Rino Petino

Distribution & Retail

The Local Engine of Global Brands

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Founded in 1975 by the Petino family in Puglia and listed on Euronext Growth Milan since 2025, Rino Petino is an operating partner for international sportswear and fashion brands: it runs monobrand stores on their behalf, managing the whole store lifecycle from location scouting to staffing, and distributes brands to multi-brand retailers across Italy. FY25 Value of Production was €36.3mn.

FAIR VALUE (€)	**2.90**
MARKET PRICE (€)	**1.40**
MARKET CAP (€mn)	**4.6**

A Professional Partner for Global Brands in Italy

Rino Petino is the execution engine of global brands in Southern/Central Italy. Brands such as Adidas and Mango have strong consumer appeal but often lack the local footprint to cover a fragmented market and, after a costly direct-to-consumer push, are replacing small affiliates with fewer, scaled operators. Rino Petino serves them through two divisions: retail (B2C, 52% of FY25 sales), with 34 monobrand stores expected by FY26E for Adidas, Mango, Carpisa and Yamamay, and wholesale and agency (B2B, 48%), distributing 7 brands across Italy. Both divisions imply very low credit and stock risks.

Picking Brands With Momentum

Italian apparel is a mature ~€22.7bn market (+0.7% YoY, *SITA Ricerca*), where growth is price-led and volumes are flat. Sportswear, the Group's core category and the only segment still growing in units, should reach €8.3bn by 2030E at a ~2% CAGR (*Euromonitor*). Demand is polarizing, and the winners are the brands gaining share or opening new niches, such as padel and outdoor. In a market that will not grow much, a few brands within it will: Rino Petino's edge lies in selecting those with momentum and bringing them to consumers through both its channels.

Store Network Drives Growth to 2030E

We estimate that the bulk of future growth will come from retail: based on the pipeline agreed with the brands, we expect the network to grow to 43 stores by 2030E, with retail sales up at ~16% CAGR, while we see wholesale broadly flat. We forecast VoP to rise from €36.3mn to €53.9mn (8.2% CAGR) and EBITDA to double to €5.6mn (margin from 7.6% to ~10.3%), in a plan largely self-funded thanks to the low-risk model and negative working capital. Assuming no openings beyond 2029E, 2030E shows a steady state: capex falls to €1.3mn and EFCF turns into €2.7mn per year.

Fair Value of €2.90 per Share

Our €2.90 Fair Value is the average of three metrics: peers' multiples (€2.1), an Actualized VaM (€3.0) and a DCF (€3.6), and despite the ~100% upside, it is slightly below the €3.0 IPO price, when 2026E expectations were for ~€3.9mn EBITDA and €1.2mn net profit (vs. our €3.0mn and a small loss). At ~2.3x 2026E EV/EBITDA (current market value), the stock trades at a ~37% discount to peers and offers a cumulated 82% EFCF yield into 2030E. Over time, a larger, cash-generative network could also attract strategic interest.

KEY FINANCIALS	FY25	FY26E	FY27E
VALUE OF PRODUCTION	36.3	39.1	43.4
GROSS O OPERATING PROFIT	6.7	7.5	8.5
EBITDA	2.8	3.0	3.7
EBIT	0.7	0.5	0.9
NET PROFIT	0.2	-0.2	0.2
CAPITAL EMPLOYED	5.0	5.9	6.0
GROUP NET EQUITY	3.7	3.6	3.8
NET DEBT (-) / NET CASH (+)	-1.3	-2.3	-2.3

Source: Rino Petino (historical figures), Value Track (estimates)

RATIOS AND MULTIPLES	FY25	FY26E	FY27E
EBITDA MARGIN (%)	7.6	7.8	8.5
NET MARGIN (%)	0.4	-0.5	0.4
NET DEBT / EBITDA (x)	0.5	0.8	0.6
ROCE b.t. (%)	14.6	8.9	14.5
EV / SALES (x)	0.2	0.2	0.2
EV / EBITDA (x)	2.2	2.3	1.9
EV / EBIT (x)	8.2	14.3	8.0
P / E (x)	31.3	nm	24.1

Source: Rino Petino (historical figures), Value Track (estimates)

STOCK DATA	
MARKET PRICE (€)	1.40
NOSH (mn)	3.3
MARKET CAP (€mn)	4.6
ENTERPRISE VALUE (€mn)	7.0
FREE FLOAT (%)	9.1
AVG L30D VOLUME (#)	4,885
RIC / BBG	RPTN.MI / RPTN IM
52 WK MIN - MAX (€)	1.36-1.44

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Description

Rino Petino S.p.A., listed on Euronext Growth Milan since August 2025, is an operating partner for international sportswear and fashion brands in Southern and Central Italy. Through its B2C master franchising business, the Group run 30 monobrand stores (Dec 2025) under the Adidas, Mango, Carpisa and Yamamay banners (52% of FY25 sales); through its B2B business, it distributes 7 international brands to third-party retailers via wholesale and sales agency (48%). In FY25, the Group reported a Value of Production of €36.3mn and EBITDA of €2.8mn.

Financial Highlights

KEY FINANCIALS (€mn)	FY25	FY26E	FY27E	FY28E	FY29E	FY30E
Value of Production	**36.3**	**39.1**	**43.4**	**47.4**	**51.8**	**53.9**
y/y (%)	*34.2%*	*7.7%*	*10.9%*	*9.4%*	*9.4%*	*4.0%*
EBITDA	**2.8**	**3.0**	**3.7**	**4.3**	**5.3**	**5.6**
EBITDA Margin (%)	*7.6%*	*7.8%*	*8.5%*	*9.1%*	*10.3%*	*10.3%*
EBIT	**0.7**	**0.5**	**0.9**	**1.0**	**1.9**	**2.0**
EBIT Margin (%)	*2.0%*	*1.2%*	*2.0%*	*2.1%*	*3.7%*	*3.8%*
Net Profit	**0.2**	**-0.2**	**0.2**	**0.3**	**1.0**	**1.1**
y/y (%)	*-57.8%*	*nm*	*nm*	*74.5%*	*203.3%*	*12.3%*
Net Debt (-) Cash (+)	**-1.3**	**-2.3**	**-2.3**	**-2.1**	**-1.2**	**1.4**
NFP / EBITDA (x)	*0.5*	*0.8*	*0.6*	*0.5*	*0.2*	*nm*
Capex	4.1	4.8	3.0	3.9	3.4	1.3
OpFCF b.t.	**-0.5**	**-0.4**	**0.7**	**0.9**	**1.7**	**3.6**
OpFCF b.t. / EBITDA (%)	*-18.7%*	*-13.5%*	*20.0%*	*20.7%*	*32.2%*	*64.5%*

Source: Rino Petino, Value Track analysis

Investment Case

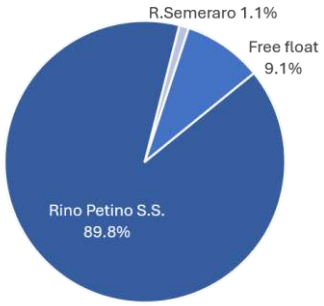
Strengths / Opportunities

- **Asset-light & low-risk retail:** guaranteed gross margins (45–50% of sell-out) and full return rights or brand-owned stock;
- **Synergic dual channel:** shared sell-out data (proprietary BI), overheads and automated NOOS logistics;
- **Exclusive brand portfolio:** nationwide exclusives in high-rotation categories and regional sports mandates;
- **50-year roots, scalable network:** reference partner in Central-Southern Italy, now expanding north;
- **Visible growth:** brand-agreed pipeline to 43 stores by 2030E, EBITDA margin from 7.6% to ~10%.

Weaknesses / Risks

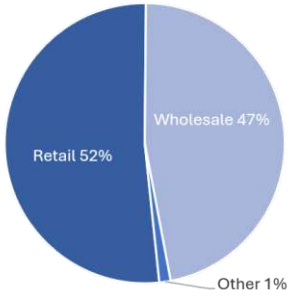
- **Brand concentration:** Adidas and Mango drive most of retail, with change-of-control clauses;
- **Plan funding:** the opening plan absorbs cash, with intra-year debt peaks;
- **Thin earnings:** D&A (including for capitalized opening costs) keep net profit low until 2028E.

SHAREHOLDER STRUCTURE



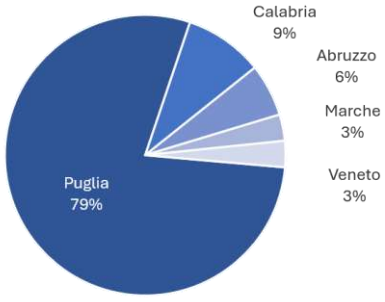
Source: Rino Petino

REVENUES BY CHANNEL (FY25)



Source: Rino Petino

RETAIL NETWORK BY GEOGRAPHY*



Source: Rino Petino, (*) As of November 2026

STOCK MULTIPLES @ FV	FY26E	FY27E
EV / SALES (x)	0.3	0.3
EV / EBITDA (x)	3.9	3.2
EV / EBIT (x)	24.6	13.7
EV / CAP. EMPLOYED	2.0	2.0
OpFCF Yield (%)	10.0	14.0
P / E (x)	nm	49.8
P / BV (x)	2.7	2.5
Dividend Yield (%)	0.0	0.0

Source: Value Track analysis

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Executive Summary

The Local Engine of Global Brands

Founded in 1975 by the Petino family in Monopoli (Puglia), Rino Petino is the operating partner that international sportswear and fashion brands rely on to grow in Italy. It works on two tracks: in retail (B2C, 52% of FY25 sales) it runs 34 monobrand stores (Dec 2026E) as franchisee of Adidas, Mango, Carpisa and Yamamay, managing the whole store lifecycle from location scouting to staffing; in wholesale and agency (B2B, 48%) it distributes 7 brands to multi-brand retailers across Italy. The Group listed on Euronext Growth Milan in August 2025 with a small offering at €3.00 per share: the listing was less about cash than about credibility with brand partners and medium-term access to capital, through a €5mn capital increase mandate that the Board can use to accelerate the growth plan.

A Flat Market, but Right Brands Keep Growing and Need Scaled Partners

Italian apparel is a mature ~€22.7bn market, where growth is price-led and volumes are flat. Sportswear, the Group's core category, is the most resilient segment and should grow at ~2% a year to 2030E. In this context, the category alone will not do the job: growth comes from backing the brands that gain share or open new niches, such as padel in sports goods or the winning fashion brands among the challengers (as it was Mango at the time of its expansion in Italy). **This brand-picking ability, from Adidas in the 1980s to Project X Paris today, is in our view the real growth engine of the equity story.** At the same time, brands are rethinking distribution in terms of a) **channels**, after a costly direct-to-consumer push that cost them visibility in stores, large groups are pushing on the **wholesales** formats and none runs its network fully direct, and b) **partners**, as they are replacing small affiliates with fewer, **scaled** multi-brand operators – and in Central and Southern Italy, such partners remain scarce.

A Low-Risk Model That Protects the Balance Sheet

Rino Petino's model leaves most inventory and fashion risk with the brands. In retail, Mango stock is on consignment, Carpisa and Yamamay unsold goods can be fully returned, and Adidas grants a 20% return policy; in wholesale, purchases are placed back-to-back with retailers' orders, while agency carries no stock at all. Proprietary IT systems, an automated logistics hub for never-out-of-stock programmes and the Rino Petino Academy raise switching costs for partners. **The result is a business that implies extremely limited risks on stocks and runs on negative working capital**, which helps fund the expansion of the network, while **credit risk** is highly **limited**, with virtually no risk in the retail segment and historically very well managed risk on the distribution channel (less than 0.5% credit loss/sales since 2024).

Growth Levers: Store Pipeline, Corners and New Mandates

The growth plan of Rino Petino rests on three levers. **First**, the store **pipeline** agreed with the brands, centered on large-format Adidas and Mango stores in prime locations, including further openings in Northern Italy after the first Mango store in Treviso; according to management, new stores reach break-even within 6–18 months and we expect 9 new openings to be announced by FY29. **Second**, **corners**, **displays and other innovative formulas** for never-out-of-stock programmes, including in local airports, which add volumes with limited capex. **Third, new brand mandates** both in the retail segment (as master franchisee) and in wholesale and agency, leveraging the Group's existing logistics and sales network. News on all these levers should materialize by mid-2027, according to management, but are not factored in our forecasts. Lastly, M&A remains an option, which is also not incorporated in our estimates.

FY23–1H26: Strong Top-Line Growth, Margins Still Under Pressure

Sales grew by 71% between FY23 and FY25 to €33.8mn, **led by wholesale**, which more than doubled in FY25, and rose a further 25.9% in 1H26. Profitability has not kept pace: FY25 EBITDA of €2.8mn (7.6% margin) includes ~€0.45mn of non-recurring income from the waiver of directors' indemnities, as well as tax credits and grants linked to investments in Southern Italy, while D&A and financial charges from the opening plan keep net profit close to breakeven. Year-end net debt (€1.3mn in FY25) also understates the seasonal peak, which coupled with 1H store openings, pushed it to €4.6mn in June 2026. **We read this as the cost of an investment phase and the strong swing of channel mix towards wholesale, rather than a structural weakness**, but it may explain why the stock market is waiting for evidence of operating leverage.

2026E–30E: Network Scale-Up Doubles EBITDA

Differently from FY24-26E, we estimate that the bulk of future **growth will come from retail**: we expect the network to grow from 30 (Dec 2025) to 43 stores by 2030E, almost doubling selling space and driving retail sales up at a ~16% CAGR (mostly driven by space, with a cautious 1.5% annual like-for-like revenues growth). On the other hand, we assume wholesale revenues broadly flat, as focus has moved to profitability of contracts rather than size. **We forecast VoP to rise from €36.3mn in FY25 to €53.9mn in 2030E (8.2% CAGR) and EBITDA to double to €5.6mn**, with the margin expanding from 7.6% to ~10.3% on a higher retail segment contribution and operating leverage. 2026E is the investment peak, with capex of €4.8mn and a small net loss. Assuming no openings beyond 2029E, 2030E shows a steady-state profile: capex falls to €1.3mn (~ maintenance level), net profit reaches €1.1mn and net debt turns into €1.4mn of net cash, with an EFCF of €2.7mn (at the end of the expansion plan), equal to 58% of current market cap.

