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#### **PRESS RELEASE**

# THE SHAREHOLDERS' MEETING OF ISAGRO SPA HAS APPROVED 2019 FINANCIAL STATEMENTS

#### 2019 consolidated results

- Revenues: 105.4 Euro million (vs. 124.8 million of 2018 re-stated to consider also in this year the
  economic results of Isagro Asia Private Limited, divested on December 27<sup>th</sup>, 2019, within the
  discontinued operations)
- EBITDA: negative for 2.6 Euro million (vs. the positive value of 9.3 million of 2018 re-stated)
- Net result: 13.9 Euro million loss (vs. 0.4 million profit of 2018 re-stated)
- Net financial debt as of December 31<sup>st</sup>, 2019: 34.4 Euro million, out of which 4.5 Euro million due to the first adoption of the new accounting principle IFRS 16 (vs. 45.1 as of December 31<sup>st</sup>, 2018), with a debt/equity ratio of 0.38 (equal to 0.33 without IFRS 16 effect)

*Milan, June* 19<sup>th</sup>, 2020 – Isagro S.p.A. announces that today took place the Shareholders' Meeting of the Company, which:

- reviewed 2019 consolidated results of Isagro Group, as approved by the Board of Directors of the Company on May 6<sup>th</sup>, 2020 and already communicated to the Market, including the Directors' Management report, summarized as follows:
  - Revenues equal to 105.4 Euro million vs. 124.8 Euro million of 2018 re-stated;
  - EBITDA negative for 2.6 Euro million vs. the positive value of 9.3 Euro million of 2018 re-stated;
  - Net loss equal to 13.9 Euro million vs. the net profit of 0.4 Euro million of 2018 re-stated;
  - Net financial position (at debt) equal to 34.4 Euro million, out of which 4.5 Euro million due to the first adoption of the new accounting principle IFRS 16, vs. 45.1 Euro million of December 31<sup>st</sup>, 2018, with a debt/equity ratio of 0.38 vs. 0.48 as of December 31<sup>st</sup>, 2018;
- o approved the 2019 financial statements of Isagro S.p.A. as approved by the Board of Directors of the Company on May 6<sup>th</sup>, 2020 and already communicated to the Market, including the Directors' Management report, summarized as follows:
  - Revenues equal to 94.7 Euro million vs. 113.6 Euro million of 2018;
  - EBITDA negative for 3.2 Euro million vs. the positive value of 7.7 Euro million of 2018;
  - Net profit equal to 17.2 Euro million vs. the net loss of 5.9 Euro million of 2018. It is highlighted that the positive result of 2019 is fully attributable to the capital gain realized on the sale of the controlled company Isagro Asia, recorded at the accounting value of the original cost and of the capital increases for a total value at the Closing moment of around 14 Euro million. Such profit will be allocated as follows: (i) to the Legal reserve for 0.9 Euro million, (ii) to Unavailable reserve for fair value valuation of shares pursuant to Article 6, paragraph 1, letter b) of Legislative Decree no. 38/2008 for 2.7 Euro million, (iii) to cover the losses of previous years for 1.4 Euro million and (iv) to "Retained earnings" for 12.2 Euro million to be posted, pursuant to Article 24 of the By-Laws, in a specific Equity reserve.

Lastly, the Shareholders' Meeting resolved favorably on the Report on the policy regarding remuneration and fees paid – first and second sections – drafted pursuant to Article 123-*ter*, Legislative Decree no. 58/1998 (Consolidated Law on Finance - TUF).





It has to be remembered that the documentation related to the fiscal year 2019, also including the annual financial statements, the consolidated financial statements, the reports of the Board of Statutory Auditors and of the Independent Auditor, the consolidated non-financial report and the explanatory report on the other items of the agenda, is available to the public (i) at the Corporate office in Milan, Via Caldera no. 21, (ii) on the Corporate website <a href="www.isagro.com">www.isagro.com</a> and (iii) at the centralized storage mechanism "1INFO" on the website <a href="www.linfo.it">www.linfo.it</a>.

Pursuant to Article 125-quarter, paragraph 2, D. Lgs no. 58/1998 (TUF) and to Article 77, paragraph 3 of Consob Issuers' Regulation, a synthetic vote statement - containing the number of shares represented in the Shareholders' Meeting for which the relevant vote has been exercised, the percentage of capital represented by such shares and the number of votes in favor or against the resolutions and the number of abstentions - will be made available to the public on the Corporate website, section *Corporate Governance/Assemblea Azionisti 2020*, within five days from the date of the Shareholders' Meeting.

Lastly, the minutes of the Shareholders' Meeting will be made available to the public within 30 days from the date of the Shareholders' Meeting with the above-mentioned modalities.

#### **About Isagro**

Isagro S.p.A., an independent company born in 1993 with Montecatini/Montedison origin, is listed on the Milan Stock Exchange since 2003. Initially based on the discovery and development of new chemical molecules, the last one being Fluindapyr, the Company leads today a Group offering agricultural solutions at low environmental impact, with a growth project focused on biorationals as part of its new business model aimed also at capitalizing on the current product portfolio qualified for an integrated crop management.

In 2014 Isagro issued Growth Shares, an innovative category of special shares specifically conceived for companies having a Controlling Subject. Main characteristics of Growth Shares are the absence of voting rights, an extra-dividend vs. Ordinary Shares (20% in the case of Isagro) and the automatic conversion into Ordinary Shares in the ratio 1:1 in any case of loss of controlling stake by the Controlling Subject and/or of Compulsory Public Offer.

