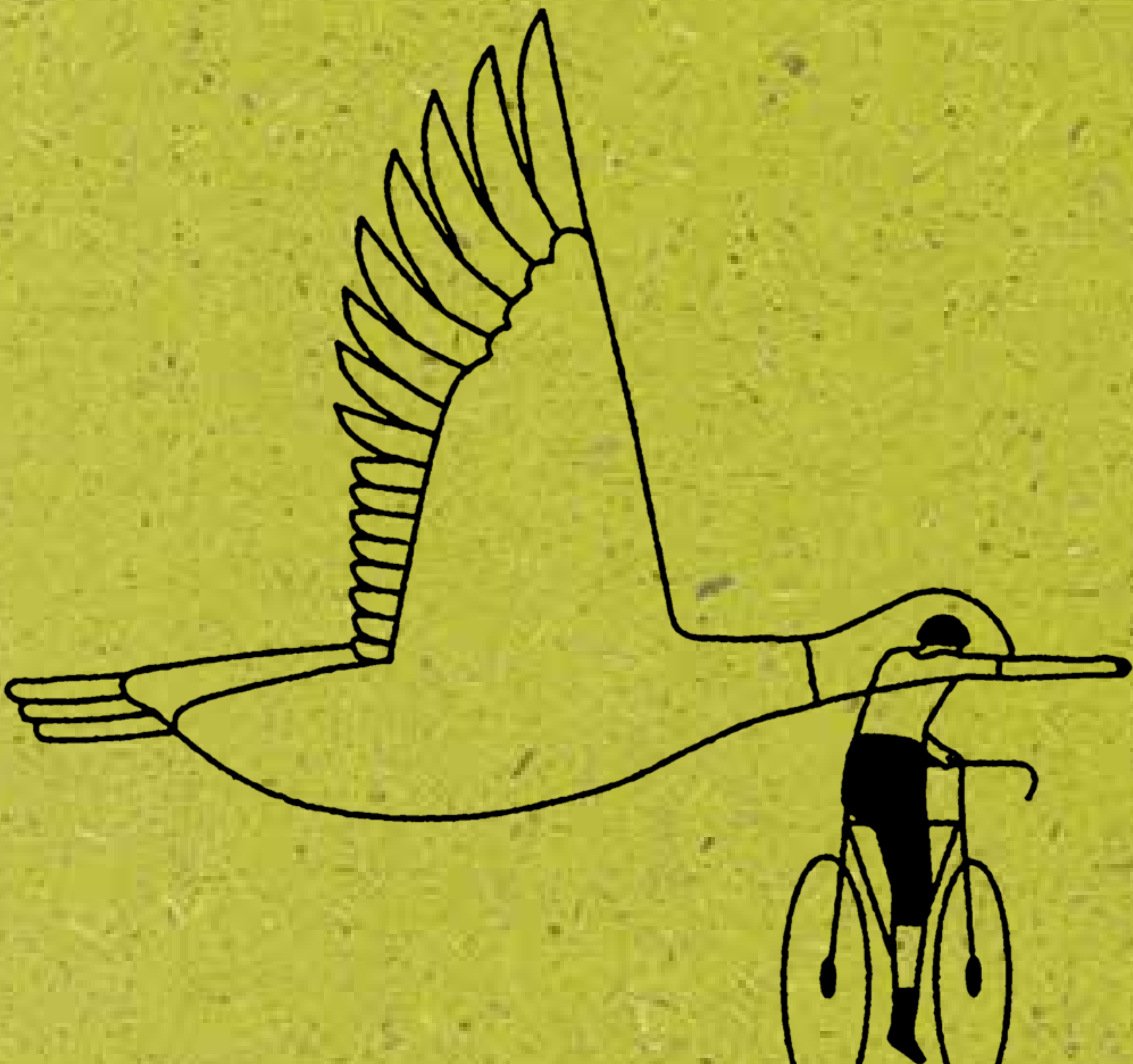
AUTOGRILL GROUP
ANNUAL REPORT 2021



AUTOGRILL GROUP

ANNUAL REPORT 2021

Translation from the original version issued in Italian.
PDF courtesy copy. This version has been prepared for convenience of use and does not contain the ESEF information as specified in the ESEF regulatory technical standards (Delegated Regulation (EU) 2019/815).

LETTER
TO THE STAKEHOLDERS

Dear Stakeholders,

2021 was a year of great importance in our history. Thanks to the effective work of our team - of which we must be very proud for the capacity of reaction and initiative - we have significantly improved the operating efficiency of the company and developed new business initiatives.

This has enabled us to generate free cash flow of euro 117 million, exceeding the expectations we had at the beginning of the year.

We have also significantly strengthened our capital structure, thanks to a fully subscribed capital increase of euro 600 million and the disposal of our US motorway business.

Our capital structure has been optimized by implementing a euro 1 billion debt refinancing program.

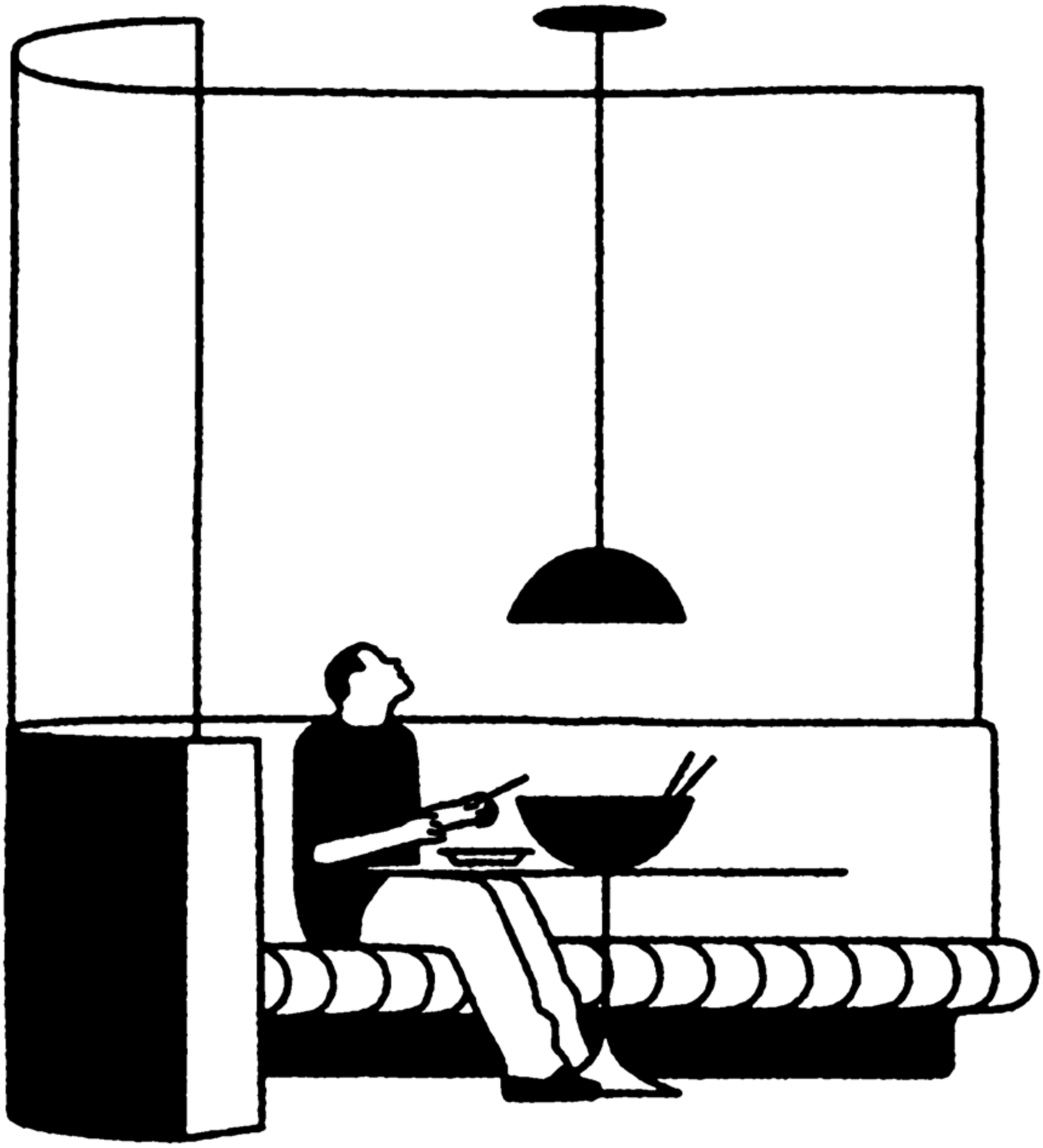
Despite the limited number of tenders due to the prevailing uncertainty, the Group has secured a portfolio of euro 4.3 billion of new contracts and renewals, including the two-year extension of concessions on Italian motorways. The quality and solidity of the offer of the brands in our portfolio is testified by the prestigious awards we received for the twelfth consecutive year during the Food & Beverage Awards, the international event dedicated to airport catering.

The year just past, 2021, was also significant for our acceleration on sustainability, which has now been a core value of our corporate culture for over 15 years, with the launch of the new ESG "*Make It Happen*" strategy, focused on three strategic pillars: *We nurture People*, *We offer sustainable Food Experiences*, *We care for the Planet*.

Each pillar identifies clear and measurable objectives such as: achieving 40-50% of female representation in leadership roles by the end of 2030; reaching 98% of sustainable coffee purchased for proprietary brands by 2025; and reducing greenhouse gas emissions from electricity consumption in the motorway channel by 20-30% by the end of 2030.

Despite the recent dramatic geopolitical events that exacerbate uncertainty around economic developments in the near future, I am convinced that the work we have done up to now and our future projects have positioned us well to continue along our growth path, leveraging on the opportunities that will be offered by the market.

Gianmario Tondato Da Ruos
Chief Executive Officer



BOARDS AND OFFICERS

BOARD OF DIRECTORS [1]

Chairman [2]
Paolo Roverato [E, 3]

CEO [4]
Gianmario Tondato Da Ruos [E]

Directors
Alessandro Benetton
Franca Bertagnin Benetton
Ernesto Albanese [I, 5]
Rosalba Casiraghi [I, 6]
Francesco Umile Chiappetta [I, 5, 6]
Laura Cioli [I, 5, 6, 6-*bis*, 7, 11]
Barbara Cominelli [I, 7]
Massimo Di Fasanella D'Amore di Ruffano [7, 8]
Maria Pierdicchi [I, 8]
Simona Scarpaleggia [I, 8]
Paolo Zannoni [9]

Secretary
Paola Bottero

Board of Statutory Auditors [10]

Chairman
Francesca Michela Maurelli

Standing auditor
Antonella Carù
Massimo Catullo

Alternate auditor
Michaela Castelli
Roberto Miccù

Independent auditors [12]
Deloitte & Touche S.p.A.

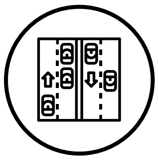
1 Elected by the Annual General Meeting of 21 May 2020; in office until approval of the 2022 financial statements.
2 Duties and powers of ordinary administration, with individual signing authority, per Board resolution of 18 November 2021 installing Mr. Roverato as chair further to the resignation of Paolo Zannoni.
3 Formerly member of the Control, Risks and Corporate Governance Committee, the Human Resources Committee, and the Strategies and Sustainability Committee, from which he resigned upon installation as chair of the Board on 18 November 2021. Member of the Related Party Transactions Committee.
4 Duties and powers of ordinary administration, with individual signing authority, per Board resolution of 21 May 2020.
5 Member of the Related party transactions Committee.
6 Member of the Control, Risks and Corporate Governance Committee.
6-*bis* Member of the Control, Risks and Corporate Governance Committee from 18 November 2021 until resignation from the Board of Directors on 28 February 2022.
7 Member of the Strategies and Sustainability Committee.
8 Member of the Human Resources Committee.
9 Formerly chair of the Board of Directors, until his resignation with effect from 18 November 2021.
10 Elected by the Annual General Meeting of 23 April 2021; in office until approval of the 2023 financial statements
11 Laura Cioli resigned from Autogrill S.p.A.'s Board of Directors on 28 February 2022, effective immediately (until that date she was a member of the Board committees specified in the Notes to the financial statements).
12 Assignment granted by the Annual General Meeting of 28 May 2015, to expire on approval of the 2023 financial statements.
E Executive director.
I Independent director as defined by the Corporate Governance Code for listed Companies (version approved in July 2018 by the Corporate Governance Committee and endorsed by Borsa Italiana, ABI, Ania, Assogestioni, Assonime and Confindustria) and pursuant to Articles 147-ter (4) and 148 (3) of legislative Decree 58/1998.

CONTENTS

2021 HIGHLIGHTS

CAPITAL AND FINANCIAL STRENGTHENING

€ 600m pre-emptive capital increase successfully completed; refinancing of the Group's indebtedness



UNLOCKED VALUE OF NORTH AMERICAN MOTORWAY CHANNEL

Successfully unlocked the value of North American motorway channel through the disposal of the US motorways business to a consortium led by Blackstone Infrastructure Partner

STRATEGY FOR A SUSTAINABLE FUTURE

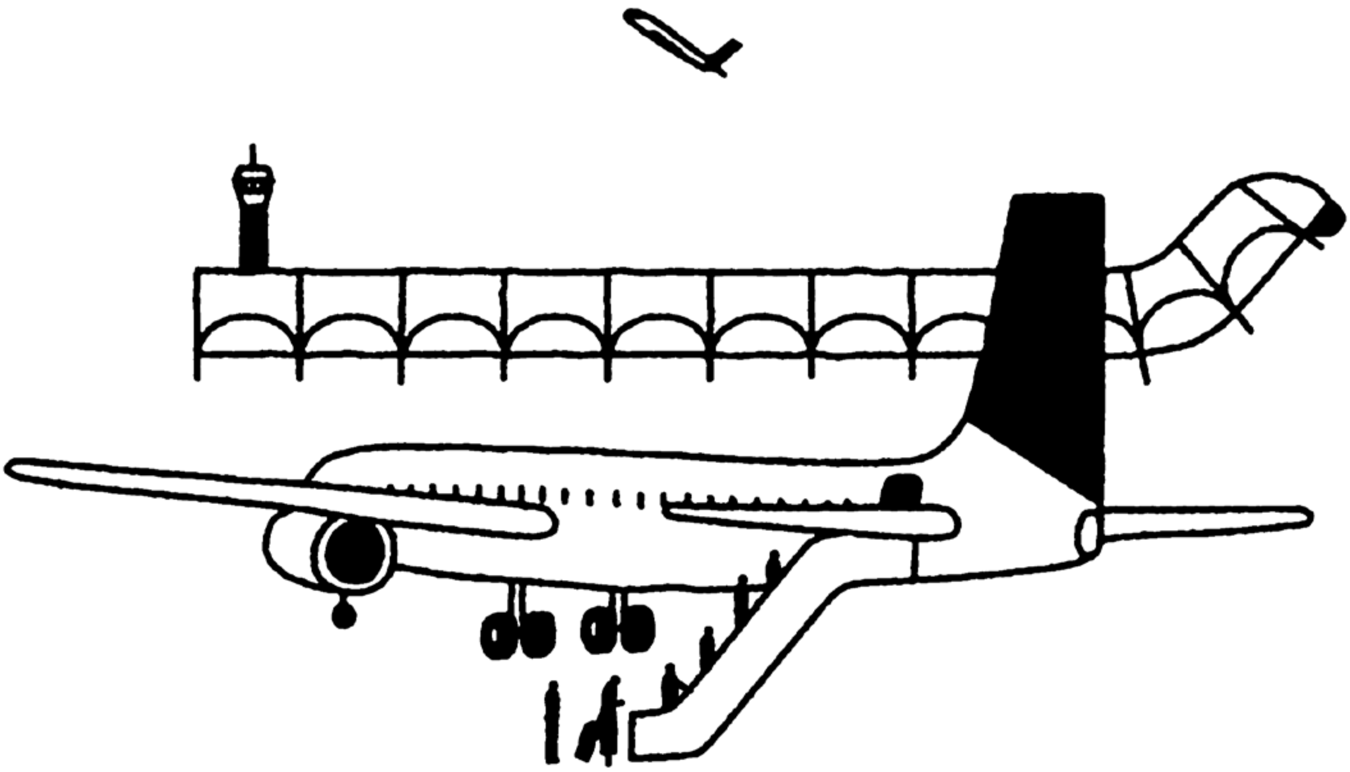
Renewed approach to sustainability as a fundamental element for an improved business model, through the implementation of an new ESG strategic framework: Make It Happen

CASH GENERATION

Cash Flow* of € 117m thanks to the product mix improvement and cost efficiency initiatives implemented during the year

* Free cash flow excluding the impact of non-recurring transactions in North America.

WHO WE ARE: THE AUTOGRILL GROUP



AUTOGRILL AT A GLANCE

The Autogrill Group is the world's leading provider of food & beverage services for travelers. The Autogrill brand was created in 1977 following the merger of three divisions: Alemagna, Motta and Pavesi, providers of motorway catering services in Italy. Today Autogrill is active in 30 countries in North America, Asia, Europe and Oceania, where it manages about 3,300 points of sale with more than 34,000 employees and a portfolio of over 300 proprietary and licensed brands.

The Autogrill Group serves 829 locations in different travel channels, near cultural attractions, and in shopping centers:

- Airports: management of airport concessions, including snack and beverage bars, cafés, restaurants, and retail shops selling food products and other items (books and magazines, souvenirs, other consumer goods);
- Motorways: management of service areas (owned or under concession) through which the Group provides food & beverage services and sells food products and other items (books and magazines, souvenirs, other consumer goods, items sold under government monopoly), as well as fuel;
- Railway stations: management of train station concessions, including snack and beverage bars, cafés, and restaurants;
- Other channels: management of points of sale at shopping centers, high streets, trade fairs, and cultural attractions through which the Group provides food & beverage services.

Autogrill runs its food & beverage business mainly through concession contracts signed with the landlords, owners, or managers of airports, motorways, and railway stations. The concessions are generally awarded through competitive auctions in which the criteria for judging bids vary according to the business channel, type of offering, and country.

To satisfy the constantly changing needs of landlords and consumers, the Group makes use of an extensive portfolio of international and local brands, both proprietary and licensed, which constitute one of the strengths of Autogrill's marketing strategy. Some of the proprietary brands developed internally are Ciao, Puro Gusto, ACafè, Spizzico, Motta, Bubbles, Burger Federation, Grab & Fly, and Le CroBag; Licensed brands include international household names (Starbucks Coffee, Burger King, Prêt à Manger, etc.) as well as emerging national brands such as Chick-fil-A, Panera, Leon, and Panda Express.

The Autogrill Group's business model is based on innovative, sustainable and long-term growth built on valuing the consumer experience, developing trustworthy relationships and partnerships, maintaining a solid and diversified contracts portfolio, and creating shared value in the short, medium, and long term supported by an active capital allocation strategy. The Group recognizes the fundamental importance of seeing current and future trends as opportunities for growth and for upholding its standards of excellence in every country served.

MISSION, VISION, VALUES

OUR MISSION

We want travelers to reach their destination happier, safer, and more satisfied thanks to our products and services.

We value their time and strive to make their trip more enjoyable by adding value to their experience, whether by eating, drinking or shopping.

OUR VISION

To be recognized as the world's undisputed customer centric and trustful company in food and beverage services for travelers.

OUR VALUES

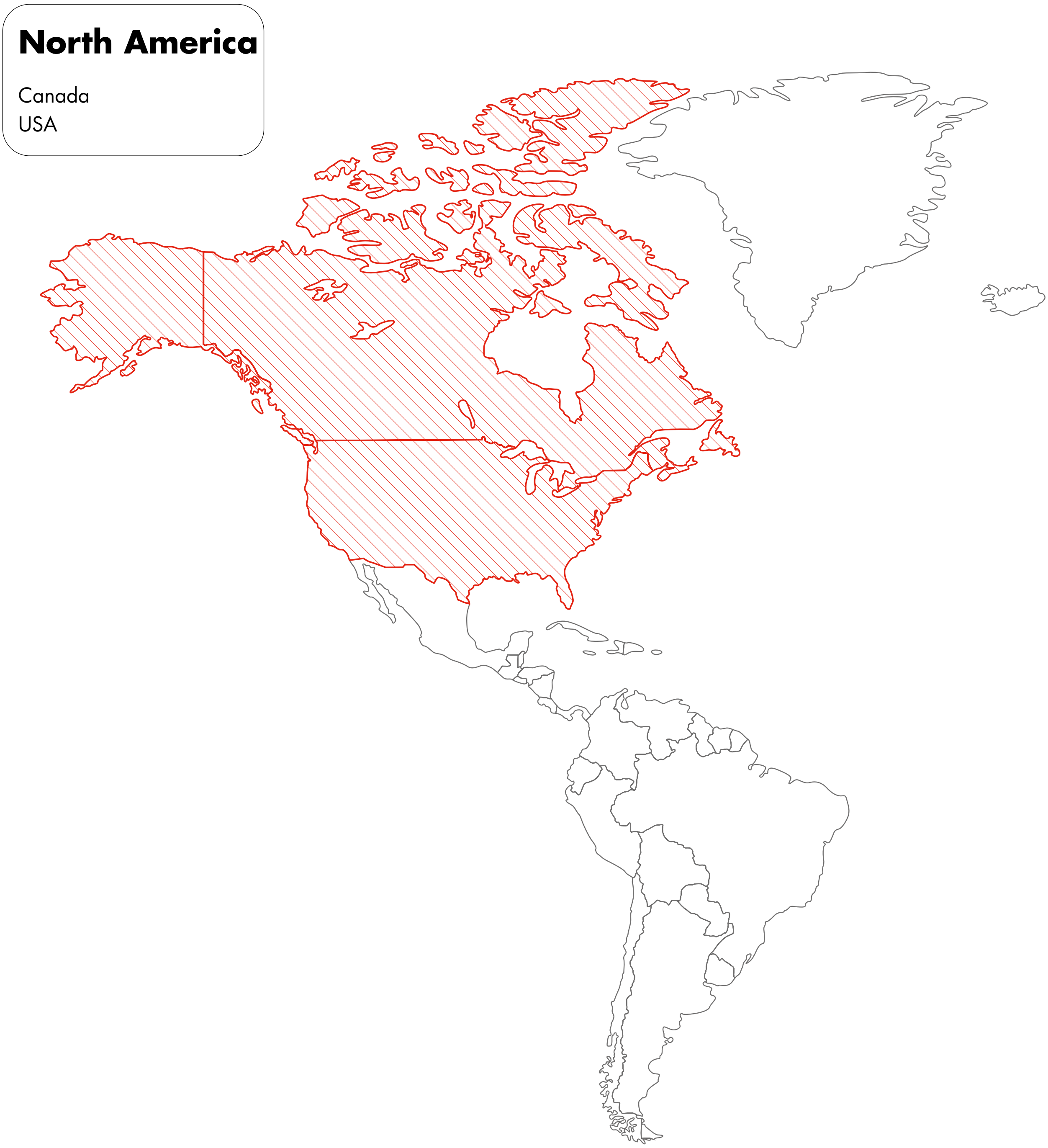
Each of us, in every corner of the globe, has the same objective: feel good and make the travellers feel good. Be passionate, be open, set the pace, be reliable and keep it simple are the values which guide us in our work.

HISTORY

From a rest stop for a handful of motorists after World War Two into a global leader in travel catering: Autogrill's history is both a success story of international expansion and a mirror of the transformations of the Company and the regions where the Group has develoed its presence over the years.

Key milestones		ESG milestones
A new food&beverage concept: born of Autogrill	1947	
Autogrill SpA was incorporated after the merger of F&B business of Motta, Alemagna and Pavesi	1977	
First acquisitions abroad	1993	
Listing on the Milan stock exchange	1997	
Acquisition of Host Marriot Services, leading operator in F&B and retail service for travelers in America	1999	
Business diversification through Aldeasa acquisition	2005	
	2005	First sustainability report
Development of Travel Retail & Duty Free business through the acquisition of Alpha Group	2007	
Acquisition of World Duty Free, leading operator in the UK	2008	
	2011	First sustainability strategic framework: Afuture
Demerger of Travel Retail & Duty-Free business of Autogrill SpA in favor of World Duty Free SpA	2013	
	2015	First sustainability roadmap
	2021	Renewed approach to sustainability: Make It Happen

AUTOGRILL AROUND THE WORLD



Europe

Austria
Belgium
France
Germany
Greece
Italy
Poland
Slovenia
Switzerland

International

Australia
China
Denmark
Finland
India
Indonesia
Ireland
Maldives
Malaysia
New Zealand
Norway
Qatar
Russia
Sweden
The Netherlands
Turkey
UAE
United Kingdom
Vietnam

The Autogrill Group, by revenue, is the leading global operator in food & beverage services for travelers with recognized leadership of the North American and Italian markets and a significant and growing presence in Europe and Asia.

Autogrill is active in 30 countries, through three business units (North America, International, Europe), each one characterized by a different mix of channels and brands. It manages about 3,300 points of sale at 829 locations: airports, motorways' service stations, railway stations, high streets, museums, tradefairs, and shopping centers. The Group's presence in different Countries around the world and different channels allows it to identify new opportunities to expand the business, to promote best commercial practices through local and international partnerships, and to react quickly and effectively to changes in the external context. The Group doesn't have a meaningfull direct exposure to Russia.

LOCATIONS BY CHANNEL

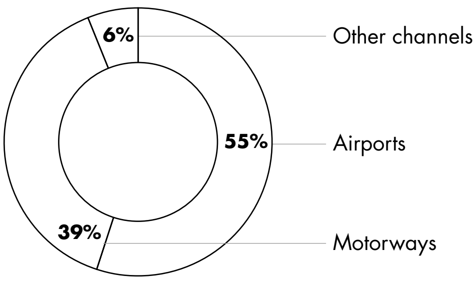
CHANNEL OF ACTIVITY	N. AMERICA	INTERNATIONAL	EUROPE	TOTAL
Airports	80	43	16	**139**
Motorways	-	-	442	**442**
Other	1	42	205	**248**
TOTAL	**81**	**85**	**663**	**829**

Airports: the Group's main channel in terms of revenue. The 139 airports served are located around the world, with 80 in North America, 43 in the International area, and 16 in Europe.

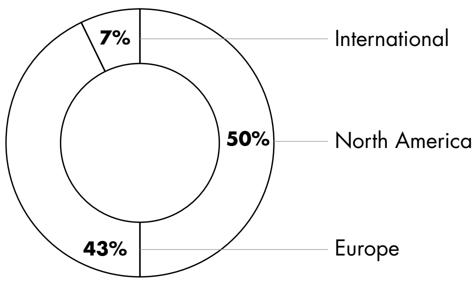
Motorways: the second largest channel in terms of revenue, with 442 sites in Europe.[1]

Other channels: these include railway stations, urban areas, shopping centers, tradefairs, and cultural attractions, with 248 sites, mainly in Europe (205) and in the International business unit (42).

REVENUE BY CHANNEL



REVENUE BY GEOGRAPHY



1 The US motorway business disposal was completed in July 2021.

BRAND PORTFOLIO

The wide variety of national and international brands, both proprietary and licensed, represents the key strength of Autogrill's marketing strategy and characterizes its business model, with the aim of satisfying the customers' and landlords' needs in every region and channel.

The Group's commercial offer includes a unique brand mix that blends quality and innovation with diversification and sustainability. With a portfolio of more than 300 international, national, and local brands, including about 150 proprietary brands, 140 trademarks under license, and numerous bespoke brands and concepts, Autogrill responds to travelers' needs while making the most of what the local landscape has to offer.

About
150

Proprietary group brands

Internally developed concepts provide winning formats to be replicated in multiple regions

About
100

National and local franchise brands

Parners with outstanding national or local brands, to capture the taste and character of specific countries & regions

About
40

Global franchise brands

Strategic agreements with leading world brands to provide popular choice for travelers looking for familiarity

Wide array

Proprietary and licensed bespoke brands

Concepts created for specific locations and needs

One of the key aspects of its marketing strategy is to create successful concepts, developed in different countries and channels, as well as tailor-made concepts for specific locations. Ties with local and international brand partners allow the Group to offer travelers a brand mix that engages with the territory, while also meeting the need for familiarity by way of internationally recognized brands.

Below are some of the most iconic brands recently developed by the Group:

PURO GUSTO: TRUE ITALIAN COFFEE, FOOD & APERITIVO

Developed internally and inaugurated in 2006 in Milan, Puro Gusto is among the most popular brands internationally. Inspired by the convivial atmosphere of the Italian *bar*, it offers an experience centered on those everyday customs and rituals that the world so admires in Italy. Authentic offerings and Italian quality for any time of day: from breakfast to the evening aperitivo.

Locations: about 30 worldwide, from Washington, D.C. to Paris-Carrousel du Louvre and the airports of Beijing, Abu Dhabi, Bangalore, Frankfurt, and Milan Linate

WASCOFFEE LAB: FIRST A CUP OF COFFEE, THEN A SECOND LIFE

The first Autogrill concept store made entirely from WASCOFFEE®, the 100% natural, recyclable material created from coffee grounds and used for store design and furnishings. A welcoming, minimalist environment inspired by the specialty coffee trend, with a menu fully aligned with the latest consumption models. Wascoffee meets the varying needs of travelers looking for breakfast or a snack, including healthy, plant-based alternatives for any time of day.

Location: Milan Central Station

VIT: TRENDY JUICE & SALAD BAR WITH AN EMPHASIS ON HEALTHY

A proprietary concept tailored to the growing numbers of consumers who seek healthy foods and beverages, even when they travel. Offerings are based on 100% natural products without preservatives or added sugars. Juices, smoothies and salad bowls are made fresh every day with quality ingredients, for eat-in or takeaway. Store design is just as fresh and lively, inspired by natural colors and elements.

Locations: Schiphol, Manchester and Brussels airports

SHAKE SHACK: THE BETTER BURGER RESTAURANT FOR CONSUMERS WHO CARE

A rapidly growing US brand, managed by the Group under license. Shake Shack's mission, "Stand for something good", applies to all of its choices: from how it treats its employees and local communities to its sustainable sourcing of ingredients and emphasis on animal welfare. It is famous for its 100% all-natural Angus beef burgers and free-range chicken sandwiches, without the use of hormones or antibiotics. Its commitment to sustainable, high-quality menus and its fun decor have quickly made Shake Shack a cult favorite with a large and loyal client base.

Locations: 9 airport locations in Los Angeles, Orlando, and Fort Lauderdale

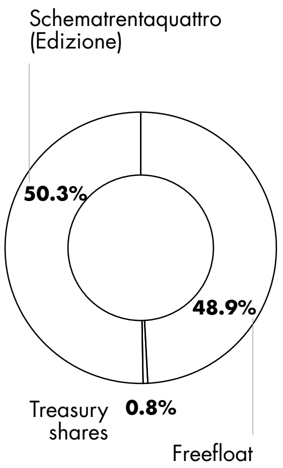
LEON: NATURAL GOURMET FAST FOOD

A successful brand created in the UK in 2004 and managed by the Group under license. Leon has revolutionized the concept of fast food through the effective combination of rapid service and healthy menus, based on fresh, organic ingredients. The brand maintains a strong focus on the supply chain, relationships with local producers, and promoting sustainable and ethical conduct.

Locations: 11 outlets in the Netherlands and the UK, including at Amsterdam Schiphol and London Heathrow airports and Eurotunnel stations

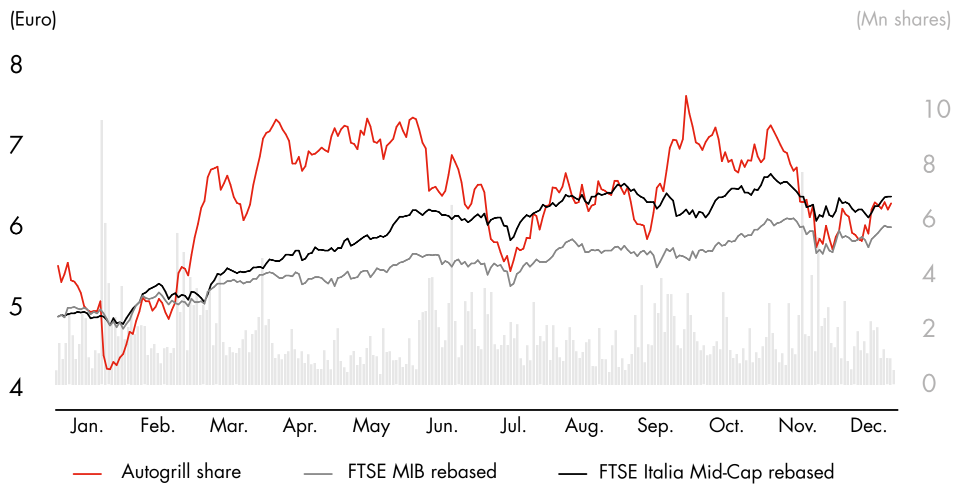
OWNERSHIP AND STOCK MARKET PERFORMANCE

AUTOGRILL SHAREHOLDERS STRUCTURE



Autogrill shares (Bloomberg: AGL:IM / Reuters: AGL.MI) are listed on the Milan Stock Exchange operated by Borsa Italiana S.p.A. The key shareholder is Schematrentaquattro S.p.A. (owned 100% by Edizione S.p.A., the investment arm of the Benetton family) with a share of 50.3%, while treasury shares amount to 0.8% of the share capital. The remaining shares constitute the Company's free float, held by institutional and retail investors.

The graph below shows the performance of Autogrill shares in 2021, against the two benchmarks, FTSE MIB and FTSE Italia Mid Cap.



2021 AUTOGRILL SHARE PERFORMANCE

Closing price – as of 31 December 2021 (€)	6.246
Annual change	+29.1%
Maximum price (€)	7.578
Minimum price (€)	3.704
Average price (€)	5.962
Average traded share units (mln)	1.81
Marekt capitalization – as of 31 December 2021 (€ mln)	2,385

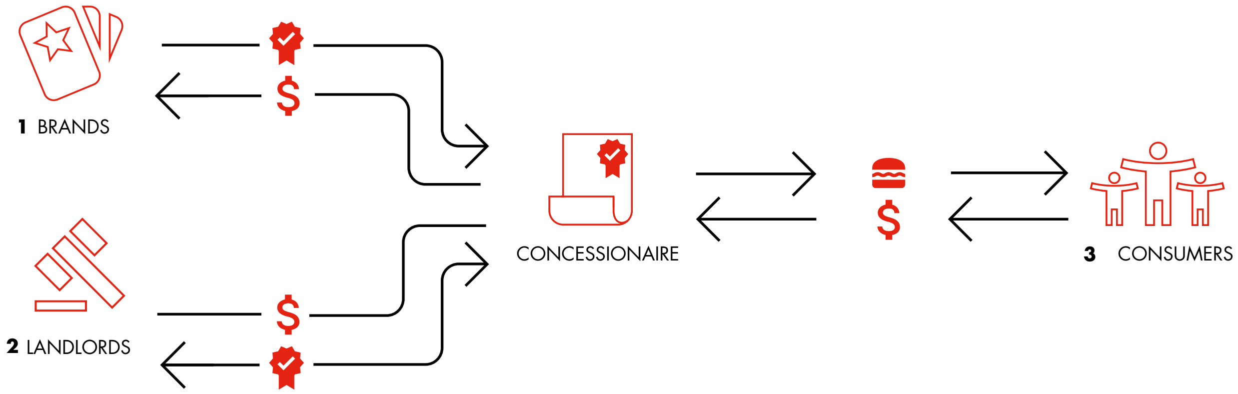
NON-FINANCIAL RATINGS

As part of its renewed approach to sustainability, in 2021 Autogrill was assessed by some of the leading non-financial rating firms, obtaining a score of 24.4[2] from Sustainalytics (a member of the Morningstar Group) , and an ESG Overall Score of 46[3] from VigeoEiris

2 Sustainalytics: scores from 0 (negligible risk) to 40 (severe risk). The lower the score, the better the rating.
3 VigeoEiris: scores from 0 to 100. The higher the score, the better the rating.

AUTOGRILL'S VALUE ECOSYSTEM

Autogrill operates mainly under concession agreements, fostering the creation of stable, long-lasting relationships based on transparency, integrity, impartiality, and contractual equity. The concession system allows operators to plan their activities over a medium/long-term horizon. The duration of contracts is usually commensurate with the level of investment required and varies according to the type of offering and the travel channel.

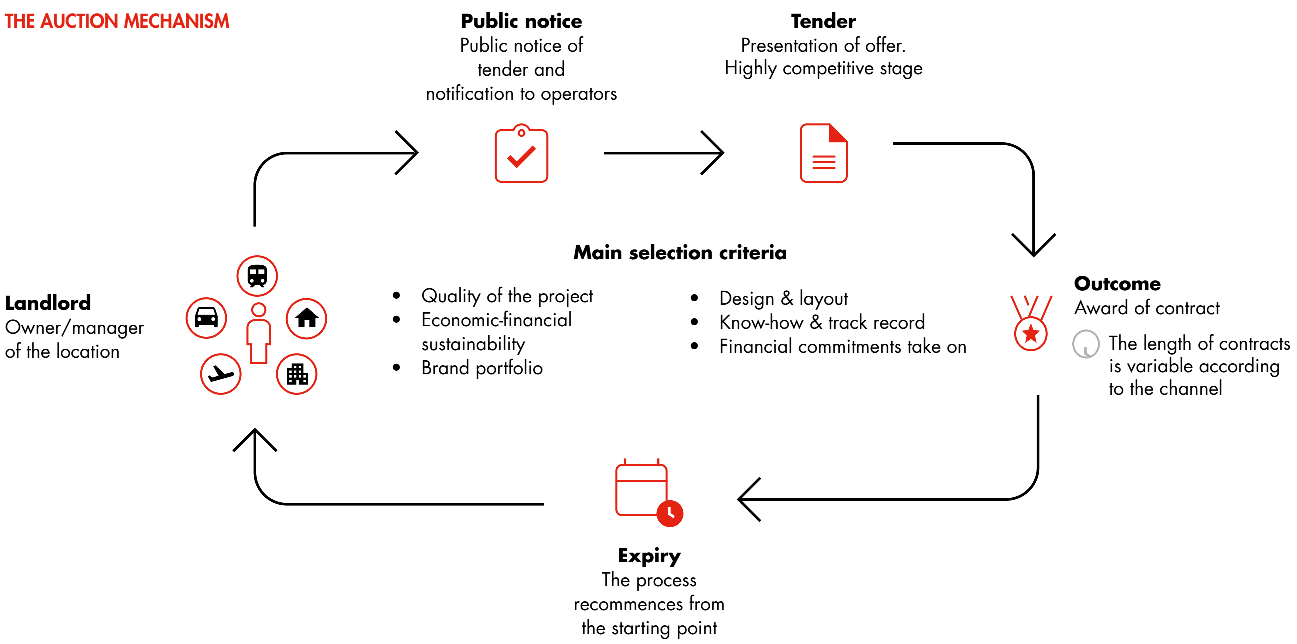


1 BRANDS
The wide variety of National and International brands, propretary and licensed, represents the key strength of Autogrill's marketing strategy. Thanks to the continued experimentation, gastronomic reseach and valorization of local communities, Autogrill offers to its clients innovative, sustainable and quality products.

2 LANDLORDS
Autogrill Group boasts a large and long-duration concession portfolio, based on partnership with landlords building on constant collaboration and improvement. The continuous development of innovative solutions and concept helps to enhance the infrastructure efficiency benefitting both parties in the interest of travellers

3 CONSUMERS
Thanks to the deep comprehension of customer behaviours, the Group develops a commercial offer focused on evolving consumer trends and purchasing preferences

THE BIDDING PROCESS



OUR WAY: STRATEGY AND SUSTAINABLE INNOVATION

THE EXTERNAL CONTEXT AND INDUSTRY CHALLENGES

Autogrill is currently facing a number of challenges: first and foremost, the evolution of the transport industry and traffic trends in the airport, motorway, and railway channels, in a situation of high volatility due to the Covid-19 pandemic. In addition, megatrends like innovation and digitalization, responsible consumption, and a focus on communities and climate and environmental impacts are proving to be powerful transverse factors that companies in every industry have to consider when developing their business.

TRAFFIC FLOWS AND TRAVELERS' BEHAVIOR

The Autogrill Group's business is concentrated along the major transportation routes (airports, motorways, and railway stations) and is therefore heavily affected by trends in traffic volumes, traveler mix, mobility models, and inclination to travel.

By nature, the industry is also influenced by:

- a propensity to consume driven by immediate needs and impulse buying;
- limited competition from online businesses because the captive clientele and security controls at airports limit the capacity for penetration by e-commerce and food delivery services;
- an increasingly complex regulatory framework, in which scale, track record, and service level are fundamental to the landlord's choice of operator.

Starting in the early months of 2020, the national and international scenario was overwhelmed by the spread of the SARS-CoV-2 virus and the restrictive measures taken by public authorities in the affected countries in order to limit contagion. Such measures included limiting personal movement both within and beyond national borders, which reduced the volumes of travelers passing through airports to a bare minimum.

As the vaccine campaign progressed in 2021, there was a gradual recovery in personal movement and a easing of the restrictions, especially in countries that achieved high vaccination rates.

Nevertheless, all regions served by the Group will likely continue to suffer from the crisis in terms of passenger volumes, although areas with large domestic markets (the United States, for example) will probably enjoy better performance.

DIGITAL TRANSFORMATION AND INNOVATION

Over the past decade, digital transformation has been a fundamental driver of development in all business sectors. New forms of technological innovation will radically change the transportation, tourism, and food & beverage sector, by acting on the relationship and means of interaction between a company and its consumers. Having accelerated further as a result of the pandemic, digitalization will continue to be one of the main megatrends influencing the internal and external growth strategies of companies in the Autogrill Group's industry.

RESPONSIBLE CUSTOMER EXPERIENCE

Consumers have always been central to the implementation of business strategies in the sector of food & beverage services for travelers. Customers are increasingly focused on the services the Group offers and on the impact they have. The customer experience has become more informed and responsible, with a particular focus on environmental issues and quality, new interaction and communication channels, the enjoyment of in-store services in total safety, and a growing demand for personalized offerings.

FOCUS ON THE COMMUNITY

The global macroeconomic context is undergoing powerful changes: rapid urbanization and the spread of new demographic trends are generating novel social and economic challenges for the communities served by Autogrill. It is important to monitor and intercept present and future changes in order to protect the quality and accessibility of the services offered and ensure the resilient growth of the business at the service of the community.

CLIMATE CHANGE

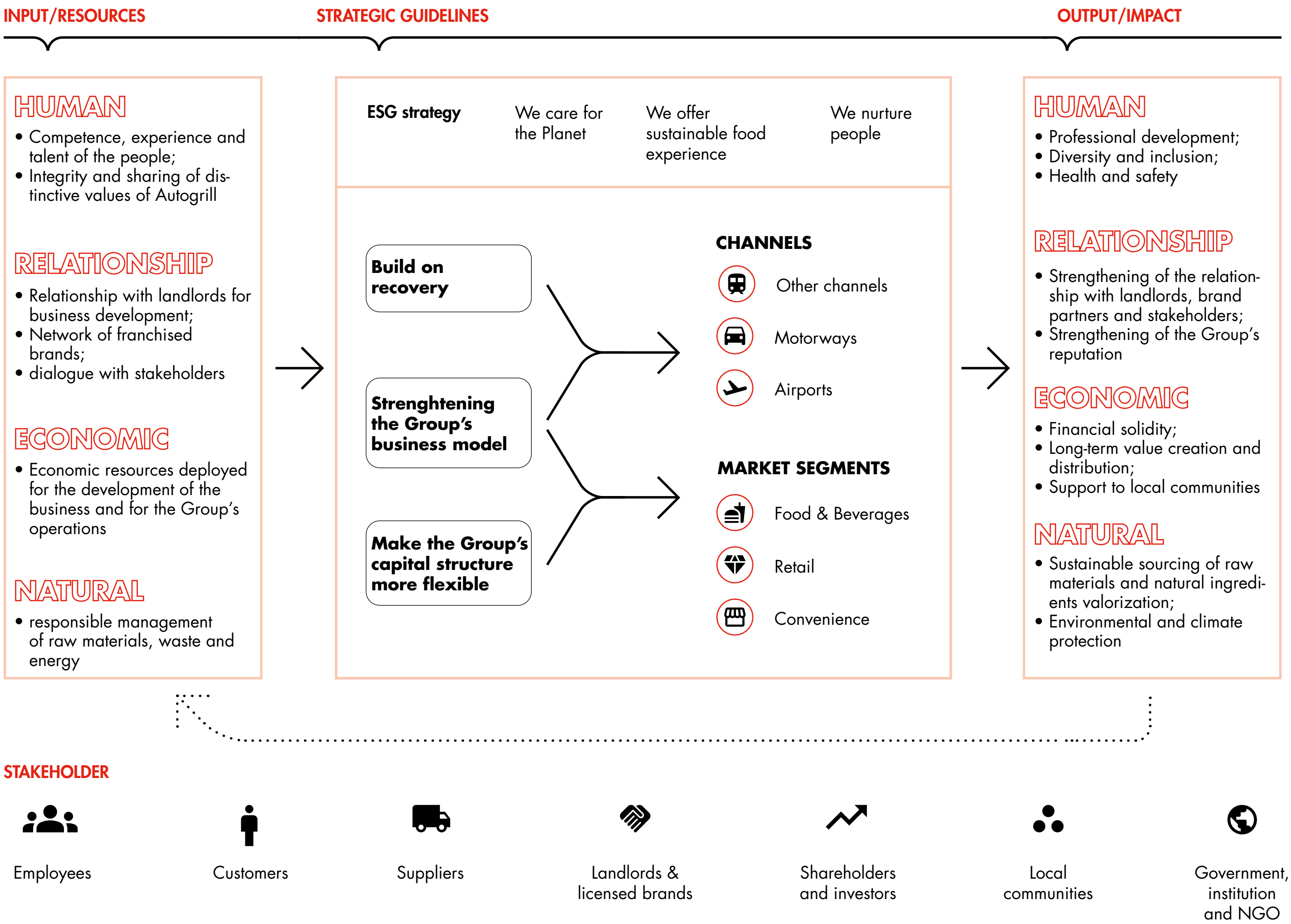
The entire world, and developed economies in particular, have a duty to make radically different choices than they have in the past for the sake of a new environmental model that aims to create shared wellbeing through the reuse and regeneration of resources. For this to happen, a profound change of mentality is necessary on the part of institutions, businesses, and individuals.

One of the trends with the greatest impact on both business models and consumer expectations is climate change awareness; companies are asked to take a growth path focused on decreasing waste, offering high-quality, nutritious, recyclable, and sustainable products, monitoring the sourcing process across the entire value chain, and reducing environmental impacts.

The Autogrill Group answers this call with its own business model and a renewed Environmental, Social and Governance (ESG) strategy, with the primary goals of growing sustainably and monitoring the effects of climate change on its business while creating long-term value for the people it works with and the communities it serves.

STRATEGY AND VALUE CREATION

The Autogrill Group's business model is based on growth and long-term strategic reinforcement, developed through the valuing of internal and external resources, the innovation of commercial offerings, the creation of key partnerships within the sector, and the generation of shared value for the short, medium and long term.



Autogrill follows an active strategy of capital allocation and financial flexibility for the constant strengthening of its contracts portfolio, with the aim of pursuing the best opportunities for revenue growth in the channels and geographical areas served while boosting profitability and cash generation.

Over the next few years, Autogrill aims to strengthen its global leadership by leveraging a clear, targeted strategy focused on:

- build on recovery, optimizing Group's concession portfolio, taking advantage of the opportunities the market currently offers and implementing new initiatives, including digital innovation, data analytics, and an increased focus on the customer base;
- strengthen the Group's business model, focusing on cash generative locations, shifting towards higher margin products and propositions, and fully leveraging the benefits of the structural cost efficiencies achieved in 2020 and 2021;
- renewed approach to sustainability as a fundamental element for an improved business model, through the implementation of an ESG strategic framework based on three pillars: 1) We nurture People; 2) We offer sustainable Food Experiences; 3) We care for the Planet;
- make the Group's capital structure more flexible, to accelerate growth and support long-term value creation.

In 2020 and 2021 the Group reacted promptly to the global difficulties caused by the Covid-19 pandemic. In this delicate phase, its top priority was to protect the health and safety of its employees, customers, and the communities it serves, while preserving liquidity and taking measures to limit costs and develop ESG initiatives in all areas where it operates.

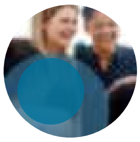
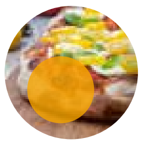
The initiatives implemented by the Group, especially as regards productivity, cost cutting, and the development of ESG initiatives, form the basis on which the Group will develop its strategy for the years to come.

HOW WE "MAKE IT HAPPEN": OUR AMBITION FOR A MORE SUSTAINABLE FUTURE

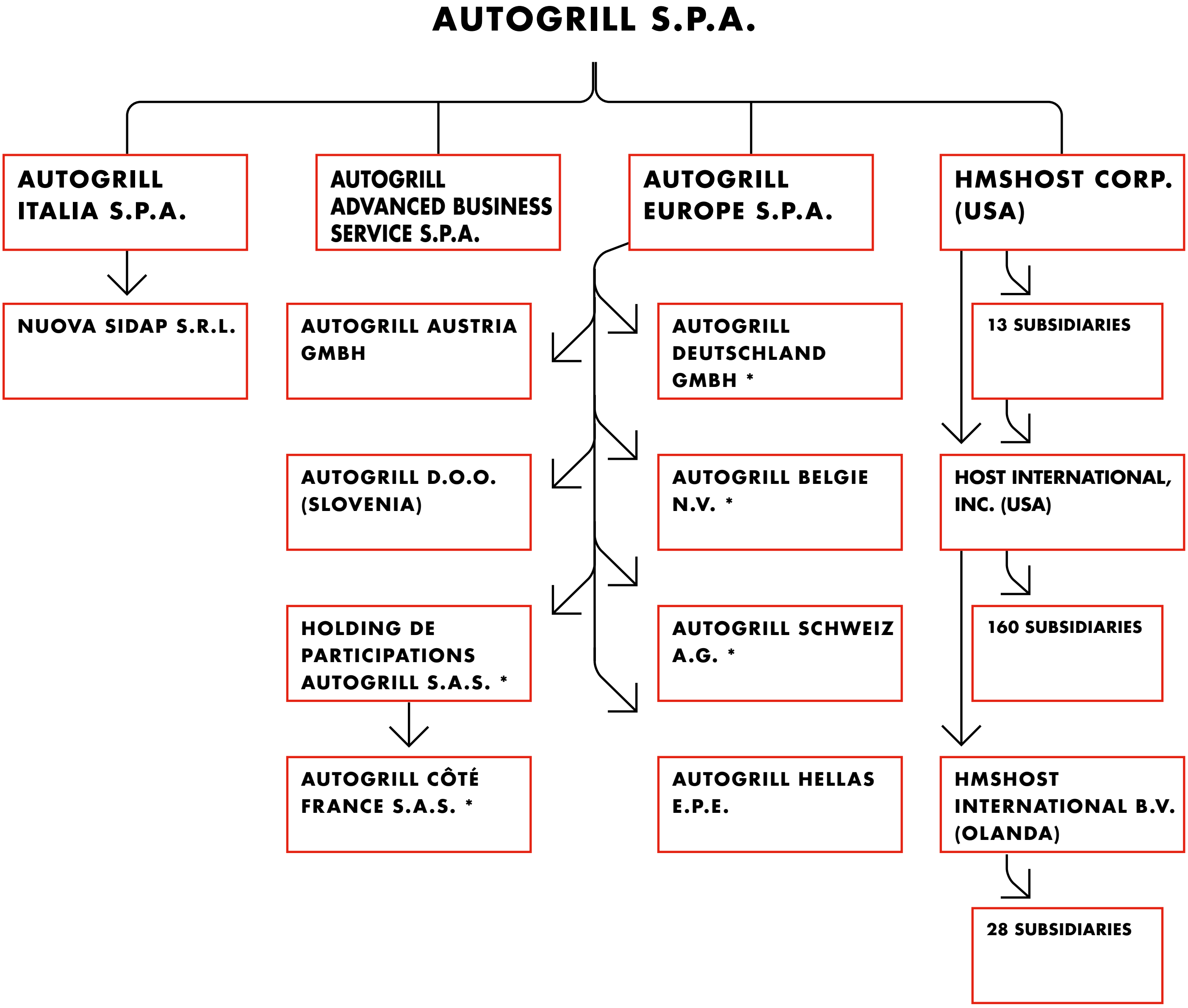
Travel channels, especially airports and railway stations, are no longer just places of transit but became living environments: microcosms available 24-7 for the most advanced forms of dining, shopping, and entertainment for people on the move. Across the globe, lifestyles and consumption habits are embracing ethical criteria. The food & beverage industry is no exception, and the most tangible proof is people's interest in healthy, sustainable, high-quality dining even when they travel. In addition, growing pressure on resources makes it imperative to study new approaches, consistent with informed, sustainable production and consumption styles.

For this reason Autogrill has started a journey of renewal with the aim of taking its ESG strategy to the next level, leveraging on more than 15 years of efforts and initiatives that have made an indelible mark on its business.

This resulted in a new strategic framework built on three pillars – We nurture People, We offer sustainable Food Experiences, and We care for the Planet – that are articulated in nine key sustainability themes that the Group has decided to take on through the definition of specific KPIs and targets with well-defined deadlines.

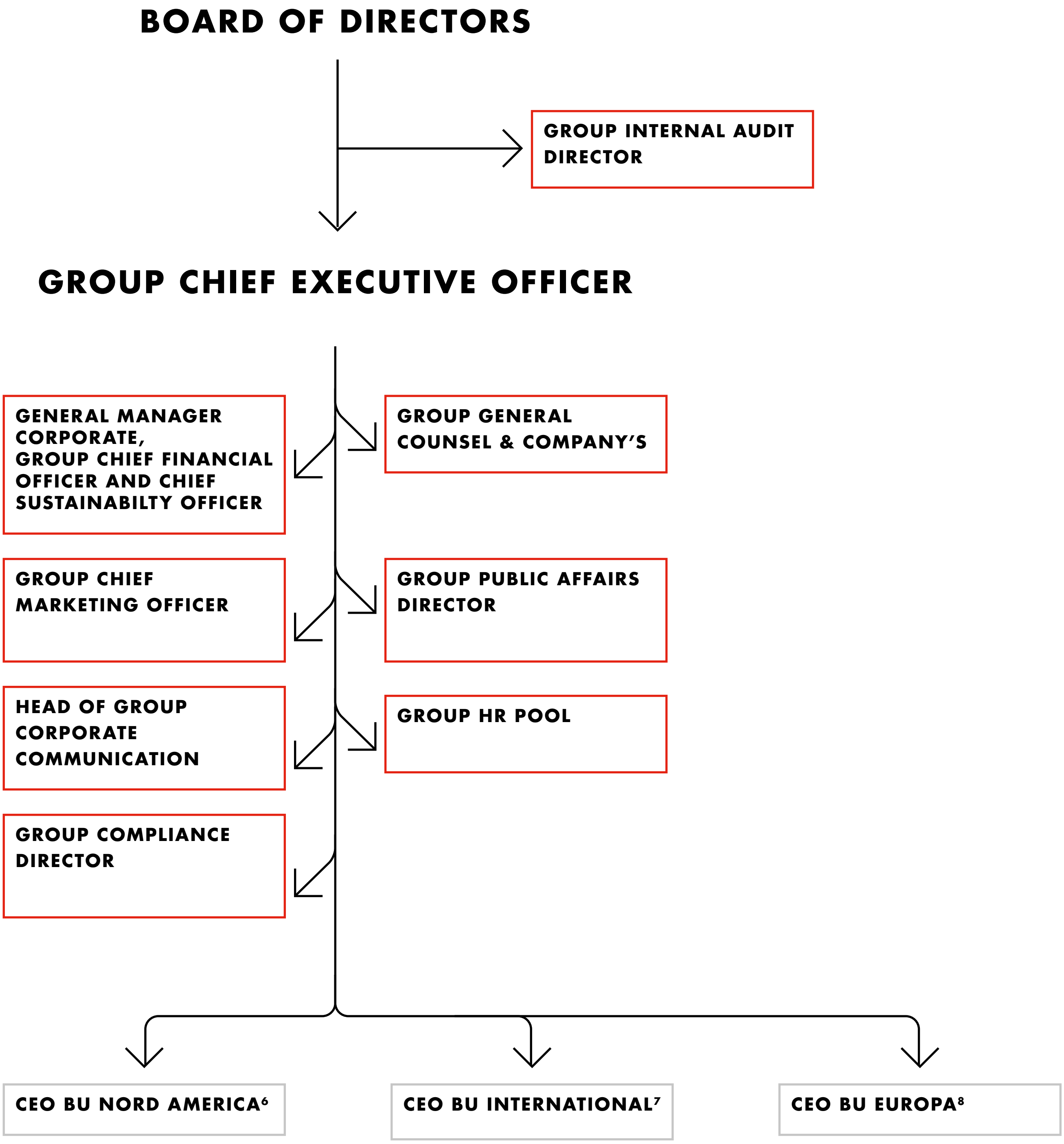
Strategic pillars	**We nurture People** 	**We offer sustainable Food Experiences** 	**We care for the Planet** 
Priority themes	1. Employee engagement. talent development & retention 2. Diversity. equal opportunities & inclusion 3. Customer experience	4. Food quality & safety 5. Product choice. nutrition & transparency 6. Responsible sourcing	7. Waste management & packaging 8. Energy. emissions & climate change 9. Food waste

SIMPLIFIED GROUP STRUCTURE[4-5] AND ORGANIZATIONAL STRUCTURE



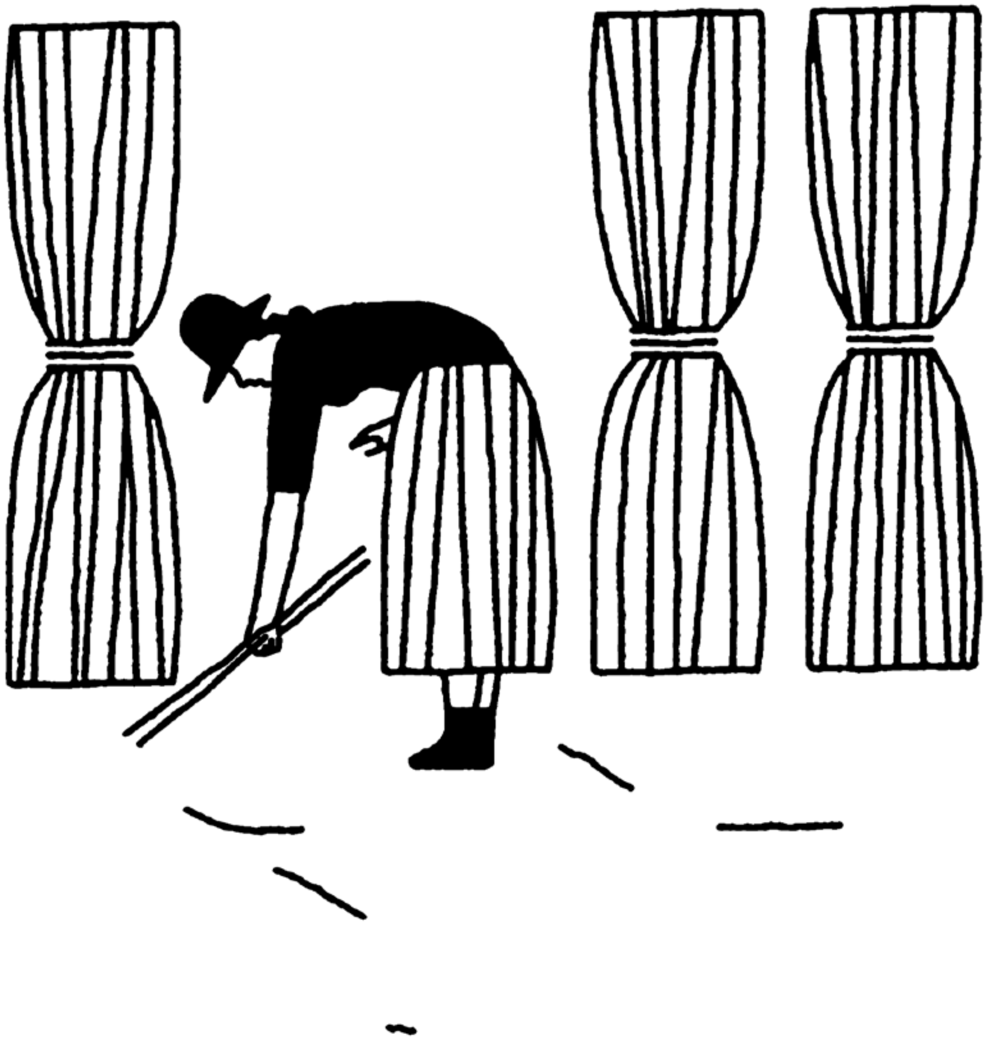
* Companies with directly or indirectly controlled subsidiaries.

4 See the annexes to the Notes for a complete list of equity investments.
5 Company names and the Group structure are up-to-date as of March 2022.



6 USA and Canada.
7 Northern Europe (Denmark, Finland, Ireland, Norway, Netherlands, United Kingdom, and Sweden) and Rest of the World (Australia, China, United Arab Emirates, India, Indonesia, Malaysia, Maldives, New Zealand, Qatar, Russia, Turkey, and Vietnam).
8 Italy and Other European Countries (Austria, Belgium, France, Germany, Greece, Poland, Slovenia, and Switzerland).

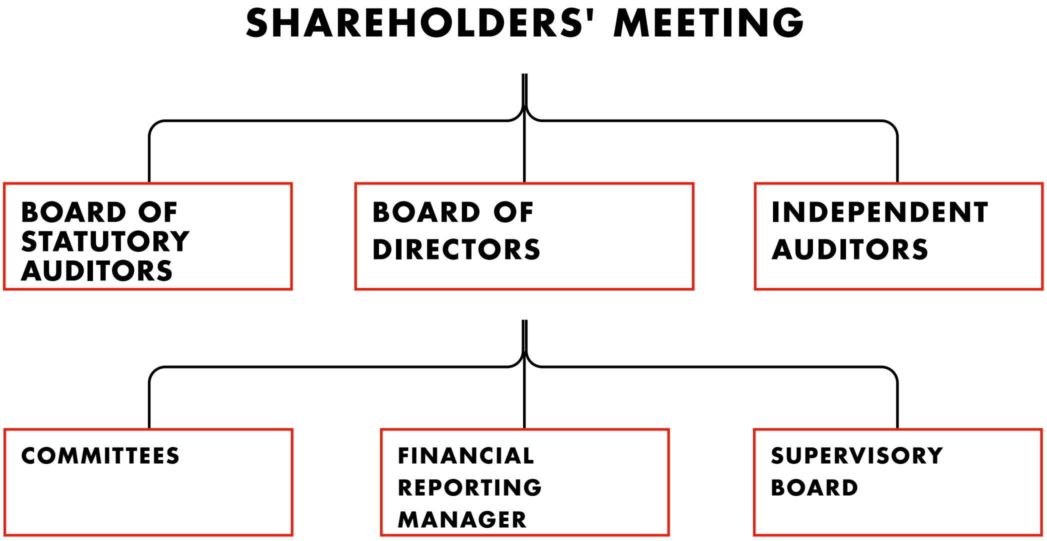
CORPORATE GOVERNANCE AND RISK MANAGEMENT



CORPORATE GOVERNANCE

Autogrill has adopted a governance system based on the proper balance between international best practices and the particularities of its business. It is geared toward transparency in managerial decisions and on behavioral practices that create a trustfull relationship with the stakeholders.

It is made up of the following bodies:



SHAREHOLDERS' MEETING	The set of all shareholders, who express the company's will through debate and voting.
BOARD OF STATUTORY AUDITORS	The control body responsible for ensuring compliance with the law and the articles of incorporation.
BOARD OF DIRECTORS	The company's "executive arm", responsible for setting strategic and organizational guidelines.
INDEPENDENT AUDITORS	The company that audits the accounts of the Company and the Group.
FINANCIAL REPORTING MANAGER	The executive responsible of the drafting of the accounting documents with organizational and certification responsibilities within a broader range of measures aimed at reinforcing the reliability of public financial dis-closures.
COMMITTEES	The committees formed by the Board of Di-rectors with due diligence, advisory, and proactive functions in specific matters; one of these, the committee for operations with related parties, is tasked with ensuring the transparency and the substantial procedure correctness of operations with related par-ties.
SUPERVISORY BOARD	A body with independent powers of initiative and control, responsible for ensuring the functioning of and compliance with the Or-ganization and Management Model and for keeping it up to date.

BOARD OF DIRECTORS

The Board of Directors plays a central managerial role. It is Autogrill's "executive branch", responsible for setting the Group's strategic and organizational guidelines. It is currently made up of 12 Directors of whom 6 are independent and only 2, the CEO and the Chairman, are executive Directors.

In keeping with international best practices, the roles of Chairman and CEO are separate so as to ensure the impartiality and balance required of the Chair of the Board of Directors.

The Board of Directors intervenes directly in the most important decisions, without limit, except for those reserved by law to the Shareholders' Meeting. It is responsible for determining the strategic guidelines of the activities and management of the Company and the Group, for overseeing general performance, and for defining the corporate governance system and reviewing the internal control procedures, including for the purpose of mapping the risks the Group is exposed to. It acts consistently with its own internal regulation, adopted on the basis of the recommendations contained in the Corporate Governance Code approved by the Italian Corporate Governance Committee and endorsed by Borsa Italiana S.p.A. (January 2020 edition) (the "Corporate Governance Code").

Name	Age	Gender	Role	Executive	Independent
Paolo Roverato	> 50	M	Chairman	X	
Gianmario Tondato Da Ruos	> 50	M	Group Chief Exec-utive Officer	X	
Alessandro Benetton	> 50	M	Director		
Franca Bertagnin Benetton	> 50	F	Director		
Rosalba Casiraghi	> 50	F	Director		X
Laura Cioli *	> 50	F	Director		X
Barbara Cominelli	> 50	F	Director		X
Massimo Di Fasanella D'Amore di Ruffano	> 50	M	Director		
Maria Pierdicchi	> 50	F	Director		X
Paolo Zannoni	> 50	M	Director		
Simona Scarpaleggia	> 50	F	Director		X
Ernesto Albanese	> 50	M	Director		X
Francesco Umile Chiappetta	> 50	M	Director		X

* Laura Cioli resigned from Autogrill S.p.A.'s Board of Directors on 28 February 2022, effective immediately (until that date she was a member of the Board committees specified in the subsequent notes).

BOARD OF STATUTORY AUDITORS

The Board of Statutory Auditors is elected by the Shareholders' Meeting – which also determines its members' remuneration – on the basis of lists submitted by the shareholders in accordance with laws and regulations that also concern gender parity. The lists contain a number of candidates not greater than the number of members to be elected, who are presented in sequential order.

Autogrill's current Board of Statutory Auditors is made up of 3 standing auditors and 2 alternates and will remain in office for financial years 2021-2023.

Name	Age	Gender	Role	Independent
Francesca Michela Maurelli	30 - 50	F	Chairperson	X
Antonella Carù	> 50	F	Statutory auditor	X
Massimo Catullo	> 50	M	Statutory auditor	X
Michaela Castelli	> 50	F	Alternate auditor	X
Roberto Miccù	> 50	M	Alternate auditor	X

The Board of Statutory Auditors oversees compliance with the law and the by-laws, the observance of sound management principles, and to the extent of its responsibilities, the adequacy of the Company's organization, internal control system, and administrative accounting system, and the reliability of the latter in representing business events. In addition, the Board of Statutory Auditors oversees the concrete implementation of the corporate governance rules stated in the codes of conduct published by operators of regulated markets or trade associations, with which the Company declares compliance by way of public disclosures. Finally, in accordance with current legislation, the Board of Statutory Auditors supervises the financial reporting process, the effectiveness of the internal control and risk management system, the statutory audit of the annual and consolidated accounts, and the independence of the audit firm, in particular with regard to the provision of non-audit services.

In performing its functions, the Board of Statutory Auditors coordinates with Internal Audit and with the Control, Risk and Corporate Governance Committee.

In accordance with the provisions of the "Rules of Conduct of the Board of Statutory Auditors of Listed Companies", the Board of Statutory Auditors conducts an annual internal review to make sure its members continue to meet the required qualifications and to assess its own work with respect to the activities planned.

HUMAN RESOURCES COMMITTEE

Appointed on 21 May 2020, the committee will remain in office for the entire term of the current Board of Directors. Consistently with the recommendation of the Corporate Governance Code, the Committee is made up of non-executive Directors, most of whom are independent.

Currently, its members are:

Name	Office
Simona Scarpaleggia	Chairperson of the committee - Independent director
Maria Pierdicchi	Independent director
Massimo Di Fasanella D'Amore di Ruffano	Director

The Human Resources Committee, pursuant to Recommendation no. 25 of the Corporate Governance Code, is responsible (among other matters) for periodically assessing the adequacy and overall consistency of the policy for the remuneration of Directors and senior executives, which must be functional to the pursuit of the Company's sustainable success. In addition to serving as a "remuneration committee", the Human Resources Committee also carries out tasks related to the organization and development of human resources and sets the guidelines for appointing the corporate body members of important subsidiaries.

CONTROL, RISKS AND CORPORATE GOVERNANCE COMMITTEE

Appointed on 21 May 2020, the committee will remain in office for the entire term of the current Board of Directors. Consistently with the recommendation of the Corporate Governance Code, the Committee is made up of non-executive Directors, most of whom are independent.

Currently, its members are:

Name	Office
Rosalba Casiraghi	Chairperson of the committee – Independent director
Francesco Umile Chiappetta	Independent director
Laura Cioli *	Independent director

* Member of the Committee from 18 November 2021 until resignation from Autogrill S.p.A.'s Board of Directors on 28 February 2022.

The Control, Risks and Corporate Governance Committee is responsible for assisting the Board of Directors with due diligence, advisory and proactive functions in assessments and decisions relating to the internal control, risk management and corporate governance system of the Company and the Group, and the approval of periodic financial reports.

STRATEGIES AND SUSTAINABILITY COMMITTEE

Appointed on 21 May 2020, the committee will remain in office for the entire term of the current Board of Directors. Consistently with the recommendation of the Corporate Governance Code, the Strategies and Sustainability Committee is made up of non-executive Directors, most of whom are independent.

Currently, its members are:

Name	Office
Massimo Di Fasanella D'Amore di Ruffano	Chairman of the committee - Director
Ernesto Albanese *	Independent director
Barbara Cominelli	Independent director

* Appointed on 10 March 2022 to replace Laura Cioli, who resigned on 28 February 2022.

It has due diligence and advisory functions with regard to the Group's strategy and investment policy guidelines, and with regards to the sustainable business success, fosters the integration of sustainability within the strategies and culture of the Group, and assesses the stakeholder engagement activity and the periodic valuation of the Group's positioning on sustainability themes (including financial market analysis, sustainiability ratings and indexes). Among its other duties, it reviews the CEO's proposals to be submitted to the Board of Directors on matters of:
- business strategies;
- multi-year plans and budgets for the Group and its strategically significant operating companies, as well as important transactions, expressing opinions and/or recommendations;
- annual budget and and multi-year investment plans, updated and supplemented as necessary;
- the Group's investment policy and relative updates;
- specific investment projects of strategic and/or economic importance;
- sustainability guidelines.

The Strategies and Sustainability Committee also monitors the implementation of the business strategies and investment programs approved by the Board of Directors.

COMMITTEE FOR RELATED PARTY TRANSACTIONS

Appointed on 21 May 2020, the committee will remain in office for the entire term of the current Board of Directors. In accordance with regulations, the Committee for Related Party Transactions is made up solely of independent Directors.

Currently, its members are:

Name	Office
Francesco Umile Chiappetta	Coordinator - Independent director
Simona Scarpaleggia *	Independent director
Ernesto Albanese	Independent director

* Appointed on 10 March 2022 to replace Laura Cioli, who resigned on 28 February 2022.

Its functions are aimed at ensuring the transparency and the substantial procedure correctness of operations with related parties, in compliance with applicable laws and regualtions.

POLICIES AND DOCUMENTS THAT GUIDE OUR ACTIONS

ORGANIZATIONAL MODEL

Adopting an Organization and Management Model helps prevent the risk of unlawful conduct. As part of the broader corporate policy and culture of ethics and social responsibility, in order to ensure fairness and transparency in the conduct of the Group's business and activities, Autogrill has adopted an Organizational Model in line with the requirements of Legislative Decree 231 of 8 June 2001 ("LD 231/2001"), which requires policies and measures suitable for ensuring across-the-board legal compliance and eliminating corporate liability risks (the "Model").

The Model consists of a general part that describes the contents of LD 231/2001, illustrating offences that bring on administrative responsibility for an entity, the possible sanctions and the conditions for waiver of responsibility, as well as the Company's organizational and governance structure and the actions carried out to build, disseminate and update the Model; and a special part containing the "Protocols", i.e. all the regulations and conduct and control principles deemed suitable for governing the areas where a risk of potential offences being committed was detected, presupposition of administrative responsibility pursuant to LD 231/2001.

Overseeing the Model and its proper implementation is the responsibility of the Supervisory Board, which verifies its functioning and the observance of its rules, making sure actual conduct is consistent with the Model and recommending corrective action and disciplinary procedures against parties involved.

CODE OF ETHICS

This document contains the ethical principles and values that guide Autogrill in doing business. Autogrill is committed to the principles of loyalty, legality, and fairness, on which it has built its growth and success.

In pursuing these goals, in November 2002 Autogrill approved the Code of Ethics on which its operations are founded. The Code of Ethics sets the behavioural guideline of the Group. Its observance of this behavioral guideline is essential to the Group and extremely important for its functioning, reliability, reputation, and image and for the satisfaction of its customers. The principles it contains are the foundation for the current and future development of the Group's businesses and for the prevention of legal offenses.

The commitments described in the Code of Ethics concern everyone who interfaces with Autogrill: customers, employees, consultants, suppliers, competitors, and shareholders, who are all called in equal measure to protect the Group's image and integrity.

ANTI-CORRUPTION POLICY

In addition to the Model, adopted by Autogrill S.p.A. and its Italian subsidiaries, the Group has also adopted an Anti-corruption Policy, approved by the Board of Directors, which specifies the obligations and principles of conduct applicable to all Group companies. Through the Code of Ethics, the Group confirms its across-the-board commitment to reject and prohibit corruption under all circumstances, with public officials and private parties alike, and commits to observe anti-corruption laws in every country served. Group General Counsel is in charge of monitoring proper enforcement of the Anti-corruption Policy, while the local Legal Counsels monitor its implementation and enforcement by the companies in the Group.

Group companies and all personnel must report any infringement (or reasonable suspicion of infringement) of the Anti-corruption Policy and/or anti-corruption laws, using the Group's whistleblowing system.

All new hires, during the induction or onboarding phase, are informed of the standards of conduct to be followed on the job in accordance with the Code of Ethics. In some countries the Group offers specific trainings and information sessions on anti-corruption and ethics, as well as targeted trainings on individual pieces of legislation. This latter includes, in Italy, training every three years in the Model (since 2019 this has been part of the "School of Excellence" program for new managers and future store managers), and in North America and the International area (for higher-risk positions), training in the Foreign Corrupt Practices Act (FCPA), a legal corpus with rules to prevent American companies from bribing foreign public officials in order to create or maintain business relationships.

TAX RESPONSIBILITY

With tax responsibility becoming an area of increasing scrutiny, Autogrill has strengthened its overall management of fiscal risks through the implementation of a Tax Control Framework. The aim is to define new roles and responsibilities, formalize internal regulatory tools, and create new information and reporting flows, but above all to implement a routine process of identification, evaluation and management of tax risks, using testing and other innovative tools to ensure constant monitoring and provide assurance of the operational effectiveness of controls.

Currently in the development phase, the project will improve and formalize the current policy of tax transparency and full compliance with the tax laws in effect in the countries where the Group operates.

For three-year period 2019-2021, Autogrill S.p.A. followed the tax consolidation regulations of the ultimate parent Edizione S.p.A., as permitted by the Consolidated Income Tax Act (Regolamento di Consolidato Fiscale). Under those regulations, the Company is also part of the fiscal subconsolidation with the other Italian subsidiaries, which for IRES (corporate income tax) purposes only, involves the settlement of accounts receivable or payable with the Parent company Autogrill S.p.A.

Note that country-by-country reporting has been transferred to the ultimate parent, Edizione S.p.A., which is responsible for filing with the Italian tax authorities.

OTHER DOCUMENTS

The consolidated non-financial statement includes detailed descriptions of other policies and guidelines that govern the Group's actions, such as the Whistleblowing Policy, the Sustainability Guidelines, and the Diversity, Equity & Inclusion Policy. For further details, see the "Approach to sustainability" section of the consolidated non-financial statement.

RISK MANAGEMENT AND CONTROL SYSTEM

Risk, defined as the possibility that an event will hinder the achievement of the Group's strategic objectives, with impacts on operating activities, reputation and economic-financial metrics, is inherent to all activity and is thus is an integral part of the Group's business. Understanding and managing risk factors and opportunities therefore means making the best-informed decisions and reducing the volatility of strategic goals, while increasing the long-term sustainability of the Group's performance and strengthening its competitive edge as a means of safeguarding Group's value.

According to the Committee of Sponsoring Organizations of the Treadway Commission (CoSO), through the Enterprise Risk Management ("ERM") model, management is able to establish an acceptable level of risk on the basis of which it can evaluate strategic alternatives and set their objectives. ERM, through a rigorous methodology that also includes impact measurement, helps identify the most appropriate response to the identified risk, thus increasing the Group's ability to reduce the frequency of unforeseen events and the consequent costs and losses. The risk management model also allows to identify and take advantage of the many opportunities to develop the Group's business and improve the capital deployment.

