

### **Disclaimer**

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES, ITS TERRITORIES AND POSSESSIONS, ANY STATE OF THE UNITED STATES OR THE DISTRICT OF COLUMBIA (THE UNITED STATES) OR ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO DISTRIBUTE THIS DOCUMENT. Persons who might come into possession of it must inquire as to the existence of such restrictions and comply with them.

By receiving or accessing to this document you accept and agree to be bound by the foregoing terms, conditions and restrictions. Any failure to comply with these restrictions may constitute a violation of applicable securities laws. This document has been prepared by HERA S.p.A. (the "Company") for information purposes only and does not constitute any offer or invitation or solicitation to underwrite, subscribe for or otherwise acquire or dispose of any debt or other securities of the Company ("Securities") and is not intended to provide the basis for any creditor or any other third-party evaluation of investment or disinvestment in any such Securities, nor a recommendation regarding the Securities. Prospective investors are required to make their own independent investigations and appraisals of the business and financial condition of the Company and the nature of the Securities before taking any investment decision with respect to the Securities based upon advice from such financial, legal and tax advisers as they have deemed necessary.

The Information is confidential and may not be reproduced, redistributed, published or passed on to any other person, directly or indirectly, in whole or in part, for any purpose. If this document has been received in errorit must be returned immediately to the Company. Furthermore, the distribution of this document in certain jurisdictions may be restricted by law. Recipients of this document should inform themselves about and observe such restrictions. The Company disclaims any liability for the distribution of this document by any of its recipients.

MiFID II product governance / Professional investors and ECPs only target market — Solely for the purposes of the manufacturer's product approval process, manufacturer target market (MIFID II product governance) is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "MiFID II") (all distribution channels).

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended) (the "Insurance Distribution Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No. 1286/2014 (as amended, the "PRIIPs Regulation") has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

**UK MIFIR product governance / Professional investors and ECPs only target market** - Solely for the purposes of the manufacturer's product approval process, manufacturer target market is eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("**COBS**"), and professional clients only as defined in Regulation (EU) No. 600/2014 as it forms part of domestic law by virtue of the European Union Withdrawal Act 2018, as amended (the "**EUWA**") (all distribution channels).

PROHIBITION OF SALES TO UK RETAIL INVESTORS — The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the UK. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No. 2017/565 as it forms part of UK domestic law by virtue of the EUWA; or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the "FSMA") and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No. 600/2014 as it forms part of UK domestic law by virtue of the EUWA. Consequently, no key information document required by the PRIIPs Regulation as it forms part of UK domestic law by virtue of the EUWA (the "UK PRIIPs Regulation") has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

In case of issue, no Securities will be offered, sold or delivered except to qualified investors (investitori qualificati) only, as defined in Article 2(e) of the Regulation (EU) 1129/2017 and in any event no Securities will be offered or sold, directly or indirectly, in any jurisdiction, except under circumstances that will result in compliance with any applicable laws and regulations.

This document may contain statements about future events and expectations that are forward-looking statements. None of the future projections, expectations, estimates or prospects in this document should be taken as forecasts or promises nor should they be taken as implying any indication, assurance or guarantee that the assumptions on which such future projections, expectations, estimates or prospects have been prepared are correct or exhaustive or, in the case of the assumptions, fully stated in the document. Unless otherwise stated, the Company has and undertakes no obligation to update, modify or amend this document or the statements contained herein to reflect actual changes in assumptions or changes in factors affecting these statements or to otherwise notify any addressee if any information, opinion, projection, forecast or estimate set forth herein changes or subsequently becomes inaccurate. Certain of the numerical figures included in this document have been rounded up. Market data used herein not attributed to a specific source are estimates of the Company and have not been independently verified.

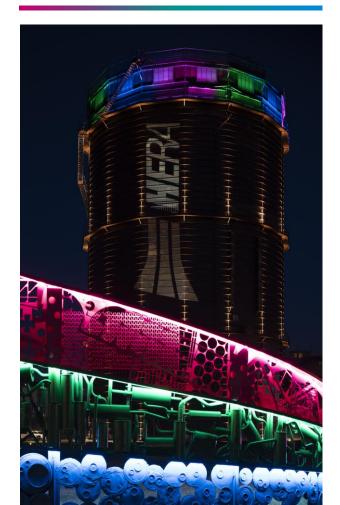
This document is not intended to be and should not be construed as providing legal, financial, tax or technical advice. Each recipient of this document shall be taken to have made their own investigation and appraisal of the condition (financial or otherwise) of Hera based upon advice from such financial, legal and taxadvisers as they have deemed necessary.