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# **RECLASSIFIED CONSOLIDATED PROFIT & LOSS**

(€ 000)	Year 2019	Year 2018*	Differences	
Revenues from sales and services	105,369	124,838	-19,469	-15.6%
Other revenues and income	2,151	2,592	-441	
Consumption of materials and external services	(86,661)	(93,197)	+6,536	
Variations in inventories of products	3,338	(353)	+3,691	
Costs capitalized for internal works	1,192	ì,945	-753	
Allowances and provisions	(2,272)	(408)	-1,864	
Labour costs	(24,942)	(25,198)	+256	
Bonus accruals	(793)	(926)	+133	
EBITDA	(2,618)	9,293	-11,911	N/S
% on Revenues	-2.5%	7.4%	,	
Depreciation and amortisation:				
- tangible assets	(2,622)	(2,786)	+164	
- intangible assets	(6,552)	(5,897)	-655	
- right-of-use asset IFRS 16	(910)	-	-910	
- write-down of tangible and intangible assets	(1,034)	(265)	-769	
EBIT	(13,736)	345	-14,081	N/S
% on Revenues	-13.0%	0.3%		
Interests, fees and financial discounts	632	(1,029)	+1,661	
Exchange losses and derivatives	(569)	(908)	+339	
Revaluation of equity investments	191	200	-9	
Result before taxes	(13,482)	(1,392)	-12,090	N/S
Current and deferred taxes	(1,568)	(1,364)	-204	
Net result of continuing operations	(15,050)	(2,756)	-12,294	N/S
Net result of discontinued operations	1,143	3,119	-1,976	
Net result	(13,907)	363	-14,270	N/S

<sup>\*2018</sup> data "re-stated" as per accounting principle IFRS 5



# **RECLASSIFIED CONSOLIDATED BALANCE SHEET**

_(€ 000)	Dec. 31, 2019	Dec. 31, 2018	Differences		Dec. 31, 2018 re-stated
Net fixed assets					
Goodwill	3,148	3,308	-160		3,134
Other intangible assets	47,387	49,510	-2,123		49,479
Tangible assets	15,585	19,228	-3,643		16,322
Right-of-use asset IFRS 16	4,421	-	+4,421		-
Financial assets	4,176	593	+3,583		593
Other medium/long terms assets and liabilities	7,228	11,256	-4,028		9,563
Total net fixed assets	81,945	83,895	-1,950	-2.3%	79,091
Net current assets					
Inventories	40,853	48,097	-7,244		38,450
Trade receivables	27,227	39,823	-12,596		27,202
Trade payables	(26,143)	(32,696)	+6,553		(24,461)
Subtotal Net working capital	41,937	55,224	-13,287		41,191
Current provisions	(1,781)	(1,151)	-630		(1,127)
Other current assets and liabilities	5,190	4,363	+827		946
Subtotal Other assets and liabilities	3,409	3,212	+197		(181)
Total net current assets	45,346	58,436	-13,090	-22.4%	41,010
Invested capital	127,291	142,331	-15,040	-10.6%	120,101
Severance Indemnity Fund (S.I.F)	(1,877)	(2,384)	+507	-21.3%	(2,073)
Net invested capital	125,414	139,947	-14,533	-10.4%	118,028
Held for sale non-financial assets					
and liabilities	_	-	-		21,919
Total	125,414	139,947	-14,533	-10.4%	139,947
financed by:		,			Ź
Equity					
Capital stock	24,961	24,961	-		24,961
Reserves and retained earnings	81,084	79,820	+1,264		79,820
Translation difference	(1,118)	(10,314)	+9,196		(1,152)
Translation difference of discontinued operation	-	-	-		(9,162)
Profit/(Loss) of the Group	(13,907)	363	-14,270		363
Total equity	91,020	94,830	-3,810	-4.0%	94,830
Net financial position					
Medium/long term debts:					
- due to banks	28,615	37,855	-9,240		37,855
- due to other lenders	1,133	1,254	-121		1,254
- financial liabilities ex IFRS 16	3,709	-	+3,709		-
- other financial liabilities/(assets), IRS and trading					
derivatives	(2,473)	(2,497)	+24		(2,497)
Total medium/long term financial debts	30,984	36,612	-5,628	-15.4%	36,612
Short term-debts:					
- due to banks	47,328	38,511	+8,817		38,511
- due to other lenders	1,793	1,738	+55		1,738
- financial liabilities ex IFRS 16	813	-	+813		-
- other financial liabilities/(assets), IRS and trading		/4			
derivatives	57	(13,825)	+13,882	00	(24)
Total short-term financial debts	49,991	26,424	+23,567	+89.2%	40,225
Cash and cash equivalents	(46,581)	(17,919)	-28,662	+160.0%	(17,564)
Total net financial position	34,394	45,117	-10,723	-23.8%	59,273
Net financial position of discontinued operation	-	-	-	-	(14,156)
Total	125,414	139,947	-14,533	-10.4%	139,947
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# **CONSOLIDATED CASH-FLOW STATEMENT**

