

PRESS RELEASE

THE BOARD APPROVES THE HALF-YEAR FINANCIAL REPORT AS OF 30 June 2022

THE PRO FORMA RESULTS RELATIVE TO THE MERGER WITH THE COMPANY DDC REPORTED - FOR THE FIRST HALF YEAR OF LOW SEASON - REVENUES OF 4.6 MILLION EURO AND AN EBITDA THAT WAS ESSENTIALLY IN BREAK-EVEN BEFORE CONSIDERING SYNERGIES

Gallarate, 28 September 2022. The Board of Directors of SosTravel.com S.p.A. (Euronext Growth Milan, ticker: SOS), a digital operator in the market for assistance services for air transport passengers, approved the economic and financial results as of 30 June 2022:

- **Revenues from sales** amounted to 263 thousand Euro, in line with respect to the figure of 30 June 2021 which was equal to 268 thousand Euro.
- **EBITDA** was equal to -304 thousand Euro, a decrease compared to the figure of 30 June 2021 equal to -25 thousand Euro; this was mainly due to the lower amount of grants obtained in 2022 compared to the first half of 2021;
- **EBIT** was equal to - 549 thousand Euro, an improvement compared to the figure as of 30 June 2021 equal to - 693 thousand Euro; this was due to the lower amortization/depreciation which accrued in the current half-year;
- **NEGATIVE Net INCOME** of -566 thousand Euro (which for precautionary purposes does not include prepaid taxes);
- **Net financial debt (NFP) was positive (Cash)** and equal to 638 thousand Euro, a decrease compared to the same figure as of 31 December 2021 which was equal to 1,320 thousand Euro. This was mainly due to (i) negative EBITDA for the half year; (ii) extraordinary costs linked to the merger project, and paid in the half year, equal to 108 thousand Euro; (iii) costs for digital marketing activities which will be disbursed mainly in the second half of 2022 (and therefore deferred) for 207 thousand Euro.
- As part of the merger by incorporation of Digital Destination Company Srl ("DDC") into Sostravel, the combined results of the two companies reported **pro-forma revenues of 4.6 million Euro** in the first half of 2022 - the latter were primarily realized in the low season - as well as a pro-forma EBITDA that was essentially in break-even before the synergies.
- **Rudolph Gentile, Chairman and CEO of SosTravel.com S.p.A. :** "The merger will result in the combined entity with a larger weight in the digital travel market. The synergies and more substantial effects of the integration of the booking services in SosTravel.com will be visible after the merger as of the second part of the year. " Finally, Gentile confirmed his presence at the NextGems 2022 conference which is organized in Milan for 18 and 19 October.

Main economic and operational results as of 30 June 2022:

In addition to economic and financial data, the growth of the database of analyzed customers and the downloads of the two APPs (Flio and sostravel) are also relevant for the purposes of a complete assessment; this data is reported below (it includes - it should be reiterated - the acquisition of the Flio database).

- Customer database as of 30 June 2022: 1,222,715 + +2.3% (equal to 1,194,679 as of 31.12.2021);
- Customer profiles in the first half of 2022: 28,036 +5 %% (equal to 26,597 in the first half of 2021);
- App downloads in the first half of 2022: 59,262 - 54% (equal to 128,079 in the first half of 2021);
- Total downloads of the app: 2,264,659 +2.7% (equal to 2,205,397 as of 31.12.2021);

Revenues from sales of Sostravel as of 30 June 2022 amounted to 263 thousand Euro, in line with the figure of 30 June 2021 equal to 268 thousand Euro despite the lower sales to the French company of the TraWell group, FSB Service, which totaled 112 thousand Euro in the half year.

The geographical breakdown of the aforementioned sales exhibited excellent geographical diversification with Italy at 26.52% of sales, the rest of Europe at 50.46%, and finally America (22.94%) and Asia (0.08%).

EBITDA, equal to -304 thousand Euro, a decrease compared to the figure of 30 June 2021 equal to -25 thousand Euro, was mainly due to a lower amount of grants obtained in the first half of 2021 (61 thousand Euro in 1H22 and 357 thousand Euro in 1H21);

EBIT and **Net Profit** were negative, respectively, for circa 549 thousand Euro and circa 566 thousand Euro; this was due to amortization/depreciation and provisions for a total of 244 thousand Euro (including amortization related to software for a total of 210 thousand Euro, other items for 22 thousand Euro and prudential allocations to provisions for risks totaling 12 thousand Euro).