The base prospectus dated 16 December 2024 is available at the Issuer's website https://eng.gruppohera.it/group\_eng/investor-relations/debt-and-rating/bond-issuances

This disclaimer applies, mutatis mutandis, also with respect to the green financing framework, the related second party opinion, any documents incorporated by reference into the base prospectus and any oral presentation and any question-and-answer session.



# Company & Financial overview



# Pera Sustainability strategy



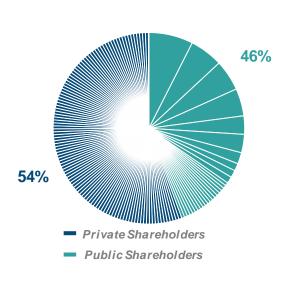


## 1 - Company & Financial overview



## Hera in a snapshot: a multiutility with strong market positions in the wealthiest part of Italy

#### **Shareholders**



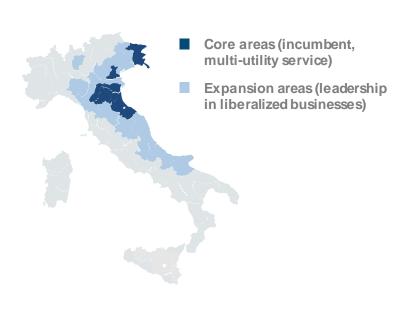
#### **Market Position**







### **Geographical Footprint**



Focused low risk growth

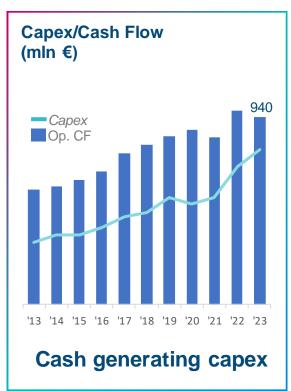
One of the largest Italian multi-utility: about 5.2 bln € mkt cap

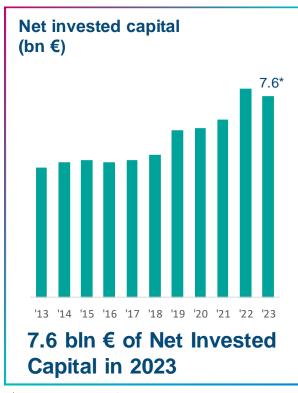


### Hera's economic and financial track record



\*The 2023 Ebitda referred to in this graph is the Adjusted Ebitda





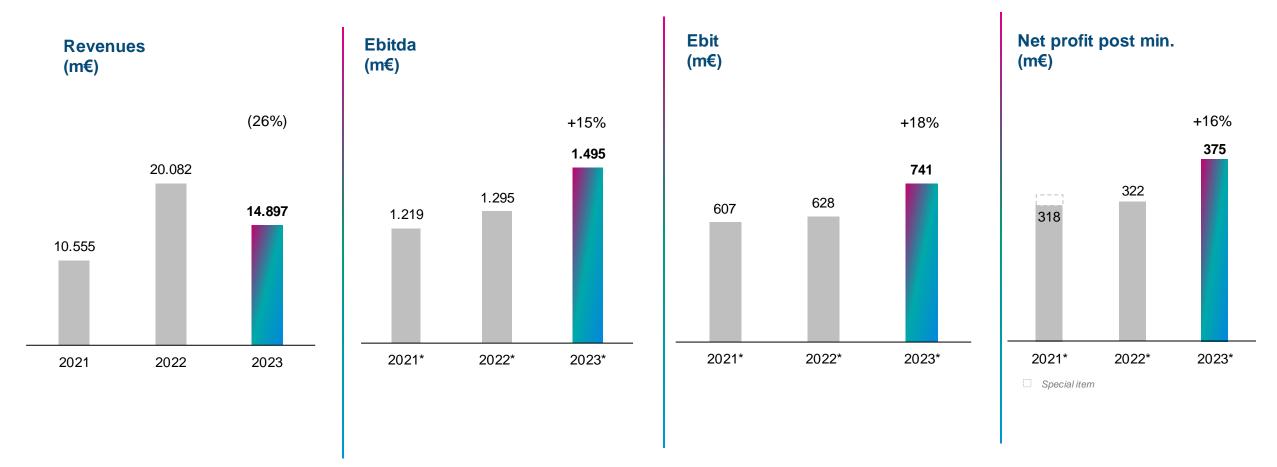
\*The 2023 Net Invested Capital referred to in this graph is Adjusted



