



JUVENTUS Football Club

**Reports and Financial Statements**  
at 30 June 2008





Join the team.  
Its history and its trophies.

2

European  
Super Cups



1

Intertoto  
Cup



4

Italian  
Super Cups



1

Cup  
Winners' Cup



9

Italian  
Cups



3

UEFA  
Cups



29\*

Italian  
Championships

2

Intercontinental  
Cups



2

UEFA  
Champions League



\* one of which revoked (2004/2005) and one not assigned (2005/2006)



## SHAREHOLDERS' OGM

Centro Storico FIAT  
Turin, via Chiabrera 20

1<sup>st</sup> call: 28 October 2008 10.30 a.m.

## AGENDA

1. Financial statements at 30 June 2008 and Report on Operations; related deliberations.
2. Deliberations regarding the Board of Statutory Auditors following terminations.

Notice of the OGM was published in the daily newspaper La Stampa on 26 September 2008. The documentation regarding the matters on the agenda was made available to the public at the Company headquarters and at Borsa Italiana S.p.A., as required by law, as well as being published on the Company's Internet site: [www.juventus.com](http://www.juventus.com).

## JUVENTUS Football Club S.p.A.

### Registered office

Corso Galileo Ferraris 32, 10128 Turin

### Share capital fully paid

€ 20,155,333.20

### Registered in the companies register

Under no. 00470470014 - REA no. 394963



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# BOARD OF DIRECTORS, COMMITTEES AND AUDITORS

## Board of Directors

<i>Chairman:</i>	Giovanni Cobolli Gigli
<i>Chief Executive Officer and General Manager:</i>	Jean-Claude Blanc
<i>Directors:</i>	Carlo Barel di Sant'Albano <sup>(2)</sup> Aldo Mazzia <sup>(2)</sup> Gian Paolo Montali <sup>(1) (2)</sup> Riccardo Montanaro <sup>(1) (2)</sup> Marzio Saà <sup>(1) (2)</sup> Camillo Venesio <sup>(1) (2)</sup>

(1) Independent Director  
(2) Non Executive Director

## Audit Committee

Marzio Saà (*Chairman*)  
Riccardo Montanaro  
Camillo Venesio

## Remuneration and Appointments Committee

Carlo Barel di Sant'Albano (*Chairman*)  
Riccardo Montanaro  
Camillo Venesio

## Sports Committee

Giovanni Cobolli Gigli (*Chairman*)  
Jean-Claude Blanc  
Gian Paolo Montali  
Riccardo Montanaro

## Board of Statutory Auditors

<i>Chairman:</i>	Roberto Longo <sup>(3)</sup>
<i>Auditors:</i>	Gianluca Cristofori <sup>(3)</sup> Paolo Piccatti <sup>(3)</sup>

(3) Took office on 15 May 2008. For further information, see the section "Significant events in the 2007/2008 financial year".

## Independent Auditors

Deloitte & Touche S.p.A.

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### Expiry of mandates

The mandates of the Board of Directors and the Board of Statutory Auditors will expire with the Shareholders' Meeting to approve the Financial Statements as of 30 June 2009.

The mandate for the Independent Auditors will expire with the Shareholders' Meeting to approve the Financial Statements as of 30 June 2016.

### Powers of company officers

Under company By-laws (art. 21) the Chairman, Vice Chairman and CEO have the power to represent the Company in the framework of and in the exercise of the powers conferred on them and also to execute the decisions of the Board and in law.

Furthermore, the Board of Directors may, as permitted in law, assign powers to other directors, executives, representatives and managers within the limits set by the Board.

The Board of Directors voted on 29 June 2006 to confer specific management powers on the Chairman Giovanni Cobolli Gigli and the Chief Executive Officer and General Manager Jean-Claude Blanc. The exercise of some of these management powers, for values exceeding certain thresholds, envisages the joint signature of the Chairman and Chief Executive Officer.



## LETTER FROM THE CHAIRMAN



*Dear Shareholders,*

*the second year of management of your Company by the Board of Directors in office since 29 June 2006 has been completed, a year rich in satisfactions that has helped the Company to lay the foundations for new successes and to take important decisions for its future.*

*After the return to Serie A, the sports objective was to return immediately to European competitions. The Champions League is the natural home for Juventus, the arena in which the team can satisfy its own and all its fans' aspirations and ambitions. At the same time, as is well known, the top European competition guarantees important economic resources and helps to build the international image of those that participate in it.*

*If Juventus has been able to return immediately to the European scene, going back to where it left off, this is due above all to the team (players and technical staff) which took up the challenge of the new sports project with enthusiasm and passion. Passion, competency and professionalism are also the qualities of the management which, under the leadership of the Chief Executive Officer Jean-Claude Blanc, has given shape to the important projects that the Board of Directors has approved in the course of the year.*

*Thanks go to the Chief Executive Officer, the players, the trainer and his staff, the sports management, company personnel and all who helped in achieving this result, which I am certain represent the thoughts of Juventus shareholders and fans.*

*With the return to the Champions League, Juventus' television exposure will also increase, in Europe and all other continents. This is a significant fact, because the presence on international television circuits makes an important contribution to achieving the commercial goals to consolidate the Juventus brand, in particular in the so-called "emerging" countries in the world of football. Backing up this conviction, last Spring – at the end of the championship – the team went on a busy tour in China and Australia, where it was welcomed warmly by the public, attracting great interest from the local media, confirming the value universally recognised of your Company's brand. The later friendly matches played in Europe in the course of the summer confirmed the growing attention with which Juventus is viewed beyond the borders of Italy.*

*As regards Company organisation, work continued in the last year on the critical revision and improvement of management systems, in particular through the fine-tuning of the internal control system. With the fundamental contribution of the Audit Committee, this commitment has involved the entire Company structure, which has worked on activating the procedures defined in the course of the project conducted under the guidance of the Planning and Control department.*

*The 2007/2008 season was characterised by a decision of historic importance for your Company: in March, the Board of Directors approved the construction project for the new stadium, which envisages investment for € 105 million. This decision was made possible by the agreement signed with Sportfive, the leading European company in sports marketing. The partnership, which will last until the end of the twelfth year after the construction of the new stadium, regards the exclusive "naming right", as well as some rights for sales, promotions and sponsors for the new stadium.*

*This is an innovative agreement, unique in the history of Italian football, which has enabled the Company to approve such a significant investment, finding additional resources to those destined for the transfer acquisition market.*

*With this solution, the investment in the stadium will not reduce the capacity to acquire outstanding*

players, adequate for the company's sports objectives and in line with the trainer's technical needs. The new stadium will therefore bring added value, will be the home to a top-ranking team, able to compete at the maximum levels in Italy and Europe.

The quality of the agreement with Sportfive and the decision of the Board of Directors to support the Chief Executive Officer's innovative proposal are the proof that your Company is on the path to building a new important cycle in the history of Juventus, pursuing the goals for its relaunch that are the basis of the project set out when it took office.

This project embraces a sports vision that puts at the centre the commitment to the youth sector, considered a fundamental resource for the creation of value, on the pitch and not only there. Juventus intends to be a company that respects its declarations. Young and Italian, with the right blend of established champions and emerging talents: the team that we will see in the years to come must also be the real, successful representation of a model of sustainable football.

Economic equilibrium and excellent results on the pitch: the creation of the new stadium and the new commercial strategies make it possible to look forward to the future with confidence, also in the light of the new rules introduced by the Lega Calcio on television rights following the approval of Law no. 106 of 19 July 2007.

On this front, in the course of the last year Juventus has worked with great energy to find, in the institutional bodies, the right balance between the different needs of professional clubs, trying to protect its own legitimate interests, aware of the value that your Company is able to generate, for the benefit of all football in the country. The solutions adopted by the Lega Calcio have accepted some of the suggestions put forward by Juventus in the course of the lengthy negotiations that have involved the managers of the professional clubs.

The commitment has continued this year, in pursuit of the values that we believe Juventus must promote, to support the non-profit Fondazione Crescere Insieme al Sant'Anna children's hospital. A series of initiatives were organised involving the trainer and the most well-known players directly, and enjoying the support of dozens of fan clubs and some commercial partners. Practical proof of how football can have a significant role in promoting solidarity. Support also continued for the Fondazione Piemontese per la Ricerca sul Cancro, to which an annual contribution for the management of essential services for needy patients is made.

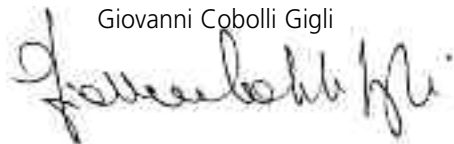
Finally, and again on this occasion, I would like to remember Alessio and Riccardo.

In the course of the second edition of the "Ale & Ricky sempre nel cuore" tournament held on 13 and 14 September at the Vinovo Training Centre, the youth sector match pitch was named after the two boys, in agreement with their families. In addition, to give a tangible and evocative sign of the passion for sport and for life that Alessio and Riccardo brought, a work of art by the sculptor Leonardo Pivi has been installed in the area facing the pitch.

A mosaic of great artistic quality and with a strong symbolic value that we are certain reflects the feelings of all Juventus fans.

Turin, 24 September 2008

Giovanni Cobolli Gigli





## REPORT ON OPERATIONS

## The 2007/2008 season in brief

### FROM PENALISATION IN SERIE B TO EUROPE

In the course of just two seasons, the Company has returned to the peak of Serie A and has the chance once again to play at the international level, a terrain in which it has never lost its authority or consideration, even in the most difficult period of its history.

Juventus has, in fact, maintained its position in the Executive Committee of the G14 representing Italian clubs and has, at the same time, contributed actively to the foundation of the European Club Association (ECA), a strategic body that has replaced the G14 and which now sees the participation of all the 53 member associations of UEFA.



### A NEW COMMERCIAL STRATEGY

After benefiting from the capital increase in 2007, the Company set itself the goal of guaranteeing economic sustainability through the generation of cash flow that enables it to be competitive in sport. This is also due to the reduction in revenue from television rights, as a consequence of the application of Law no. 106 of 19 July 2007, which will come into force from the 2010/2011 financial year.

To this end, the management has drawn up a new commercial strategy denominated "Less is More".

The keystone of the strategy is the definition of stable and long-lasting relations with a limited and select number of commercial partners who can benefit from greater visibility and exclusive trade exposure.







### Less is more

The Less is More strategy, borrowed from international events, has already produced the first results: 10 important companies, out of the total 12 planned, have chosen to become partners of Juventus.

Being a Juventus partner means something different and more respect than is common in other situations in Italian football. It means sharing the company strategy and its projects, as demonstrated, for example, by the participation of Fiat Professional and New Holland in the events organised at the Olympic Stadium, of Costa Crociere in the Asian tour and of Air One with the charity initiative for the "Crescere Insieme al Sant'Anna" project.

The sharing of the Less is More strategy also allows the elimination of local advertising and the second tier of advertising rotors around the pitch.



## THE NEW STADIUM

The 2007/2008 season, in addition to the brilliant results on the pitch that laid the foundations for the return to the UEFA Champions League, will be remembered for the launch of the project for the new stadium which will be a source of revenue, but also a long-lasting legacy for the Company and a place dedicated to its fans permanently and continuously.

At the same time as the approval of the project by the Board of Directors, which envisages an investment estimated at € 105 million, a strategic long-term commercial alliance was signed with Sportfive (a company of the Lagardère Sports group, the European leader in the field of sports marketing) which will contribute to financing of the project, for a minimum amount guaranteed of € 75 million, through the sale of the "naming right" for the new stadium, as well as part of the sky boxes and VIP seats, for a period of twelve years starting from the completion of the construction of the new stadium.

The nature of the agreement with Sportfive is a total innovation for Italy.

Juventus, the only Serie A club to own its own stadium, has entrusted the project to a pool of high-profile architects and engineers, who will be joined by the prestigious names of Pininfarina and Giugiaro for the design respectively of the interior and exterior of the new ground.

Fans will thus be able to support a competitive team in an avantgarde stadium and will be able to enjoy an experience unique in Italian football, in that they will watch games from very close quarters. In addition, they will be involved in entertainment initiatives before and after the match, ideas already being tested at the Olympic Stadium.

Alongside the stadium there will be a top-level commercial centre that will transform the entire area into a point of attraction for the city.

The project should be completed by the beginning of the 2011/2012 football season, thanks to the active collaboration with the City of Turin.

## The 2007/2008 season at the Olympic Stadium

**20,929** spectators per home game on average, **82%** of the seats available

€ **9** million revenues from the stadium, **+59%** compared to the 2006/2007 season

**17,173** season tickets sold for net income of € **5.4** million, including additional services, **+80%** compared to the 2006/2007 season

Sport Production and entertainment at the Olympic Stadium are organised by a close-knit Juventus staff aided by professionals through:

- video and camera direction dedicated solely to interaction with the public
- audio and jingle machine direction for sound effects and music with a dedicated staff of 7 people
- 6 "airman" systems at the 4 corners of the pitch, the main entrances for pre-match and event entertainment moments
- special systems for evening matches with light effects, colours and maxi projections of logos on the walls of the main entrances



## FANS NEAR AND FAR

Beyond the initiatives at the stadium, the approximately 12 million Italian Juventus fans can follow the club's life through the Juventus Channel, which, almost two years on from its launch, has nearly 38,000 subscribers. In addition, the historic official monthly Hurrà Juventus has new graphics and content, with over 2,500 subscribers and more than 13,000 copies sold.

For all fans around the world, the new official site "Juventus.com" has been created to find information, in-depth reports, browse and follow the First Team games through the livematch service and participate actively in Juventus Membership, the first bianconera community.

One of the Company's objectives is the desire to confirm and assert itself more and more as one of the best-loved teams around the globe, being able to count on around 180 million potential fans and activating a process of internationalisation, including international tours. The most significant of these are:

- the winter retreat on the island of Malta;
- the post-championship tour in South-East Asia and Australia, visiting Hong Kong, Shanghai and Melbourne, with friendly matches, activities for the local media and marketing initiatives directed at the consumer market;
- the pre-championship (08/09) tour in England, playing in the Emirates Cup and the prestigious friendly match against il Manchester United.



## Juventus Membership

The first **on-line membership** programme closed its first year of life with **30,000** members, **17%** of whom from 100 foreign countries. Some figures: **100** candidates per day to write on the blog, **5'** average duration of each session, over **150,000** unique visitors per month, **35,000** comments on messages posted, over **500,000** chat accesses in the first 10 days open.

The main initiatives organised in the course of the year were:

"**Porte Aperte alla Juventus**", on the 110<sup>th</sup> anniversary of the foundation of the club which enabled 110 members to visit Juventus locations in Turin and Vinovo.

"**Entra nella Storia**", the installation of a display visualising the names of all the members in the Sala Coppe (Cup Room) at the Juventus HQ and on the official bus.



[www.juventusmember.com](http://www.juventusmember.com)



## Juventus Merchandising\*

Parallel to other operations, the company Juventus Merchandising, which develops retail, licencing and soccer school activities, is pursuing the internationalisation strategy.

In Italy a new Summer Camp has been set up in Madonna di Campiglio, adding to those already well-established in Bardonecchia, Lido Adriatico, Rocegnolo Terme, Procida and Nottingham in the United Kingdom.

A new Juventus Store has recently been opened at Lingotto in Turin, joining the original store in Via Garibaldi.

In the United States, Juventus Soccer Schools has held summer courses in Beaverton and Seattle, and developed licensing operations through the agreement with Warner Bros.

In the retail sector, after Tokyo, on 1 May 2008 a store was opened in Riyadh, the first in the Arab world.



[www.juvestore.com](http://www.juvestore.com)

## YOUNG PLAYERS

Juventus wants to be a club made up of established and highly prestigious champions and young players, mainly Italians who have come through the Company's youth nursery. This is why investments have been made in the youth sector to develop a model of technical and psychological growth, introducing co-ordinators between the various youth teams and the First Team. In addition, investments have been made in young talents, both Italian and foreign.

These are the principles, innovative in Italy, that inspire the collaboration of coaches so that young Juventus players train with the same approach and methodology.

This is the reason of the decision to expand the Vinovo Training Centre to allow all squads, from the youth teams to the First Team, to train in the same place.

The hope is that one day we will see a young player, who has come up through the ranks, who can drive the team to conquer the UEFA Champions League. A dream for him, a strategic goal for us.



\* limited company fully owned by the Nike Group



**COLLABORATION THAT IS WORTH A LIFE**

Together with the consolidated collaboration with the *Fondazione Piemontese per la Ricerca sul Cancro* cancer research institute, work continues with the *Fondazione Crescere Insieme al Sant'Anna* to help the financing of the restructuring of the maternity ward of the Sant'Anna children's hospital of Turin.

The various initiatives organised in the season just finished include the exhibition "Juventus. 110 years in art", dedicated to the celebration of the Company's 110<sup>th</sup> anniversary and hosted in the elegant setting of Palazzo Bricherasio in Turin.

On Mothers' Day, the Foundation also brought together the two historical Turin football clubs, with the kind collaboration of the ladies Alena Seredova and Kartika Luyet.

[www.fondazioneasantanna.it](http://www.fondazioneasantanna.it)



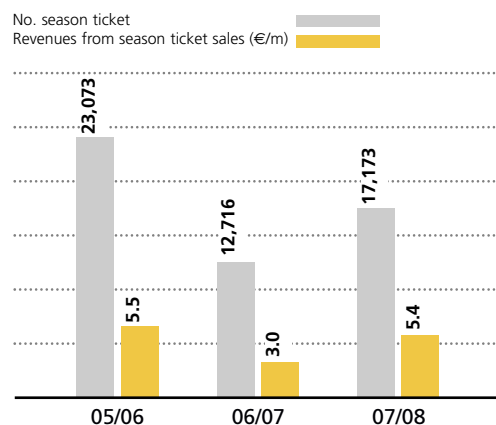
## Economic and financial highlights

€/000	2007/2008 serie A	2006/2007 serie B	2005/2006 serie A
Revenues	203,732	186,686	226,029
Operating costs	(174,483)	(147,397)	(206,864)
Operating income	(10,288)	6,470	(49,455)
Income/(loss) before taxes	(9,416)	4,186	(51,551)
Net income/(loss)	(20,787)	(928)	(45,986)
Players' registration rights	73,650	53,100	107,393
Shareholders' equity	95,366	116,276	14,199
Net financial position	11,253	21,749	(12,931)



### SEASON TICKET CAMPAIGN<sup>(\*)</sup>

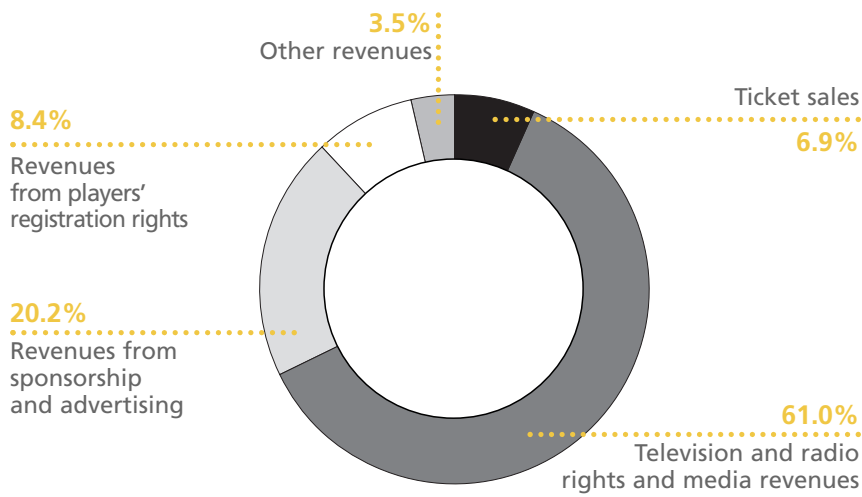
In the 2007/2008 football season a total of 17,173 season tickets were sold against the 12,716 in the 2006/2007 season. Total net income, including additional services, amounted to € 5.4 million, an increase compared to € 3 million in the previous season. The 2007/2008 season ticket campaign benefited from the return to Serie A.



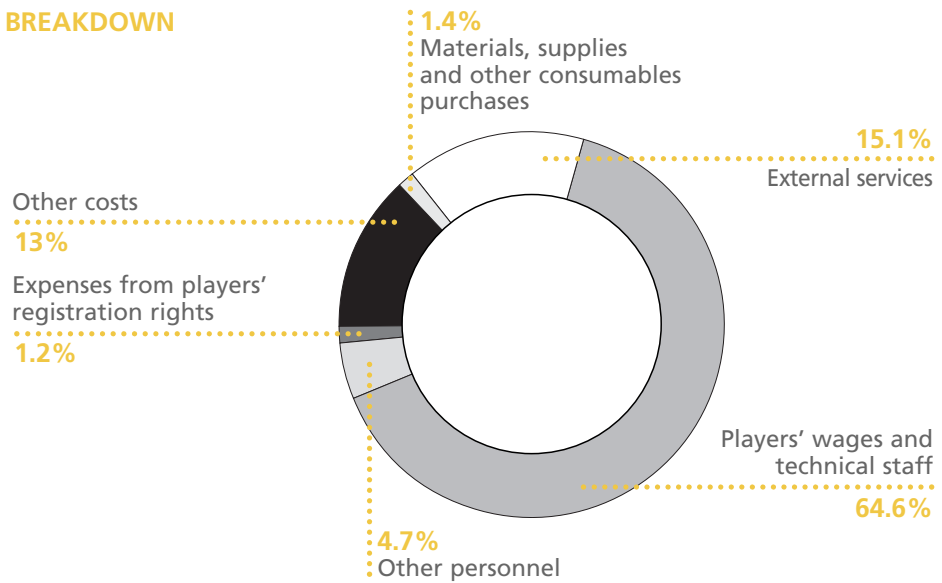
(\*) in the 2007/2008 and 2006/2007 seasons the First Team played its home matches at the Olympic Stadium (capacity of 25,442 spectators), while in the 2005/2006 season matches were played at the Stadio Delle Alpi (capacity of 67,229 spectators).



## REVENUES BREAKDOWN



## OPERATING COSTS BREAKDOWN



# Shareholding structure and stock market

## SHARE CAPITAL

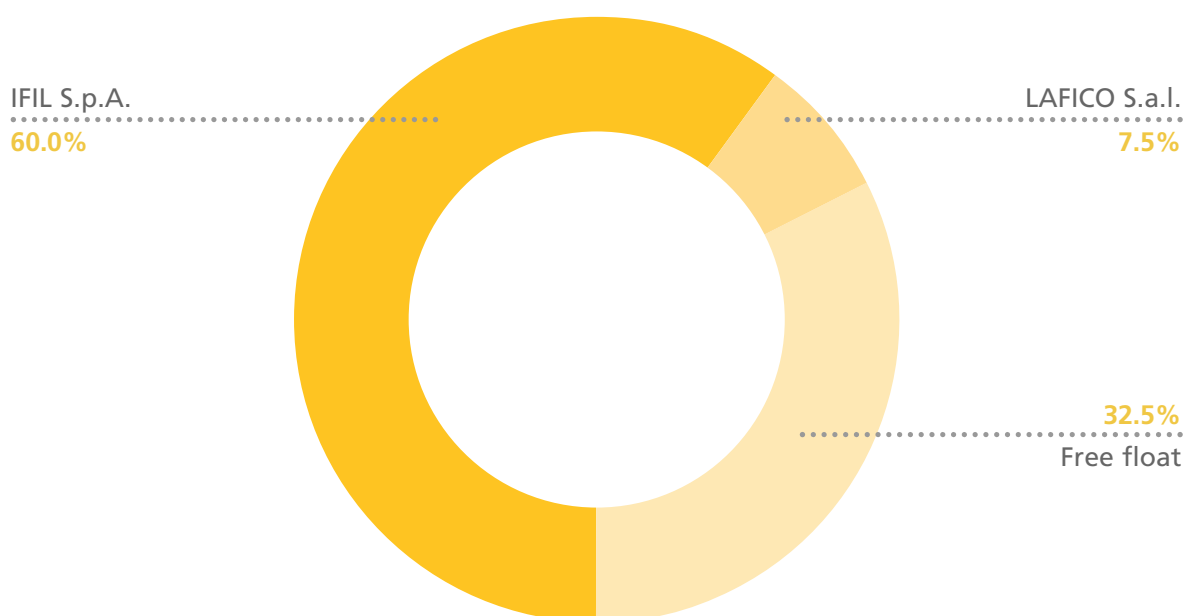
Share capital underwritten and fully paid of Juventus Football Club S.p.A. (hereafter Juventus) amounts to € 20,155,333.20, divided into 201,553,332 shares of the nominal value of € 0.1.

## TREASURY SHARES

Juventus holds no treasury shares.

## SHAREHOLDING STRUCTURE

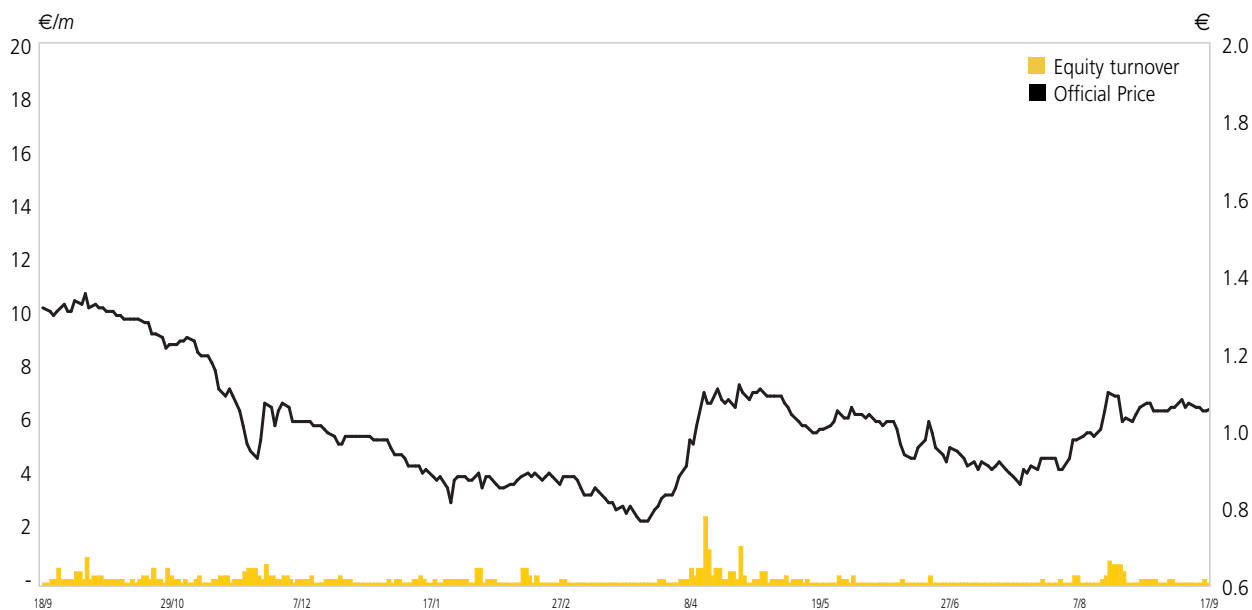
On the basis of the information available, Juventus has about 40,000 shareholders and the shareholding structure is as follows:



The holders of more than 2% of ordinary shares at today's date are therefore IFIL Investments S.p.A. and LAFICO S.a.l.



