



Yves Kerveillant
Chairman of the Audit Committee
Solutions 30 S.E.
3 rue de la Reine
L-2418 Luxembourg

Paris-La-Défense, 31 March 2021

Dear Sir,

Between November 2020 and January 2021, Solutions 30 S.E. (the "Client", "Solutions 30", "S30", "Group S30", or "you") was the subject of numerous allegations of potential fraud and money laundering, in connection with organized crime (the "Allegations"). The Allegations were reported via several anonymous reports and letters sent by the investment fund Muddy Waters.

In this context, the Supervisory board of Solutions 30, represented by the Chairman of the Audit Committee, requested the assistance of two independent expert firms to carry out investigative procedures into the Allegations. The firms, Didier Kling Expertises et Conseil ("DK") and Deloitte Finance SAS ("Deloitte", "DF" or "we"), were selected to conduct the investigations and the analyses of the Allegations, with distinct areas of focus.

DK was engaged in December 2020 to analyse the Allegations in connection with S30 accounting matters, in both the statutory and consolidated financial statements.

Deloitte was retained to coordinate the investigation with DK, as well as carry out Forensic procedures in relation to the Allegations in accordance with our engagement letter dated 11 December 2021 ("Engagement Letter") and its addendum dated 11 January 2021 ("Addendum").

This letter (the "Letter") presents a summary of the procedures performed, as well as the main observations from our engagement as of 31 March 2021. It corresponds to a non-official translation of the French Letter which prevails. We assume no responsibility for updating this Letter for events and circumstances occurring after the date of this Letter. We reserve the right, but without any obligation on our part, to amend this Letter if supplementary information relevant to our analyses is brought to our attention after the issuance of this Letter.

1 PRESENTATION OF THE ALLEGATIONS AND METHODOLOGY OF THE ANALYSIS

1.1 Presentation of the Allegations

Between November 2020 and January 2021, Group S30 was the subject of numerous allegations of potential fraud and money laundering, in connection with the Italian mafia. These Allegations were reported in 4 anonymous reports and 5 letters sent by the investment fund Muddy Waters and addressed to Mr. Gianbeppi Fortis. The reports and letters are listed below:

- **Anonymous reports:**

- Anonymous report – « *Solutions 30 – diving into subsidiaries – Part 1* », which mainly deals with certain transactions in relation to Autronic (« Anonymous report Part 1 »);
- Anonymous report – « *Solutions 30 – diving into subsidiaries – Part 2* », which specifically discusses some transactions in relation to Worldlink (« Anonymous report Part 2 »);
- Anonymous report – « *Solutions 30 – diving into subsidiaries – Part 3* », which specifically focuses on certain transactions in relation to Connecting Cable (le « Anonymous report Part 3 »);
- Anonymous report dated 8 December 2020 – « *Solutions 30 – criminal links need explanation* » (« Anonymous report »).

- **Letters sent by Muddy Waters:**

- Letter dated 11 December 2020;
- Letter dated 15 December 2020;
- Letter dated December 2020;
- Letter dated January 2021;
- Letter dated 27 January 2021.

1.2 Methodology of the analysis

The anonymous reports and the letters sent by Muddy Waters were analysed in detail to make an inventory of the Allegations and identify the main issues raised (14 topics in total). This analysis was shared with certain internal and external stakeholders of Group S30 on several occasions.

Each topic was then divided into sub-topics and each allegation was allocated to a topic and a sub-topic to ensure consistency as part of the analysis.

We developed a dedicated work program for each allegation, which was adapted during the engagement and according to our understanding of the Allegations. This work program mainly relies on interviews, background checks, analysis of documentation provided by S30, an analysis of additional documentation provided by S30 upon our request, targeted searches in the accounting systems of certain S30 legal entities, as well as Forensic collection and review of electronic data. It specifies the work procedures carried out by Deloitte and those performed by DK on accounting matters.

The presentation of the 14 topics, as well as the allocation of the work between Deloitte and DK are detailed in the table below:

