Inter Media and Communication S.p.A

As the issuer of

€300,000,000 4.875% Senior Secured Notes due 2022

€75,000,000 4.875% Senior Secured Notes due 2022

Financial Results of Inter Media and Communication S.p.A

For the nine months ended 31 March 2021

Date: 28 May 2021

Contents

GENERAL INFORMATION

INTRODUCTION

We, Inter Media and Communication S.p.A (“MediaCo”), are the sole manager and operator of the media, broadcast and sponsorship business of our parent company F.C. Internazionale Milano S.p.A. (“TeamCo” or “FC Inter”). We were formed in 2014 in connection with the contribution to us by TeamCo (55.6% stake) and Inter Brand S.r.l. (“BrandCo”) (44,4% stake) of their business relating to media, broadcast and sponsorship rights, TeamCo’s historical media archives, the intellectual property rights relating to the TeamCo brand and certain employees.

TeamCo is owned by Grand Tower S.à r.l. (68.55%), International Sports Capital S.p.A. (“ISC”) (31.05%) and other minority shareholders (0.40%). Our direct majority shareholder Grand Tower S.à r.l. (“Grand Tower”) is a new entity created in the context of the financing plan closed at shareholder level on 20th May 2021 (please refer to paragraph “UPDATE ON THE HOLDCO FINANCING PLAN (MAY 2021”) and is fully owned by another new entity Grand Sunshine S.à r.l. which is fully owned by Great Horizon S.à r.l. (“Great Horizon”).
Great Horizon is part of the Suning Holdings Group Co., Ltd. (“Suning”), a Chinese corporate group with businesses in a variety of sectors. ISC is owned by LionRock Capital (“LionRock”), an experienced private equity investor based in Hong Kong.

TeamCo, with a history dating back to 1908, is one of the leading European football clubs and one of the top football clubs in Italy. TeamCo is the only club to have played every season in Italy’s top football league, known as Serie A, since the league’s inception in 1929, and is the only club in Serie A that has never been relegated to a league with a lower standing. Inter has won 31 domestic trophies (including nineteen Serie A championships, seven Domestic Cup titles and five Super Cup titles), three UEFA Champions League titles, three UEFA Cup titles, two Intercontinental Cups and one FIFA Club World Cup. In 2010 Inter became the first Italian team to complete the “Continental Treble” by winning the titles in Serie A, TIM Cup and UEFA Champions League all in the same season. Since 2000, Inter has won the Serie A championship five consecutive times, from 2005/2006 to 2009/2010 and in the current sporting season (2020/2021).

CORPORATE BOARDS, MANAGEMENT AND AUDITORS

MediaCo Board of Directors

Zhang Kangyang	President & Director
Alessandro Antonello	Executive Director
Yang Yang	Non-Executive Director
Zhu Qing	Non-Executive Director
Lorenzo Mauro Banfi	Non-Executive Director (Independent Director)

MediaCo Senior Management

Alessandro Antonello	Chief Executive Officer – Corporate and interim CFO
Giuseppe Marotta	Chief Executive Officer - Sport
Javier Zanetti	Vice President
Matteo Pedinotti	Chief Communications Officer
Luca Danovaro	Chief Marketing Officer
Piero Ausilio	Chief Sport Officer
Jaime Colas Rubio	Chief Commercial Officer

MediaCo Board of Statutory Auditors

Luca Nicodemi	Chairman
Giacomo Perrone	Auditor
Luca Alessandro Padula	Auditor
Fabrizio Piercarlo Bonelli	Alternate Auditor

MediaCo Independent Auditors

Deloitte & Touche S.p.A.

MEDIACO REFINANCING TRANSACTION AND FURTHER FINANCING (DECEMBER 2017 AND JULY 2020)

Senior Secured Notes due 2022 issued in December 2017

On December 14th, 2017, MediaCo priced its offering of €300.0 million in aggregate principal amount of 4.875% Senior Secured Notes due 2022 (the "Existing Notes").

The Existing Notes represent the first MediaCo high yield bond placed with the international capital markets to a broad base of institutional investors by an Italian football group.

Purpose of this transaction (the "Refinancing Transaction"), closed on December 21st, 2017, was to use the €300 million proceeds, net of fees and expenses in respect of the Refinancing Transaction, together with certain excess cash included in secured accounts associated with the previous bank facility (i) to repay all amounts outstanding under the previous bank facility, (ii) to repay all amounts outstanding under a bank facility used by TeamCo, and (iii) for TeamCo's general corporate purposes

Through the Refinancing Transaction we have extended the maturity profile of the TeamCo group's debt, while enhancing the group's financial flexibility with a financing structure enabling the group to pursue its long-term strategic goals.

Senior Secured Notes due 2022 issued in July 2020

On July 24th, 2020, MediaCo priced an offering of €75.0 million in aggregate principal amount of new 4.875% Senior Secured Notes due 2022 (the "New Notes") at an issue price of 93%.

The New Notes were issued on July 31st, 2020 pursuant to the same indenture of the Existing Notes (the Indenture") and form a single class, under the Indenture, with the Existing Notes for all purposes under the Indenture, including, without limitation, waivers, amendments and all other matters which are not specifically designated for any applicable series. However, the New Notes are not fungible for U.S. federal income tax purposes with the Existing Notes and do not have the same ISINs and common codes as the Existing Notes.

The proceeds of the New Notes, net of fees and expenses, including OID, in respect of the offering of the New Notes, have been used to fund TeamCo's general corporate purposes and to fund the secured accounts as a result of the increased size of the principal amount of indebtedness outstanding following the issuance of the New Notes.

UPDATE ON THE HOLDCO FINANCING PLAN (MAY 2021)

Since the beginning of the pandemic in late February 2020, which has put strong pressure on Group's revenues and cash, we have undertaken a number of actions to preserve liquidity as much as possible, including the deferral of the payments of salaries to players and coaching staff. All of the foregoing has occurred in full agreement with the counterparties and in full compliance with sporting regulations set forth by the FIGC and UEFA.

On 20th May 2021, our majority shareholder has closed a new financing transaction, with the purpose of supporting our Group to improve cash flow position before reaching a break-even operation target. Immediately after the closing, we have received a €50M cash injection through a shareholder loan provided to TeamCo; in addition, we also collected €22.2 million through payment of commercial contracts with related parties (payment made to both TeamCo and MediaCo).

UPDATE ON THE REFINANCING PROCESS

We are planning to start the refinancing process of the Senior Secured Notes due 2022 (together with the TeamCo RFC) in the coming months. This will be a separate process not related to the HoldCo financing plan.

UPDATE ON THE JERSEY SPONSORSHIP CONTRACT

Our jersey sponsorship contract with Pirelli is expiring on 30 June 2021 after 26 years of relationship (the longest in the European football history).

In this respect, we are talking with a number of potential new jersey partners with the goal to finalize an agreement before the starting of the new sporting season.

UPDATE ON THE ASSIGNMENT OF SERIE A AUDIOVISUAL RIGHTS FOR THE 3-YEARS PERIOD 2021-2022 / 2023-2024

The domestic rights have been assigned for an annual value of 927M (€840 million DAZN and €87M Sky). The international rights have been assigned for an amount of €190M (Infront and CBS), with the rights for the MENA region still to be assigned.

Considering the estimated outcome in respect of the assignment for the MENA area and the €60M annual saving in respect of the agency fee previously paid to Infront, the expectation is to have total annual resources to be distributed among the clubs lower by no more than 5% - 10% compared to previous cycle expiring 30 June 2021.