## JUVENTUS SHARE PRICE TREND AND EQUITY TURNOVER



At 17 September 2008 the official Juventus share price was € 1.036, a decrease of 20.3% compared to the value recorded on 17 September 2007 (€ 1.3). In the 2007/2008 financial year the share price showed an overall negative trend despite the rise in the last quarter. The average daily turnover in the last twelve months was € 0.2 million.

## FINANCIAL COMMUNICATION AND INVESTOR RELATIONS

Juventus devotes particular attention to relations with Italian and international shareholders, analysts, institutional investors and journalists. In particular in 2007/2008 financial year:

- several hundred copies in Italian and English were distributed of the Annual Report, Six-Monthly Report and Quarterly Reports. Sent on request to shareholders, these publications are also available on the Internet in the Investor Relations section of the internet site [www.juventus.com](http://www.juventus.com);
- meetings were held with investors and analysts, organised by Borsa Italiana S.p.A., in London and Milan (October 2007 and March 2008);
- frequent contacts were maintained through individual meetings with financial analysts and institutional investors;
- information was provided through the daily, periodical, financial and sports press.

### *Relations with Institutional Investors and Financial Analysts*

Telephone +39 011 65 63 456  
 Fax +39 011 56 31 177  
 e-mail: [investor.relations@juventus.com](mailto:investor.relations@juventus.com)

### *Press Office*

Telephone +39 011 65 63 436  
 Fax +39 011 44 07 461  
 e-mail: [pressoffice@juventus.com](mailto:pressoffice@juventus.com)

# Significant events in the 2007/2008 financial year

## FOOTBALL SEASON

At the end of the football season the First Team finished third in the Serie A Championship, winning the right to play in the preliminary round for access to the 2008/2009 UEFA Champions League, passed after the two matches on 13 August and 26 August 2008.

As regards the youth sector, the victory of the Primavera category in the Italian Super Cup for the second consecutive year is worthy of note.

## 2007/2008 TRANSFER CAMPAIGN

In the 2007/2008 football season the Transfer Campaign was held, as usual, in two phases: the first from 2 July to 31 August 2007, the second from 4 January to 31 January 2008.

In the course of the Transfer Campaign Juventus completed the following **main operations** concerning players' registration rights:

€/000

### Definitive acquisitions

Player	Football club	Price	IFRS value of rights (incl. expenses)	Years of contract
Almeida Gomes de Andrade	Deportivo La Coruna	10,000	10,220	3
Almiron Sergio Bernardo	Empoli FC	9,000	8,497	5
Cardoso Mendes Tiago	Olympique Lyonnais	13,000*	14,106	5
Grygera Zdenek	AFC Ajax	-	850	5
Iaquinta Vincenzo	Udinese Calcio S.p.A.	11,250	10,646	5
Salihamidzic Hasan	FC Bayern München	-	759	4
Sissoko Mohamed Lamine	Liverpool FC	11,000*	11,032	5

\* The purchase value may increase by a further maximum of the € 2 million on achieving given sports performances in the course of the duration of the contract.

### Definitive disposals

Player	Football club	Price	Price present value	Net book value	Profit/(loss)
Balzaretti Federico	ACF Fiorentina	3,800	3,588	176	3,412
Boumsong Jean Alain	Olympique Lyonnais	3,000	2,835	2,990	(155)
Gasbarroni Andrea	Parma FC	1,500	1,416	993	423
Gastaldello Daniele	UC Sampdoria	1,250	1,183	869	314
Kapo Olivier	Birmingham City	2,300	2,300	117	2,183
Miccoli Fabrizio	US Città di Palermo	4,300	4,063	1,939	2,124

### Temporary acquisitions

Player	Football club	Annual cost
Stendardo Guglielmo	SS Lazio	400

€/000

**Temporary disposals**

Player	Football club	Annual cost
Almiron Sergio Bernardo*	A.S. Monaco	-
Olivera Da Rosa Ruben	Club Atletico Penarol	-
Criscito Domenico	Genoa Cricket and FC	-

\* The Company sold to A.S. Monaco for € 400 thousand the option right for the definitive acquisition of the football player starting from the 2008/2009 football season (option not exercised)

**Termination of player-sharing agreements in favour of Juventus**

Player	Football club	Previous net book value	Price	Total IFRS value of rights	Years of contract
Gastaldello Daniele	AC Siena	253	650	869	sold
Molinaro Cristian	AC Siena	-	2,500	2,500	5
Nocerino Antonio	Piacenza FC	200	3,700	3,785	5
Volpe Francesco M.	Ravenna Calcio	253	1,000	1,234	sold
Zammuto Pietro	SS Sambenedettese Calcio	-	170	165	sold

**Termination of player-sharing agreements in favour of other clubs**

Player	Football club	Termination price	Price present value	Net book value	Profit/(loss)
Bentivoglio Simone	AC Chievo Verona	500	477	-	477
Boudiansky Viktor	Ascoli Calcio 1898	900	850	1	849

**Player-sharing disposals**

Player	Football club	50% price	Price present value	50% net book value	Profit/(loss)
Blasi Manuele	SSC Napoli	2,450	2,326	2,154	172
De Ceglie Paolo	AC Siena	1,250	1,183	-	1,183
Guzman Gaetan Tomas	Piacenza FC	450	436	419	17
Packer Douglas Ricardo	AC Siena	150	150	125	25
Paolucci Michele	Udinese Calcio	1,355	1,287	17	1,270
Paro Matteo	Genoa CFC	1,500	1,417	308	1,108
Piccolo Felice	Empoli FC	125	125	112	13
Rossi Andrea	AC Siena	400	400	28	372
Volpato Rej	Empoli FC	500	475	133	342
Volpe Francesco M.	AS Livorno Calcio	1,000	982	617	365
Volpe Francesco M.	Ravenna Calcio	450	438	253	185
Zalayeta Marcelo	SSC Napoli	1,400	1,329	-	1,329
Zammuto Pietro	Piacenza FC	170	165	82	83
Zammuto Pietro	SS Sambenedettese Calcio	80	80	-	80

**Economic and financial effects of the Transfer Campaign**

The operations completed entailed an increase in the capital invested of about € 52.4 million, following:

€/000

Acquisitions	64,599
Disposals (net book value)	(12,194)
<b>Balance</b>	<b>52,405</b>

The economic impact in the 2007/2008 financial year related to the profits and losses from the disposals of players' registration rights was positive for € 16.2 million. The temporary acquisitions and disposals of players' registration rights will determine on an annual basis a net negative economic and financial effect for € 0.4 million pertinent to the second half of the 2007/2008 financial year.

The overall financial effect, including the implicit financial expenses and revenues regarding deferred receipts and payments, was negative for € 39.9 million of which:

- € 5.4 million settled through the *Lega Nazionale Professionisti*;
- € 30.2 million settled directly with foreign football clubs;
- € 4.3 million (payment for consultancy services provided by FIFA sports agents) settled directly.

€/million	Total	07/08	08/09	09/10	10/11	11/12
LNP	<b>(5.4)</b>	(3.9)	(1.4)	(0.1)	-	-
Foreign F.C.	<b>(30.2)</b>	(11.6)	(9.5)	(5.6)	(3.5)	-
Agents	<b>(4.3)</b>	(2.4)	(1.0)	(0.5)	(0.2)	(0.2)
<b>Total</b>	<b>(39.9)</b>	<b>(17.9)</b>	<b>(11.9)</b>	<b>(6.2)</b>	<b>(3.7)</b>	<b>(0.2)</b>

#### *Bank guarantees*

As far as changes in and the situation of guarantees in favour of FIGC - LNP are concerned, regarding the 2007/2008 Transfer Campaign, on 4 July 2007 Banca Sella issued a guarantee to FIGC – LNP to guarantee the balance to be paid in the 2009/2010 season of € 5.6 million, cancelled later on 7 September 2007. At 30 June 2008 there are therefore no outstanding bank guarantees in favour of FIGC - LNP.

As regards the situation of bank guarantees outstanding at 30 June 2008 concerning the international transfers of football players are concerned, for which no compensation system is envisaged as in the case of national transfers, reference should be made to the Notes to the financial statements.

#### **OPERATIONS CONCERNING PLAYERS' REGISTRATION RIGHTS**

In the course of the second half of the 2007/2008 financial year a number of operations were completed regarding players' registration rights which will produce economic and financial effects starting from 1 July 2008. These operations are summarised in the paragraph on the 2008/2009 Transfer Campaign contained in Significant events after the closure of the 2007/2008 financial year.

#### **RENEWALS AND TERMINATIONS OF PLAYING CONTRACTS**

It should be remembered that the renewal of the playing contracts of the footballers Buffon Gianluigi, Trezeguet David and Molinaro Cristian, signed in the course of the 2006/2007 season, have been effective as of 1 July 2007.

In the course of the 2007/2008 football season, the registration rights for the following players were extended and/or renegotiated:

- Camoranesi Mauro German, until 30 June 2010;
- Criscito Domenico, until 30 June 2012;
- Legrottaglie Nicola, until 30 June 2010;
- Nedved Pavel, until 30 June 2009;
- Nocerino Antonio, until 30 June 2012;
- Palladino Raffaele, until 30 June 2011.

These renewals entailed the extension of the amortisation plans for the registration rights of the individual players with the consequent positive effect on the 2007/2008 financial year (in terms of lower amortisation) for about € 4.5 million.

In addition, as of the 2008/2009 financial year, the contracts were extended of the players Buffon Gianluigi, until 30 June 2013, and Del Piero Alessandro, until 30 June 2010.

In addition, the playing contracts of Giannichedda Giuliano and Tacchinardi Alessio were mutually terminated.

### SEASON TICKET CAMPAIGN

The Season Ticket Campaign for the 2007/2008 football season closed on 8 September 2007. 17,173 season tickets were sold for gross revenues of € 6.3 million and net income of € 5.4 million.

12,716 season tickets were sold in the 2006/2007 football season for gross revenues of € 3.5 million and net income of € 3 million.

The figures for receipts include additional services except advance sales.

### UEFA LICENCE

On 8 May 2008, the first UEFA Licence Commission at the FIGC, having examined and verified that the documentation provided conformed with the criteria and regulations, issued Juventus with the UEFA licence for the 2008/2009 season.

### MEDIASET GROUP CONTRACTS

On 29 January 2008 the Mediaset Group exercised the options rights acquired on 23 December 2005 in the framework of the agreements regarding the transmission, through any distribution platform, of the home matches for the Italian Championship, for Italy (encrypted) and for the rest of the world (also free to air), and the television broadcasting of one friendly tournament and other rights. Following the exercise of these options rights, the existing contracts will be extended to the 2009/2010 football season with a sum to be paid to Juventus for this season for a total of € 112 million, which will be paid in monthly instalments according to economic pertinence.

## NEW REGULATIONS ON AUDIOVISUAL RIGHTS AS OF THE 2010/2011 FOOTBALL SEASON

On 1 February 2008, Legislative Decree no. 9 of 9 January 2008 concerning the regulation of the ownership and commercialisation of sports audiovisual rights and the related division of resources was published in the *Gazzetta Ufficiale* no. 27.

The law confirms the validity of current contracts until 30 June 2010.

The Company has undertaken in the framework of the *Lega Nazionale Professionisti* to collaborate on the definition of the period of transition, as well as the guidelines for the commercialisation of audiovisual rights for the definitive period.

## STADIUM PROJECT

On 13 July 2007, the Company underwrote the variation on the agreed executive plan (PEC) with the City of Turin regarding the Stadio Delle Alpi area.

This planning tool made it possible to continue plans to enhance the area.

On 18 March 2008 the Board of Directors of Juventus Football Club S.p.A., approved the Stadium Project that envisages the creation of a new ground on the area currently occupied by the Stadio Delle Alpi, for a total investment estimated at € 105 million.

The Board of Directors has mandated the Chief Executive Officer Jean-Claude Blanc to undertake all the activities and acts necessary or appropriate to implement the Project that, in any case, does not foresee a capital increase, checking its feasibility from the administrative point of view, in particular, maintaining all the relations required with the relevant authorities.

As the first concrete act regarding the Stadium Project, on 20 March 2008 Juventus and Sportfive Italia S.r.l. (owned by Sportfive Group, a company of the Lagardère Sports Group, the European leader in the fields of sports rights marketing) signed a long term strategic partnership with respect to exclusive naming rights and partial promotional and sponsorship rights of the new stadium.

On the basis of the agreement, Sportfive has the exclusive right to manage the sale of the naming right of the new stadium and to market part of the sky boxes and VIP seats.

On 18 April 2008 Juventus and Sportfive signed the final agreement.

The partnership shall last until the twelfth year after the completion of the construction of the new stadium (presently foreseen to be ready in the sports season 2011/2012 and, therefore, the final term should elapse on 30 June 2023).

The agreement provides for an overall base compensation of € 6.25 million per annum for 12 years, that will be paid during the term of the partnership. The agreement envisages that a significant part of the payments will be made during the construction of the new stadium.

On 16 May 2008 the Integrated Programme, the so-called "PRIN", a variation on the P.R.G. (Piano Regolatore Generale, Master Plan), was presented to the City of Turin for the Stadio delle Alpi area which should make it possible to begin the implementation stage of the stadium project once the authorisation process has been completed.

On 29 July 2008 this programme was approved by the City Executive of Turin and presented to the City Council.

On the basis of progress in the project, the new stadium could be ready from the 2011/2012 football season.

### **CAMPI DI VINOVO S.P.A.**

On 26 July 2007, Costruzioni Generali Gilardi S.p.A. (CGG) exercised the option rights for the purchase of the shares of Campi di Vinovo S.p.A. (Campi di Vinovo) held by Juventus pursuant to the option contract underwritten by the parties on 31 March 2006.

In addition, again on 26 July 2007, in compliance with the obligations assumed in the option agreement executed with CGG on 31 March 2006, Juventus has transferred to Campi di Vinovo the branch of business containing the contracts and all the activities relating commercial park located in the Municipalities of Vinovo and Nichelino (the "Mondo Juve" project).

The overall consideration for the transfer of the business is € 25 million. The sum due by Juventus for infrastructure expenses have been capped to € 19.2 million.

The operation as a whole, and after all the stages envisaged have been enacted, will result in an essentially balance economic result, net of the infrastructure expenses chargeable to Juventus. The overall financial effect will be positive for about € 23.5 million in six financial years, as the last instalment to be received is due by 31 December 2013.

The operation to sell Campi di Vinovo S.p.A. to Costruzioni Generali Gilardi S.p.A. (including the disposal of the branch of business related to the Mondo Juve project) was completed on 2 October 2007 with the receipt on the same date of the first instalment of € 1.1 million as envisaged by the relevant agreements. The future instalments are guaranteed by pledges on 3 share certificates for a total of 1,701,026 Campi di Vinovo S.p.A. shares, amounting to 68.04% of the share capital. As of 2 October 2007 Juventus no longer has any shareholding in Campi di Vinovo S.p.A..

On 12 February 2008 Consob requested information from the Company under Article 114, section 5, Legislative Decree no. 58/98. The following information is given pursuant to this request.

The receivables deriving from the operation, for a remaining total of € 42.4 million, € 34.2 million of which from Campi di Vinovo S.p.A. and € 8.2 million from Costruzioni Generali Gilardi S.p.A., will be received according to the following contractual agreements: € 12.5 million on the date of the beginning of construction work for the commercial park, and in any case no later than 31 December 2008; € 12.5 million one year after the date of opening to the public of the commercial park, and in any case no later than 31 December 2012; and € 17.4 million two years after the date of opening to the public of the commercial park, and in any case no later than 31 December 2013. The receivables have been time-discounted according to the estimate of the probable time schedule of receipts.

The total maximum sum for infrastructure expenses concerning the "Mondo Juve" project, which remain under the contractual responsibility of Juventus, amounted to € 19.2 million. A special risk fund

for the same amount has been set up, time-discounted according to the estimate of the probable time schedule of payment.

The residual sum of receivables and infrastructure expenses has been time-discounted at market rate according to the current estimate of the receipt and payment cash flow linked to implementation of the project, also considering that these flows will proceed at the same rate. As of today, no significant negative effects concerning the residual financial flows are envisaged, in that it is contractually specified that the receivables have a fixed final term of payment and that the infrastructure expenses due to be paid by Juventus have a maximum ceiling of € 19.2 million.

Juventus maintains the obligation to complete the administrative procedure linked to commercial licences, currently being finalised, including design modifications envisaged by the contract.

In the framework of the administrative procedure concerning the realisation of the Mondo Juve Commercial Park project, the Company was informed that Campi di Vinovo S.p.A., Regione Piemonte, the municipalities and parties concerned had underwritten on 16 May 2008 the related Programme Agreement. This fact led to a postponement of the beginning of work to construct the centre until the early months of 2009. As a consequence, the first payment envisaged by the sale contract of Campi di Vinovo S.p.A. to Costruzioni Generali Gilardi S.p.A., fixed at the date of the beginning of work and in any case no later than 31 December 2008, should be made within the current calendar year. The Company has therefore updated the time-discounting of the credits registered as assets due by Campi di Vinovo S.p.A. and Costruzioni Generali Gilardi S.p.A. with a further, not significant, economic impact.

For further details, reference should be made to the Notes to the financial statements (see Note 34).

## MISCELLANEOUS

### *Closure of proceedings concerning the tragedy at the Vinovo Training Centre*

Preliminary hearings were held on 28 January 2008 and 11 March 2008, in the course of which the four defendants requested their position to be defined through the plea bargaining procedure as per Art. 444 and ff. of the penal code after which the injured parties declared, before the judge, that they had been fully compensated. The four defendants were then given a custodial sentence of one year and two months granting the conditional suspension of the sentence. Finally, on 12 March 2008, the judge also closed proceeding against the Chief Executive Officer Jean-Claude Blanc. The matter can be considered definitively closed.

### *Sale of holding in Semana S.r.l.*

On 4 March 2008 the holding in Semana S.r.l. was sold to E.S.E. European Service Engineering S.r.l., already a shareholder of Semana, for the sum of € 100,000. The operation generates a profit of € 70,000. As of that date Juventus is no longer a shareholder of Semana S.r.l..

### *Termination of the term in office as Auditors of Giorgio Giorgi and Gianluca Ferrero*

Following the appointment of Gianluca Ferrero to the Board of General Partners of Giovanni Agnelli e C. S.a.p.A. (indirect controlling company of Juventus) on 15 May 2008, the Chairman of the Board of



Statutory Auditors Giorgio Giorgi, relative of Gianluca Ferrero, and the Auditor Gianluca Ferrero left their office pursuant to Art. 148, paragraph 3, of legislative decree no. 58/1998 (causes of incompatibility). Consequently, pursuant to Art. 2401 of the Italian Civil Code, they were replaced as Auditors, until the next Shareholders' Meeting, by Paolo Piccatti and Gianluca Cristofori, already Deputy Auditors appointed by the Juventus Shareholders' Meeting of 26 October 2006 and the Chairmanship of the Board of Statutory Auditors was assumed by the Auditor Roberto Longo.

#### *Sports proceedings*

On 18 June 2008 the FIGC National Disciplinary Commission examined the referral from the *Procuratore Federale* issued on 23 April 2008 against the Company, as being directly responsible for the offences ascribed to the former general manager as per Art. 2, paragraph 4, first part, of the Sports Justice Code in force at the time alleged offences, incorporated in the contents of Art. 4, paragraph 1, of the current Sports Justice Code.

On that date the same National Disciplinary Commission, considering the petition presented by Juventus for the application of penalties pursuant to Art. 23 of the Sports Justice Code, as well as the agreement for the same petition from the *Procuratore Federale*, ordered the payment by Juventus of an annual contribution, which will be used in initiatives in favour of youth sport, of € 100,000 to be paid in 2008, 2009 and 2010 and declared the proceedings against the Company closed.

#### *Other proceedings*

The documents have been filed (pursuant to Art. 415 bis of the code of penal procedure) regarding the enquiry by the *Procura di Torino* into the Company's 2003-2006 financial statements. The enquiry documents regarding the Campi di Vinovo operation have been eliminated - in relation to which the *Pubblici Ministeri* requested the closure of proceedings for all defendants.

## Review of results for the 2007/2008 financial year

**Revenues** in the 2007/2008 financial year amounted to € 203.7 million, an increase of 9.1% compared to € 186.7 million in the 2006/2007 financial year, made up of:

€/000	Year 2007/2008	Year 2006/2007	Change
Ticket sales	13,980	7,744	6,236
Television and radio rights and media revenues	124,249	92,996	31,253
Revenues from sponsorship and advertising	41,173	34,498	6,675
Revenues from players' registration rights	17,130	41,531	(24,401)
Other revenues	7,200	9,917	(2,717)
<b>Total</b>	<b>203,732</b>	<b>186,686</b>	<b>17,046</b>

**Operating costs** in the 2007/2008 financial year came to a total of € 174.5 million, an increase of 18.4% compared to € 147.4 million in the previous financial year, made up of:

€/000	Year 2007/2008	Year 2006/2007	Change
Purchase of materials, supplies and other consumables	2,409	3,159	(750)
External services	26,296	28,400	(2,104)
Players' wages and technical staff costs	112,739	95,019	17,720
Other personnel	8,123	7,872	251
Expenses from players' registration rights	2,173	4,526	(2,353)
Other expenses	22,743	8,421	14,322
<b>Total</b>	<b>174,483</b>	<b>147,397</b>	<b>27,086</b>

The **Amortisation and write-downs of players' registration rights** in the 2007/2008 financial year amounted to € 32.3 million, an increase compared to € 22.8 million at 30 June 2007, due mainly to the write-down of the residual book value of registration rights of the player Almeida Gomes de Andrade (€ 6.8 million) (for further details see the paragraph Significant events after 30 June 2008), as well as the effect of the net investments made in the course of the 2007/2008 Transfer Campaign, partly compensated by effects of the extension of the amortisation plans for the registration rights of some players following the early renewal of their contracts.

The **Other amortisation and depreciation, write-downs and provisions** in the 2007/2008 financial year amounted to € 6 million against € 10.1 million in the previous financial year and regard mainly:

- write-down of € 5 million concerning the Company's video archive, on the basis of the new commercial exploitation plan and forecast financial and economic flows acquired and expected, as demanded by the international accounting standards adopted regarding the annual evaluation of intangible assets of indefinite life;
- depreciation of the building and tangible assets related to the Vinovo Training Centre and other tangible and intangible assets (€ 1.2 million), compensated by some minor items (€ 0.2 million).

The **Other non recurrent revenues and expenses** recorded in the financial year, for € 1.3 million, refer to the economic result, temporarily negative also due to the effect of implicit financial revenues and

expenses on future cash flows, deriving from the disposal to Costruzioni Generali Gilardi S.p.A. of the shareholding in Campi di Vinovo S.p.A.. For further details on the operation see also the Notes to the financial statements (Note 34).

The **Operating Result** in the 2007/2008 financial year was negative for € 10.3 million, against a positive balance of € 6.5 million in the previous financial year, due to the elements illustrated above.

The **Result before taxes** in the 2007/2008 financial year was negative for € 9.4 million, a worsening compared to the positive balance of € 4.2 million at 30 June 2007.

The **Fiscal effect** for the financial year was negative for € 11.4 million, against a negative effect of € 5.1 million in the previous financial year. For further details see also the Notes to the financial statements (Note 37).

The **Net Result** for the 2007/2008 financial year was negative for € 20.8 million, against the negative balance of € 0.9 million in the previous financial year.

**Shareholders' Equity** at 30 June 2008 amounted to € 95.4 million, a decrease compared to € 116.3 million at 30 June 2007 due to the net result for the financial year (€ -20.8 million) and other minor variations for € -0.1 million.

The **Net Financial Position** at 30 June 2008 was positive for € 11.3 million, a reduction compared to the positive balance of € 21.7 million at 30 June 2007.

As regards **financial aspects and assets**, the following table, in the format suggested by CONSOB (recommendation DEM/2080535 of 9 December 2002) gives a summary:

€/000	30/06/2008	30/06/2007
<b>Net financial position/(indebtedness)</b>		
- short term positive/(negative) components	27,080	38,943
- mid-long term positive/(negative) components	(15,827)	(17,194)
<b>Total</b>	<b>11,253</b>	<b>21,749</b>
<b>Variation in cash flow</b>		
- variation in cash at bank and in hand	(12,357)	55,187
- variation in short-term financial operations	567	(1,075)
<b>Debt/Equity ratio</b>	<b>n.a.</b>	<b>n.a.</b>

For further details on the net financial position reference should be made to the Notes to the financial statements (Note 40).

# Significant events after the closure of the 2007/2008 financial year

## FOOTBALL SEASON

On 5 July 2008 the First Team officially began its preparation for the 2008/2009 football season in Pinzolo (TN), where the pre-championship retreat was held.

On 11 July 2008, Co.Vi.So.C., having examined the documentation produced by Juventus Football Club S.p.A. and information provided by the *Lega Calcio*, gave notification that the Company satisfies the pre-requisites demanded for the relevant professional championship for the 2008/2009 football season.

After playing the preliminary round in August, the First Team qualified for the group round of the 2008/2009 UEFA Champions League.

## TRANSFER CAMPAIGN 2008/2009 - FIRST PHASE

The Transfer Campaign for the 2008/2009 season will be held, as usual, in two phases: the first from 1 July to 1 September 2008, the second from 7 January to 2 February 2009.

