

FNM Group 9M 2023 RESULTS

15 November 2023



EFNM GROUP An integrated player in transportation and mobility in Northern Italy

	Motorways	 Management of motorway infrastructure trough a concession expiring in 2028 Highway from Milan to Serravalle Scrivia (A7 86Km) Milan West, East and North ring roads (A50 33Km, A51 29Km, A52 19Km) Pavia West ring road (A54 9Km) and Bereguardo-Pavia motorway link (A53 8Km) 	ل 185 Km Motorway Network	milanoserravalle milanotangenziali Milano Serravalle Engineering S.r.l.
A	Ro.S.Co & Services	Leasing of rolling stock in the local public transport (LPT) and freight logistics sector (mainly to Trenord and DB Cargo Italia) Corporate services to subsidiaries and management of the real estate assets of the Gro Development of complementary digital platforms according to MaaC paradigm	bup 98 Owned trains	In vita in movimento
	Railway	Management of railway infrastructure in Lombardy on the basis of the concession expiring on 31 October 2060	A	
	Infrastructure	Intermodal terminal management and real estate development in freight logistic sector	330 Km Railway Network	MALPENSA INTERMODALE FNMGROUP MALPENSA DISTRIPARK FNMGROUP







1 – includes the indirect participation in TILO SA (50% controlled by Trenord and 50% by Swiss Federal Railways SBB) 2 – FNM owns 22.55% of Tangenziali Esterne di Milano S.p.A. which holds a single shareholding equal to 48.4% of the capital of the highway concessionaire Tangenziale Esterna S.p.A. 3 – FNM owns 50% of Omnibus Partecipazioni S.r.l. with Arriva Italia, holding company which in turn owns about 50% of ASF Autolinee. The remaining 50% is held by S.P.T. Holding S.p.A. whose shareholders are local public entities; 4 – BFF owns 95% of BFF.CH SA



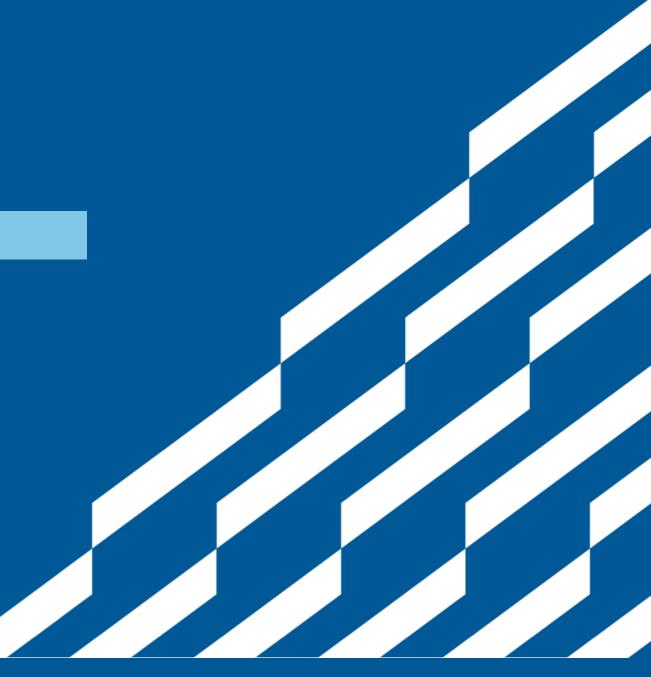
Overview

Economic & Financial Results

- Financial highlights
- Mobility demand in the period
- 9M 2023 consolidated results