UPDATE ON THE EUROPEAN SUPER LEAGUE PROJECT

On April 19th, 2021, FC Inter and other top eleven European clubs (the "Founding Members") announced the creation of a new Super League to be commenced as soon as practicable (the "ESL project").

Shortly after the announcement, all the six English Founding Members formally announced their intention to withdraw from the ESL project.

In light of this, given the lack of support from the majority of Founding Members, FC Inter deemed appropriate to announce its intention to withdraw from the ESL project with a press release on April 21, 2021 (then followed by the majority of the remaining clubs).

The update on the specific status of FC Inter's participation in the ESL project is as follows:

- FC Inter and eight other Founding Members committed (through singing a "Commitment Declaration"), to work with UEFA to establish a revised form of the current competitions. These competitions will be approved by UEFA and organized under the authority and regulations of UEFA. In addition, the nine clubs have undertaken, inter alia, (i) to cease any plans for pan-European competitions; (ii) to donate, as a gesture of goodwill, an aggregate of €15 million, to be used for the benefit of children, youth and grassroots football in local communities across Europe, including the UK, (iii) to be subject to the withholding of 5% of the revenues they would have received from UEFA club competitions for one season (2023/2024); and (iv) to agree to have substantial fines imposed if they seek to play in such an unauthorized competition (€100 million) or if they breach any other commitment they have entered into in the Commitment Declaration (€50 million).

FINANCIAL INFORMATION

INTRODUCTION

The financial information presented in this section is based on the unaudited interim financial statements of MediaCo as of and for the nine-month period ended March 31, 2021 (the “Interim Financial Statements”).

The Interim Financial Statements have been prepared in accordance with the accounting standards of the Italian Accountants Profession Board (Consiglio Nazionale dei Dottori Commercialisti ed Esperti Contabili), revised and supplemented by the Italian Accounting Organization (Organismo Italiano di Contabilità, O.I.C.) (“Italian GAAP”).

In preparing the Interim Financial Statements, however, MediaCo reclassified and renamed certain Italian GAAP line items in line with international format.

The items reported in the Interim Financial Statements are stated in accordance with the general principles of prudence and accruals and using the going concern assumption as well as considering the economic function of the assets and liabilities.

The Interim Financial Statements are shown in Euro, which is the functional currency of the TeamCo group. All amounts shown in this document are expressed in thousands of Euro, unless otherwise specified.

Please note that all percentage variances are calculated using the exact data presented in the tables and not to the numbers quoted in the narrative which have been subject to rounding.

FORWARD-LOOKING STATEMENTS

This presentation may contain forward-looking statements that are based on our current expectations, estimates and projections as well as management's beliefs and assumptions. Words such as "anticipates," "expects," "intends," "plans," "believes," "seeks,” "estimates," "may,", “should”, "will," and variations of these words or similar expressions are intended to identify forward-looking statements. These statements speak only as of the date hereof. Such statements are based upon the information available to us now and are subject to change. We will not necessarily inform you of such changes. These statements are not guarantees of future performance and are subject to certain risks, uncertainties and assumptions that are difficult to predict. Therefore actual results could differ materially and adversely from those expressed in any forward-looking statements as a result of various factors.

INCOME STATEMENT

The following table sets forth Income Statement data for MediaCo for the nine months ended March 31, 2021 compared with the nine months ended March 31, 2020.

	For the nine months ended March 31	
(in thousands of €)	2020	2021
Revenue	67,034	82,036
Other Income	113	815
Total revenue	67,147	82,851
Personnel costs	2,704	2,317
Cost of services	9,104	8,858
Other operating costs	452	661
Write-downs of trade receivables	-	23
Depreciation and amortization	13,678	13,671
Provisions for risks and charges	-	3,091
Total operating costs	25,938	28,620
Operating profit	**41,209**	**54,230**
Net financial expenses	(6,439)	(8,201)
Profit before tax	**34,770**	**46,029**
Income taxes	(10,144)	(13,527)
Profit for the period	**24,626**	**32,503**

BALANCE SHEET

The following table sets forth the Balance Sheet data for the issuer as at 31 March 2021 compared with 30 June 2020.

	As at	
(in thousands of €)	June 30 2020	March 31 2021
Non-current assets		
Intangible assets	268,886	255,304
Property, plant and equipment	234	186
Financial assets	10,410	13,142
Loan to parent company	169,971	239,615
Prepaid expenses	14	5
Non-current Assets	**449,515**	**508,251**
Current assets		
Financial assets	29	13,619
Trade receivables	80,619	85,283
Trade receivables from parent companies and their affiliated	8,127	16,120
Tax receivables	0	100
Deferred tax assets	1,789	1,911
Other receivables	7	6
Prepaid expenses	120	1,011
Cash at bank and on hand	16,898	39,932
Current Assets	**107,588**	**157,982**
Total Assets	**557,103**	**666,233**

(in thousands of €)	As at June 30 2020	As at March 31 2021
Liabilities and Shareholders' equity		
Shareholders' equity		
Share capital	500	500
Reserve	105,124	105,097
Retained earnings	4,088	4,114
Profit for the period	27,607	32,503
Total Shareholders' equity	**137,318**	**142,214**
Non-current Liabilities		
Deferred tax liabilities	29,120	27,673
Other provisions	4,439	5,338
Provisions for employee severance indemnities	263	329
Existing and New Notes	275,659	337,791
Deferred income	10,894	11,800
Non-current Liabilities	**320,376**	**382,931**
Current Liabilities		
Existing and New Notes	6,900	14,563
Trade payables	4,745	4,606
Trade payables to parents companies and their affiliated	25,788	57,249
Dividends Payable	52,952	54,608
Tax Payables	345	3,321
Social security payables	207	165
Other payables	170	269
Accrued expenses	79	143
Deferred income	8,224	6,163
Current Liabilities	**99,409**	**141,088**
Total Liabilities and Shareholders' equity	**557,103**	**666,233**

CASH FLOW STATEMENT

The following table sets forth Cash Flow Statement data for MediaCo for the nine months ended March 31, 2021 compared with the nine months ended March 31, 2020

	For the nine months ended March 31	
(in thousands of €)	**2020**	**2021**
Profit for the period	24,626	32,503
Current taxes	11,459	15,095
Net Financial Expenses	6,427	8,199
Profit for the period before taxes and interest	42,513	55,797
Depreciation and amortization	13,679	13,671
Write-downs/(release/uses) of trade receivables	(735)	23
Employee severance indemnities	(11)	67
Other provisions	-	899
Deferred tax assets and liabilities	(1,316)	(1,568)
Cash flow from operating activities before changes in working capital	54,131	68,888
(Increase)/Decrease in trade and other receivables	31,069	(12,780)
Increase/(Decrease) in trade and other payables	27,878	19,569
Other variations in net working capital	7,378	(1,973)
Cash flow from operating activities after changes in working capital	120,456	73,703
Taxes paid	(1,741)	(307)
Interest and other financial expenses paid	(7,258)	(8,462)
A. Cash flow from operating activities	**111,456**	**64,933**
Investments in Intangible Assets	(18)	(40)
Investments in Property, Plant and Equipment	(85)	(1)
B. Cash flow from investing activities	**(103)**	**(41)**
New finance (Senior Secured Notes 2022)	-	66,078
Repayment of bank loans/Senior Secured Notes 2022	(3,250)	(4,288)
Intercompany loans	(30,801)	(61,376)
Debt service account	(10,301)	(16,323)
Capital/dividend distributions	(48,432)	(25,951)
C. Cash flow from financing activities	**(92,784)**	**(41,859)**
Increase/(Decrease) cash and cash equivalents (A ± B ± C)	**18,569**	**23,034**
Cash at bank and on hand at the beginning of the period	**15,664**	**16,898**
Cash at bank and on hand at the end of the period	**34,233**	**39,932**

UPDATE ON THE MAIN IMPACTS OF THE COVID-19 PANDEMIC

SPORTING SEASON

After the regular completion of the all the national and international competitions of the sporting season 2019/2020 in July and August 2020, also the national and international competitions of the sporting season 2020/2021 have been regularly completed, in full compliance with the agreed technical protocols and restrictions relating to Covid-19 pandemic.