The Group's ability to make informed decisions that take risk into account is not only a factor of competitive success, but also a driver of medium- and long-term sustainability based directly on the Group's risk management approach. To that end, Autogrill has implemented an ERM model for the identification, measurement, management, and monitoring of risks and opportunities, with a proactive approach integrated with company processes that strengthens the management and governance of risk and allows management to deal effectively with uncertainties and the consequent risks and opportunities, thereby improving the Group's capacity to generate value over time.

AUTOGRILL'S RISK MANAGEMENT MODEL

Autogrill's risk management model is aimed at supporting the organization in its strategic decision-making process and business operations, thanks to the proactive identification and the management and measurement of risks that may affect the Group's ability to achieve strategic objectives and to effectively execute its business operations.

The Group's ERM is based on a global approach that addresses all potential areas of risk and opportunity, focusing on the most significant ones in terms of possible impacts on the achievement of strategic objectives or on the value of the Group's assets.

The Group Enterprise Risk Management unit ("ERM Unit") promotes awareness of the market environment and exogenous risk factors that may influence the Group's future planning, strategy and performance. The ERM function uses statistical methods to predict risk scenarios and in particular to forecast trends in passenger traffic within the geographical areas and transport channels of interest, and periodically updates management on these forecasts.

The risk management process, the risk taxonomy, and the main statistical, modelling and financial risk simulation tools, an integral part of the Group's ERM methodological framework, are detailed below.

RISK MANAGEMENT PROCESS

The risk management process can be effectively summarized in the following phases:

Risk Identification	**Risk Measurement**	**Risk Response**	**Risk Monitoring**
identification of the risks and opportunities and the potential events causing them	quantification of the impact in case of occurrence of such events	actions to prevent the occurrence and/or mitigate their impact	monitoring of events/scenarios and implementation of mitigation plans
IDENTIFICATION	ASSESSMENT	REACTION	MONITORING

The risk management process begins with the sharing of the analysis of passenger traffic trends in the geographical areas of interest (based on analyses conducted by the Group Advanced Analytics Datalab@Autogrill) and the factors that may significantly affect the normal evolution of traffic, as well as the analysis of the main country-by-country exogenous risk factors (macroeconomic, technological, environmental, demographic, social, and geopolitical) periodically carried out by Group ERM.

TRAFFIC FORECAST

The short- and medium-term forecast of passenger traffic trends in the regions of main interest to the Group is prepared with support from the Group Advanced Analytics Datalab@Autogrill in order to periodically assess significant disalignment from existing projections.

Statistical forecasting makes use of regressors that are both macroeconomic (GDP per capita, demographics, inclination to travel, CPI, unemployment, trade index) and local/channel-based in nature.

Subsequently, through the structured Operational Risk Assessment process coordinated centrally by Group ERM, the managers of the business units identify and qualify the individual risks in terms of impact and probability (risk identification phase). The risks are treated as the realization of an unforeseen event, caused by an exogenous or internal risk factor. The ERM methodology distinguishes adverse events, which always have a negative impact and could therefore affect the Company's ability to successfully implement its strategy and achieve its objectives, from risk-opportunity events, with both a negative and a positive potential outcome.

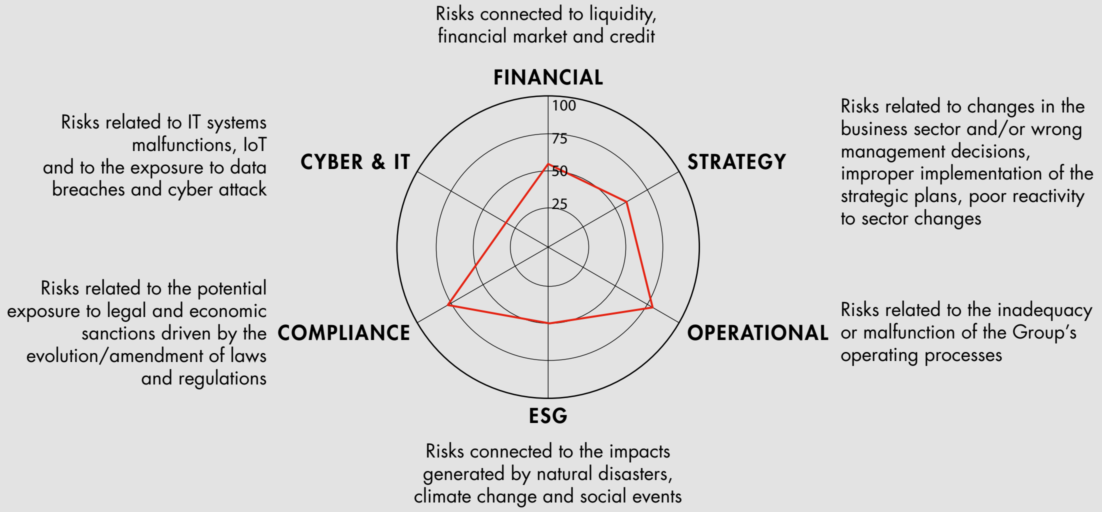
Autogrill's Integrated Risk Model includes different types of unforeseen events organized into risk macrocategories and subcategories, which make up the Risk Registry, a central tool for the Risk Assessment process which the managers of the business units help create and periodically revise.

The Autogrill Group's Enterprise Risk Management Model breaks down risks into six macrocategories, catalogued in the Risk Registry, a structured classification of the risks to which the Group is exposed. The six categories are as follows:

- **Strategy risks**, which are those stemming from relationships with landlords, customers, partners, and brand owners; the tendering process and the competitive landscape; M&As within the industry; the development strategy in each areas, in the airport and railway channels, for Western regions, and in developing economies; reputational issues; marketing strategy and digital innovation.
- **Financial risks** relating to the Group's financial condition, debt, covenants, and the volatility of financial performance indicators.
- Governance and **compliance** risks. The mitigation of legal and compliance risks is part of the work performed by the "First level control" apparatus.
- **Operational risks**, which are those stemming from business processes: human resources, operations, business continuity, safety, workforce management, training, supply chain, logistics, product and service development, planning.
- **IT**, data, and **cybersecurity risks** as the impact of cyberthreats and data breaches on the Company's core systems and the sensitive data of customers, the business, and the IoT, as well as the malfunctioning of IT systems critical to business continuity and the locking of suppliers and critical systems.

The sixth category, added in 2021, is **ESG risk** relating to energy transition, sustainability policies, and Group processes designed for the achievement of ESG targets.

AUTOGRILL 6 MACRO-CATEGORIES OF RISK



Once risks have been identified, the Risk Measurement phase quantifies their impact in case such events take place. The main objective is to assess the severity of each risk, considering the likelihood that the event will occur over a specified horizon, and its impact, i.e. the estimated effect on strategies, economic and financial factors, the Group's image and reputation, the environment, health, and social security.

To quantify risks effectively, the ERM model uses scenario analyses that look at the worst-case scenario, the baseline scenario, and the best-case scenario for every identified risk, to identify how the risks may materialize, the entities affected by their impact, and any issues that may change how the Company pursues its goals.

Also, Monte Carlo simulations are implemented to determine the probability distribution of the impact of a combination of multiple risks on the single financial dimension for each Business Unit of the Group..

Having identified and measured the most significant risks for the business, management devises an effective response plan in order to develop all necessary countermeasures (Risk Response phase). In this sense, the Group can take actions to prevent and/or reduce the likelihood of occurrence of potentially risky events, actions to mitigate their impact, and actions to reinforce monitoring plans.

Finally, the Group's ERM model provides for the process of monitoring and identifying the actions of the mitigation plans (Monitoring phase). The main objectives of the risk monitoring and mitigation phase are to assess the status/effectiveness of any action plans implemented, to periodically review the severity of the risks previously identified, including through the analysis of events occurring after the risk assessment, and to identify new risks that might affect performance and business development. To complete the monitoring phase effectively, the Group uses key indicators built for specific clusters of risk, which send an alert when the indicators fall below pre-determined minimum thresholds.

CLIMATE CHANGE RISKS AND OPPORTUNITIES

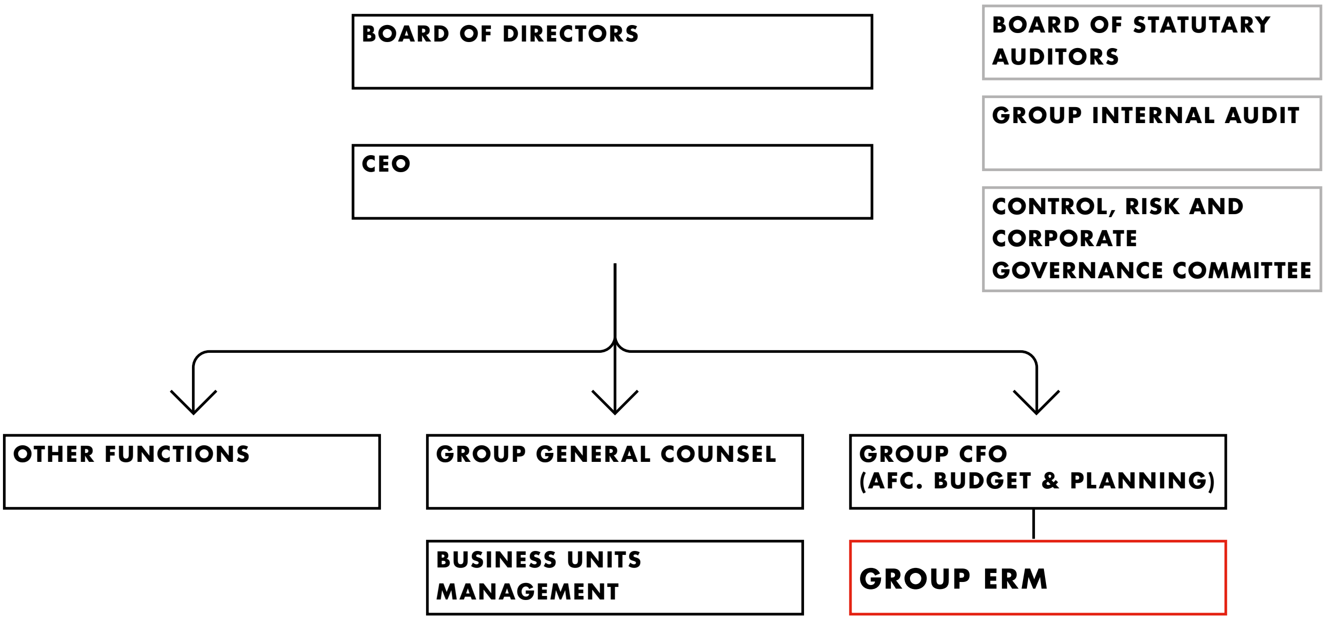
Autogrill knows that the distribution of goods has an impact on the environment. Over time, it has developed technical monitoring and management capabilities in order to reduce its greenhouse gas emissions and minimize the climate risks to which its business is exposed.

The retail and food & beverage sectors face physical and transition risks from climate change with direct or indirect repercussions on its operations, goods, customers, and employees, and with consequences for its financial position.

The physical risks mainly concern agricultural output, with negative effects on crop yields and livestock production. As such, physical risks may involve the interruption of supply chains (including the provision of raw materials) and production processes. Physical risks can also take the form of natural disasters (e.g. earthquakes and floods), which may impact supply chains and the Group's own operations. Transition risks refer to the possible introduction of carbon prices on the direct emissions of livestock farms, agriculture, and production and transformation activities, but they can also manifest as higher raw material prices (due to effects on crop yields) and energy costs, especially for energy-intensive production processes. Uncertain weather conditions can also have an impact on customer behavior and on the demand for certain products.

This enormous challenge presents many new opportunities that the Group is ready to embrace through its strategic ESG initiatives.

RISK GOVERNANCE AND ORGANIZATION OF THE GROUP ERM UNIT



Body	Role
Board of Directors	Supervision and guidance
Chief Executive Officer	Design, implementation and maintenance
Business unit managers	Identification, assessment and management • Identifies and assesses pertinent risks • Defines strategies and response plans • Ensures that risks are managed in keeping with Group guidelines and policies
ERM Group	• Facilitation, methodological support, statistical forecasting, quantitative analysis of financial risk, coordination and reporting • Provides statistical forecasts of passenger traffic by geographical area (with assistance from the Group Advanced Analytics Datalab@Autogrill) • Identifies and informs about the main exogenous risk factors, e.g. macroeconomic, technological, so-cial, and geopolitical, by supplementing and tailoring the analyses of major research institutions to the Group's circumstances • Coordinates the risk analysis and management process • Develop the analysis of the Group's financial risk through the Financial Risk Assessment and Monte Carlo simulations • Promotes the awareness and knowledge of risk factors within the Group • Ensures consistency of method within the Group • Periodically monitors the Group's exposure to risks and the implementation of mitigation plans (residual risk) • Prepares reports for Management and internal control bodies
Board of Statutory Auditors	Supervision
Group Internal Audit	Assurance
Control, Risks and Corporate Governance Committee	Due diligence and recommendations to the Board of Directors

Enterprise Risk Management ensures the uniform identification, measurement, and management of risks by the Group's different organizational units. The entire organization contributes proactively to the management of risks, promoting a risk management culture that can permeate all of the Group's environments and support strategic decisions.

Each business unit is directly responsible for identifying and assessing potential risk factors and for defining response strategies. In this context, the ERM unit plays a central role of coordination and support for the Business Unit managers, providing methodology, monitoring, and opportunities for dialogue and ensuring a uniform approach throughout the Group. For the Board of Directors, the ERM unit is also instrumental in determining whether a given level of risk is acceptable in light of the Group's objectives.

Strategic risks

MARKET CONTEXT, MACROECONOMIC AND GEOPOLITICAL FACTORS AND INFLATION

Given Autogrill's particular exposure to trends in passenger traffic, in 2021 the business was affected by the ongoing Covid-19 pandemic, which caused passenger traffic to be highly volatile and made it more complex to plan store operations (reopenings) especially in the first half of the year.

In parallel with the gradual rebuilding of passenger traffic, in the second half of 2021 new exogenous risk factors came onto the horizon, including:

- rising inflation with the risk of higher raw material and labor costs, leading to a significant erosion of margins;
- the sluggish post-Covid labor market, with a reduced workforce and low unemployment rates causing worker shortages in the industry;
- the heightening of geopolitical tensions between China and the United States and between Russia and NATO, with the risk of a slowed economic recovery, the militarization of cyberspace, and in the medium term, the beginning of a "deglobalization" with a structural decline in personal interregional mobility;
- an increase in the severity and frequency of cybercrime, as better explained in the dedicated section, which threatens the Company on several fronts: business continuity, the risk of ransomware, and reputation and compliance risk in the event of a data breach;
- the energy transition and sustainability, which will transform people's mobility and consumption style in the coming years, creating risks and opportunities for the Group.

The growing geopolitical tension in Europe, which led to the Russian Federation's invasion of Ukraine in early 2022, adds new uncertainties that may directly and indirectly affect the channels served by Autogrill.

- Direct impact on traffic: the EU's decision to close the airspace from and to Russia and to prevent Russian airlines from flying has a limited impact on Autogrill's business. The no-fly zone around Ukraine, as a result of the conflict, reduces traffic from and to Western Europe by 0.6%. The total volume of traffic between Russia and Western Europe accounts for 1.52%[9].

Mitigating factors

Given the breadth of the pandemic and its persistence over time, many of the mitigation efforts made in 2020 were confirmed and extended to 2021, although in gradually reduced form or, thanks to a learning curve for the entire chain of partners, suppliers, and customers, with a lesser impact on the business.

The risks were mitigated mainly by:

- focusing strongly on all matters related to the safety of workers and consumers, with the prompt enforcement of all safety standards put in place by individual countries (regular disinfection of the premises, provision to employees of all personal protective equipment required by local regulations);
- defining an ad hoc communication strategy for customers, employees, and the market, informing them of the measures taken to protect workers and the public;
- arranging for the systematic sharing of actions proposed by management with the Boards of Autogrill S.p.A. and its subsidiaries;
- the actions of the Crisis Committee, formed following the pandemic, to manage business continuity and monitor the Group's financial position;
- renegotiating contracts with landlords, in some cases by invoking special clauses (e.g. force majeure);
- monitoring all support measures implemented by the governments of the countries where the Group operates, in order to take due advantage of them in the interests of keeping workers employed;
- studying new commercial offers more closely related to consumer safety and the use of digital technology (including the improvement of grab'n'go services and digital payments);
- taking measures to optimize the deployment of resources to the more heavily trafficked stores;
- streamlining and simplifying the hiring process as domestic airport traffic resumes in North America;
- refinancing loans and capital increase in order to strengthen the financial structure and have more resources available for future investments, as the Group continues to grow and innovate. Additional details provided in the Director's Report and Notes to the financial statement;

9 Soucre: Oxford economics and IATA

Strategic risks

- Decreased purchasing power: inflation in Europe, already high at the end of 2021, is expected to rise further as a consequence of the war and the sanctions imposed by Europe and the United States, with even greater increases in the energy and food industries. The loss of purchasing power could have a significant impact on leisure traffic and consumption by travelers, in particular of food and drink, although in the short term this might be offset by the savings accumulated during the pandemic and the growing demand for travel after two years of restrictions.
- Indirect impact in the form of rising gas prices and airfares and hesitation to travel: the increase in oil prices may lead to more costly airfares. In the short term, airlines may compensate for this with the recovery of load factors post-pandemic, which might limit the effect on consumer prices. The scenario of a prolonged war scenario could increase hesitation to travel, slowing the positive trend observed since the second half of 2021.
- Side effects of the sanctions on the European social and economic system occuring mainly through financial system exposure, which may bring fragility to the lending apparatus and slow down post-pandemic growth; the economic system, especially in Europe, is also exposed to the weakness of the energy supply which in some countries depends on Russian natural gas for nearly half the national energy requirement. On the other hand, the direct impact on GDP for exports is relatively limited since exports were already reduced as a result of the Crimean war in 2014. According to preliminary estimates, the EU's economic recovery over the next 3 years should be around 0.9 - 1.5[10] points lower than previous forecasts. The risk of strong financial system volatility may cause difficulties for investments in the real economy. If the war drags on, additional sanctions could cause a more profound slowdown in economic growth and lead to a significant loss of traffic within Europe, compounded by a decrease in purchasing power (inflation) and a drop in demand due to hesitation to travel on intercontinental routes, especially for inbound European flows (tourism).
- Humanitarian risk: the risk from the flow of refugees has an indirect impact on Autogrill, aside from the health risk stemming from lower vaccination rates against Covid-19. In case of a prolonged conflict and a massive flow of refugees (on the order of 4-10 million) from war zones to Western Europe, the risk would be transmitted mainly through political instability and the economic costs of assistance.
- Widening of the conflict: any extension of the war to Ukraine's neighboring regions (Moldova/Transnistria in particular) or other areas (Balkans/Serbia/Kosovo) could lead to incidents with NATO countries (Romania and Poland are highly exposed) and the potential escalation of the conflict, with uncertain outcomes and the potential use of a tactical if not strategic nuclear arsenal. The time scale in this case would be compressed

Mitigating factors

- engaging in extraordinary business disposals (disposal of the US motorway operations; see the Notes to the financial statements for details);
- optimizing credit facilities in order to shore up the erosion of cash and the stability of working capital.

Statistical tools were also used to predict how the pandemic would evolve and its impact on geographies and traffic channels relevant to the Group's business, with a view to constantly measuring the short- and medium-term operational and financial risks (scenario analysis and Monte Carlo simulation).

The Group, which has a very limited direct exposure to Russia, is constantly monitoring the war between Russia and Ukraine and is following the instructions and directives of the European Union and its partners in order to comply with the sanctions imposed and to protect the business and the safety of its operators and customers.

10 Source: Oxford Economics.

Strategic risks

and events would accelerate (days, hours). The risk for Autogrill is part of the general risks of a wide-scale conflict. The involvement of strategic facilities like nuclear power plants in Ukraine and neighboring territories could lead to ecological disasters with an impact on human life and mobility.

CONCESSION CONTRACTS

Most of the Group's operations are conducted under long-term contracts, awarded through competitive bidding, that grant it the right to operate in designated areas of airports, motorways and railway stations. Concessions are therefore fundamental to the Group for achieving its strategic goals.

Risks in this area concern:

- the Group's ability to renew concessions and win new ones;
- the risk that contracts will be less profitable than expected at the time they were awarded, which would reduce the return on investment given that many contracts include an obligation to pay minimum annual guaranteed rent (MAG) regardless of the revenue earned;
- the possibility that contracts will be terminated or otherwise cease to be valid for various reasons—some of them beyond the Group's control—such as cancellation by the authorities or the courts, the loss of permits, licenses or certificates required by national laws, or counterparties' failure to obtain approval in the case of extraordinary operations;
- any clauses that place limits on the Group's management of local operations and prevent it, for example, from adapting menus or commercial practices to customers' changing needs and preferences;
- the option generally given to concession grantors, even without breach of contract by the operator, to change certain conditions unilaterally (and sometimes without compensation for the operator) by invoking public interest or safety;
- the effect of the pandemic-related decline in traffic on the value of concessions in terms of the ability to intercept and capture traffic, with the consequent overvaluation of fixed concession fees and MAG. The risk translates into an imbalance between the amount of rent agreed before the pandemic and the current situation faced by the food & beverage and travel industries.

Mitigating factors

The Group mitigates these risks by following an approach aimed at building and maintaining a collaborative partnership with landlords, based in part on the constant development of innovative concepts and commercial solutions that aim to improve infrastructure efficiency and reduce its environmental impact, in the interests of both parties and also of the public.

In 2021 the Group continued its efforts to confirm, where necessary, new terms and conditions for existing concession contracts. These efforts produced different results at the Group level, including (i) discounts on rent (or the waiver of minimum annual guaranteed rents (MAG) clauses); (ii) more flexible terms linked to results and passenger traffic; and (iii) an extension of lease durations.

BRANDS AND CONCEPTS

The Group operates through proprietary brands and concepts as well as many owned by third parties, which range from local favorites to international household names.

The main risk mitigation factor is the breadth of the Group's portfolio, which limits its dependence on any third-party brand.

There are teams dedicated to keeping menus up-to-date

Strategic risks

The main risks concern:
- the loss of significant partnerships or the inability to strike up new ones allowing the Group to attract customers with concepts and brands;
- the decreased attractiveness of concepts or brands in the portfolio, both of which could affect the ability to compete for new contracts and therefore to achieve growth targets.

Mitigating factors

through the development of new concepts consistent with emerging trends, the monitoring of up-and-coming brands, and the ongoing review of partner brands, so that the most innovative and attractive brands the market has to offer are always in the Group's portfolio.

Finally, this risk is mitigated by the Group's emphasis on building and maintaining good relationships with its most important partners whose brands enjoy the widest popularity.

COMPETITION

The travel food & beverage industry has been among hardest hit by the pandemic, resulting in a somewhat flattened competitive landscape.

Companies with greater financial resources that were quicker to adapt to the new circumstances have proved to be more resilient, while newer and/or smaller operators or those with less solid finances before the pandemic now risk extinction or absorption by other entities.

The current market rewards better structured players that are more able to seize opportunities for growth (organic or external), to the detriment of less structured and/or slower-reacting companies.

The prompt restructuring of its financial position and the measures taken to reduce running costs have allowed the Group to react well to the crisis. Autogrill carefully monitors market trends in order to grasp new investment opportunities, wherever feasible.

At the same time, the Group is always careful to uphold its reputation with landlords, which is an important factor in the awarding and renewing of concessions.

To that end, the Group's broad range of proprietary and third-party brands, both local and international, enable it to compete successfully for commercially viable and profitable locations.

In addition, the Group's solid response to the crisis sets it apart as a reliable, sought-after tenant for landlords who as a result of the pandemic are increasingly attentive to financial solidity and business continuity in addition to brand quality, service, and technical capability.

The Group also has a system for analyzing industry and channel trends so it can monitor its market position at all times.

Finally, it uses a proactive model to assess business development initiatives, analyzing the strategic rationale and main risks and opportunities with the aim of responding quickly to the best opportunities for growth (internal or external) and for the creation of value for its stakeholders.

INNOVATION

The Group's ability to maintain a constant process of innovation for its products, concepts and services allows it to react promptly to changes in the consumption habits and tastes of its clientele and is therefore key to increasing the satisfaction of customers and concession grantors.

The risk is that this ability would be diminished, especially given the greater speed with which new trends take root. COVID-19 has aggravated this risk, by requiring businesses to anticipate what the new market trends will be and how

The Group mitigates this risk by:
- monitoring performance (quality of service, positioning, attractiveness of menus and of the brand and concept portfolio);
- continuously revising menus in terms of products, concepts and services, while adapting to the latest technologies and the digital world. Special efforts have been made to offer an easier, safer experience for travelers, such as grab'n'go products and digital ordering and payment services;

Strategic risks

travelers' habits will evolve. Themes such as healthy, environmentally conscious food choices have been joined by new challenges regarding product safety and the protection of consumers through reduced interpersonal contact and social distancing, in accordance with public health measures aimed at containing the spread of the virus.

Mitigating factors

- constantly updating the portfolio of partner brands to offer the most attractive, innovative names available on the market;
- developing customer retention initiatives and client satisfaction analyses;
- training workers periodically to ensure high standards of service.

REPUTATION

The outbreak of the pandemic highlighted the risk of in-store contagion that can compromise the safety of employees and customers. If not dealt with in a timely manner, such a risk can also hurt the Group's image.

The second risk factor affecting reputation, which increased in 2021, is cyber risk in general and more specifically the risk of data breaches. The theft of data pertaining to the business, customers, employees, partners, and suppliers, the potential leak and online publication of such data, or the use and abuse of such data outside the relationship with the Group exposes Autogrill to a strong risk of loss of image and violation of data protection laws.

It is important to protect our reputation with all stakeholders: customers, landlords, and licensors. An operator's reputation is an important factor in the tendering and renewal of concessions. Serious reputational damage entails the risk of:
- making the brand less attractive to customers;
- harming relationships with landlords and licensors;
- threatening contract renewals.

The causes stem primarily from the perceived deterioration of service, an inability to satisfy contractual commitments with grantors and licensors, and an inability to let the business model evolve in response to stakeholders' expectations of social and environmental sustainability.

Loss of reputation can also have indirect causes beyond Autogrill's control. In Italy, the fact that many travelers use the Group's name to refer to highway rest stops in general ("let's stop at the autogrill") may expose its operations in the motorway channel to reputational risk caused by any shortcomings in competitors' services that are mistakenly attributed to the Group.

For operations involving the sale of third-party brands under license or commercial partnerships (a model used widely in emerging markets), any reputation damage suffered by the licensor or partner may expose Autogrill to a potential loss of business due to factors beyond its control.

The widespread and ever growing use of online channels (websites, social media, etc.) is a powerful communications tool because large numbers of people are reached very quickly, but it also means that false or defamatory news can be magnified.

The Group constantly monitors its quality of service with respect to customers (perceived satisfaction and product safety), landlords (quantitative and qualitative parameters set out in the contract) and licensors (observance of operating and development standards); for the largest and most sensitive brands, this includes brand champions hired by headquarters and assigned to support local teams. In addition, suitable brand protection measures are taken in Italy if unpleasant experiences are wrongly attributed to Autogrill.

The Group's commitment to social and environmental sustainability is clear from the values espoused in its Code of Ethics.

On environmental issues, it works to promote responsible behavior in the conviction that protecting individuals and the environment is a global priority for people, businesses and institutions all over the world.

With a strong focus on safety issues, for events caused by Covid-19 infection the Group follows all government directives and protocols.

To protect its web reputation, Autogrill has implemented specific policies designed to regulate interaction with the web community and to govern crisis management procedures.

It also engages regularly in forms of commercial, television, and social media communication to reassure the public and draw attention to the high safety and personal protection standards the Group has adopted to keep employees and consumers safe. The systematic communication of its pandemic response has also been a constant in the investor relator activities that keep investors and shareholders up to date.

Strategic risks

DEVELOPMENT IN EMERGING MARKETS

The Group operates in various emerging markets through partnerships with local operators that in some cases require their active participation in store management.

In addition to the typical risks of such markets, it is possible that local partners will fail to meet their contractual obligations including in terms of the operating standards needed to ensure satisfactory quality and service, which could affect the Group's profitability and reputation.

In general, the pandemic and the resulting global crisis have changed the expectations of rapid expansion in certain geographical areas.

Southeast Asia and the Pacific, which have been part of the Group's International growth strategy, have suffered a severe loss of revenue and a lesser capacity for recovery in 2021 than Western countries. These areas were hit especially hard by the strict "zero Covid policy" mandated by China (but also Australia and New Zealand, which are connected to these regions by airport traffic); the sluggish vaccination campaign; and the drop in international leisure traffic towards the most popular tourist destinations, which are hugely significant in certain regions both for their impact on national GDP (Thailand, Malaysia) and for traffic volumes.

Going forward, emerging markets are still a profitable area expected to see swift economic, demographic, and per capita wealth expansion in the coming years, and a potential for non-linear growth in airport traffic that is difficult to reproduce in mature western economies.

Mitigating factors

The Group pursues and favors contracts that leave it in control of operations and commercial aspects. In any case, Autogrill is entitled by contract to perform audits ensuring compliance with service and quality standards. The spread of Covid-19 in emerging markets has caused the Group to take a prudent attitude to various countries.

HUMAN CAPITAL

Autogrill believes that a transparent policy of responsibility to its employees gives it a competitive edge, because employees are the Group's human capital: the wealth of skills, competencies and qualifications that make it stand out.

Therefore, any lessening of the Group's ability to attract, motivate and retain key employees would make it vulnerable to losing personnel with relevant expertise.

Furthermore, although Autogrill promotes behaviors that value the dignity and protect the rights of all individuals from the selection process throughout their careers, it cannot rule out the risk of discriminatory conduct in the workplace, which could damage the working environment, affect employee retention and harm its reputation.

Issues of gender diversity are discussed in the ESG risks section.

To mitigate these risks, the Group:

- uses bonus systems designed to reward employee dedication and success, thereby fostering a sense of belonging, and follows salary policies that ensure constant comparison with multinational and Italian companies in the consumer goods industry whose complexity, distribution intensity and capital expenditure are comparable to the Group's. To foster fairer treatment among its companies, the Group distributes international guidelines on various aspects of compensation, while fully respecting national laws and local differences.
  It also adopts policies and initiatives designed to motivate and retain talent;
- provides dedicated phone lines or email addresses in most of the countries where it operates, to receive any complaints of behavior that does not live up to its standards of fairness, integrity, transparency, honesty, ethics and legality. It has also created a European platform as a direct means of drawing attention to any

Strategic risks

Mitigating factors

conduct inconsistent with the Group's Code of Ethics, but also of signaling excellent behavior, while ensuring the confidentiality of information and the privacy of individuals;
- develops specific training opportunities and initiatives to develop and fine-tune soft skills and meta-skills, so employees can build their professional and interpersonal qualifications;
- follows a human resource management policy based on principles laid down in the Code of Ethics, which encourages the Group to instill good relationships with its employees and help them develop their skills and abilities;
- is committed, as enshrined in the Code of Ethics, to promote a safe, healthy, and non-discriminatory workplace that lets everyone reach their potential.

To protect its people, the Group follows the strictest international protocols for the protection of individuals who work indoors in contact with the public. On this note it has taken all appropriate measures to ensure safety during working hours.

Financial risks

Regarding the management of financial risks, consisting mostly of interest rate, exchange rate and liquidity risk, see the financial risk management section of the Notes to the financial statement.

Mitigating factors

Autogrill manages its financial risks by defining Group-wide guidelines that inform financial management of its operating units, as part of an overall policy of financial independence.

In financial and strategic planning, Group Enterprise Risk Management – in close collaboration with Group Advanced Analytics (Datalab@Autogrill) – provides statistical forecast scenarios of the main factors that might influence business performance, such as vehicle and passenger traffic; this aims to determine the maximum expected oscillation of traffic by channel within a given range (90% confidence interval), and identifies the worst-case scenario, the best-case scenario, and the most likely (base) scenario on which to position the baselines of financial projections. Such projections contribute to the assessment of the Group's financial resilience for the coming years.

The Finance department ensures that the financial risk management policies are harmonized, identifying the most suitable financial instruments and monitoring the effectiveness of the policies followed.

The Autogrill Group does not allow the use of speculative derivative instruments.

Actions have been taken to periodically monitor working capital on a country-by-country basis, with daily estimates of revenue and weekly estimates of the main outflows.

Financial risks

Mitigating factors

In 2021, in addition to the strengthening measures described in the "Market context, macroeconomic and geopolitical factors and inflation" section, the Group's capitalization was strengthened through:

- a capital increase of €600 million, approved on 25 February and finalized in early July 2021;
- a new five-year credit facility of up to €1 billion, used primarily to pay down debt and improve the Group's financial flexibility, in continuity with its corporate finance transactions;
- the disposal of the US motorway business, which generated positive cash flow of €322.7 million.

See the "Group performance" section and the Notes to the financial statements for more details.

Operational risks

COUNTRY-SPECIFIC

Business may be interrupted briefly or for longer periods, generally as a result of uncontrollable events such as:

- pandemics;
- biological risks, natural disasters and weather emergencies;
- acts or threats of terrorism;
- hostilities or wars;
- strikes;
- political instability.

Such events could:

- involve Autogrill locations directly and force them to close;
- halt or significantly reduce traffic;
- hurt critical points of the supply chain (suppliers or partners interdependent with Autogrill);
- damage or affect the functioning of IT systems and network infrastructures that support key business processes.

Mitigating factors

To mitigate this kind of risk, the Group has security and prevention systems and emergency management plans specific to each type of event.

Autogrill has Group-wide and local policies with major insurance firms, which include coverage for "material damage and interruption of business" and for "third-party liability".

In addition, many concession agreements protect the Group against infrastructure closures (and therefore business interruption) caused by force majeure.

LABOR

Labor is a significant factor for the Group, whose business has a strong customer service component. The need to keep service quality up to customers' and landlords' standards, and the complexity of regulations in the many countries served by the Group, give it less flexibility to manage its workforce.

The main risk is a significant increase in the cost per employee, as a result of labor market trends caused by the economy or government regulations, with a consequent decline in productivity. For example, the recent "living wage laws" enacted in some states of the US increase minimum wages and will continue to extend gradually to other states in 2022.

The human resource management policy is based on principles laid down in the Code of Ethics, which encourages the Group to instill good relationships with its employees and help them build their skills and abilities.

The risks in question are mitigated through the constant review of operating procedures, including the incorporation of digital technologies, to make the best, most efficient use of labor by matching skills to the tasks at hand.

The Group has systematically monitored the relief measures that states and governments have offered to support jobs during the pandemic, with the aim of taking all

Operational risks

Another risk relates to the difficulty in recruiting personnel, at a time when unemployment rates have returned to pre-pandemic levels and the lack of demand for jobs contrasts with an increase in vacancies as companies in various sectors, including those where the Group is active, attempt to ride the post-pandemic recovery. This could lead to an increase in wages as a means of attracting new workers, and may also affect conversion capacity due to a reduced capacity for service in comparison with pre-Covid periods.

QUALITY, HEALTH AND SAFETY

Autogrill's industry is highly regulated in terms of operating practices and worker and customer health and safety. This applies to personal protections and product quality, from raw materials to the finished product, through the use of proper food preparation processes and quality ingredients in compliance with all local regulations and accepted standards of food and environmental safety.

Any violation of or non-compliance with these complex norms at the local, national or supranational level, as they apply to concession operators or companies in the oil business, may not only expose the Group to lawsuits and civil or criminal penalties but could also diminish its reputation.

The outbreak of the pandemic has exacerbated this risk and required the food & beverage industry to adopt even higher standards of personal safety and protection.

SUPPLY CHAIN

The main risks associated with the supply chain are as follows:

- events that might interfere with the proper functioning and continuity of the supply and logistics chain, hindering the Group's ability to provide a complete, balanced and effective assortment that meets the expectations of customers;

Mitigating factors

available opportunities to reduce economic and social hardships for its workers and their families.

The Group has streamlined its hiring procedures to allow for a faster ability to recruit new workers and reduce the impact of the labor shortage in the current market.

The Group has set up region-wide quality assurance systems to ensure high standards for all its products and services. These are based on risk assessment processes for raw materials, products and their suppliers to measure compliance with quality standards defined by the company following the HACCP procedures; on systematic monitoring and control using specific KPIs; and on verifying the effectiveness of these measures through different kinds of audits conducted periodically by internal and external industry professionals.

The Group has always been committed to the highest standards of health and safety for its employees, primarily through the ongoing review of policies and procedures, but also through technical improvements, constant technology upgrades, personal protective equipment, and training on the job.

The Group also complies with the highest international safety standards in terms of COVID-19 transmission, even where not required by local laws, such as the periodic sanitization of workplaces, the provision and constant replacement of all medical devices required by law, and the installation of plexiglass barriers.

In almost all countries served, the Group has set up health and safety committees involving management and workers' representatives (depending on each country's policies), to monitor compliance with laws and regulations and take steps to reduce, if not eliminate, the risk of accidents.

There is also a monitoring system that constantly audits the quality of service with respect to customers' expectations contractual/legal requirements, as well as the controls in place with regard to reducing accidents in the workplace.

The Group has contingency plans to make sure its locations are suitably stocked, including by providing support to strategic suppliers that have been hard hit by the pandemic crisis. To put these suppliers on more solid ground, where necessary, business terms have been revised with a particular focus on payment times.

Operational risks

- the impact of high inflation, which began in 2021 with pressure on semiconductors and utilities and then gradually extended to the raw and semi-processed materials used to prepare menu items, with a consequent increase in sourcing costs; the potential erosion of margins as inflation is absorbed to a lesser degree.

The general crisis and its effects on demand have slowed down, or in the worst cases halted, production by certain suppliers. The risk inherent to this situation is that the Group's locations will not be adequately stocked. The impact is further magnified if such problems affect suppliers of products that are not easily replaced, logistical service providers, or vendors to which the Group is highly exposed.

Rising globalization has also raised the risk that suppliers will not adopt socially responsible behavior in their commercial dealings or will ignore international standards and principles on matters of personal dignity, working conditions, and health, safety and the environment.

For additional details on the impact of the conflict between Russia and Ukraine on the supply chain and supply costs, please refer to the section "Market context, macroeconomic and geopolitical factors and inflation"

Mitigating factors

Where possible, new agreements have been offered that extend rebate arrangements over a longer, multi-year term, in the expectation that the macroeconomic situation will improve and business will turn around in the coming years.

As for raw material prices, specialized internal units constantly strive to meet efficiency targets by negotiating agreements with key suppliers; for strategic materials, prices may be indexed to protect the Group, at least temporarily, from spikes.

On the topic of sustainability and human rights, the Group expects its suppliers to comply with the principles laid down in its Code of Ethics.

In addition to supplier selection procedures based on a risk assessment approach, the Group has adopted the "Autogrill Group Supply Chain Sustainability Guidelines" that set general standards for the evaluation of vendors and instruct Group companies to work with suppliers that share its sustainability principles and run their businesses ethically and responsibly with respect to people and the environment. The Guidelines set supplier qualifications that are based on the most important international agreements, conventions and standards and are in line with the Group's Code of Ethics.

Cyber & IT Risks

Cyber risks are exacerbated by the growing enjoyment and distribution of goods and services over expanding global networks, the use of information technologies to communicate and transfer data in real time with people all over the world, and the adoption of work-from-home arrangements due to the Covid-19 pandemic).

The main cyber risks consist of:
- cyber attacks through the use of malware or ransomware;
- the hacking or counterfeiting of a company's e-mail in order to steal information or order payments to non-entitled parties.

The impact may extend to:
- reputational damage caused by an attack designed to steal sensitive data or identities or attempted extortion/ blackmail schemes;
- the loss of customer data and violation of customer privacy;
- difficulty with standard operations if the attack aims to thwart access to necessary computer systems by authorized users (e.g. supply chain management);
- fines, in the event that sensitive data has not been protected in accordance with the latest international directives.

The war that has broken out in early 2022 between Russia and Ukraine has further demonstrated how the internet and

Mitigating factors

The Group conducts periodic training programs on the risks of using internet, social media and e-mail, as well as a graduated system for evaluating threats and the resiliency of existing protections to cyber attacks, including through the use of vulnerability tests.

The Group's Information Security Policy provides guidelines for ensuring suitable, uniform levels of security for the information stored and transmitted using ICT, adopting common methodologies, frameworks, processes, and technology (if possible), assuring legal compliance, and effectively handling risk. It defines the roles and responsibilities of the various players involved in information security. The security guidelines have been set in accordance with international standards (e.g. ISO 27001), laws on information security and company requirements.

As for work-from-home arrangements, the Group has provided staff with individual business productivity tools (laptops) along with communication and security services such as virtual private networks (VPNs), threat emulation tools/firewalls, and the use of SSL certificates and two-factor authentication. It has defined and distributed behavior policies and training activities and provided constant information on new cyber threats. It has set up a cyber risk help desk for the use of IT devices and formed a cyber security unit at the Corporate level that aims to bring all geographies into line with internationally recognized

Cyber & IT Risks

government information systems have been used as cybernetic battlefields and strategic targets (cyberwarfare) as the conflict unfolds. Cyber weapons like Hermetic Wiper, deployed against Ukraine's internet and government systems as occurred in 2009-2010 with Stuxnet, have the potential to spread across the digital substrate as there is no possibility for structural confinement and compromise important Western systems, infrastructure, and European agencies.

In the event of prolonged conflict, the EU's exposure would exponentially increase the risk of direct attacks by both war-related and independent hackers. For Autogrill's business the direct risk is limited, but indirect exposure to attacks on transportation infrastructure or the energy and fuel distribution network (like the Colonial Pipeline attack) could have repercussions for business continuity in specific areas.

Mitigating factors

operational models and security frameworks (e.g. NIST), intensify monitoring and response to cyber issues with coordination between the various regions, and measure the level of cyber risk exposure in order to identify mitigation actions.

The Autogrill Group is aware of the increased risk of cyber attacks and social engineering as a result of the increased use of malware in the war zones; it has boosted the monitoring of its computer systems and continues to inform employees of cyber risks and the proper use of ICT tools.

Compliance risks

Violations of the Code of Ethics or of anti-corruption and other laws by Autogrill, its commercial partners, agents or other parties acting in its name or on its behalf may expose the Group and its employees to criminal or civil penalties and damage the Company's and the Group's reputation.

Mitigating factors

The Group is scrupulous in observing the laws, directives, and regulations that apply to its sectors; in 2021, it created the Group Compliance unit to focus attention on these issues. The new unit will strengthen the Company's organizational and operational apparatus to ensure full compliance with Group procedures, in accordance with applicable laws.

In addition, the Group has adopted:
- its own Code of Ethics, which requires all Group companies along with their top executives, managers and employees to conduct themselves according to the principles of legality, fairness and integrity;
- an Anti-Corruption Policy that instructs all directors, managers, employees, and internal auditors of Group companies, and everyone who works in Italy or abroad in Autogrill's name or on its behalf, what principles and rules they must follow to ensure compliance with anti-corruption legislation. Through this policy, the Group formalizes its across-the-board commitment to reject and prohibit corruption under all circumstances, with public officials and private parties alike, and its promise to observe anti-corruption laws in every country served.

ESG RISKS

ESG (Environmental, Social & Governance) factors are a great opportunity for corporate change and are increasingly central even in the context of quantitative disciplines like risk management, specifically as regards diversity, equal opportunities, non-discrimination of workers, inclusiveness, environmental protection, use of renewable energy, scarcity of resources, and reduction of waste.

Accordingly, risk management processes are undergoing a transformation that needs to be guided by strong discipline in terms of methods, practices, responsibilities, and policies, and requires new key performance indicators (KPI) and key risk indicators (KRI) with reference to ESG.

ESG risks	Mitigating factors
GENERAL ESG	
In recent years, society's growing attention to social and environmental issues, and changes in national and international legislation, have given momentum to the disclosure and measurement of non-financial results that are now full-fledged indicators of how a company is managed and how competitive it is. Socio-environmental topics, diversity, equal opportunities, non-discrimination of workers, inclusiveness, environmental protection, use of renewable energy, scarcity of resources, and reduction of waste are ever more integrated into companies' strategic decisions and increasingly attract the attention of the various stakeholders who are attentive to sustainability. The risk is that these issues will not be adequately addressed, exposing the Company to penalties (if it fails to comply with legislation), and in some cases damaging its image and reputation if it does not effectively communicate its strategy.	The Autogrill Group has always been at the forefront in implementing policies and strategies that value socio-environmental issues, including highly innovative ways of managing employee and customer relations that put people at the center of its policies, and the creation of stores and products that focus on sustainability and reduced environmental impact. Over the years the Group has constantly promoted innovative concepts and solutions in terms of energy efficiency, developed programs to reduce and properly handle waste, and engaged in circular economy projects along the supply chain. The Group also takes care to find qualified, certified business partners to ensure a supply chain that is efficient and eco-sustainable. In 2021 the Group sharpened its focus on ESG. To best respond to the demands of the market, customers, and other stakeholders it took specific steps to place ESG policies at the center of its strategies, in particular by: • creating an ESG roadmap that will lead to a positive transformation for the business above and beyond mere compliance, while prioritizing relevant, measurable actions; • forming a Group Sustainability Committee that will maintain the Group's focus on these issues, by periodically monitoring progress with the roadmap and recommending areas for its further development; • naming "Sustainability Champions" at the business units for the implementation of ESG initiatives in the Company's processes; • rationalizing ESG projects within a specific, long-term program, in order to make these topics as fundamental pillar to all business decisions and strategies; leveraging three strategic pillars: • *we nurture People* • *we offer sustainable Food Experiences* • *we care for the Planet* • monitoring the effectiveness of the roadmap actions through the creation and monitoring of specific ESG KPIs; • setting up a 2021 Performance Share Units Plan with sustainability performance targets; • focusing on energy efficiency, through the definition of an Energy Saving Book that defines low-impact design, construction, and management guidelines for new locations.
PEOPLE FIRST	
Autogrill puts people at the center of its business model: human capital is a strategic priority for which the Group plans to implement initiatives and safeguards that can mitigate risks and seize the many opportunities for development. The Group's performance is strictly dependent on its ability to attract, motivate, and retain employees; ensure an inclusive, equitable working environment that values	Autogrill's commitment to protecting and valuing people is affirmed in the first pillar of its new ESG framework. The Group promotes human engagement throughout the organization, by listening to employees' and consumers' needs, and attracts, develops, and nurtures talent in order to cultivate tomorrow's leaders. It supports an inclusive, diverse environment and has committed to having women in 40-50% of leadership positions by the end of 2030, while rooting D&I culture throughout the organization by

ESG risks

diversity; and understand market trends and consumer demands.

Employee engagement
Risks concern the loss of key personnel; inappropriate behaviors that undermine rules and everyday operations; and employee health and safety.

Diversity, equal opportunities and inclusion
Risks concern employees' negative perception of the Group and the failure to achieve goals of diversity and female empowerment.

Consumer experience
Risks concern consumer complaints and the negative perception of branding.

SUSTAINABLE PRODUCTS AND SUPPLY CHAIN TRANSPARENCY

The Group's present and future success is closely correlated with its ability to preserve, improve, and leverage the customer experience and the value of its brand. Brand value is based not only on the Group's purpose and mission but also on consumers' perception, which is influenced by a range of factors including food safety and quality, the variety and transparency of offerings, and the Group's commitment to responsible sourcing.

Brand perception, therefore, also depends on the correct implementation of the sustainability practices that Autogrill ensures through systemic coordination in all channels and countries served.

Food quality and safety
Risks concern the violation of food safety laws and standards.

Transparency and variety of offerings
Risks concern the failure to meet consumers' expectations; sub-par sustainability and innovation; and a lack of transparent information for consumers (packaging and in-store communications).

Supply chain
Risks concern the complexity of the supply chain in relation to the traceability and availability of raw materials, and suppliers' failure to comply with the Group's sustainability and human rights policies.

CLIMATE CHANGE AND ENVIRONMENT

Climate change, environmental protection, and the energy transition will cause significant changes in how businesses are run in every industry. Autogrill is sharply focused on environmental and climate compliance and takes numerous actions to mitigate emerging risks and seize the many opportunities for strategic development, with particular reference to energy sourcing, emissions reduction, and waste management.

Mitigating factors

training inclusive, responsible leaders. From the consumer standpoint, Autogrill provides travelers around the world with the best possible experiences, treating their needs as the basis for a constant process of improving service.

To mitigate the risks arising from new consumption trends, the Group strives to develop products that are innovative, sustainable, and certified. This commitment is formalized in the second pillar of the new ESG framework, with the goal of offering 98% sustainably produced coffee to consumers in the Group's eight largest markets by 2025.

The Group is highly attentive to all aspects, environmental and social, of supply chain management. The Group Supply Chain Sustainability Guidelines set general standards for evaluating suppliers and lay out the basic principles of the Group's approach to sustainable management of the supply chain, also thanks to stable, long-term relationships with suppliers based on integrity and cooperation.

A key component of Autogrill's renewed ESG approach is care and attention for the planet. The Group strives to develop solutions that can mitigate its impact on the climate and the environment, setting ambitious targets for the reduction of GHG emissions from the use of energy by 2030. To support this process Autogrill has developed a series of initiatives to design, construct, and modernize its stores in accordance with industry best practices, pursuing

ESG risks

Energy sourcing
Risks concern the insufficient supply of energy from renewable/non-renewable sources and the failure to achieve GHG emission reduction targets.

Environmental impact
Risks concern non-compliance with laws and standards on recycling and waste reduction; materials and product packaging that do not meet consumers' expectations in terms of innovation and sustainability; and the failure to meet the food waste reduction targets set by the Group.

Mitigating factors

reduced consumption and opting for a sustainable energy mix that can effectively power all of the Group's operations, and aiming to reduce the use of plastic and improve business circularity through goods reuse and recycling habits while promoting food waste reduction in all of the countries it serves.

In accordance with the ESMA recommendation "European common enforcement priorities for 2021 annual financial reports" of 29 October 2021, although the project to map and quantify the impacts of climate change is currently underway, as the recommendation allows, the Group has conducted a preliminary analysis to identify climate change risks and their potential impact on the Group's operations, especially as regards certain financial statement items whose measurement or amount may be impacted by climate change such as revenue, tangible and intangible assets, right-of-use assets, risk provisions, and inventory.

In light of the impairment tests performed on the goodwill allocated to each cash-generating unit (CGU), which were carried out considering the 2022 budget, 2023-2026 financial projections, and prudent valuation parameters, at this time the existing coverage is considered sufficient to rule out impairment losses due to climate risk impacts and there is not yet cause to write down operating assets for technological obsolescence. Likewise, the amount of any costs relating to Autogrill's environmental impact or to the neutralization of that impact, and the nature of raw materials and merchandise in stock, do not currently suggest the need to write down inventory for the risk that it will go unsold.

Management also believes that the Group's presence in different travel channels and different parts of the world help protect its revenue from climate risk.

The Group will study these issues in greater depth with a view to the ongoing anticipation and monitoring of climate change risks and their potential impact on future performance.

THE INTERNAL CONTROL SYSTEM

Autogrill's internal control system is the set of rules, procedures, and organizational structures allowing for sound, proper management consistent with the Group's strategic objectives and for compliance with the law and the articles of association. An effective internal control system helps make sure that the Group's operations are efficient, knowable, and verifiable, and in general assures the integrity and reliability of the Group's corporate and business management.

It also ensures and verifies the quality and reliability of accounting and management data and of the information provided to the boards and the market, including by overseeing how such information is recorded and exchanged.

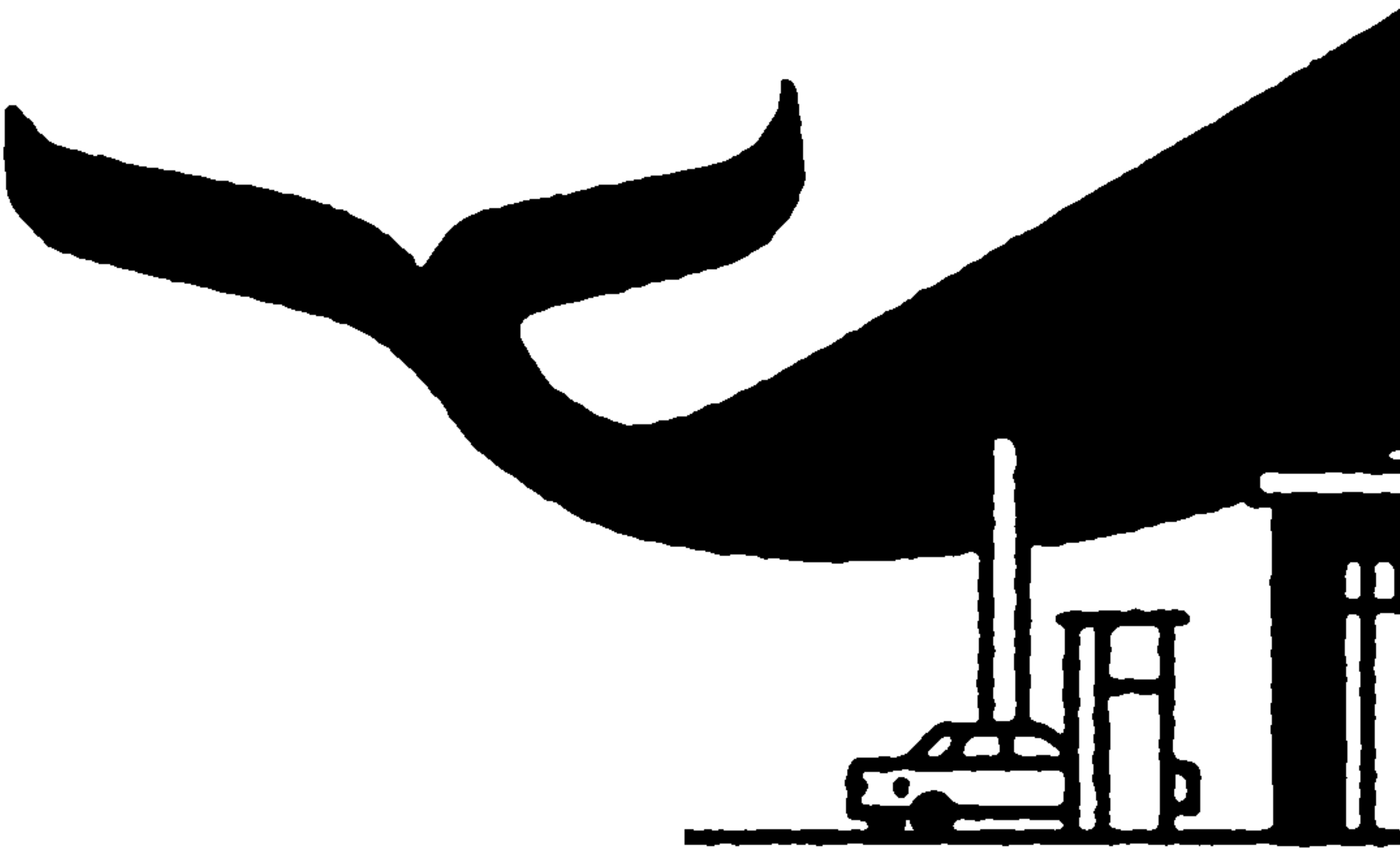
Autogrill's internal control and risk management system, as concerns operational responsibilities, is in line with international best practices consistent with the principle of three levels of control, as follows:

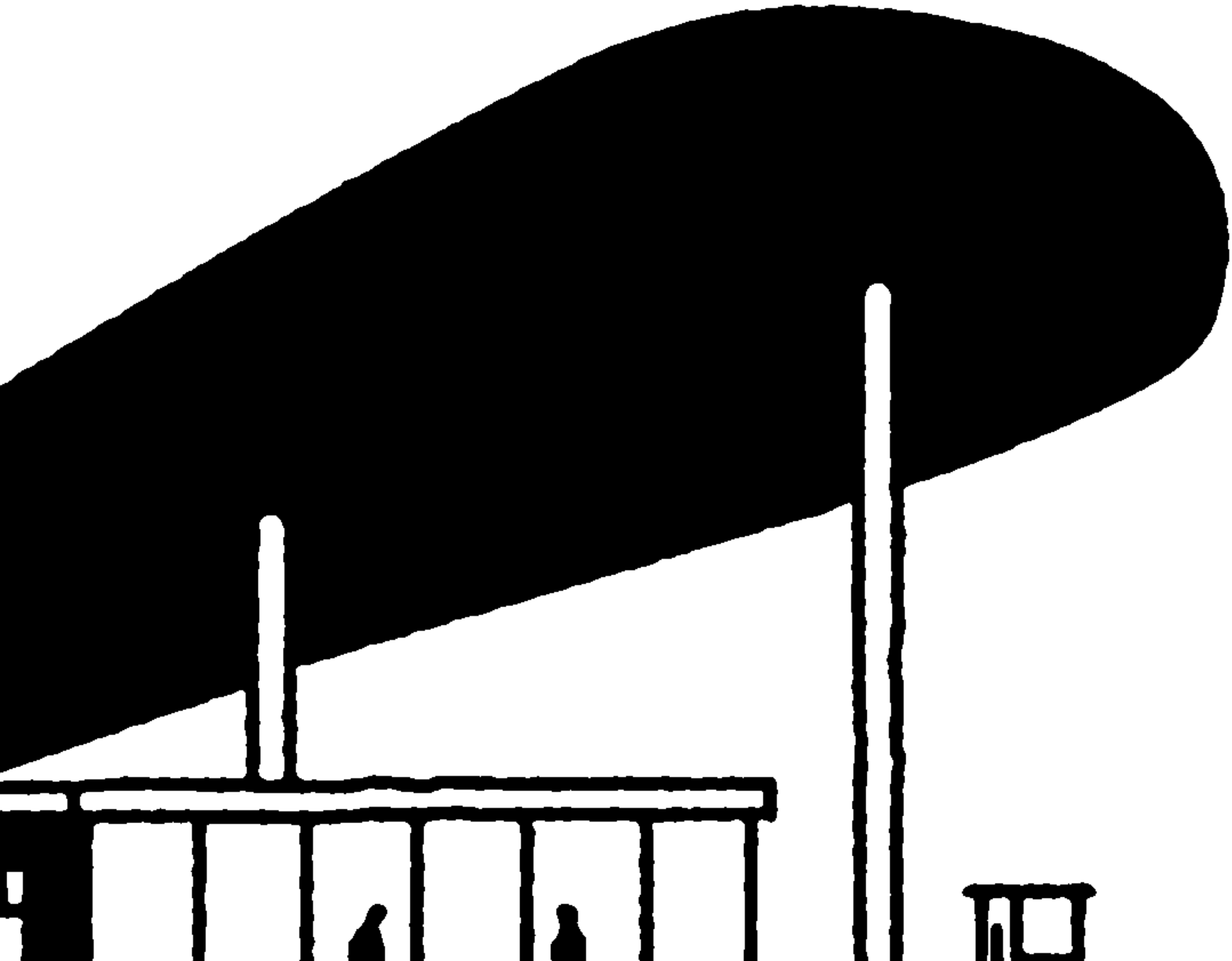
FIRST LEVEL CONTROL	SECOND LEVEL CONTROL	THIRD LEVEL CONTROL
Control on Company's processes is delegated to the local management of **each operating units**, becoming an integral part of every process	Control entrusted to **specific fucntion**, separated from the operating units, supporting the local management to develop the system of control and risk management and in its proper functioning	Control delegated to the **Internal Audit** function, which is in charge of evaluating the design and functioning of the control and risk management system regarding the operating activities, the IT systems and the governance of the Group

The internal control and risk management system functions according to an audit plan, developed on the basis of a specific analysis of risks, on activities and processes mapped out within the Group companies. The plan consists of independent first- and second-level controls, in the form of specific auditing projects of business, administrative, and accounting processes; checks of IT system reliability; and follow-ups of the corrective actions determined during the auditing phase to help improve the control and risk management system.

In accordance with its Code of Ethics and the Autogrill Code, the Group acts to develop the principle of responsibility in every individual involved in the control system and to give an appropriate control structure to its business wherever it operates. It promotes, at all levels, the need for an adequate internal control and risk management system as the indispensable premise for achieving its goals.

1 DIRECTORS' REPORT





COMPARABILITY OF DATA; ALTERNATIVE PERFORMANCE MEASURES AND DEFINITIONS

COMPARABILITY OF DATA

As mentioned in the Notes to the consolidated financial statements for the year ended 31 December 2021, estimation and measurement criteria are the same as those used the prior year. Where applicable, they have been adjusted consistently with the new amendments and standards that took effect during the year, as detailed in the pertinent section of the Notes.

As in previous years, more than half the Group's operations are located in countries which use a non-euro currency, primarily the United States of America, Canada, Switzerland, and most of the countries in the International division. Due to the local nature of the business, in each country revenue is generally expressed in the same currency as costs and investments. The Group also has a currency risk policy, financing a portion of its net assets in the principal non-euro currencies with debt in the same currency, or entering into currency hedges that achieve the same effect. However, this does not entirely neutralize the impact of exchange rate fluctuations when translating individual financial statement items. The comparability of data is therefore affected by exchange rate trends, which are neutralized through the comparisons "at constant exchange rates" as described in the section below.

ALTERNATIVE PERFORMANCE MEASURES AND DEFINITIONS

The Directors' Report and the consolidated financial statements include the consolidated financial and economic measures used by management to monitor the Autogrill Group's performance. These measures are not defined or specified in the applicable regulations for financial reporting. As the specific makeup of these measures is not governed by the accounting standards, the criteria used by the Autogrill Group to determine them could be different from those used by other groups, so they may not be comparable.

The Alternative Performance Measures are constructed solely on the basis of the Group's historical financial figures and are determined in accordance with the ESMA Guidelines on Alternative Performance Measures of 5 October 2015 (ESMA 2015/1415) as per CONSOB Communication no. 92543 of 3 December 2015, considering the additional ESMA guidance of 17 April 2020 "ESMA Guidelines on Alternative Performance Measures (APMs)" and 29 October 2021 (section 3 of the "European common enforcement priorities for 2021 annual financial reports").

The following Alternative Performance Measures were used in this Directors' Report:
- Revenue: in the Directors' Report this refers to operating revenue, excluding fuel sales. Costs as a percentage of revenue are calculated on this basis. Fuel sales are classified net of the corresponding cost under "Other operating income".
- Change "at constant exchange rates": in comparisons with prior-year figures, the phrase "at constant exchange rates" signifies the increase or decrease that would have occurred had the comparative figures of consolidated companies with functional currencies other than the euro been calculated at the same exchange rates employed in the previous year's consolidated financial statements.
- Organic revenue growth: this is calculated by adjusting revenue for the two years for the effect of acquisitions, disposals and exchange rates (by translating prior-year sales at the current-year exchange rate) and then comparing the two figures. Organic revenue growth is expressed at constant exchange rates.
- Like-for-like revenue growth: calculated by adjusting organic revenue growth for the impact of new store openings and the revenue generated in the comparison period by stores that are no longer in the portfolio, as well as calendar differences (e.g. leap years) which are shown separately. Like-for-like revenue growth is expressed at constant exchange rates.

- EBITDA: profit (loss) for the year excluding “Income tax", “Financial income", “Financial expense", “Share of the profit (loss) of equity method investments", “Revaluation (write-down) of financial assets", “Depreciation and amortization", and “Impairment losses on property, plant and equipment, intangible assets and right-of-use assets". EBITDA can be gleaned directly from the consolidated financial statements, as supplemented by the Notes thereto. Because it is not defined in IFRS, it could differ from and therefore not be comparable with EBITDA reported by other groups.
- EBITDA margin: EBITDA expressed as a percentage of revenue.
- EBIT (earnings before interest and tax): the “Operating profit” gleaned directly from the consolidated income statement.
- EBIT margin: EBIT expressed as a percentage of revenue.
- Underlying Alternative Performance Measures: results for the year and their comparison with the previous year may include elements that are unusual or unrelated to operating performance which significantly impact the Group’s results over time in an inconsistent, non-systematic way. This could hinder a correct interpretation of the Group’s normalized profit when comparing it to the normalized figure for the previous year or future periods, which would limit the value of the information provided in the comparative condensed consolidated income statement and the comparative consolidated income statement prepared in accordance with IAS 1. These elements, specified in the “Group performance” section of the Directors’ Report, can be classified as follows:
  - capital gains and capital losses from the disposal of businesses, with the corresponding transaction costs;
  - costs incurred for successful acquisitions, treated as transaction costs that management considers to be unrelated to operating performance;
  - costs for stock option plans (phantom stock options and performance share units). The estimated cost of the phantom stock option plan is heavily impacted by the price and fluctuation of Autogrill shares, which are not strictly dependent on the Group’s performance;
  - net costs incurred for non-recurring refinancing debt, consisting mainly of a make-whole fee for the early repayment of the American private placements;
  - the costs for strategic, non-recurring Corporate reorganization and efficiency projects which temporarily penalize the performance measures gleaned from the consolidated income statement prepared in accordance with IAS 1.

These elements are identified separately and described in specific statements of reconciliation, and result in the following underlying alternative performance measures:
- Underlying EBITDA: determined by excluding the impact of the above mentioned unusual or non-performance-related elements from EBITDA;
- Underlying EBITDA margin: underlying EBITDA expressed as a percentage of revenue;
- Underlying EBIT: determined by excluding the impact of the above mentioned unusual or non-performance-related elements from EBIT;
- Underlying EBIT margin: underlying EBIT expressed as a percentage of revenue;
- Underlying net profit: determined by excluding the impact of the above mentioned unusual or non-performance-related elements from net profit;
- Underlying basic earnings per share: underlying net profit per share;
- Underlying diluted earnings per share: determined by adjusting the underlying net profit attributable to holders of ordinary shares, as well as the weighted average of outstanding shares, to take into account the effects of all potential ordinary shares with dilutive effect and the share options granted to employees; if there is a loss per share there are no dilutive effects.

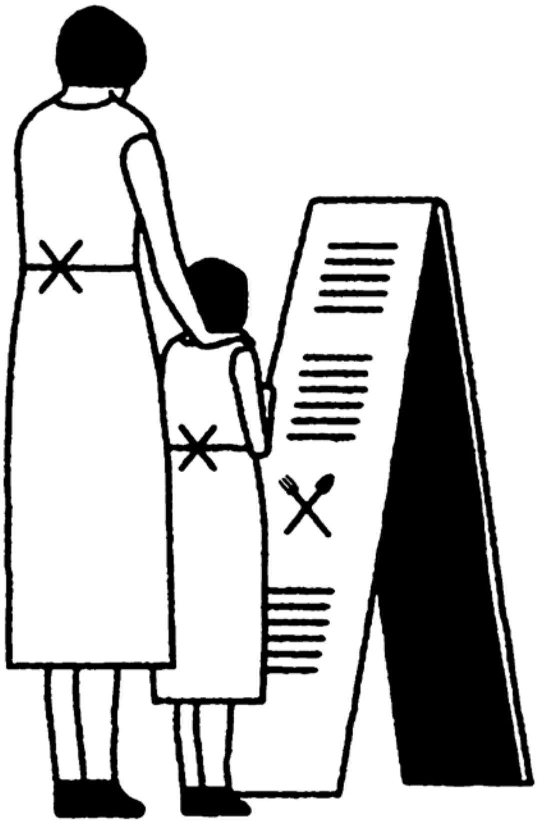
In the Directors’ Report the following definitions are also used:
- Capital expenditure: the investments referred to in the notes “Property, plant and equipment” and “Other intangible assets” to the consolidated financial statements;
- Corporate costs: the costs pertaining to the Group’s centralized units;
- Underlying Corporate costs: the costs pertaining to the Group’s centralized units minus the effect of the above mentioned unusual or non-performance-related elements;

- Net financial position (net financial indebtedness): the sum of net debt, determined (including as of 31 December 2020) in accordance with the "Guidelines on disclosure requirements under the Prospectus Regulation (04/03/2021 | ESMA32-382-1138)", "Finance lease receivables" (current and non-current), and "Other financial assets" (current and non-current), excluding "Security deposits" and "Interest-bearing sums with third parties";
- Net financial position (net financial indebtedness) excluding lease receivables and liabilities: the net financial position less current and non-current assets and liabilities arising from leases.

Unless otherwise specified, amounts in the report are expressed in millions of euros (€m) or millions of US dollars ($m). In the Notes to the financial statements, unless otherwise specified, amounts are expressed in thousands (€k and $k).

Where figures have been rounded to the nearest million, sums, changes, and ratios are calculated using figures extended to thousands for the sake of greater accuracy.

GROUP PERFORMANCE



GENERAL BUSINESS CONTEXT

THE TREND IN AIRPORT TRAFFIC[11]

Airports are the Group's primary channel and generate around 55% of total revenue, with a widespread presence in North America, Europe, Asia and the Pacific.

The first half of 2021 was affected by the ongoing uncertainty caused by the spread of the Covid-19 virus and the restrictive measures taken by public authorities in the affected countries in order to limit contagion. Such measures included limiting personal movement both within and beyond national borders, which reduced the volumes of travelers passing through airports. In the second half of the year, thanks to progress with the vaccination campaign, the situation gradually improved with the partial lifting of restrictions and a recovery in air traffic, especially in North America.

In North America, the Group's largest airport market, passenger traffic in 2021 increased by 72% over the previous year, thanks to the recovery of domestic traffic. In Europe, airport traffic was up by 34% over 2020 as intra-European traffic gradually picked up speed in the second half of the year. Airport traffic in Asia, on the other hand, decreased by 13% due to the ongoing pandemic and the resulting extension of the restrictive measures put in place in 2020; in the Middle East, air traffic grew by 13% with respect to the previous year.

THE TREND IN MOTORWAY TRAFFIC

In the motorway channel, especially since the disposal of the US motorway business as discussed below, the Group operates mainly in Europe with a strong presence in Italy, France, Belgium, and Switzerland.

Like airport traffic, motorway traffic benefitted from the gradual easing of the travel restrictions put in place to counter the Covid-19 pandemic, thanks to progress with the vaccination campaign in the regions where the Group operates.

11 Source: ACI World – Airport Council International, 2021 traffic estimated on the basis of figures provided by ACI regional offices and industry experts.

In Italy, the Group's largest motorway market, traffic increased by around 23%[12] over the previous year with a gradual acceleration in the second six months.

CHANGE IN SCOPE OF CONSOLIDATION

On 23 July, further to an agreement dated 31 March 2021 and after obtaining the necessary government authorizations and consent from the landlords, HMSHost Corporation finalized the disposal of its US motorway business to the consortium controlled by Blackstone Infrastructure Partners, which includes Applegreen Limited and B&J Holdings.

The sale price was $ 381.4m, equivalent to € 324.1m; that amount is subject to an earn-out mechanism based on revenue earned by the new ownership in 2022 and 2023, which cannot be quantified on the basis of currently available information. The capital gain, not considering the earn out which will be realized when it can be determined, amounts to $ 153.1m (€ 129.5m) net of transaction costs.

The US motorway business includes food & beverage concessions of various brands such as Starbucks, Burger King, and Pret (which the Group will continue to operate as licensee in other channels) and convenience retail concessions at about 60 motorway rest stops in the United States.

Until the sale date in 2021, revenue from the US motorway business was € 92.4m ($ 109.3m), compared with € 121.2m ($ 138.5m) the previous year.

ORGANIC GROWTH

In 2021, with relatively few calls for bids due to pandemic-related uncertainties, the Group obtained new contracts and contract renewals[13] worth a total of € 4.3 billion, with an average duration of around 3 years.

Below are the details by geographical area.

NEW AND RENEWED CONTRACTS

(€billion)	New	Renewed
North America	0.2	1.9
International	0.3	0.2
Europe	0.0	1.6
Total	**0.5**	**3.7**

Renewals in Europe include the two-year extension for the Italian motorway network pursuant to Decree Law 121/2021, in connection with the government's pandemic relief measures.

12 Source: AISCAT.
13 Total value of contracts calculated as the sum of expected revenue from each throughout its duration. Also includes contracts held by equity-consolidated Group companies.

INCOME STATEMENT RESULTS

Results in 2021 were still heavily impacted by the Covid-19 pandemic, but after suffering the effects of the second wave early in the year, there was a steady increase in consumer traffic in all channels served by the Group. This owes to the slowdown in contagions which led to the gradual lifting of restrictions, and the successful vaccination campaign. The defining feature of 2020, of course, was the worldwide spread of Covid-19 beginning in early March.

In this context, the Group earned consolidated revenue of € 2,596.8m, an increase of 32.8% at constant exchange rates (+30.9% at current exchange rates) compared with the previous year's revenue of € 1,983.7m, with steady growth throughout 2021 (€ 4,996.8m in 2019). As in 2020, thanks to a focus on hourly productivity, an improved product mix, and cost cutting, underlying EBITDA in 2021 increased by € 374.6m (from € 155.3m to € 529.9m) and rose from 7.8% of revenue in 2020 to 20.4%. In 2019 this item amounted to € 849.5m. Underlying EBIT in 2021 came to € -7.0m, compared with € -515.8m the previous year, for an increase of € 508.8m (underlying EBIT was a positive € 228.2m in 2019). The underlying net loss attributable to the shareholders of the parent company amounted to € 105.8m, compared with a loss of € 485.7m in 2020 and an underlying net profit of € 85.0m in 2019.

CONDENSED CONSOLIDATED INCOME STATEMENT[14]

(€m)	Full Year 2021	% on revenue	Full Year 2020	% on revenue	Change at current exchange rate	Change at constant exchange rate
Revenue	2,596.8	100.0%	1,983.7	100.0%	30.9%	32.8%
Other operating income	192.9	7.4%	126.1	6.4%	53.0%	55.0%
Total revenue and other operating income	**2,789.7**	**107.4%**	**2,109.8**	**106.4%**	**32.2%**	**34.1%**
Raw materials, supplies and goods	(900.1)	-34.7%	(716.0)	-36.1%	25.7%	27.1%
Personnel expense	(820.1)	-31.6%	(773.2)	-39.0%	6.1%	7.8%
Leases, rentals, concessions and royalties	(152.0)	-5.9%	(64.3)	-3.2%	n.s.	n.s.
Other operating expense	(391.5)	-15.1%	(416.0)	-21.0%	-5.9%	-4.4%
Gain on operating activity disposal [15]	129.5	5.0%	19.2	1.0%	n.s.	n.s.
EBITDA	**655.6**	**25.2%**	**159.5**	**8.0%**	**n.s.**	**n.s.**
Depreciation, amortisation and impairment losses	(537.0)	-20.7%	(671.1)	-33.8%	-20.0%	-18.4%
EBIT	**118.6**	**4.6%**	**(511.6)**	**-25.8%**	**n.s.**	**n.s.**
Net financial income (expense)	(100.9)	-3.9%	(112.9)	-5.7%	-10.6%	-8.4%
Income (expense) from investments, revaluation (write-down) of financial assets	1.8	0.1%	(13.4)	-0.7%	n.s.	n.s.
Pre-tax profit (loss)	**19.5**	**0.7%**	**(638.0)**	**-32.2%**	**n.s.**	**n.s.**
Income tax	(40.0)	-1.5%	134.1	6.8%	n.s.	n.s.
Net profit (loss) attributable to:	**(20.5)**	**-0.8%**	**(503.9)**	**-25.4%**	**95.9%**	**95.9%**
- owners of the parent	(37.8)	-1.5%	(479.9)	-24.2%	92.1%	92.0%
- non-controlling interests	17.3	0.7%	(24.0)	-1.2%	n.s.	n.s.
Earnings per share (€)						
- basic	-0.1192		-1.9049			
- diluted	-0.1192		-1.9049			

REVENUE

The Group earned consolidated revenue of € 2,596.8m in 2021, an increase of 32.8% at constant exchange rates (+30.9% at current exchange rates) on the previous year's revenue of € 1,983.7m.

(€m)	Full Year 2021	Full Year 2020	FX	Organic growth: Like-for-like		Organic growth: Openings[16]	Organic growth: Closings [17]	Acquisitions	Disposals	Calendar [18]
North America *	1,302.6	855.8	(26.6)	505.0	66.9%	43.0	(6.3)	-	(68.3)	-
International	190.9	230.0	(1.1)	(30.6)	-14.0%	2.5	(8.3)	-	-	(1.6)
Europe	1,103.3	897.9	(0.8)	237.1	27.8%	14.7	(16.5)	-	(25.5)	(3.4)
of which:										
Italy	*766.5*	*573.9*	*-*	*188.2*	*33.1%*	*9.3*	*(3.4)*	*-*	*-*	*(1.5)*
Other European countries	*336.9*	*324.0*	*(0.8)*	*48.9*	*17.3%*	*5.4*	*(13.1)*	*-*	*(25.5)*	*(1.9)*
Total Revenue	**2,596.8**	**1,983.7**	**(28.5)**	**711.3**	**39.0%**	**60.2**	**(31.2)**	**-**	**(93.8)**	**(5.0)**
** North America ($m)*	*1,540.6*	*977.5*	*3.1*	*597.3*	*66.9%*	*50.9*	*(7.5)*	*-*	*(80.8)*	*-*

14 "Revenue" and "Raw materials, supplies and goods" differ from the amounts shown in the consolidated income statement because they do not include revenue and costs from fuel sales, the net amount of which is classified as "Other operating income" in accordance with management's protocol for the analysis of Group figures. This revenue came to € 285.8m in 2021 (€ 232.1m in 2020) and the cost to € 269.9m (€ 219.1m the previous year).
15 The item "Gain on operating activity disposal" is net of transaction costs of € 4.1m in 2021 (€ 0.4m in 2020).
16 "Openings" refer to new stores and not to reopenings subsequent to Covid-19 related closures.
17 "Closings" refer to the permanent closure of stores and not the temporary closures attributable to the Covid-19 pandemic.
18 "Calendar" refers to the impact of the extra day in 2020, which was a leap year.