Operating activities         (15,050)         (2,750)           Net result discontinued operations         1,143         3,119           - Depreciation of tangible assets         3,005         3,405           - Depreciation of tinangible assets         6,566         5,911           - Depreciation of right-of-use asset IFRS 16         1,034         265           - Losses in value of tangible and intangible assets         1,034         265           - Provisions to reserves (including employee indemnity)         1,351         1,138           - Provisions to incentive and retention plan         242         215           - Gains from the disposal of tangible and intangible assets         (374)         (313)           - Gains from the disposal of tangible and intangible assets         (2,147)            - Fair value of equity investments         (5,984)            - Interests from held for trading assets         (2,147)            - Net interest expenses paid to financial institutions and leasing companies         1,539         1,446           - Net interest expenses paid to financial institutions and leasing companies         1,539         1,446           - Net charges on derivative instruments         (802)         795           - Result on investments valued with the equity method         (1)	(€ 000)	Dec. 31, 2019	Dec. 31, 2018
Net result discontinuing operations         (1,14)         3,119           Net result discontinued operations         1,143         3,149           - Depreciation of intangible assets         3,065         5,941           - Depreciation of intangible assets         6,566         5,911           - Depreciation of riphia-Giuse used ITRS 16         1,449         2.65           - Bosses in value of tangible and intangible assets         1,034         265           - Provisions to reserves (including employee indemnity)         3,51         1,318           - Gains from disposal of tangible and intangible assets         3,74         3,133           - Gains from the disposal of discontinued operations         (5,984)            - Gains from the disposal of discontinued operations         (2,147)            - Fair value of equity investments         (2,147)            - Increases from held for trading assets         3,93         1,446           - Net interest expenses paid of innacial institutions and leasing companies         1,53         1,44           - Net interest expenses paid of innacial institutions and leasing companies         1,53         2,73           - Result on investments valued with the equity method         1,91         1,62           - Result on inteact transplance institutions and leasing companie	Cash and cash equivalents (as of January 1st)*	17,919	31,701
Net result discontinued operations         1.143         3.19           - Depreciation of langible assets         3.005         3.405           - Depreciation of langible assets         6.566         5.911           - Depreciation of langible assets         1.034         2.65           - Decreaciation of langible assets         1.034         2.65           - Provisions to reserves (including employee indemnity)         1.351         1.138           - Provisions to incentive and retention plan         242         2.135           - Gains from the disposal of dispolated and inangible assets         (374)         (313)           - Gains from the disposal of discontinued operations         (5,984)            - Fair value of equity investments         (2,147)            - Provisions to reserves (including employee indemnity)         1.59         (9,00)           - Gain from the disposal of discontinued operations         (2,147)            - Provisions to reserves (including employee indemnity)         (1,191)         (2,00)           - Net interest expenses paid to financial institutions and leasing companies         1,538         2,313           - Net change in devisitive instruments         605         2,113           - Result on investments valued with the equity method         (1,191) <t< td=""><td>Operating activities</td><td></td><td></td></t<>	Operating activities		
	Net result of continuing operations	(15,050)	(2,756)
- Depreciation of intangible assets   6,566   5,911     Depreciation of right-of-use asset IFRS 16   1,449   2-1     Desses in value of tangible and intangible assets   1,034   2,656     Provisions to reserves (including employee indemnity)   1,351   1,138     Provisions to reserves (including employee indemnity)   2,42   2,155     Gains from disposal of tangible and intangible assets   3,744   3,133     Gains from disposal of tangible and intangible assets   3,984   3-1     Gains from disposal of disposal disposal disposal of disposal disposal disposal disposal of disposal	Net result discontinued operations	1,143	3,119
Depreciation of right-of-sea seaset IFRS 16	- Depreciation of tangible assets	3,005	3,405
- Losses in value of tangible and intangible assets         1,034         2.65           - Provisions to reserves (including employee indemnity)         1,351         1,385           - Frovisions to incentive and retention plan         242         2.15           - Gains from disposal of tungible and intangible assets         (3,74)         (313)           - Gains from the disposal of discontinued operations         (5,984)            - Fair value of equity investments         (2,17)            - Interest from held for trading assets          (900)           - Net charges on derivative instruments         695         2,113           - Result on investments valued with the equity method         (191)         (200)           - Income taxes on continuing operations         1,556         2,734           - Income taxes on continuing operations         4,835            - Income taxes on odiscontinued operations         (319)         16,177           - Decrease in trade receivables**         (862)         7,975           - Increase in inventory**         (2,140)         (3,253)           - Increase in inventory**         (2,140)         (3,253)           - Increase in inventory**         (2,140)         (3,242)           - Net change in other assets/labilities	- Depreciation of intangible assets	6,566	5,911
- Provisions to reserves (including employee indemnity)         1,351         1,138           - Provisions to incentive and retention plan         242         215           - Gains from the disposal of disposal of langible assets         (374)         (313)           - Gains from the disposal of discontinued operations         (5,984)            - Fair value of equity investments         (2,147)            - Fair value of equity investments         (2,147)            - Interests from held for trading assets         1,539         1,446           - Net charges on derivative instruments         695         2,113           - Net charges on derivative instruments         695         2,113           - Result on investments valued with the equity method         (191)         (2000)           - Income taxes on continuing operations         4,835            - Income taxes on discontinued operations         4,835            - Income taxes on discontinued operations         (3,19)         10,177           - Decrease in trude receivables**         (862)         795           - Increase in trude receivables**         (2,140)         (3,253)           - Increase in trude receivables**         (2,140)         (3,253)           - Net aincrease in trude receivables	- Depreciation of right-of-use asset IFRS 16	1,449	-
- Provisions to incentive and retention plan         242         215           - Gains from disposal of fangible and intangible assets         (374)         (313)           - Gains from the disposal of discontinued operations         (5,984)         -           - Fair value of equity investments         (2,147)         -           - Interests from held for trading assets         (2,147)         (900)           Net interest expenses paid to financial institutions and leasing companies         1,539         1,446           Net charges on derivative instruments         695         2,113           Net charges on derivative instruments         (695         2,131           Income taxes on continuing operations         1,568         2,734           Income taxes on orisontinued operations         4,835         -           - Cash flow from current operations         (319)         16,177           - Decrease in trade receivables**         (862)         795           - Increase in inventory**         (2,140)         (3,233)           Increase in inventory**         2,512         1,968           - Net change in other assets/liabilities         1,39         842           - Net change in other assets/liabilities         1,39         8,24           - Net change in other assets/liabilities         (3,533	- Losses in value of tangible and intangible assets	1,034	265
- Gains from disposal of tangible and intangible assets         (374)         (313)           - Gains from the disposal of discontinued operations         (5,984)	- Provisions to reserves (including employee indemnity)	1,351	1,138
Gains from the disposal of discontinued operations         (5,984)	- Provisions to incentive and retention plan	242	215