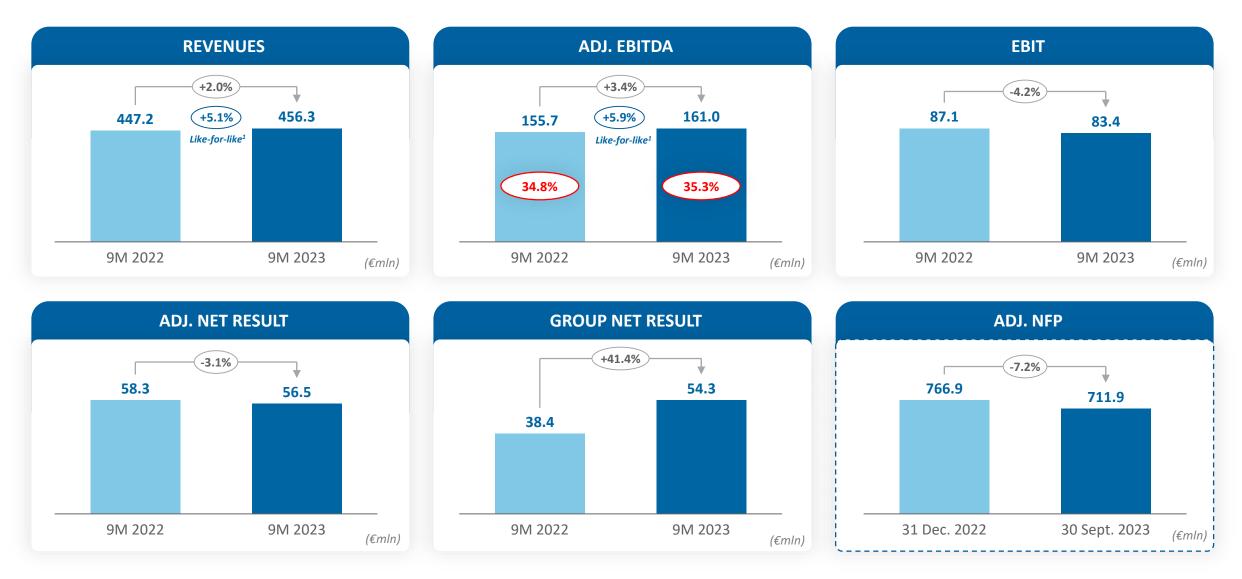
Outlook

Appendix





FNM Group 9M 2023 Financial Highlights



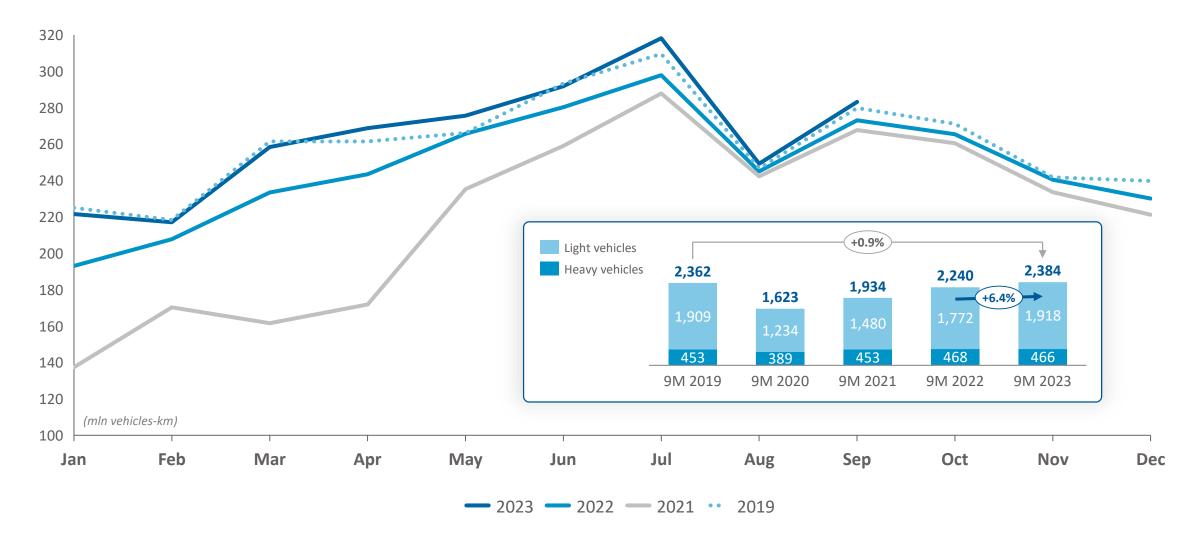
1 – Excluding the effects of the sale of La Linea/Martini Bus and absence of car sharing public contribution in 9M23 (see slide 27 for details)



% = EBITDA Margin

FNM Group | Motorways - traffic trend on MISE network (vehicles-km)

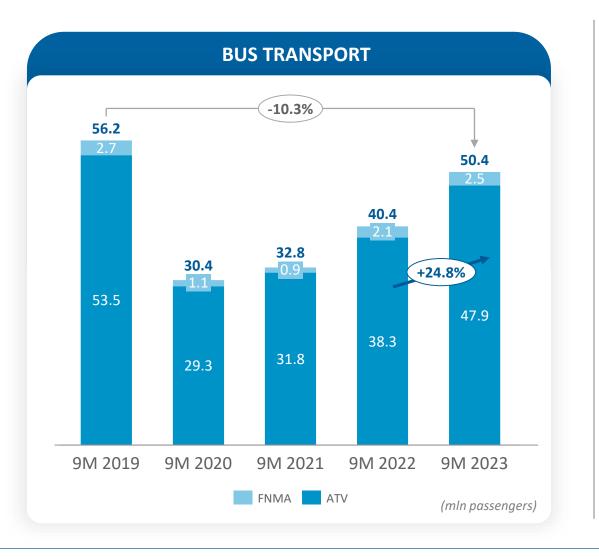
Full recovery of light traffic to 2019 levels, while heavy vehicles are steadily higher than pre-Covid levels





FNM Group | LPT – mobility demand for bus and rail transport (n. pax)

Recovery of demand across all segments but overall LPT traffic still below pre pandemic levels





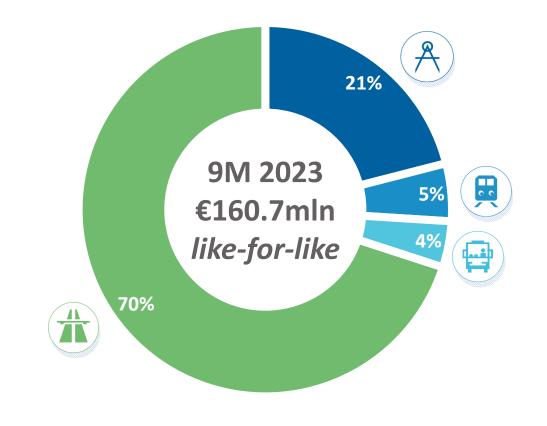


FNM Group | Adj. EBITDA evolution

Growth underpinned by traffic recovery and new TILO/TAF trains, despite negative effect of the sale of La Linea/Martini and the loss of public contribution on car sharing

Adj. EBITDA (€ mln)	9M 2022	9M 2023	۵€	Δ%
Motorways	101.7	113.0	11.3	+11.1%
Ro.S.Co. & Services	32.2	33.9	1.7	+5.3%
Railway infrastructure	14.6	8.2	(6.4)	-43.8%
Road passenger mobility	7.2	5.9	(1.3)	-18.1%
Total	155.7	161.0	5.3	+3.4%

LIKE-FOR-LIKE ¹							
Adj. EBITDA (€ mln)	9M 2022	9M 2023	۵€	Δ%			
Motorways	101.7	113.0	11.3	+11.1%			
Ro.S.Co. & Services	32.2	33.9	1.7	+5.3%			
Railway infrastructure	14.6	8.2	(6.4)	-43.8%			
Road passenger mobility	3.3	5.6	2.3	+69.7%			
Total	151.8	160.7	8.9	+5.9%			

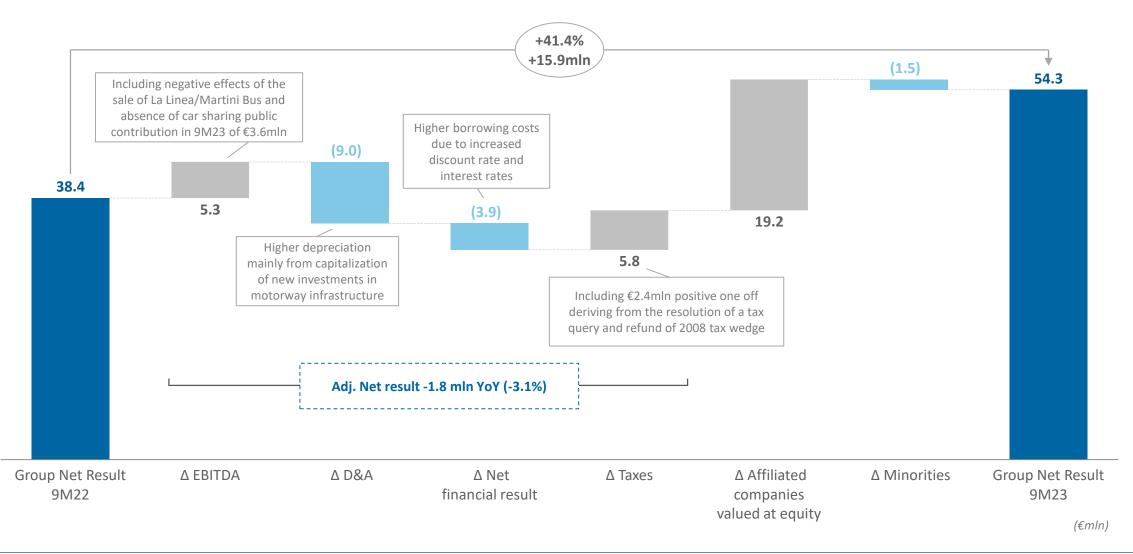




1 – Excluding the effects of the sale of La Linea/Martini Bus and absence of car sharing public contribution in 9M23 (see slide 27 for details)