\*The 2023 ROI referred to in this graph is Adjusted

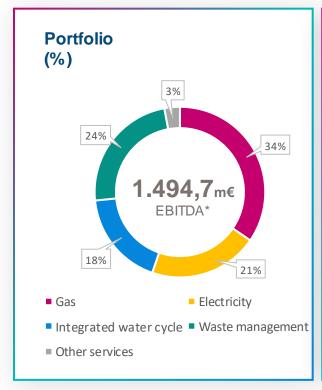
### Uninterrupted and resilient growth

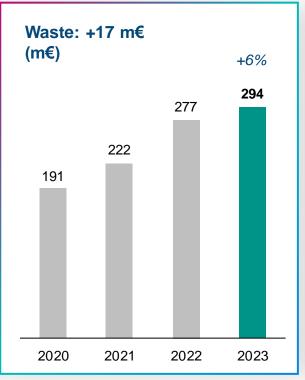
## FY 2023 results

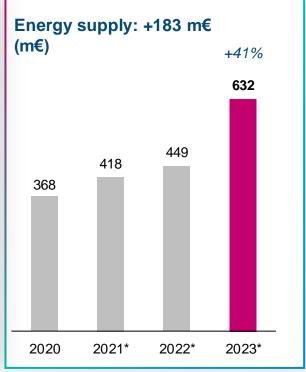


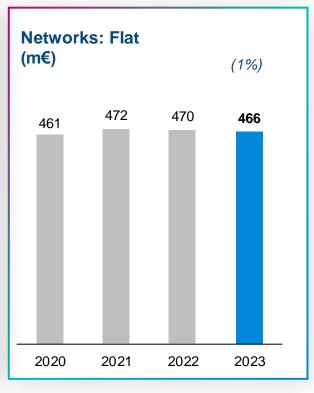
### Energy prices normalization and improvement down to bottom line

### FY 2023 - well balanced Business Portfolio to ensure overall constant growth and risk mitigation







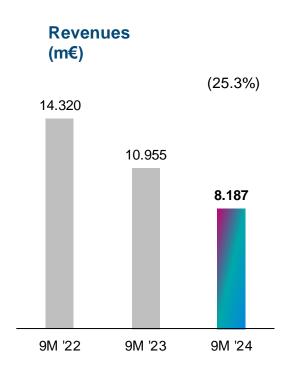


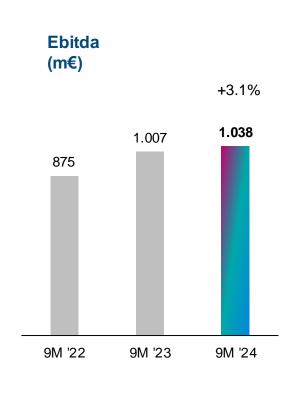
Business Mix: 35% Regulated and 65% Liberalized and 3.3 bln RAB

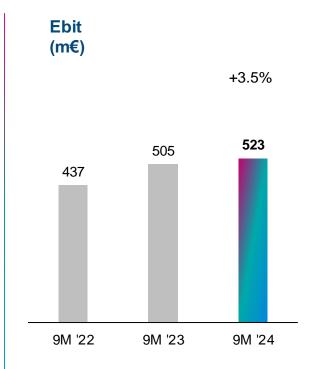
<sup>\*</sup>The 2023 Ebitda referred to in this graph is the Adjusted Ebitda

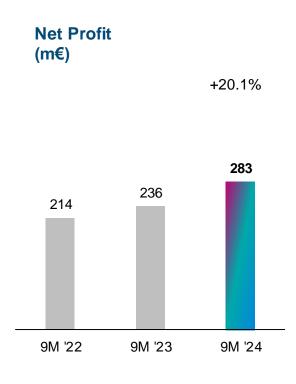
<sup>\*</sup> Data are adjusted for a temporary accounting difference in gas stock valuation. Adjustments: on Ebitda and Ebit was -+94.1m€ in Y'22 and -93.0m€ in '23