Topic	Sub-topic	Scope	Topic	Sub-topic	Scope
1. Angelo Zito (AZ) and his links to S30	The business relationships between S30 and AZ, a known mafia associate	Deloitte	9. The operations of S30 in Spain	Transactions comparable to money laundering schemes / Telima España	Deloitte
	The links between S30 and AZ, through Fabien Leger and Laura Leger	Deloitte		The consolidation of Autronic	DK
	The links between S30 Aureo Invest Fund and Green Bear	Deloitte		The recognition of goodwill	DK
	The links between S30 and AZ, through Louis Libart	Deloitte		The fake invoices accounted for on Autronic books	Deloitte
2. The financial performance and organic growth of S30	S30 exponential growth	Deloitte		The accounting operations of S30 Iberia in 2019	Deloitte & DK
	S30 organic growth	DK		The acquisition and disposal of Autronic	Deloitte & DK
3. The Transfer of S30 headquarters to Luxembourg	The name AZ, the address "Rue des Genêts" and certain entities related to AZ in the filings of S30 and its subsidiaries	Deloitte		The operation with Connectica Groep	Deloitte & DK
	The incorporation of S30, with the assistance of AZ	Deloitte		10. The operations of S30 in Germany	Transactions comparable to money laundering schemes / Connecting Cable & Digital Business Solutions (DBS)
	Transactions comparable to money laundering schemes / Brand 30 Srl and Telima Inpart Srl	Deloitte	The operations with DBS		Deloitte & DK
The accounts receivable of Brand 30 Srl and WW Brand Srl	DK	The links between Worldlink & Melvin Randall Midrowsky	Deloitte		
4. The personal entities of Gianbeppe Fortis	GIAS Intemational	Deloitte	The acquisition of Worldlink by S30		Deloitte & DK
	Federal	Deloitte	The financial performance of Worldlink		DK
	Pugal Ltd	Deloitte	Criticisms over the management of Connecting Cable		Deloitte
5. The creation of S30 / The Management board and the Supervisory board	The creation of S30	Deloitte	The acquisition of Connecting Cable		Deloitte
	The turnover of the Management board and the Supervisory board of S30	Deloitte	The financial performance of Connecting Cable		DK
	The resignation of Olivier Raguin	Deloitte	The change of the corporate name of Connecting Cable	Deloitte	
	Francesco Serafini & the HP investigation	Deloitte	11. The operations of S30 in France	The operations with CPCP Telecom	Deloitte & DK
	Francesco Serafini & Dominator Yachts	Deloitte		12. The operations of S30 in Italy	The relationships between S30 and HP, in particular Rexion & Mixnet Italia Srl
Alexander Sator	Deloitte	The BSI & BRSI operations	Deloitte & DK		
6. Balkans Shared Services (BSS)	The holding and the consolidation of BSS by S30	Deloitte & DK	The loans of BSI & BRSI to S30 Italia		DK
	The links between BSS and Gold Cash & Pay Network Srl	Deloitte	The acquisition of CFC Italia Srl by S30		Deloitte
	The links between BSS and MHW Consultancy Services Ltd	Deloitte	The contractual arrangement between S30 and Massano Srl	Deloitte	
	The links between BSS and Special Services SPV Srl (ITSS)	Deloitte	13. The relationships with Federico Salmoiraghi	The sale of BSI & BRSI to Steel Telecom	Deloitte
	The administrative errors related to the holding of BSS	Deloitte		Solutions 30 Eastern Europe	Deloitte
	The holding of BSS by RZA Connect Srl	Deloitte		Rimiflu	Deloitte
BSS, a cost center	DK	The money laundering allegations in relation to Federico Salmoiraghi		Deloitte	
7. The operations of S30 in Ukraine, in the Philippines, in Greece, in Guyana and in Martinique	The consolidation of S30 Ukraine	Deloitte & DK	The holding of Remote 30 Eastern Europe	Deloitte	
	The holding of S30 Ukraine by Solutions 30 Eastern Europe (S30 EE)	Deloitte	14. The accounting and financial matters	The negative goodwill on the majority of the 2018 and 2019 acquisitions	DK
	The operations of S30 in the Philippines	Deloitte		The capital gain amounting to €15m	DK
	The operations of S30 in Greece (VoCo)	Deloitte & DK		Telima Frepant	DK
The operations of S30 in Guyana and in Martinique	Deloitte & DK	S30 cash		DK	
8. The links between S30 and Volga Group	The links between S30 and Volga Group	Deloitte		S30 debts	DK
				"Invoices to be issued"	DK
				Classification of other operating income	DK
				The booking of software development costs	DK
			The acquisition of Elmo by S30 Wschód	DK	

2 OUR CONCLUSIONS

On the basis of work performed to date, we have not identified any evidence corroborating the Allegations of money laundering, in connection with organized crime.

In parallel, we would like to point out the following observations:

- During the transfer of its headquarters to Luxembourg in 2013, Group S30 was assisted by several advisors, including Mr. Fabien Leger, manager at Fiduciaire du Kiem (one of the companies of Mr. Angelo Zito). Mr. Gianbeppi Fortis was introduced to Mr. Angelo Zito in the context of the transfer. Mr. Angelo Zito, accused of mafia-related crimes, accepted a guilty plea agreement in 2000 and benefited, given the absence of recidivism, from an extinction of sentence. The interactions between Mr. Gianbeppi Fortis and Mr. Angelo Zito were very limited until his criminal past was revealed in 2015. The business relationship was subsequently terminated. Mr. Gianbeppi Fortis indicates that he was not aware of the criminal past of Mr. Angelo Zito. We note that S30 did not systematically conduct integrity and reputational due diligence prior to entering into relation with third parties, including on Mr. Angelo Zito. We understand that the Group has started to reflect on the implementation of such procedures.
- Several S30 Group companies were formed from "shell companies" made available by certain advisors and / or external service providers for time saving purposes. These include Brand 30, WW Brand, Telima Intpart and Balkans Shared Services. Prior to their use by S30, we noted in some "shell companies" frequent movements of shareholders and directors, some of whom had questionable reputations, but without having identified any link to S30. Some operations are complex, and it sometimes appears difficult to follow and understand the sequence of certain movements. We understand that S30 no longer uses "shell companies" to create new legal entities.
- The structuring of certain acquisitions includes complex legal arrangements that may involve external advisors and/or service providers who regularly work for the Group. This complexity leads to a limited transparency of certain operations, in particular through the use of third parties, in the creation of certain legal entities or during acquisitions. We understand that it was a strategy of the Group to optimize its scope of consolidation.

These observations highlight the need to take certain corrective actions, in particular in respect of the governance, the management of reputational risk and the improvements of controls within the Group.

APPENDIX 1 – SCOPE OF WORK PERFORMED

Our Forensic procedures are briefly presented below:

Interviews

We conducted interviews with individuals internal and external to Group S30 and mentioned in the Allegations. These interviews allowed us to obtain a better understanding of the context and the content of the Allegations, as well as to identify and collect documentation.

Background checks

We performed background checks in order to gather information available in the public domain in relation to individuals and legal entities mentioned in the Allegations or identified in the course of our work. These work procedures were carried out in collaboration with the Corporate Intelligence experts of our international Deloitte network.

The background checks were conducted on 25 individuals (« Individual ») and 55 legal entities (« Entity »), collectively « Subjects », in public sources and in relation to the relevant jurisdictions (i.e. the jurisdictions in which the Subjects are active, namely: France, Luxembourg, Italy, Spain, Germany, Tunisia, United Kingdom, Austria, Moldova, Romania, Cyprus, Ukraine, Russia and Hong Kong) and in local languages.