FNM Group 9M 2023 Group net result

Positive consolidated net result despite change in perimeter and higher D&A, strong rebound of companies consolidated at equity





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FNM Group | Adj. EBITDA by segment – Motorways

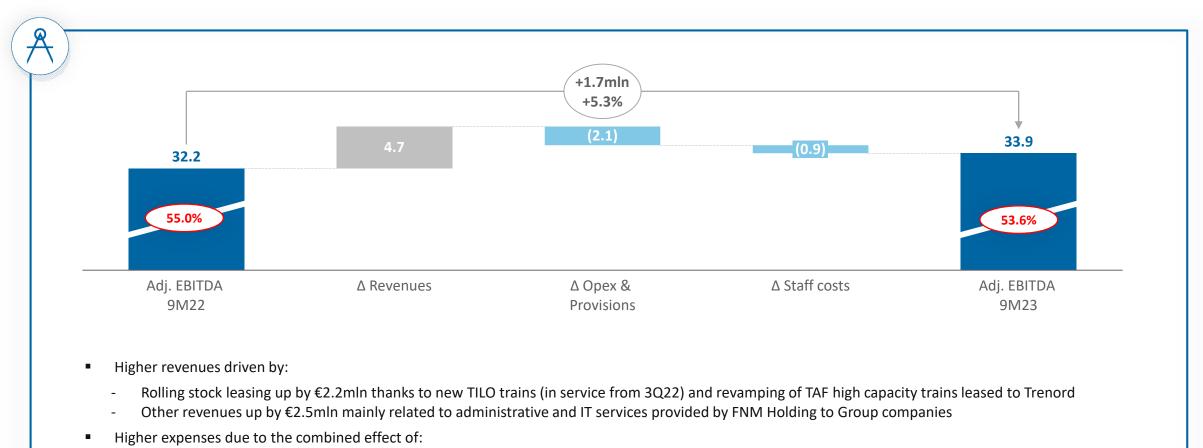


- Higher revenues driven by toll revenues (+€12.4mln) thanks to the combined effect of traffic recovery and network extension from 1st March 2023
- Higher overall expenses for €2.1mln driven by a heterogeneous trend among cost categories:
 - Operating costs up by €3.7mln following higher variable costs linked to traffic performance, intercompany service costs, IT expenses and net provisions for risks and charges
 - Maintenance costs down by €1.7mln as a result of higher net releases from the renewal fund (+€9.2mln), which more than offset the increased costs (-€7.4mln) mainly related to works on Po Bridge and Zerbolò gate
 - Staff costs in line YoY: higher costs from the renewal of the National Collective Bargaining Agreement and other variable components, almost fully offset by the absence of redundancy incentives charges booked in 9M22

(€mln)



FNM Group | Adj. EBITDA by segment – Ro.S.Co. & Services

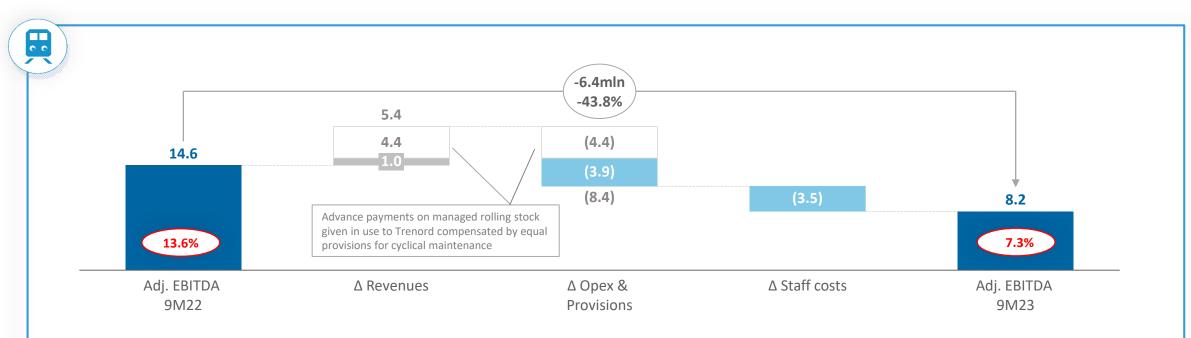


- Operating expenses up by €2.1mln related to IT costs, service fees and marketing (also related to the development of FILI and H2IseO projects). Include start-up costs of FNMPAY (-€0.4mln) mainly due to an increase in financial intermediation charges
- Staff costs up by €0.9mln mostly related to headcount increase (+11 FTE)

(€mln)



FNM Group | Adj. EBITDA by segment – Railway infrastructure

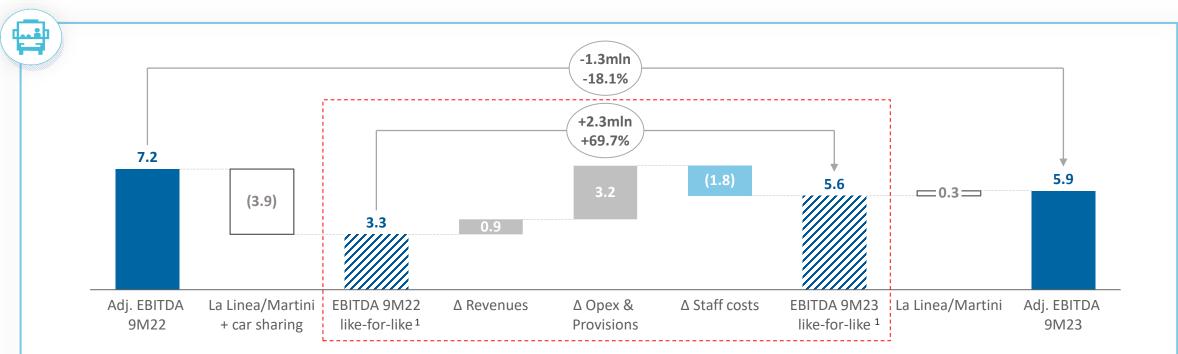


- Leasing revenues on managed rolling stock given in use to Trenord up by €4.4mln in line with expansion of the fleet, with no impact on EBITDA
- Revenues (excluding impact of leasing) up for €1.0mln driven by public contracts and grants (+€0.2mln) and other revenues (+€0.8mln)
- Higher expenses for the combined effect of:
 - Operating expenses (excluding cyclical maintenance provisions) up by €3.9mln mainly because of costs for infrastructure maintenance and design, also incurred to deal with the damage resulting from the derailment that occurred at the end of 2022
 - Staff costs up by €3.5mln due to headcount increase (+14 FTE) and absence of recovery of sick pay charges for 2015-2018 booked in 2022 (+€2.3mln in 9M22)