## 9M'24 results



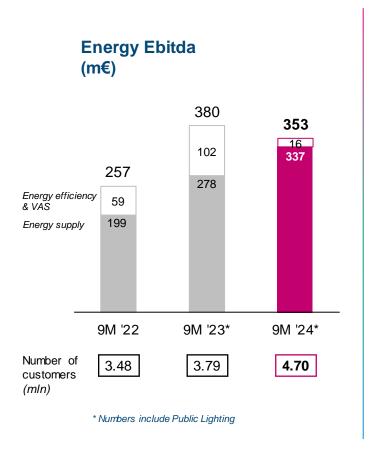


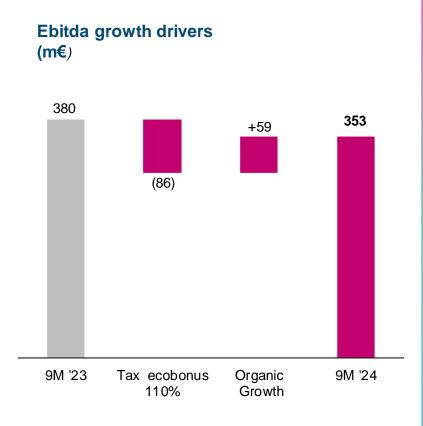


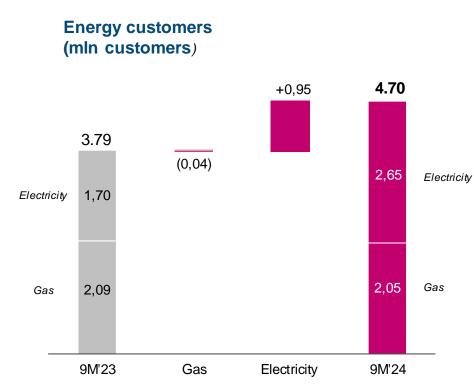


### Confirmed bottom line double digit growth rate

### 9M' 2024 - Energy supply



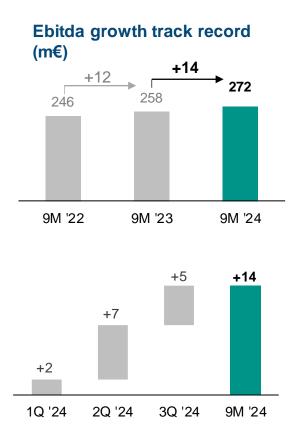


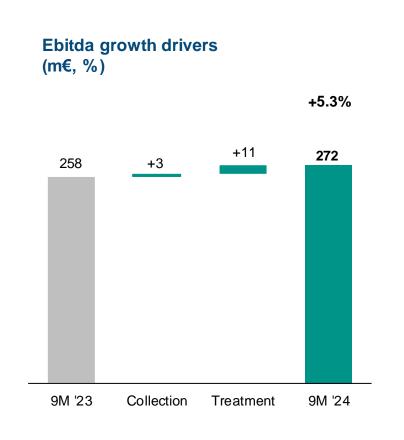


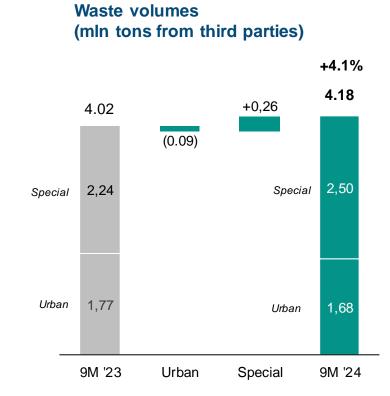
All activities posted valuable growth on like-for-like basis

