, the meetings referred to in Article 2404 of the Italian Civil Code were held regularly and that the minutes of these meetings were duly approved.

Pursuant to Article 2405 of the Italian Civil Code, we attended the Shareholders' Meetings and Board of Directors' meetings, which were convened and held in accordance with the law and the Articles of Association, and, based on the information available, we have no observations to report.

With regard to supervisory activities, we would also like to report the following:

- The Directors have provided us, including through participation in Board meetings, with information on the composition of the Group and on shareholdings as defined by Article 2359 of the Italian Civil Code and Article 26 of Legislative Decree 127/1991;
- The Directors provided us, well in advance and also during the meetings of the Board of Statutory Auditors, with information on the activities carried out, on the performance of operations and their foreseeable development, as well as on the most significant transactions, in terms of size or characteristics, carried out by the company and its subsidiaries and, based on the information acquired, we have no comments to report;
- Based on the information acquired by the administrative body, we are not aware of any transactions with related parties that could be defined as atypical or unusual, nor of any intra-group transactions or transactions with related parties that were carried out in conflict with the interests of the Company;
- Relationships with individuals working in the aforementioned structure – administrators, employees, and consultants – have always been based on mutual collaboration and respect for the roles assigned to each individual;

- meetings and assemblies were held in compliance with the statutory, legislative and regulatory provisions governing their operation, and it can reasonably be assured that the resolutions were in accordance with the law and the Articles of Association;
- the Board of Statutory Auditors reviewed and monitored the adequacy of the company's internal control system and, in its capacity as Internal Control and Audit Committee pursuant to Article 19 of Legislative Decree 39/2010, the effectiveness of the internal control and internal audit system. The monitoring activity was carried out through:
  a) information received during periodic meetings with the heads of the Compliance and Internal Audit departments; b) examination of company documents and the results of the work carried out by the company responsible for the statutory audit of the accounts; c) information provided by the Supervisory Body established pursuant to Legislative Decree 231/2001; in particular:
  - we periodically requested the Compliance Officer and the Supervisory Body, as referred to in Legislative Decree 231/2001, to provide a summary of their respective activities and the most significant aspects thereof, and no relevant data or information emerged that should be highlighted in this report;
  - we have obtained information from the supervisory body, including by reading the reports issued by that body, and no critical issues have emerged with regard to the correct implementation of the organisational model that need to be highlighted in this report;
  - We periodically exchanged information with the Internal Audit function, receiving information on the activities carried out and the main findings of the controls performed, the corrective actions identified and shared with management, as well as information on the timing of implementation and specific implementation responsibilities;
- we obtained the information requested from the auditing firm PwC S.p.A., appointed to verify the regular keeping of the accounts and the correct recording of management events in the accounting records, by exchanging information with each other.

Based on the information acquired and the checks carried out, we believe that the actions taken by the Company's administrative body comply with the law and the Articles of Association and are not manifestly imprudent, risky, in conflict of interest or in contrast with the resolutions passed by the Shareholders' Meeting or such as to compromise the integrity of the company's assets. In particular, the decision-making process of the Board of Directors appeared to us to be correctly inspired by respect for the fundamental principle of informed action.

It is acknowledged that the Board of Statutory Auditors has not received any complaints pursuant to Article 2408 of the Italian Civil Code and that no cases referred to in Articles 2406 and 2409 of the Italian Civil Code have occurred.

Supervision of the adequacy of the organisational structure and its functioning

In accordance with the code of conduct for the Board of Statutory Auditors of unlisted companies, 3.5. entitled 'Supervision of the adequacy and functioning of the organisational structure', we have acquired knowledge of and supervised the organisational structure of the Company.

Supervision of the adequacy of the administrative and accounting system and its functioning

We assessed and monitored the adequacy of the administrative and accounting system, as well as its reliability in accurately representing management events, by obtaining information from department managers and examining company documents.

COMMENTS AND PROPOSALS REGARDING THE FINANCIAL STATEMENTS AND THEIR APPROVAL

Firstly, it should be noted that responsibility for preparing the financial statements lies with the Administrative Body of LEASYS Italia S.p.A., pursuant to Article 2423 of the Italian Civil Code, while it is our responsibility to express a professional opinion on the financial statements themselves.

