Ermenegildo Zegna Group

FY 2022 FINANCIAL RESULTS

April 6, 2023

Non-IFRS Financial Measures

Zegna's management monitors and evaluates operating and financial performance using several non-IFRS financial measures including: adjusted earnings before interest and taxes ("Adjusted EBIT"), Adjusted EBIT Margin, adjusted earnings before interest, taxes, depreciation and amortization ("Adjusted EBITDA"), Adjusted Profit/(Loss), Adjusted Basic Earnings per Share, Adjusted Diluted Earnings per Share, Net Financial Indebtedness/(Cash Surplus), Trade Working Capital and revenues on a constant currency basis. Zegna's management believes that these non-IFRS financial measures provide useful and relevant information regarding Zegna's financial performance and financial condition, and improve the ability of management and investors to assess and compare the financial performance and financial position of Zegna with those of other companies. They also provide comparable measures that facilitate management's ability to identify operational trends, as well as make decisions regarding future spending, resource allocations and other strategic and operational decisions. While similar measures are widely used in the industry in which Zegna operates, the financial measures that Zegna uses may not be comparable to other similarly named measures used by other companies nor are they intended to be substitutes for measures of financial performance or financial position as prepared in accordance with IFRS.

Please see the Non-IFRS Financial Measures on Page 20 to 32 for Non-IFRS Measures definitions, and reconciliations to the most directly comparable IFRS measures.

Forward-looking Statements

This communication contains forward-looking statements that are based on beliefs and assumptions and on information currently available to the Company. In some cases, you can identify forward-looking statements by the following words: "may," "will," "could," "would," "should," "expect," "intend," "plan," "anticipate," "believe," "estimate," "predict," "project," "potential," "continue," "ongoing," "target," "seek" or the negative or plural of these words, or other similar expressions that are predictions or indicate future events or prospects, although not all forward-looking statements contain these words. Any statements that refer to expectations, projections or other characterizations of future events or circumstances, including strategies or plans, are also forward-looking statements. These statements involve risks, uncertainties and other factors that may cause actual results, levels of activity, performance or achievements to be materially different from the information expressed or implied by these forward-looking statements. Although the Company believes that it has a reasonable basis for each forward-looking statement contained in this communication, the Company cautions you that these statements are based on a combination of facts and factors currently known and projections of the future, which are inherently uncertain. In addition, risks and uncertainties are described in the Company's filings with the SEC. These filings may identify and address other important risks and uncertainties that could cause actual events and results to differ materially from those contained in the forward-looking statements. Most of these factors are outside the Company's control and are difficult to predict. In light of the significant uncertainties in these forward-looking statements, you should not regard these statements as a representation or warranty by the Company and its directors, officers or employees or any other person that the Company will achieve its objectives and plans in any specified time frame, or at all. The forward-looking statements in this communication represent the views of Zegna as of the date of this communication. Subsequent events and developments may cause that view to change. However, while Zegna may elect to update these forward-looking statements at some point in the future, the Company disclaims any obligation to update or revise publicly forward-looking statements. You should, therefore, not rely on these forward-looking statements as representing the views of the Company as of any date subsequent to the date of this communication.



"We remain focused on executing our strategy to further strengthen our market-leading position and our Made in Italy manufacturing platform, while managing opportunities and challenges on Our Road to achieving our medium-term ambitions. We will do all of this without compromising our values and our dedication to quality, innovation, the environment, and our people."

Ermenegildo "Gildo" Zegna, Chairman and CEO

KEY FINANCIAL HIGHLIGHTS FOR FISCAL YEAR ENDED DECEMBER 31, 2022

Ermenegildo Zegna Group

Robust FY 2022 results in line with strategic plan

Revenues €1,492.8 million +15.5% YoY +11.0% cFX [1,2] +42% YoY excluding GCR[3]	**Profit** €65.3 million
Adjusted EBIT[2] €157.7 million (10.6% Adjusted EBIT Margin[2])	**Cash Surplus**[2] €122.2 million

[1] *This presentation includes information about our revenue measures on a constant currency basis ("cFX"), which is a non-IFRS financial measure. See the Non-IFRS Financial Measures section on pages 20 to 32 for a definition of such non-IFRS measures*

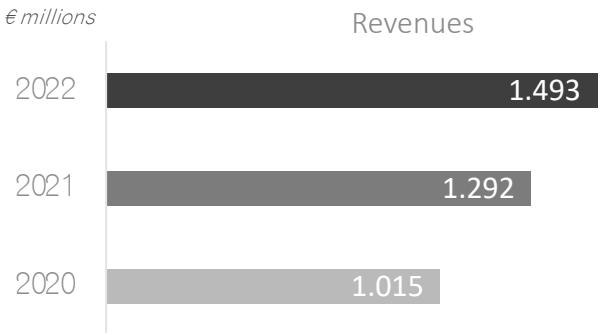
[2] *Adjusted EBIT , Adjusted EBIT Margin and Cash Surplus are non-IFRS financial measures. See the Non-IFRS Financial Measures section on pages 20 to 32 for a definition and reconciliation of such non-IFRS measures to the most directly comparable IFRS measures*

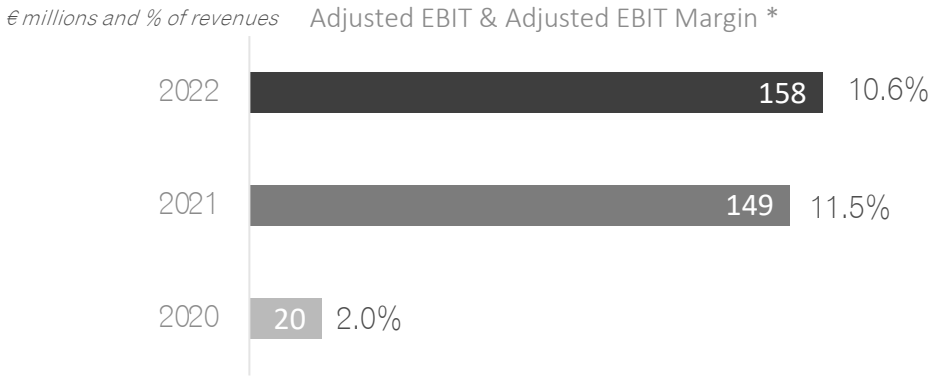
[3] *Refers to revenues excluding the Greater China Region ("GCR"), which was affected by COVID-related restrictions throughout 2022, particularly from mid-March to the end of May and in 4Q*

