

CASTA DIVA GROUP

Media

Slower Growth, but Margin Improvement

Casta Diva Group is a multinational communication company listed on Euronext Growth Milan, active in branded content, advertising films, viral and digital content, corporate events and live music entertainment. It operates across 4 continents with offices in 13 cities, and is recognized globally with 120+ international awards and 150+ leading partner brands.

1H25 Results: Top Line +2% y/y, Adj. EBITDA Margin up 60bps

CDG's 1H25 results came in slightly below our organic top-line expectations (VoP €59.4mn, +2% y/y, despite a broader perimeter from the December acquisitions of Artificio Italiano and First Class) and below our reported profitability forecasts (EBITDA Margin 6.8% vs. 8.0% exp.). By contrast, adjusted figures (Adj. EBITDA Margin 9.4%) and leverage (Net Debt €9.9mn vs. €9.5mn at FY24) were broadly in line with our FY projections.

New Business Plan and M&A on the Horizon

With >75% of FY25E VoP secured (€59.4mn reported in 1H25 plus €43.8mn backlog as of June 30th), management reaffirmed its FY25 top-line target (€136.4mn, in our view achievable only with additional M&A). A review of the remaining P&L and cash-flow metrics is expected by year-end, as current trends are no longer fully aligned with the December 2023 plan. Over the last four months, CDG also announced::

- Conditional purchase proposal for the events business unit of Prodea Group S.p.A. (terms undisclosed, but deal fully consistent with CDG's M&A playbook);
- Private placement of two sustainability-linked bonds totaling €15mn to support M&A, refinancing, and working capital;
- agenZy, a JV with eGroup Italy to strengthen Gen-Z engagement in youth-focused events.

Fine-Tuning FY25E-27E Estimates

Assuming the current perimeter, our new FY27E forecasts point at:

- VoP of €136.2mn, revised by -5% per year to reflect the lower-than-expected organic contribution to the 1H25 top line;
- Adj. EBITDA of €12.2mn, revised more than proportionally yet still expected to grow faster than the top line on efficiency gains (margin +70bps vs. FY24);
- Net Debt of €3.2mn (vs. €1.5mn previously), after €1.8mn cumulative dividends over FY25E-27E.

Fair Value at €2.30 p/s (from €2.60)

We adjust CDG's fair value at €2.30 p/s, reflecting (i) the forecast downgrade and (ii) a slight de-rating in peers' multiples since our last update. Despite recent price appreciation and a slower-than-expected organic profile, we still see compelling undervaluation, with CDG trading at an ~40% discount to FY25E-26E peers' median multiples.

Marco Greco

marco.greco@value-track.com

Filippo Mazzoleni

filippo.mazzoleni@value-track.com

FAIR VALUE (€)	2.30
MARKET PRICE (€)	1.59
MARKET CAP (€mn)	31.8

KEY FINANCIALS	FY24	FY25E	FY26E
VALUE OF PRODUCTION	123.1	125.2	131.4
EBITDA	8.8	9.0	10.4
EBIT	5.1	5.3	6.7
NET PROFIT	0.9	1.0	2.4
GROUP NET EQUITY	10.2	10.2	12.4
NET DEBT (-) / NET CASH (+)	-9.5	-9.0	-6.3
EPSADJ.	0.08	0.08	0.18
DPS	0.03	0.02	0.04

Source: Casta Diva Group (historical figures), Value Track (estimates)

RATIOS AND MULTIPLES	FY24	FY25E	FY26E
EBITDA MARGIN (%)	7.1	7.2	7.9
EBIT MARGIN (%)	4.2	4.3	5.1
NET DEBT / EBITDA (x)	1.1	1.0	0.6
NET DEBT / NET EQUITY (x)	0.9	0.9	0.5
ROE (%)	9.6	10.1	20.6
EV / SALES (x)	0.3	0.3	0.3
EV / EBITDA (x)	4.0	4.6	3.7
EV / EBIT (x)	6.8	7.7	5.8
P / EADJ. (x)	16.4	18.8	8.8

Source: Casta Diva Group (historical figures), Value Track (estimates)

STOCK DATA	
MARKET PRICE (€)	1.59
NOSH (mn)	20.0
MARKET CAP (€mn)	31.8
ENTERPRISE VALUE (€mn)	41.1
FREE FLOAT (%)	41.8
AVG L30D VOLUME ('000)	49,733
RIC / BBG	CDG.MI / CDG.IM
52 WK MAX - MIN (€)	0.91 - 1.59

Source: Stock Market Data

Description

Casta Diva Group is a multinational communication company listed on Euronext Growth Milan, active in branded content, advertising films, viral and digital content, corporate events and live music entertainment. It operates across 4 continents with offices in 13 cities, uniting brands such as G2 Eventi, Genius Progetti, Casta Diva Art & Show, First Class, Blue Note Milano (Live Communication), and Casta Diva Pictures, Akita Film, E-Motion (Content Production). Recognized with 120+ international awards (including Cannes Lions, LIA, EuBEA, Mobius), CDG is a talent hub that has partnered with 150+ leading brands. The Group also owns Blue Note Milano (one of Europe's most renowned jazz clubs) producing 300+ shows per year.

Financial Highlights

KEY FINANCIALS (IT GAAP, €mn)	FY24	FY25E	FY26E	FY27E
Value of Production	123.1	125.2	131.4	136.2
y/y (%)	10.4%	1.7%	5.0%	3.7%
EBITDA	8.8	9.0	10.4	11.7
EBITDA Margin (%)	7.1%	7.2%	7.9%	8.6%
EBIT	5.1	5.3	6.7	7.9
EBIT Margin (%)	4.2%	4.3%	5.1%	5.8%
Net Profit	0.9	1.0	2.4	3.5
y/y (%)	-43.0%	5.2%	nm	42.5%
Adj. Net Profit	1.5	1.7	3.6	4.7
y/y (%)	-33.2%	10.7%	nm	31.0%
Net Fin. Position [Net Debt (-) / Cash(+)]	-9.5	-9.0	-6.3	-3.2
Net. Fin. Pos. / EBITDA (x)	1.1	1.0	0.6	0.3
Capex	-1.2	-1.3	-2.3	-2.4
OpFCF b.t.	4.9	4.8	7.1	8.3
OpFCF b.t. / EBITDA (%)	55.9%	53.7%	68.4%	70.6%

Source: Casta Diva Group, Value Track Analysis

Investment Case

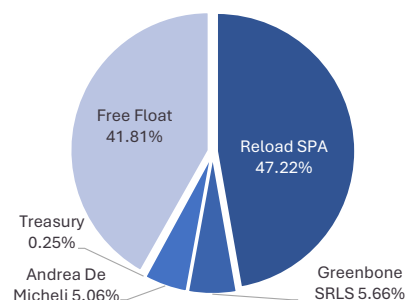
Strengths / Opportunities

- Italian leader of the communication sector of the media industry;
- Long-lasting retention of highly spending and renowned clients;
- Opportunity to act as consolidator of a fragmented market thanks to stock market listing.

Weaknesses / Risks

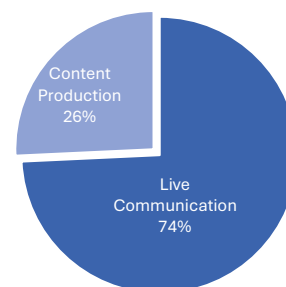
- Highly competitive market environment with players from neighbouring industries;
- Market exposed to macroeconomic shocks.