Thanks in part to the slowdown of the Covid-19 pandemic with the gradual easing of restrictions, and to the successful vaccination campaign, revenue improved steadily throughout 2021 and achieved solid like-for-like growth (+39.0%). The increase was especially prominent in North America (+66.9%) and Italy (+33.1%), while the International division (-14.0%) suffered from the persistent weakness of international traffic.

In 2021 the additional revenue from new stores opened mainly in North America (Salt Lake City and Las Vegas airports) and from revised concepts was partially offset by the streamlining of the Group's presence in all geographical regions — this had begun independently of the Covid-19 pandemic, which in some cases accelerated or modified decisions to leave unprofitable locations — and by the impact of closures due to the normal dynamics of contract renewals.

The decrease in revenue as a result of disposals amounted to € 93.8m, reflecting the disposal of the US motorway business in July 2021 and the Group's Spanish operations in late December 2020 (formally completed on 14 January 2021).

In 2021 there was a net negative exchange effect of € 28.5m, due mainly to the devaluation of the US dollar against the euro.

The "calendar" effect had a net negative impact of € 5.0m.

REVENUE BY CHANNEL

			Change	
(€m)	Full Year 2021	Full Year 2020	At current exchange rates	At constant exchange rates
Airports	1,427.1	961.5	48.4%	52.1%
Motorways	1,002.3	867.7	15.5%	16.2%
Other channels	167.5	154.5	8.4%	8.5%
Total Revenue	**2,596.8**	**1,983.7**	**30.9%**	**32.8%**

				Organic growth						
(€m)	Full Year 2021	Full Year 2020	FX	Like-for-like		Openings[19]	Closings[20]	Acquisitions	Disposals	Calendar[21]
Airports	1,427.1	961.5	(22.9)	470.7	51.3%	38.2	(15.0)	-	(3.4)	(2.0)
Motorways	1,002.3	867.7	(5.4)	220.4	28.9%	18.2	(13.4)	-	(83.0)	(2.2)
Other channels	167.5	154.5	(0.1)	20.2	14.1%	3.8	(2.7)	-	(7.3)	(0.9)
Group total	**2,596.8**	**1,983.7**	**(28.5)**	**711.3**	**39.0%**	**60.2**	**(31.2)**	**-**	**(93.8)**	**(5.0)**

The like-for-like increase, 39.0% at the Group level, occurred in all the Group's channels, with especially good performance by **airports** (+51.3%) and **motorways** (+28.9%).

At 31 December 2021, 74% of all points of sale were open (58% at 31 December 2020).

EBITDA

EBITDA in 2021 amounted to € 655.6m, up from € 159.5m the previous year, increasing by € 496.1m and rising from 8.0% of revenue in 2020 to 25.2%. The 2021 figure was heavily influenced by the sizable capital gain from the disposal of the US motorway business, which came to € 129.5m net of transaction costs.

19 "Openings" refer to new stores and not to reopenings subsequent to Covid-19-related closures.
20 "Closings" refer to the permanent closure of stores and not the temporary closures attributable to the Covid-19 pandemic.
21 "Calendar" refers to the impact of the extra day in 2020, which was a leap year.

Non-performance-related elements in 2021 or the previous year whose amounts can be compared were as follows:

- costs for stock option plans (phantom stock options and performance share units). The estimated cost of the phantom stock option plan is heavily impacted by the price and fluctuation of Autogrill shares, which are not strictly dependent on the Group's performance;
- capital gains (net of transaction costs) realized in 2021 from the disposal of the US motorway business and in 2020 from the disposal of all of the Group's operations in Spain;
- the costs incurred for efficiency programs at the three business units[22].

The impact of these elements by business segment is broken down below.

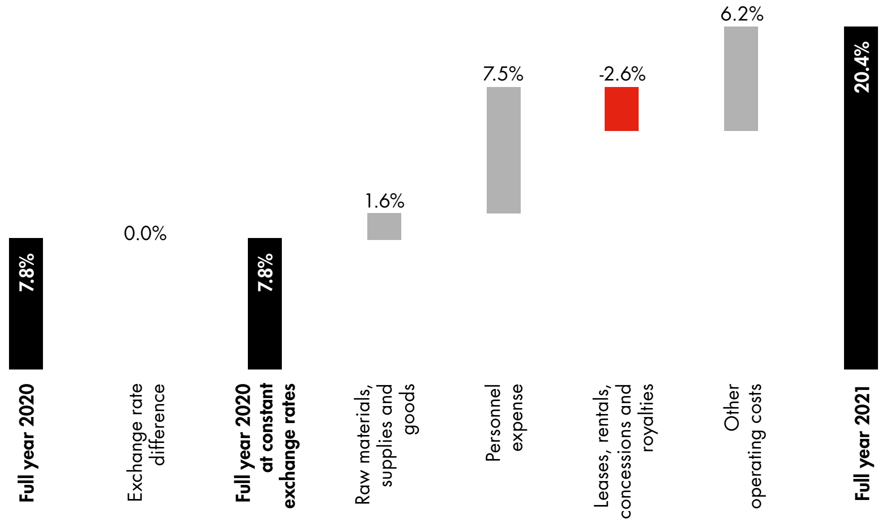
(€m)	Full Year 2021	Full Year 2020
North America	**(128.4)**	**2.2**
Stock-based management incentive plans	0.9	(0.1)
Gain on operating activity disposal net of transaction costs	(129.5)	-
Efficiency projects costs	0.1	2.3
International	**0.2**	**4.3**
Stock-based management incentive plans	0.2	-
Efficiency projects costs	-	4.3
Europe	**1.0**	**(11.9)**
Stock-based management incentive plans	0.5	(0.2)
Gain on operating activity disposal net of transaction costs	-	(19.2)
Efficiency projects costs	0.5	7.5
Corporate	**1.6**	**1.2**
Stock-based management incentive plans	1.6	(0.2)
Efficiency projects costs	-	1.4
Total	**(125.7)**	**(4.2)**

After factoring out these elements, underlying EBITDA amounts to € 529.9m in 2021 (€ 155.3m the previous year), rising by € 374.6m and from 7.8% of revenue in 2020 to 20.4%. Most of the improvement is due to the substantial increase in sales, as well as the focus on hourly productivity, the product mix, and cost cutting.

			Change	
(€m)	Full Year 2021	Full Year 2020	At current exchange rates	At constant exchange rates
EBITDA	**655.6**	**159.5**	**n.s.**	**n.s.**
EBITDA margin	**25.2%**	**8.0%**		
Stock-based management incentive plans	3.1	(0.5)		
Gain on operating activity disposal net of transaction costs	(129.5)	(19.2)		
Efficiency projects costs	0.7	15.5		
EBITDA underlying	**529.9**	**155.3**	**n.s.**	**n.s.**
EBITDA margin underlying	**20.4%**	**7.8%**		

22 Efficiency programs mostly related to robotic process automation in the United States (in progress since 2019) and the permanent centralization of the Europe unit's strategic functions at the headquarters in Rozzano. In 2020, other than robotic process automation in the United States and the permanent centralization of the Europe unit's functions, completed in 2021, these programs included a permanent change in the organization of operating activities in the Netherlands and a permanent reorganization at Corporate.

CHANGE IN UNDERLYING EBITDA MARGIN



IMPACT OF THE COVID-19 PANDEMIC

Regarding the disclosures called for by ESMA, CONSOB and IOSCO[23] for the last two years, in terms of the impact of Covid-19 on operations, the Group is unable to distinguish what portion of the changes in performance measures from 2020 to 2021 is directly attributable to the course of the pandemic. The overall effects on performance measures and results for which the course of the pandemic is largely if not exclusively responsible are discussed below.

As described previously, in 2021 the Group enjoyed an increase in revenue (+32.8% at constant exchange rates, +30.9% at current exchange rates), which improved steadily throughout the year, reflecting greater business volumes as a result of the slowdown in the pandemic (with the gradual easing of restrictions) and the successful vaccination campaign.

The cost of raw and ancillary materials, consumables and goods increased by 27.1% at constant exchange rates (+25.7% at current exchange rates) compared with the previous year. This was directly related to the trend in sales, although disproportionately; the figure includes a non-recurring cost of € 0.2m in relation to products expiring or becoming damaged (€ 9.2m in 2020).

Group management extended a number of measures taken in 2020 to mitigate the impact of the Covid-19 pandemic, achieving a steep reduction in:

- personnel expense, through measures such as reduced hours in line with the drop in traffic. Also contributing to the decrease in personnel expense were the various relief programs enacted by local governments and equivalent measures in the countries served by the Group, for an estimated € 79.8m (€ 155.5m in 2020) subject to possible positive adjustments that cannot be determined at this time;
- other operating costs, which did, however, suffer from the final reckoning of non-recurring costs for logistics and for the important measures taken to protect the health and safety of employees and customers (€ 2.0m, compared with € 5.7m in 2020).

23 ESMA – "European common enforcement priorities for 2020 annual financial reports" of 28 October 2020 and "European common enforcement priorities for 2021 annual financial reports" of 29 October 2021; CONSOB — "Richiamo di attenzione" 6/2020 of 9 April 2020, 8/2020 of 16 July 2020, and 1/2021 of 16 February 2021; and IOSCO — "Statement on Importance of Disclosure about Covid-19" of 29 May 2020.

As in the early months of the Covid-19 pandemic, the Group continued to renegotiate its existing leases in order to obtain better terms and conditions from landlords. As a result of these negotiations, the Group recognized rent reductions and cancellations of € 174.7m (€ 182.6m in 2020) directly in the income statement as of the effective date of the relief, in accordance with the amendments to IFRS 16 "Covid-19 Related Rent Concessions (Amendment to IFRS 16 Leases)" of 28 May 2020 (endorsed on 9 October 2020) and "Covid-19 Related Rent Concessions beyond 30 June 2021 (Amendment to IFRS 16 Leases)" of 31 March 2021 (endorsed on 30 August 2021) which give lessees the option to account for Covid-19 related rent concessions without the need to determine from the contracts whether they constitute lease modifications as defined by IFRS 16 (subject to certain conditions).

Further negotiations with landlords are in progress, the benefits of which will be recognized in 2022 as they have not yet been realized and cannot be reliably quantified at this time. The negotiations will continue during the next few months of 2022 in relation to the impact of the Covid-19 pandemic on profitability for the year in course.

In 2021 the Group benefited from various forms of government relief amounting to € 36.5m (not present in 2020), mostly in Germany, France, and Switzerland, which is recognized under "Other operating income".

As in 2020, financial charges were recognized in connection with renegotiations with lender banks and bondholders, as better explained in the section "Net financial expense, income (expense) from investments, and revaluation (write-down) of financial assets" of this report and in the Notes to the financial statements.

In 2020 the Group had used tax benefits offered under the law enacted in the United States that year, as described in the Notes to the financial statements and in the "Income tax" section of this report.

DEPRECIATION, AMORTIZATION AND IMPAIRMENT LOSSES

These came to € 537.0m in 2021, a decrease of 18.4% at constant exchange rates (-20.0% at current exchange rates) compared with the previous year's figure of € 671.1m. The net decrease reflects lower net impairment losses (€ 61.7m in 2020, compared with € 14.6m in 2021), lower depreciation and amortization as a result of a decrease in investments, the disposal of the Group's Spanish operations in late December 2020 (€ -20.7m) and the disposal of the US motorway business in July 2021 (€ -13.4m) and the remeasurement of leases in accordance with IFRS 16.

EBIT

EBIT in 2021 came to € 118.6m versus a negative € 511.6m the previous year, reflecting the same factors described for EBITDA and the lower impact of depreciation, amortization and impairment losses with respect to 2020.

Underlying EBIT stood at € -7.0m, compared with € -515.8m the previous year, an increase of € 508.8m.

(€m)	Full Year 2021	Full Year 2020	Change At current exchange rates	Change At constant exchange rates
Operating profit (EBIT)	**118.6**	**(511.6)**	**n.s.**	**n.s.**
EBIT margin	**4.6%**	**-25.8%**		
Stock-based management incentive plans	3.1	(0.5)		
Gain on operating activity disposal net of transaction costs	(129.5)	(19.2)		
Efficiency projects costs	0.7	15.5		
Operating profit (EBIT) underlying	**(7.0)**	**(515.8)**	**98.6%**	**98.6%**
EBIT margin underlying	**-0.3%**	**-26.0%**		

NET FINANCIAL EXPENSE, INCOME (EXPENSE) FROM INVESTMENTS AND REVALUATION (WRITE-DOWN) OF FINANCIAL ASSETS

For 2021, net financial expense of € 100.9m (€ 112.9m the previous year) includes € 42.7m (€ 60.5m in 2020) in net implicit interest on lease liabilities in accordance with IFRS 16.

In March 2021, given the ongoing Covid-19 pandemic, the Group arranged an additional series of "covenant holiday" agreements with its lender banks and bondholders for the temporary suspension of required parameters (leverage ratio and interest coverage ratio) following similar agreements reached in 2020. These contractual changes, in accordance with IFRS 9, had led to a revision of the 2020 calculation of the difference between the present value of the modified cash flows discounted using the original effective interest rate and the present value of the original cash flows, entailing the recognition of € 13.6m in financial expense (€ 22.3m in 2020, for the first round of covenant holidays). During the year, prior to the refinancing described in greater detail below, the fair value adjustment recognized on application of IFRS 9 was released to the income statement in the amount of € 20.8m (€ 7.0m for all of 2020).

The debt refinancing concluded in December 2021 produced the following effects on the income statement (overall charge of € 17.7m):

- a contractual "make-whole" charge of $ 23.9m (€ 20.2m) paid to the American bondholders, amounting to the present value of future coupons based on the difference between the contractually agreed interest rate and the applicable US Treasury yield for the same maturity;
- an income of $ 3.2m (€ 2.7m) for the unwinding of interest rate derivatives hedging the change in fair value of the bonds issued by HMSHost Corporation (notional amount $ 100m);
- a charge of € 7.9m for the release to the income statement of not-yet-amortized upfront fees on the loans repaid in advance;
- an income of € 7.7m for the release to the income statement of the not-yet-amortized portion of the fair value adjustment recognized on application of IFRS 9 on bank loans and US bonds, as described above.

It should also be noted that interest expense was higher in 2021 than in the previous year due to the increase in margins on bank loans and bond coupons during the covenant holiday that began in June 2020 and ended in December 2021 with full repayment and cancelation of the loan agreements. This was mitigated by lower net finance expense on lease liabilities, due to the general decrease in the incremental borrowing rate used for new contracts and for remeasurements not related to indexing.

The average cost of debt was 6.0% (4.1% in 2020).

“Income (expense) from investments and revaluation (write-down) of financial assets” came to € 1.8m and consist mainly of the writeback of loans granted to the non-controlling shareholders of some North American subsidiaries, as the reasons for writedowns charged in previous years (€ 13.2m in 2020, due to the collection problems caused by the pandemic) no longer applied.

INCOME TAX

Income tax in 2021 amounted to a negative € 40.0m, compared to a positive € 134.1m the previous year.

This item was affected by the tax due by HMSHost Corporation on the capital gain from the disposal of the US motorway business, amounting to $52.8m (€ 44.7m).

In 2020, the main component was a tax refund of $ 119m (€ 104.2m) to which the subsidiary HMSHost Corporation was entitled, by offsetting the federal tax loss incurred in 2020 as a result of the Covid-19 pandemic against the taxable income of prior years since 2015, according to the carry-back mechanism introduced in 2020 by US tax law. It was also possible to carry forward net operating losses for state tax purposes, for an additional deferred tax benefit of $ 17m (€ 14.9m) that was likewise recognized in the 2020 income statement.

PROFIT (LOSS) FOR THE YEAR

The net loss attributable to shareholders of the parent company in 2021 was € 37.8m, compared with € 479.9m the previous year. The profit attributable to non-controlling interests was € 17.3m (loss of € 24.0m in 2020).

The underlying net loss for 2021 attributable to shareholders of the parent company came to € 105.8m, compared with € 485.7m the previous year.

			Change	
(€m)	Full Year 2021	Full Year 2020	At current exchange rates	At constant exchange rates
Net profit (loss) of the period (attributable to owners of the parent)	**(37.8)**	**(479.9)**	**92.1%**	**92.0%**
Stock-based management incentive plans	3.1	(0.5)		
Gain on operating activity disposal net of transaction costs	(129.5)	(19.2)		
Efficiency projects costs	0.7	15.5		
Make-whole fee for the early repayment of the American private placements net of derivates, net of fees reversal and net of fair value adjustment IFRS 9 reversal on private placement and loans	17.7	-		
Tax effect	40.0	(1.6)		
Net profit (loss) of the period underlying (attributable to owners of the parent)	**(105.8)**	**(485.7)**	**78.2%**	**77.8%**
Earnings per share – basic (€)	**-0.1192**	**-1.9049**		
Earnings per share – diluted (€)	**-0.1192**	**-1.9049**		
Earnings per share – basic underlying (€)	**-0.3332**	**-1.9280**		
Earnings per share – diluted underlying (€)	**-0.3332**	**-1.9280**		

BALANCE SHEET RESULTS

RECLASSIFIED CONSOLIDATED STATEMENT OF FINANCIAL POSITION[24]

Comments on changes in the consolidated statement of financial position at 31 December 2021 can be found in the Notes to the financial statements.

These changes include the effect of acquisitions and disposals reflected in the cash flow table shown in the next page.

(€m)		31.12.2021	31.12.2020	Change: At current exchange rates	Change: At constant exchange rates
	Intangible assets	909.9	925.2	(15.3)	(64.0)
	Property, plant and equipment	778.2	967.9	(189.8)	(238.8)
	Right-of-use assets	1,487.5	1,748.8	(261.3)	(345.4)
	Financial assets	23.9	31.3	(7.4)	(9.5)
A)	**Non-current assets**	**3,199.4**	**3,673.2**	**(473.8)**	**(657.7)**
	Inventories	116.5	97.4	19.1	17.1
	Trade receivables	45.8	36.7	9.1	9.4
	Other receivables	187.2	141.9	45.3	41.4
	Trade payables	(357.6)	(292.1)	(65.5)	(55.6)
	Other payables	(401.0)	(294.8)	(106.3)	(94.7)
B)	**Working capital**	**(409.2)**	**(310.8)**	**(98.4)**	**(82.3)**
C)	**Invested capital (A + B)**	**2,790.2**	**3,362.4**	**(572.2)**	**(740.0)**
D)	**Other non-current non-financial assets and liabilities**	**(2.3)**	**10.9**	**(13.2)**	**(15.2)**
E)	**Net invested capital excluding assets and liabilities classified as held for sale (A+B+D)**	**2,787.9**	**3,373.3**	**(585.4)**	**(755.2)**
F)	**Operating assets and liabilities classified as held for sale**	-	-	-	-
G)	**Net invested capital (E + F)**	**2,787.9**	**3,373.3**	**(585.4)**	**(755.2)**
	Equity attributable to owners of the parent	923.2	339.8	583.3	554.2
	Equity attributable to non-controlling interests	51.0	59.9	(8.9)	(13.7)
H)	**Equity**	**974.2**	**399.7**	**574.5**	**540.4**
	Non-current financial liabilities	1,928.3	3,028.5	(1,100.1)	(1,218.3)
	Non-current financial assets	(67.9)	(68.7)	0.9	5.9
I)	**Non-current financial indebtedness**	**1,860.5**	**2,959.7**	**(1,099.3)**	**(1,212.3)**
	Current financial liabilities	348.8	690.6	(341.8)	(376.6)
	Cash and cash equivalents and current financial assets	(395.5)	(676.7)	281.2	293.3
L)	**Current net financial indebtedness**	**(46.7)**	**13.9**	**(60.6)**	**(83.3)**
M)	**Financial assets and liabilities classified as held for sale**	-	-	-	-
N)	**Net financial indebtedness (I + L + M)**	**1,813.8**	**2,973.6**	**(1,159.8)**	**(1,295.6)**
Net lease liabilities		**(1,616.4)**	**(1,890.9)**	**274.5**	**367.2**
Net financial indebtedness excluding lease receivables and lease liabilities		**197.4**	**1,082.7**	**(885.4)**	**(928.4)**
O)	**Total (H + N), as in G)**	**2,787.9**	**3,373.3**	**(585.4)**	**(755.2)**

24 The figures in the reclassified consolidated statement of financial position are directly derived from the Consolidated financial statements and Notes, with the exception of "Financial assets", which include the non-current assets "Investments" and "Other financial assets" except for the sub-items "Financial receivables from third parties" (€ 8.0m in 2021 and € 2.3m in 2020) and "Fair value of interest rate hedges" (zero in 2021 and € 4.7m in 2020) classified as non-current financial assets in the net financial position.

CASH FLOW

(€m)	Full Year 2021	Full Year 2020	Change
EBITDA	655.6	159.5	496.1
Gain on operating activity disposal net of transaction costs[25]	(129.5)	(19.2)	(110.3)
Change in net working capital	119.5	(127.1)	246.5
Principal repayment of lease liabilities	(153.3)	(102.9)	(50.4)
Renegotiation for Covid-19 on lease liabilities	(174.7)	(182.6)	8.0
Other non-cash items	(3.6)	(6.2)	2.6
Cash flow (absorbed by) from operating activities, managerial (*)	**314.0**	**(278.6)**	**592.5**
Tax paid	(51.4)	(2.0)	(49.4)
Net financial charges paid	(72.9)	(31.5)	(41.4)
Implicit interest in lease liabilities	(32.0)	(26.6)	(5.4)
Net cash flow (absorbed by) from operating activities, managerial (*)	**157.7**	**(338.7)**	**496.4**
Net operating investment	(142.1)	(182.0)	39.9
Net cash flow after operating investment (free cash flow)	**15.6**	**(520.7)**	**536.3**
Cash flow generated by the disposal of motorway operations in the United States	322.7	-	322.7
Cash flow absorbed by the acquisition of Autogrill Middle East, LLC and HMSHost Catering Malaysia SDN. BHD.	-	(1.9)	1.9
Cash flow absorbed by the disposal of Autogrill Iberia S.L.U.	-	(1.4)	1.4
Net cash flow before relationship with minority partners, capital increase and shares buy-back	**338.3**	**(523.9)**	**862.2**
Liquidity generated (absorbed) by the relationship with minority partners [26]	(22.7)	1.4	(24.0)
Capital increase (net of the expenses associated with the Offering)	579.4	-	579.4
Treasury shares	-	(12.3)	12.3
Free operating cash flow	**895.1**	**(534.8)**	**1,429.9**

(*) According to prevailing industry practice, it includes "Principal payment of lease liabilities" and "Renegotiations for Covid-19 on lease liabilities", shown under "Net cash flow from (used in) financing activities" in the consolidated statement of cash flows.

The following table summarizes "Net cash flow after operating investments" (free cash flow), excluding the impact of the non-recurring transactions in the United States.

(€m)	Full Year 2021	Full Year 2020
Net cash flow after operating investment (free cash flow)	**15.6**	**(520.7)**
Net cash flow after the investments in non-recurring transactions in the United States (see the detail in the following page)	(101.4)	(19.8)
Net cash flow after operating investment excluding the effect relating to non-recurring transactions carried out in the United States	**117.0**	**(500.9)**

"Net cash flow (absorbed by) from operating activities, managerial" improved by € 496.4m since the previous year, due mainly to the increase in revenues, a more flexible cost structure thanks to action taken by management since the start of the pandemic, and the positive change in net working capital, partially offset by the rise in lease payments (principal and implicit interest on lease installments), taxes paid, and net financial expense.

25 "Gain on operating activity disposal net of transaction costs" is net of € 4.1m in ancillary expenses (€ 0.4m in 2020).
26 Including the distribution of interest to the non-controlling shareholders of the consolidated companies, net of capital increase.

“Net cash flow after operating investments (free cash flow)” also improved by € 536.3m, with an increase compared with "Net cash flow from (absorbed by) operating activities, managerial" because of a reduction in net capex payments.

“Net cash flow after operating investments (free cash flow)” stemming from the non-recurring transactions in the United States is detailed below:

(€m)	Full Year 2021	Full Year 2020
Impact of the exit from the motorway business in the United States on the change in the net working capital	3.6	-
Impact of the exit from the motorway business in the United States on principal repayment of lease liabilities	(10.0)	-
Payment of ancillary charges related to the disposal of motorway operations in the United States	(4.1)	-
Cash flow from (absorbed by) operating activities managerial relating to non-recurring transactions carried out in the United States	**(10.5)**	**-**
Tax paid in 2020 on the capital gain from the disposal of the motorway travel center operations in Canada in 2019	-	(19.8)
Tax paid on the capital gain from the disposal of motorway travel center operations in the United States	(56.1)	-
Payment of make-whole fee for the early repayment of the American private placements net of derivatives	(17.5)	-
Net cash flow from (absorbed by) operating activities managerial relating to non-recurring transactions carried out in the United States	**(84.1)**	**(19.8)**
Impact of the exit from the motorway business in the United States on net operating investment paid	(17.3)	-
Net cash flow after operating investment relating to non-recurring transactions carried out in the United States	**(101.4)**	**(19.8)**

The balance between the proceeds of disposals and outlays for acquisitions in 2021 was strongly positive due to the disposal of the US motorway business (€ +322.7m), while it was immaterial (€ -3.3m) in 2020.

The combined effect of the above components means that in 2021 the Group generated net cash of € 338.3m before relationship with minority partners, capital increases, and share buy-back, while in 2020 it absorbed net cash of € 523.9m.

As a reminder, due to the uncertainty caused by the Covid-19 pandemic, the Annual General Meeting of 21 May 2020 voted not to distribute a dividend and to carry forward the 2019 net profit. Also, on the basis of the shareholders' resolution of 23 April 2021, the loss for the year 2020 has been carried forward.

The balance between the distribution of interest to the non-controlling shareholders of consolidated companies and the capital increase absorbed cash of € 22.7m in 2021 (and generated € 1.4m the previous year).

In 2021, after the Extraordinary Shareholders' Meeting of 25 February 2021 approved the mandate to increase the share capital, the option period ran from 14 June to 29 June inclusive. During the option period, 249,110,975 options were exercised for the purchase of 129,537,707 new shares (99.16% of the total), amounting to € 594.6m. At the end of the option period, 2,107,375 options were unexercised for the purchase of 1,095,835 new shares, or 0.84% of the total. Those options were placed on the Milan Stock Exchange and sold in their entirety on 1 July 2021. They have since been exercised in full, in the amount of € 5.0m plus € 1.5m for the sale of unexercised rights. The total amount is included in the cash flow statement net of transaction costs (€ 21.8m).

As part of a buy-back program that ran from 12 March 2020 to 8 April 2020, the Group had completed the purchase of 3,000,000 treasury shares at a weighted average price of € 4.10 per share, for a total of € 12.3m.

NET FINANCIAL INDEBTEDNESS

Net financial indebtedness at 31 December 2021 amounted to € 1,813.8m (€ 2,973.6m the previous year), including € 1,616.4m in net lease liabilities (€ 1,890.9m at the end of 2020).

As of the same date, Group net debt excluding lease receivables and liabilities stood at € 197.4m, compared with € 1,082.7m at 31 December 2020. The decrease is explained primarily by the net generation of cash for the year, as detailed above.

The following table presents net financial indebtedness excluding lease receivables and liabilities deriving from the application of IFRS 16:

Notes	(€m)	31.12.2021	31.12.2020	Change
	Net financial indebtedness (A)	**1,813.8**	**2,973.6**	**(1,159.8)**
XII	Lease receivables – current	16.0	15.0	1.0
XII	Lease receivables – non current	59.9	61.8	(1.9)
	Lease receivables (B)	**75.9**	**76.8**	**(0.9)**
XXII	Lease liabilities – current	(309.1)	(377.3)	68.2
XXII	Lease liabilities – non current	(1,383.2)	(1,590.4)	207.2
	Lease liabilities (C)	**(1,692.3)**	**(1,967.7)**	**275.4**
	Net financial indebtedness excluding lease receivables and lease liabilities (A) + (B) + (C)	**197.4**	**1,082.7**	**(885.3)**

At the close of 2021, nearly all net financial indebtedness excluding lease receivables and liabilities was denominated in US dollars (51% a year earlier). At the same date, all net financial indebtedness excluding lease receivables and liabilities consisted of fixed-rate debt, while at 31 December 2020 the share of fixed-rate debt, including debt converted to fixed-rate by means of interest rate swaps, was 17% of the total.

On 1 December 2021 the interest rate derivatives hedging the change in fair value of the bonds issued by HMSHost Corporation (notional amount $ 100m) were fully unwound, generating a gain of $ 3.2m (€ 2.7m) included under "Financial income (expense)" in the 2021 income statement. At 31 December 2020 these derivatives had a fair value of € 6.4m.

Debt to banks consists primarily of committed non-current credit lines. Loans have an average remaining life of about 4 years and 3 months, compared with 2 years and 11 months at 31 December 2020.

On 10 March 2021, given the persistence of the Covid-19 pandemic, the Group negotiated a new round of covenant holidays with its lender banks and bondholders for the temporary suspension of required parameters (leverage ratio and interest coverage ratio). For HMSHost Corporation and Autogrill S.p.A. the covenant holiday was therefore extended for another 12 months with respect to the period agreed in 2020.

On 1 April 2021, Autogrill S.p.A. contracted a term loan of € 100.0m, used in full on 9 April and fully repaid on 2 July 2021.

During the first six months of the year, the following were obtained: (i) government-guaranteed bank loans to meet liquidity needs for local operations, by the indirect subsidiaries based in France (€ 8.4m) and Germany (€ 4.0m); (ii) a credit line of € 2.5m to fund capital expenditure by the indirect subsidiary based in Belgium, used in the amount of € 1.7m at the end of December.

Starting in the second quarter of 2021 and throughout the summer, drawdowns on the committed revolving and uncommitted credit facilities held by Autogrill S.p.A. and HMSHost Corporation were repaid using available liquidity.

At the end of June, HMSHost Corporation made a $ 50m payment against the amortizing term loan contracted in 2018 for an original amount of $ 200m, and in July Autogrill S.p.A. paid the first € 12.5m installment against the amortizing term loan contracted in 2019 for an original amount of € 50m.

On 1 September 2021, HMSHost Corporation reimbursed at maturity $ 40m of the private placement issued in March 2013 with a coupon of 5.97%.

In the fourth quarter the Group revised its debt mix in order to reduce the overall cost of borrowing, improve financial flexibility, and extend average residual life in continuity with the corporate finance transactions completed in the first nine months of the year.

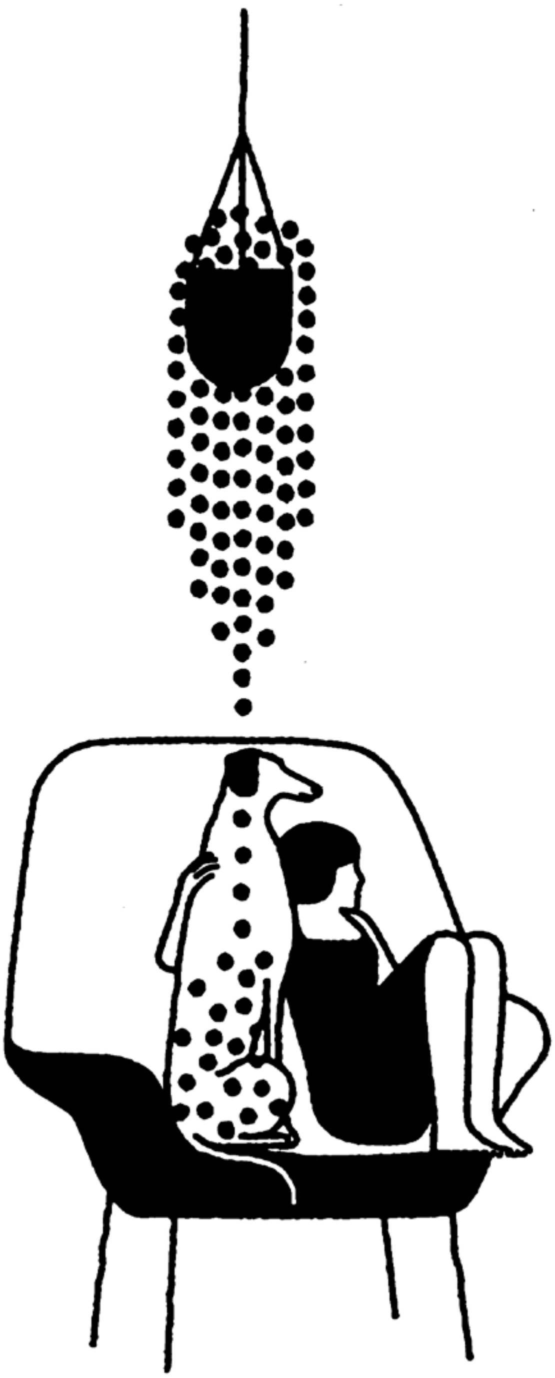
In that context, on 28 October 2021 Autogrill S.p.A. and a pool of leading banks signed a loan contract for maximum total principal of one billion euros, which was also entered into by the US subsidiary HMSHost Corporation on 22 November 2021.

On 3 December 2021 the Group completed its refinancing through the use of the amortizing term loan in the amount of € 200m by Autogrill S.p.A. and $ 347.8m by HMSHost Corporation.

The liquidity deriving from the use of these credit lines and — where necessary — the Group's own liquidity were used immediately for the full prepayment of the two companies' loans and the early redemption of the US bonds.

At 31 December 2021, the Group had cash and unused credit lines of approximately € 1,060m, no significant debts maturing before October 2024, and the first covenant tests with reference to consolidated figures at 31 December 2022.

OPERATING SEGMENTS



REVENUE BY GEOGRAPHICAL AREA

(€m)	Full Year 2021	Full Year 2020	Change: At current exchange rates	Change: At constant exchange rates
North America	1,302.6	855.8	52.2%	57.1%
International	190.9	230.0	-17.0%	-16.6%
Italy	*766.5*	*573.9*	*33.6%*	*33.6%*
Other European countries	*336.9*	*324.0*	*4.0%*	*4.2%*
Total Europe	1,103.3	897.9	22.9%	23.0%
Total Revenue	**2,596.8**	**1,983.7**	**30.9%**	**32.8%**

EBITDA BY GEOGRAPHICAL AREA

(€m)	Full Year 2021	% on revenue	Full Year 2020	% on revenue	Change: At current exchange rates	Change: At constant exchange rates
North America	474.0	36.4%	81.0	9.5%	n.s.	n.s.
International	32.1	16.8%	10.6	4.6%	n.s.	n.s.
Europe	175.1	15.9%	87.9	9.8%	n.s.	n.s.
Corporate costs	(25.7)	-	(19.9)	-	-28.7%	-28.7%
Total EBITDA	**655.6**	**25.2%**	**159.5**	**8.0%**	**n.s.**	**n.s.**

EBIT BY GEOGRAPHICAL AREA

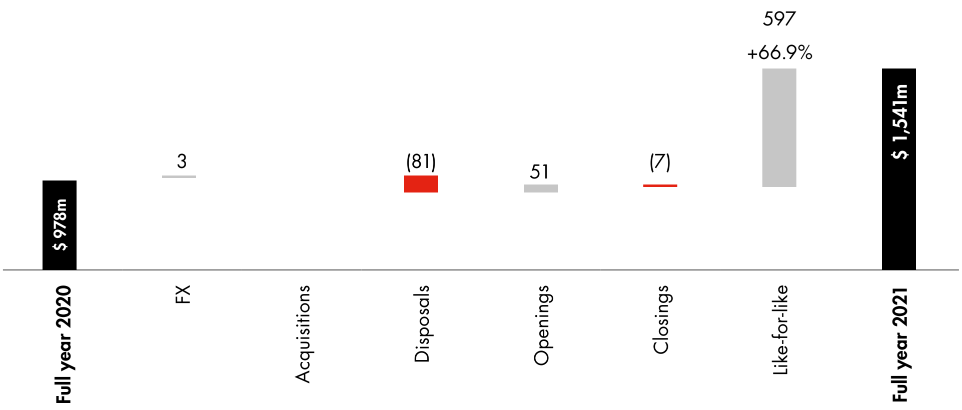
(€m)	Full Year 2021	% on revenue	Full Year 2020	% on revenue	Change: At current exchange rates	Change: At constant exchange rates
North America	212.7	16.3%	(260.5)	-30.4%	n.s.	n.s.
International	(41.6)	-21.8%	(80.4)	-35.0%	48.3%	47.1%
Europe	(24.9)	-2.3%	(148.7)	-16.6%	83.2%	83.2%
Corporate costs	(27.5)	-	(22.0)	-	-25.2%	-25.2%
Total EBIT	**118.6**	**4.6%**	**(511.6)**	**-25.8%**	**n.s.**	**n.s.**

CAPITAL EXPENDITURE BY GEOGRAPHICAL AREA

(€m)	Full Year 2021	Full Year 2020	Change: At current exchange rates	Change: At constant exchange rates
North America	44.4	77.8	-42.9%	-41.0%
International	8.6	18.2	-52.9%	-53.0%
Europe	82.1	99.2	-17.2%	-17.2%
Corporate costs	0.2	0.3	-22.6%	-22.6%
Total Capital expenditure	**135.3**	**195.4**	**-30.8%**	**-29.9%**

NORTH AMERICA [27]

REVENUE



In 2021 North America generated revenue of $ 1,540.6m, an increase of 57.1% at constant exchange rates (+57.6% at current exchange rates of the Canadian vs. the US dollar[28]), compared with $ 977.5m the previous year.

The like-for-like increase was 66.9%. At 31 December 2021, 71% of all points of sale were open (51% at 31 December 2020).

The decrease in revenue as a result of disposals came to $ 80.8m, reflecting the disposal of the US motorway business in July 2021.

New stores in the airport channel, including in Salt Lake City and Las Vegas, more than offset the closures due to the normal dynamics of contract renewals.

REVENUE BY GEOGRAPHY

($m)	Full Year 2021	Full Year 2020	Change: At current exchange rates	Change: At constant exchange rates
The United States	1,489.8	932.2	59.8%	59.8%
Canada	50.8	45.3	12.1%	4.8%
Total Revenue	**1,540.6**	**977.5**	**57.6%**	**57.1%**

REVENUE BY CHANNEL

($m)	Full Year 2021	Full Year 2020	Change: At current exchange rates	Change: At constant exchange rates
Airports	1,398.8	803.5	74.1%	73.4%
Motorways	127.6	166.6	-23.4%	-23.4%
Other channels	14.2	7.4	93.4%	93.4%
Total Revenue	**1,540.6**	**977.5**	**57.6%**	**57.1%**

27 This division includes operations in the United States and Canada.
28 The change at current exchange rates benefits from the appreciation of the Canadian dollar against the US dollar.

EBITDA

($m)	Full Year 2021	Full Year 2020	Change At current exchange rates	Change At constant exchange rates
EBITDA	**560.6**	**92.5**	**n.s.**	**n.s.**
% on revenue	*36.4%*	*9.5%*		
EBITDA underlying	**408.7**	**95.0**	**n.s.**	**n.s.**
% on revenue	*26.5%*	*9.7%*		

EBITDA in 2021 amounted to $ 560.6m, up from $ 92.5m the previous year, an increase of $ 468.1m. As a percentage revenue EBITDA stood at 36.4%. This result was heavily influenced by the capital gain on the disposal of motorway operations in the United States, which came to $ 153.1m net of transaction costs.

Underlying EBITDA for 2021 was $ 408.7m, compared with $ 95.0m in 2020, increasing by $ 313.7m and amounting to 26.5% of revenue.

These results were achieved thanks to higher sales and the previously discussed focus on hourly productivity, improved product mix, and cost cutting. Local management extended the measures taken in 2020 to mitigate the effects of the Covid-19 crisis, namely:

- a decrease in personnel expense through the careful planning of schedules in line with the drop in traffic, and the use of the CARES Act in the United States and the Canadian Emergency Wage Subsidies in Canada, these latter with an estimated impact of US$ 16.3m and US$ 6.4m respectively (US$ 22.7m and US$ 3.7m in 2020), subject to possible positive adjustments that cannot be determined at this time;
- negotiations with various landlords in order to have the terms of local leases revised. As a result of these negotiations, lease and concession installments were cancelled for a net positive effect on the income statement of $ 110.0m ($ 115.4m in 2020).

EBIT

($m)	Full Year 2021	Full Year 2020	Change At current exchange rates	Change At constant exchange rates
EBIT	**251.5**	**(297.6)**	**n.s.**	**n.s.**
% on revenue	*16.3%*	*-30.4%*		
EBIT underlying	**99.6**	**(295.1)**	**n.s.**	**n.s.**
% on revenue	*6.5%*	*-30.2%*		

EBIT in 2021 came to $ 251.5m ($ -297.6m the previous year), an increase of $ 549.1m; EBIT was influenced by the factors described above for EBITDA, by a decrease in impairment losses with respect to 2020 and by lower depreciation and amortization, due in part to the disposal of the US motorway business.

Underlying EBIT stood at $ 99.6m, up from $ -295.1m in 2020, an increase of $ 394.7m.

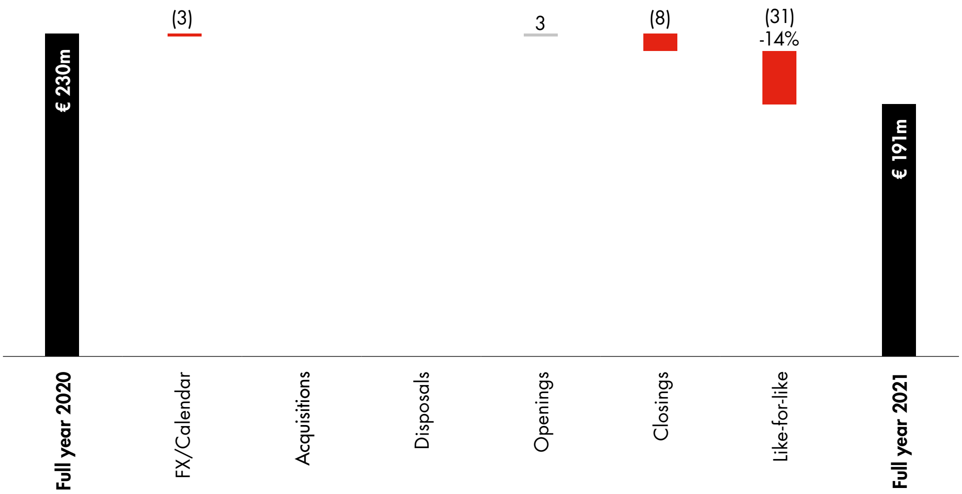
CAPITAL EXPENDITURE

($m)	Full Year 2021	Full Year 2020	Change At current exchange rates	Change At constant exchange rates
Capex	**52.5**	**88.8**	**-40.9%**	**-41.0%**
% on revenue	*3.4%*	*9.1%*		

Capital expenditure in 2020 amounted to $ 52.5m, mainly for the restyling/upgrading of points of sale at US airports (Salt Lake City, Memphis, Orlando, and Charlotte).

INTERNATIONAL [29]

REVENUE



Revenue in the International area in 2021 amounted to € 190.9m, compared with € 230.0m in 2020, for a decrease of 16.6% at constant exchange rates (-17.0% at current exchange rates). It should be reminded, in particular, that the Group doesn't have a meaningfull direct exposure to Russia (€ 4.1m in 2021, 0.1% of the Group Revenues).

The like-for-like decrease was 14.0%, caused by the ongoing weakness of international traffic. At 31 December 2021, 57% of all points of sale were open (54% at 31 December 2020).

The balance between closures and new openings caused revenue to decrease by € 5.8m on the previous year, due mainly to closures in Ireland and Denmark.

There was a negative "calendar" effect of € 1.6m, due to the fact that 2020 was a leap year, and a net exchange loss of € 1.1m.

REVENUE BY GEOGRAPHY

			Change	
(€m)	Full Year 2021	Full Year 2020	At current exchange rates	At constant exchange rates
Northern Europe	130.0	150.5	-13.6%	-14.7%
Rest of the World	60.9	79.5	-23.3%	-20.4%
Total Revenue	**190.9**	**230.0**	**-17.0%**	**-16.6%**

REVENUE BY CHANNEL

			Change	
(€m)	Full Year 2021	Full Year 2020	At current exchange rates	At constant exchange rates
Airports	152.8	187.0	-18.3%	-17.7%
Other channels	38.1	43.0	-11.2%	-11.6%
Total Revenue	**190.9**	**230.0**	**-17.0%**	**-16.6%**

29 This area covers locations in Northern Europe (Schiphol Airport in Amsterdam; railway stations and outlet malls in the Netherlands, the United Kingdom, Ireland, Sweden, Denmark, Finland and Norway) and other countries (United Arab Emirates, Qatar, Turkey, Russia, India, Indonesia, Malaysia, Maldives, Vietnam, Australia, New Zealand and China).

EBITDA

(€m)	Full Year 2021	Full Year 2020	Change At current exchange rates	Change At constant exchange rates
EBITDA	**32.1**	**10.6**	**n.s.**	**n.s.**
% on revenue	*16.8%*	*4.6%*		
EBITDA underlying	**32.3**	**14.8**	**n.s.**	**n.s.**
% on revenue	*16.9%*	*6.4%*		

EBITDA in 2021 amounted to € 32.1m, up from € 10.6m the previous year, an increase of € 21.5m. As a percentage revenue EBITDA came to 16.8%.

Underlying EBITDA in 2021 stood at € 32.3m, compared with € 14.8m the previous year, rising by € 17.5m and amounting to 16.9% of sales.

These results were achieved thanks to a substantial increase in hourly productivity and to cost cutting, as discussed above. In this case as well, local management extended the measures taken in 2020 to mitigate the effects of the Covid-19 crisis, namely:

- a sharp reduction in personnel expense through the careful planning of schedules in line with the drop in traffic and the use of government relief measures, these latter with an estimated savings of € 6.4m (€ 40.3m in 2020), subject to possible positive adjustments that cannot be determined at this time;
- negotiations with various landlords in order to have the terms of local leases revised. As a result of these negotiations, lease and concession installments were cancelled for a net positive effect on the income statement of € 30.0m (€ 28.3m in 2020).

The Group also received various forms of government relief for a total of € 3.9m (not present in 2020), recognized in the income statement under other operating income.

EBIT

(€m)	Full Year 2021	Full Year 2020	Change At current exchange rates	Change At constant exchange rates
EBIT	**(41.6)**	**(80.4)**	**48.3%**	**47.1%**
% on revenue	*-21.8%*	*-35.0%*		
EBIT underlying	**(41.4)**	**(76.1)**	**45.6%**	**44.3%**
% on revenue	*-21.7%*	*-33.1%*		

EBIT in 2021 came to € -41.6m (€ -80.4m the previous year), an increase of € 38.8m. The change reflects the same factors described for EBITDA and the lesser impact of depreciation, amortization and impairment with respect to the previous year.

Underlying EBIT stood at € -41.4m, compared with € -76.1m in 2021, an increase of € 34.7m.

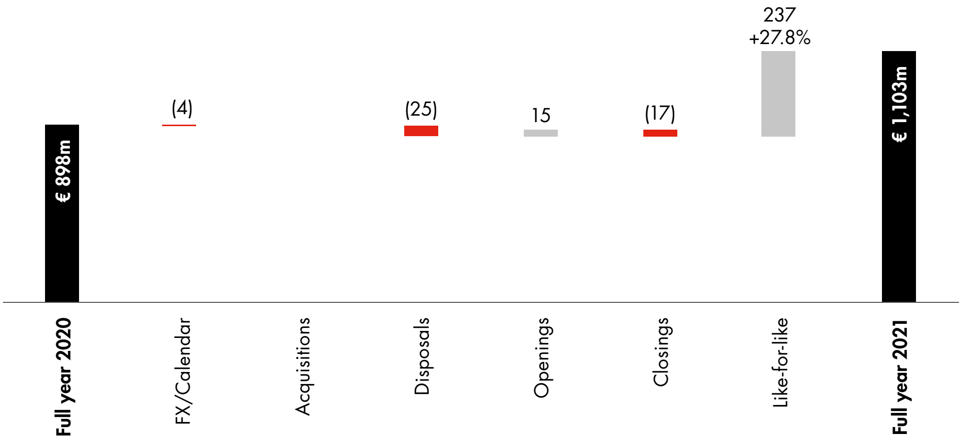
CAPITAL EXPENDITURE

(€m)	Full Year 2021	Full Year 2020	Change At current exchange rates	Change At constant exchange rates
Capex	**8.6**	**18.2**	**-52.9%**	**-53.0%**
% on revenue	*4.5%*	*7.9%*		

Capital expenditure in 2021 came to €8.6m, mostly for the restyling/upgrading of airport locations in Manchester, Delhi, and Helsinki.

EUROPE

REVENUE



Revenue in Europe in 2021 amounted to € 1,103.3m, compared with € 897.9m in 2020, for an increase of 23.0% at constant exchange rates (+22.9% at current exchange rates).

The like-for-like increase of 27.8% is due chiefly to the recovery of motorway traffic starting in the summer and the improvement of the traffic penetration rate in this channel in Italy. At 31 December 2021, 92% of all points of sale were open (96% in Italy and 87% in Other European countries), compared with 75% at 31 December 2020 (79% in Italy and 64% in Other European countries).

Closures and new openings produced a net revenue decrease of € 1.8m compared with 2020, due to selective renewals in the motorway channel and the decision to exit from non-strategic contracts.

The decrease in revenue as a result of disposals amounted to € 25.5m, reflecting the disposal of the Group's Spanish operations in late December 2020 (formally completed on 14 January 2021).

There was a negative "calendar" effect of € 3.4m, due to the fact that 2020 was a leap year, as well as a net exchange loss of € 0.8m in connection with operations in Switzerland.

REVENUE BY GEOGRAPHY

(€m)	Full Year 2021	Full Year 2020	Change: At current exchange rates	Change: At constant exchange rates
Italy	766.5	573.9	33.6%	33.6%
Other European countries	336.9	324.0	4.0%	4.2%
Total Revenue	**1,103.3**	**897.9**	**22.9%**	**23.0%**

REVENUE BY CHANNEL

(€m)	Full Year 2021	Full Year 2020	Change: At current exchange rates	Change: At constant exchange rates
Motorways	894.4	721.8	23.9%	24.0%
Airports	91.6	70.9	29.2%	29.5%
Other channels	117.3	105.2	11.6%	11.7%
Total Revenue	**1,103.3**	**897.9**	**22.9%**	**23.0%**

EBITDA

(€m)	Full Year 2021	Full Year 2020	Change: At current exchange rates	Change: At constant exchange rates
EBITDA	**175.1**	**87.9**	**n.s.**	**n.s.**
% on revenue	*15.9%*	*9.8%*		
EBITDA underlying	**176.1**	**76.0**	**n.s.**	**n.s.**
% on revenue	*16.0%*	*8.5%*		

EBITDA in 2021 amounted to € 175.1m, up from € 87.9m the previous year, an increase of € 87.2m. As a percentage revenue EBITDA came to 15.9%. The previous year's figure was influenced by the capital gain on the disposal of operations in Spain, which came to € 19.2m net of transaction costs.

Underlying EBITDA in 2021 stood at € 176.1m, compared with € 76.0m the previous year, rising by € 100.1m and amounting to 16.0% of sales.

As for the other business units, local management continued with the measures taken in 2020 to mitigate the effects of the Covid-19 crisis with a view to increasing hourly productivity, improving the product mix, cutting costs, reducing personnel expense including through relief programs (these produced savings of an estimated € 54.2m, compared with € 94.9m in 2020, subject to possible positive adjustments that cannot be determined at this time), and continued to renegotiate the terms of its existing leases with the cancellation of lease and concession installments (for a net positive effect on the income statement of € 51.8m, versus € 53.2m in 2020). The Group also received various forms of government relief for a total of € 32.6m (not present in 2020), mostly in Germany, France and Switzerland, recognized in the income statement under other operating income.

EBIT

(€m)	Full Year 2021	Full Year 2020	Change: At current exchange rates	Change: At constant exchange rates
EBIT	**(24.9)**	**(148.7)**	**83.2%**	**83.2%**
% on revenue	*-2.3%*	*-16.6%*		
EBIT underlying	**(23.9)**	**(160.5)**	**85.1%**	**85.1%**
% on revenue	*-2.2%*	*-17.9%*		

EBIT in 2021 came to € -24.9m (€ -148.7m the previous year), an increase of € 123.8m. The improvement reflects the same factors described for EBITDA and the lesser impact of depreciation and amortization with respect to the previous year, due especially to the disposal of the Spanish operations which reduced depreciation and amortization by € 20.7m.

Underlying EBIT stood at € -23.9m, compared with € -160.5m in 2020, an increase of € 136.6m.

CAPITAL EXPENDITURE

(€m)	Full Year 2021	Full Year 2020	Change: At current exchange rates	Change: At constant exchange rates
Capex	**82.1**	**99.2**	**-17.2%**	**-17.2%**
% on revenue	*7.4%*	*11.0%*		

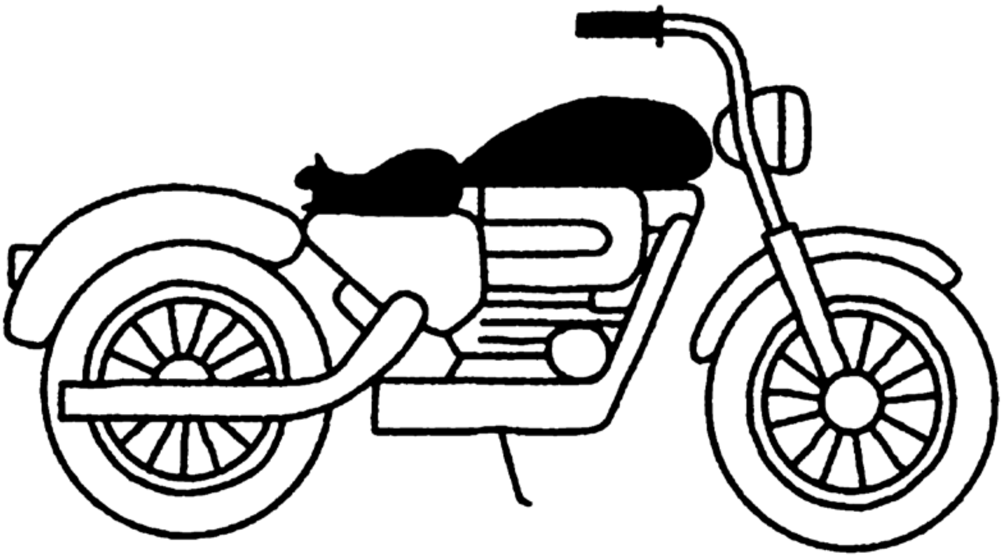
Capital expenditure in 2021 came to € 82.1m, mostly for the restyling/upgrading of motorway locations in Italy, France, and Switzerland and of railway locations in Belgium.

CORPORATE COSTS

In 2021, centralized Corporate costs amounted to € 25.7m (€ 19.9m in 2020), an increase of 28.7%.

Underlying Corporate costs in 2021 came to € 24.1m, compared with € 18.8m in 2020, due to the same non-performance-related factors described in the comment on EBITDA.

OUTLOOK[30]



30 This section includes forecasts and estimates that reflect management's current thinking (forward-looking statements), especially as regards future performance, capital expenditure, cash flow, and changes in the financial structure. By nature, forward-looking statements have an element of risk and uncertainty because they depend on the occurrence of future events. Actual results may differ, even significantly, as a result of various factors such as travel trends in the countries and channels served; the outcome of concession contract renewals and bids for new concessions; how the competition develops; the trend in exchange rates against the euro, especially of the US dollar and British pound; the trend in interest rates on those currencies; future demand; the price of oil and food raw materials; general macroeconomic conditions; geopolitical factors and regulatory changes in the countries served; and other changes in business conditions. The Group's business volumes correlate with travel trends.

On the basis of positive results during the year in terms of operating performance and free cash flow, the Group's 2021 guidance has been revised several times, as follows:

	Guidance 2021				
	March 2021	Revised July 2021	Revised September 2021	Revised December 2021	Revised February 2022
Revenue (€ billion)	Between 2.3 and 2.7	Between 2.3 and 2.6	Between 2.3 and 2.6	Between 2.3 and 2.6	**2.6 (actual figures)**
Underlying EBIT margin (%)	Between ~ -13.0% and ~ -6.0%	Between ~ -5.0% and ~ -2.0%	Between ~ -4.0% and ~ -2.0%	Between ~ -2.5% and ~ -1.5%	**Around -0.5%**
Underlying net result (€ million)	Between ~ -300 and ~ -200	Between ~ -220 and ~ -160	Between ~ -200 and ~ -160	Between ~ -170 and ~ -150	**Around -110**
Capex/revenue (%)	Not above 6.0%	Not above 6.0%	Not above 6.0%	Not above 6.0%	**Around 5.5%**
Free Cash Flow * (€ million)	Between ~ -120 and ~ -70	Between ~ -65 and ~ -15	Between ~ -15 and ~ +30	Between ~ +35 and ~ +50	**In excess of +100**

* Free cash flow after operating investiment excluding the effect relating to non-recurring transactions carried out in the United States.

As for the year in course, Autogrill Group revenue from the beginning of 2022 through the end of February increased by about 100% compared with the first two months of 2021 (decreased by about 30% compared with the first two months of 2019). The improvement reflects performance in North America, where the Group's exposure to domestic air traffic has mitigated the impact of the Omicron variant, and in Europe thanks to the contribution of the motorway channel.

The Group's priorities for 2022, in continuity with the previous two years, are as follows:
- to ensure the health and safety of employees and customers;
- to strengthen the core business and Autogrill's leadership of the industry;
- to take advantage of the recovery;
- to continue focusing on cash conversion;
- to successfully implement the ESG strategy based on the three strategic pillars: 1) We nurture People; 2) We offer sustainable Food Experiences; 3) We care for the Planet.

Given the unfolding geopolitical events and related economic uncertainty, Autogrill temporarily refrains from providing guidance for 2022.

Targets for 2024 remain unchanged.

Despite the negligible exposure to Russia, Autogrill is monitoring the developments of the conflict in Ukraine and will promptly adapt its business strategies and risk assessment as the situation evolves.

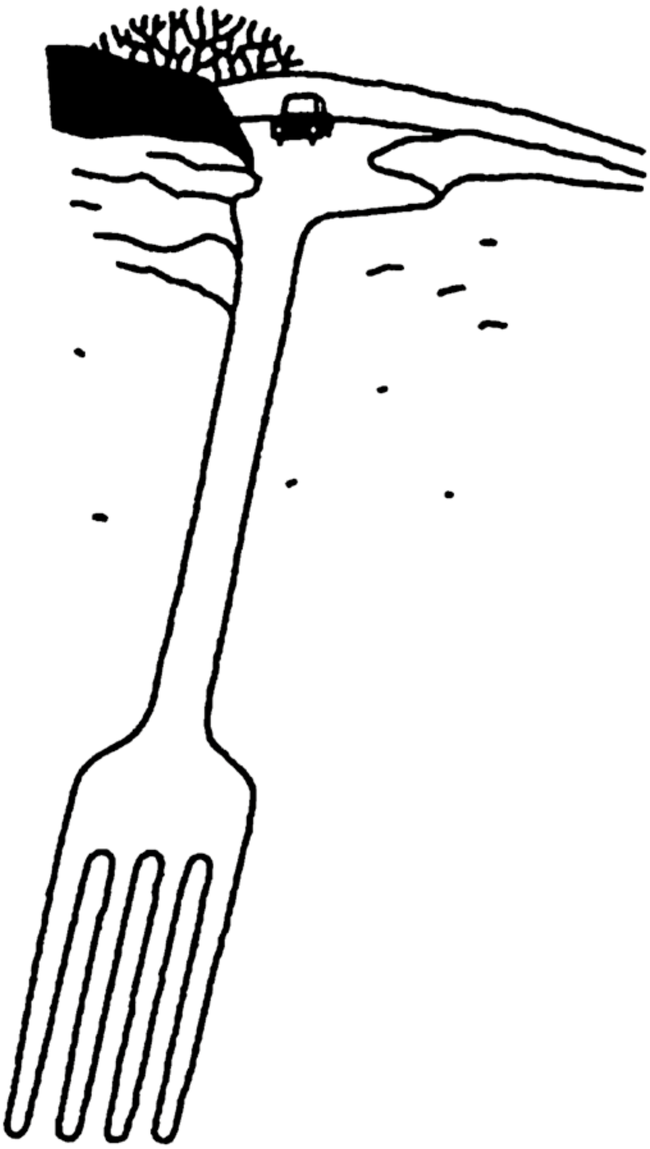
SUBSEQUENT EVENTS

Since 31 December 2021, no events have occurred that would have entailed an adjustment to the reported figures or required additional disclosures.

In particular, it should be noted that according to IAS 10, the impacts of the Russian-Ukrainian conflict do not affect the estimates related to the end of the financial year 2021 and will be considered, where necessary, in subsequent financial communications.

CONSOLIDATED NON-FINANCIAL STATEMENT

PURSUANT TO ARTS. 3 AND 4 OF LEGISLATIVE DECREE 254/2016



ABOUT THE NON-FINANCIAL STATEMENT

The Consolidated Non-Financial Statement of the Autogrill Group, prepared in accordance with Arts. 3 and 4 of Legislative Decree 254/2016, as amended (the "Decree"), contains disclosures on environmental, social, personnel, human rights, and anti-corruption topics to the extent needed to ensure a full understanding of what the Group does, how it has performed, and the impact of its operations.

The statement also provides information on the topics required by the Decree by referring readers to other sections of the Directors' Report and to other corporate documents drawn up in accordance with the law, namely the Corporate Governance and Ownership Report, where the information is already contained therein. The following table reconciles the disclosures required by the Decree (where identified as material) with the corporate documents that provide those disclosures.

This statement, approved by the Board of Directors on 10 March 2022, is published annually and has been drawn up according to the GRI Sustainability Reporting Standards ("In accordance – Core" option) defined by the Global Reporting Initiative. The GRI Standards 2016 are the most widely followed in the world for non-financial reporting, and have been chosen by Autogrill as its reference standards for compliance with Decree 254/2016. To help readers locate information within the document, the GRI Content Index is provided below.

The non-financial disclosures in this statement reflect the principle of materiality (relevance), as provided for by law and featured in the GRI standards; the issues discussed are those which, following a materiality analysis, were found to be relevant as they reflect the Group's social and environmental impact or influence the decisions of its stakeholders. Given the Group's operations, the materiality analysis did not find water consumption to have a significant environmental impact, so it is not a topic addressed in this statement. The issue of human rights did not emerge as material, but is still highly important to the Group, especially in the selection and evaluation of suppliers and relations with employees and the community. These aspects are governed by policies and procedures such as the Group Sustainability Policy, the Code of Ethics, and the Supply Chain Sustainability Guidelines.

Materiality is reviewed with a frequency and according to a methodology defined on the basis of developments within and outside the Group. The document highlights the ways in which the Group's actions are connected with the United Nations Sustainable Development Goals (UN SDGs). In 2021 Autogrill began to comply with the requirements of the EU Taxonomy pursuant to Art. 8 of Regulation (EU) 2020/852, with the aim of providing investors and the market with a complete vision of the Group's economic activities in terms of the Taxonomy's first two objectives: climate change mitigation and climate change adaptation. See the section "Autogrill Group social and environmental data" for further information.

The quali- and quantitative disclosures in the Consolidated Non-Financial Statement refer to the Autogrill Group for the year ended 31 December 2021. As required by Art. 4 of Decree 254/2016, the Non-Financial Statement includes data for the Parent company (Autogrill S.p.A.) and its wholly-owned subsidiaries, unless otherwise specified, and breaks down results for the Group's three business units (North America, International, and Europe, including Italy).

The boundary for income statement figures is the same as that for the Group's 2021 Annual Report. The boundary for non-financial disclosures consists of the companies fully consolidated in the Autogrill Group's consolidated financial statements for the year ended 31 December 2021, except for dormant companies, those in liquidation, and companies acquired during the year. The US motorway business, which was definitively sold on 23 July 2021, is excluded from the reporting of social and environmental data. The Spanish operations are likewise not included as they were sold at the end of 2020.

Note that headquarters and stores where the Group does not contract utilities directly and therefore has no precise consumption data — mostly at airports, railway stations and malls — are not always included in the reporting on environmental figures. This limitation mostly concerns North America and the International business unit. Any other boundary limitations are stated within the document. Data for Stellar Partners Inc. refers solely to its workforce, with all other performance indicators excluded.

Such exclusions are not significant for understanding the Company's activities, performance, and results or its environmental and social impact.

REQUIRED DISCLOSURES AND WHERE TO FIND THEM

Areas covered by Decree 254/2016	Disclosures required by Decree 254/2016	2021 documents containing the disclosures	
Business management model	Art. 3.1(a) Description of the business management and organizational model, including any corporate liability policies pursuant to Legislative Decree 231/2001	DR	pp. 7-87
		CGR	pp. 2, 4, 6-9, 11
		NFS	Approach to sustainability
Policies	Art. 3.1(b) Description of corporate policies, including due diligence	NFS	Approach to sustainability
		DR	pp. 31-33, 53
		NFS	We nurture People We offer sustainable Food Experiences We care for the Planet
Risk management	Art. 3.1(b) Description of the main risks generated by or incurred in business operations	DR	pp. 34-52
Anti-corruption	Art. 3.2(f) Disclosures on countering active and passive corruption	DR	pp. 31-33
People	Art. 3.2(d)) Information on human resource management, including gender parity, adoption of international organization conventions and dialogue with workers' rights groups	NFS	We nurture People
	Art. 3.2(c) Health and safety disclosures	NFS	We nurture People Health and safety
Social	Art. 3.2(d) Information on social aspects	NFS	We offer sustainable Food Experiences Food quality & safety
		NFS	We offer sustainable Food Experiences Responsible sourcing
		NFS	We nurture People Support for local communities and inclusion Customer experience
Human rights	Art. 3.2(e) Information on respect for human rights and measures taken to prevent violations and discrimination	NFS	We nurture People Diversity. equal opportunities & inclusion
		NFS	We offer sustainable Food Experiences Responsible sourcing
		NFS	Social and environmental data Protection of human rights
Environment	Art. 3.2(a)(b)(c) Use of energy, distinguishing between renewable and non-renewable sources; water consumption; emissions of greenhouse gases and pollutants; impact on the environment	NFS	We care for the Planet

Key:
DR: Directors' Report; CGR: Corporate governance and ownership report; NFS: Consolidated non-financial statement.

APPROACH TO SUSTAINABILITY

The Autogrill Group has always promoted an **operational and business model that blends economic growth, social development, and protection of the environment**.

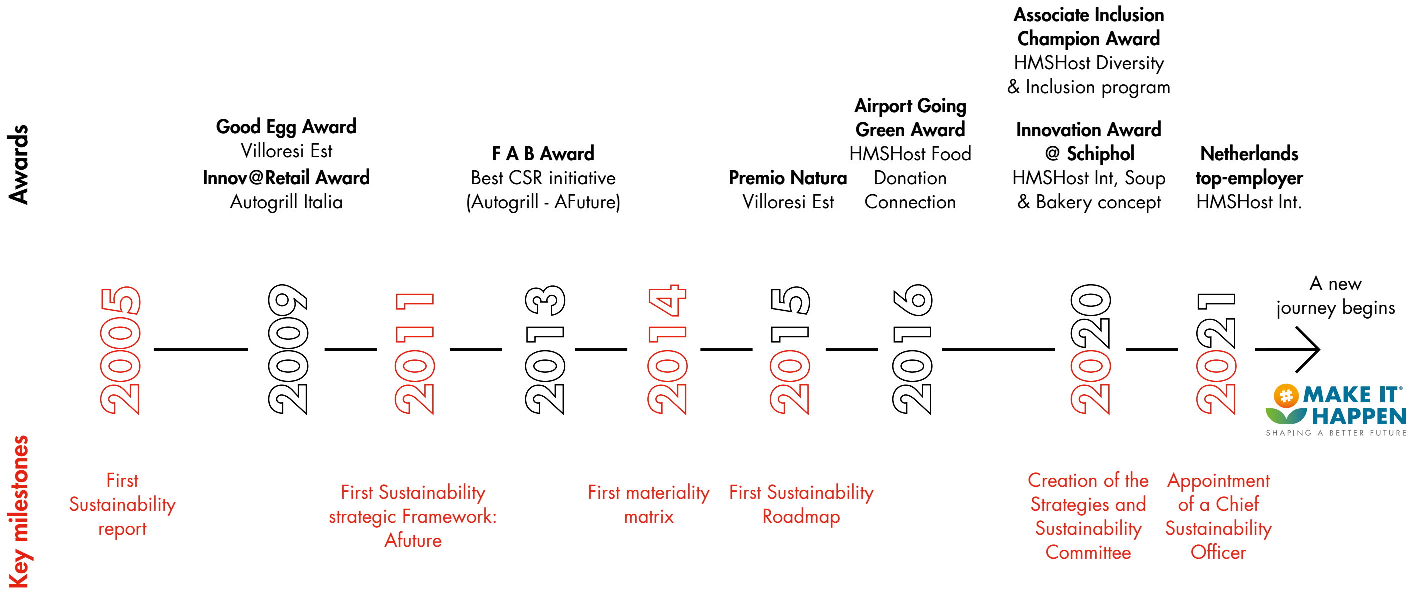
This journey began with the publication of the first Sustainability Report in 2005 and continued with the development in 2011 of the first sustainability framework, Afture, which was built on the three strategic areas of "People", "Product", and "Planet". The framework was reinforced in 2014 thanks to the first materiality analysis and the consequent definition of the Group's 2015 "Afuture Roadmap: Shape our tomorrow", containing specific improvement targets and initiatives spread in several countries.

In the following years Autogrill gradually formalized the management and integration of sustainability in its everyday business, through a system of policies and guidelines.

The formation of a Strategy and Sustainability Committee within the Board of Directors in 2020, and the appointment of a Chief Sustainability Officer in 2021 who reports directly to the CEO, are two milestones in the Group's redefinition of its sustainability governance structure.

The year 2021 was particularly important for Autogrill, which adopted a fresh strategic approach to sustainability topics, including with the definition of a new materiality matrix. The matrix reflects priorities in the sustainability areas relevant to the Group, in which Autogrill will continue to invest with with the aim of integratiing sustainability not only within its strategic guidelines but also within its day-to-day operations and company culture. The topics making up the new matrix have been grouped into three strategic pillars – *We nurture People, We offer sustainable Food Experiences,* and *We care for the Planet* – which contribute to the Group's sustainability framework *Make it happen – Shaping a better future.*

OUR SUSTAINABILITY JOURNEY



GROUP POLICIES AND GUIDELINES

Autogrill's policies and guidelines originate in the Code of Ethics and Sustainability Guidelines and aim to codify Group-wide social and environmental principles and to provide the business units with guidance for the sustainable management of everyday operations. Alongside these instruments are some specific policies such as the Anti-corruption Policy, the Supply Chain Sustainability Guidelines, and the Diversity & Inclusion Policy.

The Group's socio-environmental policies and guidelines

- **Code of Ethics:** contains the ethical principles and values that guide Autogrill in doing business and sets guidelines for interacting with stakeholders, establishing priorities, principles, and behavioral norms for all
- **Sustainability Guidelines:** specify key social and environmental principles for the sustainable management of business activities; currently being revised consistently with the Group's new ESG approach
- **Supply Chain Sustainability Guidelines:** set the standards for sustainable supply chain management; in North America and International this document is called the **HMSHost Supplier Code of Conduct**, which spells out the ethical standards that HMSHost (a wholly-owned subsidiary of Autogrill) requires of its suppliers in order to make sure commercial transactions occur in accordance with its social and environmental sustainability principles
- **Anti-corruption Policy:** ensures transparency, clarity as to allowable conduct, and compliance with national and international anti-corruption standards in all channels and countries served
- **Environmental Management Protocol:** specifies behavioral principles with respect to environmental and natural resource protections (part of the Organizational Model pursuant to Legislative Decree 231/2001)
- **Diversity, Equity & Inclusion Policy:** promotes the acceptance and celebration of diversity throughout the organization
- **Whistleblowing Policy:** governs the use and management of the whistleblowing system and defines how the Group protects whistleblowers, by keeping their identity and their complaints confidential during the handling process and prohibiting all forms of retaliation

SUSTAINABILITY GOVERNANCE

Autogrill has implemented a governance system for the Group-wide management and control of sustainability issues, to all intents and purposes integrating sustainability within its business.

To ensure the effective handling of ESG issues, in 2020 the **Strategies and Sustainability Committee** was set up within the Board of Directors, made up of three non-executive Directors, most of whom are independent (see the "Governance" section for further details). The committee has due diligence and advisory functions with respect to the Board on matters concerning the sustainable success of the business; such functions include promoting the integration of sustainability within the Group's strategies and culture and fostering these concepts among all stakeholders, reviewing stakeholder engagement, and periodically assessing the Group's position on sustainability themes (including financial market, ratings, and sustainability index analyses). It is also responsible for evaluating the sustainability guideline proposals developed by the Board of Directors.

To keep senior management on top of sustainability issues, in 2021 Autogrill established the position of **Chief Sustainability Officer** (CSO), reporting directly to the Group CEO. The position is currently filled by Autogrill's Group Chief Financial Officer. The Chief Sustainability Officer is assisted by the newly formed **Group Sustainability Committee**, made up of business unit and Corporate managers, whose duties include defining priorities, tracking progress, and coordinating the initiatives and projects envisaged by the sustainability strategy.

Projects are implemented by **cross-functional working groups with members from all business units**, coordinated by a **Group Sustainability Manager**, who are tasked with promoting a culture of sustainability at all levels of the Group (for further information, see "ESG risks" in the "Risk management and control system" section).

MAKE IT HAPPEN – SHAPING A BETTER FUTURE

Why change our approach to ESG?

1 **It's the right thing to do**: environmental issues and social challenges require everyone to take a step forward and embrace immediate, concrete actions, and corporations must play a pivotal role.

2 **It's already permeating our organization**: for many years, we have been promoting initiatives for our people, our customers, and the environment; now we need to elevate them as a consistent framework.

3 **It's our responsibility as market leader**: our stakeholders increasingly expect us to take concrete action in all dimensions of ESG, given our scale and our market position.

4 **It's an opportunity to do bigger and better**: the depth and breadth of ESG issues offer a unique opportunity to look at our business differently and take transformative action.

Sustainability and ESG issues have become one of the key factors influencing the market and business development models. In 2021 Autogrill decided to renew it ESG strategy and taking it to the next level. To do so, Autogrill's refreshed its approach compared to the past to define its strategic pillars and its plans in order to implement a solid path forward and set targets for future improvement.

This year-long process involved the creation of **three interfunctional working groups with members from all business units and Corporate**, tasked with producing a strategic sustainability plan that will guide the Group toward significant new sustainability objectives.

MAKE IT HAPPEN®
SHAPING A BETTER FUTURE

20 one-to-one interviews with the members of the Board of Directors and the Management

3 workstream dedicated to the nine ESG priority topics

200+ initiatives identified together with the Business Units

100+ people involved in the process

Make It Happen – Shaping a better future is Autogrill's strategic framework built on three pillars: *We nurture People*, *We offer sustainable Food Experiences*, and *We care for the Planet*. It spells out **nine priority sustainability issues** the Group has decided to pursue through **specific initiatives, KPIs, and targets sets by dedicated working groups** with a view to creating shared value for the short, medium and long term. Through Make It Happen, Autogrill shares strategic orientations with its stakeholders and defines the goals it promises to monitor and update every year, in the conviction that sustainability is not an arrival point but a constant process of evolution and improvement.

OUR CONTRIBUTION TO REACHING THE SUSTAINABLE DEVELOPMENT GOALS

In September 2015 the United Nations General Assembly adopted the 2030 Agenda for Sustainable Development, signed by 193 member states, which presents 17 Sustainable Development Goals or SDGs. Split into 169 targets to be achieved by 2030, the goals of the UN Agenda address a wide array of issues relating to socioeconomic development and environmental protection of the planet.

Through dialogue with stakeholders and a fresh materiality analysis, Autogrill has identified **nine** priority SDGs within the **Make It Happen** framework and assoicated them with each of the three strategic pillars: *We nurture People, We offer sustainable Food Experiences, We care for the Planet.*

DIALOGUE WITH STAKEHOLDERS

Autogrill understands the importance of engaging stakeholders and develops active dialogue based on transparency, trust, and shared ideas as called for by the Code of Ethics, which sets the priorities, principles, and conduct to be followed in every interaction.

By listening to stakeholders, Autogrill gained vital information on their needs and, more generally, on the context in which the Group operates, and can trace out a path of constant improvement for the impact on society and the environment.

Through this sort of feedback Autogrill can follow up on its commitment to stakeholders, by judging how well it is understanding and meeting their expectations and intercepting any problems before they arise.

A real understanding of the interests and expectations of every stakeholder can only begin by identifying the key stakeholder categories with which to engage in regular feedback, and by defining the most appropriate channels of engagement.

In February 2022, the Board of Directors adopted a policy for handling dialogue with all shareholders and other stakeholders, modeled partly on the engagement policies followed by the Company's institutional investors. The policy specifies the Company's ordinary communication channels (the General Meeting of shareholders, Autogrill's website, institutional meetings with the financial community) and the other forms of dialogue that do not involve it directly, and establishes a procedure for direct dialogue between the shareholders and the Board of Directors. It was adopted at the recommendation of the Chair of the Board of Directors and drawn up with the Group CEO, with approval from the Control, Risks and Corporate Governance Committee.