Fair Equity Value at €2.90 per Share

We initiate coverage with a Fair Equity Value of €2.9 per share (€9.6mn Equity), coming from the average of three methodologies: listed peers' EV/EBITDA multiples (€2.1, after a 25% discount for size and liquidity), an Actualized Valuation at Maturity (VaM) on 2030E financials (€3.0) and a DCF (€3.6, 10.1% WACC). Our Fair Value is slightly below the €3.0 IPO price - as we are more prudent on near-term margins than expectations at the time of the listing – but it is well above the current share price: at €1.40, the stock trades at ~2.3x 2026E EV/EBITDA, a ~37% discount to peers, despite faster growth. **In our view, the market is pricing Rino Petino as a no-growth company**: delivery on the store pipeline and visible margin improvement are the catalysts to close the gap. At target value the stock would provide an average EFCF yield of 10% over the 2027-30E period, mostly concentrated in 2030E (28%), which will be the first year after the expansion efforts.

Key risks include the concentration on Adidas and Mango, execution of the opening plan, intra-year debt peaks and the low liquidity of the stock (9.1% free float).

Company Profile & Corporate Structure

Rino Petino acts as a local operating partner and commercial accelerator for major international sportswear, fashion and lifestyle brands, including Adidas, Mango, Carpisa and Yamamay, primarily across Southern and Central Italy. The Group manages the local execution layer, spanning store operations, workforce, logistics and territorial sales coverage. Founded in 1975, Rino Petino has evolved into a dual-channel platform combining B2C master-franchising retail, with 30 directly operated stores as of Dec 2025, and B2B wholesale distribution and sales agency. Centralized logistics, proprietary digital tools and contractual mechanisms such as consignment stock and full-return rights help limit inventory exposure and support a capital-efficient operating model. Following its EGM listing, the Petino family retains 89.8% of share capital and 94.4% of voting rights through Rino Petino S.S.

#1 - Corporate Overview

Headquartered in Monopoli (BA), **Rino Petino** is essentially the regional execution engine for global retail giants in Southern & Central Italy. Brands like Adidas, Mango, Under Armour, Carpisa, and Yamamay have massive global appeal, but they lack the local footprint and operational setup to navigate the fragmented Southern Italian market. Rino Petino runs the physical stores and wholesale networks for them, operating through two highly defensive, low-risk divisions:

- **BU Retail (~52% of FY25 Sales):** The Group directly managed 30 mono-brand stores. What makes this division highly unique is that **they have contractually offloaded almost all inventory risk**. For Mango, they run on a consignment model—Rino Petino never owns the stock, pays only for items sold, and pockets a guaranteed 45% to 50% gross margin. For Carpisa and Yamamay, they buy the stock but hold unconditional 100% return rights on unsold items at the end of the season. Adidas inventory exposure is capped by a contractually guaranteed 20% return policy. In short: if the products sell, Rino Petino wins; if they don't, they ship them back to the brands at zero cost;
- **BU Wholesale & Agency (~48% of FY25 Sales):** This division distributes sports and streetwear (like Adidas Underwear, Project X Paris, and DFNS) to independent multi-brand stores. To protect cash flow, **Rino Petino buys from brands only after securing signed retail pre-orders**, running a back-to-back, zero-inventory risk operation. The only exception is a small 15% safety stock buffer for non-seasonal, basic items (NOOS lines like underwear) that never go out of style. For brands like Under Armour, they act as pure commercial brokers, earning commissions with zero stock, price, or credit exposure.

To keep these global partners from bypassing them, Rino Petino has built a **protective operational moat**. They automate storefront shift planning via a proprietary traffic-matching algorithm (***EasyPlan Web***), analyze real-time store performance using their ***Omniscope BI***, and feed their retail talent pipeline through the ***Rino Petino Academy***, which recruits and trains local sales staff at an 83% job-conversion rate. This local scale and execution capacity make Rino Petino incredibly difficult for global brands to disintermediate.

The Group is structured around **Rino Petino S.p.A. as the operating parent**, which directly manages national and territorial B2B wholesale contracts and central services. **B2C retail activities are housed under the 100%-owned Mana S.r.l.**, which acts as the retail sub-holding and directly operates the Ascoli and Treviso stores, and controls 4 fully-owned operating subsidiaries: Mana Bari, Mana Brindisi, Mana Lecce and Mana Potenza. Together, these entities operated 30 directly managed stores (DOS) as of late 2025.

Rino Petino at a Glance (December 2025)



Source: Rino Petino, Value Track

#2 - Historical Evolution and Strategic Turning Points

Rino Petino's current positioning is the result of fifty years of commercial evolution, from a single-store sports retailer to an institutional partner for leading global brands. The main milestones are:

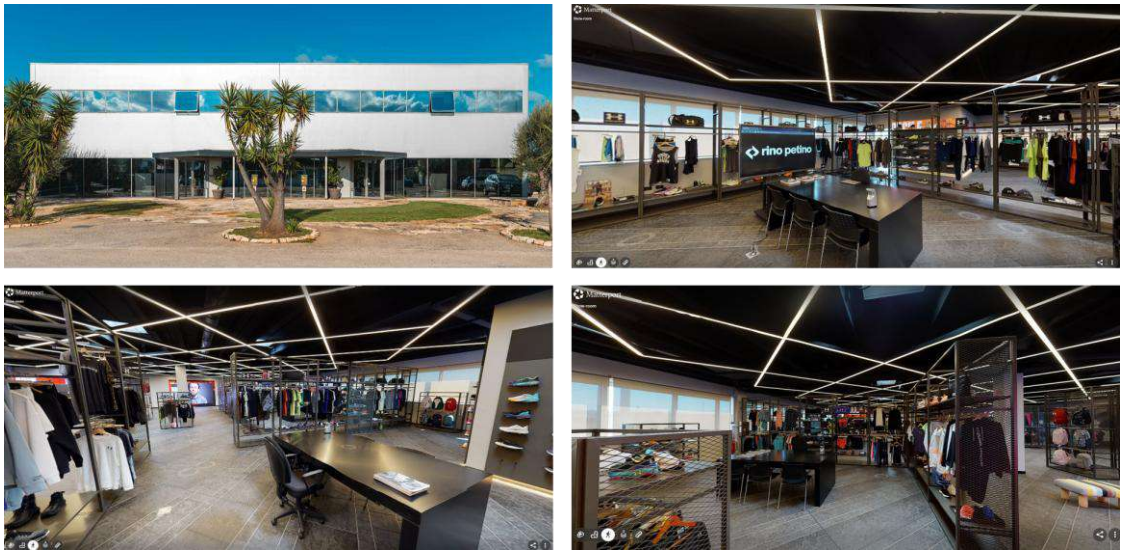
- **1975 – Foundation & Local Roots:** the Petino family opened Petino Sport in Locorotondo (Bari), initially focused on winter sporting goods, skiing apparel and equipment;
- **1977 – Partnership Inception:** the Group established its first structured commercial relationships with brands including Lacoste, Colmar and Adidas;
- **1981–2021 – The Forty-Year Adidas Era:** Rino Petino secured an exclusive Adidas agency mandate for Apulia and Basilicata, acting for four decades as the brand's regional agent. The relationship expanded into retail in 2007 with the first monobrand store, while the current Monopoli HQ was built in 2004;
- **2016 – Digital Revolution & BI Setup:** approximately €700k was invested in a customized B2B portal, CRM databases, a centralized data warehouse and a dedicated Business Intelligence unit, laying the foundations for the Group's current data-driven operating model;
- **2021–2022 – Post-Pandemic Pivot and Multi-Brand Diversification:** following Adidas' decision to centralize EU distribution and terminate the regional agency mandate, which had represented over 90% of Group revenues, Rino Petino rapidly repositioned as a multi-brand, dual-channel platform. Carpisa and Yamamay were added to retail, while the Oberalp Group relationship broadened the B2B portfolio;
- **2023–Present – Rapid Scaling and EGM IPO:** Mango joined the retail portfolio and Rino Petino secured national exclusive wholesale rights for Adidas Underwear and DFNS. The store network expanded from 10 locations in 2022 to 26 in 2023 and 30 by FY25. Rino Petino listed on Euronext Growth Milan on 8 August 2025, raising €0.9mn at €3.00 per share, while FY25 consolidated revenues reached €33.8mn.

Key Milestones



Source: Rino Petino, Value Track analysis

Rino Petino Headquarter and Showroom in Monopoli



Source: Rino Petino

#3 - Capital Structure and Shareholding Architecture

Following the August 2025 listing, Rino Petino's share capital consists of **3.3mn shares**: 3.0mn ordinary shares and 0.3mn unlisted multiple-voting shares carrying 10 votes each. The multiple-voting shares are entirely held by the founding-family vehicle, preserving a highly founder-controlled governance structure and long-term strategic continuity. The founding family exercises control through Rino Petino S.S., owned 75% by Chairman Onofrio Vito Petino and 25% by CEO Francesco Petino. Family control is also a contractual matter: franchise agreements can be terminated if the Petino family loses control of the affiliate, or if a competitor acquires a stake. Any transaction on the capital must therefore be agreed with brand partners.

Post-IPO Shareholding & Voting Rights Distribution

Shareholder	Ordinary Shares	Multiple-Voting	% Share Capital	% Voting Rights
Rino Petino S.S. (*)	2,662,500	300,000	89.77%	94.38%
Rosanna Semeraro	37,500	0	1.14%	0.62%
Free Float (Market)	300,000	0	9.09%	5.00%
Total	**3,000,000**	**300,000**	**100.00%**	**100.00%**

Source: Rino Petino, Value Track analysis, (*) Family Holding

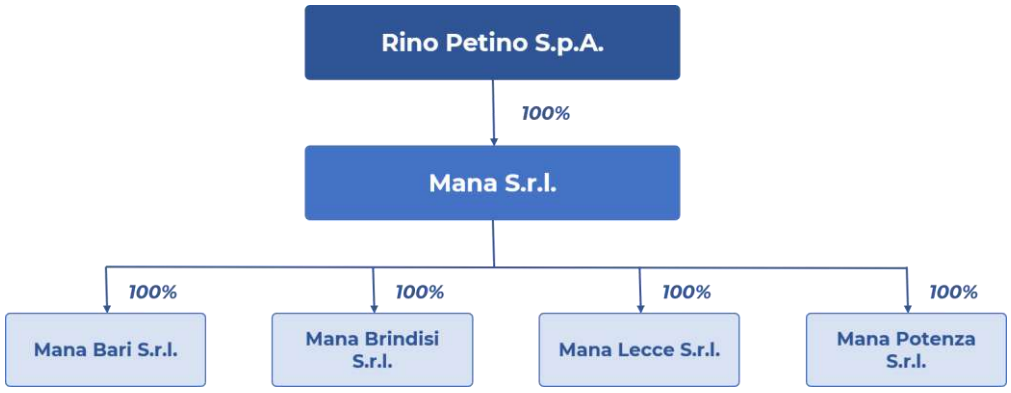
#4 - Group Legal Structure and Subsidiaries

The legal structure combines centralized administrative oversight with localized retail execution. Rino Petino S.p.A. sits at the top of the Group and directly manages Wholesale operations and central functions including logistics, HR coordination and Business Intelligence. Mana S.r.l. is the 100%-owned retail sub-holding and directly operates the Ascoli and Treviso stores, and controls four territorial operating companies:

- **Mana Bari S.r.l.:** coordinates B2C retail activities in the Bari area;
- **Mana Brindisi S.r.l.:** manages the Group's retail operations in the Brindisi area;
- **Mana Lecce S.r.l.:** manages the Group's retail operations in the Lecce area;
- **Mana Potenza S.r.l.:** manages the relevant Carpisa retail network within the Group's territorial perimeter.

Centralizing Business Intelligence, Accounting, Credit Control and Marketing at parent-company level limits redundant back-office costs at store level and supports scalability as the retail network expands.

Group Corporate Structure



Source: Rino Petino, Value Track analysis

#5 - Board of Directors & Corporate Governance

The Board of Directors was constituted in connection with the EGM listing and comprises five members, including one Independent Director, with a mandate running through approval of the FY27 financial statements. Two of the five seats are held by the founding family — Chairman Onofrio Vito Petino and CEO Francesco Petino — while the remaining three bring the outside perspective: a former Adidas regional managing director, an entrepreneur with cross-sector commercial experience, and an independent chartered accountant specializing in governance and M&A. At executive level, Rossana De Leo serves as CFO, having joined the Group in 2024.

Board of Directors Composition & Background

Name & Surname	Role	Professional Background & Experience
Onofrio Vito Petino	Founder & Chairman	Founder and historical guide of the Group, with over 40 years of experience in regional sportswear retail
Francesco Petino	CEO	Leads operational and commercial strategy; active in sales and business coordination since 2002
Jean Michel Granier	Non-Executive Director	Former Adidas Managing Director across Italy, Southern Europe, South Korea and Latin America
Massimo Curci	Non-Executive Director	Entrepreneur with experience across marketing, commercial logistics, photography and automotive distribution
Domenico Carnovale	Independent Director	Chartered accountant and partner at Siniscalco & Partners, focused on governance, tax and cross-border M&A

Source: Rino Petino, Value Track analysis

#6 - IPO Structure and Use of Proceeds

A Listing, with a Negligible Capital Raise

Rino Petino listed on Euronext Growth Milan on 8 August 2025 with a small offering of 300k new ordinary shares at €3.00 per share, for €0.9mn of gross proceeds. Listing costs of ~€0.8mn absorbed almost all of it, leaving negligible net cash. The IPO is therefore better read as a change of status than as a funding event: the Group gained a public valuation, listed-company governance and a ready route to equity capital, while the Petino family retained firm control.

- **Warrant Structure:** the warrants are currently deeply out of the money, but for completeness we describe them below. A total of 300k "Warrant Rino Petino 2025–2028" were issued on a 1:1 basis with the new shares. Holders can subscribe one new ordinary share for every two warrants exercised, across three annual windows to May 2028 (see table below). If fully exercised, the warrants would add up to 150k new shares and ~€0.5–0.6mn of equity, to which we attribute no value given current strike prices;

Warrant Structure – Rino Petino 2025-2028

Exercise Period	Exercise Window	Exercise Price
First Exercise Period	From 4 May 2026 to 15 May 2026	€3.30
Second Exercise Period	From 3 May 2027 to 14 May 2027	€3.63
Third Exercise Period	From 8 May 2028 to 19 May 2028	€3.99

Source: Rino Petino, Value Track analysis

- **Free Float:** the IPO resulted in a 9.09% free float on total share capital, equivalent to 10.0% when calculated only on ordinary shares;

Why the IPO

With net proceeds close to zero, the rationale for the IPO lies elsewhere. Management points to four structural benefits, which we find consistent with the Group's partner-driven model:

- **Equity Capital on Demand:** the listing opens a recurring channel to the capital markets. On 27 April 2026, the Shareholders' Meeting granted the Board a five-year mandate (to 27 April 2031) to increase capital by up to €5mn, including share premium and also excluding pre-emption rights, i.e. more than five times the IPO raise. In our view, this mandate, rather than the IPO cash, is the real funding outcome of the listing;
- **Standing With Brand Partners:** Rino Petino's growth depends on being selected by Adidas, Mango and its other partners for new locations and mandates. Listed-company disclosure, governance and MAR procedures strengthen its credibility as a long-term counterparty;
- **Employer Branding:** listed status supports recruitment and retention in a people-intensive model, with 164 average employees in FY25, most of them in stores;
- **Tools for External Growth:** a listed share and the capital mandate give the Group the means to pursue the selective M&A envisaged in its plan.