SHAREHOLDERS' STRUCTURE



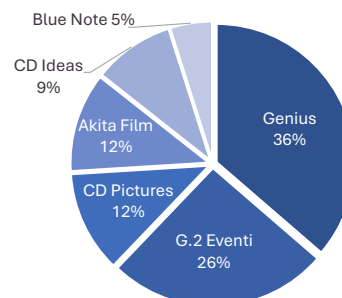
Source: Casta Diva Group

REVENUES BY BUSINESS UNIT



Source: Casta Diva Group, 1H25

REVENUES BY LEGAL ENTITY



Source: Casta Diva Group, FY23

STOCK MULTIPLES @ FV	FY25E	FY26E
EV / SALES (x)	0.4	0.4
EV / EBITDA (x)	6.2	5.1
EV / EBIT (x)	10.4	7.9
EV / CAP. EMPLOYED	2.9	2.8
OpFCF Yield (%)	8.7	13.5
P / E (x)	27.2	12.7
P / BV (x)	4.7	3.9
Dividend Yield (%)	0.7	1.9

Source: Value Track Analysis

Table of Contents

1H25 Financial Results	4
Key Figures & Messages	4
Financial Statements 1H23-1H25	6
Business Development	8
Outstanding M&A Track Record	8
Other Development Moves	9
Growth Strategy and Key Guidelines	10
Forecasts FY25E-27E	11
Estimates Revision	11
New Estimates FY25E-27E	11
Valuation	14
Fair Equity Value at €2.30 p/s (from €2.60 p/s)	14

1H25 Financial Results

Key Figures & Messages

Casta Diva Group's 1H25 results came in slightly below our organic top-line and non-adjusted margins expectations, while adjusted profitability and leverage metrics remained broadly consistent with our FY projections. Key figures for the semester include:

- **Value of Production** at **€59.4mn**, in line with preliminary data and up +2% y/y;
- **Adj. EBITDA** at **€5.6mn** (+10% y/y, vs. €5.1mn), adjusted for €1.6mn of non-recurring costs;
- **EBITDA** at **€4.0mn** (vs. €3.7mn in 1H24), corresponding to a 6.8% margin, up +50bps y/y;
- **Net Debt** at **€9.9mn**, increasing by roughly €0.4mn vs. end-2024, yet maintaining a solid leverage profile (Net Debt / Adj. EBITDA annualized at 0.9x).

Casta Diva Group: Key Financials 1H23-1H25

Key Financials (IT GAAP, €mn)	1H23	1H24	1H25	y/y
Value of Production	50.5	58.2	59.4	2%
Adj. EBITDA	4.1	5.1	5.6	10%
Adj. EBITDA Margin (%)	8.2%	8.8%	9.4%	60bps
EBITDA	3.5	3.7	4.0	10%
EBITDA Margin (%)	6.9%	6.3%	6.8%	50bps
Net Debt	nm	9.5 (*)	9.9	0.4

Source: Casta Diva Group, Value Track Analysis, (*) FY24

In our view, 1H25 results deliver three main qualitative takeaways:

1. **Low single-digit top-line expansion**, reflecting the full-period contribution of 2H24 acquisitions;
2. **Profitability improvement**, supported by efficiency gains on service costs;
3. **Limited cash absorption**, consistent with the typical first-half working capital seasonality.

Low single-digit top-line expansion, reflecting the full-period contribution of 2H24 M&A

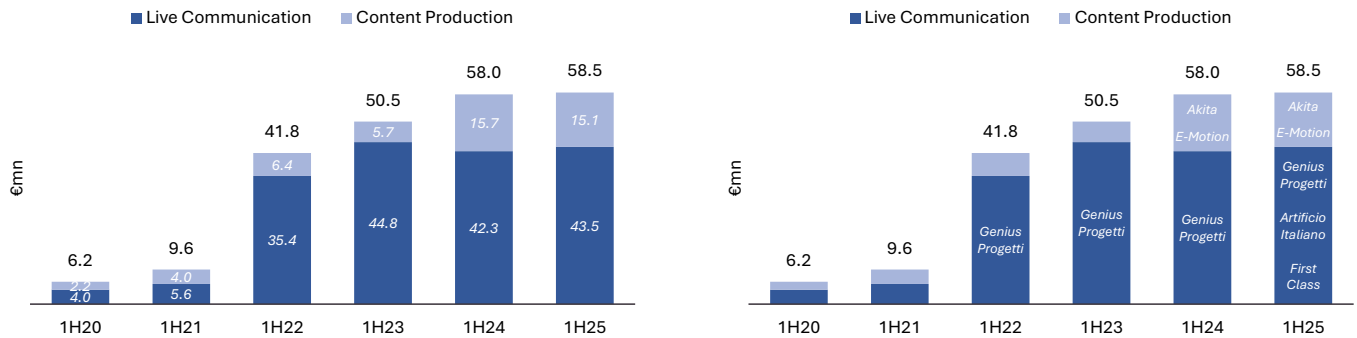
CDG reported 1H25 **Revenues from Sales** of **€58.5mn**, a +1% y/y increase (vs. €58.0mn in 1H24), notwithstanding a broader perimeter. The semester includes the first-half contribution of Artificio Italiano S.r.l. (~€1mn FY24E pre-acquisition) and First Class S.r.l. (€7.5mn in FY23), both acquired late-2024 and therefore absent from the 1H24 base.

Value of Production stood at **€59.4mn**, up 2% y/y vs. €58.2mn in 1H24. In terms of business unit breakdown, we highlight:

- **Live Communication** closing at €44.4mn, up 4% y/y vs. €42.5mn in 1H24;
- **Creative Content Production** at €15.1mn, down 4% y/y vs. €15.6mn in 1H24.

The charts below illustrate the Company's top-line trajectory alongside the progressive consolidation of the acquired entities.

Casta Diva Group: Revenues from Sales Evolution (incl. M&A)



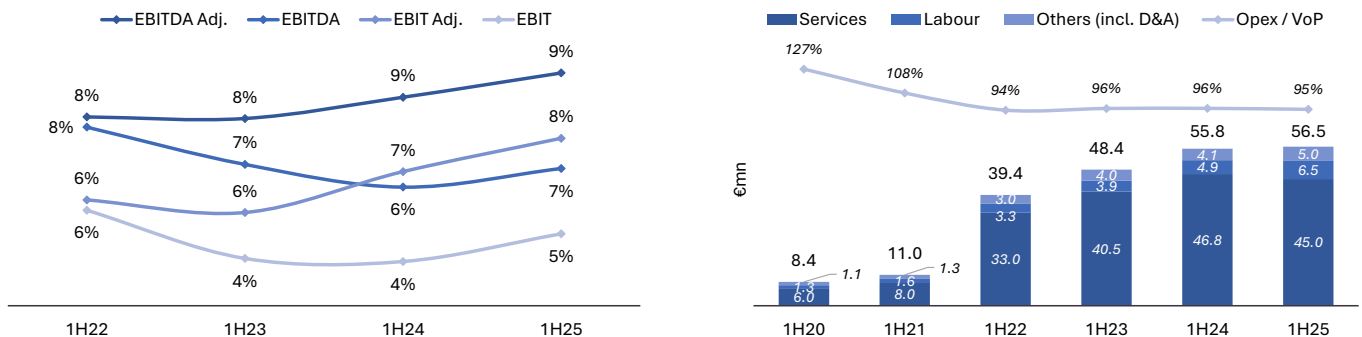
Source: Casta Diva Group, Value Track Analysis

Profitability improvement, supported by efficiency gains on service costs

Over the first semester, CDG reported profitability with a modest increase vs. 1H24, fueled by lower costs for services of ca. €1.8mn y/y (about -470 bps as a percentage of the top line). This improvement more than offsets the strong increase in labour costs (average FTEs +31% y/y, about +250 bps incidence), mainly due to the larger consolidation perimeter following 2H24 acquisitions. As a consequence:

- **EBITDA** was reported at €4.0mn (+10% y/y vs. €3.7mn in 1H24), corresponding to a 6.8% EBITDA margin, up +50bps y/y;
- **EBIT** came out at €3.0mn (+21% y/y vs. €2.5mn in 1H24), benefiting from D&A broadly in line with 1H24. The EBIT margin at 5.0% implies an increase of about 80 bps y/y.