In the course of the first phase the following main operations concerning players' registration rights were completed:

€/000

### Definitive acquisitions

Player	Football club	Price	IFRS value of rights (incl. expenses)	Years of contract
Carvalho De Oliveira Amauri	U.S. Città di Palermo	22,800	21,391	4
Ekdal Albin	If Brommapojkarna	600 *	609	4
Manninger Alexander	Udinese Calcio	680	770	4
Mellberg Olof	Aston Villa FC	-	125	3
Poulsen Christian	Sevilla F.C.	9,750	10,348	4
Falque Silva Yago	F.C. Barcelona	- **	-	4

\* The purchase value may increase by a further maximum of € 1.4 million on achieving given sports performances in the course of the duration of the contract

\*\* The purchase value may increase by a further maximum of € 2.5 million on achieving given sports performances in the course of the duration of the contract

### Definitive disposals

Player	Football club	Price	Price present value	Net book value
Nocerino Antonio	US Città di Palermo	7,500	7,036	3,028

### Temporary acquisitions

Player	Football club	Annual cost
Chimenti Antonio	Udinese Calcio	-
Knezevic Dario***	A.S. Livorno Calcio	750

\*\*\* The Company acquired from A.S. Livorno Calcio S.r.l. the option right for the player-sharing acquisition of the football player at the price of € 1,600 thousand

€/000

**Temporary disposals**

Player	Football club	Annual cost
Almiron Sergio Bernardo*	ACF Fiorentina	400
Belardi Emanuele	Udinese Calcio	-
Criscito Domenico**	Genoa Cricket and FC	1,000
Olivera Da Rosa Ruben Ariel	Genoa Cricket and FC	-

\* The Company sold to ACF Fiorentina the option right for the player-sharing disposal of the football player for a price of € 3,500 thousand

\*\* The Company sold to Genoa Cricket and FC the option right for the player-sharing disposal of the football player for a price of € 5,500 thousand

**Player-sharing disposals**

Player	Football club	50% price	Price present value	50% net book value	Profit/(loss)
Lanzafame Davide***	U.S. Città di Palermo	2,500	2,361	121	2,240
Mirante Antonio	U.C. Sampdoria	1,500	1,407	62	1,345
Palladino Raffaele	Genoa Cricket and FC	5,000	4,722	25	4,697
Volpato Rej	A.S. Bari	500	482	266	216

\*\*\* The Company acquired from U.S. Città di Palermo the option right for the termination of player-sharing in favour of Juventus after the 2009/2010 season at the price of € 6,500 thousand

**Termination of player-sharing agreements in favour of Juventus**

Player	Football club	Previous net book value	Price	Total IFRS value of rights	Years of contract
De Ceglie Paolo	A.C. Siena	-	3,500	3,500	4
Volpato Rej	Empoli FC	133	400	533	3

**Termination of player-sharing agreements in favour of other clubs**

Player	Football club	Termination price	Price present value	Net book value	Profit/(loss)
Blasi Manuele	SSC Napoli	2,600	2,442	2,154	288
Luci Andrea	Ascoli Calcio 1898	103	103	-	103
Paro Matteo	Genoa Cricket and FC	2,000	1,882	308	1,574
Piccolo Felice	Empoli FC	300	300	112	188
Rossi Andrea	A.C. Siena	1,000	938	28	910
Zammuto Pietro	Piacenza FC	170	164	82	82

In the course of the first phase of the Transfer Campaign, the Company also exercised the counter-option rights for a total investment of € 1 million regarding the players Giovinco Sebastian and Lanzafame Davide previously loaned with redemption rights to the clubs Empoli FC S.p.A. and A.S. Bari S.p.A..

*Economic and financial effects of the Transfer Campaign*

The operations completed in the first phase of the 2008/2009 Transfer Campaign entailed an increase in the capital invested of about € 32.2 million, following:

€/000

Acquisitions	38,678
Disposals (net book value)	(6,436)
<b>Balance</b>	<b>32,242</b>

The economic impact in the 2008/2009 financial year related to the profits and losses from the disposals of players' registration rights will be positive for € 15.7 million. The temporary acquisitions and disposals of players' registration rights have determined a positive economic-financial effect for € 0.7 million.

The overall financial effect, including the implicit financial expenses and revenues regarding deferred receipts and payments, was negative for € 16.8 million, of which:

- € 5.1 million to be settled through the *Lega Nazionale Professionisti*;
- € 10.8 million to be settled directly with foreign football clubs;
- € 0.9 million (payment for consultancy services provided by FIFA sports agents) to be settled directly.

€/million	Total	08/09	09/10	10/11
LNP	<b>(5.1)</b>	(4.4)	(0.1)	(0.6)
Foreign F.C.	<b>(10.8)</b>	(5.3)	(2.9)	(2.6)
Agents	<b>(0.9)</b>	(0.9)	-	-
<b>Total</b>	<b>(16.8)</b>	<b>(10.6)</b>	<b>(3.0)</b>	<b>(3.2)</b>

#### *Bank guarantees*

As regards guarantees in favour of FIGC – LNP it should be noted that, with reference to the 2008/2009 Transfer Campaign, on 2 July 2008 two guarantees of € 3.6 million each were issued by Banca Sella to FIGC – LNP to guarantee the balance to be paid in the 2009/2010 season (later cancelled) and the 2010/2011 season (later reduced to € 0.5 million).

As far as the international transfers of players are concerned, for which no compensation system is envisaged as for national transfers, the following guarantees by third parties were outstanding at 1 September 2008:

- guarantee issued by Banca Popolare di Lodi S.p.A. (the former Banca Popolare Italiana Società Cooperativa) in favour of Olympique Lyonnais Sasp for the acquisition of the registration rights of the player Cardoso Mendes Tiago for € 6.5 million against the payment to be made in the second half of 2008/2009 football season;
- guarantee issued by Banca Popolare di Lodi S.p.A. in favour of Real Club Deportivo de la Coruna Sad for the acquisition of the registration rights of the player Almeida Gomes de Andrade Jorge Manuel for € 3.5 million against the payment to be made in the 2009/2010 football season;
- guarantee issued by Banca Popolare di Lodi S.p.A. in favour of Liverpool F.C. for the acquisition of the registration rights of the player Sissoko Mohamed Lamine for € 6.7 million against the payments to be made in the 2009/2010 and 2010/2011 football seasons;
- guarantee issued by Banca Popolare di Intra S.p.A. in favour of Sevilla Futbol Club S.a.d. for the acquisition of the registration rights of the player Poulsen Christian for € 5 million against the payments to be made in the 2009/2010 and 2010/2011 football seasons.

As regards international disposals, bank guarantees are still outstanding in favour of Juventus for a total of € 1 million for disposals made in previous football seasons.

## RENEWAL OF PLAYERS' CONTRACTS

The contracts of the following players were extended after 30 June 2008:

- Camoranesi Mauro German, until 30 June 2011;
- Chiellini Giorgio, until 30 June 2013;
- Sissoko Mohamed Lamine, until 30 June 2013.

## SEASON TICKET CAMPAIGN

18,325 season tickets have been sold for the 2008/2009 football season for gross revenues of € 7.5 million and net income of € 6.5 million.

In the 2007/2008 football season a total of 17,173 season tickets were sold for gross revenues of € 6.3 million and net income € 5.4 million.

The figures for receipts include additional services with the exception of advances sales rights.

## MISCELLANEOUS

### *Almeida Gomes de Andrade's registration rights*

On 9 July 2008, during a personalised training session at Pinzolo, the player Almeida Gomes De Andrade Jorge Manuel was the victim of another serious injury to his left knee (relapse of the fracture of the rotula) operated twice in the past season. A new osteosynthesis operation was thus needed. The post-surgery prognosis is a number of months.

Given the impossibility for the player to recover to play professionally, the Company has proceeded to fully write down the residual book value of the player's registration rights with a negative effect on the 2007/2008 financial year for € 6.8 million.

As a consequence of this, on 8 August 2008 the request to terminate the contract was sent to the *Collegio Arbitrale* of the *Lega Nazionale Professionisti* that organised the medical examination of the player, to be conducted in the next few weeks.

### *Guardia di Finanza access*

On 3 July 2008 the *Guardia di Finanza* entered Company headquarters to conduct a general, material check as permitted by and pursuant to Articles 32 and 33 of DPR no. 600/73, Articles 51 and 52 of DPR no. 633/1972 and Article 35 of Law no. 4/1929, concerning the period from 01/07/2005 to the date of access for direct taxes and from 01/01/2006 to the date of access for VAT and other indirect taxes.

### *Other disciplinary proceedings*

The *Procura Federale*, on the basis of telephone taps acquired by the penal proceedings pending in Naples against former Company directors, initially dismissed, as irrelevant from the disciplinary point of view, the position of the current sports director Alessio Secco, in reference to conversations with the general manager in office at the time of the alleged offences. Later, the *Procura* instead referred the

current sports director Alessio Secco and Mr Roberto Bettega to the sports justice bodies for the contacts with Mr Preziosi, a FIGC registered member banned at the time of the facts, regarding the disposal of the registration rights of the player Criscito. The sports justice bodies, faced with a request from the *Procura* to inflict a ban of three months on the Company's FIGC registered members and a fine of € 45,000 for the Company, sentenced the FIGC registered members to a one-month ban and the Company to a € 15,000 fine.

#### *VAT credits on UEFA Champions League revenues*

Following resolution no. 174/E, on 25 May 2004 the *Agenzia delle Entrate* (tax authorities) of Turin had approved the right to the reimbursement of the VAT regarding the UEFA competitions for the 2000/2001 and 2001/2002 seasons for a total of € 5.4 million. Following this approval, the Company proceeded with the recording of the corresponding credit and related extraordinary income. Part of the credit due was received in June 2004 for € 1.2 million.

The residual credit for about € 4.2 million was transferred *pro soluto* to a factoring company in December 2004 (and thus from this date the credit is no longer recorded in the balance sheet). Of the total amount transferred, the *Agenzia delle Entrate* later reimbursed in instalments € 2.8 million. In July 2008 the *Agenzia delle Entrate* notified Juventus and the factoring company of its refusal to pay the last instalments of the reimbursement for € 1.4 million citing disputes over the justification of the request for reimbursement presented by Juventus. This refusal is in contrast with the original acceptance of the credit, issued in May 2004. The Company intends to appeal together with the factoring company to the tax authorities to challenge the assertions of the *Agenzia delle Entrate* and in any case reserves the right to take any possible action to protection itself later in civil proceedings.

At this moment in time it is not possible to predict the outcome of this dispute.

## **Main risks, uncertainties and business outlook**

Considering the Company's specific activity, the business outlook is exposed to risks typical of sports competitions, especially the results of the First Team.

In particular, economic results in 2008/2009 financial year will be influenced by progress in the UEFA Champions League in which the Company is competing having passed the preliminary round in August.



## Other information

### OPERATIONS WITH RELATED PARTIES

The Board of Directors has adopted principles of conduct for operations with related parties that are illustrated in the 2006/2007 Annual Report on Corporate Governance, attached to this report and available on the Company internet site ([www.juventus.com](http://www.juventus.com)).

As regards the 2007/2008 financial year, it should be noted that the operations between Juventus Football Club S.p.A. and related parties identified pursuant to the international accounting standard IAS 24 were conducted in respect of the laws in force, on the basis of evaluations of reciprocal economic benefit.

For details on the operations conducted and the economic and asset balances, reference should be made to the specific paragraph in the Notes to the financial statements (see Note 44).

### SHARES HELD BY MEMBERS OF THE BOARD OF DIRECTORS, AUDITORS AND COMMITTEES (ART. 79 OF CONSOB REGULATIONS, DECISION NO. 11971 OF 14/5/1999 AND LATER AMENDMENTS)

No Director, Statutory Auditor or other person as specified in Art. 79 holds or has held shares in Juventus and/or shares in the former subsidiary company Campi di Vinovo S.p.A. in the current financial year with the exception of the Auditor Paolo Piccatti, whose shareholdings are listed below:

Name and Surname	Company	Number of shares owned at 15 May 2008 (*)	Number of shares bought	Number of shares sold	Number of shares owned at 30 June 2008
Paolo Piccatti	Juventus Football Club S.p.A.	540	-	-	540

(\*) Date of taking position as auditor

It should be noted that no Juventus directors have strategic responsibilities.

### DIRECTION AND CO-ORDINATION ACTIVITIES

Juventus Football Club S.p.A. is not subject to direction and co-ordination by the majority shareholder (IFIL Investments S.p.A.) in that it has a sufficient number of independent directors to ensure the management autonomy of the Board of Directors.

### DATA SECURITY PROGRAMME

On 30 March 2008 the Company drew up the data security programme for the 2007/2008 financial year as laid down by Legislative Decree of 30 June 2003 no. 196 appendix B – concerning technical rules for minimum security measures. The document was drafted by the Data Treatment Manager.

## **SAFETY MANAGEMENT SYSTEM FOR WORKERS AND ATHLETES AND QUALITY MANAGEMENT SYSTEM OF THE MEDICAL SECTOR**

As of 1 July 2008 the Safety Management System for workers and athletes, in observance of the OHSAS 18001:2007 international standard, and the Quality Management System of the Medical Sector, in conformity with the requirements of the international standard ISO 9001:2000, have been implemented.

The Safety Management System is the instrument that the Company has decided to adopt to ensure the observance, and not only formally, of the many legal standards that regulate the question, ensuring all the legal aspects linked to safety are managed according to the best techniques and practices available.

The Quality Management System of the Medical Sector is the instrument that the Company has decided to adopt in order to ensure an organisational model in line with the multi-factor approach of sports medicine, ensuring that all the aspects linked to medical practice are managed according to the best techniques and practices available.

## **FURTHER INFORMATION PURSUANT TO ART. 2428 OF THE ITALIAN CIVIL CODE**

It should be remembered that the Company's operations are conducted in the Company headquarters in Turin, in Corso Galileo Ferraris no. 32 and at the following local units:

- Juventus Center, Strada Stupinigi no. 182, Vinovo (TO)
- Stadio Olimpico, Via Filadelfia no. 88, Torino
- Stadio Delle Alpi, Corso Grande Torino no. 46/A, Torino
- Campo di Calcio dell'ASD Chisola, Via Al Castello no. 3, Vinovo (TO)
- C.Sp.F.C. Nizza Millefonti 2001, Strada Castello di Mirafiori no. 285, Torino

As regards the Company's objectives and policies on the management of financial risk, as well as the exposure to price risk, credit risk, liquidity risk and the risk in the variation in financial flows, reference should be made to the Notes to the financial statements.

# Trend in operations of subsidiary and associated companies

## **CAMPI DI VINOVO S.p.A. (69.8% of the share capital; a shareholding sold on 2 October 2007)**

In the period 1 July 2007 – 2 October 2007 (the date on which the shares were transferred to Costruzioni Generali Gilardi S.p.A.) the Company conducted no activities.

The ordinary general shareholders' meeting, held on 25 September 2007, approved the financial statements at 30 June 2007 and voted to cover fully the net loss of € 407,000 through the partial use of the "Revaluation reserve".

On 26 July 2007, executing the option contract underwritten by the shareholders Costruzioni Generali Gilardi S.p.A. (CGG) and Juventus on 31 March 2006, and following the exercise by CGG of the purchase options concerning the Campi di Vinovo shares still held by Juventus, Campi di Vinovo acquired from Juventus the company branch responsible for the contracts and activities related to the creation of the commercial park located in the Municipalities of Vinovo and Nichelino (the "Mondo Juve" project).

Following the exercise by CGG of its option rights, on 2 October 2007 Juventus transferred to CGG all the Campi di Vinovo shares in its possession, equal to 69.8% of the share capital of Campi di Vinovo.

It should be noted that Campi di Vinovo S.p.A. was subject to the direction and co-ordination of Juventus.

## **SEMANA S.r.l. (30% of the share capital; a shareholding sold on 4 March 2008)**

In the period 1 July 2007 – 4 March 2008 (the date when Juventus sold its shareholding) Semana continued its operations of management and maintenance of facilities and buildings as described below:

- custody and maintenance of the Stadio Delle Alpi of Turin;
- management of the Stadio Olimpico of Turin;
- Juventus Training Center of Vinovo (TO), football pitches of Nizza Millefonti and Chisola Calcio, as well as the headquarters of Juventus Football Club S.p.A.;
- Golf Club Royal Park La Mandria park in Fiano Torinese (TO).

On 4 March 2008 the holding in Semana S.r.l. was sold to E.S.E. European Service Engineering S.r.l., already a shareholder of Semana, for the sum of € 100,000. The operation generates a profit of € 70,000.

## Proposal for approval of the financial statements and coverage of the losses


Dear Shareholders,

the Financial Statements closed at 30 June 2008, which we submit for your approval, show a net loss of € 20,787,469 which we propose to cover through use of the Share premium reserve for a total of € 20,787,469.

Turin, 24 September 2008

On behalf of the Board of Directors  
The Chairman

Giovanni Cobolli Gigli



# FINANCIAL STATEMENTS AT 30 JUNE 2008

<b>BALANCE SHEET</b>				€
<b>ASSETS</b>	Notes	30/06/2008	30/06/2007*	
<b>Non-current assets</b>				
Players' registration rights	1	73,649,920	53,100,113	
Other intangible assets	2	16,822,208	21,812,165	
Intangible assets in progress		28,000	14,000	
Land and buildings	3	18,870,178	19,299,024	
Other tangible assets	4	3,106,732	3,488,070	
Tangible assets in progress	5	2,931,648	1,905,910	
Other investments		-	30,005	
Other financial assets	6	92,308	-	
Deferred tax assets	7	15,803,270	17,222,003	
Receivables from specific sector companies related to transfer campaign	8	9,273,953	24,278,239	
Other non-current assets	9	34,994,883	7,076,904	
<b>Total non-current assets</b>		<b>175,573,100</b>	<b>148,226,433</b>	
<b>Current assets</b>				
Trade receivables	10	6,092,750	8,630,666	
Non financial receivables from related parties	44	195,030	4,138,010	
Receivables from specific sector companies related to transfer campaign	9	37,737,892	38,017,007	
Other current assets	11	12,525,646	840,271	
Current financial assets	12	566,731	7,000,000	
Cash and cash equivalents	13	28,104,289	40,460,847	
<b>Total current assets</b>		<b>85,222,338</b>	<b>99,086,801</b>	
<b>Assets held for sale</b>		<b>-</b>	<b>12,153,513</b>	
<b>Total assets</b>		<b>260,795,438</b>	<b>259,466,747</b>	

\* Figures at 30 June 2007 have been reclassified in some cases to enable the comparison of data.

<b>BALANCE SHEET</b>		€		
<b>EQUITY AND LIABILITIES</b>		<b>Notes</b>	<b>30/06/2008</b>	<b>30/06/2007*</b>
<b>Shareholders' Equity</b>				
Share Capital	14	20,155,333	20,155,333	
Reserves	14	95,997,798	97,048,258	
Income/(loss) for the year		(20,787,469)	(927,569)	
<b>Shareholders' equity</b>		<b>95,365,662</b>	<b>116,276,022</b>	
<b>Non-current liabilities</b>				
Provisions for risks and charges	15	17,399,408	2,878,207	
Bonds and other financial liabilities	16	15,919,383	17,194,480	
Non financial payables due to related parties	44	1,703,399	-	
Payables due to specific sector companies related to transfer campaign	17	19,295,907	7,456,139	
Deferred tax liabilities	18	7,556,473	1,571,715	
Other non-current liabilities	19	27,021,483	40,921,845	
<b>Total non-current liabilities</b>		<b>88,896,053</b>	<b>70,022,386</b>	
<b>Current liabilities</b>				
Bonds and other financial liabilities	16	1,590,581	1,517,777	
Trade payables	20	6,637,874	8,908,471	
Non financial payables due to related parties	44	875,913	3,563,079	
Payables due to specific sector companies related to transfer campaign	17	29,727,673	14,490,757	
Other current liabilities	19	37,701,682	44,688,255	
<b>Total current liabilities</b>		<b>76,533,723</b>	<b>73,168,339</b>	
<b>Total equity and liabilities</b>		<b>260,795,438</b>	<b>259,466,747</b>	

\* Figures at 30 June 2007 have been reclassified in some cases to enable the comparison of data.

**INCOME STATEMENT**

€

	Notes	Year 2007/2008	Year 2006/2007*
Ticket sales	21	13,980,130	7,743,970
Television and radio rights and media revenues	22	124,249,226	92,995,993
Revenues from sponsorship and advertising	23	41,172,522	34,497,537
Revenues from players' registration rights	24	17,129,728	41,531,103
Other revenues	25	7,200,056	9,917,241
<b>Total revenues</b>		<b>203,731,662</b>	<b>186,685,844</b>
Purchase of materials, supplies and other consumables	26	(2,408,753)	(3,159,079)
External services	27	(26,296,011)	(28,400,285)
Players' wages and technical staff costs	28	(112,739,183)	(95,018,696)
Other personnel	29	(8,123,481)	(7,872,066)
Expenses from players' registration rights	30	(2,172,615)	(4,526,139)
Other costs	31	(22,743,293)	(8,420,421)
<b>Total operating costs</b>		<b>(174,483,336)</b>	<b>(147,396,686)</b>
Amortisation and write-downs of players' registration rights	32	(32,258,847)	(22,764,546)
Other amortisation, write-downs and provisions	33	(5,986,141)	(10,054,944)
Other non recurring revenues and costs	34	(1,291,444)	-
<b>Operating income</b>		<b>(10,288,106)</b>	<b>6,469,668</b>
Financial income	35	5,070,690	2,830,559
Financial expenses	36	(4,198,878)	(5,113,819)
<b>Income/(loss) before taxes</b>		<b>(9,416,294)</b>	<b>4,186,408</b>
Current taxes	37	(4,339,172)	(3,848,013)
Deferred taxes	37	(7,032,003)	(1,265,964)
<b>Net income/(loss)</b>		<b>(20,787,469)</b>	<b>(927,569)</b>
Earnings per share (basic)	38	(0.10)	(0.01)
Earnings per share (diluted)		**	**

\* 2006/2007 financial year figures have been reclassified in some cases to enable the comparison of data.

\*\* The diluted earnings per share is not calculated in the case of losses, in that any diluting effect would lead to an improvement in the earnings per share.

**STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY\***

€

	Share capital	Share premium reserve	Legal reserve	Treasury share acq. reserve	Retained earnings/ (losses)	Net income/ (loss) for the year	Shareholders' equity
<b>Balance as at 30/06/2006</b>	<b>12,093,200</b>	<b>24,472,872</b>	<b>2,418,640</b>	<b>36,000,000</b>	<b>(14,799,037)</b>	<b>(45,986,220)</b>	<b>14,199,455</b>
Movements within equity reserve	- (24,472,872)		- (9,062,717)	(12,450,631)	45,986,220	-	
Expiration of decision to purchase treasury shares	- 26,937,283		- (26,937,283)		-	-	-
Capital increase (80,621,332 new ordinary shares at € 1.3)	8,062,133	96,745,598	-	-	-	-	- 104,807,731
Capital increase costs	- (2,654,483)		-	-	-	-	- (2,654,483)
Deferred tax effect on capital increase costs	- 850,887		-	-	-	-	850,887
Net result for the year	-	-	-	-	-	(927,569)	(927,569)
<b>Balance as at 30/06/2007</b>	<b>20,155,333</b>	<b>121,879,285</b>	<b>2,418,640</b>	<b>-</b>	<b>(27,249,668)</b>	<b>(927,569)</b>	<b>116,276,021</b>
Movements within equity reserve	- (28,177,237)		-	-	27,249,668	927,569	-
Capital increase costs rectified	- 248,598		-	-	-	-	248,598
Use of deferred tax effect on capital increase costs	- (371,489)		-	-	-	-	(371,489)
Net result for the year	-	-	-	-	-	(20,787,469)	(20,787,469)
<b>Balance as at 30/06/2008</b>	<b>20,155,333</b>	<b>93,579,157</b>	<b>2,418,640</b>	<b>-</b>	<b>-</b>	<b>(20,787,469)</b>	<b>95,365,661</b>

\* For further details, see also the Notes to the financial statements (Note 14).



**CASH FLOW STATEMENT**

€

	Notes	Year 2007/2008	Year 2006/2007*
Net income/(loss) before taxes		(9,416,294)	4,186,408
Non-cash items:			
- amortisation, depreciation and write-down		38,423,689	33,229,469
- provisions release		(178,700)	(409,979)
- employee benefit liability and other provisions		746,815	362,338
- infrastructure expenses provision (Campi di Vinovo operation)		15,815,768	(40,551,102)
- gains on disposal of players' registration rights		(16,592,540)	(25,970)
- gains on disposal of other fixed assets		(96,788)	1,326,385
- losses on disposal of players' registration rights		424,082	284
- losses on disposal of other fixed assets		230	-
- financial income		(5,070,690)	(2,830,559)
- financial expenses		4,198,878	5,113,819
Change in trade receivables and other non-financial activities		1,057,470	1,953,345
Change in trade payables and other non-financial liabilities		(24,989,567)	(36,001,317)
Income taxes paid		(3,468,617)	(4,717,019)
Utilisation in employee benefit liability and other provisions		(1,862,683)	(821,319)
<b>Net cash from/(used in) operating activities</b>		<b>(1,008,947)</b>	<b>(39,185,217)</b>
Investments in players' registration rights		(64,598,874)	(19,361,626)
Increase/(decrease) of payables related to players' registration rights		24,144,920	(22,846,923)
Disposals of players' registration rights		27,958,679	90,114,828
(Increase)/decrease of receivables related to players' registration rights		18,994,939	(34,361,689)
Investments in other fixed assets		(1,406,309)	(16,032,452)
Disposals of other fixed assets		73,685	27,256
(Increase)/decrease of receivables related to disposals of other fixed asset (Campi di Vinovo operation)		(15,026,414)	-
Interest income		1,080,298	596,930
Dividends received		285,000	90,000
Other changes linked to investments		429	1,075,692
<b>Net cash from/(used in) investing activities</b>		<b>(8,493,647)</b>	<b>(697,984)</b>
Capital increase		-	102,153,247
New financial leasing		37,044	-
Financial leasing repayments		(1,308,902)	(2,935,772)
Interest on financial leasing		(1,095,290)	(1,012,562)
Other interest expenses		(12,379)	(2,943,599)
Other movements related to the financial activities		(474,437)	(191,609)
<b>Net cash from/(used in) financing activities</b>		<b>(2,853,964)</b>	<b>95,069,705</b>
<b>Net cash from/(used in) the year</b>		<b>(12,356,558)</b>	<b>55,186,504</b>
Cash and bank overdrafts at the beginning of the year	13	40,460,847	(14,725,657)
Cash and bank overdrafts at the end of the year	13	28,104,289	40,460,847
<b>Changes in cash and bank overdrafts</b>		<b>(12,356,558)</b>	<b>55,186,504</b>
<b>Components of cash and bank overdrafts at the end of the year</b>		<b>28,104,289</b>	<b>40,460,847</b>
Cash and cash equivalents	13	28,104,289	40,460,847
Bank overdrafts		-	-

\* 2006/2007 financial year figures have been reclassified in some cases to enable the comparison of data.

# Notes to the financial statements

## GENERAL INFORMATION ON THE COMPANY

Juventus Football Club S.p.A. (hereafter Juventus) is a legal entity organised according to the law of the Italian Republic.

The Company's headquarters are in Corso Galileo Ferraris no. 32, Turin, Italy.

Juventus operates in the sector of professional football and is controlled by IFIL Investments S.p.A., a company listed on the Borsa Italiana with headquarters in Corso Matteotti no. 26, Turin, Italy, which holds 60% of Company capital. It should be remembered that the latter is controlled by Giovanni Agnelli e C. S.a.p.az..

The Company's core business is participation in national and international competitions and the organisation of matches. The Company's main sources of revenues stem from the economic exploitation of sports events, of the Juventus brand and of the image of the First Team, among which the most significant are the licensing of television and media rights, sponsorship and the selling of advertising space.

Juventus shares are listed on the Star segment of the *Mercato Telematico Azionario* of *Borsa Italiana*.