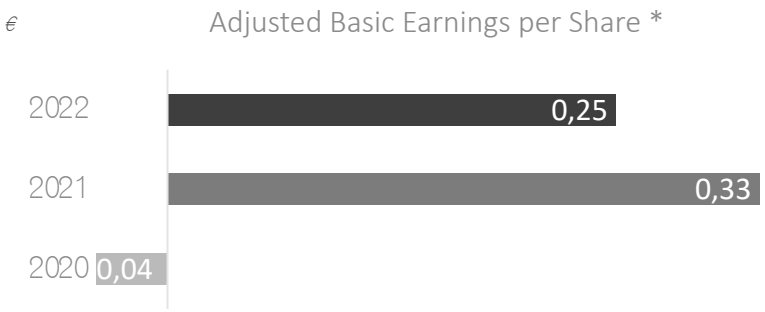
FY 2022 HIGHLIGHTS

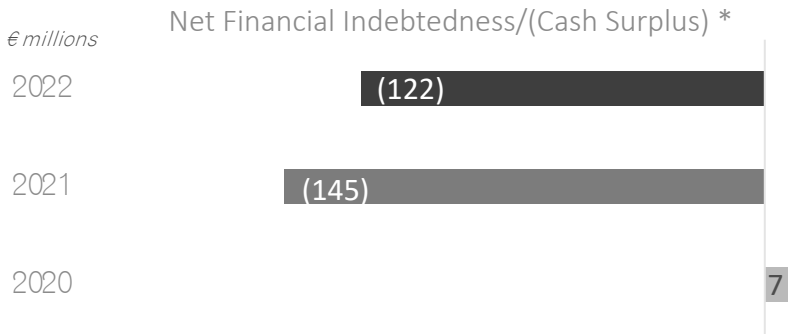
Ermenegildo Zegna Group

Continued Growth and Profitability Despite Challenging Global Environment and Covid-19 related disruptions in GCR









* Please see pages 20 to 32 for Non-IFRS Financial Measures and definition and reconciliation of such non-IFRS measures to the most directly comparable IFRS measures

FY 2022 SELECT HIGHLIGHTS

Ermenegildo Zegna Group

ZEGNA One Brand



- Proven success of One Brand launched in July 2022
- Increased demand for iconic products and luxury leisurewear
- Solid rebound in formalwear
- Accelerated rollout of Zegna to Consumer app
- Brand amplification strategy

Thom Browne Accelerated



- 11 new directly operated stores (net)
- Strengthened client value management program
- Strong reception of New York and Paris shows
- Step up in marketing investments

Sustainability & ESG



- DE&I and talent management strategies; Diversity, Equity & Inclusion ("DE&I") Officer
- Submitted net-zero targets to the SBTi^
- Road to Traceability, Oasi Cashmere launch
- Re.Crea and Fashion Pact CVPPA *

^ Science-based Targets Initiative
* Collective Virtual Power Purchase Agreement

RECENT EVENTS

Ermenegildo Zegna Group

ZEGNA



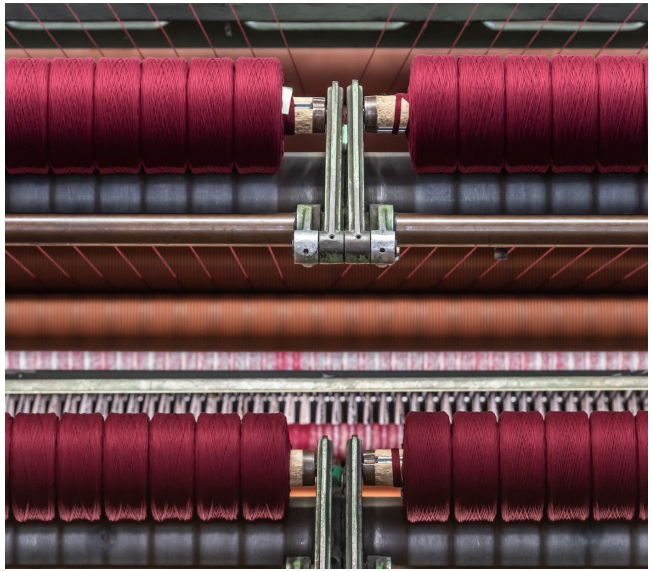
- 16 January: Fall / Winter 2023: Oasi Cashmere and The Elder Statesman
- 23 January: Announcement of acquisition of minority stake in Norda Run
- 9 March: ZEGNA X announcement

Thom Browne



- 12 January: Adidas litigation: Thom Browne wins trademark case
- 25 January: Announcement of the agreement to directly operate the business in Korea
- 14 February: NY Fashion Show

Group

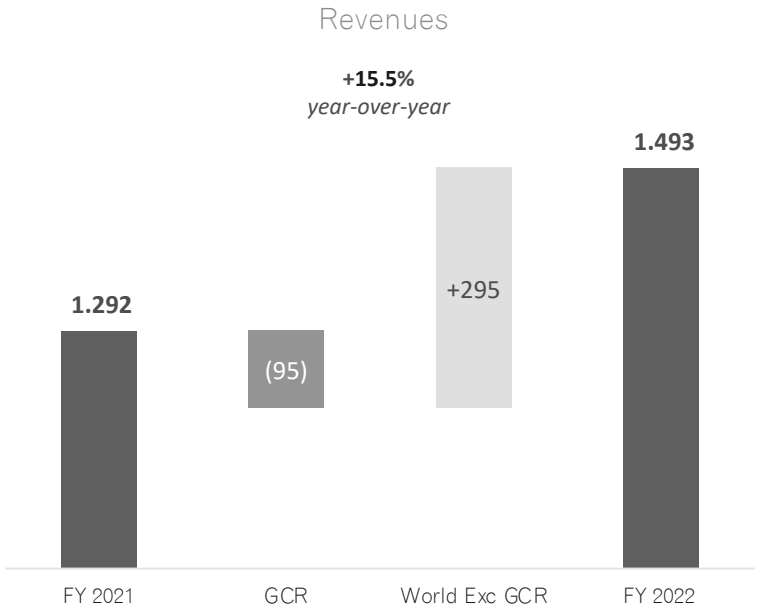


- 26 January to 28 February: Warrants redemption
  - led to total number of outstanding shares of 248,563,813