ACCOUNTING SHIFT

The shift of the last part of the 2019/2020 sporting season to the first two months of the fiscal year ending June 30, 2021 (i.e. July and August 2020), and the consequent shift of the official start of the 2020/2021 sporting season from July 1, 2020 to September 1, 2020, resulted in:

- a shift in the recognition of a portion of Direct and Indirect Revenue of MediaCo (no material impact on operating costs) from the fiscal year ended June 30, 2020 to the fiscal year ending June 30, 2021(mainly to the first quarter)
- a shift in the recognition of a portion of Direct and Indirect Revenue of MediaCo from the first nine months of the fiscal year ending June 30, 2021 to the last quarter.

Accordingly, the Interim Financial Statements ended March 31, 2021 have been affected as follows:

- Sponsorship Revenue

  - Recognition in the Income Statement of a portion of certain Sponsorship Revenue relating to the sporting season 2019-2020 – this relates to those contracts whose recognition in the Income Statement of the fiscal year ended June 30, 2020 was interrupted for three months from March 1st, 2020 to May 31st, 2020, with the residual contractual fee accounted for on a linear basis in the period June 1st, 2020 – August 31st, 2020

  - Recognition, in the Income Statement, of certain performance bonuses included in Sponsorship contracts for the sporting season 2019-2020 but which were triggered in July and August 2020

  - On the other side, the majority of Sponsorship contracts relating to the sporting season 2020-2021 have been accounted for on a pro-rata linear basis starting from September 1, 2020 (and they will be accounted over a ten-month period until

June 30, 2021), resulting in the shift of a portion of related Sponsorship Revenue to the last quarter of the fiscal year

- Indirect Media Revenue

    - The final settlement of Serie A Media Revenue for the sporting season 2019-2020 has been defined (and then invoiced by TeamCo and related receivables assigned to MediaCo) in August 2020. Accordingly, this has been recognized in the Serie A Indirect Media Revenue of the Interim Financial Statements ended March 31, 2021

    - The final settlement of UCL Group stage market pool and all UEFA Europa League Media Revenue from Ro16 to the final have been defined (and then invoiced by TeamCo and related receivables assigned to MediaCo) in September 2020 and November 2020. Accordingly, this has been recognized in the UEFA Indirect Media Revenue of the Interim Financial Statements ended March 31, 2021

For a better understanding of the financial performance of the nine months ended March 31, 2020 and for a consistent comparison with the nine months ended March 31, 2020, on the next pages we present a pro-forma Income Statement and a pro-forma table of Adjusted Revenue,

SPONSORSHIP REVENUE

Notwithstanding the potential for future impacts of the pandemic, in the sporting season we have launched seven new partnerships (EA Sports, Snaipay, Starcasinò, Acqua San Bernardo, SDY, LD Sports and Riello) for a total annual value, in the fiscal year ending June 30, 2021, in the region of €5.0 million and we have renewed some partnerships expired at the end of the sporting season 2019/2020 (such as Volvo, Gatorade, Tecnogym and Gazzetta dello Sport).

On the other side we agreed to grant some reductions to base fees (to date, in the region of €5.5M) as a compensation of contractual benefits that we could not provide due to Covid restrictions in place (in particular referring to closed Stadium).

Given the current context and the unstable global economic situation, we will monitor any risks in terms of further reduction and or collectability of all our contracted Sponsorship Revenue on a continuing basis.

SERIE A INDIRECT MEDIA REVENUE

- Sporting season 2019/2020

(in thousands of €)	Total Amount (incl. Vat)	Collected	O/S
Serie A 2019-2020_Installments invoiced and related receivables assigned post appearance of Covid-19 outbreak			
in the fiscal year ended June 30, 2020 (April 2020) (6th installment)	**4,575**	(4,575)	-
shifted to the fiscal year ending June 30, 2021 (August 2020) (final settlement installment) *	**8,130**	(8,130)	-
Total	**12,706**	**(12,706)**	-

* amount defined based on final second position of the team in the Serie A 2019/2020 terminated on August 1st, 2020

As shown by the table above, to date we have collected all the receivables relating to Indirect Serie A Revenue for the sporting season 2019-2020. This after that, in the period since our Q2 Report, Sky Italy has provisionally paid in full all outstanding amounts (for approx. €8 million) relating to their portion of the 2019-2020 installment due after the beginning of the pandemic.
In this respect, Lega Serie A obtained an injunction against Sky Italia, which was challenged by the latter. Subsequently, with an order on February 12, 2021, pending the challenge procedure, the Court of Milan declared the injunction provisionally enforceable against Sky Italia, and scheduled the next hearing for the proceeding on June 8, 2021. In the Interim Financial Statements ended March 31, 2021 we have prudentially accrued a provision of €3M to cover the potential risk of reimbursement in the next months of a portion of the amount collected from Sky which could result from the judicial procedure.

- Sporting season 2020/2021

None of the installments due to date in respect of the sporting season 2020/2021 have been contested by the broadcasters.

With the 2020/2021 sporting season regularly played and completed, to date we do not expect any reduction to the amount contractually due for the full season. Such amount, in light of the team performance (final 1st position in Serie A), is expected in the region of €102 million (excluding VAT assigned together with revenue, where applicable)

However, given the current context and the unstable global economic situation, we will monitor this position on a continuing basis.

UEFA INDIRECT MEDIA REVENUE

- Sporting season 2019/2020

The achievement of the 2019-2020 UEFA Europa League final after the re-start of the competition in August 2020 and the definition of final amount of the UCL market pool, has generated additional Revenue for an amount of €19.4 million, of which (i) €13.1 million settled in September 2020 and collected in October 2020 and (ii) €6.3 million settled and collected in November 2020.

Such amount already reflects a reduction of €2.1 million following UEFA’s cut of prize money (with regard to the sporting season 2019-2020) to take into consideration the loss of rights revenue and ticketing and hospitality revenue of the finals which were staged behind closed doors.

- Sporting season 2020/2021

UEFA has spread the financial impact of the losses incurred from the sporting season 2019/20 in the following five sporting seasons until the sporting season 2023/24.

Based on the detailed distribution mechanism for the calculation communicated by UEFA, we expect a 4% reduction to the amounts contractually due in the sporting season 2020-2021 (reduction that will be applied in June 2021 to the final settlement installment of the prize money due for the 2020-2021 sporting season). This means that, with regard to the participation to UCL Group Stage finished in December 2020, compared to an amount due for €51.5 million (including performance bonuses achieved in respect of single matches), we except to receive an amount in the range of €49.5 million (of which €45.3 million already collected to the date of this report).

MAIN IMPACTS AT TEAMCO LEVEL

The main financial impact of the pandemic at TeamCo level relate to the loss in ticketing revenue due to matches played behind closed doors (or with severely restricted numbers) since the end of February 2020.