Net financial debt (NFP) was positive (Cash) and equal to 638 thousand Euro, a decrease compared to the same figure as of 31 December 2021 which was equal to 1,320 thousand Euro. This was mainly due to (i) negative EBITDA for the half year; (ii) extraordinary costs linked to the merger project, and paid in the half year, equal to 108 thousand Euro; (iii) costs for digital marketing activities which will be disbursed mainly in the second half of 2022 (and therefore deferred) for 207 thousand Euro.



Primary events of the first half of 2022 - DDC merger by incorporation

In the first half of 2022, the plan for the merger by incorporation of the company DDC into Sostravel was approved, drawn up pursuant to Article 2501-ter of the Italian Civil Code and approved by the administrative bodies of Sostravel and DDC on 5 May 2022 and subsequently on 14 June 2022 by the extraordinary shareholder meetings of SOS and DDC.

The transaction is classified as a "reverse take-over" pursuant to Article 14 of the Euronext Growth Milan Issuers Regulations. For further information, please refer to the Informational Document published on the Issuer's website on 5 May 2022. The merger was approved by using the relative financial statements of the year as of 31.12.2021, approved by the relative shareholders' meetings (SOS on 28 April 2022 and DDC on 4 March 2022).

Upon completion of the merger plan, the merger deed will be stipulated on 29 September.

Proforma revenues as of 30 June 2022 are ascribable to the sum of Sostravel revenues - primarily relative to baggage tracking and residual sales via APP - as well as revenues from the Digital Destination Company, currently subject to the process of merger, and relative to the sale of packages for travel, hotel, transportation, etc. and equal to a total of Euro 4.6 million at 30 June 2022.

Pro-forma EBITDA (relative to the sum of the two companies Sostravel and Digital Destination Company) **was equal to -82 thousand Euro in the low season half-year and before the expected cost synergies.**

The operation aims to create an integrated organization which is synergistically active in providing digital services in the tourism sector.

Both companies are active in the supply of digital services in the tourism sector: (i) Sostravel operates in the market for informational and assistance services for air transport passengers through mobile applications; (ii) DDC develops innovative digital solutions for the promotion - in national and international markets - of travel and holiday packages with a specific focus on Italian destinations.

Following the merger, the Companies aim - through the SosTravel APP - to present the market with a platform that offers complete assistance to the passenger. Sostravel has progressively added new services to its APP; the main driver is a desire to integrate the DDC offer on its platforms. This offer consists of a series of software and algorithms for booking flights, hotels, excursions and experiences throughout the world.

As described above, it will allow post-merger Sostravel: (i) to manage a single platform on which the traveler can plan, book and verify all stages of the journey (tickets, flight status and information on activities); (ii) to integrate DDC know-how and best practices with those of SOS in order to expand its range of services and integrate customer bases, thereby diversifying market risks and expanding cross-selling opportunities; (iii) to increase its offer to users by offering travel-related service packages; (iv) to improve the visibility of the post-integration



organization in order to attract new investors and perfect existing financial or commercial partnerships as well as optimize credit relationships with the financial system.

Due to the contribution of DDC, the company has integrated - in recent weeks - a new sales platform for travel, transportation, hotels, car rentals and activities, thereby significantly expanding the range of its products. This platform allows you to consult different travel ideas which are created according to trends and periods but also provides you with the ability to plan the entire trip and compare the prices of different transportation and hotel options. The site is currently online: <https://booking.sostravel.com/home>.

The half-year report as of 30 June 2022 is subject to a limited audit by the auditing company Audirevi S.p.A. In addition, the pro-forma balance sheet and income statements of Sostravel and Digital Destination Company as of 30 June 2022 have been reported solely for informational purposes alongside the pro-forma statements as of 31 December 2021 which are reported in the Informational Document. The pro-forma financial statements as of 30 June 2022 have not been audited and have the sole purpose of reporting the effects of the "reverse take over" operation illustrated above.

