Take Off S.p.A. & Over S.p.A.

Condensed interim aggregate financial statements as at 30 June 2021

Take Off S.p.A.
Share capital Euro 1,000,000 fully paid-in
Registered office in Via di Novella 22
00199 Rome (RM)
Business Register of Rome and Tax Code 04509190759
VAT number 04509190759
REA (economic and administrative index) RM 1529098

Over S.p.A.
Share capital Euro 1,000,000 fully paid-in
Registered office in Via Turi snc.
70013 Castellana Grotte (Ba)
Business Register of Bari and Tax Code 05470340729
VAT number 005470340729
R.E.A. (economic and administrative index) BA 448233

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Introduction

Dear Shareholders,

the condensed interim aggregate financial statements of the companies Take Off S.p.A. and Over S.p.A. (hereinafter the "Take Off Group" or only the "Group") closed as at 30 June 2021 shows a positive result of Euro 2,129 thousand.

Operating conditions and business development

As is well known, Take Off S.p.A. (hereinafter also just "Take Off") is the leading Italian chain of "fashion boutiques" with outlet prices. Founded in 2012, the company now has 31 points of sale including 25 direct and 5 affiliates distributed throughout the country, with a presence mainly concentrated in the South of Italy.

In the Take Off fashion boutiques you can find a selection of clothing, footwear and accessories from the best international brands combined with the exclusive distribution of six proprietary brands. Thanks to the product mix and the design of the fashion boutiques, Take Off's commercial proposal has established a foothold on the reference market and is targeting expansion throughout the national territory.

Over S.p.A. (hereinafter also referred to as "Over"), on the other hand, carries out its activity in the retail sector of children's clothing and accessories, with the Overkids proprietary brand. Its sales network is made up of 112 affiliated points of sale as at 30.06.2021.

Alternative performance indicators

The Group uses some alternative performance indicators, which are not identified as accounting measures under IFRS, to allow a better assessment of the Group's performance.
These alternative performance indicators are constructed exclusively from historical data of the Company and determined in compliance with the provisions of the Guidelines on Alternative Performance Indicators issued by ESMA/2015/1415 and adopted by CONSOB with communication no. 92543 of 3 December 2015. They refer only to the performance of the accounting period covered by these financial statements and of the periods compared and not to the expected performance of the Company and should not be considered as a substitute for the indicators envisaged by the reference accounting standards (IFRS).
Below is the definition of the alternative performance indicators used in the financial statements:

- **EBITDA**: is represented by the Operating Result gross of Amortisation, depreciation and write-downs of tangible and intangible assets and right-of-use assets.
- **Operating result or EBIT**: is represented by the difference between revenues, other income, and costs for raw materials and consumables, costs for services, personnel costs and other operating costs.
- **Net working capital:** calculated as the sum of inventories, trade receivables, other current receivables and tax receivables, net of trade payables, liabilities for returns, tax payables and other current payables and liabilities.

- **Capital invested**: it is represented by the total of non-current assets, and of net working capital, net of liabilities for future employee benefits, provisions for risks and charges and Deferred tax liabilities.
- **Net financial position**: is calculated as the sum of medium/long-term loans, payables to banks and the short-term portion of medium/long-term loans and other financial liabilities (current and non-current), net of cash and cash equivalents and current financial assets. The net financial position was determined in accordance with the provisions of Consob warning notice no. 5/21 of 29 April 2021 "*Compliance with ESMA's guidelines on disclosure requirements pursuant to the prospectus regulation*".
- **Adjusted net financial position**: calculated as the sum of medium/long-term loans, payables to banks and the short-term portion of medium/long-term loans and other financial liabilities (current and non-current), excluding leasing liabilities, net of cash and cash equivalents and current financial assets.

Management performance in 2021

The first half of 2021 was characterised by a significant ramping up of the vaccination plan throughout the country with an easing of restrictions on personal movement. Although the spread of the Covid-19 pandemic is not yet under control, the reduction of lockdown periods, also implemented in a flexible manner according to the worsening of the pandemic situation in each individual Region, has certainly contributed to determining considerable growth in the Group's turnover in the reference period, compared to the results achieved in the same period of the previous year. It should also be remembered that the first part of 2020 was characterised by the generalised lockdown imposed by the authorities, which forced us to close all the direct and indirect Take Off and Over points of sale from 10 March 2020 until 18 May 2020.

The Group has been able to withstand the "spike" of the pandemic, demonstrating how its business model is "defensive" and managing to perform even in times of crisis. In fact, as soon as the restrictions on the mobility of people were lifted, the Group was able to quickly achieve the same sales results as in the months of 2019.

The cost-cutting measures we have implemented have enabled us to achieve a consistent level of margins. In fact, we promptly implemented staff-related measures (redefinition of shifts and the number of employees per point of sale), measures in relation to store rents and suppliers, with positive effects that will continue even after the period under review. As can be seen in the following paragraphs, we recorded growth in margins (EBITDA), which went from 18.2% as at 30 June 2020 to 34.2% as at 30 June 2021.

Despite the persistence of the pandemic crisis, we have continued to record growth (since, in any case, we must always plan our future by looking ahead) and we have opened new points of sale:

- Take Off in Grosseto, Reggio Calabria, Catanzaro Lido, Catanzaro Centro and Forio (NA);
- Over in Gualdo Tadino;

The opening of the aforementioned points of sale always falls within our approach of pursuing rapid growth in all directions, which through a careful selection of the points of sale allows us to minimise opening investments and reach a break-even position.

In order to create greater customer loyalty and thus encourage the use of on-line sales channels together with the service offered by physical stores (an important strategy in this period characterised by the pandemic and restrictions on free movement), we have designed and implemented the first Take Off magazine, distributed free of charge at our points of sale, which enables our customers to make exclusive purchases of some of the luxury brands we market.

The lockdown period also prompted us to accelerate the launch of the on-line sales channel, which got under way as at the end of 2020 with the go live of our dedicated website, and which will allow us to offer an additional service to our customers, as well as to further support our traditional sales channel.

Main income statement data

The following table shows the Group's aggregate results achieved in terms of revenues, operating result and pre-tax result as at 30 June 2021 and 2020 respectively:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes	% Changes
Revenues from contracts with customers	11,549,795	8,782,789	2,767,006	31.50%
Gross operating profit (EBITDA)	3,955,320	1,602,984	2,352,336	146.75%
Operating income	3,038,942	897,315	2,141,627	238.67%
Pre-tax result	2,806,937	748,555	2,058,381	274.98%
Result for the period	2,128,669	615,687	1,512,982	245.74%

Revenues in the first six months of 2021 increased by 31.5% compared to those of the previous period, marking an increase of Euro 2,767 thousand, due to the gradual lifting of the restrictions imposed by the Covid-19 pandemic.

Starting from a pre-tax result of Euro 2,807 thousand (Euro 749 thousand in the period 1.01.20 - 30.06.20), the final result for the period is equal to Euro 2,129 thousand (Euro 616 thousand in the period 1.01.20 - 30.06.20).

The company's reclassified income statement compared with that of the same period in 2020 is as follows:

(Euro)	1 January 2021 - 30 June 2021	*% of revenues*	1 January 2020 - 30 June 2020	*% of revenues*	Changes	% Changes
Revenues from contracts with customers	11,549,795	*100%*	8,782,789	*100%*	2,767,006	32%
REVENUES	**11,549,795**	*100%*	**8,782,789**	*100%*	**2,767,006**	**32%**
Other income	378,086	*3%*	998,921	*11%*	(620,835)	-62%
Costs for raw materials and consumables	(5,209,797)	*45%*	(5,897,644)	*67%*	687,847	-12%
Costs for services	(692,387)	*6%*	(611,843)	*7%*	(80,545)	13%
Personnel costs	(1,960,403)	*17%*	(1,570,671)	*18%*	(389,731)	25%
Other operating costs	(109,975)	*1%*	(98,568)	*1%*	(11,407)	12%
EBITDA	**3,955,320**	**34%**	**1,602,984**	**18%**	**2,352,336**	**147%**
Amortisation/depreciation	(916,378)	*1%*	(705,669)	*1%*	(210,709)	30%
EBIT	**3,038,942**	**26%**	**897,315**	**10%**	**2,141,627**	**239%**
Financial management result	(232,005)	*2%*	(148,760)	*2%*	(83,245)	56%

PRE-TAX RESULT	**2,806,937**	**24%**	**748,555**	**6%**	**2,058,381**	**275%**
Income taxes	(678,267)	*1%*	(132,868)	*1%*	(545,399)	410%
RESULT FOR THE PERIOD	**2,128,669**	**18%**	**615,687**	**5%**	**1,512,982**	**246%**

We point out that the item other revenues mainly includes public grants for Euro 277 thousand received from the Puglia Region with respect to loans taken out to deal with the pandemic crisis, in the same way that the cost of personnel was positively impacted by the benefit of the CIGS (extraordinary wage guarantee fund), albeit increasing when compared to the previous year.

Costs for services increased by Euro 81 thousand and in line with the increase in sales in the reference period.

The balance of financial management, a charge in 2020 of Euro 232 thousand, is mainly affected by the interest on mortgages and loans taken out by Take Off, as well as by the financial charges on contracts for rights of use and by the effect of the exchange differences recognised by Over in the reference period.

Main statement of financial position data

The aggregate statement of financial position of the Group, compared with that as at 31 December 2020, is the following:

(Euro)	**30 June 2021**	**31 December 2020**
Property, plant and equipment	1,328,086	1,961,109
Intangible assets	119,607	15,185
Right-of-use assets	7,125,449	7,789,800
Other non-current assets	470,071	479,103
Deferred tax assets	1,361,408	1,543,811
Non-current assets (A)	**10,404,620**	**11,789,008**
Inventories	10,604,097	10,981,873
Trade receivables	111,884	179,780
Other current receivables	683,154	737,372
Tax receivables	1,334,353	17,222
Short-term operating assets (B)	**12,733,489**	**11,916,248**
Trade payables	(4,148,683)	(6,591,368)
Current tax payables	(4,168,909)	(3,031,106)
Other current payables and liabilities	(3,357,562)	(1,540,147)
Short-term operating liabilities (C)	**(11,675,154)**	**(11,162,621)**
Net working capital (D) = (B) + (C)	**1,058,335**	**753,627**
Liabilities for future employee benefits	(777,176)	(692,147)
Provisions for risks and charges	(42,531)	(42,531)
Other non-current payables and liabilities	(1,480,678)	(1,662,489)
Deferred tax liabilities	(52,257)	(52,257)
Medium/long-term liabilities (E)	**(2,352,643)**	**(2,449,424)**
INVESTED CAPITAL (A) + (D) + (E)	**9,110,312**	**10,093,211**
Shareholders' equity	9,469,982	11,838,234
Net financial position	**(359,670)**	**(1,745,023)**
EQUITY AND NET FINANCIAL POSITION	**9,110,312**	**10,093,211**

Main statement of cash flows data

The aggregate net financial position as at 30 June 2021, compared with that as at 31 December 2020, is as follows:

(Euro)	30 June 2021	31 December 2020
A. Cash in hand	14,452,998	15,405,808
B. Cash equivalents		
C.1 Other current financial assets		
C.2 Other current financial assets for leasing		
D. Liquidity (A + B + C)	**14,452,998**	**15,405,808**
E.1 Current financial debt	(2,461,030)	(1,477,061)
E.2 Current financial debt for leasing	(2,857,966)	(1,483,823)
F. Current portion of non-current financial debt		
G. Current financial debt (E + F)	**(5,318,996)**	**(2,960,885)**
H. Net current financial debt (G + D)	**9,134,003**	**12,444,923**
I.1 Non-current financial debt	(4,197,711)	(4,115,858)
I.2 Non-current financial debt for leasing	(4,576,623)	(6,584,043)
J. Debt instrument		
K. Trade and other non-current payables		
L. Non-current financial debt (I + J + K)	**(8,774,333)**	**(10,699,900)**
M. Total financial debt (H + L)	**359,670**	**1,745,023**
of which:		
Ordinary financial debt (Adjusted NFP)	*7,794,258*	*9,812,889*
Payables for leases	*(7,434,588)*	*(8,067,866)*

The net financial debt for the year increased compared to the previous year by approximately Euro 432 thousand, as Take Off took advantage of the opportunities provided by the so-called Liquidity decree to increase liquidity and address uncertainty surrounding the duration of the Covid-19 pandemic.

It was considered appropriate to present, in the previous table, also the adjusted net financial position, which excludes, with respect to the previously described calculation, the payable for the Rights of use equal to Euro 7,435 thousand recognised as at 30.06.2021 (Euro 8,068 thousand as at 31.12.2020), and which, pursuant to accounting standard IFRS 16, is classified under the item Other financial payables. Net of this amount, the net financial position as at 30.06.2021 is positive and equal to Euro 7,794 thousand (Euro 9,813 thousand as at 31.12.2020).

Economic and efficiency indicators

For a better description of the Group's income, equity and financial situation, the tables below show some profitability, equity and financial ratios compared with the same ratios as at 30 June 2020.

	30 June 2021	30 June 2020
EBITDA	3,955,320	1,602,984
EBITDA margin	34.25%	18.25%
ROE Before Tax (Pre-tax result for the period/SE)	29.64%	6.23%
ROI (EBIT/Total Assets)	8.08%	2.70%
ROS (EBIT/Revenues)	26.31%	10.22%

The economic indices[1] confirm the dynamics already commented on and the management results obtained. As at 30 June 2021, there was significant growth in EBITDA, which stood at 34.2% of revenues compared to 18.2% in the previous year.