The sporting season 2020/2021 has been played with stadiums closed or only open to a restricted number of people. As a result, we have not put for sale any season or match day tickets. We estimate a negative impact on revenue and cash in the region of €60M.

MANAGEMENT'S DISCUSSION AND ANALYSIS

KEY PERFORMANCE INDICATORS

As described in the Offering Memorandum, in assessing the performance of our business, the key financial measures we use are 'Adjusted Revenue' and 'Cash Available for Debt Service'.

Adjusted Revenue

The following table details Adjusted Revenue for the nine months ended March 31, 2021 compared with the nine months ended March 31, 2020. As described in the initial pages of this report, for a better understanding and a consistent comparison of the performance, the table also shows pro-forma numbers which restates (i) amounts relating to the sporting season 2019-2020 shifted to the nine months ended March 31, 2021, and (ii) amounts not yet recognized in the period (and shifted to the last quarter) due to the postponement of the start of the sporting season 2020-2021.

	For the nine months ended March 31						
(in thousands of €)	2020 Reported	Amounts shifted to following quarters /fiscal year	2020-Pro-forma	2021 Reported	(Amounts shifted from fiscal year ended June 30, 2020)	Amounts shifted to following quarters	2021-Pro-forma
A. Direct Media Revenue	12,625	-	12,625	11,939	-	-	11,939
B. Other Income	113	-	113	815	-	-	815
C. Sponsorship Revenue	54,409	5,178	59,587	70,097	(19,009)	3,501	54,589
D. Total Revenue (A+B+C)	**67,147**	**5,178**	**72,325**	**82,851**	**(19,009)**	**3,501**	**67,342**
E. Serie A Indirect Media Revenue *	96,994	-	96,994	99,507	(8,130)	-	91,377
F. UEFA Indirect Media Revenue *	42,544	-	42,544	64,635	(19,356)		45,279
G. Adjusted Media Revenue (A+E+F)	**152,163**	**-**	**152,163**	**176,081**	**(27,486)**	**-**	**148,595**
B. Other Income	113		113	815	-		815
C. Sponsorship Revenue	54,409	5,178	59,587	70,097	(19,009)	3,501	54,589
Adjusted Revenue (G+B+C)	**206,685**	**5,178**	**211,863**	**246,993**	**(46,495)**	**3,501**	**203,999**

*Represented based on actual cash value (incl. VAT where applicable) of Media Revenue assigned from TeamCo to MediaCo during the nine months period ended March 31

Our Adjusted Revenue increased by €40.3 million or 19.5% to €247.0 million for the nine months ended March 31, 2021 from €206.7 million for the nine months ended March 31, 2020, while, on a pro-forma basis, we record a €7.9 million decrease (-3.7%) (with pro-forma Adjusted Revenue amounting to € 203.4 million compared to €211.9 million). Main pro-forma adjustments relate to:

<u>Nine months ended March 31, 2021</u>

- Exclusion of the shift of Sponsorship Revenue for €19.0 million from fiscal year ended June 30, 2020, including (i) annual fees relating to the sporting season 2019/2020, whose recognition has been deferred to the months of July and August 2021 and (ii) performance bonuses included under sponsorship contracts triggered in the months of July and August 2021

- Exclusion of the shift of Serie A Indirect Media Revenue for €8.1 million relating to the assignment of receivables resulting from the final installment of the 2019-2020 sporting season made in August 2020 (amount defined after the end of the league)

- Exclusion of the shift of UEFA Indirect Media Revenue for €19.4 million relating to the assignment of receivables resulting from the final settlement of UCL Group stage market pool and all UEFA Europa League Media Revenue from Ro16 to the final made in September 2020 and November 2020 after the end of the UEFA competitions

- Inclusion of an amount of €3.5 million relating to contracted Sponsorship Revenue for the sporting season 2020-2021, in order to reflect the full amount that would have been recognized to Income Statement in the nine months ended March 31, 2021 if the sporting season 2020-2021 had regularly started on July 1, 2020 (instead of September 1, 2020) – this amount will be recognized on a linear basis in the last quarter of the fiscal year

<u>Nine months ended March 31, 2020</u>

- Inclusion of Sponsorship Revenue for €5.2 million whose recognition was temporary suspended due to interruption of the sporting season 2019/2020 at the end of February 2020.

In the below paragraphs we explain in detail the reasons of the net increase of our Adjusted Revenue

Direct Media Revenue

Direct Media Revenue decreased by €0.7 million or 5.4% to €11.9 million for the nine months ended March 31, 2021 from €12.6 million for the nine months ended March 31, 2020. This decrease is fully related to the fact that in the same period of prior year we recognized a revenue of €1M for the distribution in China of the thematic channel Inter TV for the previous fiscal year (2018/2019), having signed the related contract in January 2020.

Other Income

Other Income increased by €0.7 million or 621.1% to €0.8 million for the nine months ended March 31, 2021 from €0.1 million for the nine months ended March 31, 2020 due to recognition of revenues mainly resulting from (i) final settlement of match production income for the sporting season 2019/2020 and (ii) the release of risk provisions accrued in prior fiscal years.

Sponsorship Revenue

Sponsorship Revenue increased by €15.7 million or 28.8% to €70.1 million for the nine months ended March 31, 2021 from €54.4 million for the nine months ended March 31, 2020, while, on a pro-forma basis, they decrease by € 5.0 million or 8.4% (with pro-forma Sponsorship Revenue amounting to €54.6 million compared to €59.6 million). This is detailed on the following table:

	For the nine months ended March 31						
(in thousands of €)	2020 Reported	Amounts shifted to following quarters /fiscal year	2020-Pro-forma	2021 Reported	(Amounts shifted from fiscal year ended June 30, 2020)	Amounts shifted to following quarters	2021-Pro-forma
Shirt & Technical	18,461	2,109	20,570	29,547	(15,716)	1,203	15,033
EU/Global	10,737	1,484	12,221	13,918	(2,881)	1,840	12,876
Regional and naming rights	25,211	1,586	26,797	26,633	(411)	457	26,679
Sponsorship Revenue	**54,409**	**5,178**	**59,587**	**70,097**	**(19,009)**	**3,501**	**54,589**

- Shirt & Technical

The €5.5 million (or -26.9%) decrease in Shirt & Technical Sponsorship Revenue, looking at pro-forma numbers, is a result of:

  - the consent fee agreed in favor of the shirt sponsor (reducing the related sponsorship fee) for obtaining the right to include the logo of a new sponsor on one of the sleeves of our team's jerseys starting from the 2020/2021 season
  - the reduction to 2020/2021 base fees agreed in respect of contractual benefits that we could not provide due to Covid restrictions in place (in particular referring to closed Stadium)

These reductions have only been partially offset by higher value of the base fee of the sponsorship packages for the sporting season 2020/2011.

- EU/Global & Regional and naming rights

On a *pro forma* basis:

- EU/Global Sponsorship Revenue increased by €0.6 million (+5.4%) driven by new contracts signed for the sporting season 2020/2021, some of them for a value higher than historical level
- Regional and Naming rights Sponsorship Revenue are in line with prior period at €26.7 million.