The audits of the accounts and financial statements were entrusted, pursuant to Article 13 of Legislative Decree No. 39/2010, to the auditing firm PwC S.p.A., with which periodic contact was maintained for the exchange of data and information relevant to the performance of their respective duties. No significant issues requiring disclosure in this report have emerged from the aforementioned contacts.

We would like to point out that, as we are not responsible for the analytical review of the content of the financial statements, we have monitored the general approach taken in preparing them and their overall compliance with the law in terms of their formation and structure, and in this regard we have no particular comments to make.

In particular, with regard to the Balance Sheet and Income Statement, it should be noted that:

- the accuracy of the financial statements has been verified in relation to the facts and information that came to light during the performance of the duties typically assigned to the Board of Statutory Auditors;
- The guidelines for the content and structure of the balance sheet, income statement and statement of changes in equity have been complied with, as governed by International Accounting Standard IAS 1 'Presentation of Financial Statements';

- the provisions of international accounting standard IAS 7 have been complied with in relation to the preparation of the cash flow statement;
- the amounts of each item have been compared with the results of the previous financial year;
- adequate information has been provided to users of the financial statements on the valuation criteria used in the financial statements.

During the financial year, it was not necessary to express consent pursuant to Article 2426, paragraph 1, n. 5 and 6 c.c.

As required by IAS 1, the financial statements have been prepared on a going concern basis, in accordance with the principles of accrual, fair presentation, comparability, truthfulness, timeliness, understandability and relevance, also taking into account the substance of the transaction or contract.

With regard to the Notes to the Financial Statements, the Board of Statutory Auditors acknowledges that they have been prepared in accordance with the mandatory requirements of Article 2427 of the Italian Civil Code.

The Notes to the Financial Statements provide comprehensive information to supplement the information provided in the Balance Sheet and Income Statement.

We have also verified compliance with the legal requirements relating to the preparation of the Management Report and, in this regard too, we have no particular comments to make.

The Board of Statutory Auditors acknowledges that the Directors have confirmed, in the notes to the financial statements, that all transactions carried out during 2024 with subsidiaries and other related parties ‘were carried out in the interests of the Company and are part of ordinary business operations’. The Directors also stated that these transactions were generally settled at market conditions, i.e. at the conditions that would have been applied between two independent parties.

CONSOLIDATED SUSTAINABILITY STATEMENT

As required by Article 4 of Legislative Decree 125/2024, Leasys Italia S.p.A., being a public interest entity and the parent company of a large group, has included in a specific section of the Management Report the information necessary to understand the group's impact on sustainability issues, as well as the information necessary to understand how sustainability issues affect the group's performance, results and situation.

It is acknowledged that the Group's Sustainability Statement, consisting of Leasys Italia S.p.A. and its fully consolidated subsidiaries, has been prepared in accordance with the European Sustainability Reporting Standards (ESRS) introduced by EU Regulation 2023/2772 and developed by the technical body *European Financial Reporting Advisory Group* (EFRAG).

Based on the information available to us, taking into account the opinion expressed by the auditing firm PwC S.p.A. in its report pursuant to Article 14-bis of Legislative Decree 39/2010, we have no comments to report regarding compliance with the provisions of Legislative Decree 125/2024. Please note that it will be the responsibility of the Board of Statutory Auditors to verify that they are published in accordance with the procedures and terms set out in Article 2435 of the Italian Civil Code and on the Company's website.

CONCLUSIONS

In concluding this report, we acknowledge that supervisory activities were carried out normally during the 2024 financial year.

In view of the above, and considering that the audits carried out by the independent auditors PwC S.p.A. on the financial statements and consolidated financial statements did not reveal any issues, there are no obstacles to the approval of the financial statements of Leasys Italia S.p.A. as at 31 December 2024, as prepared by the administrative body.

The Board of Statutory Auditors also acknowledges the compliance with the law and the Articles of Association of the proposed allocation of the profit for the year as formulated by the Board of Directors.