Casta Diva Group: Profitability and Operating Expenses Evolution



Source: Casta Diva Group, Value Track Analysis

Adjusting for €1.6mn in non-recurring items (equal to the 2024 full-year adjustments and including due diligence and legal costs, year-end bonuses, and extraordinary welfare), **Adj. EBITDA** reached **€5.6mn** (9.4% margin) vs. 5.1mn (8.8% margin) in 1H24 (+10% y/y).

Casta Diva Group: Adj. EBITDA Reconciliation 1H23-1H25

Adj. EBITDA (IT GAAP, €mn)	1H23	1H24	1H25	y/y
EBITDA	3.5	3.7	4.0	10%
<i>EBITDA Margin (%)</i>	6.9%	6.3%	6.8%	50bps
Non-Recurring Expenses	0.6	1.4	1.6	9%
Adj. EBITDA	4.1	5.1	5.6	10%
Adj. EBITDA Margin (%)	8.2%	8.8%	9.4%	60bps

Source: Casta Diva Group, Value Track Analysis, (*) FY24

From EBIT to Adj. EBIT there is the same amount of non-recurring expenses. Hence, **Adj. EBIT** was **€4.5mn** (7.6% margin) vs. €3.9mn in 1H24 (6.7% margin), implying a 16% growth y/y.

Below EBIT, net financial charges doubled y/y to €0.8mn. No income taxes were recognized in 1H, with the full-year tax charge expected to be booked in 2H (as usual with CDG). As a result, **Net Profit** was **€2.1mn**, or about 6% higher than the 1H24 bottom line (€2.0mn).

Limited cash absorption, consistent with the typical first-half working capital seasonality

As of the end of June 2025, CDG's **Net Debt** was reported at **€9.9mn**, reflecting a mild ~€400k cash absorption vs. FY24 (€9.5mn).

This mainly reflects the typical first-half working capital pattern of Casta Diva. Indeed, receivables and other current assets surged by over €9mn vs. December and were only partially compensated by higher payables and current liabilities for ca. €6mn.

We expect this mismatch to partly reverse by year-end, consistent with prior years.

Financial Statements 1H23-1H25

Casta Diva Group: P&L 1H23-1H25

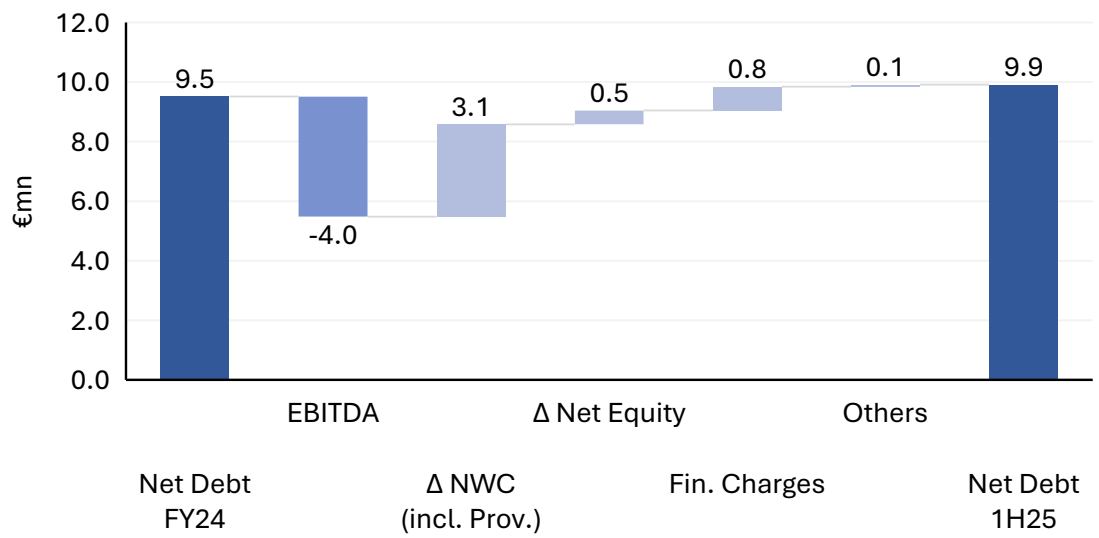
P&L (IT GAAP, €mn)	1H23	1H24	1H25	y/y
Revenues from Sales	50.5	58.0	58.5	1%
Other Revenues	0.0	0.2	0.9	>100%
Value of Production	50.5	58.2	59.4	2%
Raw Materials (incl. Δ Inventory)	-0.9	-0.7	-1.1	63%
Costs of Services	-40.5	-46.8	-45.0	-4%
Costs of Rent	-1.5	-1.8	-2.5	37%
Labour Costs	-3.9	-4.9	-6.5	33%
G&A	-0.3	-0.4	-0.4	-10%
EBITDA	3.5	3.7	4.0	10%
<i>EBITDA Margin (%)</i>	6.9%	6.3%	6.8%	50bps
D&A	-1.3	-1.2	-1.1	-10%
EBIT	2.2	2.5	3.0	21%
<i>EBIT Margin (%)</i>	4.3%	4.2%	5.0%	80bps
Net Financial Charges	-0.4	-0.4	-0.8	87%
Taxes	0.0	0.0	0.0	nm
Minorities	-0.2	0.0	-0.1	nm
Net Profit	1.5	2.0	2.1	2%

Source: Casta Diva Group, Value Track Analysis

Casta Diva Group: Balance Sheet 1H24-1H25

Balance Sheet (IT GAAP, €mn)	1H24	FY24	1H25
Net Fixed Assets	20.3	23.7	22.6
Net Working Capital	5.1	-1.4	1.9
Provisions	2.1	2.6	2.7
Total Capital Employed	23.4	19.7	21.8
Group Net Equity	10.5	10.2	11.9
Net Financial Position	-12.9	-9.5	-9.9

Source: Casta Diva Group, Value Track Analysis

Casta Diva Group: Reclassified Cash Flow 1H25


Source: Value Track Analysis

Business Development

Outstanding M&A Track Record

CDG has established itself as **Italy's leading communication company**, serving a **top-tier client base** with best-in-class services, recognized by 130+ national and international awards. This success is underpinned by an exceptional M&A strategy, with **18 acquisitions over the past 20 years**, contributing to a **20% revenue CAGR from 2005 to 2024**.

Since 2022, CDG has completed five major acquisitions, investing almost €19mn at **highly attractive valuation multiples** (0.3x EV/Sales and 1.9x EV/EBITDA). These deals have expanded CDG's scale, expertise, synergies, and diversification across corporate events and video content production.

