

INTERIM REPORT ON OPERATIONS

Q3 2018



APPROVED BY THE BOARD OF DIRECTORS ON 14 NOVEMBER 2018

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1. HIGHLIGHTS

Reclassified condensed consolidated income statement		
<i>(Euro thousands)</i>	9M 2018	9M 2017
Revenues	20,256	23,214
Capitalisation of internally produced animated series	1,924	841
Operating costs	(6,083)	(6,663)
EBITDA	16,097	17,392
Amortisation and depreciation, impairment, and provisions	(5,855)	(4,528)
EBIT	10,242	12,864
Net finance income (expenses)	272	(1,344)
Profit (loss) of the period before tax	10,514	11,520
Income tax expense	(3,242)	(2,837)
Net profit (loss) for the period	7,272	8,683
Profit (loss) for the year attributable to non-controlling interests	(390)	(540)
Profit (loss) attributable to owners of the Parent	7,662	9,223

Reclassified condensed consolidated statement of financial position		
<i>(Euro thousands)</i>	30.09.2018	31.12.2017
Non-current fixed assets	54,344	47,765
Current assets	66,151	51,200
Current liabilities	(23,478)	(18,985)
Net working capital	42,673	32,215
Non-current liabilities	(535)	(482)
Invested capital	96,482	79,498
Net financial position	9,334	(1,789)
Shareholders' equity	105,816	77,709
Non-controlling interests	464	569
Equity attributable to owners of the Parent	105,352	77,140

Consolidated cash flow statement			
(Euro thousands)	9M 2018	9M 2017	Change
A. OPENING CASH AND CASH EQUIVALENTS	2,408	1,810	598
Cash flow from (used in) operating activities before changes in working capital	13,181	13,246	(65)
B. NET CASH FROM (USED IN) OPERATING ACTIVITIES	3,092	806	2,286
C. NET CASH FROM (USED IN) INVESTING ACTIVITIES	(12,804)	(9,249)	(3,555)
D. NET CASH FROM (USED IN) FINANCING ACTIVITIES	23,037	9,262	13,775
E. NET INCREASE (DECREASE) OF CASH AND CASH EQUIVALENTS (B+C+D)	13,325	819	12,506
F. CLOSING CASH AND CASH EQUIVALENTS	15,733	2,629	13,104

2. INTRODUCTION

2.1 General and methodological introduction

This interim report on the Group's operations in the third quarter of 2018 is on a consolidated basis and has been prepared in accordance with article 154-ter, paragraph 5 of Legislative Decree 58/1998 (CFA), as amended by Legislative Decree 195/2007, which implemented Directive 2004/109/EC (Transparency Directive) and takes into account the communication from CONSOB, the accounting rules office, dated 30.4.2008.

It consists of a number of statements containing quantitative figures and explanatory and supplementary notes. The purpose of the interim report on operations is to provide a general description of the financial position and performance of the Mondo TV Group during the period under review and to illustrate the significant events and transactions that took place during the period under review and their impact on the Group's financial position.

The income statement figures are shown with reference to the nine months of the current year 2018 and are compared to the corresponding period of the previous year 2017.

The net financial position figures are compared with the closing figures for the previous year (31.12.2017).

All economic and financial figures are provided on a consolidated basis and are shown in Euro thousands.

The interim report on operations has not been audited.

This report is expressed in Euro (€), as this is the currency in which most of the Group's transactions are conducted. Operations abroad are included in the consolidated financial statements in compliance with the standards indicated in the following notes.

The items indicated in the reclassified financial statements presented above are in part taken from the statutory financial statements and reported further on in this document, and are in part the result of aggregations; the composition of the latter and the references to the items in the statutory financial statements are shown below.

Current assets: the sum of closing inventories, trade receivables, tax assets, and other assets.

Current liabilities: the sum of trade payables, tax payables and other liabilities.

Non-current liabilities: the sum of provisions for risks and charges (including current) and deferred tax liabilities.

Net financial position: the sum of financial receivables, cash and cash equivalents, current and non-current financial payables.

Revenues: the sum of revenues from sales and services, other revenues, change in inventories.

Operating costs: the sum of consumable raw materials, personnel costs and other operating costs.

Amortisation, depreciation, impairment and provisions: the sum of amortisation and impairment of intangible assets, depreciation and impairment of property, plant and equipment, and the allowance for doubtful debts.

Gross operating margin (EBITDA): the difference between operating revenues and costs as defined above.

Operating result (EBIT): the difference between EBITDA and amortisation, depreciation, impairment and provisions as defined above.