The main sources of information consulted to carry out these work procedures include national and international corporate information databases (including licensed databases), online corporate registry records, media databases (including local, national, international and specialized databases), internet resources (including archives) – using those internet search engines most appropriate, online legal, civil and criminal litigation databases¹ and databases which include access to sanctions lists and lists of Politically Exposed Persons (« PEP ») globally.

Analysis of supporting documentation and targeted searches in the accounting systems

We mainly performed the following procedures:

- An analysis of the documentation initially provided by S30, as well as an analysis of additional documentation provided by S30 upon our request;
- Targeted searches in the accounting systems of certain S30 legal entities in order to identify the presence and/or the absence of payments to Group external providers over a given period, adapted to the context of the allegation.

Forensic collection and review of electronic data

In December 2020, we obtained a complete extraction of the Office 365 mailbox from Mr. Gianbeppi Fortis' account, then in January 2021, we collected the data from his professional laptop in a forensically sound manner.

We further processed the collected data in order to extract the content and metadata of the emails, their attachments and electronic documents collected from the computer and to exclude the corrupted documents, irrelevant system files and duplicate items.

¹ In jurisdictions where such information is not available online, we are reliant on data published in the other records searched for information on this point. Note that litigation records in some jurisdictions covered in the scope are not always comprehensive and do not state how far back they date. In some jurisdictions, personally identifiable information of individuals involved in litigation can be redacted and anonymised due to privacy laws.

During the processing of the email containers (.PST Archives and .OST current mailbox), the items deleted but recoverable from the white space of the containers were restored.

Similarly, the electronic documents stored on the collected laptop that had been put in the bin or deleted (empty bin), however not having been yet overwritten by other files, were also restored. Please note that we observe a 6-month gap in email communications for the period of January through June 2019.

Once processed and deduplicated, the remaining communications and electronic documents were analyzed and reviewed by specialists based on specific sets of search criteria established for each allegation.

Limitations

The findings and observations from our work are based upon the information, data, and documentation that were made available to us during our engagement. It is not our responsibility to verify the completeness, the accuracy and the quality of the information, data, and documentation made available to us.

The objective of our engagement was not to audit the accounts of the Client, nor to express any audit opinion on them at any time, but only to use the available information delivered by the Client in order to achieve the work procedures detailed in our Engagement Letter and its Addendum.

In undertaking our public record search and information gathering on this project, we have identified information available on those records over a given period and in certain languages. Accordingly, our searches may not have identified, and our Letter may not include information previously filed on, but subsequently removed from these records prior to the dates the searches were conducted. Nor will our Letter contain information filed after the dates on which the searches were conducted.

We have used our professional judgment to identify the public record sources that were searched in our work.

The searches were conducted on the exact names of the Subjects. In addition, when a relatively common name is searched, and although we limit our searches by the identifiers obtained, we cannot guarantee, without any further searches, that the results obtained relate to the engagement. Furthermore, conflicting information may be identified during our searches. The results of our work are based on elements identified in the course of our searches, as well as on the cross-checking work we carry out. This obligation of means is the basis for our search methodology. Nevertheless, we cannot guarantee the accuracy, veracity and the completeness of the information identified in the databases and other available sources of information.

In addition, it is important to note that information available in the public domain cannot be considered as complete. They are limited in some jurisdictions, in particular due to the availability and the access to so-called public information which vary considerably from one country to another. Online records or sources (including online databases or internet search engines) can be incomplete or inaccurate, and there may be considerable additional information which has either not been reported or is not available through online sources. Since coverage periods vary depending on database providers, the types of information sought and the source of the information, it is possible that the coverage provided by the online sources we search do not yield the information sought.

The analysis of the electronic documentation is based on the data collected for custodian Mr. Gianbeppi Fortis (complete extraction of the Office 365 mailbox from his account, then a physical Forensic bit-by-bit image of his professional laptop hard drive).



We have carried out our analysis of the collected data based on search criteria (keywords, date ranges and individuals identified in the emails). Deloitte has used its professional judgement and the data mining tools at its disposal in order to identify criteria relevant to the project. The electronic documents, files or emails that did not meet these criteria were not consulted nor analyzed.

The information and data obtained during the collection and analysis is treated as confidential. The emails and electronic documents potentially marked as personal were excluded from our searches and analysis. During the collection, analysis and review processes, per our standard Forensic best practices and requirements, no source data was changed nor altered. The information collected during this engagement will be used solely for the purposes it has been collected for in the first place.

APPENDIX 2 – OUR FACTUAL OBSERVATIONS ON THE MAIN ALLEGATIONS AS OF 31 MARCH 2021

Topic 1 - Angelo Zito (AZ) and his links to S30

Sub-topic	Our understanding of the main Allegations	Our observations
The business relationships between S30 and AZ, a known mafia associate	The creation of S30 S.E. in October 2013 would have been done with the assistance of AZ.	We note that the transfer of S30 headquarters to Luxembourg was mainly achieved by the assistance of Mr. Fabien Leger, manager at Fiduciaire du Kiem (one of the companies of AZ). The interactions between Mr. Gianbeppi Fortis and AZ were very limited until his criminal past was revealed in 2015. The business relationship was then terminated.
	AZ would have been accused of mafia-related crimes (prison sentence, then extinction of sentence).	We note that AZ, accused of mafia-related crimes, accepted a guilty plea agreement in 2000 and benefited, given the absence of recidivism, from an extinction of sentence. His initial conviction was removed from his criminal record in 2011.
	The management of S30 would have been informed of the criminal past of AZ.	We have not identified any element to confirm that the management of S30 was aware of AZ's criminal past before 2015.
The links between S30 and AZ, through Mr. Fabien Leger and Ms. Laura Leger	The continuity of the business relationship between AZ and S30 would still exist through his former employees (Mr. Fabien Leger and Ms. Laura Leger) and his former external service providers (Mr. Louis Libart), after his criminal past was revealed.	We have not identified any element highlighting a continued business relationship between AZ and S30 since the end of 2015.
The links between S30 Aurore Invest Fund and Green Bear		
The links between S30 and AZ, through Mr. Louis Libart		