- Fair value of equity investments         - (2.147)           - Interest from held for trading assets         - (900)           - Net interest stepnesse paid to financial institutions and leasing companies         1,539         1,446           - Net charges on derivative instruments         695         2,113           - Result on investments valued with the equity method         (191)         (200)           - Income taxes on discontinued operations         4,835            - Income taxes on discontinued operations         (319)         16,177           - Decrease in trade receivables**         (862)         795           - Increase in trade receivables**         (862)         795           - Increase in trade payables**         (2,140)         (3,233)           - Increase in trade payables**         2,512         1,968           - Net change in other assets/liabilities         1,398         842           - Visit of funds (including employee indemnity)         (1,697)         (2,242)           - Net interest expenses paid to financial institutions and leasing companies         (1,475)         (1,452)           - Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,580)         (5,710)           - Cash flow from/for) operating activities	- Gains from disposal of tangible and intangible assets	(374)	(313)
Interests from held for trading assets	- Gains from the disposal of discontinued operations	(5,984)	-
- Net interest expenses paid to financial institutions and leasing companies         1,539         1,446           - Net charges on derivative instruments         695         2,113           - Result on investments valued with the equity method         (191)         (200)           - Income taxes on continuing operations         1,568         2,734           - Income taxes on discontinued operations         4,835            - Cash flow from current operations         (319)         16,177           - Decrease in trade receivables**         (820)         795           - Increase in inventory**         (2,140)         (3,253)           - Increase in trade payables**         (2,140)         (3,253)           - Increase in trade payables**         (2,190)         (3,253)           - Increase in trade payables**         (2,190)         (3,242)           - Net change in other assets/liabilities         1,398         842           - Use of funds (including employee indemnity)         (1,697)         (2,242)           - Net change in other assets/liabilities         (1,697)         (2,242)           - Net change in other assets/liabilities         (3,683)         (1,757)           - Rein flow from derivative instruments         (9,093)         9,244           Investments in transible assets	- Fair value of equity investments	(2,147)	-
- Net charges on derivative instruments         695         2,113           - Result on investments valued with the equity method         (191)         (200)           - Income taxes on continuing operations         4,835         -734           - Income taxes on discontinued operations         4,835         -734           - Income taxes on discontinued operations         3190         10,177           - Decrease in trade receivables**         (862)         795           - Increase in inventory**         (2,140)         (3,253)           - Increase in trade payables**         2,512         1,968           - Net change in other assets/liabilities         1,968         842           - Use of funds (including employee indemnity)         (1,697)         (2,242)           - Net interest expenses paid to financial institutions and leasing companies         (1,475)         (1,452)           - Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,588)         (1,677)           Cash flow from/(for) operating activities         (9,093)         9,244           Investments in intangible assets         (5,680)         (5,710)           - Investments in tangible assets         (6         4           - Investments in tangible assets         (6<	- Interests from held for trading assets	-	(900)
- Result on investments valued with the equity method         (191)         (200)           - Income taxes on continuing operations         1,568         2,734           - Lincome taxes on discontinued operations         4,835	- Net interest expenses paid to financial institutions and leasing companies	1,539	1,446
- Income taxes on continuing operations         1,568         2,734           - Income taxes on discontinued operations         4,835	- Net charges on derivative instruments	695	2,113
Income taxes on discontinued operations	- Result on investments valued with the equity method	(191)	(200)
Cash flow from current operations         (319)         16,177           - Decrease in trade receivables**         (862)         795           - Increase in trade receivables**         (2,140)         (3,253)           - Increase in trade payables**         2,512         1,908           - Net change in other assets/liabilities         1,398         842           - Use of funds (including employee indemnity)         (1,697)         (2,242)           - Net interest expenses paid to financial institutions and leasing companies         (1,475)         (1,452)           - Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,538)         (1,677)           Cash flow from/(for) operating activities         (9,093)         9,244           Investment activities         (9,093)         9,244           Investments in tangible assets         (5,680)         (5,710)           - Investments in intangible assets         (2,276)         (2,345)           - Net sale price from disposal of tangible/intangible assets         (2,276)         (2,345)           - Net sale price from affiliated companies         66         44           - Cash flow from affiliated companies         66         44           - Cash flow from for for for investment activities	- Income taxes on continuing operations	1,568	2,734
Cash flow from current operations         (319)         16,177           - Decrease in trade receivables**         (862)         795           - Increase in trade receivables**         (2,140)         (3,253)           - Increase in trade payables**         2,512         1,908           - Net change in other assets/liabilities         1,398         842           - Use of funds (including employee indemnity)         (1,697)         (2,242)           - Net interest expenses paid to financial institutions and leasing companies         (1,475)         (1,452)           - Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,538)         (1,677)           Cash flow from/(for) operating activities         (9,093)         9,244           Investment activities         (9,093)         9,244           Investments in tangible assets         (5,680)         (5,710)           - Investments in intangible assets         (2,276)         (2,345)           - Net sale price from disposal of tangible/intangible assets         (2,276)         (2,345)           - Net sale price from affiliated companies         66         44           - Cash flow from affiliated companies         66         44           - Cash flow from for for for investment activities	- Income taxes on discontinued operations	4, 835	-
- Decrease in trade receivables**         (862)         795           - Increase in inventory**         (2,140)         (3,253)           - Increase in trade payables**         2,512         1,968           - Net change in other assets/liabilities         1,398         842           - Use of funds (including employee indemnity)         (1,697)         (2,242)           - Net interest expenses paid to financial institutions and leasing companies         (1,475)         (1,452)           - Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,538)         (1,767)           Cash flow from/(for) operating activities         (9,993)         9,244           Investments in intangible assets         (5,680)         (5,710)           - Investments in intangible assets         (5,680)         (5,710)           - Investments in intangible assets         (5,680)         (5,710)           - Net sale price from disposal of tangible/intangible assets         (6,680)         (5,710)           - Net sale price from disposal of tangible intangible assets         (6,680)         (5,710)           - Dividends from affiliated companies         66         44           - Cash-flow from/(for) investment activities         (66         44           - Cash flow f		(319)	16,177
- Increase in inventory**         (2,140)         (3,253)           - Increase in trade payables**         2,512         1,968           - Net change in other assets/liabilities         1,398         842           - Use of funds (including employee indemnity)         (1,697)         (2,242)           - Net interest expenses paid to financial institutions and leasing companies         (1,475)         (1,452)           - Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,538)         (1,767)           Cash flow from/(for) operating activities         (903)         9,244           Investment activities         (903)         9,244           Investment activities         (5,580)         (5,710)           - Investments in intangible assets         (5,680)         (5,710)           - Investments in tangible assets         (5,680)         (5,710)           - Investments in tangible assets         (6,14)         434           - Cash-flow generated by the sale of discontinued operations         46,768            - Dividends from affiliated companies         66         44           - Cash flow from/(for) investment activities         40,318         20,302           Financing activities         (2,52)         (2,525)	- Decrease in trade receivables**	(862)	795