We expect this strategy to continue, especially following the conditional purchase proposal to acquire the events business unit of **Prodea Group S.p.A.**

Casta Diva Group: Key M&A Deals Recap 2022-2024

Target	Business Unit	Focus	Cash-Out (€mn)	Stake	Closing	Consol. Since	Sales FY0 (€mn)	EBITDA FY0 (€mn)	Net Debt FY0 (€mn)	EV/S.	EV/EB.
Genius Progetti S.p.A.	Live Comm.	Luxury Events	6.2	100%	27-04-22	01-01-22	23.0	3.6	-2.3	0.2x	1.1x
Akita S.r.l.	Content Prod.	FMCG, Auto, TLC, Ent.	8.3	100%	07-11-23	01-01-23	14.7	2.8	-1.8	0.4x	2.3x
E-Motion S.r.l.	Content Prod.	Corporate & Event Videos	0.8	70%	17-06-24	01-01-24	3.2	0.6	n.a.	0.4x	2.0x
Artificio Italiano S.r.l.	Live Comm.	Celebratory Events	0.4	100%	19-12-24	01-01-24	1.0	n.a.	0.0	0.4x	n.a.
First Class S.r.l.	Live Comm.	Medical Congresses	3.2	100%	27-12-24	01-01-24	7.5	0.7	n.a.	0.4x	4.3x
Total	//	//	18.9	//	//	//	49.4	7.7	-4.1	0.3x	1.9x

Source: Value Track Analysis

Conditional Purchase Agreement for the Events Business Unit of Prodea Group S.r.l.

DG announced the signing of a conditional purchase proposal to acquire the **events business unit of Prodea Group**, a long-standing Italian live-communication player currently under a negotiated crisis composition procedure (which does not involve the events business unit). The proposal has been filed with the Court of Turin and remains subject to judicial authorization and CDG's Board approval.

- **Strategic Rationale:** broadens CDG's position in live communication, strengthening capabilities in large-scale events and live entertainment formats;
- **Market Consolidation:** consistent with recent bolt-ons (First Class in medical congresses/pharma, Artificio Italiano in celebratory events, Genius Progetti in luxury & automotive), reinforcing CDG's role as a consolidator in a fragmented market;
- **Complementary Verticals & Clients:** adds exposure to Big Events (ceremonies, live shows) and Corporate & Consumer activations, with 350+ top-tier clients, 6 international branches, and 47 major industry awards, complementing CDG's current customer base.

While financial terms are undisclosed and execution depends on court approval, we see the initiative as fully aligned with CDG's M&A-driven growth playbook. The acquisition would increase scale, diversify verticals, and accelerate leadership in Italian and international live communication.

Recent M&A Finalized

We flag that in the latest couple of years CDG has finalized the following M&A deals:

- **First Class S.r.l.:** finalized on December 27th, 2024, acquiring 100% of the target's share capital for €3.18mn (two tranches) at ca. 0.4x EV/Sales and 4.3x EV/EBITDA FY0 (more details on previous reports). First Class has been retroactively consolidated from January 1st, 2024;

- **Artificio Italiano S.r.l.** (now “Casta Diva Art & Show”): deal closed on December 19th, 2024 acquiring the entire share capital for ~€360k, reflecting a 0.4x EV/Sales FY0 multiple (more details on previous reports). Artificio Italiano was retroactively consolidated from January 1st, 2024
- **E-Motion S.r.l.**: deal secured on June 17th, 2024, with CDG acquiring 70% of the target’s share capital for €826k (two tranches), at ca. 0.4x EV/Sales and 2.0x EV/EBITDA FY0 (more details on previous reports). E-Motion was then retroactively consolidated from January 1st, 2024;
- **Akita S.r.l.**: deal secured on November 7th, 2023, with CDG acquiring the entire share capital for €8.3mn (two tranches), at ca. 0.4x EV/Sales and 2.3x EV/EBITDA FY0 (more details on previous reports). Akita was then retroactively consolidated from January 1st, 2023;
- **Genius Progetti S.p.A.**: first 90% stake acquired on April 27th, 2022 for €5.2mn (in different tranches) and the remaining 10% over the course of 2023 for €1mn cash out. We calculate aggregate acquisition multiples of 0.2x EV/Sales and 1.1x EV/EBITDA FY0. Genius was then retroactively consolidated starting from January 1st, 2022;
- **Overseas** branch acquired over the course of 2023 for €2mn. This business was previously managed on a leasing basis.

CDG’s disciplined acquisition strategy continues to enhance its market leadership, synergies, and financial performance, setting the stage for further value creation.

Other Development Moves

New Business Plan / Financial Targets Expected by 2025 Year-End

With over 75% of FY25E Value of Production secured (€59.4mn reported in 1H25 plus €43.8mn backlog as of June 30th), **management reaffirmed the FY25 top-line target. A review of the remaining P&L and cash-flow metrics is expected by year-end**, as current trends are no longer fully aligned with the assumptions of the December 2023 business plan. The update should recalibrate profitability, capex and working-capital profiles to the enlarged perimeter.

Issue of Two Sustainability-Linked Bonds Worth €15mn

On June 27th, 2025, CDG completed a private placement of **two non-convertible sustainability-linked bonds totaling €15mn**:

- **Structure and Subscribers**: the first tranche (€10mn) was subscribed by Crédit Agricole Italia (€6mn) and Finlombarda S.p.A. (€4mn); the second tranche (€5mn) was fully subscribed by Cassa Depositi e Prestiti. Both issues are backed by SACE’s “Garanzia Archimede”;
- **Terms**: 6-year maturity, floating rate, semi-annual coupons, and a 12-month interest-only (pre-amortization) period;
- **Use of Proceeds**: to support the investment plan and growth-by-acquisition strategy, as well as refinancing needs and working-capital funding. Aimed at broadening capabilities, diversifying the offer, and consolidating the Group’s global footprint.

New Joint Venture with eGroup Italy: agenZy

On July 3rd, 2025, CDG and **eGroup Italy** - leading Italian media player with >4mn social followers and a portfolio of proprietary events targeting younger audiences - announced “**agenZy**,” a communication and events agency “by Gen Z for Gen Z.” The venture’s mission is to help brands and institutions engage new generations in their own language, using the right codes, formats and creators. In Italy, Gen Z counts ~9.5mn people, representing both a priority target for major advertisers and the incoming workforce for large corporates, SMEs and the public sector. agenZy enhances CDG’s positioning in youth-focused events, branded content and social activations, leveraging eGroup’s reach to speed up client acquisition.

3-Year Renewal Contract with Ferrari Valued at €70mn

On October 1st, 2024, Genius Progetti, a CDG subsidiary specializing in the creation and organization of events and experiences for major brands and luxury industries, has announced that it has renewed a **3-year contract with Ferrari**. The contract includes general management (planning and marketing strategy), planning, tailor-made experiences, concept and entertainment development, as well as client concierge services for various types of formats across Europe. CDG estimates the potential value of the contract to be approx. **€70.0mn over the next three years**, with the FY25E budget already allocated at around €27.0mn.

Dividend Distribution Granting 3% Yield

On November 21st, 2024, CDG's shareholders meeting deliberated the distribution of a dividend, partly in cash and partly through the assignment of treasury shares:

- Cash: €0.03471 per outstanding share (excluding treasury), implying a total cash-out of ca. €696k;
- Treasury shares: 1 share per each 250 shares detained.

Considering the closing price of October 30th (€1.34 p/s), the total DPS amounts to €0.04007 per share, corresponding to a **dividend yield of ca. 3%** and a **payout of ca. 35%**. The dividend distribution is in line with the business plan target of €3mn cumulated over the 2024-2026 period.

Growth Strategy and Key Guidelines

Management remains committed to establishing CDG as a national champion, targeting annual revenue of €200mn-€300mn and a long-term EBITDA Margin of 12%, with the scale and capabilities to compete with major European players.