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Sostravel, founded in 2017 by Rudolph Gentile, is a company operating in the market of passenger assistance services. The Company operates under the "Sostravel" and "Flio" trademark, and through the Sostravel App proposes itself as "aggregator" of a range of air passenger assistance services during the whole journey, from departure to arrival at the destination airport, with the aim of becoming an important reference point" for passengers "before, during and after their journey".

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Financial statements as of 30 June 2022

Income statement

Valori in euro	30-giu-22	30-giu-21
Ricavi	263.010	267.983
Variazioni per lavori interni	0	0
Atri ricavi	91.287	460.300
Totale Ricavi	354.297	728.283
Costi per materie prime	-105	-377
Costi per servizi	-422.423	-512.621
Costi per godimento beni di terzi	-29.622	-27.448
Costi del personale	-194.065	-167.268
Variazioni delle rimanenze	0	0
Altri costi	-12.482	-45.290
EBITDA	-304.400	-24.721
Ammortamenti	-232.545	-466.316
Svalutazioni	0	0
Accantonamenti	-12.011	-202.164
EBIT	-548.956	-693.201
Proventi ed oneri finanziari (netti)	-17.320	-65.854
Rivalutazioni/Svalut. attività finanziarie	0	0
Utile(perdita) prima delle imposte	-566.276	-759.055
Imposte	0	44.609
Risultato netto	-566.276	-714.446

Balance sheet

Valori in euro	30-giu-22	31-dic-21
Immobilizzazioni immateriali	855.219	804.465
Immobilizzazioni materiali	858.880	872.875
Immobilizzazioni finanziarie	71.172	71.172
(A) Capitale immobilizzato netto	1.785.271	1.748.512
Rimanenze	0	0
Crediti commerciali	380.387	447.346
Altre attività	641.440	516.209
Debiti commerciali	-461.772	-347.207
Altre passività	-129.498	-200.212
(B) Capitale circolante gestionale	430.557	416.136
(C) Totale fondi	-70.291	-134.941
(D) = (A) + (B) + (C) Capitale investito netto	2.145.537	2.029.707
Disponibilità liquide	2.704.980	3.294.685
Passività finanziarie	-2.066.900	-1.974.500
(E) Debiti/Crediti finanziari netti	638.080	1.320.185
(F) Patrimonio netto	2.783.617	3.349.892
(G) = (F) - (E) Fonti	2.145.537	2.029.707

Net Financial Position

Valori in euro	30-giu-22	31-dic-21
A Cassa	80	64
B Altre disponibilità liquide	2.704.900	3.294.621
C Altre Attività finanziarie correnti	0	0
D Liquidità (A+B+C)	2.704.980	3.294.685
E Debiti finanziari correnti	0	0
F Parte corrente dell'indebitamento non corrente	90.229	15.750
G Indebitamento finanziario corrente (E+F)	90.229	15.750
H Indebitamento finanziario corrente netto (G-D)	-2.614.751	-3.278.935
I Debiti finanziari non correnti	1.976.671	1.958.750
J Strumenti di debito	0	0
K Debiti commerciali e altri debiti non correnti	0	0
L'Indebitamento finanziario non corrente (I+J+K)	1.976.671	1.958.750
M Indebitamento finanziario netto (H+L)	-638.080	-1.320.185

