NHΩA

New horizons ahead.

2021 FINANCIAL REPORT

AS AT 31 DECEMBER 2021

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1 MANAGEMENT REPORT

The following statements have been examined by the Board of Directors of 24th March 2022 and have been the object of review by the Statutory Auditors.

This is a free translation into English of the NHOA's 2021 Financial Report issued in the French language provided solely for the convenience of English-speaking readers. In case of discrepancy the French version prevails.

This report contains information relating to the markets in which NHOA is present. This information has been taken from external sources and/or from NHOA's internal analysis. Considering the very rapid changes that characterize the energy sector worldwide, it is possible that this information could turn out to be mistaken or outdated. Developments in the Group's activities could consequently differ from those described in this 2021 Financial Report and the declarations and information appearing in this report could prove to be erroneous.

The forward-looking statements contained in this 2021 Financial Report, notably in section 1.3 Outlook of the 2021 management report, are based on assumptions and estimates that could evolve or be impacted by risks, uncertainties (relating particularly to the economic, financial, competitive, regulatory and weather environment) or other factors that may cause the future results, performances and achievements of the Group to differ significantly from the objectives expressed and suggested. These factors may include changes in the economic and commercial environment, regulations, and the factors discussed in Chapter 3 of the 2021 Registration Document.

1.1 Definitions

In this Fully Year Financial Report unless specified otherwise the terms below have the following meanings:

- **A2EF** or the **Independent Expert** means the financial services firm Associés en Evaluation et Expertise Financières represented by Mrs. Sonia Bonnet-Bernard appointed by the Board of Directors of the Company on 19 May 2021 as independent expert in charge of issuing a report on the financial terms of the simplified tender offer with TCC, in accordance with Article 261-1 I, 1° and 2° of the AMF General Regulation.
- **AC** means Alternate Current.
- **AMF** means the Autorité des marchés financiers as French financial markets authority.
- **Atlante** means Atlante S.r.l. an Italian Limited Liability company with its registered office located at Piazzale Lodi, 3 - 20137 Milan, Italy, and registered with the Trade and Companies Registry of Milano under number MI - 2635708.
- **Atlante Project** means the project presented by NHOA on 23 July 2021, aiming at developing a large fast charging network in Europe, and integrating storage systems and a technology that could stabilise national electrical grids.
- **Backlog** means, as of a given date, the estimated revenues and other income attributable to (1) purchase orders received, contracts signed and projects awarded as of the date hereof, and (2) Project Development contracts associated with a Power Purchase Agreement, where the agreed value is a price per kWh of electricity and an amount of MW to be installed. When any contract or project has started its execution, the amount recognized as Backlog is computed as (A) the transaction price of

the relevant purchase orders, contracts or projects under (1) and (2) above, less (B) the amount of revenues allocated, as of the reference date, in accordance with IFRS 15 (representing the amount of transaction price allocated to the performance obligations carried out at the reference date).

- **BESS** means Battery Energy Storage Systems.
- **BMS** means Battery Management System.
- **Board of Directors** means the *Conseil d'Administration* of the Company, in place and as composed as at the date of publication of this 2021 Universal Registration Document.
- **CEO** means Chief Executive Officer.
- **CO_2** means Carbon Dioxide.
- **Consolidated Financial Statements of the NHOA Group** means the consolidated financial statements of the Company prepared in accordance with IFRS norms as adopted by the European Union on fiscal year 2020 and 2021.
- **Contracts Secured** means projects awarded for which the signature of the full sets of the agreements has not been yet completed. Typically, when NHOA is awarded with a tender, typically being project financing, there are several steps to be completed (i.e. the EPC Agreement, the Notice to Proceed, permission to be signed). "Contracts Secured" are no longer part of the "Pipeline" but are not yet part of the "Backlog". They will do so only once terms of documentation and planning permissions are defined.
- **DC** means Continuous Current.
- **Demand Response** means an opportunity for consumers to play a significant role in the operation of the electric grid by reducing or shifting their electricity usage during peak periods in response to time-based rates or other forms of financial incentives. Demand Response programmes are being used by electricity system planners and operators as resource options for balancing supply and demand. Such programmes can lower the cost of electricity in wholesale markets, and in turn, lead to lower retail rates. Methods of engaging customers in Demand Response efforts include offering time-based rates such as time-of-use pricing, critical peak pricing, variable peak pricing, real time pricing, and critical peak rebates. It also includes direct load control programmes that give power companies the ability to cycle air conditioners and water heaters on and off during periods of peak demand, in exchange for a financial incentive and lower electricity bills.
- **easyWallbox** means a special residential EV charging station developed and patented by NHOA.
- **EIB** means the European Investment Bank.
- **Electric and Hybrid Vehicles** means vehicles operating by battery and vehicles combining both electric vehicle transmission and an Internal Combustion Engine ("**ICE**").
- **EMS** means Energy Management System.
- **ENGIE** means ENGIE S.A., a *société anonyme* incorporated under the laws of France, registered with the *Registre du Commerce et des Sociétés* of Nanterre under number 542 107 651 and having its registered office located at 1 place Samuel de Champlain, 92400 Courbevoie, France.
- **ENGIE SPA** means the sale and purchase agreement between the majority shareholders of NHOA S.A. and GDF International signed on 24 January 2018.
- **EPC** means engineering, procurement and construction contract.

- **EPS Manufacturing** means Electro Power Systems Manufacturing S.r.l. (formerly Electro Power Systems S.p.A.), an Italian limited liability company with its registered office located at Via Anton Francesco Grazzini, 14, 20158 Milan, Italy, and registered with the Trade and Companies Registry of Milano, Italy under the number MI – 2073745.
- **Euronext Paris** means the regulated market of Euronext Paris.
- **EV** means Electric Vehicle.
- **e-Mobility** means control techniques for the management of devices in full Electric and Hybrid Vehicles in collaboration with suppliers of electrical devices qualified as suppliers in the automotive sector.
- **F2MeS or F2M** means Free2move eSolutions S.p.A. (formerly EPS e-Mobility S.r.l.), an Italian joint stock company with its registered office located at Piazzale Lodi 3 – 20137 Milan, Italy and registered with the Trade and Companies Registry of Milan under the number 11479180967.
- **FCA** or **FCA / Stellantis** means FCA Italy S.p.A. a limited liability company duly incorporated and validly existing under the Laws of Italy, having its registered offices at Torino, C.so Giovanni Agnelli 200, Tax Code and VAT number 07973780013, under the direction and coordination of Stellantis N.V., according to article 2497 of Italian Civil Code.
- **GDF International** means GDF International, a *société par actions simplifiée* incorporated under the laws of France, with registered office in Courbevoie (92400), 1 place Samuel de Champlain (France) and number of registration with the Companies Register of Nanterre 622 048 965.
- **Global Business Lines** means Energy Storage, e-Mobility and Altante.
- **Grid Support Solutions** or **Grid Connected Solutions** means hybrid energy storage systems developed to stabilize electrical grid in developed countries, heavily penetrated by renewable sources.
- **GW** means Gigawatt.
- **GWh** means Gigawatt-hour.
- **HyESS® or HyESS** means the Hybrid Energy Storage Systems. The patent has been registered on 26 February 2016.
- **Hydrogen Module** means the hydrogen-based energy storage system comprising i) an electrolyser unit, that uses electricity to split water molecules into hydrogen and oxygen, ii) a storage unit to warehouse the resulting hydrogen in gaseous or other forms, and iii) a fuel cell unit to reconvert hydrogen and oxygen into electricity on demand, releasing water.
- **Joint Venture** means the joint venture between FCA and NHOA Energy.
- **IT** means Information technology.
- **kVA** means Kilovolt Ampere.
- **KW** means Kilowatt.
- **KWh** means Kilowatt-hour.
- **m2** means Square Meters.
- **ms** means milliseconds.
- **MW** means Megawatt.

- **MWh** means Megawatt/hours.
- **NHOA** or **NHOA Group** means the Company and its subsidiaries, namely NHOA Energy, EPS Manufacturing, F2MeS, EPS India, Comores Énergies Nouvelles S.a.r.l., NHOA Americas, NHOA Australia and Atlante S.r.l..
- **NHOA Americas** means the company NHOA Americas LLC, a limited liability company incorporated under the Laws of Delaware, US, with its registered seat office at 251 Little Falls Drive, Wilmington, DE 19808, New Castle County, Delaware.
- **NHOA Australia** means the company NHOA Australia Pty Ltd, an Australian limited liability company, with its registered office at Baker Mckenzie Tower One International Towers Sydney, Level 46 100 Barangaroo, Avenue Barangaroo, New South Wales 2000, Australia.
- **NHOA Energy** means NHOA Energy S.r.l. (formerly ENGIE EPS Italia S.r.l., Elvi Energy S.r.l. and EPS Elvi Energy S.r.l.), an Italian limited liability company with its registered office located at Piazzale Lodi 3 – 20137 Milan, Italy, and registered with the Trade and Companies Registry of Milano under the number MI 2082791.
- **NHOA S.A.** or **Company** means the company NHOA S.A. (formerly ENGIE EPS S.A.), a French limited liability corporation (*société anonyme*) with its registered office located at 28, rue de Londres, 75009 Paris, France, and registered with the Trade and Companies Register of Paris under number 808 631 691.
- **O&M** means Operations and maintenance.
- **Order Intake** consists of the aggregate contract value in terms of MW or euros with reference to all purchase orders received, contracts signed, and projects awarded for a period.
- **P2P** means Power to Power.
- **PCS** means Power Conversion Systems.
- **Pipeline** means the estimate, to date, of the amount of potential projects, tenders and requests for proposal for which NHOA has decided to participate or respond.
- **PPA** means Power Purchase Agreement, a contract between two parties, one which generates electricity (the seller) and one which is looking to purchase electricity (the buyer).
- **Project Development** is when NHOA acts directly, or with its partners, to develop, own and manage the electricity generation and storage system and conclude the associated PPA.
- **Projects Under Development** is an indicator representing the capacity equivalent of (i) Backlog, in terms of signed turnkey supply or EPC contracts and therefore excluding Project Development contracts associated with a Power Purchase Agreement, (point (2) of the definition of Backlog), and (ii) Contracts Secured.
- **Proposed Capital Increase** means the capital increase announced on 27 September 2021 for approx. €140 million in order to strengthen the capital structure of NHOA in the context of the Masterplan10x and the initial financing of the Strategic Ambitions. TCC has committed to subscribed to the Proposed Capital Increase to secure 75% of its amount (*i.e*. €105 million).
- **Product Line** means each of the three lines of solutions offered by NHOA.
- **PV** means Photovoltaics.

- **R&D** means research and development.
- **RFID** (Radio-Frequency Identification) means technology for automatic identification and/or storage of information about objects, animals or people.
- **SARs** means Stock Appreciation Rights, a “cash” instrument which replaced the existing stock options and Warrants, reproducing the economic profile of a stock options or a warrant.
- **Statutory Auditors** means the statutory auditors of the Company, as defined in section 2 of the 2021 Universal Registration Document.
- **Stellantis** means Stellantis N.V. a multinational automotive manufacturer headquartered in Amsterdam, the Netherlands, which was formed by the 2021 merger of Italian-American company Fiat Chrysler Automobiles and French company Groupe PSA on the basis of a 50-50 cross-border merger agreement and its subsidiaries.
- **Spinning Reserve** means generation capacity that is on-line but unloaded and can respond quickly when needed for minutes (primary reserve) or hours (secondary reserve).
- **TCC** means Taiwan Cement Corporation, a company listed on the Taiwan Stock Exchange (TWSE:1101) with registered office in No 113, Sec 2. Zhongshan North Road, Taipei, Taiwan.
- **TCC Acquisition**: acquisition by TCC, through its wholly owned subsidiary TCEH, of a strategic ownership interest in ENGIE EPS (now NHOA) of 60.48% of the Company’s share capital and voting rights, which closed on 20 July 2021.
- **TCC Group** means TCC and its subsidiaries.
- **TCC Offer**: simplified tender offer targeting the outstanding shares of NHOA to be filed by TCC.
- **TCC SPA** means the Sale and Purchase Agreement signed on 19 April 2021 between ENGIE (through GDF International) and TCC for the sale of ENGIE’s 60.48% stake in the share capital of ENGIE EPS S.A. (now NHOA S.A.).
- **TCEH** means [Taiwan Cement Europe Holdings B.V., a limited liability company (*besloten vennootschap met beperkte aansprakelijkheid*) incorporated under Dutch law with registered office at Strawinskylaan 3051, 1077 ZX, Amsterdam, the Netherlands and registered in the Dutch Register Companies under number 82637970
- **V** means Volt.
- **V2G** means Vehicle to the Grid.
- **W** means Watt.
- **Warrants** refer to the warrants (*bons de souscription d’actions*) allowing, upon exercise, to subscribe shares of the Company, issued by the Board of Directors pursuant to an authorization granted by the extraordinary shareholders’ meeting of the Company held on 16 February 2015 (18^{th} resolution) and 21 June 2016 (21^{st} resolution), exercised by their beneficiaries, or replaced by SARs in the case of unexercised warrants.
- **Wh** means Watt-hour.
- **µs**: means Microseconds.

1.2 NHOA S.A., the parent company

NHOA S.A., a French limited liability corporation (société anonyme) with its registered office located at 28, rue de Londres, 75009 Paris, France, and registered with the Trade and Companies Register of Paris under number 808 631 691, was incorporated and registered on 26 December 2014, the shares of which have been admitted to trading on Euronext Paris on 21 April 2015.

The following are details of NHOA S.A.:

Domicile of the entity: Rue de Londres 28, Paris (France);

Address of Registered Office of entity: Rue de Londres 28, Paris (France);

Country of incorporation: France;

Principal place of business: Italy;

Description of nature of entity's operations and principal activities: The company's main activity is the research, production and commercialization of new technologies and of applications in the field of energy and the environment;

Name of parent entity: Taiwan Cement Europe Holdings B.V.;

Name of ultimate parent of group: Taiwan Cement Corporation.

1.3 Outlook

On 20 April 2021 ENGIE announced the signing of a Sale Purchase Agreement with Taiwanese company TCC for its 60.5% stake in the share capital of NHOA S.A, this operation came as a result after five months of due diligence process brought by the ENGIE Group announcement on 23 September 2020 to assess strategic options for NHOA S.A., including the possible divestment of its stake.

The new shareholder TCC, with an over $10 billion market capitalization is one of the pre-eminent industrial groups in Asia, with activities in battery manufacturing, cement production, power generation, environmental services, chemicals, logistics and infrastructures. Upon completion of the transaction, ENGIE EPS S.A. became NHOA S.A. (New HOrizons Ahead).

The closing of the transaction – which occurred on 20 July 2021 – followed the satisfaction of all conditions precedent included in the TCC SPA, namely customary conditions precedent and receipt of the following regulatory approvals: clearances from the Taiwan Fair Trade Commission, the Investment Committee of the Ministry of Economic Affairs of Taiwan and the Italian government that granted its "Golden Power" according to Law Decree No. 21/2012.

During the Extraordinary General Meeting of 25 June 2021, the change of corporate name into NHOA S.A. was approved. The change of corporate name became effective on 20 July 2021, upon completion of the Transaction.

On 29 November 2021, NHOA S.A. announced the successful completion of its capital increase with shareholders' preferential subscription rights of €139,924,785.60 (the "Rights Issue"). The Rights Issue was conducted by Société Générale acting as Sole Global Coordinator and Joint Bookrunner alongside Mediobanca – Banca di Credito Finanziario S.p.A. acting as Joint Bookrunner. The process concluded with the issuance of 12,766,860 new shares at a price of €10.96 per share. Following the settlement delivery of the Rights Issue, the share capital of the Company amounts to Euro 5,106,744.00 divided in 25,533,720 shares of €0.20 nominal value each.

Up until 2019, NHOA had described its addressable market as being comprised of two main segments: Microgrids and Grid Support. Starting from 2020 the NHOA Group had been presenting its offering in a new way, namely grouping its products within three main lines: Giga Storage, Industrial Solutions and eMobility, representation which was kept in place up to July 2021 when the new Masterplan10x was published.

As a consequence of the exit from ENGIE Group, NHOA restructured its project development and positioning strategy, which was previously oriented towards the geographic focus and project development activities of the Business Units of ENGIE. A specific example of such depending orientation can be found in the scheme put in place for the projects of the solar-plus-storage subline, for which NHOA Group had leveraged on the collaboration with ENGIE Solar, with the envisaged standard contractual scheme being: ENGIE Solar as EPC contractor for the entire project and NHOA Group as turn-key subcontractor for the storage system. Since the announcement of past September, as previously mentioned, NHOA Group has reshaped its strategic position starting from the cooperation with other EPC contractors and culminating in the aforementioned new Masterplan10x.

Masterplan10x is a plan that NHOA's management has put together with a view to enhance NHOA's growth by 10 by 2025. To realize this plan, the management has determined key performance indicators and industrial results that NHOA will need to multiply by 10:

- **Storage installed base**: Following the completion of the Capital Increase the Company's equity has significantly strengthened, making the company able to tender for larger projects, which NHOA believes will help achieve its target to install annually, by 2025, 10 times the entire energy storage installed base realized between 2015 and 2021.
- **Production Expansion**: NHOA is planning, through its GBL eMobility, to expand its production by 10 and increasing its production of 1,500 EV charging devices a week, to 15,000 by 2025. This target can only be achieved through further enhancing the existing relationship with the Company's partners such as leveraging on the industrial footprint of Stellantis and TCC's access to a unique world-class supply chain.
- **Life-Time-Value of e-Mobility customers**: NHOA is planning, through its GBL e-Mobility, to multiply by 10 the Life-Time-Value (LTV) of its e-Mobility customers. Indeed, when the wallbox is bundled into a subscription including the supply of energy to charge the EV with a long-term contract, the value of the wallbox is virtually multiplied by 10.
- **Women Engineers**: NHOA intends to disrupt the structural gender gap of female students in engineering (e.g. in Italy only 20% of engineering students are women), targeting by 2025 to multiply by 10 the number of women engineers it employs.
- **HSEQ**: NHOA anticipates carrying out, by 2025, more than 10 times the investments in Health, Safety and Quality, compared to €0.3 million of the last two years, to support the Masterplan10x while minimizing its execution risk.
- **Pipeline**: to facilitate a continuous growth through 2030 in line with the objectives of the Masterplan, the Company has also set a target in terms of pipeline of projects for 2025. NHOA has the ambition to multiply by 10 the €1.0 billion pipeline achieved in 2020 to €10 billion in 2025.

Within this context a new simplified operating model of its business lines was introduced as presented within the Masterplan10X, which is structured around three Global Business Lines:

(i) **Energy Storage**, led by Giuseppe Artizzu as General Manager, offering across three geographies (Americas, EMEA and Asia-Pacific) (a) storage solutions designed to support the transmission and distribution grids in dealing with increasing penetration of intermittent renewable sources, and (b) distributed storage solutions to address the sustainability, affordability and reliability needs of the industrial and power generation sectors, with the potential inclusion of hydrogen-based solutions. It is structured in five sub-lines:

- **Solar-plus-storage**: large-scale energy storage systems transforming the intermittent generation of solar farms into a fully-dispatchable power supply. PV Systems are coupled with energy storage systems, designed for energy time shifting (energy intensive) or ramp management and capacity firming (power intensive). The primary source and storage capacity can be DC-coupled to maximize efficiency, or AC-coupled to increase design and operational flexibility.

- **Utility-scale Storage**: large-scale, modular, containerized energy storage systems located at sub-stations or stand-alone storage farms, providing the grid with frequency and voltage regulation, load shifting and peak shaving services, as well as capacity assurance and black-start capabilities.

- **Industrial microgrids**: tailored power solutions combining distributed renewable energy sources and energy storage capacity to supplement or replace grid supply for a single user or a community of users.

- **Industrial energy storage systems**: addressing one or more of the industrial customers' needs: (i) eliminate disturbances affecting users' energy supply, such as supply interruptions, voltage fluctuations and harmonic distortions; (ii) extract value out of Demand Response or peak-shaving schemes; (iii) optimize thermal power plants' operations, increasing plant flexibility and fast response capabilities to grid demands.

- **H2**: solutions to interface Hydrogen production systems, typically electrolysers, with the surrounding electric system through proprietary technologies and long-standing industrial know-how.

(ii) **EMobility**, represented by Free2Move eSolutions, the joint venture with Stellantis led by Roberto di Stefano as Chief Executive Officer which offers innovative solutions and technologies for EV charging, and develops the technology that enables the energy exchange between vehicles and the power grid. It is structured in three segments:

- **Direct Sales**: AC and DC charging solutions for both residential and business electric vehicles customers and public charging infrastructure. NHOA Group portfolio will include a wide range of solutions, from entry level products such as the easyWallbox to fast charging infrastructure, with or without storage and V2G enabling. Hardware solutions are coupled with a set of services ranging from customer support to digital products (e.g. apps and charging management platforms).