FY 2022 REVENUES

Ermenegildo Zegna Group

- Revenues of €1,493 million, +15.5% YoY, +11.0% YoY at cFX*
- Continued growth momentum for both Zegna and Thom Browne
  - Zegna Segment +13.7% YoY
  - Thom Browne Segment +25.3% YoY
  - Both were impacted by Covid-19-related disruptions in the GCR throughout 2022, particularly severe in March-May and 4Q 2022
  - A two-speed world. Excluding GCR, growth was healthy double-digit (+42.0%), with the ZEGNA One Brand strategy well received and Thom Browne benefitting from growing internationalization and footprint expansion. 4Q was also strong ex-GCR at +24.7% YoY despite:
    - a tougher base of comparison in Europe and the US in 4Q
    - the termination of our distribution license with Tom Ford International, replaced by a supply agreement starting from SS23 deliveries (2pp negative impact on 4Q revenues)



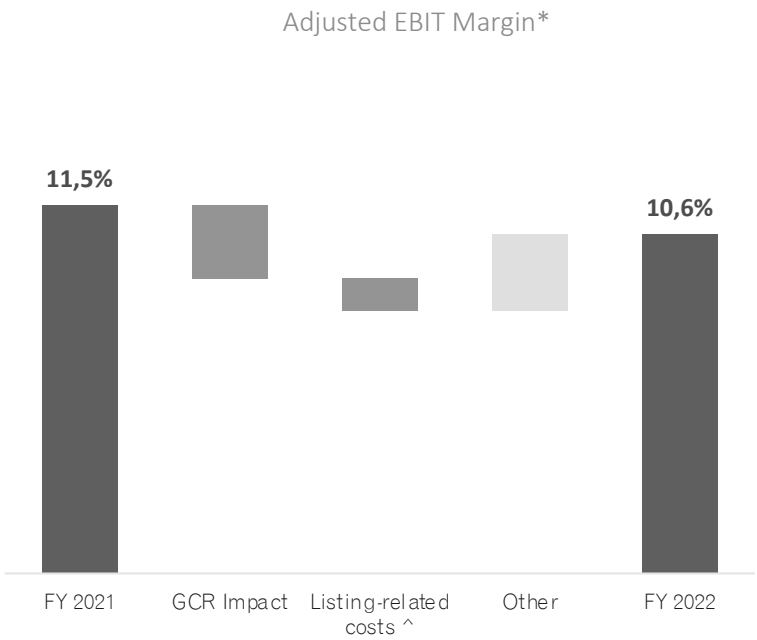
€ millions, except percentages. Numbers may not add up due to rounding

* Please see pages 20 to 32 for Non-IFRS Financial Measures and definition and reconciliation of such non-IFRS measures to the most directly comparable IFRS measures

FY 2022 PROFITABILITY

Ermenegildo Zegna Group

- Profit of €65.3 million in FY 2022, compared to a loss of (€127.7) million in FY 2021, which included the impact of the Business Combination
    - Impacted by higher net financial charges and higher taxes
    - Effective tax rate 35.4%
- Adjusted profit of €73.6 million in FY 2022, down 2.2% from €75.3 million in FY 2021, due to financial items and higher net financial charges
- Adjusted EBIT of €157.7 million in FY 2022, up 5.8% from €149.1 million in 2021
- Adjusted EBIT Margin of 10.6% in FY 2022, down 90 bps from 11.5% in FY 2021, as a result of
    - Step-up in marketing costs for ZEGNA and Thom Browne
    - €11 million increase in corporate costs
    - Further incremental costs in Zegna and Thom Browne segments related to SOX compliance
    - Impact of COVID-19 disruptions in the GCR in the second and fourth quarters creating deleveraging in the region and a negative geographical mix effect
    - Partly offset by the significant improvements in other geographies



* Please see pages 20 to 32 for Non-IFRS Financial Measures and definition and reconciliation of such non-IFRS measures to the most directly comparable IFRS measures
^ costs linked to the Company becoming a public company in December 2021

FY 2022 INCOME STATEMENT

Ermenegildo Zegna Group

(Euro Million in Actual Fx)	2022	2021	Δ€ vs 2021	Δ% vs 2021
Revenues	**1,492.8**	**1,292.4**	**+200.4**	**+16%**
Other income	13.9	8.3	+5.7	+69%
Cost of raw materials and consumables	(311.3)	(309.6)	(1.7)	(1%)
Purchased, outsourced and other costs	(437.9)	(353.6)	(84.3)	(24%)
Personnel costs	(395.1)	(367.8)	(27.3)	(7%)
Depreciation, amortization and impairment of assets	(173.5)	(163.4)	(10.2)	(6%)
Write downs and other provisions	(0.0)	(19.5)	+19.5	+100%
Other operating costs	(41.1)	(180.8)	+139.7	+77%
Operating Profit/(Loss)	**147.8**	**(94.0)**	**+241.8**	**+257%**
Financial income	13.3	45.9	(32.6)	n.s.
Financial expenses	(54.3)	(43.8)	(10.5)	n.s.
Foreign exchange (losses)/gains	(7.9)	(7.8)	(0.1)	n.s.
Result from investments accounted for using the equity method	2.2	2.8	(0.6)	n.s.
Impairments of investments accounted for using the equity method	-	-	-	-
Profit/(Loss) before taxes	**101.1**	**(97.0)**	**+198.0**	**+204%**
Income taxes	(35.8)	(30.7)	(5.1)	(17%)
Profit/(Loss)	**65.3**	**(127.7)**	**+192.9**	**+151%**
Attributable to:				
Shareholders of the parent company	*51.5*	*(136.0)*		
Non-controlling interests	*13.8*	*8.3*		
Basic earnings per share in Euro	0.22	(0.67)	+0.89	+132%
Diluted earnings per share in Euro	0.21	(0.67)	+0.88	+132%



FY 2022 PROFITABILITY BY SEGMENT

PROFITABILITY BY SEGMENT

Zegna Segment

- Adjusted EBIT* for the Zegna segment was €141.5 million in 2022, up 7% from €131.9 million in 2021
- Adjusted EBIT Margin* for the Zegna segment was 12.0%, down from 12.7% in 2021
- Improvements were driven by the repositioning as part of the ZEGNA One Brand strategy
- Partially offset by the less favourable country mix, increase in operating expense, higher advertising and marketing costs (in line with what announced at our Capital Markets Day in May 2022) on rebranding activities, higher personnel and compliance-related costs (partly linked to the Group going public), and higher depreciation and amortization