- Increase in trade payables**         2,512         1,968           - Net change in other assets/liabilities         1,398         8.42           - Use of funds (including employee indemnity)         (1,697)         (2,242)           - Net interest expenses paid to financial institutions and leasing companies         (1,475)         (1,452)           - Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,538)         (1,767)           Cash flow from/(for) operating activities         (9,093)         9,244           Investment activities         (5,680)         (5,710)           - Investments in tangible assets         (5,680)         (5,710)           - Net sale price from disposal of tangible/intangible assets         (6,680)         (5,710)           - Net sale price from disposal of tangible/intangible assets         641         434           - Cash-flow generated by the sale of discontinued operations         46,768            - Dividends from affiliated companies         66         44           - Cash flow from/(for) investment activities         40,318         20,302           Chash flow from/(for) investment activities         40,318         20,302           Financian activities         16,242         22,184 <t< td=""><td>- Increase in inventory**</td><td>` '</td><td>(3,253)</td></t<>	- Increase in inventory**	` '	(3,253)
- Net change in other assets/liabilities         1,398         8.42           - Use of funds (including employee indemnity)         (1,697)         (2,242)           - Net interest expenses paid to financial institutions and leasing companies         (1,475)         (1,452)           - Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,538)         (1,767)           Cash flow from/(for) operating activities         (9,093)         9,244           Investment activities         (5,680)         (5,710)           - Investments in intangible assets         (5,680)         (5,710)           - Investments in intangible assets         (2,276)         (2,345)           - Net sale price from disposal of tangible/intangible assets         (6,61)         434           - Cash-flow generated by the sale of discontinued operations         46,768            - Dividends from affiliated companies         66         44           - Cash flow from/(for) investment activities         40,318         (20,322)           Cash flow from/(for) investment activities         40,318         (20,322)           Flancing activities         (2,52)         (2,64)           - Contracting of non-current financial debts         (2,52)         (2,631)			
- Use of funds (including employee indemnity)         (1,697)         (2,242)           - Net interest expenses paid to financial institutions and leasing companies         (1,475)         (1,452)           - Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,538)         (1,767)           Cash flow from/(for) operating activities         (9,093)         9,244           Investment activities         (9,093)         9,244           Investments in intangible assets         (5,680)         (5,710)           - Investments in intangible assets         (2,276)         (2,345)           - Net sale price from disposal of tangible/intangible assets         641         434           - Cash-flow generated by the sale of discontinued operations         46,768         -           - Dividends from affiliated companies         66         44           - Cash flow from Infliated companies         66         44           - Cash flow from/(for) investment activities         40,318         20,302           Financing activities         27,521         (26,391)           - Repayment of non-current financial debts         16,242         22,184           - Repayment of lease liabilities         (1,20)         -           - Increase in financial receivables a			842
- Net interest expenses paid to financial institutions and leasing companies         (1,475)         (1,452)           - Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,538)         (1,767)           Cash flow from/(for) operating activities         (9,093)         9,244           Investment activities			(2,242)
- Financial flow from derivative instruments         (972)         (1,824)           - Income taxes paid***         (5,538)         (1,767)           Cash flow from/(for) operating activities         (9,093)         9,244           Investment activities         8         5           - Investments in intangible assets         (5,680)         (5,710)           - Investments in tangible assets         (2,276)         (2,345)           - Net sale price from disposal of tangible/intangible assets         641         434           - Net sale price from disposal of tangible/intangible assets         46,768         -           - Net sale price from disposal of tangible/intangible assets         641         434           - Net sale price from disposal of tangible/intangible assets         641         434           - Net sale price from disposal of tangible/intangible assets         641         434           - Net sale price from disposal of tangible/intangible assets         641         434           - Net sale price from disposal of tangible/intangible assets         66         44           - Cash flow from affiliated companies         66         44           - Cash flow from affiliated companies         66         44           - Cash flow from/(for) investment activities         16,242         22,184		* * * *	(1,452)
Cash flow from/(for) operating activities         (9,093)         9,244           Investment activities         1			(1,824)
Cash flow from/(for) operating activities         (9,093)         9,244           Investment activities         1	- Income taxes paid***	(5,538)	(1,767)
Investment activities         (5,680)         (5,710)           - Investments in intangible assets         (2,276)         (2,345)           - Net sale price from disposal of tangible/intangible assets         641         434           - Cash-flow generated by the sale of discontinued operations         46,768         -           - Dividends from affiliated companies         66         44           - Cash flow from assets held for trading         799         (12,725)           Cash flow from/(for) investment activities         40,318         (20,302)           Financing activities         16,242         22,184           - Repayment of non-current financial debts         (27,521)         (26,391)           - Repayment of lease liabilities         (1,220)         -           - Contracting/(repayment) of current financial debts         10,146         5,209           - Increase in financial receivables and pledged banking account         -         (2,503)           - Purchase Growth Shares         (272)         (846)           - Sale Ordinary treasury Shares         -         78           Cash flow from financing activities         (2,625)         (2,269)           Translation difference changes         62         (455)	Cash flow from/(for) operating activities		9,244
- Investments in intangible assets         (5,680)         (5,710)           - Investments in tangible assets         (2,276)         (2,345)           - Net sale price from disposal of tangible/intangible assets         641         434           - Cash-flow generated by the sale of discontinued operations         46,768         -           - Dividends from affiliated companies         66         44           - Cash flow from assets held for trading         799         (12,725)           Cash flow from/(for) investment activities         40,318         (20,302)           Financing activities         16,242         22,184           - Repayment of non-current financial debts         (27,521)         (26,391)           - Repayment of lease liabilities         (1,220)         -           - Contracting/(repayment) of current financial debts         10,146         5,209           - Increase in financial receivables and pledged banking account         -         (2,503)           - Purchase Growth Shares         (272)         (846)           - Sale Ordinary treasury Shares         -         78           Cash flow from financing activities         (2,625)         (2,269)           Translation difference changes         62         (455)	Investment activities		
- Investments in tangible assets         (2,276)         (2,345)           - Net sale price from disposal of tangible/intangible assets         641         434           - Cash-flow generated by the sale of discontinued operations         46,768         -           - Dividends from affiliated companies         66         44           - Cash flow from assets held for trading         799         (12,725)           Cash flow from/(for) investment activities         40,318         (20,302)           Financing activities         2         22,184           - Repayment of non-current financial debts         16,242         22,184           - Repayment of lease liabilities         (27,521)         (26,391)           - Repayment of lease liabilities         (1,220)         -           - Contracting/(repayment) of current financial debts         10,146         5,209           - Increase in financial receivables and pledged banking account         -         (2,503)           - Purchase Growth Shares         (272)         (846)           - Sale Ordinary treasury Shares         -         78           Cash flow from financing activities         (2,625)         (2,269)           Translation difference changes         62         (455)           Cash flow of the period         (13,782) <td></td> <td>(5,680)</td> <td>(5,710)</td>		(5,680)	(5,710)