Serie A and UEFA Indirect Media Revenue

On a *pro forma* basis:

- Serie A Indirect Media Revenue decreased by €5.6 million or 5.8% to €91.4 million for the nine months ended March 31, 2021 from €97.0 million for the nine months ended March 31, 2020. This decrease is a result of a different timing of the installments through which the annual value of media rights is invoiced

- UEFA Indirect Media Revenue increased by €2.7 million or 6.4% to €45.3 million for the nine months ended March 31, 2021 from €42.5 million for the nine months ended March 31, 2020 mainly due to higher market pool received as a consequence of improved final position in Serie A 19/20 compared to Serie A 18/19 (2nd vs. 4th), being this one of the drivers for the allocation of market pool share to each club. This more than offset the amount of €1.6M received in the March 2020 for the participation to Ro32 and Ro16 of UEL (while in the current season the team did not access to UEL)

Cash Available for Debt Service

The following table sets forth Cash Available for Debt Service for the nine months ended March 31, 2021 compared with the nine months ended March 31, 2020 (according to the definition set out in the Offering Memorandum issued concurrently with the New Notes).

(in thousands of €)	For the nine months ended March 31 2020	2021
Sponsorship Revenue		
- Shirt & Technical	18,461	29,547
- EU/Global	10,737	13,918
- Regional and naming rights	25,211	26,633
Direct Media Revenue	12,625	11,939
Other Income	113	815
Total revenue	**67,147**	**82,851**
Indirect Media Revenue		
- Serie A Indirect Media Revenue *	96,994	99,507
- UEFA Indirect Media Revenue *	42,544	64,635
Adjusted Revenue	206,685	246,993
Change in Current operating assets	36,674	(14,718)
Change in Non-current operating assets	(277)	906
Cash Inflows	**243,082**	**233,181**
Personnel costs	(2,704)	(2,317)
Cost of services	(9,104)	(8,858)
Other costs	(302)	(661)
Adjusted Tax Expenses	(716)	(1,041)
Change in Current operating liabilities	2,367	2,741
Change in Non-current operating liabilties	(1,434)	(1,371)
Adjusted Services Agreement Fees	4,583	4,583
Cash Outflows	**(7,310)**	**(6,924)**
Cash Available for Debt Service	**235,772**	**226,256**

**Represented based on actual cash value (incl. VAT where applicable) of Media Revenue assigned from TeamCo to MediaCo for the nine months ended March, 31*

Cash Available for Debt Service decreased by €9.5 million or 4.0% to €226.3 million for the nine months ended March 31, 2021 from €235.8 million for the nine months ended March 31, 2020, driven by the €9.9 million decrease in cash inflows (while cash outflows are in line with prior period around €7 million).

The decrease in cash inflows is a result of the negative impact of Change in Current operating assets (largely related to Trade Receivables) resulting from:

- The collection size and timing of trade receivables under the International Sponsorship contracts: in the nine months ended March 31, 2021 related receivables increased by €4.5 million, while in the nine months ended March 31, 2020 they decreased by €48.8 million. The resulting negative impact of €53.3 million mainly relates to the fact that in the nine months ended March 31, 2020, we collected an amount of €75.6 million related to outstanding receivables from prior year, while in the nine months ended March 31, 2021, collections amounted to €23.6 million

- The general impact on the timing of collection of trade receivables resulting from the pandemic and the consequent shift of the 2019-2020 and 2020-2021 sporting seasons

The negative impact of Change in Current operating assets described above has been mostly offset by higher Adjusted Revenue which, as described in the previous section, has been significantly affected by the shift of the last part of the 19/20 sporting season.

For an update on collection status of international Sponsorship contracts, we present the following table

(in thousands of €)	Value	Outstanding at 31 March 2021	Outstanding at date of this report
Revenues booked in fiscal year ended 30 June 2017	74,808	-	-
Revenues booked in fiscal year ended 30 June 2018	87,629	-	-
Revenues booked in fiscal year ended 30 June 2019	89,095	12,800	12,800
Revenues booked in fiscal year ended 30 June 2020	36,255	25,976	25,976
Revenues booked in the nine months ended 31 March 2021	26,633	25,133	18,679
Total	**314,420**	**63,909**	**57,455**

The table highlights that in the period July 1st, 2016 – March 31st, 2021, we booked cumulative revenues of €314.4 million, collecting, to date, €257.0 million (82%), of which €30 million has been received since July 1, 2020.

With regards to amounts remaining outstanding/overdue, we are in regular contact with the counterparties.

RESULTS OF OPERATIONS

The following table sets forth Income Statement data for MediaCo for the nine months ended March 31, 2021 compared with the nine months ended March 31, 2020. As described on the initial pages, for a better understanding and a consistent comparison of the performance, the table also shows pro-forma numbers which takes into account (i) amounts relating to the sporting season 2019-2020 shifted to the nine months ended March 31, 2021, and (ii) amounts not yet recognized in the period (and shifted to the last quarter) due to the postponement of the start of the sporting season 2020-2021.

	For the nine months ended March 31						
(in thousands of €)	2020 Reported	Amounts shifted to following quarters /fiscal year	2020-Pro-forma	2021 Reported	(Amounts shifted from fiscal year ended June 30, 2020)	Amounts shifted to following quarters	2021-Pro-forma
Revenue	67,034	5,178	72,212	82,036	(19,009)	3,501	66,528
Other Income	113	-	113	815	-	-	815
Total revenue	67,147	5,178	72,325	82,851	(19,009)	3,501	67,342
Personnel costs	2,704	-	2,704	2,317	-	-	2,317
Cost of services	9,104	-	9,104	8,858	(141)	-	8,717
Other operating costs	452	-	452	661	-	-	661
Write-downs of trade receivables	-	-	-	23	-	-	23
Depreciation and amortization	13,678	-	13,678	13,671	-	-	13,671
Provisions for risks and charges	-	-	-	3,091	-	-	3,091
Total operating costs	25,938	-	25,938	28,620	(141)	-	25,388
Operating profit	**41,209**	**5,178**	**46,387**	**54,230**	**(18,868)**	**3,501**	**41,954**
Net financial expenses	(6,439)	-	(6,439)	(8,201)	-		(8,201)
Profit before tax	**34,770**	**5,178**	**39,948**	**46,029**	**(18,868)**	**3,501**	**33,753**
Income taxes	(10,144)	(1,511)	(11,655)	(13,527)	5,545	(1,029)	(9,011)
Profit for the period	**24,626**	**3,668**	**28,294**	**32,503**	**(13,323)**	**2,472**	**24,742**

Revenue. Revenues for the nine months ended March 31, 2021 increased by €15.7 million or 23.4% to €82.9 million from €67.1 million for the nine months ended March 31, 2020, while, on a pro-forma basis, they decreased €5.0 million or 6.9% (from €72.3 million to €67.3 million) driven by reduction in Shirt & Technical Sponsorship Revenue (refer to the Section "Adjusted Revenues" for more details).

Personnel costs. Personnel costs for the nine months ended March 31, 2021 decreased by €0.4 million (or – 14.3%) to €2.3 million from €2.7 million for the nine months ended March 31, 2020, due to saving measures taken after the start of the pandemic.

Cost of services. Cost of services for the nine months ended March 31, 2021 decreased by €0.2 million (or – 2.7%) to €8.9 million from €9.1 million for the nine months ended March 31, 2020, due to certain restrictions and saving measures taken after the start of the pandemic (looking at pro-forma numbers the decrease is equal to €0.4 million or -4.2%)

Other operating costs. Other operating costs for the nine months ended March 31, 2021 increased by €0.2 million or 46.3% to €0.7 million from €0.5 million for the nine months ended March 31, 2020. This is mainly a result of the impact of the new crest project undertaken in the period (with the launch, at the end of March 2021, of the new logo, which will be used starting from the 2021/22 season) which has been partially offset by certain restrictions and saving measures taken after the start of the pandemic.