The table below shows some financial statement ratios[2] which describe (i) the financing methods for medium/long-term loans and (ii) the composition of the sources of financing, compared with the same ratios relating to the financial statements for the year ended as at 31 December 2020.

The current ratio shows the company's ability to repay the debt. In both periods under comparison, the ratio highlights the company's ability to cover its liabilities with its own assets. The ratio worsened as at 30 June 2021 compared to the comparative period mainly due to the increase in short-term financial debt.

	30 June 2021	**31 December 2020**
Current ratio (current assets/current liabilities)	1.60	1.93
Acid test (Current Assets - Inventories)/Current Liabilities	0.98	1.16
Capital assets (SE - FA)	(934,638)	49,226
Fixed assets/liabilities and equity margin (SE+MLP-FA)	10,192,338	13,198,550

Information relating to the environment and personnel

Taking into account the social role of the company, as also highlighted by the document on the management report of the National Institute of Chartered Accountant, it is considered appropriate to provide the following information relating to the environment and personnel:

Personnel

During the reporting period:

- there were no serious workplace accidents which resulted in severe injuries to the personnel enrolled in the employee register;

[1]*ROE (Return On Equity)* - It describes the ratio between the pre-tax result and the company's net equity. It summarises the profitability and return on equity.

ROI (Return On Investment) - It describes the ratio between operating income and total assets. It expresses the ordinary profitability of the invested capital, where by ordinary profitability we mean that gross of financial management and the tax burden.

ROS (Return On Sales) - It describes the ratio between operating income and revenue from sales. It expresses in percentage terms the operating margin realised on the sales of the core business, where core profitability means that gross of financial management and the tax burden.

[2]*Fixed asset/shareholders' equity margin Margin (also known as Fixed Asset Coverage Margin)* - It measures, in absolute terms, the ability of the company to finance the fixed assets with its own capital, or with the sources contributed by the shareholders. It makes it possible to evaluate whether the shareholders' equity is sufficient or not to cover the fixed assets.

Fixed asset/shareholders' equity ratio (also called Fixed Assets Coverage) - It measures in percentage terms the ability of the company to finance the fixed assets with its own capital. It makes it possible to evaluate the percentage ratio between the shareholders' equity (including the profit or loss for the year) and the total fixed assets.

- there were no charges relating to occupational illnesses involving employees or former employees and causes of mobbing for which the company was declared definitively liable.

During the period, the Group made investments in personnel safety.

The workforce as at 30 June 2021, net of terminations, is as follows:

(no. units)	30 June 2021	31 December 2020	Changes
Take OFF			
White-collar workers	9	8	1
Blue-collar workers	207	185	22
Over			
White-collar workers	7	8	-1
Blue-collar workers	14	12	2
Total	**237**	**213**	**24**

Training plays a decisive role for our company given the constantly changing trends in the fashion sector. Staff training was aimed at developing the technical and commercial skills of all employees. In particular, significant commitment was dedicated to the commercial sector, which is definitely strategic

Environment

Thanks to the investments aimed at the restructuring of our registered offices, we have adapted these into line with all the requirements of the current legislative provisions on environmental matters.

With regard to safety, we have assigned to an external professional the engagement of providing training on the prevention of risks in the workplace, always in compliance with current relevant legislation.

Investments

During the period, investments were made in the following areas:

(Euro)	1 January 2021 - 30 June 2021
Investments in intangible assets	106,900
Investments in property, plant and equipment	122,000
Equity investments	-
Total investments	**228,900**

Research and development activities

Pursuant to article 2428, paragraph 2, number 1, of the Italian Civil Code, the following information is acknowledged: Take Off and Over did not carry out research and development activities during the period.

Relations with related parties

During the reporting period, no commercial or financial relationships were maintained with subsidiaries, associates and parent companies.

Treasury shares and shares/quotas of parent companies

The Companies do not own and have not acquired or disposed of treasury shares or shares in parent companies during the period, either directly or through a trust company or a third party.

Main risks and uncertainties

As regards the assessment of the main "risks and uncertainties", given that the Group operates in a prudent and adequate manner in order to be able to deal with the occurrence of any unforeseen and sudden events as such as to destabilise the context in which it operates, please refer to the financial statement disclosure (see note 45 “Financial risk management”).

Business outlook

Starting from the first months of 2020, the national and international scenario was negatively affected by the pandemic crisis caused by Covid-19. The lockdown strategies implemented by many governments, including ours, to cope with the spread of the virus have had a negative impact on the entire retail sector and, in particular, on the sale of clothing.

The Group was able to respond promptly to this complex situation, reducing some costs and maintaining an excellent level of profitability, as illustrated above.

The second phase of the pandemic saw a different approach on the part of the institutions, which are attempting to strike a difficult balance between the essential need to protect the health and survival of the country's economic and industrial fabric. The partial lockdowns and the big push on the vaccination plan allow us to continue to operate, undoubtedly, however in a general framework that is still complex, and aggravated by the spread of some variants of the virus.

The directors of the Group, however, thanks to the cost containment policies implemented and their ability to cope with difficulties, are not only confident in the good trend of the prospective economic results, although influenced by the effects of the pandemic, but they believe it is essential to continue to invest in its growth and development path, also taking advantage of the opportunities that will be generated by the possible crises of some market operators. Obviously, the hope is that we can soon return to normal.

Rome, 07 September 2021

The Chairman of the Board of Directors

Aldo Piccarreta

Aggregate financial statements as at 30 June 2021

Statement of financial position

(Euro)	Note	IFRS AGGREGATE 30 June 2021	IFRS AGGREGATE 31 December 2020
ASSETS			
Non-current assets			
Property, plant and equipment	*(7)*	1,328,086	1,961,109
Intangible assets	*(8)*	119,607	15,185
Right-of-use assets	*(9)*	7,125,449	7,789,800
Other non-current receivables	*(10)*	470,071	479,103
Deferred tax assets	*(11)*	1,361,408	1,543,811
TOTAL NON-CURRENT ASSETS		**10,404,620**	**11,789,008**
Current assets			
Inventories	*(12)*	10,604,097	10,981,873
Trade receivables	*(13)*	111,884	179,780
Other current receivables	*(14)*	683,154	737,372
Tax receivables	*(15)*	1,334,353	17,222
Cash and cash equivalents	*(16)*	14,452,998	15,405,808
TOTAL CURRENT ASSETS		**27,186,487**	**27,322,056**
TOTAL ASSETS		**37,591,107**	**39,111,065**
SHAREHOLDERS' EQUITY			
Share capital		2,000,000	1,186,667
Legal reserve		237,333	191,399
Reserve for translation differences		2,440,366	2,440,366
Other reserves		2,783,171	3,593,354
Benefit Plan Reserve (OCI) - Discounted		(119,557)	(122,636)
Profits/losses of previous periods		.	733,560
Result of the period		2,128,669	3,815,524
TOTAL SHAREHOLDERS' EQUITY	*(17)*	**9,469,982**	**11,838,234**
LIABILITIES			
Non-current liabilities			
Medium/long-term loans	*(18)*	4,197,711	4,115,858
Other non-current financial liabilities	*(19)*	4,576,623	6,584,043
Liabilities for future employee benefits	*(20)*	777,176	692,147
Provisions for risks and charges	*(21)*	42,531	42,531
Other non-current liabilities	*(22)*	75,000	58,000
Non-current tax payables	*(28)*	1,405,678	1,604,489
Deferred tax liabilities	*(23)*	52,257	52,257
TOTAL NON-CURRENT LIABILITIES		**11,126,976**	**13,149,325**
Current liabilities			
Payables to banks and short-term portion of long-term loans	*(24)*	2,461,030	1,477,061
Other current financial liabilities	*(25)*	2,857,966	1,483,823
Trade payables	*(26)*	4,148,683	6,591,368
Liabilities for returns	*(27)*	26,143	68,246
Tax payables	*(28)*	4,168,909	3,031,106
Other current payables and liabilities	*(29)*	3,331,419	1,471,901
TOTAL CURRENT LIABILITIES		**16,994,149**	**14,123,506**
TOTAL LIABILITIES		**28,121,125**	**27,272,830**
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		**37,591,107**	**39,111,065**

Income statement

(Euro)	Note	IFRS AGGREGATE 30 June 2021	IFRS AGGREGATE 30 June 2020
Revenues from contracts with customers	*(30)*	11,549,795	8,782,789
REVENUES		11,549,795	8,782,789
Other income	*(31)*	378,086	998,921
of which with related parties		*18,000*	
Costs for raw materials and consumables	*(32)*	(5,209,797)	(5,897,644)
Costs for services	*(33)*	(692,387)	(611,843)
Personnel costs	*(34)*	(1,960,403)	(1,570,671)
Other operating costs	*(35)*	(109,975)	(98,568)
Amortisation/depreciation	*(36)*	(916,378)	(705,669)
OPERATING INCOME		3,038,942	897,315
Financial expenses	*(37)*	(246,184)	(181,558)
Financial income	*(38)*	14,179	32,798
PRE-TAX RESULT FROM OPERATING ACTIVITIES		2,806,937	748,555
Income taxes	*(39)*	(678,267)	(132,868)
RESULT OF THE PERIOD FROM OPERATING ACTIVITIES		2,128,669	615,687
RESULT OF THE PERIOD		2,128,669	615,687
Earnings per share		*0.19*	*0.06*

Comprehensive income statement

(Euro)	Note	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020
RESULT OF THE PERIOD		2,128,669	615,687
Other items of the comprehensive income statement			
Other components of comprehensive income that will not be subsequently reclassified in profit/(loss) for the year (net of taxes):			
Profits/(losses) from discounting liabilities for future employee benefits		3,078	-
Total other components of comprehensive income		3,078	-
Other components of comprehensive income that will subsequently be reclassified in profit/(loss) for the period (net of taxes)		-	-
OVERALL RESULT FOR THE PERIOD		2,131,748	615,687

Statement of changes in shareholders' equity

(Euro)	Note	Share capital	Legal reserve	Reserve from conversion to IAS/IFRS	Other reserves	Profits/(losses) from previous periods	Profit/(loss) from the period	Total
Balance as at 31 December 2019		**596,667**	**45,333**	**2,440,366**	**6,196,113**	***-15,105***	***3,569,602***	**12,813,311**
Result for the period							*615,687*	*615,687*
Other items of the comprehensive income statement								*0*
Comprehensive income/loss for the period		-	-	-	-		615,687	615,687
Allocation of the result of the previous period			146,066		2,655,205	748,666	-3,549,937	0
Payment of residual share capital increase	(19)	590,000						590,000
Benefit Plan Reserve (OCI) - Discounted								
Dividend distribution	(19)				(2,000,000)			(2,000,000)
Balance as at 30 June 2020		**1,186,667**	**191,399**	**2,440,366**	**6,851,318**	**733,560**	**615,687**	**12,018,998**

(Euro)	Note	Share capital	Legal reserve	Reserve from conversion to IAS/IFRS	Other reserves	Profits/(losses) from previous periods	Profit/(loss) from the period	Total
Balance as at 31 December 2020		**1,186,667**	**191,399**	**2,440,366**	**3,470,718**	***733,560***	***3,815,524***	**11,838,234**
Result for the period							*2,128,669*	*2,128,669*
Other items of the comprehensive income statement					*3,078*			*3,078*
Comprehensive income/loss for the period		-	-	-	3,078		2,128,669	2,131,748
Allocation of the result of the previous period			45,934		4,503,150	(733,560)	(3,815,524)	0
Share capital increase	(19)	813,333			(813,333)			
Dividend distribution	(19)				4,500			(4,500,000)
Transactions "under common control"	(6)							0
Balance as at 30 June 2021		**2,000,000**	**237,333**	**2,440,366**	**2,663,613**	**0**	**2,128,669**	**9,469,982**

Statement of cash flows

(Euro)	Note	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020
Operating activities			
Pre-tax result from continuing operations		2,806,937	748,555
Pre-tax result from assets held for sale		-	-
Pre-tax result		**2,806,937**	**748,555**
Adjustments to reconcile the pre-tax result with the cash flow net of operating activities:			
Depreciation and impairment of property, plant and equipment	*(36)*	145,314	114,604
Amortisation and impairment of intangible assets and rights of use	*(36)*	771,064	591,065
Provisions for future employee benefits	*(20)*	88,107	83,284
Financial income	*(38)*	(14,179)	(32,798)
Financial expenses	*(37)*	246,184	181,558
Changes in working capital:			
Trade receivables	*(13)*	67,896	371,352
Other current receivables	*(14)*	(1,262,912)	266,990
Inventories	*(12)*	377,776	(473,589)
Trade payables and contractual liabilities	*(26) - (27)*	(2,484,788)	(1,724,690)
Other current payables	*(29)*	1,603,836	128,274
Net change in non-current receivables/payables		(172,779)	(146,297)
Net change in deferred tax assets and liabilities	*(11) - (23)*	182,403	(5,796)
Interest (paid)/collected	*(38) - (37)*	(232,005)	(148,760)
Income taxes paid	*(28) - (39)*	(984,784)	(622,016)
Net cash flow from operating activities		1,138,070	(668,263)
Investment activity			
Investments in property, plant and equipment	*(7)*	(122,000)	(1,375,600)
Sale of property, plant and equipment	*(7)*	609,710	-
Investments in intangible assets and rights of use	*(8) - (9)*	(106,900)	372,725
Equity investments in other companies		-	(100,000)
Net cash flow from investing activities		380,810	(1,102,875)
Financing activities			
Opening of medium/long-term loans	*(18) - (24)*	750,000	2,570,792
Repayment of medium/long-term loans	*(18) - (24)*	(489,825)	(331,456)
Opening/(repayment) of short-term loans	*(18) - (24)*	805,647	-
Reimbursement of financial liabilities for rights of use on leases	*(19) - (25)*	(737,512)	(910,454)
Share capital increase	*(17)*	-	590,000
Dividends paid	*(17)*	(2,800,000)	(1,000,000)
Net cash flow from financing activities		(2,471,690)	918,882
Net (decrease)/increase in cash and cash equivalents and short-term deposits		(952,809)	(852,256)
Cash and cash equivalents and short-term deposits at the beginning of the period		15,405,808	12,602,274
Cash and cash equivalents and short-term deposits at the end of the period		14,452,998	11,750,018

Explanatory Notes to the interim aggregate financial statements

Explanatory Notes to the condensed interim aggregate financial statements as at 30 June 2021

1. Corporate information and structure of the aggregate financial statements

Take Off is a joint stock company incorporated in Italy and registered in the Rome Company Register at no. 04509190759 (hereinafter also referred to as just the "Take Off"). The registered office is located in ROME (RM), Via di Novella 22.