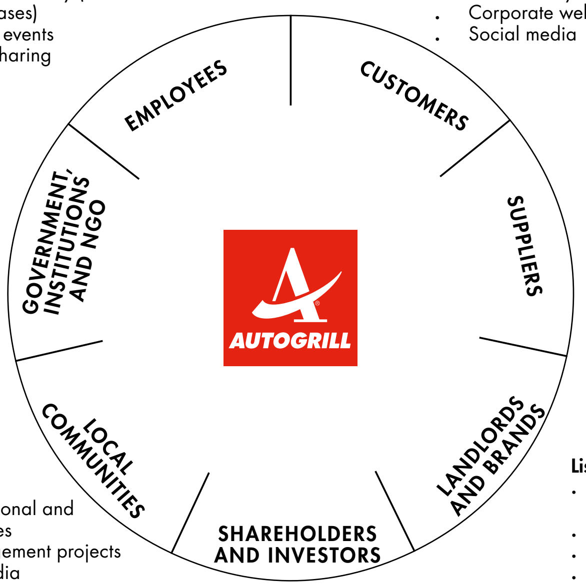
In 2021 there was a strong focus on internal dialogue through the attentive, transparent sharing of information at every level, and on listening to the needs of customers through surveys and market research designed to grasp how travelers' expectations are evolving.

Listening channels
- Meetings and agreements with trade unions
- Surveys
- Whistleblowing channels (SA8000 mailbox; OpenLine platform)
- Internal communication activity (Aconnect intranet portal, showcases)
- Training activities and events
- Policy definition and sharing

Listening channels
- Annual customer satisfaction surveys "Feel good?"
- Market investigation and customers surveys on customer needs
- CRM activity
- Corporate website
- Social media

Listening channels
- Period sector events and multi-stakeholders roundtable
- Meetings with NGO, non profit and charity foundations
- Engagement and support projects
- Collaboration with sector partners

Listening channels
- Quality audit and inspections
- Policy definition and sharing
- One-to-one meetings
- Assessment processes and development of new products and concepts



Listening channels
- One-to-one meetings
- Specific events and national and international conferences
- Roundtables and engagement projects
- Website and social media

Listening channels
- Collaboration and development of tailor-made services
- Participation to industry events
- One-to-one meetings
- Policy definition and sharing
- Social and environmental surveys

Listening channels
- Shareholders' meeting
- Regular meetings between top-managent and investors
- Dialogue channels offered by Investor Relation program
- Periodic results announcements
- Policy definition and sharing
- Seminar, sector conferences, roadshows and meetings
- Corporate website and financial and non-financial reporting

Engagement con i consumatori

Through its engagement activities Autogrill monitors the changing needs of consumers and their new purchasing habits. In 2021 Autogrill launched a new survey called **Next Normal in Travel**, designed to explore changes in travelers' attitudes, behaviors, and expectations in the context of today's "new normal".

The survey revealed a significant increase in behaviors aimed at responsible, sustainable consumption and a growing expectation of more varied product assortments, especially healthy, vegetarian, and plant-based options.

Especially among younger generations, the popularity of healthy, balanced diets is leading to a growing interest in the raw materials used and in foods' origin, quality, and safety.

Travelers are also increasingly attentive to how committed firms are to environmental sustainability and the steps they have taken at stores to reduce adverse impacts. Minimizing food waste, recycling, and reducing the use of plastic are the sustainability practices on which consumers place the greatest premium in the context of eating on the go.

MATERIALITY ANALYSIS

In sustainability reporting, the topics deemed as material (or relevant) are those that have a significant impact on the Company's economic, social, and environmental performance or that may substantially influence stakeholders' perceptions and decisions. The materiality analysis is therefore a key instrument for understanding the Company's standpoint but also that of its stakeholders.

Since 2014 Autogrill has conducted regular materiality analyses, following a structured process involving the analysis of best performers, industry peers, and the external context as well as dialogue with central and local management teams.

Considering how quickly the context is changing and consistently with its ever-greater commitment to ESG issues, in 2021 the Group decided to fortify its process of materiality analysis, carried out in accordance with the GRI reporting standards. The potential material aspects were identified on the basis of a preliminary analysis of the topics identified by the main reporting standards, such as those of the Global Reporting Initiative (GRI), the Sustainability Accounting Standards Board (SASB), and Italian Legislative Decree 254/2016, which were analyzed by observing key industry players, documents on the external scenario, and ESG ratings and through 20 one-on-one interviews with senior managers and Board members as well as the active involvement of more than 100 people within the organization. This approach lead to the identification of a series of material aspects for the industry and for its stakeholders without losing sight of the specificities of a complex, multi-faceted company like Autogrill.

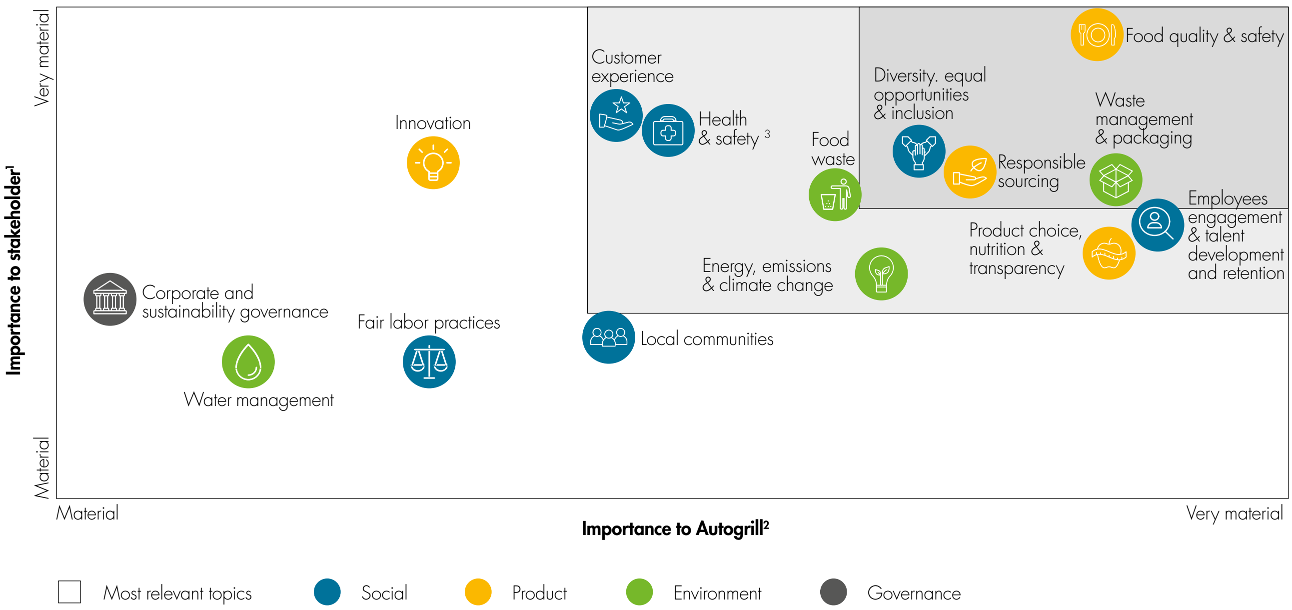
Each topic identified was assessed to understand the effective level of control in terms of initiatives the Group has taken and its capacity to monitor performance. Through the involvement of various functions for each business unit, the topic was analyzed in terms of the actual or potential impact the business generates in consideration of the different operating models specific to each channel, geographical area, and brand or concept used.

The analysis confirmed that the promotion of responsible behaviors within the Group is the basic prerequisite for growing the business by offering safe, high-quality products and services, making processes more innovative, and valuing employees and customers.

More specifically, of the **nine most relevant topics,** *Food quality & safety*, *Waste management & packaging,* and *Employee engagement, talent development & retention* were found to be most significant for both the business and the stakeholders.

Through the analysis it was possible to assess existing initiatives and KPIs in place for the most relevant topics, defining the foundations for the sustainability framework ***Make It Happen – Shaping a Better Future***.

THE AUTOGRILL GROUP'S MATERIALITY MATRIX



1. Defined using as starting point 2020 Autogrill materiality matrix and SASB/ESG ratings perspective
2. Defined using the total score of one-to-one interviews and industry perspective
3. Not included in top) ESG themes as it is considered a table stake

Employee engagement & talent development and retention

Promote people engagement throughout the whole organization, listening to people's needs; Attract, develop and retain Group's talents to nurture the leaders of tomorrow

Diversity, equal opportunities & inclusion

Foster an inclusive and diverse environment and embed DE&I culture throughout the organization, developing diverse and inclusive leaders

Customer experience

Provide travelers around the world with best-in-class experiences, listening to their needs and constantly improving our service

Food quality & safety

Provide the highest quality and safety standard throughout all operations

Product choice, nutrition & transparency

Raise consumers' awareness on food nutritional values and offer alternative choices including plant-based and healthy options in our offering

Responsible sourcing

Guarantee sustainable and ethical supply chain, also partnering with local producers to sustain local production; adopt responsible practices in raw material selection

Waste management & packaging

Reduce the use of virgin plastic use in guest packaging; increase business circularity through waste and equipment reuse

Energy, emissions & climate change

Reduce scope 1 and scope 2 greenhouse gases (GHG) emissions; build sustainable stores limiting our impact on the environment

Food waste

Sustain food waste reduction across all countries

The aspects related to corporate governance, regulatory compliance, and anti-corruption are considered to be prerequisites; as such, they were not individually included in the process but are nevertheless accounted for in this Statement.

WE NURTURE PEOPLE

The first pillar of the **Make It Happen** strategy is about people, meaning the Group's employees and the travelers who come into contact with Autogrill's services.[11]

Material topics

- Employee engagement, talent development & retention
- Diversity, equal opportunities & inclusion
- Customer experience

Our priority SDGs

Our commitment

40-50% women representation in **leadership roles**[39] by the **end of 2030**

Highlight 2021

34,639	Employees in 30 countries
61%	Women of total employees, with the aim of increasing the women representation in leadership roles
39.7	Average traning hours per capita
€ 1.8m	Donations to support local communities
DE&I Policy	Development of the Diversity, Equity & Inclusion Policy to enhance diversity and spread a welcoming culture
Next Normal in Travel	Customer engagement survey started in 2021 to understand expectations and preference of travellers in the "new normal"

11 Definition of leadership roles currently under review

EMPLOYEE ENGAGEMENT, TALENT DEVELOPMENT & RETENTION

"We promote people engagement throughout the organization and listen to their needs. Our goal is to attract, develop, and retain talent within the Group in order to nurture the leaders of tomorrow"

Autogrill is a people company that provides services to people. Taking care of our employees so we can offer services of value is therefore a fundamental element of our strategies.

The way employees are cared for is a distinctive feature of Autogrill, which from recruitment throughout a person's career values the **dignity, protection,** and **rights** of every individual.

We also promote the constant development of our employees' **technical and soft skills** by favoring a management style centered on **leveraging talent** and on **personal and professional growth.**

The Group understands the importance of reinforcing team spirit and motivation while also polishing its own reputation, in order to attract skilled personnel who can build their professional success in harmony with the Autogrill's values and goals.

Autogrill's business policies, starting with its **Code of Ethics** and **Sustainability Policy**, are based on respect for work and the people who perform it and on eliminating all forms of irregular/forced labor and discrimination. They aim to ensure safe workplaces by monitoring the potential vulnerabilities of workers and other stakeholders and finding the best means of preventing and mitigating risks.

An eye to the future...

Leading in a Diverse World is a new project starting in 2022 in which senior managers will act as mentors in order to develop tomorrow's leaders.

At 31 December 2021 the Autogrill Group employed 34,639 people (an increase of 11% over 2020), 61% of them women. Of the total, 96% worked at stores. The increase in the workforce reflects the upturn in business with the easing of the Covid-19 pandemic. The most significant change was recorded in North America (+42% with respect to 2020), where the Group operates mainly in the airport channel, the greatest beneficiary of the recovery in traffic during the course of 2021.

At the Group level, 91% of employees were hired on permanent (open-ended) contracts. Temporary employees are managed differently from country to country, depending on local legislation and business needs. In general, because the Group mainly hires temporary workers to cover the busy summer and Christmas seasons, in 2021 there was a slight increase in this type of contract due to the lesser impact of the Covid-19 pandemic.

Part-time employees made up 32% of the total, 72% of them women.

	2021			
	North America	Europe	International	Total
Total employees	**16,590**	**12,638**	**5,411**	**34,639**
Of which: women	*63%*	*64%*	*47%*	*61%*
Headquarters	313	535	400	1,248
Stores	16,277	12,103	5,011	33,391
Permanent	16,590	11,497	3,360	31,447
Temporary	n.a.[12]	1,141	2,051	3,192
Full time	14,502	5,341	3,625	23,468
Part time	2,088	7,297	1,786	11,171

The largest category of workers consists of multiservice operators[13] at stores, who also increased by the largest amount on 2020 (+14%), due in part to temporary hires. The age range from 30 to 50 accounts for the highest share of employees (46% of the total). With respect to 2020 there was an increase (+22%) in employees under 30, who made up 30% of the total, with a peak of 54% in International.

	2021			
	North America	Europe	International	Total
Total employees	**16,590**	**12,638**	**5,411**	**34,639**
< 30 years	5,191	2,164	2,918	10,273
30-50 years	6,849	7,063	2,128	16,040
> 50 years	4,550	3,411	365	8,326

TRAINING AND DEVELOPMENT

Training and professional development is a fundamental tool for strengthening individual skills while also disseminating the Company's values through a process nourished by cultural and organizational progress.

Autogrill believes in the **direct, pro-active involvement** of employees that puts the person at the center, as the active protagonist of his or her professional growth. Over the years, the Group has put together transversal **training programs** to support the professional and personal development of its employees. The broad range of learning modules (coaching, onboarding, behavioral, technical, and managerial) can take place in the classroom, on the job, or online.

12 The "temporary" category does not apply to employees in North America, who are classified according to current legislation by which both parties can terminate employment at any time ("at-will employment").
13 Responsible for prepareing, cooking, and serveing food and beverages and cleaning the equipment, food preparation zones, and dining areas.

Store personnel receive on-the-job training, to help them do their jobs and improve their service and food preparation skills, and as a way to attract the best talent.

School of excellence

In Italy Autogrill has developed a special training program for store managers. Called "*Scuola di Eccellenza*", it lasts for 25 weeks, 10 of them in the classroom and the rest on the job.

Topics range from hands-on store concept training to customer-centric managerial and administrative skills. The managerial courses address people management, leadership, and team working, and are taught internally via coaching or in partnership with outside trainers. There are also team building activities to strengthen the soft skills of store managers in training. At the end of the program, trainees are challenged to develop a commercial project for their store.

In 2021 this program was held online to ensure uninterrupted learning in total safety.

Training this year was focused on **customer and employee care, soft skills,** and the development of **leadership skills.**

In light of the growing use of digital technologies and remote working, the Group continued to hold **webinars and online training** in computer skills, remote work management, proper conduct in common spaces, and the handling of customer interactions. The Group also took cybersecurity measures to protect its IT infrastructure, including instructing employees on these issues and on its video collaboration policies.

At the same time, in response to lasting uncertainty as to how the scenario would evolve, the Group promoted and encouraged several **online get-togethers** for its employees to keep interpersonal relationships alive and provide moments of contact and interaction. In North America, for example, managers followed a live webinar series on the handling of the Covid-19 pandemic.

In 2021 the Group provided more than 1.3 million man-hours of training[14], a substantial increase with respect to 2020. The increased number of hours reflects the resumption of training activities in all countries served and for all professional categories. Group-wide, this translates to an average of 39.7 hours per head in 2021, up from 6.9 per head in 2020. The boost in training hours for office workers was sustained by the grant from the *Fondo Nuove Competenze*, a training fund for workers in Italy created by the Ministry of Labor and Social Policies. The program allowed the temporary remodulation of schedules in order to meet changed organizational and production needs, allocating part of the workweek to special training in order to update office workers' skills. From January to May 2021, 49,410 hours of training were provided over the MyAcademy platform, in addition to more than 1,200 webinar hours; these courses addressed a variety of topics including soft and managerial skills (emotions management, delegating tasks, innovation) as well as operational matters such as data privacy, foreign languages, and writing.

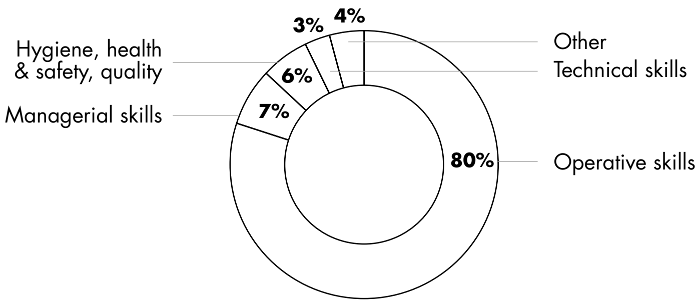
14 The figures available as of this writing are partially estimated on the basis of the individual training plan for new hires. They do not include the recently acquired company Le CroBag GmbH, or figures for Autogrill Austria which are temporarily unavailable. Also, much in-store training is ongoing and is not always recorded systematically.

Stores (average hours per capita)	2021
Area managers	72.8
Store managers	72.0
Managers	45.0
Unit heads	44.2
General employees	36.5

Offices (average hours per capita)	2021
Top managers	7.8
Senior managers	19.7
Managers	73.3
White collars	49.8

About 80% of training hours were focused on operational skills, in particular for store personnel, as well as on the reinforcement of managerial skills for those in positions of responsibility. Health, safety, quality, and hygiene were emphasized as topics of strategic importance to the Group's business.

TRAINING HOURS BY TYPOLOGY



In addition to specific training in the new working arrangements, Autogrill developed a number of courses for its employees including emotions and stress management and foreign languages, focusing on all aspects of personal development.

Leaders on the Move – Executive program in collaboration with Coca-Cola

In September 2021 Autogrill launched the "Leaders on the Move" project in Italy in collaboration with Coca-Cola HBC Italia, a **development program for 18** of the two companies' top talents, in the conviction that learning takes place through the intermingling of ideas and people.

Developed in cooperation with Challenge Network, the one-year intercompany program takes place in various stages and will guide the selected participants through the two companies in order to deepen their knowledge and boost innovation and experimentation.

By sharing experience, people, and company values, Leaders on the Move aims to develop new skills and to enrich the participants' professional qualifications through two business cases, one commercial and the other sustainability-related.

The program is a concrete demonstration of how different companies can join forces for the sake of growth, learning, and the cross-pollination of different experiences.

HUMAN RESOURCE DEVELOPMENT AND APPRAISAL

With a view to fostering professional growth, Autogrill has defined a **performance review system** that measures specific technical capacities as well as managerial skills.

The review system aims to improve long-term value creation and is therefore one of the key processes for ensuring constant professional development, talent retention, and ultimately achieving the Group's objectives.

The measurement of performance is constantly evolving, including a new assessment paradigm in North America known by the slogan "Helping Others Succeed Throughout the Year", which places a premium on boosting other people's' chance at success.

In the International area, the "Be Competent" system has been joined by the new skills measurement program called "First Class", through which future managers can follow a plan for the effective development of their skills in line with the expectations of the market.

Since 2019 the Group has been engaged in a talent mapping process in Italy involving the area managers and outstanding store managers. Starting from the outcome of the performance review, the project aims to thoroughly assess training needs and potential in order to define tailor-made career plans for the Group's best performers.

In 2020, formal performance evaluation systems were temporarily suspended in favor of feedback sessions between employees and their managers.

In 2021 many countries reinstated their standard procedures, involving 8,814 people in performance reviews, mostly at office locations.

PERSONNEL INVOLVED IN PERFORMANCE REVIEWS[15]

	2021		
	Men	Women	Total
Offices			
Top managers	MBO	MBO	**MBO**
Senior managers	85%	74%	**81%**
Managers	86%	80%	**83%**
White collars	93%	87%	**89%**
Stores			
Area managers	97%	96%	**96%**
Store managers	89%	87%	**88%**
Managers	82%	80%	**81%**
Unit heads	73%	72%	**72%**
General employees	16%	13%	**14%**

15 Calculated considering the employees assessed under the performance review process who were still employed as of 31 December, for countries with an existing performance review system. Figures do not include some minor markets such as Austria, Slovenia, Belgium, and Greece (Europe) and India and the Maldives (International). Nor do they include the recently acquired companies Stellar Partners Inc. and Le CroBag GmbH. Some figures are estimates.

Most of the change in the percentage of non-HQ employees who received performance reviews reflects turnover trends, especially in countries that only give reviews once an employee has been working for six months.

Data for top managers is not included because it refers to a management by objectives approach that differs from the performance review programs in place for other employees.

EmpoWer: two are better than one – Autogrill Italia's mentorship program

The **EmpoWer** program is one of the ways Autogrill can help its employees reach increasingly ambitious goals. This **mentorship** program pairs participants with more senior colleagues so they can learn the business and organizational skills crucial to the business.

The ultimate goal of the program is to facilitate **professional growth**. This takes place through the **sharing** of experience with the senior manager, the transmission of key organizational **competencies**, reinforcement of the **company culture,** and strong **motivation** to strive for one's best.

Lead, Inspire, Transform. At the 2021 FAB Awards, 10 honors for the Autogrill Group

The **2021 FAB** (Food & Beverage) **Awards** honored people and teams who brought innovations in 2020 to food and beverage services for travelers.

For the first time in the event's history, the emphasis was not on food & beverage concepts, but on people and working groups: a welcome acknowledgment of everyone who helped the industry give concrete answers to the questions raised by the pandemic.

Excellence, dedication, and teamwork were the values recognized by the FAB Superstars Awards in five categories. Ten of these awards went to the Autogrill Group in the categories "Star Team", "Star Individual", "Star Story", and "Humanity, Leadership & Inspiration", honoring the teams and the people who, despite the pandemic, continued to work with professionalism and care for the customer and to face the future with optimism.

EMPLOYEE ENGAGEMENT AND TALENT ATTRACTION

Autogrill strives to build a professional environment that attracts and develops talent, through engagement projects and employer branding activities at the global and local level.

Over the last few years the Group has gradually developed talent attraction strategies to bring it closer to people and engage them in a process of professional and personal growth, thanks to effective online communication and a number of employer branding campaigns on job boards, social networks, and the major job search websites. In the Netherlands, for example, it has appointed "HMSHost ambassadors" who celebrate the brand on social media, aiming to attract an ever broader audience.

Autogrill has been leaning towards talent attraction solutions using structured, online recruitment systems designed to make employment offers more visible and accessible and to create a direct line of communication with the younger generations. This has simplified the online application process, with an option to add video interviews in addition to the standard résumé.

Generation: a training program for young recruits

Through Generation, a project developed with Fondazione Generation Italy, we have provided 18- to 29-year-olds with a free 4-week course preparatory to becoming an Autogrill service manager trainee.

Talent Boost

Talent Boost is a program to help store employees rise to managerial positions. It combines mentoring, webinars on the specific skills needed for the job, leadership coaching, and observation by product & service specialists. The program was run twice in 2021.

Assapora il futuro

Assapora il futuro ("Taste the future") is another talent attraction initiative: a career orientation day in which Autogrill jobs are presented by our employees and "tasted" at vocational schools, to help young people grow familiar with our careers and understand what it's like to work and grow with Autogrill. This program also serves as a bridge between school and work, opening the Autogrill world to students.

In 2021, including the number of temporary contracts that by nature fluctuates more widely, the incoming turnover rate was 66%, up from 36% the previous year. Recruiting resumed in 2021 with 22,938 new hires, 67% of them in North America. Of total hires during the year, 78% were for permanent jobs; consistent with that trend is the steep decline in outgoing turnover to 49%, down from 133% in 2020 due largely to the impact of Covid-19.

	2021			
	North America	Europe	International	Total
Hires (no.)	**15,444**	**4,600**	**2,894**	**22,938**
Permanent	15,444	1,533	837	17,814
Temporary	-	3,067	2,057	5,124
Turnover, incoming (%)	**93%**	**36%**	**53%**	**66%**
Permanent	93%	13%	25%	57%
Temporary	-	269%	100%	161%
Departures (no.)	**8,848**	**4,796**	**3,451**	**17,095**
Permanent	8,848	1,778	1,888	12,514
Temporary	-	3,018	1,563	4,581
Turnover, outgoing (%)	**53%**	**38%**	**64%**	**49%**
Permanent	53%	15%	56%	40%
Temporary	-	265%	76%	144%

At a delicate time when the Covid-19 pandemic is still in course, the Group has focused even more sharply on employee feedback, setting up two-way communication channels to keep dialogue strong, understand people's needs, and discover any vulnerabilities in a timely manner.

Some of the most widespread initiatives include webinars, newsletters, internal online platforms where employees can post thoughts and questions, and specific courses where managers learn to be more sensitive to employee feedback and to keep their teams highly engaged.

In North America in 2021, management took the e-learning course "HMSHost Coaching and Engagement Philosophy" and completed the training program "Selecting a Winning Team", designed to help managers make unbiased, better-informed recruiting decisions.

StarWork

In late 2020 Autogrill sent out a survey to collect feedback on remote working and handling of the emergency in terms of perceived level of trust, flexibility, importance of saving time and fuel, etc. This analysis led to a new working arrangement called StarWork.

StarWork is based on five principles: flexibility, phygital, new spaces, trust, and caring. The project was supported by regular meetings, newsletters, and an online space for feedback. A partnership was also set up with the University of Bologna to track the positive impacts of this new arrangement.

Autogrill's remuneration policies are based on principles of fairness, equal opportunities, and meritocracy, and are designed to maintain competitiveness in the labor market and to differentiate pay according to skills and qualifications (job description, role and level). To do so, Autogrill constantly observes market data and external benchmarks, ensuring compliance with local collective employment agreements and applicable laws. The remuneration system includes salary adjustments that are tied to performance, talent, and growth targets, through a fixed and a variable component, which reinforce the equal opportunity principle and avoid the risk of discriminatory pay.

In all countries with a minimum wage, Autogrill studies economic conditions and employment levels in addition to complying with the law. Entry-level wages are established in accordance with the local laws and collective employment contracts in place in the various countries.

Autogrill has a Compensation & Benefits systems based on competencies and merit, which aims to create a level playing field while fostering diversity in every form. Regarding benefits, too, the Group insists on treating employees with clarity and transparency, through a welfare unit that promotes education, wellbeing, and healthcare.

Benefits are roughly the same for temporary and permanent contracts and for full- and part-time workers, but vary by geographical region, depending on laws that include or exclude certain benefits and/or social security and insurance coverage (health insurance, accident insurance, maternity and paternity leave, disability payments, etc.).

They may include healthcare, life insurance, accident and disability insurance, parental leave, vouchers for cultural events or sports, and discounts on public transportation. In some countries, there are retirement benefits such as the 401K plan in the United States.

Because of the pandemic, some benefits such as healthcare, sick leave, and insurance for employees and their families have taken on greater importance. Employee benefits were also expanded, for instance, to include courses on mental health, exercise, mindfulness, and stress management, in recognition of how difficult it is to work under the present conditions.

HEALTH AND SAFETY

In all of the main countries served, **health and safety commissions** have been set up and include various positions (depending on local policies), from executives to workers' representatives, who monitor compliance with applicable laws and find the best solutions to reduce the risk of injuries to a minimum.

The Group assures all employees high standards of health and safety, in strict compliance with local laws and regulations and with an approach geared towards constant improvement. Operating principles are based on the measurement and monitoring of occupational risks, by way of certified management systems, such as ISO 45001 in Italy.

The business units define tools for measuring occupational hazards and create dedicated training processes. In North America, the Job Hazard Assessment (JHA) and Training Program evaluates occupational risk, the controls necessary for preventing accidents, and the personal protective equipment (PPE) needed for specific tasks. In Italy in 2021 Autogrill trained 1,538 fire wardens (medium risk) out of a total of 2,481 in the workforce, and 1,547 first aid officers out of a total of 2,136. In the other European countries, employees follow several health and safety courses including first aid, fire safety, and hygiene ("Beginners' Hygiene" and "Advanced Hygiene" in Switzerland), as well as courses in self-defense and resilience ("Aggression Training" and "Resilience Training" in Belgium) and occupational safety ("KOPAS I" in Switzerland).

In North America a monthly training program called "Safety Poster" engages all units in industry-specific safety issues, with learning guides to facilitate dialogue among co-workers. Every store has a Safety Team in charge of fostering a culture of safety; its members, who are both managers and front-line personnel, implement safety programs, facilitate training, and conduct audits to map the most frequent causes of injuries. The Safety Team members are encouraged to participate each month in projects designed to identify any vulnerabilities within their units and take mitigation measures. The team's objective is to promote health and safety best practices by carrying out safety programs, training activities, and monthly audits to reinforce the monitoring and prevention of accidents and injuries in the workplace.

In North America there is also an app called Mobile Data Safety Tool that automates monthly self-assessments on in-store safety issues. This tool makes it possible to take corrective measures during the audit procedure itself, which reduces the frequency of accidents and promotes a safer workplace.

LifeWorks: ensuring 360° wellbeing

In early 2021 the North America business unit entered into a partnership with LifeWorks, a confidential counseling program for employees and an inclusive solution that provides telephone support 24 hours a day, 7 days a week, and 365 days a year, and an online platform that:

1. Connects the user to benefits and events through the newsfeed;
2. Provides access to a wealth of online resources to support an individual's mental, physical, social, and financial wellness;
3. Guides people to professional counselors and specialists, for advice any time, on any job-related or personal problem;
4. Lets people speak confidentially with a mental health counselor or with other specialists such as financial and legal professionals.

INJURY RATES

	2021			
	North America	Europe	International	Total
Workplace injuries (no.)	408	351	115	**874**
Frequency rate	24.19	26.16	20.66	**24.38**
Serious injury rate	0.24	0.00	0.00	**0.11**
Death rate	0.00	0.07	0.00	**0.03**

Injury rates include workplace injuries only (not commuting accidents).
Frequency rate: ((total number of injuries + total number of deaths)/total hours worked) x 1,000,000
Serious injury rate: (total number of serious injuries/total hours worked) x 1,000,000
Death rate: (total number of deaths/total hours worked) x 1,000,000

Injury numbers and injury rates in 2021 reflect the increase in staffing at stores. During the year there were 874 workplace injuries, in line with the 2020 figure, with a minimal serious injury rate.

In March 2021 there was an incident of violence at an Autogrill Belgium hotel in which one employee was killed. The Group would like to stress that all safety norms and protocols were in place and fully observed. On the basis of currently available information, the Group has not been held liable in any way.

Management of the Covid-19 pandemic

To protect the health and safety of its employees during the pandemic, Autogrill promptly implemented a number of personnel protections and the structures required by law, training the entire workforce in Covid-19 prevention measures. In addition, the three business units prepared guidelines for the implementation of all safety protocols designed to limit contagion and correctly handle the emergency.

For example, the "Start-up manual HMSHost after Covid-19" was distributed within the International unit to provide universally applicable instructions and useful tools for reopening stores, in light of the highly fragmented laws and restrictions imposed by the authorities in different countries.

Autogrill was also quick to promote a massive work-from-home campaign for all tasks that can be performed remotely, thereby revolutionizing its working arrangements to ensure people's health and safety.

To make sure all protections were in place, some stores were audited by external bodies (such as local or government authorities, police, public health agencies, landlords, and franchise partners) or by members of management or internal H&S units, promptly implementing improvement actions where needed.

DIVERSITY, EQUITY & INCLUSION

"We strive to foster a working environment that prizes diversity, equity, and inclusion at all levels of the organization"

In each country where it operates, Autogrill respects the individuality and dignity of every person and firmly believes in valuing diversity without distinctions based on gender, age, ethnicity, religion, sexual orientation, or other aspects that may lead to discrimination.

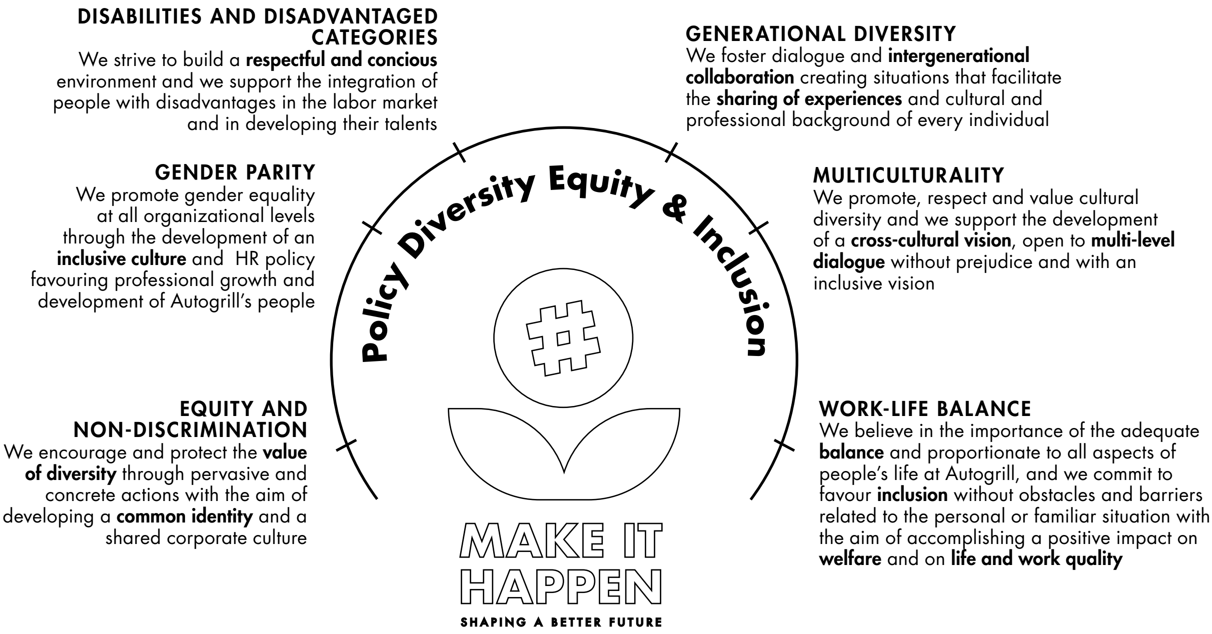
As defined in the Group's policy documents like the Code of Ethics and the Diversity, Equity & Inclusion Policy, in keeping with the highest standards of the International Labour Organization, respect for diversity and equal opportunity and the prevention of all forms of discrimination are the principles to which Autogrill is committed at every stage of the employment relationship: recruitment and selection, remuneration policies, growth opportunities, and the eventual parting of ways. This commitment is also recognized externally: in Italy, for example, Autogrill has had SA8000 certification since 2009.

An eye to the future...

Starting in 2022 Autogrill will be holding **awareness-raising campaigns and volunteer days** that will differ from place to place depending on local sensibilities (e.g. female empowerment, inclusiveness, support for vulnerable categories, etc.), in collaboration with NGOs and nonprofits.

All business units will participate in **unconscious bias** training in order to increase awareness of how people's talent and character are often misjudged as a result of such bias.

In 2021 the Group developed its **Diversity, Equity & Inclusion Policy.** The policy aims to permeate the organization with a culture of inclusion, diversity appreciation, and mutual respect, to encourage a way of doing business that views diversity as a major plus.



With regard to gender diversity, women make up the majority of Autogrill's workforce. At 61% of all employees (in line with 2020), female representation is high in all geographical regions and all professional categories.

BREAKDOWN OF THE WORKFORCE

	2021			
Offices	North America	Europe	International	Total
Top managers	**14**	**36**	**39**	**89**
Women	29%	28%	28%	28%
Men	71%	72%	72%	72%
Senior managers	**65**	**50**	**37**	**152**
Women	37%	32%	30%	34%
Men	63%	68%	70%	66%
Managers	**109**	**124**	**109**	**342**
Women	47%	52%	51%	50%
Men	53%	48%	49%	50%
White collars	**125**	**325**	**215**	**665**
Women	65%	64%	54%	61%
Men	35%	36%	46%	39%

Stores	North America	Europe	International	Total
Area managers	**129**	**52**	**73**	**254**
Women	33%	25%	18%	27%
Men	67%	75%	82%	73%
Store managers	**684**	**479**	**178**	**1,341**
Women	53%	39%	42%	46%
Men	47%	61%	58%	54%
Managers	**252**	**488**	**207**	**947**
Women	44%	57%	34%	49%
Men	56%	43%	66%	51%
Unit heads	**1,547**	**1,680**	**952**	**4,179**
Women	64%	62%	54%	61%
Men	36%	38%	46%	39%
General employees	**13,665**	**9,404**	**3,601**	**26,670**
Women	65%	67%	47%	63%
Men	35%	33%	53%	37%

In accordance with the law, the Group employed 439 people in protected categories.

The **Code of Ethics** guides and disciplines the management of human resources. In an ongoing effort to encourage inclusion and a sense of individual and collective responsibility, the Group has equipped its employees with various platforms to report to the Ethics Committee any conduct inconsistent with the Code of Ethics, and also to reward virtuous behavior, while ensuring the confidentiality of information and the privacy of individuals in accordance with the Group's whistleblowing policy.

One of these platforms, Open Line, is a tool for company-employee dialogue that is up and running in various European countries and since 2020 has been extended to the International business unit,[16] further to the implementation of the new Speak Up Policy. With Open Line, employees can make confidential, anonymous complaints using a secure online platform that protects and encourages whistleblowing[17]. Open Line is currently active in 15 International countries, by way of a dedicated section in the internal

16 Open Line is currently available in Europe in Italy, France, Switzerland, Belgium, Germany, and Greece, and since 2020, in the following International countries: China, Denmark, Finland, France, India, Indonesia (Bali), Netherlands, Norway, Qatar, Sweden, Turkey, United Arab Emirates, United Kingdom, and Vietnam. A different whistleblowing platform is used in North America; while it is based on another operating system, its purposes and functions are similar to those of Open Line and are in line with the Group's policy.

17 The term "whistleblowing" is defined as a civic act by which the whistleblower, meaning the person who reports to the proper authorities violations or irregularities that do harm to the public good, helps reveal and prevent situations that are prejudicial to his or her organization and by extension to the collective public interest. All measures are taken to guarantee good-faith whistleblowers protection from all forms of retaliation, and in any case to ensure the whistleblower's confidentiality, save for legal obligations and the rights of the Company and of people erroneously or falsely accused.

communication tool Be Connected. Its launch was supported by an internal communication campaign featuring the slogan "Share. We Care", which included posters and newsletters drawing attention to the Speak Up Policy.

Complaints of discrimination received during the year were treated with the utmost attention and handled promptly. Guaranteeing the whistleblowers' confidentiality, meetings were held with the interested parties and appropriate corrective measures were taken. All incidents of which the Group is aware were suitably resolved and led to no further action.

Diversity, Equity, Civility and Inclusion Council in North America

In 2021, Autogrill in North America worked harder than ever to build a culture of inclusion and diversity within and outside the Company. To this end it set up the DEC&I Council to reinforce the awareness and understanding of diversity, equity, civility, and inclusion.

The DEC&I Council itself is diversified in every way: its members come from different levels of leadership, ethnicities, genders, generational backgrounds, and life experiences, all to the benefit of shared dialogue and growth.

The Council's activities in 2021 included an update to unconscious bias training, to be distributed to all associates, and participation in the e-learning program Building Awareness of a Diverse, Equitable and Inclusive Workplace, which aims to spread best business practices on these topics.

Autogrill has developed several training and awareness programs as well as external initiatives designed to bring people together on a path of tolerance, acceptance, and mutual respect.

In North America a wellness support program has been set up through an external provider, LifeWorks, to build a culture of wellbeing and offer counseling and services to employees and their families for work-related and personal matters. In addition, the Women's Leadership Network (WLN) provides women with networking opportunities and improved leadership skills as a way to enhance their personal and professional growth.

Valore D

Autogrill is a member of Valore D since 2012, an Italian association of large firms dedicated to supporting women in leadership roles. Valore D promotes a new cultural paradigm in which women are full participants in the economic and social life of the country.

Many women employed at Autogrill's headquarters have attended seminars and conferences and taken away important knowledge and tools for their professional growth.

SUPPORT FOR LOCAL COMMUNITIES AND INCLUSION

Thanks to its business model featuring an extensive network of stores, over the years Autogrill has become deeply rooted in the communities it serves, including through the development of direct relationships with local institutions.

The Group focuses its efforts on the responsibility of helping communities transform, by providing resources and know-how for the development of concrete projects, such as the donation of food and meals to nonprofits.

In North America Autogrill has long worked with the Food Donation Connection, passing on food surpluses to local social service associations who care for the needy. Through HMSHost Foundation, the Group also strives to fight poverty in local communities and provide jobs to the younger generations.

For two years, Auticon has worked with Autogrill in Italy to test the systems installed at points of sale. The Group promotes the hiring of people with difficulties because it believes in the inclusion of neurodiversity and the possibility for diversity to make a difference in the world of work. Another example of Autogrill’s dedication is its complete rebuilding of the iconic Villoresi Ovest store as a model of innovation and sustainability. This is the backdrop for its collaboration with Cometa, an association that provides care, educational and training opportunities to children and teenagers living in hardship: with its “Contrada degli Artigiani", Cometa produced all the furnishings for the Villoresi Ovest location.

HMHost Foundation

HMSHost Foundation is a charity that supports communities by donating money, food, and housing and by helping to grow and educate the workforce with a view to combating poverty and improving the prosperity of the communities served.

HMSHost Foundation directs its efforts on the basis of five pillars:

- Relieve hunger and promote nutritional wellness through food-related initiatives
- Combat homelessness through access to safe housing, furnishings, clothing, and stable employment
- Encourage the next generation through access to education and training
- Provide an opportunity for financial stability through training and placement
- Honor veterans and their families by supporting programs that meet their needs for food, shelter, medical care, and job training and placement

In 2021, HMSHost and HMSHost Foundation coordinated the donation of more than 200 food items and more than 65 kg of non-perishables to the MANNA Food Center. Gifts and grocery store gift cards were also donated to 24 families, including 54 children, teenagers, and young adults. HMSHost and HMSHost Foundation coordinated an employee volunteer event with the Women Build program of Habitat for Humanity, which builds homes for families in need. The volunteers spent a day demolishing and rebuilding an existing structure for two families who will have a home in Maryland. HMSHost Foundation’s support of charities that combat poverty has led to the salvage and supply of millions of kilos of food to local food banks throughout the country, feeding thousands of people who have been dragged into food insecurity by the Covid-19 pandemic.

Support for Fondazione Humanitas

In 2020, 163 Autogrill stores began to raise funds for Fondazione Humanitas per la Ricerca, a nonprofit involved in the treatment of oncological, cardiovascular, neurological, and autoimmune diseases. Inside the stores, consumers who donate any amount to scientific research receive a red token made of organic, plastic-free material that fits in slots for the use of shopping carts.

In 2021 Autogrill organized a breast cancer prevention webinar with Dr. Alberto Mantovani, scientific director of IRCCS Istituto Clinico Humanitas and professor emeritus at Humanitas University. The webinar aimed to raise awareness among all female Autogrill employees of the importance of regular screenings, especially after almost two years of delayed and cancelled appointments as a result of the pandemic.

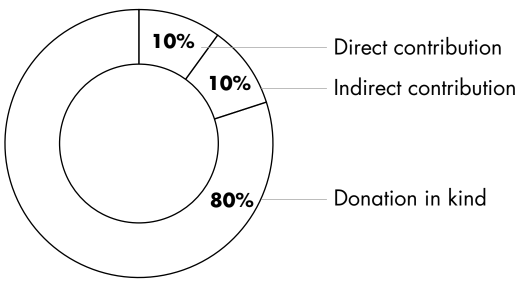
The water pledge of HMSHost International and Made Blue

Since 2014 HMSHost International has served as ambassador of the Made Blue program in collaboration with Made Blue Foundation: a fund-raising initiative based on the Company's water footprint. The funds raised help finance projects to ensure accessibility to safe drinking water in countries where it is difficult to access.

For every drink purchased at an Autogrill Group store at Amsterdam airport, Made Blue donates the equivalent of 4 liters of drinking water, for a total of 160 million liters per year. The project is currently active in Vietnam and Indonesia.

In 2021 the Group's donations reached approximately €1.8 million (10% direct, 10% indirect and 80% in kind). Most of them consisted of food donated through partnerships with local and national food banks, mostly in North America. The amount of donations in kind in Europe benefited from work with Banco Alimentare, where excess provisions are donated.

GROUP DONATIONS BY TYPE



CUSTOMER EXPERIENCE

"Our goal is to provide travelers around the world with the best-in-class experience, by listening to their needs and constantly improving our product assortments and services"

By constantly observing the characteristics of travelers and listening to their needs, Autogrill keeps its offerings consistent with the latest consumption trends. Travel channels – airports, motorways, and railway stations – are privileged observation points to stay ahead of market signals and experiment with solutions to the changes in course. Ongoing dialogue with consumers, through different communication channels, provides a sneak preview of future needs, leading to the development of new concepts and freshen up menus while promoting a culture of responsible consumption.

An eye to the future...

In 2022 Autogrill plans to develop an **annual quantitative survey** based on different categories of travelers and other consumers (Autogrill customers and otherwise) in each country, using a transversal methodology and a common set of questions to ensure comparability from one country to the next. The survey results form a solid basis for the implementation of concrete local and global plans of action.

Autogrill will also be developing country-specific **personalized guidelines,** to ensure that there is in-store communication of alternative menu items and to incorporate sustainability into day-to-day operations.

In all countries served, the Group has set up customer care departments to collect feedback and handle any customer complaints. Store employees are suitably trained in this respect and learn to handle the most delicate situations promptly and in accordance with protocols.

To monitor how the Covid-19 pandemic has changed customers' needs and preferences, Autogrill analyzed the market using studies and various sources of information, and encouraged the exchange of insights and best practices within the Group's perimeter and with commercial partners. Through the direct observation of the new purchasing and consumption habits and direct requests for feedback, Autogrill updated its product assortments and business models accordingly so that customers would continue to have a pleasant experience in accordance with regulations in force.

In response to travelers' changing preferences and the new needs produced by the pandemic, the Group gradually adapted its product assortment to the new consumption patterns, increasingly geared towards takeaway and pre-packaged foods in snack or travel formats. Other measures included setting up new outdoor areas where travelers can safely eat and drink, replacing tableware with single-use takeaway packaging, and making greater use of digital technologies such as online or app-based ordering platforms and electronic or contactless payments.

Next Normal in Travel – Growth by way of feedback

Seeking to constantly improve dialogue with consumers, in 2021 Autogrill rolled out a new customer engagement project called Next Normal in Travel. This is a survey the Group designed as the evolution of the Feel Good customer satisfaction program, which was momentarily suspended due to the Covid-19 pandemic. Launched in North America, Italy, France, Germany, Belgium, the Netherlands, England, and Switzerland, the project involved consumers in all the Group's channels (airport, motorways, railways, other) through questionnaires and video interviews carried out twice during the year, with questions about their experiences in the preceding three months.

Next Normal in Travel aims to explore consumers' expectations and concerns in the context of today's "new normal", strongly influenced by emerging trends and the pandemic; to investigate any changes in travelers' preferences and purchasing habits, whether temporary or long-term; and to learn information useful for improving the feedback initiatives planned for the coming years.

Through a series of specific questions, travelers' preferences regarding menus, concepts, and service models were scrutined. Moreover, the survey measured the importance of sustainability in their consumption choices, thus acquiring valuable information for the development of the Group's strategic ESG projects. In this regard, the survey showed that travelers care increasingly about responsible consumption, choosing menus based on natural ingredients 33% of the time and low-sugar meals 29% of the time. In addition, 47% of travelers choose restaurants that can suit their personal diets. Sustainability is also central to travelers' purchasing habits: the survey showed that when traveling, consumers are more likely to buy food and beverage from sellers that ensure food safety and store hygiene, reduce food waste and their carbon footprint, have good recycling practices and plastic-free solutions, and treat their workers fairly. Finally, for nearly 40% of respondents, a store's declared sustainability commitments can influence their purchasing decision.

DIGITALIZATION AND INNOVATION

Over the years digitalization has been used to improve the customer experience, for example by providing better, clearer commercial information with screens that show personalized content depending on the time of day and target clientele. The ordering and purchasing phase has been gradually enhanced through the use of digital technologies like dedicated apps, QR codes, secure virtual payments, and digital kiosks for self-service orders.

The digitalization projects the Group has been promoting include the placement of QR codes in strategic, highly visible positions inside and in the vicinity of stores. Using a smartphone from outside the store, travelers can easily consult menus and order a meal, pay digitally, and receive a pick-up notification, reducing their time indoors to a minimum.

HMSHost speeds up service with Mashgin computer vision

Today's consumption patterns have demanded the rapid adjustment of business models and services to the new needs of travelers and to changes in their mobility and purchasing models. Time is a limited resource at airports, and the length of lines can make the difference between a good meal and a missed flight. HMSHost has addressed this issue by forming a partnership with eight busy international airports for the installation of 60 Mashgin Touchless Checkout Systems. Mashgin's scan-and-go systems reduce wait times at cash registers and service desks and are designed to be completely touchless: using computer vision, they identify multiple products instantaneously so travelers can scan, pay, and head for their gate in just 10 seconds. The project will be extended to another 32 installations in 2022.

In Italy the Group is working on a fidelity program and a customer app for table service at restaurants, which will allow a complete self-service meal from ordering through payment. It has also strengthened its commercial partnerships with delivery services.

WE OFFER SUSTAINABLE FOOD EXPERIENCES

The second pillar of the **Make It Happen** strategy concerns the kind of experiences customers have at our stores.

Material topics

- Food quality & safety
- Product choice, nutrition & transparency
- Responsible sourcing

Our priority SDGs

Our commitment

98% sustainable coffee sourced for proprietary brands by the **end of 2025**

Highlight 2021

Plant-based	Expanded range of plant-based product in all Business Units of the Group
10+	Concept store developed with sustainability embedded in their offer, including vegetarian and healthy products offered
100%	Stores of Europe Business Unit was audited, as like in North America and several countries in the International area
Code of Ethics	Signed by all Group's suppliers as part of the qualification process

FOOD QUALITY & SAFETY

"We provide the highest standards of quality and safety throughout all operations"

Autogrill has a primary responsibility to ensure the safety and quality of all product served, day after day: from raw materials to the finished product, following the right preparation processes and using quality ingredients in accordance with all local regulations and food safety standards.

Living up to this responsibility means having firm control of the supply chain to ensure **quality products and ingredients.** The Group requires its foods to be prepared under strict hygiene and sanitary conditions and actively involves its employees in understanding and appreciating these rules.

An eye to the future...

Starting in 2022 the Group plans to further enhance its safety controls by implementing and improving systems for the collection of information on the **annual store audits, internal and external,** which are already a key strength of its product quality and safety **management system**.

The quality and safety of products served are guaranteed by a management system that begins with the supplier selection process and is based on values and objectives shared by the Group and its trading partners. To that end, suppliers are periodically screened by way of questionnaires, direct or indirect information gathering, spot checks, and audits.

In addition to these assessments and controls is a self-screening program falling within the management system used in the various countries, consisting of a set of centrally coordinated procedures carried out on-site to ensure compliance with all hygiene and sanitary standards. The results of HACCP[18] or similar audits at individual locations count towards the MBO[19] system followed for store managers. In Italy in 2021, Autogrill implemented the new AEA21 Food Quality and General Quality Standard for stores, which defines all of the rules and policies to be followed to ensure maximum food quality.

In 2021 specific audits were carried out to check compliance with food quality and safety standards at stores in different regions, such as the Europe business unit, where 100% of points of sale were audited, as well as in North America and various International countries.

Suppliers, too, go through a pre-approval process to test their level of compliance with the Group's quality standards, which call for the strict observance of food safety practices as well as microbiological, content and chemical/physical analyses along the entire supply chain, at intervals defined according to the degree of risk. As a brand licensee, the Group itself is subject to audits by brand partners as well as concession grantors.

18 HACCP: Hazard Analysis and Critical Control Points
19 MBO: Management by Objectives

Employee training in food safety standards and HACCP processes completes the Group's oversight program. In the Netherlands, for example, internal and externally managed unannounced audits are conducted on all provisions arriving at stores; the points of sale are also required to complete a daily food safety procedure, including temperature checks for specific products at different times of day and making sure foods are properly stored and labelled.

To ensure a transparent monitoring process, Autogrill follows all necessary protocols to trace, analyze, and resolve any food safety or quality incidents. Any incident regarding food safety is investigated in detail, and if necessary, reported to the supplier. The process is generally handled by the Quality Manager, who conducts an internal audit and writes up a report with any necessary corrective measures that is distributed to all parties involved.

PRINCIPAL CERTIFICATIONS

The Group views the certifications it has obtained as proof of its successful business models and as encouragement to strive for constant improvement.

Certification	Applies to:
ISO 9001:2015 on Quality Management Systems	Italy: Autogrill Italia S.p.A. and Nuova Sidap Australia: points of sale Austria: selected points of sale
ISO 22000 on Food Safety Management	Italy: Autogrill Italia S.p.A. Greece: Autogrill Hellas EPE India: Hyderabad airport
ISO 9001:2015 provision of technical project management services	Italy: Autogrill Italia S.p.A. Austria: selected points of sale
ISO 450001	Italy: Autogrill Italia S.p.A. – HQ and airport locations Austria: selected points of sale
Halal certification from MUI (Majelis Ulama Indonesia)	Indonesia: selected points of sale in Jakarta
Diverse Food Safety program	Holland: Schiphol airport and Netherlands Austria and Norway: selected points of sale
FSSAI (Food Safety and Standards Authority of India)	India: Bangalore, Delhi, and Hyderabad airports; Shantiniketan Mall, Sujana Mall; Secunderabad railway station
NVWA (Netherlands Food and Consumer Product Safety Authority)	Holland: Schiphol airport and Netherlands
IMQ Covid-19 Restriction	Italy: Rozzano HQ and points of sale
NSF Certificate of Food Hygiene and Safety	Vietnam and Malaysia: selected points of sale

PRODUCT CHOICE, NUTRITION & TRANSPARENCY

"We raise customers' awareness on food nutritional values and offer them alternatives, including plant-based and healthy options"

Autogrill develops concepts, menus, and recipes that meet a variety of dietary needs and preferences, for an innovative, diversified, healthy and nutritious assortment with a growing emphasis on plant-based foods.

An eye to the future...

In 2022 the Group plans to add **environmentally friendly alternatives** to its offerings: every Business Unit will participate by choosing at least one food category — plant-based meat, eggs, or milk — to introduce to its store menus.

Starting in 2022 the Group will also be offering healthy alternatives (including vegetarian and/or vegan) for breakfast, lunch, and dinner, as well as in its assortment of packaged products (low-sugar, low-fat, etc.).

Autogrill has long been committed to upgrading its menus to accommodate sustainable consumption models and healthy lifestyles. Over the years, the Group have implemented balanced menu concepts and developed solutions that turn simple, genuine ingredients into the tastiest foods.

Concepts and brands that support travelers' healthy choices

- ***Le CroBag Veggie*** is a new concept developed in-house that combines the "French style" of this proprietary brand with healthy, high-quality vegetarian/vegan items and an emphasis on sustainable ingredients and packaging.
- ***VIT*** offers consumers healthy food and drink such as cold-pressed, no-sugar-added fruit juices made from all-natural ingredients. The concept includes a fully visible kitchen so guests can see every step of the preparation process.
- **Leon** stands out for fast service and natural ingredients, giving travelers the chance to taste high-quality food by combining the growing interest in healthy, balanced nutrition with the need for quick breaks when on the go.
- **La Place** works exclusively with natural, always-fresh ingredients. Its Autogrill-run stores in Holland now work in partnership with Jumbo Food College, a food & beverage development and innovation center, for the creation of specific menu items.

Reflecting this commitment are the many collaborations with industry experts, nutritionists and science communicators, who work with the Group to come up with new menu items, explore innovative ingredients, and improve the nutritional content of menus.

In Italy Autogrill has pursued several projects with leading food professionals such as chefs, physicians, and nutritionists, with a view to creating healthier, more sustainable foods and beverages. These new offerings include "Piatto Unico Bilanciato", developed with nutritionist-physician Mauro Mario Mariani and consisting of balanced, environmentally-friendly vegetarian dishes, and the whole wheat croissant created with chef, consultant, educator, and food manager Luca Montersino.

Over time Autogrill has developed external partnerships to ensure the provision of high-quality gluten-free products and organic items, while offering a range of options for those who choose a vegetarian or vegan diet, and in some countries marking halal products with their own sticker.

Plant-based foods: the nutritious, tasty alternative to animal protein

Italian locations in 2021 rolled out the **Wowburger**, a **100% plant-based** burger created by the staff of Autogrill's Factory Food Designers together with vegan chef Simone Salvini and Nestlé Garden Gourmet.

In North America, Autogrill has expanded its vegan menus with a full line of **plant-based** sausages, meatballs, bacon, chicken nuggets, hamburgers, and more.

In the Netherlands the Group offers meat alternatives by working with specialized suppliers and brands, including "**Beyond Meat**" and "**The Vegan Vosboer**".

In keeping with the recommendations of the World Health Organization, Autogrill strives to offer healthier foods like fresh fruit and raw vegetables instead of desserts and sugary snacks, and tests new, better-for-you items as part of its proprietary concepts.

Supporting research with the Umberto Veronesi Foundation

A healthy and varied diet is the foundation of a healthy lifestyle. **Autogrill and the Umberto Veronesi Foundation** joined forces in 2021 for a new project supporting scientific research. The project involved Ciao and La Fucina restaurants at Autogrill locations throughout Italy: for every serving of poké sold, Autogrill donated **1 euro** to the Umberto Veronesi Foundation. The **full amount raised** went toward funding a year's worth of work by a researcher.

Autogrill's innovative and diversified offerings fit within a broader perspective of promoting **more responsible consumption models**, geared toward reducing environmental impacts and protecting nature. Accordingly, it takes care to build a supply chain that can furnish sustainable ingredients and materials. In Europe, many certified suppliers participate in national and international initiatives like the **Better Life Label** for improved animal welfare, and the **RSPO** (Roundtable on Sustainable Palm Oil) in Belgium.

RESPONSIBLE SOURCING

"We commit to ensuring a sustainable, ethical supply chain and adopting responsible practices in raw materials selection"

Autogrill strives to create supplier relationships based on transparency, integrity, impartiality, and contractual fairness, favoring domestic and local suppliers wherever possible.

An eye to the future...

Autogrill has set a long-term target for its **coffee sourcing:** to reach 98% of sustainably sourced coffee and/or coffee purchased directly from small local growers by the end of 2025 for proprietary brands.

The supply chain is made up chiefly of a structured system of food and beverage vendors, plus a narrower network of local producers for select items such as fresh foods, and a small number of providers of technical goods and services, such as maintenance and cleaning.

For the sake of efficiency throughout the sourcing process, Autogrill's Procurement and Supply Chain unit fosters the development of stable, long-lasting partnerships with suppliers, using specialists and intermediaries working at head offices in the different countries and leveraging brand partner systems.

For Autogrill, responsibly managing the supply chain means ensuring not only business continuity and high standards of food quality and safety, but also respect for human rights and the environment.

For this reason Autogrill has adopted the Group Supply Chain Sustainability Guidelines, developed with input from the Global Compact Network Italy Foundation, which define general standards for the evaluation of suppliers and the basic principles reflecting the Group's sustainable supply chain management approach. All suppliers (and intermediaries, if any) also sign the Group Code of Ethics, or a specific Supplier Code of Conduct in North America, as part of the qualification process. The International business unit has made the Supply Chain Sustainability Guidelines part and parcel of all new vendor contracts; in Italy, suppliers are bound to the certification standards of SA8000.

Protection of human rights

Autogrill acknowledges its role and responsibilities in fostering and protecting human rights. Applying in all circumstances the standards enshrined in its Code of Ethics, Autogrill promotes a responsible business model, in which principles like dignity and mutual respect underpin all of the Group's activities along the chain of value.

Autogrill's approach is consistent with UN guiding principles, the special agreements drawn up by the International Labour Organization (ILO), and national and international standards on human rights. Autogrill rejects any form of worker exploitation or forced labor and any kind of abuse or psychological or physical coercion of the people involved in conducting its business, and strongly condemns human trafficking and exploitation in any form.

Modern Slavery Statement

In support of strong human rights protections along the entire value chain, HMSHost UK (a member of the Autogrill Group operating in the United Kingdom) has published a Modern Slavery Statement in accordance with Section 54(1) of the 2015 Modern Slavery Act, which declares its supply chain to be slavery-free and condemns all forms of slavery and human trafficking.

Supplier relations are managed by a central team in line with the Group's global policies: the Suppliers Code of Conduct, which all suppliers are required to sign, states that all contracts must specify the policies, procedures, and practices in effect to ensure that business is conducted ethically and legally in full compliance with the country's laws, including the Modern Slavery Act.

Supply chains are the most complex areas of the business and the Group continues to take action to mitigate the risk of modern slavery and build transparent relationships with its suppliers, in part through team training exercises.

It is important to note that especially in countries where supplier quality cannot be audited, supply chain risk is managed by giving priority to large companies that are already certified and subject to external audits.

Foodbuy

In North America Autogrill works with Foodbuy, the leading procurement company for food & beverage services in the region (part of Compass Group). Foodbuy has made a number of promises to ensure high standards of food safety and sustainability. In North America all suppliers in the Foodbuy circuit undergo regular audits on central issues such as sustainability, human rights, and the environment, considering any additional risk factors such as geography or industrial sector.

All requests for proposals include category-specific questions on the candidate's social responsibility, in order to score potential suppliers on social and environmental aspects.

In 2021 the Group bought products from 147 Foodbuy-approved suppliers with one or more certifications, including USDA Organic and Bio-Based (US Department of Agriculture), BPI Biodegradable (Biodegradable Products Institute), Cedar Grove Compostable, GAP Steps, Cage-free, HFAC, Reduced Antibiotics, Monterey Bay Yellow/Green, MSC, Salmon Safe, Rainforest Alliance, Bird-friendly, Eco-logo, Green Seal, FSC, and SFI.

During the Covid-19 pandemic, the Group grew even more efficient at managing the supply chain by setting up a monitoring and rapid response system for critical issues like supply chain delays and interruptions. Autogrill also signed agreements with suppliers to remodulate the procurement system and render it more flexible in order to reduce unsold inventories, organize returns, and find alternative buyers for unsold or soon-to-expire products, thus actively helping to combat food waste.

ANIMAL WELFARE

Autogrill acknowledges its responsibility to promote sustainable, responsible purchasing that protects animal welfare in accordance with laws, regulations, and international best practices, with a particular focus on the different markets and contexts in which it operates.

The Group focuses on actions and protocols it can follow to ensure animal welfare in the course of its business.

In Italy in 2009, Autogrill won the Good Egg award from Compassion in World Farming, the largest international farm animal welfare organization, for its commitment to using only shell eggs from cage-free hens.

In 2017 in the Netherlands, Autogrill partnered with Kipster, a zero-impact organic farm that guarantees the highest standards of animal welfare and has obtained the *Beter Leven* mark of quality (three stars) for its eggs. In Italy, for directly managed locations and proprietary brands, Autogrill only uses shell eggs and egg mixes sourced from cage-free hens.

Autogrill has set a long-term target for North America and Europe of buying only cage-free eggs by 2025; in some European countries that goal has already been met.

WE CARE FOR THE PLANET

The third pillar of the **Make It Happen** strategy is about protecting and caring for the planet.

Material topics

- Waste management & packaging
- Energy, emissions & climate change
- Food waste

Our priority SDGs

Our commitment

20-30% reduction of GHG emissions from electricity consumption along motorways business by the **end of 2030**

Highlight 2021

3 Wasproject	Ongoing, with the aim of enhancing recycling of waste and food scraps, following a circular economy approach: WASCOFFEE, WASORANGE and WASBOTTLE
100% rPET	This is the content of recycled plasting used to produce the bottles of the mineral water Sourcy by Vrumona, introduced by HMSHost International at Schiphol airport
Energy efficiency	Development of new guidelines for the construction of "green" stores
Food Donation Connection	Active since 2011 in donating surplus food to social service agencies that distribute it to people in need

WASTE MANAGEMENT & PACKAGING

"We are committed to reducing the use of virgin plastic for packaging and to making our business more circular through the reuse of waste and materials"

Autogrill manages its waste through the careful planning of disposal and recovery processes, agreements with infrastructure operators, and partnerships aimed at reducing environmental impacts. Where possible, the Group tries to extend the life cycle of its materials and equipment.

An eye to the future...

The Group aims to reduce the amount of virgin plastic it uses by opting for alternative materials such as biodegradable plastic, rPET, paper, and wood for packaging and single-use items like dishes and cutlery.

Autogrill produces waste during food preparation and service: preparation requires the disposal of scraps and packaging, and once customers are served, there might be food scraps and leftovers or disposable tableware.

Each of the Group's business units has developed a country-by-country program for monitoring the volume of waste produced, based on local laws and the characteristics of each location, including the collection and recycling system.

In the vast majority of cases, especially at airports, railway stations, and malls, the Group does not have direct control over the collection and disposal of waste, which is up to the infrastructure operator. Conversely, on Italian motorways, Autogrill deals directly with the public service and with private companies for waste collection and disposal.

Autogrill has adopted several waste management and recycling strategies. An increasing number of locations separate waste in the food preparation areas and, where possible, collect plastic and glass bottles in the areas where customers are served. Various tools and technologies are in place to optimize the collection and recycling process. In Italy, for example, selected points of sale have special equipment (e.g. compactors and press-containers to reduce volumes and filling level sensors) to improve efficiency and quality and maximize the potential of each kind of waste.

Autogrill is careful about the management of organic waste, which in Italy is separated in-store and delivered to composting plants. In some European countries, frying oil is separated, collected, and used for the production of biodiesel and green energy, fully honoring the circularity principles that guide the Group's waste management policies.

Autogrill works not only to handle waste properly but also to reduce the quantity of waste: it is always seeking new ways of developing a more responsible, sustainable consumption model and works with brand partners, suppliers, and concession grantors to find effective, scalable solutions.

PACKAGING, PLASTIC AND SINGLE-USE

Over the years the Group has shown great sensitivity to the issue of plastic and sustainable packaging. It has proposed innovative solutions, tested materials, and formed strategic partnerships to streamline the use of plastic and opt for sustainable, increasingly green alternatives.

Plastic recycling efforts in the beverage sector are especially prominent: in some International stores, for example, customers pay a deposit on PET bottles or enjoy discounts if they reuse their own cup instead of asking for a new one. The Group has also built important partnerships in North America, where, beverage bottles are made from recycled plastic in amounts of up to 100% for certain lines, like Naked Juice.

In 2021, the ongoing Covid-19 emergency continued to require the utmost attention to hygiene and safety standards and caused a momentary increase in single-use packaging, and therefore in plastic and other waste. These trends should be viewed as temporary, as a necessary response to the pandemic, and do not change the Group's long-term commitments or its customers' inclination to more responsible consumption.

In that regard, Autogrill renews its emphasis on recycling and sustainable packaging by supporting research into a new assortment of products (including cutlery, plates, takeaway packaging, cups, and straws) made entirely of sustainable, compostable, and/or recycled materials.

In 2020 HMSHost International added Vrumona's local mineral water Sourcy to its Amsterdam Schiphol menu; the water is sold in bottles made of 100% recycled plastic (rPET). Other initiatives will follow to encourage travelers to recycle the bottles in turn, which will mark significant progress toward the sustainability targets set by HMSHost International.

Autogrill and the circular economy: "Was" projects

WASCOFFEE

Innovation and sustainability are an integral part of Autogrill's development strategy and the proof is in WASCOFFEE®, a material made from coffee grounds. The Group launched this open innovation project to find a way to recycle one of its most significant raw materials. Through a partnership with CMF Greentech, an Italian innovator specialized in eco-sustainable products, WASCOFFEE® was developed and patented as a 100% natural, recyclable material suited for furnishings and ecodesign.

WASCOFFEE® was first introduced at the Bistrot in Milan's City Life complex in late 2017 and was later adopted as a design element of newly opened Puro Gusto locations in Italy, the rest of Europe, and North America. These include Puro Gusto at Milan Linate airport and the new WASCOFFEE Lab Caffè at Milan Central Station, where the tables, counter, and wall panels are made entirely of WASCOFFEE®. The material has also been used to furnish some Puro Gusto locations in Turkey and North America.

WASORANGE

Wasorange® is a **sustainability** pilot project Autogrill is conducting in Italy in collaboration with **Krill Design,** a company specialized in reusing food scraps through **circular economy** initiatives. The idea is to recycle orange rinds, after the oranges are squeezed for fresh juice, into items useful to the business such as sugar containers and other accessories for Autogrill stores.

WASBOTTLE

In 2021 Autogrill took another step toward its goal of reusing ever more materials within its stores by offering support for the creation of a 100% recycled and recyclable panel made from high-density polyethylene (HDPE), derived from the detergent bottles commonly used at its locations.

The resulting partnership with Bencore aims to produce panels for use not only at Autogrill stores but in all situations where architects and decorators see the chance to use a product with these design and sustainability characteristics.

In 2021 Wasbottle was selected for the ADI Design Index, a selection of the best Italian concepts that completes the pre-selection for the upcoming Compasso d'Oro, the most influential design award in the world.

ENERGY, EMISSIONS & CLIMATE CHANGE

"We commit to reducing emissions by favoring the use of energy from renewable sources and developing sustainable concepts that limit our impact on the environment"

Autogrill strives to reduce its emissions impact, through strategies to make energy use more efficient and gradually increase the use of clean energies, in accordance with environmental laws and regulations.

An eye to the future...

In 2022 the Group will be developing new guidelines for the construction of "green" stores making use of technical solutions for energy efficiency.

At stores where energy resources are managed directly, Autogrill has developed tools to monitor consumption and help reduce energy waste; these include instruments to measure energy performance at individual locations and to offer solutions for reducing consumption and environmental impact. Store employees are also given technical and awareness training to encourage the more rational, efficient use of existing equipment.

The Group's leverage in channels where utilities are managed by the landlord, typically airport and railway locations, is limited as the Group does not always have access to consumption details. In recent years, however, landlords have become increasingly attentive to these issues.[20]

Initiatives to reduce consumption in Italy

These range from technological solutions to optimize energy use, campaigns to encourage employees' more rational use of energy-intensive equipment, and the installation of energy-producing systems, e.g. solar panels at motorway locations. Autogrill also plans to replace obsolete technologies, choose optimal equipment settings to save energy, and implement remote monitoring and control systems for utilities.

Most of the energy Autogrill uses concerns store operations and logistics. Direct energy consumption[21] is the use of diesel and gasoline for company vehicles and of natural gas for heating. Indirect energy consumption[22] refers to electricity, used for heating and air conditioning and for preparing, maintaining, and selling foods and beverages.

20 Given these circumstances, the Group's footprint depends strictly on the infrastructure where its companies operate (e.g. airports). On motorways, efforts are made to improve the overall efficiency of stores. For further information on the impact of environmental policies on the Group's financial statements, see the "Risk management and control system" section of the Directors' Report.
21 Direct energy is the use of energy sources like natural gas, diesel, and gasoline, which generate emissions directly.
22 Indirect energy is purchased externally, like electricity, and generates emissions indirectly.

GROUP ENERGY CONSUMPTION – GJ[23]

2021		Total
HQ + locations		
Total direct energy consumption	**GJ**	**96,406**
Total indirect energy consumption	**GJ**	**626,513**
From renewable sources:	MWh	10,894
Emissions	**t $CO_{2\ eq}$**	**55,251**
Total direct emissions (Scope 1)	**t $CO_{2\ eq}$**	**5,614**
Total indirect emissions (Scope 2)	**t CO_2**	**49,637**

The trend in consumption was still influenced to some degree by pandemic-related operating restrictions at some locations, making the amounts not comparable with previous years, though on the rise with respect to 2020. Also, because the Group no longer operates in the motorway channel in North America, that business is excluded from environmental reporting as from 2021. The Group's greenhouse gas emissions reduction target refers solely to emissions generated in the motorway channel, which in Europe accounts for approximately 93% of direct energy consumption and 82% of indirect consumption.

ENVIRONMENTAL CERTIFICATION

Autogrill's care for the planet is reflected in its possession of major environmental certifications:

Certification	Applies to
LEED® Gold	Italy – Autogrill Italia S.p.A.: Villoresi Est USA – HMSHost: Bethesda HQ
ISO 50001: 2015	Italy – Autogrill Italia S.p.A.: Villoresi Est and Villoresi Ovest 1958 Austria – selected points of sale Slovenia – points of sale
ISO 14001: 2015	Italy – Autogrill Italia S.p.A.: HQ, Villoresi Est, Villoresi Ovest 1958, Brianza Sud and for points of sale at Caselle Airport in Turin, Nuova Sidap: registered office Greece – Athens El. Venizelos airport Austria – selected points of sale Slovenia – points of sale
EMAS	Italy – Autogrill Italia S.p.A.: HQ, Villoresi Est, Villoresi Ovest 1958, Brianza Sud
ISO 14064 (Greenhouse gas)	Italy – Autogrill Italia S.p.A.: Rozzano headquarters and Sebino
RT 2012 (Low Consumption Building)	France – Autogrill Côté France: Ambrussum, Manoirs du Perche, Plaines de Beauce, Chartres Gasville, Chartres Bois Paris, Lochères, Miramas, Villeroy, JdArbres, Wancourt, Porte de la Drôme N&S, Granier, Montelimar Est and Ouest, Dijon, Beaune Tailly
California Green Building Code - Level I and California Energy Standard - Title 24	USA – HMSHost: locations at Los Angeles International Airport
Energy Star	USA – Equipment at locations

23 Figures for direct and indirect energy consumption refer mainly to motorway locations where utilities are managed directly by the Group. In the other channels these figures are based on available data for each location. See the methodological note ("Preparation criteria" section) for further details.

Note also that the Adda Sud location in Italy has obtained energy rating A1.

Autogrill has a plan of action designed to achieve medium/long term targets for the reduction of greenhouse gas emissions.

The plan includes making stores run more efficiently through the use of innovative technologies and a more rational, green design, optimizing logistics and processes, and using renewable energy to power business activities.

Remodeling the historic Villoresi Ovest 1958 location with sustainability front and center

The renovation of Villoresi Ovest stands testament to **Autogrill's** commitment to centering all new projects on **sustainability as a stimulus for the entire Group's improvement and growth.**

Villoresi Ovest has been remodeled without altering the building's original design, to emphasize the Group's ties to tradition, but has been upgraded to the latest construction standards. Sustainability was the focus of the many changes carried out during the project: *LED lighting* to reduce energy consumption, high-performance *triple-glazed windows with UV protection film* for better thermal insulation, *energy-efficient heat pumps,* and *air treatment systems* that allow natural climate control, operated by a building management system (BMS). The latest-generation plants and systems complement **highly innovative materials:** Active Ceramic flooring with antibacterial, anti-viral, self-cleaning, anti-pollution, anti-odor action; and Airlite paint, which goes on like regular paint but generates negative ions on the surface where it is applied, so the air is naturally purified every time it comes into contact with that surface.

FOOD WASTE

"We seek to reduce food waste in every country served"

Autogrill acknowledges the fundamental importance of combating food waste, which is harmful to the environment and expensive for running the business.

Accordingly, store management systems have been developed and refined over the years, with the introduction of new technologies to reduce food waste to a minimum and optimize the handling of raw materials.

An eye to the future...

To reduce food waste even further, the Group will be focusing on improvements to its existing monitoring systems in order to decrease the amount of food thrown out.

Autogrill works on several fronts: while making its back-end processes (recipe design, product preparation, etc.) as efficient as possible, it strives to find newer and better ways of cutting down waste, for example by improving production planning, raising customer awareness, and partnering with external organizations. In some International countries, for example, operations managers participate in monthly meetings to analyze the quantity of food waste and discuss ideas for improving on this front.

At the moment, leftovers are donated to food banks, where possible, or sold at a discount at day's end. In some European countries, Autogrill has partnered with the app "Too Good to Go" that helps ensure food does not go to waste.

Food Donation Connection

Since 2011 Autogrill has worked in North America with Food Donation Connection (FDC), which redirects surplus food to local social service agencies that distribute it to people in need. Every donor location is matched with a group of qualified charities that collect the food following a detailed schedule of days and times. FDC has worked with Autogrill's operational and food safety teams to make sure the food is safe and healthy and to render the donation process more agile and secure.

Since 2019, Autogrill has been able to incorporate the donation tracing process in CrunchTime. This allows stores to enter donated items into their systems and send weekly data files to FDC.

Autogrill and Banco Alimentare join forces against food waste

Since 1989, Banco Alimentare has been collecting unspoiled, non-expired food that is no longer sellable and would otherwise be thrown out. Instead of going to waste, the food becomes a resource for the needy. For every "Menù Pausa Perfetta" sold at its stores, Autogrill made a donation to Banco Alimentare for the distribution of food products equivalent to one meal to participating charities. Through this initiative, 214,000 meal equivalents were donated in 2020.

Starting this past year, the Group stepped up its controls of inventory and foods nearing their use-by date in order to reduce waste to a minimum, and in accordance with applicable laws it made efforts to speed up its donations to food banks and employees.

Among other measures it streamlined menus, redistributed inventory to stores that were open for business, reached agreements with suppliers for the return of stocks, and adapted its commercial offers at individual locations depending on the inventory on hand or at risk of going to waste.

Soup & Bakery by De Verspillingsfabriek

In 2020 HMSHost International won the Innovation category of the Schiphol Business Awards assigned by the Royal Schiphol Group, for the Soup & Bakery concept of De Verspillingsfabriek. The shop serves dishes made from ingredients that would otherwise be tossed out as waste: a perfect example of sustainability and of how raw materials, innovation, and talent can be combined to create new sustainable solutions.

AUTOGRILL GROUP SOCIAL AND ENVIRONMENTAL DATA

ADDITIONAL INFORMATION

LABOR UNION RELATIONS

Over the years the Group has maintained an open dialogue with the labor unions in the various countries served, so it can help find the best solutions to reconcile its needs with those of its people. All employees enjoy a transparent working relationship and full protection of their rights, regardless of the contracts typical of their countries. Autogrill protects their right to freedom of association and collective bargaining, recognizing the paramount importance of these freedoms, in accordance with national laws governing collective contracts, individual bargaining and freedom of association.