To achieve this, the company's strategy focuses on **capturing top-tier clients with large marketing and advertising budgets in high-growth end-markets**. The key strategic pillars driving this growth are:

1. **Market Consolidation:** further consolidating market share across both business lines through additional M&A activities. CDG continues to explore several acquisition opportunities, which we believe should materialize already in the short-to-medium term.
2. **International Expansion:** accelerating its global footprint by organizing large-scale celebratory events, leveraging Artificio Italiano's expertise and track record in Asia and the Middle East;
3. **Offer Diversification:** having recently entered the medical congresses and large celebratory events sectors, the Company aims to continue expanding its revenue streams. Key target industries include large-scale retail (leveraging loyalty programs), fashion, and pharmaceuticals, all of which align with CDG's expertise and growth ambitions;
4. **Technological Innovation:** studying options to integrate AI-powered solutions to enhance customized spot advertising and the cinematic, audiovisual, and animation aspects of events. Clients could commission a single high-quality spot, which AI then adapts dynamically for different audiences, locations, or campaigns. This premium solution would strengthen CDG's appeal to high-budget clients, reducing their need for multiple agencies. Additionally, the company could leverage its role in the Web3 Alliance for further differentiation;
5. **Operational Efficiency:** focusing on streamlining the Company's structure through digital transformation and cost-efficiency initiatives, ensuring leaner operations and improved scalability;
6. **Sustainability Commitment:** advancing the sustainability agenda through its "ESG Pact", with the goal of integrating sustainable practices across its operations and transitioning into a Benefit Corporation;
7. **Shareholders Returns:** reaffirming its commitment to dividend distribution, with a cumulative payout of ca. €3mn over the 2024-2026 period.

Forecasts FY25E-27E

Estimates Revision

Following the release of the full set of 1H25 financials, we revised our estimates for CDG, making the following adjustments:

- **Value of Production** revised downward by 5% per year to reflect the lower-than-expected organic contribution to the 1H25 top line. For the second semester, we now assume +1.5% y/y growth entirely organic, as we do not include potential late-year additions (e.g., the events business unit of Prodea);
- **EBITDA** reduced more than proportionally, despite the partial margin improvement recorded in 1H25. The recent M&A has, for now, enlarged the cost base rather than delivering visible synergies, and we therefore assume higher adjustments in FY25 than previously anticipated, while broadly confirming our latest assumptions on non-recurring items from FY26E onward. As a result, FY25E adjusted earnings undergo a smaller percentage revision than unadjusted metrics;
- **Net Debt** is expected to be affected mainly by the lower Net Profit trajectory, while CDG's low capital intensity continues to support robust operating free cash flow, which we estimate at ~50%-70% of EBITDA across the forecast horizon.

Casta Diva Group: Estimates Old vs. New

Key Financials (IT GAAP, €mn)	FY25E			FY26E			FY27E		
	Old	New	Δ	Old	New	Δ	Old	New	Δ
Value of Production	131.8	125.2	-5%	138.6	131.4	-5%	143.6	136.2	-5%
Adj. EBITDA	12.3	11.5	-7%	13.4	11.9	-11%	13.9	12.2	-12%
EBITDA	10.5	9.0	-15%	12.2	10.4	-14%	13.4	11.7	-13%
Adj. EBIT	8.3	7.8	-6%	9.2	8.2	-11%	9.6	8.4	-12%
EBIT	6.6	5.3	-19%	7.9	6.7	-16%	9.1	7.9	-13%
Net Profit	2.6	1.0	-63%	3.7	2.4	-34%	4.7	3.5	-25%
Net Debt	7.9	9.0	1.1	5.3	6.3	1.0	1.5	3.2	1.7

Source: Value Track Analysis

New Estimates FY25E-27E

Key Forecasts & Drivers

Our projections remain more conservative than CDG's business plan (which management has indicated will be revised), as we believe full delivery would require additional acquisitions and, consequently, higher cash outlays than initially envisaged. Assuming the current consolidation perimeter, our FY27E forecasts are:

- **Value of Production** at **€136.2mn**, reflecting a 3% CAGR_{FY24-27E} in the absence of new acquisitions;
- **Adj. EBITDA** at **€12.2mn**, growing faster than top line on efficiency gains, with Adj. EBITDA and EBITDA converging into FY27E, and an Adj. EBITDA Margin at 9.1% (+70bps vs. FY24);
- **Net Debt** at **€3.2mn**, after factoring in €1.8mn cumulative dividend distributions over FY25E-27E.

Casta Diva Group: Business Plan Targets vs. Value Track New Estimates

Key Financials (IT GAAP, €mn)	FY24			FY25E			FY26E		
	CDG	Actual	Δ	CDG	VT	Δ	CDG	VT	Δ
Value of Production	120.7	123.1	2%	136.4	125.2	-8%	153.0	131.4	-14%
Adj. EBITDA	12.0	10.4	-13%	14.6	11.5	-22%	17.7	11.9	-33%
Adj. EBITDA Margin (%)	9.9%	8.4%	-150bps	10.7%	9.1%	-160bps	11.6%	9.1%	-250bps
Adj. EBIT	8.0	6.7	-16%	10.7	7.8	-27%	13.6	8.2	-40%
Adj. EBIT Margin (%)	6.6%	5.5%	-110bps	7.8%	6.3%	-150bps	8.9%	6.2%	-270bps
Net Financial Position	-0.4	-9.5	-9.1	3.3	-9.0	-12.3	6.4	-6.3	-12.7

Source: Value Track Analysis

Financial Statements FY24-27E

Casta Diva Group: P&L FY24-27E

P&L (IT GAAP, €mn)	FY24	FY25E	FY26E	FY27E	CAGR _{FY24-27E}
Revenues from Sales	121.9	123.7	129.9	134.6	3%
Δ Fixed Assets	0.2	0.2	0.2	0.2	-5%
Other Revenues	1.1	1.3	1.4	1.5	12%
Value of Production	123.1	125.2	131.4	136.2	3%
Raw Materials (incl. Δ Inventory)	-1.4	-2.3	-1.6	-1.6	4%
Costs of Services	-95.2	-94.5	-97.9	-100.1	2%
Costs of Rent	-2.9	-5.0	-5.1	-5.2	22%
Labour Costs	-13.2	-13.0	-14.8	-16.0	6%
G&A	-1.6	-1.5	-1.6	-1.6	2%
EBITDA	8.8	9.0	10.4	11.7	10%
EBITDA Margin (%)	7.1%	7.2%	7.9%	8.6%	150bps
D&A	-3.7	-3.6	-3.8	-3.8	1%
EBIT	5.1	5.3	6.7	7.9	15%
EBIT Margin (%)	4.2%	4.3%	5.1%	5.8%	160bps
Net Financial Charges	-1.5	-1.9	-1.8	-1.5	1%
Taxes	-2.7	-2.3	-2.3	-2.8	1%
Minorities	0.0	-0.1	-0.1	-0.1	34%
Net Profit	0.9	1.0	2.4	3.5	55%

Source: Casta Diva Group, Value Track Analysis

Casta Diva Group: Balance Sheet FY24-27E

Balance Sheet (IT GAAP, €mn)	FY24	FY25E	FY26E	FY27E
Net Fixed Assets	23.7	20.3	18.8	17.4
Net Working Capital	-1.4	1.6	2.6	3.7
Provisions	2.6	2.7	2.8	2.8
Total Capital Employed	19.7	19.2	18.7	18.3
Group Net Equity	10.2	10.2	12.4	15.1
Net Financial Position	-9.5	-9.0	-6.3	-3.2