- **Charging-as-a-Service:** charging solutions offers allowing EV owners to charge at private and public locations through a fully digital subscription model and a dedicated App and RFID. Subscription packages may also include the financing of the charging hardware, and the access to all related services such as installation, O&M and customer care. Through selected partners, NHOA Group also provides customers with green energy supply and the possibility to take advantage of local incentives.

- **Advanced Energy Services:** set of technological solutions aimed at exploiting the use of parked vehicles to stabilize the electric grid and offering customers the opportunity to extract volume from EVs energy management potential.

(iii) **Atlante**: led by Stefano Terranova as general manager this is a business line dedicated to the development of a unique fast charging network for electric vehicles, enabled by renewables, energy storage and 100% grid integrated. NHOA will develop and invest in the Atlante network as owner and operator, with its own resources and other forms of financing. It is envisaged that F2M eSolutions will act as preferred technology provider for Atlante. Stellantis has named Atlante as preferred charging network for its future EV customers, to whom Atlante will reserve special offerings. Atlante's network will be initially developed in Italy, France, Spain and Portugal (collectively "**Southern Europe**"), where public fast charging is still nascent with rapid growth expected towards 2030. According to external sources, around 90% of the 2030 Southern European on-the-go fast charging network is yet to be built and developed (see paragraph 5.4.3 of the 2021 Universal Registration Document) and this constitutes an important business opportunity. Given the potential size of this market, Atlante has the ambition of creating, over the next 8 to 10 years, one of the largest Southern European fast charging networks which is also vehicle-grid-integrated.

The Atlante network will be developed at strategic locations across Southern Europe, to be selected according to the following concepts:

- **Highway Charging**: directly next to or near highway entrance/exit every 100-150 km, with ultra-fast charging speeds, specific for charging for long-distance drives;
- **Off-Highway Chargin**g: in urban areas, at traffic hot spots or at retailers, specific for charging for shorter drives, with fast to ultra-fast charging speed depending on local customer needs;
- **Hybrid Charging**: in other selected locations or premium sites in densely populated urban areas, i.e. between "on-the-go charging" and "destination charging".

1.4 Summary of the 2021 Group's Results

NHOA successfully met the mid-range of its 2021 guidance, set a clear trajectory towards 2022 expectations, and outlined a new growth path:

- €32.9 million Revenues and Other Income, 3x compared to FY2020
- Backlog at €193 million, up 485% compared to 2020, giving visibility towards the €100-150 million 2022 revenue target
- €140 million Rights Issue successfully completed with 1.4x oversubscription, confirming market trust in NHOA's Materplan10x

2021 has been a transformational year across all Global Business Lines:

- **Energy Storage** confirmed the core and backbone of NHOA's activities:

    - more than 2x Revenues year-on-year
    - record Order Intake to over €200 million
    - more than 1GWh of projects under development

- **e-Mobility** accelerated NHOA's increase in Revenues and Other Income:
    - 5x increase in Sales compared to FY2020
    - Manufacturing Capacity increase to 2,250 units per week
    - 18% Conversion Rate on Stellantis brands

- **EV Fastcharging Infrastructure**, leveraging on NHOA's technological base and operational backbone, closed 2021 with:
    - 760 fastcharging Points of Charge online and under construction
    - 835 sites in pipeline

2021 Key Figures

Revenues and Other Income as of 31 December 2021 amount to €32.9 million, including €1.0 million non-recurring income related to the Vehicle-to-Grid project at the Stellantis Mirafiori complex in Turin, up 198% compared to 2020.

Increase in Revenues and Other Income is mainly driven by the €17.1 million revenues realized by the Global Business Line ("**GBL**") e-Mobility which became fully operational in May after the completion of the Joint Venture between NHOA and Stellantis (STLA), Free2move eSolutions.

Even if construction schedules have been affected by Covid-19 logistic restrictions and globally disrupted supply chains, GBL Energy Storage realized €15.9 million Revenues and Other Income, securing:

- fast start of the construction for the 200MWh Kwinana storage project with Synergy in Australia
- commissioning of the 10MWh battery storage system in Massachusetts
- commercial operation for the 23MW solar plus 7MW storage project in Mexico
- delivery of all critical components including batteries for the 40MWh Fast Reserve projects in Italy
- expansion to 10MWh of microgrid in California with a new energy storage system.

Other Income is mainly driven by the recognition of non-recurring €1.0 million contribution related to the development of the Vehicle-to-Grid project in addition to contribution and tax credit received on R&D projects both in the Energy Storage and e-Mobility GBLs.

The 21.4% **Gross margin** including non-recurring item is mainly driven by revenues mix and is partially affected by set up cost of the GBL e-Mobility. The gross margin excluding non-recurring income amounts to €6.0 million, i.e. 18.9%.

Backlog and Contracts Secured total €249 million. Backlog, amounting to €193 million and represented by 725MWh in Taiwan, Australia, US and Europe, increased by 485% compared to the Backlog communicated with the release of the FY2020 Results on 31 March 2021. Contracts Secured amount to €56 million, represented by the 292MWh project in Guam with ENGIE. The award to ENGIE was challenged in court but the Guam Supreme Court recently decided the case in ENGIE's favor. Accordingly, it is still a secured contract for NHOA.

Pipeline in the Energy Storage GBL reaches €764 million, substantially stable compared with the pipeline announced with the FY2020 Results[1]. Given the over €200 million Order Intake during the period, this is

[1] On the over €1 billion pipeline announced on 31 March 2021, 79% was related to the Energy Storage GBL as outlined in the FY2020 Investor Presentation available on the corporate website nhoa.energy

equivalent to a 26% conversion rate over 2021 and a full pipeline replenishment during the year with tender processes in different stage of maturity in four continents.

Personnel costs reached €14.7 million, doubling compared to the €7.8 million in 2020, consistently with the increase in headcount. As of 31 December 2021, NHOA has 236 employees, from 24 nationalities, expected to increase to over 300 people by end of Q1 2022. The strengthening of the workforce is in line with NHOA's roadmap following the Masterplan10x and mainly devoted to the execution of the projects in APAC and US, as well as the ramp-up of the e-Mobility GBL.

R&D investments amount to €9.2 million and represent 30% of the consolidated Revenues, confirming the strong commitment towards R&D and innovation, which is progressively addressed also towards e-Mobility and EV Fastcharging Infrastructure GBLs.

Other Operating Expenses increased by 54% amounting to €4.5 million, compared to €2.9 million in 2020 expressing an organic growth mainly driven by the industrial set-up of the GBL e-Mobility and the incorporation of new subsidiaries in US and Australia.

EBITDA including non recurring income represents a €12.2 million loss in 2021 compared to a €8.4 million loss in 2020, due to the increase in operating expenses and in personnel costs, significantly higher than the increase in Revenues and gross margin recognized over the period but full in line with the Order Intake and related Backlog. In other terms, increase in operating expenses and personnel costs, which is driving the €12.2 million loss, is a natural effect of the investments that NHOA made in terms of people and industrial footprint in order to carry forward the industrial base needed to execute and roll-out the over €200 million Order Intake with the target to reach EBITDA breakeven in 2022.

Non recurring expenses and Incentive Plan account for €4.0 million and €5.2 million respectively, both items being affected by the extraordinary transactions performed during the period, such as the closing of the Joint Venture with Stellantis and the closing between ENGIE and TCC (TWSE: 1101), implying the acceleration on the Stock Appreciation Rights plan.

EBIT and **Net Result** as of 31 December 2021 stand, respectively, at €-26.9 million (€-17.7 million EBIT adjusted for non recurring and incentive plan items) and €-27.4 million compared to €-14.7 million and €-14.8 million for the previous year.

Net Financial Position, thanks also to the €140 million capital increase realized on November 2021, at the end of 2021 stands at €74.3 million compared to €-21.3 million on 31 December 2020.

2021 Milestones and 2022 Highlights

2021 has been a transformational year for NHOA.

- **Joint Venture with Stellantis**: after the signing of the full set of agreements in January, Free2move eSolutions, the e-mobility Joint Venture between NHOA and Stellantis, became fully operational in May.
- **2023 Technology Roadmap**: in February, NHOA presented a comprehensive 2023 Technology Roadmap, displaying the technological solutions aimed at revolutionizing the Energy Storage and e-Mobility sectors and pointing out the direction of its next technological positioning.

- **€240 million acquisition by TCC**: in April, the preeminent Asian industrial group TCC announced the acquisition of ENGIE's 60.5% stake in the Company, which was completed in July for an Enterprise Value of over €240 million.
- **Masterplan10x**: the change of majority shareholder urged NHOA to set a new layout to guide future growth. Masterplan10x was presented in July setting 2022-25 targets and 2030 ambitions.
- **Atlante roll-out start**: launched in July in the context of Masterplan10x, Atlante, the new GBL for fast and ultrafast EV charging infrastructure, started operations in October with the legal entity set up and the first fastcharging station installed.
- **Over 600MWh awarded in Asia Pacific**: thanks to the support of TCC as new majority shareholder, in Q4 2021 the GBL Energy Storage, NHOA Energy, was awarded with a 200MWh battery storage project in Australia, and the supply of over 400MWh energy storage capacity for two projects in Taiwan.
- **€140 million Rights Issue**: in November, a €140 million Rights Issue was successfully completed with 1.4x market oversubscription and 99% global take-up, confirming shareholders and investors' trust in NHOA's Masterplan10x and new growth path.
- **Renewed focus on Sustainability and People**: in December, the Board of Directors appointed a Sustainability Committee to provide guidance on the Company new ESG strategy, which saw as first steps the signing the UN Global Compact and a renewed attention on human capital growth. As of today, NHOA is already unfolding a series of initiatives for talent attraction and retention, as well providing new training opportunities to its over 300 people from 24 nationalities.

GBL Energy Storage

NHOA Energy remains the core and backbone of NHOA Group's activities with a series of iconic successes achieved in 2021 and new projects secured in the first months of 2022.

In 2021 NHOA Energy was awarded, among others, a flagship 200MWh battery storage project in Australia, and the supply of over 400MWh energy storage capacity for two projects in Taiwan. The signing of these contracts increased the backlog to over 1GWh, providing strong visibility on NHOA's 2022 outlook.

Eight projects for a total capacity of over 280MWh are expected to be commissioned in 2022, including three Fast Reserve projects – for an aggregate capacity of 47MWh – awarded in December 2020 to provide Terna with ultra-fast frequency regulation services, stabilizing the European electrical grid.

In a step change, in 2022 the Company's Industrial Plant in Cosio Valtellino is expected to assemble in the range of 500MWh of containerized capacity, leveraging its potential of up to 2.5GWh a year.

To support NHOA Energy GBL's global ambitions and project portfolio, a direct presence has been established in Houston, Perth and Taipei, while the global team has grown from 114 people in January 2021 to 172 today. In April, NHOA Energy's 2022 Storage Analysts Class will start its professional adventure, kicking off our first landmark Graduate Program.

GBL e-Mobility

Officially in full operation since May 2021, Free2move eSolutions is experiencing a continuous expansion of its production, scaling up with the EV sales trend in Europe. Manufacturing capacity reached 2,250 units per week in Q4 2021 and is expected to scale up to over 6,000 units by the end of 2022, also thanks to the vertical integration of the production and the supply-chain coupled with the new plant recently launched in Turin.

Charging devices' conversion rates to Stellantis brands increased as well along 2021 and early months of 2022, and this year sales are expected to expand also outside the Stellantis Group, with the upcoming supply of our iconic easyWallbox to other leading global OEMs, and beyond Europe, leveraging on new market opportunities in the US. Free2move eSolutions will also play the role of preferred technology provider for the Atlante Network.

Regarding the Charging-as-a-Service business, public charging offerings on the ALL-e network are already available for Peugeot and Leasys customers, with a forthcoming new e-commerce platform for the commercialisation of other digital products. Starting from 2022 Free2move eSolutions will roll-out throughout the European Market, starting from France and Germany, the full catalogue of e-mobility products and services for Stellantis, having been chosen as provider among the Region.

As for the Advanced Energy Services sector, the flagship Vehicle-to-Grid system at the Drosso Logistic Hub within Stellantis Mirafiori complex in Turin has entered the construction phase of its planned expansion up to 30MW capacity. By the end of 2022, it will connect to the grid more than 600 New Fiat 500 parked in the Drosso stockyard to supply Terna 25MW of ultra-fast frequency regulation services.

From a technological perspective, 2022 will register the first release of a whole range of charging devices, from 2.3kW to 300kW, in line with the product roadmap. R&D Activities on second-life batteries are also ongoing to deepen the knowledge on battery ageing and remaining useful life, and to test their Vehicle-to-Grid applications as well as their use in Atlante network's fastcharging stations.

GBL EV Fastcharging Infrastructure

Launched in July 2021, Atlante started operations in October 2021 with the set up of a legal entity and the arrival of its CEO. Thanks to the support of NHOA Energy and Free2move eSolutions, Atlante started off with an important technological base and operational backbone, allowing it to close 2021 with 760 fastcharging Points of Charge online and under construction.

By the end of 2021, while making progress on the set up of its own operational platform, Atlante also registered its first important results such as the opening of its first fastcharging station in Piedmont (part of a wider electrification project involving several municipalities) and the adjudication of the tender, in collaboration with Free2X, to provide the Milan Airports of Linate and Malpensa with fastcharging stations.

The sites' pipeline at the end of 2021 amounted to 835 sites, and 2022 started with the partnerships with Sonae Sierra, a leading real estate player with shopping malls in Italy, Spain and Portugal, and LDC Hotels & Resorts, a hotel group with a collection of venues in Taiwan and Italy. Accelerating from initial plans, early in 2022 Atlante also initiated business development activities in France and Spain.

1.5 Important events during the period

- **Technology Revolution Day**: on 18 February 2021, during the full-digital event Technology Revolution Day, ENGIE EPS (now NHOA) presented the technological solutions which are aimed at revolutionizing the Energy Storage and e-Mobility sectors with a full-digital event streamed from the Cosio Valtellino industrial plant. With this event, named Technology Revolution Day because of the revolutionary importance of the technological newly filed patent and innovations, ENGIE EPS (now NHOA) had the aim of breaking down the major achievements of the recent years and to present future developments, pointing out the direction of its next technological positioning.

- **Joint Venture with FCA / Stellantis:** on 26th January 2021 ENGIE EPS (now NHOA) and FCA /Stellantis announced the signing of the full set of agreements including the investment and shareholders' agreement for the acquisition by FCA of the 50,1% of the shares of EPS e-Mobility (now F2MeS) to which EPS Italia (now NHOA Energy) and ENGIE EPS (now NHOA) have contributed their pre-existing e-Mobility business.

  Stellantis and NHOA Energy created a Joint Venture in the e-Mobility sector that has the ambition to support and ease the transition to electric mobility by offering innovative and tailor-made electric solutions for both private and business actors of the value chain. The completion of this transaction occurred on 3rd of May 2021 since all the conditions precedent have been satisfied. In particular, all the clearance from the competent Antitrust Authorities in Europe, Serbia, China, Ukraine, Switzerland and Turkey were obtained and this transaction has also been authorized by the Italian Government under the Italian Golden Power regulation.

- **New energy storage system in USA**: on 25 March 2021 ENGIE EPS (now NHOA) announced to have been awarded for the development of a new energy storage system in Anza, California, confirming again the competitive strength and excellence of the Industrial Solutions business line. The new system will work synergically with the energy storage system that Engie EPS deployed in 2020 enhancing the performance of the microgrid commissioned in December 2020. Engie EPS (now NHOA) will supply its cutting-edge technology to boost the microgrid storage capacity up to 4.8 MVA and 9.6 MWh – a system size that could alone provide clean spinning reserve to thermal generation up to 150 MW.
- **Completion of the TCC acquisition:** on 20 July 2021 Taiwan Cement Corporation, a company listed on the Taiwan Stock Exchange ("TCC"; TWSE: 1101), completed the acquisition of 60.48% of the issued share capital of Engie EPS (now NHOA), through its wholly-owned subsidiary TCEH. The aggregate consideration of Euro 132 million was paid in cash, representing a price of Euro 17.10 per share and implying an Enterprise Value of over Euro 240 million. Immediately following completion of TCC Acquisition and as approved by the shareholders' meeting of June 25, 2021, Engie EPS has been renamed "NHOA" (taking effect as of July 20, 2021).
- **Results of TCC's mandatory tender offer**: Pursuant to French regulation, TCC initiated a simplified tender offer at a unit price of 17.10€ in the period from 9 to 22 September 2021 inclusive. During the procedure, TCC acquired 596,098 NHOA shares. After the closing date of the simplified public tender offer, TCC now owns 65.15% of Company's share capital and voting rights.
- **Comores**: on 1 July 2021, NHOA acquired 11% of the sharers CEN from Vigor increasing its stake to 60%.
- **NHOA Masterplan10x and Atlante**: on 23 July 2021 NHOA's Chief Executive Officer, Carlalberto Guglielminotti, presented to the Board of Directors the outcome of a comprehensive strategic review of NHOA, started by the management after the signing of the agreement between the new majority shareholder TCC and ENGIE, aimed at updating short and long-term objectives and setting a layout to guide future growth and development in the context of the new horizons ahead with TCC. Masterplan10x is a plan that NHOA's management has put together with a view to enhance NHOA's growth by 10 by 2025. Following the signature of a Memorandum of Understanding with F2MeS and Stellantis, the creation of a new Global Business Line named "Atlante" has been announced.

- **New line of credit**: on 26 July 2021, thanks to the support TCC, NHOA has approved and secured $50 million credit line with Citibank Europe plc. Citi has the right to cancel amounts undrawn under the credit line and/or ask for repayment of any drawn amounts at any time. It is currently negotiating with multiple financial institutions to secure up to additional €60 million facilities (subject to TCC internal approval), totalling over €100 million new credit lines (the "New Financing").
- **NHOA Australia**: on 29 July 2021, NHOA Australia Pty Ltd was incorporated in New South Wales, Australia. It is registered as Australian Company No. 651 826 229 and is wholly owned by NHOA Energy.
- **The Piedmont Region** to be the starting point of the Atlante Project: on 30 July 2021 NHOA announced that the Piedmont Region will be the starting point in Italy in the construction of the new fastcharging network for electric vehicles in Southern Europe. Initial exploratory assessments are already underway, with the Piedmont Region Department of Education, Employment, Vocational Training and Right to University Study due to evaluate the feasibility of collaboration on this innovative project, which provides for the development of the first fastcharging network 100% vehicle-to-grid integrated (VGI) enabled by renewables and storage.
- **Partnership with Tennis Club Lombardo**: on 20 September 2021, during the Women's Open Mazzalveri Tournament, NHOA and F2MeS announced the partnership with Tennis Club Lombardo, the oldest tennis club in Milan. The partnership starts with the installation of a new charging station for electric vehicles and will continue with initiatives dedicated to promoting sport, inclusiveness and sustainability.
- **TCC rights issue**: Following the results of the simplified tender offer, the Board of directors met to convene an extraordinary shareholders' meeting on 2 November 2021 to authorize the capital increase with preferential subscription rights, the principle of which was announced as part of the Masterplan10x on 23 July 2021 (the "Proposed Capital Increase"). During this Board meeting, it was decided to increase the maximum size of the Proposed Capital Increase outlined in the Masterplan10x from initially €130 million to a maximum of €140 million, in order to support NHOA's growth strategy and its targets while securing additional financing capacity.
- **Atlante**: on 1 October 2021, Atlante Srl was incorporated in Milan, Italy, in connection with the Atlante Project. Atlante is a limited liability company, fully owned by NHOA Energy.
- **New 200MWh project in Australia**: On 4 October 2021 NHOA announced that it has been awarded a new project of 200MWh battery storage in Australia and that the Engineering, Procurement and Construction (EPC) contract between NHOA and the counterparty had been signed on 1 October 2021. The construction phase of the newly awarded project is scheduled to start immediately and be completed by the end of 2022 with a peak manning capacity of 100 men and women.
- **New 420MWh projects in Taiwan**: on 27 October 2021, NHOA announced that TCC has selected NHOA as its technology provider to reinforce its green commitment with two iconic energy storage projects in Taiwan (See Section 10.1 of this Updated 2020 Universal Registration Document).
- **Abandonment of the Hawaii project by ENGIE**: on 1 November 2021, NHOA announced that it had been informed by ENGIE North America that on 25 October 2021, ENGIE North America had notified Hawaiian Electric Company, Inc. (HECO) of its decision to abandon the Puako solar storage project due to high interconnection costs combined with general supply chain and generation challenges, as well

as rate litigation and other matters specifically affecting the solar PV industry. This project was a 60 MWAC solar power installation coupled with 240 MWh of battery storage, which was awarded to ENGIE in May 2020 and in which NHOA was to supply the battery storage system and was to act as a complete storage solution provider and system integrator, as a subcontractor to ENGIE. The production difficulties mentioned by ENGIE are not related to NHOA's technology or scope of work. As a result of this decision, Secured Contracts now amount to €56 million (compared to €104 million). However, the 2021 guidance was not affected and the 2022 guidance is confirmed (see chapter 11 of this Universal Registration Document). NHOA has announced that it will examine, in coordination with TCC, the legal consequences for NHOA and TCC of ENGIE's decision, in light of the assurances given by ENGIE to the board of directors of NHOA and TCC at the time of TCC's acquisition of ENGIE's majority shareholding in NHOA, and as set out in the report of A2EF, the independent expert appointed in the context of the mandatory tender offer for NHOA that followed the acquisition by TCC.