Depreciation and amortization. Depreciation and amortization for the nine months ended March 31, 2021 is in line with prior period at €13.7 million.

Provisions for risks and charges. The €3.1 million accrual made in the Income Statement of the nine months ended March 31, 2021 results from an assessment of the risk of reimbursement in the next months of a portion of the amount collected from Sky in respect of 2019/2020 Serie Indirect Media Revenue (risk related to the judicial procedure in progress as described on previous pages).

Net Financial expenses. Net Financial expenses for the nine months ended March 31, 2021 increased by €1.8 million or 27.4% to €8.2 million from €6.4 million for the nine months ended March 31, 2020 mainly due to the combined opposite effect of:

- Increase in interest expense (including amortization of OID and transaction fees) by €4.5 million relating to the New Notes
- higher interest income by €2.5 million (€8.2 million vs. €5.7 million) accrued on the Intercompany Loans granted to TeamCo, due to increased value of the loaned amount (as described on the next pages commenting Balance Sheet and Cash Flow Statement).

Income taxes. Income taxes for the nine months ended March 31, 2021 increased by €3.4 million or 33.3% to €13.5 million from €10.1 million for the nine months ended March 31, 2020. This is related to the increase in Profit Before Tax driven by increase in revenues generated by the shift from the 2019-2020 sporting season (while the tax rate is overall in line at 29%).

Profit for the period. For the reasons described above, Profit for the period for the nine months ended March 31, 2021 increased by €7.9 million or 32.0% to €32.5 million from €24.6 million for the nine months ended March 31, 2020. On a pro-forma basis, Profit for the period for the nine months ended March 31, 2021 decreased by €3.6 million (or – 12.6%) to €24.7 million affected by the €5.5 million decrease in Shirt & Technical Sponsorship Revenue and the €3.1 million accrual to Provisions for risks and charges (both resulting from the impact of the pandemic).

CASH FLOW

The following table sets forth Cash Flow Statement data for MediaCo for the nine months ended March 31, 2021 compared with the nine months ended March 31, 2020.

(in thousands of €)	For the nine months ended March 31 2020	For the nine months ended March 31 2021
Profit for the period	24,626	32,503
Current taxes	11,459	15,095
Net Financial Expenses	6,427	8,199
Profit for the period before taxes and interest	42,513	55,797
Depreciation and amortization	13,679	13,671
Write-downs/(release/uses) of trade receivables	(735)	23
Employee severance indemnities	(11)	67
Other provisions	-	899
Deferred tax assets and liabilities	(1,316)	(1,568)
Cash flow from operating activities before changes in working capital	54,131	68,888
(Increase)/Decrease in trade and other receivables	31,069	(12,780)
Increase/(Decrease) in trade and other payables	27,878	19,569
Other variations in net working capital	7,378	(1,973)
Cash flow from operating activities after changes in working capital	120,456	73,703
Taxes paid	(1,741)	(307)
Interest and other financial expenses paid	(7,258)	(8,462)
A. Cash flow from operating activities	**111,456**	**64,933**
Investments in Intangible Assets	(18)	(40)
Investments in Property, Plant and Equipment	(85)	(1)
B. Cash flow from investing activities	**(103)**	**(41)**
New finance (Senior Secured Notes 2022)	-	66,078
Repayment of bank loans/Senior Secured Notes 2022	(3,250)	(4,288)
Intercompany loans	(30,801)	(61,376)
Debt service account	(10,301)	(16,323)
Capital/dividend distributions	(48,432)	(25,951)
C. Cash flow from financing activities	**(92,784)**	**(41,859)**
Increase/(Decrease) cash and cash equivalents (A ± B ± C)	**18,569**	**23,034**
Cash at bank and on hand at the beginning of the period	**15,664**	**16,898**
Cash at bank and on hand at the end of the period	**34,233**	**39,932**

Cash flow from operating activities. Cash flow from operating activities for the nine months ended March 31, 2021 decreased by €46.5 million or 41.7% to €64.9 million from €111.5 million for the nine months ended March 31, 2020 mainly as a result of: the €43.8 million negative impact of the line Increase in trade and other receivables, affected by:

- The different collection size and timing of International Sponsorship contracts
- The general impact on the timing of collection of trade receivables resulting from the pandemic and the consequent shift of the 2019-2020 and 2020-2021 sporting seasons

For more details, please refer to the section “Cash Available for Debt Service” on the previous pages

Cash flow from investing activities. Cash flow from investing activities for the nine months ended March 31, 2021 amounted to €41 thousands (compared to €103 thousands in prior period), remaining immaterial in respect of our business.

Cash flow from financing activities. Cash flow from financing activities for the nine months ended March 31, 2021 amounted to negative €41.9 million compared to negative €92.8 million in prior period.

The negative amount of €41.9 million is composed as follows:

- Net Inflows of €66.1 million from the issuing of the New Notes
- Total Outflows of €107.9 million, broken down as follows:
    - Filling of the debt reserve and debt service accounts related to the Existing and New Notes (€16.3 million)
    - Intercompany Loans provided to TeamCo (€61.4 million, mainly through cash collected upon the issuing of the New Notes)
    - Payment of dividends to the immediate parent companies (€26.0 million, of which €16.6 million to TeamCo and €9.4 million to BrandCo)
    - Payment of mandatory amortization of Existing and New Notes (€4.3 million)

Both dividends and Intercompany loans (together with payments made under the Tax Consolidation Regime) are provided to TeamCo as a permitted distribution under the waterfall rules defined by the Refinancing Transaction.

Net change in cash and cash equivalent. Net change in cash and cash equivalent for the nine months ended March 31, 2021 increased by €4.4 million or 24% to €23.0 million from €18.6 million for the nine months ended March 31, 2020, for the reasons described above.

BALANCE SHEET

The following table sets forth the detail of Balance Sheet data for the issuer as at 31 March 2021 compared with 30 June 2020.

Assets:

	As at	
(in thousands of €)	**June 30 2020**	**March 31 2021**
Non-current assets		
Intangible assets	268,886	255,304
Property, plant and equipment	234	186
Financial assets	10,410	13,142
Loan to parent company	169,971	239,615
Prepaid expenses	14	5
Non-current Assets	**449,515**	**508,251**
Current assets		
Financial assets	29	13,619
Trade receivables	80,619	85,283
Trade receivables from parent companies and their affiliated	8,127	16,120
Tax receivables	0	100
Deferred tax assets	1,789	1,911
Other receivables	7	6
Prepaid expenses	120	1,011
Cash at bank and on hand	16,898	39,932
Current Assets	**107,588**	**157,982**
Total Assets	**557,103**	**666,233**

Non-current assets. Non-current assets increased by €58.7 million from €449.5 million at June 30, 2020 to €508.3 million at March 31, 2021 driven by:

- the €69.6 million increase in Loans to parent company, of which €61,4 million relating to new Intercompany Loans provided to TeamCo (as previously described) and €8.2 million to accrual of interest income.
- The €2.7 million increase in Financial Assets relating to the Debt Reserve Accounts for the New Notes

This increase has been partially offset by €13.6 million reduction in Intangible Assets related to amortization of the period.