- Net sale price from disposal of tangible/intangible assets       641       434         - Cash-flow generated by the sale of discontinued operations       46,768       -         - Dividends from affiliated companies       66       44         - Cash flow from assets held for trading       799       (12,725)         Cash flow from/(for) investment activities       40,318       (20,302)         Financing activities       8       16,242       22,184         - Contracting of non-current financial debts       (27,521)       (26,391)         - Repayment of lease liabilities       (1,220)       -         - Contracting/(repayment) of current financial debts       10,146       5,209         - Increase in financial receivables and pledged banking account       -       (2,503)         - Purchase Growth Shares       (272)       (846)         - Sale Ordinary treasury Shares       (2,525)       (2,625)         Cash flow from financing activities       (2,625)       (2,269)         Translation difference changes       62       (455)         Cash flow of the period       28,662       (13,782)		(2,276)	
- Cash-flow generated by the sale of discontinued operations       46,768       -         - Dividends from affiliated companies       66       44         - Cash flow from assets held for trading       799       (12,725)         Cash flow from/(for) investment activities       40,318       (20,302)         Financing activities       -       -         - Contracting of non-current financial debts       16,242       22,184         - Repayment of non-current financial debts       (27,521)       (26,391)         - Repayment of lease liabilities       (1,220)       -         - Contracting/(repayment) of current financial debts       10,146       5,209         - Increase in financial receivables and pledged banking account       -       (2,503)         - Purchase Growth Shares       (272)       (846)         - Sale Ordinary treasury Shares       -       78         Cash flow from financing activities       (2,625)       (2,269)         Translation difference changes       62       (455)         Cash flow of the period       28,662       (13,782)	-		434
- Dividends from affiliated companies         66         44           - Cash flow from assets held for trading         799         (12,725)           Cash flow from/(for) investment activities         40,318         (20,302)           Financing activities         8         22,184           - Contracting of non-current financial debts         (27,521)         (26,391)           - Repayment of non-current financial debts         (1,220)         -           - Repayment of lease liabilities         (10,146)         5,209           - Increase in financial receivables and pledged banking account         -         (2,503)           - Purchase Growth Shares         (272)         (846)           - Sale Ordinary treasury Shares         -         78           Cash flow from financing activities         (2,625)         (2,269)           Translation difference changes         62         (455)           Cash flow of the period         28,662         (13,782)		46,768	-
- Cash flow from assets held for trading         799         (12,725)           Cash flow from/(for) investment activities         40,318         (20,302)           Financing activities         799         (20,302)           - Contracting of non-current financial debts         16,242         22,184           - Repayment of non-current financial debts         (27,521)         (26,391)           - Repayment of lease liabilities         (1,220)         -           - Contracting/(repayment) of current financial debts         10,146         5,209           - Increase in financial receivables and pledged banking account         -         (2,503)           - Purchase Growth Shares         (272)         (846)           - Sale Ordinary treasury Shares         -         78           Cash flow from financing activities         (2,625)         (2,269)           Translation difference changes         62         (455)           Cash flow of the period         28,662         (13,782)	· · · · · · · · · · · · · · · · · · ·		44
Cash flow from/(for) investment activities       40,318       (20,302)         Financing activities       3       22,184         - Contracting of non-current financial debts       (27,521)       (26,391)         - Repayment of non-current financial debts       (1,220)       -         - Repayment of lease liabilities       (1,220)       -         - Contracting/(repayment) of current financial debts       10,146       5,209         - Increase in financial receivables and pledged banking account       -       (2,503)         - Purchase Growth Shares       (272)       (846)         - Sale Ordinary treasury Shares       -       78         Cash flow from financing activities       (2,625)       (2,269)         Translation difference changes       62       (455)         Cash flow of the period       28,662       (13,782)		799	(12,725)
Financing activities         - Contracting of non-current financial debts       16,242       22,184         - Repayment of non-current financial debts       (27,521)       (26,391)         - Repayment of lease liabilities       (1,220)       -         - Contracting/(repayment) of current financial debts       10,146       5,209         - Increase in financial receivables and pledged banking account       -       (2,503)         - Purchase Growth Shares       (272)       (846)         - Sale Ordinary treasury Shares       -       78         Cash flow from financing activities       (2,625)       (2,269)         Translation difference changes       62       (455)         Cash flow of the period       28,662       (13,782)	-		
- Contracting of non-current financial debts       16,242       22,184         - Repayment of non-current financial debts       (27,521)       (26,391)         - Repayment of lease liabilities       (1,220)       -         - Contracting/(repayment) of current financial debts       10,146       5,209         - Increase in financial receivables and pledged banking account       -       (2,503)         - Purchase Growth Shares       (272)       (846)         - Sale Ordinary treasury Shares       -       78         Cash flow from financing activities       (2,625)       (2,269)         Translation difference changes       62       (455)         Cash flow of the period       28,662       (13,782)	` '	10,000	(==,===)
- Repayment of non-current financial debts       (27,521)       (26,391)         - Repayment of lease liabilities       (1,220)       -         - Contracting/(repayment) of current financial debts       10,146       5,209         - Increase in financial receivables and pledged banking account       -       (2,503)         - Purchase Growth Shares       (272)       (846)         - Sale Ordinary treasury Shares       -       78         Cash flow from financing activities       (2,625)       (2,269)         Translation difference changes       62       (455)         Cash flow of the period       28,662       (13,782)	-	16.242	22.184
- Repayment of lease liabilities       (1,220)       -         - Contracting/(repayment) of current financial debts       10,146       5,209         - Increase in financial receivables and pledged banking account       -       (2,503)         - Purchase Growth Shares       (272)       (846)         - Sale Ordinary treasury Shares       -       78         Cash flow from financing activities       (2,625)       (2,269)         Translation difference changes       62       (455)         Cash flow of the period       28,662       (13,782)			
- Contracting/(repayment) of current financial debts       10,146       5,209         - Increase in financial receivables and pledged banking account       - (2,503)         - Purchase Growth Shares       (272)       (846)         - Sale Ordinary treasury Shares       - 78         Cash flow from financing activities       (2,625)       (2,269)         Translation difference changes       62       (455)         Cash flow of the period       28,662       (13,782)	* *	· · · · ·	(==,====)
- Increase in financial receivables and pledged banking account       - (2,503)         - Purchase Growth Shares       (272)       (846)         - Sale Ordinary treasury Shares       - 78         Cash flow from financing activities       (2,625)       (2,269)         Translation difference changes       62       (455)         Cash flow of the period       28,662       (13,782)	* *		5 209
- Purchase Growth Shares       (272)       (846)         - Sale Ordinary treasury Shares       -       78         Cash flow from financing activities       (2,625)       (2,269)         Translation difference changes       62       (455)         Cash flow of the period       28,662       (13,782)		-	
- Sale Ordinary treasury Shares         -         78           Cash flow from financing activities         (2,625)         (2,269)           Translation difference changes         62         (455)           Cash flow of the period         28,662         (13,782)	, ,	(272)	
Cash flow from financing activities(2,625)(2,269)Translation difference changes62(455)Cash flow of the period28,662(13,782)		(212)	
Translation difference changes62(455)Cash flow of the period28,662(13,782)	• •	(2.625)	
Cash flow of the period         28,662         (13,782)	*		
-	-		
Cash-closing balance (as of December 31 <sup>st</sup> ) 46,581 17,919	•		
	Cash-closing balance (as of December 31st)	46,581	17,919