## GENERAL PRINCIPLES FOR PREPARING THE FINANCIAL STATEMENTS

The financial statements of Juventus at 30 June 2008 have been drawn up in observance of the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board (IASB) and adopted by the European Union. "IFRS" is also understood as including the International Accounting Standards ("IAS"), still in force, as well as all the interpretative documents issued by the International Financial Reporting Interpretations Committee ("IFRIC"), previously denominated the Standing Interpretations Committee ("SIC").

The financial statements at 30 June 2008 also apply the Consob regulations contained in decisions 15519 and 15520 and notification 6064293 of 28 July 2006, applying Art. 9, section 3, of legislative decree no. 38 of 28 February 2005.

The accounting principles applied conform with those adopted in preparation of the financial statements at 30 June 2007.

## FORMAT OF THE FINANCIAL STATEMENTS AND OTHER INFORMATION

In the balance sheet the distinction "current/non current" has been adopted as the method of representing assets and liabilities, as specified by IAS 1.

For the income statement the approach that envisages the classification by nature of revenues and costs has been adopted, giving priority to the illustration of information regarding players' registration rights, an item characteristic of Juventus operations.

The presentation of the changes in shareholders' equity, when necessary, highlights in a specific section the recognised income and expenses recorded directly in equity.

The cash flow statement is prepared with the indirect method, reconciling the balances of cash and bank overdrafts available at the beginning and end of the financial year. The pre-tax result for the year is adjusted by the effects of non-cash items, by any deferment or provisions of previous or future receipts of operational payments, and by net cash deriving from or (used in) investment or financing activities.

The closing date of the financial year, which lasts 12 months, is 30 June each year.

The Euro is the Company's functional currency and the one used for presentation.

Significant events in the 2007/2008 financial year and significant events after 30 June 2008, as well as the business outlook are highlighted in the "Report on Operations" to which reference should be made.

Juventus does not publish consolidated accounts as at 30 June 2008 it did not possess controlling share holdings in other companies.

### **OPERATIONS WITH RELATED PARTIES, ATYPICAL AND/OR UNUSUAL OPERATIONS AND NON RECURRING SIGNIFICANT EVENTS AND OPERATIONS**

The balances of the balance sheet and the income statement originating from operations with related parties are highlighted separately in the financial statements, if significant, and are commented in note 44.

Apart from what is indicated in note 34, there are no significant non recurring events and operations. Furthermore, in the course of the 2007/2008 financial year there were no significant atypical or unusual transactions to be noted pursuant to Consob notification 6064293 of 28 July 2006.

### **SIGNIFICANT ACCOUNTING PRINCIPLES AND CRITERIA OF VALUATION**

#### *General principle*

The financial statements of Juventus are drawn up on the basis of the historical cost, except in the cases, described specifically in the following notes, for which the fair value is applied and is presented, except where specified otherwise, in Euros.

The Notes to the financial statements are presented in thousands of Euros, except where indicated differently.

#### *Players' registration rights*

These are intangible assets with a defined useful life equivalent to the duration of the players' contracts. Players' registration rights are recorded at cost, based on their net present value, including any additional costs.

Players' registration rights are amortised on a straight-line basis according to the length of the contracts stipulated by the Company with each player. The original amortisation plan may be extended following the early renewal of the contract, starting from the same season in which it is renewed. For youth players registered as "*giovani di serie*", the amortisation of the cost is over five years on a straight-line basis.

Players' registration rights are recorded at the date of execution approved for the related contract by the *Lega Nazionale Professionisti*, for Italian transfers, and on the date of the "transfer" issued by the

*Federazione Italiana Giuoco Calcio*, for international transfers.

Players in active and passive sharing agreements ex art. 102 bis of the N.O.I.F. (*Norme Organizzative Interne Federali* issued by the *Federazione Italiana Giuoco Calcio – F.I.G.C.*)” are also recorded among players’ registration rights.

Players in active sharing agreements, which represent the simultaneous re-acquisition of 50% of registration rights of the players transferred, are recorded at the adjusted cost and are amortised net of any residual value estimated at the end of its useful life. In the event that the residual value is equal to or higher than the historic value recorded, the amortisation is zero. The adjusted cost is the lower of the cost borne according to the legal format agreed between the parties and the actual value of re-acquisition.

Players in passive sharing agreements, which represent 50% of the value at which the player sharing rights were sold, are recorded at nominal value, in reduction of the registration rights cost of the player for which sharing rights have been disposed, in order to represent the acquisition actually made. Due to this, the amortisation of the registration right disposed related to the player sharing agreement is calculated on the lower cost thus determined.

In the presence of the long-lasting impairment of the value of players’ registration rights (for example through particularly serious injuries or significant losses deriving from disposals made after the closure of the financial statements), the impairment value of the residual amount is recorded.

#### *Other intangible assets*

Other intangible assets acquired or produced internally are recorded as assets, as specified in IAS 38 (“Intangible assets”), when they can be controlled by the company and if it is likely that they will generate future economic benefits and when their cost can be reliably measured.

Revaluations are not permitted even in the presence of specific laws.

These assets are valued at the purchase and/or production cost and, if they have a defined useful life, are amortised on a straight-line basis, according to the estimate of the period in which the assets will be used by the Company. Intangible assets with an undefined useful life are not amortised, but are subject annually, or, more frequently, every time there is an indication that the asset may have lost value, to verification of possible impairment. When, later, an impairment loss no longer exists or is reduced, the book value of the asset is increased up to the new estimate of the recoverable value but may not exceed the value that would have been determined if no loss for impairment had been found. The reversal of an impairment is recorded immediately in the income statement.

#### *Land, buildings and other tangible assets*

Tangible assets, including property investments, are recorded at purchase and/or production cost adjusted by the accumulated depreciation and any impairment. The cost includes any expense borne directly for preparing the assets for use.

Revaluations are not permitted even in the presence of specific laws.

The costs incurred for ordinary maintenance and repairs are recorded directly in the income statement

of the financial year in which they are borne or capitalised if of an incremental nature. The capitalisation of the costs regarding the replacement or improvement of structural elements owned or leased is made exclusively within the limits to which these meet the requirements to be classified separately as assets or part of an asset by applying the “component approach” criterion.

The cost of land is entered separated and is not amortised as it has an indefinite useful life.

The depreciation of tangible assets is calculated on a straight-line basis from the moment that the asset is available and ready for use and according to the estimated useful life that, for the various categories of assets, may be represented by the following rates:

Buildings	3%
Light constructions	10%
Fire-prevention, heating and electrical systems	10%
Ordinary office machinery and furniture	12%
Medical equipment	12.5%
Sports equipment	15.5%
Special technical systems	19%
Telephone switchboard	20%
Electrical/mechanical and electronic office equipment	20%
Vehicles	25%

The residual value and the useful life of tangible assets are revised annually and updated, where necessary, at each year-end. The values recorded are periodically assessed to identify any impairment. When, later, an impairment no longer exists or is reduced, the book value of the asset is increased up to the new estimate of the recoverable value but may not exceed the value that would have been determined if no loss for impairment had been found. The reversal of an impairment is recorded immediately in the income statement.

The gains or losses deriving from the disposal of tangible assets are recorded in the income statement and are determined by comparing their net book value with the sale price.

#### *Leased assets*

Assets owned through financial leasing contracts, through which the risks and benefits are effectively transferred to the Company, are recognised as Company assets at their current value or, if lower, at the current value of the lease minimum payments, from the time they are available and ready for use. The corresponding amount due to the lessor is represented in the balance sheet as a financial liability. The assets are depreciated applying the criterion and rates previously indicated for tangible assets.

Leases in which the lessor substantially maintains the risks and benefits linked to the ownership of the assets are classified as operating leases. The costs referring to operating leases are recorded on a straight-line basis in the income statement over the lease term of the leasing contract.

The cost regarding the long-term lease of Stadio Delle Alpi and surrounding areas, being mainly land with an indefinite useful life, has been recorded following the concept of “*Long term operating lease*” as envisaged in the broadest interpretation of IAS 17. Accordingly, the lease rates have been recorded

on the basis of the duration of the 99 years of the lease contract.

#### *Other financial assets*

Non current financial assets may refer to receivables and loans that the Company does not hold for negotiation purposes, to securities held with the intention of keeping them in its portfolio until expiry and to all the financial assets for which listed values on an active market are not available and whose fair value cannot be reliably determined.

Non current financial assets are valued, at initial recognition, at the fair value and, later, at the amortised cost, using the effective interest method, if they come due at a pre-set date, at the purchase cost, if they do not come due at a pre-set date. Receivables that expire after more than one year, contractually non interest-bearing or that mature interest lower than market rates, are recorded at net present value.

When there is objective evidence of indicators of impairment, the financial asset is reduced to a degree such that it is equal to the discounted value of the cash flows obtainable in the future and the impairment generated is recorded as a cost in the income statement for the period. If in future periods the reasons for the write-down no longer exist, the value of the asset will be reversed up to the level of the value that would have derived from the application of the amortised cost when no write down had been made.

#### *Trade and other receivables*

Trade and other receivables are valued, at initial recognition, at the fair value and, afterwards, at the amortised cost, using the effective interest method. When there is objective evidence of indicators of impairment, the asset is reduced to a degree such that it is equal to the discounted value of the cash flows obtainable in the future. The losses of value are recorded in the income statement. If in future periods the reasons for the previous write downs no longer exist, the value of the asset will be reversed up to the level of the value that would have derived from the application of the amortised cost when no write down had been made.

#### *Receivables from specific sector companies related to transfer campaign*

Receivables from specific sector companies derive from disposals of players' registration rights for which the normal practice in the sector is for settlement terms of more than one year. For this reason, the value of these receivables is discounted for the sum that will be received after the current financial year, in the belief that the discounting of the instalments that will be received in the current financial year are not significant in the light of the current interest rates.

#### *Cash and cash equivalents*

This includes mainly cash, deposits with withdrawal facilities at banks, other highly liquid short-term investments with an irrelevant financial risk. The elements included in this balance sheet caption are valued at the fair value and the related variations are recorded in the income statement.

#### *Provisions for risks and charges*

The provisions for risks and charges are recorded to cover losses or charges of a given nature, certain or

probable, for which, however, it is not possible to determine the amount and/or the date they may occur.

The provision is only recorded when a present obligation (legal or implicit) exists for a future outflow of economic resources as the result of past events and it is probable that this outflow is required to meet the obligation. This amount represents the best estimate of the expenditures expected to meet the obligation. The rate used to determine the present value of the liability reflects the current market values and includes the further effects related to the specific risk that can be associated with each liability.

The risks for which a liability is only possible will be indicated in the appropriate information section on commitments and risks of the notes to the interim financial statements and do not generate any provision.

It should be noted that in the course of the 2007/2008 financial year, the Employees' Severance Indemnity Provision (TFR) due to employees and recorded on the basis of IAS principle 19, was adapted to the value pursuant to Article 2120 of the Italian Civil Code, and then liquidated to employees or, if requested by them, transferred to pension funds, on the basis of a special company agreement.

#### *Loans and other financial payables, trade and other payables*

Loans and other financial payables, overdrafts on current accounts, trade and other payables are valued, at initial recognition, at fair value, and afterwards at the amortised cost, using the criterion of the effective interest rate.

#### *Payables due to specific sector companies related to the transfer campaign*

The payables to specific sector companies derive from operations for the acquisition of players' registration rights and/or re-acquisition of 50% of players' registration rights disposed of at the same time (the opposite of the player sharing receivables ex art. 102 bis of N.O.I.F.) for which the normal practice in the sector is for settlement terms of more than one year. For this reason, the value of these payables is discounted for the sum that will be paid after the current financial year, in the belief that the discounting of the instalments that will be paid in the current financial year are not significant.

#### *Recognition of revenues and costs*

Match revenues, television, radio and media rights are recorded at the effective date of the event (when the match is played); season tickets, even if received at the end of the season that precedes the pertinent one, are deferred according to the accrual method using the same criterion (when the match is played).

Revenues for provision of services (including sponsorship) are recorded on the basis of the stage of completion of the service at the balance sheet date.

The revenues are recorded net of returns, discounts, and bonuses.

The gains and losses deriving from the disposal of players' registration rights are recorded on the basis of the date of execution approved on the contracts by the *Lega Nazionale Professionisti*, for national transfers, and on the date of the "transfer" issued by the *Federazione Italiana Giuoco Calcio* for international transfers.

The gains deriving from the disposal of players' registration rights, 50% of which reacquired at the same time, are adjusted for 50% of their amount so as to reflect in the income statement the revenue matured

for the share of the registration right actually transferred through sale. The remaining part of the gain may, instead, be eventually realised only at the time of the termination of the player sharing agreement, when the player leaves the Company definitively. In the event that the disposal of registration rights that precedes the stipulation of the player-sharing contract generates a loss, the value of the latter is not, on the contrary, subject to any adjustment for IFRS purposes. This stems from the fact that this loss is assimilated to the effect of the impairment test of the registration rights, in the assumption that the moment of disposal of the right is when this loss is incurred.

The revenues and expenses deriving from the termination of player-sharing agreements ex art. 102 bis of N.O.I.F. are recorded on the basis of the date of execution authorised on contracts by the *Lega Nazionale Professionisti*.

Financial income and expenses are recorded in the income statement in the relevant period. With reference to domestic transfers, regulated by the *Lega Nazionale Professionisti*, the pertinent share for the financial year of the payable and receivable financial components extrapolated respectively from the payables and receivables with terms of payment beyond the financial year, is calculated on the basis of the conventional date of 30 November, the date held to be representative of the effective deferment granted/obtained for the payment.

The bonuses related to achieving sports results due to football players, trainers and technical staff, as with the insurance premiums to cover them, are entered in the pertinent income statement when the related sports event occurs.

#### *Translation of items expressed in currencies other than euros*

Transactions in foreign currencies are converted into Euros using the exchange rates in force at the date of the transaction. Gains and losses on exchange rates resulting from the financial settlement of the transactions in question and the translation to the exchange rates at year-end of assets and liabilities in foreign currencies are recorded in the income statement.

#### *Dividends*

Dividends are recorded on the date of the deliberation by the subsidiary shareholders' meeting.

#### *Earnings per share*

##### *(i) Basic*

The basic earnings per share are calculated by dividing the Company's net income by the weighted average of the ordinary shares in circulation during the financial year, excluding treasury shares.

##### *(ii) Diluted*

The diluted earnings per share are calculated in the same way as basic earnings per share; however, the weighted average of the shares in circulation is modified assuming the conversion of all the potential shares having a diluting effect, while the net income of the Company is adjusted to take into account of the effects, net of taxes, of the conversion. The diluted earnings per share are not calculated in the case of losses, in that any diluting effect would lead to an improvement in the earnings per share.



## *Taxes*

Taxes for the year are calculated on the basis of the income tax regulations in force.

Income taxes are recorded in the income statement, with the exception of those regarding items directly debited and accredited to shareholders' equity, for which the fiscal effect is recognised directly in the shareholders' equity.

If there are taxable temporary differences between the carrying value of assets and liabilities and the corresponding values significant for tax purposes, the relating deferred taxes are recorded as liabilities. Deferred tax assets on tax losses that can be carried forward, as well as those on temporary deductible differences, are recognised to the extent that it is probable that future taxable income will be available against which they can be recovered and are recorded as non current assets.

Deferred taxes are determined using the tax rates that are expected to be applied in the years in which the temporary differences will be reversed. Deferred tax assets and liabilities are presented net, if legally permissible.

Deferred taxes are presented separately from other receivables and payables from or to tax authorities in a specific item classified in non current assets or liabilities.

Other taxes, not related to income, such as property taxes, are included among other operating expenses.

## *Use of estimates*

The preparation by directors of the interim financial statements and related notes demand the use of estimates and assumptions that have an impact on the values of assets and liabilities and on information regarding potential assets and liabilities at the date of reference. Final results could differ from these estimates. The estimates and assumptions are reviewed periodically and the effects of every variation are reflected immediately in the income statement.

The most significant accounting principles that demand a greater degree of subjectivity concern players' registration rights, deferred taxes and provisions for risks and charges.

*Information concerning trends in operations by business segments and geographical area ("Segment Information").*

Pursuant to Consob notification no. 98084143 of 27 October 1998, it should be noted that the Company's primary area of activity is participation in national and international football competitions; as a consequence, the economic and asset components of the financial statements can be attributed essentially to this type of activity. In addition, most of the Company's operations are conducted in Italy.

## MANAGEMENT OF FINANCIAL RISKS

In August 2005 the IASB issued IFRS 7 ("Financial Instruments: Disclosures"), which was adopted by the European Commission with regulation (EC) no. 108/2006 of 11 January 2006.

IFRS 7, which is applied to all financial statements whose financial year begins on 1 January 2007 or at a later date, requires additional information regarding the impact of financial instruments on a company's performance and financial position. This information incorporates some requirements previously included in IAS 32 ("Financial instruments: Presentation"). The new accounting standard also requires information about the level of exposure to risk deriving from the use of financial instruments, as well as a description of the objectives, policies and procedures implemented by the management so as to manage these risks.

The main risks connected to the ordinary running of Juventus's operations can be summarised as follows:

### *Credit risk*

Juventus does not have a significant concentration of credit risk and has implemented appropriate procedures to minimise exposure to this risk. In particular, receivables from Italian football clubs are guaranteed through the mechanism of the compensation chamber of the *Lega Nazionale Professionisti*; receivables from foreign football clubs are mostly guaranteed by bank or other guarantees issued by the counterpart; and receivables regarding amounts deriving from contracts for television rights are guaranteed by bank guarantees issued by clients; the credits recorded after the disposal of Campi di Vinovo S.p.A. are guaranteed by a pledge on shares. The receivables not guaranteed, which represent about 28% of all receivables, are monitored regularly and the Company manages the risk on these receivables also through the recording in a special Allowance for doubtful accounts.

### *Interest rate risk*

The only component of financial debt that contributes to determining the financial position ("liquidity") at the date of the financial statements at 30 June 2008 is represented by the debt connected to the financial leasing contract with Locat S.p.A. concerning the training centre "Juventus Center" of football pitches, buildings fitted out as dressing rooms, gym, medical centre, stores, press room, interview room and meeting rooms and related furniture, furnishings and equipment for a total of € 22.4 million.

The Company underwrote this contract to finance the construction of the training centre on the basis of the progress in work on it; these leasing contracts have a duration of 120 months (leasing regarding the property) and 60 months (leasing regarding furniture, furnishings and equipment) starting from the date of the quality control, which was performed respectively on 15 July 2006 and 31 December 2006. The exercise price of the asset at the end of the lease is € 6.0 million.

At 30 June 2008 the current and non current debts to leasing companies, for € 17.5 million, correspond to the residual debt to Locat S.p.A., determined with the application of IAS 17. The interest rate applied is that of Euribor 3M increased by a spread of 1.2 points. The residual repayment schedule of this debt is illustrated in note 41.

Taking into account the above, it is not held necessary to conduct a sensitivity analysis on the effects that could be generated in the Company's income statement and shareholders' equity following an

unexpected and unfavourable change in interest rates, in that they are not significant for the financial statements of Juventus.

#### *Exchange rate risk*

Juventus conducts most transactions (both acquisitions and sales) in Euros; the Company is not therefore subject to significant exchange rate fluctuations.

#### *Financial derivative instruments*

Juventus has not underwritten derivative financial instruments, whether for hedging or trading purposes.

#### *Liquidity risk*

The liquidity risk is the risk that the financial resources available may be insufficient to meet the obligations coming due. The Company manages liquidity risk by maintaining the level of lines of credit granted by leading banks appropriate for avoiding situations of financial difficulty and sufficient to satisfy operational and investment requirements. It should be remembered that since the receipt of the capital increase of June 2007, the company has had a positive Net Financial Position. For further information on bank lines of credit, see note 42.

### **ADOPTION OF NEW ACCOUNTING PRINCIPLES, AMENDMENTS AND INTERPRETATIONS ISSUED BY THE IASB**

#### *Accounting standards, amendments and interpretations not yet effective and not early adopted by the Company*

On 29 March 2007 the IASB issued a revised version of IAS 23 – Borrowing Costs which must be applied from 1 January 2009. The new version removes the option of immediately recording in the income statement the borrowing costs related to assets for which a given period of time usually passes to make the asset ready for use or for sale. The standard will be applicable prospectively to borrowing costs regarding capitalised assets starting from 1 January 2009. On the date of issuing these financial statements, the European Union had not yet endorsed this standard. The Company does not believe that in the current situation the adoption of the standard could produce significant effects on the measurement of items in the financial statements.

On 6 September 2007 the IASB issued a revised version of IAS 1 - Presentation of Financial Statements, which must be applied from 1 January 2009. The revised standard demands that all the changes in equity generated by transactions with owners are presented in the statement of changes in shareholders' equity. All changes generated by transactions with third parties ("comprehensive income") must instead be illustrated in a single statement of the comprehensive income or in two separate statement (a separate income statement and a statement of comprehensive income). In any case, changes generated by transactions with third parties cannot be presented in the statement of changes in shareholders' equity. On the date of issuing these financial statements, the European Union had not yet endorsed this standard. The Company does not believe that the adoption of the standard could produce significant effects on the measurement of items in the financial statements.

Listed below are the new standards issued recently and to be applied in the future, which are not yet applicable to the Company:

- on 30 November 2006 the IASB issued the accounting principle IFRS 8 – Operating Segments, which must be applied from 1 January 2009 replacing IAS 14 – Segment Reporting.
- on 10 January 2008 the IASB issued an updated version of IFRS 3 – Business combinations, and amended IAS 27 – Consolidated and separate financial statements.
- on 17 January 2008 the IASB issued an amendment to IFRS 2 – Vesting conditions and cancellations.
- on 14 February 2008 the IASB issued an amendment to IAS 32 – Financial instruments: Presentation and to IAS 1 – Presentation of Financial Statements – Puttable financial instruments and obligations arising on liquidation.

On 22 May 2008 the IASB issued a set of improvements to the IFRS; below are listed those indicated by the IASB as resulting in accounting changes for presentation, recognition and measurement of items in financial statements, leaving aside instead those regarding changes in terminology or editorial changes with minimal effects on accounting:

- IFRS 5 – Non-current assets held for sale and discontinued operations: this amendment, which must be applied from 1 January 2010, states that if a company is committed to a sale plan that entails the loss of control of a subsidiary, all the subsidiary's assets and liabilities must be classified as assets held for sale, even if after the sale the company will still have a minority holding in its former subsidiary.
- IAS 1 – Presentation of Financial Statements (revised in 2007): this amendment, which must be applied from 1 January 2009, demands that assets and liabilities deriving from derivative financial instruments that are not held for trading purposes be classified in the financial statements distinguishing between current and non current assets and liabilities.
- IAS 16 – Property, plant and equipment: this amendment must be applied from 1 January 2009 and establishes that companies whose core business is renting must reclassify in the store the goods that cease being rented and are held for sale and, consequently, the amounts stemming from their sale must be recognised as revenue. The amounts paid to construct or purchase assets to rent to others, as well as the amounts received from the later sale of these assets constitute, for financial accounting purposes, cash flow deriving from operations (and not investment activities).
- IAS 19 – Employee benefits: the amendment must be applied prospectively from 1 January 2009 to the variations in benefits occurring after this date and clarifies the definition of positive/negative past service costs and establishes that in the event of the reduction of a plan, the effect to be recorded immediately in the income statement must include only the reduction in the benefits regarding future periods, while the effect deriving from any reductions linked to past service periods, must be considered a negative past service cost. The Board also revised the definition of short-term benefits and of long-term benefits and has modified the definition of return on plan assets establishing that this item must be recorded net of any administration costs that are not already included in the value of the obligation. The Company does not believe that the adoption of the standard would produce significant effects on the measurement of items in the financial statements.
- IAS 20 – Accounting for government grants and disclosure of government assistance: this amendment,

which must be applied prospectively from 1 January 2009, establishes that the benefits deriving from government loans granted at an interest rate much lower than market rates must be treated as public contributions and thus follow the rules of recognition set out in IAS 20.

- IAS 23 – Borrowing costs: this amendment, which must be applied from 1 January 2009, has revised the definition of financial expenses.
- IAS 28 – Investments in associates: this amendment, which must be applied (with prospective application also permitted) from 1 January 2009, establishes that for investments accounted for using the equity method a recognized impairment loss must not be allocated to any asset (and in particular goodwill) that forms part of the book value of the investment, but to the value of the associate as a whole. Thus, in the presence of the conditions for a later recovery of value, this recovery must be recognised in full.
- IAS 28 – Investments in associates, and IAS 31 – Investments in joint ventures: these amendments, which must be applied from 1 January 2009, envisage that additional disclosures be given for investments in associate companies and joint ventures measured at fair value according to IAS 39. Consistent with this, amendments have been made to IFRS 7 – Financial instruments: disclosures and IAS 32 – Financial instruments: presentation.
- IAS 29 – Financial reporting in hyperinflationary economies: the previous version did not reflect the fact that some assets or liabilities could be measured in the financial statements on the basis of the current value instead of the historical value. This amendment introduced to take this case into consideration must be applied from 1 January 2009.
- IAS 36 – Impairment of assets: this amendment, which must be applied from 1 January 2009, states that additional disclosures must be given when the company determines the recoverable amount of a cash generating units using discounted cash flows.
- IAS 38 – Intangible assets: this amendment must be applied from 1 January 2009 and establishes the recognition in the income statement of promotional and advertising costs. Furthermore, it states that in the event the company sustains costs with future economic benefits without recording intangible assets, these must be recorded in the income statement when the company itself has the right to access the goods, if this entails the purchase of goods, or when the service is rendered, if this entails the purchase of services. In addition, the standard has been modified to enable companies to adopt the unit of production to determine the depreciation of intangible assets with a defined useful life.
- IAS 39 – Financial instruments: recognition and measurement. This amendment, which must be applied from 1 January 2009, clarifies how the effective interest rate must be calculated on a financial instrument at the end of a period of coverage of the fair value; it also clarifies that the prohibition to reclassify in the category of financial instruments to fair value in the income statement may not be applied to derivative financial instruments that can no longer be classified as hedges or that instead become hedges. Finally, to avoid conflicts with the new IFRS 8 – Operating segments, it eliminates the references to the designation of a sector hedging instrument.
- IAS 40 – Investment property: the modification, which must be applied prospectively from 1 January 2009, establishes that property under construction falls within the framework of application of IAS 40 instead of IAS 16.

At the date of these financial statements, the European Union have not yet endorsed the improvements described above.

Finally, it should also be remembered that the following interpretations that regulate matters and cases not present at the moment in the Company have been issued:

- IFRIC 16 – Hedges of a net investment in foreign operations, which eliminates the possibility of applying hedge accounting for hedging operations of exchange rate differences generated between the functional currency of the foreign subsidiary and the currency for presentation in the consolidated financial statements.
- IFRIC 12 – Service concession arrangements (effective from 1 January 2008 but not yet endorsed by the European Union).
- IFRIC 13 – Customer loyalty programmes (effective from 1 January 2009 but not yet endorsed by the European Union).
- IFRIC 14 – IAS 19 - Defined benefit asset minimum funding requirements (effective from 1 January 2008 but not yet endorsed by the European Union).
- IFRIC 15 – Agreements for the construction of real estate (effective from 1 January 2009 but not yet endorsed by the European Union).