The listing also fits within a broader capital-strengthening effort led by the founders. Over time, the Chairman and the CEO waived ~€800k of accrued end-of-mandate indemnities, the last €450k in FY25. Together with the IPO proceeds (€824k), this lifted Group Net Equity from €2.8mn to €3.7mn in FY25.

Funding the Plan: Bank Debt Today, Equity Optionality Tomorrow

As the IPO brought in little cash, the Group's investment plan is funded primarily by bank debt and internally generated cash flow. Management allocates it across three priorities:

- **Retail Store Network Expansion (~65%):** accelerating monobrand store openings and flagship formats in Southern Italy, including large-format Mango stores and upgrades across Adidas, Carpisa and Yamamay;
- **Omnichannel Digital Technology (~20%):** further developing analytics, manashop.club and CRM/ERP integration to support conversion, loyalty and cross-brand customer management;
- **Opportunistic Regional M&A (~15%):** evaluating selective acquisitions of smaller Southern Italian retail networks or sports verticals that can leverage Rino Petino's logistics and centralized back-office infrastructure.

For investors, the funding mix matters more than the IPO itself. Net Debt rose to €1.3mn at FY25 and peaked at €4.6mn in June 2026 on seasonal working-capital absorption and capex, with ~€3.7mn of undrawn credit lines at the same date. **Should the opening plan or M&A accelerate, we would expect the €5mn capital mandate to be used,** which despite being a potential source of dilution is also the main lever for balance-sheet headroom. Management indicates it is working with financial partners on new medium-term funding and on leasing for store capex, which would reduce reliance on short-term lines.

Market Overview & Competitive Arena

Italian apparel is a ~€22.7bn market with flat volumes, and we expect sportswear, Rino Petino's core category, to grow by only ~2% a year to 2030E. The market will not drive the equity story; at best it sets a floor. What matters more is how it is shaped: growth will come from the right brands rather than the category, and from the brands' need of scaled local partners in both wholesale and retail, and in the South, where the Group has its roots, such partners are scarce. The main headwinds are local: lower purchasing power and weak demographics in Southern Italy, which tourism and northbound expansion strategy can only partly offset in the short term.

#1 - A Stable Market where Growth Comes from Picking the Right Brands

According to SITA Ricerca, Italian apparel spending reached ~€22.7bn in the LTM to June 2025 (+0.7% YoY, after -2.1% in the prior LTM period). Growth is price-led rather than volume-driven: units were flat at ~1.16bn, while the average price per item rose to €19.57.

Beneath the headline, the two segments in which Rino Petino operates are moving at different speeds:

- **Sports goods (€5.76bn, 25.3% of the market):** +1.6% in value and +0.8% in volume, the only segment still growing in units;
- **Fashion (~€17.0bn, 74.7%):** +0.5% in value with volumes down 0.5%, reflecting price sensitivity and more selective discretionary spending.

Italian Apparel Market – June 2025 LTM

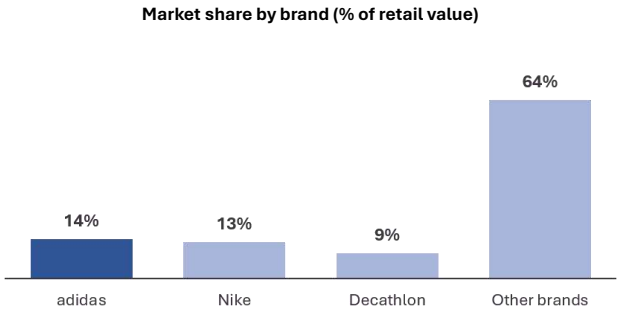
Segment	Market Value (€bn)	Value YoY	Volume (# Units, mn)	Avg. Price (€)
Fashion Segment	16.95	+0.5%	926.8	18.29
Sports Goods Segment	5.76	+1.6%	233.3	24.70

Source: SITA Ricerca, Value Track analysis

On Euromonitor's narrower sportswear definition, which is the most relevant to the Group, the market grew c.2% in 2025 to an implied ~€7.5bn and should reach €8.3bn by 2030E, a **~2% CAGR**. The broader sporting-goods market, including footwear, equipment and bicycles, was worth €11.6bn in 2024 (+0.4% YoY, *Assosport/Circana*). The portfolio fits this divergence. Adidas, the Group's anchor partner in both channels, leads Italian sportswear with a 14% value share, ahead of Nike (13%) and Decathlon (9%). The **remaining 64%** is spread across a long tail of global, specialist and challenger brands, which is precisely the pool of potential principals for a local distribution partner. In fashion, the Mango, Carpisa and Yamamay banners together hold a 2.6% share, with Mango as the main retail expansion engine.

Italian Sportswear Market: Size & Competitive Structure



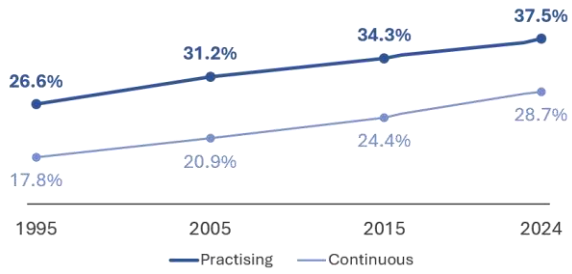


Source: Euromonitor International, Sportswear in Italy (Feb. 2026); Value Track analysis. (*) 2025 implied from 2030E value and CAGR

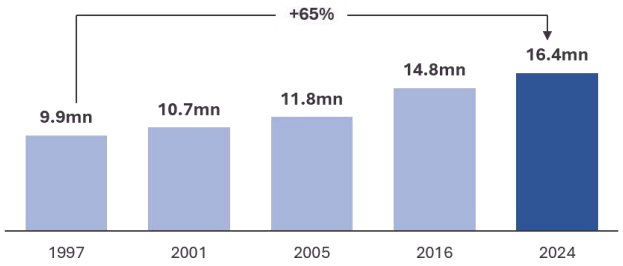
Sportswear draws on a wider demand base than traditional fashion. Performance products increasingly double as everyday wear, so the category captures spending from both active consumers and those buying comfort, technical features and brand identity; Euromonitor identifies fitness, wellbeing and athleisure as the main supports to Italian sportswear demand in 2025. Participation data confirm that the trend is structural: according to ISTAT, 37.5% of Italians aged three and above practised at least one sport in 2024, up from 26.6% in 1995, while continuous participation rose from 17.8% to 28.7% over the same period.

Italy: Structural Growth in Sports Demand

Sports Participation Rate, 1995–2024



Regular Sports Practitioners, 1997–2024 (# people)



Source: ISTAT, La pratica sportiva in Italia -2024, Value Track analysis

In such stable market, **growth will come from picking the right brands/niches**, not from the category. Demand is polarising between value and products with a clear premium rationale, and the winners are the brands gaining share or opening new niches such as padel and outdoor. Rino Petino already plays this in both channels, through its Adidas stores and its Adidas Tennis/Padel, NOX and Oberalp mandates in wholesale, and it has a track record of spotting brands early, from Adidas in the 1980s to Project X Paris today. In our view, this is the real growth engine of the equity story: the market will not grow much, but the brands within it will, and Rino Petino's edge lies in being the partner that backs them first.

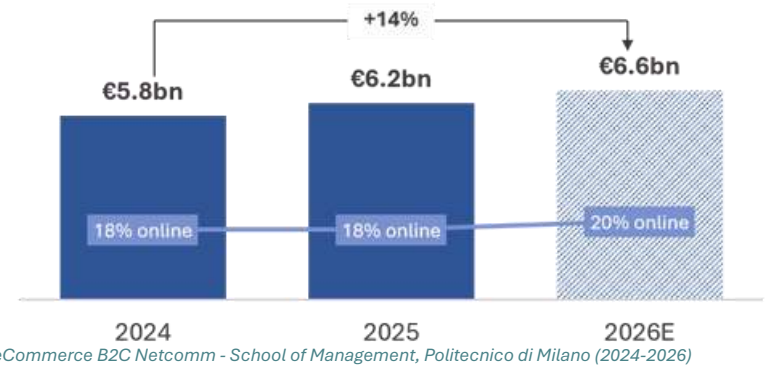
#2 - Brands Need Scaled and Cutting-Edge Partners

Brands need local partners more, not less. In wholesale, they are rebuilding the channel after the limits of going direct; in retail, they keep a stable share of their networks with third parties but increasingly want it run by a few solid, scaled operators rather than by many small local franchisees.

- **Wholesale is back because going direct did not pay off:** pushing sales through own stores and e-commerce proved costly and cost the market leaders share. Nike and Adidas lost ~3pp of global sportswear share between 2019 and 2024 and are now rebalancing towards wholesale and selective retail (*McKinsey/WFSGI*), while challenger brands often run wholesale-first models with c.65–70% of sales through the channel (*The State of Fashion 2025*). These brands rarely have the scale to build their own Italian sales force, retailer relationships and logistics;
- **Monobrand remains the leading format:** monobrand chains account for 58.3% of fashion sales in the LTM to June 2025 (58.1% a year earlier) and gained share in sports to 27.6% (27.3%), although multi-brand chains and large-format stores remain the largest sports channel at 36.8% (*SITA Ricerca*);
- **Online grows, but the store remains central:** online purchases of apparel, footwear and accessories should reach €6.6bn in 2026E, ~20% of category spending (*Netcomm–Politecnico di Milano*), so four-fifths of spending is still offline. Digital growth is increasingly driven by omnichannel extensions of physical chains, and shopping centres, a key location format for the Group, posted +2.2% sales and +1.8% footfall in 1H26 (*CNCC-EY*).

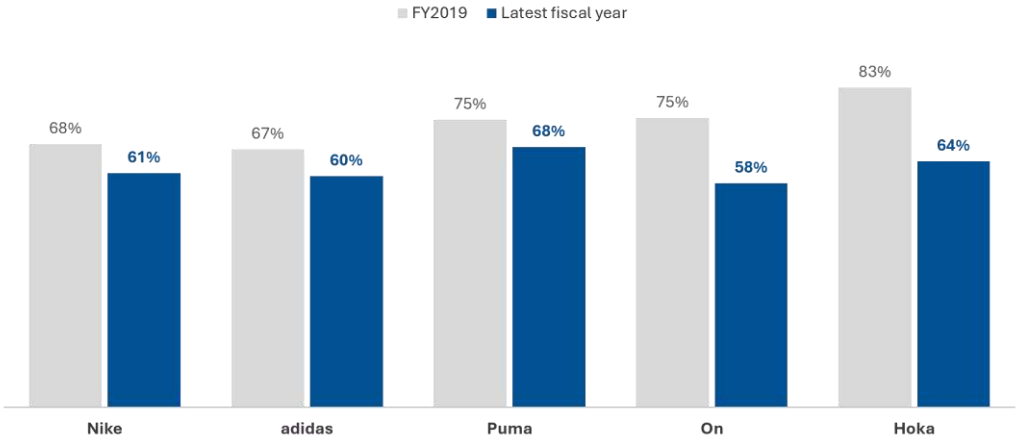
This gives Rino Petino two levers: new mandates from brands seeking faster Italian penetration, and a larger wallet share with existing partners.

Italian Apparel: eCommerce Growth with Physical Retail Still Dominant



Source: Osservatorio eCommerce B2C Netcomm - School of Management, Politecnico di Milano (2024-2026)

Wholesale Share Remains Below FY2019: Wholesale share of net sales, FY2019 vs latest fiscal year



Source: company reports, Value Track analysis (Nike Form 10-K FY2019 and FY2026; adidas Annual Report 2020 and 2025; PUMA FY2019 results release and Annual Report 2025; On Form F-1 2021 and Form 20-F 2025; Deckers Form 10-K FY2019 and FY2026)

No Major Brand Runs Its Network Fully Direct

Brands follow very different models, from H&M, which franchises only 6% of its stores, to adidas, where partners run almost 90% of monobrand doors, but **none of them does without partners**. Integrated fast fashion keeps most stores in-house, while sportswear entrusts the majority of its monobrand doors to partners. DOS weigh more on sales than on store count, as brands keep flagship locations for themselves: Inditex's own stores generate 86% of its sales, and OVS's DOS ~82% of store and franchise revenues. Franchising therefore covers capillarity, i.e. mid-sized cities, peripheral areas and new markets.

Different Models, Same Need: Every Brand Relies on Partners (% of Total Stores, Unless Otherwise Specified)

Brand (Period)	Wholesale / Franchising	DOS	Scope / Notes
adidas (2024)	89%	11%	Monobrand franchise stores
Mango (2024)	70%	30%	Incl. 1,200 department-store corners
Skechers (Dec. 2025)	62%	38%	Distributor, licensee and franchise stores
OVS (Jan. 2025)	61%	39%	Affiliates and concessions
Geox (Dec. 2025)	59%	41%	208 franchise + 127 licensed stores
Pandora (Q1 2025)	58%	42%	Total points of sale
Calzedonia (Spain, 2024)	47%	53%	Spain only: group split not disclosed
Tendam (FY Feb. 2026)	35%	65%	~1,200 own stores out of 1,844
Inditex (FY2025)	21%	79%	Own stores generate 86% of sales
H&M (FY Nov. 2025)	6%	94%	253 franchise stores out of 4,101

Source: company reports, Modaes, El Español, Merca2, AJ Bell, Octopus Value, Fibre2Fashion, Value Track analysis

Even brands born fully direct turn to partners where they cannot serve a market efficiently (Primark and JD Sports signed their first franchise deals in 2023–25; Mango entrusted India to Myntra. Where a brand lacks local scale, density or catchment knowledge, a partner is cheaper and faster. This is why Adidas and Mango keep their prime Italian stores direct but rely on Rino Petino for much of the South, where lower spending, mid-sized cities and fragmented retail make direct stores hard to justify.