(€mln)



FNM Group | Adj. EBITDA by segment – Road passenger mobility



Financial performance mainly linked to the deconsolidation of La Linea/Martini from January 16th 2023 and the loss of car sharing contribution from January 1st 2023

On a like-for-like basis, EBITDA improvement as a result of better marginality for the combined effect of:

- Revenues up by €0.9mln mainly thanks to transport services (+€7.3mln) driven by more passengers transported and train replacements and capital grants for new busses (+0.6mln), which more than compensate absence of Government compensation for additional services (-€4.5mln) and Covid-19 related losses (-€2.7mln)
- Operating expenses down by €3.2mln mainly due to the normalization of fuel cost and fewer subcontracts to third parties to carry out additional services (+€4.0mln)
- Staff costs up by €1.8mlm due to headcount increase (+23 FTE)

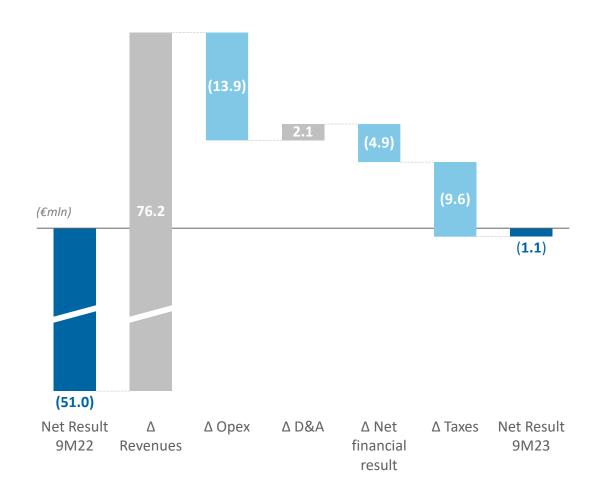
(€mln)

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FNM Group | Associates & JV – Trenord

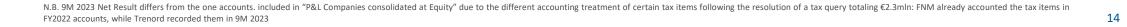
Traffic recovery continues to drive improvement in operating performance, new Service Contract with RL under finalization



HIGHLIGHTS

- Strong increase in revenues as a result of:
- ticketing revenues up by €62.4mln thanks to the recovery in passenger volume, product mix and tariff increase from Sep.22/Jan.23
- service agreement revenues up by €3.0mln
- other revenues up by €10.8mln, including a €5.0mln tax credit on energy costs
- EBITDA at €133.1mln (+€62.3mln) thanks to higher revenues partially offset by staff costs (-€13.1mln) and other operating costs (-€0.8mln)
- EBIT turns positive at €6.9mln (+€64.4mln)
- 9M23 Net Loss following higher interest expenses and fiscal effect which compensate the improved operating performance

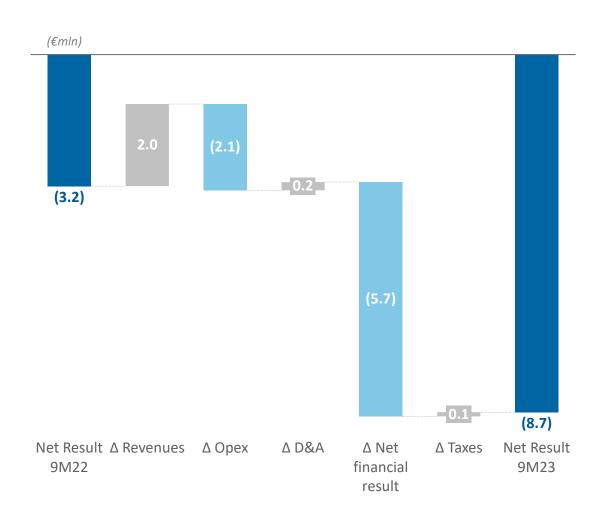
The NEW 2023-2033 Public Service Contract with Regione Lombardia: positively evaluated by ART and in the late stage of the approval process – Regione Lombardia approved an extension until signing date and, in any case, no later than 30 November 2023 to allow for the completion of required administrative procedures

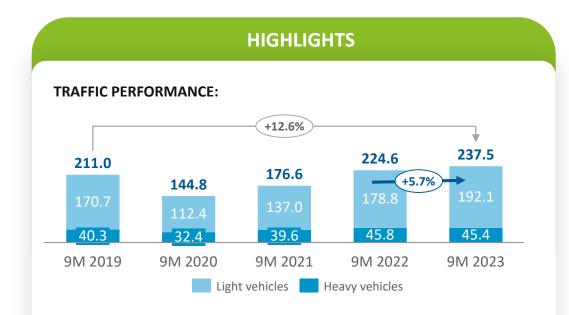




FNM Group | Associates & JV – APL

Traffic recovery continues to support operating performance, bottom line impacted by high interest rates





- Revenues up €2.0mln thanks to traffic growth above pre-Covid levels without increase in tariffs
- EBITDA in line YoY to €16.8mln. Growth in revenues mainly compensated by higher personnel costs (-€2.1mln) due to the internalization of activities in operations and collection
- Higher Net Loss YoY mainly due to higher financial charges linked to higher interests on existing loans at variable rate and amortization of the Senior Loan 1 accessory fees



FNM Group 9M 2023 Capex analysis

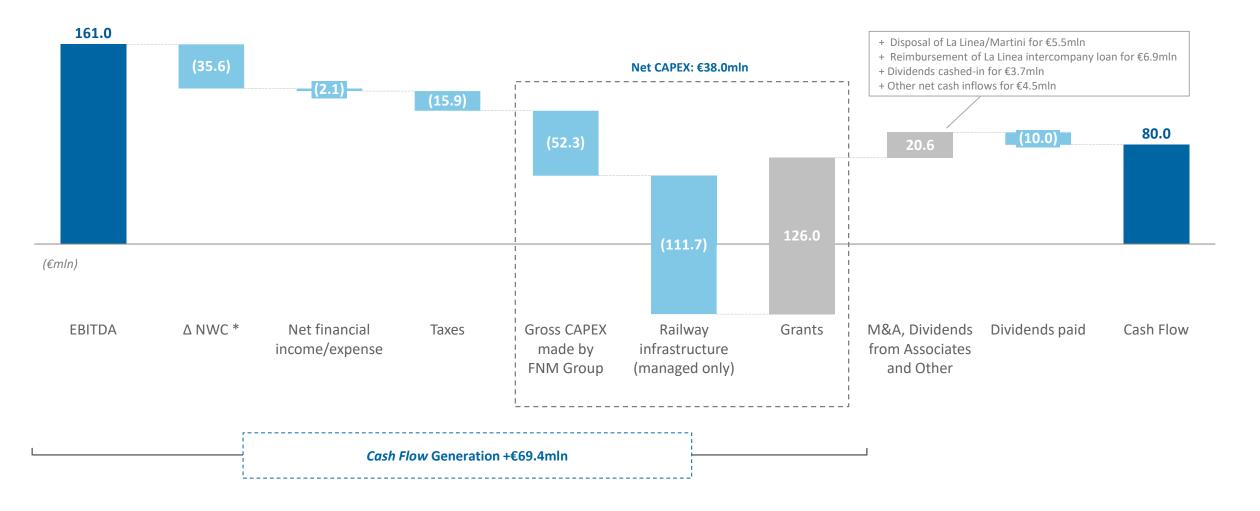
Lower investments mainly driven by delay in TAF revamping, expected acceleration in 4Q23 but guidance revised downward