## COMMENT ON THE MAIN ITEMS IN THE BALANCE SHEET

### 1. PLAYERS' REGISTRATION RIGHTS

Details are as follows:

€/000

Name of player	Role	Registration rights at 30/06/2008	Amortisation and write-down at 30/06/2008	Net book value at 30/06/2008	Duration of contract*	Contract expiry
<b>First Team at 30 June 2008</b>		<b>209,559</b>	<b>153,713</b>	<b>55,846</b>		
Almeida Gomes de Andrade	Defender	10,220	10,220	-	3 years (a)	30/06/10
Belardi Emanuele	Goalkeeper	-	-	-	3 years	30/06/09
Birindelli Alessandro	Defender	2,829	2,829	-	5 years	30/06/08
Buffon Gianluigi	Goalkeeper	52,884	42,165	10,719	5 years (b)	30/06/12
Camoranesi Mauro G.	Midfielder	8,650	7,379	1,271	3 years	30/06/10
Cardoso Mendes Tiago	Midfielder	14,106	2,821	11,285	5 years	30/06/12
Chiellini Giorgio	Defender	7,430	4,086	3,344	5 years	30/06/11
Del Piero Alessandro	Striker	507	507	-	5 years (b)	30/06/08
Grygera Zdenek	Defender	850	170	680	5 years	30/06/12
Iaquinta Vincenzo	Striker	10,645	2,129	8,516	5 years	30/06/12
Legrottaglie Nicola	Defender	7,423	6,433	990	3 years	30/06/10
Marchionni Marco	Midfielder	784	314	470	5 years	30/06/11
Molinaro Cristian	Defender	2,500	500	2,000	5 years	30/06/12
Nedved Pavel	Midfielder	46,464	44,097	2,367	2 years	30/06/09
Nocerino Antonio	Midfielder	3,785	757	3,028	5 years	30/06/12
Palladino Raffaele	Striker	273	223	50	4 years	30/06/11
Salihamidzic Hasan	Midfielder	759	190	569	4 years	30/06/11
Sissoko Mohamed Lamine	Midfielder	11,031	2,206	8,825	5 years	30/06/12
Trezeguet David	Striker	26,714	25,712	1,002	4 years	30/06/11
Zanetti Cristiano	Midfielder	830	415	415	4 years	30/06/10
Zebina Jonathan	Defender	875	560	315	5 years	30/06/11
<b>Players temporarily transferred</b>		<b>24,256</b>	<b>11,104</b>	<b>13,152</b>		
Almiron Sergio Bernardo	Midfielder	8,497	1,699	6,798	5 years	30/06/12
Bianco Raffaele	Midfielder	8	7	1	5 years	30/06/11
Criscito Domenico	Defender	8,260	3,217	5,043	5 years	30/06/12
Del Prete Lorenzo	Defender	71	49	22	3 years	30/06/09
Giovinco Sebastian	Striker	-	-	-	5 years	30/06/11
Lagnese Luca	Defender	9	3	6	3 years	30/06/10
Lanzafame Davide	Striker	4	4	-	3 years	30/06/09
Maniero Riccardo	Striker	15	11	4	5 years	30/06/11
Marchisio Claudio	Midfielder	175	35	140	5 years	30/06/12
Mirante Antonio	Goalkeeper	477	352	125	5 years	30/06/11
Olivera Ruben	Midfielder	6,705	5,699	1,006	4 years	30/06/09
Pisani Andrea	Defender	31	24	7	5 years	30/06/11
Venitucci Dario	Midfielder	4	4	-	5 years	30/06/11
<b>Other professionals**</b>		<b>152</b>	<b>141</b>	<b>11</b>		
<b>Players in active sharing agreement</b>		<b>4,094</b>	<b>96</b>	<b>3,998</b>		
<b>Registered young players</b>		<b>1,340</b>	<b>697</b>	<b>643</b>		
		<b>239,401</b>	<b>165,751</b>	<b>73,650</b>		

(a) On 8 August the request to terminate the contract was sent to the Collegio Arbitrale of LNP.

(b) Buffon (30/06/2013) and Del Piero (30/06/2010) renewals are effective starting from 2008/2009 football season.

\* Duration of contracts in force at 30 June 2008

\*\* This item includes the costs of other players temporarily transferred and professional players playing in the Juventus youth sector teams.

Changes in this item are given in the table below:\*

€/000	Professionals	Players in active sharing agreement	Registered young players	Total
Initial book value**	232,345	455	1,515	234,315
Initial accumulated amortisation**	(179,957)	-	(855)	(180,812)
Initial write-down	(403)	-	-	(403)
<b>Balance at 01/07/2007</b>	<b>51,985</b>	<b>455</b>	<b>660</b>	<b>53,100</b>
Investments	64,172	-	427	64,599
Reclassification from players in active sharing agreement	706	(706)	-	-
Reclassification to players in active sharing agreement	(4,346)	4,346	-	-
Reclassification from registered young players	102	-	(102)	-
Disinvestments	(59,012)	(1)	(500)	(59,513)
Amortisation	(25,082)	-	(267)	(25,349)
Reclassification from registered young players amortisation	(93)	-	93	-
Use of amortisation	46,987	-	332	47,319
Write-downs (Impairment)	(6,813)	(96)	-	(6,909)
Use of write-downs	403	-	-	403
<b>Balance at 30/06/2008</b>	<b>69,009</b>	<b>3,998</b>	<b>643</b>	<b>73,650</b>
Final book value	233,967	4,094	1,340	239,401
Final accumulated amortisation	(158,145)	-	(697)	(158,842)
Final write-down (Impairment)	(6,813)	(96)	-	(6,909)
<b>Balance at 30/06/2008</b>	<b>69,009</b>	<b>3,998</b>	<b>643</b>	<b>73,650</b>

\* The changes in the period may differ from the comments given in the Report on Operations concerning the Transfer Campaign to both the different time reference and to the inclusion in this table of some items not strictly related to the Transfer Campaign (e.g. preparation bonuses, etc.).

\*\* Net of the preparation and promotion bonus paid to other football clubs for young players, which was entirely amortised.

For further details see also the table demanded by FIGC regulations attached to these Notes to the financial statement.

## 2. OTHER INTANGIBLE ASSETS

These include mainly the rights to the economic use of the historical archive of television images of the Company (the so-called "Juventus Library") acquired on 31 March 2006 by the RAI Group (for further information see the financial statements for the financial year closed at 30 June 2006 and 30 June 2007). This is an intangible asset of indefinite life in that the historical archive of television recordings will grow over time with the possibility of endless use.

The other intangible assets refer mainly to trademarks, software and the photography archive.

The changes in the item are as follows:



€/000	Library Juventus	Other intangible assets	Total
Initial book value	28,000	2,285	30,285
Initial accumulated amortisation	-	(1,993)	(1,993)
Initial write-down (Impairment)	(6,480)	-	(6,480)
<b>Balance at 01/07/2007</b>	<b>21,520</b>	<b>292</b>	<b>21,812</b>
Investments	-	178	178
Amortisation	-	(168)	(168)
Write-down (Impairment)	(5,000)	-	(5,000)
<b>Balance at 30/06/2008</b>	<b>16,520</b>	<b>302</b>	<b>16,822</b>
Final book value	28,000	2,463	30,463
Final accumulated amortisation	-	(2,161)	(2,161)
Final write-down (Impairment)	(11,480)	-	(11,480)
<b>Balance at 30/06/2008</b>	<b>16,520</b>	<b>302</b>	<b>16,822</b>

The write-down of € 5,000 thousand for the Company's video library was made on the basis of the definition of a new plan of exploitation and the predictable financial and economic flows acquired and expected, as required by the relevant international accounting standards concerning the valuation of intangible assets with an indefinite useful life. The residual value that derives from this is the utility value at the date of the financial statements.

It should be noted that in relation to the intangible activity of the regarding video images (Library), the Company holds several commercial contracts for which advance payments have been recorded from clients for € 10,288 thousand (see also note 19).

### 3. LAND AND BUILDINGS

The changes in this item are given below:

€/000	Land	Buildings, sport fields and related areas	Total
Initial book value	5,000	14,517	19,517
Initial accumulated amortisation	-	(218)	(218)
<b>Balance at 01/07/2007</b>	<b>5,000</b>	<b>14,299</b>	<b>19,299</b>
Investments	-	7	7
Amortisation	-	(436)	(436)
<b>Balance at 30/06/2008</b>	<b>5,000</b>	<b>13,870</b>	<b>18,870</b>
Final book value	5,000	14,524	19,524
Final accumulated amortisation	-	(654)	(654)
<b>Balance at 30/06/2008</b>	<b>5,000</b>	<b>13,870</b>	<b>18,870</b>

This item refers to the Training Centre of Vinovo, completed and in use as of the last financial year. Given that this asset, currently owned by LOCAT S.p.A., is owned through a financial leasing, on the basis of the IAS 17 accounting principle, it has been recorded amongst tangible assets, while the related debt

to the leasing company has been entered in the item Loans and other financial debts (see note 16 – Loans and other financial debts and note 41 – Leased assets).

#### 4. OTHER TANGIBLE ASSETS

The changes in this item are given in the table below:

€/000	Equipment and machinery	Industrial and commercial equipment	Other assets	Total
Initial book value	2,245	2,616	1,247	6,108
Initial accumulated amortisation	(420)	(1,277)	(924)	(2,621)
<b>Balance at 01/07/2007</b>	<b>1,825</b>	<b>1,339</b>	<b>323</b>	<b>3,487</b>
Investments	-	118	64	182
Disinvestments	-	(23)	(66)	(89)
Amortisation	(219)	(255)	(86)	(560)
Use of amortisation	-	21	66	87
<b>Balance at 30/06/2008</b>	<b>1,606</b>	<b>1,200</b>	<b>301</b>	<b>3,107</b>
Final book value	2,245	2,711	1,245	6,201
Final accumulated amortisation	(639)	(1,511)	(944)	(3,094)
<b>Balance at 30/06/2008</b>	<b>1,606</b>	<b>1,200</b>	<b>301</b>	<b>3,107</b>

It should be noted that a new leasing contract was stipulated in September 2007 with LOCAT S.p.A. for the purchase of telephone switchboards for € 37 thousand.

#### 5. TANGIBLE ASSETS IN PROGRESS

Details are as follows:

€/000	Expenses related to the new Stadio Delle Alpi
Initial book value	4,305
Initial write-down (Impairment)	(2,399)
<b>Balance at 01/07/2007</b>	<b>1,906</b>
Investments	1,026
<b>Balance at 30/06/2008</b>	<b>2,932</b>
Final book value	5,331
Final write-down (Impairment)	(2,399)
<b>Balance at 30/06/2008</b>	<b>2,932</b>

The residual amount of € 2,932 thousand refers to planning costs regarding the Stadio Delle Alpi, € 1,026 thousand of which new capitalisation. The final plan and, presumably, the beginning of work are expected within the first few months of 2009.

## 6. OTHER FINANCIAL ASSETS

This refers to an interest-bearing loan at market rates, provided to a FIGC registered company employee, coming due beyond the next financial year (August 2009).

## 7. DEFERRED TAX ASSETS

These amount to € 15,803 thousand, compared to € 17,222 thousand at the beginning of the financial year. Changes in the period are as follows:

€/000	30/06/2007		Provisions	Uses	Rate reduction effect	30/06/2008	
	Deductible differences	Tax assets				Tax assets	Deductible differences
Revenues taxed in advance in previous years (Mediaset option rights)	30,000	<b>11,175</b>	-	(3,725)	(1,170)	<b>6,280</b>	20,000
Mondo Juve infrastructure expenses fund	-	-	4,966	-	-	<b>4,966</b>	15,816
Juventus library amortisation	5,360	<b>1,997</b>	1,570	(417)	(248)	<b>2,902</b>	9,240
Discounting of revenues from branch of business disposal	-	-	1,176	-	-	<b>1,176</b>	4,278
Capital increase costs recorded in equity	2,284	<b>851</b>	-	(283)	(89)	<b>479</b>	1,527
IFRS adoption effects on players' registration rights	6,055	<b>2,256</b>	-	(2,256)	-	-	-
IFRS effects on receivables from football clubs	1,558	<b>580</b>	-	(580)	-	-	-
IFRS effects on stadium lease	1,023	<b>293</b>	-	(293)	-	-	-
PR expenses	692	<b>29</b>	-	(29)	-	-	-
IFRS effects on training centre lease and other assets	561	<b>24</b>	-	(24)	-	-	-
Players' registration rights write-downs	403	<b>17</b>	-	(17)	-	-	-
<b>Total</b>	<b>47,936</b>	<b>17,222</b>	<b>7,712</b>	<b>(7,624)</b>	<b>(1,507)</b>	<b>15,803</b>	<b>50,861</b>

The balances presented stem, in part, from deferred tax assets recorded at the transition to IFRS.

The rate reduction effects refer to the pertinent amount calculated on the basis of the new rates defined by Law no. 244 of 24/12/2007 (so-called "Legge Finanziaria 2008") applicable from the 2008/2009 financial statements with reference to the deductible temporary differences expected at 30 June 2008.

The recoverability of deferred tax assets depends on achieving positive taxable income in future financial years. On the basis of actual company plans, this is held to be probable, but is depending on reaching given sports results, as well as the completion of some extraordinary operations. For the recoverability of this item, the normal areas of uncertainty thus remain due to the estimation processes based on the company plans, also in the light of the special nature of Juventus' sports activities.

## 8. RECEIVABLES FROM SPECIFIC SECTOR COMPANIES RELATED TO TRANSFER CAMPAIGN

Details are as follows:

€/000	Current share (by next financial year)	Non current share (beyond next financial year)	Total at 30/06/2008
A.C. Chievo Verona S.r.l.	330	100	430
A.C. Siena S.p.A.	800	800	1,600
A.S. Livorno Calcio S.r.l.	600	-	600
ACF Fiorentina S.p.A.	3,931	1,265	5,196
Ascoli Calcio 1898 S.p.A.	300	300	600
Empoli F.C. S.p.A.	300	300	600
F.C. Internazionale Milano S.p.A.	11,250	-	11,250
Fenerbahce Spor Kulubu	2,000	-	2,000
Genoa Cricket and Football Club S.p.A.	1,500	1,000	2,500
Hellas Verona F.C. S.p.A.	500	-	500
Parma F.C. S.p.A.	500	500	1,000
Piacenza Football Club S.p.A.	620	-	620
Ravenna Calcio S.r.l.	400	-	400
Real Madrid C.F.	7,000	-	7,000
Sevilla Futbol Club	1,000	-	1,000
SSC Napoli S.p.A.	2,590	2,520	5,110
U.C. Sampdoria S.p.A.	400	400	800
U.S. Città di Palermo S.p.A.	1,450	1,400	2,850
Udinese Calcio S.r.l.	900	860	1,760
Valencia C.F.	2,250	-	2,250
Adjustment for discounting	(883)	(171)	(1,054)
<b>Total</b>	<b>37,738</b>	<b>9,274</b>	<b>47,012</b>

It should be noted that all the amounts above come due within the next five financial years. At 30 June 2007 the total amounted to € 62,295 thousand.

## 9. OTHER NON CURRENT ASSETS

These amount to € 34,995 thousand, compared to € 7,077 thousand at 30 June 2007.

The increase of € 27,918 thousand refers mainly to the net present value of receivables to be received beyond the next financial year deriving from the transfer of the branch of business to Campi di Vinovo S.p.A. and the sale of the shareholding in Campi di Vinovo S.p.A. to Costruzioni Generali Gilardi S.p.A., net of adjustment for discounting.

Details are as follows:

€/000	30/06/2008
Advances paid to Turin Municipality and auxiliary expenses already paid for the 99 year lease of the Stadio Delle Alpi and surrounding areas, recorded as an operating lease	8,698
Receivables from Campi di Vinovo S.p.A. for the sale of the company branch	24,527
Receivables from Costruzioni Generali Gilardi S.p.A. for sale of the shareholding in Campi di Vinovo S.p.A.	5,416
Adjustment for discounting	(3,718)
Other	72
<b>Total</b>	<b>34,995</b>

The advance payments made to the City of Turin are the amounts paid early with respect to the economic pertinence of the leasing instalments.

The receivables from Campi di Vinovo S.p.A. and Costruzioni Generali Gilardi S.p.A. will be paid according to the following time scale: about 30% at the date of the start of work on the construction of the "Mondo Juve" Commercial Park, and in any case no later than 31 December 2008 (share included in other intangible fixed assets); about 30% at the end of the first year of the opening of the Commercial Park, and in any case no later than 31 December 2012; and the remaining part at the end of the second year of the opening of the Commercial Park, and in any case no later than 31 December 2013.

## 10. TRADE RECEIVABLES

Details are as follows, net of deferred income:

€/000	30/06/2008
Reti Televisive Italiane S.p.A.	727
Sky Italia S.r.l.	1,422
Telecom Italia S.p.A.	612
UEFA	600
Other trade receivables under € 0.6 million	3,263
Allowance for doubtful accounts	(531)
<b>Total trade receivables</b>	<b>6,093</b>

At 30 June 2007 the item amounted to € 8,631 thousand.

The time schedule for trade receivables outstanding at 30 June 2008 is given below:

€/000	30/06/2008
Non expired trade receivables	4,371
Trade receivables expired by less than 60 days	1,288
Trade receivables expired by 61 to 120 days	261
Trade receivables expired by over 120 days	704
Allowance for doubtful accounts	(531)
<b>Total trade receivables</b>	<b>6,093</b>

## 11. OTHER CURRENT ASSETS

These amount to € 12,526 thousand, compared to € 840 thousand at 30 June 2007.

The increase of € 11,686 thousand refers mainly to the receivable to be received by the next financial year deriving from the transfer of the commercial business to Campi di Vinovo S.p.A. and the sale of the shareholding in Campi di Vinovo S.p.A. to Costruzioni Generali Gilardi S.p.A., net of adjustment for discounting.

Details are as follows:

€/000	30/06/2008
Receivables from Campi di Vinovo S.p.A. for the sale of the company branch	9,700
Receivables from Costruzioni Generali Gilardi S.p.A. for sale of the shareholding in Campi di Vinovo S.p.A.	2,800
Adjustment for discounting	(1,472)
Tax receivables	496
Others	1,002
<b>Total</b>	<b>12,526</b>

The receivables from Campi di Vinovo S.p.A. and Costruzioni Generali Gilardi S.p.A. represent the current share of what is described in note 9.

## 12. CURRENT FINANCIAL ASSETS

These amount to € 567 thousand (€ 7,000 thousand at 30 June 2007 which referred to financial receivables from Campi di Vinovo S.p.A., a holding sold on 2 October 2007) and refer to the share of an interest-bearing loan at market rates, provided to a FIGC registered company employee, to be received within the next financial year.

## 13. CASH AND CASH EQUIVALENTS

These amount to € 28,104 thousand (€ 40,461 thousand at 30 June 2007) made up mainly of positive balances in ordinary accounts and time deposits held at banks.

The reduction is due mainly to the payments made in the course of the year regarding investments in players' registration rights.

At 30 June 2008 the Company had revocable lines of credit available for € 172,500 thousand, used for € 36,119 thousand to cover guarantees issued in favour of third parties (see note 42).

## 14. SHAREHOLDERS' EQUITY

At 30 June 2008 the fully paid share capital amounted to € 20,155,333.20 made up of 201,553,332 ordinary shares of the nominal value of € 0.1 each.

The information required by Art. 2427 no. 7 bis of the Italian Civil Code on the availability and possibility of distribution of reserves is illustrated below:

€/000	Total at 30/06/2008	Possibilities of use	Available share	Uses in previous year
<b>Share capital</b>	<b>20,155</b>			-
<b>Capital reserves:</b>				
Share premium reserve	<b>93,579</b>	A, B, C	93,579	*
<b>Retained profit reserves:</b>				
Legal reserve	<b>2,419</b>	B	**	-
<b>Net result for the year</b>	<b>(20,787)</b>		-	-
<b>Total</b>	<b>95,366</b>		<b>93,579</b>	-

Key:

A for capital increase

B to cover losses

C for distribution to shareholders

\* The share premium reserve was used in the course of the financial year to cover the losses in the 2006/2007 and previous financial years, for a total of € 28,177 thousand, and adjusted for the capital increase costs (concluded in June 2007) recorded directly in shareholders' equity. For further details see the Statement of changes in shareholders' equity.

\*\* The legal reserve is not available. It can be used only to cover losses and after the prior use of other reserves.

## 15. PROVISIONS FOR RISKS AND CHARGES

These amount to € 17,399 thousand, compared to € 2,878 thousand at 30 June 2007.

The increase of € 14,521 thousand refers mainly to provisions for the infrastructure costs for the "Mondo Juve" Commercial Park project, payment for which is envisaged beyond the next financial year on the basis of the time estimate of the execution of work. This provision is the consequence of the agreements deriving from the sale of the commercial business to Campi di Vinovo S.p.A..

Details are as follows:

€/000	Employees' severance indemnity provision	"Calcio Como liquidation" provision	Infrastructure costs provision for "Mondo Juve" Commercial Park	Solidarity contrib. provision for int. player transfers	Other provision	Total
<b>Balance at 30 June 2007</b>	<b>1,152</b>	<b>1,580</b>	-	-	<b>146</b>	<b>2,878</b>
TFR adjustment to art. 2120 Civil Code	365	-	-	-	-	<b>365</b>
Provisions	348	-	19,220	1,873	-	<b>21,441</b>
Uses	(1,862)	-	-	(1,840)	-	<b>(3,702)</b>
Reversal into income	-	-	-	(33)	(146)	<b>(179)</b>
Adjustment for discounting	-	-	(3,404)	-	-	<b>(3,404)</b>
<b>Balance at 30 June 2008</b>	<b>3</b>	<b>1,580</b>	<b>15,816</b>	-	-	<b>17,399</b>

The Employees' severance indemnity provision has been aligned with the value pursuant to Art. 2120 of the Italian Civil Code and, following a company agreement, was liquidated to employees or, if requested by them, transferred to pension funds in May 2008. The residue regards the INPS revaluation not yet liquidated.

The "Como Calcio liquidation" provision refers to the dispute illustrated in note 43.

The benefits in favour of employees are listed below:

### *Employees' Severance Indemnity (Trattamento di Fine Rapporto - TFR)*

Employees' Severance Indemnity reflects the indemnity that employees mature in the course of their working life and which is paid when the employment relationship is closed, except in the case of the request of advance payments.

In applying the change in regulations and as the Company has more than 50 employees, as of 1 June 2007 the TFR is no longer set aside in the Company. Following the Company agreement mentioned above, in the course of the 2007/2008 financial year, if requested by employees the severance indemnity fund up to 1 June 2007 was paid or transferred to pension funds.

In addition to the TFR envisaged by Art. 2120 of the Italian Civil Code, the Company guarantees a number of forms of benefits (health assistance plans, pension plans with a defined contribution) when there are additional company or individual agreements.

### *Health Assistance Plans*

Health assistance plans are for management and entail the payment of defined contributions to external funds that provide the health services.

### *Pension plans*

The Pension Plans are intended for management and are regulated by the collective national employment contract for companies producing goods and services. These are plans with "defined contribution" and envisage the payment of contributions to external pension funds, legally distinct and autonomous asset management funds. The Plans envisage contribution by the Company and a contribution by the managers, also through the deposit of part of their own TFR.

It should be noted that on 30 June 2007 a Company agreement was signed on the basis of which in the event of employees subscribing to one of 2 external pension funds, the Company will contribute 2.5% for middle management and 2% for office and manual workers of their gross annual income.

The payables for contributions are included in the item "Other payables"; the pertinent cost for the period matures on the basis of the service provided to the employee and is entered in personnel costs.

## **16. BONDS AND OTHER FINANCIAL LIABILITIES**

Details are as follows:

€/000	30/06/2008		30/06/2007		Changes	
	Current share (by next financial year)	Non current share (beyond next financial year)	Current share (by next financial year)	Non current share (beyond next financial year)	Current share (by next financial year)	Non current share (beyond next financial year)
Debts to leasing company	1,591	15,919	1,517	17,194	74	(1,275)
Other financial debts	-	-	1	-	(1)	-
<b>Total</b>	<b>1,591</b>	<b>15,919</b>	<b>1,518</b>	<b>17,194</b>	<b>73</b>	<b>(1,275)</b>

Bonds and other financial liabilities at 30 June 2008 concern the liabilities with Locat S.p.A. for the Vinovo Training Centre and other minor leasing operations.



After 30 June 2007 the Company stipulated a new leasing contract for € 37 thousand with Locat S.p.A. for the purchase of telephone switchboards.

It should be noted that € 10,365 thousand comes due over the following 5 financial years.

## 17. PAYABLES DUE TO SPECIFIC SECTOR COMPANIES RELATED TO TRANSFER CAMPAIGN

Details are as follows:

€/000	Current share (by next financial year)	Non current share (beyond next financial year)	Total at 30/06/2008
A.C. Siena S.p.A.	600	600	1,200
A.F.C. Ajax N.V.	4,000	-	4,000
A.S. Livorno Calcio S.p.A.	300	-	300
Empoli F.C. S.p.A.	3,325	3,150	6,475
Genoa Cricket and Football Club S.p.A.	2,000	500	2,500
Liverpool F.C.	54	6,750	6,804
Newcastle United Company Ltd.	1,583	-	1,583
Olympique Lyonnais Sasp	6,500	-	6,500
Piacenza Football Club S.p.A.	2,160	-	2,160
Ravenna Calcio S.r.l.	500	-	500
R.C. Deportivo de la Coruna Sad	3,500	3,000	6,500
SSC Napoli S.p.A.	1,295	1,260	2,555
U.S. Città di Palermo S.p.A.	250	-	250
Udinese Calcio S.p.A.	4,150	3,980	8,130
Others	798	383	1,181
Adjustment for discounting	(1,287)	(327)	(1,614)
<b>Total</b>	<b>29,728</b>	<b>19,296</b>	<b>49,024</b>

It should be noted that all the payables come due within the next 5 financial years. The total amount at 30 June 2007 was € 21,947 thousand.

## 18. DEFERRED TAX LIABILITIES

These amount to € 7,556 thousand, against € 1,572 thousand at 30 June 2007. Changes in the period are as follows:

€/000	30/06/2007		Provisions	Uses	Rate reduction effect	30/06/2008	
	Taxable differences	Tax liabilities				Tax liabilities	Taxable differences
Gains on players and headq.ers disposals	9,646	410	5,911	(218)	(16)	6,087	19,386
IFRS effects on payables due to football clubs	544	203	514	(153)	(8)	556	1,771
IFRS effects on stadium lease	2,138	797	40	(412)	(60)	365	1,160
IFRS effects on training centre lease	1,305	55	270	(25)	(3)	297	949
Discounting of the loss on Campi di Vinovo disposal	-	-	251	-	-	251	913
Employees' severance indemnity fund	325	107	-	(107)	-	-	-
<b>Total</b>	<b>13,958</b>	<b>1,572</b>	<b>6,986</b>	<b>(915)</b>	<b>(87)</b>	<b>7,556</b>	<b>24,179</b>

The rate reduction effects have been calculated on the basis of the new rates defined by Law no. 244 of 24/12/2007 (so-called "Legge Finanziaria 2008") applicable from the 2008/2009 financial statements with reference to the residual taxes due at 30 June 2008.