It is noted that the items mentioned above, such as EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortisation), EBIT, and net financial position are usually identified without having a consistent definition in the accounting standards or in the Italian Civil Code, and that therefore, they may not be comparable with items of the same name reported by other companies.

ANNEXES

In order to supplement the information contained in the report, the following statements and documents are annexed:

Annex 1): summary financial statements of the parent company Mondo TV S.p.A.

Annex 2): corporate bodies of the parent company Mondo TV S.p.A.

Annex 3): corporate bodies of subsidiaries

2.2 Accounting standards and measurement bases

The income statement and statement of financial position figures presented in the interim report on operations have been determined in accordance with the International Financial Reporting Standards (hereinafter referred to as IFRS or international accounting standards) issued by the International Accounting Standards Board (IASB) and adopted by the European Commission in accordance with the procedure set out in article 6 of Regulation (EC) no. 1606/2002 of the European Parliament and of the Council of 19 July 2002 and pursuant to article 9 of Legislative Decree 38/2005.

The interim report on operations does not qualify as interim financial statements pursuant to IFRS and, in particular, IAS 34.

The term IFRS encompasses all International Financial Reporting Standards, all International Accounting Standards (IAS) and all interpretations of the International Financial Reporting Interpretations Committee (IFRIC) endorsed by the European Commission as of the date of approval of the Interim Report on Operations.

The valuation of financial statement items was based on general prudence and accrual criteria, on a going concern basis.

Application of the principle of prudence has resulted in the individual valuation of the elements making up the individual items or items of assets and liabilities, in order to avoid offsetting losses that should have been recognised with unrealised gains.

In compliance with the accrual principle, the effect of transactions and other events was accounted for and allocated to the period to which such transactions and events refer, and not to the period in which the related cash movements (collections and payments) take place.

The consolidation principles, accounting standards, measurement criteria and estimates adopted are consistent with those used in the preparation of the consolidated financial statements for the year ended 31 December 2017, to which reference is made for completeness.

2.3 Consolidation scope and criteria

The financial statements of the consolidated companies as submitted by their respective Boards of Directors, have been used to prepare the interim report on operations at 30 September 2018. The financial statements prepared by the subsidiaries have been adjusted, where necessary, by the Parent Company to make them adherent to the IFRS.

Subsidiaries are all the companies (including special purpose entities) in relation to which the Group has the power to govern the financial and operating policies, generally with a shareholding of at least half plus one of the actual or potential voting rights in the Shareholders' Meeting. The subsidiaries are consolidated starting from the date when the Group acquires control. They will be deconsolidated on the date when such control is lost.

Intercompany balances, transactions, and unrealised net gains from intercompany transactions, are eliminated.

Equity and the profit (loss) for the year attributable to non-controlling interests are presented separately in the statement of financial position and in the income statement of the consolidated financial statements.

There are no jointly controlled companies.

The subsidiaries were consolidated using the line-by-line method.

The assets and liabilities, expenses and income of the companies consolidated on a line-by-line basis are fully included in the consolidated financial statements, and the book value of equity investments is eliminated against the corresponding portion of the shareholders' equity of the investee companies, attributing to the individual assets and liabilities their current value on the date control was acquired. Any residual difference, if positive, is recorded under non-current assets as goodwill and consolidation differences, if negative it is charged to the income statement.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those adopted by the Group.

Intra-group transactions, as well as those with related parties, were carried out on an arm's length basis, while no atypical transactions were carried out.

2.4 Estimated figures

The preparation of this consolidated interim report on operations requires the Directors to make estimates and assumptions that affect the amounts of assets and liabilities in the financial statements and related disclosure, and contingent assets and liabilities at the reporting date. The estimates and related assumptions are based on previous experience and on other factors that are considered to be reasonable in the present case and are adopted when the accounting value of assets and liabilities cannot be easily inferred from other sources. Therefore, the actual results achieved may differ from said estimates. Estimates and assumptions are reviewed periodically and the effects of any changes are reflected in the income statement if it only involves that year. In the event that the review affects years, both current and future, the change is recognised in the year in which the review is carried out and in the related future years.

Actual results may differ even substantially from these estimates due to changes in the factors considered when determining said estimates.

Some valuation procedures, in particular the more complex ones such as determining any impairment of non-current assets, are generally carried out fully only in the preparation of the annual consolidated financial statements, except in cases where there are impairment indicators that require an immediate estimate of any updates.