This commitment to transparency translates to the management of various forms of contract: from national collective bargaining to collective contracts by company and/or location, to individually negotiated agreements. When it needs to make organizational changes, Autogrill complies with all provisions of laws and collective contracts by informing the unions and involving them, where applicable, in talks. The minimum notice period in case of organizational changes thus depends on national and local laws, and ranges from one to 16 weeks. Labor relations and talks follow the highest standards of transparency and fair dealing, in strict accordance with the law, and promote constructive dialogue with a view to hearing feedback from workers' representatives and maintaining a mutually beneficial working environment.

Again in 2021, which was still affected to some degree by the Covid-19 emergency, in the countries where trade unions are present they were constantly involved in discussions and kept up-to-date, including through the mediation of workers' representatives, on health and safety standards and protocols, management of the workforce, any use of government relief programs, talent retention measures, and necessary organizational changes.

	2021			2020			2019		
	North America	Europe	International	North America	Europe	International	North America	Europe	International
Employees covered by collective bargaining[24]	71% Canada 55% United States	99%	78%	70% Canada 42% United States	86%	82%	69% Canada 49% United States	99%	93%

PROTECTION OF HUMAN RIGHTS

In addition to respecting and protecting the rights of its own employees, as an international leader that does business around the world, Autogrill acknowledges its responsibility to promote the rights of all people. Following its Code of Ethics at all times and embracing the highest international standards, Autogrill works to instill a responsible business culture in everything it does, by building trust and mutual satisfaction with its trading partners and employees and observing all local, national, and supranational laws for the protection of human rights.

Autogrill rejects the exploitation of minors throughout its organization and does not use or support child labor, as defined by the International Labour Organization (ILO). In addition, Autogrill is opposed to forced labor and all other forms of exploitation, abuse or psychological or physical coercion of its own employees and of workers employed along the production chain, and strongly condemns human trafficking and exploitation in any form.

24 This figure, which is partially an estimate on the previous year, refers to the countries where employees are covered by collective bargaining agreements and excludes various International countries as well as the recently acquired LeCrobag GmbH (and for 2019 also Stellar Partners Inc.). For 2019, the Canada figure was calculated net of the number of employees of the discontinued motorway operations.

INFORMATION AND LABELLING

Autogrill aims to provide customers and consumers with all information necessary for a full understanding of the ingredients its products contain, to ensure maximum transparency and compliance with labelling laws. In every country served, the Group is fully compliant with laws requiring the communication of food ingredients; for some products, the ingredients and nutritional values can be viewed by scanning a barcode or a QR code on the packaging.

Autogrill also observes all laws on selling and serving alcohol and tobacco products. In North America the Group has developed a program called Serve Safe Alcohol, which trains all store employees in the correct way to serve alcoholic beverages. At its US stores Autogrill has also launched the We ID campaign, to raise consumers' awareness about safe drinking by asking all customers to present identification when they purchase alcohol.

EU TAXONOMY

In 2020 the European Commission created an integrated classification system at the European level in order to identify environmentally sustainable economic activities ("EU Taxonomy") and create a common language that investors and businesses can use to invest in economic activities with a substantial positive impact on climate and the environment. The EU Taxonomy defines the types of activities consistent with the transition to a green economy and aims to facilitate the flow of capital towards activities that can help achieve that goal by 2050.

The Taxonomy establishes six environmental and climate objectives:
- climate change mitigation;
- climate change adaptation;
- the sustainable use and protection of water and marine resources;
- the transition to a circular economy, including as concerns waste reduction and recycling;
- pollution prevention and control;
- the protection and restoration of biodiversity and ecosystems.

To be considered environmentally sustainable, an activity has to satisfy the following criteria:
- contribute substantially to at least one of the six environmental objectives;
- do no significant harm to any of the other environmental objectives;
- comply with Minimum Social Safeguards (such as those contained in OECD guidelines and United Nations documents).

Implementation of the Taxonomy is in progress: in 2021 the EC approved the Delegated Act which defines the technical criteria for the first two of the Taxonomy's six environmental objectives, climate change mitigation and climate change adaptation.

As from January 2022 the companies subject to Directive 95/2014/EU, implemented in Italy with Legislative Decree 254/16, which requires publication of the consolidated non-financial statement, must disclose their "taxonomy eligibility" as the share of revenue, capital expenditure (Capex), and operating expenses (Opex) that potentially contribute to achieving the environmental objectives, regardless of whether these activities meet one or all of the technical screening criteria.

Only from January 2023 will they be required to disclose such indicators for activities that actually contribute to achieving the environmental objectives ("taxonomy alignment").

In 2021 Autogrill conducted a preliminary exercise in view of EU Taxonomy compliance. The exercise was based on an interpretation of the information currently available regarding the Regulation and its Delegated Act; in the future there may be specifics and guidelines that will lead to more precise definitions as to Taxonomy compliance and reporting obligations.

The exercise conducted for reporting year 2021 showed that the Group's revenue-generating activities are not among the eligible activities described in the Delegated Act for climate change mitigation and climate change adaptation; no specific analysis was carried out on operating expenses (Opex) as they were deemed non-relevant for Autogrill's core business. As for Capex,[25] about 60% turned out to be eligible according to the EU Taxonomy. The expenses forming the numerator of the Capex KPI are mainly costs for store construction and/or renovation, plant and machinery costs (e.g. climate control and electrical systems), transportation costs, and assets not yet completed and therefore unused; the economic activities considered fall primarily under 7.1. Construction of new buildings, 7.2. Renovation of existing buildings, and 6.5 Transport by motorbikes, passenger cars and light commercial vehicles.

With the start of fiscal year 2022 and the approval of delegated acts for the other four environmental objectives, Autogrill will expand its analysis of economic activities, and for those already identified as "eligible" it will investigate whether they contribute substantially, and to what extent, to at least one of the six environmental objectives without doing harm to the others and while ensuring compliance with minimum social safeguards.

CREATING AND DISTRIBUTING ECONOMIC VALUE

Statement of economic value (€k)	2021	2020	2019	Stakeholder
Economic value created by the Group	**3,190,034**	**2,271,214**	**5,761,530**	
Revenue and other operating income	3,059,662	2,328,892	5,604,364	Consumers
Financail income	7,124	8,394	5,147	
Adjustment to the value of financial assets[26]	1,756	(13,433)	36,357	
Impairment losses on receivables	2,535	(10,545)	(1,496)	
Impairment losses	(14,593)	(61,656)	(11,653)	
Capital gains from the disposal of operating activities	133,550	19,562	128,811	
Economic value distributed	**2,698,232**	**2,113,638**	**4,933,000**	
Reclassified operating costs	1,696,939	1,359,606	3,075,627	Landlords, suppliers and brand partners
Remuneration of personnel	814,020	767,712	1,652,876	Personnel
Remuneration of lenders and shareholders[27]	125,380	97,299	125,215	Lenders and shareholders
Remuneration of public institutions[28]	60,308	(114,402)	75,522	Government
Donations	1,584	3,423	3,760	Community
Economic value retained by the Group	**491,803**	**157,576**	**828,530**	
Depreciation and amortization	522,362	609,442	612,367	
Provisions	7,287	28,002	10,975	
Reserves	(37,846)	(479,868)	205,188	

Creating and distributing economic value is the ability to generate wealth and spread it among the stakeholders. In 2021, the Group created about € 3.2 billion in economic value, and distributed approximately € 2.7 billion. Of all value created, 85% was distributed to the internal and external stakeholders, while the remaining 15% was retained within the Group.

25 As per regulatory instructions, the applicable Capex is that indicated in the notes "Property, plant and equipment" and "Other intangible assets" of the consolidated financial statements.
26 2019 includes capital gain for the disposal of canedian motorways equity participation for € 37,951k.
27 Shareholder's remuneration consists of the share of profits of the reference year which will be distributed as dividend the following year, as proposed to the Annual General Meeting by the Board of Directors. In line with the previous year, for the current year the Board of Directors proposed to not distribute a dividend in 2022 (related to the 2021 financial year) and to use available resources to cover the loss for the year.
28 2020 includes a tax refund of $ 119m to which the subsidiary HMSHost Corporation was entitled, by offsetting the federal tax loss incurred in 2020 as a result of the Covid-19 pandemic against the taxable income of prior years since 2015, according to the carry-back mechanism introduced in 2020 by US tax law. It was also possible to carry forward net operating losses for state tax purposes, for an additional deferred tax benefit of $ 17m that was likewise recognized in the 2020 income statement.

TAX RESPONSIBILITY

Tax responsibility	Employees at 31.12.2020 by area (no.)	Revenue – Total by area (€k)	Income tax paid (cash accounting method) (€k)	Income tax accrued (€k)
Italy				
Italy	**7,871**	**898,010**	(5,625)	306
Other European countries				
Austria			2	2
Belgium			(299)	-
France			795	700
Germany			(879)	-
Greece	**5,627**	**369,619**	23	-
Slovenia			(4)	-
Spain			-	-
Switzerland			1,922	89
Czech Republic			-	-
Poland			-	-
International				
United Arab Emirates			-	-
Australia			-	-
China			-	-
Denmark			-	-
Finland			-	-
India			191	485
Indonesia			2	-
Ireland			-	2
Turkey			68	43
Malaysia	**5,932**	**266,139**	33	-
Netherlands			(4,852)	-
New Zealand			-	-
Norway			-	-
Russia			31	10
Sweden			(369)	-
United Kingdom			-	-
Vietnam			796	428
Singapore			-	-
Maldives			-	-
Qatar			-	-
North America				
Canada	**11,662**	**1,388,231**	18,923	133
United States of America			(8,732)	-

Figures refer to 2020. More specifically, taxes paid and accrued are drawn from the Country-by-Country Report (information transferred to the ultimate parent company, Edizione S.p.A., which is responsible for filing with the tax authorities), while data on revenue comes from the 2020 Annual Report ("Operating segments" section).

Tax responsibility	(no.) Employees at 31.12.2019 by area	(€k) Revenue – Total by area	Income tax paid (cash accounting method)	Income tax accrued
Italy				
Italy	**9,734**	**1,566,190**	2,672	5,560
Other European countries				
Austria	**7,186**	**757,215**	1	1
Belgium			471	453
France			2,004	883
Germany			67	383
Greece			(14)	180
Slovenia			7	1
Spain			-	-
Switzerland			1,692	1,683
Czech Republic			31	28
Poland			-	-
International				
United Arab Emirates	**12,028**	**705,153**	-	-
Australia			-	-
China			-	-
Denmark			-	-
Finland			-	-
India			900	469
Indonesia			30	19
Ireland			-	-
Turkey			214	291
Malaysia			30	-
Netherlands			5,734	5,284
New Zealand			151	-
Norway			-	-
Russia			264	340
Sweden			191	-
United Kingdom			-	-
Vietnam			2,131	2,369
Singapore			-	-
Maldives			0.1	-
North America				
Canada	**33,113**	**3,898,230**	2,589	24,171
United States of America			8,705	16,229

Figures refer to 2019. More specifically, taxes paid and accrued are drawn from the Country-by-Country Report (information transferred to the ultimate parent company, Edizione S.p.A., which is responsible for filing with the tax authorities), while data on revenue comes from the 2019 Annual Report ("Operating segments" section).

SOCIAL ENVIRONMENTAL DATA

EMPLOYEES BY AGE, GENDER, AND PROFESSIONAL CATEGORY

	2021				2020				2019			
(no.)	North America	Europe	Interna-tional	Total	North America	Europe	Interna-tional	Total	North America	Europe	Interna-tional	Total
Totale employees	**16,590**	**12,638**	**5,411**	**34,639**	**11,662**	**13,498**	**5,932**	**31,092**	**33,113**	**16,920**	**12,028**	**62,061**
Of which: women	10,502	8,124	2,569	**21,195**	7,423	8,650	2,891	**18,964**	20,575	10,637	6,021	**37,233**
	63%	*64%*	*47%*	***61%***	*64%*	*64%*	*49%*	***61%***	*62%*	*63%*	*50%*	***60%***
Headquarters	**313**	**535**	**400**	**1,248**	**276**	**611**	**481**	**1,368**	**603**	**682**	**711**	**1,996**
Top managers	**14**	**36**	**39**	**89**	**16**	**37**	**41**	**94**	**19**	**42**	**46**	**107**
Women	4	10	11	**25**	4	7	9	**20**	7	8	9	**24**
< 30 years	-	-	-	**-**	-	-	-	**-**	-	-	-	**-**
30-50 years	-	16	19	**35**	-	19	23	**42**	5	20	28	**53**
> 50 years	14	20	20	**54**	16	18	18	**52**	14	22	18	**54**
Senior managers	**65**	**50**	**37**	**152**	**63**	**48**	**49**	**160**	**77**	**51**	**55**	**183**
Women	24	16	11	**51**	23	14	19	**56**	27	16	22	**65**
< 30 years	-	-	1	**1**	-	-	1	**1**	-	2	2	**4**
30-50 years	22	31	30	**83**	24	31	38	**93**	36	35	45	**116**
> 50 years	43	19	6	**68**	39	17	10	**66**	41	14	8	**63**
Managers	**109**	**124**	**109**	**342**	**98**	**147**	**125**	**370**	**177**	**166**	**151**	**494**
Women	51	64	56	**171**	45	77	58	**180**	81	83	70	**234**
< 30 years	1	6	8	**15**	1	3	17	**21**	7	7	21	**35**
30-50 years	66	81	85	**232**	60	96	95	**251**	108	113	118	**339**
> 50 years	42	37	16	**95**	37	48	13	**98**	62	46	12	**120**
White collars	**125**	**325**	**215**	**665**	**99**	**379**	**266**	**744**	**330**	**423**	**459**	**1,212**
Women	81	207	117	**405**	65	236	136	**437**	206	269	241	**716**
< 30 years	8	28	63	**99**	9	37	79	**125**	35	52	206	**293**
30-50 years	67	178	139	**384**	51	208	171	**430**	180	234	230	**644**
> 50 years	50	119	13	**182**	39	134	16	**189**	115	137	23	**275**
Stores	**16,277**	**12,103**	**5,011**	**33,391**	**11,386**	**12,887**	**5,451**	**29,724**	**32,510**	**16,238**	**11,317**	**60,065**
Area Manager	**129**	**52**	**73**	**254**	**131**	**67**	**70**	**268**	**136**	**64**	**95**	**295**
Women	43	13	13	**69**	43	15	15	**73**	40	14	18	**72**
< 30 years	-	-	2	**2**	1	1	4	**6**	-	-	8	**8**
30-50 years	71	35	62	**168**	63	42	62	**167**	68	38	81	**187**
> 50 years	58	17	9	**84**	67	24	4	**95**	68	26	6	**100**
Store managers	**684**	**479**	**178**	**1,341**	**505**	**503**	**221**	**1,229**	**1,254**	**549**	**290**	**2,093**
Women	363	185	75	**623**	249	187	87	**523**	596	203	111	**910**
< 30 years	89	16	22	**127**	51	17	46	**114**	183	22	74	**279**
30-50 years	404	322	139	**865**	303	345	160	**808**	733	373	201	**1,307**
> 50 years	191	141	17	**349**	151	141	15	**307**	338	154	15	**507**
Managers	**252**	**488**	**207**	**947**	**289**	**495**	**237**	**1,021**	**744**	**520**	**336**	**1,600**
Women	110	280	71	**461**	140	271	90	**501**	396	283	131	**810**
< 30 years	23	92	53	**168**	22	62	80	**164**	179	83	130	**392**
30-50 years	154	280	142	**576**	187	303	145	**635**	406	320	192	**918**
> 50 years	75	116	12	**203**	80	130	12	**222**	159	117	14	**290**

(no.)	2021 North America	2021 Europe	2021 Interna-tional	2021 Total	2020 North America	2020 Europe	2020 Interna-tional	2020 Total	2019 North America	2019 Europe	2019 Interna-tional	2019 Total
Unit heads	**1,547**	**1,680**	**952**	**4,179**	**841**	**1,938**	**1,074**	**3,853**	**2,873**	**1,999**	**1,646**	**6,518**
Women	994	1,035	517	**2,546**	592	1,178	569	**2,339**	1,966	1,228	852	**4,046**
< 30 years	534	192	395	**1,121**	254	237	509	**1,000**	1,144	272	892	**2,308**
30-50 years	729	1,063	503	**2,295**	405	1,240	516	**2,161**	1,244	1,306	703	**3,253**
> 50 years	284	425	54	**763**	182	461	49	**692**	485	421	51	**957**
Multiservice operators	**13,665**	**9,404**	**3,601**	**26,670**	**9,620**	**9,884**	**3,849**	**23,353**	**27,503**	**13,106**	**8,950**	**49,559**
Women	8,832	6,314	1,698	**16,844**	6,262	6,665	1,908	**14,835**	17,256	8,533	4,567	**30,356**
< 30 years	4,536	1,830	2,374	**8,740**	2,948	1,555	2,504	**7,007**	11,718	3,316	6,667	**21,701**
30-50 years	5,336	5,057	1,009	**11,402**	3,655	5,708	1,100	**10,463**	9,563	7,059	1,959	**18,581**
> 50 years	3,793	2,517	218	**6,528**	3,017	2,621	245	**5,883**	6,222	2,731	324	**9,277**
Protected categories/ employees with disabilities	**n.a.**	**397**	**42**	**439**	**n.a.**	**447**	**48**	**495**	**n.a.**	**488**	**73**	**561**

These figures are a snapshot of the Group's workforce at 31 December 2021. Changes across the three-year period reflect the trend in business volumes as a result of the Covid-19 pandemic. For North America, information on employees in protected categories is not available because of privacy laws.

EMPLOYEES BY TYPE OF CONTRACT[29]

(no.)	2021 North America	2021 Europe	2021 Interna-tional	2021 Total	2020 North America	2020 Europe	2020 Interna-tional	2020 Total	2019 North America	2019 Europe	2019 Interna-tional	2019 Total
Total employees	**16,590**	**12,638**	**5,411**	**34,639**	**11,662**	**13,498**	**5,932**	**31,092**	**33,113**	**16,920**	**12,028**	**62,061**
Of which: women	10,502	8,124	2,569	21,195	7,423	8,650	2,891	18,964	20,575	10,637	6,021	37,233
	63%	*64%*	*47%*	*61%*	*64%*	*64%*	*49%*	*61%*	*62%*	*63%*	*50%*	*60%*
Permanent	**16,590**	**11,497**	**3,360**	**31,447**	**11,662**	**13,229**	**4,206**	**29,097**	**33,113**	**14,503**	**6,356**	**53,972**
Of which: women	10,502	7,469	1,862	19,833	7,423	8,496	2,326	**18,245**	20,575	9,181	3,407	**33,163**
Temporary	**n,a,**	**1,141**	**2,051**	**3,192**	**-**	**269**	**1,726**	**1,995**	**n,a,**	**2,417**	**5,672**	**8,089**
Of which: women	n,a,	655	707	1,362	-	154	565	**719**	n,a,	1,456	2,614	**4,070**
Full-time	**14,502**	**5,341**	**3,625**	**23,468**	**9,895**	**6,131**	**3,973**	**19,999**	**26,791**	**6,942**	**7,553**	**41,286**
Of which: women	9,000	2,793	1,346	13,139	6,231	3,163	1,595	**10,989**	16,438	3,624	3,174	**23,236**
Part-time	**2,088**	**7,297**	**1,786**	**11,171**	**1,767**	**7,367**	**1,959**	**11,093**	**6,322**	**9,978**	**4,475**	**20,775**
Of which: women	1,502	5,331	1,223	8,056	1,192	5,487	1,296	**7,975**	4,137	7,013	2,847	**13,997**

29 The "temporary" category does not apply to employees in North America, who are classified according to current legislation by which both parties can terminate employment at any time ("at-will employment").

PER CAPITA TRAINING HOURS BY EMPLOYEE CATEGORY[30]

Group (hours)	2021	2020	2019
HEADQUARTERS			
Top managers	**7.8**	**6.2**	**14.4**
Women	4.8	10.3	25.0
Men	8.9	5.1	11.9
Senior managers	**19.7**	**7.6**	**8.0**
Women	22.8	16.0	10.0
Men	18.2	3.6	6.9
Managers	**73.3**	**9.5**	**7.2**
Women	76.9	11.8	8.3
Men	69.7	7.4	6.2
White collars	**49.8**	**5.2**	**6.7**
Women	62.2	5.5	6.9
Men	31.1	4.9	6.3

	2021	2020	2019
STORES			
Area managers	**72.8**	**11.8**	**21.6**
Women	85.9	11.7	15.1
Men	68.4	11.8	23.4
Store managers	**72.0**	**12.7**	**38.3**
Women	81.2	8.8	33.4
Men	64.4	15.5	42.1
Managers	**45.0**	**13.1**	**30.4**
Women	38.7	12.0	30.3
Men	50.8	14.0	30.6
Unit heads	**44.2**	**8.8**	**37.5**
Women	45.6	8.2	37.9
Men	42.1	9.6	36.9
Multiservice operators	**36.5**	**6.0**	**41.7**
Women	36.7	5.3	43.4
Men	36.2	7.4	39.1

At headquarters, professional development (especially for top managers) often takes place in the form of workshops, conferences and seminars which are not subject to reporting and are therefore not included in the above numbers. The change in per capita training hours over the three-year period should be considered in light of the severe impact of the health emergency in 2020 and the administration of publicly funded training in Italy.

PERCENTAGE OF EMPLOYEES WHO RECEIVE PERIODIC REVIEWS OF PERFORMANCE AND PROFESSIONAL DEVELOPMENT[31]

	2021			
(hours)	North America	Europe	Interna-tional	Total
HEADQUARTERS				
Top managers				
Women	MBO	MBO	MBO	MBO
Men	MBO	MBO	MBO	MBO
Senior managers	**100%**	**43%**	**91%**	**81%**
Women	100%	27%	82%	74%
Men	100%	50%	96%	85%
Managers	**91%**	**61%**	**96%**	**83%**
Women	90%	56%	94%	80%
Men	93%	67%	98%	86%
White collars	**91%**	**84%**	**97%**	**89%**
Women	89%	80%	96%	87%
Men	93%	90%	98%	93%

	Nord America	Europa	Interna-tional	Totale
STORES				
Area managers	**94%**	**100%**	**98%**	**96%**
Women	94%	100%	100%	96%
Men	95%	100%	98%	97%
Store managers	**87%**	**91%**	**87%**	**88%**
Women	86%	90%	85%	87%
Men	87%	92%	88%	89%
Managers	**77%**	**81%**	**88%**	**81%**
Women	79%	81%	81%	80%
Men	76%	81%	92%	82%
Unit heads	**52%**	**82%**	**86%**	**72%**
Women	52%	81%	87%	72%
Men	51%	84%	85%	73%
Multiservice operators	**1%**	**11%**	**85%**	**14%**
Women	1%	10%	85%	13%
Men	1%	12%	87%	16%

30 The figures available as of this writing are partially estimated on the basis of the individual training plan for new hires. They do not include the recently acquired companies Stellar Partners Inc. (consolidated starting in 2021) and Le CroBag GmbH. Figures for Autogrill Austria are temporarily unavailable and are therefore likewise excluded.

31 Calculated considering the employees assessed under the performance review process who were still employed as of 31 December, for countries with an existing performance review system. The 2021 figures do not include some minor markets such as Austria, Slovenia, Belgium, and Greece (Europe) and India and the Maldives (International). Nor do they include the recently acquired companies Stellar Partners Inc. and Le CroBag GmbH. Some figures are estimates.

Most of the change in the percentage of non-HQ employees who received performance reviews reflects turnover trends, especially in countries that only give reviews once an employee has been working for six months. Data for top managers is not included because it refers to a management by objectives approach that differs from the performance review programs in place for other employees. See the Remuneration Report for further information.

NEW HIRES AND DEPARTURES

	2021				2020				2019			
	North America	Europe	Interna-tional	Total	North America	Europe	Interna-tional	Total	North America	Europe	Interna-tional	Total
Hires (no.)	**15,444**	**4,600**	**2,894**	**22,938**	**7,115**	**1,960**	**1,969**	**11,044**	**27,692**	**9,746**	**9,013**	**46,451**
Women	9,950	2,642	1,394	13,986	4,556	1,082	1,002	6,640	17,835	5,688	4,406	27,929
Men	5,494	1,958	1,500	8,952	2,559	878	967	4,404	9,857	4,058	4,607	18,522
< 30 years	7,853	2,976	2,342	13,171	4,480	1,276	1,595	7,351	18,906	5,765	7,186	31,857
30-50 years	5,337	1,340	494	7,171	1,861	587	344	2,792	6,863	3,479	1,635	11,977
> 50 years	2,254	284	58	2,596	774	97	30	901	1,923	502	192	2,617
Departures (no.)	**8,848**	**4,796**	**3,451**	**17,095**	**27,645**	**5,524**	**8,045**	**41,214**	**24,415**	**9,976**	**8,056**	**42,447**
Women	5,922	2,705	1,737	10,364	17,083	3,172	4,137	24,392	15,524	5,874	3,941	25,339
Men	2,926	2,091	1,714	6,731	10,562	2,352	3,908	16,822	8,891	4,102	4,115	17,108
< 30 years	4,919	2,596	2,517	10,032	13,231	2,708	5,964	21,903	16,242	5,435	6,395	28,072
30-50 years	2,886	1,597	829	5,312	9,429	2,208	1,900	13,537	6,160	3,597	1,521	11,278
> 50 years	1,043	603	105	1,751	4,985	608	181	5,774	2,013	944	140	3,097
Turnover, incoming (%)	**93%**	**36%**	**53%**	**66%**	**57%**	**15%**	**33%**	**35%**	**84%**	**58%**	**75%**	**75%**
Women	95%	33%	54%	66%	57%	13%	35%	34%	87%	53%	73%	75%
Men	90%	43%	53%	67%	58%	18%	32%	36%	79%	65%	77%	75%
< 30 years	151%	138%	80%	128%	124%	67%	49%	84%	143%	154%	90%	127%
30-50 years	78%	19%	23%	45%	37%	7%	15%	18%	56%	37%	46%	47%
> 50 years	50%	8%	16%	31%	20%	3%	8%	12%	26%	14%	41%	22%
Turnover, outgoing (%)	**53%**	**38%**	**64%**	**49%**	**237%**	**41%**	**136%**	**133%**	**74%**	**59%**	**67%**	**68%**
Women	56%	33%	68%	49%	230%	37%	143%	129%	75%	55%	65%	68%
Men	48%	46%	60%	50%	249%	49%	129%	139%	71%	65%	69%	69%
< 30 years	95%	120%	86%	98%	403%	142%	184%	260%	122%	145%	80%	112%
30-50 years	42%	23%	39%	33%	199%	28%	82%	90%	50%	38%	43%	44%
> 50 years	23%	18%	29%	21%	137%	17%	47%	76%	27%	26%	30%	27%

Percentages represent employee turnover rates (incoming and outgoing) and are calculated in relation to the total number of employees for each area, gender, and age range. The differences in turnover rates across regions is explained by diverse trends in the markets and in Group operations, which in some countries continued to be affected by the public health emergency.

INJURY RATES[32]

	2021				2020				2019			
	North America	Europe	Interna-tional	Total	North America	Europe	Interna-tional	Total	North America	Europe	Interna-tional	Total
Workplace injuries (no.)	**408**	**351**	**115**	**874**	**299**	**335**	**96**	**730**	**1,176**	**630**	**307**	**2,113**
Women	267	218	58	**543**	170	212	49	**431**	744	391	172	**1,307**
Men	141	133	57	**331**	129	123	47	**299**	432	239	135	**806**
Frequency rate	**24.19**	**26.16**	**20.66**	**24.38**	**17.25**	**28.10**	**12.60**	**19.80**	**28.49**	**29.40**	**22.19**	**27.61**
Women	26.48	27.46	24.50	**26.63**	16.51	30.02	14.06	**20.66**	30.35	29.97	28.91	**30.04**
Men	20.79	24.27	17.82	**21.41**	18.34	25.31	11.32	**18.68**	25.78	28.51	17.12	**24.40**
Serious injuries (no.)	**4**	**-**	**-**	**4**	**-**	**-**	**-**	**-**	**-**	**-**	**7**	**7**
Women	3	-	-	**3**	-	-	-	**-**	-	-	7	**7**
Men	1	-	-	**1**	-	-	-	**-**	-	-	-	**-**
Serious injury rate	**0.24**	**-**	**-**	**0.11**	**-**	**-**	**-**	**-**	**-**	**-**	**0.51**	**0.09**
Women	0.30	-	-	**0.15**	-	-	-	**-**	-	-	1.18	**0.16**
Men	0.15	-	-	**0.06**	-	-	-	**-**	-	-	-	**-**
Deaths (no.)	**-**	**1**	**-**	**1**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Women	-	1	-	**1**	-	-	-	**-**	-	-	-	**-**
Men	-	-	-	**-**	-	-	-	**-**	-	-	-	**-**
Death rate	**-**	**0.07**	**-**	**0.03**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Women	-	0.13	-	**0.05**	-	-	-	**-**	-	-	-	**-**
Men	-	-	-	**-**	-	-	-	**-**	-	-	-	**-**

Injury rates include workplace injuries only (not commuting accidents)
Frequency rate: ((total number of injuries + total number of deaths)/total hours worked) x 1,000,000
Serious injury rate: (total number of serious injuries/total hours worked) x 1,000,000
Death rate: (total number of deaths/total hours worked) x 1,000,000

In March 2021 there was an incident at an Autogrill Belgium hotel in which one employee was killed. The Group would like to stress that all safety norms and protocols were in place and fully observed. On the basis of currently available information, the Group has not been held liable in any way.

DONATIONS BY TYPE AND REGION

	2021				2020				2019			
Donations (€)	North America	Europe	Interna-tional	Total	North America	Europe	Interna-tional	Total	North America	Europe	Interna-tional	Total
Direct donations	-	143,934	28,511	**172,445**	-	61,929	87,217	**149,146**	638	186,814	56,544	**243,996**
Indirect donations	179,667	5,000	1,009	**185,676**	280,160	-	2,897	**283,057**	520,780	-	30,526	**551,306**
Donations in kind	1,104,467	303,641	3,900	**1,412,008**	2,542,715	606,340	70,137	**3,219,192**	3,387,217	109,411	19,541	**3,516,169**
Total	**1,284,134**	**452,575**	**33,420**	**1,770,129**	**2,822,875**	**668,269**	**160,251**	**3,651,395**	**3,908,635**	**296,225**	**106,611**	**4,311,471**

32 The reporting area for 2019 does not include the Netherlands, Germany (including Le CroBag), Stellar Partners, and Canada, while for 2020 and 2021 it excludes Stellar Partners and Canada.

ENVIRONMENT – ENERGY CONSUMPTION AND EMISSIONS[33]

		2021			2020				2019		
		Europe	International	Total	North America	Europe	International	Total	Europe	International	Total
HQ + stores											
Total direct energy consumption	GJ	**93,162**	**3,244**	**96,406**	**153,388**	**92,612**	**9,259**	**255,259**	**227,932**	**133,591**	**361,523**
From non-renewable sources:											
Natural gas	m^3	1,173,395	19,395	**1,192,790**	2,788,346	1,083,957	102,774	**3,975,077**	3,540,210	1,591,106	**5,131,316**
Diesel	l	732,911	992	**733,903**	-	735,658	2,322	**737,980**	-	1,036,066	**1,036,066**
LPG	l	54,674	58,387	**113,061**	1,643,097	161,012	150,042	**1,954,151**	3,409,454	237,278	**3,646,732**
By vehicle fleet:											
Gasoline	l	37,123	20,676	**57,799**	-	13,363	26,140	**39,503**	-	5,241	**5,241**
Diesel	l	415,612	4,760	**420,372**	-	445,472	6,637	**452,109**	-	643,392	**643,392**
Biogas	kg	-	792	**792**	-	-	917	**917**	**-**	**-**	**-**
Total indirect energy consumption	GJ	**563,553**	**62,960**	**626,513**	**177,350**	**571,884**	**80,722**	**829,956**	**249,792**	**808,899**	**1,058,691**
Electricity	MWh										
From non-renewable sources		149,885	12,577	**162,462**	49,264	151,944	17,926	**219,134**	69,387	223,599	**292,986**
From renewable sources		6,657	4,237	**10,894**	-	6,913	3,941	**10,854**	-	1,095	**1,095**
Thermal energy											
From renewable sources		-	675	**675**	-	-	555	**555**	-	-	**-**
Emissions	$t\ CO_{2e}$	**46,643**	**8,608**	**55,251**	**27,851**	**49,078**	**12,049**	**88,978**	**46,965**	**79,430**	**126,395**
Total direct emissions		**5,424**	**190**	**5,614**	**8,195**	**5,479**	**521**	**14,195**	**12,380**	**7,960**	**20,340**
From renewable sources:		4,298	133	**4,431**	8,195	4,316	447	**12,958**	12,380	6,279	**18,659**
By vehicle fleet[34]:		1,126	57	**1,183**	-	1,163	74	**1,237**	-	1,681	**1,681**
Total indirect emissions	$t\ CO_2$	**41,219**	**8,418**	**49,637**	**19,656**	**43,599**	**11,528**	**74,783**	**34,585**	**71,470**	**106,055**
Electricity		41,219	8,303	**49,522**	19,656	43,599	11,432	**74,687**	34,585	71,470	**106,055**
Thermal energy	$t\ CO_{2e}$	-	115	**115**	-	-	96	**96**			

Data on direct and indirect energy consumption refers mainly to headquarters and motorway locations, where utilities are contracted directly by the Group. For Europe in particular, the motorway channel accounts for 93% of direct energy consumption and 82% of indirect consumption, where the Group will concentrate its efforts to reduce greenhouse gas emissions. The trend in consumption is closely correlated with the Group's business volumes in the different countries, which recovered somewhat in 2021, especially in the International area. At locations where utilities are included in the rent, it is not always possible to know how much is consumed; these locations, therefore, will continue to be excluded from reporting.

33 Starting from the current year, Scope 2 emission, being part of an international perimeter, are calculated according to the location-based methodology using the emission factors provided by TERNA International Comparison (2018 version for 2020 data and 2019 version for 2021 data). Further to an improvement in the reporting system and a revision of emission factors in line with the most recent ones available, emissions figures for 2020 have been restated. For data published previously, see the 2020 Non-Financial Statement at www.autogrill.com.
Direct and indirect emissions from thermal energy are expressed in tons of CO2eq. Indirect emissions from electricity consumption are shown in tons of CO2 in line with the emission factors used, however the percentage of methane and nitrous oxide has a negligible impact on total emissions (CO2eq) as can be deduced by the reference technical literature. The "market-based" calculation method is not applicable to current reporting because for electricity contracts, managed at the individual country level, the Group refers to the corresponding market mix.

34 Scope 1 emissions related to biogas consumption was calculated using the emission factor of 0.00068793 tCO2e/t for 2020 and 0.00068691 tCO2e/t for 2021 (DEFRA 2020 and DEFRA 2021) considering zero CO2 emissions while taking into account emissions in N2O and CH4. To complete the reporting, CO2 emission related to the combustion process of biogas considered out of scope and not included in the Scope 1, 2 and 3 reporting perimeter are taken into account, and are calculated using the emission factor of 0.679 tCO2e/t for 2020 and 2021 (DEFRA 2020 and DEFRA 2021).

This limitation applies mainly to airports and malls in North America; however, considering that the Group no longer has motorway operations in North America, that business unit is fully excluded from environmental reporting starting in 2021. The factors used to compute indirect emissions from electricity were published by TERNA (complete with emissions factors by country), while for direct emissions and indirect emissions from thermal energy the Group relied on the Department for Business, Energy & Industrial Strategy (BEIS).

ENVIRONMENT – WASTE DISPOSAL

DISPOSAL METHODS – EUROPE

		Europe		
Disposal method stores	**uom**	**2021**	**2020**	**2019**
Hazardous waste		**8.5**	**13.7**	**17.6**
Recycled	Ton	4.2	7.1	8.3
Incinerator	Ton	4.3	6.6	9.3
Landfill	Ton			
Non-hazardous waste		**21,367.4**	**18,632.4**	**35,793.6**
Recycled	Ton	6,806.5	5,519.1	9,661.7
Incinerator	Ton	8,008.3	4,985.6	7,954.8
Landfill	Ton	6,552.6	8,127.7	18,177.1

		Europe
Waste typology stores	**uom**	**2021**
Hazardous waste[35]		**8.5**
Non-hazardous waste		**21,367.4**
Paper	Ton	2,212.6
Plastic	Ton	282.7
Food scrap	Ton	1,327.3
Glass	Ton	158.1
Cooking oil	Ton	174.1
Generic waste	Ton	15,478.8
Other	Ton	1,733.8

Because of the particularities of the Group's business, waste disposal data can only cover locations where the Group uses a private waste management firm. To give a more complete picture of the reporting area, since 2018 the Group has provided some estimates, mostly in the Italian motorway channel for waste collected by local public operators. The change in performance over the three-year period should therefore be interpreted in light of the constant improvement in the calculation method. International and North American locations are not included because waste management is primarily handled by the infrastructure operators.

35 Hazardous waste includes electronic devices, batteries, waste oils, oil filters, absorbent materials, and packaging containing hazardous substances (produced by the oil business).

RECONCILIATION OF GRIs/MATERIAL TOPICS

			Applies to:	
Area	**Topic**	**GRI disclosure**	**Where**	**Type of impact**
We nurture People	Employee engagement. talent development & retention	Employment Training and education Occupational health and safety	Autogrill Group, employees	Direct
	Diversity, equal opportunities & inclusion	Diversity and equal opportunity Non-discrimination	Autogrill Group, employees	Direct
	Customer experience	n.a.	Gruppo Autogrill. consumatori	Direct
We offer sustainable Food Experiences	Food quality & safety	Customer health and safety	Autogrill Group, supply chain, consumers	Direct and indirect
	Product choice, nutrition & trasparency	Marketing and labelling	Autogrill Group, consumers	Direct
	Responsible sourcing	Supplier environmental assessment Supplier social assessment	Autogrill Group, supply chain, consumers	Direct and indirect
We care for the Planet	Energy, emissions & climate change	Energy Emissions Environmental compliance	Autogrill Group, supply chain	Direct and indirect
	Food waste	n.a.	Autogrill Group, community	Direct and indirect
	Waste management & packaging	Waste collection	Autogrill Group, consumers, community	Direct and indirect

For the material topics “Food waste", “Product choice, nutrition and transparency” and “Cus-tomer experience", not directly and/or thoroughly associated with the GRI Standards, Au-togrill reports its management approach.

GRI CONTENT INDEX

The Autogrill Group's Consolidated Non-Financial Statement has been prepared in accordance with the GRI Standards: Core option. The table below shows Group disclosures based on the GRI Standards published in 2016 by the Global Reporting Initiative, as subsequently updated, with reference to Au-togrill's materiality analysis and pertaining to 2019, 2020, and 2021.

UNIVERSAL STANDARDS

GRI Standard	Page no.	Disclosure
GRI 102: General Disclosures		
Organizational profile		
102-1	AR, Simplified Group structure and organizational structure, p. 24	Name of the organization
102-2	AR, Autogrill at a glance, p. 7	Operations, brands, products and services
102-3	Centro Direzionale Milanofiori, Palazzo Z, Strada 5, 20089 Rozzano (MI) – Italy	Place of head office
102-4	AR, Autogrill around the world, p. 10-12 About the non-financial statement, p. 89-90	Number of countries where the organization operates, and the names of countries where it has significant operations and/or that are relevant to the topics covered in the report
102-5	AR, Simplified Group structure and organizational structure, p. 24-25	Ownership and legal status
102-6	AR, Autogrill around the world, p. 10-12 AR, Group performance, p. 60 AR, Operating segments, p. 76	Markets served (including geographic areas, sectors, and types of customers and beneficiaries)
102-7	AR, Autogrill at glance, p. 7 AR, Condensed consolidated income statement, p. 64 AR, Revenue, p. 64-65 AR, Reclassified consolidated statement of financial position, p. 71	Scale of the organization
102-8	We nurture People – Employee engagement, talent development & retention, p. 99-100 Autogrill Group social and environmental data, p. 136-137	Information on employees and other workers
102-9	We offer sustainable Food Experiences – Responsible sourcing, p. 121	Description of the organization's supply chain
102-10	AR, Change in scope of consolidation, p. 62 About the non-financial statement, p. 89-90	Significant changes to the organization and its supply chain
102-11	AR, Risk management and control system, p. 34-53 Approach to sustainability, p. 91 Materiality analysis, p. 96-97	Precautionary principle or approach
102-12	We nurture People – Support for local communities and inclusion, p. 112-113 We offer sustainable Food Experiences – Responsible sourcing, p. 121 We care for the Planet – Food waste, p. 129-130	Externally developed economic, environmental, and social charters, principles, or other initiatives that the organization follows or supports
102-13	We nurture People – Diversity, equity & inclusion, p. 109-111 We nurture People – Support for local communities and inclusion, p.112-113 About the non-financial statement, p. 89-90	Membership in associations
Strategy		
102-14	Letter to the stakeholders, p. 5	Statement from senior executive
102-15	AR, ESG risks, p. 49-52	Description of key impacts, risks, and opportunities
Ethics and integrity		
102-16	AR, Mission, vision, values, p. 8 We nurture People – Diversity, equity & inclusion, p. 109-111 Code of Ethics, www.autogrill.com/it/governance/modello-organizzativo-e-codice-etico	Values, principles, standards, and norms of behavior
Corporate governance		
102-18	AR, Governance, p. 26-31 Other information, p. 156-159	Governance structure

GRI Standard	Page no.	Disclosure
Stakeholder engagement		
102-40	Make It Happen – Shaping a better future – Dialogue with stakeholders, p. 94-96	List of stakeholder groups engaged by the organization
102-41	Autogrill Group social and environmental data – Labor union relations, p. 131	Percentage of employees covered by collective bargaining agreements
102-42	Make It Happen – Shaping a better future – Dialogue with stakeholders, p. 94-96	Identification and selection of stakeholders
102-43	Make It Happen – Shaping a better future – Dialogue with stakeholders, p. 94-96 We nurture People – Employee engagement, talent development and retention, p. 99-100 We nurture People – Support for local communities and inclusion, p. 112-113 We offer sustainable Food Experiences – Product choice, nutrition & transparency, p. 119-120 Autogrill Group social and environmental data – Creating and distributing economic value, p. 133	Means of engaging stakeholders, including frequency of engagement by type and stakeholder group, and an indication of whether any of the engagement was undertaken specifically as part of the report prepa-ration process
102-44	Make It Happen – Shaping a better future – Dialogue with stakeholders, p. 94-96 We nurture People – Employee engagement, talent development and retention, p. 99-100 We offer sustainable Food Experiences - Product choice, nutrition & transparency, p. 119-120	Key topics and concerns raised through stakeholder engagement and how the organization has responded, including through its reporting. Indication of the stakeholder groups that raised each of the key topics and concerns
Reporting practice		
102-45	Consolidated financial statements – list of consolidated companies and other investments, p. 248	Entities included in the organization's consolidated financial statements or equivalent documents
102-46	About the non-financial statement, p. 96-97	Definition of the report content and topic boundaries
102-47	Materiality analysis, p. 96-97	List of material topics identified in the process of defining report content
102-48	About the non-financial statement, p. 96-97	Effects of restatements of information given in previous reports, and the reasons for such restatements
102-49	About the non-financial statement, p. 96-97	Significant changes from previous reporting periods in the list of material topics and topic boundaries
102-50	About the non-financial statement, p. 96-97	Reporting period
102-51	About the non-financial statement, p. 96-97	Date of most recent report (if applicable)
102-52	About the non-financial statement, p. 96-97	Reporting cycle (annual/biennial)
102-53	IA&CSR department. Tel. (+39) 0248263490	Contact point for questions regarding the report
102-54	About the non-financial statement, p. 96-97 GRI content index, p. 144	Statement of compliance with GRI standards
102-55	GRI content index, p. 144	GRI content index
102-56	Independent auditors' report, p. 153	External assurance

TOPIC SPECIFIC STANDARDS

GRI Standard	Page no.	Omission	Disclosure
GRI 200: ECONOMIC SERIES			
Economic performance 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclosures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	Autogrill Group social and environmental data – Creating and distributing economic value, p. 133		The management approach and its components
103-3	We nurture People – Support for local communities and inclusion, p. 112-113 Autogrill Group social and environmental data – Creating and distributing economic value, p. 133		Evaluation of the management approach
GRI 201: Economic Performance			
201-1	We nurture People – Support for local communities and inclusion, p.112-113 Autogrill Group social and environmental data – Creating and distributing economic value, p. 133		Direct economic value generated and distributed
Anti-corruption 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclosures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	Governance – Policies and documents that guide our actions, p. 31-33 Approach to sustainability, p. 91		The management approach and its components
103-3	Governance – Policies and documents that guide our actions, p. 31-33 Approach to sustainability, p. 91		Evaluation of the management approach
GRI 205: Anti-corruption			
205-3	In 2021 there was an episode of corruption in the International business unit. Autogrill handled the matter promptly, and concluded by terminating the employee in question		Confirmed incidents of corruption and actions taken
Anti-competitive behavior 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97; Required disclosures and where to find them, p. 90		Explanation of the material topic and its perimeter.
103-2	Governance – Policies and documents that guide our actions, p. 31-33 Approach to sustainability, p. 91		The management approach and its components
103-3	Governance – Policies and documents that guide our actions, p. 31-33 Approach to sustainability, p. 91		Evaluation of the management approach
GRI 206: Anti-competitive behavior			
206-1	In 2021 no legal action was taken against the Group for anti-competitive behavior, antitrust, and monopoly issues		Legal actions for anti-competitive behavior, antitrust, and monopoly practices
Taxes 2019			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97; Required disclosures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	Governance – Policies and documents that guide our actions, p. 31-33		The management approach and its components
103-3	Governance – Policies and documents that guide our actions, p. 31-33		Evaluation of the management approach
GRI 207: Taxes 2019			
207-1	Governance – Policies and documents that guide our actions, p. 31-33		Tax policy
207-2	Governance – Policies and documents that guide our actions, p. 31-33 Risk management and control system, p. 34-52		Tax governance, control and risk management
207-3	Governance – Policies and documents that guide our actions, p. 31-33		Stakeholder engagement and management of tax concerns
207-4	Governance – Policies and documents that guide our actions, p. 31-33 Autogrill Group social and environmental data – Tax responsibility, p. 134-135		Country-by-Country Report

GRI Standard	Page no.	Omission	Disclosure
GRI 300: ENVIRONMENTAL SERIES			
Energy 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97; Required disclo-sures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We care for the Planet - Energy, emissions & climate change, p.127-129		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We care for the Planet - Energy, emissions & climate change, p.127-129		Evaluation of the management approach
GRI 302: Energy			
302-1	We care for the Planet – Energy, emissions & climate change, p.127-129 Autogrill Group social and environmental data, p. 141		Energy consumed within the organization
Emissions 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclo-sures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We care for the Planet – Energy, emissions & climate change, p.127-129		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We care for the Planet – Energy, emissions & climate change, p.127-129		Evaluation of the management approach
GRI 305: Emissions			
305-1	We care for the Planet – Energy, emissions & climate change, p.127-129 Autogrill Group social and environmental data, p. 141		Direct GHG emissions (Scope 1)
305-2	We care for the Planet - Energy, emissions & climate change, p.127-129 Autogrill Group social and environmental data, p. 141		Indirect GHG emissions from energy consumption (Scope 2)
Waste 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclosures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We care for the Planet – Waste management & packaging, p. 125-126		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We care for the Planet – Waste management & packaging, p. 125-126		Evaluation of the management approach
GRI 306: Waste			
306-2	We care for the Planet – Waste management & packaging, p. 125-126 Autogrill Group social and environmental data, p. 142		Waste by type and disposal method
Environmental compliance 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclosures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We care for the Planet – Waste management & packaging, p. 125-126		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We care for the Planet – Waste management & packaging, p. 125-126		Evaluation of the management approach

GRI Standard	Page no.	Omission	Disclosure
GRI 307: Environmental compliance			
307-1	No significant fines or non-monetary sanctions were received in 2021		Non-compliance with environmental laws and regulations
Supplier environmental assessment 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclo-sures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences - Responsible sourcing, p. 121-123		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences – Responsible sourcing, p. 121-123		Evaluation of the management approach
GRI 308: Supplier environmental assessment			
308-1	We offer sustainable Food Experiences – Responsible sourcing, p. 121-123	Supplier selection and assessment are based on specific policies applied at the regional level; all suppliers must strictly comply with local laws and regulations as well as established quality control procedures. The Group requires suppliers to sign onto its Code of Ethics and General Purchasing Conditions. It has also adopted the Group Supply Chain Sustainability Guidelines, which set general standards for supplier evaluation. In North America it has published the HMSHost Supplier Code of Conduct. Once the guidelines are implemented locally, it will be possible to report the exact number of suppliers assessed	New suppliers that were screened using environmental criteria
GRI 400: SOCIAL SERIES			
Employment 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclo-sures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Employee engagement, talent development & retention, p. 99-100 We nurture People – Human resource development and appraisal, p. 103-104 We nurture People – Diversity, equity & inclusion, p. 109-111		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Employee engagement, talent development & retention, p. 99-100 We nurture People – Human resource development and appraisal, p. 103-104 We nurture People – Diversity, equity & inclusion, p. 109-111		Evaluation of the management approach
GRI 401: Employment			
401-1	We nurture People – Employee engagement and talent attraction, p. 104-106 Autogrill Group social and environmental data, p. 139		New employee hires and employee turnover
401-2	We nurture People – Employee engagement and talent attraction, p. 104-106 Autogrill Group social and environmental data, p. 139		Benefits provided to full-time employees that are not provided to temporary or part-time employees

GRI Standard	Page no.	Omission	Disclosure
Labor/management relations 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclosures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 Autogrill Group social and environmental data, p. 131		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 Autogrill Group social and environmental data, p. 131		Evaluation of the management approach
GRI 402: Labor/management relations			
402-1	Autogrill Group social and environmental data, p. 131		Minimum notice periods regarding operational changes
Occupational health and safety 2018			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclosures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People - Health and safety, p. 107-108		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Health and safety, p. 107-108		Evaluation of the management approach
403-1	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Health and safety, p. 107-108		Occupational health and safety management system
403-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Health and safety, p. 107-108		Hazard identification, risk assessment and incident inves-tigation
403-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Health and safety, p. 107-108		Occupational health services
403-4	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Health and safety, p. 107-108		Worker participation, consultation, and communication on occupational health and safety
403-5	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Health and safety, p. 107-108		Worker training on occupational health and safety
403-6	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Health and safety, p. 107-108		Promotion of worker health
403-7	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Health and safety, p. 107-108		Prevention and mitigation of occupational health and safety impacts directly linked by business relationships
GRI 403: Occupational health and safety 2018			
403-9	We nurture People – Health and safety, p. 107-108 Autogrill Group social and environmental data, p. 140	Data for external personnel is currently unavailable	Workplace injuries
Training and education			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclo-sures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Training and development, p. 100-102		The management approach and its components

GRI Standard	Page no.	Omission	Disclosure
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Training and development, p. 100-102		Evaluation of the management approach
GRI 404: Training and education			
404-1	We nurture People – Training and development, p. 100-102 Autogrill Group social and environmental data, p. 138		Average hours of training per year per employee
404-2	We nurture People – Training and development, p. 100-102		Programs for upgrading employee skills and transi-tion assistance programs
Diversity and equal opportunity 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclo-sures and where to find them, p. 90		Explanation of the material topic and itsperimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Diversity, equity & inclusion, p. 109-111		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93; Make It Happen – Shaping a better future, p. 93-94 We nurture People – Diversity, equity & inclusion, p. 109-111		Evaluation of the management approach
GRI 405: Diversity and equal opportunity			
405-1	We nurture People – Diversity, equity & inclusion, p. 109-111 Autogrill Group social and environ-mental data, p. 136-137		Diversity of governance bodies and employees
Non-discrimination 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclo-sures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Diversity, equity & inclusion, p. 109-111 Autogrill Group social and environmental data – Protection of human rights, p. 131		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Diversity, equity & inclusion, p. 109-111 Autogrill Group social and environmental data – Protection of human rights, p. 131		Evaluation of the management approach
GRI 406: Non-discrimination			
406-1	In 2021 there were no significant incidents of discrimination. Any complaints received through the dedicated channels were handled promptly by the units in charge		Incidents of discrimination and corrective actions taken
Supplier social assessment 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclosures and where to find them, p. 90		Explanation of the material topic and itsperimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences – Responsible sourcing, p. 121-123 Autogrill Group social and environmental data – Protection of human rights, p. 131		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences – Responsible sourcing, p. 121-123 Autogrill Group social and environmental data – Protection of human rights, p. 131		Evaluation of the management approach

GRI Standard	Page no.	Omission	Disclosure
GRI 414: Supplier social assessment			
414-1	We offer sustainable Food Experiences – Responsi-ble sourcing, p. 121-123	Supplier selection and assessment are based on specific policies applied at the regional level; all suppliers must strictly comply with local laws and regulations as well as established quality control procedures. The Group requires suppliers to sign onto its Code of Ethics and Gen-eral Purchasing Conditions. It has also adopted the Group Supply Chain Sustainability Guidelines, which set general standards for supplier evaluation. In North America it has published the HMSHost Supplier Code of Conduct. Once the guidelines are implemented locally, it will be possible to report the exact number of suppliers assessed	New suppliers that were screened using social criteria
Customer health and safety 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclosures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences – Food quality & safety, p. 117-118		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences – Food quality & safety, p. 117-118		Evaluation of the management approach
GRI 416: Customer health and safety			
416-1	We offer sustainable Food Experiences – Food quality & safety, p. 117-118		Assessment of the health and safety impacts of product and service categories
Marketing and labelling 2016			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclosures and where to find them, p. 90		Explanation of the material topic and itsperimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences – Product choice, nutrition & transparency, p. 119-120 Autogrill Group social and environmen-tal data – Information and labelling, p. 132		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences – Product choice, nutrition & transparency, p. 119-120 Autogrill Group social and environmental data – Information and labelling, p. 132		Evaluation of the management approach
GRI 417: Marketing and labelling			
417-3	In 2021 there were no significant incidents of non-compliance		Incidents of non-compliance concerning marketing communications
Socioeconomic compliance 2016			
GRI 419: Socioeconomic compliance			
103-1	Materiality analysis, p. 96-97 Required disclo-sures and where to find them, p. 90		Explanation of the material topic and its perimeter

GRI Standard	Page no.	Omission	Disclosure
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences, p. 116-123		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences, p. 116-123		Evaluation of the management approach
GRI 419: Socioeconomic compliance			
419-1	In 2021 there were no fines or non-monetary sanctions for non-compliance with laws and regulations in the social and economic area		Non-compliance with laws and regulations in the social and economic area
Food waste			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclosures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We care for the Planet – Food waste, p. 129-130		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We care for the Planet – Food waste, p. 129-130		Evaluation of the management approach
Customer experience			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclo-sures and where to find them, p. 90		Explanation of the material topic and its perimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Customer experience, p. 114-115		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We nurture People – Customer experience, p. 114-115		Evaluation of the management approach
Product choice, nutrition & transparency			
GRI 103: Management Approach			
103-1	Materiality analysis, p. 96-97 Required disclo-sures and where to find them, p. 90		Explanation of the material topic and itsperimeter
103-2	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences – Product choice, nutrition & transparency, p. 119-120		The management approach and its components
103-3	About the non-financial statement, p. 96-97 Approach to sustainability, p. 91-93 Make It Happen – Shaping a better future, p. 93-94 We offer sustainable Food Experiences – Product choice, nutrition & transparency, p. 119-120		Evaluation of the management approach

INDEPENDENT AUDITORS' REPORT

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INDEPENDENT AUDITOR'S REPORT
ON THE CONSOLIDATED NON-FINANCIAL STATEMENT PURSUANT TO ARTICLE 3, PARAGRAPH 10 OF LEGISLATIVE DECREE No. 254 OF DECEMBER 30, 2016 AND ART. 5 OF CONSOB REGULATION N. 20267/2018

To the Board of Directors of
Autogrill S.p.A.

Pursuant to article 3, paragraph 10, of the Legislative Decree no. 254 of December 30, 2016 (hereinafter "Decree") and to article 5 of the CONSOB Regulation n. 20267/2018, we have carried out a limited assurance engagement on the Consolidated Non-Financial Statement of Autogrill S.p.A. and its subsidiaries (hereinafter "Autogrill Group" or "Group") as of December 31, 2021 prepared on the basis of art. 4 of the Decree, presented in the specific section of the report on operations and approved by the Board of Directors on March 10, 2022 (hereinafter "NFS").

Our limited assurance engagement does not extend to the information required by art. 8 of the European Regulation 2020/852 included in the paragraph "EU Taxonomy".

Responsibility of the Directors and the Board of Statutory Auditors for the NFS

The Directors are responsible for the preparation of the NFS in accordance with articles 3 and 4 of the Decree and the "*Global Reporting Initiative Sustainability Reporting Standards*" established by GRI – Global Reporting Initiative (hereinafter "GRI Standards"), which they have identified as reporting framework.

The Directors are also responsible, within the terms established by law, for such internal control as they determine is necessary to enable the preparation of NFS that is free from material misstatement, whether due to fraud or error.

The Directors are moreover responsible for defining the contents of the NFS, within the topics specified in article 3, paragraph 1, of the Decree, taking into account the activities and characteristics of the Group, and to the extent necessary in order to ensure the understanding of the Group's activities, its trends, performance and the related impacts.

Finally, the Directors are responsible for defining the business management model and the organisation of the Group's activities as well as, with reference to the topics detected and reported in the NFS, for the policies pursued by the Group and for identifying and managing the risks generated or undertaken by the Group.

The Board of Statutory Auditors is responsible for overseeing, within the terms established by law, the compliance with the provisions set out in the Decree.

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Auditor's Independence and quality control

We have complied with the independence and other ethical requirements of the *Code of Ethics for Professional Accountants* issued by the International Ethics Standards Board for Accountants, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour. Our auditing firm applies International Standard on Quality Control 1 (ISQC Italia 1) and, accordingly, maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Auditor's responsibility

Our responsibility is to express our conclusion based on the procedures performed about the compliance of the NFS with the Decree and the GRI Standards. We conducted our work in accordance with the criteria established in the "*International Standard on Assurance Engagements ISAE 3000 (Revised) – Assurance Engagements Other than Audits or Reviews of Historical Financial Information*" (hereinafter "ISAE 3000 Revised"), issued by the *International Auditing and Assurance Standards Board* (IAASB) for limited assurance engagements. The standard requires that we plan and perform the engagement to obtain limited assurance whether the NFS is free from material misstatement. Therefore, the procedures performed in a limited assurance engagement are less than those performed in a reasonable assurance engagement in accordance with ISAE 3000 Revised, and, therefore, do not enable us to obtain assurance that we would become aware of all significant matters and events that might be identified in a reasonable assurance engagement.

The procedures performed on NFS are based on our professional judgement and included inquiries, primarily with company personnel responsible for the preparation of information included in the NFS, analysis of documents, recalculations and other procedures aimed to obtain evidence as appropriate.

Specifically we carried out the following procedures:

1. Analysis of relevant topics with reference to the Group's activities and characteristics disclosed in the NFS, in order to assess the reasonableness of the selection process in place in light of the provisions of art. 3 of the Decree and taking into account the adopted reporting standard.

2. Analysis and assessment of the identification criteria of the consolidation area, in order to assess its compliance with the Decree.

3. Comparison between the financial data and information included in the NFS with those included in the consolidated financial statements of the Autogrill Group.

4. Understanding of the following matters:

   (i) business management model of the Group's activities, with reference to the management of the topics specified by article 3 of the Decree;
   (ii) policies adopted by the entity in connection with the topics specified by article 3 of the Decree, achieved results and related fundamental performance indicators;
   (iii) main risks, generated and/or undertaken, in connection with the topics specified by article 3 of the Decree.

   Moreover, with reference to these matters, we carried out a comparison with the information contained in the NFS and the verifications described in the subsequent point 5, letter a).

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5. Understanding of the processes underlying the origination, recording and management of qualitative and quantitative material information included in the NFS.

In particular, we carried out interviews and discussions with the management of Autogrill Italia S.p.A. e con il personale di Nuova Sidap S.r.l., HMSHost Corporation, Stellar Partners Inc., Host International of Canada Ltd, HMSHost International B.V., as well as carrying out limited documentary verifications, in order to gather information about the processes and procedures which support the collection, aggregation, elaboration and transmittal of non-financial data and information to the department responsible for the preparation of the NFS.

In addition, for material information, taking into consideration the Group's activities and characteristics:

- at the parent company's and subsidiaries' level:
  - with regards to qualitative information included in the NFS, and specifically with reference to the business management model, policies applied and main risks, we carried out interviews and gathered supporting documentation in order to verify its consistency with the available evidence;
  - with regards to quantitative information, we carried out both analytical procedures and limited verifications in order to ensure, on a sample basis, the correct aggregation of data.

- for Autogrill Italia S.p.A., Nuova Sidap S.r.l., HMSHost Corporation, Stellar Partners Inc., Host International of Canada Ltd, HMSHost International B.V., which we selected based on their activities, their contribution to the performance indicators at the consolidated level and their location, we carried out call conferences, during which we have met their management and have gathered supporting documentation with reference to the correct application of procedures and calculation methods used for the indicators.

Conclusion

Based on the work performed, nothing has come to our attention that causes us to believe that the NFS of the Autogrill Group as of December 31, 2021 is not prepared, in all material aspects, in accordance with articles 3 and 4 of the Decree and the GRI Standards.

Our conclusion on the NFS does not extend to the information required by art. 8 of the European Regulation 2020/852 included in the paragraph "EU Taxonomy".

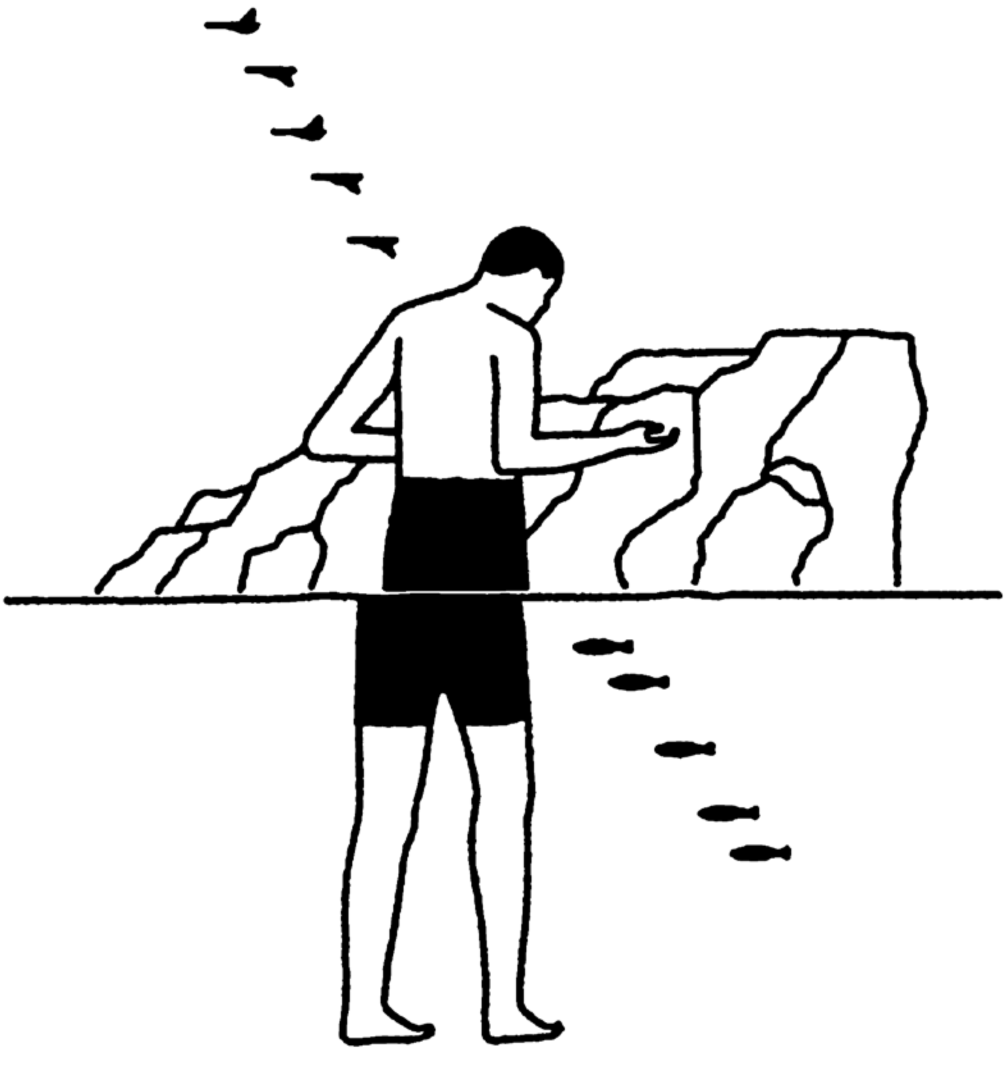
DELOITTE & TOUCHE S.p.A.

Signed by
Ernesto Lanzillo
Partner

Milan, Italy
April 7, 2022

This report has been translated into the English language solely for the convenience of international readers.

OTHER INFORMATION



CORPORATE GOVERNANCE

All information on this subject is included in the Corporate Governance Report, prepared in accordance with Art. 123 *bis* of Legislative Decree 58 of 24 February 1998 and approved by the Board of Directors along with the annual report. It is available at Autogrill's headquarters and secondary office, at the online market storage site www.1info.it, and on the Group's website, www.autogrill.com (Governance section).

MANAGEMENT AND COORDINATION

At its meeting of 18 January 2007, the Board of Directors had established that there were no conditions whereby Autogrill would be subject to the management and coordination of the parent, Schematrentaquattro S.r.l. (Schematrentaquattro S.p.A. since 18 November 2013), pursuant to Art. 2497 bis of the Italian Civil Code.

In 2017, Autogrill S.p.A. began a process to evaluate whether the reasons for its decision of 18 January 2007 still applied. In a resolution of 28 September 2017, the Board of Directors confirmed the absence of elements that would suggest management and coordination by the direct parent, Schematrentaquattro S.p.A., or by the ultimate parent, Edizione S.r.l. (hereafter "Edizione", which became a joint-stock company on 25 January 2022 and is now called Edizione S.p.A.), including in light of the following considerations:

1. the Company defines its own budgets and/or strategic, business and financial plans and carries them out independently;
2. the Company does not receive, and is not in any way subject to, directives or instructions in matters of finance or lending and borrowing;
3. commercial strategies are freely and independently assessed by the Board of Directors of the Company, which negotiates in full autonomy with customers and suppliers;
4. the Company is not subject to group policies for the purchase of goods or services in the market;
5. the Company does not receive directives or instructions with regarding to acquisitions and disposals;
6. the Company is not a party to any cash pooling agreement or other support or coordination arrangements of a financial nature;
7. the Company does not receive, and is in no way subject to, directives concerning extraordinary operations and/or investment initiatives;
8. the Company has independently drawn up and approved the organizational chart of Autogrill S.p.A. and the Autogrill Group; and
9. the Company has no obligation to comply with codes of conduct or policies imposed by Schematrentaquattro or other companies held by Edizione.

INTERCOMPANY AND RELATED PARTY TRANSACTIONS

Transactions with the related parties, including intercompany transactions, do not qualify as atypical or unusual and fall within the normal sphere of operations. They are conducted in the interests of Group companies on an arm's length basis.

See the section "Other information" in the Notes for further information on related party transactions, including the specific disclosures required by Consob Resolution 17221 of 12 March 2010, as amended. Autogrill S.p.A.'s procedures for related party transactions can be consulted on its website (www.autogrill.com – Governance/Related Parties section).

STATEMENT PURSUANT TO ART. 2.6.2(7) OF THE REGULATIONS FOR MARKETS ORGANIZED AND MANAGED BY BORSA ITALIANA S.P.A.

In respect of Art. 15 of Consob Regulation no. 20249 of 28 December 2017 on conditions for the listing of companies that control entities formed or governed under the laws of countries outside the European Union that are of material significance to the consolidated financial statements, we report that two companies fall under these provisions (HMSHost Corporation and Host International Inc.), that suitable procedures have been adopted to ensure total compliance with said rules, and that the conditions stated in Art. 15 have been satisfied.

RESEARCH AND DEVELOPMENT

The Group did not perform research and development during the year.

TREASURY SHARES

At 31 December 2021 Autogrill S.p.A. owned 3,181,641 treasury shares (unchanged since the end of 2020), with a carrying amount of € 13,042k and an average carrying amount of € 4.10 per share. No treasury shares were purchased or disposed of in 2021.

Autogrill S.p.A. does not own equities or other securities representing the share capital of the ultimate parents, and did not at any time during the year, either directly or through subsidiaries, trust companies or other intermediaries.

SIGNIFICANT NON-RECURRING EVENTS AND TRANSACTIONS

In 2021, there were no significant non-recurring events or transactions as defined by CONSOB Resolution 15519 of 27 July 2006 and CONSOB Communication DEM/6064293 of 28 July 2006.

ATYPICAL OR UNUSUAL TRANSACTIONS

In 2021 there were no atypical and/or unusual transactions as defined by CONSOB Communication DEM/6064293 of 28 July 2006. See, respectively, Note XXVII and Section 2 of the Notes for information on the capital increase and the disposal of the US motorway business, which fall within the Group's ordinary operations.

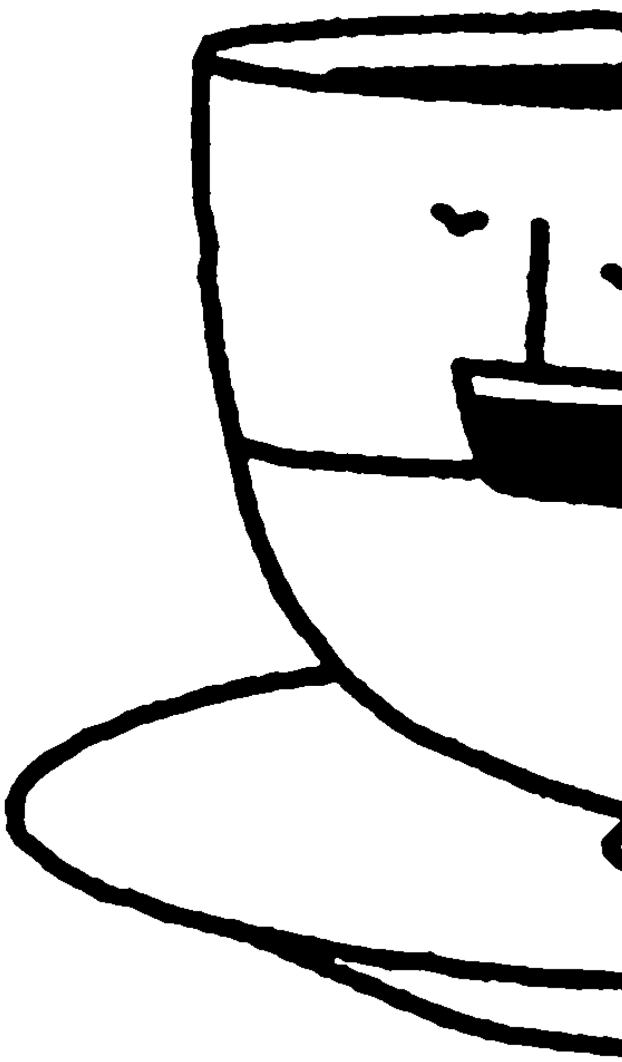
INFORMATION PURSUANT TO ARTS. 70 AND 71 OF CONSOB REGULATION NO. 11971/1999

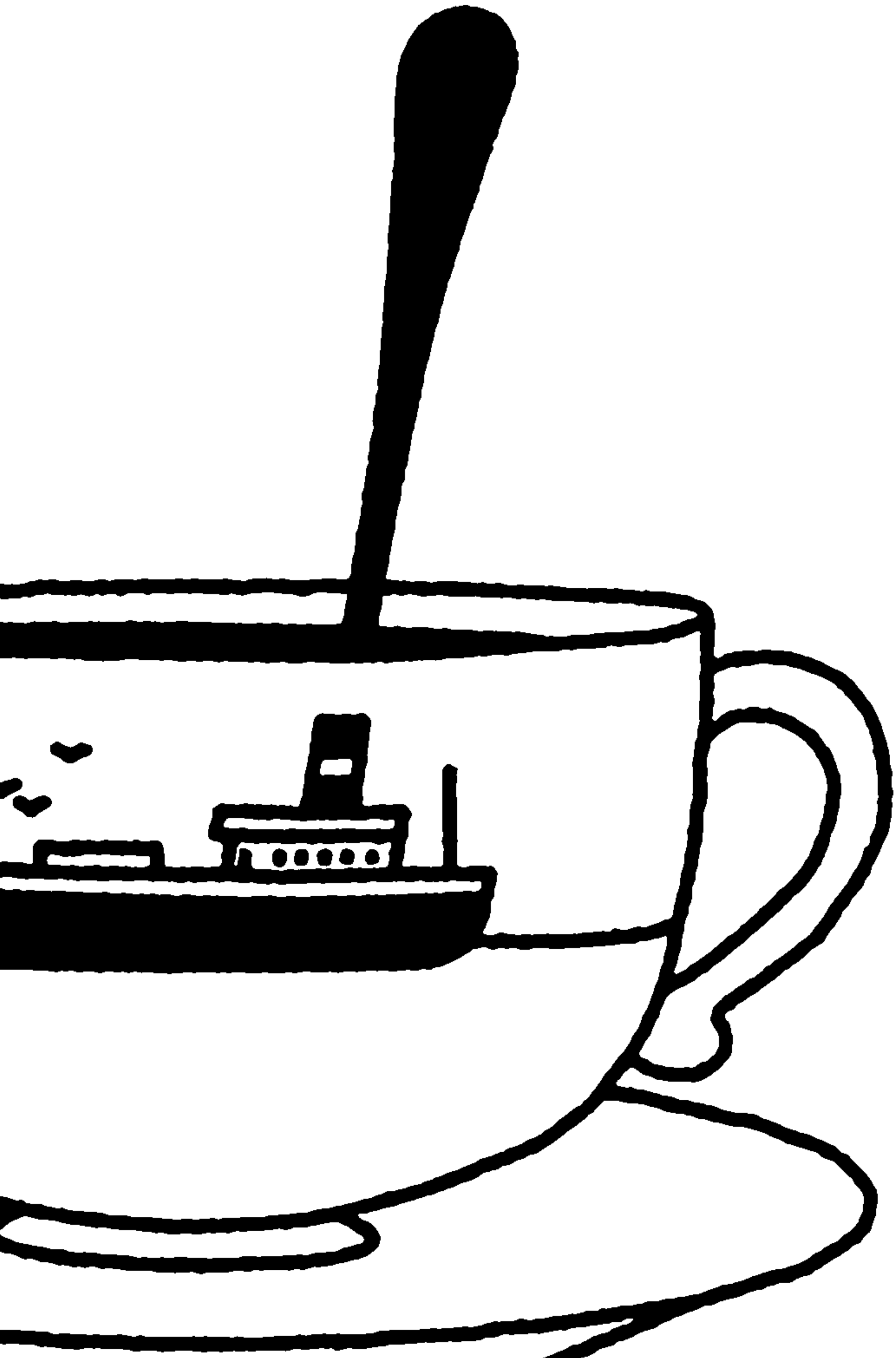
On 24 January 2013 the Board of Directors of Autogrill S.p.A. voted to take the option provided for by Consob Resolution 18079 of 20 January 2012 that exempts companies from issuing the public disclosure documents required by Arts. 70 and 71 of the Listing Rules (Consob Regulation 11971/1999) in the case of significant mergers, demergers, increases in share capital through contributions in kind, acquisitions, and transfers. The disposal of the US motorway business, finalized in July 2021, is in any case not a large enough transaction to require a written disclosure document pursuant to the above regulatory clauses.