Topic 2 – The financial performance and organic growth of S30

Sub-topic	Our understanding of the main Allegations	Our observations
S30 exponential growth	The turnover would have increased significantly following the relocation of S30 headquarters to Luxembourg.	Our work procedures indicate the increase in Group S30 turnover appears to mainly relate to S30's acquisitions and an increased volume of business with its main clients.

Topic 3 – The transfer of S30 headquarters to Luxembourg

Sub-topic	Our understanding of the main Allegations	Our observations
The name AZ, the address "Rue des Genêts" and certain entities related to AZ in the filings of S30 and its subsidiaries	The name AZ, the address "Rue des Genêts" and certain entities related to AZ would regularly appear in the corporate filings of S30 and its subsidiaries in Luxembourg.	Our work procedures allowed us to understand the links with AZ, the use of the address "Rue des Genêts", as well as the creation of the entities Telima Intpart, Brand 30 and WW Brand at the time of the transfer of S30 headquarters to Luxembourg.
The incorporation of S30, with the assistance of AZ	The incorporation of S30 in Luxembourg would show the address "Rue des Genêts" and would have been carried out with the assistance of AZ, through his company Fiduciaire du Kiem.	
Transactions comparable to money laundering schemes / Brand 30 Srl and Telima Intpart Srl	There would be a link between the companies made available by AZ (the "shell companies") for the transfer of S30's head office to Luxembourg and acts of money laundering, fraud and embezzlement	We understand that the "shell companies" listed in the Allegations were subject to shareholder changes prior to their acquisitions by S30.
	Shareholder changes would have been noted at the time of the transfer of S30 headquarters to Luxembourg and the creation of the entities Telima Intpart, Brand 30 and WW Brand.	We have not identified any evidence corroborating the use of "shell companies" to carry out acts of money laundering, fraud and embezzlement.
	There would be a potential relationship between S30 and Mr. Paul Kythreotis (an individual linked to allegations of fraud and embezzlement) through the creation of the subsidiary Brand 30.	We have identified no element highlighting a relationship between S30 and Mr. Paul Kythreotis. We note that Mr. Paul Kythreotis was a director and a minority shareholder of Lexpark Properties Ltd, which was a shareholder of Brand 30 before its acquisition by S30.

Topic 4 – The personal entities of Gianbeppi Fortis

Sub-topic	Our understanding of the main Allegations	Our observations
GIAS International	GIAS International would have started its business activities with S30 before its creation in October 2013.	Our work procedures have highlighted that a service agreement was signed between S30 and a company GIAS International SARL in September 2013, prior to the official creation of GIAS International SA in October 2013. In September 2013, the intention was to create a SARL. The contract has not subsequently been updated when GIAS International was incorporated as a SA and rendered and continues to render the services as per the contract arrangements.
	There would be a link between AZ and GIAS International, through the companies Aelsion Investissements and Fiduciaire Beaumanoir.	Our work procedures have noted that there was a link between AZ and GIAS International SA when the company was created, through Aelsion Investissements and Fiduciaire Beaumanoir, two entities owned by AZ.

Sub-topic	Our understanding of the main Allegations	Our observations
	There would be a link between Mr. Fabien Leger and Ms. Laura Leger and GIAS International, through their entity Mathilux SARL.	This link ended respectively when Mr. Gianbeppi Fortis acquired in 2013 all the shares of GIAS International held by Aelsion Investissements SA, then when Fiduciaire Beaumanoir, auditor of GIAS International, was replaced by Mathilux SARL on 1 January 2016. Our searches have revealed that Mathilux SARL is held by Mr. Louis Libart.
	Aelsion Investissements' initial equity investment in GIAS International would still be held by Aelsion Investissements.	Our work procedures have confirmed that the entire share capital of GIAS International SA is held by Mr. Gianbeppi Fortis since 26 November 2013.
Federol	Federol would have been absorbed by GIAS International in December 2013 and not in July 2017, as stated in the 2020 prospectus of S30.	Our work procedures have highlighted that the shares of Federol were contributed by Mr. Gianbeppi Fortis to GIAS International SA during the increase in capital dated December 2013 to which Mr. Gianbeppi Fortis fully subscribed. The company Federol was then dissolved and was deregistered in April 2017 following a universal transfer of assets to GIAS International SA.
Pugal Ltd	The directorship of Mr. Gianbeppi Fortis in Pugal would have not been disclosed in S30 financial statements since 2015 nor in the 2020 prospectus.	Our work procedures have confirmed that the sole shareholder of Pugal is GIAS International SA, whose 100% ultimate beneficiary is Mr. Gianbeppi Fortis. Mr. Gianbeppi Fortis only disclosed his directorship of GIAS in the financial statements 2017 to 2019, as well as in the 2020 prospectus.