€ mln	9M 2022	9M 2023	∆€
Motorways	32.8	18.1	(14.7)
Ro.S.Co. & Services	49.9	11.8	(38.1)
Railway infrastructure	4.7	3.0	(1.7)
Road passenger mobility	18.1	19.4	1.3
Gross CAPEX made by FNM Group	105.5	52.3	(53.2)



FNM Group Consolidated Cash Flow

Positive cash flow generation, sale of La Linea/Martini and dividends from Associates drive free cash flow of the period



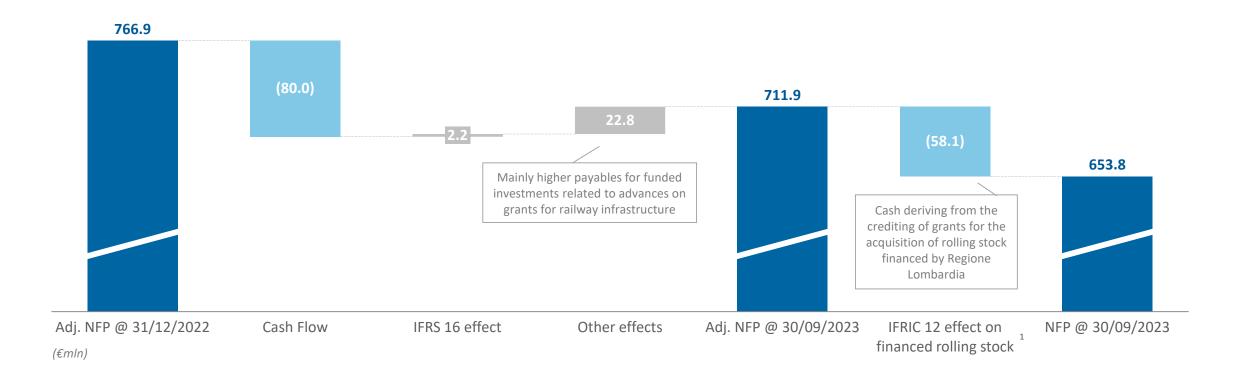


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* Include: (i) negative ΔCCN from operations for €15.0mln, (ii) negative ΔCCN from investments with own funds for €32.6mln and (iii) positive ΔCCN from investments in railway infrastructure for €12.0mln

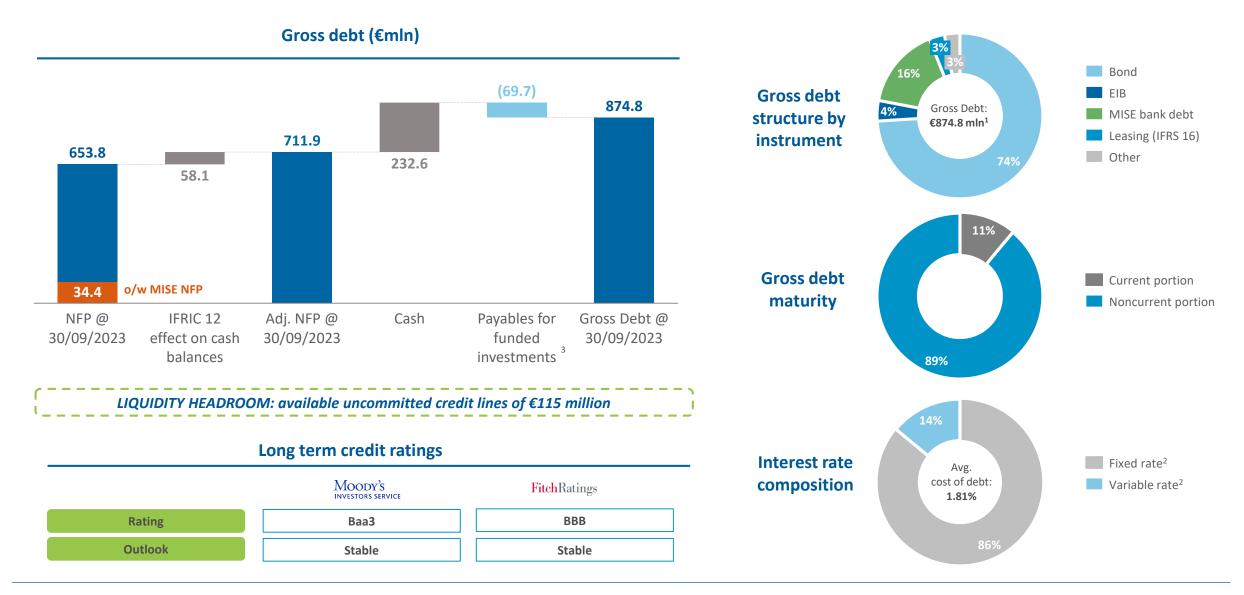
FNM Group Net Financial Position evolution

NFP in line with expectations and within rating agencies requirements





FNM Group | Gross debt composition at 30th September 2023



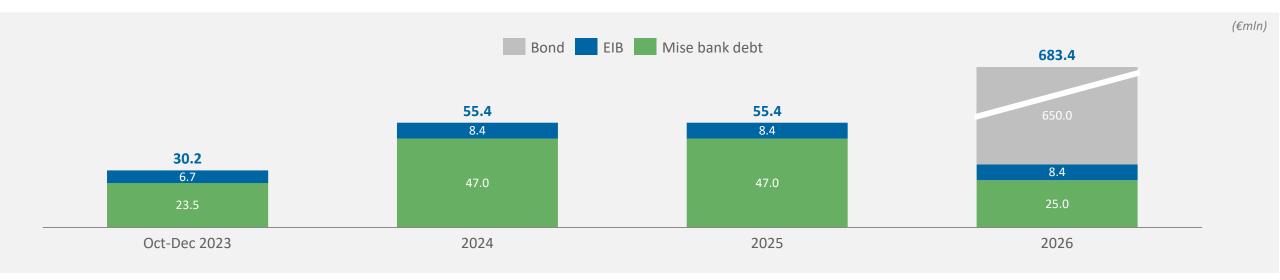
1 – Excluding debt for funded investments for €69.7 million 2 – Only on bank debt and bond