## 9M' 2024 - Waste



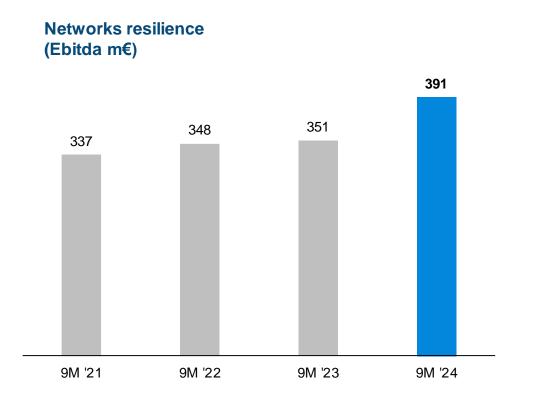


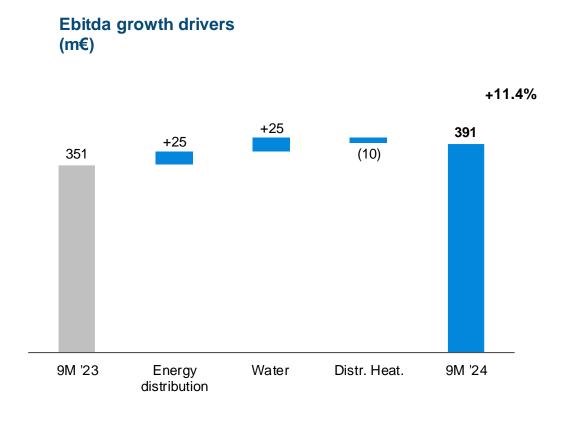




Confirming growth path even in a more challenging macro scenario

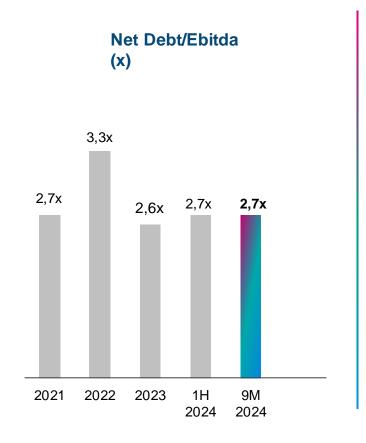
### **♦ 9M' 2024 - Networks**

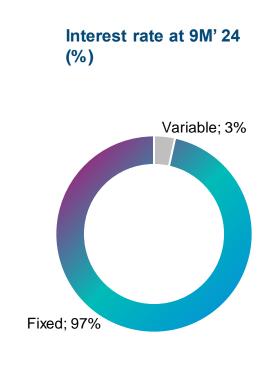


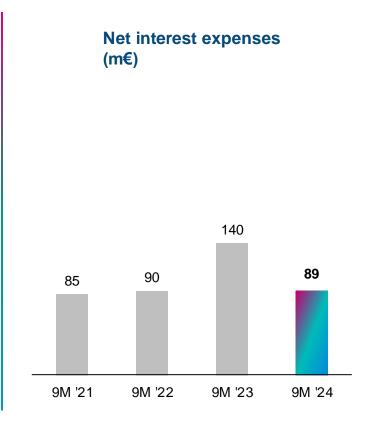


### New tariff system underpin strong growth

### Financial items 9M' 2024







### **Strong financial flexibility**

### Financial rating Hera

### Moody's

Baa2 Stable Outlook "Moody's rating is based on the strong business profile of the company, with an extremely well-balanced portfolio of activities and highlights the high visibility of regulated activities, together with solid financial metrics. The credit profile of Hera S.p.A. (Baa2 stable) is supported by the company's diversified business mix; its portfolio of low-risk domestic fully regulated activities (32% of EBITDA in the 12 months that ended June 2024) with limited price and volume exposure, underpinned by supportive and transparent regulatory frameworks"

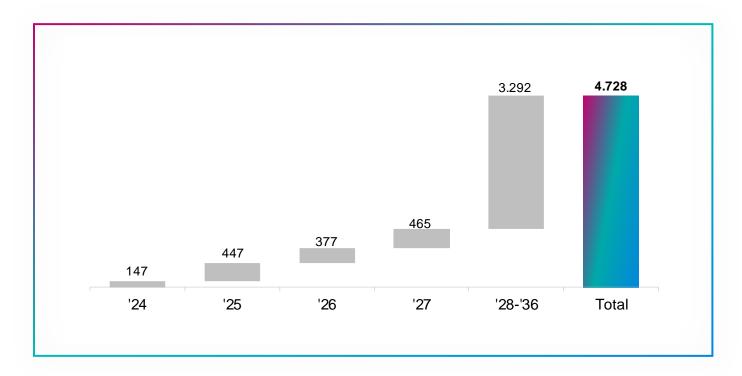
## S&P Global

BBB+ / A-2 Stable Outlook "Standard & Poor's stated that the new business plan 2023-2027 provides strategic continuity and supports the rating as stable and predictable cash flow generation from fully regulated activities in electricity, gas, and water distribution, as well as urban waste collection and treatment, will represent at least 40% of reported EBITDA over the next two to three years. Furthermore, Hera has a balanced financial policy, with a commitment to the current rating. The rating on Hera remains capped at one notch above our rating on Italy."