Topic 5 – The creation of S30 / The Management board and the Supervisory board of S30

Sub-topic	Our understanding of the main Allegations	Our observations
The creation of S30	The circumstances around S30 creation would not be in line with the reality.	Our work procedures have enabled us to understand the various stages of the creation of S30. We note that some clarifications could be made to the information already presented on the internet website.
The turnover of the Management board and the Supervisory board of S30	There would be a high turnover among the members of the Management board and the Supervisory board of S30.	We have not identified any evidence to support this allegation. We note a limited turnover of the S30 Management and Supervisory boards. The movements were explained by circumstantial reasons.
The resignation of Olivier Raguin	The resignation of Mr. Olivier Raguin from the S30 Management board would be related to financial problems that would have been raised during the announcement of the results for Q1 2020. It would be linked to the resignation of Mr. Karim Rachedi.	Our work procedures have shown that the resignation of Mr. Olivier Raguin from the S30 Management board is strictly related to family reasons (which are not detailed for confidentiality purposes). His departure is not linked to the resignation of Mr. Karim Rachedi, which occurred more than one year later.

Sub-topic	Our understanding of the main Allegations	Our observations
<p>Francesco Serafini & the HP investigation</p>	<p>Mr. Francesco Serafini, member of the S30 Supervisory board, would have been responsible for the EMEA region at Hewlett Packard (HP) when an investigation was launched by the US authorities in December 2009. This investigation would deal with acts of corruption and money laundering in Russia and in Poland. As a result of this investigation, Mr. Francesco Serafini's responsibilities at HP would have suddenly shifted in April 2010 to "Emerging Markets" and he would have left the group at the age of 59 years old.</p>	<p>Our work procedures have highlighted that Mr. Francesco Serafini was Managing Director for the EMEA Region at HP from 2005 to 2010.</p> <p>We have not identified any evidence corroborating the involvement of Mr. Francesco Serafini in the investigation launched by the US authorities.</p>
<p>Francesco Serafini & Dominator Yachts</p>	<p>Mr. Francesco Serafini, shortly after his retirement, would have invested in Dominator Yachts, a luxury boat construction company. This company would be incorporated in Austria and controlled by an entity in Lichtenstein. The other shareholder of Dominator Yachts would be Mr. Wolfgang Pernsteiner and the CEO would be the daughter of Mr. Francesco Serafini.</p>	<p>Our work procedures have revealed that Mr. Francesco Serafini and Mr. Wolfgang Pernsteiner respectively owned 50% of Dominator Yachts, an Italian company designing and producing yachts.</p> <p>Dominator Yachts is held by Dominator International GmbH, a company incorporated under Austrian law that is not controlled by an entity based in Lichtenstein.</p> <p>The daughter of Mr. Francesco Serafini is not the CEO of Dominator Yachts. This position has been held by the same person since 2011.</p> <p>Dominator Yachts was dissolved in November 2016 and Dominator International GmbH has been in liquidation since 2018.</p> <p>We have not identified any "red flag" on the companies Dominator Yachts and Dominator International GmbH, in particular in relation to money laundering or corruption.</p>
<p>Alexander Sator</p>	<p>Mr. Alexander Sator, Chairman of S30 Supervisory board, would have been a <i>director</i> and a major shareholder of Telit Communications. He would have resigned since and the <i>Board</i> would have been replaced after finding out that the co-founder Uzi Katz (Oozi Cats) was wanted for fraud by US authorities.</p>	<p>Our work procedures have highlighted that Mr. Alexander Sator was a Director of Telit Communications from 2010 to 2012 and a minority shareholder through Sapfi Kapital Management GmbH between 2010 and 2013.</p> <p>We have not identified any link between the resignation of Mr. Alexander Sator and Oozi Cats' legal issues revealed in 2017.</p>

Topic 6 – Balkans Shared Services

Sub-topic	Our understanding of the main Allegations	Our observations
The holding of BSS by S30	BSS was allegedly incorporated by purchasing a "shell company" with the assistance of S30 EE, which is owned by Mr. Federico Salmoiraghi.	<p>Our work procedures have shown that BSS was created following the acquisition of a "shell company".</p> <p>The company should have been owned by S30 S.E., which was not the case as a result of administrative errors.</p> <p>We note that BSS was dissolved on 23 June 2020.</p>
	BSS would be in liquidation process since 19 November 2019. This information would have been disclosed by S30 in its financial statements for the 1 st semester 2020.	
The links between BSS and Gold Cash & Pay Network Srl	BSS would share its address with the company Gold Cash & Pay Network Srl Romania, which would work for Wirecard Romania and would be related to the entity MHW Consultancy Services Ltd, operating in an industry linked to mafia activity.	We have highlighted that BSS and Gold Cash & Pay Network Srl share the same address in Romania.
The links between BSS and MHW Consultancy Services Ltd		<p>We have identified no mention of the company Wirecard on the website of Gold Cash & Pay Network Romania.</p> <p>Gold Cash & Pay Network Srl and MHW Consultancy Services Ltd have the same shareholders. However, we have not identified any link between these two companies and BSS, other than sharing the same address.</p>
The links between BSS and ITSS	BSS would hold 99.5% of ITSS, which is made up of assets valued at approximately 188k€.	<p>Our work procedures have shown that BSS has held a 99.5% stake in ITSS since December 2018, the remaining 0.5% being owned by Outmax Services Corp. Srl. To date, we have not obtained any document to refute this point.</p> <p>In the course of our analyses, we have identified an IT software development contract between S30 and ITSS dated January 2018 which would have been sold to a client. The supporting documentation remains limited as of today.</p>
	S30 would have acquired BSS for a nominal value of around 5k€, an amount lower than the actual valuation of BSS. This transaction could be associated with a money laundering scheme.	
The administrative errors related to the holding of BSS	BSS would have not been created, nor owned by S30. The last shareholders of BSS would be Mr. Mohamed Iyed Masmoudi and Ms. Sanda-Lina-Maria Serban.	<p>Our work procedures have confirmed these allegations. We observe that Mr. Mohamed Iyed Masmoudi (S30 employee) and Ms. Sanda-Lina-Maria Serban were the last shareholders of BSS before its dissolution. We understand this is an administrative error.</p>
	A frequent change in the shareholding structure would have occurred from 7 July 2019 to 19 November 2019.	<p>We note several movements within the shareholding structure in 2018 and 2019 without obvious explanation.</p> <p>The individuals identified, with the exception of Mr. Mohamed Iyed Masmoudi, are directly or indirectly linked to Mr. Federico Salmoiraghi.</p>
The holding of BSS by RZA Connect Srl	BSS would have been previously owned by RZA Connect Srl, a company owned by Mr. Federico Salmoiraghi.	Our work procedures have highlighted that RZA Connect Srl was a shareholder of BSS from March to December 2018. RZA Connect Srl is owned by Swordfish Advisory Service Srl (a company linked to M. Federico Salmoiraghi).