Turin, 08/08/2025

FOR THE BOARD OF STATUTORY AUDITORS

THE PRESIDENT

Dott. Giorgio CAVALITTO

AUDITORS’ REPORT AS OF 31 DECEMBER 2024

pwc

Independent auditor's report

in accordance with article 14 of Legislative Decree No. 39 of 27 January 2010 and article 10 of Regulation (EU) No. 537/2014

To the Shareholder of Leasys Italia SpA

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Leasys Group (hereinafter, also the "Group"), which comprise the balance sheet as of 31 December 2024, the income statement, statement of comprehensive income, statement of changes in shareholders' equity, cash flow statement for the year then ended, and explanatory notes, including material accounting policy information.

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Group as of 31 December 2024, and of the result of its operations and cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and adopted by the European Union, as well as with the regulations issued to implement article 9 of Legislative Decree No. 38/2005.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

PricewaterhouseCoopers SpA

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Key Audit Matters	*Auditing procedures performed in response to key audit matters*
Revenue recognition	
Notes to the consolidated financial statements: Part A – Accounting policies; Part C – Information on the consolidated income statement, Margin on leases and Margin on services. Income from leases for the year ended 31 December 2024 was equal to Euro 1,624 million while revenues from services for the year were equal to Euro 633 million, accounting for 66 per cent and 26 per cent, respectively, of the total revenues recognised in the year by the Leasys Group. In the course of our audit we paid special attention to the above-mentioned categories of revenues because, in addition to the significant amounts involved, they are generated from lease contracts with customers that include several services, which require in-depth analyses to determine whether the provisions of IFRS 16 "Leasing" and IFRS 15 "Revenue from contracts with customers" have been applied correctly. Those analyses are necessary due to the existence within one and the same lease contract of different services (such as, for instance, rental, maintenance and repairs), with the consequent need to recognise separately the individual items of income.	In the performance of our audit we took into consideration the system of internal control relevant to financial reporting in order to define audit procedures that were appropriate in the circumstances. To address this key audit matter we performed the following main activities, also with the support of experts from the PwC network: • Understanding, evaluation and verification of the operating effectiveness of relevant controls over the IT systems and software applications used; • Understanding and evaluation of the design of relevant controls over the recognition of income from leases and verification of the operating effectiveness of certain controls; • Verification, on a test basis, of the mathematical accuracy of the calculations generated by the software applications used for the recognition of income from leases; • Analysis of the services included in a sample of lease contracts and verification of the correct recognition of the individual items of income; • Performance of external confirmation procedures for customers selected on a test basis; • Verification of the completeness and accuracy of disclosures provided in the notes to the consolidated financial statements.

Key Audit Matters	*Auditing procedures performed in response to key audit matters*
Allocation of the purchase price for business combinations	
Notes to the consolidated financial statements: Part A – Accounting policies; Part B – Information on the consolidated balance sheet, Goodwill. In the course of 2024 the Group completed the allocation of the purchase prices paid by Leasys Italia SpA for the acquisitions of Leasys Mobility Portugal SA (formerly "ALD Automotive Portugal SA") and Leasys Luxembourg SA (formerly "Lease Plan Luxembourg SA"). In detail, the above acquisitions, owing to their nature of business combinations, were accounted for, in accordance with IFRS 3, applying the so-called purchase method which, among other things, provides for the allocation of the purchase price ("Purchase Price Allocation – PPA") based on the fair values of the assets acquired and liabilities assumed. We considered it appropriate to focus our attention on the Purchase Price Allocations because they involved the need to perform evaluations characterised by a high degree of complexity and the use of estimates, which are subjective in nature, with particular reference to the measurement of the fair values of the assets acquired and liabilities assumed.	In the performance of our audit we took into consideration the system of internal control relevant to financial reporting in order to define audit procedures that were appropriate in the circumstances. To address this key audit matter we performed the following main activities, also with the support of experts from the PwC network: • Analysis of the contractual documents underlying the acquisitions of Leasys Mobility Portugal SA and Leasys Luxembourg SA by Leasys Italia SpA (hereinafter, the "Transactions"); • Understanding and analysis, also through discussion with management, of the process adopted to allocate the purchase prices of the Transactions; • Verification of the reasonableness of the key assumptions used to determine the fair values of the assets acquired and liabilities assumed in the Transactions, also taking into account their specific characteristics; • Verification, on a test basis, of the accuracy of the contractual information used in the valuation models for the purposes of the PPA process related to the Transactions; • Verification of the reasonableness of the key financial parameters used in the valuation models adopted in the PPA process related to the Transactions; verification of the mathematical accuracy of the calculations underlying those models; • Verification of the completeness and accuracy of disclosures provided in the notes to the consolidated financial statements.