Take Off carries out its activity in the sector of retail trading of clothing items, based on the chain of OUTLET stores blueprint, making use of different points of sale located throughout the country and in particular in Southern Italy.

Over is a joint stock company incorporated in Italy and registered in the Bari Company Register at no. 05470340729 (hereinafter also just "Over") The registered office is located in Castellana Grotte (BA), Via Turi Snc.

Over is a joint stock company that carries out its activity in the retail sector of children's clothing and accessories, with the Overkids proprietary brand and its sales network is made up of no. 114 points of sale as at 31 December 2020.

Take Off S.p.A. and Over S.p.A. are both subject to management and coordination by the parent company Summit S.r.l., based in Monopoli (BA), tax code and VAT number 08274180721.

As part of the process envisaged for the admission of the ordinary shares of Take Off S.p.A. to trading on the multilateral trading system AIM Italia - Alternative Capital Market organised and managed by Borsa Italiana S.p.A. (hereinafter "AIM Italia"), Take Off has chosen to prepare the financial statements in compliance with the international accounting standards (IAS/IFRS) issued by the International Accounting Standard Board (IASB) and adopted by the European Union, exercising the option set forth in by art. 4 paragraph 5 of Legislative Decree no. 38/2005.

These condensed interim aggregate financial statements as at 30 June 2021, drawn up in compliance with IAS 34 - Interim Financial Reporting, were drawn up solely for the purpose of inclusion in the admission document to be prepared as part of the envisaged process of listing the shares of Take Off S.p.A. to the multilateral trading system of AIM Italia - Alternative Capital Market organised and managed by Borsa Italiana S.p.A.

The directors consider that there are no significant uncertainties that could give rise to doubts surrounding this assumption. They have assessed that there is a reasonable expectation that the Group will have adequate resources to continue its operations for the immediate future, not less than 12 months from the financial statements date.

The condensed interim aggregate financial statements do not disclose all the information required in the preparation of the annual aggregate financial statements. For this reason, it is necessary to read the condensed interim aggregate financial statements together with the aggregate financial statements as at 31 December 2020.

The condensed interim aggregate financial statements include the statement of financial position, the income statement and the statement of cash flows of Take Off S.p.A. and Over S.p.A., collectively identified as the Take Off Group (or the "Group), as at 30 June 2021. This aggregate financial statements have been prepared on the basis of the accounting situations of the individual companies, appropriately adjusted to make them homogeneous and compliant with IFRS.

As described above, Take Off S.p.A. has no control over Over S.p.A. and, therefore, in the absence of shareholding relationships between the two companies, these condensed interim aggregate financial statements have been prepared for the sole purpose of inclusion in the admission document to be drawn up as part of the planned process for the listing of Take Off S.p.A. shares on AIM Italia. In consideration of the above, no elimination of equity investments was carried out and the value of the aggregate equity is represented by the algebraic sum of the net assets of the two companies involved in the combination. Furthermore, all intercompany balances and transactions, including any unrealized profits and losses deriving from relationships between companies of the Take Off Group are eliminated.

It should also be remembered that, again within the context of the planned listing transaction, Take Off has chosen to prepare the aggregate financial statements in compliance with the international accounting standards (IAS/IFRS) issued by the International Accounting Standard Board (IASB) and adopted by the European Union, exercising the option provided for by art. 4 paragraph 5 of Legislative Decree no. 38/2005.

The publication of the aggregate financial statements for the period ended 30 June 2021 was authorised by the Board of Directors on 7 September 2021.

These interim financial statements are drawn up in Euro, as the functional currency of the Group, as are the explanatory notes, unless otherwise indicated.

The financial statements formats adopted are consistent with those envisaged by the reference accounting standards and in particular:

- the statement of financial position was prepared by classifying the assets and liabilities according to the "current/non-current" criterion;
- the income statement was prepared by classifying operating costs by nature;
- the comprehensive income statement includes not only the result for the period as per the income statement, but the changes in shareholders' equity other than those with shareholders;
- the statement of cash flows was prepared by showing the cash flows deriving from operating activities according to the "indirect method", as allowed by IAS 7 (Statement of cash flows). In this context, the decision was taken to present the amount of interest paid and collected as part of the cash flows from operating activities
- the statement of changes in shareholders' equity was prepared by providing separate evidence of the other components of the comprehensive income statement.

Taking into account the requirements of the reference accounting standards, the comparison of the statement of financial position items is carried out with the aggregate values as at 31 December 2020, while the comparison of the income statement items is carried out with the aggregate values as at 30 June 2020 restated on the basis of the international accounting standards.

The Explanatory Notes show, in relation to the individual items, the changes that occurred during the period.

It should be noted that Take Off, despite having held controlling stakes in 2020 and 2019, does not prepare the consolidated financial statements given that the limits set forth by art. 27 of Legislative Decree no. 127/91 are not exceeded.

2. Accounting standards and measurement criteria adopted

The condensed interim aggregate financial statements as at 30 June 2021 were drawn up on the basis of the historical cost principle. Please refer to the specific paragraphs commenting on the statement of financial position and income statement items for more details on the criteria adopted.

2.1 Discretionary valuations and significant accounting estimates

The preparation of financial statements of Take Off and Over requires the preparation of discretionary assessments, estimates and assumptions that influence the values of revenues, costs, assets and liabilities and the indication of contingent liabilities as at the reporting date. The final results could differ from these estimates. The uncertainty surrounding these assumptions and estimates could lead to outcomes that will require, in the future, a significant adjustment to the book value of these assets and/or liabilities. The estimates and assumptions are periodically reviewed and the effects of any changes made to them are reflected in the income statement in the period in which the estimate is revised. The main discretionary estimation and evaluation processes relate to the recognition and measurement of the items in the financial statements indicated below.

Estimates and assumptions

The main assumptions regarding the future and the other main causes of valuation uncertainty which, as at the reference date, present the considerable risk of giving rise to significant adjustments to the book values of assets and liabilities within the year are illustrated below. The Group based its estimates and assumptions on parameters available at the time of preparing the interim financial statements. However, current circumstances and assumptions about future events may change due to changes in the market or events beyond its control. If these changes occur, they are reflected in the assumptions at the time of their occurrence.

Impairment of non-financial assets

Assets such as property, plant and equipment, intangible assets, assets consisting of the right to use an underlying asset suffer a reduction in value when their book value exceeds the recoverable value, represented by the greater of the fair value, less the costs of disposal, and the value in use.

As required by IAS 36, the companies have identified the Cash-Generating Units ("CGU") which represent the smallest identifiable group capable of generating largely independent cash flows; these CGUs correspond to the companies' points of sale.

In light of the significant change in the economic context, which also affected the sector in which the companies operates and in consideration of the ESMA recommendations (Public statement "Implications of the COVID-19 outbreak on the half-yearly financial Reports" of 20 May 2020) and Consob guidelines (Warning notice no. 8/20 of 16-7-2020), the Management considered it appropriate to carry out a specific analysis in order to identify any points of sale that, at the closing of the financial statements as at 30 June 2021, may present indicators of impairment in light of the effects of the pandemic, as well as with reference to their corporate assets.

The analysis is carried out by verifying the existence of indicators of impairment at the level of the individual store, determining the relative profitability, both final and forward-looking, by attributing to them the revenues and direct costs incurred for the marketing of the goods, including amortisation of rights of use and excluding costs attributable to Corporate Assets (Logistics and Headquarters), wholesaling and the results of any extraordinary transactions.

The aggregate profitability of the points of sale and wholesaling (Group of CGUs) was subsequently verified, both final and forward-looking, in order to verify the recoverability of the operating costs attributable to the Corporate Assets.

The prospective ability of the Group of CGUs to ensure the full recoverability of the net book value of the Group of CGUs and of the Corporate Assets, represented by the company's Net Invested Capital (CIN), was then verified.

The existence of impairment indicators at point of sale level entails carrying out an impairment test. In the absence of impairment indicators, the impairment test is carried out at the level of the CGU Group.

Checks on the recoverable value are carried out according to the criteria envisaged by IAS 36 and described in more detail in the following Note g) Impairment losses on non-financial assets.

In determining the recoverable amount, management applies the value in use criterion. Value in use means the present value of future cash flows that are expected to originate from the asset being measured, discounted using a discount rate, gross of taxes, which reflects current market valuations of the time value of money and the specific risks of the business.

The expected future cash flows used to determine the value in use are based on the most recent business plan for the period 2021-2025, approved by management, and containing forecasts of volumes, revenues, operating costs, cash flows and investments.

These forecasts cover the next 5 year period; consequently, the cash flows relating to subsequent years are determined on the basis of a long-term growth rate that does not exceed the average long-term growth rate expected for the sector and the country.

Income taxes

Deferred and prepaid income taxes

Deferred tax assets and liabilities are recognised against the temporary differences between the assets recorded in the financial statements and the corresponding values recognised for tax purposes, by applying the tax rate in force on the date in which the temporary difference will be reversed, determined on the basis of the tax rates set forth in the measures enacted or substantially enacted as at the reference date. A deferred tax liability is recognised for all taxable temporary differences, deferred tax assets for all taxable temporary differences, unused tax losses or tax credits are recognised when their recovery is likely, i.e. when it is expected that sufficient taxable income will become available in the future to recover the asset.

The Group's interim aggregate financial statements include deferred tax assets, connected to the recognition of income components subject to deferred tax deductibility, for an amount whose recovery in future years is considered highly probable by the Directors. The recoverability of the aforementioned deferred tax assets is subject to the achievement of future taxable profits sufficiently large to absorb the aforementioned tax losses and to use the benefits of other deferred tax assets. Significant management judgments are required to assess the probability of the recoverability of deferred tax assets, considering all possible evidence, both negative and positive, and to determine the amount that can be recognised in the financial statements, based on the timing and amount of future taxable income, future tax planning strategies as well as the tax rates in force at the time of their reversal. However, when it is found that the companies are unable to recover all or part of the deferred tax assets recognised in future years, the consequent adjustment will be charged to the income statement for the year in which this circumstance arises.

Deferred and prepaid income taxes are recognised in the income statement, with the exception of those relating to items recognised outside the income statement which are booked directly to equity.

Deferred and prepaid income taxes, applied by the same tax authority, are offset if there is a legally exercisable right to offset current tax assets with current tax liabilities that will be generated at the time of their reversal.

Uncertainty about income tax treatments

In defining uncertainty, the Group considers whether a given tax treatment will be acceptable to the Tax Authority. If it is considered that it is probable that the tax authority will accept the tax treatment (with the term probable understood as "more likely than not"), then the companies recognise and measure their current or deferred tax assets and liabilities by applying the provisions of the IAS 12.

Conversely, if there is uncertainty about the treatments for income tax purposes, the companies reflect the effect of this uncertainty by using the method that best provides for the resolution of the uncertain tax treatment. In assessing whether and how uncertainty affects tax treatment, companies assume that the Tax Authority accepts or does not accept uncertain tax treatment, assuming that it, in the verification phase, will check the amounts it has the right to examine and who will be fully aware of all relevant information. When it concludes that it is unlikely that the tax authority will accept an uncertain tax treatment, the companies reflects the effect of uncertainty in determining current and deferred taxes, using the expected value or the most probable amount method, depending on which method best provides for the resolution of uncertainty.

Management makes significant use of professional judgment in identifying uncertainties about income tax treatments and reviews the judgments and estimates made in the presence of a change in facts and circumstances that modify its forecasts of the acceptability of a given tax treatment or estimates prepared on the effects of uncertainty, or both.

Since the uncertain tax positions refer to the definition of income taxes, the Group discloses uncertain tax assets/liabilities as current taxes or deferred taxes.

Expected losses on trade receivables

As at the financial statements date, the Group estimates the possible existence of expected losses on trade receivables.