Deferred taxes refer mainly to the deferral over a number of years of some profits made from the disposal of players' registration rights and the profit made from the sale of the Company headquarters.

As regards the profits made in the 2007/2008 financial year from the sale of players' registration rights held for at least one year, the Company reserves the possibility of recalculating, at the time of making its income tax statement, both the amount of profit to be deferred and the period of deferment.

Any change would not entail an effect on the result for the financial year as it would be translated into a different division between current and deferred taxes.

## 19. OTHER NON CURRENT AND CURRENT LIABILITIES

Details are as follows:

€/000	30/06/2008		30/06/2007		Variations	
	Current share (by next financial year)	Non current share (beyond next financial year)	Current share (by next financial year)	Non current share (beyond next financial year)	Current share (by next financial year)	Non current share (beyond next financial year)
Tax payables for withholding tax and other	5,893	-	4,542	-	1,351	-
Payables to social security agencies	447	-	447	-	-	-
Payables to employees for salaries not yet paid	10,998	-	13,787	-	(2,789)	-
Payables related to additional expenses on transfer of players' registration rights	1,901	2,103	8,369	2,753	(6,468)	(650)
Adjustment for discounting	(79)	(78)	(98)	(82)	19	4
Advances from clients	16,294	24,993	15,597	38,248	697	(13.255)
Other payables	2,248	3	2,044	3	204	-
<b>Total</b>	<b>37,702</b>	<b>27,021</b>	<b>44,688</b>	<b>40,922</b>	<b>(6,986)</b>	<b>(13.901)</b>

Advances from clients amount to € 41,287 thousand (€ 10,290 thousand of which beyond the following fifth financial year) refer mainly to the amounts already cashed of the contractual amounts due in the future from some contracts concerning the granting of television rights (Mediaset option rights), for € 20,000 thousand, the exploitation of the television image archive (Library), for € 10,288 thousand, sponsorship and other revenues, for € 10,999 thousand.

The decrease of € 20,887 thousand in other liabilities is due mostly to the decrease in debts for the payment of additional costs for the transfer of players' registration rights due and the reduction in the advances from clients for the accounting of pertinent revenues into the income statements, partially compensated by the increase in debts towards the tax authorities for withholding taxes to be paid and IRAP.

## 20. TRADE PAYABLES

Details are as follows:

€/000	30/06/2008
Compact S.r.l.	473
FIGC - LNP	315
Semana S.r.l.	1,051
Other trade payables under € 0.3 million	4,799
<b>Total</b>	<b>6,638</b>

## COMMENT ON THE MAIN ITEMS IN THE INCOME STATEMENT

### 21. TICKET SALES

Ticket sales amounted to € 13,980 thousand against € 7,744 thousand at 30 June 2007.

These increased by € 6,236 thousand due to greater revenues from season tickets (€ +2,120 thousand), higher fees for other matches (€ +1.920 thousand), higher ticket revenues paid by host teams during away matches (€ +938 thousand), higher ticket revenues for championship matches (€ +518 thousand), and higher ticket sales for Italian Cup matches (TIM Cup) (€ +424 thousand) and higher other revenues (€ +316 thousand). The receipts from matches played benefit from the effects of promotion to Serie A.

The table below compares the number of matches played in the different competitions in the course of the 2007/2008 financial year and the previous year:

no. matches	Year 2007/2008			Year 2006/2007		
	Home	Away	Total	Home	Away	Total
Championship	19	19	38	21	21	42
Italian Cup	2	3	5	-	3	3
<b>Total</b>	<b>21</b>	<b>22</b>	<b>43</b>	<b>21</b>	<b>24</b>	<b>45</b>

### 22. TELEVISION AND RADIO RIGHTS AND MEDIA REVENUES

These amounted to € 124,249 thousand against € 92,996 thousand at 30 June 2007.

Details are as follows:

€/000	Year 2007/2008	Year 2006/2007	Change
Revenues from media rights	118,647	92,540	26,107
Revenues from media rights for away matches	5,602	424	5,178
Revenues from UEFA Champions League	-	32	(32)
<b>Total</b>	<b>124,249</b>	<b>92,996</b>	<b>31,253</b>

The increase in television rights and media revenues (€ +31,253 thousand) stems mainly from the coming into force of the television rights contract stipulated with the Mediaset Group in December 2005, as well as the effects stemming from the return to Serie A.

### 23. REVENUES FROM SPONSORSHIP AND ADVERTISING

These amount to € 41,173 thousand against € 34,498 thousand at 30 June 2007.

They increased by € 6,675 thousand due mainly to higher revenues from sponsorships, promotions and advertising deriving from the return to Serie A.

Of the total amount of € 41,173 thousand, € 2,391 thousand refers to revenues stemming from the exchange of goods or services.

### 24. REVENUES FROM PLAYERS' REGISTRATION RIGHTS

These amounted to € 17,130 thousand against € 41,531 thousand at 30 June 2007.

These originated from disposals made in the first and second phases of the Transfer Campaign. In the 2006/2007 financial year this item was particularly significant following the disposals linked to the relegation to Serie B.

Details are as follows:

€/000	Year 2007/2008	Year 2006/2007	Change
Gains from disposal of players' registration rights	8,721	35,268	(26,547)
Gains from disposal of shared players' registration rights	6,546	1,004	5,542
Gains from disposal of players' registration rights already shared (50%)	1,326	3,577	(2,251)
Revenues from temporary transfers of players' registration rights	-	980	(980)
Other revenues	537	702	(165)
<b>Total</b>	<b>17,130</b>	<b>41,531</b>	<b>(24,401)</b>

Revenues from players' registration rights at 30 June 2008 refer to:

€/000	Year 2007/2008
<i>Gains from disposals of players' registration rights</i>	<i>8,721</i>
Balzaretti Federico/ACF Fiorentina S.p.A.	3,413
Kapo Olivier/Birmingham City	2,183
Miccoli Fabrizio/U.S. Città di Palermo S.p.A.	2,124
Others	1,001
<i>Gains from disposals of shared players' registration rights</i>	<i>6,546</i>
De Ceglie Paolo/A.C. Siena S.p.A.	1,183
Paolucci Michele/Udinese Calcio S.p.A.	1,270
Paro Matteo/Genoa Cricket and Football Club S.p.A.	1,108
Zalayeta Marcelo/SSC Napoli S.p.A.	1,329
Others	1,656
<i>Gains from disposal of players' registration rights already shared (50%)</i>	<i>1,326</i>
Bentivoglio Simone/A.C. Chievo Verona S.r.l. (termination of sharing agreement in favour of other company)	477
Boudianski Viktor/Ascoli Calcio 1898 S.p.A. (termination of sharing agreement in favour of other company)	849
<i>Other gains</i>	<i>537</i>
<b>Total</b>	<b>17,130</b>

The item Other revenues from the management of players registration rights refers mainly (€ 400 thousand) to the revenues deriving from the sale to A.S. Monaco SA of the option right for the definitive transfer of the registration rights of the player Almiron Sergio Bernardo.

## 25. OTHER REVENUES

These amounted to € 7,200 thousand against € 9,917 thousand at 30 June 2007.

These are made up mainly of insurance indemnities (€ 2,585 thousand), miscellaneous revenues (€ 2,163 thousand) and contributions received from the *Lega Nazionale Professionisti* (€ 1.214 thousand).

The decrease of € 2,717 thousand is due mainly to the lower contributions received from the *Lega Nazionale Professionisti* (€ -5,003 thousand), partially compensated by the increase in other revenues (€ +1,460 thousand) and rental revenues (€ +563 thousand).

## 26. PURCHASE OF MATERIALS, SUPPLIES AND OTHER CONSUMABLES

These amount to € 2,409 thousand against € 3,159 thousand at 30 June 2007.

These are made up mainly of match strips and materials (€ 1,649 thousand), promotional/advertising material (€ 362 thousand) and the purchase of other material (€ 398 thousand).

## 27. EXTERNAL SERVICES

These amount to € 26,296 thousand against € 28,400 thousand at 30 June 2007.

Details are as follows:

€/000	Year 2007/2008	Year 2006/2007	Change
Miscellaneous services	4,794	4,661	133
Fees to sports consultants	807	706	101
Remuneration to BoD and company bodies	2,074	1,765	309
Reimbursement of expenses	692	567	125
Utilities	725	576	149
Maintenance	1,730	1,531	199
Insurance	2,991	3,131	(140)
Leasing and rental	3,117	3,396	(279)
Consultancy	4,301	5,257	(956)
Others	5,065	6,810	(1,745)
<b>Total</b>	<b>26,296</b>	<b>28,400</b>	<b>(2,104)</b>

The expenses for external services decreased by € 2,104 thousand due mainly to the lower costs for consultancy and other external services.

## 28. PLAYERS' WAGES AND TECHNICAL STAFF COSTS (FIGC REGISTERED PERSONNEL)

These amounted to € 112,739 thousand against € 95,019 thousand at 30 June 2007.

Details are as follows:

€/000	Year 2007/2008	Year 2006/2007	Change
Salaries and wages	98,259	79,075	19,184
Variable remunerations	1,232	7,231	(5,999)
Other remunerations	8,611	5,045	3,566
Social security contributions	1,545	1,231	314
Contract workers and related social security contributions	1,727	906	821
Scholarship	1,071	1,034	37
Employees severance indemnity	83	78	5
Other expenses	211	419	(208)
<b>Total</b>	<b>112,739</b>	<b>95,019</b>	<b>17,720</b>

The costs of FIGC registered personnel increased by € 17,720 thousand mainly following the renewal of the playing contracts of some players and the contracts stipulated with new players acquired in the course of the 2007/2008 Transfer Campaign, operations necessary to strengthen the First Team following the return to Serie A.

In the 2007/2008 financial year the variable bonuses dependent on the achievement of sports results were linked to the participation in the group stage of the UEFA Champions League, a right won in August 2008 after playing the preliminary round, and will therefore be entered for pertinence in the 2008/2009 financial year.

The item Other remuneration includes the costs of incentives for some players to leave.

There was an average number of no. 54 FIGC registered staff, divided as follows:

	Year 2007/2008	Year 2006/2007
Players	39	43
Coaching staff	10	8
Other technical staff	5	5
<b>Average number of FIGC registered personnel</b>	<b>54</b>	<b>56</b>

## 29. OTHER PERSONNEL

These costs amounted to € 8,123 thousand, against € 7,872 thousand at 30 June 2007.

Details are as follows:

€/000	Year 2007/2008	Year 2006/2007	Change
Salaries	4,162	3,781	381
Variable remunerations	1,315	1,136	179
Social security contributions	1,499	1,398	101
Project collaborator and related social security contributions	129	98	31
Scholarship	18	8	10
Employees severance indemnity	790	307	483
Other expenses	210	1,144	(934)
<b>Total</b>	<b>8,123</b>	<b>7,872</b>	<b>251</b>

The increase in the cost of the TFR (employees' severance indemnity) is due essentially to the updating of the fund itself to the value as per the Italian Civil Code before the payment to employees in May 2008.

There was an average of no. 74 other personnel in the financial year, divided as follows:

	Year 2007/2008	Year 2006/2007
Officers	10	9
Middle management employees	8	8
Employees	52	51
Workers	4	3
<b>Average number of other personnel</b>	<b>74</b>	<b>71</b>

#### *Remuneration policies*

Total remuneration is made up of a fixed part and a variable part, as well as fringe benefits for management.

Fixed remuneration is linked to the responsibility of the role, to the level of individual competency, and to experience; variable remuneration is linked to a system of evaluation by objectives and rewards the work results achieved by the person both individually and in teams.

Further discretionary bonuses may be awarded for excellence in performance in operations that create value for the Company.

Fringe benefits include insurance cover for death and permanent invalidity from extra-professional accidents and illness, and, for some employees, the possibility of access to a soft loan for the purchase of cars.

### **30. EXPENSES FROM PLAYERS' REGISTRATION RIGHTS**

These amounted to € 2,173 thousand, against € 4,526 thousand at 30 June 2007.

Details are as follows:

€/000	Year 2007/2008	Year 2006/2007	Change
Losses from disposals of players' registration rights	327	1,083	(756)
Losses from disposals of shared players' registration rights	96	19	77
Losses from disposals of players' registration rights already shared (50%)	1	224	(223)
Expenses for temporary acquisition of players' registration rights	440	236	204
Solidarity contribution on the international transfer of players	142	588	(446)
Additional non-capitalised expenses on players' registration rights	1,064	2,294	(1,230)
Other expenses	103	82	21
<b>Total</b>	<b>2,173</b>	<b>4,526</b>	<b>(2,353)</b>

The expenses for players' registration rights at 30 June 2008 refer to:

€/000	Year 2007/2008
<i>Losses from disposals of players' registration rights</i>	327
Boumsong Jean Alain/Olympique Lyonnais Sasp	155
Others	172
<i>Losses from disposals of shared players' registration rights</i>	96
Di Berardino Stefano/S.S. Juve Stabia S.p.A.	80
Luci Andrea/Ascoli Calcio 1898 S.p.A.	16
<i>Losses from disposals of players' registration rights already shared (50%)</i>	1
Bartolucci Giovanni (decadenza diritto per mancanza offerta)	1
<i>Expenses for acquisition of players' registration rights</i>	440
Stendardo Guglielmo/S.S. Lazio S.p.A.	400
Others	40
<i>Solidarity contribution on the international transfer of player</i>	142
Boumsong Jean Alain/Olympique Lyonnais Sasp	142
<i>Additional non-capitalised expenses on players' registration rights</i>	1,064
<i>Other expenses</i>	103
<b>Total</b>	<b>2,173</b>

### 31. OTHER EXPENSES

Other expenses amount to € 22,743 thousand, against € 8,420 thousand at 30 June 2007.

The increased by € 14,323 thousand mainly due to the higher share of television and radio rights revenues paid to visiting teams.

Details are as follows:

€/000	Year 2007/2008	Year 2006/2007	Change
Shares paid to visiting teams on:			
- ticket sales	1,490	947	543
- media rights	17,583	3,084	14,499
- sponsorships and advertising	-	10	(10)
Taxes not related to income	570	424	146
Sanctions	467	304	163
Contributions	979	627	352
Others	1,654	3,024	(1,370)
<b>Total</b>	<b>22,743</b>	<b>8,420</b>	<b>14,323</b>

### 32. AMORTISATION AND WRITE-DOWNS OF PLAYERS' REGISTRATION RIGHTS

These amounted to € 32,259 thousand, against € 22,765 thousand at 30 June 2007.

Details are as follows:



€/000	Year 2007/2008	Year 2006/2007	Change
<i>Amortisation</i>	25,349	22,340	3,009
Players' registration rights	25,082	22,031	
Shared players' registration rights	-	12	
Registered young players	267	297	
<i>Write-downs (Impairment)</i>	6,910	425	6,485
<b>Total</b>	<b>32,259</b>	<b>22,765</b>	<b>9,494</b>

These amount to € 9,494 thousand mainly due to the write-down of the residual book value of the registration rights of the player Almeida Gomes de Andrade Jorge (€ 6,813 thousand), as well as to the effects in the course of the 2007/2008 Transfer Campaign, partly compensated by the effects of the extension of the amortisation plans of the registration rights of some players following the early renewal of their contracts.

### 33. OTHER AMORTISATION, WRITE-DOWNS AND PROVISIONS

These amount to € 5,986 thousand, against € 10,055 thousand at 30 June 2007.

They refer mainly to:

- write-down of € 5,000 thousand regarding the Company video archive, on the basis of the commercial plan of exploitation and the predictable financial and economic flows acquired and expected, as required by the main international accounting principles adopted regarding the annual valuation of intangible assets with an undefined life;
- depreciation of the building and tangible assets related to the Vinovo Training Centre and other tangible and intangible assets (€ 1,165 thousand), compensated by some minor items (€ 179 thousand).

It should be remembered that in the 2006/2007 financial year this item referred mainly to the write-down of part of the capitalisation costs related to the Stadium Project (€ 2,399 thousand) and the write-down of the Company's video archive (€ 6,480 thousand).

### 34. OTHER NON RECURRING REVENUES AND EXPENSES

These amount to € 1,291 thousand (item not present at 30 June 2007).

These refer to the economic effect, temporarily negative also due to the effect of discounting on future cash flows, deriving from the "Campi di Vinovo" operation.

It should be remembered that in the framework of the operation, Juventus sold to Campi di Vinovo S.p.A. the commercial business regarding the contracts and activities for the creation of the "Mondo Juve" Commercial Park for € 25,000 thousand, and has undertaken to cover part of the infrastructure costs concerning this project up to a maximum of € 19,220 thousand. In addition, the transfer of the remaining shareholding in Campi di Vinovo S.p.A. to Costruzioni Generali Gilardi S.p.A., on 2 October 2007, entailed a loss of € 3,687 thousand.

The table below summarises the economic effects of the operation:

€/000		Year 2007/2008
	Value of sale of company branch (including commercial authorisations)	25,000
	Provisions for infrastructure expenses	(19,220)
	Registration duty and notary expenses for sale of company branch	(759)
	Loss from sale of Campi di Vinovo S.p.A. shareholding	(3,687)
	<b>Final gain expected for the operation</b>	<b>A 1,334</b>
	Discounting effect on receivables from Campi di Vinovo S.p.A.	(5,592)
	Discounting effect on receivables from Costruzioni Generali Gilardi S.p.A.	(1,158)
	Discounting effect on infrastructure expenses provision	4,125
	<b>Discounting effect on cash flows</b>	<b>B (2,625)</b>
	<b>Economic effect for the year</b>	<b>A+B (1,291)</b>

### 35. FINANCIAL INCOME

This amounts to € 5,071 thousand, against € 2,831 thousand at 30 June 2007.

Details are as follows:

€/000	Year 2007/2008	Year 2006/2007	Change
Interest due	1,080	597	483
Dividends	285	90	195
Financial income due to discounting	3,712	2,140	1,572
Other revenues	(6)	4	(10)
<b>Total</b>	<b>5,071</b>	<b>2,831</b>	<b>2,240</b>

Dividends refer to the profits distributed by Semana S.r.l. on 23 October 2007.

### 36. FINANCIAL EXPENSES

These amount to € 4,199 thousand, against € 5,114 thousand at 30 June 2007.

Details are as follows:

€/000	Year 2007/2008	Year 2006/2007	Change
Interest payable	1,170	3,956	(2,786)
Financial expenses due to discounting	2,932	943	1,989
Other expenses	97	215	(118)
<b>Total</b>	<b>4,199</b>	<b>5,114</b>	<b>(915)</b>

### 37. INCOME TAXES

Details of income taxes recorded in the income statement are given below:

€/000	Year 2007/2008	Year 2006/2007
Current IRES taxes	-	-
Current IRAP taxes	4,339	3,848
<b>Total current taxes</b>	<b>4,339</b>	<b>3,848</b>
Deferred and prepaid IRES taxes	5,198	899
Deferred and prepaid IRAP taxes	444	367
Effect of reduction of IRES and IRAP rates	1,390	-
<b>Total deferred and prepaid taxes</b>	<b>7,032</b>	<b>1,266</b>
<b>Total income taxes</b>	<b>11,371</b>	<b>5,114</b>

The table below gives the reconciliation between the fiscal effect in the income statement and the theoretical fiscal effect for the periods closed at 30 June 2008 and at 30 June 2007:

€/000	Year 2007/2008	Year 2006/2007
Income/(loss) before taxes	(9,416)	4,186
<b>Theoretical current IRES taxes (33.0%)</b>	<b>3,107</b>	<b>(1,381)</b>
<i>Less taxes due to:</i>		
- permanent differences	237	-
- differences taxed in previous year	4,970	12,727
- temporary differences	5,094	1,760
<i>More taxes due to:</i>		
- permanent differences	(709)	(828)
- differences deducted in previous years	(1,814)	(2,718)
- temporary differences	(12,493)	(3,429)
Use of tax losses	1,608	-
Deferred taxes not recorded on tax losses generated	-	(6,131)
<b>Current IRES taxes</b>	<b>-</b>	<b>-</b>
<b>Current IRAP taxes</b>	<b>(4,339)</b>	<b>(3,848)</b>
<b>Deferred taxes</b>	<b>(7,032)</b>	<b>(1,266)</b>
- of which related to rates reduction	(1,390)	-
<b>Total income taxes</b>	<b>(11,371)</b>	<b>(5,114)</b>

To enable better understanding of the reconciliation between the fiscal effect in the income statement and the theoretical fiscal effect, IRAP tax is not taken into consideration in that, having taxable base different to the result before taxes, it would generate distorting effects between one financial year and another. The theoretical taxes have therefore been determined applying only the IRES tax rate (33% in the 2006/2007 and 2007/2008 financial years) to the respective result before taxes.

The total value of temporary deductible differences and of the tax losses existing at 30 June 2008 and the related amounts for which no deferred tax assets or liabilities have been recorded for IRES and IRAP purposes, divided by the year due, are indicated below:

€/000		Year of expiry			
	Total at 30/06/2008	2009	2010	2011	2012
<i>Temporary differences and tax losses for which no deferred tax assets have been recorded for IRES purposes</i>					
Temporary deductible differences	<b>19,653 *</b>	13,100	3,312	3,206	35
Tax losses	<b>13,782</b>	-	-	-	13,782
<b>Total</b>	<b>33,435</b>	13,100	3,312	3,206	13,817
<i>Temporary differences for which no deferred tax assets have been recorded for IRAP purposes</i>					
Temporary deductible differences	<b>16,784 *</b>	10,231	3,312	3,206	35
<b>Total</b>	<b>16,784</b>	10,231	3,312	3,206	35

\* The time schedule is estimated on the basis of available information

### 38. EARNINGS PER SHARE FOR THE FINANCIAL YEAR

The base used for the calculation of the earnings per share for the financial year is the net result. The average number of shares is calculated as the average of the circulating shares in the year, weighted according to the number of days in circulation.

The earnings of the year per share is illustrated below:

Earnings per share for the period	Year 2007/2008	Year 2006/2007
Net income for the year*	(20,787)	(928)
Average number of ordinary shares for the period	201,553,332	124,361,962
Earnings per share for the year**	(0.10)	(0.01)

\* The figure is expressed in thousands of euros

\*\* The figure is expressed in euros

### 39. SUMS PAID FOR SERVICES PROVIDED BY THE INDEPENDENT AUDITORS

It should be remembered that until the OGM of 26 October 2007 the position as independent auditor was entrusted to PricewaterhouseCoopers S.p.A.. The costs borne amounted to € 15 thousand with reference to the audit of the accounting situations drawn up for the purposes of consolidation (on a calendar year basis).

As regards the current independent auditor Deloitte & Touche S.p.A., the costs borne in the 2007/2008 financial year concern the following professional services:

- auditing and certification of the financial statements, including the limited audit of the interim six-monthly report (€ 29 thousand);
- auditing of the interim financial statements (on a calendar year basis) drawn up for consolidation purposes as requested by the IFIL Group (€ 2 thousand);
- verification that accounts had been kept correctly and that operations had been correctly reported in the accounting documents (€ 3 thousand).

### 40. NET FINANCIAL POSITION

This is composed as follows:

€/000	30/06/2008	30/06/2007	Change
Cash	13	8	5
Bank account/deposit	28,091	40,453	(12,362)
<b>Liquidity</b>	<b>28,104</b>	<b>40,461</b>	<b>(12,357)</b>
<b>Current financial receivables</b>	<b>567</b>	<b>-</b>	<b>567</b>
Current share of non current debt	(1,591)	(1,517)	(74)
Other current financial debt	-	(1)	1
<b>Current financial debts</b>	<b>(1,591)</b>	<b>(1,518)</b>	<b>(73)</b>
<b>Net current financial position</b>	<b>27,080</b>	<b>38,943</b>	<b>(11,863)</b>
<b>Non current financial receivables</b>	<b>92</b>	<b>-</b>	<b>92</b>
Other non current loans	(15,919)	(17,194)	1,275
<b>Non current financial indebtedness</b>	<b>(15,827)</b>	<b>(17,194)</b>	<b>1,367</b>
<b>Net financial position</b>	<b>11,253</b>	<b>21,749</b>	<b>(10,496)</b>

The Net Financial Position at 30 June 2008 was positive for € 11.3 million, a reduction compared to the positive balance of € 21.7 million of 30 June 2007. The positive balance of € 11.3 million is made up of liquid assets for € 28.1 million and financial operations for € 0.7 million, net of the debt of € 17.5 million relating to the financial leasing operation to cover investment in the training centre. The Net Financial Position at 30 June 2008 does not include any debt and/or credit position towards related parties, with the exception of the positive balance of the current account held at Banca del Piemonte S.p.A..

As regards seasonal effects and the impact of advance receipts for sums envisaged by existing contracts on the Net Financial Position, it should be underlined that at 30 June 2008 contractual sums related to future financial years have already been received for a total of € 41.3 million, € 20 million of which originated from the first-time application of international accounting standards (sale of option rights to Mediaset).

#### 41. LEASED ASSETS

##### Financial leases

At 30 June 2008 there were no. 5 financial leasing contracts underwritten with LOCAT S.p.A. (the current owner of the property and assets) regarding the Training Centre of Vinovo and furniture, furnishings and equipment, for a total amount of € 22,389 thousand.

€/000	30/06/2008
Land and buildings	19,008
Other tangible assets	3,124
Equipment and other goods (not capitalised)	257
<b>Total</b>	<b>22,389</b>

The residual financial liability amounts to € 17,510 thousand divided as follows:

€/000	Non current			Total
	Current	From 2 to 5 years	Beyond 5 years	
Vinovo Training Centre	1,506	5,359	10,365	17,230
Furniture, furnishings and equipment	85	195	-	280
<b>Total</b>	<b>1,591</b>	<b>5,554</b>	<b>10,365</b>	<b>17,510</b>

Further information:

€/000	Lease instalment		Duration (years)	Starting date (year)	Redemption price
	capital	interest			
Vinovo Training Centre	1,260	1,077	10	2006/2007	6,000
Furniture, furnishings and equipment	71	18	5	2006/2007 and 2007/2008	4
<b>Total</b>	<b>1,331</b>	<b>1,095</b>			<b>6,004</b>

The interest rate applied is Euribor 3 months + spread 1.2%.