* Please see pages 20 to 32 for Non-IFRS Financial Measures and definition and reconciliation of such non-IFRS measures to the most directly comparable IFRS measures

PROFITABILITY BY SEGMENT

Ermenegildo Zegna Group

Thom Browne Segment

- Adjusted EBIT* for the Thom Browne segment was €48.1 million in 2022, up 26.2% from €38.1 million in 2021
- Adjusted EBIT Margin* for the Thom Browne segment was 14.5%, up from 14.4% in 2021
- Investing for growth, yet improvement came from scale benefits and was offset by growth-related expenses including costs for expanding store network, higher marketing costs, and investments to improve central functions and processes



* Please see pages 20 to 32 for Non-IFRS Financial Measures and definition and reconciliation of such non-IFRS measures to the most directly comparable IFRS measures

CORPORATE

Ermenegildo Zegna Group

Corporate Costs

- Newly introduced approach to segment reporting, including costs for certain corporate functions not attributable to individual segments
- Costs attributed to Corporate Costs as of December 31, 2022, had previously been attributed to the Zegna segment
- In FY 2022, Corporate Costs growth primarily includes costs associated with the public listing
- Corporate Costs were €31.9 million, or 2.1% of Group revenues, in FY 2022, compared to €20.9 million, or 1.6% of Group revenues, in 2021
- €11 million increase due to higher costs for creating and strengthening central functions as a result of the listing



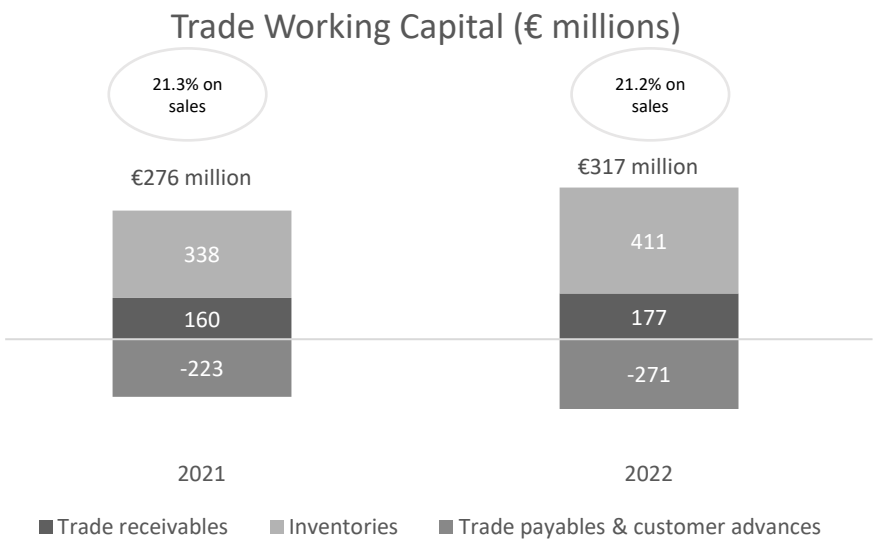


FY 2022 NET FINANCIAL INDEBTEDNESS / (CASH SURPLUS), CAPITAL EXPENDITURE AND TRADE WORKING CAPITAL

FY 2022 NET FINANCIAL INDEBTEDNESS / (CASH SURPLUS)

Ermenegildo Zegna Group

- €122.2 million Cash surplus* on December 31, 2022, down 16% from €144.6 million at December 31, 2021; with the decline a result of, among others
  - €26 million in dividends ^
  - €73.3 million in Capital Expenditures – mostly on the store network
  - €41.3 million from higher Trade Working Capital*
  - €33 million in real estate settlements
- Inventory up 21% y-o-y to €411 million on December 31, 2022
  - Planned increase to secure raw materials and Essential ZEGNA One Brand products
  - Disruptions in the GCR in the fourth quarter
  - Anticipated reopening in the GCR is presenting an opportunity to capture improved demand with a ready inventory of core products



^ Including dividends paid by entities of the Group participated by minorities

* Please see pages 20 to 32 for Non-IFRS Financial Measures and definition and reconciliation of such non-IFRS measures to the most directly comparable IFRS measures



DIVIDEND, OUTLOOK, AND GUIDANCE

DIVIDEND AND AGM

Ermenegildo Zegna Group

- The Group intends to make a dividend distribution of €0.10 per share to the holders of Ordinary Shares *
- This corresponds to a total dividend distribution to shareholders of approximately €25 million
- AGM currently expected to be held on June 27, 2023



* Subject to the finalization and adoption of the annual statutory accounts of the Company, provided that the distribution is permitted under Dutch law, and also subject to the approval of the proposed distribution by Zegna's 2023 annual general meeting (currently expected to be held on June 27, 2023)

OUTLOOK

Ermenegildo Zegna Group

- On May 17, 2022, at its first Capital Markets Day, the Group announced its financial goals for the medium term
- Medium term now defined as 2025
- The Group is aiming for annual revenues to exceed €2 billion and for Adjusted EBIT Margin to reach at least 15% of revenues by 2025
    - *Excluding the TOM FORD FASHION business **
- The Group expects that 2023 results will demonstrate that the Group is on the trajectory to meet these targets
    - *Excluding the TOM FORD FASHION business **



* The mid-term guidance was set on 17 May 2022, before the announcement of the TOM FORD FASHION business deal, which took place on 15 November 2022

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Zegna's management monitors and evaluates operating and financial performance using several non-IFRS financial measures including: adjusted earnings before interest and taxes ("*Adjusted EBIT*"), Adjusted EBIT Margin, adjusted earnings before interest, taxes, depreciation and amortization ("*Adjusted EBITDA*"), Adjusted Profit/(Loss), Adjusted Basic Earnings per Share and Adjusted Diluted Earnings per Share, Net Financial Indebtedness/(Cash Surplus), Trade Working Capital and revenues on a constant currency basis. Zegna's management believes that these non-IFRS financial measures provide useful and relevant information regarding Zegna's financial performance and financial condition, and improve the ability of management and investors to assess and compare the financial performance and financial position of Zegna with those of other companies. They also provide comparable measures that facilitate management's ability to identify operational trends, as well as make decisions regarding future spending, resource allocations and other strategic and operational decisions. While similar measures are widely used in the industry in which Zegna operates, the financial measures that Zegna uses may not be comparable to other similarly named measures used by other companies nor are they intended to be substitutes for measures of financial performance or financial position as prepared in accordance with IFRS. An explanation of the relevance of each of the non-IFRS financial measures, a reconciliation of the non-IFRS financial measures to the most directly comparable measures calculated and presented in accordance with IFRS and a discussion of their limitations are set out below.