Topic 7 – The operations of S30 in Ukraine, in the Philippines, in Greece, in Guyana and in Martinique

Sub-topic	Our understanding of the main Allegations	Our observations
The consolidation of S30 Ukraine	S30 would have a subsidiary in Ukraine that would not be presented in the financial statements and would not be consolidated within the scope of the Group.	On the basis of our work procedures, we have identified no evidence that would question the fact that S30 Ukraine is not included in the consolidation scope of Group S30.
The holding of S30 Ukraine by S30 EE	S30 Ukraine would be S30 branded. There would be a link between Mr. Federico Salmoiraghi and S30 Ukraine through the company S30 EE.	Our work procedures have corroborated this allegation. S30 Ukraine is 100% held by S30 EE, which is 100% owned by Swordfish Advisory Service Srl (a company linked to M. Federico Salmoiraghi).
The operations of S30 in the Philippines	S30 would have some operations in the Philippines and would have an undeclared subsidiary in this country.	We have identified no evidence to confirm the existence of a S30 subsidiary in the Philippines. The activities in the Philippines are carried out by a subcontractor.
The operations of S30 in Greece (VoCo)	The company VoCo, the subsidiary of S30 in Greece, would not be mentioned in the annual report.	Our work procedures have revealed that the company VoCo, given its non-significant activity with regard to Group S30, was not mentioned in the 2019 consolidated statements of S30 since the non-consolidated subsidiaries are not presented.
The operations of S30 in Guyana and in Martinique	The Companies would be “letterboxes” and would be located in a shared office. This situation would be inconsistent for companies with such a volume of business.	We have not identified any evidence to corroborate this allegation. We note that the S30 subsidiaries in Guyana and in Martinique have a physical presence in both regions and have administrative and operational structures given their local activities.

Topic 8 – The links between S30 and Volga Group

Sub-topic	Our understanding of the main Allegations	Our observations
The links between S30 and Volga Group	<p>S30 S.E. would be located at the same address as Volga Group, whose director, Mr. Gennaddy Timchenko, would have legal issues.</p> <p>Volga Group would appear on the sanctions list from the US Treasury department.</p>	According to our work procedures, we have not identified any official document from the Luxembourg company register stating that companies from Volga Group were registered/ are registered at 3 rue de la Reine in Luxembourg.

Topic 9 – The operations of S30 in Spain

Sub-topic	Our understanding of the main Allegations	Our observations
Transactions comparable to money laundering schemes / Telima España	Some operations of creation and dissolution of companies, in particular in relation to Telima España, would be comparable to money laundering schemes. The conditions surrounding the liquidation of this company should be looked at.	We have not identified any element to confirm the allegation related to money laundering.
The fake invoices accounted for on Autronic books	The Spanish tax authorities allegedly consider that Autronic would have received invoices for fake services. An amount of €420k would have been booked as a provision in the accounts of Autronic.	Our work procedures have allowed us to corroborate this allegation. Nonetheless, the related invoices were dated from 2007 to 2009, before the acquisition of Autronic by S30. The tax risk, for which a provision was booked, was identified during the acquisition due diligence process.
The accounting operations of S30 Iberia in 2019	In 2019, S30 would have merged several Spanish entities (Provisiona ESG, Solutions 30 Noreste 2018, Magaez Telecomunicaciones, and Vitgo Comunicaciones) in S30 Iberia in order to conceal the past of Vitgo.	Our work procedures have identified that the merger-absorption of the entities listed in the allegation was intended to simplify the legal structure in order to reduce costs.
The acquisition and disposal of Autronic	S30 would have paid €3.5m to acquire 50% of Autronic in 2016 and would have sold its stake for €1 to the company I.O.B PROCEDURES S.L in March 2018.	S30 acquired 50% of Autronic in 2016 from Alonso Muras Inversiones ("AMI") for €3.5m and sold 1% to AMI in May 2017 for €70k. In March 2018, S30 bought 51% of Autronic shares from AMI for one euro. These shares were immediately sold to I.O.B for the same amount. Our work procedures have allowed us to identify exchanges of emails indicating that S30 put in place a legal arrangement, with the assistance of legal advisors, via a sale of shares to I.O.B. in March 2018, which resulted in the non-consolidation of Autronic in 2018.
The operation with Connectica Groep	Like Autronic, the consolidation of Connectica Groep, a Dutch entity, in the financial statements of S30 would be questioned.	We have identified email exchanges indicating that S30 set up a legal arrangement through the transfer of shares to a trusted third-party in October 2017, with an aim to not fully consolidate Connectica Groep in 2017. However, given its non-significant activity with regard to Group S30, Connectica Groep was not consolidated in the Group S30 accounts in 2017.