3 – Include the surplus of grants for funded investments in railway infrastructure, rolling stock other than the «2017 – 2032 Programme» and motorway infrastructure collected ahead of the State of Work Progress accrued on such investments



FNM Group | Maturity structure at 30th September 2023

Debt average life 2.9 years, in line with total assets structure





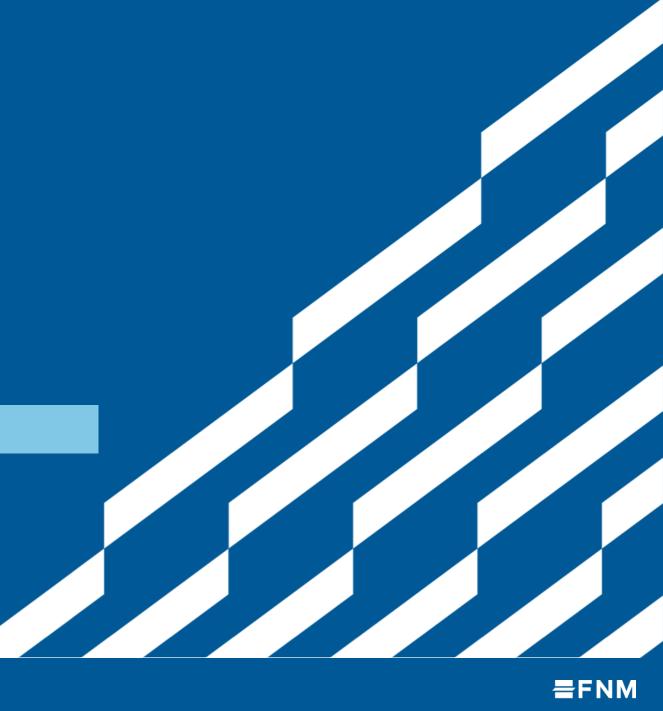
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FNM Group FY 2023 Outlook

Confirmed guidance for Revenues and EBITDA and lower Adj. NFP following CAPEX slowdown

Revenues	+1% - 5% YoY +2% - 7% excluding La Linea/Martini Bus and €1.8 mln contribution to E-Vai
Adj. EBITDA	+1% - 5% YoY +2% - 7% excluding La Linea/Martini Bus and €1.8 mln contribution to E-Vai
Adj. EBITDA Margin	In line with 2022
Adj. NFP	€660-720 mln, within rating agencies requirements Gross CAPEX with FNM funds -40% / -50% YoY
Adj. NFP / EBITDA	3.3x – 3.6x



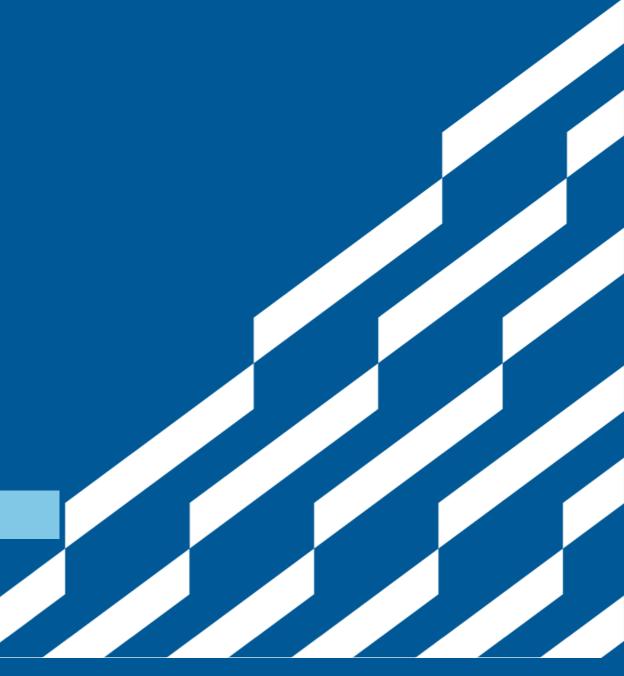
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FNM Group Shareholders and share performance

Relative performance YTD vs. main reference indexes

Share price @ 13-nov-23: €0,43

FNM S.p.A. vs. Major Indexes Indexed Price Performance

Price (Indexed to 100)



Share capital profile		Shareholders'	structure
Market capitalization @ 13-nov-23: N. of shares Average traded volumes (last 30 days) Share price change	€186,1 mln 434.9 mln 161.567 orders 0,8% YTD	27.7% 57.6%	Regione Lombardia Ferrovie dello Stato Market



FNM Group Consolidated Profit & Loss

€ mln	9M 2022	9M 2023	۵€	Δ%
Revenues from sales and servives	418.3	427.5	9.2	+2.2%
Other revenues and income	28.9	28.8	(0.1)	-0.3%
Total revenues and other income	447.2	456.3	9.1	+2.0%
Operating costs	(171.3)	(174.7)	(3.4)	+2.0%
Personnel costs	(120.2)	(120.6)	(0.4)	+0.3%
Adj. EBITDA	155.7	161.0	5.3	+3.4%
Non-ordinary income (expense)	0.0	0.0	0.0	n.m.
EBITDA	155.7	161.0	5.3	+3.4%
Depreciation and amortization	(68.6)	(77.6)	(9.0)	+13.1%
EBIT	87.1	83.4	(3.7)	-4.2%
Net financial income (expense)	(4.3)	(8.2)	(3.9)	+90.7%
EBT	82.8	75.2	(7.6)	-9.2%
Income taxes	(24.5)	(18.7)	5.8	-23.7%
Adj. Net Profit (Loss)	58.3	56.5	(1.8)	-3.1%
Profit (Loss) of companies consolidated at equity	(21.3)	(2.1)	19.2	n.m.
Net Profit (Loss)	37.0	54.4	17.4	+47.0%
Minority interest in Net Profit (Loss)	(1.4)	0.1	1.5	-107.1%
Group Net Profit (Loss)	38.4	54.3	15.9	+41.4%