Source: Casta Diva Group, Value Track Analysis

Casta Diva Group: Cash Flow Statement FY24-27E

Cash Flow (IT GAAP, €mn)	FY24	FY25E	FY26E	FY27E
EBITDA	8.8	9.0	10.4	11.7
Δ Net Working Capital (incl. Prov.)	-2.6	-2.8	-1.0	-1.0
Capex	-1.2	-1.3	-2.3	-2.4
OpFCF (b.t.)	4.9	4.8	7.1	8.3
<i>As a % of EBITDA</i>	<i>56%</i>	<i>54%</i>	<i>68%</i>	<i>71%</i>
Cash Taxes	-2.7	-2.3	-2.3	-2.8
Net Financial Charges	-1.4	-1.8	-1.7	-1.4
Dividends Paid	-0.8	-0.6	-0.3	-0.9
Others (incl. Financial Investments)	-3.9	0.5	-0.1	-0.1
Δ Net Financial Position	-3.9	0.5	2.7	3.1

Source: Casta Diva Group, Value Track Analysis

Valuation

Fair Equity Value at €2.30 p/s (from €2.60 p/s)

We adjust CDG's **fair equity value** at **€2.30 p/s**, reflecting (i) the downward revision of our forecasts after 1H25 and (ii) a slight de-rating in peers' multiples since our last update.

At this level, CDG would boast a market cap of +€45mn, implying a potential upside of +40% versus current trading levels. Despite the recent rerating and a slower-than-expected organic growth profile, we still view CDG as undervalued, as shares are currently trading at just 3.7x-3.0x EV/EBITDA for FY26E-27E.

At our fair value, CDG would trade broadly in line with FY26E median EV/EBITDA and EV/EBIT peers' multiples, while still embedding a ~5% discount on FY27E medians.

In addition, our DCF-derived cross-check points to a fair value of €2.70 p/s, supporting our view of the stock's undervaluation, despite the methodology's sensitivity to macroeconomic inputs.

Casta Diva Group: Multiples Sensitivity

Fair Equity Value p/s (€)	EV/Sales (x)			EV/EBITDA (x)			EV/EBIT (x)		
	FY25E	FY26E	FY27E	FY25E	FY26E	FY27E	FY25E	FY26E	FY27E
1.40	0.30	0.26	0.23	4.2	3.3	2.7	7.0	5.2	4.0
1.70	0.35	0.31	0.28	4.8	3.9	3.2	8.1	6.1	4.8
2.00	0.39	0.36	0.32	5.5	4.5	3.7	9.3	7.0	5.5
2.30	0.44	0.40	0.36	6.2	5.1	4.3	10.4	7.9	6.3
2.60	0.49	0.45	0.41	6.9	5.6	4.8	11.5	8.8	7.1
2.90	0.54	0.49	0.45	7.5	6.2	5.3	12.7	9.7	7.8
3.20	0.59	0.54	0.50	8.2	6.8	5.8	13.8	10.6	8.6

Source: Value Track Analysis

Peers Analysis

Peers are currently trading at a median of **0.9x EV/Sales**, **5.5x EV/EBITDA**, and **8.3x EV/EBIT FY25E**, with CDG trading at an **average discount of ~40% across FY25E-26E** multiples (vs. ~60% in June 2025), reflecting both CDG's rerating and a weaker performance among comparables.

Cluster detail confirms higher multiples for Live Communication peers, driven by their superior profitability and lower capital intensity. More in details:

- **Live Communication:** median 1.1x EV/Sales, 6.0x EV/EBITDA, 8.7x EV/EBIT FY25E;
- **Creative Content Production:** 0.8x EV/Sales, 2.2x EV/EBITDA, 6.3x EV/EBIT FY25E.

We shift our valuation framework to FY26E-27E but continue to applying the same discount rates of 45%, 15%, and 15% on peers' median EV/Sales, EV/EBITDA, and EV/EBIT, to reflect CDG's smaller scale and the execution risk to recent M&A integration. By rolling the reference period up to FY27E, we are trying to capture a more mature operating and free cash flow profile once integration benefits start to normalize. On this basis, our model returns a **fair equity value of €2.30 p/s**.

Casta Diva Group: Relative Valuation

Relative Valuation FY26E-FY27E	EV/Sales (x)		EV/EBITDA (x)		EV/EBIT (x)	
	FY26E	FY27E	FY26E	FY27E	FY26E	FY27E
Peers Median (x)	0.8	0.9	4.8	4.5	7.5	6.5
Fair Discounts (%)	-45%	-45%	-15%	-15%	-15%	-15%
Fair Multiples (x)	0.4	0.5	4.1	3.9	6.4	5.6
Average Fair Equity Value p/s (€)	2.30					

Source: FactSet, Value Track Analysis

Casta Diva Group: Peers Trading Multiples

Peers	Mkt Cap (€mn)	EV/Sales (x)			EV/EBITDA (x)			EV/EBIT (x)		
		FY25E	FY26E	FY27E	FY25E	FY26E	FY27E	FY25E	FY26E	FY27E
Live Communication										
Dentsu Group Inc.	4,642	0.7	0.7	0.6	8.2	4.9	4.2	>40	7.8	6.3
GL events SA	877	0.9	0.8	0.8	5.5	4.8	4.4	8.8	7.7	6.8
Interpublic Group of Companies, Inc.	8,881	1.3	1.2	1.1	6.9	5.9	5.4	8.7	6.6	6.0
Publicis Groupe SA	21,159	1.4	1.3	1.2	6.4	6.1	5.5	7.9	7.4	6.8
Pursuit Attractions and Hospitality, Inc.	869	2.5	2.2	2.1	9.9	8.7	8.5	19.0	14.4	12.9
WPP Plc	4,604	0.8	0.8	0.7	4.6	4.4	4.1	5.7	5.5	5.0
Fiera Milano SpA	544	1.9	1.8	1.5	5.6	6.5	4.7	9.9	14.3	8.4
SG Company Societa Benefit S.p.A.	11	0.4	0.3	0.3	4.2	3.1	2.6	7.2	4.8	3.8
Average	5,199	1.2	1.1	1.0	6.4	5.6	4.9	9.6	8.6	7.0
Median	2,741	1.1	1.0	0.9	6.0	5.4	4.5	8.7	7.5	6.5
Creative Content Production										
Notorious Pictures S.p.A.	16	0.5	0.4	0.3	2.2	1.5	0.9	6.3	3.5	1.9
Leone Film Group SpA	20	1.6	1.5	<0	2.2	2.1	<0	>40	31.8	<0
Lucisano Media Group S.p.A.	17	0.8	0.7	<0	1.9	1.8	<0	6.2	6.1	<0
Lionsgate Studios Corp.	1,548	1.4	1.2	1.0	14.9	10.6	9.8	19.8	13.2	11.8
Thunderbird Entertainment Group Inc	40	0.1	0.1	na	1.5	0.8	na	na	na	na
Average	328	0.9	0.8	0.6	4.5	3.4	5.4	10.7	13.7	6.8
Median	20	0.8	0.7	0.6	2.2	1.8	5.4	6.3	9.7	6.8
Total Average	3,325	1.1	1.0	1.0	5.7	4.7	5.0	9.9	10.3	7.0
Total Median	869	0.9	0.8	0.9	5.5	4.8	4.5	8.3	7.5	6.5
Casta Diva Group S.p.A.	32	0.3	0.3	0.3	4.6	3.7	3.0	7.7	5.8	4.5
Premium / Discount vs. Total Median (%)	-99%	-70%	-71%	-73%	-19%	-22%	-40%	-22%	-44%	-36%

Source: FactSet

Discounted Cash Flow (Cross-Check)

We remind that DCF is not the primary valuation tool for companies like CDG given their exposure to macro volatility, but it remains a valuable cross-check when adjusted for sector-specific factors.