3. STATEMENTS OF QUANTITATIVE FIGURES

3.1 Statement of financial position at 30 September 2018 and comparisons with 2017

Statement of financial position		
(Euro thousands)	30.09.2018	31.12.2017
Non-current assets		
- Intangible rights	51,820	44,136
- Other intangible assets	30	12
Intangible assets	51,850	44,148
Tangible assets	384	387
Deferred tax assets	1,953	3,036
Receivables	319	356
	54,506	47,927
Current assets		
Trade receivables	65,154	47,931
Tax assets	527	2,936
Other assets	471	334
Cash and cash equivalents	15,733	2,408
	81,885	53,609
Total assets	136,391	101,536
- Share capital	18,207	15,308
- Share premium provision	45,868	27,767
- Legal reserve	3,061	2,642
- Other reserves	10,189	10,639
- Retained earnings (losses)	20,365	7,967
- Profit (loss) for the period	7,662	12,817
Equity attributable to owners of the Parent	105,352	77,140
Non-controlling interests	464	569
Total equity	105,816	77,709
Non-current liabilities		
Provision for post-employment benefits	536	482
Financial payables	1,252	748
	1,788	1,230
Current liabilities		
Provisions for risks and charges	54	54
Trade payables	21,531	14,952
Financial payables	5,309	3,611
Tax liabilities	1,870	369
Other liabilities	23	3,611
	28,787	22,597
Total liabilities	30,575	23,827
Total liabilities + equity	136,391	101,536

3.2 Changes in the Group's net financial position

Consolidated net financial position		
(Euro thousands)	30.09.2018	31.12.2017
Cash and cash equivalents	15,733	2,408
Current financial payables due to banks	(5,309)	(3,611)
Net current financial position	10,424	(1,203)
Payables for convertible bonds	(444)	(330)
Non-current payables due to banks	(808)	(418)
Net non-current financial position	(1,252)	(748)
Net financial debt as per comm. Consob DEM/6064293	9,172	(1,951)
Non-current receivables due from third parties	162	162
Consolidated net financial position	9,334	(1,789)

3.3 Analysis of changes in intangible assets

Changes in intangible assets				
(Euro thousands)	Intangible rights	Intangible rights in progress	Other intangible assets	TOTAL
Cost as at 31.12.2016	165,155	12,407	1,222	178,784
Amortisation and impairment as at 31.12.2016	(146,209)		(1,219)	(147,428)
Net value 31.12.2016	18,946	12,407	3	31,356
Year 2017				
Increases in the period	18,959		10	18,969
Amortisation and impairment in the period	(6,176)		(1)	(6,177)
Cost as at 31.12.2017	184,114	12,407	1,232	197,753
Amortisation and impairment as at 31.12.2017	(152,385)		(1,220)	(153,605)
Net value 31.12.2017	31,729	12,407	12	44,148
9M 2018				
Increases in the period	12,700		18	12,718
Amortisation and impairment in the period	(5,016)		0	(5,016)
Cost as at 30.09.2018	196,814	12,407	1,250	210,471
Amortisation and impairment as at 30.09.2018	(157,401)		(1,220)	(158,621)
Net value 30.09.2018	39,413	12,407	30	51,850

3.4 Economic position 9M and Q3 2018

Consolidated income statement 9M		
<i>(Euro thousands)</i>	9M 2018	9M 2017
Revenue from sales and services	20,252	23,022
Other income	4	192
Capitalisation of internally produced animated series	1,924	841
Raw materials, consumables and goods	(52)	(63)
Personnel costs	(2,809)	(2,143)
Amortisation and impairment of intangible assets	(5,016)	(3,746)
Depreciation and impairment of tangible assets	(89)	(77)
Allowance for doubtful debts	(750)	(705)
Other operating costs	(3,223)	(4,457)
EBIT	10,241	12,864
Financial income (expenses)	272	(1,344)
Profit (loss) of the period before tax	10,513	11,520
Income tax expense	(3,241)	(2,837)
Net profit for the period	7,272	8,683
Profit (loss) for the year attributable to non-controlling interests	(390)	(540)
Profit (loss) attributable to owners of the Parent	7,662	9,223

Consolidated income statement Q3		
<i>(Euro thousands)</i>	Q3 2018	Q3 2017
Revenues	4,125	7,884
	794	310
Operating costs	(1,758)	(1,909)
EBITDA	3,161	6,285
Amortisation and depreciation, impairment, and provisions	(1,874)	(1,438)
EBIT	1,287	4,847
Net finance income (expenses)	(225)	(125)
Profit (loss) of the period before tax	1,062	4,722
Income tax expense	(418)	(1,416)
Profit (loss) for the year	644	3,306
Profit (loss) for the year attributable to non-controlling interests	(208)	(196)
Profit (loss) attributable to owners of the Parent	852	3,502