RECONCILIATION BETWEEN PARENT AND CONSOLIDATED EQUITY

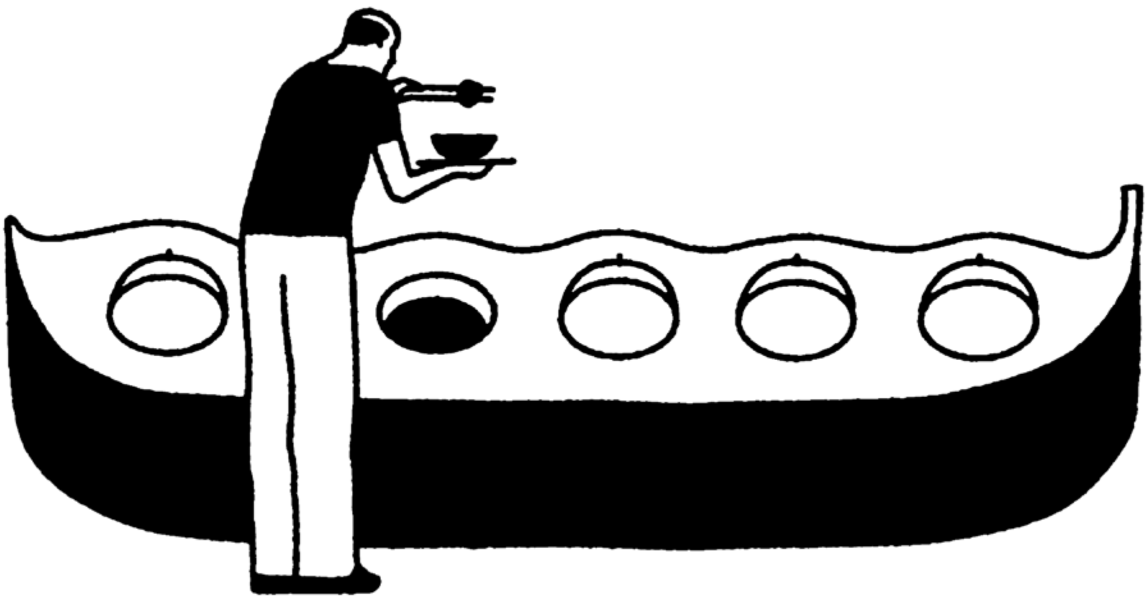
(€k)	Equity at 31.12.2020	Changes in the equity	Profit (loss) for the year 2021	Equity at 31.12.2021
Autogrill S.p.A. separate financial statements	**407,524**	**582,386**	**(28,250)**	**961,660**
Effect of the consolidation of subsidiaries' financial statements and related deferred taxation	(90,747)	5,400	(9,596)	(94,943)
Translation reserve	23,034	33,402	-	56,436
Group consolidated financial statements	**339,811**	**621,188**	**(37,846)**	**923,153**
Equity attributable to non-controlling interests	59,881	(26,210)	17,331	51,002
Total consolidated equity	**399,692**	**594,978**	**(20,515)**	**974,155**

2 CONSOLIDATED FINANCIAL STATEMENTS





CONSOLIDATED ACCOUNTS



STATEMENT OF FINANCIAL POSITION

Notes	(€k)	31.12.2021	Of which related parties	31.12.2020	Of which related parties
	ASSETS				
	Current assets	**745,011**		**952,738**	
I	Cash and cash equivalents	343,208		613,545	
XII	Lease receivables	15,964		15,003	
II	Other financial assets	36,340		48,129	
III	Tax assets	68,013		6,132	
IV	Other receivables	119,172	6,423	135,789	6,251
V	Trade receivables	45,774	1,338	36,696	1,423
VI	Inventories	116,540		97,444	
	Non-current assets	**3,373,886**		**3,923,565**	
VII	Property, plant and equipment	778,193		967,946	
VIII	Right-of-use assets	1,487,463		1,748,787	
IX	Goodwill	816,944		819,473	
X	Other intangible assets	92,917		105,706	
XI	Investments	961		885	
XII	Lease receivables	59,890		61,808	
XIII	Other financial assets	30,895		37,350	
XIV	Deferred tax assets	62,279		76,694	
XV	Other receivables	44,344		104,916	
	Assets classified as held for sale	**-**		**-**	
	TOTAL ASSETS	**4,118,897**		**4,876,303**	
	LIABILITIES AND EQUITY				
	LIABILITIES	**3,144,742**		**4,476,611**	
	Current liabilities	**1,107,466**		**1,277,433**	
XVI	Trade payables	357,609	47,584	292,097	19,108
XVII	Tax liabilities	1,164		1,176	
XVIII	Other payables	378,993	16,360	266,363	4,238
XXI	Bank loans and borrowings	38,121		265,129	
XXII	Lease liabilities	309,098	39,917	377,289	39,202
XIX	Other financial liabilities	1,589		15,340	
XXIV	Bonds	-		32,806	
XXVI	Provision for risks and charges	20,892		27,233	
	Non-current liabilities	**2,037,276**		**3,199,178**	
XX	Other payables	16,166		29,177	
XXI	Loans, net of current portion	544,244		1,197,101	
XXII	Lease liabilities	1,383,163	268,867	1,590,384	210,284
XXIII	Other financial liabilities	922		1,283	
XXIV	Bonds	-		239,687	
XIV	Deferred tax liabilities	16,243		46,241	
XXV	Defined benefit plans	44,905		60,082	
XXVI	Provision for risks and charges	31,633		35,223	
	Liabilities classified as held for sale	**-**		**-**	
XXVII	**EQUITY**	**974,155**		**399,692**	
	– attributable to owners of the Parent	923,153		339,811	
	– attributable to non-controlling interests	51,002		59,881	
	TOTAL LIABILITIES AND EQUITY	**4,118,897**		**4,876,303**	

INCOME STATEMENT

Notes	(€k)	Full Year 2021	Of which related parties	Full Year 2020	Of which related parties
XXVIII	Revenue	2,882,634		2,215,774	2
XXIX	Other operating income	177,028	935	113,118	897
	Total revenue and other operating income	**3,059,662**		**2,328,892**	
XXX	Raw materials, supplies and goods	(1,169,964)	(156)	(935,177)	(77)
XXXI	Personnel expense	(820,079)	(8,094)	(773,183)	(4,840)
XXXII	Leases, rentals, concessions and royalties	(151,978)	(5,980)	(64,288)	14,778
XXXIII	Other operating expense	(395,606)	(10,197)	(416,332)	(5,263)
XXXIV	Depreciation and amortization	(522,362)		(609,442)	
XXXIV	Impairment losses on property, plant and equipment, intangible assets and right-of-use assets	(14,593)		(61,656)	
XXXV	Gain on operating activity disposal	133,550		19,562	
	Operating profit (loss)	**118,630**		**(511,624)**	
XXXVI	Financial income	7,124		8,394	
XXXVI	Financial expense	(108,049)	(5,552)	(121,320)	(6,023)
XI	Share of the profit (loss) of equity method investments	122		(192)	
XXXVII	Revaluations (write-down) of financial assets	1,634		(13,241)	
	Pre-tax profit (loss)	**19,461**		**(637,983)**	
XXXVIII	Income tax	(39,976)		134,094	
	Profit (loss) for the year	**(20,515)**		**(503,889)**	
	Profit (loss) for the year attributable to:				
	– owners of the Parent	(37,846)		(479,868)	
	– non-controlling interests	17,331		(24,021)	
XXXIX	**Earnings per share (in €)**				
	– basic	-0.1192		-1.9049	
	– diluted	-0.1192		-1.9049	

STATEMENT OF COMPREHENSIVE INCOME

Notes	(€k)	Full Year 2021	Full Year 2020
	Profit (loss) for the year	**(20,515)**	**(503,889)**
	Items that will never be reclassified to profit or loss		
XXVII	Remeasurements of the defined benefit (liabilities) asset	5,584	4,476
XXVII	Tax effect on items that will never be reclassified to profit or loss	(1,069)	(1,026)
	Items that will never be reclassified to profit or loss	**4,515**	**3,450**
	Items that may be subsequently reclassified to profit or loss		
XXVII	Equity-accounted investee - share of other comprehensive income	-	(59)
XXVII	Foreign currency translation differences for foreign operations	37,633	(33,364)
XXVII	Gain (loss) on net investment hedge	39	(95)
XXVII	Tax effect on items that may be subsequently reclassified to profit or loss	(3)	24
	Items that may be subsequently reclassified to profit or loss	**37,669**	**(33,494)**
	Total comprehensive income for the year	**21,669**	**(533,933)**
	– attributable to owners of the Parent	71	(504,244)
	– attributable to non-controlling interests	21,598	(29,689)

STATEMENT OF CHANGES IN EQUITY

(Note XXVII) (€k)	Share capital	Legal reserve	Translation reserve	Share premium reserve	Other reserve and retained earnings	Treasury shares	Profit (loss) for the year	Equity attributable to owners of the Parent	Equity attributable to non-controlling interests
31.12.2020	**68,688**	**13,738**	**23,034**	**-**	**727,261**	**(13,042)**	**(479,868)**	**339,811**	**59,881**
Total other comprehensive income (loss) for the year									
Profit (loss) for the year	-	-	-	-	-	-	(37,846)	(37,846)	17,331
Foreign currency translation differences for foreign operations	-	-	33,366	-	-	-	-	33,366	4,267
Gain (loss) on net investment hedge, net of the tax effect	-	-	36	-	-	-	-	36	-
Remeasurements of the defined benefit (liabilities) asset, net of the tax effect	-	-	-	-	4,515	-	-	4,515	-
Total other comprehensive income (loss) for the year	**-**	**-**	**33,402**	**-**	**4,515**	**-**	**(37,846)**	**71**	**21,598**
Transaction with owners of the Parent, recognised directly in equity									
Contributions by and distributions to owners of the Parent									
Stock options	-	-	-	-	2,887	-	-	2,887	-
Allocation of 2020 result to reserves	-	-	-	-	(479,868)	-	479,868	-	-
Capital increase	77,074	-	-	502,317	-	-	-	579,391	-
Relationship with minority partners	-	-	-	-	-	-	-	-	(30,477)
Other movements	-	-	-	-	993	-	-	993	-
Total contributions by and distributions to owners of the Parent	**77,074**	**-**	**-**	**502,317**	**(475,988)**	**-**	**479,868**	**583,271**	**(30,477)**
Total transactions with owners of the Parent	**77,074**	**-**	**-**	**502,317**	**(475,988)**	**-**	**479,868**	**583,271**	**(30,477)**
31.12.2021	**145,762**	**13,738**	**56,436**	**502,317**	**255,788**	**(13,042)**	**(37,846)**	**923,153**	**51,002**

(€k)	Share capital	Legal reserve	Translation reserve	Share premium reserve	Other reserve and retained earnings	Treasury shares	Profit (loss) for the year	Equity attributable to owners of the Parent	Equity attributable to non-controlling interests
31.12.2019	**68,688**	**13,738**	**50,860**	**-**	**520,550**	**(720)**	**205,188**	**858,304**	**77,620**
Total other comprehensive income (loss) for the year									
Profit (loss) for the year	-	-	-	-	-	-	(479,868)	(479,868)	(24,021)
Foreign currency translation differences for foreign operations	-	-	(27,696)	-	-	-	-	(27,696)	(5,668)
Gain (loss) on net investment hedge, net of the tax effect	-	-	(71)	-	-	-	-	(71)	-
Equity-accounted investee - share of other comprehensive income	-	-	(59)	-	-	-	-	(59)	-
Remeasurements of the defined benefit (liabilities) asset, net of the tax effect	-	-	-	-	3,450	-	-	3,450	-
Total other comprehensive income (loss) for the year	**-**	**-**	**(27,826)**	**-**	**3,450**	**-**	**(479,868)**	**(504,244)**	**(29,689)**
Transaction with owners of the Parent, recognised directly in equity									
Contributions by and distributions to owners of the Parent									
Stock options	-	-	-	-	850	-	-	850	-
Allocation of 2019 result to reserves	-	-	-	-	205,188	-	(205,188)	-	-
Capital increase	-	-	-	-	-	(12,322)	-	(12,322)	-
Relationship with minority partners	-	-	-	-	-	-	-	-	10,040
Other movements	-	-	-	-	(1,855)	-	-	(1,855)	(4,360)
Total contributions by and distributions to owners of the Parent	**-**	**-**	**-**	**-**	**204,183**	**(12,322)**	**(205,188)**	**(13,327)**	**5,680**
Acquisition of non-controlling interests	-	-	-	-	(922)	-	-	(922)	6,270
Total transactions with owners of the Parent	**-**	**-**	**-**	**-**	**203,261**	**(12,322)**	**(205,188)**	**(14,249)**	**11,950**
31.12.2020	**68,688**	**13,738**	**23,034**	**-**	**727,261**	**(13,042)**	**(479,868)**	**339,811**	**59,881**

STATEMENT OF CASH FLOWS

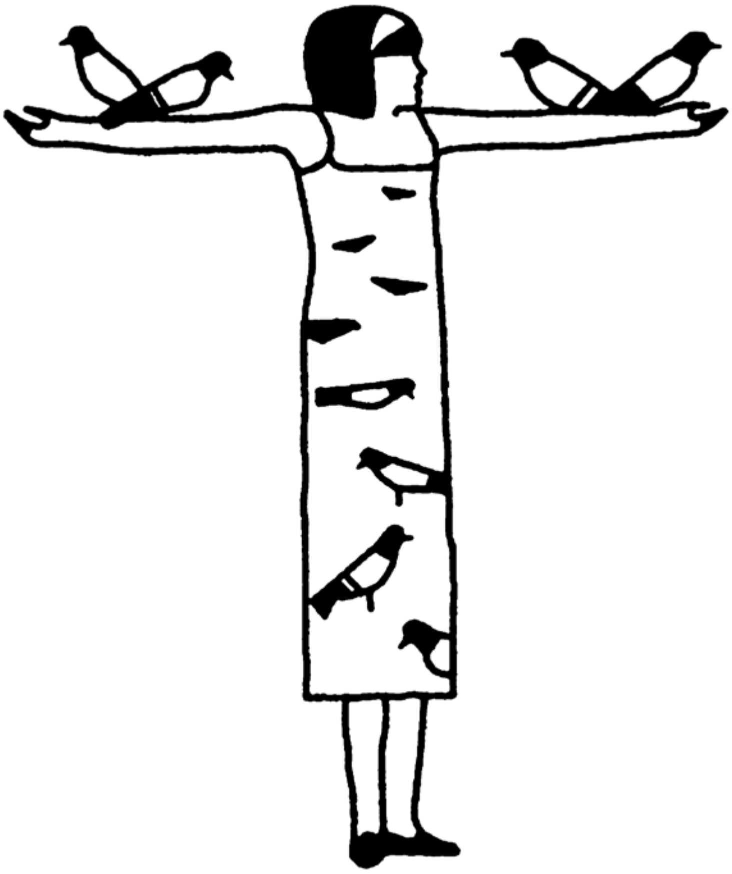
(€k)	Full Year 2021	Full Year 2020
Opening net cash and cash equivalents	**555,391**	**243,783**
Pre-tax profit and net financial expense for the year *	120,386	(525,058)
Amortisation, depreciation and impairment losses on non-current assets, net of reversals (Note XXXIV)	536,955	671,098
Share of the profit (loss) of equity method investments	(122)	192
Revaluation (write-downs) of financial assets	(1,634)	13,241
Gain on disposals on investments in subsidiaries (Note XXXV)	(133,550)	(19,562)
Gain on disposal of other non-current assets	(788)	(101)
Other non-cash tems	1,285	(5,706)
Change in working capital	120,066	(136,596)
Net change in non-current non-financial assets and liabilities	(606)	9,536
Cash flow from operating activities **	**641,992**	**7,044**
Taxes paid	(51,379)	(2,025)
Net financial charges paid ***	(72,925)	(31,548)
Net implicit interest in lease liabilities ****	(32,008)	(26,649)
Net cash flow from (used in) operating activities	**485,680**	**(53,178)**
Acquisition of property, plant and equipment and intangible assets paid	(150,383)	(183,943)
Proceeds from sale of non-current assets	8,262	1,964
Cash flow absorbed by acquisition of investments	-	(1,892)
Cash flow generated form disposal of investments (Note 2)	322,736	(1,352)
Net change in non-current financial assets	(94)	763
Net cash flow from (used in) investing activities	**180,521**	**(184,460)**
Repayments of bonds	(274,795)	(21,888)
Utilisations of non-current loans	493,152	737,090
Repayments of non-current loans	(1,221,396)	-
Issue of new current loans, net of repayments	(144,820)	135,479
Principal repayment of lease liabilities	(153,284)	(102,865)
Renegotiation for Covid-19 on lease liabilities	(174,668)	(182,634)
Treasury share purchase	-	(12,322)
Capital increase net of expenses associated with the Offering	579,391	-
Other cash flows ****	(24,455)	7,510
Net cash flow from (used in) financing activities	**(920,875)**	**560,370**
Cash flow for the year	**(254,674)**	**322,732**
Effect of exchange on net cash and cash equivalents	9,682	(11,124)
Closing net cash and cash equivalents	**310,399**	**555,391**

* Includes "Pre-tax profit (loss)" of € 19,461k (€ -637,983k in 2020) and excludes "Financial income" of € 7,124k (€ 8,394k in 2020) and "Financial expense" of € 108,049k (€ 121,320k in 2020).
** With respect to the cash flow statement in the Directors' Report, prepared according to prevailing industry practice, this item does not include principal repayment on lease liabilities and renegotiation for Covid-19 on lease liabilities, which are shown here under cash flow from (used in) financing activities.
*** Interest paid of € 74,924k (€ 34,498k in 2020), including the make-whole fee of € 20,201k, and interest received of € 1,999k (€ 2,950k in 2020).
**** Includes finance expense on lease liabilities paid of € 33,417k (€ 28,980k in 2020) and finance income on lease receivables received of € 1,409k (€ 2,331k in 2020).
***** Mainly includes the distribution of interests to the non-controlling shareholders of consolidated companies, net of capital increases.

RECONCILIATION OF NET CASH AND CASH EQUIVALENTS

(€k)	Full Year 2021	Full Year 2020
Opening – net cash and cash equivalents – balance as of 1st January 2021 and as of 1st January 2020	**555,391**	**243,783**
Cash and cash equivalents	613,545	284,091
Current account overdrafts	(58,154)	(40,308)
Closing – net cash and cash equivalents – balance as of 31 December 2021 and as of 31 December 2020	**310,399**	**555,391**
Cash and cash equivalents	343,208	613,545
Current account overdrafts	(32,809)	(58,154)

NOTES TO THE FINANCIAL STATEMENTS



GROUP OPERATIONS

The Autogrill Group operates in the food & beverage industry, mainly at airports, motorway rest stops and railway stations, under contracts known as concessions.

1. ACCOUNTING POLICIES AND CONSOLIDATION METHODS

GENERAL STANDARDS

These financial statements were prepared in accordance with the International Financial Reporting Standards (IFRS) published by the International Accounting Standards Board (IASB) and endorsed by the European Union. IFRS means International Financial Reporting Standards including International Accounting Standards (IAS), supplemented by the interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC), previously called the Standing Interpretations Committee (SIC).

The financial statements are also compliant with the rules on reporting formats adopted by CONSOB in accordance with Art. 9 of Legislative Decree 38/2005 and with the other CONSOB regulations on financial reporting.

The 2021 consolidated financial statements were prepared on a going-concern basis using the euro as the functional currency. Unless otherwise specified, the figures in the financial statements and Notes are in thousands of euros (€k).

Below are the accounting standards, amendments and interpretations issued by the IASB and endorsed by the European Union for mandatory adoption in financial statements for years beginning on 1 January 2021:

- amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4, and IFRS 16 in accordance with the document “Interest rate benchmark reform - phase 2” published by the IASB on 27 August 2020, which entered into force on 1 January 2021;
- Covid-19-Related Rent Concessions beyond 30 June 2021 (Amendments to IFRS 16), published on 31 March 2021 and applicable from 1 April 2021, endorsed on 30 August 2021.

Except for “Covid-19-Related Rent Concessions beyond 30 June 2021", the application of the amendments listed above did not affect the Group’s financial statements to an extent requiring mention in these Notes.

The additional amendment to IFRS 16 extends the time during which entities can apply the expedient offered by the amendment of 28 May 2020 (endorsed on 9 October 2020). Because the Covid-19 pandemic is still having a significant impact, the amendment allows lessees to recognize directly in the income statement the benefits of the reduction and cancellation of minimum lease payments originally due by 30 June 2022, rather than 30 June 2021 as established by the 2020 expedient, without the need to determine whether they constitute lease modifications as defined by IFRS 16. The net total benefit from negotiation with landlords, reflected in the 2021 Income statement as a result of the above amendment, is € 174,668k (€182,634k in 2020).

Finally, we report that the breakdown of the net financial position provided in this report as required by Consob's circular of 28 July 2006 has been revised in accordance with the latest ESMA recommendations of 4 March 2021.

Below are the accounting standards, amendments and interpretations issued by the IASB and endorsed by the European Union for mandatory adoption in years beginning on or after 1 January 2022 that Autogrill did not choose to apply early in the 2021 financial statements:

- *Amendments to IFRS 3 Business Combinations,* for the purpose of updating the reference in IFRS 3 to the revised version of the Conceptual Framework, with no material changes to the accounting standard;
- *Amendments to IAS 16 Property, Plant and Equipment,* to prohibit the deduction from the cost of an item of property, plant and equipment any proceeds from the sale of items produced during the asset's testing phase. Such proceeds and the related costs will instead be recognized in profit or loss;
- *Amendments to IAS 37 Provisions, Contingent Liabilities and Contingent Assets,* to clarify that all costs relating directly to a contract must be considered when determining whether the contract is onerous. Therefore, an entity should consider both incremental costs (e.g. materials) as well as any costs it cannot avoid because it is a party to the contract (e.g. the depreciation of machinery used to fulfill the contract);
- *Annual Improvements 2018-2020:* the improvements concern IFRS 1 First-time Adoption of International Financial Reporting Standards, IFRS 9 Financial Instruments, IAS 41 Agriculture, and the Illustrative Examples of IFRS 16 Leases.

The Directors are currently assessing the potential impact of these amendments which, in any case, should not affect the Group's financial statements to an extent requiring mention in these Notes.

As concerns accounting policies, amendments and interpretations not yet endorsed by the European Union:

- on 23 January 2020, the IASB published "Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current". These clarifying amendments come into force on 1 January 2023;
- on 12 February 2021 the IASB published two amendments: "Disclosure of Accounting Policies — Amendments to IAS 1 and IFRS Practice Statement 2" and "Definition of Accounting Estimates — Amendments to IAS 8". The amendments improve the disclosure of accounting policies in order to provide more useful information to investors and to other primary users of financial statements, and help companies distinguish changes in accounting estimates from changes in accounting policies. They are applicable as of 1 January 2023;
- on 7 May 2021 the IASB published "Amendments to IAS 12 Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction". The amendments clarify the accounting of deferred tax on certain translations that can generate assets and liabilities of the same amount, such as leasing and decommissioning obligations. They are applicable as of 1 January 2023.

The Directors are assessing the potential effects of these amendments on the consolidated financial statements.

STRUCTURE, FORMAT AND CONTENT OF THE CONSOLIDATED FINANCIAL STATEMENTS

The financial statements are clearly presented and give a true and fair view of the Group's financial position, results and cash flows. Formats and standards are constant over time.

Pursuant to IAS 1(24) and IAS 1(25), the consolidated financial statements have been prepared on a going concern basis with respect to both the Parent company and the Group. Confirmation of going concern status reflects *(i)* the level of capitalization, especially considering the capital increase approved on 25 February 2021 and finalized in early July 2021 (Note XXVII), *(ii)* the availability of approximately € 1,060m in cash and credit facilities at 31 December 2021, thanks in part to the refinancing concluded in December 2021 (Note XXI) and the disposal of the US motorway business which generated positive cash flows of € 322.7m (Section 2), and *(iii)* the lack of significant debt maturing before October 2024.

In accordance with IAS 1 and IAS 7, the formats used in the 2021 consolidated financial statements are as follows:

- Statement of financial position, with assets and liabilities split between current and non-current items;
- Income statement, with costs classified by nature;
- Statement of comprehensive income;
- Statement of changes in equity;
- Statement of cash flows, using the indirect method to determine cash flow from operating activities.

The financial statements of each company included the scope of consolidation are prepared in the currency of its primary location (functional currency). For the purposes of the consolidated financial statements, the assets and liabilities of foreign subsidiaries with a functional currency other than the euro, including goodwill and fair value adjustments generated by the acquisition of a foreign business, are translated at the rates prevailing at year end. Income and expense are converted at average exchange rates for the year, which approximate those in force when the corresponding transactions took place. Exchange differences are recognized in the statement of comprehensive income and shown under "translation reserve" in the statement of changes in equity. Exchange gains and losses arising from receivables or payables with foreign operations, the collection or payment of which is neither planned nor likely in the foreseeable future, are treated as part of the net investment in foreign operations and are recognized in other comprehensive income and shown under "translation reserve" in the statement of changes in equity.

Below are the exchange rates used to translate the financial statements of the main subsidiaries with a functional currency other than the euro:

	2021		2020	
	Rate on 31 December	Average rate for the period	Rate on 31 December	Average rate for the period
US Dollar	1.1326	1.1827	1.2271	1.1422
Canadian Dollar	1.4393	1.4826	1.5634	1.5311
Swiss Franc	1.0331	1.0811	1.0802	1.0705

BASIS OF CONSOLIDATION

The scope of consolidation includes subsidiaries for which the Group, pursuant to IFRS 10, is exposed to or has rights to variable returns and is able to affect those returns through power over these investees. The list of consolidated companies is annexed to these Notes.

The consolidated financial statements include the 2021 financial statements of Autogrill S.p.A. and all companies it directly or indirectly controls or controlled during the year. The scope of consolidation also includes a French company that is not wholly owned and others belonging to the US subsidiary HMSHost Corporation (see the annex "List of consolidated companies and other investments"), which are controlled on the basis of a 50% or lower stake and an agreement that puts their business under the management of Autogrill.

The financial statements of subsidiaries are consolidated on a line-by-line basis, i.e. by recognizing the full amount of their assets and liabilities at the close of the year and their income and expenses for the entire year or for the portion of the year during which control was maintained, and eliminating the carrying amount of the consolidated equity investments held by the parent against the relative share of equity.

Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from equity attributable to the owners of the Parent. They are determined on the basis of the non-controlling investors' share of the fair value of the assets and liabilities recognized at the date of acquisition (see "Business combinations") and of changes in equity attributable to non-controlling interests after that date.

Any material unrealized gains and losses arising out of transactions between consolidated companies are eliminated, as are all significant payables, receivables, income and expenses between Group companies. These adjustments, like the other consolidation adjustments, take account of any deferred tax effects.

The income and expense of subsidiaries acquired or sold during the year are included in the consolidated income statement from the actual date of acquisition or to the actual date of disposal, with slight timing adjustments where these dates do not coincide with monthly accounting dates. If necessary, adjustments are made to subsidiaries' financial statements to bring their accounting policies into line with those of the Group.

If control of a subsidiary is lost, the Group eliminates assets and liabilities, non-controlling interests, and other components of equity relating to the former subsidiaries. Gain or loss resulting from loss of control is recognized in profit or loss. Any interest retained in the former subsidiary is measured at fair value on the date of loss of control. It is subsequently valued using the net equity method, or as a financial asset depending on the degree of influence retained.

HMSHost Corporation and its subsidiaries, following common practice in English-speaking countries, close their fiscal year on the Friday closest to 31 December and divide it into 13 four-week periods, which in turn are grouped into 12-week quarters with the exception of the last which is a 16-week quarter. As a result, the accounts included in the 2021 consolidated financial statements cover the period 2 January to 31 December 2021, while the previous year's accounts covered the period 4 January 2020 to 1 January 2021. This has had no significant impact on the statement of financial position at 31 December 2021 or on results for the year.

With respect to 31 December 2020 there were no significant changes in the scope of consolidation, except for the disposal of various companies in the US motorway channel. For details of that operation, see Section 2 below ("Disposals") and the Directors' Report.

It should be reminded that, in particular, the Group doesn't have a meaningfull direct exposure to Russia (€ 4.1m of revenue in 2021, 0.1% of the Group Revenues).

ACCOUNTING POLICIES

The Group follows the historical cost principle, except for items that in accordance with IFRS are measured at fair value pursuant to IFRS 9 and IFRS 13, as specified in the individual accounting policies below.

BUSINESS COMBINATIONS

The Group follows the rules of IFRS 3 (2008) – Business combinations.

All business combinations are accounted for using the acquisition method. The consideration transferred in a business combination includes the sum of fair value, as of the acquisition date, of the assets and liabilities transferred and of the interests issued by the Group in exchange for control of the acquired company, as well as the fair value of any contingent consideration and incentives in share-based payments recognized by the acquiree that have to be replaced in the business combination. If the business combination settles a pre-existing relationship between the Group and the acquiree, the lesser of the settlement provision, as established by contract, and the off-market price of the element is deducted from the consideration transferred and recognized under other costs.

The identifiable assets acquired and the identifiable liabilities assumed are measured at their respective acquisition-date fair values.

A contingent liability of the acquiree is assumed in a business combination only if this liability represents a current obligation deriving from past events and when its fair value as of the acquisition date can be reliably measured.

For each business combination, any minority interest in the acquiree is measured at fair value or in proportion to the minority share of the acquiree's net identifiable assets.

Goodwill arising from the acquisition is recognized as an asset and is initially measured as the excess between the consideration transferred and the acquisition-date net amount of the identifiable assets acquired and the identifiable liabilities assumed.

In case of a business combination achieved in stages, the interest previously held in the acquiree is remeasured at its acquisition-date fair value and any resulting gain or loss is recognized in profit or loss.

The costs relating to the acquisition are recognized in profit or loss in the years in which the costs are incurred and the services received; the sole exception is for the cost of issuing debt securities or equities.

Conversely, if a disposal leads to lost control of an entity, the difference between the disposal price and the value of the net assets transferred (corresponding to the change in the scope of consolidation) is taken to profit or loss, while for disposals without loss of control (where the entity remains in the scope of consolidation) the difference between the disposal price and the value of the net assets transferred is recognized in equity.

BUSINESS COMBINATIONS UNDER COMMON CONTROL

A business combination in which the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, when that control is not transitory, qualifies as a combination "under common control". Business combinations under common control are outside the scope of IFRS 3 "Business Combinations" and of other IFRS. In the absence of an accounting principle that deals specifically with these transactions, the most suitable accounting principle to be chosen should meet the general object of IAS 8, that is, faithful and reliable presentation of the transaction. Furthermore, the accounting treatment of business combinations under common control should reflect the economic substance of the transaction, regardless of its legal form. The pre-eminence of economic substance is therefore the key factor guiding the method chosen to account for these business combinations. Economic substance must refer to the creation of added value that translates into significant changes in the cash flows of the net assets transferred.

The accounting treatment of the transaction should also take account of current interpretations and trends, in particular OPI 1 (*Orientamenti Preliminari Assirevi in tema di IFRS* - Preliminary Orientations on IFRS by the Italian Association of Auditors), "Accounting treatment of business combinations of entities under common control in separate and consolidated financial statements".

The Autogrill Group recognizes the net assets transferred at the carrying amounts presented in the consolidated financial statements of the common parent and treats the resulting difference between the acquisition price and the value of the net assets transferred as an adjustment of net equity reserves attributable to the Group. Conversely, in the case of discontinued operations, the difference between the disposal price and the value of the net assets transferred is treated as an adjustment of the Autogrill Group's share of net equity reserves.

ACQUISITIONS OF NON-CONTROLLING INTERESTS

The Group applies IFRS 10 to all acquisitions carried out after control is assumed. On that basis, such acquisitions are treated as transactions carried out with shareholders in their capacity as owners, and do not give rise to goodwill. Adjustments to non-controlling investments are based on a proportional amount of the subsidiary's net assets. Previously, the recognition of goodwill from the acquisition of a non-controlling interest in a subsidiary represented the excess cost of the additional investment with respect to the book value of the interest in the net assets acquired on the transaction date.

INVESTMENTS IN ASSOCIATES AND JOINT VENTURES

An associate is a company over which the Group has a significant influence, but not control or joint control, through participation in decisions regarding the associate's financial and operational policies; a joint venture is an agreement through which the Group has rights to net assets, rather than rights to assets and obligations for liabilities.

The income, expenses, assets and liabilities of associates and joint ventures are recognized in the consolidated financial statements using the equity method, except where the investment is classified as held for sale.

Accordingly, investments in associates and joint ventures are initially recognized at cost. The cost of the investment includes transaction costs. The consolidated financial statements include the Group's share of the investees' profits or losses, recognized using the equity method, up to the date it no longer has significant influence or joint control.

RECOGNITION OF REVENUE AND COSTS

The standard "IFRS 15 – Revenue from Contracts with Customers" sets out the following model for recognizing revenue:
- identify the contract with a customer;
- identify the performance obligations in the contract;
- determine the transaction price;
- allocate the transaction price to the performance obligations in the contract;
- revenue is recognized when the entity satisfies each performance obligation.

In this context, sales revenue and costs for the purchase of goods are recognized on transfer of title at fair value, i.e., the price paid or received net of returns, rebates, sales discounts and year-end bonuses.

Revenue is recognized when (or gradually as) the risks and the benefits connected to ownership of the goods are transferred to the buyer and the amount of the revenue can be accurately measured. If it is probable that discounts will be granted and the amount can be measured reliably, the discount is charged as a reduction of revenue when the sale is recognized.

Goods are transferred when the customer acquires control, meaning the ability to decide how an asset is used and to reap its benefits. In the case of a retail sale, the transfer generally takes place when the goods are delivered and the consumer has paid the consideration asked. In the instance of wholesale transactions, the transfer usually coincides with the arrival of the products in the client's warehouse.

Service revenue and costs are recognized according to the stage of completion at year end. Stage of completion is determined according to measurements of the work performed. When the services covered under a single contract are provided in different years, the consideration will be broken down by service provided on the basis of the relative fair value.

When the Group is acting as an agent and not as a principal in a sales transaction, the revenue recognized is the net amount of the Group's premium or commission.

Grants, including non-monetary grants measured at fair value, are recognized if there is reasonably certainty that the Group will meet the conditions set out in contracts (in the case of private grants, e.g. awarded against services rendered) or government regulations (in the case of public grants awarded in the different countries where the Group operates) and that the grants will be received.

Capital grants are recorded in the statement of financial position as deferred revenue, which is recognized as income on a systematic, rational basis over the useful life of the tangible or intangible asset.

Operating grants are recognized on a systematic basis in the income statement in the years in which the Group recognizes as costs the expenses that the grants are intended to offset.

Where a government grant is meant to provide immediate financial assistance, such as the various forms of relief provided by different countries' governments in response to the Covid-19 pandemic, it may be recognized in the income statement the year the right to receive it accrues.

Such operating grants are recognized in the income statement under "Other operating income" or, alternatively, deducted from the related cost.

Recoveries of costs borne on behalf of third parties are recognized as a deduction from the related cost.

RECOGNITION OF FINANCIAL INCOME AND EXPENSE

Financial income includes interest on invested liquidity (including financial assets available for sale), income from finance lease receivables, dividends approved, proceeds from the transfer of financial assets available for sale, fair value changes in financial assets recognized in profit or loss, income arising from a business combination due to the remeasurement at fair value of the interest already held, gains on hedging instruments recognized in profit or loss, and the reclassification of net gains previously recognized in other comprehensive income. Interest income is recognized on an accruals basis using the effective interest method. Dividends are recognized when the Group's right to receive them is established.

Financial expense includes interest on loans, expense on lease liabilities and defined benefit plans, the release of discounting on provisions and deferred income, losses from the transfer of financial assets available for sale, fair value changes in financial assets recognized in profit or loss and in contingent consideration, impairment losses on financial assets (other than trade receivables), losses on hedging instruments recognized in profit or loss, and the reclassification of net losses previously recognized in other comprehensive income.

Net foreign exchange gains or losses on financial assets/liabilities are shown under financial income and expense on the basis of the net gain or loss produced by foreign currency transactions.

EMPLOYEE BENEFITS

All employee benefits are recognized and disclosed on an accruals basis.

Group companies provide defined benefit and defined contribution plans.

Post-employment benefit plans are formalized agreements whereby the Group provides post-employment benefits to one or more employees. The manner in which these benefits are provided varies according to legal, fiscal and economic conditions in the countries in which the Group operates, and are normally based on compensation and years of service.

Defined-contribution plans are post-employment benefit plans under which the Group pays pre-determined contributions to a separate entity (a fund) and will have no legal or constructive obligation to pay further contributions should the fund have insufficient assets to pay all benefits to employees.

Defined benefit plans are post-employment benefit plans other than defined contribution plans. Defined benefit plans may be unfunded or entirely or partly funded by contributions paid by the employer, and sometimes by the employee, to a company or fund which is legally separate from the company that pays the benefits.

The amount accrued is projected forward to estimate the amount payable on termination of employment and is then discounted using the projected unit credit method, which determines the liability on the basis of employment conditions in effect on the date it is measured.

The liability is recognized in the accounts net of the fair value of any plan assets. If the calculation generates a benefit for the Group, the amount of the asset recognized is limited to the sum of any unrecognized cost for previous employment and the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan. An economic benefit is available to the Group when it can be realized throughout the duration of the plan or upon settlement of the plan liabilities.

Actuarial valuations are made by actuaries outside the Group. Actuarial gains and losses from experience adjustments and changes in actuarial assumptions are recognized in the statement of comprehensive income.

Due to changes in the system of post-employment benefits (*trattamento di fine rapporto* or TFR) brought about by Law 296 of 27 December 2006 and by the decrees and regulations issued in early 2007 (the "Social security reform"):

- TFR accrued at 31 December 2006 by employees of the Group's Italian companies is treated as a defined benefit plan in accordance with IAS 19. The benefits promised to employees in the form of TFR, which are paid upon termination of service, are recognized in the period in which the right vests;

- TFR accrued from 1 January 2007 is treated as a defined contribution plan, so contributions accrued during the period are fully recognized as costs. The portion not yet paid into the funds is listed under current liabilities (other payables).

SHARE-BASED PAYMENTS

In the case of share-based payment transactions settled with equity instruments of the company, which include the Performance Share Unit plan, the grant-date fair value of the options granted to employees is recognized in personnel expense with a corresponding increase in equity ("Other reserves and retained earnings"), over the period in which the employees become unconditionally entitled to the awards. The fair value of options is estimated on the basis of all market-based vesting conditions, such as the performance of Autogrill shares and market indexes. Also, so that the final amount is based on the number of options that will actually vest, the cost is adjusted to reflect both service conditions and non-market conditions.

There is no true-up for differences between expected and actual conditions.

In the case of cash-settled share-based payment transactions (or those settled with equity or other financial instruments issued by a different entity), which include the Group's Phantom Stock Option plan, the fair value of the amount payable to employees is recognized as a cost, with an increase in liabilities as a contra entry over the period during which the employees have the unconditional right to receive payment. The liability is measured at each year-end and at the settlement date, based on the remeasurement of the fair value of the option rights. Any changes in the fair value of the liability are recognized in profit or loss under personnel expense (employee benefits).

INCOME TAX

Tax for the year is the sum of current and deferred taxes recognized in the profit or loss for the year, with the exception of those recognized directly in equity or in other comprehensive income.

Current tax is calculated on taxable income for the year. Taxable income differs from the result reported in the income statement because it excludes costs and income that will be deducted or taxed in other years ("temporary differences"), as well as items that will never be deducted or taxed ("permanent differences"). Current tax liabilities are determined using the tax rates in effect (on an official or de facto basis) on the reporting date in the countries where the Group operates.

For three-year period 2019-2021, Autogrill S.p.A. is following the tax consolidation regulations of the ultimate parent Edizione S.p.A., as permitted by the Consolidated Income Tax Act.

Under those regulations, the Company is also part of the fiscal subconsolidation with the other Italian subsidiaries, which for IRES (corporate income tax) purposes only, involves the settlement of accounts receivable or payable with the Parent company Autogrill S.p.A.

The regulations provide for:
- payment in full of the amount corresponding to the transferred profit times the IRES rate;
- payment in full of the amount corresponding to the transferred loss times the IRES rate, when utilized by Edizione S.p.A.;
- the transfer of any tax assets, also with respect to the subgroup including all Italian subsidiaries, as acknowledged in the regulations defining transactions with Edizione S.p.A.

The net current tax asset or liability for the year, in respect of IRES only, is therefore recognized as a receivable or payable due from/to Edizione S.p.A. and is therefore not shown under tax assets or liabilities but under “Other receivables” or “Other payables".

Deferred tax liabilities are generally recognized for all taxable temporary differences, while deferred tax assets, arising from deductible temporary differences and losses carried forward, are recognized and maintained in the financial statements to the extent that future taxable income is likely to be earned allowing use of those assets. Specifically, the carrying amount of deferred tax assets is reviewed at each reporting date based on the latest forecasts as to future taxable income, also with respect to the subgroup including all Italian subsidiaries, as acknowledged in the regulations defining transactions with Edizione S.p.A.

Deferred tax assets and liabilities are not recognized if the temporary differences arise from the initial recognition of goodwill or, for transactions other than business combinations, of other assets or liabilities in transactions that have no influence either on accounting profit or on taxable income. Deferred tax liabilities are recognized on taxable temporary differences relating to equity investments in subsidiaries, associates or joint ventures, unless the Group is able to monitor the reversal of the temporary differences and they are unlikely to be reversed in the foreseeable future.

Deferred tax assets and liabilities are measured using the tax rate that will apply at the time the asset is realized or the liability is settled, taking account of the tax rates in force at the end of the year.

Current and deferred tax assets and liabilities are offset when there is a legal right to do so and when they pertain to the same tax authorities.

Note that coordination between the international accounting standard IFRS 16 and calculation of the tax effect in Italy is governed by an Economy Ministry decree dated 5 August 2019.

NON-CURRENT ASSETS

GOODWILL

Goodwill arising from the acquisition of subsidiaries is shown separately in the statement of financial position.

Goodwill is not amortized, but is subject to impairment testing on a yearly basis or when specific events or changed circumstances indicate the possibility of a loss in value. After its initial recognition, goodwill is measured at cost net of any accumulated impairment losses.

Upon the sale of a company or part of a company whose previous acquisition gave rise to goodwill, account is taken of the residual value of the goodwill in determining the capital gain or loss from the sale.

OTHER INTANGIBLE ASSETS

"Other intangible assets" are recognized at purchase price, production cost or goodwill value, including ancillary charges, and amortized over their useful life when it is likely that use of the asset will generate future economic benefits.

The Group reviews the estimated useful life and amortization method of these assets at each year end and whenever there is evidence of a change in the asset’s expected future profitability. If impairment losses arise - determined in accordance with the section “Impairment losses and reversals” - the asset is written down accordingly.

The following are the amortization periods used for the various kinds of intangible asset:

Concessions, licenses, trademarks and similar rights:	
Software licenses	3 -10 years or term of license
License to sell state monopoly goods	Term of license
Contractual rights	Term of the rights
Other:	
Software on commission	3-6 years
Other costs to be amortized	2-10 years or term of underlying contract

PROPERTY, PLANT AND EQUIPMENT

"Property, plant and equipment" are recognized when it is probable that use of the asset will generate future benefits and when the cost of the asset can be reliably determined. They are stated at purchase price or production cost, including ancillary charges and direct or indirect costs according to the share that can reasonably be attributed to the asset.

On transition to IFRS, any revaluations carried out in accordance with monetary revaluation laws were maintained in the financial statements as they are consistent with IFRS 1.

"Property, plant and equipment" are depreciated on a straight-line basis at rates deemed to reflect their estimated useful lives. The Group reviews the useful life of each asset at every year end. Cost includes reasonably estimated expenses (if compatible with IAS 37) that are likely to be incurred on expiry of the relevant contract to restore the asset to the contractually agreed condition, assuming that maintenance will continue to be carried out properly and with the usual frequency. Components of significant value (in excess of € 500k) or with a different useful life (50% longer or shorter than that of the asset to which the component belongs) are considered separately when determining depreciation.

The following are the depreciation periods used for property, plant and equipment:

Property, plant and equipment	Useful life (years)
Industrial buildings	5-50
Plant and machinery	3-14
Industrial and commercial equipment	2-23
Other	3-23

Land is not depreciated.

For “Assets to be transferred free of charge", these rates, if higher, are replaced by those corresponding to the term of the concession contract. An asset’s useful life is reviewed annually, and is changed when maintenance work during the year has involved enhancements or replacements that materially change its useful life.

In the event that, regardless of depreciation already recorded, there is a loss in value determined according to the criteria described in the section “Impairment losses and reversals on non-current assets", the asset is written down accordingly.

Costs incurred to enhance and maintain an asset that produce a material and tangible increase in its productivity or safety or extend its useful life are capitalized and amortized over the asset’s useful life. Routine maintenance costs are taken directly to the income statement.

Leasehold improvements are included in property, plant and equipment on the basis of the type of cost incurred. They are depreciated over the asset's residual useful life or the term of the concession contract, whichever is shorter.

The gain or loss from the sale of property, plant or equipment is the difference between the net proceeds of the sale and the asset's carrying amount, and is recognized under "Other operating income" or "Other operating expense".

RIGHT-OF-USE ASSETS

"Right-of-use assets" are recognized as of the commencement date of the lease contract, namely the date when the lessor makes the underlying asset available to the lessee. In some circumstances, the lease contract may contain different lease components and consequently the effective date shall be determined by each lease component.

"Right-of-use assets" are initially valued at cost and include the present value of the lease liability, the lease payments made before or at the commencement date of the lease contract, and any other initial direct cost. They can then be further adjusted to reflect any remeasurement of lease receivables/liabilities.

"Right-of-use assets" are systematically depreciated over the lease term or the asset's residual useful life, whichever is shorter. Typically, in the Group, lease contracts do not provide for the transfer of ownership of the underlying asset and therefore depreciation is carried out over the contractual term. Depreciation begins as of the commencement date of the lease.

Regardless of depreciation already recognized, if there are impairment losses (determined as described for onerous contracts), the asset is written down accordingly.

The Group has made certain professional judgments involving the definition of some accounting policies and the use of estimates and assumptions. In detail:
- not to apply IFRS 16 to leases that have as underlying an intangible asset;
- not to apply IFRS 16 to some Italian contracts where Autogrill Italia S.p.A. already owns the land and buildings along the motorway and negotiates access rights with the landlord, with the commitment to sell fuel and lubricants and/or food and beverages to motorway users;
- for the purpose of determining the lease term, to analyze lease agreements and define each one's term as the "non-cancellable" period, together with the effects of any extension or early termination option if the exercise of these is deemed reasonably certain using the information available at the inception date;
- as the implicit interest rate is not available for all the Group's leases, to determine lease liabilities by applying to future minimum lease payments a discount rate equal to the risk-free rate of each country where the leases were drawn up, with maturities in line with the duration of the leases plus a country-specific credit spread.

IMPAIRMENT LOSSES AND REVERSALS ON NON-CURRENT ASSETS

At each balance sheet date, the Group tests whether there are internal or external indicators of impairment or reversal of impairment for its property, plant and equipment, intangible assets, and right-of-use assets, with reference to the total amount of such assets allocated per cash generating unit. If so, the recoverable amount of the assets is estimated to determine any impairment loss or reversal. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs; a cash-generating unit is a group of assets that generates cash flows broadly independent from other assets or groups of assets. With regard to property, plant and equipment and right-of-use assets in the sales network, this minimum aggregation unit is the store or stores covered by a single concession agreement.

Goodwill and assets under development are tested for impairment at each year end and any time there is evidence of possible impairment.

The cash generating units to which goodwill has been allocated are grouped so that the level of detection of impairment reflects the level of greatest detail at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to the cash-generating units expected to benefit from the synergies of the combination.

The recoverable amount is the higher of market value (fair value less costs to sell) and value in use. In determining value in use, the estimated future cash flows are discounted to their present value using a post-tax rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, it is reduced to recoverable amount. Impairment losses are recognized in the income statement.

Impairment losses on cash-generating units are first deducted from the carrying amount of any goodwill attributed to the unit; any remainder is deducted from the other assets of the unit, including right-of-use assets, in proportion to their carrying amount.

If the reason for the impairment loss no longer exists, the asset or cash-generating unit is reversed to the new estimate of recoverable amount (except in the case of goodwill), which may not exceed the carrying amount net of depreciation/amortization that the asset would have had if the impairment loss had not been charged. The reversal of impairment is taken to the income statement.

ASSETS/LIABILITIES HELD FOR SALE AND DISCONTINUED OPERATIONS

A discontinued operation is part of a group whose activities and financial flows are clearly distinguishable from the rest of the group, and which:
- constitutes a major independent branch or geographical area of business,
- is part of a single coordinated plan to dispose of a major independent branch or geographical area of business, or
- is a subsidiary acquired for the sole purpose of reselling it.

An operation is listed as discontinued when it is sold or when it meets the conditions for being classified as “held for sale", whichever comes first.

When an operation is listed as discontinued, the comparative statement of comprehensive income is redetermined as if the operation had been discontinued as of the beginning of the previous year.

The assets and liabilities of operations being discontinued are classified as held for sale if their carrying value has been or will be recovered mainly through their sale and not through continued use. Once an asset/liability is classified as held for sale, it is recognized at the lower of carrying value and fair value net of costs to sell.

In the financial statements:
- the net profit or loss of discontinued operations is shown separately in the income statement, net of tax effects and transfer costs (if sold), along with any capital gain or loss realized with the sale; the corresponding amounts from the prior year are reclassified for the sake of comparison;
- financial assets and liabilities held for sale and discontinued operations are shown in the statement of financial position separately from other assets/liabilities and are not offset.

ASSETS AND LIABILITIES - CURRENT AND NON-CURRENT

INVENTORIES

Inventories are recognized at the lower of purchase or production cost and market value. Purchase or production cost includes directly attributable expenses, net of discounts, rebates, annual bonuses and similar contributions from suppliers, and is calculated using the FIFO method or with criteria that approximate FIFO. When the carrying value of inventories is higher than their net realizable value, they are written down and an impairment loss is charged to the income statement. The recoverability of inventories is verified at each reporting date. If the reasons for the impairment loss cease to apply, they are reversed to an amount not exceeding purchase or production cost.

TRADE AND OTHER RECEIVABLES

"Trade receivables" and "Other receivables" are initially recognized at fair value, and subsequently at amortized cost, where necessary, using the effective interest method. They are reduced by estimated impairment losses, determined according to procedures that may involve both writedowns of individual positions, if material, where the receivables are objectively uncollectable in whole or in part, or generic impairment calculated on the basis of historical and statistical data ("expected credit losses" or "ECL").

In accordance with international accounting standard IFRS 9, factored receivables are eliminated from the accounts if the contract entails the full transfer of the associated risks and rewards (contractual rights to receive cash flows from the asset). The difference between the carrying value of the asset transferred and the amount received is recognized in the income statement under financial expense.

LEASE RECEIVABLES

In its role as sub-lessor, the Group recognizes lease receivables as of the commencement date of the lease.

The sub-leases are determined with reference to the right-of-use asset deriving from the principal lease contract, rather than the underlying asset. For this reason, considering the recognition of a right-of-use asset under IFRS 16 and the fact that the sub-leases typically have a duration equal to the principal lease, the Group reduces its right-of-use assets and recognizes a lease receivable as a counter-entry, split between current and non-current assets.

The lease receivable corresponds to the present value of the minimum lease payments to be received as of the commencement date, including those determined on the basis of an index or rate (initially valued using the index or rate at the commencement date of the contract), as well as any penalties in the event that the lease term provides for the option for the early termination of the lease contract and the exercise of that option is estimated to be reasonably certain. The present value is determined using the implicit interest rate of the lease contract. If it is not possible to determine this rate easily, the Group uses the incremental borrowing rate as discount rate. The lease receivable is subsequently increased by the interest accrued and decreased by the receipts received for the lease.

Lease receivables are remeasured in the event of changes in the future minimum receipts expected for the lease, as result of:
- changes in the index or rate used to determine the lease receipts: in such cases the lease receivables are remeasured by discounting the new minimum lease receipts at the initial discount rate;
- change in the lease term or in the likelihood of exercise of the purchase, extension, or early termination option: in such cases the lease receivable is remeasured by discounting the new minimum lease receipts at the discount rate in place at the date of the change;
- contractual changes that do not fall under any of the reasons for the separate recognition of a new lease: in these cases as well, the lease receivable is remeasured by discounting the new minimum lease payments at the discount rate in place at the date of the change.

The use of estimates in relation to the measurement of lease receivables is mentioned in the previous section on right-of-use assets.

OTHER FINANCIAL ASSETS

IFRS 9 requires a single approach to the analysis and classification of all financial assets, including those containing embedded derivatives. They are classified and measured considering both the business model applied to the asset and the contractual characteristics of the cash flows the asset produces. Depending on the characteristics of the asset and the business model, it will fall into one of three categories: (i) financial assets measured at amortized cost; (ii) financial assets measured at fair value through other comprehensive income (FVTOCI); (iii) financial assets measured at fair value through profit and loss (FVTPL).

A financial asset is measured at amortized cost if both of the following conditions are met: (i) the business model consists of holding the financial asset for the sole purpose of collecting cash flows; and (ii) the asset generates, on contractually predetermined dates, cash flows consisting solely of payments of principal and interest. Under the amortized cost method, the initial value recognized is subsequently adjusted to take account of the reimbursement of principal, any impairment losses, and amortization of the difference between the redemption value and the initial carrying amount. Amortization is charged at the internal effective interest rate, corresponding to the rate which, upon first-time recognition, makes the present value of projected cash flows equal to the initial carrying amount. Receivables and other financial assets measured at amortized cost are presented in the statement of financial position net of impairment provisions.

Financial assets consisting of debt instruments whose business model allows for both the collection of contractual cash flows and the realization of capital gains (held to collect and sell) are measured at FVTOCI. In this case, the fair value changes in the instrument are recognized in equity under other comprehensive income. The cumulative amount of the fair value changes in other comprehensive income is reversed to profit and loss when the instrument is derecognized. Interest income calculated using the effective interest rate, exchange differences, and impairment losses are recognized in the income statement.

Financial assets consisting of debt instruments that are not measured at amortized cost or FVTOCI are measured at fair value through profit and loss.

CASH AND CASH EQUIVALENTS

"Cash and cash equivalents" include cash and current accounts with banks and post offices, demand deposits, and other highly liquid short-term financial investments (maturity of three months or less on the acquisition date) that are immediately convertible to cash; they are stated at face value as they are not subject to significant impairment risk.

LOANS, BANK LOANS, BONDS AND OVERDRAFTS

Interest-bearing bank loans, bonds and account overdrafts are initially recognized at fair value taking account of the amounts received, net of transaction costs, and are subsequently measured at amortized cost using the effective interest method.

TRADE PAYABLES

"Trade payables" are initially recognized at fair value (normally the same as face value) net of discounts, returns and billing adjustments, and subsequently at amortized cost, if the financial effect of payment deferral is material.

LEASE LIABILITIES

The Group recognizes lease liabilities as of the commencement date of the lease.

The lease liability corresponds to the present value of the minimum lease payments due as of the commencement date, including those determined on the basis of an index or rate (initially valued using the index or rate at the commencement date of the contract), as well as any penalties in the event that the lease term provides for the option for the early termination of the lease contract and the exercise of that option is estimated to be reasonably certain. The present value is determined using the implicit interest rate of the lease contract. If it is not possible to determine this rate easily, the Group uses the incremental borrowing rate as discount rate. The lease liability is subsequently increased for the accrual of interest and reduced to reflect the lease payments made.

The lease liability is remeasured in the event of changes to the future minimum lease payments, due to:

- changes in the index or rate used to determine the lease payments: in such cases the lease liability is remeasured by discounting the new minimum lease payments at the initial discount rate;
- change in the lease term or in the likelihood of exercise of the purchase, extension, or early termination option: in such cases the lease liability is remeasured by discounting the new minimum lease payments at the discount rate in place at the date of the change;
- contractual changes that do not fall under any of the reasons for the separate recognition of a new lease: in these cases as well, the lease liability is remeasured by discounting the new minimum lease payments at the discount rate in place at the date of the change.

The use of estimates in relation to the measurement of lease liabilities is mentioned in the previous section on right-of-use liabilities.

DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGE ACCOUNTING

The Group's liabilities are exposed primarily to financial risks due to changes in interest and exchange rates. To manage these risks the Group uses financial derivatives, mainly in the form of interest rate swaps, forward rate agreements, interest rate options, and combinations of these. The use of derivatives is governed by the "Financial Management and Financial Risks Policy" and the "Annual Financial Strategy" approved by Autogrill S.p.A.'s Board of Directors, which set standards and guidelines for the Group's financial risk hedging strategy. Derivative contracts have been entered into with counterparties deemed to be financially solid, with the aim of reducing default risk to a minimum. Group companies do not use derivatives for purely trading purposes, but rather to hedge identified risks.

For further information see the policy described in Section 6.2 - Financial risk management.

In accordance with IFRS 9, derivative financial instruments qualify for hedge accounting only if: (i) the relationship consists only of eligible hedging instruments and eligible hedged items; (ii) at the inception of the hedge relationship there is formal designation and documentation ("hedge documentation") of the hedge relationship, risk management objectives, and hedging strategy; (iii) all hedge effectiveness requirements are satisfied.

All derivative financial instruments are initially measured at fair value in accordance with IFRS 13 and IFRS 9, with the related transaction costs recognized in profit or loss when incurred. They are subsequently carried at fair value. More specifically, the fair value of forward exchange contracts is based on the listed market price, where available. If a listed market price is not available, then fair value is estimated by discounting the difference between the contractual forward price and the current spot rate for the residual maturity of the contract using a risk-free interest rate (based on government securities) of the country/currency of the instrument's user.

For interest rate swaps, fair value is determined using the cash flows estimated on the basis of the conditions and remaining life of each contract, and according to the year-end market interest rates of comparable instruments.

When financial instruments qualify for hedge accounting, the following rules apply:

- Fair value hedge: if a derivative financial instrument is designated as a hedge against changes in the fair value of a recognized asset or liability attributable to a particular risk that may affect profit or loss, the gain or loss arising from subsequent fair value accounting of the hedge is recognized in the income statement. The gain or loss on the hedged item attributable to the hedged risk adjusts its carrying amount and is recognized in profit or loss;

- Cash flow hedge: if a derivative financial instrument is designated as a hedge against exposure to variations in the future cash flows of a recognized asset or liability or a forecast transaction that is highly probable and could affect profit or loss, the effective portion of the gain or loss on the financial instrument is recognized in comprehensive income and presented in the "hedging reserve" under equity. The cumulative gain or loss is reclassified from comprehensive income and recognized in profit or loss in the same year in which the economic effect of the hedged transaction is recognized. Fair value gains and losses associated with a hedge (or part of a hedge) which has become ineffective are recognized in the income statement immediately. If a hedge or a hedging relationship is terminated, but the hedged transaction has not yet taken place, the gains or losses accrued up to that time in the statement of comprehensive income are reclassified to profit or loss as soon as the transaction occurs. If the transaction is no longer expected to take place, the gains or losses not yet realized that have been included in comprehensive income are reclassified immediately to profit or loss;
- Hedge of net investment: if a derivative financial instrument is designated as a hedge of a net investment in a foreign operation, held directly or indirectly through an intermediary holding company, the effective portion of the gain or loss on the hedge is recognized in comprehensive income and presented in the "translation reserve" under equity, while the ineffective portion is taken to profit or loss. On disposal of the foreign operation, the gain or loss on the effective portion of the hedge that has been cumulatively recognized in the translation reserve is also taken to profit or loss.

If hedge accounting does not apply, the gains or losses arising from measurement at fair value of the financial derivative are immediately recognized in the income statement.

PROVISIONS FOR RISKS AND CHARGES

Provisions are recognized when the Group has a present obligation as a result of a past event and will likely have to use resources in order to produce economic benefits that satisfy that obligation, and when the amount of the obligation can be reliably determined. Provisions are based on the best estimate of the cost of fulfilling the obligation as of the reporting date, and when the effect is material, are discounted to their present value.

With the adoption of international accounting standard IFRS 16, provisions for onerous contracts are recognized net of the right-of-use asset pertaining to the individual store, by discounting the right-of-use assets corresponding to each onerous lease contract. A provision for onerous contracts is made when the unavoidable costs necessary to fulfil the obligations of a contract are greater than the economic benefits the Group can expect to obtain therefrom. The provision is measured at the present value of the lower of the cost of terminating the contract and the net cost of continuing with the contract. Before a provision is established, the Group recognizes any impairment losses on the assets associated with the contract.

A provision for restructuring is recognized when the Group has approved a detailed and formal restructuring plan and the restructuring has either commenced or been publicly announced, thus generating a valid expectation. Future operating costs are not provided for.

SHARE CAPITAL AND PURCHASE OF TREASURY SHARES

The share capital is comprised wholly of ordinary shares, which form part of equity. Incremental costs directly attributable to the issue of ordinary shares are deducted from net equity, net of the tax effects.

If treasury shares are purchased, the amount paid - including directly attributable expenses and net of tax effects - is deducted from equity. The shares thus purchased are classified as treasury shares and reduce the amount of shareholders' equity. The amount received from the subsequent disposal of the treasury shares is added back to equity. Any positive or negative difference from the transaction is transferred to or from retained earnings.

EARNINGS PER SHARE

The Group presents basic and diluted earnings per share for its ordinary shares.

Basic earnings per share is calculated by dividing the profit or loss attributable to the company's ordinary shareholders by the weighted average number of ordinary shares outstanding during the period, adjusted for treasury shares held. Diluted earnings per share is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, as defined above, for the effects of all dilutive potential ordinary shares and stock options granted to employees. In case of a loss, there are no dilutive effects.

FOREIGN CURRENCY TRANSACTIONS

Transactions in foreign currencies are converted into the reporting currency at the exchange rate in effect on the transaction date. Foreign currency assets and liabilities are converted at the year end exchange rate. Exchange gains and losses arising from the conversion are recognized in the income statement under financial income and expense.

USE OF ESTIMATES

The preparation of the consolidated financial statements and Notes requires management to make estimates and assumptions that affect the carrying amounts of assets, liabilities, costs and income and the disclosure about contingent assets and liabilities at the year-end date. Actual results may differ. Estimates are used to determine the effects of business combinations (goodwill and its amortization), asset impairment losses/reversals (value in use and realizable value), the fair value of financial instruments, provisions for bad debts (specific and general risk), provisions for inventory obsolescence (disposal policies), amortization and depreciation (useful life), employee benefits (actuarial assumptions), taxes (recoverability of deferred tax assets), and provisions for risks and charges (outcome of disputes). Estimates and assumptions are periodically reviewed and the effect of any change is taken to the income statement of the present year and the years to which the changes pertain. The estimation criteria used for these financial statements are the same as those followed the previous year, unless otherwise specified.

With the adoption of international accounting standard IFRS 16, the Group has made certain professional judgments involving the definition of some accounting policies and the use of estimates and assumptions, as mentioned earlier in these Notes.

Following the guidance of the most recent documents published by ESMA, in light of the Covid-19 pandemic and the consequent health emergency, estimates at 31 December 2021 reflect a highly uncertain future and are based on up-to-date assumptions of the presumed future impact of the virus, whose potential effects in terms of extent and duration will be constantly monitored in the coming weeks and months.

Finally, the uncertainties on the evolution of the Russian-Ukrainian conflict have no impact on the use of estimates made in the financial statements as at 31 December 2021, according to IAS 10.

2. DISPOSALS

On 23 July 2021, further to an agreement dated 31 March 2021 and after obtaining the necessary government authorizations and consent from the landlords, HMSHost Corporation finalized the disposal of its US motorway business to the consortium controlled by Blackstone Infrastructure Partners, which includes Applegreen Limited and B&J Holdings.

The sale price was \$ 381,394k (equivalent to € 324,122k), subject to an earn-out mechanism on the basis of revenue earned by the new ownership in the two-year period 2022-2023, which cannot be quantified on the basis of currently available information. The capital gain, without considering the earn-out mechanism, amounts to $ 157,950k (€ 133,550k).

The US motorway business includes food & beverage concessions of various brands such as Starbucks, Burger King, and Pret (which the Group will continue to operate as licensee in other channels) and convenience retail concessions at about 60 motorway rest stops in the United States.

Until the sale date in 2021, revenue from the US motorway business was € 92,443k ($ 109,332k), compared with € 121,238k ($ 138,478k) the previous year.

The transaction resulted in cash generation of € 322,736k ($ 379,763k), as the difference between the consideration received and the € 1,386k ($ 1,631k) in cash transferred.

3. NOTES TO THE STATEMENT OF FINANCIAL POSITION

CURRENT ASSETS

I. CASH AND CASH EQUIVALENTS

(€k)	31.12.2021	31.12.2020	Change
Bank and post office deposits	307,034	590,255	(283,221)
Cash and equivalents on hand	36,174	23,290	12,884
Total	**343,208**	**613,545**	**(270,337)**

"Cash and equivalents on hand" include cash floats at stores and amounts in the process of being credited to bank accounts. The amount may vary substantially depending on the frequency of pick-ups for deposit, which are generally handled by specialized third-party carriers.

The significant decrease in "Bank and post office deposits" (€ 283,221k) mostly reflects repayments carried out as part of the refinancing operation completed in December 2021, as described in Note XXI and the Directors' Report.

The statement of cash flows presents the various sources and uses of cash that contributed to the change in this item, along with the balance of current account overdrafts.

II. OTHER FINANCIAL ASSETS

Other financial assets are as follows:

(€k)	31.12.2021	31.12.2020	Change
Financial receivables from third parties	28,744	37,818	(9,074)
Receivables from credit card companies	7,558	5,564	1,994
Fair value of interest rate hedging derivatives	-	1,698	(1,698)
Fair value of exchange rate hedging derivatives	38	3,049	(3,011)
Total	**36,340**	**48,129**	**(11,789)**

"Financial receivables from third parties" consist primarily of the current portion of capital advances due back from the non-controlling shareholders of some North American subsidiaries; the amount takes account of their ability to pay the sums back with future earnings. The net change in this item in due largely to payments received during the year, which exceeded new disbursements.

The increase in "Receivables from credit card companies" is explained by the gradual recovery in sales despite the ongoing Covid-19 pandemic.

In 2020 the "Fair value of interest rate hedging derivatives" included the current portion of the fair value measurement of derivatives with a combined notional value of $ 100m associated with the bond loans; those derivatives were unwound as part of the refinancing completed in December 2021 (Note XXIV).

"Fair value of exchange rate hedging derivatives" refers to the fair value measurement of the derivatives entered into to hedge exchange rate risk, in particular to the forward purchase and/or sale of currency. The significant decrease is explained by the unwinding of the derivatives held by Autogrill S.p.A. due to the repayment of intercompany loans with the US subsidiary HMSHost Corporation, in the context of the refinancing.

III. TAX ASSETS

These amount to € 68,013k, compared with € 6,132k at 31 December 2020, and refer to income tax credits assets accrued mainly in the United States (€ 65,741k). The significant increase on the previous year concerns the reclassification of the current portion of the gain realized in 2020 by the US subsidiary through use of the carry-back mechanism (included under other non-current receivables), which will be received in 2022 in the amount of € 55,761k ($ 63,155k).

IV. OTHER RECEIVABLES

(€k)	31.12.2021	31.12.2020	Change
Suppliers	44,986	46,682	(1,696)
Lease/concession and royalties advance payments	12,837	3,237	9,600
Inland revenues and government agencies	14,909	29,410	(14,501)
Receivables from grantors for investments	5,055	14,307	(9,252)
Sub-concessionaires	6,526	5,911	615
Receivable from personnel	976	2,522	(1,546)
Other	33,883	33,720	163
Total	**119,172**	**135,789**	**(16,617)**

“Suppliers” refers to amounts receivable for marketing contributions awaiting settlement, as well as advances for services to be received. Most of the decrease relates to the reduced amount of contributions.

"Lease and concession advance payments" consist of lease instalments paid in advance, as required by contract.

"Receivables from inland revenue and government agencies" relate mostly to indirect taxes. The reduction is due primarily to the decrease in the Italian companies’ VAT credits, taking account of Autogrill S.p.A.’s transfer of the VAT credit in June 2021 for a nominal € 12,865k against a net amount received of € 12,756k.

The decrease in "Receivables from grantors for investments" relates to lower commercial investments made on behalf of concession grantors in North America in accordance with contractual provisions.

Amounts due from "Sub-concessionaires" refer to businesses sublet to others and consist mainly of receivables due under lease contracts with variable rents.

"Receivables from personnel" refer to wages and salaries advanced or rounded up and employees’ expenses paid in advance by the Group.

“Other” consists mainly of prepayments for maintenance fees, insurance policies and reimbursements, as well as advances on local taxes and miscellaneous receivables, which increased due to the upturn in business. At 31 December 2021 this item also includes € 13,409k due to the German subsidiary Le CroBag GmbH & Co KG from the German government for Covid-19 relief payments which, as part of the joint request filed with the Benetton Group, will be received in the name and on behalf of the Benetton Group and paid over to it (Section 11 – Other information – Related party transactions). That change was counterbalanced by the offsetting, possible as from this year, of the US subsidiary HMSHost Corporation’s liability for the Employee Retention Tax Credit (ERTC) in the amount of € 16,465k ($ 18,648k) against the corresponding credit for the portion not yet received (€ 16,601k or $ 18,802k).

V. TRADE RECEIVABLES

(€k)	31.12.2021	31.12.2020	Change
Third parties	52,443	44,838	7,605
Bad debt reserve	(6,669)	(8,142)	1,473
Total	**45,774**	**36,696**	**9,078**

The item "Third parties" refers mainly to catering service agreements and accounts with affiliated companies. The increase with respect to 31 December 2020 reflects a recovery in business volumes thanks to the gradual improvement of the pandemic situation.

As in previous years, the default risk of receivables has been estimated on the basis of the general default risk of receivables not yet due on the reporting date as inferred from past performance, in keeping with international accounting standard IFRS 9.

Movements in the allowance for impairment are shown below:

(€k)	
Bad debt reserve at 31 December 2020	**8,142**
Reversal, net of allowances	(1,388)
Other movements and exchange rate differences	1,244
Utilizations	(1,329)
Bad debt reserve at 31 December 2021	**6,669**

Net releases of € 1,388k in 2021 reflect revised estimates as to the recoverability of disputed receivables and the general default risk applicable to receivables not yet due, mainly in North America and Italy.

Utilizations, amounting to € 1,329k, refer particularly to the settlement of disputes during the year against which bad debt provisions had been made in the past.

VI. INVENTORIES

Inventories amounted to € 116,540k at 31 December 2021, compared with € 97,444k a year earlier. The increase with respect to 31 December 2020 reflects a recovery in business volumes thanks to the gradual improvement of the pandemic situation. The amount is shown net of the write-down provision of € 4,286k (€ 2,856k at 31 December 2020), determined considering revised recoverability estimates of the value of slow-moving goods. Inventories are concentrated mostly in Italy and the United States and consist chiefly of food raw materials, drinks, packaged products, and goods sold under government monopoly.

As mentioned in the Directors' Report, the negative impact of inventories disposed of or no longer sellable because they were damaged or past their expiration dates as a result of the pandemic amounted to € 213k (€ 9,189k in 2020).

NON-CURRENT ASSETS

VII. PROPERTY, PLANT AND EQUIPMENT

The following tables show movements in property, plant and equipment in 2021 and 2020.

(€k)	Land and buildings	Leasehold improve-ments	Plant and machinery	Industrial and commercial equipment	Assets to be transferred free of charge	Other	Assets under construct. and advances on payments	Total
Gross carrying amount								
Balance at 1 January 2020	**104,044**	**1,379,326**	**199,803**	**989,752**	**340,670**	**56,258**	**157,087**	**3,226,940**
Acquisitions	-	9,449	-	5,703	-	35	2,170	17,357
Disposals	(1,174)	-	-	(19,849)	(38,898)	(1,664)	-	(61,585)
Exchange rate gains (losses)	282	(84,835)	488	(39,906)	-	(525)	(6,271)	(130,767)
Additions	5,025	21,975	5,505	16,943	20,077	2,227	114,931	186,683
Decrease	(2,165)	(27,627)	(4,252)	(29,871)	(28,394)	(1,233)	(272)	(93,814)
Other movements	2,450	98,972	8,893	52,028	18,969	837	(182,290)	(141)
Balance at 31 December 2020	**108,462**	**1,397,260**	**210,437**	**974,800**	**312,424**	**55,935**	**85,355**	**3,144,673**
Disposals	-	(239,478)	-	(53,931)	-	(1,756)	(3,149)	(298,314)
Exchange rate gains (losses)	2,554	66,237	5,712	34,085	-	874	6,029	115,491
Additions	2,427	14,843	3,170	12,289	6,529	666	82,304	122,228
Decrease	(1,301)	(98,934)	(10,015)	(53,288)	(21,286)	(1,585)	(582)	(186,991)
Other movements	704	39,055	7,870	20,773	16,345	716	(80,407)	5,056
Balance at 31 December 2021	**112,846**	**1,178,983**	**217,174**	**934,728**	**314,012**	**54,850**	**89,550**	**2,902,143**
Depreciation/Impairment losses								
Balance at 1 January 2020	**(57,777)**	**(844,881)**	**(155,917)**	**(761,947)**	**(264,021)**	**(51,483)**	**-**	**(2,136,027)**
Acquisitions	-	(6,536)	-	(4,250)	-	(31)	-	(10,817)
Disposals	1,161	-	-	17,366	34,117	1,539	-	54,183
Exchange rate gains (losses)	(184)	49,804	(354)	27,698	-	471	-	77,435
Increase (Note XXXIV)	(3,228)	(111,810)	(9,832)	(78,416)	(18,284)	(2,527)	-	(224,097)
Impairment losses (Note XXXIV)	(1)	(24,588)	(38)	(3,083)	(3,019)	(9)	-	(30,738)
Decrease	1,547	27,467	4,252	29,611	28,394	1,220	-	92,491
Other movements	158	1,785	-	(1,223)	(3)	126	-	843
Balance at 31 December 2020	**(58,324)**	**(908,759)**	**(161,889)**	**(774,244)**	**(222,816)**	**(50,694)**	**-**	**(2,176,727)**
Disposals	-	110,352	-	39,789	-	1,667	-	151,808
Exchange rate gains (losses)	(1,929)	(43,077)	(4,454)	(26,320)	-	(825)	(86)	(76,691)
Increase (Note XXXIV)	(2,479)	(95,405)	(10,856)	(63,842)	(15,632)	(2,171)	-	(190,385)
Impairment losses (Note XXXIV)	-	(4,324)	(845)	(1,063)	(4,489)	-	(1,956)	(12,677)
Decrease	1,074	96,190	9,961	49,986	21,276	1,537	-	180,024
Other movements	138	2,144	-	(1,585)	(1)	2	-	698
Balance at 31 December 2021	**(61,520)**	**(842,879)**	**(168,083)**	**(777,279)**	**(221,662)**	**(50,484)**	**(2,042)**	**(2,123,950)**
Carrying amount								
Balance at 31 December 2020	**50,138**	**488,501**	**48,548**	**200,556**	**89,608**	**5,241**	**85,355**	**967,946**
Balance at 31 December 2021	**51,326**	**336,104**	**49,091**	**157,449**	**92,350**	**4,366**	**87,508**	**778,193**

Capital expenditure in 2021 amounted to € 122,228k, while the net carrying amount of disposals was € 6,967k in addition to € 146,506k in net disposals for the US motorway operations (Section 2 – Disposals). The disposals produced no significant net capital gains. Other movements consist mainly of the reclassification upon completion of assets under construction. Details of capital expenditure by channel and principal locations are provided in the Directors' Report.

Depreciation came to € 190,385k for the year (€ 224,097k in 2020).

Impairment testing of individual locations resulted in net impairment losses of € 12,677k (€ 30,738k in 2020), including the reversal of losses charged in previous years (up to historical amortized cost as of the reversal date for immaterial amounts) where the reasons for impairment no longer exist (€ 675k in 2021). Consistently with the method followed in the 2020 financial statements, impairment testing was based on the estimated future cash flows for each location (without incorporating any assumed efficiency gains), discounted at the average cost of capital, which reflects the cost of money and the specific business risk associated with each country.

"Leasehold improvements" refer to expenses incurred to set up or adapt leased premises and concessions. This includes costs for the development of locations managed at airports, at shopping centers in North America, and at several locations prevalently on Italian motorways.

"Assets under construction and payments on account" are concentrated mostly in the United States and Italy and include investments for new openings and contract renewals.

VIII. RIGHT-OF-USE ASSETS

The following tables detail changes in right-of-use assets in 2021 and 2020:

(€k)	Buildings	Other	Total
Gross carrying amount			
Balance at 1 January 2020	**2,710,972**	**5,693**	**2,716,665**
Acquisitions	17,158	-	17,158
Disposals	(98,036)	(584)	(98,620)
Exchange rate gains (losses)	(121,619)	(80)	(121,699)
Additions	113,864	2,446	116,310
Decrease	(233,355)	(444)	(233,799)
Other movements	(4,388)	(42)	(4,430)
Balance at 31 December 2020	**2,384,596**	**6,989**	**2,391,585**
Disposals	(264,836)	-	(264,836)
Exchange rate gains (losses)	104,174	119	104,293
Additions	328,981	1,142	330,123
Decrease	(159,828)	(320)	(160,148)
Other movements	(19,588)	(592)	(20,180)
Balance at 31 December 2021	**2,373,499**	**7,338**	**2,380,837**
Depreciation/Impairment losses			
Balance at 1 January 2020	**(355,325)**	**(2,367)**	**(357,692)**
Acquisitions	(3,480)	-	(3,480)
Disposals	31,166	369	31,535
Exchange rate gains (losses)	26,600	42	26,642
Increase (Note XXXIV)	(354,837)	(2,077)	(356,914)
Impairment losses (Note XXXIV)	(27,661)	-	(27,661)
Decrease	40,000	342	40,342
Other movements	4,388	42	4,430
Balance at 31 December 2020	**(639,149)**	**(3,649)**	**(642,798)**
Disposals	39,523	-	39,523
Exchange rate gains (losses)	(37,181)	(81)	(37,262)
Increase (Note XXXIV)	(304,116)	(1,778)	(305,894)
Impairment losses (Note XXXIV)	(41)	-	(41)
Decrease	32,667	251	32,918
Other movements	19,592	588	20,180
Balance at 31 December 2021	**(888,705)**	**(4,669)**	**(893,374)**
Carrying amount			
Balance at 31 December 2020	**1,745,447**	**3,340**	**1,748,787**
Balance at 31 December 2021	**1,484,794**	**2,669**	**1,487,463**

Right-of-use assets amounted to € 1,487,463k at 31 December 2021 (€ 1,748,787k at the end of 2020).

Of the net change in this item, € 330,123k (€ 116,310k at 31 December 2020) concerns new contracts and the remeasurement of leases further to the lease term extensions agreed with landlords and the Italian government's two-year extension of motorway concessions pursuant to Decree Law 121/2021 in connection with the Covid-19 pandemic and other changes concerned Covid-related negotiations, a decrease for early lease terminations (€ 127,230k, compared with € 193,457k in 2020), and the disposal of the North American motorway business for € 225,313k (Section 2 - Disposals), as well as exchange differences. These transactions did not have a significant economic impact.

Depreciation on this item came to € 305,894k for the year (€ 356,914k in 2020).

Impairment testing of individual points of sale resulted in impairment losses of € 8,927k (€ 27,661k in 2020, mostly in the United States and Italy), net of impairment reversals of € 8,886k.

"Buildings" refers essentially to area concessions, business leases and commercial leases, while "Other assets" consist mainly of leased vehicles.