### **(**)

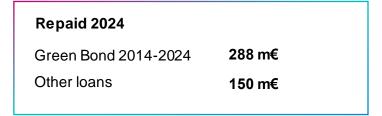
### Solid and a flexible debt structure in line with growth objectives

### Debt maturity profile at 9M 2024 (nominal value, € mln)

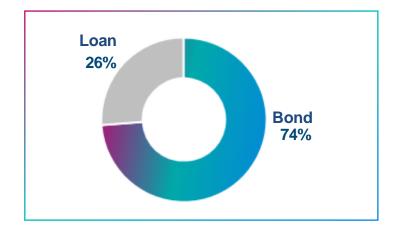


- Net Financial Debt: 4,175.0 m€
- ❖ Committed Credit Lines undrawn: 1,005 m€
- ❖ Cash Available\*: 1,608.2

### Liability management (m€)









2 - Hera Sustainability strategy



## Sustainability at Hera in pills

**Moving from Implementing Creating and Embedding Reporting to** linear to Circular sustainability in **Sustainable** measuring stakeholders **Economy and Shared Value** top management **Projects, ESG committing to** strategy and **Actions and Funding Net Zero impact** corporate communication

### Hera's sustainability strategy is fully aligned with UN SDG Agenda



### DRIVERS FOR THE CREATION OF SHARED VALUE

CSV 2023





### Past, present and future with a sustainable DNA

2002

Since its inception, Hera has published a Sustainability Report

2005

**Corporate Social** Responsibility **Unit** established.

2006

**New Balanced Scorecard System** which integrates the sustainability objectives

2009-2010

Hera publishes the first thematic reports on sustainability

2014

Hera issues the first Italian **Green Bond** 

2017-2018

Hera publishes the new Sustainability Report, more transparent and accessible

2019

Hera issues its

Framework

2018

Hera signs the first Italian Sustainable **RCF** 

second Green **Bond and its Green Financing** 

> Hera issues its **Sustainability-Linked Financing Framework**

2021

2021

Hera obtains SBTi validation of its emissions reduction target

2022

Hera updates its Green Financing Framework - EU Taxonomy compliant and issues its Green **Bond Taxonomy** compliant

2024

Hera formalizes the strategy to become fully neutral on CO2 emissions in 2050

GRUPPOHERA 19

### **Excellent leadership in ESG performance**



































Hera was the first multi-utility company in the world in the ranking drawn up by Refinitiv for the promotion of diversity, inclusion and staff development



Among the top three companies in Italy. Awarded for Hera's strategy of putting people at the centre of welfare, training and diversity, promoting work agility and digitisation.



Hera is now part of the FTSE4Good Index Series, in recognition of the Group's attention towards sustainability



In 2023, Hera ranked first again for integrating sustainability policies into its business strategies

## Be Sustainable

92% capex taxonomy compliant\*

Sustainable approach to management

Innovation to tackle with climate change



CAPEX MAIN TARGETS 2022 2023 BP 2027



	Reduction of CO <sub>2</sub> emissions (vs 2019)	-14%	
8	Renewable electricity sold	41%	43%
ZØ	Biomethane from organic waste (mm)	8	9





B	Plastic recycled by Aliplast (vs 2017)	+33%	+42%
	Sorting urban waste collection	68%	72%
Q.,.	Water reuse	7%	10%

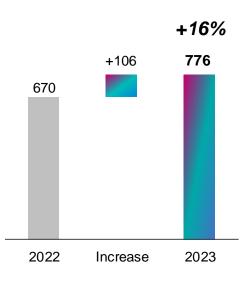


ajo				
00				
Resilience &				
Innovation				
371 m€				

		Predictive maintenance water (km)	13,925	27,000
1		Plants remotely controlled (n.)	9,000	9,700
	մ∥րու	Robotized Elect. secondary cabins (n.)	1,038	1,130

Resilience and reliability of our asset

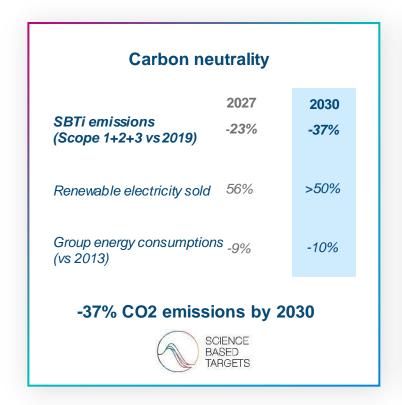
#### CSV Ebitda (m€, % of Group Ebitda)