Current assets. Current assets increased by €50.4 million from €107.6 million at June 30, 2020 to €158.0 million at March 31, 2021 driven by:

- The €13.6 million increase in Financial Assets which fully relates to cash transferred into the Debt Service Accounts to fulfill the obligations due in June 2021 of the Existing and New Notes

- The €23.0 million increase in Cash at bank and on hand due to positive net cash flow generated in the period (as previously explained in the paragraph "Cash Flow Statement")

- The €12.7 million increase in Trade receivables, detailed by the table below:

(in thousands of €)	As at June 30 2020	As at March 31 2021	Var.
Trade receivables (incl. from parent companies and affiliated)			
Naming Rights and Sponsorship Agreement	4,107	6,366	2,259
Other International/Regional Sponsorship Agreements	55,283	57,543	2,260
Trade Receivables relating to International/Regional Sponsorship Agreements	**59,390**	**63,909**	**4,519**
Serie A Indirect Media Revenue - 4th and 5th Installment	9,042	-	(9,042)
Serie A Indirect Media Revenue - 6th Installment	3,981	-	(3,981)
Serie A Indirect Media Revenue - shift from fiscal year ended June 30, 2020	-	-	
Other trade receivables	16,331	37,494	21,163
Total Trade receivables (incl. from parent companies and affiliated)	**88,745**	**101,403**	**12,658**

- Receivables relating to international/regional Sponsorship Agreements

Trade receivables relating to international/regional Sponsorship Agreements at March 31, 2021 increased by €4.5 million compared to June 30, 2020. For more details on status of collections relating to international/regional Sponsorship Agreements, please refer to the paragraph 'Cash Flow Available for Debt Service' on the previous pages.

- Serie A Indirect Media Revenue

Receivables reported in the table relate to the sporting season 2019/2020 and they have been fully collected in the nine months ended March 31, 2021 (as previously described).

- Other Trade Receivables

The €21.2 million increase in Other Trade Receivables is affected by the general impact on the timing of collection of trade receivables resulting from the pandemic and the consequent shift of the 2019-2020 and 2020-2021 sporting seasons. Based on agreements in place with counterparties, we expect to collect a significant portion of these receivables in the following months.

Liabilities:

	As at	
	June 30 2020	March 31 2021
(in thousands of €)		
Liabilities and Shareholders' equity		
Shareholders' equity		
Share capital	500	500
Reserve	105,124	105,097
Retained earnings	4,088	4,114
Profit for the period	27,607	32,503
Total Shareholders' equity	**137,318**	**142,214**
Non-current Liabilities		
Deferred tax liabilities	29,120	27,673
Other provisions	4,439	5,338
Provisions for employee severance indemnities	263	329
Existing and New Notes	275,659	337,791
Deferred income	10,894	11,800
Non-current Liabilities	**320,376**	**382,931**
Current Liabilities		
Existing and New Notes	6,900	14,563
Trade payables	4,745	4,606
Trade payables to parents companies and their affiliated	25,788	57,249
Dividends Payable	52,952	54,608
Tax Payables	345	3,321
Social security payables	207	165
Other payables	170	269
Accrued expenses	79	143
Deferred income	8,224	6,163
Current Liabilities	**99,409**	**141,088**
Total Liabilities and Shareholders' equity	**557,103**	**666,233**

Shareholders’ equity. Shareholders’ equity increased by €4.9 million from €137.3 million at June 30, 2020 to €142.2 million at March 31, 2021 due to the combined opposite effect of:

- (negative) the distribution in kind as a dividend of the €27.6 million net profit of the fiscal year ended June 30, 2020 to its immediate shareholders (TeamCO and BrandCo).
- (positive) the €32.5 million Net Profit of the period.

Non-current liabilities. Non-current liabilities increased by €62.6 million from €320.4 million at June 30, 2020 to €382.6 million at March 31, 2021 mainly due to the impact of the New Notes (accounted based on the "Amortized Cost" accounting principle).

Current liabilities. Current liabilities increased by €41.7 million from €99.4 million at June 30, 2020 to €141.1 million at March 31, 2021 mainly due to:

- €31.5 million increase in trade payables to parent companies and their affiliated. This mainly relates to the increase in payables due to TeamCo in respect of the assignment of media rights receivables not yet distributed at the balance sheet date (+€29.2 million from €15.9 million to €45.1 million)
- €7.7 million increase in Existing and New Notes, mainly resulting from interest expense accrued for the period January 1, 2021 – March 31, 2021 (after the payment of the installment due in December 2020)
- €3.0 million in Tax Payables due to the accrual of IRAP (Regional Income Tax) of the period 1 July 2021- 31 March 2021 (with no advance payment yet made in the same period)
- €1.7 million increase in Dividends payables resulting from the resolution of the Shareholders' Meeting held on October 27th, 2020 for distributing in kind as a dividend the €27.6 million net profit of the fiscal year ended June 30, 2020 and offset by payments of dividends made in the period (€16.5 million to TeamCo and €9.4 million to BrandCo,, as already described).

Increases above described have been partially offset by €1.2 million decrease in Deferred Income, which, at June 30, 2020 were particularly affected by accounting shift of sponsorship revenue (as previously described).

CAPITAL EXPENDITURES

At €41 thousands, the level of capital expenditure was not considered material for the period under review.

NET FINANCIAL POSITION

The following table sets forth the Net Financial position data for the issuer as at 31 March 2021 (€285.7 million) compared with 30 June 2020 (€255.2 million)

	As at	
(in thousands of €)	**June 30 2020**	**March 31 2021**
Cash at bank and on hand	**16,898**	**39,932**
Current financial assets	29	13,619
Current financial receivables	**29**	**13,619**
Senior Secured Notes 2022 - current portion	(6,900)	(8,891)
Accrued interest charges and other financial expenses	-	(5,672)
Current financial liabilities	**(6,900)**	**(14,563)**
Net current financial assets/(liabilties)	**10,027**	**38,988**
Senior Secured Notes 2022	(275,659)	(337,791)
Financial Assets	10,410	13,142
Non-current financial liabilties	**(265,250)**	**(324,649)**
Net financial position	**(255,223)**	**(285,661)**

The €23.0 million increase in Cash at bank and on hand is due to positive net cash flow generated in the period (as previously explained in the paragraph “Cash Flow Statement”)

The €13.6 million increase in Financial Assets fully relates to cash transferred into the Debt Service Accounts to fulfill the obligations due in June 2021 of the Existing and New Notes

The €7.7 million increase in Current financial liabilities results from the issuing of New Notes in July 2020 and interest expense accrued for the period January 1, 2021 – March 31, 2021 with regard to both Existing and New Notes (after the payment of the installments due in December 2020).

The €59.4 million net increase in Non-current financial liabilities results from the issuing of the New Notes (which also involved the €2.7 million increase in Debt Reserve Account booked under Financial Assets)

RISK FACTORS

We confirm that the risk factors described in the Offering Memorandum, and not updated herein, remain applicable to the group with no material changes. However, we note the specific risks related to current pandemic situation, for which we refer to the section "Update on the main impacts of the Covid-19 pandemic" on the previous pages of this document.