Provisions for expected losses on financial assets are based on assumptions regarding the risk of default and the related expected losses if default occurs. In formulating these assumptions and selecting the inputs for calculating the expected loss, management uses its own professional judgment, based on its historical experience, on current market conditions, as well as on forward-looking estimates as at the end of each reporting period.

The bad debt provision is determined on the basis of the loss forecast determined by the forecast model of theexpected credit loss (ECL). The ECL, calculated using the probability of default (PD), the loss given default (LGD) and the risk exposure in the event of default (EAD), is the difference between the cash flows due under the contract and the cash flows expected financial assets (including missed collections) discounted using the original effective interest rate.

Losses due to impairment of trade receivables are presented as net impairment losses in the operating result, as are subsequent write-backs.

Employee benefits

The cost of defined benefit pension plans is determined using actuarial valuations.

The calculations of the costs and liabilities associated with these plans are based on estimates made by actuarial consultants, who use a combination of statistical-actuarial factors, including statistical data relating to past years and forecasts of future costs. The discount rates, the expected rate of return on loans, future salary increases, mortality rates and the future increase in pensions are also considered as estimation components. Due to the long-term nature of these plans, these estimates are subject to a significant degree of uncertainty.

Contingent liabilities

In the normal course of its business, the Group may be exposed to liabilities of a significant amount, for which it is not always objectively possible to predict the final outcome. The assessment of the risks associated with these proceedings is based on complex elements which, by their nature, imply recourse to the judgment of the directors, also taking into account the elements acquired by external consultants who assist the Group companies, with reference to their classification among contingent liabilities or under liabilities.

Leasing

Accounting for leasing contracts according to the criterion envisaged by IFRS 16 requires some estimates to be carried out, referring in particular to:

- estimate of the duration of a leasing contract in the presence of renewal or early termination options;
- estimate of the related discount rate.

Estimation of the duration of a leasing contract

The Group determines the duration of the lease as the non-cancellable period of the lease to which both the periods covered by the lease extension option must be added, if there is reasonable certainty of exercising this option, and the periods covered by the option to terminate the lease if there is reasonable certainty of not exercising this option.

The Group has the possibility, for some of its leases, to extend the lease or to terminate it early. The Group applies its judgment in assessing whether there is reasonable certainty of exercising the renewal options. Having said that, all the relevant factors that may entail an economic incentive to exercise the renewal options or to conclude the contract are considered.

In the presence of renewal options that can be exercised by both contractual parties, the Group considered the existence or otherwise of significant economic disincentives in refusing the renewal request as required by paragraph B34 of IFRS 16. In the presence of options that can only be exercised by one of the two parties, the companies of the Group have considered paragraph B35 of IFRS 16. The application of the above, taking into account the specific facts and circumstances as well as the estimate on the probability of exercising the option, resulted in the original duration of the lease being generally considered (on average equal to 6 years), without providing for the exercise renewal options. Only for the properties considered strategic by the companies, was the contractually envisaged 6-year renewal option considered within the lease term and therefore in the calculation of the useful life of the properties. These forecasts are consistent with the assumptions made in the most recent business plan for the period 2021-2025, approved by management.

After the effective date of the agreement, the Group reviews its duration if a major event or a significant change in circumstances occurs which, depending on the Group companies' will, has an impact on the reasonable certainty of the lessee to exercise an option not previously included in its lease term determination or not to exercise an option previously included in its lease term determination. In November 2019, a decision was published that clarifies how the concepts of non-cancellable period, duration of the lease (considered for the purpose of recognising the liability) and period of enforceability ("enforceable period" useful for identifying the moment in which the contract no longer generates due rights and obligations) are interpreted and related to one another for the purposes of application of IFRS 16. The decision clarified that, for the purposes of identifying the enforceable period, a lessee must consider the contractual moment in which both parties involved can exercise their right to terminate the contract without incurring penalties that are not irrelevant; the concept of penalty must not have a merely contractual meaning but must be interpreted by considering all the economic aspects of the contract. Once the enforceable period has been identified, the lessor evaluates in the presence of options for renewal or cancellability for which period it is reasonably certain to control the right of use of the asset and therefore determines the duration of the lease. As at the date of preparation of these financial statements, the Group has considered these discussions and conclusions and will continue to monitor their evolution over time.

Estimate of the discount rate

The Group cannot easily determine the implicit interest rate of leases and therefore uses the marginal borrowing rate to measure lease liabilities. This rate corresponds to what the lessee would have to pay for a loan with similar duration and similar collateral, which is necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment and can be determined at individual contract or contract portfolio level. The Companies estimate the marginal borrowing rate using observable data (such as market interest rates) if available.

3. New accounting standards and interpretations effective from 1 January 2021 and accounting standards and interpretations issued but not yet in force

The accounting principles adopted for the preparation of the interim aggregate financial statements comply with those used for the preparation of the financial statements as at 31 December 2020, with the exception of the adoption of the new standards and amendments in force from 1 January 2021. The Group has not arranged for the early adoption of any other standard, interpretation or amendment published but not yet effective.

During the first half of 2021 there were no changes and interpretations that have had a significant impact on the consolidated financial statements of the Group.

There are no accounting standards, amendments and interpretations issued but not yet in force that could have a significant impact on these condensed interim aggregate financial statements.

4. Impacts of the Covid-19 emergency

The Covid-19 health emergency has prompted the governments of all the states involved to take decisions on restrictions, prohibitions and suspensions of commercial activities, the movement of people and international traffic (so-called lockdown), with an exceptionally negative impact on tourist flows worldwide, resulting in the temporary closure of the Group's points of sale.

In 2021, the Group incurred direct costs to deal with this emergency, in particular the costs relating to the measures adopted to protect the health of employees both in the offices and in direct stores and benefited, where possible, from the grants and concessions from the various government authorities, such as the CIGS (extraordinary wage guarantee fund), maintaining the employment and salary levels of all its employees.

With regard to existing lease agreements, by closely and successfully cooperating with the landlords and in the spirit of strengthening relations with them, also in view of future developments (new openings, upcoming contract renewals, etc.), reductions in rents were agreed for 2020 and 2021.

To strengthen its structure and its capital solidity, the Group deemed it appropriate to increase recourse to bank debt, taking out a new medium/long-term loan for an amount of Euro 750 thousand.

Verification of the reduction in value of intangible assets (Impairment test)

The Group carries out the impairment test annually as at 31 December and when circumstances indicate the possibility of a reduction in the recoverable value of goodwill. The test on the lasting reduction in value of intangible assets with an indefinite useful life is based on the calculation of the value in use. The key assumptions used to determine the recoverable value of the various cash-generating units (CGUs) have been illustrated in the aggregate financial statements as at 31 December 2020.
The Directors carried out the appropriate assessments of the existence of indications that an asset may have suffered a reduction in value (impairment), carefully considering the effects of the COVID-19

epidemic in light of the requirements of IAS 36. This analysis, in the current context of uncertainty, required a careful evaluation by the management, which concluded that, considering the increase in sales compared to the same period of the previous year due to a lower impact of government actions to contain the pandemic, and the improvement of margin levels, at the level of individual points of sale as well as of the CGU Group, it was not deemed necessary to re-perform the impairment test conducted as at 31 December 2020.

5. Seasonality or cyclicality of intermediate operations

The Group's business, albeit not exhibiting profound seasonal or cyclical variations in overall annual sales, is affected, over the course of the various months of the year, by the imperfect homogeneity of the flow of revenues and costs deriving mainly from the collections (Autumn/Winter vs Spring/Summer).
Group sales see a concentration of revenues mainly in the last months of each half, a period characterised by the sale of goods with a higher unit value. The promotional initiatives with the relative discounts for the goods are applied by the management, in fact, progressively over the course of the individual sales seasons (Autumn/Winter vs Spring/Summer).
The result being, based on the above, that the Group's interim results may not contribute uniformly to the formation of the economic and financial results of each financial year.
The result being, based on the above, that the Group's interim results may not contribute uniformly to the formation of the economic and financial results of each financial year.

6. Transactions "under common control"

On 28 May 2020, the Shareholders' Meeting of Take Off approved the partial spin-off of the Company in favour of the parent company Summit S.r.l. and the related party Horizon S.r.l., as part of a project to restructure the activities of the group to which Take Off belongs.

In particular, the aim of the spin-off was to separate from the core business the activities more strictly connected with the management of owned properties and shareholdings in companies operating in sectors relating to different businesses from that of the Company.

The demerger therefore pursued the following objectives:

- separate the operational activity of managing the outlet points of sale, which continues to be carried out by the company to be spun off (Take Off), from that of real estate and restaurant management;
- transfer the real estate business unit, consisting of properties and other assets representing this activity, currently present in the Company, in favour of the related party Horizon S.r.l.;
- transfer the branch assigned to the restaurant business held by the Company through the investment in Vistamare S.r.l. to the parent company Summit S.r.l..

The spin-off deed was drawn up on 8 October 2020.

As a result of the spin-off, Take Off''s shareholders' equity as at 31 December 2020 underwent a reduction equal to the book value of the demerged branch (Euro 3,343,916), obtained through the use of the extraordinary reserve and without any change in the share capital.
The following table highlights the asset classes subject to the spin-off:

(Euro)	Net book value at the spin-off date
Property, plant and equipment	3,234,416
Equity investments in subsidiaries	109,500
Total net assets spun-off	**3,343,916**

Since the spun-off assets do not represent a significant independent line of business, the economic result of the assets held for sale has not been separately shown in the income statement.

In the 2021 financial year, no transactions "under common control" took place.

7. Property, plant and equipment

The composition of the item "Property, plant and equipment" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	Lands and buildings	Plant and equipment	Industrial and commercial equipment	Other assets	Leasehold improvements	Assets under construction	Total
Historical cost as at 1 January 2021	**739,341**	**296,129**	**225,011**	**1,482,324**	**243,358**	**73,285**	**3,059,447**
Increases for the period	1,200	28,532	1,500	27,906	58,763	4,098	121,999
Sales of the financial period	(622,400)			(55,618)	0		(678,018)
G/C Assets under construction		21,742		53,664		(75,406)	0
Historical cost as at 30 June 2021	**118,141**	**346,402**	**226,511**	**1,508,276**	**302,121**	**1,978**	**2,503,429**
Accumulated depreciation as at 1 January 2021	**(29,400)**	**(103,963)**	**(108,056)**	**(810,434)**	**(46,485)**	**0**	**(1,098,338)**
Depreciation for the period	(10,869)	(20,281)	0	(87,301)	(26,862)	0	(145,314)
Sales of the financial period	12,690			55,618	0	0	68,308
Accumulated depreciation as at 30 June 2021	**(27,580)**	**(124,244)**	**(108,056)**	**(842,118)**	**(73,347)**	**0**	**(1,175,345)**
Net book value as at 31 December 2020	**709,941**	**192,165**	**116,955**	**671,890**	**196,874**	**73,285**	**1,961,109**
Net book value as at 30 June 2021	**90,561**	**222,158**	**118,455**	**666,159**	**228,774**	**1,978**	**1,328,084**

The item "Buildings" includes the acquisition values of the properties and land where the business is carried out.

The item “Plant and machinery” relates to the incurring of costs relating to the plant engineering present in the registered offices and in the various points of sale and logistics offices.

The “Industrial and commercial equipment” item mainly regards costs sustained to set up the new sales points.

The item “Leasehold improvements” is representative of some costs for setting up the points of sale, incurred on third-party assets.

The item “Other assets” relates to residual assets that produce repeated benefits (for example furniture and furnishings, office machines, telephones) functional to the fitting out and operation of the points of sale.

The item "Assets under construction and advances" relates to advances paid for supplies of furniture not yet delivered at the end of the financial period.

The investments made by the companies of the Group during the period, equal to Euro 122 thousand, mainly refer to the purchase of new plant and machinery, other assets and improvements to third party assets. The decreases, on the other hand, mainly refer to the sale of the property located in Monopoli, via Baione 216 to the related company Horizon.

It should be noted that property, plant and equipment were not subject to write-downs during the year just ended and did not show any indicators of impairment.

8. Intangible assets

The composition of the item "Intangible assets" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	Software applications	Website	Brand names	Intangible assets under development	Total
Historical cost as at 1 January 2021	14,560	2,912	0	500	**17,972**
Increases for the period	5,950	200	5,000	95,750	106,900
Historical cost as at 30 June 2021	**20,510**	**3,112**	**5,000**	**96,250**	**124,872**
Accumulated amortisation as at 1 January 2020	(2,787)	0	0	0	**(2,787)**
Amortisation for the period	(2,341)	0	(138)	0	(2,478)
Accumulated amortisation as at 30 June 2021	**(5,128)**	**0**	**(138)**	**0**	**(5,266)**
Net book value as at 31 December 2020	**11,773**	**2,912**	**0**	**500**	**15,185**
Net book value as at 30 June 2021	**15,382**	**3,112**	**4,863**	**96,250**	**119,607**

As highlighted above, intangible assets are represented by software used to manage the points of sale.

The change in the period, equal to Euro 104 thousand and calculated net of the depreciation charge for the period, refers to investments in software applications and website implementation, to the capitalisation of the costs of the "Overkids" brand and to intangible assets under development relating to consultancy aimed at listing Take Off on the AIM Italia equity market of the Italian Stock Exchange.