Topic 10- The operations of S30 in Germany

Sub-topic	Our understanding of the main Allegations	Our observations
Transactions comparable to money laundering schemes / Connecting Cable & DBS	Some operations of creation and dissolution of companies, in particular in relation to Connecting Cable & DBS, would be comparable to money laundering schemes.	We have not identified any element to confirm the allegation related to money laundering.
The operations with DBS	DBS would be in a liquidation process, without any activity since 2018. However, the corporate filings would have been revised in 2020.	Our work procedures have highlighted that DBS is currently in the process of liquidation.
	DBS would have granted loans to Mr. Gianbeppi Fortis for €130k in 2015 and €200k in 2020. These loans would not be mentioned in the financial statements of S30 S.E.	We have identified no element to confirm the allegation which is the result of a translation error in the Anonymous Report.
The links between Worldlink & Melvin Randall Midrowsky	The shareholder of Worldlink, Melvin Randall Midrowsky, would be linked to the PrimaCom scandal.	Our work procedures have identified a legal procedure concerning Mr. Melvin Randall Midrowsky. This procedure has no link with S30.
The acquisition of Worldlink by S30	The acquisition of Worldlink by S30 and Aurore Invest Fund, an investment fund for which Mr. Fabien Leger is a director, would be questioned. This operation would be a connection between S30, Mr. Fabien Leger and AZ.	We have not identified any element to confirm the connection between S30 and AZ. Our work procedures have highlighted email exchanges regarding the structuring of the Worldlink acquisition. These result in a distribution of the capital between S30, Aurore Invest Fund ("friendly fund") and an individual, respectively for 20%, 40% and 40%.
Criticisms over the management of Connecting Cable	Criticisms over the management of Connecting Cable regarding the lack of integrity in social dialogue would have been formulated by former employees.	Our work procedures have identified criticism formulated against the management of Connecting Cable management. The person targeted by these comments is no longer employed by S30.
The acquisition of Connecting Cable	The evolution of the shareholding structure of Connecting Cable between 2014 and 2015 would be questioned (acquisition of 50% by DBS, then purchase of 100% and distribution of the capital between three entities of the Group (S30 S.E., WW Brand Srl et Brand 30 Srl).	Our work procedures have allowed us to corroborate the structuring of the acquisition of Connecting Cable and the capital distribution between three S30 entities from 2015: S30 S.E., WW Brand Srl and Brand 30 Srl. This structure was implemented with the assistance of tax and legal advisors.
The change of the corporate name of Connecting Cable	A change in the corporate name and address of Connecting Cable would have been noted in 2017 and in 2018. Mr. Gianbeppi Fortis would have taken on the role of Managing Director of Connecting Cable en 2018.	Our work procedures have allowed us to confirm the allegation. Nonetheless, these decisions were taken for justified reasons.

Topic 11 – The operations of S30 in France

Sub-topic	Our understanding of the main Allegations	Our observations
The operations with CPCP Telecom	<p>A €4.2m difference would exist between the amount paid by S30 for the 48% stake in CPCP purchased in 2017 and the amount received by the seller.</p> <p>This difference would be explained by an initial 0.9m€ "success fee" and an additional "success fee" amounting to €3.3m based on CPCP performance.</p>	<p>Our work procedures have allowed us to corroborate this allegation. We understand that this €4.2m difference corresponds to fees paid to LFB Solutions, a company owned by Ms. Laura Leger.</p> <p>These services, defined in an engagement letter dated 2 February 2017, are presented as "success fee". We understand that the €3.3m "success fee" are actually operational expenses incurred by LFB Solutions on behalf of CPCP.</p> <p>A consultation with a lawyer engaged by LFB Solutions indicated that these services were carried out by two external service providers without specifying the names.</p>
	<p>The notion of S30 control over CPCP and the method of consolidation of the company in the consolidated accounts of S30 until 1 August 2018, in particular given the role of Mr. Fabien Leger in the transaction and his close relationship with S30, would be questioned. Mr. Fabien Leger would have been President of CPCP and would be a director in Aurore Invest, which would have held a 3% stake in CPCP.</p>	<p>Our work procedures have revealed that Mr. Fabien Leger was the President of CPCP Telecom between June 2017 and July 2018. He is also a director of Aurore Invest fund which held a 3% stake in CPCP between June 2017 and July 2018 for an amount of €450k. This stake was bought back by S30 for €527k.</p>
	<p>There would be a current relationship between S30 and AZ, through Mr. Fabien Leger and his role in CPCP operation.</p>	<p>We have not identified any element to confirm an ongoing business relationship between AZ and S30.</p>

Topic 12 – The operations of S30 in Italy

Sub-topic	Our understanding of the main Allegations	Our observations
The relationships between S30 and HP, in particular Rexion & Mixnet Italia Srl	<p>There would be a link between S30 and HP, in particular through the acquisition of Rexion and Mixnet Italia Srl. These companies are HP service providers.</p>	<p>Our work procedures have shown that Rexion and Mixnet Italia Srl are former service providers of HP, a significant client of S30.</p> <p>We note that HP was involved in certain discussions conducted as part of the acquisition process of Rexion and Mixnet Italia Srl.</p>