Adjusted EBIT and Adjusted EBIT Margin

Adjusted EBIT is defined as profit or loss before income taxes plus financial income, financial expenses, foreign exchange losses/(gains) and the result from investments accounted for using the equity method, adjusted for income and costs which are significant in nature and that management considers not reflective of underlying operating activities, including, for one or all of the periods presented and as further described below, legal costs for trademark disputes, transaction costs related to acquisitions, severance indemnities and provisions for severance expenses, costs related to the Business Combination, net impairment of leased and owned stores, a special donation to the UNHCR, net (income)/costs related to lease agreements and certain other items. Adjusted EBIT Margin is defined as Adjusted EBIT divided by revenues of the applicable period.

Zegna's management uses Adjusted EBIT and Adjusted EBIT Margin for internal reporting to assess performance and as part of the forecasting, budgeting and decision-making processes as they provide additional transparency regarding Zegna's underlying operating performance. Zegna's management believes these non-IFRS financial measures are useful because they exclude items that management believes are not indicative of Zegna's underlying operating performance and allow management to view operating trends, perform analytical comparisons and benchmark performance between periods and among segments. Zegna's management also believes that Adjusted EBIT and Adjusted EBIT Margin are useful for investors and analysts to better understand how management assesses Zegna's underlying operating performance on a consistent basis and to compare Zegna's performance with that of other companies. Accordingly, management believes that Adjusted EBIT and Adjusted EBIT Margin provide useful information to third party stakeholders in understanding and evaluating Zegna's operating results.

Non-IFRS Financial Measures

Adjusted EBITDA

Adjusted EBITDA is defined as profit or loss before income taxes plus financial income, financial expenses, foreign exchange losses/(gains), depreciation, amortization and impairment of assets and the result from investments accounted for using the equity method, adjusted for income and costs which are significant in nature and that management considers not reflective of underlying operating activities, including, for one or all of the periods presented and as further described below, legal costs for trademark disputes, transaction costs related to acquisitions, severance indemnities and provisions for severance expenses, costs related to the Business Combination, a special donation to the UNHCR, net (income)/costs related to lease agreements and certain other items.

Zegna's management uses Adjusted EBITDA to understand and evaluate Zegna's underlying operating performance. Zegna's management believes this non-IFRS financial measure is useful because it excludes items that management believes are not indicative of Zegna's underlying operating performance and allows management to view operating trends, perform analytical comparisons and benchmark performance between periods. Zegna's management also believes that Adjusted EBITDA is useful for investors and analysts to better understand how management assesses Zegna's underlying operating performance on a consistent basis and to compare Zegna's performance with that of other companies. Accordingly, management believes that Adjusted EBITDA provides useful information to third party stakeholders in understanding and evaluating Zegna's operating results.

Non-IFRS Financial Measures

Adjusted Profit/(Loss)

Adjusted Profit/(Loss) is defined as Profit/(Loss) adjusted for income and costs (net of related tax effects) which are significant in nature and that management considers not reflective of underlying activities, including, for one or all of the periods presented and as further described below, legal costs for trademark disputes, transaction costs related to acquisitions, severance indemnities and provisions for severance expenses, costs related to the Business Combination, net impairment of leased and owned stores, a special donation to the UNHCR, net (income)/costs related to lease agreements, gains on the Thom Browne option realized in connection with the exercise of the option and certain other items, as well as the tax effects of the adjusting items (calculated based on the applicable tax rates of the jurisdictions to which the adjustments relate).

Zegna's management uses Adjusted Profit/(Loss) to understand and evaluate Zegna's underlying performance. Zegna's management believes this non-IFRS financial measure is useful because it excludes items that management believes are not indicative of Zegna's underlying performance and allows management to view performance trends, perform analytical comparisons and benchmark performance between periods. Zegna's management also believes that Adjusted Profit/(Loss) is useful for investors and analysts to better understand how management assesses Zegna's underlying performance on a consistent basis and to compare Zegna's performance with that of other companies. Accordingly, management believes that Adjusted Profit/(Loss) provides useful information to third party stakeholders in understanding and evaluating Zegna's results.

Non-IFRS Financial Measures

Adjusted Basic Earnings per Share and Adjusted Diluted Earnings per Share

Adjusted Basic Earnings per Share and Adjusted Diluted Earnings per Share are defined as basic earnings per share and diluted earnings per share adjusted for income and costs (net of related tax effects) which are significant in nature and that management considers not reflective of underlying activities, including, for one or all of the periods presented and as further described below, legal costs for trademark disputes, transaction costs related to acquisitions, severance indemnities and provisions for severance expenses, costs related to the Business Combination, net impairments of leased and owned stores, a special donation to the UNHCR, net (income)/costs related to lease agreements, gains on the Thom Browne option realized in connection with the exercise of the option and certain other items, as well as the tax effects of the adjusting items (calculated based on the applicable tax rates of the jurisdictions to which the adjustments relate) and excluding the impact of non-controlling interests on the adjusting items.

Zegna's management uses Adjusted Basic Earnings per Share and Adjusted Diluted Earnings per Share to understand and evaluate Zegna's underlying performance. Zegna's management believes this non-IFRS financial measure is useful because it excludes items that it does not believe are indicative of its underlying performance and allows it to view operating trends, perform analytical comparisons and benchmark performance between periods. Accordingly, management believes that Adjusted Basic and Diluted Earnings per Share provides useful information to third party stakeholders in understanding and evaluating Zegna's operating results.

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Net Financial Indebtedness/(Cash Surplus)

Net Financial Indebtedness/(Cash Surplus) is defined as the sum of financial borrowings (current and non-current), derivative financial instrument liabilities, loans and certain other financial liabilities (recorded within other non-current financial liabilities in the consolidated statement of financial position), net of cash and cash equivalents, derivative financial instrument assets, securities and financial receivables (recorded within other current financial assets in the consolidated statement of financial position).