Key Audit Matters	*Auditing procedures performed in response to key audit matters*
Restatement of the comparative amounts due to errors *Notes to the consolidated financial statements:* *Part A – Accounting policies, Restatement due to correction of errors* Following an internal verification of certain general ledger accounts, carried out with the support of external advisors specifically engaged for this purpose, the Company identified material errors relating to previous years. In detail, the errors involved the incorrect deferral of certain types of costs incurred for services related to leased vehicles, as well as revenues from tyre maintenance and replacement services. As a result, those costs and revenues were not determined correctly and recognised correctly in accordance with the accrual basis of accounting. In accordance with IAS 8, the Company restated the comparative amounts for the years presented in the Group's consolidated financial statements as of 31 December 2024, which involved the line items "Other receivables and other current assets", "Other current liabilities", "Tax payables", "Depreciation and other costs for leases", "Revenues from services", "Costs for services" and "Income taxes". In consideration of the complexity of the matter and of the material impact on the consolidated financial statements we determined this to be a key audit matter.	To address this key audit matter we performed the following main activities, also with the support of experts from the PwC network: • Understanding and analysis, also through discussion with management, of the process adopted to identify the general ledger accounts to be subjected to internal verification; • Understanding management's evaluations concerning the nature and materiality of the errors identified and the manner in which they should be corrected; • Understanding the procedures performed by the external advisors engaged by the Company, also through discussion with them, and analysis of the related evidence; • Obtaining the data bases used for correcting the errors identified and verification, on a test basis, of the underlying audit evidence and of the mathematical accuracy of the calculations performed; • Examination of the accounting impact of the restatement; • Verification of the completeness and accuracy of disclosures provided in the notes to the consolidated financial statements.

Other Matters

The Company, as required by law, has included in the explanatory notes the key figures of the latest financial statements of the entity which directs and coordinates its activities. Our opinion on the financial statements of Leasys Group does not extend to those figures.

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

The directors are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and adopted by the European Union, as well as with the regulations issued to implement article 9 of Legislative Decree No. 38/2005 and, in the terms prescribed by law, for such internal control as they determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

- We identified and assessed the risks of material misstatement of the consolidated financial statements, whether due to fraud or error; we designed and performed audit procedures responsive to those risks; we obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- We obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control;

- We evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors;
- We concluded on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;
- We evaluated the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- We obtained sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion on the consolidated financial statements.

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

We also provided those charged with governance with a statement that we complied with the regulations and standards on ethics and independence applicable under Italian law and communicated with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate the related risks, or safeguards applied.

From the matters communicated with those charged with governance, we determined those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We described these matters in our auditor's report.

Additional Disclosures required by Article 10 of Regulation (EU) No. 537/2014

On 11 December 2023, the shareholders of Leasys Italia SpA in general meeting engaged us to perform the statutory audit of the Company's and the consolidated financial statements for the years ending 31 December 2023 to 31 December 2031.

We declare that we did not provide any prohibited non-audit services referred to in article 5, paragraph 1, of Regulation (EU) No. 537/2014 and that we remained independent of the Company in conducting the statutory audit.

We confirm that the opinion on the consolidated financial statements expressed in this report is consistent with the additional report to the board of statutory auditors, in its capacity as audit committee, prepared pursuant to article 11 of the aforementioned Regulation.

Report on Compliance with other Laws and Regulations

Opinions and statement in accordance with Article 14, paragraph 2, letters e), e-bis) and e-ter), of Legislative Decree No. 39/2010 and Article 123-bis, paragraph 4, of Legislative Decree No. 58/1998

The directors of Leasys Italia SpA are responsible for preparing a report on operations and a report on the corporate governance and ownership structure of the Leasys Group as of 31 December 2024, including their consistency with the relevant consolidated financial statements and their compliance with the law.