The shift is accelerating in Italy where several large brands have recently announced partner-led expansion:

- **Decathlon:** in September 2026 it opened franchising in Italy, its first mature European market to do so, targeting **91 new stores by 2030** alongside its 143 DOS, through a selected number of partners expected to run several stores each (*Il Sole 24 Ore*);
- **Maisons du Monde:** launched franchising in Italy in 2026, starting in Ragusa, with the aim of doubling its 41-store network within three years; franchised stores already account for 30% of its Spanish network (*L'Express Franchise*);
- **Piazza Italia:** the Naples-based fast-fashion chain plans ~200 openings in 2025–30, **half of them in franchising**, on top of a ~340-store network already split roughly 50/50 between direct and franchised stores (*ItaliaOggi*);
- **Gruppo Teddy (Terranova, Calliope):** 120 openings planned in 2026, of which **only 30 directly operated** in Italy, with Terranova entering France through franchising from 2027 (*Il Sole 24 Ore Radiocor*);
- **Mango:** accelerating in Italy with **22 new stores** inside Coin department stores between September 2026 and end-2027, after opening more than 20 stores in the country last year, on top of a network that is already ~70% partner-run globally *(Mango)*;
- **Market Data:** Confimprese expects franchise networks to grow **three times faster** than directly operated ones in 2026, with apparel franchising up 5.7% versus 0.5% for direct stores *(Confimprese)*.

What Brands Are Abandoning Is Fragmentation, Not Franchising

Many small, under-capitalized affiliates mean unpaid receivables, uneven standards and a growing control burden. At Benetton they left a ~€160mn shortfall, over €30mn from Puglia and Sicily (*Milano Finanza*), ~€40mn of injunctions and ~500 mostly franchised store closures (*Benetton 2025–26 relaunch plan*). Pandora and Inditex (through contractual options) buy back stores from franchisees. None gives up partners: they cut counterparties, keep the best stores and leave the rest to stronger operators. **The critical variable is not DOS versus franchising, but the quality and size of the franchisee**.

Qualified Multi-Brand Partners Are Scarce

Globally, brands increasingly pick the same type of partner: a multi-brand group with its own capital, access to prime retail space and a centralised platform, offering speed of execution, cutting-edge technology and one counterparty for many stores. **These operators are few, and each accumulates dozens of mandates**.

Leading Multi-Brand Franchise Operators

Operator (Area)	Brands Managed	Points of Sale
Alshaya Group (MENA, Turkey, Europe)	70+ (H&M, Primark, Starbucks)	4,000+
Apparel Group (GCC, India)	85 (Calvin Klein, Levi's, ASICS)	2,500+
Grupo Axo (Latin America)	35 licences + 22 own concepts (JD Sports from 2027)	1,000+ directly operated
GMG (MENA, Asia)	120+ brands introduced (incl. JD Sports)	500+ sports stores

Source: Forbes Middle East, TradeArabia, Mubasher, FashionUnited, company releases, Value Track analysis

Franchise retail market remains fragmented, with competitors ranging from large, institutional operators to small independent franchisees:

- **B2B Wholesale:** 3A S.p.A. (Nike Underwear and Swim, Calvin Klein and Tommy Hilfiger underwear; FY24 revenues ~€110mn, 8.0% EBITDA margin) is the main Italian benchmark. Rino Petino's exclusive rights, including Adidas Underwear nationally, limit direct brand conflict;
- **B2C Retail:** large operators such as Percassi and GIFRAB coexist with mid-sized regional players such as Diemme and FBF, alongside a fragmented base of independent entrepreneurs and real estate-backed franchisees operating smaller store portfolios.

Rino Petino occupies an attractive middle ground between large retail operators and small franchisees, combining professional execution standards with the flexibility and local expertise needed to manage mid-sized store networks efficiently.

Professional Franchise Operators in Italy

Operator (HQ)	Brands Operated	Network in Italy
Percassi (Bergamo)	Nike, Victoria's Secret, LEGO, Starbucks, Bath & Body Works	27 Nike, 30 Victoria's Secret, 54 Starbucks; €473mn sales (2024)
Grandi Stazioni Retail (Rome)	Multi-brand travel retail in railway stations	30+ stores in Italy's main stations
GIFRAB Italia S.p.A. (Palermo/Milan)	Tommy Hilfiger, Calvin Klein, Timberland, Napapijri, Marella	115 total retail stores (mixed formats; franchise-only count undisclosed)
Diemme Company (Gela/Milan)	15 brands incl. OVS, Alcott, Piazza Italia, Rinascimento, Marella, Terranova	24 franchised stores across 11 Sicilian cities
FBF S.r.l. (Pozzuoli)	Adidas (mono-brand); Tosca Blu partnership historically disclosed	13 Adidas stores listed on company store locator (incl. Campania)
Cisalfa Group (Curno, BG)	Intersport licence + multi-brand sports retail; buying group of ~130 affiliates	~160 Cisalfa Sport stores, 15 Intersport Superstores planned by 2028
Lagardère Travel Retail Italia (Milan)	Mono-brand boutiques, ThePlace, Aelia Duty Free	131 stores in 16 airports, 12 stations and 6 motorway sites
LaBrands Group (Rimini)	Exclusive Italian distributor of Calvin Klein, T. Hilfiger and Levi's kidswear;	Wholesale-led; franchise retail roll-out started in 2024

Source: company websites and releases, Calcio e Finanza (Odissea 2024 accounts), FashionNetwork, Cisalfa Group, Lagardère Travel Retail, ItaliaOggi, Value Track analysis; GIFRAB Italia (gifrab.it), Diemme Company (diemmecompany.com), FBF store locator (fbfsrl.net/negozi/), accessed Oct. 2026

#3 - Southern Italy: Lower Wallet, but Few Qualified Partners and a Few Drivers

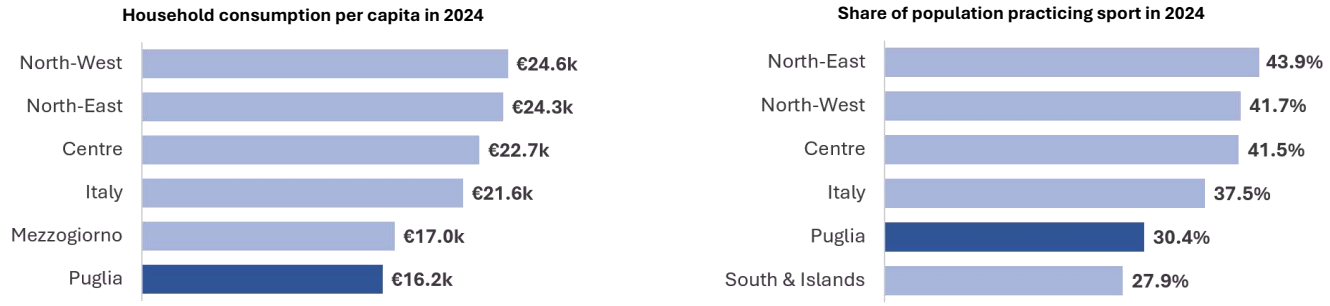
With **25 of its 30 stores in Puglia** at December 2025, Rino Petino serves a consumer base with materially lower spending power: ISTAT puts 2024 household final consumption at €17.0k per capita in the Mezzogiorno and €16.2k in Puglia, against the €21.6k national average. Sports participation shows a similar gap, at 27.9% in the South and Islands and 30.4% in Puglia versus 37.5% for Italy and 43.9% of North-East.

Regional Demand Indicators, 2024

Geography	Consumption per Capita (€k)	Sports Participation (%)
North-West	24.6	41.7%
North-East	24.3	43.9%
Centre	22.7	41.5%
Italy	21.6	37.5%
Mezzogiorno / South & Islands	17.0	27.9%
Puglia	16.2	30.4%

Source: ISTAT, Conti economici territoriali 2022-2024; ISTAT, La pratica sportiva in Italia - Anno 2024; Regione Puglia statistical office.

Regional Demand Intensity: Lower Consumption and Sports Participation in the South

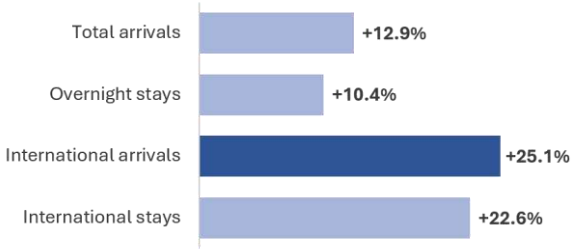


Source: ISTAT, Conti economici territoriali 2022-2024; ISTAT, La pratica sportiva in Italia - Anno 2024; Regione Puglia statistical office

Three factors mitigate this picture:

- **Apparel spending is not proportional to income:** on SITA Ricerca's geographic split, the South, Centre and Islands account for 53.1% of Italian apparel spending (~€12.0bn), including 53.6% of fashion (~€9.0bn) and 51.1% of sports (~€2.9bn), reflecting a strong cultural emphasis on brand presentation that supports physical monobrand retail;
- **The sport participation gap is whitespace:** lower sports participation limits near-term demand, but leaves significant room for convergence towards the Centre and North regions, which on average show participation rates 50% higher than South & Islands;
- **Tourism broadens the catchment:** Puglia recorded 6.7m arrivals (+12.9%) and 22.7m overnight stays (+10.4%) in 2025, with foreign arrivals up 25.1% and foreign stays up 22.6% (*Pugliapromozione*). For stores in Bari and other high-traffic destinations, tourist spending extends the catchment beyond resident income and supports a more premium mix, especially for internationally recognized brands.

Puglia Tourism: International Flows Are the Strongest Growth Driver



Source: Regione Puglia / Pugliapromozione, 2025 tourism trends (Feb. 2026)

Demography is the constraint that will not reverse: ISTAT projects the Mezzogiorno population to fall from 19.7m in 2025 to 19.4m in 2030 (~-0.4% a year). The question is therefore not whether the South is attractive in aggregate, but whether individual catchments support target store economics: brands priorities metropolitan areas, prime destinations and tourist locations, and expansion beyond Puglia to reduce concentration risk. This is where a local operator adds most value, as Southern markets are far less homogeneous than a national map suggests.

Franchising in the South: The Network Exists, the Partners Do Not

Italian franchising generated €39bn of sales in 2025 (+8% YoY) across 62,449 points of sale and 707 banners (*Assofranchising Italia 2026 Report*), and consolidation has started (stores -1%, banners -2%, employees +12%), yet 64% of banners still run fewer than 50 franchised stores. The South has caught up in reach, with over 22,000 points of sale, but not in the quality of its counterparties: **sole proprietorships are over 70% of franchise businesses in the Mezzogiorno**, and Benetton's bad debts in Puglia and Sicily are the clearest symptom. In the North structured operators are already in place; in the South, **the network exists but the transition to structured end-to-end partners is still under way**.

Competitive Arena: Fragmented, With Limited Direct Overlap

The competitive landscape is fragmented, with limited direct overlap with scaled peers:

- **B2B Wholesale:** 3A S.p.A. (Nike Underwear and Swim, Calvin Klein and Tommy Hilfiger underwear; FY24 revenues ~€110mn, 8.0% EBITDA margin) is the main Italian benchmark; Rino Petino's exclusive rights, including Adidas Underwear nationally, limit direct brand conflict;
- **B2C Retail:** Percassi and FBF S.r.l., a smaller regional franchisee, are the relevant benchmarks, both concentrated in Northern and Central Italy.

In our view, the barrier to entry is access rather than capital: exclusive brand mandates, a network of independent retailers across the South and an operating infrastructure (logistics, BI, workforce planning, CRM) that a brand would otherwise have to replicate locally. This is the profile brands now look for (see section #2), and **few operators in the South do match it**.

#4 - Outlook and Investment Case Implications

Near term, we see a soft macro but a resilient category. *SITA Ricerca* expects the market to grow +1.5% in FY26E and +2.0% in FY27E. The EU Commission sees Italian GDP growing only 0.5–0.6% a year in 2026–27 and consumer confidence remains subdued, yet non-food retail sales rose 4.0% in value and 3.1% in volume in June 2026.

Structural Drivers and Read-Across for Rino Petino

Driver	2026–30 Outlook	Impact on Rino Petino
Italian sportswear market	~2% CAGR to 2030E	Positive, floor
Athleisure / wellbeing	Structural support	Positive for Adidas and B2B
Sports participation	Long-term uptrend	Positive; Southern Italy whitespace
Challenger brands	Gaining share	Strong Positive: opportunity for new mandates
Wholesale relevance	Re-accelerating	Strong positive for B2B
eCommerce	Growing penetration	Mixed; raises omnichannel needs
Prime physical retail	Resilient, selective	Positive, but rent pressure a risk
Italian consumption	Subdued near term	Negative for discretionary spending
Puglia tourism	Strong foreign growth	Positive for tourist stores and mix
Southern demographics	Long-term downtrend	Negative; less so for urban/tourist areas

Source: Value Track analysis based on Euromonitor, SITA Ricerca, ISTAT, McKinsey/WFSGI, Politecnico di Milano, CNCC-EY and Regione Puglia.

Investment Case Implications

- **Market growth is a floor:** with sportswear growing ~2% a year, Rino Petino's double-digit growth has to come from share gains, store openings, new principals and new territories;
- **Partner scarcity is the core of the thesis:** brands keep a stable share of their networks with third parties and are concentrating it on fewer, stronger operators; in the South, where small affiliates still dominate, Rino Petino is positioned to capture new mandates and take over exiting networks, as shown by the Benetton business acquired in Bari's Via Sparano and the new premium brand under negotiation;
- **Wholesale is the clearest structural upside:** challenger brands and incumbents rebalancing away from DTC increase demand for local distribution, sales coverage and multi-brand retail relationships;
- **Store productivity matters more than store count:** expansion should be judged on rent-to-sales, capex payback and ROCE, with a bias towards metropolitan and tourist catchments;
- **Geographic diversification improves both growth and risk:** moving beyond Puglia enlarges the addressable market and reduces dependence on a single regional consumer base;
- **Margin dilution must be read alongside capital efficiency:** a larger wholesale and agency mix lowers reported margins but can lift returns if capex and inventory risk stay contained.

Overall, we see a **constructive but selective backdrop**. The Italian market will not carry the equity story on its own, but its structure rewards exactly what Rino Petino does: acting as a local operating partner for international brands in a fragmented and under-served territory, converting that position into share gains while preserving returns.