3.5 Cash flow statement 9M

Consolidated cash flow statement		
(Euro thousands)	9M 2018	9M 2017
A. OPENING CASH AND CASH EQUIVALENTS	2,408	1,810
Group profit (loss) of the period	7,662	9,223
Profit (loss) for the year attributable to non-controlling interests	(390)	(540)
Total profit (loss) of the period	7,272	8,683
Depreciation, amortisation and impairment	5,855	4,528
Net change in provisions	54	35
Cash flow from (used in) operating activities before changes in working capital	13,181	13,246
(Increase) decrease in trade receivables	(17,936)	(11,192)
(Increase) decrease in tax assets	3,492	2,147
(Increase) decrease in other assets	(137)	41
Increase (decrease) in trade payables	6,579	(408)
Increase (decrease) in tax liabilities	1,501	24
Increase (decrease) in other liabilities	(3,588)	(3,052)
B. NET CASH FROM (USED IN) OPERATING ACTIVITIES	3,092	806
(Acquisition) / Disposal of		
- Intangible assets	(12,718)	(9,209)
- Tangible assets	(86)	(40)
C. NET CASH FROM (USED IN) INVESTING ACTIVITIES	(12,804)	(9,249)
Changes in capital	20,835	8,600
Increase (decrease) in financial payables	2,202	662
D. NET CASH FROM (USED IN) FINANCING ACTIVITIES	23,037	9,262
E. NET INCREASE (DECREASE) OF CASH AND CASH EQUIVALENTS (B+C+D)	13,325	819
F. CLOSING CASH AND CASH EQUIVALENTS	15,733	2,629

4. EXPLANATORY AND SUPPLEMENTARY NOTES

4.1 General description of the Group's financial position and performance

The following table represents the nine months of 2018 compared to the corresponding period in 2017:

Reclassified condensed consolidated income statement		
<i>(Euro thousands)</i>	9M 2018	9M 2017
Revenues	20,256	23,214
Capitalisation of internally produced animated series	1,924	841
Operating costs	(6,083)	(6,663)
EBITDA	16,097	17,392
Amortisation and depreciation, impairment, and provisions	(5,855)	(4,528)
EBIT	10,242	12,864
Net finance income (expenses)	272	(1,344)
Profit (loss) of the period before tax	10,514	11,520
Income tax expense	(3,242)	(2,837)
Net profit (loss) for the period	7,272	8,683
Profit (loss) for the year attributable to non-controlling interests	(390)	(540)
Profit (loss) attributable to owners of the Parent	7,662	9,223

Compared to the same period in 2017, the decrease in revenues of approximately Euro 3 million in absolute terms and approximately 13% in percentage terms is attributable to lower sales in the third quarter on certain library titles that performed below expectations.

The capitalisation of internally produced animated series mainly refers to the productions of the Parent Company and Mondo TV France and was Euro 1.9 million (Euro 0.8 million in the corresponding period of 2017), with an increase attributable to the subsidiary Mondo TV France.

Operating expenses decreased by approximately Euro 0.6 million, partly due to the absence of litigation-related costs that weighed down Euro 750 thousand in the nine months of 2017.

Following as outlined above, EBITDA went from Euro 17.4 million for the 9M of 2017 to Euro 16.1 million for the 9M of 2018, a decrease of Euro 1.3 million.

The operating result after amortisation, depreciation, impairment and provisions (Euro 5.9 million, compared to Euro 4.5 million in the corresponding period of 2017) is positive for Euro 10.2 million, compared to Euro 12.9 million of the corresponding period in 2017, with a decrease of approximately Euro 2.7 million in absolute terms and 21% in

percentage terms.

In the nine months, there was net financial income of Euro 0.3 million compared to net financial expenses of Euro 1.3 million in 9M 2017; the change of Euro 1.6 million is due to the recognition of exchange rate gains estimated arising from the strengthening of the Dollar against the Euro in the 9M of the current year.

Group net profit for the period was Euro 7.7 million compared to Euro 9.2 million in 9M 2017, down Euro 1.5 million in absolute terms and 17% in percentage terms.

The net financial position increased from debt of Euro 1.8 million at 31 December 2017 to net cash of Euro 9.3 million at 30 September 2018, due to the issuance of Atlas convertible bonds in the amount of approximately Euro 21 million on the parent company.

Shareholders' equity of the Group went from Euro 77.1 million as at 31 December 2017 to Euro 105.4 million as at 30 September 2018 mainly due to the conversion of convertible bonds under the extraordinary finance transactions concluded with Atlas and the positive result of the 9M.