We have performed the procedures required under auditing standard (SA Italia) No. 720B in order to:

- express an opinion on the consistency of the report on operations and of the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/1998, with the consolidated financial statements;
- express an opinion on the compliance with the law of the report on operations, excluding the section on the consolidated sustainability reporting, and of the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/1998;
- issue a statement on material misstatements, if any, in the report on operations and in the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/1998.

In our opinion, the report on operations and the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/1998 are consistent with the consolidated financial statements of Leasys Group as of 31 December 2024.

Moreover, in our opinion, the report on operations, excluding the section on the consolidated sustainability reporting, and the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/1998 are prepared in compliance with the law.

With reference to the statement referred to in article 14, paragraph 2, letter e-ter), of Legislative Decree No. 39/2010, issued on the basis of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have nothing to report.

Our opinion on compliance with the law does not extend to the section of the report on operations relating to the consolidated sustainability reporting. The conclusions on the compliance of that section with the rules governing its preparation and on compliance with the disclosure requirements established by article 8 of Regulation (EU) 2020/852 are expressed by ourselves in the report prepared in accordance with article 14-bis of Legislative Decree No. 39/2010.

Florence, 8 August 2025

PricewaterhouseCoopers SpA

Signed by

Marco Mancini
(Partner)

This independent auditor's report has been translated into the English language solely for the convenience of international readers. Accordingly, only the original text in Italian language is authoritative. We have not examined the translation of the consolidated financial statements referred to in this report.

Independent auditor's limited assurance report on the consolidated sustainability report

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

To the Shareholder of Leasys Italia SpA

Conclusion

In accordance with article 8 of Legislative Decree No. 125 of 6 September 2024 (hereinafter, the "Decree"), we have undertaken a limited assurance engagement on the consolidated sustainability report of the Leasys Group (hereinafter, also the "Group") for the year ended 31 December 2024 prepared in accordance with article 4 of the Decree, presented in the specific section of the consolidated report on operations.

Based on the procedures performed, nothing has come to our attention that causes us to believe that:

- the consolidated sustainability report of the Leasys Group for the year ended 31 December 2024 is not prepared, in all material respects, in accordance with the reporting criteria adopted by the European Commission pursuant to Directive (EU) 2013/34/UE (*European Sustainability Reporting Standards* hereinafter, the "ESRS");
- the information set out in paragraph "European Taxonomy (Disclosures required by Art. 8 of Regulation (EU) 2020/852)" of the consolidated sustainability report is not prepared, in all material respects, in accordance with article 8 of Regulation (UE) No. 852 of 18 June 2020 (hereinafter, the "Taxonomy Regulation").

Basis for conclusion

We conducted our limited assurance engagement in accordance with the Standard on Sustainability Assurance Engagements - SSAE (Italia). The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Our responsibilities under this Standard are further described in the *Auditor's responsibilities for the limited assurance conclusion on the consolidated sustainability report* section of this report.

We are independent in accordance with the principles of ethics and independence applicable to assurance engagements on consolidated sustainability reporting under Italian law.

Our firm applies International Standard on Quality Management 1 (ISQM Italia 1) which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Other matters

The consolidated sustainability report for the year ended 31 December 2024 contains, in paragraph "European Taxonomy (Disclosures required by Art. 8 of Regulation (EU) 2020/852)", the comparative information referred to in article 8 of the Taxonomy Regulation in relation to the year ended 31 December 2023, which was not subject to any assurance procedures.

Responsibilities of the directors and the board of statutory auditors of Leasys Italia SpA for the consolidated sustainability report

The directors are responsible for developing and implementing the procedures adopted to identify the information included in the consolidated sustainability report in accordance with the provisions of the ESRS (hereinafter the "materiality assessment process") and for describing those procedures in the paragraph "Double Materiality Analysis" of the consolidated sustainability report.

The directors are also responsible for preparing the consolidated sustainability report, which contains the information identified through the materiality assessment process, in accordance with the provisions of article 4 of the Decree, including:

- its compliance with the ESRS;
- its compliance with article 8 of the Taxonomy Regulation of the information set out in paragraph "European Taxonomy (Disclosures required by Art. 8 of Regulation (EU) 2020/852)".