In particular:

- Area concessions are contracts with which the infrastructure operator (motorway or airport) grants a concession to a specialized entity to arrange and provide food & beverage and/or fuel services, authorizing it (i) to build and install, on land owned by the grantor, buildings, plant, furnishings and fittings designed for the sale of food and drink, complementary products and groceries and/or for the distribution of fuel, and (ii) to carry on this business against payment of a fee based on turnover, with certain stipulations regarding the means and continuity of service provision during the business hours established by the grantor.
  It frequently occurs that the subconcession for all the services of an entire motorway service area or airport terminal is assigned to a single entity, which then sub-assigns each individual service to a number of additional specialized firms. Usually, on expiry of the contract, the assets built for the provision of motorway services must be transferred free of charge to the grantor, while this is almost never the case for airport terminals;
- leasing a business or business branches allows an operator to use rights and/or buildings, equipment etc. organized to serve food and beverage products. In some cases the business consists of an authorization to operate and of administrative licenses, in which case the operator incurs the necessary capital expenditure and provides the service. In other cases, a firm leases a company consisting of both the authorization and the necessary buildings and equipment. Leasing a company in the concession business entails the obligation to ensure continuity of service and payment of a fee; for primary concession contracts between a petrol company and a motorway operator, it also entails payment of the royalties due by the petrol company;
- in a commercial lease, the operator uses buildings for business activity against payment of rent. The premises are equipped and furnished according to the specifications and at the expense of the operator, who must clear the premises when the lease expires.

These latter two types of concession are common (i) along motorways, where there are area or service sub-concessions assigned to a petrol company, which then turns to a caterer, and (ii) in cities, railway stations and shopping centers, according to the business objectives of the owner of the property.

IX. GOODWILL

At 31 December 2021 goodwill amounted to € 816,944k, compared with € 819,473k the previous year.

The cash-generating units (CGUs) were identified on the basis of business segment, following a geographical/operational logic, consistently with the governance responsibilities of the chief executive officers of those segments and the minimum level at which goodwill is monitored for internal management purposes.

The carrying amounts of goodwill by geographical CGU are as follows:

(€k)	31.12.2021	31.12.2020	Change
North America	400,593	412,950	(12,357)
International	69,219	65,544	3,675
Europe			
Italy	83,631	83,631	-
Other European countries	263,501	257,348	6,153
Total	**816,944**	**819,473**	**(2,529)**

The change since the previous year relates to the disposal of the US motorway operations (€ 44,988k), whose effect was partially offset by exchange differences of € 42,459k, mostly involving the U.S. dollar.

In a context marked by the ongoing Covid-19 pandemic throughout 2021, impairment testing was carried out following the same methods used in previous years, as recommended in ESMA communications of the past two years[56].

In consideration of the significant amount of goodwill recognized, the recoverability of the goodwill allocated to each CGU was tested by estimating its value in use, defined as the present value of estimated future cash flows discounted at a rate differentiated by geographical area reflecting the specific risks of the individual CGUs at the measurement date. The discount rate was set using the capital assets pricing model, based on indicators and variables observable in the market.

The estimated future cash flows of each CGU for the five-year period 2022-2026, used to determine recoverable amount, have been calculated by each country's executive team, validated by the country and the relevant CGU's management, approved by Group Senior Management (CEO and CFO), and reviewed by the Board of Directors.

They have been estimated on the basis of the 2022 budget and financial projections for 2023-2026 (explicit forecast period) and developed by the CGUs' management on the basis of expected traffic curves in the channels served by the Group, which were modelled in consideration of the specific features of those channels and the data provided by airport authorities and other external sources.

Cash flows beyond the range of financial projections have been estimated by normalizing the information from those projections, using the discount rate described above, and applying nominal growth rates ("g") which do not exceed the long-term growth estimates of each CGU's sector and country of operation (consistently with medium- to long-term inflation forecasts by the International Monetary Fund), and by using the perpetuity method to calculate terminal value. For all CGUs, growth investments are correlated with the expiration of contracts, while maintenance investments are assumed to be consistent with historical trends; the financial projections, in line with IAS 36 and consistently with previous tests, do not include the effects of potential new contract acquisitions that have not yet been assigned.

56 ESMA – "European common enforcement priorities for 2020 annual financial reports" of 28 October 2020 and "European common enforcement priorities for 2021 annual financial reports" of 29 October 2021.

The findings and conclusions of the impairment tests are backed by a Fairness Opinion issued by an independent third-party company which, including on the basis of independent checks, confirms the overall reasonableness of the outcomes and the proper application of the impairment model.

The following table shows the discount rates used for impairment testing at 31 December 2019 and 31 December 2020:

	Discount Rate at 31.12.2021	Discount Rate at 31.12.2020	Discount Rate at 31.12.2019
North America	6.4%	6.5%	5.7%
International	7.2%	7.4%	6.7%
Italy	6.6%	6.6%	5.8%
Other European countries	5.3%	5.1%	4.4%

On the basis of these assumptions, the amount of goodwill attributed to each CGU was found to be fully recoverable.

Sensitivity analyses were then conducted, taking into account the changes in the discount rate and “g” rate; and "break-even" WACC and EBITDA were identified to find the levels beyond which goodwill would be subject to impairment.

In detail:

- the following table shows the discount rates at which there would no longer be a gap between the individual CGU’s value in use and book value (“stress rates”):

	Discount rate at 31.12.2021	“Break-even” Discount Rate at 31.12.2021
North America	6.4%	12.1%
International	7.2%	12.4%
Italy	6.6%	8.3%
Other European countries	5.3%	7.6%

- in the sensitivity analysis of the “stress rate” it should be noted that the likelihood of a further increase in the WACC is remote, as this would be in addition to the substantial WACC increase resulting from the pandemic (Group average +0.7% in 2021 with respect to the 2019 test), which already incorporates the higher volatility and uncertainty in the Group’s industry and in the equity market in general;
- in order to eliminate the difference between the CGU’s value in use and carrying amount, the Group would have to suffer EBITDA losses of around € 130m per year for the next five years, which is not a likelihood based on the five-year projections.

These sensitivity analyses, therefore, also confirmed the full recoverability of goodwill.

See the paragraph “ESG Risks - Climate change and environment” about the impact of climate change on the financial statement line items and the related risk of impairment.

X. OTHER INTANGIBLE ASSETS

The following tables show movements in other intangible assets in 2021 and 2020.

(€k)	Concessions, licenses, trademarks and similar rights	Other	Assets under construction and advances on payments	Total
Gross carrying amount				
Balance at 1 January 2020	**236,552**	**122,548**	**5,608**	**364,708**
Acquisitions	1,015	190	-	1,205
Disposals	(5,768)	-	-	(5,768)
Exchange rate gains (losses)	(9,042)	(106)	-	(9,148)
Additions	2,616	1,682	4,444	8,742
Decrease	(4,272)	(631)	(18)	(4,921)
Other movements	657	3,034	(4,415)	(724)
Balance at 31 December 2020	**221,758**	**126,717**	**5,619**	**354,094**
Disposals	(5,493)	-	-	(5,493)
Exchange rate gains (losses)	8,036	66	-	8,102
Additions	1,822	1,631	9,575	13,028
Decrease	(5,861)	(62)	(252)	(6,175)
Other movements	334	4,040	(3,951)	423
Balance at 31 December 2021	**220,596**	**132,392**	**10,991**	**363,979**
Amortization/Impairment losses				
Balance at 1 January 2020	**(133,466)**	**(100,426)**	**-**	**(233,892)**
Acquisitions	(92)	(187)	-	(279)
Disposals	5,628	-	-	5,628
Exchange rate gains (losses)	4,605	66	-	4,671
Increase (Note XXXIV)	(18,736)	(9,695)	-	(28,431)
Impairment losses (Note XXXIV)	(875)	(111)	-	(986)
Decrease	4,249	631	-	4,880
Other movements	1	21	-	22
Balance at 31 December 2020	**(138,686)**	**(109,701)**	**-**	**(248,387)**
Disposals	4,695	-	-	4,695
Exchange rate gains (losses)	(4,480)	(49)	-	(4,529)
Increase (Note XXXIV)	(16,909)	(9,174)	-	(26,083)
Impairment losses (Note XXXIV)	(1,838)	(37)	-	(1,875)
Decrease	5,535	61	-	5,596
Other movements	(478)	-	-	(478)
Balance at 31 December 2021	**(152,161)**	**(118,900)**	**-**	**(271,061)**
Carrying amount				
Balance at 31 December 2020	**83,071**	**17,016**	**5,619**	**105,706**
Balance at 31 December 2021	**68,434**	**13,492**	**10,991**	**92,917**

Capital expenditure in 2021 came to € 13,028k, mostly for business software, while amortization totalled € 26,083k (€ 28,431k in 2020).

"Disposals" refer to the disposal of the US motorway business (Section 2 - Disposals).

"Other movements" consist mainly of the reclassification upon completion of assets under construction.

All "Other intangible assets" have finite useful lives.

Impairment testing of individual points of sale, carried out in conjunction with the property, plant and equipment testing mentioned in Note VII, led to intangible asset impairment losses of € 1,875k for the year (€ 986k in 2020).

XI. INVESTMENTS

This item is mainly comprised of associates and joint ventures, measured using the equity method.

Any surplus of an investment's carrying amount over pro rata equity represents future profitability inherent in the investment.

For the sake of thoroughness, we report that the following were recognized in accordance with the equity method:
- net positive adjustments of € 122k under "Share of the profit (loss) of equity method investments" (compared with negative adjustments of € 192k in 2020);
- immaterial exchange differences (vs. net exchange losses of € 59k the previous year) in the statement of comprehensive income.

Investments at 31 December 2021 and 31 December 2020 are detailed below:

	31.12.2021								
					Revenues	Total assets	Total liabilities	Profit (loss) for the year	Carrying amount
Name	Registered office	Countries	% held	Currency	Currency/000			€/000	
DLV-WSE. LLC *	California	USA	49%	USD	-	-	-	33	-
QA HMSHost LLC	Doha	Qatar	49%	QAR	-	-	-	-	-
Caresquick N.V.	Antwerp	Belgium	50%	EUR	4,317	1,820	1,011	89	910
Other									51
Total as of 31 December 2021								**122**	**961**

(*) Wound up in 2021.

	31.12.2020								
					Revenues	Total assets	Total liabilities	Profit (loss) for the year	Carrying amount
Name	Registered office	Countries	% held	Currency	Currency/000			€/000	
DLV-WSE. LLC	California	USA	49%	USD	473	-	-	(69)	-
Caresquick N.V.	Antwerp	Belgium	50%	EUR	3,436	2,103	1,481	(123)	821
Other									64
Total as of 31 December 2020								**(192)**	**885**

XII. LEASE RECEIVABLES

(€k)	31.12.2021	31.12.2020	Change
Lease receivables – current	15,964	15,003	961
Lease receivables – non current	59,890	61,808	(1,918)
Total	**75,854**	**76,811**	**(957)**

The recognition of lease receivables represents the transfer of some of the Group's rights of use to third parties under sublet agreements (mostly in North America). At 31 December 2021 this item amounted to € 75,854k (€ 76,811k at the end of 2020), of which € 15,964k (€ 15,003k at 31 December 2020) was classified under current assets and € 59,890k (€ 61,808k the previous year) under non-current assets.

Of the change for the year, € 15,160k (€ 22,523k at 31 December 2020) refers to new sublet agreements and the remeasurement of existing ones, € 4,798k (€ 8,166k the previous year) to early terminations, € 2,193k to the disposal of the US motorway business, and € 5,241k to exchange gains.

Implicit interest accrued came to € 2,384k (€ 4,342k in 2020), while amounts received totalled € 9,468k (€ 8,343k the previous year).

In addition, these receivables decreased as a result of the permanent rent reduction agreements on sublets that the Group has granted in connection with the Covid-19 emergency (see Note XXIX for the impact on the income statement).

XIII. OTHER FINANCIAL ASSETS

(€k)	31.12.2021	31.12.2020	Change
Interests-bearing sums with third parties	3,943	12,021	(8,078)
Guarantee deposits	18,978	18,398	580
Other financial receivables from third parties	7,974	2,272	5,702
Fair value of interest rate hedging derivatives	-	4,659	(4,659)
Total	**30,895**	**37,350**	**(6,455)**

"Interest-bearing sums with third parties" consist of security deposits on which the Group receives interest. The decrease reflects the disposal of the US motorway business.

"Guarantee deposits" are essentially in line with the previous year.

"Other financial receivables from third parties" consist primarily of the non-current portion of capital advances due back from the non-controlling shareholders of some North American subsidiaries and non-subsidiary companies; the amount takes account of their ability to pay the sums back with future earnings. The increase in this item refers to new loans granted, the partial reversal of writedowns recognized in 2020, and exchange differences.

"Fair value of interest rate hedging derivatives" includes the non-current portion of the fair value measurement of derivatives with a combined notional value of $ 100m; those derivatives were unwound as part of the refinancing completed in December 2021 (Note XXIV).

XIV. DEFERRED TAX ASSETS AND LIABILITIES

At the end of 2021, deferred tax assets not offsettable against deferred tax liabilities amounted to € 62,279k (€ 76,694k at 31 December 2020). At the end of 2021, deferred tax liabilities not offsettable against deferred tax assets amounted to € 16,243k (€ 46,241k the previous year).

Deferred tax liabilities and deferred tax assets are broken down as follows:

(€k)	31.12.2021	31.12.2020
Deferred tax liabilities gross	78,246	111,823
Deferred tax assets available for offset	(62,003)	(65,582)
Deferred tax liabilities non available for offset	**16,243**	**46,241**
Deferred tax assets non available for offset	**62,279**	**76,694**

The following tables show gross movements in deferred taxes in 2021 and 2020.

(€k)	31.12.2020	Recognised in profit and loss	Recognised in other comprehensive income	Exchange rate gains (losses) and other variations	Consolidation perimeter variation	31.12.2021
Deferred tax assets						
Property, plant and equipment and intangible assets	28,882	3,969	(3)	(3,080)	-	29,768
Right-of-use assets	13,700	9,174	-	574	-	23,448
Trade receivables	14,826	(3,582)	-	1,024	-	12,268
Other assets	3,494	(4,358)	-	6,298	-	5,434
Defined benefit plans and provisions for personnel	17,868	(1,287)	(1,069)	1,057	-	16,569
Provision for risks and charges	2,524	(766)	-	-	-	1,758
Other reserves and retained earnings	5,086	-	-	(5,086)	-	-
Other liabilities	526	(163)	-	180	-	543
Carry-forward tax losses	55,371	(33,956)	-	13,079	-	34,494
Total	**142,276**	**(30,969)**	**(1,072)**	**14,048**	**-**	**124,282**
Deferred tax liabilities						
Property, plant and equipment and intangible assets	72,689	(28,302)	-	3,495	-	47,882
Right-of-use assets	1,048	(567)	-	57	-	538
Other assets	34,812	(10,255)	-	2,244	-	26,801
Provision for risks and charges	145	(80)	-	3	-	68
Defined benefit plans and provisions for personnel	1,866	-	-	53	-	1,919
Other reserves and retained earnings	54	1	-	3	-	58
Other liabilities	1,211	(294)	-	63	-	980
Total	**111,823**	**(39,497)**	**-**	**5,918**	**-**	**78,246**

(€k)	31.12.2019	Recognised in profit and loss	Recognised in other comprehensive income	Exchange rate gains (losses) and other variations	Consolidation perimeter variation	31.12.2020
Deferred tax assets						
Property, plant and equipment and intangible assets	22,789	6,613	24	(641)	96	28,882
Right-of-use assets	9,270	6,173	-	(813)	(930)	13,700
Trade receivables	3,303	12,624	-	(1,101)	-	14,826
Other assets	2,165	860	-	469	-	3,494
Defined benefit plans and provisions for personnel	26,291	(6,400)	(1,026)	(997)	-	17,868
Provision for risks and charges	1,329	1,195	-	-	-	2,524
Other reserves and retained earnings	-	5,464	-	(378)	-	5,086
Other liabilities	1,791	(1,377)	-	112	-	526
Carry-forward tax losses	40,196	135,220	-	(118,963)	(1,082)	55,371
Total	**107,134**	**160,372**	**(1,002)**	**(122,314)**	**(1,916)**	**142,276**
Deferred tax liabilities						
Property, plant and equipment and intangible assets	59,340	18,320	-	(4,971)	-	72,689
Right-of-use assets	683	430	-	(65)	-	1,048
Other assets	26,166	11,489	-	(2,844)	-	34,812
Provision for risks and charges	157	(13)	-	1	-	145
Defined benefit plans and provisions for personnel	1,858	-	-	8	-	1,866
Other reserves and retained earnings	4,333	(4,275)	-	(4)	-	54
Other liabilities	1,650	(440)	-	-	-	1,211
Total	**94,187**	**25,511**	**-**	**(7,876)**	**-**	**111,823**

Tax losses existing at 31 December 2021 on which deferred tax assets have not been recognized amount to € 462,903k, mainly in Italy. The corresponding unrecognized tax benefit would be € 114,030k.

As mentioned in the section on accounting standards, deferred tax assets on tax losses are recognized prudently up to the amount that is probable to be recovered, taking account, for the Italian companies in the fiscal subgroup headed up by Autogrill S.p.A., of the tax consolidation contract.

XV. OTHER RECEIVABLES

"Other non-current receivables" at 31 December 2021 amounted to € 44,344k (€ 104,916k at 31 December 2020). The significant decrease of € 60,572k is due primarily to the reclassification to "Tax assets" of the gain realized in 2020 by the US subsidiary under the carry-back mechanism, which will be received in 2022 in the amount of € 55,761k ($ 63,155k).

CURRENT LIABILITIES

XVI. TRADE PAYABLES

"Trade payables" at 31 December 2021 came to € 357,609k. The net increase with respect to the balance of € 292,097k at 31 December 2020 is explained chiefly by the growth of purchasing during the period, in parallel with the upturn in business volumes following the course of the Covid-19 pandemic.

XVII. TAX LIABILITIES

"Current tax liabilities" amount to € 1,164k (€ 1,176k at 31 December 2020) and refer to taxes accrued during the year net of offsettable credits. The balance is in line with the previous year.

XVIII. OTHER PAYABLES

(€k)	31.12.2021	31.12.2020	Change
Personnel expense	98,444	64,227	34,217
Due to suppliers for additions of capital expenditure	75,164	87,450	(12,286)
Social security and defined contribution plans	43,605	34,023	9,582
Indirect taxes	59,738	32,905	26,833
Withholding taxes	7,122	6,097	1,025
Other	94,920	41,661	53,259
Total	**378,993**	**266,363**	**112,630**

Most of the net increase in "Personnel expense" reflects the upturn in business and the relaxing of measures taken by Group management in 2020 to mitigate the effects of the Covid-19 crisis. The measures that were relaxed with respect to 2020 mainly concern a reduction in working hours consistently with the decline in traffic, the use of different forms of relief measures put in place by local governments and equivalent actions in the countries served by the Group and personnel accruals of 2021, as well.

The significant decrease in "Amounts due to suppliers for additions of capital expenditure" reflects decreased investment as a result of the pandemic. It is also explained by the settlement of capex payables upon the disposal of the US motorway business (Section 2 – Disposals).

The item "Social security and defined contribution plans" refers to the amount due to local social security institutions and payments due under defined contribution programs. The increase mostly regards the extended payment terms granted by the governments of various countries as a form of Covid relief (€ 6,401k).

Most of the change in "Indirect taxes" concerns value added tax/sales tax. The increase pertains chiefly to the extended payment terms granted by the Dutch tax authorities in accordance with a government regulation concerning Covid-19 (€ 24,490k).

In addition to sundry payables, the heading "Other" includes amounts due to Directors and Statutory Auditors as well as deferred promotional contributions from suppliers and accrued liabilities for utilities and maintenance, which increased as a result of the recovery in business. At 31 December 2021 this item also includes € 13,409k due by the German subsidiary Le CroBag GmbH & Co KG to the Benetton Group for Covid-19 relief payments which, as part of the joint request filed with the Benetton Group, will be received in the name and on behalf of the Benetton Group and paid over to it once received from the German government (Section 11 – Other information – Related party transactions).

XIX. OTHER FINANCIAL LIABILITIES

(€k)	31.12.2021	31.12.2020	Change
Accrued expense and deferred income for interest on loans	1,212	14,231	(13,019)
Liabilities due to others	226	989	(763)
Fair value of exchange rate hedging derivatives	151	97	54
Other financial accrued expense and deferred income	-	23	(23)
Total	**1,589**	**15,340**	**(13,751)**

In 2020, "Accrued expenses and deferred income for interest on loans" consisted mainly of interest on the American bond loan contracted by the US subsidiary HMSHost Corporation. The sharp decrease is due primarily to the refinancing completed in December 2021, as described in Note XXIV.

"Liabilities due to others" refer mainly to financial payables to the non-controlling shareholders of certain North American subsidiaries.

"Fair value of exchange rate hedging derivatives" refers to the fair value measurement of the derivatives entered into to hedge currency risk, in particular to the forward sale and/or purchase of currency by the US subsidiary and Autogrill Europe S.p.A.

NON-CURRENT LIABILITIES

XX. OTHER PAYABLES

These amount to € 16,166k (€ 29,177k at 31 December 2020) and consist of the € 7,920k due to personnel for defined contribution plans (€ 7,837k at 31 December 2020).

The net change with respect to 31 December 2020 refers mainly to the offsetting, allowed as of this year, of the Employee Retention Tax Credit (ERTC) of the US subsidiary HMSHost Corporation (€ 16,465k, or $ 18,648k) against the corresponding receivable for the amount not yet received (€ 16,601k, or $ 18,802k).

XXI. LOANS

(€k)	31.12.2021	31.12.2020	Change
Current account overdrafts	32,809	58,154	(25,345)
Unsecured bank loans	5,312	206,975	(201,663)
Total current	**38,121**	**265,129**	**(227,008)**
Unsecured bank loans	549,401	1,190,681	(641,280)
Fair value adjustment of contractual cash flow modification	-	11,722	(11,722)
Commissions on loans	(5,157)	(5,302)	145
Total non-current	**544,244**	**1,197,101**	**(652,857)**
Total	**582,365**	**1,462,230**	**(879,865)**

"Current unsecured bank loans" consist mainly of ultra-short-term bank borrowings by the Parent company and the North American subsidiaries, as well as the current portion of Covid-19-related loans received by the European subsidiaries.

The change since the previous year reflects the full repayment of the ultra-short-term bank borrowings contracted chiefly by the Parent company and various North American subsidiaries, as well as current payments on long-term loans. In 2020, in fact, this item included the current portion of the amortizing term loan held by Autogrill S.p.A. (€ 12.5m) repaid in July 2021, the current $ 50m portion (€ 40,746k) of the amortizing term loan held by HMSHost Corporation that matured in June 2021, and the current portions of loans obtained by the European subsidiaries (€ 5,413k).

The change in "Non-current unsecured bank loans" is due to the full repayment of the credit lines outstanding at the end of 2020 using the Group's liquidity and the cash made available by the refinancing that concluded in December 2021 (Autogrill S.p.A.'s amortizing term loan of € 200m and HMSHost Corporation's amortizing term loan of $ 347,790k, or € 307,072k).

The refinancing entailed the full release to the income statement of the remaining balance of the fair value adjustment for change in contractual flows and of fees on paid off loans (Note XXXVI).

The breakdown of "Non-current unsecured bank loans" at the close of 2021 and 2020 is presented below:

		31.12.2021		31.12.2020	
	Expiry	Amount (€k)	Drawdowns (€k) *	Amount (€k)	Drawdowns (€k) *
Term Amortizing Facility - HMSHost Corporation	June 2023	-	-	122,239	122,239
Revolving Amortizing Facility - HMSHost Corporation	June 2023	-	-	162,986	162,986
2018 Line		**-**	**-**	**285,225**	**285,225**
Term Amortizing Facility - Autogrill S.p.A.	January 2025	-	-	100,000	100,000
Revolving Amortizing Facility - Autogrill S.p.A.	January 2025	-	-	200,000	200,000
2018 Line		**-**	**-**	**300,000**	**300,000**
Revolving Facility - Autogrill S.p.A.	January 2023	-	-	100,000	100,000
2018 Line		**-**	**-**	**100,000**	**100,000**
Revolving Facility - Autogrill S.p.A.	August 2024	-	-	25,000	25,000
2019 Line		**-**	**-**	**25,000**	**25,000**
Term Amortizing Facility - Autogrill S.p.A.	August 2024	-	-	50,000	50,000
2019 Line		**-**	**-**	**50,000**	**50,000**
Term Amortizing Facility - Autogrill S.p.A.	March 2025	-	-	150,000	150,000
Term Loan Facility (guaranteed by SACE)	June 2025	-	-	300,000	300,000
2020 Line		**-**	**-**	**450,000**	**450,000**
Term Loan Facility - Autogrill S.p.A.	November 2021	-	-	-	-
Term Loan Facility - Autogrill S.p.A. (Tranche I)	October 2026	200,000	200,000	-	-
Term Loan Facility – HMSHost Corporation (Tranche II) **	October 2026	307,072	307,072	-	-
Revolving Amortizing Facility ***	October 2026	500,000	-	-	-
2021 Line		**1,007,072**	**507,072**	**-**	**-**
Other credit lines		48,488	47,641	42,703	38,703
2020 and 2021 Line		**48,488**	**47,641**	**42,703**	**38,703**
Total		**1,055,560**	**554,713**	**1,252,928**	**1,248,928**
of which current portion ******		**5,312**	**5,312**	**58,247**	**58,247**
Total lines of credit net of current portion		**1,050,248**	**549,401**	**1,194,681**	**1,190,681**

* Drawdowns in foreign currency are valued based on exchange rates at 31 December 2021 and 31 December 2020.
** Equivalent to $ 347,790k.
*** Line available to Autogrill S.p.A. and HMSHost Corporation (for the latter, up to $ 200m).
**** At 31 December 2021 the balance refers to the French, Swiss, and Greek subsidiaries (respectively for € 3,660k, € 1,452k and € 200k). In 2020 the balance included $ 50m for the American amortizing term loan, € 12.5m for Autogrill S.p.A.'s amortizing term facility (2019 line), and € 5m for other credit lines held by the Belgian subsidiary.

At 31 December 2021 the Group's committed credit facilities were drawn down by 53% (fully drawn down at 31 December 2020).

On 1 April 2021, Autogrill S.p.A. contracted a term line of € 100m, used on 9 April and fully repaid on 2 July 2021.

Starting in the second quarter of 2021 and throughout the summer, drawdowns on the committed revolving facilities held by Autogrill S.p.A. were repaid in the amount of € 325m and those held by HMSHost Corporation in the amount of $ 200m, using the two companies' available liquidity.

At the end of June, HMSHost Corporation made a $ 50m payment against the amortizing term loan contracted in 2018 for an original amount of $ 200m, and in July Autogrill S.p.A. paid the € 12.5m installment due on the amortizing term loan contracted in 2019 for an original amount of € 50m.

In the fourth quarter the Group revised its debt mix in order to reduce the overall cost of borrowing, improve financial flexibility, and extend average residual duration in continuity with the corporate finance transactions completed in the first nine months of the year.

In that context, on 28 October 2021 Autogrill S.p.A. and a pool of leading banks signed a facility agreement for maximum total principal of one billion euros, which was also entered into by the US subsidiary HMSHost Corporation on 22 November 2021.

The loan is made up of:
- an amortizing term loan of € 500m, to be split into two tranches: i) Tranche I of up to € 200m, available to Autogrill S.p.A. and ii) Tranche II of up to € 300m ($ 347,790k), available in US dollars to the subsidiary HMSHost Corporation. Tranche I will be paid back starting in October 2024 in two yearly installments of € 66m, with a final principal payment of € 68m in October 2026, while Tranche II will be paid back starting in October 2024 in two yearly installments of $ 114.8m, with a final principal payment of $ 118.2m in October 2026;
- a revolving credit line of € 500m available to Autogrill S.p.A. and of up to $ 200m available to HMSHost Corporation, to be fully repaid by October 2026.

The facility agreement requires the compliance with the following financial ratios: leverage ratio (net debt/adjusted EBITDA) of 3.5 or less and interest coverage (adjusted EBITDA/net financial expense) of at least 4.5, calculated on Group consolidated data. The first covenant test will be carried out on financial statement figures at 31 December 2022.

For the calculation of these ratios, net debt, adjusted EBITDA, and financial charges are measured according to contractual definitions and therefore differ from the amounts valid for financial reporting purposes. Thus, the final ratios are not readily apparent from the financial statements.

By contract, the lenders are entitled to cancel the facilities and force the borrower to pay back all amounts in advance in the event of the borrower's change of control. For these purposes, a "change of control" would occur if one or more parties — other than the current key investors of Edizione S.p.A. — acted individually or in concert to acquire control of Autogrill S.p.A. as defined by paragraphs 1.1 and 1.2 of Civil Code Art. 2359.

On 3 December 2021 the Group completed its refinancing through the use of Tranche I of the amortizing term loan in the amount of € 200m by Autogrill S.p.A. and Tranche II of the amortizing term loan in the amount of € 300m ($ 347,790k) by HMSHost Corporation.

The liquidity deriving from the use of these credit lines and — where necessary — the Group's own liquidity were used immediately for the full prepayment of the two companies' loans.

More specifically, HMSHost Corporation closed out the loan contracted in 2018 consisting of i) an amortizing term line originally of $ 200m (drawn down by $ 100m at the time of repayment) and ii) a fully-available revolving line of $ 200m. Both lines were to mature in June 2023.

Autogrill S.p.A. closed out the following:
- the amortizing term line of € 300m contracted in November 2020 and guaranteed by SACE S.p.A., with an original final maturity of June 2025;
- the amortizing term line of € 150m contracted in March 2020, with an original final maturity of March 2025;
- the revolving credit line of € 100m contracted in January 2018 with an original final maturity of January 2023, fully available as of the close-out date;
- the loan consisting of an amortizing term line of € 100m and an amortizing revolving line of € 200m (the latter fully available as of the close-out date), contracted in January 2018 with an original final maturity of January 2025;
- the loan consisting of an amortizing term line of € 50m (outstanding for € 37.5m as of the close-out date) and an amortizing revolving line of € 25m (fully available as of the close-out date), contracted in August 2019 with an original final maturity of August 2024.

Closing out these loans entailed termination of the loan covenants and the limitations deriving from the waivers negotiated in 2020 and 2021 for covenant holidays with respect to the leverage ratio and interest coverage ratio, including a margin supplement on drawdowns during the holiday period, allowing the Group to move towards a lower overall cost of debt and to improve its financial flexibility.

"Other credit facilities" refer mainly to government loans granted to various European subsidiaries to help manage the Covid-19 emergency and support capital expenditure.

During the first six months of the year, the following were obtained: (i) government-guaranteed bank loans to meet liquidity needs for local operations, by the indirect subsidiaries based in France (€ 8.4m) and Germany (€ 4m); (ii) a credit line of € 2.5m to fund capital expenditure by the indirect subsidiary based in Belgium, used in the amount of € 1,654m at the end of December.

XXII. LEASE LIABILITIES

(€k)	31.12.2021	31.12.2020	Change
Lease liabilities – current	309,098	377,289	(68,191)
Lease liabilities – non current	1,383,163	1,590,384	(207,221)
Total	**1,692,261**	**1,967,673**	**(275,412)**

This item includes the current and non-current portion of liabilities arising from the discounting of minimum guaranteed lease payments, as a result of applying IFRS 16.

Of the change in this item, € 344,830k (€ 139,509k at 31 December 2020) concerns new contracts and the remeasurement of leases further to the lease term extensions agreed with landlords and the Italian government's two-year extension of motorway concessions pursuant to Decree Law 121/2021 in connection with the Covid-19 pandemic and other changes concerned Covid-related negotiations, a decrease for early lease terminations (€ 133,631k, compared with € 208,179k in 2020), and the disposal of the US motorway business for € 241,269k (Section 2 - Disposals), as well as exchange gains of € 86,320k.

Implicit interest accrued came to € 45,048k (€ 64,850k in 2020), while amounts paid totalled € 194,760k (€ 138,532k the previous year).

These liabilities did increase as a result of the temporary rent reductions the Group obtained through negotiations with landlords, but the effect was amply offset by decreases reflecting the permanent rent reductions agreed with landlords as a result of the Covid-19 emergency which fall within the scope of application of the amendment to IFRS 16 (see Note XXXII for the impact on the income statement).

XXIII. OTHER FINANCIAL LIABILITIES

(€k)	31.12.2021	31.12.2020	Change
Liabilities due to others	922	1,283	(361)
Total	**922**	**1,283**	**(361)**

"Liabilities due to others" refer mainly to financial payables to the non-controlling shareholders of certain North American subsidiaries.

XXIV. BONDS

(€k)	31.12.2021	31.12.2020	Change
Bonds (current)	-	32,597	(32,597)
Fair value adjustment of contractual cash flow modification	-	209	(209)
Total current	**-**	**32,806**	**(32,806)**
Bonds (non-current)	-	238,021	(238,021)
Fair value adjustment of contractual cash flow modification	-	2,883	(2,883)
Commissions on bond issues	-	(1,217)	1,217
Total non-current	**-**	**239,687**	**(239,687)**
Total	**-**	**272,493**	**(272,493)**

"Bonds" refer to private placements issued by HMSHost Corporation, which were fully redeemed during the year in the context of the Group's refinancing, as detailed below:

- early redemption of the $ 150m private placement issued in January 2013, due to mature in January 2023, with fixed-interest half-yearly coupons of 6.12%;
- early redemption of $ 135m against the $ 200m private placement issued in March 2013 (of which $ 25m was redeemed in September 2020 and $ 40m in September 2021), with half-yearly coupons and split into tranches as summarized in the following table:

Nominal amount ($m)	Issue date	Annual Fixed rate	Expiry
80	March 2013	6.40%	September 2024
55	March 2013	6.45%	September 2025

At the time of the early redemption, the US subsidiary HMSHost Corporation paid the bondholders a contractual make-whole fee, amounting to the present value of future coupons based on the difference between the contractually agreed interest rate and the applicable US Treasury yield for the same maturity. The make-whole cost of € 20,201k ($ 23,915k) is included in "Other financial expense" for the year.

The early redemption of the private placements and consequent termination of the financial covenants and limitations deriving from the waivers associated with the covenant holiday allow the Group to lower the overall cost of debt and improve its financial flexibility.

The interest rate hedges on the bond loans, with a notional amount of $ 100m, have also been unwound. The unwinding process produced an income of € 2,721k ($ 3,219k).

The refinancing entailed the full release to the income statement of the remaining balance of the fair value adjustment for change in contractual flows and of fees on the redeemed private placements (Note XXXVI).

XXV. DEFINED BENEFIT PLANS

At 31 December 2021 the net value of "Defined benefit plans" was € 44,905k (€ 60,082k at the close of the previous year).

The table below shows details of employee benefits recognized as defined benefit plans. The legal obligation for Italian post-employment benefits (trattamento di fine rapporto or "TFR") is € 32,993k, compared with € 37,276k determined on an actuarial basis.

(€k)	31.12.2021	31.12.2020	Change
Defined benefit plans:			
Post-employment benefit	37,276	40,707	(3,431)
Other defined benefit plans	7,629	19,375	(11,746)
Total	**44,905**	**60,082**	**(15,177)**

The following is a reconciliation of the present value of the obligation and the fair value of assets against the liability recognized:

(€k)	31.12.2021	31.12.2020	31.12.2019	31.12.2018	31.12.2017
Present value of the funded plans	84,821	98,630	101,714	94,741	92,547
Fair value of the plan assets	(80,423)	(82,841)	(80,103)	(71,695)	(69,430)
	4,398	**15,789**	**21,611**	**23,046**	**23,117**
Present value of the unfunded plans	40,507	44,293	46,390	47,990	56,993
Net liabilities recognised	**44,905**	**60,082**	**68,001**	**71,036**	**80,110**

The actuarial assumptions used to calculate defined benefit plans are summarized in the following table:

	Italy		Switzerland		Other plans	
	2021	2020	2021	2020	2021	2020
Discount rate	0.4%	0.0%	0.4%	0.2%	0.7%-1.1%	0.0%-1.1%
Inflation rate	1.8%	0.8%	0.6%	0.6%	1.8%	0.6%-1.4%
Yield on assets	-	-	-	-	1.1%	1.9%
Salary increase rate	-	-	1.0%	1.0%	1%-2.3%	1.0%-1.8%
Pension increase rate	2.8%	2.1%	-	-	-	-

The discount rates were determined based on the yield of corporate bonds of high standing at the date of these financial statements.

Below are the amounts recognized in the income statement for defined benefit plans:

(€k)	Full Year 2021	Full Year 2020	Change
Current service costs	2,384	3,264	(880)
Past service costs	(5,167)	(516)	(4,651)
Net interest expense	111	233	(122)
Total	**(2,672)**	**2,981**	**(5,653)**

Interest expense of € 111k is recognized under "Financial expense" net of interest income on plan assets, while the post-employment benefit cost is recognized under "Personnel expense".

Movements in the present value of post-employment benefit obligations are as follows:

(€k)	Italy	Switzerland	Other plans	Total
Present value of the obligation at 31 December 2019	**42,289**	**96,554**	**9,261**	**148,105**
Current service costs	-	2,460	804	3,264
Past service costs	-	-	(516)	(516)
Interest expense	139	287	90	516
Actuarial losses (gains) due to:				
– demographic assumptions	-	(2,581)	82	(2,499)
– financial assumptions	394	1,408	614	2,417
– experience adjustments	316	(2,352)	(43)	(2,078)
Employees' share of contributions	-	2,149	-	2,149
Benefit paid	(2,430)	(6,024)	(363)	(8,817)
Exchange rate losses (gains)	-	507	(12)	494
Other	-	-	(110)	(110)
Present value of the obligation at 31 December 2020	**40,707**	**92,408**	**9,808**	**142,923**
Current service costs	-	2,009	375	2,384
Past service costs	-	(5,167)	-	(5,167)
Interest expense	42	180	68	290
Actuarial losses (gains) due to:				
– demographic assumptions	-	(4,035)	(64)	(4,100)
– financial assumptions	271	(1,963)	(691)	(2,383)
– experience adjustments	946	(1)	(148)	797
Employees' share of contributions	-	1,487	(71)	1,417
Benefit paid	(4,688)	(8,857)	(263)	(13,809)
Exchange rate losses (gains)	-	3,435	18	3,453
Other	-	(394)	(84)	(478)
Present value of the obligation at 31 December 2021	**37,276**	**79,102**	**8,947**	**125,327**

This table shows movements in the present value of plan assets:

(€k)	Italy	Switzerland	Other plans	Total
Fair value of the assets at 31 December 2019	**-**	**75,097**	**5,006**	**80,103**
Interest income	-	231	52	**283**
Estimated yield on plan assets, except interest income	-	1,732	584	**2,316**
Employees' share of contributions	-	2,149	-	**2,149**
Group's share of contributions	-	3,256	361	**3,617**
Benefits paid	-	(6,024)	(58)	**(6,082)**
Exchange rate gains (losses)	-	456	-	**456**
Fair value of the assets at 31 December 2020	**-**	**76,897**	**5,944**	**82,841**
Interest income	-	155	24	**180**
Estimated yield on plan assets, except interest income	-	645	(747)	**(102)**
Employees' share of contributions	-	1,487	-	**1,487**
Group's share of contributions	-	1,763	372	**2,135**
Benefits paid	-	(8,857)	(129)	**(8,986)**
Exchange rate gains (losses)	-	3,262	-	**3,262**
Other	-	(394)	-	**(394)**
Fair value of the assets at 31 December 2021	**-**	**74,959**	**5,464**	**80,423**

The main categories of plan assets are:

(€k)	Switzerland		Belgium	
Cash and cash equivalents	-	0.0%	5,464	100.0%
Equity instruments	17,622	23.5%	-	0.0%
Bonds	34,748	46.4%	-	0.0%
Real estate	15,885	21.2%	-	0.0%
Other securities	6,703	8.9%	-	0.0%
Fair value of the assets at 31 December 2021	**74,959**	**100.0%**	**5,464**	**100.0%**

Equity instruments and bonds have official market prices.

The occurrence of reasonably possible variations in actuarial assumptions at the end of the year would have affected the defined benefit obligation as quantified in the table.

	Italy		Switzerland		Belgium	
(€k)	+0.25%	-0.25%	+0.25%	-0.25%	+0.5%	-0.5%
Discount rate	(615)	633	2,587	(2,429)	1,027	82
Salary increase rate	-	-	471	-	-	-
Pension increase rate	-	-	-	-	-	-
Inflation rate	386	(382)	-	-	-	-

As a result of the revised estimate, the liability for defined benefit plans increased by € 5,584k gross of the tax effect; after € 1,069k in taxes the net impact of € 4,515k was recognized in comprehensive income (Note XXVII). Liabilities for employee benefits decreased by a net € 5,654k, which more than offset the change recorded in OCI, due to net liquidations for the period (€ 4,824k) and the gain recognized in the income statement (€ 5,167k) as a result of the impact of significant involuntary leavings on the determination of past service costs attributable to the Swiss subsidiary.

XXVI. PROVISIONS FOR RISKS AND CHARGES

The change is due to normal allocations and utilizations for the year, and to the release of provisions as described below.

(€k)	31.12.2020	Other movements and exchange rate	Allocations	Reversals	Utilizations	31.12.2021
Provision for taxes	2,843	244	169	-	(27)	3,229
Other provisions	6,750	6,105	4,242	-	(10,532)	6,565
Provision on investment	43	4	-	-	(47)	-
Restructuring provision	6,533	(1)	-	(255)	(5,688)	589
Provision for legal disputes	10,629	136	1,351	(154)	(3,195)	8,767
Provision for onerous contracts	-	-	507	-	-	507
Provision for the refurbishment of third party assets	435	41	759	-	-	1,235
Total provisions for current risks and charges	**27,233**	**6,529**	**7,028**	**(409)**	**(19,489)**	**20,892**
Other provisions	25,508	(5,251)	870	-	(586)	20,541
Provision for legal disputes	1,981	-	711	(153)	(818)	1,721
Provision for the refurbishment of third party assets	7,733	1,505	2,068	(298)	(1,638)	9,370
Total provisions for non-current risks and charges	**35,223**	**(3,746)**	**3,649**	**(451)**	**(3,042)**	**31,633**

(€k)	31.12.2019	Other movements and exchange rate	Allocations	Reversals	Utilizations	31.12.2020
Provision for taxes	2,319	(250)	241	-	533	2,843
Other provisions	8,325	2,697	7,886	-	(12,158)	6,750
Provision on investment	1,416	(1,413)	-	-	40	43
Restructuring provision	-	(87)	6,620	-	-	6,533
Provision for legal disputes	2,408	(561)	10,083	(117)	(1,184)	10,629
Provision for the refurbishment of third party assets	192	(13)	256	-	-	435
Total provisions for current risks and charges	**14,660**	**373**	**25,086**	**(117)**	**(12,769)**	**27,233**
Other provisions	29,724	(5,114)	1,545	(60)	(587)	25,508
Provision for legal disputes	2,028	(1,406)	2,298	(493)	(446)	1,981
Provision for the refurbishment of third party assets	7,500	(143)	1,168	-	(792)	7,733
Total provisions for non-current risks and charges	**39,253**	**(6,663)**	**5,011**	**(553)**	**(1,825)**	**35,223**

PROVISION FOR TAXES

This item relates primarily to disputes over US companies' indirect tax obligations and reflect the advice of the Group's tax advisors. No significant allocations were made during the year.

OTHER PROVISIONS

These consist of a United States "self-insurance" provision covering the deductibles on third-party liability contained in insurance plans, settled on an annual basis. In 2021, € 3,953k was allocated to the current and non-current portions of this provision, determined by independent appraisers on the basis of track records and forecasts regarding accidents, while settlements for the year came to € 11,009k.

PROVISION FOR LEGAL DISPUTES

This provision covers the risk of losing lawsuits brought against Group companies, and takes account of the opinions of the Group's legal advisors. Utilizations concern actual payments, in line with forecasts.

PROVISION FOR THE REFURBISHMENT OF THIRD PARTY ASSETS

This represents the estimated liability for ensuring that leased assets are returned in the contractually agreed condition.

RESTRUCTURING PROVISION

This provision, first recognized in 2020, concerns restructuring plans implemented in Italy and Europe. The plans aim to centralize the strategic functions of the Europe business unit at the Rozzano headquarters (Milan) and to permanently reorganize the Corporate functions. The significant change mostly concerns utilizations to cover plan-related expenses during the first half of 2021.

PROVISION FOR ONEROUS CONTRACTS

This refers to long-term leases or concession agreements on commercial units that are not profitable enough to cover promotional contributions and service fees, with reference to a location of the Austrian subsidiary whose landlord has opted for early termination.

XXVII. EQUITY

Movements in equity items during the year are detailed in the statement of changes in equity.

SHARE CAPITAL

After the Extraordinary Shareholders' Meeting of 25 February 2021 approved the mandate to increase the share capital, the option period ran from 14 June to 29 June inclusive. During the option period 249,110,975 options were exercised for the purchase of 129,537,707 new shares (99.16% of the total), amounting to € 594,578k, of which € 76,427k goes to share capital and the rest to the share premium reserve.

At the end of the option period, 2,107,375 options were unexercised for the purchase of 1,095,835 new shares, or 0.84% of the total. Those options were placed on the Milan Stock Exchange and sold in their entirety on 1 July 2021. They have since been exercised in full, for a total of € 5,030k, of which € 647k has been allocated to share capital and the rest to the share premium reserve.

On 20 July 2021, the certification of the capital increase was filed with the Novara Companies Register.

Therefore, at 31 December 2021 Autogrill S.p.A.'s share capital, fully subscribed and paid in, amounted to € 145,762k (€ 68,688k at 31 December 2020) and was made up of 385,033,542 ordinary shares with no specified par value (254,400,000 shares at the end of 2020).

At 31 December 2021 Schematrentaquattro S.p.A., wholly owned by Edizione S.p.A., held 50.3% of the share capital.

LEGAL RESERVE

The legal reserve (€ 13,738k) is the portion of Autogrill S.p.A. profits that cannot be paid out as dividends, in accordance with Art. 2430 of the Italian Civil Code.

TRANSLATION RESERVE

Translation differences are generated by the translation into euros of the foreign currency financial statements of companies consolidated on a line-by-line basis or using the equity method, net of the fair value of instruments designated as net investment hedges. Of the increase, € 33,366k concerns exchange rate differences from the translation of financial statements in foreign currencies and € 36k to the change in the fair value of instruments designated as net investment hedges, net of the tax effect.

SHARE PREMIUM RESERVE

The share premium reserve, formed as a result of the capital increase described above, includes the portion of the capital increase price designated as a premium: € 524,083k (including € 1,549k from the sale of unexercised options) net of € 21,766k in transaction costs.

OTHER RESERVES AND RETAINED EARNINGS

These include the profits of subsidiaries not distributed as dividends and the amount set aside in connection with the recognized costs of the stock option plans.

Other reserves and retained earnings also include unrealized actuarial gains and losses (net of the tax effect) arising from the remeasurement of defined benefit plan assets and liabilities.

The change in this item was caused mainly by the loss for 2020 that has been carried forward on the basis of the Shareholders' Meeting resolution of 23 April 2021, as well as € 1,028k for contributions made on behalf of a partner of a North American affiliate that later became a wholly-owned subsidiary and € 35k for tax adjustments by the Italian companies Autogrill Italia S.p.A. and Autogrill Europe S.p.A., recipients of the ICT and Payroll divisions transferred by Autogrill Advanced Business Services S.p.A. ("business combination under common control" carried out in 2020).

TREASURY SHARES

At 31 December 2021 Autogrill S.p.A. owned 3,181,641 treasury shares with a carrying amount of € 13,042k, unchanged since the end of 2020.

NON-CONTROLLING INTERESTS

Non-controlling interests amount to € 51,002k, compared with € 59,881k at 31 December 2020. Most of the change is due to the profit for the period (€ 17,331k) and exchange gains of € 4,267k, net of the decrease in non-controlling interests due to reduced contributions for capital expenditure in the amount of € 30,477k.

OTHER COMPREHENSIVE INCOME

The following table shows the components of comprehensive income and the relative tax effect:

	Full Year 2021			Full Year 2020		
(€k)	Gross amount	Tax benefit (expense)	Net amount	Gross amount	Tax benefit (expense)	Net amount
Remeasurements of the defined benefit (liabilities) asset	5,584	(1,069)	4,515	4,476	(1,026)	3,450
Items that will never be reclassified to profit or loss	**5,584**	**(1,069)**	**4,515**	**4,476**	**(1,026)**	**3,450**
Equity-accounted investee - share of other comprehensive income	-	-	-	(59)	-	(59)
Foreign currency translation differences for foreign operations	37,633	-	37,633	(33,364)	-	(33,364)
Gain (loss) on net investment hedge	39	(3)	36	(95)	24	(71)
Items that may be subsequently reclassified to profit or loss	**37,672**	**(3)**	**37,669**	**(33,518)**	**24**	**(33,494)**
Total comprehensive income	**43,256**	**(1,072)**	**42,184**	**(29,042)**	**(1,002)**	**(30,044)**

4. NOTES TO THE INCOME STATEMENT

XXVIII. REVENUE

"Revenue" is detailed below:

(€k)	Full Year 2021	Full Year 2020	Change
Food & Beverage sales	2,596,802	1,983,668	613,134
Oil sales	285,832	232,106	53,726
Total	**2,882,634**	**2,215,774**	**666,860**

In 2021 the Group enjoyed an increase in revenue which improved steadily throughout the year, reflecting greater business volumes as a result of the slowdown in the pandemic (with the gradual easing of restrictions) and the successful vaccination campaign.

See the Directors' Report for a detailed review of sales performance.

XXIX. OTHER OPERATING INCOME

(€k)	Full Year 2021	Full Year 2020	Change
Marketing contributions from suppliers	40,248	36,223	4,025
Income from business leases	24,377	19,143	5,234
Affiliation fees	2,927	2,921	6
Gain on sales of property, plant and equipment	2,008	300	1,708
Other income	107,468	54,531	52,937
Total	**177,028**	**113,118**	**63,910**

"Marketing contributions from suppliers" increased by € 4,025k, due mainly to the higher purchasing volumes as a result of the gradual post-pandemic recovery in traffic in all of the Group's sales channels and countries.

"Income from business leases" refers to variable rent received under such arrangements. The increase was caused by the upturn in business, and the consequent reduction in the impact of completed renegotiations with sub-lessees of the terms and conditions of leases in light of the Covid-19 emergency (€ 7,282k vs. € 11,625k the previous year).

"Affiliation fees" pertain mostly to income earned by the companies Le CroBag and Autogrill Italia S.p.A. for franchised locations; the balance was stable from year to year.

"Gains on sales of property, plant and equipment" increased in 2021 as a result of the disposals in the United States.

"Other income", which includes income from services, reimbursements from third parties, and insurance payments, rose by € 52,937k mostly as a result of:

- the increase in revenue from the sale of food & beverage at American Airlines airport lounges (from € 24,598k or $ 28,096k in 2020 to € 38,289k or $ 45,284k in 2021) under an exclusive five-year contract with the airline (since May 2019) through the US subsidiary HMSHost Corporation;
- various forms of government Covid-19 relief for a total of € 36,531k (zero in 2020), mostly in Germany, France, and Switzerland.

There was basically no change in commissions from the sale of goods and services for which the Group acts as an agent (mostly telephone cards, fuel, and lottery tickets).

XXX. RAW MATERIALS, SUPPLIES AND GOODS

(€k)	Full Year 2021	Full Year 2020	Change
Purchases	1,190,623	902,267	288,356
Change in inventories	(20,659)	32,910	(53,569)
Total	**1,169,964**	**935,177**	**234,787**

The increase in this item correlates with the growth in revenue. See the Directors' Report for further details.

XXXI. PERSONNEL EXPENSE

(€k)	Full Year 2021	Full Year 2020	Change
Wages and social security contribution	740,635	671,614	69,021
Employee benefits	21,100	29,118	(8,018)
Other costs	58,344	72,451	(14,107)
Total	**820,079**	**773,183**	**46,896**

The increase in this item relates chiefly to the recovery of business and a relaxing of the initiatives taken by management in 2020 to mitigate the negative consequences of the pandemic. The measures that were relaxed with respect to 2020 mainly concern a reduction in working hours consistently with the decline in traffic and the use of different forms of relief measures put in place by local governments and equivalent actions in the countries served by the Group. These latter were significantly lower in 2021 (€ 79,784k) than the previous year (€ 155,479k).

The decrease in employee benefits is strictly correlated with the income of € 5,167k reported in Switzerland due to the impact of significant involuntary leavings on the determination of past service costs.

"Other costs" include the portion of the stock option plans pertaining to the year and fees paid during the period to the Board of Directors, as detailed in Section 11 below. The decrease is due to the significant impact of restructuring expenses (€ 18,916k) the previous year.

The headcount was 34,639 (31,092 in 2020).

XXXII. LEASES, RENTALS, CONCESSIONS AND ROYALTIES

(€k)	Full Year 2021	Full Year 2020	Change
Leases, rentals and concessions	90,454	18,956	71,498
Royalties	61,524	45,332	16,192
Total	**151,978**	**64,288**	**87,690**

The balance of "Leases, rentals and concessions" at 31 December 2021 consists of variable lease and concession fees (€ 252,384k), short-term leases (€ 13,118k), low-value leases (€ 5,035k), and fees for access rights (€ 3,448k€). The increase is due to a rise in the variable component (€ 153,885k in 2020) as well as the gain deriving from the release to the income statement in connection with the reduction/cancellation of lease liabilities as a result of the renegotiations concluded with landlords because of the ongoing Covid-19 pandemic, which entailed a reduction in minimum guaranteed lease payments of € 181,950k (€ 194,260k in 2020).

"Royalties" also increased, in line with business performance.

XXXIII. OTHER OPERATING EXPENSE

(€k)	Full Year 2021	Full Year 2020	Change
Utilities	52,386	60,888	(8,502)
Maintenance	60,056	65,757	(5,701)
Cleaning and disinfestations	32,434	29,606	2,828
Consulting and professional services	41,557	39,580	1,977
Commissions on credit card payments	35,633	23,596	12,037
Storage and transport	14,474	11,799	2,675
Advertising	9,350	8,361	989
Travel expenses	12,228	12,804	(576)
Telephone and postal charges	14,448	16,368	(1,920)
Insurance	5,829	5,484	345
Surveillance	1,956	2,065	(109)
Transport of valuables	1,912	2,652	(740)
Banking services	3,968	3,723	245
Sundry materials	23,486	19,702	3,784
Other services	47,020	43,629	3,391
Costs for materials and services	**356,737**	**346,014**	**10,723**
Impairment losses on receivables (Note V)	**(2,535)**	**10,545**	**(13,080)**
For taxes	169	241	(72)
For legal disputes	1,755	11,771	(10,017)
For onerous contracts	507	-	507
For restructuring	(255)	6,620	(6,875)
For other risks	5,112	9,370	(4,257)
Allocation to provisions for risks (Note XXVI)	**7,288**	**28,002**	**(20,714)**
Indirect and local taxes	**20,332**	**19,692**	**640**
Other operating expense	**13,784**	**12,079**	**1,705**
Total	**395,606**	**416,332**	**(20,726)**

The increase in "Costs for materials and services" relates mainly to the rise in fees on credit card payments. The other items were essentially in line with the previous year, thanks to the cost-cutting measures taken by Group companies starting in March 2020 in light of the decrease in sales due to the spread of Covid-19. As better detailed in the Directors' Report, however, this item was affected by the final reckoning of non-recurring logistics costs, and by the introduction of important measures to protect the health and safety of employees and customers for € 1,971k (€ 5,667k in 2020).

"Allocations to provisions for risks" decreased substantially with respect to the 2020 figure, which was heavily influenced by provisions made by the North American subsidiaries against legal disputes with employees and third parties and provisions for restructuring costs in European countries. See Note XXVI for further details.

XXXIV. DEPRECIATION, AMORTIZATION AND IMPAIRMENT LOSSES

The following table summarizes this item by asset category:

(€k)	Full Year 2021	Full Year 2020	Change
Other intangible assets	26,083	28,431	(2,348)
Property, plant and equipment	174,753	205,813	(31,060)
Assets to be transferred free of charge	15,632	18,284	(2,652)
Right-of-use assets	305,894	356,914	(51,020)
Total	**522,362**	**609,442**	**(87,080)**

Depreciation of right-of-use assets is broken down below by asset category:

(€k)	Full Year 2021	Full Year 2020	Change
Buildings	304,116	354,837	(50,721)
Other	1,778	2,077	(299)
Total	**305,894**	**356,914**	**(51,020)**

The steep reduction for property, plant and equipment reflects lower capital expenditure as a result of the Covid-19 pandemic, and for assets to be transferred free of charge, the effect of the two-year extension of Italian motorway concessions as established by Art. 2(2) of Decree Law 121/2021.

The depreciation of right-of-use assets decreased further as a result of the business slowdown in 2020, which led to fewer store openings, and the remeasurement of leases further to negotiations arising from the contractual extensions agreed with landlords.

Contributing to the reduction in both items was the disposal of the Spanish operations at the end of the previous year (€ 20,709k for all of 2020) and of the US motorway business in late July 2021 (€ 13,384k for the period August-December 2020).

During the year a total of € 23,479k in impairment losses was recognized (€ 61,656k in 2020), following impairment tests based on the prospective cash flows of each point of sale. Most of the impairment losses were recognized in the United States, Italy, Belgium, and Switzerland.

As mentioned earlier, these impairment losses reflect the new earnings projections of various locations which, due to the Covid-19 emergency and medium-term expectations regarding a return to pre-pandemic profitability, led management to change its location management strategies and to plan on exiting from these contracts in the coming months.

In this regard, in 2021 there was also a positive effect of € 8,886k from the early closure of two locations in the United States that management had already decided to exit in 2020.

The following table breaks down net impairment losses by category:

(€k)	Full Year 2021	Full Year 2020	Change
Goodwill	-	2,271	(2,271)
Other intangible assets	1,875	986	889
Property, plant and equipment	8,188	27,719	(19,531)
Assets to be transferred free of charge	4,489	3,019	1,470
Right-of-use assets	41	27,661	(27,620)
Total	**14,593**	**61,656**	**(47,063)**

See notes VII, VIII, IX, and X for details of the assumptions and criteria used to measure the recoverability of these categories of non-current assets.

XXXV. CAPITAL GAINS FROM THE DISPOSAL OF OPERATING ACTIVITIES

For 2021 this item refers to the disposal of the US motorway operations; for 2020 it concerned the disposal of Autogrill Iberia S.L.U. For further details see Section 2 of these Notes.

XXXVI. FINANCIAL INCOME AND EXPENSE

(€k)	Full Year 2021	Full Year 2020	Change
Interest income	1,090	1,320	(230)
Exchange rate income	-	1,103	(1,103)
Finance income on lease receivables	2,384	4,342	(1,958)
Other financial income	3,650	1,629	2,021
Total financial income	**7,124**	**8,394**	**(1,270)**

(€k)	Full Year 2021	Full Year 2020	Change
Interest expense	31,184	54,785	(23,601)
Finance expense on lease liabilities	45,048	64,850	(19,802)
Discounting of long-term liabilities	501	426	75
Exchange rate losses	64	-	64
Interest differential on exchange rate hedges	914	504	410
Fees paid on loans and bonds	8,391	199	8,192
Ineffective portion of hedging instruments	-	6	(6)
Other financial expense	21,947	550	21,397
Total financial expense	**108,049**	**121,320**	**(13,271)**
Total net financial expense	**(100,925)**	**(112,926)**	**12,001**

For 2021, net financial expense of € 100,925k (€ 112,926k the previous year) includes € 42,664k (€ 60,508k in 2020) in net implicit interest on lease liabilities in accordance with international accounting standard IFRS 16.

In light of the ongoing Covid-19 pandemic, in March 2021 a new set of covenant holidays was arranged with lender banks and bondholders for the temporary suspension of required parameters (leverage ratio and interest coverage ratio). These contractual changes, in accordance with IFRS 9, led to a revision of the 2020 calculation of the difference between the present value of the modified cash flows discounted using the original effective interest rate and the present value of the original cash flows, entailing the recognition of € 13,648k in interest expense (€ 22,300k in 2020, for the first round of covenant holidays). During the year, prior to the refinancing described above, € 20,803k was released to the income statement (€ 6,976k in 2020).

The debt refinancing that concluded in December 2021 entailed the following:

- an increase in fees due to the release to the income statement of not-yet-amortized upfront fees on the loans repaid in advance (€ 7,938k);
- an increase in other financial expense due mainly to the payment to US bondholders of a contractual make-whole fee, amounting to the present value of future coupons based on the difference between the contractually agreed interest rate and the applicable US Treasury yield for the same maturity. The expense of the make-whole fee of € 20,201k ($ 23,915k) was partially offset by the unwinding of interest rate derivatives hedging the change in fair value of the bonds issued by HMSHost Corporation (notional amount $ 100m), which produced an income of € 2,721k ($ 3,219k).

The early repayment of bank loans and US bonds for which covenant holidays had been agreed led to the release to the income statement of € 7,735k, for the not-yet-amortized portion of the fair value adjustment recognized on application of IFRS 9 classified under interest expense.

That amount was partially offset by higher interest expense in 2021 due to the increase in margins on bank loans and bond coupons during the covenant holiday that began in June 2020 and ended in December 2021 with full repayment and cancelation of the loan agreements and bonds.

There was also a reduction in finance expense on lease liabilities, due to the general decrease in the incremental borrowing rate used for new contracts and for remeasurements not related to indexing.

XXXVII. REVALUATIONS (WRITE-DOWN) OF FINANCIAL ASSETS

Amounting to € 1,634k in 2021, this item includes the writeback of loans granted to the non-controlling shareholders of some North American subsidiaries classified under financial receivables from third parties, since the reasons for previous writedowns (€ -13,242k in 2020 in connection with the pandemic) no longer apply.

XXXVIII. INCOME TAX

The negative amount of € 39,976k (€ +134,094k in 2020) includes € 48,002k in current taxes (€ 6k the previous year) and € 8,528k in net deferred tax assets (€ 134,861k in 2020). Tax was affected by the amount due by HMSHost Corporation for the capital gain on the disposal of the US motorway business, amounting to € 44,659k ($ 52,820k).

The 2020 amount included a tax refund of $ 119m (€ 104.2m) to which the subsidiary HMSHost Corporation was entitled, by offsetting the federal tax loss incurred in 2020 as a result of the Covid-19 pandemic against the taxable income of prior years since 2015, according to the carry-back mechanism introduced in 2020 by US tax law. It was also possible to carry forward net operating losses for state tax purposes, for an additional deferred tax benefit of $ 17m (€ 14.9m) that has likewise been recognized in the income statement.

At 31 December 2021 this item includes IRAP of € 232k (€ 71k the previous year), which is charged on Italian operations and whose basis is essentially EBIT plus personnel expense for fixed-term labor, and CVAE of € 269k (€ 690k in 2020), charged on French operations and calculated on the basis of revenue and value added.

Below is the reconciliation between theoretical income tax and recognized income tax:

(€k)	Full Year 2021	%	Full Year 2020	%
Theoretical income tax	**(2,182)**	**11.2% ***	**155,372**	**24.4% ***
Reduced tax due to the direct taxation of minority partners in fully consolidated US joint ventures	3,665		(5,975)	
Net effect of unrecognised tax losses, of utilization of unrecognised prior-year tax losses and the revision of estimates on the taxability/deductibility of temporary differences	(37,419)		(17,405)	
Adjustment on French deferred tax liabilities due to the variation on tax rate from 25% to 26.5% (from 28% to 25% in the previous year)	1,010		(1,267)	
Gain on operating activity disposal – difference beetween the book value and the tax value of the assets sold	(8,934)		6,309	
Tax concession on the labour cost in the United States	4,952		1,442	
Other net permanent differences	(565)		(3,621)	
Income tax, excluding IRAP and CVAE	**(39,473)**	**202.8%**	**134,855**	**21.1%**
IRAP and CVAE	(502)		(761)	
Recognised income tax	**(39,975)**	**205.4%**	**134,094**	**21.0%**

* Average tax rate of the countries where the Group operates.

XXXIX. BASIC AND DILUTED EARNINGS PER SHARE

Basic earnings per share is calculated as the Group's share of net profit divided by the weighted average number of ordinary Autogrill S.p.A. shares outstanding during the year; treasury shares held by the Group are therefore excluded from the denominator.

Diluted earnings per share takes account of dilutive potential shares deriving from stock option plans when determining the number of shares outstanding.

	Full Year 2021	Full Year 2020
Profit (loss) for the period attributable to owners of the Parent (€k)	(37,846)	(479,868)
Weighted average no. of outstanding shares (no./000)	317,424	251,915
Basic earnings (loss) per share (€)	**-0.1192**	**-1.9049**

	Full Year 2021	Full Year 2020
Profit (loss) for the period attributable to owners of the Parent (€k)	(37,846)	(479,868)
Weighted average no. of outstanding shares (no./000)	317,424	251,915
Dilution effect of shares included in stock option plans (no./000)	-	-
Weighted average no. of ordinary shares outstanding, after dilution (no./000)	317,424	251,915
Diluted earnings (loss) per share (€)	**-0.1192**	**-1.9049**

5. NET FINANCIAL INDEBTEDNESS

Details of the net financial position (net financial indebtedness) at 31 December 2021 and 31 December 2020 are as follows:

Note	(€m)		31.12.2021	31.12.2020	Change
I	A)	Cash	36.2	23.3	12.9
I	B)	Cash equivalents	307.0	590.3	(283.3)
	C)	Other current financial assets	-	-	-
	D)	**Liquidity (A + B + C)**	**343.2**	**613.5**	**(270.3)**
*	E)	Current financial debt (including debt instruments, but excluding current portion of non-current financial debt)	34.4	222.2	(187.8)
**	F)	Current portion of non-current financial debt	314.4	468.3	(153.9)
	G)	**Current financial indebtedness (E + F)**	**348.8**	**690.6**	**(341.8)**
	H)	**Net current financial indebtedness (G - D)**	**5.6**	**77.0**	**(71.4)**
***	I)	Non-current financial debt (excluding current portion and debt instruments)	1,927.4	2,787.5	(860.1)
XXIV	J)	Debt instruments	-	239.7	(239.7)
XXIII	K)	Non-current trade and other payables	0.9	1.3	(0.4)
	L)	**Non-current financial indebtedness (I + J + K)**	**1,928.3**	**3,028.5**	**(1,100.2)**
	M)	**Net financial indebtedness (H + L) - com. CONSOB (04/03/2021 | ESMA 32-382-1138) [1]**	**1,933.9**	**3,105.5**	**(1,171.6)**
****	**N)**	**Other current and non-current financial assets**	**120.2**	**131.9**	**(11.7)**
		Net financial indebtedness (M - N)	**1,813.8**	**2,973.6**	**(1,159.8)**

1 As required by the CONSOB circular and in accordance with ESMA 32-232-1138 recommendation of last 4 March 2021.
* It includes the following financial statements lines: "Bank loans and borrowings" excluding the current portion of non-current financial indebtedness (€ 32.8m) and "Other financial liabilities" (€ 1.6m).
** It includes the following financial statements lines: "Bank loans and borrowings" limited to the current portion of non-current financial indebtedness (€ 5.3m), "Lease liabilities" for the current portion (€ 309.1m).
*** It includes the following financial statements lines for non-current liabilities: "Loans" for the non-current portion of financial indebtedness (€ 544.2m) and "Lease liabilities" (€ 1,383.2m).
**** It includes the following financial statements lines: "Lease receivables" (€ 16.0m), "Other financial assets" (€ 36.3m) for current assets, "Lease receivables" (€ 59.9m) and "Other financial assets" net of guarantee deposits and interest-bearing sums with third parties (€ 7.9m) for non-current assets.

The decrease in net financial indebtedness is strictly correlated with the capital increase and the disposal of the US motorway business, which generated the cash needed to conclude the Group's refinancing in December 2021 (Notes XXI and XXIV).

For further commentary, see the notes indicated above for each item; the Group has a direct presence in Russia which is irrelevant also with reference to the impact on net financial indebtedness.

The Group's Dutch subsidiaries have local tax liabilities of € 24,490k (Note XVIII) as a result of the extended payment terms granted by an emergency Covid-19 government regulation; these are not included in net financial indebtedness as they are not a significant financing component, either implicitly or explicitly, in accordance with disclosure guidelines pursuant to ESMA 32-232-1138 of 4 March 2021.

RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

As required by IAS 7 (§44A), the following table reconciles changes in liabilities arising from financing activities, distinguishing between those arising from cash flows and other non-monetary changes.

			Non-monetary movements			
(€m)	01.01.2021	Cash flow *****	Exchange rate gains (losses)	Other movements ******	Total movements	31.12.2021
Bank loans and borrowings *	1,411.8	(877.4)	26.3	(9.9)	16.4	550.8
Bond issued	279.0	(274.8)	10.5	(14.7)	(4.2)	-
Lease liabilities **	1,967.7	(160.9)	80.1	(194.6)	(114.5)	1,692.3
Other financial liabilities ***	2.4	(1.0)	0.1	(0.2)	(0.1)	1.3
Lease receivables **	(76.8)	(8.1)	(5.2)	14.3	9.0	(75.9)
Other financial assets ****	(44.8)	(5.5)	(4.4)	10.5	6.1	(44.3)
Total	**3,539.2**	**(1,327.7)**	**107.3**	**(194.6)**	**(87.3)**	**2,124.2**

* Current portion of Bank loans and borrowings, net of current account overdrafts (€ 5.3m); Loans, net of current portion (€ 544.2m); and accruing interest reported under current Other financial liabilities (€ 1.2m) of the Consolidated statement of financial position. For the purposes of reconciliation with the Consolidated statement of cash flow, the cash flows are included in the item "Utilization of non-current loans" for € 499.7m, in the item "Repayments of non-current loans" for the entire amount and in the item "Issue of new current loans net of repayments" for € 155.7m.

** For the purposes of reconciliation with the Consolidated statement of cash flow, the cash flows are included in the item "Principal repayment of lease liabilities" net of one-off payments for € 0.5m.

*** Current other financial liabilities, net of accruing interest (€ 0.4m); non-current Other financial liabilities (€ 0.9m). For the purpose of reconciliation with the Consolidated statement of cash flow, the cash flows are included in the item "Utilization of non-current loans" for € 0.2m and in the item "Issue of new current loans net of repayments" for € 0.8m.

**** Current Other financial assets (€ 36.3m); non-current Other financial assets net of guarantee deposits and interest-bearing deposits with third parties (€ 7.9m). For the purposes of reconciliation with the Consolidated statement of cash flow, the cash flows are included in the item "Utilization of non-current loans" for € 6.4m and in the item "Issue of new current loans net of repayments" for € -11.9m.

***** Amounts shown in the statement of cash flows.

****** The "Other changes" column includes the interest provisions for the year and changes in lease receivables and liabilities as a result of exemptions and contract remeasurements.

6. FINANCIAL INSTRUMENTS – FAIR VALUE AND RISK MANAGEMENT

6.1 FAIR VALUE HIERARCHY

The following tables break down assets and liabilities by category at 31 December 2021 and 2020 and financial instruments measured at fair value by valuation method. The different levels are defined as follows:
Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
Level 2 – inputs other than quoted prices included within Level 1 that are observable for assets and liabilities either directly (prices) or indirectly (derived from prices);
Level 3 – inputs for assets and liabilities that are not based on observable market data (unobservable inputs).

The Group has recognized financial assets according to the business model test for the use of amortized cost (held to collect) or fair value through other comprehensive income (held to collect and sell).

	31.12.2021							
	Carrying amount				Fair value			
(€k)	FVTPL - hedging instruments	Amortised cost	FVTOCI	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value								
Fair value of interest rate hedging derivatives	-	-	-	-	-	-	-	-
Fair value of exchange rate hedging derivatives *	38	-	-	38	-	38	-	38
	38	**-**	**-**	**38**				
Financial assets not measured at fair value								
Cash and cash equivalents	-	343,208	-	343,208	-	-	-	-
Trade receivables	-	45,774	-	45,774	-	-	-	-
Other current receivables	642	118,530	-	119,172	-	-	-	-
Other non current receivables	-	44,344	-	44,344	-	-	-	-
Lease receivables	-	75,854	-	75,854	-	-	-	-
Other financial assets (current)	-	36,302	-	36,302	-	-	-	-
Other financial assets (non-current)	-	30,895	-	30,895	-	-	-	-
	642	**694,907**	**-**	**695,549**				
Financial liabilities measured at fair value								
Fair value of interest rate hedging derivatives	-	-	-	-	-	-	-	-
Fair value of exchange rate hedging derivatives **	151	-	-	151	-	151	-	151
	151	**-**	**-**	**151**				
Financial liabilities not measured at fair value								
Bank overdrafts	-	32,809	-	32,809	-	-	-	-
Unsecured bank loans ***	-	549,556	-	549,556	-	200,361	-	200,361
Lease liabilities	-	1,692,261	-	1,692,261	-	-	-	-
Financial liabilities due to others ****	-	1,148	-	1,148	-	-	-	-
Bonds	-	-	-	-	-	-	-	-
Trade payables	-	357,609	-	357,609	-	-	-	-
Due to suppliers for investments	-	75,164	-	75,164	-	-	-	-
Total	**-**	**2,708,547**	**-**	**2,708,547**				

* Included in current Other financial assets of the statement of financial position.
** Included in current Other financial liabilities of the statement of financial position.
*** The fair value refers to the credit lines of Autogrill S.p.A., used in the amount of € 200,000k at 31 December 2021.
**** Included in non-current Other financial liabilities for € 922k and current Other financial liabilities for € 226k.

	31.12.2020							
	Carrying amount				Fair value			
(€k)	FVTPL - hedging instruments	Amortised cost	FVTOCI	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value								
Fair value of interest rate hedging derivatives *	6,356	-	-	6,356	-	6,356	-	6,356
Fair value of exchange rate hedging derivatives **	3,049	-	-	3,049	-	3,049	-	3,049
	9,405	**-**	**-**	**9,405**				
Financial assets not measured at fair value								
Cash and cash equivalents	-	613,545	-	613,545	-	-	-	-
Trade receivables	-	36,696	-	36,696	-	-	-	-
Other current receivables	828	134,961	-	135,789	-	-	-	-
Other non current receivables	-	104,916	-	104,916	-	-	-	-
Lease receivables	-	76,811	-	76,811	-	-	-	-
Other financial assets (current)	-	43,371	-	43,371	-	-	-	-
Other financial assets (non-current)	-	30,796	-	30,796	-	-	-	-
	828	**1,041,096**	**-**	**1,041,924**				
Financial liabilities measured at fair value								
Fair value of interest rate hedging derivatives	-	-	-	**-**	-	-	-	-
Fair value of exchange rate hedging derivatives ***	97	-	-	97	-	97	-	97
	97	**-**	**-**	**97**				
Financial liabilities not measured at fair value								
Bank overdrafts	-	58,154	-	58,154	-	-	-	-
Unsecured bank loans ****	-	1,404,076	-	1,404,076	-	916,309	-	916,309
Lease liabilities	-	1,967,673	-	1,967,673	-	-	-	-
Financial liabilities due to others	-	2,273	-	2,273	-	-	-	-
Bonds	-	272,493	-	272,493	-	292,359	-	292,359
Trade payables	-	292,097	-	292,097	-	-	-	-
Due to suppliers for investments	-	87,450	-	87,450	-	-	-	-
Total	**-**	**4,084,215**	**-**	**4,084,215**				

* Included in current Other financial assets (€ 1,698k) and non-current Other financial assets (€ 4,659k) of the statement of financial position.
** Included in non-current Other financial assets of the statement of financial position.
*** Included in current Other financial liabilities of the statement of financial position.
**** The fair value refers to the credit lines of Autogrill S.p.A., used in the amount of € 925,000k at 31 December 2020.

Information on the fair value of assets and liabilities is not included when the carrying amount is a reasonable approximation of fair value.

In 2021 there were no transfers between different hierarchical levels.

(a) Level 1 financial instruments
The fair value of a financial instrument traded in an active market is based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for the financial assets held by the Group is the current bid price.

(b) Level 2 financial instruments
The fair value of financial instruments not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques that maximize the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

For level 2, the specific valuation techniques are as follows:
- the fair value of interest rate swaps has been estimated considering the present value of future cash flows based on observable yield curves. This fair value takes into account the credit risk of the counterparty determined based on observable market data. It also takes into account the credit risk of the Group, calculated on the basis of credit and other financial ratios and benchmarking;
- the fair value of loans and bonds was estimated by discounting future cash flows at a risk-free market interest rate gross of a spread determined on the basis of the Group's credit risk, financial ratios and benchmarking.

6.2 FINANCIAL RISK MANAGEMENT

The Group is exposed to the following risks:
- market risk;
- credit risk;
- liquidity risk.

The overall responsibility for the creation and supervision of a Group risk management system lies with Autogrill S.p.A.'s Board of Directors, which has formed a sub-committee for Control, Risk and Corporate Governance. The sub-committee is responsible for looking into matters concerning Autogrill's control and risk management system and helping the Board of Directors reach informed decisions on these issues.

The Group's risk management policies are designed to identify and analyze the risks to which the Group is exposed, establish appropriate limits and controls, and monitor the risks and compliance with those limits. These policies and the corresponding systems are revised regularly to reflect any changes in market conditions and the Group's operations. Through training, standards and official procedures, the Group aims to create a disciplined and constructive environment in which its employees are aware of their roles and responsibilities. The Internal Audit unit complements the sub-committee for Control, Risk and Corporate Governance in its monitoring activities, conducting periodic reviews and spot checks of the controls and risk management procedures and reporting results to the Board of Directors.

This section describes the Group's exposure to each of the risks listed above, its risk objectives and policies, and its means of managing and assessing these risks.

MARKET RISK

Market risk arises from exposure to fluctuations in variables relevant to financial transactions or in the prices of factors relevant to the Group's activities, due to changes in exchange rates, interest rates or equity instrument prices. The aim of market risk management is to take steps to minimize the impact of the volatility of such variables on the income statement or the consolidated financial statements. Minimizing volatility means keeping it within acceptable limits, also considering the cost-effectiveness of transactions to hedge the underlying risk.