OTHER RELEVANT INFORMATION

Update on Sponsorships agreements

The table below summarizes our current sponsorship agreements. The table also highlights those contracts renewed (6)/signed (7) starting from July 1, 2020:

Sponsor	Product Category	Expiration Date	New/ Renewed since 1 July 2020
Global Sponsors			
Pirelli	Tyres	June 2021	
Nike	Apparel	June 2024	
Suning	Electronics	June 2022	Renewed
Lenovo	IT Hardware	June 2022	
EA Sports	Video Games	June 2024	New
Acronis	Cyber Protection	June 2022	
Hugo Boss	Formalwear	June 2021	
Crédit Agricole	Bank	June 2021	
Volvo	Cars	June 2021	Renewed
Sky	Media partner	June 2021	
Starcasinò	Sport news / Entertainment	June 2023	New
Dazn	Media partner	June 2021	
Manpower	Staffing	June 2022	
Snaipay	E-Wallet	June 2022	New
Locauto	Car rental	June 2022	
Frecciarossa (Trenitalia)	Train	June 2022	
Lyoness/Cashback	Affinity Card	December 2020	
Esprinet (Nilox)	Overboard	June 2022	
Linkem	Internet	June 2021	
A2A	Energy	June 2021	
Carimi	Elecrtical plants	June 2021	
RDS	Radio	June 2021	
S. Bernanrdo	Water	June 2022	New
La Molisana	Pasta	June 2021	
Fratelli Beretta	Food	June 2021	
Gatorade	Beverage	June 2021	Renewed
Gattinoni	Travel	June 2021	
La Gazzetta dello Sport	Sport Newspaper	June 2021	Renewed
Technogym	Gym equipment	June 2022	Renewed
Regional Sponsors (in addition to those under contract with I-Media Agency)			
Monalisa	Tiles	June 2021	
SDY	On line gaming	June 2022	New
Moutai	Spirits	October 2021	Renewed
LD Sports	Infotainement	June 2023	New
Riello	Heating systmes	December 2022	New

Total annual value of new contracts is in the region of €5 million.

TEAMCO UPDATE

SPORTING PERFORMANCE

The team:

- has won the domestic league (Serie A) after eleven years since the last time. This is the 19th title of the history of the club (second Italian club) and gives access to 2021/2022 UCL

- was eliminated by UEFA competitions finishing in 4th position the Group Stage of UCL in December 2020.

- was eliminated at the semi-finals of the domestic Cup ("Coppa Italia") in February 2021.

TERMINATION OF THE CONTRACT WITH THE HEAD COACH

On 26 May 2021, an agreement has been reached with the head coach (Antonio Conte) for the termination of his contract by mutual consent.

TRANSFER MARKET SUMMARY

The main players signed in the transfer market windows affecting the current fiscal year ending June 30, 2021 are:

Summer 2020:
- Hakimi (from Real Madrid)
- Darmian (from Parma)
- Kolarov (from Roma)
- Vidal (free agent)
- Pinamonti (from Genoa)
- Sensi (converted from loan to permanent transfer)
- Sanchez (converted from loan to permanent transfer)

The main players who left TeamCo in the transfer market windows affecting the current fiscal year ending June 30, 2021 are:

Summer 2020:

- Candreva (sold to Sampdoria – converted from loan)

- Godin (early contract termination)
- Asamoah (early contract termination)
- Dalbert (on loan to Rennes)
- Joao Mario (on loan to Sporting Lisbon)
- Dimarco (on loan to Verona)
- Esposito (on loan to Spal)
- Salcedo (on loan to Verona)
- Lazaro (on loan to Borussia Mönchengladbach)

Winter 2021:

- Nainggolan (on loan to Cagliari)
- Politano (sold to Napoli – converted from loan)

SHAREHOLDER LOANS AND RCF DRAW DOWN

As described in the Offering Memorandum, TeamCo received a number of shareholder loans (and related parties' loans). In the nine months ended March 31, 2021, an amount of €85.2 million has been converted into equity reserve accounts, leaving an outstanding amount of €31.9 million (plus accrued interest for €15.9 millon). A further conversion into equity reserve accounts for €23.0 million has been made in April 2021.
A new shareholder loan of €50M has been received on 21 May 2021 after the closing of the holdco financing plan on 20 May 2021 (please refer to paragraph "UPDATE ON THE HOLDCO FINANCING PLAN (MAY 2021)").

As at March 31, 2021, we had a cash drawn down under our Revolving Credit Facility of €50.0 million.

FURTHER EXPLANATORY NOTES AND BASIS OF PREPARATION

BASIS OF PRESENTATION

The Interim Financial Statements have been prepared for the purposes of the preparation of the nine-months consolidated accounts of the TeamCo group as at March 31, 2021.

The Interim Financial Statements include the balance sheet, the income statement and the cash flow statement and are unaudited. They have been prepared in accordance with the accounting standards of the Italian Accountants Profession Board (Consiglio Nazionale dei Dottori Commercialisti ed Esperti Contabili), revised and supplemented by the Italian Accounting Organization (Organismo Italiano di Contabilità, O.I.C.) ("**Italian GAAP**").

Italian GAAP has recently been modified in order to take into account changes introduced in the Italian law governing Financial Statements by Decree No. 139 of August 18, 2015, which implemented Directive 34/2013/UE of the European Parliament and of the European Council on annual Financial Statements, consolidated Financial Statements and related reports of certain types of undertakings.

In preparing the Interim Financial Statements, however, MediaCo reclassified and renamed certain Italian GAAP line items in a format of presentation more similar to international format.

The items reported in the Interim Financial Statements are stated in accordance with the general principles of prudence and accruals and using the going concern assumption as well as considering the economic function of the assets and liabilities.

The Interim Financial Statements are shown in Euro, which is the functional currency of the Group. All amounts shown in this document are expressed in thousands of Euro, unless otherwise specified

SIGNIFICANT ACCOUNTING POLICIES

The Interim Financial Statements have been prepared in accordance with the OIC 30 - Interim Financial Statements; therefore the Interim Financial Statements do not include all the information required in the annual Financial Statements.

The Interim Financial Statements have been prepared on a going concern basis.
The accounting policies adopted in preparing the Interim Financial Statements are the same as for the previous fiscal years and therefore reference should be made to the Financial Statements for the fiscal year ended June 30, 2020 for further considerations.

Use of estimates

For the preparation of Interim Financial Statements, it is necessary that the Management make estimates and assumptions which have effects on the values of assets and liabilities accounted for the Balance Sheet and even on potential assets and liabilities at the Financial Statements date. The estimates and assumptions used are based on experience and on other relevant factors. For this reason, the final results could therefore differ from these estimates. The estimates and assumptions are reviewed periodically and the effects of each of their variation are reflected on the income statement in the year when the estimate is revised (if this review has effects only in the current year), or also in subsequent years (if the review has effects on both the current and future years). The Balance Sheet items that are affected by these assumptions, are the bad debt reserve, the provisions for risks and charges and the

evaluation of the recoverable value of property, plant and equipment and intangible assets (impairment test).
The impairment test is generally carried out only when the audited Financial Statements for the fiscal year are prepared, unless there are indicators which require updates to estimates. No impairment test has been performed as of March 31, 2021 since no impairment indicators were brought to Directors' attention (after the test performed as of December 31, 2021).

For more information about the main accounting estimates, please refer to the annual Financial Statements.

GUARANTEES, COMMITMENTS AND CONTINGENT LIABILITIES

The Company, throughout the periods, does not have any additional guarantees, commitments or liabilities other than which have already been disclosed in the financial information presented.

SUBSEQUENT EVENTS OCCURRED AFTER MARCH 31, 2021

On May 2nd, 2021, our Team has officially won the domestic league ("Serie A"), eleven years after since the last time. This is the 19th title of the history of the club (second Italian club) and gives access to 2021/2022 UCL.

On 26 May 2021, an agreement has been reached with the head coach (Antonio Conte) for the termination of his contract by mutual consent.

In addition, please also refer to the sections "General Information – Update on the Holdco Financing Plan and Update on the European Super League Project" and "Update on the main impacts of the Covid-19 pandemic".