9. Tangible assets for rights of use

The composition of the item "Tangible assets for rights of use" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	Properties	Vehicles	Equipment	Total
Historical cost as at 31 December 2020	**10,114,128**	**36,976**	**20,022**	**10,171,126**
Renegotiations	(87,190)	0	0	(87,190)
Increases for the period	191,424	0	0	191,424
Terminations	0	0	0	0

Historical cost as at 30 June 2021	**10,218,362**	**36,976**	**20,022**	**10,275,360**
Accumulated depreciation as at 31 December 2020	**(2,377,374)**	**(2,774)**	**(1,178)**	**(2,381,326)**
Depreciation for the period	(755,551)	(8,323)	(4,711)	(768,585)
Terminations	0	0		0
Accumulated depreciation as at 30 June 2021	**(3,132,925)**	**(11,097)**	**(5,889)**	**(3,149,911)**
Net book value as at 31 December 2020	**7,736,754**	**34,202**	**18,845**	**7,789,800**
Net book value as at 30 June 2021	**7,085,437**	**25,879**	**14,134**	**7,125,449**

The rights of use mainly refer to the real estate lease agreements in place and relating to the Take Off points of sale, to the headquarters of Over, as well as to vehicles and office equipment on a residual basis. The change in the period includes the effect of depreciation for Euro 769 thousand, increases due to the opening of new points of sale for Euro 191 thousand, as well as the effect deriving from the contractual changes stipulated in 2021, linked to the ongoing pandemic, which led to the redefinition of the amounts due on some existing lease agreements. These changes led to a reduction in right-of-use assets, as well as a corresponding reduction in leasing liabilities, of Euro 87 thousand.

It should be noted that, as required by paragraph 59 of IFRS 16, the rights of use refer to the leasing of the Take Off and Over points of sale, as well as two company vehicles and office equipment. Furthermore, no provision is made for following: guarantees on the residual value of the assets, leases not yet stipulated for which the lessee has undertaken an obligation; restrictions or agreements imposed by leases and sale and leaseback transactions. As regards the exercise of the extension or termination option, please refer to the previous paragraph "Accounting standards and measurement criteria adopted - Leasing".

As at 30 June 2021, in accordance with the provisions of IAS 36, the management considered the economic and financial effect caused by the COVID-19 epidemic as a trigger event, making the appropriate assessments in order to identify possible reductions in value (impairment). With particular reference to the leased points of sale, the management analysed the performance of all the points of sale and concluded that it was not necessary to carry out an impairment test for any of the points of sale under analysis as at 30 June 2021.

10. Other non-current receivables

The breakdown of the item "*O*ther non-current assets" as at 30 June 2021, compared with the same values as at 31 December 2020, is as follows:

(Euro)	30 June 2021	31 December 2020	Change
Term deposits	470,071	479,103	(9,032)
Total other non-current assets	**470,071**	**479,103**	**(9,032)**

The item mainly includes sureties issued on utilities for approximately Euro 2.8 thousand and term deposits on the rental contracts of some commercial premises where the sales activities are carried out for Euro 467 thousand.

11. Deferred tax assets

The composition of the item "deferred tax assets" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	30 June 2021	31 December 2020	Change
Deferred tax assets	1,361,408	1,543,811	(182,403)
Total deferred tax assets	**1,361,408**	**1,543,811**	**(182,403)**

Deferred tax assets were mainly determined on the value of the tax losses accrued in previous years by Over and carried forward indefinitely, as well as on the provision for the inventory write-down as shown below. The recoverability of such deferred tax assets is therefore subject to the achievement of future taxable profits sufficient to utilise the benefits of deferred tax assets. Management's assessment of the aforementioned recoverability takes into account the estimate of future taxable income and is based on prudent tax planning.

12. Inventories

The composition of the item "Inventories" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	30 June 2021	31 December 2020	Change
Finished products and goods	10,904,097	11,281,873	(377,776)
Inventory write-down provision	(300,000)	(300,000)	0
Total inventories	**10,604,097**	**10,981,873**	**(377,776)**

Inventories as at 30 June were equal to Euro 10,604 thousand, reduced compared to 31 December 2020 by Euro 378 thousand. As indicators of inventory obsolescence emerged for Over, an inventory write-down provision was prudently set aside, equal to Euro 300 thousand, and such as to adjust the value of the inventories to their market value.

13. Trade receivables

The composition of the item "Trade receivables" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	30 June 2021	31 December 2020	Change
Receivables from customers	109,619	180,580	(70,961)
Invoices to be issued	2,821	9	2,812
Credit notes to be issued	0	(253)	253
Bad debt provision	(556)	(556)	0
Total trade receivables	**111,884**	**179,780**	**(67,896)**

Trade receivables refer to receivables accrued from the owners of Over's franchised points of sale. Following the analysis carried out, no expected losses on trade receivables emerged as at the aggregate financial statements date.

14. Other current receivables

The composition of the item "Other current receivables" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	30 June 2021	31 December 2020	Change
Advances to suppliers	661,936	728,755	(66,818)
Advances to employees	1,300	0	1,300
INAIL (national institute for insurance against accidents at work)	0	524	(524)
CIG (wage guarantee fund) receivable	2,906	0	2,906
Accrued income and prepaid expenses	17,012	8,094	8,918
Total other current receivables	**683,154**	**737,372**	**(54,219)**

Advances to suppliers refer to advances for goods and services.

Advances to employees are sums advanced to workers and to be discounted on the next monthly payments.

The CIG credit refers to the credit towards INPS (Italian National Social Security Institute) for the advance, by companies, of the wage guarantee fund in favour of employees.

The decrease in absolute value compared to the previous year, equal to Euro 54 thousand, is largely due to the reduction - and therefore to the completion of purchases - of advances to suppliers.

15. Tax receivables

The composition of the item "Tax receivables" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	30 June 2021	31 December 2020	Change
IRAP (regional business tax)	235,407	0	235,407
IRES (corporate income tax)	1,091,404	0	1,091,404
Withholdings	3,625	0	3,625
Other tax receivables	3,916	17,222	(13,306)
Total tax receivables	**1,334,353**	**17,222**	**1,317,130**

The increase compared to the previous year, equal to Euro 1,317 thousand, is mainly due to the payment, by the Take Off, of IRES and IRAP advances.

16. Cash and cash equivalents

The composition of the item "Cash and cash equivalents" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	30 June 2021	31 December 2020	Change
Bank deposits	14,374,262	15,388,541	(1,014,279)
Cheque cashing	1,106	0	1,106
Cash on hand	77,631	17,267	60,364
Total cash and cash equivalents	**14,452,998**	**15,405,808**	**(952,809)**

The values shown can be readily converted into cash and are subject to an insignificant risk of change in value.

17. Shareholders' equity

The share capital of Take Off as at 30 June amounts to Euro 1 million, fully paid up, and is made up of 10,000,000 shares with a nominal value of Euro 0.10.

The share capital of Over as at 30 June also amounts to Euro 1 million, fully paid up, and is made up of 1,000,000 shares with a nominal value of Euro 1.00.

During the course of 2021, a free capital increase in Over was carried out for an amount of Euro 813,333, through partial allocation of the "Other reserves" available and free and proportional assignment of the new shares issued to the shareholders.

The aggregate shareholders' equity of the Group as at 30 June 2021 was equal to Euro 9,470 thousand, with a decrease of Euro 4,500 thousand compared to 31 December 2020, without considering the result for the period, due to the respective distribution of dividends to shareholders for Euro 2,500 thousand from part of the Take Off and for Euro 2,000 by Over; of these dividends, Euro 2,800 thousand were paid to the respective shareholders in the reference period.

For a breakdown of the movements in shareholders' equity as at 30 June 2021, please refer to the statement of movements in shareholders' equity.

The composition of the reserves as at 30 June 2021 is shown below, compared with the same values as at 31 December 2020:

(Euro)	31 December 2020	Increases	Decreases	30 June 2021
Legal reserve	191,399	45,934	0	237,333
Reserve from IAS/IFRS conversion	2,440,366	0	0	2,440,366
Other reserves	3,470,718	4,506,228	(5,313,333)	2,663,613
Extraordinary reserve	*3,433,354*	*4,338,010*	*(5,153,333)*	*2,618,031*
Other capital reserves	*160,000*	*0*	*(160,000)*	*0*
Benefit Plan Reserve (OCI) - Discounted	*(122,636)*	*3,078*		*(119,557)*
Reserve for exchange gains	*0*	*165,140*		*165,140*

Profits/(losses) of previous periods	733,560	0	(733,560)	0
Total reserves	**6,836,043**	**4,552,162**	**(6,046,893)**	**5,341,313**

The legal reserve, equal to Euro 237 thousand, increased by virtue of the allocation of the profit for the period as at 31 December 2020.

The IAS/IFRS conversion reserve, positive for Euro 2,440 thousand, includes the overall effect of the transition to international accounting standards.

With regard to Other Reserves:

- the "extraordinary reserve", equal to Euro 2,618 thousand, increased due to the allocation of the result of the previous year and decreased due to the aforementioned capital increases and dividend distribution;
- the "other capital reserves", equal to Euro 160 thousand as at 31 December 2020, was zeroed as a result of the aforementioned capital increase operations;
- the "Benefit Plan reserve (OCI) - Discounted", negative for Euro 120 thousand, represents the effect of discounting the defined benefit plans in place with employees (Severance Indemnity);

the "foreign exchange gains reserve", equal to Euro 165 thousand, was recognised by Over for exchange gains

18. Medium/long-term loans

The composition of the item "Medium/long-term loans" as at 30 June 2020, compared with the same values as at 31 December 2020, is shown below:

(Euro)	30 June 2021	31 December 2020	Changes
BCC loan - long-term portion	26,819	71,849	(45,030)
BPB loan - long-term portion	224,568	335,631	(111,063)
BCC 2 loan - long-term portion	535,698	589,664	(53,966)
SANPAOLO 2 loan - long-term portion	502,087	703,361	(201,274)
BPM loan - long-term portion	726,521	822,811	(96,290)
BPB 2 loan - long-term portion	710,230	774,445	(64,215)
BDF loan - long-term portion	752,752	818,097	(65,345)
Sanpaolo 3 loan - long-term portion	719,037	0	719,037
Total medium/long-term loans	**4,197,711**	**4,115,858**	**81,853**

The item refers to the medium/long-term portion of bank loans outstanding as at the reference dates.

The overall movements in short and medium/long-term payables to banks are shown below:

(Euro)	31 December 2020	Disbursements	Reimbursements	30 June 2021
BCC loan	175,055		(51,602)	123,453
BPB loan	598,902		(131,061)	467,842
Sanpaolo loan	125,371		(125,371)	0

BCC 2 loan	716,915		(63,228)	653,687
Sanpaolo 2 loan	1,000,000		(41,334)	958,666
BPM loan	850,000			850,000
BPB 2 loan	800,000			800,000
BDF loan	974,505		(77,229)	897,276
SANPAOLO 3 loan	0	750,000		750,000
Total payables for loans	**5,240,748**	**750,000**	**(489,825)**	**5,500,924**
Intesa Sanpaolo Spa import finan.	83,483	422,863	-	506,346
Intesa Sanpaolo spa confirming	268,687	382,784	-	651,470
Total payables to banks	**5,592,919**	**1,555,647**	**(489,825)**	**6,658,741**
of which due within the next financial period	*1,477,061*			*2,461,030*
of which due beyond the next financial period	*4,115,858*			*4,197,711*

In particular, with reference to the loans granted in previous years, stipulated by Take Off S.p.a., the following is represented:

- Unsecured loan granted by BCC Alberobello for a nominal amount of Euro 500 thousand, with a duration of 5 years, maturity 31/08/2022, with monthly instalments, 3-month Euribor interest rate + spread;
- Loan granted by Banca Popolare di Bari for a nominal value of Euro 1,300 thousand, with a duration of 5 years, maturity 31/03/2023, with monthly instalments, 6-month Euribor interest rate + spread, guaranteed by the Guarantee Fund for SMEs as per Law no. 662/96;
- Unsecured loan granted by Intesa San Paolo for a nominal amount of Euro 500 thousand, with a duration of 1.5 years, maturity 06/03/2021, with monthly instalments, fixed interest rate and settled in 2021;
- Loan granted by the BCC Alberobello and Sammichele di Bari for a nominal amount of Euro 800 thousand, with a duration of 6 years, maturity 30/04/2026 with monthly instalments, 3-month Euribor interest rate + spread, guaranteed by the Guarantee Fund for SMEs as per Law no. 662/96;
- Loan granted by Intesa San Paolo for a nominal amount of Euro 1,000 thousand, with a duration of 3 years with pre-amortisation, maturity 26/05/2023 with monthly instalments, fixed interest rate, guaranteed by the Guarantee Fund for SMEs as per Decree Law no. 23 of 8.04.2020;
- Loan granted by Banca Popolare di Milano for a nominal value of Euro 850 thousand, with a duration of 6 years, maturity 06/03/2023, with quarterly instalments, fixed interest rate, guaranteed by the Guarantee Fund for SMEs as per Decree Law no. 23 of 8.04.2020;
- Unsecured loan granted by Banca Popolare di Bari for a nominal amount of Euro 800 thousand, with a duration of 5 years with one year of pre-amortisation, maturity 31/10/2026, with monthly instalments, fixed interest rate, guaranteed by the Guarantee Fund for SMEs as per Law no. 662/96;
- Unsecured loan granted by Banca del Fucino for a nominal amount of Euro 1,000 thousand, with a duration of 6 years, maturity 28/10/2026, with monthly instalments, fixed interest rate, guaranteed by the Guarantee Fund for SMEs as per Law no. 662/96;

With reference to the loans granted to Take Off S.p.A. during the period:

- Unsecured loan granted by Banca del Fucino for a nominal value of Euro 750 thousand, with a duration of 4 years, maturity 26/04/2024, with monthly instalments, fixed interest rate.