FNM Group Consolidated Profit & Loss – SEGMENT DETAILS

9M 2022	01/1 2022		
	5101 2025	۵€	۵%
191.4	203.8	12.4	+6.5%
17.9	18.9	1.0	+5.6%
209.3	222.7	13.4	+6.4%
101.7	113.0	11.3	+11.1%
48.6%	50.7%		
69.8	67.3	(2.5)	-3.6%
	17.9 209.3 101.7 48.6%	17.9 18.9 209.3 222.7 101.7 113.0 48.6% 50.7%	17.9 18.9 1.0 209.3 222.7 13.4 101.7 113.0 11.3 48.6% 50.7%

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Railway infrastructure

€mln	9M 2022	9M 2023	۵€	۵%
Public contracts and grants	83.6	83.8	0.2	+0.2%
Rolling stock leasing	11.0	15.4	4.4	+40.0%
Other revenues	13.1	13.9	0.8	+6.1%
Total revenues	107.7	113.1	5.4	+5.0%
Adj. EBITDA	14.6	8.2	(6.4)	-43.8%
Adj. EBITDA/Revenues %	13.6%	7.3%		
EBIT	12.9	6.6	(6.3)	-48.8%

Ro.S.Co. & Services						
€mln	9M 2022	9M 2023	۵€	Δ%		
Rolling stock leasing	39.0	41.2	2.2	+5.6%		
Other revenues	19.5	22.0	2.5	+12.8%		
Total revenues	58.5	63.2	4.7	+8.0%		
Adj. EBITDA	32.2	33.9	1.7	+5.3%		
Adj. EBITDA/Revenues %	55.0%	53.6%				
EBIT	7.5	10.7	3.2	+42.7%		

Road passenger mobility							
€ mln	9M 2022	9M 2023	۵€	۵%			
Public contracts and grants	42.4	36.0	(6.4)	-15.1%			
Transport services	48.5	36.8	(11.7)	-24.1%			
Other revenues	6.6	4.8	(1.8)	-27.3%			
Total revenues	97.5	77.6	(19.9)	-20.4%			
Adj. EBITDA	7.2	5.9	(1.3)	-18.1%			
Adj. EBITDA/Revenues %	7.4%	7.6%					
EBIT	(3.1)	(1.2)	1.9	n.m.			



FNM Group | Road passenger mobility (*like-for-like basis*¹)

	REPORTED PERIMETER		LA LINEA/MARTINI + car sharing public contribution		LIKE-FOR-LIKE				
€mln	9M 2022	9M 2023	۵€	9M 2022	9M 2023	∆€	9M 2022	9M 2023	۵€
Public contracts and grants	42.4	36.0	(6.4)	0.4	0.1	(0.3)	42.0	35.9	(6.1)
Transport services	48.5	36.8	(11.7)	19.5	0.5	(19.0)	29.0	36.3	7.3
Other revenues	6.6	4.8	(1.8)	1.6	0.1	(1.5)	5.0	4.7	(0.3)
Total revenues	97.5	77.6	(19.9)	21.5	0.7	(20.8)	76.0	76.9	0.9
Adj. EBITDA	7.2	5.9	(1.3)	3.9	0.3	(3.6)	3.3	5.6	2.3
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FNM Group Profit (Loss) of companies consolidated at equity

€/000	9M 2022	9M 2023	∆€
Trenord Srl*	(25.446)	(1.734)	23.712
Autostrada Pedemontana Lombarda	1.198	(963)	(2.161)
Tangenziali Esterne di Milano Spa**	(1.034)	(1.539)	(505)
Nord Energia Spa***	1.543	708	(835)
DB Cargo Italia Srl	1.333	1.576	243
Omnibus Partecipazioni Srl****	809	133	(676)
NordCom Spa	448	455	7
Busforfun.Com Srl	119	(447)	(566)
SportIT	(311)	(302)	9
Profit (Loss) of companies consolidated at equity	(21.342)	(2.113)	19.228

* Including the Profit (Loss) of TILO SA

** Including the Profit (Loss of Tangenziale Esterna S.p.A.

- *** Including the Profit (Loss) of CMC MeSta SA
- **** Including the Profit (Loss) of ASF Autolinee Srl



FNM Group Profit (Loss) of companies consolidated at equity – TRENORD

€ mln	9M 2022	9M 2023	∆€	Δ%
Ticketing revenues	219.9	282.3	62.4	+28.4%
Revenues from Service Agreement	326.1	329.1	3.0	+0.9%
Other revenues and income	31.1	41.9	10.8	+34.7%
Total revenues and other income	577.1	653.3	76.2	+13.2%
Operating costs	(299.2)	(300.0)	(0.8)	+0.3%
Personnel costs	(207.1)	(220.2)	(13.1)	+6.3%
EBITDA	70.8	133.1	62.3	+88.0%
Depreciation and amortization	(128.3)	(126.2)	2.1	-1.6%
EBIT	(57.5)	6.9	64.4	n.m.
Net financial income (expense)	(1.3)	(6.2)	(4.9)	+376.9%
EBT	(58.8)	0.7	59.5	n.m.
Income taxes	7.8	(1.8)	(9.6)	n.m.
Net Profit (Loss)	(51.0)	(1.1)	49.9	n.m.



FNM Group Profit (Loss) of companies consolidated at equity – APL

€ mln	9M 2022	9M 2023	∆€	۵%
Toll revenues	31.8	33.2	1.4	+4.4%
Other revenues and income	3.6	4.2	0.6	+16.7%
Total revenues and other income	35.4	37.4	2.0	+5.6%
Operating costs	(12.5)	(12.5)	0.0	+0.0%
Personnel costs	(6.0)	(8.1)	(2.1)	+35.0%
EBITDA	16.9	16.8	(0.1)	-0.6%
Depreciation and amortization	(4.5)	(4.3)	0.2	-4.4%
EBIT	12.4	12.5	0.1	+0.8%
Net financial income (expense)	(15.0)	(20.7)	(5.7)	+38.0%
EBT	(2.6)	(8.2)	(5.6)	n.m.
Income taxes	(0.6)	(0.5)	0.1	-16.7%
Net Profit (Loss)	(3.2)	(8.7)	(5.5)	n.m.