Business Model & Operational Deep Dive

Rino Petino operates an integrated dual-channel platform combining B2C master-franchising retail with B2B wholesale distribution and sales agency. The model pairs a 33-store directly managed retail network (June 2026) with a multi-brand wholesale and agency infrastructure, while contractual return rights, consignment stock and back-to-back procurement materially limit inventory risk. A proprietary digital stack, centralized logistics and the Rino Petino Academy support store productivity, data-driven execution and scalable territorial coverage.

#1 - Dual-Channel Commercial Infrastructure

Rino Petino S.p.A. operates a dual-channel commercial model combining Business-to-Consumer (B2C) retail franchise networks with Business-to-Business (B2B) wholesale distribution and territorial sales agency. This integrated structure was developed in response to a major operational shift in 2021, when the Group's 40-year exclusive regional agency agreement with Adidas Italy S.p.A. was terminated. Rather than liquidating its commercial network, the Group pivoted, utilizing its territorial footprint and market knowledge in Southern Italy to **transition to a multi-brand, multi-channel platform**.

The Group's corporate architecture is structured around Rino Petino S.p.A. as the parent holding entity that directly operates the B2B Wholesale segment. B2C Retail activities are centralized under Mana S.r.l. (100% owned), which directly operates the Ascoli and Treviso stores and coordinates operations across four regional, fully-owned operating subsidiaries: Mana Bari S.r.l., Mana Brindisi S.r.l., Mana Lecce S.r.l., and Mana Potenza S.r.l. This structure isolates local retail leases, visual setup and shop-level liabilities into specific territorial centers, while centralizing commercial procurement and corporate planning at the parent holding level.

Key Brands within the Dual Channel Framework



Source: Rino Petino

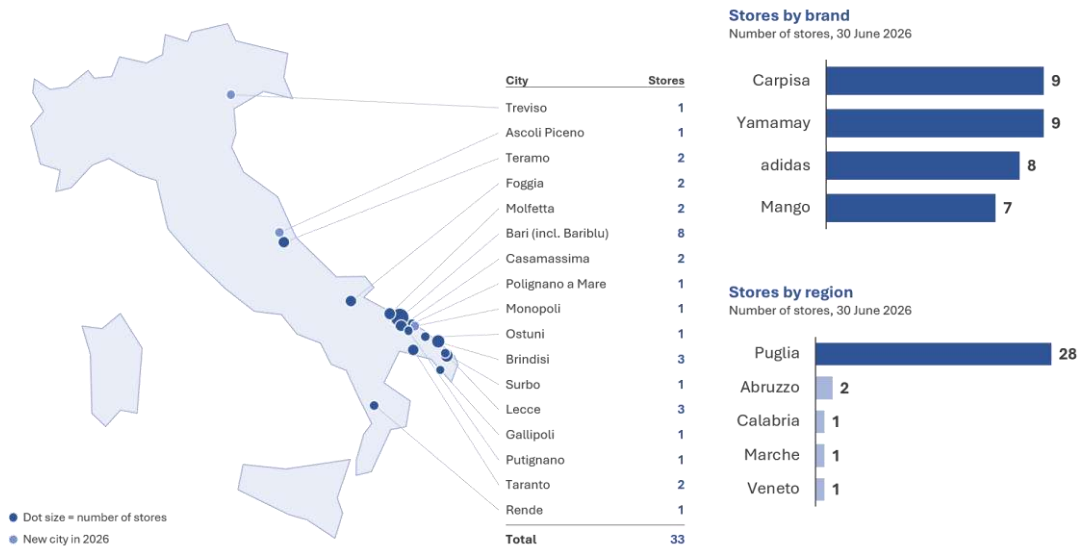
#2 - B2C Master Franchising Retail (51.8% of FY25 Sales)

In FY25, the B2C Retail division generated €17.5mn in Sales Revenues, representing 51.8% of consolidated top-line. The B2C business model is based on master franchising and retail affiliation agreements with four global and national brands: Adidas, Mango, Carpisa and Yamamay. As of December 2025, the retail network consisted of **30 directly operated stores (DOS)** - 33 as of June 2026 -highly concentrated in Apulia (25 stores), with additional locations in Abruzzo, Basilicata, Calabria and one store in Veneto. A key risk-mitigation feature of the retail segment is the contractual limitation of inventory obsolescence and gross-margin volatility through brand-specific agreements:

- **Consignment Stock Model (Mango):** shipped stock remains the legal property of Mango and is invoiced weekly only for items actually sold to end-consumers. **Rino Petino therefore bears no inventory risk**, while gross margin is contractually fixed at 45–50% of retail sales, shielding the Group from markdown costs and seasonal write-offs;
- **Full Return Rights Model (Carpisa & Yamamay):** Rino Petino purchases seasonal merchandise but retains 100% return rights on unsold end-of-season inventory, which is returned against full-value credit notes. This supports a stable 45–50% gross margin and keeps retail working capital highly liquid;
- **Mitigated Seasonal Purchase Model (Adidas):** assortments are set through seasonal purchase orders based on store sales targets, but affiliates can modify up to 20% of the initial order and benefit from a 20% return right on total seasonal purchases. Additional overstock can be handled through negotiated return extensions or brand-supported clearance programs.

As a result, **book inventories overstate real exposure**. Of the €6.1mn of FY25 stock, Carpisa and Yamamay (€2.7mn) are fully returnable and Mango holds none, so retail risk sits only on Adidas (€3.1mn). The Company considers it nil, given extra returns and clearance sales agreed with the brand; in a worst case, Adidas stock beyond the 20% return right (~€2.5mn) plus ~€0.3mn of wholesale NOOS stock would leave ~€2.8mn at risk, **less than half of book inventories**.

Network of Monobrand Stores Managed by Rino Petino (June 2026)



Source: Rino Petino, Value Track analysis

B2C Retail: Contractual Inventory Risk Mitigation

Brand	Store Count (12/2025)	Contractual Gross Margin	Inventory Obsolescence Risk
Adidas	8	Variable (by Category)	20% Return Policy + Supported Markdowns
Mango	5	45% - 50% Fixed	Zero Risk (Consignment stock / performance billing)
Carpisa	9	45% - 50% Fixed	Zero Risk (100% seasonal return rights for credit)
Yamamay	8	45% - 50% Fixed	Zero Risk (100% seasonal return rights for credit)

Source: Rino Petino, Value Track analysis

#3 - B2B Wholesale & Sales Agency (48.2% of FY25 Sales)

In FY25, the B2B segment generated €16.3mn in consolidated revenues, consisting of €15.9mn from direct Wholesale distribution and €0.4mn from Sales Agency commissions. The segment covers 7 international brands. **Two partnerships** - Adidas (Underwear, Socks, Shoecare, Tennis and Padel) and Under Armour (through the Oberalp Group) - **account for over 90% of total wholesale revenues**.

The division operates through two distinct commercial models:

- **Direct Wholesale & Sub-Distribution:** Rino Petino buys from brands and resells to independent sports and multi-brand stores, with national exclusivity in Italy for Adidas Underwear, Socks and Shoecare (NOOS lines) and regional exclusivity in Central-Southern Italy for Adidas Tennis/Padel, Project X Paris (PxP), NOX, Molten and LÕK. Revenues are booked gross, with the related COGS, inventory and logistics, as well as credit risk;
- **Sales Agency:** for Oberalp brands, mainly Under Armour, the Group collects seasonal pre-orders in Southern Italy that Oberalp fulfils, bills and collects, so it **bears no credit, inventory or logistics risk** and books only commissions: €203.7k on €5.90mn of GMV in FY25, a 3.4% take rate (4.8% in FY24, on product and client mix).

Areas Covered by Rino Petino Wholesale Mandates



Source: Rino Petino, Value Track analysis

Procurement is designed to keep working capital light:

- **Back-to-Back (Sell-Through) Ordering:** for seasonal or fashion-driven brands (PxP, NOX, Molten, LÕK, Adidas Tennis/Padel), orders are placed only after firm pre-orders from retailers, **effectively eliminating structural inventory risk**;
- **15% NOOS Buffer Strategy:** for continuity basics (Adidas Underwear, Socks and Shoecare), a ~15% safety stock in Monopoli supports weekly replenishment; these Never Out Of Stock lines have multi-year shelf lives and limited markdown risk.

This buffer is the only wholesale stock at real risk: **inventory at risk amounted to approximately €0.3mn** at end-2025. Credit is the other exposure: it is managed by a dedicated function with a proprietary tool (DOC-Credit), a €95k bad-debt provision was set up in FY25, and management has recently tightened client selection and introduced prepayments for weaker accounts, as many relationships run on individual orders rather than contracts. **Wholesale has scaled with almost no added structure**: parent-company wholesale sales rose 136% to €15.0mn in FY25 with the same 7 agents and agencies, 4 employees and 3 showrooms, and further growth relies on variable-cost agents and on deepening the current 7 brands.

#4 - Proprietary Digital Infrastructure and Operational Systems

Technology is what allows Rino Petino to **grow its network without a proportional rise in central costs**, and what makes it hard for brands to replace. Since 2016 the Group has invested ~€700k in three proprietary systems that sit on top of the brands' own order and replenishment tools:

- **EasyPlan Web (Workforce Management):** plans store shifts on expected footfall and productivity KPIs; the algorithm, developed with a Sapienza University spin-off, is being patented;
- **Omniscope (Business Intelligence):** integrates retail sell-out and wholesale data into daily store-level KPIs (conversion, average ticket, items/transaction), supporting fast commercial decisions;
- **Manashop.Club (Omnichannel CRM):** a single loyalty ID across all Adidas, Mango, Carpisa and Yamamay stores run by the Group, with ~120,000 registered customers, enabling cross-brand promotions, Click & Collect and Ship-from-Store.

The platform is now going through a deep restructuring, with a growing share of improvements coming from within the organization as staff adopt AI-based tools and streamline processes. According to management, the current set-up **can support a network of 40–50 stores without a proportional increase in structure costs**, and it raises switching costs for brands that would otherwise need to replicate local data, workforce planning and CRM.

#5 - Logistics Infrastructure & Vertical Storage Automation

Logistics is centralized in the Monopoli headquarters (Bari), which serves as B2B showroom and main hub for both channels, handling retail extra-stock and national wholesale fulfilment, while seven outsourced regional centres absorb seasonal peaks. The hub runs on Silo2 automated vertical storage: over 15,000 apparel units and 3,500 shoe boxes and ~80,000 movements a year are managed by only five people, with ERP-connected picking **halving order-processing times**. This keeps logistics a **largely fixed and scalable cost** as wholesale volumes grow.

#6 - Human Capital & The Rino Petino Academy

In a sector with high staff turnover, people are a key operating lever: the Group has replaced temporary staffing agencies with direct recruiting and training through the Rino Petino Academy. The Academy combines a two-week program (classroom and e-learning on service, product and visual merchandising) with a 3–6 month paid internship in stores and converted **83% of external participants into hires** across the FY24–FY25 editions. Store teams then work as "mini-managers" with shop-level P&L targets. At December 2025, the 30 stores employed 168 people, supported by a lean central team of 5 area managers and 6 office staff, with administration, HR, B.I. and logistics outsourced; management sees this structure as **able to support more than 40 stores**.

Growth Strategies & New Projects

We see three growth avenues: the store opening pipeline with Adidas and Mango in prime locations, the extension of wholesale into managed corners and never-out-of-stock display programmes, and a broader brand portfolio, through a new core brand for which the Group would act as Italian master franchisee. A scalable digital platform and longer-dated funding are the enablers. Management's 2030 ambition is balanced growth with progressive EBITDA expansion, stronger cash generation and lower debt; visibility for store openings is high for 2026 and lower for 2027–28, where no new contracts have yet been signed.

#1 - Store Pipeline: Adidas and Mango in Prime Locations

The retail plan concentrates on the two banners with the largest scale and the strongest brand pull.

The network currently counts 32 stores, after the closure on 31 August of the historic Brindisi store opened in 2007, and management targets 34, potentially 35, stores by end-2026:

- **Bari:** a large new Adidas store in a "triple-A" high-street location, with opening brought forward from 2027 to mid-December 2026;
- **L'Aquila:** works on the new Mango store are at an advanced stage, with opening expected by year-end;
- **Brindisi:** a new store in the city, replacing the historic one closed in August, under a lower-fixed-cost format.

Beyond 2026, the potential pipeline includes 3–4 Mango stores and 2 Adidas stores. After the first Mango store in Treviso, management sees further openings in Northern Italy as strategically important to move the Group's image beyond that of a regional operator, always in prime locations.

#2 - Corners, Display and Never-Out-of-Stock Programmes

In wholesale, the Group is moving from collecting orders to managing the brand's presence inside third-party stores. The building blocks are already in place:

- **Corners and Shop-in-Shops:** agents are now selected for their retail skills and their ability to run corners and shop-in-shops in multi-brand doors, rather than for pure order collection;
- **Airport Corners** management also sees room for corners in airports, a capital-light way to reach tourist and transit flows in a region where international arrivals are growing strongly; not yet a defined project, but it would raise the premium mix and reduce reliance on local consumers;
- **Never-Out-of-Stock Programmes:** for continuity lines such as Adidas Underwear and DFNS, a ~15% safety stock in Monopoli supports weekly in-season replenishment, while automated replenishment based on sell-out data keeps the display permanently stocked;
- **Higher-Margin Categories:** underwear and hosiery are being added to the catalogue, categories that management believes could generate several million euros of sales, while some high-rotation but low-return lines may be reduced;

Managed corners and NOOS programmes make wholesale revenues more recurring, raise margins and give the Group sell-out data at the point of sale, the same capability that underpins its value to brands in retail. The trade-off is slower volume growth than in the last 18 months.

#3 - Broadening the Brand Portfolio: New Mandates and M&A

The third lever is a wider brand portfolio, starting with a new core brand. **Negotiations with an international premium fashion brand are at an advanced stage for a master franchise agreement covering Italy**, under the Group's usual low-risk terms (guaranteed margin and full return of unsold stock). The scope would include monobrand stores and corners within a leading Italian department-store chain; a first location has already been viewed, with site visits by the brand expected in November 2026. It would be the Group's first national mandate in retail, extending the model beyond Southern Italy and beyond sportswear. Until the agreement is signed, we treat it as upside to the plan.

M&A could be an option to add brands and locations, but deals are not easy in this sector, as franchise agreements are personal to the operator and any transaction involving partner banners requires the brands' consent.