Zegna's management believes that Net Financial Indebtedness/(Cash Surplus) is useful to monitor the level of net liquidity and financial resources available to Zegna. Zegna's management believes this non-IFRS financial measure aids management, investors and analysts to analyze Zegna's financial position and financial resources available, and to compare Zegna's financial position and financial resources available with that of other companies.

Trade Working Capital

Trade Working Capital is defined as current assets less current liabilities adjusted for derivative assets and liabilities, tax receivables and liabilities, cash and cash equivalents, borrowings, lease liabilities, and certain other current assets and liabilities.

Zegna's management uses Trade Working Capital to understand and evaluate Zegna's liquidity generation/absorption. Zegna's management believes this non-IFRS financial measure is important supplemental information for investors in evaluating liquidity in that it provides insight into the availability of net current resources to fund our ongoing operations. Trade Working Capital is a measure used by management in internal evaluations of cash availability and operational performance.

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Constant Currency Information

In addition to presenting our revenues on a current currency basis, we also present certain revenue information on a constant currency basis, which excludes the effects of foreign currency translation from our subsidiaries with functional currencies different from the Euro. We use revenues on a constant currency basis to analyze how our underlying revenues have changed between periods independent of the effects of foreign currency translation.

We calculate constant currency revenues by applying the current period average foreign currency exchange rates to translate prior period revenues of foreign subsidiaries expressed in local functional currencies different than the Euro.

Revenues on a constant currency basis are not a substitute for revenues on a current currency basis or any GAAP-related measures, however we believe that revenues excluding the impact of foreign currency translation provide additional useful information to management and to investors in analyzing and evaluating our revenues and operating performance.

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Adjusted EBIT and Adjusted EBIT Margin

(€ thousands)	For the year ended December 31,		
	2022	2021	2020
Profit/(Loss)	**65,279**	**(127,661)**	**(46,540)**
Income taxes	35,802	30,702	14,983
Financial income	(13,320)	(45,889)	(34,352)
Financial expenses	54,346	43,823	48,072
Foreign exchange losses/(gains)	7,869	7,791	(13,455)
Result from investments accounted for using the equity method	(2,199)	(2,794)	4,205
Impairments of investments accounted for using the equity method	-	-	4,532
Legal costs for trademark disputes [(1)]	7,532	-	-
Transaction costs related to acquisitions [(2)]	2,289	-	-
Severance indemnities and provisions for severance expenses [(3)]	2,199	8,996	12,308
Costs related to the Business Combination [(4)]	2,137	205,059	-
Net impairments of leased and owned stores [(5)]	1,639	8,692	19,725
Special donation to the UNHCR [(6)]	1,000	-	-
Net (income)/costs related to lease agreements [(7)]	(6,844)	15,512	3,000
Other [(8)]	-	4,884	7,535
Adjusted EBIT	**157,729**	**149,115**	**20,013**
Revenues	1,492,840	1,292,402	1,014,733
Adjusted EBIT Margin (Adjusted EBIT / Revenues)	**10.6%**	**11.5%**	**2.0%**

See explanatory notes on slides 32-33

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Adjusted EBITDA

(€ thousands)	For the year ended December 31,		
	2022	2021	2020
Profit/(Loss)	**65,279**	**(127,661)**	**(46,540)**
Income taxes	35,802	30,702	14,983
Financial income	(13,320)	(45,889)	(34,352)
Financial expenses	54,346	43,823	48,072
Foreign exchange losses/(gains)	7,869	7,791	(13,455)
Depreciation, amortization and impairment of assets	173,521	163,367	185,930
Result from investments accounted for using the equity method	(2,199)	(2,794)	4,205
Impairments of investments accounted for using the equity method	-	-	4,532
Legal costs for trademark disputes [(1)]	7,532	-	-
Transaction costs related to acquisitions [(2)]	2,289	-	-
Severance indemnities and provisions for severance expenses [(3)]	2,199	8,996	12,308
Costs related to the Business Combination [(4)]	2,137	205,059	-
Special donation to the UNHCR [(6)]	1,000	-	-
Net (income)/costs related to lease agreements [(7)]	(6,844)	15,512	3,000
Other [(8)]	-	4,884	7,535
Adjusted EBITDA	**329,611**	**303,790**	**186,218**

See explanatory notes on slides 32-33

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Adjusted Profit/(Loss)

(€ thousands)	For the year ended December 31,		
	2022	2021	2020
Profit/(Loss)	**65,279**	**(127,661)**	**(46,540)**
Legal costs for trademark disputes [1]	7,532	-	-
Transaction costs related to acquisitions [2]	2,289	-	-
Severance indemnities and provisions for severance expenses [3]	2,199	8,996	12,308
Costs related to the Business Combination [4]	2,137	205,332	-
Net impairments of leased and owned stores [5]	1,639	8,692	19,725
Special donation to the UNHCR [6]	1,000	-	-
Net (income)/costs related to lease agreements [7]	(6,844)	15,512	3,000
Gain on Thom Browne option [9]	-	(20,675)	-
Impairment of investments accounted for using the equity method [1	-	-	4,532
Other [8]	-	4,884	7,535
Tax effects on adjusting items [11]	(1,602)	(19,758)	(5,312)
Adjusted Profit/(Loss)	**73,629**	**75,322**	**(4,752)**

See explanatory notes on slides 32-33

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Adjusted Basic Earnings per Share and Adjusted Diluted Earnings per Share

(€ thousands, except per share data)	For the year ended December 31,		
	2022	2021	2020
Profit/(Loss)	**65,279**	**(127,661)**	**(46,540)**
Legal costs for trademark disputes [1]	7,532	-	-
Transaction costs related to acquisitions [2]	2,289	-	-
Severance indemnities and provisions for severance expenses [3]	2,199	8,996	12,308
Costs related to the Business Combination [4]	2,137	205,332	-
Net impairments of leased and owned stores [5]	1,639	8,692	19,725
Special donation to the UNHCR [6]	1,000	-	-
Net (income)/costs related to lease agreements [7]	(6,844)	15,512	3,000
Gain on Thom Browne option [9]	-	(20,675)	-
Impairment of investments accounted for using the equity method [1	-	-	4,532
Other [8]	-	4,884	7,535
Tax effects on adjusting items [11]	(1,602)	(19,758)	(5,312)
Adjusted Profit/(Loss)	**73,629**	**75,322**	**(4,752)**
Impact of non-controlling interests [12]	14,460	8,669	4,063
Adjusted Profit/(Loss) attributable to shareholders of the Parer	**59,169**	**66,653**	**(8,815)**
Weighted average number of shares for basic earnings per share	237,545,736	203,499,933	201,489,100
Adjusted Basic Earnings per Share	**0.25**	**0.33**	**(0.04)**
Weighted average number of shares for diluted earnings per share	240,647,513	204,917,880	201,489,100
Adjusted Diluted Earnings per Share	**0.25**	**0.33**	**(0.04)**