The Parent Company Mondo TV S.p.A. closed the period with a production value of Euro 18.5 million compared to Euro 21.9 million in the nine months of 2017; EBITDA fell to Euro 16.1 million from Euro 17.8 million in the nine months of 2017 while net profit was Euro 8 million compared to Euro 9.8 million in the nine months of 2017.

4.2 Significant events and transactions in Q3 2018 and their impact on the Group's financial and economic position

In the third quarter, the Parent Company fully converted the bonds outstanding at 30 June 2018 issued to Atlas, in the amount of Euro 5 million, and the last tranche of the Atlas contract was issued and fully converted in the amount of Euro 7 million.

In the quarter, therefore, shareholders' equity increased by a total of Euro 12 million as a result of these conversions, also increasing the net financial position by the same amount.

4.3 Events after period-end and outlook for the year

On 07 November 2018, the company's founder and major shareholder Orlando Corradi passed away.

The majority shareholding in Mondo TV has therefore passed to the members of the Corradi family, who retain control of the group.

On behalf of the Board of Directors
Chief Executive Officer

(Matteo Corradi)

**STATEMENT BY THE COMPANY'S HEAD OF FINANCIAL REPORTING PURSUANT TO ARTICLE 154-BIS,
PARAGRAPH 2, OF LEGISLATIVE DECREE 58/1998**

The company's head of financial reporting, Carlo Marchetti, declares, pursuant to paragraph 2 of article 154-bis of the Consolidated Finance Act, that the information contained in this document "Interim Report on Operations Q3 2018" corresponds to the document results, accounting books and records.

Head of Financial Reporting
Carlo Marchetti

3. ANNEXES

3.1 PARENT COMPANY CONDENSED FINANCIAL STATEMENTS

Mondo TV S.p.A. condensed statement of financial position		
<i>(Euro thousands)</i>	30.09.2018	31.12.2017
Non-current fixed assets	47,791	42,743
Current assets	60,724	48,224
Current liabilities	(20,345)	(17,402)
Net working capital	40,379	30,822
Non-current liabilities	(1,298)	(1,244)
Invested capital	86,872	72,321
Net financial position	19,218	4,933
Shareholders' equity	106,090	77,254

Mondo TV S.p.A. condensed income statement		
<i>(Euro thousands)</i>	9M 2018	9M 2017
Revenues	18,526	21,874
Capitalisation of internally produced animated series	818	759
Operating costs	(3,238)	(4,839)
EBITDA	16,106	17,794
Amortisation and depreciation, impairment, and provisions	(5,204)	(3,953)
EBIT	10,902	13,841
Net finance income (expenses)	412	(1,142)
Profit (loss) of the period before tax	11,314	12,699
Income tax expense	(3,282)	(2,922)
Profit (loss) for the year	8,032	9,777

3.2 CORPORATE BODIES OF THE PARENT

Board of Directors¹

Chair and CEO

Matteo Corradi

Directors

Monica Corradi

Aurelio Fedele²

Angelica Mola³

Carlo Marchetti

Internal Control Committee

Chair

Aurelio Fedele

Members

Angelica Mola

Remuneration Committee

Chair

Angelica Mola

Members

Aurelio Fedele

Investor Relator

Matteo Corradi

Board of Statutory Auditors⁴

Marcello Ferrari (Chair)

Adele Barra

Vittorio Romani

Independent Auditors⁵

BDO Italia S.p.A.

Sponsor and Specialist

Banca Finnat

¹ In office until the approval of the financial statements at 31.12.2020

² Independent Director

³ Independent Director

⁴ In office until the approval of the financial statements at 31.12.2019

⁵ Assignment for nine financial years, until the approval of the financial statements at 31.12.2023

3.3 CORPORATE BODIES OF THE SUBSIDIARIES

Mondo TV Suisse S.A.	<u>Board of Directors</u> Yvano Dandrea (Chair) Valentina La Macchia Paolo Zecca Matteo Corradi Alexander Manucer
Mondo TV Toys S.A.	<u>Liquidator</u> Yvano Dandrea
Mondo France S.A.	<u>Directors</u> Matteo Corradi (Chair) Sylvie Mahé Eve Baron Carlo Marchetti Feliciana Gargano
Mondo TV Iberoamerica S.A.	Jesus Timoteo Maria Bonaria Fois Matteo Corradi Carlo Marchetti Patricia Motilla José Ramon
Mondo TV Producciones Canarias S.L.U.	Maria Bonaria Fois Matteo Corradi Enrico Martinis