- **Atlante Project by Stellantis at EV Day**: on 15 November 2021, Stellantis announced that the Atlante project, launched in July at Stellantis EV Day and then presented at NHOA's Masterplan Day, is moving forward. On 20 October 2021, the first fast charging station was inaugurated in Piedmont (Italy) and more than 700 project sites have been identified, 10% of which (mainly in Italy) are already under development and will become operational within the next six months. The overall scheme has been designed to bridge the charging infrastructure gap, in particular the lack of fastcharging stations according to the ACEA (European Automobile Manufacturers' Association).
- **New Global Engineering Center in Milan**: on 16 November 2021, NHOA S.A. unveiled the new Global Engineering Center in Milan. The new headquarters is located in the historic building of Piazzale Lodi which for more than 80 years housed the labs of the Tecnomasio Italiano Brown Boveri (TIBB), an undisputed protagonist of the electric industry of the 1900s.
- **The strong success of NHOA €140 million Rights Issue**: On 29 November 2021, NHOA announced the successful completion of its capital increase with shareholders' preferential subscription rights of €139,924,785.60 (the "Rights Issue"). The Rights Issue was conducted by Société Générale acting as Sole Global Coordinator and Joint Bookrunner alongside Mediobanca – Banca di Credito Finanziario S.p.A. acting as Joint Bookrunner. The process concluded with the issuance of 12,766,860 new shares at a price of €10.96 per share. Following the settlement delivery of the Rights Issue, the share capital of the Company amounts to Euro 5,106,744.00 divided in 25,533,720 shares of €0.20 nominal value each.
- **Atlante and Free To X team up for the fast and ultra-fast charging stations of Milan airports**: on 22 December 2021, Atlante, in partnership with Free To X, a company of the Group Autostrade per l'Italia dedicated to sustainable mobility services, announced that it will install fast and ultra-fast charging stations 100% powered by renewables in Milan Malpensa and Linate airports. In Linate a Superfast Charging Station will be installed equipped with 10 fastcharging points, eight of which ultra-fast up to 300kW, while in Malpensa 7 fastcharging points will be available, six of which ultra-fast. In addition, a total of 8 charging points will be installed in the areas outside the terminals dedicated to private aviation, four of which up to 150kW.

1.6 Subsequent events

- **Sonae Sierra and Atlante team up for sustainable mobility:** on 11 January 2022 Sonae Sierra and Atlante announced the signing of the first contract for the electrification of Sonae Sierra's assets in Italy. The agreement between Atlante and Sonae Sierra involves the installation of a first fastcharging station for electric vehicles at Biella's Gli Orsi shopping center open to both customers and public. At the same time, detailed assessments continue for the construction of a second charging station at the shopping center Le Terrazze in La Spezia.
- **New milestones for NHOA in the US with Kearsarge Energy:** on 17 February 2022, NHOA announced the successful commissioning of a new storage system in the US. The project, awarded in December 2020, involved the supply of a 10MWh energy storage system in Massachusetts to Kearsarge Energy, part of a Solar plus Storage plant in the town of Bellingham. Based on NHOA's proprietary design, the plant successfully completed the UL 9540 system certification and it is now online to provide the New England Independent System Operator (ISO New England) with competitive and fully-dispatchable solar energy, while also supporting and stabilizing the local grid. Further to the commissioning of the Bellingham plant, Kearsarge Energy awarded NHOA the deployment of two further systems for an aggregate capacity of 12MWh.
- **Atlante Iberia S.L.**: on 24 February 2022, Atlante Iberia SL was incorporated in Barcelona, Spain. Atlante Iberia is a limited liability company, fully owned by Atlante Srl.
- **Atlante France SAS**: on 17 March 2022, Atlante France was incorporated in Paris, France. Atlante France is a French *société par actions simplifiée*, fully owned by Atlante Srl.
- **Change in shareholding**: between 01 January 2022 and the date of publication of this document, the Company was notified of the following crossing of legal threshold filed with the AMF:
    - on 3 March 2022, Covalis Capital LLP notified the AMF having crossed downward the 5% threshold of capital and voting rights due to new acquisitions of shares. Since 28 February 2022, the Covalis Capital LLP owns 5.002% of Company's share capital and voting rights.

Ukraine Crisis Information

As of 24 February 2022, the geopolitical crisis in Eastern Europe has intensified, with the Russian invasion of Ukraine. The war between the two countries continues to evolve as military activity proceeds and further sanctions are imposed with an immediate reflection in human terms for the populations involved and, increasingly, also on economic and global financial markets, including issues such as rising inflation and disruption to the global supply chain. In this context, NHOA, while not having direct operations in the affected countries, has carefully considered potential indirect risks, including:

- Disruption or criticality in the supply chain;

- Volatility in commodity and currency prices;

- Disruptions in banking systems and capital markets;

- Cyber attacks.

While NHOA has no direct exposure to Ukraine or Russia, it could potentially be affected by the general economic uncertainty and negative impacts on the global economy and major financial markets resulting from the war.

No other subsequent events were recorded at the time of publication of this document.

1.7 Main Risks and Uncertainties

Risk factors are similar to those presented in Section 3 of the Registration Document 2021. Please also refer to Section 9, paragraph 9.1 - General Regulatory Environment applicable to NHOA with respect to the climatic risks related to NHOA's activity and note 3.1.2 with respect to the impact of COVID-19.

1.8 Transactions between Related Parties

For a detailed description of transaction between related parties, please refer to paragraph 4.31 (Related party disclosures).

2 CONSOLIDATED FINANCIAL STATEMENTS

The following statements have been examined by the Board of Directors of 24th March 2022.

2.1 Consolidated Income Statement

CONSOLIDATED INCOME STATEMENT (amounts in Euro)	NOTES	31/12/2021	31/12/2020
Revenues		30.598.440	10.798.205
Other Income including non recurring		2.347.532	253.596
TOTAL REVENUES AND OTHER INCOME (including non recurring income)	4.1	32.945.973	11.051.801
Cost of goods sold	4.2	(25.896.295)	(7.221.152)
GROSS MARGIN FROM SALES (including non recurring income)		**7.049.677**	**3.830.649**
% on Revenues and other income		21,4%	34,7%
Personnel costs	4.3	(14.733.210)	(7.774.565)
Other operating expenses	4.4	(4.511.214)	(2.937.171)
Other costs for R&D and industrial operations [1]	4.5	0	(1.543.425)
EBITDA excluding Stock Option and Incentive Plans expenses, including non recurring income [2]	**4.6**	**(12.194.746)**	**(8.424.511)**
Amortization and depreciation	4.7	(4.888.935)	(3.325.887)
Impairment and write down	4.8	(579.234)	(1.509.491)
Non recurring expenses and Integration costs	4.9	(4.045.379)	(569.535)
Stock options and Incentive plans	4.10	(5.204.255)	(824.790)
EBIT	4.11	(26.912.550)	(14.654.215)
Net financial income and expenses	4.12	(508.779)	(90.791)
Income Taxes	4.13	11.482	(69.540)
NET INCOME (LOSS)	**4.14**	**(27.409.847)**	**(14.814.545)**
Attributable to:			
Equity holders of the parent company		(26.709.704)	(14.814.545)
Non-controlling interests		(700.143)	0
Basic earnings per share		(1,93)	(1,16)
Weighted average number of ordinary shares outstanding		13.830.765	12.766.860
Diluted earnings per share		**(1,93)**	**(1,16)**

[1] Other costs for R&D and industrial operations have been reclassified to cost of goods sold in 2021. It is defined in notes 4.5 of the 2021 Consolidated Financial Statements.

[2] EBITDA excluding Stock Option and Incentive Plans expenses is not defined by IFRS. It is defined in notes 4.6 of the 2021 Consolidated Financial Statements

2.2 Consolidated Statement of Other Comprehensive Income

OTHER COMPREHENSIVE INCOME (amounts in Euro)	31/12/2021	31/12/2020
NET INCOME (LOSS)	(26.709.704)	(14.814.545)
Exchange differences on translation of foreign operations and other differences	(33.686)	0
Other comprehensive income not to be reclassified to profit or loss in subsequent periods (net of tax)	7.633	(1.323)
Actuarial gain and (losses) on employee benefits	52.469	(193.087)
Other comprehensive income (loss) for the year, net of tax	26.416	(194.410)
Total comprehensive income for the year, net of tax	(26.683.288)	(15.008.955)
Attributable to Equity holders of the parent company	**(26.683.288)**	**(15.008.955)**

2.3 Consolidated Balance Sheet

ASSETS (amounts in Euro)	NOTES	31/12/2021	31/12/2020
Property, plant and equipment	4.15	20.142.174	2.521.277
Intangible assets	4.16	14.724.745	9.272.391
Investments in entities accounted using the equity method	4.17	0	9.445
Other non current financial assets	4.18	16.904.324	190.346
Other non current assets		60.000	0
TOTAL NON CURRENT ASSETS		51.831.243	11.993.458
Trade and other receivables	4.19	18.912.563	11.639.388
Contract assets	4.20	5.716.324	1.068.083
Inventories	4.21	3.482.633	1.988.444
Other current assets	4.22	22.091.709	2.502.356
Current financial assets	4.22	7.886.950	467.500
Cash and cash equivalent	4.23	122.810.479	3.930.868
TOTAL CURRENT ASSETS		180.900.658	21.596.638
TOTAL ASSETS		**232.731.902**	**33.590.095**

EQUITY AND LIABILITIES (amounts in Euro)	NOTES	31/12/2021	31/12/2020
Issued capital	4.24	5.106.744	2.553.372
Share premium	4.24	180.589.499	48.147.696
Other Reserves	4.24	4.008.435	4.399.167
Retained Earnings	4.24	(67.066.099)	(52.139.663)
Profit (Loss) for the period	4.24	(26.709.704)	(14.814.546)
TOTAL GROUP EQUITY		**95.928.874**	**(11.853.975)**
Minorities interest		19.796.730	0
TOTAL EQUITY	**4.24**	**115.725.604**	**(11.853.975)**
Severance indemnity reserve and Employees' benefits	4.25	2.207.275	4.925.948
Non current financial liabilities	4.29	22.465.691	24.237.071
Other non current liabilities	4.28	10.258.275	1.903.628
Non current deferred tax liabilities	4.26	16.494	16.494
TOTAL NON CURRENT LIABILITIES		34.947.735	31.083.141
Trade payables	4.27	25.553.892	6.887.267
Other current liabilities	4.28	17.682.045	6.505.062
Current financial liabilities	4.29	38.822.625	968.600
TOTAL CURRENT LIABILITIES		82.058.562	14.360.929
TOTAL EQUITY AND LIABILITIES		**232.731.902**	**33.590.095**

2.4 Consolidated Statement of Changes in Equity

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (amounts in Euro)	Share Capital	Premium Reserve	Stock Option and Warrants plan reserve	Other Reserves	Retained Earnings (Losses)	Profit (Loss) for the period	Total Group Equity	Minority interests	TOTAL EQUITY
Net Equity as of 31 December 2019	**2.553.372**	**48.147.696**	**4.969.291**	**(382.504)**	**(38.306.765)**	**(14.644.285)**	**2.336.804**	**-**	**2.336.804**
Previous year result allocation	-	-	-	-	(14.644.285)	14.644.285	-	-	-
Opening reclassification 01/01/2020	-	-	-	6.790	(6.790)	-	-	-	-
Other movements	-	-	-	-	818.178	-	818.178	-	818.178
Loss for the period	-	-	-	-	-	(14.814.545)	(14.814.545)	-	(14.814.545)
Total comprehensive income	-	-	-	(194.410)	-	-	(194.410)	-	(194.410)
Net Equity as of 31 December 2020	**2.553.372**	**48.147.696**	**4.969.291**	**(570.125)**	**(52.139.663)**	**(14.814.546)**	**(11.853.975)**	**-**	**(11.853.975)**
Previous year result allocation				71.302	(14.885.848)	14.814.546	-	-	-
Shareholder's capital increase	2.553.372	132.441.803	-	-	-	-	134.995.175	-	134.995.175
Change in consolidation perimenther	-	-	-	(522.136)	3.067	-	(519.069)	-	(519.069)
Other movements	-	-	-	-	(9.969)	-	(9.969)	-	(9.969)
Non controlling interests	-	-	-	-	-	-	-	20.496.873	20.496.873
Loss for the period	-	-	-	-	-	(26.709.704)	(26.709.704)	(700.143)	(27.409.847)
Total comprehensive income	-	-	-	60.102	(33.686)	-	26.416	-	26.416
Net Equity as of 31 December 2021	**5.106.744**	**180.589.499**	**4.969.291**	**(960.857)**	**(67.066.099)**	**(26.709.704)**	**95.928.874**	**19.796.730**	**115.725.604**

2.5 Consolidated Statement of Cash Flows

CASH FLOW STATEMENT (amounts in Euro)	NOTES	31/12/2021	31/12/2020
Net Income or Loss	4.14	(27.409.847)	(14.814.545)
Amortisation and depreciation	4.7	5.198.541	3.325.887
Impairment and write down	4.8	269.629	1.509.491
Stock option and incentive plans impact	4.10	5.204.255	824.790
Defined Benefit Plan	4.25	(2.718.673)	100.328
Non-cash variation in equity opening		52.469	0
Decrease (increase) in tax assets	4.13	(186.968)	(296.234)
Decrease (increase) in trade and other receivables and prepayments [1]	4.19	(31.173.360)	8.508.612
Decrease (increase) in inventories	4.21	(1.494.190)	997.504
Increase (decrease) in trade and other payables	4.27	29.573.979	(8.598.884)
Increase (decrease) in non current assets and liabilities [1]	4.18, 4.26	(17.360.536)	(506.378)
Net cash flows from operating activities		(40.044.702)	(8.949.428)
Investments			
Net Decrease (Increase) in intangible assets	4.16	(9.143.506)	(4.528.996)
Net Decrease (Increase) in tangible assets	4.15	(13.501.210)	(262.044)
Changes in consolidation perimeter		(6.429.076)	0
Reversal of IFRS 15 FTA		0	818.178
Net cash flows from investments activities		(29.073.792)	(3.972.862)
Financing			
Increase (decrease) in bank debts	4.29, 4.30	36.082.645	10.673.494
Shareholders cash injection		134.995.175	0
Minorities cash injection		8.300.000	0
Translation differences		(33.686)	0
IFRS 16 Impact		8.653.972	(251.711)
Net cash flows from financing activities		187.998.104	10.421.783
Net cash and cash equivalent at the beginning of the period		3.930.868	6.431.375
NET CASH FLOW FOR THE PERIOD		118.879.611	(2.500.507)
NET CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD		**122.810.479**	**3.930.868**

[1] Other non current financial assets of 47 k€ in 2020 were reclassified from Decrease (increase) in trade and other receivables and prepayments to Increase (decrease) in non current assets and liabilities.

3 ACCOUNTING STANDARDS AND METHODS

The Consolidated Financial Statements reflect the financial situation of NHOA S.A. (the “**Company**”) and its subsidiaries.

3.1 Accounting Principles and method evolution

In accordance with the European Regulation on international accounting standards dated 19 July 2002, the Group’s consolidated financial statements are prepared in accordance with IFRS as published by the International Accounting Standards Board (IASB) and endorsed by the European Union. The Group presented its Consolidated Financial Statements in euro, prepared in accordance with IFRS as issued by the IASB and adopted by the European.

Except for the following changes, accounting rules and methods are the same as those applied in 2020 Annual Consolidated Financial Statements.

As of 31 December 2021, the following new accounting principles shall be applied mandatorily for the first time by companies reporting under IFRS.

3.1.1 New methods

Amendments to IFRS 3 – Business Combinations: Definition of a Business

The amendments are effective for business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2020 and to asset acquisitions that occur on or after the beginning of that period.

Amendments to IFRS 9 – Financial Instruments; IAS 39 – Financial Instruments: recognition and measurement; IFRS 7 – Financial Instruments: Disclosures – Interest Rate Benchmark Reform

In September 2019, the International Accounting Standards Board (Board) issued an amendment to IFRS 9, IAS 39 and IFRS 7 insofar as they affect Interest Rate Benchmark Reform that provide temporary relief from applying specific hedge accounting requirements to hedging relationships directly affected by IBOR reform.

In August 2020, the IASB issued amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16. These amendments complement those issued in 2019 ('IBOR - phase 1') and focus on the effects on financial statements when a company replaces the old interest rate benchmark with an alternative benchmark rate as a result of the reform.

Amendments to IFRS 16 - Covid-19-Related Rent Concessions beyond 30 June 2021

On 28 May 2020, the IASB issued amendments to IFRS 16, which provide relief for lessees in accounting for rent concessions granted as a direct consequence of COVID-19.

On 31 March 2021, the IASB amended IFRS 16 further to extend the time limit for one of the criteria that must be met in order for a lessee to apply the practical expedient to a rent concession.

Amendments to IAS 19 – Employee benefits

On 25 March 2021, the International Accounting Standards Board (IASB) published Exposure Draft ED/2021/3 Disclosure Requirements in IFRS Standards – A Pilot Approach that includes amendments to IAS 19 Employee benefits.

The proposed amendments to IAS 19 specify overall disclosure objectives separately for defined benefit plans, defined contribution plans, termination benefits etc. Specific disclosure objectives and items of information are provided for defined benefit plans, multiemployer plans and defined benefit plans that share risks between entities under common control.

The amendments have no significant impact on these statements.

3.1.2 Impacts of COVID-19

In the context of the health crisis, special care has been taken by the Group in determining the accounting treatments applicable to the main issues and impacts of said crisis, for which the IFRS accounting principles have been applied consistently with those previously used, particularly in relation to:

- Impairment losses on non-financial assets

  Considering the COVID-19 pandemic, the Group assessed whether its non-financial assets, in particular goodwill and equity-accounted investments, could be impaired. The Group carried out an analysis of indicators of potential impairment, in accordance with the provisions of IAS 36 – Impairment of Assets. If necessary, an impairment test would have been carried out to compare the carrying amount and the recoverable amount of the cash-generating units in question (see Note 4.8)

- Impairment losses on financial assets: counterparty risk and expected credit losses

  The COVID-19 crisis gives rise to a potentially increased credit risk and may therefore affect the amount of impairment losses to be recognized in respect of expected credit losses. The Group has therefore monitored payment receipts and counterparty risk more closely.

- Provisions

  The Group reviewed whether any current obligations were likely to give rise to the recognition of provisions, particularly for onerous contracts.

- Subsequent events

  Given the uncertainties related to the health crisis and the constantly changing environment, the Group paid particular attention to events that occurred during the period from 31 December 2021 until the approval of the financial statements by the Board of Directors.

3.2 Format of the financial statements

NHOA presents an income statement using a classification based on the nature of expenses, rather than one based on their function, as this is believed to provide information that is more relevant. For the statement of financial position, a mixed format has been selected to present current and non-current assets and liabilities, as permitted by IAS 1. The statement of cash flows is presented using the indirect method.

3.3 Functional and presentation currency

The Consolidated Financial Statements are prepared in Euro, which is NHOA's functional and presentation currency. All financial information presented in Euro has been rounded to the nearest unit.

3.4 Use of estimates

The 2021 Consolidated Financial Statements, in accordance with IFRS principles, required the use of estimates, judgments and assumptions that affect the carrying amount of assets and liabilities, income and expense, as well as the disclosures in the notes relating to contingent assets and liabilities. The estimates and associated assumptions are based on elements that are known when the financial statements are prepared, on historical experience and on any other factors considered to be relevant. The estimates and underlying assumptions are reviewed periodically and if the items subject to estimates do not perform as assumed, then the actual results could differ from the estimates.