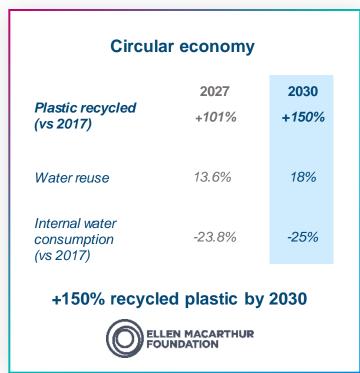


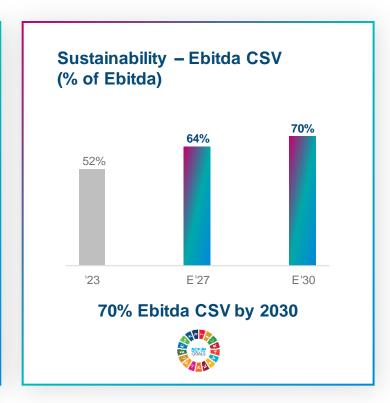
### On track to meet 2030 commitments



### Sustainable targets and CSV – 2030 Agenda





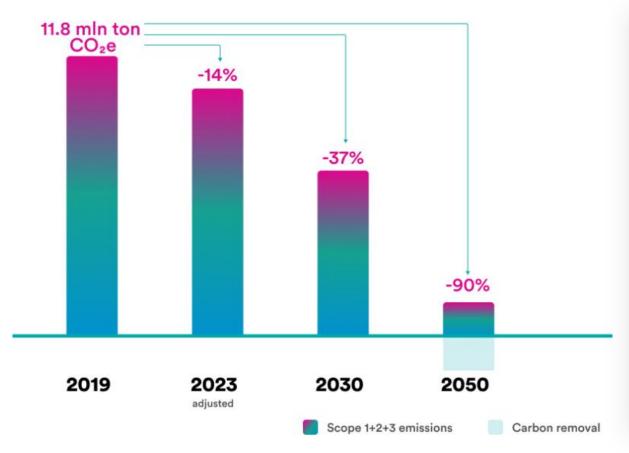


### Targets aiming at achieving full sustainability



### Target Net Zero by 2050

"The Hera Group is committed to achieving Net Zero emissions by 2050, by reducing Scope 1, 2 and 3 emissions by around 90% compared to 2019 and neutralising all residual emissions at the end of the path towards decarbonisation."

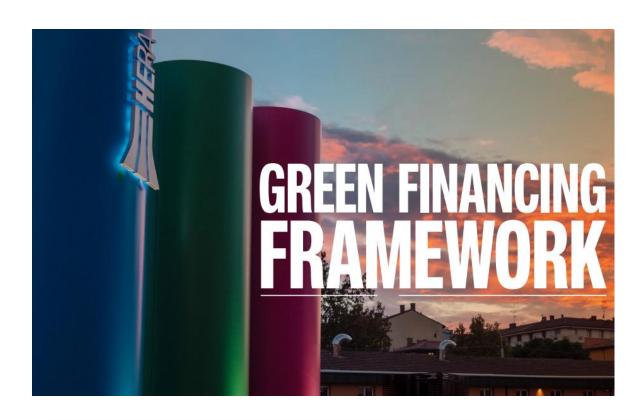


#### A set of long term actions to achieve the Net zero emissions by 2050

#### Scope 1&2:

- installing carbon capture and storage (CCS) technologies on several waste-to-energy plants that make up the Group's set of facilities (Scope 1);
- o maintaining full coverage of internal electricity consumption through certified renewable energy, eliminating Scope 2 emissions;
- Scope 3 from energy sold: constantly increasing volumes of renewable electricity sold to customers (>75% vs 32% in 2023).
- **Scope 3 from gas sold:** a gradual electrification of the Group's customer base and the offer and wider use of energy-saving solutions
- The use of carbon removal solutions is the element that completes the Group's Net Zero strategy to neutralise all residual emissions as of 2050.

## Hera's Green Financing Framework – EU Taxonomy Alignment



- ❖ In 2022 Hera has updated its Green Financing Framework (GFF) to align it with the European Taxonomy and best market practices
- ❖ The GFF is aligned with the first two objectives of the EU Taxonomy which are climate change mitigation and climate change adaption
- ❖ Hera's Green Financing Framework is targeting at financing 16 economic activities aligned with the EU Taxonomy (e.g., composting of bio-waste, district heating/cooling distribution). Alignment is ensured by the fact that these targeted activities

**Sustainalytics** has confirmed the alignment of Hera's Framework with technical screening criteria for the corresponding 16 eligible economic activities and the associated 48 DNSH. It is also of the opinion that the EU Taxonomy's Minimum Safeguards requirements are met.