It should be noted that none of the loans are backed by covenants. For the change in these financial liabilities deriving from financial assets, see note 39 "Financial instruments - fair value and risk management".

19. Other non-current financial liabilities

The composition of the item "Other non-current financial liabilities" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	30 June 2021	31 December 2020	Change
Leasing payables - long-term portion	4,576,623	6,584,043	(2,007,420)
Total other non-current financial liabilities	**4,576,623**	**6,584,043**	**(2,007,420)**

The item refers to the residual long-term payables deriving from existing lease agreements, relating to the commercial premises of the sales points and the Over headquarters.

The movements in financial liabilities from 1 January 2021 to 30 June 2021 are shown below:

Balance as at 31 December 2020	**8,067,866**
Renegotiations	(87,190)
New contracts	191,424
Reimbursements	(737,512)
Terminations	
Balance as at 30 June 2021	**7,434,588**
of which current	***2,857,966***
of which non-current	***4,576,623***

The renegotiations refer to reductions in contractual rents for most of the points of sale, resulting from the Covid-19 pandemic.

20. Liabilities for future employee benefits

The composition of the item "Liabilities for future employee benefits" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	Severance Indemnity
Balance as at 31 December 2020	**692,147**
Social security cost related to current service	124,128
Interest expense	1146
(Profits)/losses from discounting	(4,051)
Uses	(36,194)
Balance as at 30 June 2021	**777,176**

The item refers to the Severance Indemnity ("TFR") accrued in relation to employees.

The actuarial valuation of the employee leaving indemnity is carried out on the basis of the "accrued benefits" method using the Projected Unit Credit Method as required by IAS 19. This methodology takes the form of valuations that express the average current value of the pension obligations accrued on the basis of the service that the worker has provided up to the time when the valuation itself is carried out, not projecting the worker's salaries according to the regulatory changes introduced by the recent Social Security Reform. The calculation methodology can be summarised in the following phases:

- projection for each employee in force as at the valuation date, of the severance indemnity already set aside up to the random payment period;
- determination for each employee of the probable severance indemnity payments to be made by the Group companies in the event of the employee leaving due to dismissal, resignation, incapacity, death and retirement as well as in the event of a request for advances;
- discounting, as at the valuation date, of each probable payment.

The actuarial model for the valuation of the severance pay is based on various assumptions, both of a demographic and economic-financial type. The main assumptions of the model are:

- death: RG48 mortality tables published by the State General Accounting Office;
- disability: INPS tables broken down by age and sex;
- retirement: 100% upon reaching the AGO requirements in keeping with Decree Law no. 4/2019;
- turnover frequency: 8%;
- frequency of advances: 1.00%;
- annual rate of increase in severance indemnity: 2.10%;
- inflation rate: 0.8%;
- discount rate: 0.79%;
- wage increase rate: 0.50%.

The following table shows the effects that would have resulted for the defined benefit obligation following the change in the discount rate:

(Euro)	Sensitivity	New severance indemnity
Discount rate	+0.25%	761,099
	-0.25%	793,952
Inflation rate	+0.25%	791,448
	-0.25%	763,358
Turnover rate	+1%	775,724
	-1%	779,263

The number of employees by category as at 30 June 2021, compared with 31 December 2020, is shown in the following table:

(no. units)	30 June 2021	31 December 2020	Changes
Take OFF			
White-collar workers	9	8	1

Blue-collar workers	207	185	22
Over			
White-collar workers	7	8	-1
Blue-collar workers	14	12	2
Total	**237**	**213**	**24**

21. Provisions for risks and charges

The composition of the item "Provisions for risks and charges" as at 30 June 2021, compared with the same values as at 31 December 2020 is shown below:

(Euro)	**Provision for risks on disputes**	**Total**
Balance as at 31 December 2020	**42,531**	**42,531**
Provision for the period	-	-
Uses in the period	-	-
Balance as at 30 June 2021	**42,531**	**42,531**

As at 30 June 2021, the item includes the amount set aside by the Take Off for risks deemed probable due to labour law disputes.

22. Other non-current liabilities

The breakdown of the item "Other non-current liabilities" as at 30 June 2021, compared with the same values as at 31 December 2020, is as follows:

(Euro)	**30 June 2021**	**31 December 2020**	**Changes**
Security deposits	75,000	58,000	17,000
Total non-current liabilities	**75,000**	**58,000**	**17,000**

As at 30 June 2021, the item includes the amount of security deposits as non-interest bearing guarantees paid to Over.

23. Deferred tax liabilities

The composition of the item "Deferred tax liabilities" as at 30 June 2021, compared with the same values as at 31 December 2020 is shown below:

(Euro)	**30 June 2021**	**31 December 2020**	**Changes**
Deferred tax liabilities	52,257	52,257	0
Total deferred tax liabilities	**52,257**	**52,257**	**0**

Deferred tax liabilities mainly reflect the tax effects of the positive IAS/IFRS conversion adjustments. For more details on deferred taxes, please refer to the comment on income taxes.

24. Payables to banks and short-term portion of loans

The composition of the item "Payables to banks and short-term portion of long-term loans" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	30 June 2021	31 December 2020	Changes
Intesa Sanpaolo Spa import finan.	506,346	83,483	422,863
Intesa Sanpaolo spa confirming	651,470	268,687	382,784
BCC loan - short-term portion	96,635	103,206	(6,571)
BPB loan - short-term portion	243,274	263,271	(19,997)
Sanpaolo loan - short-term portion	0	125,371	(125,371)
BCC 2 loan - short-term portion	117,989	127,251	(9,262)
Sanpaolo 2 loan - short-term portion	456,579	296,639	159,940
BPM loan - short-term portion	123,479	27,189	96,290
BPB 2 loan - short-term portion	89,770	25,555	64,215
BDF loan - short-term portion	144,524	156,408	(11,884)
Sanpaolo 3 loan - short-term portion	30,963	0	30,963
Total payables to banks and short-term portion of loans	**2,461,030**	**1,477,061**	**983,969**

As at 30 June 2021, the item refers to the short-term portion of bank loans; as regards the comments, please refer to note 18 "Medium/long-term loans", as well as the amount of payables due to banking institutions for import advances.

25. Other current financial liabilities

The breakdown of the item "Other current financial liabilities" as at 30 June 2021, compared with the same values as at 31 December 2020, is as follows:

(Euro)	30 June 2021	31 December 2020	Change
Leasing payables - short-term portion	2,857,966	1,483,823	1,374,142
Total other current financial liabilities	**2,857,966**	**1,483,823**	**1,374,142**

The item mainly refers to the residual short-term payables for lease contracts relating to the commercial premises of the points of sale.

26. Trade payables

The composition of the item "Trade payables" as at 30 June 2021, compared with the same values as at 31 December 2020, is shown below:

(Euro)	30 June 2021	31 December 2020	Changes
Payables to suppliers	900,028	2,688,344	(1,788,316)
Invoices to be received	162,774	98,717	64,057
Trade payables sold	74,937	1,058,346	(983,409)
Credit notes to be received	(127)	(7,951)	7,824
Goods for purchase during travel	389,501	132,341	257,160
Suppliers in litigation	2,621,570	2,621,570	0
Total trade payables	**4,148,683**	**6,591,368**	**(2,442,684)**

Trade payables refer to payables incurred for the purchase of goods to be resold. Trade payables sold refer to positions sold by suppliers to factoring companies and notified to the company.
The amount of Euro 2,622 thousand from suppliers with whom a dispute is pending with Over for the supply of non-compliant goods should be noted.

27. Liabilities for returns

The breakdown of the item "Liabilities for returns" as at 30 June 2021, compared with the same values as at 31 December 2020, is as follows:

(Euro)	30 June 2021	31 December 2020	Changes
Vouchers issued	26,143	68,246	(42,103)
Total liabilities for returns	**26,143**	**68,246**	**(42,103)**

The balance refers to vouchers issued by individual points of sale for returns made by customers.

28. Tax payables

The composition of the item "Tax payables" as at 30 June 2021, compared with the same values as at 31 December 2020 is shown below:

(Euro)	30 June 2021	31 December 2020	Changes
Withholdings on employee work and self-employment	41,217	70,464	(29,247)
IRES (corporate income tax)	1,764,013	1,081,960	682,052
IRAP (regional business tax)	524,276	343,888	180,388
VAT	466,734	163,112	303,622
Payables for tax settlement - portion due within the period	397,126	396,138	987
Payables for tax settlement - portion due beyond the period	1,405,678	1,604,493	(198,815)
Payables for penalties and interest	975,543	975,543	0
Total tax payables	**5,574,586**	**4,635,599**	**938,987**
of which current portion	*4,168,909*	*3,031,106*	*1,137,802*
of which non-current portion	*1,405,678*	*1,604,493*	*(198,815)*

As at 30 June 2021 the item mainly refers to the payable for IRES and IRAP respectively for Euro 1,764 thousand and Euro 524 thousand, in addition to VAT (Euro 467 thousand) and withholdings.

It should be noted that the payable for tax settlement, equal to Euro 397 thousand for the portion due in the year and Euro 1,407 thousand due beyond the year, relates to the payable accrued following the tax settlement pursuant to Article 182-ter of the Bankruptcy Law, defined by Over as part of the composition with creditors.

The rise compared to the previous year, equal to Euro 1,138 thousand, is mainly due to the increase in the IRES and VAT payable.

29. Other current payables and liabilities

The composition of the item "Other current payables and liabilities" as at 30 June 2021, compared with the same values as at 31 December 2020 is shown below:

(Euro)	30 June 2021	31 December 2020	Changes
Payables to social security institutions	84,846	78,037	6,809
Payables to employees	327,436	373,693	(46,257)
Payables to the parent company	2,700,000	1,000,000	1,700,000
Accrued expenses and deferred income	219,136	20,171	198,965
Total other current payables and liabilities	**3,331,419**	**1,471,901**	**1,859,518**

As at 30 June 2021, the item mainly includes payables to social security institutions for Euro 84 thousand, payables for fees to be paid to employees for Euro 327 thousand, payables to the parent company, Summit S.r.l., for dividends to be paid for Euro 2,700 thousand, accrued expenses and deferred income for Euro 219 thousand.

The increase compared to the previous year is mainly due to the payable to the parent company Summit S.r.l., which arose following the resolution for the distribution of dividends. In particular, during the period, Euro 2,800 thousand was paid as dividends, of which Euro 1,000 thousand already registered as at 31 December 2020 and, for Euro 1,800 thousand , as part of the Euro 4,500 thousand approved in 2021.

INCOME STATEMENT

30. Revenues from contracts with customers

The breakdown of the item "Revenue from contracts with customers" for the period from 1 January to 30 June 2021, compared with the same values for the period from 1 January to 30 June 2020, is as follows:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes
Wholesale sale of goods	103,171	232,995	(129,824)
Proceeds from store sales	11,370,870	8,460,263	2,910,607
Other sales proceeds	75,754	89,531	(13,777)
Total revenues from contracts with customers	**11,549,795**	**8,782,789**	**2,767,006**

The item “Revenues from contracts with customers” includes revenues from the wholesaling of goods, revenues from shop sales and other sales fees.
The sales prices of the shops as at 30.06.2021 represent 98% of the turnover and refer to the revenues generated by the 25 directly owned points of sale and from the revenues generated by the 5 franchised points of sale of Take Off, in addition to the sales of 112 franchised points of sale of Over. The change in the period is essentially due to the effects resulting from the reduced restrictions due to the slowdown of the Covid 19 pandemic and the consequent increase in sales, appropriately commented on in the report on operations to which reference should be made.

The timing of revenue recognition, for the sales of goods, both through the retail and wholesale channels, occurs when control of the asset has been transferred to the customer, generally at the time of delivery.

31. Other income

The composition of the item "Other income" for the period from 1 January to 30 June 2021, compared with the same values for the period from 1 January to 30 June 2020, is as follows:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes
Leases and subleases	9,700	17,415	(7,715)
Various contributions	277,423	386,049	(108,626)
Reimbursement of affiliate expenses	41,796	10,320	31,475
Discounts/allowances receivable	1,623	1,814	(191)
Contingent assets	5,798	132,067	(126,269)
Capital gains	33,423	450,000	(416,578)
Other minor proceeds	8,325	1,257	7,069
Total other income	**378,086**	**998,921**	**(620,835)**
of which with related parties	***18,000***	***0***	***18,000***

It should be noted that the item is positively influenced, in particular, by the contributions received from the Puglia Region such as “Investment aid for small and medium-sized enterprises” POR Puglia FESR-FSE 2014-2020 for a total of Euro 277 thousand.

32. Costs for raw materials, semi-finished products and consumables

The composition of the item "Costs for raw materials and consumables" for the period from 1 January to 30 June 2021, compared with the same values for the period from 1 January to 30 June 2020, is as follows:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes
Purchases of goods	4,589,268	6,064,553	(1,475,285)
Purchases of consumables	45,440	44,354	1,086
Ancillary charges on purchases	197,312	302,547	(105,234)
Change in inventories of goods	377,776	(513,810)	891,586
Total costs for raw materials, semi-finished products and consumables	**5,209,797**	**5,897,644**	**(687,847)**

The costs for raw materials, ancillary materials and consumables mainly refer to the purchase of goods for resale in the individual points of sale.