Our DCF yields a **fair equity value** of **€2.70 p/s**, based on a rolling WACC of 10.9%-11.6%, which adjusts annually in line with our projected capital structure, in accordance with CAPM methodology.

The Terminal Value in 2032E is calculated using a 4.5x TV/EBITDA multiple (aligning with a ~1% perpetuity growth rate) on our 2032E forecasts, a reasonable level given sector dynamics.

The model also accounts for potential minority interest cash-out adjustments related to E-Motion, ensuring a more comprehensive valuation.

Casta Diva Group: WACC at Rolling Capital Structure

WACC Assumptions	Rolling Capital Structure
Risk-Free Rate (%)	2.0%
Capital Structure (D/D+E) (%)	34% - 0%
Unlevered Beta (x)	1.1
Levered Beta (x)	1.6 - 1.1
Market Risk Premium (Italy) (%)	5.4%
Small Cap Market Risk Premium (%)	3.5%
Credit Spread (%)	4.5%
Tax Rate (%)	24.0%
Cost of Equity (%)	14.0% - 11.6%
Cost of Debt (%)	4.9%
WACC (%)	10.9% - 11.6%

Source: FactSet, Damodaran, Value Track Analysis

Casta Diva Group: DCF Valuation

DCF Valuation	(€mn)
Discounted Free Cash Flows FY26E-FY32E	29.1
Discounted Terminal Value with g=1% or TV/EBITDA=4.5x	33.4
Fair Enterprise Value	62.5
Net Debt FY25E	-9.0
EV Adjustments FY25E	-0.4
Fair Equity Value	53.2
NOSH (mn)	20.0
Fair Equity Value p/s (€)	2.70