During the preparation of 2021 Consolidated Financial Statements, NHOA particularly focused on the following items:

- Recoverable amount of non-current assets: specifically, non-current assets include property, plant and equipment, intangible assets with definite useful lives (development costs) and other financial assets. NHOA periodically reviews the carrying amount of non-current assets held and used when events and circumstances warrant such a review and at least annually the carrying amount of intangible assets with indefinite useful lives. The analysis of the recoverable amount of non-current assets is usually performed using estimates of future expected cash flows from the use or disposal of the asset and a suitable discount rate in order to calculate present value or fair value less cost to sell;
- Post-retirement benefits are on an actuarial basis which takes into consideration parameters of a financial nature such as the discount rate, the rates of salary increase and the rates of health care cost increases and the likelihood of potential future events estimated by using demographic assumptions such as mortality rates, dismissal and retirement rates;
- Allowance for doubtful accounts: the allowance for doubtful accounts reflects the management's estimate of losses to be incurred, which derives from past experience with similar receivables, current and historical past due amounts, write-offs and collections, the careful monitoring of portfolio credit quality and current and projected economic and market conditions;

- Allowance for obsolete and slow-moving inventory: it has been determined on the basis of past experience, as well as on historical and expected future trends;
- Deferred tax assets are recorded if they are likely to be recovered according to the expected future taxable results;
- The fair value of the financial assets and liabilities are included in NHOA's financial statements at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale;
- For cash-settled share-based payment transactions, the Company measures the goods or services acquired and the liability incurred at the fair value of the liability. Until the liability is settled, the Company remeasures the fair value of the liability at each reporting date and at the date of settlement, with any changes in fair value recognized in profit or loss for the period;
- Estimation of useful life of assets (depreciation).

3.5 Key Performance Indicators

NHOA adopts the following non-IFRS performance indicators for:

- NHOA, e.g. sales, backlog and order Intake, all by Global Business Lines;
- GBL Storage, e.g. shortlisted projects in pipeline, MW online and under development;
- GBL eMobility, e.g. conversion rate of wallbox and subscriptions over the quarterly Stellantis EVs sales, total wallbox and subscriptions outside Stellantis and manufacturing capacity update;
- GBL Atlante, e.g. utilization rate of the Atlante network, number of sites, fastchargers and microgrids online, site pipeline update and conversion rate.

KPI evolution is presented in note 3.8.

3.6 Segment information

The Group was not yet fully organized into business units as at 31 December 2021 and no segments had been identified and/or measured by management. Information about geographical areas and business lines are provided for Revenues and Other Income, Contract secured an Backlog in paragraph 4.1. and for Cost of Goods Sold in paragraph 4.2.

3.7 Evolution of the consolidation area

As at 31 December 2021 the consolidation area is represented as follows:

COMPANY	PERCENTAGE OF OWNERSHIP	PERCENTAGE OF CONSOLIDATION	31/12/2021
NHOA	100%	100%	Parent Company
Atlante	100%	100%	Fully consolidated
EPS Manufacturing	100%	100%	Fully consolidated
NHOA Energy	100%	100%	Fully consolidated
NHOA Americas	100%	100%	Fully consolidated
Nhoa Australia	100%	100%	Fully consolidated
COMORES ÉNERGIES NOUVELLES SARL	60%	100%	Fully consolidated
Free2Move eSolutions	49,9%	100%	Fully consolidated

NHOA fully consolidates Free2Move eSolutions in accordance with IFRS 10.

All important decisions are under NHOA control with reference to:

- CAPEX and Technological Road Map: capex investments are under NHOA control since the Chairman (appointed amongst the directors designated by NHOA) will be responsible for the approval, in consultation with the CEO, of the Technology Roadmap, and of any related investment decisions for the relevant implementation, but in any event within the limit of the amount of Euro 20.6 million as provided by the Business Plan (or any other higher amount in case of amendment of the Business Plan approved by the Board of Directors according to Paragraph 11.7 of the ISHA)
- Strategic Procurement and Pricing: could directly affect revenues and costs foreseen by Business Plan. All those elements are under NHOA control who has responsibilities on Strategic Procurements and TechSales and Strategic Pricing (both functions reporting to the CTO)

All important decisions different from CAPEX, technological road map and Strategic Procurement are Reserved Matters at qualified majority, in addition there is a casting vote for important matters in favor of NHOA. The decision power of NHOA has the ability to dramatically influence the returns of Free2Move eSolutions.

In addition to the voting rights that certainly attribute to NHOA the power over the relevant activities, it would also appear appropriate to consider the purpose of the transaction. In particular, NHOA's and FCA's design of the overall structure is to enable NHOA to continue to develop the eMobility sector and at the same time to obtain financial resources from a non-controlling financial investor without the skills in the eMobility sector.

The impact of F2MeSolutions' key financial data in NHOA are:

Key Financial Data[1]	31/12/2021	% Consolidated financial data
Revenues and other income	14.968.513	45%
Gross margin	5.025.889	71%
EBITDA excluding Stock Option and Incentive Plans expenses, including non recurring income	133.551	-1%
Net result	(1.208.673)	4%
Non-current assets	13.183.378	25%
Current assets	25.049.061	14%
Non-current liabilities	398.385	1%
Current liabilities	15.088.292	18%
Net financial position	13.336.973	15%

1 excluding intercompany transactions

In accordance with IFRS 10, starting form 1 July 2021, NHOA fully consolidates COMORES ÉNERGIES NOUVELLES SARL. Indeed, since that date, NHOA owns the control of CEN under IFRS 10 requirements. Please refer to paragraph 4.17 for details.

The COMORES ÉNERGIES NOUVELLES'key financial data in NHOA are not disclosed as considered not significant under IFRS 12 requirements.

As at 31 December 2020 the consolidation area is represented as follows:

COMPANY	PERCENTAGE OF OWNERSHIP	PERCENTAGE OF CONSOLIDATION	31/12/2020
NHOA	100%	100%	Parent Company
EPS Manufacturing	100%	100%	Fully consolidated
NHOA Energy	100%	100%	Fully consolidated
Free2Move eSolutions	100%	100%	Fully consolidated
COMORES ÉNERGIES NOUVELLES SARL	49%	49%	Equity method

3.8 Key Performance Indicators

Key Perfomance Indicators		Notes	Data in	FY 2020	FY 2021	Var% vs FY2020
NHΩA New horizons ahead.	Consolidated Sales[1]		€m	11,1	32,9	+197%
	Consolidated Cash and Credit Lines available for withdrawal[2]	(1)	€m	12,9	151,0	+1068%

BY GLOBAL BUSINESS LINE		Notes	Data in	FY 2020	FY 2021	Var% vs FY2020
STORAGE	Sales[1]		€m	7,5	15,9	+111%
NHΩA ENERGY	Backlog	(2)	€m	33	193	
	Contracts Secured	(3)	€m	112	56	
	12-month Order Intake	(4)	€m	5	208	
	Online Capacity		MW	185	188	
	Projects Under Development	(5)	MWh	700	1.017	
	of which signed turn-key supply contracts (Backlog)		MWh	50	725	
	of which Contracts Secured		MWh	650	292	
	Pipeline	(6)	€m	1.004	764	
	Projects in which NHOA is shortlisted		#		4	

		Notes	Data in	FY 2020	FY 2021	Var% vs FY2020
eMOBILITY	Sales[1]	(7)	€m	3,6	17,1	+380%
eSolutions Free2move	PoC Conversion Rate:					
	• PoC / Stellantis Group EV Sales	(8)	# PoC		18%	
	- PoC / FCA brands EV Sales		# PoC		25,9%	
	- PoC / PSA brands EV Sales	(9)	# PoC		9%	
	• Subscriptions / Total PoC	(10)	# PoC		–	
	• PoC outside Stellantis / Total PoC		# PoC		40%	
	Manufacturing Capacity		# PoC		2,250/week	

		Notes	Data in	FY 2021	Var vs Q3 2021
INFRASTRUCTURE	Sales[1]	(11)	€m	N/A	
atlante FASTCHARGING ON-THE-GO	Utilization Rate	(12)	%	N/A	
	Sites & Microgrids online and under construction	(13)	#	22	+21
	Fastcharging PoC online and under construction		#	760	+136
	V2G Microgrid Capacity online and under construction	(13)	MW	31	-
	EV based storage equivalent	(14)	MWh	26	-
	Pipeline of New Sites under assessment	(15)	#	835	+61
	of which under development	(16)	#	69	(4)

[1] Sales refers to Revenues & Other Income (including Non Reccurring Income).

[2] Including cash deposits and cash collateral to guarantee securities on projects in execution

Notes to the Key Performance Indicators

(1) Cash and Credit Lines available for withdrawal represents the cash available in the bank account of NHOA, including cash deposits, coupled with the credit facilities approved and not withdrawn and still available as of the relevant reporting date. A portion of the liquid assets serve as cash collateral to guarantee securities on projects in execution.

(2) Backlog means the estimated revenues and other income attributable to (i) purchase orders received, contracts signed and projects awarded (representing 100% of Backlog as of the date hereof), and (ii) Project Development contracts associated with a Power Purchase Agreement, where the agreed value is a price per kWh of electricity and an amount of MW to be installed (nil at the date hereof). When any contract or project has started its execution, the amount recognized as Backlog is computed as (A) the transaction price of the relevant purchase order, contract or project under (i) and (ii) above *less* (B) the amount of revenues recognised, as of the relevant reporting date, in accordance with IFRS 15 (representing the amount of transaction price allocated to the performance obligations carried out at the reporting date). Please note that, as specified in the published figures, the value for FY 2020 refers to the release date of the results (i.e. 31 March 2021).

(3) Contracts Secured means projects awarded, for which the signature of the full sets of the agreements has not been yet completed. Typically, when NHOA is awarded with a tender, typically being project financing, there are several steps to be completed (i.e., the EPC Agreement, the Notice to Proceed, permission to be signed). “Contracts Secured” are no longer part of the “Pipeline” but are not yet part of the “Backlog”. They will do so only once terms of documentation and planning permission are defined. Contracts Secured were almost entirely represented by the two tenders awarded in Guam and Hawaii to ENGIE, former majority shareholder of NHOA, with NHOA acting as exclusive technology supplier. This was the case for the project in Hawaii, until ENGIE decided to abandon it at the end of October 2021, and it is the case for the project in Guam. As the full set of agreements between ENGIE and NHOA on the one hand, and between ENGIE and the final customer on the other hand, have not yet been finalized and signed, the execution of these projects is highly dependent on ENGIE, as demonstrated by ENGIE’s decision to abandon the project in Hawaii, which resulted in the amount of Contracts Secured being reduced from 104 million euros on 27 October 2021 to 56 million euros on 1 November 2021. NHOA still has limited visibility on the progress of the project development being carried out by ENGIE in Guam, which now represents 100% of the Contracts Secured. In particular, NHOA has limited visibility on how the project development might be impacted (i) by commodity price increases, namely solar PV modules, structures and cables pricing that could affect the original budget assumptions for the overall solar-plus-storage projects, (ii) the widespread disruption in global supply chains, that gives reasonable ground to doubt of the development timeline originally planned by ENGIE for such projects, and (iii) by the pending litigation over the award of the Guam project by the Guam Power Authority. Even though ENGIE had committed to continuing the development of the Hawaii and Guam projects, it has decided to abandon the first project. There is no guarantee that it will not do the same with the second.

(4) 12-month order intake represents the cumulated value of new purchase orders received, contracts signed and projects awarded in the 12 months preceding the relevant reporting date.

(5) Projects Under Development is an indicator representing the capacity equivalent of (i) Backlog, in terms of signed turnkey supply or EPC contracts and therefore excluding Project Development contracts associated with a Power Purchase Agreement, (please see Note (2) above), and (ii) Secured Contracts, represented almost entirely by the tender awarded in Guam to ENGIE, the former majority shareholder of NHOA, with NHOA acting as exclusive technology supplier.

(6) Pipeline means the estimate, as of the release date, of the amount of potential projects, tenders and requests for proposal for which NHOA has decided to participate or respond. On a quarterly basis NHOA will disclose in its Trading & Operational Updates the number of projects in which NHOA is officially shortlisted.

(7) Please note that Backlog & Order Intake are not monitored by NHOA at the Global Business Line e-mobility level, given the strong correlation between sales of charging devices (Points of Charge - "**PoC**") and EV sales, which are monitored through the Conversion Rate performance indicator. Please further note that "Sales" refers to the revenues generated by the Global Business Line e-mobility both with NHOA from January 2021 to April 2021 and Free2move eSolutions from May 2021, when the Joint Venture became operational.

(8) Please note that Free2move eSolutions, the Joint Venture with Stellantis, became operational in May 2021, and therefore the conversion rate of any PoC over the Stellantis EV sales for the same period, discounts the first 5 months of undergoing activities without the Joint Venture in full operation mode.

(9) Please note that, after a pilot phase started in July 2021, official commercial development of Free2move eSolutions with PSA brands started in October 2021 only.

(10) Total PoC refers to the number of PoC sold in the period by Free2move eSolutions. Please note that Free2move eSolutions launched the first Subscriptions pilot in Q3 2021, the testing phase in Q4 and commercialization is expected to start in H1 2022.

(11) Sales are Not Applicable for this Trading and Operational Update, as no material sales figures are expected during the launch phase of Atlante (i.e. throughout 2022).

(12) Utilization Rate is calculated, over the reference period, as the aggregate utilization time of all PoC divided by the aggregate time of availability of the same PoC, expressed as a percentage. Utilization Rate is Not Applicable for this Trading and Operational Update, and first Utilization Rate data will be disclosed when a materiality threshold of n.10 different sites is achieved.

(13) As of 31 December 2021, there were 5 sites online: the Vehicle-to-Grid e-Mobility Hub of NHOA and Free2move eSolutions at the Stellantis logistic hub in Turin and 4 stations in Piedmont. The residual 17 sites – located in Lombardia, Piemonte, Veneto and Lazio - are defined under construction from the moment the connection request is officially issued to the relevant distributor.

(14) Please note that the data in MWh represents the EV based storage equivalent, i.e. the maximum battery capacity of Vehicle-to-Grid services that can be delivered by the Atlante Network at the relevant reporting date. This data excludes the portion of stationary storage coupled with fastcharging technology in any Atlante charging station or e-Mobility Hub, as the respective capacity is already included in the Online Capacity or in the Projects Under Development of NHOA Energy.

(15) Pipeline of New Sites under assessment includes the total number of sites, as of the relevant reporting date, which are actively pursued after prospecting activity and following a first internal screening for high level feasibility. At this point, the full contractual documentation remains to be finalized and signed, all the required permits have not yet been awarded and construction has not started.

(16) of which under development, being a sub-category of "Pipeline of New Sites under assessment", includes sites for which a more detailed feasibility activity commences, including detailed discussions with site owners and exchange of documentation. For the sites included in the "under development" sub-category there would be a reasonable degree of confidence that they can be converted into fastcharging stations within the next six months (subject to interconnection).

4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4.1 Revenues and Other Income

Revenues and other incomes are almost tripled increasing by almost 200% in FY 2021 with respect to the 2020.

The split of revenues and total revenues including other income is as follow:

REVENUES BY GLOBAL BUSINESS LINE (amounts in Euro)	31/12/2021	31/12/2020
eMobility	15.926.210	2.713.055
Energy storage	14.650.566	7.224.743
Other non-core activities	22.124	860.407
TOTAL REVENUES BY PRODUCT LINES	30.598.899	10.798.206
Other Income	2.347.074	253.596
TOTAL REVENUES AND OTHER INCOME (INCLUDING NON-RECURRING INCOME)	32.945.973	11.051.801

The almost 200% increase in revenues and other income is mainly driven by eMobility GBL, which started its operations after the constitution of the JV between NHOA and Stellantis, dedicated to eMobility activities (please also refer to paragraph 1.5). Increase in Energy storage GBL and Other income also contributed significantly to total increase in revenues and other income.

Other revenues are mostly impacted by the recognition of 1,0M€ non-recurring contribution received from ENGIE Research related to the Vehicle-to-Grid (V2G) electric eMobility project inaugurated in September 2020 in the Heritage Hub within the Mirafiori FCA's premises in Turin, consisted of the installation of 32 V2G columns capable of connecting 64 vehicles, aimed at piloting the technology and managing the logistics of the storage area. ENGIE SA, through ENGIE Research department, granted a contribution of 1,0€M in order to allow the implementation of the testing project, by providing a research and development capex contribution. The Testing phase relating to the infrastructure was carried out from September 2020 until April 2021 by NHOA. The activities of NHOA SA in Drosso were closed with the end of design, procurement, manufacturing, installation of V2G charging system. Revenue is recognized as the performance obligation was met with the construction of V2G system in exchange for financial support from Engie Research.

Correspondent cost of 1,0M€ is registered in Amortization and Depreciation (please refer to paragraph 4.7).

Other revenues are also impacted by received grants in NHOA Energy from Engie Research for R&D projects of 504 k€, R&D tax credit (Industria 4.0) of 516k€ and ACE tax credit both in Nhoa Energy and Free2Move eSolutions of 150 k€ each.

REVENUES AND OTHER INCOME (INCLUDING NONRECURRING INCOME) (amounts in Euro)	31/12/2021	31/12/2020
Construction contracts	15.923.628	7.545.286
Sales of goods	13.909.102	2.369.700
Rendering of services	766.169	883.219
REVENUES	30.598.899	10.798.205
Other Income	2.347.074	253.596
TOTAL REVENUES AND OTHER INCOME (INCLUDING NON-RECURRING INCOME)	32.945.973	11.051.801

Increase in revenues from Construction contracts is mainly related to the successful developments within the Giga Storage Product Lines related to progress of construction of a 100MW/200MWh battery storage facility to be located at the Kwinana Power Station in Western Australia for the customer Synergy, the supply of two of the three battery energy storage systems proposed to ENGIE Italia in the framework of the Fast Reserve pilot project in Terna for a total of about 40MWh and the expansion of the microgrid with the addition of a new BESS to increase the reliability of the system and ensure energy supply during national grid outages in California for the customer ANZA Electric Cooperative. Completion of the construction of the Massachusetts solar plus storage project also contributed to the increase in revenues from Construction contracts.

Increase in sales of goods is mainly related to the sale of the easyWallbox product, a residential charging system for EVs, featuring Dynamic Power Management (a controlled charging mode not to exceed the home power limit).

Allocation of consolidated revenues as per single legal entity is:

REVENUES AND OTHER INCOME (INCLUDING NONRECURRING INCOME) (amounts in Euro)	31/12/2021	31/12/2020
Free2Move Solutions	14.300.393	0
NHOA Energy	11.753.911	8.332.348
NHOA Australia	3.770.184	0
NHOA S.A.	2.768.102	2.684.454
CEN	353.383	0
EPS Manufacturing	0	34.999
TOTAL REVENUES AND OTHER INCOME (INCLUDING NON-RECURRING INCOME)	32.945.973	11.051.801

Revenues and Other income given by geographical areas, categorized as per the country of origin of the clients and the geographical area of the installation, are as follows:

REVENUES AND OTHER INCOME (INCLUDING NON-RECURRING INCOME) BY CLIENT GEOGRAPHICAL AREAS (amounts in Euro)	31/12/2021	31/12/2020
EUROPE	24.392.810	8.197.056
USA	4.070.901	1.803.097
AUSTRALIA	3.770.184	0
AFRICA	424.788	942.174
ASIA PACIFIC	287.289	79.017
LATIN AMERICA	0	30.458
TOTAL REVENUES AND OTHER INCOME (INCLUDING NONRECURRING INCOME)	32.945.973	11.051.801

REVENUES AND OTHER INCOME (INCLUDING NONRECURRING INCOME) BY INSTALLATIONS GEOGRAPHICAL AREAS* (amounts in Euro)	31/12/2021	31/12/2020
EUROPE	8.466.601	2.637.856
USA	4.070.901	1.803.097
AUSTRALIA	3.770.184	0
AFRICA	424.788	704.459
ASIA PACIFIC	287.289	79.017
LATIN AMERICA	0	3.114.317
TOTAL REVENUES AND OTHER INCOME (INCLUDING NON-RECURRING INCOME)	17.019.763	8.338.746

*Excluding eMobility GBL

The amount of revenues realized by the Group in foreign currency is 5.091 k$ which corresponds to 4.305 k€ and 5.940 kAUD which corresponds to 3.747 k€.