The reduction of these costs compared to the previous year, equal to Euro 688 thousand, is mainly due to a reduction in the purchase costs of goods.

33. Costs for services

The breakdown of the item "Costs for services" for the period from 1 January to 30 June 2021, compared with the same values for the period from 1 January to 30 June 2020, is as follows:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes
Telephone expenses	20,233	16,466	3,767
Security services	14,301	16,795	(2,494)
Electricity	112,377	78,838	33,539
Water supply	2,689	3,993	(1,304)
Maintenance and repairs	29,387	119,360	(89,973)
Insurance	20,070	20,771	(701)
Transportation	51,109	28,752	22,357
Advertising	49,657	41,169	8,489
Consulting	121,983	60,894	61,089
Remuneration to corporate bodies	98,866	36,896	61,971
Other costs for services	171,715	187,909	(16,193)
Total costs for services	**692,387**	**611,843**	**80,545**

Costs for services include costs for electricity and water utilities, costs for security services, maintenance and repairs, insurance, transport costs, advertising, maintenance costs, services provided for technical, legal, administrative and professional consultancy, the costs relating to remuneration for administrative and control bodies as well as other residual items.

The increase in the item compared to the previous year, equal to Euro 81 thousand, is in line with the increase in sales revenues.

34. Personnel costs

The composition of the item "Personnel costs" for the period from 1 January to 30 June 2021, compared with the same values for the period from 1 January to 30 June 2020, is as follows:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes
Remuneration	1,486,986	1,128,483	358,503
Social security and insurance charges	333,832	334,924	(1,092)
Severance indemnity provision	124,454	106,158	18,296
Other personnel costs	15,131	1,107	14,024
Total personnel costs	**1,960,403**	**1,570,671**	**389,731**

Personnel costs relate to costs for employees in the workforce during the period.

The increase in personnel costs compared to the same previous period, equal to Euro 390 thousand, derives from the effects of the reopening of the points of sale after the lockdown imposed due to Covid-19 and the reduction of the measures to support workers' income (CIG - wage guarantee fund).

35. Other operating costs

The breakdown of the item "Other operating costs" for the period from 1 January to 30 June 2021, compared with the same values for the period from 1 January to 30 June 2020, is as follows:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes
Resident expenses	8,782	8,149	633
Other costs relating to leases	34,085	19,806	14,279
Lease instalments	8,565	0	8,565
Non-income taxes	29,371	46,228	(16,857)
Contingent liabilities	4,916	8,701	(3,784)
Capital losses	14,447	0	14,447
Other minor operating costs	9,808	15,684	(5,875)
Total other operating costs	**109,975**	**98,568**	**11,407**

As at 30 June 2021, the item mainly includes resident expenses and additional costs of rented points of sale for Euro 34 thousand, taxes and non-income taxes for Euro 29 thousand and capital losses for Euro 14 thousand.

In particular, the other costs relating to leases refer to expenses for equipment used in the points of sale and promotional activities.

One of Take Off's lease agreements provides for the payment of variable rental fees, linked to the turnover of the point of sale, with the provision of a minimum payment. However, it should be noted that, during 2020 and 2021, only the minimum fee was paid. The variable component, where paid, is recognised in the income statement.

The Group has no early termination options which it intends to exercise but which it has not valued as a lease liability. With regard to the renewal options, in its accounting policies for determining the duration of the lease, the Group has considered the renewal options it intends to exercise, as described in the measurement criteria to which reference should be made for further information. There are also no lease agreements not yet stipulated for which the Group has undertaken commitments.

36. Amortisation/depreciation and write-downs

The composition of the item "Amortisation/depreciation and write-downs" for the period from 1 January to 30 June 2021, compared with the same values for the period from 1 January to 30 June 2020, is as follows:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes
Amortisation of intangible assets	2,478	517	1,962
Amortisation of rights of use	768,585	591,065	177,520
Depreciation of property, plant and equipment	145,314	114,087	31,227
Total amortisation/depreciation and write-downs	**916,378**	**705,669**	**210,709**

This relates to the depreciation of buildings, furnishings, electronic machines, generic systems and equipment, in addition to the amortisation rate of the rights of use.

For more detail, please refer to the comment on intangible assets, rights of use and property, plant and machinery.

37. Financial expenses

The composition of the item "Financial expenses" for the period from 1 January to 30 June 2021, compared with the same values for the period from 1 January to 30 June 2020, is as follows:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes
Bank interest expense	53,819	24,406	29,413
Exchange rate losses	3,772	303	3,469
Interest expense on lease contracts	97,661	80,072	17,589
Other financial expenses	1,187	35	1,152
Write-down of short-term equity securities	0	51,789	(51,789)
Exchange rate fluctuation	89,746	24,954	64,792
Total financial charges	**246,184**	**181,558**	**64,626**

The increase in the item compared to the previous year, equal to Euro 65 thousand, is mainly due to interest expense on mortgages/loans, interest expense on leasing contracts and losses resulting from exchange rate fluctuations.

38. Financial income

The composition of the item "Financial income" for the period from 1 January to 30 June 2021, compared with the same values for the period from 1 January to 30 June 2020, is as follows:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes
Exchange rate gains	236	8,025	(7,789)
Interest income	13,943	24,768	(10,824)
Earnings on investment funds	0	5	(5)
Total financial income	**14,179**	**32,798**	**(18,619)**

The decrease in the item is mainly due to the reduction in exchange rate gains and lower interest income.

39. Income taxes

The composition of the item "Income taxes" for the period from 1 January to 30 June 2021, compared with the same values for the period from 1 January to 30 June 2020, is as follows:

(Euro)	1 January 2021 - 30 June 2021	1 January 2020 - 30 June 2020	Changes
Taxes for the period	496,841	132,868	363,973
Prepaid taxes	181,426	0	181,426
Total income taxes	**678,267**	**132,868**	**545,399**

Current taxes refer to the IRES (corporate income tax) and IRAP (regional income tax) amounts accrued for the period.

Deferred tax assets include the tax effects of non-deductible costs in the current year and of the negative adjustments of IAS/IFRS conversion.

40. Financial instruments - fair value and risk management

A. Accounting classification

The classification of the Group's financial assets and liabilities is shown below:

(Euro)	30 June 2021	31 December 2020
Financial assets at amortised cost		
Receivables and other non-current financial assets	0	0
Other non-current receivables	470,071	479,103
Trade receivables	111,884	179,780
Other current receivables	683,154	737,372
Tax receivables	1,334,353	17,222
Current financial assets	0	0
Total financial assets at amortised cost	**2,599,462**	**1,413,478**
Financial liabilities at amortised cost		
Medium/long-term loans	4,197,711	4,115,858
Other non-current financial liabilities	4,576,623	6,584,043
Payables to banks and short-term portion of long-term loans	2,461,030	1,477,061
Other current financial liabilities	2,857,966	1,483,823
Trade payables	4,148,683	6,591,368
Payables for contractual obligations	26,143	68,246
Tax payables	4,168,909	3,031,106
Other current payables and liabilities	3,331,419	1,471,901
Total financial liabilities at amortised cost	**25,768,483**	**24,823,406**

B. Fair value measurement

The following table shows the comparison, by single class, between the book value and the fair value of the financial instruments held by the Group, excluding those whose book value reasonably approximates the fair value:

	Book value		***Fair value***	
(Euro)	**30/06/2021**	**31/12/2020**	**30/06/2021**	**31/12/2020**
Financial assets				
Financial receivables from subsidiaries	-	-	-	-
Equity securities	-	-	-	-
Total financial assets	**0**	**0**	**0**	**0**
Financial liabilities				
BCC loan	123,453	175,055	123,453	175,055
BPB loan	467,842	598,902	467,842	598,902
Sanpaolo loan	0	125,371	0	125,371
BCC 2 loan	653,687	716,915	653,687	716,915
Sanpaolo 2 loan	958,666	1,000,000	958,666	1,000,000
BPM loan	850,000	850,000	850,000	850,000
BPB 2 loan	800,000	800,000	800,000	800,000
BDF loan	897,276	974,505	897,276	974,505
Sanpaolo 3 loan	750,000		750,000	
Intesa Sanpaolo Spa import finan.	506,346	83,483	506,346	83,483
Intesa Sanpaolo spa confirming	651,470	268,687	651,470	268,687
Total financial liabilities	**6,658,741**	**5,592,919**	**6,658,741**	**5,592,919**
Total net financial assets	**(6,658,741)**	**(5,592,919)**	**(6,658,741)**	**(5,592,919)**

The management has verified that the fair value of cash and cash equivalents and short-term deposits, of shares readily convertible to cash, of trade receivables and payables, of bank overdrafts and other current liabilities approximates the book value as a result of the short-term maturities of these instruments.

The following table shows the classification of the Group's financial assets and liabilities in Level 1, Level 2 or Level 3 of the fair value hierarchy:

	30/06/2021		
(Euro)	**Prices quoted in active markets (level 1)**	**Significant observable inputs (level 2)**	**Significant unobservable inputs (level 3)**
Financial liabilities for which fair value is indicated			
BCC loan	-	123,453	-
BPB loan	-	467,842	-
Sanpaolo loan	-	-	-
BCC 2 loan	-	653,687	-
Sanpaolo 2 loan	-	958,666	-
BPM loan	-	850,000	-

BPB 2 loan	-	800,000	-
BDF loan	-	897,276	-
Intesa Sanpaolo Spa import finan.	-	506,346	-
Intesa Sanpaolo spa confirming	-	651,470	-
Sanpaolo 3 loan	-	750,000	-
Total financial liabilities	**-**	**6,658,741**	**-**

The following methods and assumptions were used to estimate fair value:

- financial receivables from subsidiaries are valued by the Group on the basis of parameters such as the interest rate, the individual creditworthiness of the subsidiary and the characteristic risk of the financial project;
- the fair value of the shares is determined using the market value as at the reference date;
- the fair value of the Group's loans and loans that bear interest are determined using the discounted cash flow method, with a discount rate that reflects the rate of the loan used by the issuer at the end of the period. Its default risk as at 30 June 2021 and 31 December 2020 was assessed as immaterial.

There were no transfers between Level 1 and Level 2, nor estimates of the fair value at Level 3 as at 30 June 2021 and 31 December 2020.

C. Financial Risks

In particular, Take Off is exposed to varying degrees to risks of a financial nature associated with company activities. In particular, Take Off is simultaneously exposed to market risk (interest rate risk and price risk), liquidity risk and credit risk.

Financial risk management is carried out on the basis of guidelines defined by management. The objective is to guarantee a liability structure that is always balanced with the composition of the statement of financial position assets, in order to maintain adequate asset solvency.

The sources of financing used by the Company are divided into a mix of risk capital, contributed on a permanent basis by the shareholders, and debt capital, including:

- medium/long-term loans with a multi-year amortisation plan, to cover investments in non-current assets;
- real estate leasing contracts.

Market risk

Market risk is the risk of fluctuations in the future flows of a financial instrument following changes in market prices. It is made up of two types of risk:

- the interest rate risk;
- the price risk.

Interest rate risk

Interest rate risk is the risk of fluctuations in the future flows of a financial instrument following changes in interest rates.

The sensitivity to interest rate risk of the Group is managed by appropriately taking into account the overall exposure: as part of the general policy of optimising financial resources, the Group seeks a balance by resorting to the least expensive forms of financing.

The main sources of exposure of the Group to interest rate risk are attributable to bank loans, with a variable rate and therefore subject to a risk of changes in cash flows. This risk affects the leasing liabilities, measured at the marginal borrowing rate.

The following table shows the book value, by maturity, of the Group's financial instruments that are exposed to interest rate risk:

(Euro)	Interest rate	Expiration	30 June 2021	31 December 2020
Non-current financial liabilities				
BCC loan	Euribor 3 months + spread	2022	26,819	71,849
BPB loan	Euribor 6 months + spread	2023	224,568	335,631
Sanpaolo 2 loan	fixed	2023	502,087	703,361
BCC 2 loan	Euribor 3 months + spread	2023	535,698	589,664
BPM loan	fixed	2023	726,521	822,811
BPB 2 loan	fixed	2026	710,230	774,445
BDF loan	fixed	2026	752,752	818,097
Sanpaolo 3 loan	fixed	2024	719,037	0
Payables for leases	2.5%	2022-2031	4,576,623	6,584,043
Total non-current financial liabilities			**8,774,333**	**10,699,900**
Current financial liabilities				
BCC loan	Euribor 3 months + spread	2021	96,635	103,206
BPB loan	Euribor 6 months + spread	2021	243,274	263,271
Sanpaolo loan	fixed	2021	0	125,371
BCC 2 loan	Euribor 3 months + spread	2021	117,989	127,251
Sanpaolo 2 loan	fixed	2021	456,579	296,639
BPM loan	fixed	2023	123,479	27,189
BPB 2 loan	fixed	2026	89,770	25,555
BDF loan	fixed	2026	144,524	156,408
Sanpaolo 3 loan			30,963	0
Intesa Sanpaolo Spa import finan.		2021	506,346	83,483
Intesa Sanpaolo spa confirming		2021	651,470	268,687
Payables for leases	2.5%	2022-2031	2,857,966	1,483,823
Total current financial liabilities			**5,318,996**	**2,960,885**

Price risk

The main price risk identified derives from the fluctuation of the prices of the traded goods. In order to monitor this risk, the Group pays particular attention to procurement policies, the optimisation of fixed costs and the efficiency of the organisational structure.