That responsibility involves designing, implementing and maintaining, in the terms prescribed by law, such internal control as they determine is necessary to enable the preparation of a consolidated sustainability report in accordance with article 4 of the Decree that is free from material misstatement, whether due to fraud or error. That responsibility also involves selecting and applying appropriate methods for processing the information, as well as developing hypotheses and estimates about specific items of sustainability information that are reasonable in the circumstances.

The board of statutory auditors is responsible for overseeing, in the terms prescribed by law, compliance with the Decree.

Inherent limitations in the preparation of the consolidated sustainability report

As reported in paragraph "Disclosures in relation to specific circumstances - Use of estimates and uncertainties about the results":

- for the purpose of reporting forward-looking information in accordance with ESRS, the directors are required to prepare such information on the basis of assumptions, described in the consolidated sustainability report, about future events and possible future actions by the Group. Because of the uncertainty connected with any future event, in terms both of occurrence and of the extent and timing of occurrence, variances between actual results and forward-looking information may be significant;
- the disclosure provided about Scope 3 emissions is subject to greater inherent limitations compared with Scope 1 and 2 emissions, because of the poor availability and relative accuracy of the information used to define both qualitative and quantitative information on Scope 3 emissions related to the value chain.

Auditor's responsibilities for the limited assurance conclusion on the consolidated sustainability report

Our objectives are to plan and perform procedures to obtain limited assurance about whether the consolidated sustainability report is free from material misstatement, whether due to fraud or error, and to issue a limited assurance report that contains our conclusion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the decisions of users taken on the basis of the consolidated sustainability report.

As part of our engagement designed to achieve limited assurance in accordance with the Standard on Sustainability Assurance Engagements - SSAE (Italia), we exercised professional judgement and maintained professional scepticism throughout the engagement.

Our responsibilities include:

- Performing risk assessment procedures to identify the disclosures where a material misstatement, whether due to fraud or error, is likely to arise;
- Designing and performing procedures to verify the disclosures where a material misstatement is likely to arise. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Directing, supervising and performing a limited assurance engagement on the consolidated sustainability report and assuming full responsibility for the conclusion on the consolidated sustainability report.

Summary of the work performed

An engagement designed to obtain limited assurance involves performing procedures to obtain evidence as a basis for our conclusion.

The procedures performed were based on our professional judgement and included inquiries, primarily of personnel of Leasys Italia SpA responsible for the preparation of the information presented in the consolidated sustainability report, analyses of documents, recalculations and other procedures designed to obtain evidence considered useful.

We performed the following main procedures:

- We understood the Group's business model and strategies, and the environment in which it operates with reference to sustainability issues;
- We understood the processes underlying the generation, collection and management of the qualitative and quantitative information included in the consolidated sustainability report;
- We understood the process implemented by the Group to identify and assess the material impacts, risks and opportunities, in accordance with the double materiality principle, related to sustainability issues and, based on the information thus obtained, we considered whether any contradictory items emerged that could point to the existence of sustainability issues not considered by the Company in the materiality assessment process;
- We identified the disclosures where a material misstatement is likely to arise;
- We defined and performed procedures, based on our professional judgement, to address the risks of material misstatement identified;
- We understood the process implemented by the Group to identify the eligible economic activities and to determine whether they are aligned in accordance with the provisions of the Taxonomy Regulation, and we verified the related disclosures in the consolidated sustainability report;
- We reconciled the information reported in the consolidated sustainability report with the information reported in the consolidated financial statements in accordance with the applicable financial reporting framework, or with the accounting information used for the preparation of the consolidated financial statements, or with management accounting information;
- We verified the structure and presentation of disclosures included in the consolidated sustainability report in accordance with the ESRS;
- We obtained management's representation letter.

Florence, 8 August 2025

PricewaterhouseCoopers SpA

Signed by

Marco Mancini
(Partner)

This review report has been translated into the English language solely for the convenience of international readers. Accordingly, only the original text in Italian language is authoritative. We have not examined the translation of the specific section of the consolidated report on operations referred to in this report.