### Hera's Green Financing Framework – Eligible Categories

ICMA Green Categories
Sustainable water & wastewater management
Circular Economy & Pollution prevention an control
Energy

### EU economic activities (as mapped in the EU Taxonomy)

### **KPI** for reporting

#### **SDGs**

- 5.1 Construction, extension and operation of water collection, treatment and supply systems
- 5.3 Construction, extension and operation of waste water collection and
- Served citizens (n)
- Annual volume of wastewater treated (mc)
- Water fed in the network by source (mc)
- o Reduction rate of internal water consumption compared to 2017 (%)
- Quality of the waste-water in compliance with regulatory limits
- o Urban areas compliant with law regarding waste-water treatment (%)



- 3.17 Manufacture of plastics in primary form
- 4.13 Manufacture of biogas and biofuels for use in transport and of bioliquids
- 5.5 Collection and transport of non-hazardous waste in source segregated fractions
- 5.7 Anaerobic digestion of bio-waste
- 5.8 Composting of bio-waste

treatment

6.5 Transport by motorbikes, passenger cars and light commercial vehicles

- Recycled plastic sold (ton)
- GHG emission avoided (tCO<sub>2</sub> e)
- Separated/Sorted collection of waste (%)
- Waste sent for the recovery of material (%)
- Reusable treated waste water (% of total treated waste water)



#### **Energy** efficiency & infrastructure

- 4.1 Electricity generation using solar photovoltaic technology
- 4.9/14 Transmission and Distribution of Electricity / Networks for renewable and low-carbon gases
- 4.15 District Heating/Cooling distribution
- 4.22 Production of heat/cool and power from geothermal energy
- 7.3/5/6 Installation, maintenance and repair of Energy efficiency equipment / Instruments and devices for measuring, regulation and controlling energy performance of buildings / Renewable energy technologies

- Energy saved (toe)
- GHG emission avoided (tCO<sub>2</sub> e)
- o Reduction in CO2 emissions compared to 2019 with SBTi calculation method (%)
- Number of events of interruption by client (n)
- Installed Smart meters (n)
- Served Citizens/Points of grid distribution (POD, PDR)
- o Biomethane produced by OFMSW (million m<sup>3</sup>)





### **♦** Green Bond allocation - HP € 500 mln

SDGs	Categories of Eligible Green Projects	EU Economic Activities		ACTUAL 2023	ACTUAL 2024	EXPECTED 2025	Shares
6 COLANDO		5.1 Construction, exte treatment and supply	ension and operation of water collection, systems	63,498,568€	61,765,635€	57,583,225€	36.6%
14 interneur	Sustainable water and wastewater management	5.3 Construction, exte collection and treatme	ension and operation of waste water ent	41,902,514€	36,264,141€	38,576,746€	23.3%
13 camer		Sustainable water and	l wastewater management's Total	105,401,082 €	98,029,777€	96,159,971 €	59.9%
11 SUSTINABLE CITES AND COMMANTES		3.17 Manufacture of p	lastics in primary form	8,171,273€	9,746,035€	10,005,567€	5.6%
12 SPECIAL SPE	Circular Economy & Pollution prevention and	5.5 Collection and trai segregated fractions	nsport of non-hazardous waste in source	18,725,594€	17,653,343€	17,794,082€	10.8%
	control	5.7 Anaerobic digestic	on of bio-waste	2,999,149€	1,669,534€	1,565,440€	1.2%
13 sense		Circular Economy & P	ollution prevention and control's Total	29,896,015€	29,068,912€	29,365,089€	16.4%
		4.1 Electricity generat	ion using solar photovoltaic technology	1,735,988€	7,873,434€	13,434,886€	4.6%
11 SESTIMANE OTES AND COMMENTES	Energy Efficiency and Energy Infrastructure	4.9 Transmission and	distribution of electricity	23,714,045€	23,268,046€	24,262,332€	14.2%
AHH		4.15 District heating/o	cooling distribution	1,708,758€	3,339,217€	1,045,775€	1.2%
7 BYTUSHARU: AME		4.22 Production of he	at/coolfromgeothermalenergy	697,013€	851,182€	2,086,597€	0.7%
		7.3 Installation, maint equipment	enance and repair of energy efficiency	673,113€	1,662,879€	2,751,378€	1.0%
13 Arest		7.6 Installation, maint technologies	enance and repair of renewable energy	1,173,986€	906,553€	893,971€	0.6%
		Energy Efficiency and Energy Infrastructure's Total		29,702,902€	37,901,311€	44,474,939€	22.4%
		Total		165,000,000.00€	165,000,000.00€	170,000,000.00€	500,000,000.00€
	Green Projects timeline			33.00%	33.00%	34.00%	100%
	Refinancing 66.00% Financing 34.00%					GRUPF	PO <b>HERA</b> 26