Credit risk

The main exposure to credit risk for the Group derives from trade receivables, the quality and seniority of which is constantly monitored by the administrative structure, in order to ensure prompt intervention and reduce the risk of losses. With regard to overdue loans, there are no particular risks.

The financial assets of the Group, which include cash and cash equivalents and other financial assets, present a maximum risk equal to the book value of these assets in the event of insolvency of the counterparty, currently valued as remote.

Liquidity risk

The Group manages liquidity risk through strict control of the elements making up the operating working capital and, in particular, of trade receivables and trade payables.

The Group is committed to ensuring a healthy generation of cash and then using it to finance the outgoings needed for payments to suppliers without, therefore, compromising the short-term balance of the treasury and avoiding critical issues and tensions in current liquidity, using, in addition and where necessary, bank overdrafts and short-term loans. The medium/long-term loans in place are instead used to make investments, consisting in the expansion of the distribution network.

The table below summarises the maturity profile of the Group's financial liabilities on the basis of the expected payments relating to the principal.

(Euro)	<1 year	1-2 years	2-3 years	3-4 years	4-5 years	>5 years	Total
Balance as at 30 June 2021							
BCC loan	96,635	26,819	-	-	-	-	123,453
BPB loan	243,274	224,568		-	-	-	467,842
Sanpaolo loan	-	-	-	-	-	-	-
BCC 2 loan	117,989	130,468	133,768	137,151	134,311	-	653,687
Sanpaolo 2 loan	456,579	500,344	1,743				958,666
BPM loan	123,479	165,567	168,064	170,599	173,173	49,118	850,000
BPB2 loan	89,770	154,904	157,637	160,418	163,248	74,022	800,000
BDF loan	144,524	161,462	165,305	169,241	173,269	83,475	897,276
Sanpaolo 3 loan	30,963						30,963
Intesa Sanpaolo spa confirming	651,470	-	-	-	-	-	651,470
Intesa Sanpaolo Spa import finan.	506,346	-	-	-	-	-	506,346
Lease liabilities	2,857,966	4,576,623					7,434,588
Other non-current liabilities		474,116	401,116	403,126	202,320		1,480,678
Trade payables	4,148,683	-	-	-	-	-	4,148,683
Payables for contractual obligations	26,143	719,037	-	-	-	-	745,180
Tax payables	4,168,909	-	-	-	-	-	4,168,909
Other current payables and liabilities	3,331,419	-	-	-	-	-	3,331,419
Total	**16,994,149**	**7,133,906**	**1,027,633**	**1,040,535**	**846,321**	**206,615**	**27,249,160**

(Euro)	<1 year	1-2 years	2-3 years	3-4 years	4-5 years	>5 years	Total
Balance as at 31 December 2020							
BCC loan	103,206	71,849					175,055
BPB loan	263,271	267,916	67,715				598,902
Sanpaolo loan	125,371						125,371
BCC 2 loan	127,251	130,468	133,768	137,151	140,619	47,658	716,915
Sanpaolo 2 loan	296,639	500,344	203,017				1,000,000
BPM loan	27,189	165,567	168,064	170,599	173,173	145,408	850,000
BPB2 loan	25,555	154,904	157,637	160,418	163,248	138,237	800,000
BDF loan	156,408	161,462	165,305	169,241	173,269	148,820	974,505
Sanpaolo 3 loan	-						-
Intesa Sanpaolo spa confirming	268,687						268,687
Intesa Sanpaolo Spa import finan.	83,483						83,483
Payables for leases	1,483,823	6,584,043					8,067,866
Other non-current liabilities		456,119	400,115	402,120	404,135		1,662,489
Trade payables	6,591,368						6,591,368
Current contractual liabilities							
Payables for contractual obligations	68,246						68,246
Tax payables	3,031,106						3,031,106
Other current payables and liabilities	1,471,901						1,471,901
Total	**14,123,506**	**8,492,672**	**1,295,621**	**1,039,529**	**1,054,444**	**480,123**	**26,485,895**

Changes in financial liabilities (IAS 7)

Below is a breakdown of the changes in financial liabilities deriving from financial assets as at 30 June 2021, compared with 31 December 2020:

(Euro)	31 December 2020	Cash Flows	New leasing contracts	Other/reclassifications	30 June 2021
Medium/long-term loans	4,115,858	484,172	-	(402,319)	4,197,711
Payables to banks and short-term portion of loans	1,477,061	581,650	-	402,319	2,461,030
Lease liabilities - non-current portion	6,584,043	-	191,424	(2,198,844)	4,576,623
Leasing liabilities - current portion	1,483,823	(737,512)	-	2,111,654	2,857,966
Total	**13,660,785**	**328,310**	**191,424**	**(87,190)**	**14,093,329**

The "Other" column includes the effects of the reclassification of loans from "non-current" to "current", including leasing obligations, linked to the passage of time, as well as the effect of renegotiations and terminations of operating leasing contracts.

41. Significant events occurring after the end of the period

The Italian government has injected huge impetus into the vaccination plan and has pursued the implementation of a series of partial lock-downs, differentiated by Region, and more targeted by geographic area. These two actions have greatly contributed to reducing the spread of Covid-19, although in recent times further variants of the virus are again increasing the number of cases of contagion.

It is therefore undeniable that the general situation remains very complex, continuing to hinder the return to normality which would certainly encourage significant growth in sales in our points of sale.
Considering this general market condition, the administrative bodies have continued to take actions to reduce company costs to ensure, in any case, the economic and financial equilibrium of the Group.
The large-scale and significant implementation of the vaccination plan for the entire population has prompted cautious optimism, in the belief that only in this way can we quickly get back to a completely normal social and economic situation.

42. Transactions with related parties

During the period, Take Off sold to the related company Horizon Srl an industrial warehouse located in Monopoli at via Baione no. 216 for a total value of Euro 640 thousand, and the value of which was the subject of a special fairness report issued by an independent expert. The sale of the property generated a capital gain of Euro 18,000.
Take Off has signed two lease agreements with the related company Horizon Srl relating to the point of sale in Ostuni and the Logistics Hub and Offices in via Baione (Monopoli), the rents of which have been determined through a specific appraisal and reduced in percentage terms, to take into account the current market context. The lease agreements also provide for an initial rent-free period with the associated accrual starting from 1 January 2021.

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Rome, 07 September 2021

The Chairman of the Board of Directors
Aldo Piccarreta

The undersigned Aldo Piccarreta, as legal representative, pursuant to and by effect of art. 23 of Legislative Decree no. 82/2005 and aware of the criminal responsibilities referred to in art. 76 of Presidential Decree no. 445/2000 in the assumption of the falsification of documents and false declarations, hereby certifies that the attached documents conform to those filed in the Company's records.

Annex - Interim financial statements as at 30 June 2021 of Take Off S.p.A. and Over S.p.A.

Interim financial statements as at 30 June 2021 of Take Off S.p.A.

(Euro)	TAKE OFF 30 June 2021	TAKE OFF 31 December 2020
ASSETS		
Non-current assets		
Property, plant and equipment	1,313,252	1,951,743
Intangible assets	114,744	15,185
Right-of-use assets	6,818,746	7,423,281
Other non-current receivables	407,868	398,590
Deferred tax assets	137,460	162,031
TOTAL NON-CURRENT ASSETS	8,792,069	9,950,830
Current assets		
Inventories	6,718,903	7,320,936
Trade receivables	0	34,447
Other current receivables	214,106	179,723
Tax receivables	1,321,711	15,473
Cash and cash equivalents	11,927,343	11,798,400
TOTAL CURRENT ASSETS	20,182,063	19,348,979
TOTAL ASSETS	28,974,133	29,299,809
SHAREHOLDERS' EQUITY		
Share capital	1,000,000	1,000,000
Legal reserve	200,000	154,066
Reserve for translation differences	2,440,366	2,440,366
Other reserves	2,268,668	2,866,269
Benefit Plan Reserve (OCI) - Discounted	(123,840)	(122,345)
Profits/losses of previous periods	0	758,491
Result of the period	1,215,553	1,189,841
TOTAL SHAREHOLDERS' EQUITY	7,000,747	8,286,690
LIABILITIES		
Non-current liabilities		
Medium/long-term loans	4,197,711	4,115,858
Other non-current financial liabilities	4,283,618	6,274,910
Liabilities for future employee benefits	613,784	524,456
Provisions for risks and charges	42,531	42,531
Deferred tax liabilities	108	108
TOTAL NON-CURRENT LIABILITIES	9,137,752	10,957,863
Current liabilities		
Payables to banks and short-term portion of long-term loans	2,461,030	1,477,061
Other current financial liabilities	2,809,757	1,396,043
Trade payables	1,483,766	3,932,546
Liabilities for returns	26,143	68,246
Tax payables	2,877,694	1,741,596
Other current payables and liabilities	3,177,244	1,439,765
TOTAL CURRENT LIABILITIES	12,835,634	10,055,257
TOTAL LIABILITIES	21,973,386	21,013,120
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	28,974,133	29,299,809

(Euro)	TAKE OFF 30 June 2021	TAKE OFF 30 June 2020
Revenues from contracts with customers	8,625,897	6,007,311

REVENUES	8,625,897	6,007,311
Other income	331,683	957,979
of which with related parties		
Costs for raw materials and consumables	(4,035,840)	(3,777,583)
Costs for services	(537,808)	(524,293)
Personnel costs	(1,667,746)	(1,355,534)
Other operating costs	(88,403)	(96,785)
Amortisation/depreciation	(854,234)	(644,877)
OPERATING INCOME	1,773,549	566,219
Financial expenses	(146,868)	(146,076)
Financial income	11,392	30,866
PRE-TAX RESULT FROM OPERATING ACTIVITIES	1,638,072	451,009
Income taxes	(422,519)	(47,115)
RESULT OF THE PERIOD FROM OPERATING ACTIVITIES	1,215,553	403,894
RESULT FOR THE PERIOD	1,215,553	403,894

Interim financial statements as at 30 June 2021 of Over S.p.A.

(Euro)	OVER 30 June 2021	OVER 31 December 2020
ASSETS		
Non-current assets		
Property, plant and equipment	14,834	9,367
Intangible assets	4,863	0
Right-of-use assets	306,704	366,520
Other non-current receivables	62,203	80,513
Deferred tax assets	1,223,948	1,381,780
TOTAL NON-CURRENT ASSETS	1,612,551	1,838,178
Current assets		
Inventories	3,885,194	3,660,937
Trade receivables	111,884	145,333
Other current receivables	469,048	557,649
Tax receivables	12,642	1,749
Current financial assets	0	0
Cash and cash equivalents	2,525,656	3,607,408
TOTAL CURRENT ASSETS	7,004,424	7,973,077
TOTAL ASSETS	8,616,974	9,811,255
SHAREHOLDERS' EQUITY		
Share capital	1,000,000	186,667
Legal reserve	37,333	37,333
Reserve for translation differences	0	0
Other reserves	514,503	727,084
Benefit Plan Reserve (OCI) - Discounted	4,283	(291)
Profits/losses of previous periods	0	(24,931)
Result of the period	913,116	2,625,682
TOTAL SHAREHOLDERS' EQUITY	2,469,235	3,551,545
LIABILITIES		
Non-current liabilities		
Other non-current financial liabilities	293,005	309,133
Liabilities for future employee benefits	163,393	167,691
Provisions for risks and charges	0	0
Other non-current liabilities	75,000	58,000
Non-current tax payables	1,405,678	1,604,489
Deferred tax liabilities	52,149	52,149
TOTAL NON-CURRENT LIABILITIES	1,989,224	2,191,462
Current liabilities		
Payables to banks and short-term portion of long-term loans	0	0
Other current financial liabilities	48,209	87,781
Trade payables	2,664,917	2,658,821
Liabilities for returns	0	0
Current contractual liabilities	0	0
Tax payables	1,291,215	1,289,511
Other current payables and liabilities	154,175	32,136
TOTAL CURRENT LIABILITIES	4,158,515	4,068,249
TOTAL LIABILITIES	6,147,739	6,259,711
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	8,616,974	9,811,255

(Euro)	OVER 30 June 2021	OVER 30 June 2020

Revenues from contracts with customers	2,923,898	2,775,478
REVENUES	2,923,898	2,775,478
Other income	46,403	40,942
of which with related parties		
Costs for raw materials and consumables	(1,173,957)	(2,120,061)
Costs for services	(154,579)	(87,549)
Personnel costs	(292,657)	(215,138)
Other operating costs	(21,572)	(1,783)
Amortisation/depreciation	(62,144)	(60,792)
OPERATING INCOME	1,265,393	331,096
Financial expenses	(99,316)	(35,482)
Financial income	2,787	1,932
PRE-TAX RESULT FROM OPERATING ACTIVITIES	1,168,864	297,546
Income taxes	(255,748)	(85,753)
RESULT OF THE PERIOD FROM OPERATING ACTIVITIES	913,116	211,793
RESULT FOR THE PERIOD	913,116	211,793