See explanatory notes on slides 32-33

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Net Financial Indebtedness/(Cash Surplus)

(€ thousands)	At December 31,	
	2022	2021
Non-current borrowings	184,880	471,646
Current borrowings	286,175	157,292
Derivative financial instruments — Liabilities	2,362	14,138
Other non-current financial liabilities (*)	-	7,976
Total borrowings, other financial liabilities and derivatives	**473,417**	**651,052**
Cash and cash equivalents	(254,321)	(459,791)
Derivative financial instruments — Assets	(22,454)	(1,786)
Other current financial assets (**)	(318,795)	(334,244)
Total cash and cash equivalents, other current financial assets and derivatives	**(595,570)**	**(795,821)**
Net Financial Indebtedness/(Cash Surplus)	**(122,153)**	**(144,769)**

(*) Primarily relates to loans from a related party that were outstanding at December 31, 2021 and fully repaid in the first half of 2022.

(**) Includes (i) the Group's investments in securities amounting to €316,595 thousand and €334,244 thousand at December 31, 2022 and 2021, respectively, and (ii) at December 31, 2022 only a financial receivable from an associated company of €2,200 thousand.

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Trade Working Capital

(€ thousands, except percentages)	At December 31,	
	2022	2021
Current assets	1,285,657	1,384,531
Current liabilities	(866,984)	(702,316)
Working capital	**418,673**	**682,215**
Less:		
Derivative financial instruments — Assets	22,454	1,786
Tax receivables	15,350	14,966
Other current financial assets	320,894	340,380
Other current assets	84,574	68,773
Cash and cash equivalents	254,321	459,791
Current borrowings	(286,175)	(157,292)
Current lease liabilities	(111,457)	(106,643)
Derivative financial liabilities — Liabilities	(2,362)	(14,138)
Other current financial liabilities	(37,258)	(33,984)
Current provisions for risks and charges	(13,969)	(14,093)
Tax liabilities	(25,999)	(28,773)
Other current liabilities	(118,828)	(124,356)
Trade Working Capital	**317,128**	**275,798**
of which trade receivables	*177,213*	*160,360*
of which inventories	*410,851*	*338,475*
of which trade payables and customer advances	*(270,936)*	*(223,037)*

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Explanatory Notes

1) Relates to legal costs of €7,532 thousand incurred in 2022 by the Thom Browne Segment in connection with a legal dispute between adidas and Thom Browne, primarily in relation to the use of trademarks. This amount is recorded within the line item "purchased, outsourced and other costs" in the consolidated statement of profit and loss.
2) Relates to transaction costs of €2,289 thousand incurred in 2022 in connection with acquisitions, primarily for consultancy and legal fees related to the TFI Acquisition. This amount is recorded within the line item "purchased, outsourced and other costs" in the consolidated statement of profit and loss and is related to Corporate.
3) Relates to severance indemnities incurred by the Zegna Segment of €2,199 thousand, €8,996 thousand and €12,308 thousand in 2022, 2021 and 2020, respectively, recorded within the line item "personnel costs" in the consolidated statement of profit and loss.
4) Costs related to the Business Combination of €2,137 thousand in 2022 relate to the grant of equity awards to management in 2021 with vesting subject to the public listing of the Company's shares and certain other performance and/or service conditions. This amount is recorded within the line item "personnel costs" in the consolidated statement of profit and loss and relates to the Zegna Segment for €1,101 thousand, to the Thom Browne Segment for €98 thousand and to Corporate for €938 thousand. Costs related to the Business Combination in 2021 include: (a) €114,963 thousand relating to share-based payments for listing services recognized as the excess of the fair value of Zegna ordinary shares issued as part of the Business Combination and the fair value of IIAC's identifiable net assets acquired. This amount is recorded within the line item "other operating costs" in the consolidated statement of profit and loss and is related to Corporate. (b) €37,906 thousand for the issuance of 5,031,250 Zegna ordinary shares to the holders of IIAC class B shares to be held in escrow. The release of these shares from escrow is subject to achievement of certain targets within a seven-year period. This amount is recorded within the line item "other operating costs" in the consolidated statement of profit and loss and is related to Corporate. (c) €34,092 thousand for transaction costs related to the Business Combination incurred by Zegna, including costs for bank services, legal advisors and other consultancy fees. This amount is recorded within the line item "purchased, outsourced and other costs" in the consolidated statement of profit and loss and is related to Corporate. (d) €10,916 thousand for the Zegna family's grant of a one-time €1,500 gift to each employee of the Zegna Group as result of the Company's listing on NYSE completed on December 20, 2021. This amount is recorded within the line item "personnel costs" in the consolidated statement of profit and loss and is related to the Zegna Segment for €10,120 thousand and to the Thom Browne Segment for €796 thousand. (e) €5,380 thousand relating to grant of performance share units, which each represent the right to receive one Zegna ordinary share, to the Group's Chief Executive Officer, other Zegna directors, key executives with strategic responsibilities and other employees of the Group, all subject to certain vesting conditions. This amount is recorded within the line item "personnel costs" in the consolidated statement of profit and loss and is related to the Zegna Segment for €2,908 thousand, to the Thom Browne Segment for €239 thousand and to Corporate for €2,233 thousand. (f) €1,236 thousand related to the fair value of private warrants issued, pursuant to the Business Combination, to certain Zegna non-executive directors. This amount is recorded within the line item "personnel costs" in the consolidated statement of profit and loss and is related to Corporate. (g) €566 thousand related to the write-off of non-refundable prepaid premiums for directors' and officers' insurance. This amount is recorded within the line item "personnel costs" in the consolidated statement of profit and loss and is related to Corporate. €273 thousand related to the deal contingent option entered in November 2021. The amount was recorded within the line item "foreign exchange gains/(losses)" in the consolidated statement of profit and loss.
5) Net impairment of leased and owned stores includes (i) impairment of €2,369 thousand, €6,486 thousand and €15,716 thousand related to right-of-use assets, (ii) reversals of impairment of €756 thousand and impairment of €2,167 thousand and €4,011 thousand related to property plant and equipment and (iii) impairment of €26 thousand, and €39 thousand and reversals of impairment of €2 thousand related to intangible assets, for 2022, 2021 and 2020, respectively. Net impairment in 2020 includes the effects of the COVID-19 pandemic on the Group's operations. Impairment and reversals of impairment of leased and owned stores are recorded within the line item "depreciation, amortization and impairment of assets" in the consolidated statement of profit and loss and relate entirely to the Zegna Segment for the periods presented, with the exception of impairment of €820 thousand relating to the Thom Browne Segment in 2022.