# out of which related to:

Continuing operations	46,581	17,564
Discontinued operations	-	355

# **RECLASSIFIED PROFIT & LOSS OF ISAGRO SPA**

(€ 000)	Year 2019	Year 2018	Differences	
Revenues from sales and services	94,716	113,592	-18,876	-16.6%
Other revenues and income	2,122	2,881	-759	
Consumption of materials and external services	(77,513)	(84,843)	+7,330	
Variations in inventories of products	667	(2,616)	+3,283	
Costs capitalized for internal works	1,109	1,685	-576	
Allowances and provisions	(1,823)	(660)	-1,163	
Labour costs	(21,921)	(21,528)	-393	
Bonus accruals	(547)	(771)	+224	
EBITDA	(3,190)	7,740	-10,930	N/S
% on Revenues	-3.4%	6.8%	,	
Depreciation and amortisation:				
- tangible assets	(2,591)	(2,760)	+169	
- intangible assets	(6,810)	(6,084)	-726	
- right-of-use asset IFRS 16	(597)	-	-597	
- write-down of tangible and intangible assets	(1,681)	(247)	-1,434	
EBIT	(14,869)	(1,351)	-13,518	N/S
% on Revenues	-15.7%	-1.2%		
Dividends from equity investments	1,020	694	+326	
Interests, fees and financial discounts	1,891	(472)	+2,363	
Exchange losses and derivatives	(392)	(596)	+204	
Revaluation of equity investments	35,199	(3,690)	+38,889	
Result before taxes	22,849	(5,415)	+28,264	N/S
Current and deferred taxes	(5,687)	(529)	-5,158	
Net result	17,162	(5,944)	23,106	N/S

<sup>(\*)</sup> including discontinued operations cash and cash equivalents.
(\*\*) the net change is different vs. Explanatory note due to exchange rate adjustments.
(\*\*\*) the taxes paid include € 5,164 thousand relating to the withholdings paid on the sale of Isagro Asia.