#4 - Financial Guardrails: Growth Without Balance-Sheet Risk

All three avenues are pursued within the same financial rules, which keep growth from adding risk to the balance sheet:

- **Low Stock Risk:** retail stock is consigned (Mango) or fully returnable (Carpisa, Yamamay), Adidas has a 20% return right, and wholesale orders are placed back-to-back on firm pre-orders, so only ~€0.3mn of NOOS stock is genuinely at risk;
- **Credit Discipline:** client selection has been tightened and prepayment terms introduced for less reliable wholesale accounts, even at the cost of some revenue, while a dedicated credit function and the proprietary DOC-Credit tool monitor exposure;
- **Selective Capex:** openings must meet store-level economics (break-even within 6–18 months, ~10% target EBITDA margin), brands supply part of the fittings and leasing is preferred to bank loans for store capex;
- **Funding Profile:** management is working on new medium-term funding to reduce reliance on short-term lines at the mid-year peak, with the €5mn capital mandate as a reserve for larger openings or M&A.

Financials Rino Petino

Rino Petino has grown Sales Revenues ~1.7x since FY23 to €33.8mn in FY25, with B2B Wholesale overtaking B2C Retail as the main growth engine. The flip side is profitability: the channel mix and a heavier D&A load from the store-opening plan have diluted margins, leaving FY25 Net Profit at just €0.15mn. Expansion has so far been funded by structurally negative working capital and the IPO. 1H26 confirmed the top-line momentum (+25.9% YoY to €18.2mn) but, given retail seasonality, came with thin margins and a mid-year Net Debt peak of €4.6mn. The investment case now hinges on turning a larger network into operating leverage and cash generation.

Historical Financials Reflect a Wholesale-Led Acceleration

#1 - Sales Up 71% Since FY23, Led by Wholesale

Sales Revenues rose from €19.8mn in FY23 to €33.8mn in FY25 (**+30.9% CAGR**, +38.7% in FY25), but the growth engine changed along the way:

- **FY24, a Retail Year:** Retail grew +39%, while Wholesale was flat;
- **FY25, a Wholesale Year:** Wholesale **more than doubled** (+113.2% to €16.3mn, 48.2% of Sales), while Retail grew only +4.7% to €17.5mn. Excluding the OIC 12 reclassification of guaranteed margin, Retail grew ~10%; LFL (-4%) was hit by a store closed for refurbishment and a clearance sale that somehow inflated 1H24 revenues;
- **1H26, Both Channels Up:** Sales rose **25.9%** to €18.2mn. Wholesale grew 34.1% to €9.7mn (53.5% of Sales), helped by ~€1.0mn of Adidas Fall/Winter deliveries brought forward from July, ~€1.5mn of fast orders and commissions doubling to €385k (brands from 1 to 4). Retail grew 17.6% to €8.5mn (+23.5% on a like-for-like perimeter, excluding €340k of brand bonuses), on 33 stores (28) and +2.8% LFL.

Yet, the typical sector seasonality implies that 1H sales **cannot be annualized**: 1H accounted for 42.7% of FY25 Sales (34.2% in FY24).

Sales Revenues Breakdown FY23-1H26

(OIC, €mn)	FY23	FY24	FY25	CAGR 23-25	25/24 YoY	1H25	1H26	1H 26/25 YoY
Retail (B2C)	12.1	16.8	17.5	20.6%	4.7%	7.2	8.5	17.6%
Wholesale (B2B)	7.7	7.6	16.3	45.7%	113.2%	7.3	9.7	34.1%
Revenues from Sales	**19.8**	**24.4**	**33.8**	**30.9%**	**38.7%**	**14.4**	**18.2**	**25.9%**
Others (1)	0.7	2.6	2.5	*nm*	*nm*	*1.2*	*0.9*	*nm*
Value of Production	**20.5**	**27.1**	**36.3**	***33.1%***	***34.2%***	***15.6***	***19.1***	***22.5%***

Source: Rino Petino, Value Track analysis, (1) Incl. Capitalized Costs

#2 - EBITDA Up, Margins Diluted by Mix and Seasonality

Wholesale carries thinner gross margins than franchised retail, so **the mix shift compressed Gross Operating Margin** (on VoP) from 23% in FY23 to 18% in FY25 (15% in 1H26). Below gross profit, the full and the half year tell different stories:

- **FY25 EBITDA:** +24.0% to €2.8mn (€1.9mn in FY23), but margin down to 7.6% (9.3%), as gross margin dilution outweighed operating leverage on services (8.5% of VoP), personnel (10.8%) and rents (6.9%);
- **Quality of EBITDA:** FY25 includes €0.45mn of non-recurring income from the waiver of directors' end-of-mandate indemnities (Company reports **Adjusted FY25 EBITDA of €2.3mn**, 6.3% of VoP) and it also benefitted from recurring but not *industrial* income, as ~€0.6mn of grants linked to investments in Southern Italy and €0.6mn of pre-opening labour costs capitalized;

- **1H26 EBITDA:** €0.74mn (-6.2% YoY; 3.9% margin vs. 5.1%), weighed by seasonality (rents and staff costs accrue evenly, retail sales skew to 2H), wholesale mix and a May–June clearance sale ahead of an Adidas store closure, which Adidas will offset with year-end credit notes, already in our forecasts. **Adjusted EBITDA rose 30.9%** to €0.64mn;
- In order to better capture the actual cash and industrial margin of the business, the table below reports and explains the Group **EBITDA** under the Company **adjustments** criteria as well as under a stricter "industrial" definition;

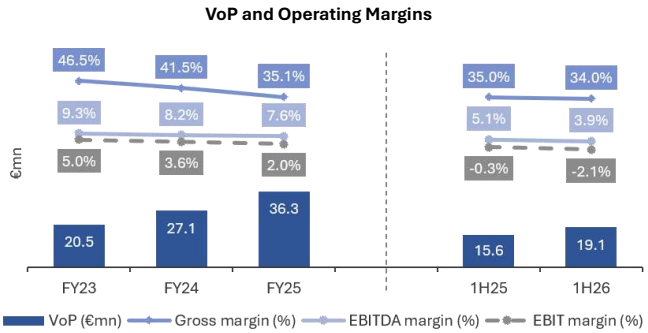
EBITDA Reconciliation: Reported, Company Adjusted and Core Industrial

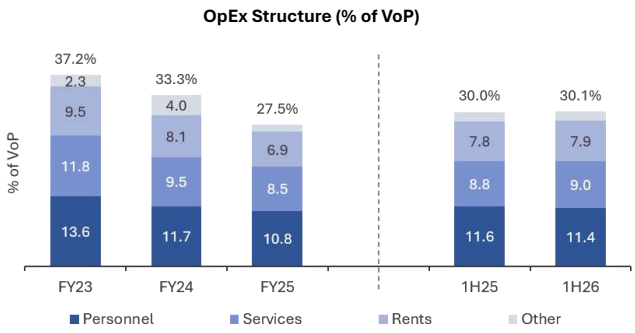
(OIC, €mn)	FY23	FY24	FY25	1H25	1H26
EBITDA Reported	**1.9**	**2.2**	**2.8**	**0.8**	**0.7**
EBITDA Margin (%)	*9.3%*	*8.2%*	*7.6%*	*5.1%*	*3.9%*
(–) TFM Waiver	na	-0.3	-0.5	-0.3	-0.1
EBITDA Adj. (Company)	**na**	**1.9**	**2.3**	**0.5**	**0.6**
EBITDA Adj. Margin (%)	*na*	*7.1%*	*6.3%*	*3.1%*	*3.3%*
(–) Mezzogiorno / ZES Tax Credit	na	-0.9	-0.3	-0.1	-0.2
(–) Other Grants & Tax Credits	na	-0.1	-0.4	-0.0	-0.0
(–) Prior-Year Income	na	-0.2	-0.2	-0.2	-0.1
(–) Capitalised Costs	na	-0.4	-0.6	-0.2	-0.3
EBITDA Core Industrial	**na**	**0.4**	**0.8**	**-0.0**	**-0.1**
Core Industrial Margin (%)	*na*	*1.4%*	*2.2%*	*-0.2%*	*-0.3%*

Source: Rino Petino, Value Track analysis. Company Adjusted EBITDA excludes the waiver of directors' end-of-mandate indemnities; Core Industrial EBITDA also excludes tax credits, grants, prior-year income and capitalised costs

- **EBIT:** down 25.4% to €0.7mn in FY25 (2.0% margin) as D&A and impairments rose 63.3% to €2.0mn on openings and IPO costs, and negative in 1H26 (-€0.41mn). ROI fell to 14.6% in FY25 from 26.1% in FY24, as invested capital rose 33% ahead of new stores reaching run-rate;
- **Net Profit:** €0.15mn in FY25 (€0.45mn in FY23), with a **~64% tax rate** driven by IRAP on a growing payroll; excluding the non-recurring waiver mentioned above, FY25 net profit would have been slightly negative, which we read as a reflection of the investment phase.1H26 closed with a €0.79mn net loss (-€0.55mn), as net financial charges doubled to €0.25mn.

Operating Margins and Costs





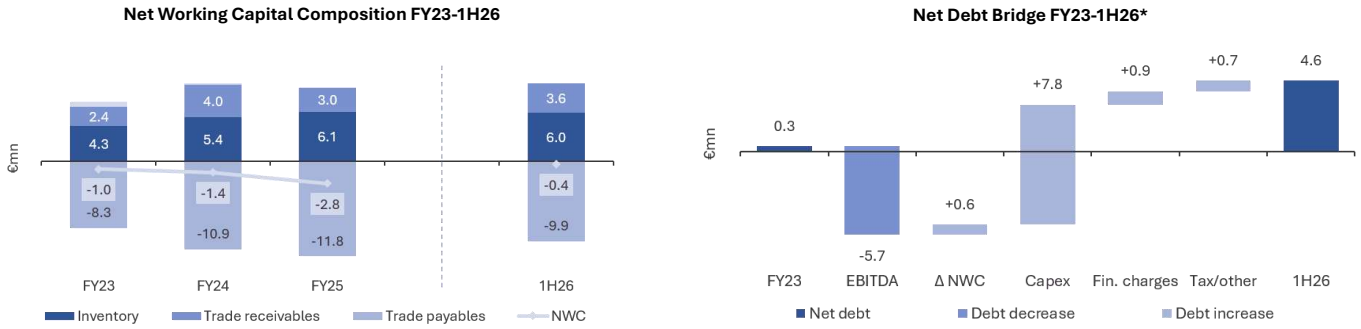
Source: Rino Petino, Value Track analysis

#3 - Negative NWC Funds Growth, Debt Peaks Mid-Year

Year-end NWC is **structurally negative**, as payables to brand partners exceed inventory and receivables, so it funds growth rather than inflating. By June the picture reverses, as the Group pays for the autumn/winter collections:

- **Net Working Capital:** -€2.8mn at year-end FY25 (-€1.0mn in FY23), thanks to consignment and full-return agreements and purchases concentrated in December; by June 2026 it had risen to -€0.4mn as the Group paid for the autumn/winter collections, **absorbing €2.4mn of cash in the half**;
- **Net Fixed Assets:** from €4.8mn to €8.1mn over FY23–25, as capex rose to €4.1mn in FY25 (3 openings, 2 restylings and the Naples showroom); 1H26 capex was €1.2mn (3 openings and the «RP IA» platform);
- **Net Debt:** from €0.3mn in FY23 to €1.3mn in FY25, as capex outran cash generation, and **peaking at €4.6mn in June 2026** (€2.5mn a year earlier) on seasonal NWC and investments, with ~€3.7mn of undrawn lines; Group Net Equity was €3.0mn after the half-year loss.

Net Working Capital Composition and Net Debt Bridge



Source: Rino Petino, Value Track analysis. (*) Reversed view: cash inflows and outflows are shown with inverted signs.

Year-End Net Debt Understates Average Debt and Actual Costs

Reported Net Debt is **measured at the low point of the business cycle**: at 31 December, payables to brands peak and Christmas takings have just been collected. By June the picture reverses, with Net Debt at 2–3.5x the year-end level. Financial charges confirm it: ~€0.3mn in FY25 and €0.25mn in 1H26 alone imply, at a 5–6% all-in cost, **average debt of ~€5–6mn**, several times the €1.3mn Dec 25 net debt and well above the €3mn "apparent" 1H NFD average.

This is also due to the structure of the Net financial position, which comes from a sizeable gross debt (which includes store-related-leasing contracts and the mini-bond), above €9mn as of June 2026, and a significant level of cash and financial assets, with "zero-risk" profile, but with virtually no return.

We see three main implications of the described seasonality and "inefficient" debt structure:

- **Leverage:** on year-end figures, Net Debt/EBITDA looks negligible (~0.5x in FY25); on an average-debt basis it is closer to ~2x reported EBITDA and ~2.4x Adjusted EBITDA;
- **Earnings:** financial charges are relatively high: at a ~€0.5mn annualized run-rate they absorb a large share of EBIT and, with IRAP, explain most of the EBITDA–net profit gap. Hence, the actual funding costs exceed what the reported net financial position would suggest, not only because of seasonality, but also because the sizeable financial assets do not offer any visible return. In other words, the reported net debt figure has an actual cost much higher than market benchmarks;
- **Funding Headroom:** the constraint is the June peak, not year-end leverage; however, with ~€3.7mn of undrawn lines (as of June 2026), the sizeable financial assets (around €2mn) and assuming the store expansions factored in our model, we see little risk in managing seasonal peaks. Yet, should the pace of store opening and business accelerate a lot, the medium-term funding instrument management is working on would help and, should also any M&A opportunity arise, the €5mn capital mandate might turn out as an additional funding source.