Source: Value Track Analysis

DISCLAIMER

THIS DOCUMENT IS PREPARED BY VALUE TRACK VT S.R.L. THIS DOCUMENT IS BEING FURNISHED TO YOU SOLELY FOR YOUR INFORMATION ON A CONFIDENTIAL BASIS AND MAY NOT BE REPRODUCED, REDISTRIBUTED OR PASSED ON, IN WHOLE OR IN PART, TO ANY OTHER PERSON. IN PARTICULAR, NEITHER THIS DOCUMENT NOR ANY COPY THEREOF MAY BE TAKEN OR TRANSMITTED OR DISTRIBUTED, DIRECTLY OR INDIRECTLY, INTO CANADA OR JAPAN OR AUSTRALIA TO ANY RESIDENT THEREOF OR INTO THE UNITED STATES, ITS TERRITORIES OR POSSESSIONS. THE DISTRIBUTION OF THIS DOCUMENT IN OTHER JURISDICTIONS MAY BE RESTRICTED BY LAW AND PERSONS INTO WHOSE POSSESSION THIS DOCUMENT COMES SHOULD INFORM THEMSELVES ABOUT, AND OBSERVE, ANY SUCH RESTRICTION. ANY FAILURE TO COMPLY WITH THESE RESTRICTIONS MAY CONSTITUTE A VIOLATION OF THE LAWS OF ANY SUCH OTHER JURISDICTION. THIS DOCUMENT DOES NOT CONSTITUTE OR FORM PART OF, AND SHOULD NOT BE CONSTRUED AS, AN OFFER, INVITATION OR INDUCEMENT TO SUBSCRIBE FOR OR PURCHASE ANY SECURITIES, AND NEITHER THIS DOCUMENT NOR ANYTHING CONTAINED HEREIN SHALL FORM THE BASIS OF OR BE RELIED ON IN CONNECTION WITH OR ACT AS AN INVITATION OR INDUCEMENT TO ENTER INTO ANY CONTRACT OR COMMITMENT WHATSOEVER. THIS DOCUMENT HAS NOT BEEN PUBLISHED GENERALLY AND HAS ONLY BEEN MADE AVAILABLE TO INSTITUTIONAL INVESTORS. IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE COMPANY AND ITS GROUP INCLUDING THE MERITS AND RISKS INVOLVED. ANY DECISION TO PURCHASE OR SUBSCRIBE FOR SECURITIES IN ANY OFFERING MUST BE MADE SOLELY ON THE BASIS OF THE INFORMATION CONTAINED IN THE ADMISSION DOCUMENT (*DOCUMENTO DI AMMISSIONE*) IN ITALIAN LANGUAGE (AND ANY SUPPLEMENTS THERETO) ISSUED IN CONNECTION WITH SUCH OFFERING. THIS DOCUMENT IS FOR DISTRIBUTION IN OR FROM THE UNITED KINGDOM ONLY TO PERSONS WHO: (I) HAVE PROFESSIONAL EXPERIENCE IN MATTERS RELATING TO INVESTMENTS FALLING WITHIN ARTICLE 19(5) OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 (FINANCIAL PROMOTION) ORDER 2005 (AS AMENDED, THE “**FINANCIAL PROMOTION ORDER**”), (II) ARE PERSONS FALLING WITHIN ARTICLE 49(2)(A) TO (D) (“HIGH NET WORTH COMPANIES, UNINCORPORATED ASSOCIATIONS ETC.”) OF THE FINANCIAL PROMOTION ORDER, (III) ARE OUTSIDE THE UNITED KINGDOM, OR (IV) ARE PERSONS TO WHOM AN INVITATION OR INDUCEMENT TO ENGAGE IN INVESTMENT ACTIVITY (WITHIN THE MEANING OF SECTION 21 OF THE FINANCIAL SERVICES AND MARKETS ACT 2000) IN CONNECTION WITH THE ISSUE OR SALE OF ANY SECURITIES MAY OTHERWISE LAWFULLY BE COMMUNICATED OR CAUSED TO BE COMMUNICATED (ALL SUCH PERSONS TOGETHER BEING REFERRED TO AS “**RELEVANT PERSONS**”). THIS DOCUMENT IS DIRECTED ONLY AT RELEVANT PERSONS AND MUST NOT BE ACTED ON OR RELIED ON BY PERSONS WHO ARE NOT RELEVANT PERSONS. ANY INVESTMENT OR INVESTMENT ACTIVITY TO WHICH THIS DOCUMENT RELATES IS AVAILABLE ONLY TO RELEVANT PERSONS AND WILL BE ENGAGED IN ONLY WITH RELEVANT PERSONS. IN ITALY THIS DOCUMENT IS BEING DISTRIBUTED ONLY TO, AND IS DIRECTED AT QUALIFIED INVESTORS WITHIN THE MEANING OF ARTICLE 100 OF LEGISLATIVE DECREE NO. 58 OF 24 FEBRUARY 1998, AS AMENDED, AND ARTICLE 34-TER, PARAGRAPH 1, LETTER B), OF CONSOB REGULATION ON ISSUERS NO. 11971 OF MAY 14, 1999, AS SUBSEQUENTLY AMENDED (THE “**ISSUERS’ REGULATION**”) PROVIDED THAT SUCH QUALIFIED INVESTORS WILL ACT IN THEIR CAPACITY AND NOT AS DEPOSITARIES OR NOMINEES FOR OTHER SHAREHOLDERS, SUCH AS PERSONS AUTHORISED AND REGULATED TO OPERATE IN FINANCIAL MARKETS, BOTH ITALIAN AND FOREIGN, I.E.: A) BANKS; B) INVESTMENT FIRMS; C) OTHER AUTHORISED AND REGULATED FINANCIAL INSTITUTIONS; D) INSURANCE COMPANIES; E) COLLECTIVE INVESTMENT UNDERTAKINGS AND MANAGEMENT COMPANIES FOR SUCH UNDERTAKINGS; F) PENSION FUNDS AND MANAGEMENT COMPANIES FOR SUCH FUNDS; G) DEALERS ACTING ON THEIR OWN ACCOUNT ON COMMODITIES AND COMMODITY-BASED DERIVATIVES; H) PERSONS DEALING EXCLUSIVELY ON THEIR OWN ACCOUNT ON FINANCIAL INSTRUMENTS MARKETS WITH INDIRECT MEMBERSHIP OF CLEARING AND SETTLEMENT SERVICES AND THE LOCAL COMPENSATORY AND GUARANTEE SYSTEM; I) OTHER INSTITUTIONAL INVESTORS; L) STOCKBROKERS; (2) LARGE COMPANIES WHICH AT INDIVIDUAL COMPANY LEVEL MEET AT LEAST TWO OF THE FOLLOWING REQUIREMENTS: — BALANCE SHEET TOTAL: 20,000,000 EURO, — NET REVENUES: 40,000,000 EURO, — OWN FUNDS: 2,000,000 EURO; (3) INSTITUTIONAL INVESTORS WHOSE MAIN ACTIVITY IS INVESTMENT IN FINANCIAL INSTRUMENTS, INCLUDING COMPANIES DEDICATED TO THE SECURITISATION OF ASSETS AND OTHER FINANCIAL TRANSACTIONS (ALL SUCH PERSONS TOGETHER BEING REFERRED TO AS “**RELEVANT PERSONS**”). ANY PERSON WHO IS NOT A RELEVANT PERSON SHOULD NOT ACT OR RELY ON THIS DOCUMENT OR ANY OF ITS CONTENTS. THIS DOCUMENT IS NOT ADDRESSED TO ANY MEMBER OF THE GENERAL PUBLIC IN ITALY. UNDER NO CIRCUMSTANCES SHOULD THIS DOCUMENT CIRCULATE AMONG, OR BE DISTRIBUTED IN ITALY TO (I) A MEMBER OF THE GENERAL PUBLIC, (II) INDIVIDUALS OR ENTITIES FALLING OUTSIDE THE DEFINITION OF “QUALIFIED INVESTORS” AS SPECIFIED ABOVE OR (III) DISTRIBUTION CHANNELS THROUGH WHICH INFORMATION IS OR IS LIKELY TO BECOME AVAILABLE TO A LARGE NUMBER OF PERSONS. THIS DOCUMENT IS BEING DISTRIBUTED TO AND IS DIRECTED ONLY AT PERSONS IN MEMBER STATES OF THE EUROPEAN ECONOMIC AREA (“**EEA**”) WHO ARE “QUALIFIED INVESTORS” WITHIN THE MEANING OF ARTICLE 2(1)(E) OF THE PROSPECTUS DIRECTIVE (DIRECTIVE 2003/71/EC), (“**QUALIFIED INVESTORS**”). ANY PERSON IN THE EEA WHO RECEIVES THIS DOCUMENT WILL BE DEEMED TO HAVE REPRESENTED AND AGREED THAT IT IS A QUALIFIED INVESTOR. ANY SUCH RECIPIENT WILL ALSO BE DEEMED TO HAVE REPRESENTED AND AGREED THAT IT HAS NOT RECEIVED THIS DOCUMENT ON BEHALF OF PERSONS IN THE EEA OTHER THAN QUALIFIED INVESTORS OR PERSONS IN THE UK, ITALY AND OTHER MEMBER STATES (WHERE EQUIVALENT LEGISLATION EXISTS) FOR WHOM THE INVESTOR HAS AUTHORITY TO MAKE DECISIONS ON A WHOLLY DISCRETIONARY BASIS. THE COMPANY, VALUE TRACK VT S.R.L. AND THEIR AFFILIATES, AND OTHERS WILL RELY UPON THE TRUTH AND ACCURACY OF THE FOREGOING REPRESENTATIONS AND AGREEMENTS. ANY PERSON IN THE EEA WHO IS NOT A QUALIFIED INVESTOR SHOULD NOT ACT OR RELY ON THIS DOCUMENT OR ANY OF ITS CONTENTS. THE EXPRESSION “PROSPECTUS DIRECTIVE” MEANS DIRECTIVE 2003/71/EC (AND AMENDMENTS THERETO, INCLUDING THE 2010 PD AMENDING DIRECTIVE, TO THE EXTENT IMPLEMENTED IN THE RELEVANT MEMBER STATE), AND INCLUDES ANY RELEVANT IMPLEMENTING MEASURE IN THE RELEVANT MEMBER STATE AND THE EXPRESSION “2010 PD AMENDING DIRECTIVE” MEANS DIRECTIVE 2010/73/EU. **CASTA DIVA GROUP S.P.A. (THE “COMPANY”) IS A RESEARCH CLIENT OF VALUE TRACK S.R.L.** HOWEVER, THIS DOCUMENT HAS BEEN PRODUCED INDEPENDENTLY OF THE COMPANY AND ITS SHAREHOLDERS, AND ANY FORECASTS, OPINIONS AND EXPECTATIONS CONTAINED HEREIN ARE ENTIRELY THOSE OF VALUE TRACK VT S.R.L. AND ARE GIVEN AS PART OF ITS NORMAL RESEARCH ACTIVITY AND SHOULD NOT BE RELIED UPON AS HAVING BEEN AUTHORISED OR APPROVED BY ANY OTHER PERSON. VALUE TRACK VT S.R.L. HAS NO AUTHORITY WHATSOEVER TO MAKE ANY REPRESENTATION OR WARRANTY ON BEHALF OF THE COMPANY, ITS SHAREHOLDERS, ANY OF ITS ADVISORS, OR ANY OTHER PERSON IN CONNECTION THEREWITH. WHILE ALL REASONABLE CARE HAS BEEN TAKEN TO ENSURE THAT THE FACTS STATED HEREIN ARE ACCURATE AND THAT THE FORECASTS, OPINIONS AND EXPECTATIONS CONTAINED HEREIN ARE FAIR AND REASONABLE, VALUE TRACK VT S.R.L. HAS NOT VERIFIED THE CONTENTS HEREOF AND ACCORDINGLY NONE OF VALUE TRACK VT S.R.L., THE COMPANY, ITS SHAREHOLDERS, ANY ADVISORS TO THE COMPANY OR ITS SHAREHOLDERS OR ANY OTHER PERSON IN CONNECTION THEREWITH NOR ANY OF THEIR RESPECTIVE DIRECTORS, OFFICERS OR EMPLOYEES, SHALL BE IN ANY WAY RESPONSIBLE FOR THE CONTENTS HEREOF AND NO RELIANCE SHOULD BE PLACED ON THE ACCURACY, FAIRNESS, OR COMPLETENESS OF THE INFORMATION CONTAINED IN THIS DOCUMENT. NO PERSON ACCEPTS ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM THE USE OF THIS DOCUMENT OR OF ITS CONTENTS OR OTHERWISE ARISING IN CONNECTION THEREWITH. TO THE EXTENT PERMITTED BY LAW AND BY REGULATIONS, VALUE TRACK VT S.R.L. (OR ITS OFFICERS, DIRECTORS OR EMPLOYEES) MAY HAVE A POSITION IN THE SECURITIES OF (OR OPTIONS, WARRANTS OR RIGHTS WITH RESPECT TO, OR INTEREST IN THE SHARES OR OTHER SECURITIES OF) THE COMPANY AND MAY MAKE A MARKET OR ACT AS A PRINCIPAL IN ANY TRANSACTIONS IN SUCH SECURITIES.