FNM Group Consolidated Balance Sheet

€ mln	30/09/2023	31/12/2022	∆€
Inventories	13.2	12.1	1.1
Trade receivables	171.0	153.0	18.0
Other current receivables	106.2	85.8	20.4
Current financial receivables	1.8	8.9	(7.1)
Financed investment receivables	55.5	47.6	7.9
Trade payables	(168.5)	(166.6)	(1.9)
Other current payables and current provisions	(149.0)	(147.4)	(1.6)
Operating Net Working Capital	30.2	(6.6)	36.8
Other receivables - Rolling stock 2017-2032	35.6	64.0	(28.4)
Financed investment receivables - Rolling stock 2017-2032	183.6	201.7	(18.1)
Trade payables - Rolling stock 2017-2032	(272.5)	(304.1)	31.6
Net Working Capital for Financed Investments	(53.3)	(38.4)	(14.9)
Total Net Working Capital	(23.1)	(45.0)	21.9
Fixed assets	820.8	840.8	(20.0)
Equity interests	166.6	171.8	(5.2)
Non-current receivables	178.0	175.1	2.9
Non-current liabilities	(39.0)	(31.1)	(7.9)
Provisions	(98.4)	(95.0)	(3.4)
Assets (Liabilities) held for sale	0.0	14.9	(14.9)
NET INVESTED CAPITAL	1,004.9	1,031.5	(26.6)
Equity	351.1	306.9	44.2
Adjusted Net Financial Position	711.9	766.9	(55.0)
Net Financial Position for Funded Investments (Cash)	(58.1)	(42.3)	(15.8)
Net Financial Position	653.8	724.6	(70.8)
TOTAL SOURCES	1,004.9	1,031.5	(26.6)



FNM Group Consolidated Balance Sheet – NFP composition

€ mln	30/09/2023	31/12/2022	∆€
Cash and bank deposits	(232.6)	(194.6)	(38.0)
Current financial debt	152.1	140.6	11.5
Current Net Financial Position (Debt/-Cash)	(80.5)	(54.0)	(26.5)
Non-current financial debt	792.4	820.9	(28.5)
Adj. Net Financial Position	711.9	766.9	(55.0)
Net Financial Position for funded investments (Debt/-Cash)	(58.1)	(42.3)	(15.8)
Net Financial Position	653.8	724.6	(70.8)
o/w IFRS 16 Leases	22.6	25.8	(3.2)

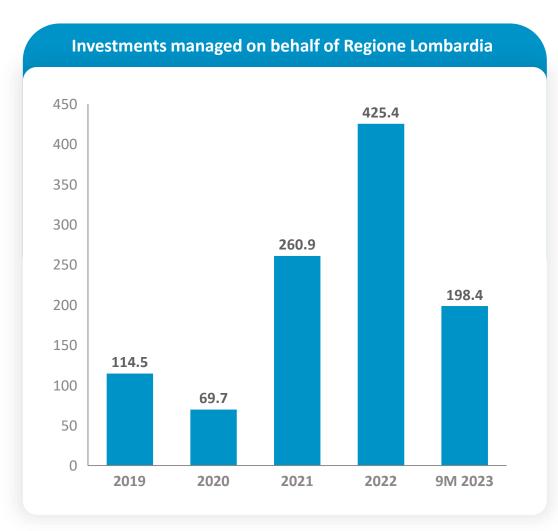


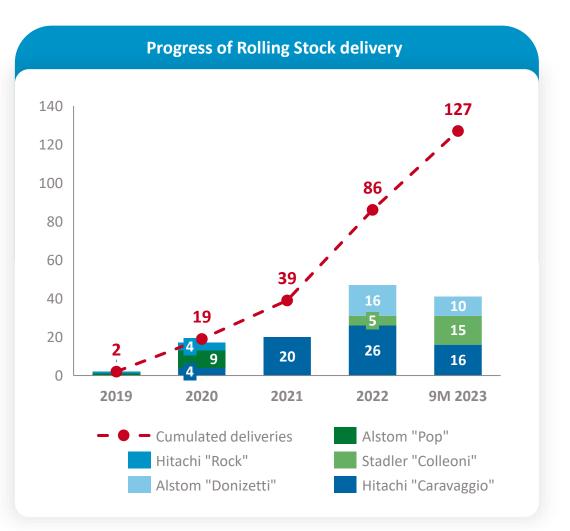
FNM Group | Net CAPEX breakdown

€ mln	9M 2022	9M 2023	∆€
Motorways	32.8	18.1	(14.7)
Ro.S.Co. & Services	49.9	11.8	(38.1)
Railway infrastructure	4.7	3.0	(1.7)
Road passenger mobility	18.1	19.4	1.3
Gross CAPEX made by FNM	105.5	52.3	(53.2)
Railway infrastructure (managed only)	34.5	111.7	77.2
Total Gross CAPEX	140.0	164.0	24.0
Public contributions - Road passenger mobility Public contributions - Railway infrastructure Public contributions - Motorways	0.7 29.2 0.0	4.1 113.0 8.9	3.4 83.8 8.9
Net CAPEX	110.1	38.0	(72.1)



FNM Group Rolling Stock Purchase Programme 2017-2032







FNM Group | Glossary

- Adjusted EBITDA: it is represented by EBITDA (earnings for the year before income taxes, of the other financial income and expenses, of depreciation, amortization and impairments of fixed assets), excluding non-ordinary expenses and income, such as: (i) income and expenses deriving from restructuring, reorganization and business combination; (ii) clearly identified income/expenses not directly referred to the ordinary performance of the business; (iii) in addition to any income/expenses deriving from significant non-ordinary events and transactions as defined by Consob communication DEM6064293 of 28/07/2006.
- Adjusted EBITDA Margin: the percentage of Adjusted EBITDA over total revenues.
- Adjusted Net Result: Net Profit (Loss) before recognition of the result of companies consolidated using the equity method
- Adjusted NFP: it is represented by the Net Financial Position (NFP) including cash and cash equivalents and all financial liabilities, restated excluding only cash and current payables related to financial investments made in accordance with Regione Lombardia's "Rolling Stock purchase programme 2017-2032", with the aim of sterilizing the timing effects of contributions collection and payments made to suppliers, recognized in accordance with IFRIC 12.
- Rolling Stock Purchase Programme 2017-2032: On behalf of Regione Lombardia Ferrovienord is engaged in purchasing, managing, maintaining and storing new rolling stock, to be allocated to railway companies holding a service contract with the Region, with a commitment to complete the supplies by 2025. The rolling stock supply programme is covered with funds allocated by Regione Lombardia, including charges to be corresponded to Ferrovienord for the anticipation and general management costs of the order set to 1% of the train supply contract amounts (see FNM 2022 Annual Report for further details).
- Gross CAPEX made by FNM: fixed asset and software additions, excluding investments on railway infrastructure managed on behalf on Regione Lombardia as by Programme Agreement. The balance between cash capital investments shown in the Financial Statements and Gross CAPEX is mainly represented by changes in account payables/advances to suppliers, which are reconciled under net working capital for purposes of this presentation.
- Net CAPEX: Gross CAPEX after deducting public contributions related to the acquired assets, including investments on railway infrastructure managed on behalf on Regione Lombardia as by Programme Agreement. Capital grants received mainly from Regione Lombardia, Regione Veneto and Ministry of Transport (MIT) typically relate to the funding of capital investments managed by the Group for third parties or in conjunction with regulated activities. These cash flows are classified as investing activities, and accordingly reduce the overall cash outflow.





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