#### **RECLASSIFIED BALANCE SHEET OF ISAGRO SPA**

(€ 000)	Dec. 31, 2019	Dec. 31, 2018	Differe	ences
N				
Net fixed assets Goodwill	1 621	1 621		
Other intangible assets	1,631	1,631	2 976	
Tangible assets	49,000 15,493	51,876 16,156	-2,876 -663	
Right-of-use asset IFRS 16	4,075	10,130	+4,075	
Financial assets	9,834	19,948	-10,114	
Other medium/long terms assets and liabilities	5,456	7,620	-2,164	
Total net fixed assets	85,489	97,231	-11,742	-12.1%
Net current assets	03,407	71,231	-11,742	-12.1 /0
Inventories	32,389	32,506	-117	
Trade receivables	30,407	27,841	+2,566	
Trade payables	(25,311)	(23,748)	-1,563	
Subtotal Net working capital	37,485	36,599	+886	
Subtotal Net working capital	37,403	30,399	+000	
Current provisions	(1,535)	(901)	-634	
Other current assets and liabilities	4,771	327	+4,444	
Subtotal Other assets and liabilities	3,236	(574)	+3,810	
Total net current assets	40,721	36,025	+4,696	+13.0%
Invested capital	126,210	133,256	-7,046	-5.3%
Severance Indemnity Fund	(1,877)	(2,073)	+196	-9.5%
Net invested capital	124,333	131,183	-6,850	-5.2%
Held for sale non-financial assets				
and liabilities	-	-	-	
Total	124,333	131,183	-6,850	-5.2%
financed by:				
Equity				
Capital stock	24,961	24,961	-	
Reserves and retained earnings	51,794	56,764	-4,970	
Profit/(Loss) of the period	17,162	(5,944)	+23,106	
Total equity	93,917	75,781	+18,136	+23.9%
Net financial position				
Medium/long term debts:				
- due to banks	28,615	37,853	-9,238	
- due to other lenders	1,133	1,254	-121	
- financial liabilities ex IFRS 16	3,521	-	+3,521	
- other financial liabilities/(assets), IRS and trading				
derivatives	(2,473)	(2,497)	+24	
Total medium/long term financial debts	30,796	36,610	-5,814	-15.9%
Short term-debts:				
- due to banks	43,160	34,137	+9,023	
- due to other lenders	1,793	1,738	+55	
- due to subsidiaries, associates, parent companies	(1,559)	(2,565)	+1,006	
- financial liabilities ex IFRS 16	648	-	+648	
- other financial liabilities/(assets), IRS and trading				
derivatives	44	23	+21	
Total short-term financial debts	44,086	33,333	+10,753	+32.3%
Cash and cash equivalents	(44,466)	(14,541)	-29,925	N/S
-				
Total net financial position	30,416	55,402	-24,986	-45.1%
Total	124,333	131,183	-6,850	-5.2%



#### **CASH-FLOW STATEMENT OF ISAGRO SPA**

(€ 000)	Dec. 31, 2019	Dec. 31, 2018
Cash and cash equivalents (as of January 1st)	14,541	17,827
Operating activities		
Net result of continuing operations	17,162	(5,944)
- Depreciation of tangible assets	2,591	2,760
- Depreciation of intangible assets	6,810	6,084
- Depreciation of right-of-use asset IFRS 16	816	-
- Losses in value of tangible and intangible assets	1,681	247
- Losses in value of equity investments	1,923	3,690
- Incomes from equity investments	(2,737)	-
- Provisions to reserves (including employee indemnity)	945	837
- Provisions to incentive and retention plan	242	215
- Other provisions of a non-financial nature	360	-
- (Gains)/losses from disposal of tangible and intangible assets	(351)	1
- Net gain from disposal of subsidiaries equity investments	(37,122)	-
- Dividends from subsidiaries, joint ventures and associates	(1,020)	(694)
- Net interest expenses paid to financial institutions and leasing companies	1,041	1,246
- Net charges/(incomes) on derivative instruments	642	2,115
- Income taxes	5,687	529
Cash flow from current operations	(1,330)	11,086
- Increase in trade receivables	(3,447)	(2,312)
- Decrease in inventory	117	2,354
- Increase/(decrease) in trade payables	1,584	(1,669)
- Net change in other assets/liabilities	1,091	2,765
- Use of funds (including employee indemnity)	(1,168)	(1,864)
- Net interest expenses paid to financial institutions and leasing companies	(1,091)	(1,239)
- Financial flow from derivative instruments	(994)	(1,783)
- Collection of dividends from subsidiaries and affiliates	869	694
- Income taxes paid	(5,164)	_
Cash flow from/(for) operating activities	(9,533)	8,032
Investment activities		
- Investments in intangible assets	(5,757)	(5,814)
- Investments in tangible assets	(2,001)	(1,798)
- Net sale price from disposal of tangible/intangible assets	568	0
- Cash-flow generated by sale of subsidiaries	48,094	-
- Investment in equity investments	(12)	(18)
Cash flow from/(for) investment activities	40,892	(7,630)
Financing activities		
- Contracting of non-current financial debts	16,242	22,184
- Repayment of non-current financial debts	(27,521)	(26,386)
- Repayment of lease liabilities	(766)	(20,500)
- Contracting/(repayment) of current financial debts**	11,030	5,829
- (Increase)/decrease in financial receivables and pledged banking account	(147)	(4,547)
- Purchase Growth Shares	(272)	(846)
- Sale Ordinary treasury Shares	(2/2)	78
Cash flow from financing activities	(1,434)	(3,688)
Cash flow of the period	29,925	(3,286)
Cash-closing balance (as of December 31st)	44,466	14,541