Sub-topic	Our understanding of the main Allegations	Our observations
<p>The BSI & BRSI operations</p>	<p>BSI and BRSI would have been created when S30 signed a strategic partnership with DXC, a service company resulting from a merger between CSC and the division “enterprise service business” of HP.</p> <p>BSI and BRSI would have been owned at 90% by S30 and the remaining 10% by F2LInvest, a company of Mr. Francesco Serafini.</p> <p>On 20 December 2019, BSI and BRSI would have been sold to Steel Telecom Srl for €2.2m. As part of this transaction, Mr. Francesco Serafini would have sold his 10% stake to S30 based on a €4.3m valuation (€0.43m). Shortly afterwards, S30, via its subsidiary S30 Italia, would have sold these companies based on a total valuation of €2.2m.</p>	<p>Our work procedures have allowed us to corroborate this allegation. We note that Mr. Francesco Serafini is the sole shareholder and a director of the company F2LInvest. He was also a minority shareholder and Chairman of the board of directors of BSI and BRSI.</p> <p>We understand that Mr. Francesco Serafini played an important role in these operations, given his former roles at HP.</p> <p>We note that the members of the S30 Supervisory board considered that the independence of Mr. Francesco Serafini was not questioned due to his holdings and responsibilities within BSI and BRSI.</p>
<p>The acquisition of CFC Italia Srl by S30</p>	<p>As part of the acquisition of CFC Italia Srl by S30, the founder of CFC Italia Srl, Mr. Francesco Paolo Leggio, would have kept 30% of the company. He would belong to a mafia-related family.</p>	<p>Our work procedures have not identified any link between Mr. Paolo Leggio and the Italian mafia.</p>
<p>The contractual arrangement between S30 and Massano Srl</p>	<p>S30 would have signed a five-year contract with Massano Srl for an amount of €120k.</p> <p>Mr. Giuseppe Massano would have been placed under house arrest for 10 months due to his involvement in fraud and embezzlement cases.</p>	<p>Our work procedures have demonstrated the existence of a business-leasing contract between S30 and Massano Srl. However, the Allegation in connection with Mr. Giuseppe Massano’s house arrest is inaccurate. We understand that Mr. Giuseppe Massano was under arrest for approximately 20 days.</p>

Topic 13 – The relationships with Federico Salmoiraghi

Sub-topic	Our understanding of the main Allegations	Our observations
<p>The sale of BSI & BRSI to Steel Telecom</p>	<p>BSI and BRSI would have been sold to Steel Telecom for €2.2m. The director of this company would be Ms. Deborah Gambacorta, Mr. Federico Salmoiraghi's wife.</p> <p>Steel Telecom would be controlled by the Austrian-based Salmo Services GmbH, a company owned by Mr. Federico Salmoiraghi. He would also own 100% of Remote 30 Moldova.</p> <p>This country was at the centre of the Russia laundromat scandal.</p>	<p>Our work procedures have allowed us to corroborate that Steel Telecom is an Italian-based company controlled by Mr. Federico Salmoiraghi and managed by his spouse, Ms. Deborha Gambacorta.</p> <p>Remote 30 (Moldova) is a Moldavian company controlled and managed by Mr. Federico Salmoiraghi.</p> <p>The Global Laundromat is a money laundering scheme through banks -based among others in Russia, Moldova and the UK- operational from 2010 to 2014 and used by Russian criminals. We have not identified any link between Remote 30 (Moldova) and this scandal.</p>
<p>Solutions 30 Eastern Europe</p>	<p>S30 EE would have changed its name to Salmo Services Eastern Europe Sarl and would be a subsidiary of Salmo Services GmbH.</p> <p>While this company is Austrian-based, most of its employees are based in the south of Italy. The acquisitions of BSI and BRSI would explain this situation.</p> <p>S30 EE would be linked to Mr. Federico Salmoiraghi. S30 would have begun its operations in Romania in 2013 with the assistance of a local partner. This partner would be Mr. Federico Salmoiraghi.</p> <p>S30 EE was incorporated in 2016 and owned by S30 Italia and Ms. Deborah Gambacorta.</p> <p>S30 EE's ownership would have later changed to being 81% owned by Swordfish Advisory Services and 19% owned by S30 Italia.</p> <p>Swordfish Advisory Services would have acquired the remaining 19% of S30 EE from S30 Italia in September 2020.</p> <p>Swordfish Advisory Services would be 99.6% owned by Salmo Services GmbH, a company of Mr. Federico Salmoiraghi, and 0.4% owned by RZA Connect.</p>	<p>Our work procedures have allowed us to corroborate this allegation. S30 EE is a company tied to Mr. Federico Salmoiraghi.</p>

Sub-topic	Our understanding of the main Allegations	Our observations
Rimiflu	There would be a link between S30 Italia, Rimiflu, GNS, Ms. Deborah Gambacorta and Mr. Federico Salmoiraghi.	<p>Our work procedures have allowed us to corroborate this allegation. S30, together with Ms. Deborah Gambacorta (spouse of Mr. Federico Salmoiraghi) invested in 2016 in Rimiflu via GNS.</p> <p>We note that, at the end of 2020, Rimiflu was sold and GNS dissolved. This disposal is explained by the lack of profitability of Rimiflu.</p>
The money laundering allegations in relation to Federico Salmoiraghi	Mr. Federico Salmoiraghi and 4 companies (RZA Connect, Remote 30 Eastern Europe, Swordfish Advisory Services and Winning Clean Services Srl) would be plaintiffs in a court case against the Romanian-based Bank Transylvania. This case would be linked with supporting documentation not being provided in response to concerns about potential money laundering practices.	We have not identified any element to corroborate this allegation. The list of plaintiffs detailed in the Allegation is inaccurate. No suspicion of money laundering is stated in the Bank's requests nor in the court decision.
The holding of Remote 30 Eastern Europe	S30 would be a minority shareholder in Remote 30 Eastern Europe via S30 EE, a plaintiff in a court case linked with money laundering accusations.	<p>We have not identified any element corroborating this Allegation.</p> <p>When created in October 2018, S30 EE owned 100% of Remote 30 Eastern Europe. From September 2019, RZA Connect Srl and Swordfish Advisory Services Srl acquire respectively 47.5% and 2.5% of Remote 30.</p> <p>S30 S.E., via S30 Italia, owns 60% of S30 EE from January 2016, then 19% from May 2018 and 0% from October 2020. S30 S.E. has never had a greater stake than 19% in S30 EE since the creation of Remote 30 Eastern Europe in October 2018.</p>