Pro-forma income statement

CONTO ECONOMICO - 30.06.2022 (valori in €)		SOS	DDC	Rettifiche	Pro-forma
A	VALORE DELLA PRODUZIONE	354.296	4.303.348	-	4.657.643
A.1	Ricavi delle vendite e delle prestazioni	263.010	4.298.548	-	4.561.558
A.5	Altri ricavi e proventi	91.286	4.800	-	96.086
B	COSTI DELLA PRODUZIONE	(903.252)	(4.099.716)	-	(5.002.969)
B.6	Per materie prime, sussidiarie, di consumo e merci	(105)	(3.285)	-	(3.390)
B.7	Per servizi	(422.423)	(3.833.898)	-	(4.256.321)
B.8	Per godimento di beni di terzi	(29.622)	(4.219)	-	(33.841)
B.9	Per il personale	(194.065)	(237.509)	-	(431.573)
B.10	Ammortamenti e svalutazioni	(232.545)	(18.530)	-	(251.075)
	Ammortamento delle immobilizzazioni immateriali	(215.990)	(15.156)	-	(231.146)
	Ammortamento delle immobilizzazioni materiali	(16.555)	(3.374)	-	(19.929)
	Svalutazione crediti attivo circolante e disponibilità liquide	-	-	-	-
B.12	Accantonamenti per rischi	(12.011)	-	-	(12.011)
B.14	Oneri diversi di gestione	(12.482)	(2.276)	-	(14.759)
	EBITDA (*)	(304.401)	222.162		(82.240)
A-B	Differenza tra valore e costi della produzione (EBIT)	(548.957)	203.631	-	(345.325)
C	PROVENTI E ONERI FINANZIARI	(17.319)	(6.743)	-	(24.063)
	Proventi finanziari	0	-	-	0
	Interessi e altri oneri finanziari	(16.618)	(6.743)	-	(23.361)
	Utili / (perdite) su cambi	(702)	-	-	(702)
D	RETTIFICHE DI VALORE DI ATTIVITA' E PASSIVITA' FINANZIARIE	-	-	-	-
A-B-C-D	RISULTATO PRIMA DELLE IMPOSTE	(566.276)	196.888	-	(369.388)
	Imposte correnti sul reddito d'esercizio	-	(59.094)	-	(59.094)
	UTILE / (PERDITA) D'ESERCIZIO	(566.276)	137.794	-	(428.482)

(*) in absolute terms A-B+B10+B12

Pro forma balance sheet

STATO PATRIMONIALE ATTIVO - 30.06.2022 (valori in €)		SOS	DDC	Rettifiche	Pro-forma
A	CREDITI VERSO SOCI PER VERSAMENTI ANCORA DOVUTI	-	-	-	-
B	IMMOBILIZZAZIONI	1.785.272	108.658	377.899	2.271.829
B.I	Immobilizzazioni immateriali	855.220	82.255	377.899	1.315.374
B.I.1	Costi di impianto e di ampliamento	5.217	-	-	5.217
B.I.2	Costi di sviluppo	613.853	22.657	-	636.510
B.I.4	Concessioni, licenze, marchi e diritti simili	-	-	-	-
B.I.5	Avviamento	-	-	377.899	377.899
B.I.6	Immobilizzazioni in corso e acconti	236.150	-	-	236.150
B.I.7	Altre	-	59.598	-	59.598
B.II	Immobilizzazioni materiali	858.880	26.403	-	885.283
B.II.1	Terreni e fabbricati	829.648	-	-	829.648
B.II.4	Altri beni	23.552	26.403	-	49.955
B.II.5	Immobilizzazioni in corso e acconti	5.680	-	-	5.680
	Immobilizzazioni in corso e acconti	5.680	-	-	5.680
B.III	Immobilizzazioni finanziarie	71.172	-	-	71.172
B.III.1	Partecipazioni	71.172	-	-	71.172
C	ATTIVO CIRCOLANTE	3.545.188	1.685.127	-	5.230.315
C.I	Rimanenze	-	-	-	-
C.II	Crediti	840.207	(560.767)	-	279.440
C.II.1	Verso clienti	8.000	(606.240)	-	(598.240)
C.II.4	Verso controllanti	527	-	-	527
C.II.5	Verso imprese sottoposte al controllo delle controllanti	371.860	-	-	371.860
C.II.5b	Crediti tributari	459.820	14.152	-	473.972
C.II.6	Crediti verso istituti di previdenza e di sicurezza sociale	-	1.321	-	1.321
C.III	Attività finanziarie che non costituiscono immobilizzazioni	-	-	-	-
C.IV	Disponibilità liquide	2.704.980	2.245.894	-	4.950.874
C.IV.1	Depositi bancari e postali	2.704.900	2.241.920	-	4.946.820
C.IV.3	Danaro e valori in cassa	80	3.974	-	4.054
D	RATEI E RISCOINTI	181.621	1.207.586	-	1.389.207
D.2	Risconti attivi	181.621	1.207.586	-	1.389.207
	TOTALE ATTIVO	5.512.081	3.001.371	377.899	8.891.351