Non-IFRS Financial Measures

Ermenegildo Zegna Group

Explanatory Notes

6) Relates to a donation of €1,000 thousand in 2022 to the United Nations High Commissioner for Refugees (UNHCR) to support initiatives related to the humanitarian emergency in Ukraine. This amount is recorded within the line item "other operating costs" in the consolidated statement of profit and loss and is related to Corporate.

7) Net (income)/costs related to lease agreements relate entirely to the Zegna Segment and include: (a) in 2022: (i) proceeds of €6,500 thousand received from new tenants in order for Zegna to withdraw from existing lease agreements of commercial properties (recorded within the line item "other income" in the consolidated statement of profit and loss) and (ii) €950 thousand for reversals of previously recognized provisions in respect of a legal claim related to a lease agreement in the US (recorded within "write downs and other provisions" in the consolidated statement of profit and loss), partially offset by (ii) €606 thousand for losses related to a sublease agreement in the US (recorded within "other operating costs" in the consolidated statement of profit and loss); (b) in 2021: (i) €12,192 thousand of provisions relating to a lease agreement in the US following an unfavorable legal claim judgment against the Group (recorded within "write downs and other provisions" in the consolidated statement of profit and loss), (ii) €1,492 thousand of legal expenses related to a lease agreement in Italy (recorded within "other operating costs" in the consolidated statement of profit and loss) and (iii) €1,829 thousand in accrued property taxes related to a lease agreement in the UK (recorded within "write downs and other provisions" in the consolidated statement of profit and loss); (c) in 2020: €3,000 thousand for legal expenses relating to a lease agreement in the UK (recorded within the line item "write downs and other provisions" in the consolidated statement of profit and loss).

8) Other adjustments in 2021 include €6,006 thousand related to losses incurred by Agnona subsequent to the Group's sale of a majority stake in Agnona in January 2021, for which the Group was required to compensate the company in accordance with the terms of the related sale agreement, as well as €144 thousand relating to the write down of the Group's remaining 30% stake in Agnona, both of which relate to Corporate (both amounts are recorded within the line item "write downs and other provisions" in the consolidated statement of profit and loss), partially offset by other income generated by the Zegna Segment of €1,266 thousand relating to the sale of rights to build or develop airspace above a building in the United States (this amount is recorded within the line item "other income" in the consolidated statement of profit and loss). Other adjustments in 2020 include (i) donations of €4,482 thousand to charitable organizations in Italy and abroad to support initiatives related to the COVID-19 pandemic, of which €3,175 thousand relates to Corporate and €1,307 thousand relates to the Zegna Segment (this amount is recorded within the line item "other operating costs" in the consolidated statement of profit and loss) and (ii) impairment on assets held for sale of €3,053 thousand in 2020, of which €988 thousand relates to Corporate and is recorded within the line item "write downs and other provisions" and €2,065 thousand relates to the write down of inventories in the Zegna Segment and is recorded within the line item "cost of raw materials and consumables" in the consolidated statement of profit and loss.

9) Relates to a gain of €20,675 thousand recognized by the Thom Browne Segment following the exercise of a written option on non-controlling interests and the purchase of an additional 5% of the Thom Browne Group on June 1, 2021. This amount is recorded within the line item "financial income" in the consolidated statement of profit and loss.

10) Relates to an impairment of €4,532 thousand in the Group's investment in TFI, which was recognized following a reported net loss by TFI that management considered as an indication of impairment.

11) Includes the tax effects of the aforementioned adjustments.

12) Represents the Profit/(Loss) for the year attributable to non-controlling interests plus the impact of non-controlling interests on the adjusting items.

Capital Expenditure

Capital expenditure is defined as the sum of cash outflows that result in additions to property, plant and equipment and intangible assets.

(€ thousands)	At December 31,		
	2022	**2021**	**2020**
Payments for property, plant and equipment	49,114	79,699	27,630
Payments for intangible assets	24,185	14,627	11,524
Capital Expenditure	**73,299**	**94,326**	**39,154**

Glossary and Definitions

Ermenegildo Zegna Group

(1) y o y: used to refer to year on year growth rate. All growth rates are at actual currency
(2) Growth rates in this presentation are year on year unless specified differently
(3) cFX growth: means growth at constant currency. For the description of constant currency calculation, see page 23
(4) FX: means foreign exchange or currency
(5) M: may be used to refer to million
(6) d d: means double digit
(7) E com means e commerce
(8) DOS: Directly Operated Store
(9) DTC: Direct to Consumer or Retail. DTC includes DOSs and direct E Commerce
(10) 1Q22 or 1Q21: means three months period from 1 January 2022 to March 31, 2022 and three months period from January 1, 2021 to March 31, 2021
(11) 2Q22 or 2Q21: means three months period from April 1, 2022 to June 30, 2022 and from April 1, 2021 to June 30, 2021
(12) 3Q22 or 3Q 21: means three months period from July 1, 2022 to September 30, 2022 and three months period from July 1, 2021 to September 30, 2021
(13) 4Q22 or 4Q 21: means three months period from October 1, 2022 to December 31, 2022 and three months period from October 1, 2021 to December 31, 2021
(14) 1H22 or 1H 21: means six months period from January 1, 2022 to June 30, 2022 and six months period from January 1, 2021 to june 30, 2021
(15) GCR: refers to Greater China Region . For Zegna's reporting purposes the Greater China Region includes the Chinese mainland, Hong Kong S.A.R., Macau S.A.R. and Tai wan
(16) Americas: Americas include North America and Latin America

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