### Operating lease

At 30 June 2008, the only operating lease concerns the 99 year lease of the Stadio Delle Alpi and surrounding areas. The residual debt is € 16,000 thousand, divided as follows:

€/000	Current	Non current		Total
		From 2 to 5 years	Beyond 5 years	
Delle Alpi stadium area long term lease	8,000	8,000	-	16,000

## 42. COMMITMENTS AND GUARANTEES

Details are as follows:

€/000	30/06/2008	30/06/2007
<b>Credit lines</b>		
Credit lines used	36,119	27,972
Credit lines unused	136,381	141,128
<b>Total credit lines</b>	<b>172,500</b>	<b>169,100</b>
<b>Commitments undertaken</b>		
Bank guarantees	36,119	27,972
Operating leases	16,000	18,000
Commitments to purchase players' registration rights	1,075	7,260
Goods held by third parties	8	916
<b>Total commitments undertaken</b>	<b>53,202</b>	<b>54,148</b>
<b>Commitments received</b>		
Bank guarantees	182,542	159,538
Other guarantees	43,443	1,535
Commitments to dispose of players' registration rights	1,500	10,445
Third parties goods held by the Company	61	61
<b>Total commitments received</b>	<b>227,546</b>	<b>171,579</b>

### Guarantees by third parties in favour of third parties

These amount to € 36,119 thousand and are divided as follows:

- guarantee issued by Banca Cassa di Risparmio di Savigliano S.p.A. in favour of AFC Ajax N.V. for the acquisition of the registration rights of the player Zlatan Ibrahimovic for € 3,000 thousand, equal to 75% of the last instalment to be paid in the 2008/2009 season;
- guarantee issued by Banca Popolare di Lodi S.p.A. (the former Banca Popolare Italiana Società Cooperativa) in favour of Newcastle United FC Ltd for the acquisition of the registration rights of the player Jean Alain Boumsong for € 1,583 thousand against the final payment to be made in the 2008/2009 season;
- guarantee issued by Banca Popolare di Lodi S.p.A. (the former Banca Popolare Italiana Società Cooperativa) in favour of Olympique Lyonnais Sasp for the acquisition of the registration rights of the player Cardoso Mendes Tiago for € 6,500 thousand against the final payment to be made in the 2008/2009 season;

- guarantee issued by Banca Popolare di Lodi S.p.A. in favour of Real Club Deportivo de la Coruna Sad for the acquisition of the registration rights of the player Almeida Gomes de Andrade Jorge Manuel for € 6,500 thousand against the payments to be made in the 2008/2009 and 2009/2010 seasons;
- guarantee issued by Banca Popolare di Lodi S.p.A. in favour of Liverpool F.C. for the acquisition of the registration rights of the player Sissoko Mohamed Lamine for € 6,667 thousand against the payments to be made in the 2009/2010 and 2010/2011 seasons;
- guarantees issued by Banca Sella S.p.A. for construction and infrastructure work for the training centre and Stadio Delle Alpi for € 731 thousand, and precisely:
  - € 474 thousand in favour of the Municipality of Vinovo (TO);
  - € 257 thousand in favour of the City of Turin;
- guarantees issued by Banca Sella S.p.A. to guarantee infrastructure costs for the “Mondo Juve” Commercial Park on behalf of Campi di Vinovo S.p.A. for € 418 thousand and more precisely:
  - € 208 thousand in favour of the Municipality of Vinovo (TO);
  - € 210 thousand in favour of the Municipality of Nichelino (TO);
- guarantee issued by Banca Sella S.p.A. in favour of Beni Stabili S.p.A. for the annual instalment for the year following the current financial year of the company headquarters for € 1,462 thousand; this guarantee will be renewed year by year until the end of the rental period;
- guarantee issued by Banca Popolare di Lodi S.p.A. in favour of the City of Turin for the payment of the instalment of the sum due for the acquisition of the long lease to the Stadio Delle Alpi and adjacent areas for € 6,000 thousand, linked to the granting of building permits (currently due on 31 December 2008);
- guarantee issued by Banca Popolare di Lodi S.p.A. in favour of the City of Turin for the payment of the annual instalment of the sum due for the acquisition of the long lease to the Stadio Delle Alpi and adjacent areas for € 2,000 thousand (renewed year by year for the later instalments due until 15/07/2012);
- guarantee issued by Banca Popolare di Lodi S.p.A. in favour of the tax authorities for the transfer of the group VAT credit regarding the 2006 tax year of Campi di Vinovo S.p.A. for € 1,258 thousand.

#### *Third party guarantees in our favour*

These amount to € 182,542 thousand divided as follows:

- guarantee of € 78,000 thousand issued by Intesa Sanpaolo S.p.A. for Sky Italia S.r.l. to guarantee the contract granting the right to television broadcasting of home championship matches in the 2007/2008 football season;
- guarantee of € 51,600 thousand issued by Intesa Sanpaolo S.p.A. on behalf of Reti Televisive Italiane S.p.A. to guarantee the contract granting the right to television broadcasting of home championship matches in the 2007/2008 football season;
- guarantee of € 7,000 thousand issued by Caja de Ahorros de Baleares on behalf of RealMadrid CF for the instalments due regarding the definitive disposal of the registration rights of the players Fabio Cannavaro and Ferriera Da Rosa Emerson;

- guarantee of € 2,000 thousand issued by Intesa Sanpaolo S.p.A. on behalf of Fenerbahce Spor Kulubu for the instalments due regarding the definitive disposal of the registration rights of the player Stephen Appiah;
- guarantee of € 42,000 thousand issued by Sportfive S.A. for part of the amount regarding the commercial contract for the “naming right” stipulated with Sportfive Italia S.r.l.;
- other guarantees for a total of € 1,942 thousand to guarantee the amounts related to commercial contracts.

#### *Other guarantees received*

These amount to € 43,443 thousand and refer to:

- the promissory note issued by Sevilla FC SAD, for the payment of the residual amounts due for the disposal of the registration rights of the player Enzo Maresca (€ 1,000 thousand);
- the pledge on share certificates numbered 31, 32, 33 of Campi di Vinovo S.p.A. to guarantee of receivables from Campi di Vinovo S.p.A. and Costruzioni Generali Gilardi S.p.A. stemming from the sale of the shareholding to Costruzioni Generali Gilardi S.p.A. (€ 42,443 thousand).

### **43. PENDING LITIGATION**

#### *Investigations against former directors*

On 11 May 2006 the *Procura della Repubblica* at the Court of Naples notified the former Chief Executive Officer Antonio Giraudo and former Director and General Manager Luciano Moggi of an “invitation to appear as persons subject to investigation” concerning various illegal acts, including association to commit sports fraud. On 10 June 2006 they were notified of the conclusion of the preliminary investigations. The documents from the criminal proceeding were absorbed in the sports’ justice investigating bodies that led to the sports proceedings against the Company in the summer of 2006. The judicial authorities then continued their enquiries also following the transfer of the documents from an investigation regarding the same question begun previously by the *Procura della Repubblica* of Turin. On 12 April 2007 the *Procura della Repubblica* of Naples issued a new notification of conclusion of the preliminary investigations. The preliminary hearing began on 15 December 2007 and is currently in progress.

#### *Liquidation of Como Calcio*

The liquidation of Como Calcio in June 2006 led to proceedings against Juventus involving a claim for payment of € 1,580,000 allegedly still payable to Como Calcio for the sale of the registration rights of footballers Piccolo and Pederzoli.

Juventus entered an appearance and defence, requested that the liquidator’s applications be rejected as the sum had already been paid, and applied to take third-party proceedings against Mr. Preziosi for an indemnity in the event of a judgment against Juventus. The first hearing of the trial was postponed to 12 March 2008 to allow third-party proceedings to be issued against Mr. Preziosi. Action was thus taken against Mr. Preziosi who appeared in court, asking for the demands made of him to be rejected. Preliminary investigations are still in course and a hearing has been set for 24 September 2008.



#### 44. OPERATIONS WITH RELATED PARTIES

The Board of Directors has adopted principles of conduct for operations with related parties that are illustrated in the Corporate Governance Annual Report, attached to this report and available on the Company internet site ([www.juventus.com](http://www.juventus.com)).

As regards the 2007/2008 financial year, it should be noted that the operations between Juventus Football Club S.p.A. and related parties identified pursuant to the international accounting standard IAS 24 were conducted in respect of the laws in force, on the basis of evaluations of reciprocal economic benefit.

Receivables and liabilities are not guaranteed and guarantees have not been granted or received. No costs have been recognised for uncollectible or doubtful debts relating to sums due by related parties.

The table below summarises the asset and economic balances deriving from the operations made in the course of the 2007/2008 financial year with related parties:

€/000	Non financial receivables from related parties at 30/06/2008	Non financial payables due to related parties at 30/06/2008 (non current share)	Non financial payables due to related parties at 30/06/2008 (current share)
IFIL S.p.A.	-	-	21.1
FIAT S.p.A.	90.0	-	-
AW Events S.r.l.	14.5	-	22.2
CNH Italia S.p.A.	10.0	-	-
Cushman & Wakefield LLP	-	-	8.0
Editrice La Stampa S.p.A.	59.9	-	59.9
FIAT Group Automobiles S.p.A.	18.9	-	1.3
FIAT Servizi per l'Industria S.C.p.A.	-	-	8.0
ISVOR FIAT S.C.p.A.	-	-	15.7
New Holland Kobelco Construction Machinery S.p.A.	1.7	-	-
Publikompass S.p.A.	-	-	0.7
SADI S.p.A.	-	-	0.3
SISPORT FIAT S.p.A.	-	-	21.7
Targa Rent S.r.l.	-	-	30.2
Directors	-	1,703.4	686.8
<b>Total at 30 June 2008</b>	<b>195.0</b>	<b>1,703.4</b>	<b>875.9</b>
Total current assets	85,222.3	-	-
Total non current liabilities	-	88,896.1	-
Total current liabilities	-	-	76,533.7
% of operations with related parties on balance sheet items	0.2%	1.9%	1.1%

€/000	Revenues	Financial	Expenses	Expenses
	01/07/2007	revenues	01/07/2007	capitalised
	30/06/2008	01/07/2007	30/06/2008	01/07/2007
	30/06/2008	30/06/2008	30/06/2008	30/06/2008
IFI S.p.A.	2.0	-	-	-
IFIL S.p.A.	12.4	-	52.5	-
FIAT S.p.A. (a)	12,450.0	-	-	-
Banca del Piemonte S.p.A. (b)	3.8	141.2	0.5	-
Campi di Vinovo S.p.A. (c)	20,005.9	184.3	-	-
Semana S.r.l. (d)	117.5	285.0	3,115.6	18.4
AW Events S.r.l.	52.7	-	204.2	24.9 (e)
CNH Italia S.p.A.	10.2	-	-	-
Cushman & Wakefield LLP	-	-	8.0	-
Editrice La Stampa S.p.A.	256.9	-	133.9	-
FIAT Group Automobiles S.p.A.	858.7	-	473.0	-
FIAT Informations & Communications Services S.C.p.A.	-	-	4.4	-
FIAT Servizi per l'Industria S.C.p.A.	-	-	16.5	-
ISVOR FIAT S.C.p.A.	-	-	9.5	-
New Holland Kobelco Construction Machinery S.p.A.	19.2	-	-	-
Publikompass S.p.A.	-	-	24.9	-
SADI S.p.A.	-	-	1.2	-
SISPORT FIAT S.p.A.	-	-	28.4	-
Targa Rent S.r.l.	-	-	75.7	-
Directors	-	-	3,038.7 (f)	-
<b>Total</b>	<b>33,789.3</b>	<b>610.5</b>	<b>7,187.0</b>	<b>43.3</b>
Income statement item	223,140.0	5,070.7	174,483.3	
% of operations with related parties on income statement items	15.1%	12.0%	4.1%	

The most significant relations are commented on below with reference to the notes included in the summaries above:

- (a) the revenues from Fiat S.p.A. originate mainly from the sponsorship contract in force;
- (b) at 30 June 2008, the Company had liquid assets in current accounts at the Turin headquarters of Banca del Piemonte S.p.A. for a total of € 5,844 thousand and credit lines available but not used for € 2,500 thousand;
- (c) the revenues from Campi di Vinovo S.p.A. originate in the framework of the operation of the sale of the company business concerning the "Mondo Juve" project (see note 34); the figures refer to the period 1 July 2007 – 1 October 2007;
- (d) the expenses towards Semana S.r.l. refer to the service contract for the management of the sports facilities and the company headquarters; the expenses capitalised highlighted in the table regard the purchase of depreciable assets; the figures refer to the period 1 July 2007 – 3 March 2008;
- (e) the expenses capitalised highlighted in the table regard the purchase of depreciable assets;
- (f) see note 45.

It should also be noted that in the period 1 July 2007 – 1 October 2007, Juventus received from the subsidiary company Campi di Vinovo S.p.A. (sold on 2 October 2007) the balance resulting from the VAT payments for a total credit of € 424.6 thousand.

#### 45. REMUNERATION FOR MEMBERS OF THE BOARD OF DIRECTORS AND COMMITTEES (Art. 78 of Consob regulation no. 11971 of 14/5/1999 and later amendments)

The sums given in the following table are in thousands of Euros.

Name and surname	Position	Period in office	Expiry of mandate (a)	Remuneration for the position (b)	Non monetary benefits	Bonuses and other incentives	Other remunerations
<b>Directors in office</b>							
COBOLLI GIGLI Giovanni	Director	01/07/07-30/06/08	30/06/2009	18	-	-	-
	Chairman	01/07/07-30/06/08	30/06/2009	450	14	225	18
BLANC Jean-Claude	Director	01/07/07-30/06/08	30/06/2009	15	-	-	-
	CEO	01/07/07-30/06/08	30/06/2009	503	21	(c)844	-
	General Manager	01/07/07-30/06/08		-	9	392	(d)456
BAREL DI SANT'ALBANO Carlo	Director	01/07/07-30/06/08	30/06/2009	(e)18	-	-	-
MAZZIA Aldo	Director	01/07/07-30/06/08	30/06/2009	(e)10	-	-	-
MONTANARO Riccardo	Director	01/07/07-30/06/08	30/06/2009	23	-	-	-
MONTALI Gian Paolo	Director	01/07/07-30/06/08	30/06/2009	15	-	-	(f)12
SAÀ Marzio	Director	01/07/07-30/06/08	30/06/2009	18	-	-	-
VENESIO Camillo	Director	01/07/07-30/06/08	30/06/2009	20	-	-	-
<b>TOTAL BOARD OF DIRECTORS</b>				<b>1,090</b>	<b>44</b>	<b>1,461</b>	<b>486</b>
<b>Statutory Auditors</b>							
LONGO Roberto	Chairman	15/05/08-30/06/08	30/06/2008	3	-	-	-
	Auditor	01/07/07-15/05/08	30/06/2009	12	-	-	-
CRISTOFORI Gianluca	Auditor	15/05/08-30/06/08	30/06/2008	2	-	-	-
PICCATTI Paolo	Auditor	15/05/08-30/06/08	30/06/2008	2	-	-	(g)4
<b>Statutory Auditors no longer in office</b>							
GIORGI Giorgio	Chairman	01/07/07-15/05/08	-	18	-	-	-
FERRERO Gianluca	Auditor	01/07/07-15/05/08	-	12	-	-	-
<b>TOTAL BOARD OF STATUTORY AUDITORS</b>				<b>49</b>	<b>-</b>	<b>-</b>	<b>4</b>

(a) The mandate expires in concurrence with the Shareholders' Meeting that will approve the Financial Statements at the date.

(b) Including remunerations for attendance of Internal Committees.

(c) Discounted value of the Additional Compensation that will be paid at the end of the mid-term development plan approved by the Board of Directors on 14 March 2007.

(d) Remuneration as employee.

(e) Remuneration paid directly to IFIL Investments S.p.A.

(f) Remuneration for consultancy services.

(g) Remuneration for the position of Auditor of Campi di Vinovo S.p.A..

It should be noted that Juventus has no managers with strategic responsibilities.

In the 2007/2008 financial year the Company acquired a third-party liability policy with a leading insurance company for a maximum per accident and per year of € 20 million to ensure they cannot be held liable for non-malicious acts. The per capita premium varies according to the number of people insured.

The remuneration proposals for Executive Directors are formulated and approved directly by the Board of Directors which, after examination by the Remuneration and Appointments Committee, in line with Art. 2389, 2nd section, of the Italian Civil Code, has the power to establish the remuneration of the

Directors with particular powers in observance of Company By-Laws.

The Remuneration and Appointments Committee also assists the Board of Directors in the examination of proposals regarding the plans for the development, evaluation and succession of personnel, as well as the pay levels of top executives.

Part of the remuneration of the Chairman and Chief Executive Officer and General Manager is linked to the Company's economic results and the achievement of specific objectives.

In addition, the following are envisaged for the Chief Executive Officer/General Manager:

- for the Chairman, in the event of the termination of the relationship by the Company without just cause during the period of the mandate, the recognition of a one-off indemnity determined on the proposal of the Remuneration and Appointments Committee equal to the last annual remuneration (currently € 450 thousand);
- for the Chief Executive Officer/General Manager, in the event of termination of the relationship by the Company, without just cause, or in the event of the resignation of the Chief Executive Officer/General Manager, with just cause, the recognition of a one-off indemnity of € 3,000 thousand.

#### **46. STOCK OPTION GRANTED TO DIRECTORS (Art. 78 of Consob regulation no. 11971 of 14/5/1999 and later amendments)**

The Company has no stock option plans.

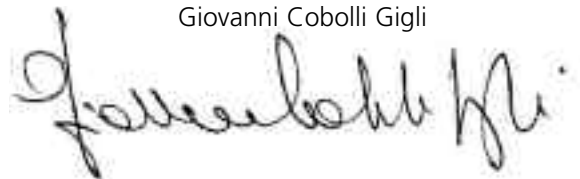
#### **47. APPROVAL OF THE FINANCIAL STATEMENTS AND AUTHORISATION FOR PUBLICATION**

The financial statements at 30 June 2008 were approved by the Board of Directors of 24 September 2008 which authorised publication as of 10 October 2008.

Turin, 24 September 2008

On behalf of the Board of Directors  
The Chairman

Giovanni Cobolli Gigli





## APPENDIX - TABLE OF CHANGES IN PLAYERS' REGISTRATION RIGHTS IN THE 2007/2008 FINANCIAL YEAR AS DEMANDED BY FIGC REGULATIONS

€/000

Player	From		To		01/07/2007 <sup>(1)</sup>			
	Date of acquisition	Football Club	Date of disposal	Football Club	Initial book value	Initial accumulated amortisation	Initial write-down	Initial net book value
	1	2	3	4	5	6	7	
<b>First Team</b>								
Almeida Gomes de Andrade Jorge	11/07/07	Deportivo La Coruna			-	-	-	-
Balzaretti Federico	17/08/05	No cost	01/07/07	ACF Fiorentina	293	117	-	176
Belardi Emanuele	31/01/07	Reggina Calcio			-	-	-	-
Birindelli Alessandro	25/06/97	Empoli F.C.			2,829	2,723	-	106
Blasi Manuele	02/07/02	Perugia Calcio	21/08/07	(*) SSC Napoli	8,975	6,821	-	2,154
Boumsong Jean Alain	22/08/06	Newcastle United	26/01/08	Olympique Lyonnais Sasp	4,784	1,196	-	3,588
Buffon Gianluigi	12/07/01	Parma F.C.			52,884	39,486	-	13,398
Camoranesi Mauro German	25/06/03	Hellas Verona F.C.			8,650	6,743	-	1,907
Cardoso Mendes Tiago	01/07/07	Olympique Lyonnais			-	-	-	-
Chiellini Giorgio	27/06/05	ACF Fiorentina			7,430	2,972	-	4,458
Chiumiento David	23/11/00	No cost	02/07/07	Fc Luzern-Innerschweiz	139	129	-	10
De Ceglie Paolo		From youth sector	01/07/07	(*) AC Siena	-	-	-	-
Del Piero Alessandro	28/06/93	Calcio Padova			507	500	-	7
Gasbarroni Andrea	15/06/06	U.S. Palermo	01/07/07	(*) Parma FC	1,490	497	-	993
Grygera Zdenek	01/07/07	No cost (**)			-	-	-	-
Guzman Gaetan Tomas	03/01/00	Tacuary FBC	12/07/07	(*) Piacenza FC	2,493	2,074	-	419
Kapo Oliver	01/07/04	No cost	01/07/07	Birmingham City	450	333	-	117
Iaquinta Vincenzo	01/07/07	Udinese Calcio			-	-	-	-
Legrottaglie Nicola	24/06/03	A.C. Chievo Verona			7,424	5,939	-	1,485
Marchionni Marco	21/01/06	No cost			784	157	-	627
Miccoli Fabrizio	28/06/05	ACF Fiorentina	04/07/07	US Città di Palermo	5,734	3,795	-	1,939
Molinari Cristian	01/07/07	AC Siena			-	-	-	-
Nedved Pavel	04/07/01	S.S. Lazio			46,464	41,730	-	4,734
Nocerino Antonio	14/07/06	Genoa CFC			200	-	-	200
Packer Douglas Ricardo	03/08/05	Ipatinga F.C.	01/07/07	(*) AC Siena	501	376	-	125
Palladino Raffaele		From youth sector			273	207	-	66
Paro Matteo	20/06/06	A.C. Siena	05/07/07	(*) Genoa CFC	411	103	-	308
Piccolo Felice	20/06/06	Reggina Calcio	24/07/07	(*) Empoli FC	224	112	-	112
Salihamidzic Hasan	01/07/07	No cost (**)			-	-	-	-
Sculli Giuseppe	26/06/05	A.C. Chievo Verona	01/07/07	Genoa Cricket and FC	760	583	-	177
Sissoko Mohamed Lamine	28/01/08	Liverpool FC			-	-	-	-
Trezeguet David	04/07/00	A.S. Monaco			26,714	25,378	-	1,336
Volpato Rej	27/06/05	Calcio Padova	05/07/07	(*) Empoli FC	285	152	-	133
Volpe Francesco Massimiliano	27/06/05	Genoa CFC	05/07/07	(*) Empoli FC	600	348	-	252
Zalayeta Marcelo	18/11/97	Centro A. Fenix	21/08/07	(*) SSC Napoli	4,622	4,622	-	-
Zanetti Cristiano	22/03/06	No cost			830	208	-	622
Zebina Jonathan	01/07/04	No cost			875	455	-	420
<b>Players temporarily transferred</b>								
Almiron Sergio	01/07/07	Empoli FC			-	-	-	-
Bianco Raffaele		From youth sector			8	7	-	1
Criscito Domenico	29/06/04	Genoa CFC			8,260	1,956	-	6,304
Del Prete Lorenzo	08/07/02	AC Monterotondo (**)			41	27	-	14
Giovinco Sebastian		From youth sector			-	-	-	-
Lagnese Luca		No cost (**)			-	-	-	-
Lanzafame Davide		From youth sector			4	4	-	-
Maniero Riccardo	10/07/03	FC Vomero			16	11	-	5
Marchisio Claudio		From youth sector (**)			-	-	-	-
Mirante Antonio		From youth sector			477	310	-	167
Olivera Ruben	26/02/03	Danubio F.C.			6,705	4,693	-	2,012
Pisani Andrea	16/07/03	Montebelluna Calcio			31	21	-	10
Venitucci Dario		From youth sector			4	4	-	-
<b>Other <sup>(2)</sup></b>					<b>31,166</b>	<b>26,023</b>	<b>425</b>	<b>4,718</b>
<b>Total</b>					<b>234,337</b>	<b>180,812</b>	<b>425</b>	<b>53,100</b>

(\*) Sharing agreement

(\*\*) Increases refer to capitalised costs

(1) Initial values adjusted according to IFRS

(2) The item includes changes related to other professional players, registered young players and some adjustments, according to IFRS, made during the financial year. For further details please refer to statements provided the Notes.

Changes		Economic effects of the period				30/06/2008			Date of birth	Age	Duration of contract
Investments	Disinvestments	Amortisation	Write-downs	Losses	Gains	Final book value	Final accumulated amortisation	Final net book value			
8	9	10	11	12	13	14 (5+8)	15 (6+10)	16 (14-15-11)	30/06/08	30/06/08	30/06/08
10,220	-	3,407	6,813	-	-	10,220	3,407	-	09/04/1978	30	2
-	3,588	-	-	-	3,412	-	-	-	06/12/1981	26	2
-	-	-	-	-	-	-	-	-	09/10/1977	30	1
-	-	106	-	-	-	2,829	2,829	-	12/11/1974	33	0
-	2,326	-	-	-	172	-	-	-	17/08/1980	27	1
-	2,835	598	-	155	-	-	-	-	14/12/1979	28	2
-	-	2,679	-	-	-	52,884	42,165	10,719	28/01/1978	30	4
-	-	636	-	-	-	8,650	7,379	1,271	04/10/1976	31	2
14,105	-	2,821	-	-	-	14,105	2,821	11,284	02/05/1981	27	4
-	-	1,114	-	-	-	7,430	4,086	3,344	14/08/1984	23	3
-	150	-	-	-	140	-	-	-	22/11/1984	23	0
-	1,183	-	-	-	1,183	-	-	-	17/09/1986	21	4
-	-	7	-	-	-	507	507	-	09/11/1974	33	0
-	1,416	-	-	-	423	-	-	-	06/08/1981	26	1
850	-	170	-	-	-	850	170	680	14/05/1980	28	4
-	436	-	-	-	17	-	-	-	07/03/1982	26	2
-	2,300	-	-	-	2,183	-	-	-	27/09/1980	27	0
10,645	-	2,129	-	-	-	10,645	2,129	8,516	21/11/1979	28	4
-	-	495	-	-	-	7,424	6,434	990	20/10/1976	31	2
-	-	157	-	-	-	784	314	470	22/07/1980	27	3
-	4,063	-	-	-	2,124	-	-	-	27/06/1979	29	2
2,500	-	500	-	-	-	2,500	500	2,000	30/07/1983	24	4
-	-	2,367	-	-	-	46,464	44,097	2,367	30/08/1972	35	1
3,584	-	757	-	-	-	3,784	757	3,027	09/04/1985	23	4
-	150	-	-	-	25	-	-	-	13/03/1987	21	0
-	-	16	-	-	-	273	223	50	17/04/1984	24	3
-	1,417	-	-	-	1,109	-	-	-	17/03/1983	25	2
-	125	-	-	-	13	-	-	-	27/08/1983	24	0
759	-	190	-	-	-	759	190	569	01/01/1977	31	3
-	300	-	-	-	123	-	-	-	23/03/1981	27	0
11,031	-	2,206	-	-	-	11,031	2,206	8,825	22/01/1985	23	4
-	-	334	-	-	-	26,714	25,712	1,002	15/10/1977	30	3
-	475	-	-	-	342	-	-	-	27/08/1986	21	1
-	437	-	-	-	185	-	-	-	03/03/1986	22	1
-	1,329	-	-	-	1,329	-	-	-	05/12/1978	29	2
-	-	207	-	-	-	830	415	415	10/04/1977	31	2
-	-	105	-	-	-	875	560	315	19/07/1978	29	3
8,497	-	1,699	-	-	-	8,497	1,699	6,798	07/11/1980	27	4
-	-	-	-	-	-	8	7	1	25/08/1987	20	3
-	-	1,261	-	-	-	8,260	3,217	5,043	30/12/1986	21	4
30	-	22	-	-	-	71	49	22	12/01/1986	22	1
-	-	-	-	-	-	-	-	-	26/01/1987	21	3
9	-	3	-	-	-	9	3	6	09/06/1987	21	2
-	-	-	-	-	-	4	4	-	09/02/1987	21	1
-	-	1	-	-	-	16	12	4	26/11/1987	20	3
175	-	35	-	-	-	175	35	140	19/01/1986	22	4
-	-	42	-	-	-	477	352	125	08/07/1983	24	3
-	-	1,006	-	-	-	6,705	5,699	1,006	04/05/1983	25	1
-	-	3	-	-	-	31	24	7	15/03/1987	21	3
-	-	-	-	-	-	4	4	-	30/01/1987	21	3
2,194	5,429	276	96	269	3,812	5,586	836	4,654			
<b>64,599</b>	<b>27,959</b>	<b>25,349</b>	<b>6,909</b>	<b>424</b>	<b>16,592</b>	<b>239,401</b>	<b>158,842</b>	<b>73,650</b>			

## CERTIFICATION PURSUANT TO ART. 154-BIS SECTION 5 OF LEGISLATIVE DECREE 58/98

We the undersigned, Jean-Claude Blanc, Chief Executive Officer and General Manager, and Michele Bergero, the manager responsible for preparing the financial reports of JUVENTUS FOOTBALL CLUB S.p.A., certify, also taking into account the specifications of Art. 154-bis, sections 3 and 4, of the legislative decree of 24 February 1998, no. 58:

- the appropriacy in relation to the characteristics of the company and
- the effective application,

of the administrative and accounting procedures for the formation of the financial statements at 30 June 2008.