Key Financials: P&L and Balance Sheet, FY23–1H26

P&L FY23-1H26

(OIC, €mn)	FY23	FY24	FY25	CAGR23-25	YoY	1H25	1H26	1H YoY
Value of Production	**20.5**	**27.1**	**36.3**	**33.1%**	**34.2%**	**15.6**	**19.1**	**22.5%**
EBITDA	**1.9**	**2.2**	**2.8**	**20.2%**	**24.0%**	**0.8**	**0.7**	**-6.2%**
EBITDA Margin (%)	***9.3%***	***8.2%***	***7.6%***	***-171bps***	***-63bps***	***5.1%***	***3.9%***	***-118bps***
EBITDA Adj. (Company)*	*//*	***1.9***	***2.3***	*//*	***19.9%***	***0.5***	***0.6***	***30.9%***
EBIT	1.0	1.0	0.7	-15.6%	-25.4%	-0.0	-0.4	nm
EBIT Margin (%)	*5.0%*	*3.6%*	*2.0%*	*-300bps*	*-162bps*	*-0.3%*	*-2.1%*	*-186bps*
Net Profit	**0.5**	**0.4**	**0.2**	**-41.9%**	**-57.8%**	**-0.5**	**-0.8**	**nm**
Net Profit Margin (%)	***2.2%***	***1.3%***	***0.4%***	***-178bps***	***-91bps***	***-3.5%***	***-4.2%***	***-64bps***
Adj. Net Profit **	*//*	***-0.9***	***-1.0***	*//*	*//*	***-1.0***	***-1.2***	***nm***

Source: Rino Petino, Value Track analysis, (*) Excluding the waiver of directors' end-of-mandate indemnities, as reported by the Company; (**) Excluding all extraordinary other income (tax credits, grants, prior-year income, indemnity waivers), net of tax

Balance Sheet FY23-1H26

(OIC, €mn)	FY23	FY24	FY25	Abs23-25	YoY	Jun-25	Jun-26	YoY
Net Working Capital	-1.0	-1.4	-2.8	-1.8	103.7%	-0.7	-0.4	-46.2%
Net Fixed Assets	4.8	6.0	8.1	3.3	35.0%	5.7	8.2	44.5%
Provisions	1.1	0.9	0.3	-0.8	-62.0%	0.3	0.3	-19.6%
Total Capital Employed	**2.7**	**3.8**	**5.0**	**2.3**	**33.1%**	**4.6**	**7.5**	**62.3%**
Group Net Equity	**2.4**	**2.8**	**3.7**	**1.4**	**35.2%**	**2.1**	**3.0**	**39.2%**
Net Debt (-) Cash (+)	**-0.3**	**-1.0**	**-1.3**	**-0.9**	**27.4%**	**-2.5**	**-4.6**	**81.9%**

Source: Rino Petino, Value Track analysis

2026E-30E Financial Forecasts

Rino Petino is set to deliver a retail-led, self-funded growth: ~3 openings/year take the network to 43 stores by 2030E, doubling EBITDA and turning the balance sheet into net cash without any new equity. In detail, we expect: 1) Value of Production growing at ~8% CAGR to ~€54mn in 2030E (€36mn Retail and €16mn Wholesale); 2) EBITDA to double to €5.6mn, with the margin converging to ~10% on channel mix and operating leverage; 3) Net Debt to peak at ~€2.3mn in 2026–27E and turns into €1.4mn of net cash by 2030E, with no M&A and no capital increase assumed.

Network Development: Short Payback, Brand-Agreed Pipeline

Network growth rests on new stores that turn profitable quickly and a visible openings pipeline:

- **Store Ramp-Up:** according to management, new stores reach full sales density, break-even and steady-state profitability within 6–18 months from opening, with a target EBITDA margin of ~10%;
- **FY26-29 Pipeline:** at least 9 openings. The binding constraint is the availability of locations that do meet brand formats.
- **Geographic Reach:** headroom in existing areas lies mainly in top Adidas and Mango locations, while the Mango store in Treviso is a first step into the North-East;
- **New Verticals:** home furniture and development projects for luxury brands are being assessed to diversify the store portfolio, always under third-party brand partnerships;

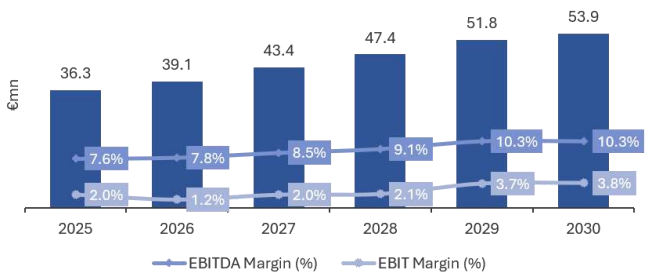
P&L: Retail-Led Growth, EBITDA Margin Towards ~10%

We forecast Sales to grow from €33.8mn in FY25 to **€53.2mn in 2030E (9.5% CAGR)**, with EBITDA doubling to €5.6mn. Our main assumptions:

- **Retail: +15.7% CAGR** to €36.4mn in 2030E, as the network grows to 43 stores and selling space broadly doubles, driven by larger Mango and Adidas formats; sales per sqm grow 1.5% a year to ~€2,500;
- **Wholesale: held broadly flat** at ~€16mn (+0.5% a year), consistent with the shift of focus from volume growth to margin improvement, coupled with a tighter credit discipline; agency commissions stable at ~€0.45mn;
- **EBITDA:** margin converging to **~10.3% in 2029–30E**, as the retail contribution rises and central costs are spread over a larger network (labour ~10.5% of VoP in 2030E), partly offset by higher rents;
- **EBIT and Net Profit:** D&A rises to ~€3.5mn on the opening plan, keeping EBIT margin at 1–2% until 2028E before reaching ~3.8% in 2030E; we expect a small net loss in 2026E (tax rate distorted by IRAP) and Net Profit of €1.1mn in 2030E.

Profit & Loss Metrics

VoP and Operating Margins



Sales by Channel, 2025A–30E



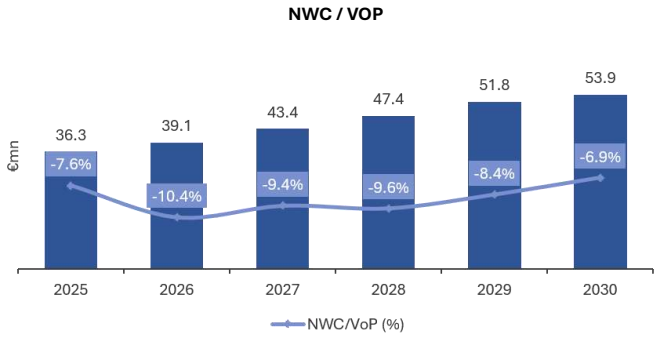
Source: Rino Petino (historical financials), Value Track analysis (2026E-30E financial forecast)

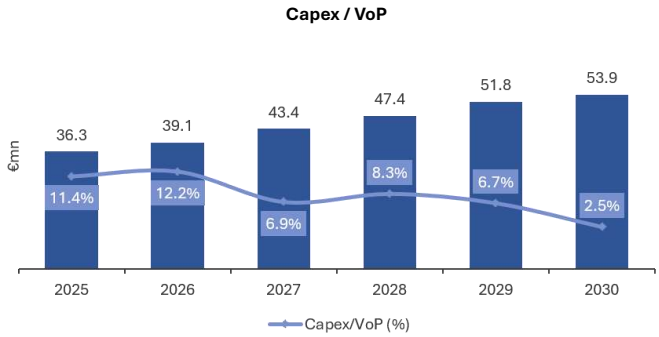
Balance Sheet: Net Cash Position by 2030E

The balance sheet stays light, with negative working capital helping to fund the opening plan:

- **Net Working Capital:** remains negative at around -€4mn (8–10% of VoP) through 2029E, as returnable stock and supplier terms scale with the network, before easing to -€3.7mn in 2030E;
- **Capex:** €4.8mn in 2026E (6 openings, including Bari Via Sparano and Mango flagships) and €3–4mn a year in 2027–29E, falling to €1.3mn in 2030E once the network reaches 43 stores;
- **Net Debt:** peaks at ~€2.3mn in 2026–27E, then declines to €1.2mn in 2029E and turns into **€1.4mn of net cash in 2030E**; year-end NFP/EBITDA stays below 1x, although intra-year debt remains higher;
- **Equity:** rises from €3.7mn to €6.3mn in 2030E, with no dividends assumed.

NWC and Capex on VoP



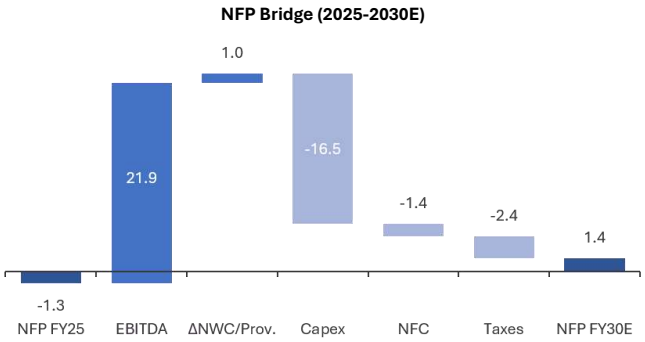


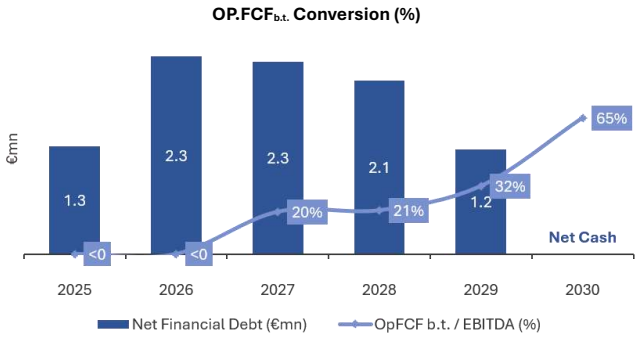
Source: Rino Petino (historical financials), Value Track analysis (2026E-30E financial forecasts)

Cash Flow: Conversion Improves as Capex Normalizes

Operating FCF before tax stays negative in 2026E (-€0.4mn) as capex peaks, **turns positive from 2027E** and reaches €3.6mn in 2030E, when conversion rises to **~65% of EBITDA** as openings slow. Financial charges fall from ~€0.5mn in 2026E to ~€0.2mn as debt is repaid. We assume no capital increase: using the €5mn mandate to accelerate openings or fund M&A would be upside to growth relative to our model.

Net Financial Position Bridge and Cash Conversion





Source: Rino Petino (historical financials), Value Track analysis (2026E-30E financial forecasts)

P&L FY25A-FY30E

(OIC, €mn)	FY25	FY26E	FY27E	FY28E	FY29E	FY30E	$CAGR_{25-30}$
Value of Production	**36.3**	**39.1**	**43.4**	**47.4**	**51.8**	**53.9**	**8.2%**
Op.Costs (ex. Labour)	-29.6	-31.6	-34.9	-37.9	-40.6	-42.7	7.6%
Gross Op. Profit	**6.7**	**7.5**	**8.5**	**9.5**	**11.2**	**11.2**	**10.9%**
Gross Op. Margin (%)	***18.4%***	***19.1%***	***19.6%***	***20.1%***	***21.6%***	***20.8%***	***241bps***
Labour Costs	-3.9	-4.4	-4.8	-5.2	-5.9	-5.6	7.6%
EBITDA	**2.8**	**3.0**	**3.7**	**4.3**	**5.3**	**5.6**	**15.1%**
EBITDA Margin (%)	***7.6%***	***7.8%***	***8.5%***	***9.1%***	***10.3%***	***10.3%***	***272bps***
D&A, Provisions	-2.0	-2.5	-2.8	-3.3	-3.4	-3.5	11.7%
EBIT	**0.7**	**0.5**	**0.9**	**1.0**	**1.9**	**2.0**	**22.8%**
EBIT Margin (%)	***2.0%***	***1.2%***	***2.0%***	***2.1%***	***3.7%***	***3.8%***	***178bps***
Net Financial Charges	-0.3	-0.5	-0.3	-0.2	-0.2	-0.2	-13.5%
Pre-Tax Profit	**0.4**	**0.0**	**0.5**	**0.8**	**1.7**	**1.9**	**35.2%**
Tax	-0.3	-0.2	-0.4	-0.4	-0.7	-0.8	23.1%
Tax Rate (%)	*63.8%*	*nm*	*64.7%*	*55.9%*	*41.5%*	*39.8%*	*-2395bps*
Net Profit	**0.2**	**-0.2**	**0.2**	**0.3**	**1.0**	**1.1**	**49.7%**
Net Profit Margin (%)	***0.4%***	***-0.5%***	***0.4%***	***0.7%***	***2.0%***	***2.1%***	***170bps***

Source: Rino Petino (historical financials), Value Track analysis (2026E-30E financial forecasts)

Balance Sheet FY25A-FY30E

(OIC, €mn)	FY25	FY26E	FY27E	FY28E	FY29E	FY30E
Total Capital Employed	**5.0**	**5.9**	**6.0**	**6.2**	**6.3**	**4.8**
Shareholders' Equity	3.7	3.6	3.8	4.1	5.1	6.3
Minorities' Equity	0.0	0.0	0.0	0.0	0.0	0.0
Group Net Equity	**3.7**	**3.6**	**3.8**	**4.1**	**5.1**	**6.3**
Net Debt (-) Cash (+)	**-1.3**	**-2.3**	**-2.3**	**-2.1**	**-1.2**	**1.4**

Source: Rino Petino (historical financials), Value Track analysis (2026E-30E financial forecasts)

Cash Flow Statement FY25A-FY30E

(OIC, €mn)	FY25	FY26E	FY27E	FY28E	FY29E	FY30E
EBITDA	2.8	3.0	3.7	4.3	5.3	5.6
Δ Net Working Capital	1.4	1.3	0.0	0.5	-0.2	-0.6
Capex	-4.1	-4.8	-3.0	-3.9	-3.4	-1.3
Change in Provisions	-0.5	0.0	0.0	0.0	0.0	0.0
OpFCF b.t.	**-0.5**	**-0.4**	**0.7**	**0.9**	**1.7**	**3.6**
As a % of EBITDA	*-18.7%*	*-13.5%*	*20.0%*	*20.7%*	*32.2%*	*64.5%*
Cash Taxes	-0.3	-0.2	-0.4	-0.4	-0.7	-0.8
OpFCF a.t.	**-0.8**	**-0.6**	**0.4**	**0.5**	**1.0**	**2.8**
Capital Injections	0.0	0.0	0.0	0.0	0.0	0.0
Other (incl. Fin. Investments)	0.8	0.0	0.0	0.0	0.0	0.0
Net Financial Charges	-0.3	-0.5	-0.3	-0.2	-0.2	-0.2
Δ Net Financial Position	**-0.3**	**-1.1**	**0.1**	**0.2**	**0.8**	**2.7**

Source: Rino Petino (historical financials), Value Track analysis (2026E-30E financial forecasts)

Valuation

We initiate coverage on Rino Petino with a Fair Equity Value of €2.90 per share (€9.6mn equity value), based on the average of three methodologies: listed peers' multiples (€2.1), an Actualized Valuation at Maturity (€3.0) and a DCF (€3.6). Our valuation is broadly in line with the €3.0 IPO price and sits well above the current share price, which in our view does not yet reflect the scale-up of the store network and the margin recovery embedded in our 2026E–30E forecasts.