Autogrill's financial policy places a strong emphasis on the management and control of market risk, in particular with respect to interest rates and exchange rates, given the extent of the Group's borrowings and its international profile.

INTEREST RATE RISK

The aim of interest rate risk management is to ensure the constant monitoring of financial expense and its volatility. This entails, through a mix of fixed- and floating-rate liabilities, the predetermination of a portion of financial expense out to a time horizon in keeping with the structure of debt, which in turn must be in line with capital structure and future cash flows. Where it is not possible to obtain the desired risk profile in the capital markets or through banks, it is achieved by using derivatives of amounts and maturities in line with those of the liabilities to which they refer. The derivatives used are mainly interest rate swaps (IRS).

Hedging instruments are allocated to companies with significant exposure to interest rate risk, through debt charging a floating rate (thus exposing the Group to higher finance costs if interest rates rise) or a fixed rate (which means that lower or higher interest rates do not bring about a reduction or an increase in the amount payable).

Interest rate hedging instruments are accounted for as cash flow hedges in the financial statements of Group companies exposed to this risk. They are recognized under financial assets or liabilities, on a separate line of the statement of comprehensive income, and in the "Hedging reserve" in net equity.

Financial instruments hedging the risk of changes in the fair value of liabilities are accounted for as fair value hedges in the financial statements of Group companies exposed to this risk, and recognized as financial assets or liabilities with a balancing entry in the income statement.

At the close of 2021, net financial indebtedness excluding lease receivables and liabilities was denominated almost entirely in US dollars (51% a year earlier).

At the same date, all net financial indebtedness excluding lease receivables and liabilities consisted of fixed-rate debt, while at 31 December 2020 the share of fixed-rate debt was 17%.

EXCHANGE RATE RISK

The Group operates in various countries with functional currencies other than the euro. In these countries, the procurement policy dictates that raw material purchases and other operating expense be conducted in the same currencies, thereby minimizing exchange rate risk. Such a risk remains with respect to intragroup loans, when granted to subsidiaries that use non-euro currencies. Under these circumstances, the objective of currency risk management is to neutralize some of this risk in respect of payables and receivables in foreign currency arising from lending transactions in currencies other than the euro.

The Group's exposure to currency translation risk is detailed below, in local currency:

(Currency/000)	USD	CAD	CHF
Equity	481,719	43,715	26,891
Profit (loss)	102,231	(10,358)	(5,869)

If the euro had risen or fallen by 10% against the above currencies, at 31 December 2021 equity and profit for the year would have been altered as shown in the following table (in thousands of euros):

	USD 1.1326		CAD 1.4381		CHF 1.0331	
(€k)	10%	-10%	10%	-10%	10%	-10%
Equity	(38,666)	47,258	(2,763)	3,378	(2,366)	2,892
Profit (loss)	(7,858)	9,604	635	(776)	493	(603)

This analysis was based on the assumption that the other variables, especially interest rates, remain unchanged.

Hedging instruments are allocated to companies with significant exposure to currency risk in terms of translation risk (i.e., the risk attending conversion into euros in the Parent company's or its subsidiaries' accounts of equity investments denominated in foreign currency) or financial assets or liabilities in a currency other than the reporting currency. These transactions are recognized at fair value under financial assets or liabilities.

Fluctuations in the fair value of hedges of foreign currency financial assets or liabilities are taken to profit or loss, as is the corresponding change in the amount of the hedged assets and liabilities.

The fair value of exchange rate hedges outstanding at 31 December 2021 is shown below:

Notional amount (currency/000)		Expiry	Forward rate	Fair value (€k)
CHF	10,985	November 2021	1.0470	(141)
NOK	28,500	February 2022	10.2209	21
GBP	2,000	February 2022	0.8480	17
USD	8,000	February 2022	11.0980	(10)

CREDIT RISK

Credit risk is the risk that a customer or a financial instrument counterparty may cause a financial loss by defaulting on an obligation. It arises principally in relation to the Group's trade receivables and financial investments.

The carrying amount of the financial assets is the Group's maximum exposure to credit risk, in addition to the face value of guarantees given for the borrowings or commitments of third parties, as detailed in Section 10.

Exposure at 31 December 2021 and 31 December 2020 was as follows:

(€k)	31.12.2021	31.12.2020	Change
Bank and post office deposits	307,034	590,255	(283,221)
Other current financial assets	36,311	43,371	(7,060)
Lease receivables – current portion	15,964	15,003	961
Trade receivables	45,774	36,696	9,078
Other current receivables *	79,767	89,061	(9,294)
Derivative instruments **	38	9,405	(9,367)
Other non-current financial assets	30,895	32,692	(1,797)
Lease receivables – non-current portion	59,890	61,808	(1,918)
Other non-current receivables	44,344	104,916	(60,572)
Total	**620,017**	**983,207**	**(363,190)**

* This item excludes amounts due from "Personnel" for € 976k€ (€ 2,522k in 2020), from "Inland Revenue and government agencies" for € 14,909k (€ 29,410k in 2020), and "Accrued income and prepayments" for € 23,520k (€ 14,796k in 2020) in relation to the current assets item "Other receivables" in the consolidated statement of financial position, whose total balance comes to € 119,172k (€ 135,789k the previous year).

** Included in current "Other financial assets" for € 38k (€ 1,698k in 2020) and non-current "Other financial assets" for € 0k (€ 4,659k in 2020) of the Consolidated statement of financial position.

Exposure to credit risk is modest because the Group serves consumers who pay in cash or by credit/debit card at the moment of purchase; this means that trade receivables and thus the relative degree of risk is of limited significance in relation to total financial assets.

In most cases, the Group's trade receivables stem from catering service agreements and commercial affiliations.

Other receivables (current and non-current) consist mainly of advances for services or commercial investments made on behalf of concession grantors, for which the degree of credit risk is low.

Financial assets are recognized net of impairment losses calculated on the basis of the counterparty's risk of default. Impairment is determined according to local procedures, which may require impairment of individual positions, if material, where there is evidence of an objective condition of uncollectability of part or all of the amount due, or generic impairment calculated on the basis of historical and statistical data.

	31.12.2021					
		Expired not impaired				
(€k)	Not expired	1–3 months	3–6 months	6 months–1 year	Over 1 year	Total
Airlines	15,632	5,387	284	341	18	**21,662**
Franchises	3,968	392	161	84	680	**5,283**
Catering services agreements	664	466	150	92	497	**1,869**
Motorway partners	2,394	2,539	108	9	729	**5,780**
Other	5,178	2,339	813	2,484	365	**11,179**
Total	**27,836**	**11,123**	**1,516**	**3,010**	**2,289**	**45,774**

	31.12.2020					
		Expired not impaired				
(€k)	Not expired	1–3 months	3–6 months	6 months–1 year	Over 1 year	Total
Airlines	4,042	1,373	25	33	104	**5,577**
Franchises	3,874	3,353	323	67	1,629	**9,246**
Catering services agreements	1,327	304	90	122	471	**2,314**
Motorway partners	6,637	233	172	168	576	**7,786**
Other	5,995	3,997	692	544	546	**11,773**
Total	**21,875**	**9,258**	**1,302**	**934**	**3,327**	**36,696**

There is no significant concentration of credit risk: the top 10 customers account for 28% of total trade receivables (26% at 31 December 2020), and the largest customer, American Airlines, for 10% (7% the previous year).

LIQUIDITY RISK

Liquidity risk arises when it proves difficult to meet the obligations relating to financial liabilities.

The Group manages liquidity by ensuring that to the extent possible, it always has sufficient funds to meet its obligations on time, without incurring excessive charges or risking damage to its reputation.

The defining elements of the Group's liquidity situation are the resources generated or absorbed by operating and investing activities, the characteristics of its debt, the liquidity of its financial investments, and financial market conditions.

Exposure and maturity data at the close of 2021 and 2020 were as follows:

		31.12.2021						
		Contractual cash flows						
Non-derivative financial liabilities (€k)	**Carrying amount**	**Total**	**1–3 months**	**3–6 months**	**6 months–1 year**	**1–2 years**	**2–5 years**	**Over 5 years**
Current account overdrafts	32,809	**32,809**	32,809	-	-	-	-	-
Unsecured bank loans	554,713	**554,713**	684	484	4,144	19,000	530,401	-
Lease liabilities	1,692,261	**1,692,261**	91,140	68,609	149,350	281,321	597,913	503,928
Liabilities due to others	1,148	**1,148**	-	-	226	-	585	337
Bonds	-	**-**	-	-	-	-	-	-
Trade payables	357,609	**357,609**	351,916	4,463	1,230	-	-	-
Due to suppliers for investments	75,164	**75,164**	74,814	350	-	-	-	-
Total	**2,713,704**	**2,713,704**	**551,364**	**73,906**	**154,950**	**300,321**	**1,128,899**	**504,265**

		31.12.2021						
		Contractual cash flows						
Derivative financial liabilities (€k)	**Carrying amount**	**Total**	**1–3 months**	**3–6 months**	**6 months-1 year**	**1–2 years**	**2–5 years**	**Over 5 years**
Forward foreign exchange derivatives	151	**151**	151	-	-	-	-	-
Total	**151**	**151**	**151**	**-**	**-**	**-**	**-**	**-**

		31.12.2020						
		Contractual cash flows						
Non-derivative financial liabilities (€k)	**Carrying amount**	**Total**	**1–3 months**	**3–6 months**	**6 months–1 year**	**1–2 years**	**2–5 years**	**Over 5 years**
Current account overdrafts	58,154	**58,154**	58,154	-	-	-	-	-
Unsecured bank loans	1,409,378	**1,409,378**	161,229	-	45,746	48,795	1,123,608	30,000
Lease liabilities	1,967,673	**1,967,673**	96,436	82,489	198,365	397,394	619,826	573,164
Liabilities due to others	2,273	**2,273**	989	1	-	633	328	322
Bonds	273,710	**273,710**	-	-	32,806	-	240,904	-
Trade payables	292,097	**292,097**	287,994	1,591	2,513	-	-	-
Due to suppliers for investments	87,450	**87,450**	86,877	486	87	-	-	-
Total	**4,090,735**	**4,090,735**	**691,678**	**84,567**	**279,517**	**446,822**	**1,984,665**	**603,486**

		31.12.2020						
		Contractual cash flows						
Derivative financial liabilities (€k)	**Carrying amount**	**Total**	**1–3 months**	**3–6 months**	**6 months–1 year**	**1–2 years**	**2–5 years**	**Over 5 years**
Forward foreign exchange derivatives	97	**97**	97	-	-	-	-	-
Total	**97**	**97**	**97**	**-**	**-**	**-**	**-**	**-**

With regard to exposure to trade payables, there is no significant concentration of suppliers, of which the largest 10 account for 28% of the total and the leading supplier (Autostrade per l'Italia) for 9%.

The loans (Note XXI) outstanding at 31 December 2021 require the compliance with certain financial ratios, specifically, the leverage ratio (net debt/EBITDA) and interest coverage ratio (EBITDA/net financial expense). These are measured with different criteria and for different groupings of companies depending on the loan and the beneficiary. In particular, Autogrill S.p.A. has outstanding loans for which the above ratios are calculated on figures pertaining to the Autogrill Group as a whole.

The weighted average term of bank loans and bonds at 31 December 2021, including unutilized credit lines, is approximately 4 years and 3 months (2 years and 11 months at the end of 2020).

7. DISCLOSURE OF NON-CONTROLLING INTERESTS

Non-controlling interests refer mainly to investments in US subsidiaries held by accredited Disadvantaged Business Enterprises (DBE), whose participation in the operation of concessions is regulated by state and federal law. The Group maintains control of these companies and is principally responsible for the concession fees due to the grantor.

Key figures for the companies are presented below:

	31.12.2021		31.12.2020	
	€m	$m	€m	$m
Net assets	**181.0**	205.0	**211.3**	259.3
Equity - attributable to non-controlling interests	**(44.2)**	(50.1)	**(51.9)**	(63.3)

	Full Year 2021		Full Year 2020	
	€m	$m	€m	$m
Revenue	**664.2**	785.6	**368.8**	421.3
Profit (loss) for the year	**65.6**	77.5	**(77.8)**	(88.9)
Profit (loss) for the year - non-controlling interests	**17.1**	20.2	**(20.7)**	(23.7)

8. SEGMENT REPORTING

The Group operates in the food & beverage industry, mainly at airports, motorway rest stops and railway stations, serving a local and international clientele. The business is conducted in Italy by Autogrill Italia S.p.A.; in France, Switzerland, Germany, Belgium, Austria, and Greece by Autogrill Europe S.p.A. through its own direct subsidiaries; and in North America, the Netherlands, the United Kingdom, Ireland, Scandinavian countries, the Middle East, and Asia by HMSHost Corporation and its subsidiaries. The Group serves its own proprietary brands as well as third-party brands under license. The operational levers are typically assigned to local organizations and coordinated, at the European level, by central facilities.

The segments are identified following a geographical/operational logic, consistently with the governance responsibilities of the chief executive officers of those segments.

Performance is monitored separately for each of the three business units: Europe, North America, and International (the latter covering Northern Europe, the Middle East, and Asia). Because of the distinct characteristics of the Italian market, "Europe" distinguishes between the "Italy" and "Other European countries" cash generating units; there are therefore four CGUs overall.

Costs are shown separately for “Corporate” functions, which include the centralized units in charge of administration, finance and control, investor relations, strategic planning, sustainability, legal and corporate affairs, compliance, enterprise risk management, external communications, marketing, IT systems, internal audit, human resources, and organization for the Group as a whole.

The accounting policies used for segment reporting are the same as those applicable to the consolidated financial statements.

Segment reporting in table form is provided below.

	Full Year 2021				
Profit & Loss (€k)	**North America**	**International**	**Europe**	**Corporate**	**Consolidated**
Total revenue and other operating income	1,362,343	203,090	1,494,120	109	3,059,662
Depreciation, amortisation and impairment losses on property, plant, equipment, intangible assets and right-of-use assets	(261,308)	(73,694)	(200,063)	(1,890)	(536,955)
Operating profit (loss)	**212,656**	**(41,557)**	**(24,926)**	**(27,544)**	**118,630**
Net financial income (expense)					(100,925)
Share of the profit (loss) of equity method investments					122
Revaluation (write-down) of financial assets					1,634
Pre-tax profit (loss)					**19,461**
Income tax					(39,976)
Profit (loss) for the year					**(20,515)**

	Full Year 2020				
Profit & Loss(€k)	**North America**	**International**	**Europe**	**Corporate**	**Consolidated**
Total revenue and other operating income	892,160	238,006	1,198,456	269	2,328,892
Depreciation, amortisation and impairment losses on property, plant, equipment, intangible assets and right-of-use assets	(341,508)	(90,935)	(236,596)	(2,059)	(671,098)
Operating profit (loss)	**(260,537)**	**(80,383)**	**(148,711)**	**(21,994)**	**(511,624)**
Net financial income (expense)					(112,926)
Share of the profit (loss) of equity method investments					(192)
Revaluation (write-down) of financial assets					(13,241)
Pre-tax profit (loss)					**(637,983)**
Income tax					134,094
Profit (loss) for the year					**(503,889)**

The Directors’ Report highlights, by segment, the impact of elements that are unusual in terms of amount or likelihood of recurrence which, in the Directors’ opinion, condition the perception of the normalized profitability of the Group and its segments. The corresponding adjusted figures are expressed as underlying EBIT and underlying profit.

It should be reminded that the Group doesn’t have a meaningfull direct exposure to Russia (4.1m€ of revenue in 2021, 0.1% of the Group Revenues), as already described in the Directors' Report and in the Notes.

	31.12.2021				
Net invested capital (€k)	**North America**	**International**	**Europe**	**Corporate**	**Consolidated**
Goodwill	400,593	69,219	347,132	-	**816,944**
Other intangible assets	30,359	8,368	53,173	1,016	**92,917**
Property, plant and equipment	332,488	60,968	380,144	4,594	**778,193**
Right-of-use assets	585,859	165,420	732,460	3,724	**1,487,463**
Financial assets [57]	3,499	13,650	5,887	846	**23,882**
Non-current assets	**1,352,797**	**317,625**	**1,518,796**	**10,180**	**3,199,399**
Net working capital [58]	**(127,779)**	**(80,626)**	**(206,226)**	**5,471**	**(409,160)**
Other non-current non-financial assets and liabilities [59]	(3,122)	8,936	(25,920)	17,782	**(2,325)**
Net invested capital	**1,221,897**	**245,936**	**1,286,650**	**33,433**	**2,787,915**

	31.12.2020				
Net invested capital (€k)	**North America**	**International**	**Europe**	**Corporate**	**Consolidated**
Goodwill	412,950	65,544	340,979	-	**819,473**
Other intangible assets	38,243	12,557	53,244	1,661	**105,706**
Property, plant and equipment	510,114	74,882	377,887	5,063	**967,946**
Right-of-use assets	855,435	205,968	683,211	4,174	**1,748,787**
Financial assets [57]	10,212	14,419	5,821	853	**31,304**
Non-current assets	**1,826,954**	**373,370**	**1,461,142**	**11,751**	**3,673,217**
Net working capital [58]	**(139,644)**	**(58,919)**	**(132,251)**	**20,005**	**(310,809)**
Other non-current non-financial assets and liabilities [59]	29,188	4,721	(42,025)	19,004	**10,888**
Net invested capital	**1,716,499**	**319,171**	**1,286,866**	**50,760**	**3,373,296**

9. SEASONAL PATTERNS

The Group's volumes are closely related to the flow of travellers, which is highly seasonal in some businesses, and this in turn affects consolidated results.

Despite the ongoing Covid-19 pandemic, the breakdown of 2021 results by quarter was quite similar to 2019, when volumes were mostly concentrated in the second six months of the year when business is stronger due to the summer holidays. In 2020, on the other hand, the breakdown of results by quarter showed how the spread of the Covid-19 altered the seasonal pattern of previous years so that nearly half of all revenue was earned during the first quarter, before the pandemic was widespread, then dropped sharply during the second quarter when the first wave reached its peak and governments strictly curtailed personal movement.

57 "Financial assets" include Investments and Other financial assets with the exception of Financial receivables from third parties (€ 7.9m at 31 December 2021 and € 2.3m at the end of 2020) and Fair value of interest rate hedging derivatives (zero at 31 December 2021 and € 4.7m at the end of the previous year).
58 Net working capital consists of Tax assets, Other receivables, Trade receivables, Inventories, Trade payables, Tax liabilities, Other payables, and Provisions for risks and charges (current portion only).
59 Other non-current non-financial assets and liabilities include Deferred tax assets, Other receivables, Deferred tax liabilities, Defined benefit plans, Provisions for risks and charges, and Other payables (non-current portion only).

	Full Year 2021			
(€m)	First quarter	First six months	First nine months**	Full year
Revenue *	370.6	938.3	1,742.0	2,596.8
% of full year	*14.3%*	*36.1%*	*67.1%*	*100.0%*
Operating profit (loss)	(102.2)	(90.9)	96.7	118.6
% of full year	*-86.2%*	*-76.7%*	*81.5%*	*100.0%*
Pre-tax profit (loss)	(137.4)	(140.2)	32.3	19.5
% of full year	*n.s.*	*n.s.*	*n.s.*	*100.0%*
Profit (loss) attributable to owners of the Parent	(128.3)	(148.3)	(28.8)	(37.8)
% of full year	*n.s.*	*n.s.*	*n.s.*	*100.0%*

* For consistency with the data in the Directors' Report, revenue does not include fuel sales, which take place mainly at Italian and Swiss service stations.
** Figures not audited.

The percentages shown are general indications only and should not be used to predict results or the generation of cash.

10. GUARANTEES GIVEN, COMMITMENTS AND CONTINGENT LIABILITIES

GUARANTEES

At 31 December 2021 the guarantees given by the Autogrill Group amounted to € 455,983k (€ 460,077k at the close of 2020) and referred mainly to performance bonds and other personal guarantees issued in favor of grantors and business counterparties.

COMMITMENTS

Commitments outstanding at 31 December 2021 concern:
- the value of goods on consignment held at Group locations (€ 217k);
- commitments for service contracts (€ 204,525k);
- commitments for access rights (€ 15,037k);
- commitments under low-value and short-term leases (€ 7,269k).

An access concession exists when ownership of the land and buildings along the motorway is in the hands of a private firm (like Autogrill), which negotiates access rights with the motorway company with the commitment to sell fuel and lubricants and/or food and beverages to motorway users. The firm accepts the obligation to pay rent to the motorway as well as certain stipulations regarding the way the services are to be provided and the hours of operation.

CONTINGENT LIABILITIES

At 31 December 2021, there were no contingent liabilities as defined in IAS 37.

11. OTHER INFORMATION

RELATED PARTY TRANSACTIONS

Autogrill S.p.A. is controlled by Schematrentaquattro S.p.A., which owns 50.3% of its ordinary shares. Schematrentaquattro S.p.A. is a wholly-owned subsidiary of Edizione S.p.A.

All related-party transactions are carried out in the Company's interest and at arm's length.

In 2021 Autogrill S.p.A. and its subsidiaries conducted no transactions with the direct parent, Schematrentaquattro S.p.A.

	Revenue		Other operating income		Raw materials, supplies and goods	
Income statement (€k)	**Full Year 2021**	**Full Year 2020**	**Full Year 2021**	**Full Year 2020**	**Full Year 2021**	**Full Year 2020**
Parent:						
Edizione S.p.A.	-	-	-	13	-	-
Other related parties:						
Atlantia group	-	2	935	885	146	77
Verde Sport S.p.A.	-	-	-	-	-	-
Olimpias Group S.r.l.	-	-	-	-	10	-
Equity investments	-	-	-	-	-	-
Other related parties *	-	-	-	-	-	-
Total Related parties	**-**	**2**	**935**	**897**	**156**	**77**
Total Group	**2,882,634**	**2,215,774**	**177,028**	**113,118**	**1,169,964**	**935,177**
Incidence	**0.0%**	**0.0%**	**0.5%**	**0.8%**	**0.0%**	**0.0%**

* The other related parties refers to transactions with Directors, Statutory Auditors and Executives with strategic responsibilites.

	Trade receivables		Other receivables		Trade payables	
Statement of financial position (€k)	**31.12.2021**	**31.12.2020**	**31.12.2021**	**31.12.2020**	**31.12.2021**	**31.12.2020**
Parent:						
Edizione S.p.A.	-	-	-	-	1	1
Other related parties:						
Atlantia group	1,338	1,423	5,881	6,248	47,580	19,106
Benetton Group S.r.l.	-	-	-	-	-	-
Equity investments	-	-	542	2	3	-
Other related parties *	-	-	-	-	-	-
Total Related parties	**1,338**	**1,423**	**6,423**	**6,251**	**47,584**	**19,108**
Total Group	**45,774**	**36,696**	**119,172**	**135,789**	**357,609**	**292,097**
Incidence	**2.9%**	**3.9%**	**5.4%**	**4.6%**	**13.3%**	**6.5%**

* The other related parties refers to transactions with Directors, Statutory Auditors and Executives with strategic responsibilites.

	Leases, rentals, concessions and royalties		Other operating expense		Personnel expense		Financial (expense) income	
	Full Year 2021	Full Year 2020	Full Year 2021	Full Year 2020	Full Year 2021	Full Year 2020	Full Year 2021	Full Year 2020
	-	-	-	6	141	112	-	-
	5,185	(14,298)	9,478	5,151	-	-	(5,552)	(6,023)
	-	-	45	45	-	-	-	-
	-	-	-	-	-	-	-	-
	795	(480)	288	(298)	-	-	-	-
	-	-	385	360	7,953	4,728	-	-
	5,980	**(14,778)**	**10,197**	**5,263**	**8,094**	**4,840**	**(5,552)**	**(6,023)**
	151,978	**64,288**	**395,606**	**416,332**	**820,079**	**773,183**	**(100,925)**	**(112,926)**
	3.9%	**-23.0%**	**2.6%**	**1.3%**	**1.0%**	**0.6%**	**5.5%**	**5.3%**

	Other payables		Lease liabilities – Current		Lease liabilities – Non Current	
	31.12.2021	31.12.2020	31.12.2021	31.12.2020	31.12.2021	31.12.2020
	146	874	-	-	-	-
	184	2,176	39,917	39,202	268,867	210,284
	13,460	-	-	-	-	-
	-	-	-	-	-	-
	2,569	1,188	-	-	-	-
	16,360	**4,238**	**39,917**	**39,202**	**268,867**	**210,284**
	378,993	**266,363**	**309,098**	**377,289**	**1,383,163**	**1,590,384**
	4.3%	**1.6%**	**12.9%**	**10.4%**	**19.4%**	**13.2%**

Edizione S.p.A.
"Personnel expense" refers to fees earned by a Director of Autogrill S.p.A. and paid back to Edizione S.p.A. where he serves as executive manager.

“Other payables” mostly originate from Autogrill Italia S.p.A.’s purchase of Edizione S.p.A.’s tax credit (IRES) for the year 2019, amounting to € 750k, which was paid for in July.

Atlantia group
“Leases, rentals, concessions and royalties” refer to variable concession fees and ancillary costs paid to Autostrade per l’Italia S.p.A. by Autogrill Italia S.p.A. In 2021 the variable portion more than offset the reduction due to the waiver of fixed concession fees (€ 34,893k) granted by Autostrade per l’Italia S.p.A. and recognized in the income statement in accordance with the amendment to IFRS 16.

“Other operating expense” refers chiefly to the management of motorway locations.

“Financial expense” concerns the application of international accounting standard IFRS 16, which requires the recognition of implicit interest previously included under “Leases, rentals, concessions and royalties".

“Trade payables” originate from the same contractual relationships.

“Lease liabilities” arise from the application of IFRS 16 and the consequent recognition of € 308,784k deriving from the discounting of fixed or substantively fixed future minimum lease payments outstanding at 31 December 2021. During the year, the enactment of Art. 2(2) of Decree Law 121 of 11 September 2021 granted a two-year extension of motorway concessions. As a result, the Company recognized additional right-of-use assets and lease liabilities.

“Other receivables” refers mainly to credit notes to be received from Autostrade per l’Italia S.p.A., as well as fees for rest stop cleaning services.

Verde Sport S.p.A.
Other operating expense concerns the commercial sponsorship of youth sports at the facilities housed at “La Ghirada - Città dello Sport".

Benetton Group S.r.l.
“Other payables” include € 13,409k due by the German subsidiary Le CroBag GmbH & Co KG to the Benetton Group for Covid-19 relief payments which, as part of a joint request, will be received in the name and on behalf of the Benetton Group and paid over to it once received from the German government. The current presentation of this item represents the most likely settlement of the parties’ positions with each other and with the German tax authorities as of this writing.

REMUNERATION OF DIRECTORS AND KEY MANAGEMENT PERSONNEL

The following remuneration accrued to members of the Board of Directors and to key management personnel in 2021 (1):

Name	Office held	Term of office (2)	Remuneration (€)	Bonus and other incentives (€)	Non-monetary benefits (€)	Other fees (€)
Paolo Roverato*	Chairman	From 18/11/2021 to 2022	22,694			
Paolo Roverato **	Director	2020/2022	60,000			88,548
Paolo Zannoni	Chairman	From 2020 to 18/11/2021	168,007			
Paolo Zannoni	Director	2020/2022	60,000			
Gianmario Tondato da Ruos	CEO	2020/2022	520,000	920,000	13,015	403,297
Alessandro Benetton	Director	2020/2022	60,000			
Massimo Di Fasanella D'Amore di Ruffano ***	Director	2020/2022	100,000			25,000
Francesco Chiappetta ***	Director	2020/2022	90,000			17,808
Ernesto Albanese	Director	2020/2022	70,000			
Franca Bertagnin Benetton	Director	2020/2022	60,000			
Maria Pierdicchi	Director	2020/2022	80,000			
Barbara Cominelli	Director	2020/2022	80,000			
Rosalba Casiraghi	Director	From 21/05/2020 to 2022	80,000			
Simona Scarpaleggia	Director	From 21/05/2020 to 2022	80,000			
Laura Cioli ****	Director	From 21/05/2020 to 2022	92,411			
Total Directors			**1,623,112**	**920,000**	**13,015**	**534,653**
Camillo Rossotto *****	Corporate General Manager			330,000	21,014	554,121
Key management personnel				1,383,512	242,241	2,196,656
Total			**1,623,112**	**2,633,512**	**276,270**	**3,285,430**

(1) The above table does not include the remuneration of Elisabetta Ripa (7,260k€) for Autogrill Italia S.p.A.
(2) Until the approval of 2022 Annual Report.
* Other fees are for serving as director at Autogrill Europe S.p.A. and Autogrill Italia S.p.A.
** Other fees are for serving on the Control, Risks and Corporate Governance, Strategies and Sustainability, and Human Resources committees.
*** Other fees are for serving as director at Autogrill Europe S.p.A. and Autogrill Italia S.p.A., respectively.
**** Laura Cioli resigned from Autogrill S.p.A.'s Board of Directors on 28 February 2022, effective immediately.
***** Other fees are for serving as sole director of Autogrill Advanced Business Services S.p.A.

A significant portion of the variable compensation received by the CEO, the Corporate General Manager, and the key management personnel is tied to the achievement of specific targets established in advance by the Board of Directors, by virtue of their participation in management incentive plans. Should the CEO leave office for any reason, he shall retain the right to variable pay under the incentive plans of which he is a beneficiary, subject to the achievement of the targets and the satisfaction of any other condition stated in each plan, regulation, or program and in an amount proportional to the service rendered during the relevant period of time.

For the Corporate General Manager and key management personnel, any rights acquired under incentive plans (including options) shall be null and void in the event of termination for just cause, subjective justified cause, or voluntary resignation ("bad leavers"). In the event of termination for objective justified cause or retirement ("good leavers"), the beneficiary does not lose the pro-rata rights acquired under the plans.

See the section "Incentive plans for executive Directors and key management personnel" for a description of the plans in force.

The CEO's remuneration includes his executive salary from Autogrill S.p.A., which is shown under "Other remuneration". According to the Board of Directors resolution of 21 May 2020, which governs the CEO's employment, if the CEO resigns with just cause or is dismissed by the Company without just cause, the Company will top up to € 2m the standard indemnity in lieu of notice and any other indemnity or leaving compensation provided for in the national collective managers' contract for the commercial sector, when less than that amount. Also, given the CEO's strategic role at the Company,
he is bound by a non-compete agreement and a ban on poaching Autogrill Group personnel for 18 months, under a specific agreement that entails a penalty for breach thereof.

Non-compete agreements, with or without an option clause, are also in place with the Corporate General Manager and with key management personnel.

STATUTORY AUDITORS' FEES

The following fees accrued to members of the Board of Statutory Auditors in 2021:

Name	Office held	Term of office	Remuneration (€)	Other fees (€)
Marco Giuseppe Maria Rigotti	Chairman	01/01/2018-23/04/2021	23,219	
Francesca Michela Maurelli	Chairman	23/04/2021-2023	51,986	
Massimo Catullo	Standing auditor	2021/2023	50,000	
Antonella Carù *	Standing auditor	2021/2023	50,000	10,000
Total Statutory auditors			**175,205**	**10,000**

* Other fees are related to the remuneration as Statutory Auditor for Autogrill Advanced Business Services S.p.A.

INDEPENDENT AUDITORS' FEES FOR AUDIT AND OTHER SERVICES

Type of service	Service provider	Recipient	Fees (€k)
Auditing	Parent's auditors	Parent	314
	Parent's auditors	Subsidiaries	265
	Parent's auditors network	Subsidiaries	2,209
Attestation	Parent's auditors	Parent	322
	Parent's auditors	Subsidiaries	82
	Parent's auditors network	Parent	140
	Parent's auditors network	Subsidiaries	1,519

INCENTIVE PLANS FOR DIRECTORS AND KEY MANAGEMENT PERSONNEL

2016 PHANTOM STOCK OPTION PLAN

On 26 May 2016, the General Meeting of shareholders approved an incentive plan referred to as the "2016 phantom stock option plan". The options were assigned free of charge to executive Directors and employees with strategic responsibilities of the company and/or its subsidiaries or to members of the management team as named, on one or more occasions, by the Board of Directors.

This plan, which expires on 30 June 2024, is split into three sub-plans or "Waves" which grant each beneficiary the right to receive, for each option exercised, a gross cash amount equal to the difference between the terminal value and the allocation value of the Autogrill shares (the "Bonus"), subject to certain conditions and in any case not exceeding a given cap. Specifically, the terminal value of the shares is defined as the average official closing price of the company's shares at the end of each trading session of the Italian Stock Exchange in the month prior to and inclusive of the exercise date, plus dividends paid from the grant date until the date of exercise. The allocation value is defined as the average official closing price of the company's shares at the end of each trading session of the Italian Stock Exchange in the month prior to and inclusive of the allocation date.

On 26 May 2016, the plan was implemented and the terms and conditions of Wave 1 were defined. With a vesting period from 26 May 2016 to 25 July 2019, a total of 4,825,428 options were assigned. No options were cancelled in 2021.

Under the 2016 phantom stock option plan described below, the CEO has been assigned 679,104 options in Wave 1, with a minimum holding commitment as detailed in the Remuneration Report. In 2019 the CEO exercised 543,283 of his Wave 1 options.

Movements in options in 2021 and 2020 are shown below:

	Number of options
Options at 31 December 2019	**795,474**
Options exercised in 2020	-
Options cancelled in 2020	(7,464)
Options at 31 December 2020	**788,010**
Options exercised in 2021	-
Options cancelled in 2021	-
Options at 31 December 2021	**788,010**

An independent external advisor has been hired to calculate the fair value of the phantom stock options, based on the value of shares on the grant date, volatility, estimated dividend payments, the term of the plan and the risk-free rate of return. The calculation was performed using the binomial method.

The costs for this plan amounted to € 243k in 2021 compared with € -1,376k the previous year, when the amount was strongly influenced by the greater volatility and uncertainty in the Group's industry and in general throughout the stock market.

The remaining average contractual life is 0.6 years.

Thorough information on the 2016 phantom stock option plan is provided in the Disclosure Document prepared in accordance with Art. 84-*bis* (1) and Annex 3A (Schedule 7) of Consob Regulation 11971/1999, which is available to the public at www.autogrill.com (/Governance/Shareholders' meeting).

2018 PERFORMANCE SHARE UNITS PLAN

On 24 May 2018, the General Meeting of shareholders approved an incentive plan referred to as the "2018 performance share unit plan". The units were assigned free of charge to executive Directors and employees with strategic responsibilities of the company and/or its subsidiaries or to members of the management team as named, on one or more occasions, by the Board of Directors.

The plan is split into cycles or "Waves" which grant each beneficiary the right to exchange units for Autogrill shares if the Group's stock market performance and financial results both satisfy given conditions.

On 24 May 2018, the plan was implemented and the terms and conditions of Wave 1 and Wave 2 were defined. For Wave 1 (vesting period from 24 May 2018 to 23 May 2020) a total of 866,032 units were assigned. For Wave 2 (vesting period from 24 May 2018 to 23 May 2021) a total of 789,906 units were assigned.

Under the 2018 performance share unit plan, the CEO received 136,701 units in Wave 1 and 122,830 units in Wave 2.

On 27 June 2019, Wave 3 of the plan was rolled out. The vesting period runs from 27 June 2019 to 26 June 2022 and a total of 956,206 units have been assigned, of which 153,632 to the CEO.

Regarding Wave 2, in 2021 the vesting conditions were not satisfied, and the beneficiaries definitively lost the opportunity to convert their units into shares. Wave 2 is therefore terminated (as was Wave 1 in 2020).

To exclude the dilutive effect of the capital increase concluded in early July 2021, at its meeting of 30 July the Board of Directors voted to assign an additional 114,819 units (20,124 of them to the CEO).

Wave 3 movements in 2021 and 2020 are shown below:

	Number of units WAVE 3
Units at 31 December 2019	**926,342**
Units exercised in 2020	-
Units cancelled in 2020	(47,809)
Units at 31 December 2020	**878,533**
Units exercised in 2021	-
Options assigned in 2021	114,819
Units cancelled in 2021	(6,347)
Units at 31 December 2021	**987,005**

An independent external advisor was hired to calculate the fair value of the units, based on the value of shares on the grant date, volatility, estimated dividend payments, duration, and the risk-free rate of return. The calculation was performed using the binomial method.

2021 PERFORMANCE SHARE UNITS PLAN

On 23 April 2021, the General Meeting of shareholders approved a new long-term incentive plan referred to as the “2021 performance share unit plan". Units are assigned to employees and/or Directors of the Company and its subsidiaries who are selected, on one or more occasion, by Board of Directors – at its sole discretion – from among those individuals with strategic responsibilities or members of the management team tasked with creating value (the “Beneficiaries”).

The units are assigned free of charge, giving Beneficiaries the right to one free share per unit, under the terms and conditions stated in the regulations.

The Plan is split into three subplans, or “Waves”: the first with a launch date in 2021 and a vesting period of 24 months from the launch date, and the other two with launch dates in 2021 and 2022 and vesting periods of 36 months from those dates.

On 23 April 2021, the plan was implemented and the terms and conditions of Wave 1 and Wave 2 were defined. For Wave 1 (vesting period from 23 April 2021 to 22 April 2023) a total of 1,168,574 units were assigned. For Wave 2 (vesting period from 23 April 2021 to 22 April 2024) a total of 1,046,879 units were assigned.

Under the 2021 performance share unit plan, the CEO received 213,601 units in Wave 1 and 191,356 units in Wave 2.

To exclude the dilutive effect of the capital increase concluded in early July 2021, at its meeting of 30 July the Board of Directors voted to assign an additional 152,420 units (27,878 of them to the CEO) under Wave 1 and an additional 136,659 units (24,980 of them to the CEO) under Wave 2.

Movements in 2021 are presented below:

	Number of units	
	Wave 1	Wave 2
Units at 31 December 2020	**-**	**-**
Units received in 2021	1,321,094	1,183,538
Units exercised in 2021	-	-
Units cancelled in 2021	-	-
Units at 31 December 2021	**1,321,094**	**1,183,538**

An independent external advisor was hired to calculate the fair value of the units, based on the value of shares on the grant date, volatility, estimated dividend payments, duration, and the risk-free rate of return. The calculation was performed using the binomial method.

Costs in 2021 for the Group's performance share units plans came to € 2,887k (€ 850k in 2020).

The remaining average contractual life is 1.4 years.

Thorough information on the 2018 performance share unit plan and the 2021 performance share unit plan is provided in the Disclosure Document prepared in accordance with Art. 2021-*bis* (1) and Annex 3A (Schedule 7) of Consob Regulation 11971/1999, which is available to the public at www.autogrill.com (/Governance/Shareholders' meeting).

12. SIGNIFICANT NON-RECURRING EVENTS AND TRANSACTIONS

In 2021, there were no significant non-recurring events or transactions as defined by CONSOB Resolution 15519 of 27 July 2006 and CONSOB Communication DEM/6064293 of 28 July 2006.

13. ATYPICAL OR UNUSUAL TRANSACTIONS

In 2021 there were no atypical and/or unusual transactions as defined by CONSOB Communication DEM/6064293 of 28 July 2006. See, respectively, Note XXVII and Section 2 of the Notes for information on the capital increase and the disposal of the US motorway business, which fall within the Group's ordinary operations.

14. SUBSEQUENT EVENTS

Since 31 December 2021, no events have occurred that would have entailed an adjustment to the reported figures or required additional disclosures.

In particular, it should be noted that according to IAS 10, the impacts of the Russian-Ukrainian conflict do not affect the estimates related to the end of the financial year 2021 and will be considered, where necessary, in subsequent financial communications.

15. AUTHORIZATION FOR PUBLICATION

The Board of Directors authorized the publication of this annual report and consolidated financial statements at its meeting of 10 March 2022.

ANNEXES

LIST OF CONSOLIDATED COMPANIES AND OTHER INVESTMENTS

Company	Registered office	Currency	Share capital	% held at 31.12.2021	Shareholders
Parent					
Autogrill S.p.A.	Novara	EUR	145,115,247	50.3000%	Schematrentaquattro S.p.A.
Companies consolidated line by line					
Nuova Sidap S.r.l.	Novara	EUR	100,000	100.0000%	Autogrill Italia S.p.A.
Autogrill Europe S.p.A.	Novara	EUR	50,000,000	100.0000%	Autogrill S.p.A.
Autogrill Italia S.p.A.	Novara	EUR	68,688,000	100.0000%	Autogrill S.p.A.
Autogrill Advanced Business Service S.p.A.	Novara	EUR	1,000,000	100.0000%	Autogrill S.p.A.
Autogrill Austria GmbH	Gottlesbrunn	EUR	600,000	100.0000%	Autogrill Europe S.p.A.
Autogrill D.o.o.	Lubjana	EUR	1,342,670	100.0000%	Autogrill Europe S.p.A.
Autogrill Hellas Single Member Limited Liability Company	Avlonas	EUR	3,696,330	100.0000%	Autogrill Europe S.p.A.
Autogrill Deutschland GmbH	Munich	EUR	205,000	100.0000%	Autogrill Europe S.p.A.
Le CroBag GmbH & Co KG	Hamburg	EUR	894,761	98.8700%	Autogrill Deutschland GmbH
				1.1300%	Le Fournil de Frédéric Neuhauser GmbH
Le CroBag Polska Sp. Z.o.o.	Warsaw	PLN	26,192	100.0000%	Le CroBag GmbH & Co KG
Le Fournil de Frédéric Neuhauser GmbH	Hamburg	EUR	10,226	100.0000%	Autogrill Deutschland GmbH
Autogrill Belgie N.V.	Antwerpen	EUR	8,756,132	99.9900%	Autogrill Europe S.p.A.
				0.0100%	Ac Restaurants & Hotels Beheer N.V.
Ac Restaurants & Hotels Beheer N.V.	Antwerpen	EUR	3,250,000	99.9900%	Autogrill Belgie N.V.
Autogrill Schweiz A.G.	Olten	CHF	23,183,000	100.0000%	Autogrill Europe S.p.A.
Restoroute de Bavois S.A.	Bavois	CHF	2,000,000	73.0000%	Autogrill Schweiz A.G.
Restoroute de la Gruyère S.A.	Pont-en-Ogoz	CHF	1,500,000	54.3300%	Autogrill Schweiz A.G.
Holding de Participations Autogrill S.a.s.	Marseille	EUR	84,581,920	100.0000%	Autogrill Europe S.p.A.
Autogrill Côté France S.a.s.	Marseille	EUR	31,579,526	100.0000%	Holding de Participations Autogrill S.a.s.
Volcarest S.a.s.	Champs	EUR	1,050,144	50.0000%	Autogrill Côté France S.a.s.
Autogrill Restauration Carrousel S.a.s.	Marseille	EUR	2,337,000	100.0000%	Holding de Participations Autogrill S.a.s.
Société de Gestion Pétrolière Autogrill S.àr.l. (SGPA)	Marseille	EUR	8,000	100.0000%	Autogrill Côté France S.a.s.
Autogrill FFH Autoroutes S.àr.l.	Marseille	EUR	375,000	100.0000%	Autogrill Côté France S.a.s.
Autogrill FFH Centres Villes S.àr.l.	Marseille	EUR	375,000	100.0000%	Autogrill Restauration Carrousel S.a.s.
HMSHost Corporation	Delaware	USD	-	100.0000%	Autogrill S.p.A.
HMSHost International, Inc.	Delaware	USD	-	100.0000%	HMSHost Corporation
HMSHost USA, LLC	Delaware	USD	-	100.0000%	HMSHost Corporation
Host International, Inc.	Delaware	USD	-	100.0000%	HMSHost Corporation
HMS Airport Terminal Services, Inc.	Delaware	USD	1,000	100.0000%	Host International, Inc.
Host International of Maryland, Inc.	Maryland	USD	1,000	100.0000%	Host International, Inc.
Michigan Host, Inc.	Delaware	USD	1,000	100.0000%	Host International, Inc.
Host Services of New York, Inc.	Delaware	USD	1,000	100.0000%	Host International, Inc.
Host International of Kansas, Inc.	Kansas	USD	1,000	100.0000%	Host International, Inc.
Host Services Inc.	Texas	USD	-	100.0000%	Host International, Inc.
Anton Airfood of Cincinnati, Inc.	Kentucky	USD	-	100.0000%	Anton Airfood, Inc.

Company	Registered office	Currency	Share capital	% held at 31.12.2021	Shareholders
Anton Airfood, Inc.	Delaware	USD	1,000	100.0000%	HMSHost Corporation
Anton Airfood of Newark, Inc.	New Jersey	USD	-	100.0000%	Anton Airfood, Inc.
Anton Airfood of JFK, Inc.	New York	USD	-	100.0000%	Anton Airfood, Inc.
Anton Airfood of Minnesota, Inc.	Minnesota	USD	-	100.0000%	Anton Airfood, Inc.
Palm Springs AAI, Inc.	California	USD	-	100.0000%	Anton Airfood, Inc.
Fresno AAI, Inc.	California	USD	-	100.0000%	Anton Airfood, Inc.
Anton Airfood of Seattle, Inc.	Washington	USD	-	100.0000%	Anton Airfood, Inc.
Islip AAI, Inc.	New York	USD	-	100.0000%	Anton Airfood, Inc.
Stellar Partners, Inc.	Florida	USD	25,500	100.0000%	Host International, Inc.
Host International (Poland) Sp.zo.o. (in liquidation)	Warsaw	USD	-	100.0000%	Host International, Inc.
Shenzhen Host Catering Company, Ltd. (in liquidation)	Shenzhen	USD	-	100.0000%	Host International, Inc.
Host Services Pty, Ltd.	North Cairns	AUD	11,289,360	100.0000%	Host International, Inc.
Host International of Canada, Ltd.	Vancouver	CAD	1,351,237	100.0000%	Host International, Inc.
Horeca Exploitatie Maatschappij Schiphol, B.V.	Haarlemmermeer	EUR	45,400	100.0000%	HMSHost International B.V.
Marriott Airport Concessions Pty, Ltd.	North Cairns	AUD	2,665,020	100.0000%	Host International, Inc.
HMSHost Services India Private, Ltd.	Bangalore	INR	668,441,680	99.0000%	Host International, Inc.
				1.0000%	HMSHost International, Inc.
Host (Malaysia) Sdn.Bhd.	Kuala Lumpur	MYR	2	100.0000%	Host International, Inc.
HMSHost New Zealand Ltd.	Auckland	NZD	1,520,048	100.0000%	Host International, Inc.
HMSHost (Shanghai) Enterprise Management Consulting Co., Ltd. (in liquidation)	Shanghai	CNY	-	100.0000%	Host International, Inc.
HMSHost International B.V.	Haarlemmermeer	EUR	18,090	100.0000%	Host International, Inc.
HMSHost Hospitality Services Bharath Private, Ltd.	Karnataka	INR	115,000,000	99.0000%	HMSHost Services India Private Ltd.
				1.0000%	HMSHost International, Inc.
NAG B.V.	Haarlemmermeer	EUR	-	60.0000%	HMSHost International B.V.
HMSHost Finland Oy	Helsinki	EUR	2,500	100.0000%	HMSHost International B.V.
Host Bush Lubbock Airport Joint Venture	Texas	USD	-	90.0000%	Host International, Inc.
HSI Kahului Joint Venture Company	Hawaii	USD	-	90.0000%	Host Services, Inc.
HSI Southwest Florida Airport Joint Venture	Florida	USD	-	78.0000%	Host Services, Inc.
HSI Honolulu Joint Venture Company	Hawaii	USD	-	90.0000%	Host Services, Inc.
HMS/Blue Ginger Joint Venture	Texas	USD	-	55.0000%	Host International, Inc.
HSI-Tinsley Joint Venture	Florida	USD	-	84.0000%	Host Services, Inc.
HSI/Tarra Enterprises Joint Venture	Florida	USD	-	75.0000%	Host Services, Inc.
HSI D&D STL FB, LLC	Missouri	USD	-	75.0000%	Host Services, Inc.
HSI/LJA Joint Venture	Missouri	USD	-	85.0000%	Host Services, Inc.
Host/JV Ventures McCarran Joint Venture	Nevada	USD	-	60.0000%	Host International, Inc.
HSI Miami Airport FB Partners Joint Venture	Florida	USD	-	70.0000%	Host Services, Inc.
Host DEI Jacksonville Joint Venture	Florida	USD	-	51.0000%	Host International, Inc.
Host/JQ RDU Joint Venture	North Carolina	USD	-	75.0000%	Host International, Inc.
Host CTI Denver Airport Joint Venture	Colorado	USD	-	90.0000%	Host International, Inc.
Host-Chelsea Joint Venture #4	Texas	USD	-	63.0000%	Host International, Inc.
Host-CMS SAN F&B, LLC	Delaware	USD	-	100.0000%	Host International, Inc.
Host GRL LIH F&B, LLC	Delaware	USD	-	85.0000%	Host International, Inc.
Host Fox PHX F&B, LLC	Delaware	USD	-	75.0000%	Host International, Inc.
Host FDY ORF F&B, LLC	Delaware	USD	-	90.0000%	Host International, Inc.
LTL ATL JV, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host ATLChefs JV 3, LLC	Delaware	USD	-	95.0000%	Host International, Inc.
Host ATLChefs JV 5, LLC	Delaware	USD	-	85.0000%	Host International, Inc.
Host LGO PHX F&B, LLC	Delaware	USD	-	80.0000%	Host International, Inc.

Company	Registered office	Currency	Share capital	% held at 31.12.2021	Shareholders
Host-Love Field Partners I, LLC	Delaware	USD	-	51.0000%	Host International, Inc.
Host-True Flavors SAT Terminal A FB, LLC	Delaware	USD	-	65.0000%	Host International, Inc.
HSI Havana LAX F&B, LLC	Delaware	USD	-	90.0000%	Host Services, Inc.
Host-CTI DEN F&B II, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
Host Lee JAX FB, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
Host/DFW AF, LLC	Delaware	USD	-	50.0100%	Host International, Inc.
HSI Havana LAX TBIT FB, LLC	Delaware	USD	-	70.0000%	Host Services, Inc.
Host Houston 8 IAH Terminal B, LLC	Delaware	USD	-	60.0000%	Host International, Inc.
HHL Cole's LAX F&B, LLC	Delaware	USD	-	80.0000%	HSI Havana LAX F&B, LLC
Host CMS LAX TBIT F&B, LLC	Delaware	USD	-	100.0000%	Host International, Inc.
Host JQE RDU Prime, LLC	Delaware	USD	-	85.0000%	Host International, Inc.
Host Howell Terminal A F&B, LLC	Delaware	USD	-	65.0000%	Host International, Inc.
HSI MCA FLL FB, LLC	Delaware	USD	-	76.0000%	Host Services, Inc.
Host MCA SRQ FB, LLC	Delaware	USD	-	90.0000%	Host International, Inc.
HOST ECI ORD FB, LLC	Delaware	USD	-	51.0000%	Host International, Inc.
Host Aranza Howell DFW B&E FB, LLC	Delaware	USD	-	55.0000%	Host International, Inc.
Host MGV IAD FB, LLC	Delaware	USD	-	65.0000%	Host International, Inc.
Host MGV DCA FB, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host CTI DEN F&B STA, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
Host MGV DCA KT, LLC	Delaware	USD	-	51.0000%	Host International, Inc.
Host MBA LAX SB, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host H8 IAH FB I, LLC	Delaware	USD	-	60.0000%	Host International, Inc.
Host BGV IAH FB, LLC	Delaware	USD	-	55.0000%	Host International, Inc.
HSI TBL TPA FB, LLC	Delaware	USD	-	71.0000%	Host Services, Inc.
Host JQE CVG FB, LLC	Delaware	USD	-	90.0000%	Host International, Inc.
Host MBA CMS LAX, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host VDV CMH FB LLC	Delaware	USD	-	80.0000%	Host International, Inc.
HOST OHM GSO FB, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
Host JQE RSI LIT FB, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host JVI PDX FB, LLC	Delaware	USD	-	84.0000%	Host International, Inc.
Host TFC SDF FB, LLC	Delaware	USD	-	60.0000%	Host International, Inc.
Host JQE RDU CONC D, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host SMI SFO FB, LLC	Delaware	USD	-	90.0000%	Host International, Inc.
Host DOG LAS FB, LLC	Delaware	USD	-	55.0000%	Host International, Inc.
Stellar Partners Tampa, LLC	Florida	USD	-	90.0000%	Stellar Partners, Inc.
Host LBL LAX T2 FB, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
Host BGI MHT FB, LLC	Delaware	USD	-	90.0000%	Host International, Inc.
Host SCR SAV FB, LLC	Delaware	USD	-	90.0000%	Host International, Inc.
Host Chen ANC FB LLC	Delaware	USD	-	88.0000%	Host International, Inc.
Host SCR SAN FB, LLC	Delaware	USD	-	75.0000%	Host International, Inc.
Host SCR SNA FB, LLC	Delaware	USD	-	75.0000%	Host International, Inc.
Stellar LAM SAN, LLC	Florida	USD	-	80.0000%	Stellar Partners, Inc.
Host DII GRR FB, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
Host Java DFW MGO, LLC	Delaware	USD	-	50.0100%	Host International, Inc.
Host SHI PHL FB LLC	Delaware	USD	-	55.0000%	Host International, Inc.
MCO Retail Partners, LLC	Delaware	USD	-	80.0000%	Stellar Partners, Inc.
HMSHost Family Restaurants, Inc.	Maryland	USD	2,000	100.0000%	Host International, Inc.

Company	Registered office	Currency	Share capital	% held at 31.12.2021	Shareholders
HMSHost UK, Ltd.	London	GBP	217,065	100.0000%	HMSHost International B.V.
HMSHost Sweden A.B.	Stockholm	SEK	2,500,000	100.0000%	HMSHost International B.V.
HMSHost Ireland Ltd.	Cork	EUR	13,600,000	100.0000%	HMSHost International B.V.
HMSHost Nederland B.V.	Haarlemmermeer	EUR	100	100.0000%	HMSHost International B.V.
HMSHost Huicheng (Beijing) Catering Management Co., Ltd.	Beijing	CNY	110,000,000	100.0000%	HMSHost International B.V.
PT EMA INTI MITRA (Autogrill Topas Indonesia)	Jakarta	IDR	46,600,000,000	65.0000%	HMSHost International B.V.
SMSI Travel Centres, Inc.	Vancouver	CAD	10,800,100	100.0000%	Host International of Canada, Ltd.
HMSHost Yiyecek Ve Icecek Hizmetleri A.S.	Istanbul	TRL	35,271,734	100.0000%	HMSHost International B.V.
Autogrill VFS F&B Co. Ltd.	Ho Chi Minh City	VND	104,462,000,000	70.0000%	HMSHost International B.V.
Limited Liability Company Autogrill Rus	St Petersburg	RUB	10,000	100.0000%	NAG B.V.
PT Autogrill Services Indonesia	Jakarta	IDR	99,782,177,014	99.6670%	HMSHost International B.V.
				0.3330%	HMSHost Nederland B.V.
HMSHost Vietnam Company Limited	Ho Chi Minh City	VND	1,134,205,500	100.0000%	HMSHost International B.V.
HMSHost Motorways L.P.	Winnipeg	CAD	-	99.9999%	SMSI Travel Centres, Inc.
				0.0001%	HMSHost Motorways, Inc.
HMSHost Motorways, Inc.	Vancouver	CAD	-	100.0000%	SMSI Travel Centres, Inc.
HMSHost Antalya Yiyecek Ve Içecek Hizmetleri A.S.	Antalya	TRL	2,140,000	51.0000%	HMSHost Yiyecek Ve Icecek Hizmetleri A.S.
Stellar Retail Group ATL, LLC	Tampa	USD	-	59.0000%	Stellar Partners, Inc.
Host CEI KSL MSY, LLC	Delaware	USD	-	63.0000%	Host International, Inc.
Stellar RSH DFW, LLC	Tampa	USD	-	65.0000%	Stellar Partners, Inc.
Stellar Retail Partners DFW, LLC	Tampa	USD	-	65.0000%	Stellar Partners, Inc.
Host DSL DEN FB, LLC	Delaware	USD	-	67.0000%	Host International, Inc.
Host MCL DFW SB, LLC	Delaware	USD	-	65.0000%	Host International, Inc.
Host MCL DFW Bar, LLC	Delaware	USD	-	75.0000%	Host International, Inc.
Host TGI DEN GD FB, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host TGI DEN STA FB, LLC	Delaware	USD	-	55.0000%	Host International, Inc.
Host D&D STL 3KG FB, LLC	Delaware	USD	-	75.0000%	Host International, Inc.
Host JAVA DFW SBC-GAB, LLC	Delaware	USD	-	50.0100%	Host International, Inc.
Host IBC MCO FB, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host BGB ARG MSP, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
HMSHost Maldives Pvt Ltd	Republic of Maldives	USD	1,683,436	99.3000%	HMSHost International B.V.
				0.7000%	HMSHost Nederland B.V.
HMSHost Rus Limited Liability Company	Russia	RUB	10,000	90.0000%	HMSHost International B.V.
				10.0000%	HMSHost Nederland B.V.
HMS Host (Shanghai) Catering Management Co., Ltd.	China	CNY	42,500,000	51.0000%	HMSHost Huicheng (Beijing) Catering Management Co., Ltd.
				49.0000%	HMSHost International B.V.
Autogrill Middle East, LLC	Abu Dhabi	AED	100,000	100.0000%	HMSHost International B.V.
HMSHost Catering Malaysia SDN. BHD	Kuala Lumpur	MYR	350,000	49.0000%	Host International, Inc.
				51.0000%	HMSHost International B.V.
Arab Host Services LLC	Qatar	QAR	200,000	49.0000%	Autogrill Middle East, LLC
Host CEG KSL LGA FB, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host TRA BNA STA FB, LLC	Delaware	USD	-	84.0000%	Host International, Inc.
Host TRA BNA FB, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
HSI BFF SEA FB, LLC	Delaware	USD	-	51.0000%	Host Services, Inc.
Stellar PHL, LLC	Delaware	USD	-	65.0000%	Stellar Partners, Inc.

Company	Registered office	Currency	Share capital	% held at 31.12.2021	Shareholders
Stellar Retail Group PHX, LLC	Delaware	USD	-	55.0000%	Stellar Partners, Inc.
Stellar LAM PHX, LLC	Tampa	USD	-	70.0000%	Stellar Partners, Inc.
Host NMG EWR SB, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
Host PHE LDL MCO FB, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
HSI MCA LBL LAX T6-TBIT, LLC	Delaware	USD	-	75.0000%	Host Services, Inc.
Host LDL MCO FB, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host WSE SJC FB, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
Host LDL BWI FB, LLC	Delaware	USD	-	90.0000%	Host International, Inc.
Stellar DOC1 DCGG DEN, LLC	Delaware	USD	-	75.0000%	Stellar Partners, Inc.
Host LPI SEA FB, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
Stellar MGV BWI, LLC	Delaware	USD	-	60.0000%	Stellar Partners, Inc.
HSI MCA MIA SB, LLC	Delaware	USD	-	51.0000%	Host Services, Inc.
HSI MCA BOS FB, LLC	Delaware	USD	-	80.0000%	Host Services, Inc.
Host DCG AUS FB, LLC	Delaware	USD	-	75.0000%	Host International, Inc.
HSI HCL SEA FB, LLC	Delaware	USD	-	75.0000%	Host Services, Inc.
Stellar DCA BNA, LLC	Delaware	USD	-	50.0100%	Stellar Partners, Inc.
Stellar DCA SLA BNA, LLC	Delaware	USD	-	50.0100%	Stellar Partners, Inc.
HSI KIND EDMV PHX T3, LLC	Delaware	USD	-	60.0000%	Host Services, Inc.
Host IAV EWR FB, LLC	Delaware	USD	-	65.0000%	Host International, Inc.
HSI CEG ALB BK, LLC	Delaware	USD	-	80.0000%	Host Services, Inc.
Host ETL ORD FB, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host LB NMG MKE FB, LLC	Delaware	USD	-	75.0000%	Host International, Inc.
Stellar RSH EWR, LLC	California	USD	-	70.0000%	Stellar Partners, Inc.
Stellar St. Croix IAH TLLC, LLC	California	USD	-	90.0000%	PGC-St. Croix IAH, LLC
PGC-St. Croix IAH, LLC	California	USD	-	100.0000%	Stellar Partners, Inc.
Stellar PCG PEA IAH, LLC	California	USD	-	60.0000%	Stellar Partners, Inc.
Stellar AIR LAX I, LLC	California	USD	-	74.0000%	Stellar Partners, Inc.
PGC St. Croix LGA, LLC	Minnesota	USD	-	100.0000%	Stellar Partners, Inc.
PGC-SC MSP-304, LLC	Minnesota	USD	-	100.0000%	Stellar Partners, Inc.
PGC MSP Venture, LLC	Minnesota	USD	-	100.0000%	Stellar Partners, Inc.
Stellar HLL MSY Venture, LLC	Louisiana	USD	-	100.0000%	Stellar Partners, Inc.
Stellar Bambuza SEA, LLC	California	USD	-	85.0000%	Stellar Partners, Inc.
Stellar AIM VMW SFO, LLC	California	USD	-	70.0000%	Stellar Partners, Inc.
Host AJA EI DTW FB, LLC	Delaware	USD	-	70.0000%	Host International, Inc.
Host SMI HPH LAX FB, LLC	Delaware	USD	-	75.0000%	Host International, Inc.
Adastra Brands, Inc.	Delaware	USD	-	100.0000%	HMSHost Corporation
Puro Gusto NA, LLC	Delaware	USD	-	100.0000%	Adastra Brands, Inc.
HSI BGI BOS SB, LLC	Delaware	USD	-	100.0000%	Host Services, Inc.
Host MBC LAS FB, LLC	Delaware	USD	-	80.0000%	Host International, Inc.
Stellar CGS LGA, LLC	Delaware	USD	-	80.0000%	Stellar Partners, Inc.
Host JAVA Howell DFW F, LLC	Delaware	USD	-	50.0100%	Host International, Inc.
Stellar ACAF DFW TERM A RTL 3, LLC	Delaware	USD	-	60.0000%	Stellar Partners, Inc.
Stellar DOC1 AGL DEN, LLC	Delaware	USD	-	75.0000%	Stellar Partners, Inc.
Host CAL EDMV TMGS SLC FB, LLC	Delaware	USD	-	88.0000%	Host International, Inc.
Host CAL TMGS SLC FB, LLC	Delaware	USD	-	97.0000%	Host International, Inc.
Host EDMV TMGS SLC FB, LLC	Delaware	USD	-	82.0000%	Host International, Inc.
Host VDV CMH FB II LLC	Delaware	USD	-	80.0000%	Host International, Inc.

Company	Registered office	Currency	Share capital	% held at 31.12.2021	Shareholders
Stellar LAM PHX II, LLC	Delaware	USD	-	80.0000%	Stellar Partners, Inc.
Stellar DML MCO News Partners LLC	Delaware	USD	-	70.0000%	Stellar Partners, Inc.
Stellar ACAF DFW Term D, LLC	Delaware	USD	-	65.0000%	Stellar Partners, Inc.
HMSHost Norway AS	Norway	NOK	180,000	100.0000%	HMSHost International B.V.
HMSHost Middle East DMCC	United Arab Emirates	AED	-	100.0000%	HMSHost International B.V.
The Greater KC Restaurant & Retail Group LLC	Missouri	USD	-	50.0000%	Host International, Inc.
				25.0000%	Stellar Partners, Inc.
HOST NHE JQE BHM FB, LLC	USA	USD	-	70.0000%	Host International, Inc.
Host THL CMH FB LLC	USA	USD	-	85.0000%	Host International, Inc.
HOST SCR CLT FB LLC	USA	USD	-	75.0000%	Host International, Inc.
Host TRA Nashville FB III, LLC	USA	USD	-	55.0000%	Host International, Inc.
HMShost (Xiamen) Catering Management Co. Ltd.	China	CNY	9,000,000	51.0000%	HMSHost Huicheng (Beijing) Catering Management Co., Ltd.
				49.0000%	HMSHost International BV
Stellar LAM PHX III, LLC	USA	USD	-	75.0000%	Stellar Partners, Inc.
Companies consolidated using the equity method					
Caresquick N.V.	Brussels	EUR	1,020,000	50.0000%	Autogrill Belgie N.V.
QA HMSHost LLC (Qatar)	Qatar	QAR	-	49.0000%	HMSHost International B.V.

ATTESTATION BY THE CEO AND THE FINANCIAL REPORTING MANAGER

Certification of the consolidated financial statements pursuant to Art. 81-*ter* of CONSOB Regulation 11971 of 14 May 1999, as amended

1. We, the undersigned, Gianmario Tondato Da Ruos as Chief Executive Officer and Camillo Rossotto as Manager in charge of Financial Reporting of Autogrill S.p.A., hereby declare, including in accordance with Art. 154-*bis* (3) and (4) of Legislative Decree 58 of 24 February 1998:
   - the adequacy of, in relation to the characteristics of the business; and
   - due compliance with the administrative and accounting procedures for the preparation of the consolidated financial statements during the course of 2021.

2. No significant findings have come to light in this respect.

3. We also confirm that:
   3.1 the consolidated financial statements:
      a) have been prepared in accordance with the applicable International Financial Reporting Standards endorsed by the European Union pursuant to Regulation 1606/2002/EC of the European Parliament and the Council of 19 July 2002;
      b) correspond to the ledgers and accounting entries;
      c) provide a true and fair view of the financial position and results of operations of Autogrill S.p.A. and the companies included in the consolidation;
   3.2 the Directors' Report includes a reliable description of the performance and financial position of the issuer and the entities in the scope of consolidation, along with the main risks and uncertainties to which they are exposed.

Milan, 10 March 2022

Gianmario Tondato Da Ruos
Chief Executive Officer

Camillo Rossotto
Manager in charge
of Financial Reporting

EXTERNAL AUDITORS' REPORT

Deloitte.

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INDEPENDENT AUDITOR'S REPORT
PURSUANT TO ARTICLE 14 OF LEGISLATIVE DECREE No. 39 OF JANUARY 27, 2010
AND ARTICLE 10 OF THE EU REGULATION 537/2014

To the Shareholders of
Autogrill S.p.A.

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Opinion

We have audited the consolidated financial statements of Autogrill Group (the "Group"), which comprise the consolidated statement of financial position as at December 31, 2021, the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity, the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at December 31, 2021, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree no. 38/05.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISA Italia). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of Autogrill S.p.A. (the "Company") in accordance with the ethical requirements applicable under Italian law to the audit of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. 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 these matters, accordingly.

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Effects of the rent concession renegotiations related to the COVID-19 pandemic	
Description of the key audit matter	On October 9, 2020 the European Union endorsed the amendment to IFRS 16 – "COVID-19 related rent concession" issued by the IASB on May 28, 2020; moreover, in order to extend the period of applicability of the practical expedient provided by such amendment, on August 31, 2021 the European Union endorsed an additional amendment to IFRS 16 - "COVID-19 related rent concession beyond June 2021" issued by the IASB on March 31, 2021. Autogrill Group opted for adoption of these amendments in the consolidated financial statements as of December 31, 2021, as already done in the financial statements as of December 31, 2020. These amendments give the lessee the option to account, as a practical expedient, for the rent concessions related to the COVID-19 pandemic, if specific conditions are met, without the need to determine, through the contracts analysis, whether they constitute lease modifications in accordance with IFRS 16, and allows to reflect these effects directly in the income statement as of the effective date of the rent concession. Where the terms of the amendment are not met, lease contracts are remeasured in accordance with the lease modification definition stated by the IFRS 16. The net total benefits from negotiation with landlords, reflected in the 2021 income statement as a result of the abovementioned amendments adoption is Euro 174.7 million (Euro 182.6 million in 2020). Taking into consideration the significance of the impact, we considered the application of the amendments in the recognition of the rent concession renegotiation related to the COVID-19 pandemic to represent a key audit matter for the Group consolidated financial statements. The paragraph "1 - Accounting policies and consolidation methods – General standards" of the notes to the consolidated financial statements provides the effects of the amendments implementation.
Audit procedures performed	We performed, among others, the following procedures: • understanding of the procedures and the relevant controls undertaken by the Group on the recognition process of the rent concession renegotiations related to the COVID-19 pandemic; • check the compliance of the methodology used by Management to determine the impact of the rent concession renegotiations related to the COVID-19 pandemic to the accounting policies indicated in the notes, including the amendments to IFRS 16 – COVID-19 related rent concessions;

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- obtain and analyze, through the support of Deloitte specialist on IFRS adoption and interpretation, by gathering information and inquiries with Group Management, the accounting policy defined by the Group for the adoption of the amendments in the recognition of the effects of the rent concession renegotiations related to the COVID-19 pandemic;

- execute, in coordination with the Audit Teams of the Group subsidiaries, specific procedures on a sample basis in order to check the complete and accurate recognition of the rent concession renegotiations related to the COVID-19 pandemic;

- check the appropriateness of the disclosure included in the notes to the consolidated financial statements and its compliance in accordance with the related accounting standards.

Impairment Test of the carrying amount of Goodwill	
Description of the key audit matter	Non-Current Assets of the consolidated financial statements as at December 31, 2021 include goodwill for Euro 816.9 million which, during the financial year, had a net decrease of Euro 2.5 million due to the disposal of the US motorways operations for Euro 45.0 million, partially offset by the effect of the translation adjustments of Euro 42.5 million. Goodwill represents approximately 20% of the total assets and is subject to Impairment Test, at least on a yearly basis, as established by the accounting standard IAS 36. Consistently with the minimum level at which goodwill is monitored by the Group's management for internal management purposes, the CGUs (Cash Generating Units) identified are North America, International, Italy and Other European Countries; for each CGU, the Impairment Test has been executed through the comparison between the carrying amount of goodwill and the other asset attributable to each CGU (including the right of use assets accounted for in accordance with the accounting standard IFRS 16) reported in the consolidated financial statements as at December 31, 2021 and the related recoverable amount, determined as the value in use, defined as the present value of estimated future cash flows of the operations realized by each CGU, discounted at different rate for each geographic areas, and which reflects the specific risks of the individual CGUs at the evaluation date. The impairment process carried out by the Management is complex since it includes several assumptions regarding the forecasted future cash flows of operations of each CGU, the definition of appropriate discount rates (WACC) and long-term growth rates ("g-rate"). In this respect, Management has been supported by an independent advisor that in its Fairness Opinion has confirmed that the methodology adopted is adequate and reasonable.

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For the determination of the recoverable amount, the Management based its assumptions, for the 5-years period 2022-2026, on the estimated future cash flows calculated by each country's executive team, validated by the countries and the relevant CGU's Management, approved by Group Senior Management (Group Chief Executive Officer and Group Chief Financial Officer) and reviewed by the Board of Directors. The estimated future cash flows used in the Impairment Test is based on the traffic expectations of the channels served by the Group, which were modelled in consideration of the specific features in those channels and the data provided by airport authorities and other qualified external sources.

For all the CGUs, growth capital expenditures are correlated with the expiration of contracts, while maintenance capital expenditures are assumed to be consistent with historical trends.

Furthermore, sensitivity analysis were developed considering the changes in the discount rate and in the long-term growth rate; there was also the determination of the thresholds, in terms of break-even EBITDA and WACC (beyond which it will be necessary to recognize an impairment loss on goodwill).

As a result of the Impairment Test exercise performed, no need for goodwill write-down resulted; moreover, also the sensitivity analysis developed by Management and reported in the notes to the consolidated financial statements confirm the complete recoverability of the goodwill.

Taking into consideration the relevant book value of goodwill reported in the consolidated financial statements and the subjectivity of the estimates used to determine future cash flows and key variables for the Impairment Test exercise, as well as the uncertainty of the outlook resulting from the COVID-19 pandemic, we considered the Impairment Test of the carrying amount of Goodwill to represent a key audit matter for the Group consolidated financial statements.

The notes "IX - Goodwill" and the paragraph "1 – Accounting policies and consolidation methods – Use of estimates" of the notes to the consolidated financial statements, provide the disclosure on the caption content and on the Impairment Test exercise, including the results of the sensitivity analysis.

Audit procedures performed	We performed, among others, the following procedures, also through the support of Deloitte specialists: • analyze the accounting procedures applied in the determination of the value in use of the CGUs; • check of the compliance to accounting policies indicated in the notes of the Impairment Test exercises adopted by Management;

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- update the observation of the procedures and relevant controls undertaken by the Group on the Impairment Test exercise; in this respect, we analyzed also the Fairness Opinion of the independent advisor, prepared for the Directors' benefit, as well organizing meetings for the comprehension and analysis of data and methodology adopted;

- analyze the appropriateness of the main assumptions adopted for the determination of financial forecasts, also through the analysis of sector data and external sources;

- analyze data realized in comparison with initial forecasts, with the aim to identify the reasons for the differences, also considering the effects of the COVID-19 pandemic, for concluding on the reliability on the financial forecasts determination process, checking the consistency between contract renewal rates and historical data, as well;

- check the reasonableness of the methodology for determining the discount and long-term growth rates testing, as well, the mathematical accuracy of the model used for the determination of the CGUs' value in use;

- independent testing of the sensitivity analysis performed by the Management and by the independent advisor;

- check of the appropriateness of the disclosure included in the notes to the consolidated financial statements on Impairment Test and its compliance in accordance with IAS 36.

Responsibilities of the Directors and the Board of Statutory Auditors for the Consolidated Financial Statements

The Directors are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree no. 38/05, and, within the terms established by law, for such internal control as the Directors determine 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, the Directors are responsible for assessing the Group'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 they have identified the existence of the conditions for the liquidation of the Company or the termination of the business or have no realistic alternatives to such choices.

The Board of Statutory Auditors is responsible for overseeing, within the terms established by law, the Group's financial reporting process.

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Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (ISA Italia) 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 consolidated financial statements.

As part of an audit in accordance with International Standards on Auditing (ISA Italia), we exercised professional judgment and maintained professional skepticism throughout the audit. Moreover:

- we identified and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, we designed and performed audit procedures responsive to those risks, and obtained audit evidence that is sufficient and appropriate to provide a basis for our 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;

- we obtained 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 Group's internal control;

- we evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors;

- we concluded on 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;

- we evaluated the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation;

- we obtained 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. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion;

We communicated with those charged with governance, identified at an appropriate level as required by ISA Italia, regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified during our audit.

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We also provided those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence applicable in Italy, and we communicated with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determined those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We described these matters in our auditors’ report.

Other information communicated pursuant to art. 10 of the EU Regulation 537/2014

The Shareholders' Meeting of Autogrill S.p.A. has appointed us on May 28, 2015 as auditors of the Company’s separate and consolidated financial statements for the years from 2015 to 2023.

We declare that we have not provided prohibited non-audit services referred to in art. 5 (1) of EU Regulation 537/2014 and that we have remained independent of the Company in conducting the audit.

We confirm that the opinion on the financial statements expressed in this report is consistent with the additional report to the Board of Statutory Auditors, in its role of Audit Committee, referred to in art. 11 of the said Regulation.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Opinion on the compliance with the provisions of the Delegated Regulation (EU) 2019/815

The Directors of Autogrill S.p.A. are responsible for the application of the provisions of the European Commission Delegated Regulation (EU) 2019/815 with regard making reference to the consolidated financial statement – to the regulatory technical standards on the specification of the single electronic reporting format (ESEF – European Single Electronic Format) (hereinafter referred to as the “Delegated Regulation”), to be included in the annual financial report.

We have carried out the procedures set forth in the Auditing Standard (SA Italia) n. 700B in order to express an opinion on the compliance of the ESEF consolidated financial statements with the provisions of the Delegated Regulation.

In our opinion, the ESEF consolidated financial statements have been prepared in XHTML format and have been marked up, in all material respects, in accordance with the provisions of the Delegated Regulation.

Opinion pursuant to art. 14 paragraph 2 (e) of Legislative Decree 39/10 and art. 123-bis, paragraph 4, of Legislative Decree 58/98

The Directors of Autogrill S.p.A. are responsible for the preparation of the report on operations and the report on corporate governance and the ownership structure of Autogrill Group as at December 31, 2021, including their consistency with the related consolidated financial statements and their compliance with the law.

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We have carried out the procedures set forth in the Auditing Standard (SA Italia) n. 720B in order to express an opinion on the consistency of the report on operations and some specific information contained in the report on corporate governance and the ownership structure set forth in art. 123-bis, n. 4 of Legislative Decree 58/98, with the consolidated financial statements of Autogrill Group as at December 31, 2021 and on their compliance with the law, as well as to make a statement about any material misstatement.

In our opinion, the above-mentioned report on operations and some specific information contained in the report on corporate governance and the ownership structure are consistent with the consolidated financial statements of Autogrill Group as at December 31, 2021 and are prepared in accordance with the law.

With reference to the statement referred to in art. 14, paragraph 2 (e), of Legislative Decree 39/10, made on the basis of the knowledge and understanding of the entity and of the related context acquired during the audit, we have nothing to report.

Statement pursuant to art. 4 of the CONSOB Regulation for the implementation of Legislative Decree 30 December 2016, no. 254

The Directors of Autogrill S.p.A. are responsible for the preparation of the non-financial statement pursuant to Legislative Decree 30 December 2016, no. 254.

We verified the approval by the Directors of the non-financial statement.

Pursuant to art. 3, paragraph 10 of Legislative Decree 30 December 2016, no. 254, this statement is subject of a separate attestation issued by us.

DELOITTE & TOUCHE S.p.A.

Signed by
Ernesto Lanzillo
Partner

Milan, Italy
April 7, 2022

As disclosed by the Directors on the first page, the accompanying consolidated financial statements of Autogrill Group have not been prepared in accordance with the provisions of the Commission Delegated Regulation (EU) 2019/815. This independent auditor's report has been translated into the English language solely for the convenience of international readers. Only the original text in Italian language is authoritative, accordingly.

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