4.2 Cost of Goods Sold

The Cost of Goods Sold as of 31 December 2021 is as follow:

COST OF GOODS SOLD (amounts in Euro)	31/12/2021	31/12/2020
Costs of goods/ Rendering of services	(25.896.295)	(7.221.152)
TOTAL COST OF GOODS SOLD	(25.896.295)	(7.221.152)

Cost of Goods Sold relates to purchases of raw materials, consumables, finished products and other costs for R&D, selling and industrial operations that the company borne for 25.896 k€ (7.221 k€ in 2020). Such costs had a significant increase in 2021 mainly related to the expansion of new born eMobility GBL - sales volumes raised from 2.7m€ in 2020 to 15.9m€ in 2021 - but a relevant contribution in terms of business volumes & related costs has also been brought from Energy Storage GBL with costs related to new Fast Reserve Italy Projects (batteries only booked for more than 6m€) and the beginning of Synergy flagship project in Australia (costs for 3.6m€).

The table below shows details of cost of goods sold by Global Business Line for the full year of 2021.

COST OF SALES BY GLOBAL BUSINESS LINE (amounts in Euro)	31/12/2021
Energy Storage	(13.585.503)
eMobility	(12.310.792)
TOTAL COST OF SALES BY GLOBAL BUSINESS LINE	(25.896.295)

4.3 Personnel costs

The following table details staff costs and their evolution over the relevant financial periods:

PERSONNEL COSTS (amounts in Euro)	31/12/2021	31/12/2020
Salaries and wages	(10.114.935)	(5.273.799)
Social contributions	(2.418.501)	(1.027.327)
Employee benefits service costs	(861.511)	(646.621)
Other Costs	(1.338.262)	(826.817)
TOTAL PERSONNEL COSTS	(14.733.210)	(7.774.563)

Total personnel costs increased by 6.959 k€, almost two times, from 7.775 k€ for the end of 2020 to 14.733 k€ for the end of 2021 which is in line with the increase in the number of employees during 2021.

The increase in Salaries and wages and Social contributions is due to the pro rata accrual of the yearly variable compensation and due to increase, almost by 75%, in the number of employees. Total employees as at 31 December 2021 are 236 (compared to 135 as at 31 December 2020).

Employee benefits increased by 215 k€ while Other costs (mainly related to employees insurance and other employee benefits costs) increased by 511 k€ compared to 2020.

The total workforce of the NHOA Group is described in the following table:

Number of FTE at period end	31/12/2021	31/12/2020
NHOA SA	1	1
EPS Manufacturing Srl	0	2
NHOA ENERGY	135	98
FREE2MOVE	86	21
NHOA AUSTRALIA	1	0
NHOA AMERICAS	2	0
ATLANTE	7	0
TOTAL FTE AT PERIOD END	232	122

The number of employees highlighted in the above-mentioned table is calculated on a “Full Time Equivalent” basis, and for 2021, differ from the total workforce at the end of the year of 236 persons mentioned in section 15.1 of URD that also includes employee with a different employment status.

4.4 Other operating expenses

The Other operating expenses amount to 4.511 k€ at the end of 2021.

The chart below shows Other operating expenses as 31 December 2021 compared with previous period.

OTHER OPERATING EXPENSES (amounts in Euro)	31/12/2021	31/12/2020
Communication	(886.926)	(570.538)
Software licenses	(873.658)	(162.637)
Legal and other consultancy costs	(639.496)	(713.114)
Maintenance	(378.832)	(405.825)
Rents	(334.638)	(117.293)
Audit services	(254.036)	(226.348)
Miscellaneous	(328.111)	(172.281)
Safety	(219.020)	(204.626)
Board compensation	(167.136)	(119.819)
Tax and administrative services	(114.227)	(132.395)
Insurance	(103.147)	(26.688)
Travel	(73.224)	(25.092)
Bank commissions	(67.652)	(49.961)
Other audit costs	(36.320)	0
Indirect taxes	(34.791)	(10.552)
TOTAL OTHER OPERATING EXPENSES	(4.511.214)	(2.937.170)

The increase of 1.574 k€ in Other Operating Expenses is mainly due to the growth of the NHOA structure necessary to support the growth of the business. This increase is mostly impacted by the increase in Software licenses, around 711 k€, due to both the expansion of the NHOA Group and carve out from ENGIE Group after which NHOA Group started to incur several IT costs on its own that before they were being incurred ENGIE. Communication costs increased by more than 316 k€ mainly due to increase in events and marketing costs. Rents costs increased significantly by 217 k€ due to increases in the number of renting cars in pool due to the increase in the number of employees who are entitled to this benefit.

4.5 Other costs for R&D, Selling and industrial operations

Industrial operations costs and Selling costs as at 31 December 2020 amount to 1.296 k€ and 247 k€ respectively, while they are zero at 31 December 2021. An amount of 434 k€ was reclassified from Other costs for R&D, Selling and industrial operations to cost of goods sold.

4.6 EBITDA (excluding Stock Option and Incentive Plans) (non-IFRS)

FY 2021 Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA") is a non-IFRS defined metrics which excludes non-recurring income-expenses and the accounting impact of stock options. The EBITDA including non-recurring income (excluding Stock Option and Incentive Plans) amounts to -12.195 k€ for the FY 2021 compared with -8.425 k€ of the FY 2020.

A decrease of 45% in EBITDA is mainly due to the accounting effect of application of IFRS 15, which request to recognize some of the margins on projects at the end of completion phase, with the effect to decrease

Gross Margin and EBITDA during first months of execution of the project. This is the case for Synergy and Fast Reserve projects that as of 31 December 2021 were at early stage of execution. In addition to that, operating expenses and personnel costs also increased as a natural effect of the investments that NHOA made in terms of people and industrial footprint to execute the 249M€ Backlog and Contracts Secured as well as to sustain the ramp-up of eMobility.

4.7 Amortization and depreciation

Amortizations correspond principally to the amortization of technical installations, equipment and electronic materials and to items of Intellectual Property of NHOA Group.

Amortization and depreciation increased significantly with respect to the previous year, with an increase of 1.563 k€ in the FY 2021. The increase in mainly due to the 1M€ amortization of the V2G project on FCA Mirafiori parking lot which was recognized consistently with the revenues recognition (please refer to paragraph 4.1). The technologies, represents the first iconic example Vehicle-to-Grid pilot project inaugurated in September 2020 at the Mirafiori Stellantis plant in Torino. This V2G project will be extended to interconnect up to 700 Fastcharging Points of Charge using an updated technology. Financial incomes from the pilot were so mainly related to the support received from Engie Research related to the R&D development and for this reason a 100% amortization was booked in 2021.

AMORTIZATION AND DEPRECIATION (amounts in Euro)	31/12/2021	31/12/2020
Amortization	(3.646.664)	(2.496.564)
Depreciation	(1.242.271)	(829.323)
TOTAL AMORTIZATION AND DEPRECIATION	(4.888.935)	(3.325.887)

4.8 Impairment and write up / down

In the FY 2021 the item amounts to 579 k€, which is related mainly to the impairment of assets and inventories as well as bad debt provision, offset by the reversal provision for onerous contract as shown in the following table:

IMPAIRMENT AND WRITE DOWN (amounts in Euro)	31/12/2021	31/12/2020
Impairment on inventory and non current assets	(628.373)	(866.572)
Bad debt provision	(217.996)	(382.471)
Provision for warranties	(106.501)	(64.386)
Future completion cost on project	(29.562)	(196.061)
Reversal provision for onerous contract	403.197	0
Provision for risks on R&D projects completion	0	0
TOTAL IMPAIRMENT AND WRITE DOWN	(579.234)	(1.509.490)

For a better presentation of 2020 impairments and write down, an amount of 260.447 € which was representing Provision for risks on R&D projects completion in 2020 was reclassified to Provision for warranties and Future completion cost on project with the amounts of 64.386 € and 196.061 € respectively.

No impairment loss was identified by the Group as of 31 December 2021 on the Goodwill (amounting to 1.569 k€) emerging from the acquisitions of NHOA Energy.

4.9 Non recurring expenses and Integration costs

NON RECURRING EXPENSES AND INTEGRATION COSTS (amounts in Euro)	31/12/2021	31/12/2020
M&A costs	(2.904.578)	(148.723)
Non recurring Legal Accounting & Certification	(523.859)	(100.492)
Non recurring market opportunity research	(390.000)	0
Non recurring Travel, Communication and Roadshow expenses	(148.408)	0
Other	(78.535)	(112.916)
Non recurring integration expenses	0	(199.124)
Origination and Development Costs	0	(8.280)
TOTAL NON RECURRING INCOME AND EXPENSES	(4.045.379)	(569.534)

This item includes expenses considered as non-recurring, such as those which are mainly related to specific phases of company growth and operations that are non recurring in kind. In precisely, M&A activities costs which includes costs related to the acquisition of ENGIE stake in NHOA by TCC as well as legal consultancy costs regarding the constitution of new subsidiaries and branches in Italy, USA and Australia. These operating expenses cannot be qualified as exceptional or extraordinary, but still they are linked to unusual and infrequent elements, for significant amounts, therefore they are presented by NHOA on a separate line, in order to facilitate the understanding of the current operating activity. Compared to FY 2020, this item increased by 3.476 k€, from 570 k€ to 4.045 k€ in FY 2021. The increase is mainly related to M&A activities and particularly to the set up of the joint venture between NHOA and Stellantis and to the activities related to the acquisition of ENGIE stake in NHOA by TCC (mostly obligatory opinion).

As mentioned above, these costs are not representative of the Group's ordinary activity although they may have occurred in the past year and they are likely to occur again in future years.

4.10 Incentive Plans

Long Term Incentives

The line refers to the accrual of Incentive Plans for employees and management. In accordance with the 2018 SARs Plan, stock options and warrants plans issued before have been replaced with Stock Appreciation Rights ("SARs"), and Additional Stock Appreciation Rights ("additional SARs"). Following this plan:

- 200.000 vested stock options granted to the CEO which were replaced by SARs;
- the unvested stock options and warrants were replaced by Transformed SARs on a one-to-one basis – different SARs matching the strike prices of the different existing

stock options or warrants are not subject to any performance conditions and are only linked to the condition of presence within the Group;

- in addition, “Additional SARs” with special characteristics, including performance conditions, linked to the achievement of revenue and EBITDA levels consistent with the 2020 Strategic Plan (the plan announced in 2017 describing NHOA development strategy and the corresponding financial objectives until 2020) and the Company's retention rates for 2018 to 2020 (the “Additional SARs”), were distributed to the CEO and other managers.

The SARs and the Additional SARs provide a vesting period and benefit from a floor price of €9.50, subsequently adjusted to €8.87. The allocation of stock appreciation rights (SARs) decided by the Board of Directors on 6 March 2018 to the benefit of the Chief Executive Officer, the Chairman of the Board of Directors and the other members of the Board of Directors, in replacement of the existing unvested stock-options or warrants is detailed in par. 15.5 of the 2017 Registration Document.

In the light of the important events that occurred during the period (please refer to paragraph 1.4), it is important to underline that by exception, the Transformed and Additional SARs follow, in all or part, a different vesting schedule in some specific circumstances. In particular, in case of occurrence of a Change of Control before 7 September 2021, the rights to exercise the Transformed SARs vest "in the context of” or “within 12 months” from the Change of Control event. In case of Additional SARs, the relevant vesting is equally accelerated by the Change of Control. In this case, each Additional SARs' beneficiary is entitled to exercise (in whole or in part) the Additional SARs (including those subject to targets). With respect to the Additional SARs subject to targets, the Good Leaver Conditions have to be met. The vesting of the Additional SARs shall be conditional upon the achievement of certain performance targets (the "Targets") as identified in the Award Letter. One of the Targets, so called "Retention Target”, results to be achieved between 116% and 120% thus Good Leaver Conditions being met on this respect.

In view of the granted SARs’ features and a settlement of the benefits that is made in cash instead of equity instruments, this plan is qualified as “cash-settled” according to IFRS 2.

In accordance with the requirements for cash-settled share-based payment transactions (IFRS 2, par. 30-33), NHOA accounted the liability to be settled in cash on the date of the plan’s modification, based on the fair value of the shares and on the services acquired at that time. Furthermore, NHOA remeasured the fair value of the liability at each reporting date since the date of settlement.

As of 31 December 2021, following the acceleration of the plan due to the Change of Control event, all SARs have been exercised and paid. Therefore, the value of the debt amounts to 0 k€ while it was 3.273 k€ as at 31 December 2020. The movements booked are the following:

- 4.771 k€ recorded in P&L, corresponding to SARs exercised during the period corresponding to all existing SARs under 2018 Sars Plan;
- 8.044 k€ paid during the period, corresponding to SARs exercised and paid during the period;

- 3.273 k€ for the reversal of the accrual as of 31 December 2020.

All SARs have been exercised and paid at the date of the publication of this document.

A summary of SARs details over the period is illustrated by the chart below:

SARs VALUE (amounts in Euro)	Additional SAR	Transformed SAR	TOTAL
Closing 31/12/2020	1.122.207	2.150.355	3.272.562
Exercised and paid as at 31/12/2021	4.857.123	3.186.694	8.043.817
Reversal of 31/12/2020 accrual	(1.122.207)	(2.150.355)	(3.272.562)
Increase in P&L 31/12/2021	3.734.916	1.036.339	4.771.255
Closing 31/12/2021	-	-	-

Long Term Retention Plan

The Long Term Retention Plan is the payment of:

- 300 k€ retention bonus to be paid at the end of 2023 if Mr Artizzu, Board Member of the Company, is still within the Company at that date.
- 1.000 k€ retention bonus to be paid at the end of 2023 if Mr. Carlalberto Guglielminotti, Chief Executive Officer of the Company, is still within the Company at that date.

  As of 31 December 2021, one-third of the long-term retention plan is accrued for an amount of 433 k€.

Summary of dilutive instruments and dilution risk

As at 31 December 2021, no dilutive risk related to Stock Options and Warrant plans arise. The Company's corporate officers, members of management and employees do not hold any shareholding in the Company's share capital and there are no outstanding securities entitling the holders of which to access the capital of the Company.

4.11 EBIT

In FY 2021 Earnings Before Interest and Taxes ("EBIT") is -26.913 k€ compared with -14.654 k€ of 2020.

This result is mainly due to a negative impact of:

Fair value of Incentive Plans of 5.204 k€

Non-recurring expenses of 4.045 k€

Inventory write-off of 303 k€

Bad debt provision of 218 k€

4.12 Net Financial Income and expenses

The item includes interests and charges on bank accounts and other financing, exchange rate differences on extra EU trades.

NET FINANCIAL INCOME AND EXPENSES (amounts in Euro)	31/12/2021	31/12/2020
Financial interest	(282.642)	(206.157)
Net exchange differences	(151.329)	147.334
Financial interest related to IFRS 16	(74.807)	(22.867)
Financial income	0	9.286
Financial expenses	0	(18.386)
TOTAL NET FINANCIAL INCOME AND EXPENSES	(508.779)	(90.790)

Financial interests linked to the other credit lines in place amount to -283 k€ while in 2020 the figure was -206 k€. At the end of 2021, the Net exchange differences worth -151 k€ compared to 147 k€ in 2020. The decrease is due to the fact that a significant part of NHOA's business in 2021 was conducted in US dollar and Australian Dollars, being exposed to foreign currencies exchange rate, conversion and transaction costs.

Financial interest related to IFRS 16 increased from -23 k€ in 2020 to -75 k€ in 2021.

4.13 Income taxes

The item includes income and deferred taxes for an amount of 12 k€ (-70 k€ for the year end of 2020).

TAXES (amounts in Euro)	31/12/2021	31/12/2020
Current taxes		
IRES	0	0
IRAP	(32.742)	(95.218)
Other income taxes	(15.776)	25.678
Deferred taxes		
IRES	60.000	0
IRAP	0	0
TOTAL INCOME TAXES	11.482	(69.540)

4.14 Net income or loss

At the end of 2021, the net loss amounts to 27.410 k€ (14.815 k€ in 2020). As of 31 December 2021, basic earnings per share is a loss equal to 1.93€.

4.15 Property, plant and equipment

Property, plant and equipment in FY 2021 is equal to 20.142 k€, with an almost eight times increase of 17.621 k€ from 2.521 k€ as of 31 December 2020.

The following table describes tangible assets by Legal Entity:

TANGIBLE ASSETS (amounts in Euro)	31/12/2021	31/12/2020
NHOA ENERGY	12.205.561	2.522.967
CEN	5.475.572	0
Free2Move eSolutions	2.349.766	0
Atlante	107.051	0
NHOA Americas	5.915	0
Purchase Price Allocation (PPA)	(1.690)	(1.690)
TOTAL TANGIBLE ASSETS	20.142.175	2.521.277

Increase in the tangible assets of NHOA Energy is due to opening of a new headquarter in Piazzale Lodi, Milan which treated as a right of use asset under IFRS 16.

The amount related to CEN is included as well after the change in consolidation perimeter as the financial statements of CEN are fully consolidated. It is a hybrid PV - ESS system plant located in the islands of Anjouan and Mohéli (Comoros Islands).

Tangible assets of Free2Move eSolutions are made of mainly the V2G Drossone plant, its headquarters in Turin, Italy which treated as a right of use asset under IFRS 16, investments in electric charging columns and not separable investments in buildings. The V2G Drossone plant at Mirafiori has a technology that enables vehicles to exchange energy with the power grid. Bidirectional technology – which both charges the car and returns power to the grid – can only work efficiently when the car and the charging infrastructure speak a common language. This V2G project will be extended to interconnect up to 700 Fastcharging Points of Charge using an updated technology.

Right after its constitution (1 October 2021), Atlante started to invest in its core business, construction of electric charging stations, in six different sites in Italy which are treated as assets under construction.

The evolution of Tangible Assets between 2020 year-end and 2021 year-end by asset category is described in the next table:

PROPERTY, PLANT AND EQUIPMENT (amounts in Euro)	Buildings	Plant, machinery and technical equipment	Office and IT equipment	Right-of-use assets	Tangible assets in progress	Other tangible assets	Total
Book Value							
At 31 December 2020	1.252.274	901.927	865.730	2.229.129	0	0	5.249.060
Accounting closing of asset fully depreciated	(12.566)	(320.998)	0	0	0	0	(333.564)
Additions	61.324	679.430	599.013	10.155.261	2.178.841	92.668	13.766.536
Assets acquired following a perimeter change	0	5.803.813	0	0	0	0	5.803.813
Adjustments and Disposals	0	0	(27.807)	(779.338)	0	0	(807.144)
At 31 December 2021	**1.301.032**	**7.064.173**	**1.436.936**	**11.605.052**	**2.178.841**	**92.668**	**23.678.701**
Depreciation and Impairment							
At 31 December 2020	(796.893)	(716.722)	(605.321)	(608.848)	0	0	(2.727.784)
Accounting closing of asset fully depreciated	12.566	320.998	0	0	0	0	333.564
Accumulated depreciation resulting from perimeter change		(176.733)	0	0	0	0	(176.733)
Depreciation and Impairment	(393.674)	(208.411)	(227.681)	(666.041)	0	(11.583)	(1.507.391)
Adjustments and Disposals	0	0	21.619	520.199	0	0	541.818
At 31 December 2021	**(1.178.001)**	**(780.868)**	**(811.383)**	**(754.690)**	**0**	**(11.583)**	**(3.536.526)**
Net Book Value							
At 31 December 2020	455.381	185.205	260.409	1.620.281	0	0	2.521.276
At 31 December 2021	**123.031**	**6.283.305**	**625.553**	**10.850.362**	**2.178.841**	**81.084**	**20.142.174**

4.16 Intangible Assets

Intangible assets in 2021 amount to 14.725 k€, compared with 9.272 k€ as at 31 December 2020.

The following table illustrates the distribution of Intangible Assets among the Legal Entities of the Group:

INTANGIBLE ASSETS (amounts in Euro)	31/12/2021	31/12/2020
NHOA ENERGY *	5.354.894	4.109.694
FREE2MOVE*	7.214.128	2.246.994
Purchase Price Allocation (PPA)	1.568.783	1.572.926
NHOA SA	575.675	1.335.277
EPS Manufacturing	11.266	7.500
TOTAL INTANGIBLE ASSETS	**14.724.745**	**9.272.391**

*In order to ensure comparability of financial statement balances, 1M€ NHOA Energy's elimination of internally generated gains on the sale of patents in FY20 were reclassified to F2M eSolutions as they were conferred to the latter.