Valuation Summary

To assess Rino Petino's Fair Equity Value, we rely on three methodologies, equally weighted:

- **Listed Peers' Multiples:** EV/EBITDA 2026E–27E of a selected group of sports and fashion retailers, with a 25% discount for size and liquidity, resulting in a Fair Equity Value of €2.1 per share;
- **Actualized Valuation at Maturity:** 2030E EBITDA valued at 2.5x–3.0x EV/EBITDA and discounted back at a 20% hurdle rate, resulting in a Fair Equity Value of €3.0 per share;
- **Discounted Cash Flow:** based on our 2027E–35E cash-flow projections, a 10.1% WACC and a 2.7x EV/EBITDA exit multiple, resulting in a Fair Equity Value of €3.6 per share.

Our Fair Equity Value of **€2.90 per share** is the simple average of the three methods. The peers' multiples, depressed by low sector valuations and by Rino Petino's still-thin 2026E margins, set the floor; the Actualized VaM and the DCF capture the value of the network once the new stores reach run-rate.

Valuation Summary

Methodology	Equity Value (€mn)	Equity Value (€ p/s) (*)	Notes
Peers' Multiples	6.8	2.1	1/3 weight
Actualized VaM	9.9	3.0	1/3 weight
DCF	12.0	3.6	1/3 weight
Fair Equity Value	**9.6**	**2.9**	

Source: Value Track analysis (*) The outstanding warrants are deeply out of the money at current prices and are therefore excluded from our per-share values

#1 - Peers Analysis

Listed Companies Trading Multiples

No listed company replicates Rino Petino's model of multi-brand franchisee and distributor. We therefore benchmark it against a selected group of five sports and fashion retailers, as follows.

- **Selected Peers:** Topsports International, CALIDA, JD Sports, ASOS and Frasers Group, multi-brand or monobrand retailers with sports and fashion exposure;
- **Multiples**: We show the main multiples across the P&L, but base our valuation on **EV/EBITDA**, which is the most meaningful for Rino Petino, as
  - EV/Sales is distorted by the very different gross margins of retail and wholesale;
  - EV/EBITDA captures operating profitability before the heavy D&A of the opening plan;
  - EV/EBIT and P/E are not meaningful in 2026E, when EBIT is depressed by D&A and net profit is slightly negative;
- **Reference Period**: We use 2026E–27E as the reference years. The selected peers trade on average at 3.6x EV/EBITDA in both years, reflecting the weak valuations of the EU apparel / sportswear retail sector.

Listed Comparables

Company	Mkt Cap	EV/Sales		EV/EBITDA		EV/EBIT		P/E	
Peers	**(€mn)**	**2026E**	**2027E**	**2026E**	**2027E**	**2026E**	**2027E**	**2026E**	**2027E**
Topsports International	747.8	0.3	0.2	1.9	3.2	3.2	5.3	5.2	5.8
CALIDA Holding AG	117.7	0.3	0.3	3.6	2.9	6.3	4.6	11.8	10.1
JD Sports Fashion	5,149.8	0.6	0.5	4.1	3.9	8.6	8.0	8.4	7.9
ASOS	679.4	0.3	0.3	4.3	4.0	nm	28.7	nm	nm
Frasers Group	4,517.4	0.7	0.6	4.3	3.9	6.9	6.3	8.5	7.9
Average	**2,242.4**	**0.4**	**0.4**	**3.6**	**3.6**	**6.2**	**10.6**	**8.5**	**7.9**
Median	**747.8**	**0.3**	**0.3**	**4.1**	**3.9**	**6.6**	**6.3**	**8.5**	**7.9**
Rino Petino	**4.6**	**0.2**	**0.2**	**2.3**	**1.9**	**14.3**	**8.0**	**nm**	**24.1**
Premium / (Discount) vs. Average	nm	-60%	-63%	-37%	-48%	131%	-25%	nm	nm

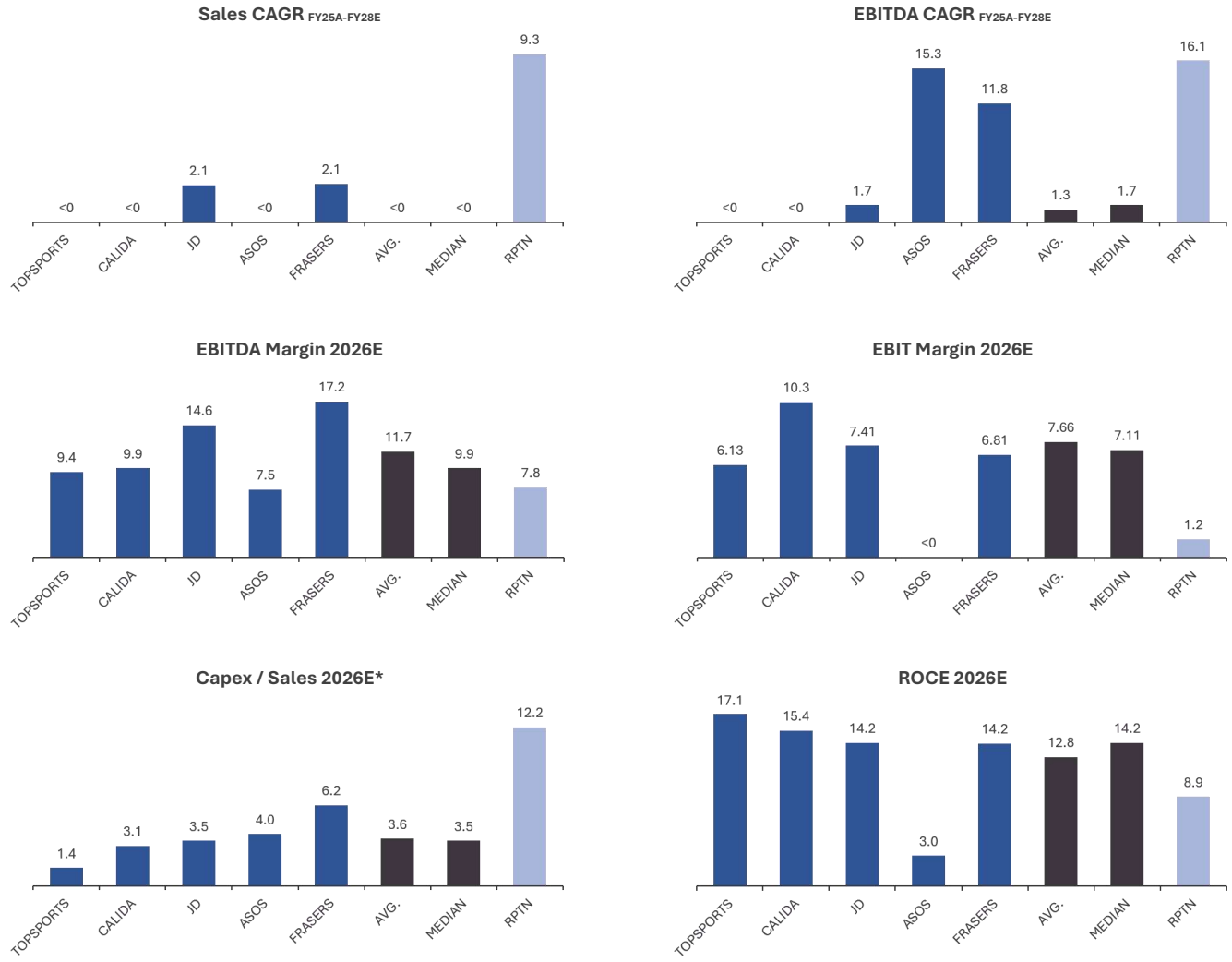
Source: Value Track analysis, FactSet

Rino Petino vs. Listed Peers: Faster Growth, Thinner Margins

Rino Petino is much smaller than its peers and currently less profitable, but it is growing in a sector where most listed retailers are flat. This combination justifies a discount today (we deem 25% is appropriate) but also points to where the upside lies: converting a larger store network into margins.

- **Growth:** Revenues grows at a 9.3% CAGR over 2025–28E, against broadly flat sales for the selected peers (only two 2 out of 5 growing 2%)
- **Profitability:** 2026E EBITDA margin of 7.8% compares with a peer average of 11.7% (median 9.9%), and EBIT margin of 1.2% with 5.9%, as the Group still absorbs the D&A and pre-opening costs of the network expansion, which is massive compared to the existing one;
- **EBITDA Growth:** EBITDA rises at a 16.1% CAGR over 2025–28E, from €2.8mn to €4.3mn, well above the low single-digit growth expected for peers, and supported by Rino Petino much smaller size;
- **Capex:** the 2026E capex peak (€4.8mn, ~12% of VoP) reflects the opening plan and should fall to ~€1.3mn by 2030E once the opening plan is completed and most of capex is related to maintenance and refurbishments;
- **Returns:** 2026E ROCE of 8.9% is below the peer average of 12.8%, but rises towards ~16% in 2028E as new stores reach run-rate, in line with peers.

Economic Performance Rino Petino vs. Peers



Source: FactSet, Value Track analysis

Valuation outcome

Rino Petino's small size, limited liquidity and still-thin margins warrant a discount to peers. We apply a 25% discount to the selected peers' average EV/EBITDA, which leads to a fair multiple of ~2.7x on both 2026E and 2027E:

- 2026E–27E earnings already embed the drag from the opening plan, with recent stores not yet at run-rate and pre-opening costs weighing on margins;
- Applied to EBITDA of €3.0mn (2026E) and €3.7mn (2027E), the fair multiple implies an Enterprise Value of €8.3–9.9mn;
- After €2.3mn of net debt, this leads to a Fair Equity Value of €5.9–7.6mn, i.e. €1.80–2.31 per share (**€2.06 on average**).

We see this as a conservative floor: sector multiples are at historically low levels, and the methodology does not capture the margin recovery expected beyond 2027E.

Multiples-Based Valuation, FY26E–27E

(€mn, x, OIC)	EV/EBITDA 2026E	EV/EBITDA 2027E	Average
Fair Multiples (x)	3.6	3.6	3.6
Fair Multiples @ 25% discount (x)	2.7	2.7	2.7
Fair Enterprise Value (€mn)	8.3	9.9	9.1
NFP [Net Debt (-) Cash (+)] (€mn)	-2.3	-2.3	-2.3
Fair Equity Value (€mn)	5.9	7.6	6.8
Fair Equity Value per share (€)	**1.80**	**2.31**	**2.06**
Avg. Fair Equity Value per share		**2.06**	

Source: Value Track analysis, FactSet

#2 - Actualized Valuation at Maturity

The Actualized Valuation at Maturity captures the value of Rino Petino once the opening plan is completed and the new stores have reached run-rate. We value the Group on its 2030E financials and discount the result back to today.

We apply a **2.5x–3.0x EV/EBITDA** multiple to 2030E EBITDA of €5.6mn, in line with the fair peer multiple, and add €1.4mn of expected net cash. The resulting 2030E Equity Value of €15.6–18.1mn is discounted at a 20% hurdle rate, well above our cost of equity, to reflect execution risk on the plan.

This leads to a Fair Equity Value of €9.2–10.7mn, i.e. **€3.0 per share** on average.

Actualized Valuation at Maturity (2030E)

(€mn, OIC)	2030E Low	2030E High
Fair EV/EBITDA @ Maturity (x)	2.5x	3.0x
EBITDA 2030E	5.6	5.6
Enterprise Value @ Maturity	**14.1**	**16.7**
Net Debt (-) Cash (+) 2030E	1.4	1.4
Equity Value @ Maturity	**15.6**	**18.1**
Equity Value Today @ 20.0% Hurdle Rate	9.2	10.7
Equity Value @ 20% Hurdle Rate per share (€)	**2.8**	**3.2**
Avg. Equity Value @ 20% Hurdle Rate per share (€)	**3.0**	

Source: Value Track analysis

#3 - Discounted Cash Flow Model

In our DCF, we apply a 10.1% WACC, both as a rolling and as a fixed rate, assuming a 20% target D/(D+E) ratio. The WACC is based on the following assumptions:

- 2.0% Risk-Free Rate, in line with the long-term inflation target set by the ECB;
- 4.95% Equity Risk Premium (ERP) for the Italian market;
- 1.0 Unlevered Beta, usual conservative value for an Italian SME;
- 20% Target Capital Structure (Debt / (Debt + Equity));
- 3.5% Company Specific Additional Risk Premium, based on the Expanded CAPM approach, reflecting Rino Petino's small size and limited liquidity.

The resulting Cost of Equity (Ke) is 11.4%. Assuming a 4.5% spread over the 2.0% Risk-Free Rate, the pre-tax Cost of Debt is 6.5%, equivalent to 4.9% after a 24% tax rate.

Our Terminal Value is derived using a 2.7x EV/EBITDA exit multiple in 2035E, consistent with our fair peer multiple. The DCF leads to an Equity Value of €11.9–12.1mn, i.e. **€3.64 per share** on average, with the Terminal Value accounting for less than half of the Enterprise Value.

At FY25, Rino Petino held c.€6.1mn of largely non-remunerative financial assets, including c.€4.1mn of cash and c.€2.0mn of insurance policies and liquid investments, against c.€7.3mn of gross financial debt, resulting in reported NFP of only c.€1.3mn. As gross debt carries an average cost of c.5% while financial assets generate negligible returns, we adjust FCFF for the resulting excess financial burden, equal to €0.23mn after tax in 2027E and progressively declining thereafter.

DCF Model with Rolling WACC and Target WACC

(€mn, OIC)	Rolling WACC	Target WACC
PV of Future Cash-Flows 2027E-2035E	7.6	7.7
As a % of Enterprise Value	*54%*	*53%*
PV of Terminal Value 2035E @2.7x EV/EBITDA	6.6	6.7
Enterprise Value	**14.3**	**14.4**
Net Fin. Position 2026E	-2.3	-2.3
Equity Value (€)	**11.9**	**12.1**
Equity Value Per Share (€)	**3.62**	**3.66**
Average Equity Value Per Share (€)	**3.64**	

Source: Value Track analysis

Sensitivity of DCF model @ Target Capital Structure

		TV/EBITDA				
		2.2x	**2.45x**	**2.7x**	**2.95x**	**3.2x**
WACC (%)	**9.1%**	3.55	3.76	3.96	4.17	4.37
	9.6%	3.41	3.61	3.81	4.00	4.20
	10.1%	3.28	**3.47**	**3.66**	**3.85**	4.04
	10.6%	3.15	3.33	3.51	3.70	3.88
	11.1%	3.03	3.20	3.38	3.55	3.73

Source: Value Track Analysis

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