The evolution of Intangible Assets between 2020 year-end and 2021 year-end by asset category is described in the table below:

INTANGIBLE ASSETS	Patent and Licenses with definite useful life	Software and website	Development costs	Other intangible as sets (to be amortise d)	Other intangible assets	Goodwill	Total
Book Value							
At 31 December 2020	2.535.535	1.310.747	14.006.148	1.331.166	0	1.568.783	20.752.379
Accounting closing of asset fully amortized	(1.720.115)	(154.335)	(4.688.754)	(156.689)	0	0	(6.719.893)
Additions	194.911	3.021.485	5.890.820	44.486	0	0	9.151.702
Adjustments and Disposals	0	0	(8.197)	(218.963)	0	0	(227.160)
Allocation to other assets	35.366	130.474	(165.840)	(1.000.000)	1.000.000	0	0
At 31 December 2021	1.045.697	4.308.371	15.034.177	0	1.000.000	1.568.783	22.957.028
Depreciation and Impairment							
At 31 December 2020	(2.426.063)	(708.038)	(8.014.721)	(331.166)	0	0	(11.479.988)
Accounting closing of asset fully amortized	1.720.115	154.335	4.688.754	156.689	0	0	6.719.893
Amortisation and Impairment	(77.761)	(355.030)	(2.213.874)	(44.486)	(1.000.000)	0	(3.691.150)
Adjustments and Disposals	0	0	0	218.963	0	0	218.963
At 31 December 2021	(783.708)	(908.733)	(5.539.840)	0	(1.000.000)	0	(8.232.282)
Net Book Value							
At 31 December 2020	109.473	602.708	5.991.427	1.000.000	0	1.568.783	9.272.391
At 31 December 2021	261.989	3.399.637	9.494.337	0	0	1.568.783	14.724.745

The increase in development costs for 5.891 k€ is mainly due to:

- 1.412 k€ (related to eMobility GBL) invested in Wallbox development and in other correlated projects, such as eMobility Universal Digital Platform and Product Optimization. Project Wallbox B2B development aims to develop ePro Wallbox which is realized in 2 different versions by 2 different partners: Bitron and Fimer.

ePro Bitron: It is a flexible AC charging system operating up to 22 kW in three-phase configuration. It is compatible with most of the back-end platforms available on the market. It is designed to work both as a stand-alone smart device or in a master-slave configuration. ePro Fimer: ePro wallbox is a flexible AC charging system operating up to 22 kW in three-phase or up to 7.4 kW in single-phase configuration.

Project called Metering for easyWallbox is aimed at developing easyCounter, an energy meter measuring up to 7.4 kW single-phase and collecting data relating to electricity consumption during each home charging session performed with easyWallbox.

- €1.100 k investment (related to eMobility GBL) in a group of projects dedicated to V2G – Vehicle to the Grid and EV charging systems where eFleet Family Development project is focused on V2G systems for Large Parking Areas applications supported by project ePROPHET EMS for eFleet which aims at developing PMS and EMS for V2G plants. While Public EVSE development – aimed at developing a 2x22 kW AC public EV charger, designed for B2B (semi-public) and public applications. Further projects that can be added to this group, are project - eFast – a 50 kW EV DC Fast Charger that employs Second Life (SL) EV Batteries to provide quick bursts of energy to charge the EV, without electrical infrastructure upgrades and project – ePost 2.0 Development – which aimed at developing a 2x50 kW bidirectional DC EV Supply Equipment, designed for B2B (semi -public) and Large Parking Areas applications integrating a power conversion stage, made of 2 parallel DCDCs on each 50 kW outlet, and enabling V2G applications and galvanic isolation.

- €804 k (related to Energy Storage GBL) in AI POWERED PROPHET EMS AND PMS EVOLUTION project which aims to make possible to optimally combine the energy mix of electrical, thermal and hydrogen-based assets. Predictive functionalities will boost the system performances, tackling renewable and load variations in advance. The EMS algorithm computes the optimal parameters useful for the execution of the Power Management System (PMS), maximising BESS efficiency and minimising auxiliary consumption. In addition, MODEL BASED DESIGN AND HIL project focuses on Model Based Design (MBD) which is considered the most effective method for developing and testing software regardless of its application.
- €693 k (related to Energy Storage GBL) in project C-BESS HD EVOLUTION, the new bi-directional Power Conversion System with full four quadrant operation, specifically designed for large-scale energy storage systems. Its modular design enables an excellent container integration therefore increasing the system reliability and reducing the footprint and overall costs. Moreover, the project aims to realize an optimized and containerizable PCS product solution able to respond to the requests in the market focusing not only on the development of advanced functionalities, but also on the competitiveness of the product (i.e. cost).
- €670 k (related to Energy Storage GBL) in HYESS CONTAINER HD EVOLUTION that is part of HyESS technological platform which is composed by 4 Technology Families and more than 30 products designed and developed entirely by NHOA which provides solutions to High Power and Energy Density.
- €533 k (related to Energy Storage GBL) in CUTTING-EDGE BATTERY TESTING AND INTEGRATION;
- €381 k (related to Energy Storage GBL) invested in digital platforms for data analysis and cybersecurity such as K-WIZE and Control Platform Cybersecurity Enhancement. In particular, K-WIZE Advanced Functions and Data Analysis contains several deliverables in itself. Examples of these deliverables are:
    - K-WIZE Battery Warranty Analysis Dashboard – The main objective of this project is to provide an extension of existing K-WIZE platform which will show in-depth analysis of the batteries ensuring that the manufacturer warranties are monitored for storage data;
    - Battery Data Analysis;
    - K-WIZE Battery Anomaly Detection Algorithm etc.;

- €107 k (related to Energy Storage GBL) in EBESS MMC DEVELOPMENT;
- €105 k (related to eMobility GBL) in Integration and Testing of EV Batteries - At the end of an electric vehicle's (EV) useful life, there is still residual value in its traction battery. By integrating said batteries into F2Me's products, new revenue streams can be generated. The aim of this project is to successfully repurpose used EV battery packs for stationary storage applications.
- €87 k (related to eMobility GBL) in R&D Innovation project which has a scope of collaborating with universities in research and development projects, create links with the most prestigious universities, with the aim not only of making F2M eSolutions and its proposals known but also of getting in touch with the talents of these universities, get in touch with interesting start-ups and give F2M eSolutions contribution through mentorship.

The internal development costs are 2.221 k€.

Goodwill of 1.569 k€ recognized in intangible assets is related to the acquisitions of NHOA Energy (please also refer to paragraph 4.8).

4.17 Investments in entities accounted using the equity method

From 1st July 2021 NHOA fully consolidates Comores Énergies Nouvelles in accordance with IFRS 10, whereas until that date it was consolidated using the equity method.

On 1st July 2021, the two shareholders of Comores Énergies Nouvelles signed a share transfer agreement under which Vigor transfer 11 shares to NHOA. As a result of this agreement, NHOA owns 60% of the SPV. The transfer includes all rights and obligations connected to the shares including but not limited to all rights to dividends, capital and voting rights. Following both the Bylaw and the OHADA Companies Act (to which Comoros participates), owning the 60% of voting rights, NHOA has the ability to control CEN relevant activities.

4.18 Other non-current financial assets

The amount of 16.904 k€ mainly consists of:

- 12.009 k€ of as cash collateral to guarantee securities on projects in execution, namely the engineering, procurement, construction, testing, commissioning of a 100MW/200MWh battery storage facility to be located at the Kwinana Power Station in Western Australia with Synergy;
- 4.700 k€ of receivables due from FCA Italy S.p.A. to Free2Move eSolutions (April 2021 share capital increase not yet paid) to be received in January 2023;
- 125 k€ of refundable deposits as a guarantee to the rent contract signed for the plant in Rivoli (Turin, Italy) and Cosio (Sondrio, Italy);
- 71 k€ of deposited utilities supplies.

4.19 Trade receivables

Total trade receivables increased by almost 7.273 k€ from 31 December 2021 to 31 December 2020.

TRADE AND OTHER RECEIVABLES (amounts in Euro)	31/12/2021	31/12/2020
Trade and other receivables	19.130.559	12.660.474
Bad debt provision	(217.996)	(1.021.086)
TOTAL TRADE AND OTHER RECEIVABLES	18.912.563	11.639.388

The table below provides the analysis of Trade and other receivables aging as at 31 December 2021.

AGING ANALYSIS OF TRADE AND OTHER RECEIVABLES (amounts in Euro)	TOTAL	NEITHER PAST DUE NOR IMPAIRED	<30 DAYS	30-60 DAYS	61-90 DAYS	91-120 DAYS	>120 DAYS
2021	18.912.563	16.554.404	1.159.397	176.679	19.837	3.484	998.763
2020	11.639.387	6.828.637	1.006.974	8.000	0	0	3.795.776

All trade receivables which involve a reasonable risk of non-collection have been provisioned during the period.

4.20 Contract Assets

Total contract asset increased from 1.068 k€ at 31 December 2020 to 5.716 k€ as at 31 December 2021. As of 31 December 2020, the contract assets amounted to 1.068 k€ relating to the construction of the Sol De Insurgentes solar-plus-storage project in Mexico, commissioned in the first half of 2021. As of 31 December 2021, the contract assets amount to 5.716 k€ related to:

Anza Phase 2 Project: in March 2021, ENGIE Services US requested to expand the microgrid, adding a new BESS to increase the reliability of the system and ensure energy supply during national grid outages. The completion was in Q1 2022.

Fast Reserve Project: a tender for the supply of two of the three battery energy storage systems proposed to ENGIE Italia in the framework of the Fast Reserve pilot project in Terna for a total of about 40MW. The commissioning is expected in Q4 2022.

CONTRACT ASSETS (amounts in Euro)	31/12/2021	31/12/2020
Contract Assets	5.716.324	1.068.083
TOTAL CONTRACT ASSETS	5.716.324	1.068.083

INVENTORIES (amounts in Euro)	31/12/2021	31/12/2020
Raw materials		
Gross value	2.569.437	1.600.485
Obsolescence provision	(102.179)	(693.203)
Raw materials net book value	2.467.258	907.283
Work in progress		
Gross value	160.450	712.239
Obsolescence provision	0	0
Work in progress net book value	160.450	712.239
Finished goods		
Gross value	1.055.764	393.795
Obsolescence provision	(200.839)	(24.873)
Finished goods net book value	854.925	368.922
Total inventories		
Gross value	3.785.651	2.706.519
Obsolescence provision	(303.018)	(718.076)
Total inventories net book value	3.482.633	1.988.444

4.21 Inventories

As of 31 December 2021, the inventory amounts to 3.483 k€ compared to 1.988 k€ at the end of 2020.

4.22 Other current assets and other current financial assets

For a better presentation of Other current financial assets in the table below, slightly different from last year, they are presented separately from other current assets within the table.

OTHER CURRENT ASSETS AND OTHER CURRENT FINANCIAL ASSETS (amounts in Euro)	31/12/2021	31/12/2020
VAT receivables	3.210.026	1.806.642
Tax asset "Industria 4.0"	187.189	296.455
Advances to suppliers	16.292.239	172.433
Prepaid expenses	1.915.424	83.022
Other tax assets	349.449	69.000
Other receivables	109.247	46.665
Deferred tax asset	28.136	28.136
TOTAL OTHER CURRENT ASSETS	22.091.710	2.502.353
Other current financial assets	0	467.500
Receivables due from FCA Italy S.p.A	7.600.000	0
Supplier deposits	286.950	0
TOTAL OTHER CURRENT FINANCIAL ASSETS	7.886.950	467.500
TOTAL OTHER CURRENT ASSETS AND OTHER CURRENT FINANCIAL ASSETS	29.978.660	2.969.853

The increase by 19.590 k€ in Other current assets as of 31 December 2021 compared to year-end 2020, can be explained with the increase mainly in Advances to suppliers (16.120 k€) and in Prepaid expenses (1.832 k€) related to projects that will produce their economic benefits in the future periods, in VAT receivables (1.403 k€) and in Other tax assets (280 k€). Advances to suppliers mainly include 7.713 k€ paid to suppliers of NHOA Australia for the construction of a 100MW/200MWh battery storage facility to be located at the Kwinana Power Station in Western Australia for the customer Synergy (batteries and civil works), 3.262 k€ paid to suppliers of Nhoa Energy for the purchase of batteries on projects, and 4.188 k€ paid to Société

Générale and Mediobanca for Rights Issue in NHOA S.A. as Société Générale was acting as Sole Global Coordinator and Joint Bookrunner alongside Mediobanca acting as Joint Bookrunner (please refer also to paragraph 4.23 of this document).

Other current financial assets are mainly related to receivables due from FCA Italy S.p.A to Free2Move eSolutions (April 2021 share capital increase not yet paid) for an amount of 7.600 k€ and Supplier deposits for an amount of 287 k€.

4.23 Cash and cash equivalent

Cash at banks and petty cash represent the amount held on bank balances both in Euro and in other currencies and cash deposits at leading credit institutions. The cash liquidity is mainly held in Euro currency.

The amount of cash and cash equivalent as at 31 December 2021 is 122.810 k€, compared to 3.931 k€ at the end of 2020.

The remarkable improvement of the Cash Position is due to the successful completion of 139.925 k€ capital increase with shareholders' preferential subscription rights. The Rights Issue was conducted by Société Générale acting as Sole Global Coordinator and Joint Bookrunner alongside Mediobanca acting as Joint Bookrunner.

The increase is also due to cash injections from bank loans and cash injections from minority shareholders as described in the Cash Flow Statement. A portion of the liquid assets amounting to 2.208 k€ serve as cash collateral to guarantee financings received by the Group that are included in net debt. The Group considers this cash collateral as liquid to the extent that the release of the guarantee is under its control.

4.24 Net Equity

NET EQUITY (amounts in Euro)	31/12/2021	31/12/2020
Issued capital	5.106.744	2.553.372
Share premium	180.589.499	48.147.696
Other reserves	(960.857)	(570.124)
Stock Option and Warrants plan reserve	4.969.291	4.969.291
Retained earnings	(67.066.099)	(52.139.663)
Profit (Loss) for the period	(26.709.704)	(14.814.546)
TOTAL GROUP EQUITY	95.928.874	(11.853.975)
Minority interest	19.796.730	0
TOTAL EQUITY	115.725.604	(11.853.975)

Equity at the end of December 2021 is 115.726 k€ while was -11.854 k€ on 31 December 2020. The improvement in equity is mainly due to due to success of the capital increase with shareholders' preferential subscription rights of 139.925 k€ announced on 29 November 2021. The process concluded with the issuance of 12.766.860 new shares at a price of €10,96 per share. Following the settlement delivery of the

Rights Issue, the share capital of the Company amounts to Euro 5.106.744,00 divided in 25.533.720 shares of €0,20 nominal value each.

In addition to that, on 15 January 2021, FCA Italy and NHOA announced the signing of a full set of agreements, to create a joint venture in the eMobility sector. In execution of such agreements, on 21 April 2021 FCA ITALY has subscribed the share capital in Free2Move eSolutions S.p.A for a total amount of 20.600 k€. FCA ITALY S.p.A holds 50,1% of the Share Capital of Free2Move eSolutions, while NHOA Energy holds 49,9% of the Share Capital of Free2Move eSolutions. Please also refer to paragraph 3.7 Evolution of the consolidation area.

The total number of shares at the end of period is 25.533.720, as illustrated in the table below.

NUMBER OF SHARES	31/12/2021	31/12/2020
Beginning of the period	12.766.860	12.766.860
Net Rights Issue	12.766.860	0
End of period	25.533.720	12.766.860

4.25 Severance indemnity reserve and Employees' incentive plan

The Italian Severance indemnity (TFR), calculated in accordance with IAS 19, as at 31 December 2021 amounts to 1.774 k€, while it was 1.653 k€ at the end of 2020. The decrease of 3.272 k€ is related to the fact all SARs have been exercised as of the date of the publication of this document, which resulted in the reversal of the accrual as of 31 December 2020. For a detailed description of this item please refer to paragraph 4.10. The Long-Term Retention Plan is the payment of a retention bonus of 1.300 k€ at the end of 2023. As of 31 December 2021, one-third of the long-term retention plan is accrued for an amount of 433 k€. For a detailed description of this item please refer to paragraph 4.10.

POST EMPLOYMENT BENEFIT (amounts in Euro)	31/12/2021	31/12/2020
Past Service Liability (at the end of the year)	1.774.275	1.653.386
Long term incentive	433.000	0
Non current liability related to SARs plan	0	3.272.562
Total Share Premium	2.207.275	4.925.948

The Italian Severance indemnity (TFR) in 2021 amounts to €1.774 k, while it was €1.653 k at the end of 2020.

POST EMPLOYMENT BENEFIT - TFR (amounts in Euro)	31/12/2021	31/12/2020
Past Service Liability (at the beginning of the year)	1.653.386	1.179.104
Opening Adjustment as at 01/01/2021	(6.840)	(97.325)
Current Service Cost	404.116	347.564
Interest Expense	10.266	16.846
Actuarial (Gains)/Losses recognised	(53.600)	193.087
Payments	(233.054)	14.109
Total	**1.774.275**	**1.653.386**

Key assumptions

The following assumptions have been considered in performing the actuarial calculation:

- the probability of death has been estimated according to the table RG48 of the "Ragioneria Generale dello Stato";
- the retirement age has been estimated considering the minimum requirements set by Italian laws;
- the percentage of leave for reasons different from death and retirement has been estimated on an average annual basis equal to 2,88% for Nhoa energy, 2,99% for Free2Move eSolutions and 2,58% for Atlante;
- the probability of advance payments has been fixed to 3% per year.

FINANCIAL ASSUMPTIONS	31/12/2021	31/12/2020
Annual technical discount rate		
Nhoa Energy	1,33%	0,68%
Free2Move eSolutions	1,41%	n/a
Atlante	1,53%	n/a
Annual inflation rate	2,10%	1,40%
Total annual growth in salaries and wager	2,00%	2,00%
Maximum % of TFR anticipation	70,00%	70,00%

Sensitivity analysis A sensitivity analysis has been performed based on the annual technical discount rate:

TFR - SENSITIVITY ANALYSIS (amounts in Euro)	Annual technical discount rate	Annual technical discount rate
	0,50%	-0,50%
Past service Liabilities	1.633.447	1.933.445

Expected cash flows The following table reports the expected future yearly cash flows to settle the obligation as at December 31, 2021:

TFR - EXPECTED CASH FLOWS (amounts in Euro)	Distribution
Years	
0 - 1	55.659
1 - 2	68.144
2 - 3	83.464
3 - 4	101.172
4 - 5	121.960
5 -10	1.061.173
Total	1.491.572

The Table below reports the number of total NHOA Group employees at year-end:

Headcount by function	31/12/2021	31/12/2020
Staff	50	34
Business Operation	12	15
R&D	39	23
Proposal Engineering	35	13
System Engineering	30	29
Manufacturing	23	6
Execution & PMO	46	15
Cybersecurity	1	0
Total	236	135

Distribution of employees by gender Percentage calculated based on active permanent Employees	31/12/2021	31/12/2020
Men	67,00%	73,00%
Women	33,00%	27,00%

Employees by age group	Distribution
21 to 30 years	36%
31 to 40 years	42%
41 to 50 years	15%
51 to 60 years	6%
More than age 60	1%

4.26 Non-current deferred tax liabilities

Non-current deferred tax liabilities for 16 k€ in FY 2021 (16 k€ for 31 December 2020) include deferred taxes liabilities on assets recorded for NHOA Energy Purchase Price Allocation.

4.27 Trade payables

The item refers to invoices for goods, services and utilities received by suppliers during the year, and it amounts to 25.554 k€, with an increase of 18.667 k€ compared to 6.887 k€ in 2020 year end. Such significant increase in 2021 is mainly related to the expansion of new born eMobility GBL - sales volumes raised from 2.7m€ in 2020 to 15.9m€ in 2021. Invoices to be received amount at 31 December 2021 includes also 4.512 k€ for consultancies involved in rights issue of NHOA SA.

TRADE PAYABLES (amounts in Euro)	31/12/2021	31/12/2020
Trade payables	12.539.844	3.883.482
Invoices to be received	13.014.048	3.003.786
TOTAL TRADE PAYABLES	25.553.892	6.887.268

The table below provides the analysis of Trade payables aging as at 31 December 2021.

AGING ANALYSIS OF TRADE PAYABLES (amounts in Euro)	TOTAL	NEITHER PAST DUE NOR IMPAIRED	<30 DAYS	30-60 DAYS	61-90 DAYS	91-120 DAYS	>120 DAYS
2021	25.553.892	21.090.624	3.160.210	453.464	540.207	2.813	306.575
2020	6.887.268	5.300.154	731.782	106.431	(26.479)	406.604	368.775

4.28 Other Current and Non Current Liabilities

Other non current liabilities amount to 10.258 k€ and was 1.904 k€ as at 31 December 2020. The amount is related to the long term portion of the lease liability booked under the new IFRS 16 and provision made for contracts. Almost seven times increase in Lease liabilities is mainly due to opening of a new headquarter in Piazzale Lodi, Milan of NHOA Energy which treated as a right of use asset under IFRS 16.

Other liabilities at the end 2021 are 17.682 k€ (6.505 k€ for 31 December 2020).

OTHER LIABILITIES (amounts in Euro)	31/12/2021	31/12/2020
Lease liabilities	10.087.637	1.405.989
Provision for onerous contract - non current	170.638	497.639
Total other non-current liabilities	10.258.275	1.903.628
Advances from client	11.676.272	492.713
Employee wages and salaries	3.494.276	1.812.756
Withholding taxes and social contributions	1.244.317	1.098.310
Deferred income	990.635	3.064.565
Other liabilities	276.546	21.718
Board compensations	0	15.000
Total other current liabilities	17.682.045	6.505.062
TOTAL OTHER LIABILITIES	27.940.320	8.408.690

Advance from clients amounts to 11.676 k€ against 493 k€ as at 31 December 2020. The amount includes advance payments that will produce economic benefits in future periods, mainly referred to new projects within the Energy storage GBL mainly in Taiwan.

Employees' wages and salaries amount to 3.494 k€ against 1.813 k€ as at 31 December 2020, which has increased because of a higher headcount. That amount includes vacation and MBO provisions.

The item Withholding taxes and social contributions refers to the accruals for deferred social charges to be paid for deferred employee benefits which has increased by 146 k€ compared to 31 December 2020 due to higher headcount.

Deferred income amounts to 991 k€ against 3.065 k€ as at 31 December 2020. The decrease is mainly due to the recognition in revenues of the deferred income vs ENGIE Research on the V2G project on FCA Mirafiori parking lot (1.000 k€) booked in FY2020.

4.29 Financial liabilities

Financial liabilities at the end of FY 21 are 61.288 k€, with an increase of 36.082 k€ compared with the year-end 2020. The amount is detailed as follows.

Financial liabilities as of 31/12/2021 (amounts in Euro)	Interest rate	Current liability	Non-current liability	Total
MLT credit line – SOGEN to NHOA SA	Floating rate (euribor 3m + spread 0.85%) Fixed rate (0.35%) on the unused and uncancelled amount	9.992.684	22.465.691	32.458.375
ST credit line – CITIBANK to NHOA SA	Floating rate (euribor 3m + spread 3m)	28.000.000	0	28.000.000
MLT credit line – Mediocredito Italiano to EPS Manufacturing	Floating rate (euribor 3m + spread 3.75%)	594.719	0	594.719
MLT credit line – Banca Sella to NHOA Energy	Floating rate (euribor 3m + spread 3.5%)	235.222	0	235.222
TOTAL FINANCIAL LIABILITIES		38.822.625	22.465.691	61.288.316

Variation on each item between 31 December 2020 and 31 December 2021 are detailed as follows:

Financial liabilities as of 31/12/2021 (amounts in Euro)	Short Term 2020	Long Term 2020	Cash in	Cash out	Fair Value adjustment	Accrued interests	Reclass form Long term to Short term	Short Term 2021	Long Term 2021	TOTAL
MLT credit line – SOGEN to NHOA SA	0	23.421.962	9.000.000	0	36.413		(9.992.684)	9.992.684	22.465.691	32.458.375
ST credit line – CITIBANK to NHOA SA	0	0	28.000.000	0	0	0	0	28.000.000	0	28.000.000
MLT credit line – Mediocredito Italiano to EPS Manufacturing	795.571	581.861	0	(777.777)	5.338	(10.274)	(581.861)	594.719	0	594.719
MLT credit line – Banca Sella to NHOA Energy	173.029	233.249	0	(171.237)	182		(233.249)	235.222	0	235.222
TOTAL	968.600	24.237.072	37.000.000	(949.014)	41.933	(10.274)	(10.807.794)	38.822.625	22.465.691	61.288.316

As a reminder NHOA obtained €7.5M, €15.0M and €10.0M from Société Générale in June 2019, December 2019 and December 2020 respectively in the form of three credit lines (the first two to be paid back over a 4-year revolving credit facility and the last on a 17 months revolving credit facility) in order to fund its working capital needs, R&D and capex investments. All three credit lines accrue an interest equal to Euribor 3 months plus a margin of 85 basis points, with a commitment fee equal to 35% of the margin that is calculated on the unused and uncancelled amount of the revolving credit facility for the availability period. During the FY 2021 NHOA drawdown €9.0M of the funds made available by Société Générale that leads the financial loan toward Société Générale to a total amount of €32.5 million.

Thanks to the support of TCC, NHOA has approved and secured $50.0M credit lines signed with Citibank on 23 July 2021. Citibank has the right to cancel amounts undrawn under the credit line and/or ask for repayment of any drawn amounts at any time. During the FY 2021 NHOA S.A. has drawn down €28.0M from the Citibank credit line.

Covenant

Regarding the credit lines, only information covenants are set out in the respective Facility Agreements. The table below illustrates all Group obligations:

	- **FINANCIAL COVENANTS AND OBLIGATIONS**	- **INFORMATION**
Citibank	• Immediate Demand of Payment if: **(i)** both (cumulatively) (i) the value of the consolidated assets of NHOA S.A. is less than its consolidated liabilities (taking into account contingent and prospective liabilities) and (ii) the parent support from Taiwan Cement Corp.is invalid or no longer satisfactory to the bank; **(ii)** any expropriation, attachment, sequestration, distress or execution affects any asset or assets of a member of the Group having an aggregate value of at least EUR 7,000,000 and is not discharged within 45 days; or **(iii)** an event or series of events by which Taiwan Cement Corp. through itself and/or its subsidiary(ies) (A) ceases to hold at least 50.1% of the shares or voting rights in, or interest in the share capital of NHOA S.A. or (B) ceases to have the power to elect a majority of the board of directors (or its equivalent) of NHOA S.A. or otherwise ceases to control NHOA S.A. • Bail-In action • Any other standard market conditions for unsecured financial credit lines	• There isn't a specific obligation on working capital credit line facilities.
Société Générale	• Change of control • *Pari passu* • Any other standard market conditions for secured financial credit lines	• any facts likely to diminish the value of the guarantees referred to in the article "Guarantees"; • submit to the Bank, within six months of the end of each financial year, certified copies of the annual balance sheets, profit and loss accounts and all documents required by law, together with the auditors' reports;

		• all other accounting documents required by law, all forward-looking management plans and the minutes of its ordinary and extraordinary meetings; • any facts likely to affect significantly the value of the assets, to increase significantly the volume of the commitments or to affect the ability to repay the Loan;
Banca Sella	Not Applicable	• substantial changes of the activity scope changes of the shareholders' framework
Mediocredito	• Negative pledge • *Pari passu* • Equity shown in the Consolidated Financial Statement equal to or higher than (6) six million (otherwise, the Company has to find a remedy within (30) thirty days since the communication date to the Bank)	• insolvency proceeding about any Group's entity; • dissolutions, mergers, acquisitions or founding one or more assets allocated to a particular business; • resolution or event that could create a shareholder's right to withdraw; • shareholders' exercising, if any, of their right to withdraw; • decrease of the share capital; • transfer of activity or significant modification, or transfer of the company or branch property / use; • defining act which by a third party acquires, in any way, the debt deriving from the Mediocredito loan; • changes of the end use of the goods referred to the project; • changes of the shareholders' framework have to be transmitted within 10 days. ***Before July 31st of each year***: • Legal Representative declaration attached with a copy of (i) Financial Statement with attachments and (ii) Consolidated Financial Statements with attachments, not drafted in short way.

4.30 Net financial position

As effect of the important events during the year, the Company changed the structure of the net financial position in order to better reflect the financial condition of the business. As an effect, the 2020 net financial position changed from -21.275 k€ reported in the 2020 Universal Registration Document, Annex.1, paragraph 4.30, to -20.617 k€.

A remarkable improvement of the Net Financial Position by 94.922 k€ in FY 2021 is due to the successful completion of 139.925 k€ capital increase with shareholders' preferential subscription rights.

The cash position at 31 December 2021, represented by liquid assets, amounted to 122.810 k€ compared to 3.931 k€ at the end of 2020.

NET FINANCIAL POSITION (amounts in Euro)	NOTES	31/12/2021	31/12/2020
Cash and cash equivalent	4.23	122.810.479	3.930.868
Cash at banks and petty cash		*122.810.479*	*3.930.868*
Current financial assets	4.22	7.886.950	467.500
Receivables from minority shareholders		*7.600.000*	*0*
Supplier deposits		*286.950*	*0*
Other current financial assets		*0*	*467.500*
Current financial liabilities	4.29	(38.822.625)	(968.600)
Current bank debt		*(38.822.625)*	*(968.600)*
Current portion of non-current debt		*0*	*0*
Net current financial position		**91.874.804**	**3.429.768**
Non current financial assets	4.18	4.895.529	190.346
Receivables from shareholders		*4.700.000*	*0*
Security deposits		*195.529*	*190.346*
Non current financial liabilities	4.29	(22.465.691)	(24.237.071)
Non current bank debt		*(22.465.691)*	*(24.237.072)*
Net non current financial position		**(17.570.162)**	**(24.046.725)**
NET FINANCIAL POSITION		**74.304.643**	**(20.616.957)**
NET FINANCIAL POSITION - considering Revaluation of European Investment Bank warrants liabilities (IFRS 2)		74.304.643	(20.616.957)

4.31 Related party disclosures

4.31.1 Intra-group Operations

NHOA S.A., as parent company of the NHOA Group, may, as appropriate, enter into financial transactions with the companies of NHOA Group.

On 10 December 2015, the Company granted a €1,000 k interest free line of credit facility to EPS Inc. in order to fund the start-up activities of NHOA in the United States of America. Total draw down in 2020 has been €5 k in addition to €5 done in 2019, €5 k done in 2018 and €115 k done in the previous years.

On 4 January 2016, the Company granted a debt revolving loan facility to EPS Italia S.r.l. (now NHOA Energy). The revolving facility bore interest at Euribor 3 months plus 215 bps. Total draw down as at 31 December

2020 was €13,410 k. As a reminder, in December 2020 Engie EPS transformed the non-repaid or waived portion of debt (€1.027 k) in a capital increase.

Also, on 17 June 2019 and 27 December 2019, the Company granted a debt revolving loan facility to EPS Italia S.r.l. (now NHOA Energy) respectively for €7,500 k and € 15,000 k respectively. The revolving facility bore interest at Euribor 3 months plus respectively 101.5 bps and 99 bps. If Euribor is less than zero, that rate shall be deemed to be zero. As at 31 December 2020, the €7,500 k was completely drowned. Total draw down for the second line in 2020 has been €8,490 k. As a reminder, in December 2020, NHOA Energy transformed part of the existing debt (€13.740 k) in a capital increase. Total draw down for the second line in 2021 has been €9,450 k. In August 2021, NHOA S.A. transformed the existing debt (€9,450 k) in a capital increase.

In 2016, the companies of the NHOA Group entered into a cost sharing agreement based on a direct splitting of costs related to support functions. The reallocation of costs resulting from the transfer pricing policy was made in compliance with market conditions and French and Italian regulations. The corporate functions assigned to the benefit of the various companies of the NHOA Group (Business Development, Business Intelligence, Administration & Finance, Communication, Legal, Compliance and HR) are assigned to specific cost centres and can be supported by NHOA S.A. or by its subsidiaries. In the latter case, the share of the support functions supported by the subsidiaries is first billed back to NHOA without any margin and allocated to the specific cost centres to be included in the total cost of the common functions.

The total cost of the shared functions is then distributed among the companies of the NHOA Group according to consistent and homogeneous criteria, at market conditions. The allocation criteria chosen are objective and measurable. Allocation keys are applied consistently to all entities and allow correlation of allocated costs and revenues. In compliance with the French and Italian tax regulations, as well as the arm's length principle, NHOA re-invoices the expenses of the common functions to the companies of the NHOA Group by applying a margin of 5%.

On 16 April 2020, in the context of the research project studying the V2G technology within the parking lot area named “Drosso” located at FCA’s plant in Turin (“Drosso Project”), the Company and NHOA Energy entered into a framework agreement for the provision of engineering and project management services for the realization of the V2G System at the rates agreed under such framework agreement. The contract price is €1,034 k.

On 6 December 2021, NHOA Energy granted a debt loan facility to NHOA Australia for AUD$3,000 k. As at 31 December 2021, the AUD$2.263 k was drowned.

On 27 December 2021, the Company granted a debt loan facility to NHOA Energy for €12,000 k. As at 31 December 2021, the €11,000 k was drowned.

On 27 December 2021, the Company granted a debt loan facility to NHOA Australia for AUD$13,000 k. As at 31 December 2021, the AUD$12,704 k was drowned.

4.31.2 Significant agreements concluded with related parties

NHOA S.A. associated parties to notably include the shareholders of the Company, its consolidated and unconsolidated subsidiaries, companies under joint control, associated companies and the entities over which the various directors of the NHOA Group exercise at least a notable influence.

Also, Mr. Carlalberto Guglielminotti (CEO and Board member) signed an employment contract with ENGIE EPS Italia S.r.l. (now NHOA Energy) on 26 June 2018 and Mr. Giuseppe Artizzu (Board member of NHOA S.A. and NHOA Energy and head of the energy Storage GBL) signed a directorship agreement with ENGIE EPS Italia S.r.l. (now NHOA Energy) on 14 March 2017.

Quantitative data specifying the relations with these related parties appear in paragraph 4.31 of the Consolidated Financial Statements of NHOA Group and are presented in chapter 18 “Financial information concerning the NHOA Group’s assets, financial situation and results” of this 2021 Universal Registration Document.

The principal operations with associated parties are, except for the agreements with TCC and its subsidiaries indicated below, with entities of the ENGIE group, which was until 20 July 2021, the controlling shareholder of the Company:

Agreement with ENGIE

On 21 October 2020, NHOA S.A.) and ENGIE S.A. entered into the so-called V2G Drosso Agreement. In the context of the Drosso Project, ENGIE formalised its intention to support NHOA S.A with a research and development capex contribution of €1,000 k and, on the other hand, NHOA S.A agreed to share with ENGIE any results and know-how generated in the framework of the Drosso Project tests. In 2021 the revenue of € 1,000 k was recognized as the performance obligation was met with the construction of V2G system in exchange for financial support from Engie Research. This agreement has been transferred to EPS E-Mobility (now F2MeSolutions) on 19 April 2021.

Agreement with ENGIE Italia S.p.A. (a company belonging to the ENGIE Group)

On 31 March 2020, NHOA Energy and ENGIE Italia S.p.A. entered into a secondment agreement concerning the temporary assignment of ENGIE Italia S.p.A.'s employee, Mr. Christian Crepaldi to NHOA Energy where he is to provide support to the e-Mobility business. The parties agreed on a 75% partial secondment with effect from 1 January 2020 to 31 December 2021. On 1 August 2020, Mr. Crepaldi was formally employed by NHOA Energy. The employment contract of Mr. Crepaldi expired on 2 July 2021.

On 24 April 2020, NHOA Energy and ENGIE Italia S.p.A. entered into a secondment agreement concerning the temporary assignment of ENGIE Italia S.p.A.'s employee, Mr. Davide Conti to EPS Italia S.r.l. where he is to provide support to the development of DERMS projects (Distributed Energy Resources Management Systems). The parties agreed on a 40% partial secondment with effect from 1 January 2020 to 31 December 2020. On 1 January 2021, Mr. Conti was formally employed by F2MeS.

On 25 February 2021 NHOA Energy and ENGIE Italia S.p.A retroactively entered a contract for the provision of transfer pricing for the period 1 January 2020 to 31 December 2020, for an amount of € 22.7 k.

Agreement with ENGIE Servicios Energéticos S.A. (a company belonging to the ENGIE Group)

On 18 December 2020, F2MeS and ENGIE Servicios Energéticos S.A. entered into the so-called easyWallbox Call Center Service Agreement for the provision of certain call center services to be provided for the support of FCA's final customers purchasing e-Mobility products in Spain.

On 23 December 2020, F2MeS and ENGIE Servicios Energéticos S.A. entered into a partnership agreement aimed at regulating the provision of certain installation services to be provided by ENGIE Servicios Energéticos S.A. for the support of FCA.'s final customers purchasing e-Mobility products in Spain.

Agreement with Fabricom Electrical-PVV Ltd (a company belonging to the ENGIE Group)

On 22 December 2020, F2MeS and Fabricom Electrical-PVV Ltd entered into the so-called easyWallbox Call Center Service Agreement for the provision of certain call center services to be provided for the support of FCA's final customers purchasing e-Mobility products in Hungary.

On 17 December 2020, F2MeS and Fabricom Electrical-PVV Ltd entered into a partnership agreement aimed at regulating the provision of certain installation services to be provided by Fabricom Electrical-PVV Ltd for the support of FCA's final customers purchasing e-Mobility products in Hungary.

Agreement with ENGIE Hellas S.A. (a company belonging to the ENGIE Group)

On 9 December 2020, F2MeS and ENGIE Hellas S.A. entered into the so-called easyWallbox Call Center Service Agreement for the provision of certain call center services to be provided for the support of FCA's final customers purchasing e-Mobility products in Greece.

Agreement with Engie Rinnovabili S.p.A. (a company belonging to the ENGIE Group)

On 31 March 2021 NHOA Energy signed a contract with Engie Rinnovabili S.p.A. for the engineering, procurement, installation and 15-year maintenance of an energy storage system to be located at Salemi (Trapani), Italy, for an amount of €4,240 k. The amount of the annual maintenance fee is €28,9 k.

Agreement with Engie Servizi S.p.A. (a company belonging to the ENGIE Group)

On 31 March 2021 NHOA Energy signed a contract with Engie Servizi S.p.A. for the engineering, procurement, installation and 15-year maintenance of an energy storage system to be located at Nera Montoro, Italy, for an amount of €7,701 k. The amount of the annual maintenance fee is €39,2 k.

Agreement with ENGIE SOLAR S.a.S. (a company belonging to the ENGIE Group)

ENGIE SOLAR S.a.S. has been selected to perform engineering, procurement, and installation services in relation to the delivery of a BESS (with stockage capacity of 5.4 MW/3.17 MWh) and of its associated facilities in the Municipality of Comadù (Mexico) ("Sol de Insurgentes Project"). On 20 December 2019, ENGIE SOLAR S.a.S. entered into a Power Island Supply Agreement with NHOA Energy in order to subcontract part of the works. The contract price is equal to USD 17,303 k. At the date of this 2021 Universal Registration Document the project has been completed and all receivables have been paid by the client.

Agreement with SOLAIREDIRECT GLOBAL OPERATIONS S.A. (a company belonging to the ENGIE Group)

In relation to the Sol De Insurgentes Projects described above, on 27 November 2019, NHOA Energy entered into a procurement contract with Solairedirect Global Operations S.A. for the purchase of some critical equipment and materials instrumental to the delivery of a battery energy storage system (with stockage capacity of 5.4 MW/3.17 MWh) and its associated facilities to be installed in the Municipality of Comadù (Mexico). The contract fixed price is equal to USD 13,547 k.

Agreement with ENGIE PRODUZIONE (a company belonging to the ENGIE Group)

On 31 December 2019, NHOA Energy, acting as contractor for the engineering, supply and installation of an energy storage system with stockage capacity of 7.2 MW/5.08 MWh and related services entered into an agreement with ENGIE PRODUZIONE S.p.A ("Leini Project"). The contract price is equal to €2,643 k.

Agreement with ENGIE Lab Singapore (a company belonging to the ENGIE Group)

On 21 September 2017, NHOA Energy entered into an agreement with ENGIE Lab Singapore for the supply of a P2P hydrogen system (its articles, materials, equipment, design and drawings, data and other materials) on the island of Semakau (Singapore). The contract fixed price is €663 k.

Agreement with Comores Energies Nouvelles S.A.R.L. (a company belonging to the NHOA Group at 60%)

On 16 November 2018, NHOA Energy entered as contractor into an EPC Agreement with Comores Energies Nouvelles S.A.R.L., for the development of a solar power plant and its BESS located on the island of Njouan, in the municipality of Lingoni (Comoros). NHOA Energy's scope of work consisted, among others, in the performance of engineering and design services as well as the procurement of material and equipment. The contract fixed price is € 5,572 k.

Agreement with ENGIE EEC (a company belonging to the ENGIE Group)

Engie EEC, as electricity grid operator on Lifou island (New Caledonia), entered into agreements with local government to install and operate an Energy Storage System (ESS) in the framework of the Renewable Energy strategy "Lifou 100% in 2020". On 5 December 2018, NHOA Energy entered into an agreement as a contractor for the engineering, procurement and construction of 4.8 MW / 5.06 MWh BESS. The contract fixed price is €2,478 k.

Agreement with ENGIE GAS Chile S.p.A. (a company belonging to the ENGIE Group):

On 5 May 2021, with the objective of expanding its hydrogen-based solutions portfolio as system integrator, NHOA Energy entered into an agreement with ENGIE GAS Chile S.p.A. laying down the contractual terms regulating the design, fabrication, assembly, inspection, testing, installation, transportation, erection and start-up of a complete hydrogen supply solution, the " Lot A-H2 generation skid package " and associated equipment to be ultimately delivered by ENGIE GAS Chile S.p.A. to Walmart Chile S.A., its final client. The abovementioned hydrogen supply solution shall be integrated within the context of a refuelling station for forklifts part of Walmart's distribution centre located in the borough of Quilicura, Santiago, Chile. The contract price is approximately $ 1.5 million.

On 6 August 2021, NHOA Energy and ENGIE GAS Chile S.p.A. entered into a Service Agreement for the supply by the former to the latter of certain maintenance services related to the "Lot A-H2 generation skid package" and associated equipment. The service agreement contract price is included in the quotation for the abovementioned supply agreement concluded between EPS Italia S.r.l. and ENGIE GAS Chile S.p.A.

Agreement with TCC

On 25 May 2021, NHOA Energy and TCC entered into a contract for the supply of a battery storage system 10.8 MVA/10.5 MWh + EV charging systems in Hoping Plant, Taiwan, for an amount of USD 5,000k.

Agreement with TCC LIEN-HSIN Green Energy

On 22 October 2021, TCC LIEN-HSIN Green Energy (a TCC subsidiary) issued a purchase order for NHOA Energy for the supply of a Battery Energy Storage System (BESS) of 115.2 MVA / 250 MWh useful capacity and 311.4 MWh installed capacity to be built at TCC's facility in HoPing, Taiwan. The amount of the purchase order is 93,205,000 USD.

Agreement with TCC Energy Storage Technology Corporation

On 14 October, 2021, TCC Energy Storage Technology Corporation (a TCC subsidiary) issued a purchase order for NHOA Energy for the supply of a Battery Energy Storage System (BESS) of 43.2 MVA / 87.5 MWh useful capacity and 107.3 MWh installed capacity to be built at TCC's facility in SuAo, Taiwan. The amount of the purchase order is USD 29,415,000.

Agreement with F2MeS**, NHOA Energy and FCA**

On 15 October, 2021, F2MeS, NHOA Energy and FCA Italy SpA signed a binding memorandum of understanding by means of which agreed on key terms, conditions and objectives of the Atlante Project to be reflected into a definitive cooperation agreement as well as the consequent amendments to be made to the Investment and Shareholders' Agreement executed between NHOA Energy NHOA S.A. and FCA Italy S.p.A. on 15 January 2021 relating to the set-up of F2MeS.

4.32 Loan commitments and guarantees and off-balance sheet commitments

The amount of off-balance sheet commitment concerning the Group is equal to 16.496 k€ and refers to guarantees emitted on behalf of customers.

4.33 Subsequent events

- **Sonae Sierra and Atlante team up for sustainable mobility:** on 11 January 2022 Sonae Sierra and Atlante announced the signing of the first contract for the electrification of Sonae Sierra's assets in Italy. The agreement between Atlante and Sonae Sierra involves the installation of a first fastcharging station for electric vehicles at Biella's Gli Orsi shopping center open to both customers and public. At the same time, detailed assessments continue for the construction of a second charging station at the shopping center Le Terrazze in La Spezia.

- **New milestones for NHOA in the US with Kearsarge Energy:** on 17 February 2022, NHOA announced the successful commissioning of a new storage system in the US. The project, awarded in December 2020, involved the supply of a 10MWh energy storage system in Massachusetts to Kearsarge Energy, part of a Solar plus Storage plant in the town of Bellingham. Based on NHOA's proprietary design, the plant successfully completed the UL 9540 system certification and it is now online to provide the New England Independent System Operator (ISO New England) with competitive and fully-dispatchable solar energy, while also supporting and stabilizing the local grid. Further to the commissioning of the Bellingham plant, Kearsarge Energy awarded NHOA the deployment of two further systems for an aggregate capacity of 12MWh.
- **Atlante Iberia S.L.**: on 24 February 2022, Atlante Iberia SL was incorporated in Barcelona, Spain. Atlante Iberia is a limited liability company, fully owned by Atlante Srl.
- **Atlante France SAS**: on 17 March 2022, Atlante France was incorporated in Paris, France. Atlante France is a French *société par actions simplifiée*, fully owned by Atlante Srl.
- **Change in shareholding**: between 01 January 2022 and the date of publication of this document, the Company was notified of the following crossing of legal threshold filed with the AMF:
    - on 3 March 2022, Covalis Capital LLP notified the AMF having crossed downward the 5% threshold of capital and voting rights due to new acquisitions of shares. Since 28 February 2022, the Covalis Capital LLP owns 5.002% of Company's share capital and voting rights.

Ukraine Crisis Information

As of 24 February 2022, the geopolitical crisis in Eastern Europe has intensified, with the Russian invasion of Ukraine. The war between the two countries continues to evolve as military activity proceeds and further sanctions are imposed with an immediate reflection in human terms for the populations involved and, increasingly, also on economic and global financial markets, including issues such as rising inflation and disruption to the global supply chain.

In this context, NHOA, while not having direct operations in the affected countries, has carefully considered potential indirect risks, including:

- Disruption or criticality in the supply chain;

- Volatility in commodity and currency prices;

- Disruptions in banking systems and capital markets;

- Cyber attacks.

While NHOA has no direct exposure to Ukraine or Russia, it could potentially be affected by the general economic uncertainty and negative impacts on the global economy and major financial markets resulting from the war.

No other subsequent events were recorded at the time of publication of this document.

4.34 Board compensation

The board compensation is determined by the Annual General Shareholdings' Meeting. It is paid on a current basis and no indemnity leave or share based compensations were agreed on the past.

As in previous years the Chief Executive Officer and the Executive Directors compensation is not included in Other Operating Expenses, but it has been reclassified in the item Personnel costs, because both Directors played a full operative role in the business and corporate strategy of the NHOA Group.

However, for sake of clarity, the board compensation outlined in this section includes the cost for the Board and the salary of the Chief Executive Officer and the Executive Directors.

The table below presents a summary of the remuneration due by NHOA to the Board of Directors in charge on 2021 and the compensation due by NHOA to the Executive Directors:

BoD AND EXECUTIVE DIRECTORS REMUNERATION AND BENEFITS (amounts in Euro)	31/12/2021	31/12/2020
Fixed compensation	500.000	195.000
Variable compensation	544.000	132.500
Compensation as board member	142.479	259.819
Benefits in kind	56.338	47.005
TOTAL BoD AND EXECUTIVE DIRECTORS REMUNERATION AND BENEFITS	1.242.817	634.324

4.35 Statutory's auditors compensation

Pursuant to Article 222-8 of the General Regulations of the French Financial Markets Authority (AMF), the following table presents information on the fees paid by NHOA Group and its subsidiaries to each of the auditors in charge of auditing the annual and consolidated financial statements:

Deloitte	Amount (in €) taxes excluded		%	
	2021	2020	2021	2020
Audit				
Audit of the accounts, certification, review of the annual financial statements and annual consolidated financial statements				
NHOA SA	108.000	110.000	22%	73%
Integrated subsidiaries	73.000	40.000	15%	27%
Other services directly related to the audit mission				
NHOA SA	0	0	0%	0%
Integrated subsidiaries	0	0	0%	0%
Sub-total	181.000	150.000	36%	100%
Other services provided by the networks to the integrated subsidiaries				
Legal, tax, employment matters	0	0	0%	0%
Others [1]	316.840	0	64%	0%
Sub-total	316.840	0	64%	0%
TOTAL	**497.840**	**150.000**	**100%**	**100%**

[1] *Audit fees related to the JV and Right Issue process*

RBB Business Advisors	Amount (in €) taxes excluded		%	
	2021	2020	2021	2020
Audit				
Audit of the accounts, certification, review of the annual financial statements and annual consolidated financial statements				
NHOA SA	45.000	52.250	30%	100%
Integrated subsidiaries	0	0	0%	0%
Other services directly related to the audit mission				
NHOA SA	0	0	0%	0%
Integrated subsidiaries	0	0	0%	0%
Sub-total	45.000	52.250	30%	100%
Other services provided by the networks to the integrated subsidiaries				
Legal, tax, employment matters	0	0	0%	0%
Others	104.230	0	70%	0%
Sub-total	104.230	0	70%	0%
TOTAL	**149.230**	**52.250**	**100%**	**100%**

[1] *Audit fees related to Right Issue process*

4.36 Risks associated with foreign exchange rate

NHOA expects to be increasingly exposed to the euro-US dollar exchange rate risk. The Consolidated Financial Statements of the NHOA Group are prepared in Euros and, historically, NHOA has conducted its business in Euros. However, a modest part of NHOA's business in 2021 was conducted in US dollar (around 13% of total revenues) and Australian dollars (around 11% of total revenues). In the future, NHOA could sign contracts whose main currency is the US dollar, Australian dollars or other currencies and which might represent a significant part of its business. Also, a significant part of NHOA's purchases (13% on 2021) are done in US dollars (e.g. batteries) and in Australian dollars (13% on 2021).

Therefore, NHOA is exposed to the foreign currencies exchange rate, conversion and transaction cost risks. The risk associated with currency fluctuations may materialise during the conversion into Euros of the value of assets and liabilities not denominated in Euros. To the extent that the exchange rates of these currencies are exposed to fluctuations, they could affect the Consolidated Financial Statements of NHOA, which could also have a significant effect on NHOA's financial position and its results, as represented in NHOA's accounts. The risk related to foreign exchange rate variations may occur due to the difference in exchange rates between the closing date of the commercial transaction and the date of settlement.

Currently, NHOA's exposure to foreign currency risk is not financially hedged and the finance department monitors the foreign currency risk and manages it mainly through commercial and contractual arrangements.

In the future, management expectations are that an increasing number of contracts will be denominated in currencies different from the Euro, especially in US dollars and in Australian dollars. As a matter of fact, almost 77% of the Pipeline as at 31 December 2021 is outside of the Euro zone and would potentially result in contracts originally denominated in US dollars or other currencies. NHOA considers that this risk will increase as it expands internationally.

5 Certification by the person responsible

I hereby declare that, to the best of my knowledge, the condensed financial statements for the year ended December 31, 2021 have been prepared in accordance with applicable accounting standards and give a true and fair view of the assets, financial position and the profit of the Company and the entities included in the scope of consolidation of the Group and that the first half management report includes a faithful representation of the major events which occurred during the first six months of the fiscal year, their impact on the financial statements, and the main related-party transactions, as well as a description of the major risks and uncertainties for the remaining six months of the fiscal year.

Paris, 24 March 2022

Carlalberto Guglielminotti

Chief Executive Officer

NHOA

Société anonyme
28 RUE DE LONDRES,

PARIS 75009,

FRANCE

Statutory Auditors' report
on the consolidated financial statements

For the year ended December 31, 2021

RBB Business advisors

133 bis, rue de l'Université

75007 Paris

Commissaire aux Comptes Membre de la compagnie régionale de Paris

Deloitte & Associés

6, place de la Pyramide

92908 Paris-La Défense Cedex

S.A.S. au capital de 2 188 160 €

572 028 041 RCS Nanterre

Société de Commissariat aux Comptes inscrite à la Compagnie Régionale de Versailles et du Centre

NHOA

Société anonyme
28 RUE DE LONDRES,

PARIS 75009,

FRANCE

Statutory Auditors' report on the consolidated financial statements

For the year ended December 31, 2021

This is a free translation into English of the statutory auditors' report on the consolidated financial statements of the Company issued in French and it is provided solely for the convenience of English speaking users.
This statutory auditors' report includes information required by European regulation and French law, such as information about the appointment of the statutory auditors or verification of the information concerning the Group presented in the management report.
This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Nhoa Shareholders' Meeting,

Opinion

In compliance with the engagement entrusted to us by your Shareholders' Meetings, we have audited the accompanying consolidated financial statements of Nhoa for the year ended December 31,2021.

In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position of the Group as at December 31, 2021 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

The audit opinion expressed above is consistent with our report to the Audit Committee.

Basis for Opinion

Audit Framework

We conducted our audit in accordance with professional standards applicable in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the "Statutory Auditors' Responsibilities for the Audit of the Consolidated Financial Statements" section of our report.

Independence

We conducted our audit engagement in compliance with independence requirements of the French Commercial Code (*code de commerce*) and the French Code of Ethics (*code de déontologie*) for statutory auditors, for the period from January 1, 2021 to the date of our report, and specifically we did not provide any prohibited services referred to in Article 5(1) of Regulation (EU) No 537/2014.

Justification of Assessments - Key Audit Matters

Due to the global crisis related to the Covid-19 pandemic, the financial statements of this period have been prepared and audited under specific conditions. Indeed, this crisis and the exceptional measures taken in the context of the state of sanitary emergency have had numerous consequences for companies, particularly on their operations and their financing, and have led to greater uncertainties on their future prospects. Those measures, such as travel restrictions and remote working, have also had an impact on the companies' internal organization and the performance of the audits.

It is in this complex and evolving context that, in accordance with the requirements of Articles L. 823-9 and R. 823-7 of the French Commercial Code (*code de commerce*) relating to the justification of our assessments, we inform you of the key audit matters relating to risks of material misstatement that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period, as well as how we addressed those risks.

These matters were addressed in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on specific items of the consolidated financial statements.

Revenue recognition on fixed-price long-term service contracts
(Note 4.1 "Revenue recognition" to the 2021 consolidated financial statements).

Risk identified
Company revenue totaled €30.6 million, including €15.9 million recognized on a percentage completion basis. Revenue is recognized on a percentage completion basis when the criteria set out in IFRS 15 are met. Revenue on these service contracts is recognized on a percentage completion basis according to costs

incurred compared to budget. Revenue recognized on a percentage completion basis is mainly carried by Nhoa Energy for €11.8 million and Nhoa Australia for €3.8 million.

We considered revenue recognition on a percentage completion basis to be a key audit matter as the estimated costs on these contracts are founded on operating assumptions and budget monitoring performed by management and these estimates have a direct impact on the amount of revenue recognized in the consolidated financial statements.

Our response
We familiarized ourselves with the controls designed and applied by Nhoa Energy and Nhoa Australia to measure the percentage completion of contracts.
We conducted the following procedures:

- Analyzed the main contracts of the period and the accounting treatment adopted by Nhoa Energy and Nhoa Australia as of December 31, 2021 with respect to contractual provisions and our understanding of the services rendered;
- Familiarized ourselves with the process for estimating costs incurred on contracts reviewed compared with estimated costs;
- Substantiated the analysis of contracts reviewed with estimated costs and the review performed by the management of Nhoa Energy and Nhoa Australia;
- For Nhoa Energy, based on a selected sample of contracts, we verified the correct application of the revenue measurement and recognition process and confirmed the existence of costs incurred at the reporting date;
- Controlled the arithmetical accuracy of the percentage completion adopted to determine revenue recognition, based on the ratio of costs incurred to total budgeted costs for each project selected.
- Analyzed the margin for each contract tested and verified the budget assumptions adopted by management to ensure the relevance of total budgeted costs and losses to completion identified on onerous contracts with respect to outstanding work on the projects.

Finally, we assessed the appropriateness of revenue recognition disclosures in the consolidated financial statements.

Recognition of assets in respect of developments
(Note 4.16 "Intangible assets" to the 2021 consolidated financial statements)

Risk identified
As of December 31, 2021, intangible assets in respect of developments recognized in the Nhoa group balance sheet had a net carrying amount of €9.5 million carried by Nhoa Energy for €5.1 million and FreeToMove eSolutions for €4.4 million.
As indicated in the notes to the consolidated financial statements, the Nhoa group capitalizes development costs where they strictly meet the capitalization criteria defined in IAS 38 and it is probable that the developed project will generate future economic benefits.
The capitalization of development costs is considered a key audit matter due to the judgment exercised by Management to assess:

- compliance with all the conditions necessary for the capitalization of the corresponding costs;
- the valuation of costs likely to be capitalized in respect of project development phases once annually.

Our response
Our procedures consisted in:

- Familiarizing ourselves with the controls designed and applied by Nhoa Energy and FreeToMove eSolutions to measure development costs that may be capitalized;

- Familiarizing ourselves with the process to identify projects under development;
- Verifying that project capitalization conditions complying with accounting standards are met;
- Examining estimated development costs incurred under eligible projects;
- Verifying the technical feasibility necessary to project completion through meetings with project managers;
- Verifying the intention of Nhoa Energy and FreeToMove eSolutions to complete and sell the intangible asset;
- Verifying the availability of appropriate resources (technical, financial and other) to complete the development and use or sell the asset;
- Examining the amortization method adopted and conducting arithmetical checks.

Specific verifications

We have also performed, in accordance with professional standards applicable in France, the specific verifications required by laws and regulations of the information pertaining to the Group presented in the Board of Directors' management report.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements.

Other Legal and Regulatory Verifications or Information

Format of presentation of the consolidated financial statements intended to be included in the annual financial report

We have also verified, in accordance with the professional standard applicable in France relating to the procedures performed by the statutory auditor relating to the annual and consolidated financial statements presented in the European single electronic format, that the presentation of the consolidated financial statements intended to be included in the annual financial report mentioned in Article L. 451-1-2, I of the French Monetary and Financial Code (*code monétaire et financier*), prepared under the responsibility of the Chairman and Chief Executive Officer, complies with the single electronic format defined in the European Delegated Regulation No 2019/815 of December 17, 2018. As it relates to consolidated financial statements, our work includes verifying that the tagging of these consolidated financial statements complies with the format defined in the above delegated regulation.

Based on the work we have performed, we conclude that the presentation of the consolidated financial statements intended to be included in the annual financial report complies, in all material respects, with the European single electronic format.

We have no responsibility to verify that the consolidated financial statements that will ultimately be included by your company in the annual financial report filed with the AMF are in agreement with those on which we have performed our work.

Appointment of the Statutory Auditors

We were appointed as statutory auditors of Nhoa by the Shareholders' Meeting held on March 6, 2015 for RBB Business advisors and on July 1, 2020 for Deloitte & Associés.

As of December 31, 2021, Deloitte & Associés and RBB Business advisors were in the 2nd and 7th year of total uninterrupted engagement.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless it is expected to liquidate the Company or to cease operations.

The Audit Committee is responsible for monitoring the financial reporting process and the effectiveness of internal control and risk management systems and, where applicable, its internal audit, regarding the accounting and financial reporting procedures.

The consolidated financial statements were approved by the Board of Directors.

Statutory Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Objectives and audit approach

Our role is to issue a report on the consolidated financial statements. Our objective is to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As specified in Article L. 823-10-1 of the French Commercial Code (*code de commerce*), our statutory audit does not include assurance on the viability of the Company or the quality of management of the affairs of the Company.
As part of an audit conducted in accordance with professional standards applicable in France, the statutory auditor exercises professional judgment throughout the audit and furthermore:

- Identifies and assesses the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, designs and performs audit procedures responsive to those risks, and obtains audit evidence considered to be sufficient and appropriate to provide a basis for his opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtains an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control;

- Evaluates the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management in the consolidated financial statements;

- Assesses the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. This assessment is based on the audit evidence obtained up to the date of his audit report. However, future events or conditions may cause the Company to cease to continue as a going concern. If the statutory auditor concludes that a material uncertainty exists, there is a requirement to draw attention in the audit report to the related disclosures in the consolidated financial statements or, if such disclosures are not provided or inadequate, to modify the opinion expressed therein;

- Evaluates the overall presentation of the consolidated financial statements and assesses whether these statements represent the underlying transactions and events in a manner that achieves fair presentation;

- Obtains sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. The statutory auditor is responsible for the direction, supervision and performance of the audit of the consolidated financial statements and for the opinion expressed on these consolidated financial statements.

Report to the Audit Committee

We submit a report to the Audit Committee which includes in particular a description of the scope of the audit and the audit program implemented, as well as the results of our audit. We also report, if any, significant deficiencies in internal control regarding the accounting and financial reporting procedures that we have identified.

Our report to the Audit Committee includes the risks of material misstatement that, in our professional judgment, were of most significance in the audit of the consolidated financial statements of the current period and which are therefore the key audit matters that we are required to describe in this report.

We also provide the Audit Committee with the declaration referred to in Article 6 of Regulation (EU) no. 537-2014, confirming our independence pursuant to the rules applicable in France as defined in particular by Articles L.822-10 to L.822-14 of the French Commercial Code and in the French Code of ethics for statutory auditors. Where appropriate, we discuss with the Audit Committee the risks that may reasonably be thought to bear on our independence, and the related safeguards.

Paris and Paris – La Défense, March 31, 2022
The Statutory Auditors

Deloitte & Associés	RBB Business advisors
Benjamin HADDAD	Jean-Baptiste BONNEFOUX