It is also certified that:

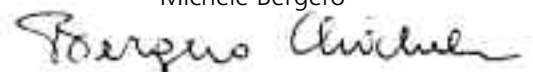
- the financial statements at 30 June 2008:
  - have been drawn up in conformity with the applicable international accounting standards recognised in the European Community pursuant to the EC regulation no. 1606/2002 of the European Parliament and of the Council of 19 July 2002 as well as the measures issued to implement Art. 9 of Legislative Decree no. 38/2005;
  - correspond to the books and accounting records;
  - are able to provide a true and fair representation of the Company's economic and financial situation and assets;
- the report on operations includes a reliable analysis of the trend and result of operations, as well as the Company situation, together with the description of the main risks and uncertainties to which it is exposed.

Turin, 24 September 2008

Chief Executive Officer  
and General Manager  
Jean-Claude Blanc



Manager responsible  
for preparing the financial reports  
Michele Bergero





**JUVENTUS F.C. S.p.A.**  
**Corso Galileo Ferraris 32, Turin, Italy**  
**Company register and tax code 00470470014**

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**Report of the Board of Statutory Auditors**  
**to the shareholders' meeting**  
**of 28 October 2008**

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Dear shareholders,

In observance of the regulations in Art. 2429 of the Italian Civil Code and Art. 153 of legislative decree 58/98, the board summarises the contents and results of operations conducted in the financial year closed on 30 June 2008, recalling and considering the work performed until the departure from office on 15 May 2008, due to the circumstances already commented on by the Board of Directors in their report, of Giorgio Giorgi, Chairman of the board for many years, and the auditor Gianluca Ferrero.

With the premise that the statutory auditors:

- attended meetings of the Board of Directors, in the course of which the directors gave a general report on the activities and operations of significant economic and financial impact and with effects on assets made and in progress, and that they acquired elements regarding their compliance with

the law, the articles of association, the deliberations of shareholders' meetings and the absence of conflicts of interest;

- gathered information on the respect of the principles of diligence and management conduct, also organising meetings with those responsible for some company functions and with the manager responsible for preparing the financial reports, appointed on 6 August 2007, and considered his certifications;
- verified the adequacy of the organisational structure to the dimensions and activities run by the company;
- recognised as effective the system of internal control, understood in practice as the structure that ensures the instruments for the general respect in company management of laws, standards and regulations and company and group procedures, both administrative and operational;
- verified the capacity of the administrative system to correctly represent company operations;
- maintained regular contacts with the independent auditors, for the required exchange of information on our respective activities, and also to benefit from the results of their work.

The Board of Statutory Auditors reports on and observes the following, pursuant to the CONSOB indications issued on 6 April 2001.

*Most important operations regarding assets and economic and financial aspects*

The report on operations describes analytically the main operations conducted, of which the Board of Directors has given periodical notification and which seem to conform to the law and company by-laws.

*Atypical or unusual transactions and adequacy of related information provided by the directors*

The board has not found any operations which for their content, nature, entity or timing could be considered atypical or otherwise unusual with related parties, third parties or group companies and, in the report on operations, the directors summarise the transactions with both group companies of an ordinary and usual nature and related parties, reporting also on the general criteria adopted in the pursuit of utility for the company.

*Observations by the independent auditors*

The independent auditors' report on the financial statements at 30 June 2008, dated 10 October 2008, contains no observations of note.

*Complaints under Article 2408, section 1 of the Italian civil code*

The minutes of the shareholders' meeting of 26 October 2007 report the complaints made by the shareholder Marco Bava in which: he criticises the economics of the operations (1) of sale and rent of the building housing the headquarters, comparing it to a lease-back contract without a repurchase option, (2 and 3) of the purchase and sale of Campi di Vinovo shares, the disposal to LOCAT of the sports areas of Vinovo and the financial lease, complaining about the lack of information regarding possible estimates and criteria of valuation prior to these contracts; (4) he

asks for the list of the recipients of the watches purchased in the 2005-2006 financial year and (5) news on the possible installation of a cover of the small lake of Vinovo; (6) implying the sale of players under cost during the transfer campaign of summer 2006 and (7) the illicit payment of commissions.

Following the activities and motivations referred to in a separate and more detailed report, also filed at the company's registered office in conformity with and pursuant to Art. 2429 of the Italian civil code, the board, in as far as its responsibility extends, has concluded that: as regards the first, second, third and sixth points are concerned, no reprehensible conduct has been found, nor such as to justify the picture of the clearly anti-economic nature suspected; as for the fourth point, the information and documents available do not make it possible to define the list of the recipients; as regards the fifth point, nothing can be usefully added to the conclusion in the meantime of the related judicial proceedings; as regards the last point, the verification conducted have not identified any reprehensible behaviour.

#### *Memoranda*

None were received by the board, neither directly nor through the company.

#### *Tasks of the independent auditors and related costs*

The tasks assigned to the independent auditors and related remuneration are specified in the Notes to the financial statements and confirmed by the independent auditors.

#### *Tasks assigned to parties related to the independent auditors*

DELOITTE & TOUCHE confirmed to the board the absence of tasks entrusted to related parties.

#### *Opinions issued*

The board issued opinions as planned in relation to the attribution of remuneration and the appointment of the manager responsible for preparing the financial reports, and formulated the proposal for the assignment regarding independent auditing.

#### *Frequency and number of meetings of the Board of Directors and the Board of Statutory Auditors*

The Board of Statutory Auditors took part in eight meetings of the Board of Directors, and met ten times. Nine meetings were also held of the Audit Committee and three of the Remuneration and Appointments Committee, usually attended by the Chairman.

#### *Principles of judicious management*

The Board of Statutory Auditors certifies that it has not noted any transactions in conflict with the company's object and did not present any conflicts of interest, such as to jeopardise the solidity of shareholders' equity, or that were otherwise clearly imprudent or overly risky, while believing that it is not futile to note the particular nature of the activities run.

#### *Organizational structure*

The board confirms that the organisational structure is adequate for the profiles connected to the areas subject to its evaluation.

#### *System of internal control*

The board has verified an essentially reliable system of internal control, thanks also to the results verified of the work of the manager responsible.

#### *Adequacy of the administrative/accounting system*

The board has verified the general reliability of the system of administration and accounting to accurately represent operations.

#### *Instructions given to subsidiaries*

After the sale of the entire stake in Campi di Vinovo on 2 October 2007, Juventus controls no other companies.

#### *Significant issues that emerged during meetings with the independent auditors*

In the course of meetings with the independent auditors, no facts or aspects worthy of mention emerged that demanded further analysis.

#### *Adoption of the Code of Conduct proposed by Borsa Italiana*

The directors have synthesised the principles and criteria of application with which Juventus intends to adopt the recommendations, specifying their practical application.

#### *Conclusions regarding the supervisory activities*

The supervisory activities conducted have not identified any critical points to report.

#### *Proposals to be made to the shareholders*

No observations or proposals have emerged to be presented to the OGM.

As regards the draft financial statements which report the loss of € 20,787,469, commented on in the report on operations and the notes to the financial statements, the Board of Statutory Auditors after the checks made directly on the approach and structure, and the conclusions drawn by the independent auditors, believes that the document can be approved together with the Board of Directors' proposal for the coverage of the loss.

In conclusion, the Board of Statutory Auditors recalls the need to appoint two auditors and two deputy auditors, and recalls that it has expressed its opinion in favour of modifications to the By-laws, in detail to article 9, which regulates the calling of the OGM, and article 22, regulating the appointment of auditors, made in the Board of Directors' meeting of 24 September 2008, with assistance from a public notary, as mere adaptation to regulations,

Turin, 10 October 2008

#### THE STATUTORY AUDITORS

Roberto Longo, Chairman  
/s/ **Roberto Longo**

Paolo Piccatti, Auditor  
/s/ **Paolo Piccatti**

Gianluca Cristofori, Auditor  
/s/ **Gianluca Cristofori**





## AUDITORS' REPORT PURSUANT TO ART. 156 OF LEGISLATIVE DECREE No. 58 OF FEBRUARY 24, 1998

To the Shareholders of  
JUVENTUS FOOTBALL CLUB S.p.A.

1. We have audited the financial statements of Juventus Football Club S.p.A., which comprise the balance sheet as of June 30, 2008, and the income statement, statement of changes in shareholders' equity and cash flow statement for the year then ended, and the related explanatory notes. The preparation of these financial statements in accordance with International Financial Reporting Standards as adopted by the European Union and with the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree n° 38/2005, is the responsibility of the Directors of Juventus Football Club S.p.A.. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the Auditing Standards recommended by CONSOB, the Italian Commission for listed Companies and the Stock Exchange. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Directors. We believe that our audit provides a reasonable basis for our opinion.

For the opinion on the prior year's financial statements, the balances of which are presented for comparative purposes, reference should be made to the auditors' report issued by other auditors on October 10, 2007.

3. In our opinion, the financial statements present fairly the financial position of Juventus Football Club S.p.A. as of June 30, 2008, and the results of its operations and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree n° 38/2005.
4. As required by Italian law we have verified whether the information disclosed in the Report on Operations is consistent with the financial statements. In our opinion, the Report on Operations is consistent with the financial statements.

DELOITTE & TOUCHE S.p.A.

Signed by  
Franco Riccomagno  
Partner

Turin, Italy  
October 10, 2008

*This report has been translated into the English language solely for the convenience of international readers.*

Headquarters: Milan, Bergamo, Bologna, Brescia, Cagliari, Catania, Cuneo, Firenze, Genova, Padova, Palermo, Perugia,  
Roma, Torino, Varese, Verona

Member of  
Deloitte Touche Tohmatsu

Stato: Italia - Via Torino, 25 - 10144 Torino - Capitale Sociale: Euro 10.228.120,00 i.v.  
Autoscuola/Consorzio Pubblico/Registrazione Tribunale di Milano n. 3024563185 - R.G.A. di Torino n. 1716223

# CORPORATE GOVERNANCE ANNUAL REPORT

## Preface

The purpose of this Report, also available on the Company's Internet site <http://www.juventus.com>, is to illustrate the system of Corporate Governance adopted by Juventus Football Club S.p.A. ("Juventus") and to provide information about the Company's adherence to the Code of Conduct of listed companies.

This report illustrates the overall framework of Corporate Governance, highlighting the aspects that conform with the principles contained in the Code of Conduct and explaining any differences compared to the rules contained therein.

Partly in the light of the events that involved the Company in the summer of 2006, it has made innovations in its system of governance, adapting it to the best national and international practices, enhancing the role of independent directors, adopting a cutting-edge Code of Ethics unique in its business sector, establishing new internal monitoring rules and adopting a system of delegation of responsibilities that puts the Board of Directors at the centre of company management. Given its high profile of independence and professionalism, it offers the maximum guarantee for the interests and safeguard of the market and shareholders.

In drafting this Annual Report, the indications contained in the "*Guida alla compilazione della Relazione sulla Corporate Governance*" drawn up by *Assonime and Emittenti Titoli* were followed and it was also decided to take into account the principles and indications contained in the *Format Sperimentale* for corporate governance reports issued by Borsa Italiana S.p.A.. The Report therefore includes a first part that furnishes a description in general terms of the organisation of the Company. A second part is instead dedicated to information concerning the Company's system of Corporate Governance and information on the implementation of the regulations in the Code of Conduct of listed companies.

Finally, the third part gives summary tables on the structure of the Board of Directors, the internal Committees and the Board of Statutory Auditors as well as the tables of compliance (as defined by *Assonime and Emittenti Titoli*) which summarise in the form of questions some of the provisions of the Code of Conduct regarding the system of delegation of powers and operations with related parties, appointment procedures, shareholder meetings, internal control and investor relations.

The Company has updated its By-laws to incorporate the measures introduced by Law no. 262 of 2005 ("*Legge sul Risparmio*") and Legislative Decree no. 303 of 2006, and the regulations concerning the election of the Board of Directors (Art. 13 of the By-laws) and of the Board of Statutory Auditors (Art. 22 of the By-laws), taking into account the content of the Code of Conduct.

To enable easy consultation of the norms that regulate corporate governance, the current Company By-laws are appended to this Report.

It should be noted that the information provided are dated 24 September 2008, the date of the approval of this Report by the Board of Directors.

## **PART 1**

### **1.1 Information on ownership structure**

In compliance with Art. 123 bis of Legislative Decree 58/1998, Juventus has included the information concerning the structure of company capital and other information on the ownership structure in the Report on Operations and in the Notes to the Annual Report at 30 June 2008.

### **1.2 Corporate governance structure**

The corporate governance system of Juventus envisages the division of responsibilities between the Board of Directors, the Remuneration and Appointments Committee, the Audit Committee, the Sports Committee, the Board of Statutory Auditors and the Shareholders' Meeting.

The Company is managed by a Board of Directors currently composed of eight members.

The Directors remain in office for three financial years and may be re-elected.

The Board is vested with the broadest powers for the ordinary and extraordinary management of the Company.

The Board of Directors is appointed on the basis of lists of candidates.

When the OGM has not made the appointment, the Board appoints a Chairman from among its members. It may also appoint one or more Vice Chairmen and one or more Chief Executive Officers; it also appoints a secretary, who is not necessarily a member of the Board.

In the framework of the Board of Directors, the Remuneration and Appointments Committee, the Audit Committee and the Sports Committee have been set up to provide consultancy and proposals.

The Board of Statutory Auditors, established in line with the By-laws, is made up of three acting auditors and two deputy auditors, ensures observance of the law and the articles of association, the respect of the principles of correct management and the adequacy of the Company's organisational structure for those aspects under its responsibility, the internal control system and the administrative and accounting system as well as the reliability of the latter in correctly representing management operations. The Board of Statutory Auditors also controls the adequacy of instructions given to subsidiary companies in compliance with art. 114, paragraph 2 of Legislative Decree 58/1998 and the actual implementation of the corporate governance rules envisaged by the codes of conduct drawn up by companies that run regulated markets or trade associations, to which the Company, through information to the public, declares it observes.

The Company By-laws contain the required clauses to ensure that one acting member of the Board of Statutory Auditors and one deputy member are nominated by the minority. The Chairman of the Board of Statutory Auditors is appointed by the minority.

The Shareholders' Meeting is convened by the Board of Directors in the municipality of the Company headquarters or in another location, in Italy, usually at least once a year within one hundred and twenty days of the closure of the financial year. The Meeting - whether ordinary or extraordinary - will also be called whenever the Board of Directors deems it appropriate and in the cases envisaged by law.

The Meeting may be attended by shareholders with voting rights. Each shareholder may be represented at the Meeting as permitted by law.

The Meeting is chaired by the Chairman of the Board of Directors; in his absence by the Vice Chairman present or, in the event of a number of Vice Chairmen, by another person indicated by the Meeting.

All the rules for running Shareholders' Meetings are decided by the OGM through specific regulations.

The Company is controlled by IFIL Investments S.p.A., a company listed on Borsa Italiana S.p.A., in turn controlled indirectly (through IFI S.p.A.) by Giovanni Agnelli e C. S.a.p.az..

## **PART 2**

### **2.1 Information on the implementation of the provisions of the code of conduct**

Juventus, recognising the validity of the model of corporate governance described by the Code of Conduct published by Borsa Italiana in March 2006, has adopted the principles and rules of corporate governance in line with this model.

As described in the Preface, this report also identifies the areas of adoption of the provisions of the Code of Conduct and the consequent observation of the commitments made, and also notes the reasons for divergence from some principles contained in it, specifying for transparency and ease of consultation those for which exceptions have been made.

### **2.2 Board of Directors**

#### **Responsibilities**

The Company By-laws envisage that the Company is managed by a Board of Directors composed of a number of members that may vary from three to fifteen as decided by the OGM. The Company By-laws ensure the nomination of one member of the Board of Directors through the list vote mechanism.

If in the course of the financial year one or more directors were to leave office, the procedure follows the relevant provisions of the Italian Civil Code. If, for resignation or other causes, the majority of directors appointed by the OGM were to leave office, the entire Board is understood to have resigned and the remaining directors must urgently convene the Shareholders' Meeting to make the new appointments.

The directors remain in office for three years and their term finishes on the date of the Meeting called to approve the Financial Statements of the third year and may be re-elected; the term of those appointed by the OGM ends with those already in office when they were appointed.

The Board of Directors is vested with the broadest powers for the ordinary and extraordinary management of the Company. It thus has the power to take all the measures considered necessary and appropriate to achieve the Company purpose, with no exceptions, save only such action as is reserved by law for the Shareholders' Meeting.

In addition to the right to issue non-convertible bonds, the Board is also responsible for assuming decisions

concerning all operations permitted by art. 2365, second paragraph of the Italian Civil Code and the spin-off of companies according to the provisions of the law.

The Board of Directors meets, at the company offices or elsewhere, as long as this is in countries of the European Union, usually at least every three months, as convened by the Chairman or a Vice Chairman or by another person permitted by law whenever this is deemed appropriate, or when requested by at least three directors or by at least two acting auditors or by bodies with delegated powers. The meetings are regulated in observance of the law and of the By-laws.

The meetings of the Board of Directors may be held through the means of telecommunications.

The information demanded by art. 150 of Legislative Decree 58/98 and by art. 2381 of the Italian Civil Code is provided by directors to the Board of Statutory Auditors and by the appropriate bodies to the Board of Directors and to the Board of Statutory Auditors in the course of the meetings of the Board of Directors, to be held at least every three months.

The bodies to whom powers have been delegated also provide directors and auditors with adequate information on any unusual operations or ones with related parties, even those conducted in the exercise of the powers delegated.

The Board of Directors has adopted principles of behaviour for the conduct of significant operations in terms of economic and financial aspects as well as for operations with related parties (available on the Company internet site: <http://www.juventus.com>).

The system of the attribution of powers at Juventus defines clearly the powers attributed by the Board of Directors to the chairman and to the chief executive officer and general manager.

All operations that exceed the thresholds envisaged by the specific powers attributed to the chairman of the Board of Directors to the chief executive officer and general manager as well as operations regarding tangible assets, with the exception of rental and leasing contracts lasting no more than 9 years and for a sum of less than € 10 million, must obtain the prior approval of the Board of Directors.

The Board of Directors also has the exclusive responsibility for any decisions regarding significant legal disputes or court cases concerning the Company image and brand.

In the event of such operations, the delegated bodies will make available to the Board of Directors, with reasonable advance notice, an overview of the operation, highlighting in particular the economic and strategic aims, the economic sustainability, the forms of execution as well as the consequent implications for Company operations.

When the urgency and confidentiality of the operations demand it, the bodies delegated may exercise the powers attributed to them, reporting in a timely fashion to the Board of Directors and to the Board of Statutory Auditors in order for their decisions to be ratified.

As regards relations with related parties, the code of conduct envisage that the following must be submitted to the Board of Directors for approval:

- atypical and/or unusual operations within the group, meaning by this the operations that for their importance and/or size, the nature of the counterparts, the subject of the transaction (even if related to ordinary management), the means of determining the price of the transfer and the timing of the event (proximity to the closure of the financial year) could give rise to doubts regarding: the correctness and/or completeness of information in the financial statements, conflict of interest, the safeguard of company assets, and the protection of minority shareholders;
- operations with other related parties for sums over € 100 thousand.

The delegated bodies provide the Board of Directors with the information regarding these operations with particular attention to the nature of the relationship, the means of execution, the economic conditions and timing, the criteria of evaluation followed and subsequent risks for the Company.

When a Director has an interest in an operation (even if only potential), pursuant to Art. 2391 of the Italian Civil Code, the Board of Directors and the Board of Statutory Auditors must be informed in a timely fashion of the nature, terms, origin and extent of this interest.

In the event that the nature, value and forms of execution of an operation demand it, the Board of Directors may avail itself of the assistance of one or more independent experts, chosen amongst specialists with acknowledged professionalism and competency in the specific field, in order to acquire an opinion on the economic conditions of the operation and its legitimacy as well as the way it is executed and technical modalities.

The Board of Directors and the Board of Statutory Auditors must in any case be informed of operations with other related parties even if different from those illustrated above.

The identification of relations and operations with related parties is conducted as laid down in the IAS 24 international accounting standard.

The Board of Directors exercises its powers in conformity with the Code of Conduct and thus:

- examines and approves the Company's strategic, commercial and financial plans, and the corporate governance system;
- assigns and revokes the powers of the executive directors and defines their limits, the forms in which they may be exercised and the regularity with which they must report to the Board on the work conducted regarding the powers assigned to them, at least every three months as specified in the By-laws;
- after examination of the proposals of the Remuneration and Appointments Committee and after consulting the Board of Statutory Auditors, decides on the remuneration of the chief executive officers and of those who occupy particular positions, as well as the subdivision of the global remuneration for the individual members of the Board of Directors, when this has not been decided by the Shareholders' Meeting;
- oversees the general management situation with particular attention to situations of conflict of interest, paying particular attention to information received from the executive directors and the Audit Committee as well as regular comparison of effective results against forecasts;

- examines and approves in advance operations of a significant economic and financial impact (with particular reference to operations with related parties) in as far as this is compatible with the decision-making speed demanded by the “transfer campaign”; in any case, the executive directors and the general manager act within the framework of plans defined by the Board of Directors to which they report promptly about transfer operations;
- verifies the adequacy of the organisational, administrative and accounting structure of the company as prepared by the chief executive officers, with particular reference to the internal control system and the management of conflicts of interest;
- reports to the shareholders at the OGM;
- sets the guidelines and periodically evaluates the adequacy and effectiveness of the internal control system.

Directors act and make their decisions independently and with full knowledge of the facts before them, pursuing the goal of creating value for shareholders. Directors accept their position when they can diligently devote the time required, also taking into account the number of positions they hold as director or auditor in other listed companies in regulated markets, including foreign ones, in financial, banking, and insurance companies or others of significant size.

Considering the information provided by the individuals concerned, the Board of Directors notes the positions held as director or auditor by directors in the companies indicated above annually and reports them in the Corporate Governance Annual Report attached to the Financial Statements.

### Composition

The Board of Directors is currently composed of 8 directors:

- Giovanni Cobolli Gigli                      Chairman
- Jean-Claude Blanc                      Chief Executive Officer and General Manager
- Carlo Barel di Sant’Albano
- Aldo Mazzia
- Gian Paolo Montali
- Riccardo Montanaro
- Marzio Saà
- Camillo Venesio

The Board of Directors was appointed by the Shareholders’ Meeting of 29 June 2006 and will remain in office until the Shareholders’ Meeting called to approve the Financial Statements at 30 June 2009.

Some of the present directors occupy positions in other listed companies or of significant interest.

The most important are listed below:

- Giovanni Cobolli Gigli: Director Istituto Nazionale per il Commercio Estero;
- Carlo Barel di Sant'Albano: CEO IFIL Investments S.p.A., Director Alpitour S.p.A., Fiat S.p.A., Sequana Capital S.A., Cushman & Wakefield Group, Member of the Supervisory Board Intesa Sanpaolo S.p.A.;
- Aldo Mazzia: Director Alpitour S.p.A.;
- Marzio Saà: Director Parmalat S.p.A., Same Deutz-Fahr Group S.p.A., ERFIN – Eridano Finanziaria S.p.A.;
- Camillo Venesio: CEO and General Manager Banca del Piemonte S.p.A., Chairman Centro Estero per l'Internazionalizzazione s.c.p.a., Vice Chairman Cassa di Risparmio di Ravenna S.p.A., Finconfienza S.p.A., Director SI Holding S.p.A., Reale Mutua Assicurazioni S.p.A., Cedacri S.p.A..

The Company By-laws do not include specific provisions regarding the composition of the Board of Directors, the representation of minority shareholders or the number of independent directors nor provisions concerning the honourability, professionalism and independence for assuming a position as Director.

The Board of Directors is made up of 4 independent directors out of 8. The Company has in this adapted to best national and international practice thus offering the maximum guarantee for the interests and safeguard of the market and shareholders.

The Board of Directors is nominated on the basis of lists of candidates.

In the presence of a number of lists, one of the members of the Board of Directors is expressed by the second list that has obtained the most votes.

Only shareholders who, singly or together with others, are owners of shares with voting rights representing at least 2.5% of company capital or the different percentage laid down for the company by the regulations in force, this percentage being indicated in the meeting notice, have the right to present lists.

No shareholder, nor shareholders linked by relations of control or connected as specified in the Italian civil code, may present or vote for, not even through a third party or fiduciary company, more than one list. Each candidate may be included in only one list, and will otherwise be considered ineligible.

The candidates included in the lists must be listed with progressive numbers and possess the requisites of integrity and professionalism established by law. The candidate indicated with number one in the progressive order must also meet the requirements of independence demanded by law.

The lists presented must be deposited at the company headquarters at least fifteen days before the date of the first call for the shareholders' meeting and this will be reported in the notice calling the meeting.

Together with each list, by the deadline indicated above, the certification is deposited of the shareholder's right to participation, detailed information on the candidates' personal and professional qualities, as well as the declarations in which the individual candidates accept the candidature and state, under their own responsibility, that they possess the requisites demanded. The candidates for whom the rules above



have not been respected are ineligible.

The number of directors to be elected is decided by the meeting, and the procedure is as follows:

1. all the directors to be elected except one are elected from the list that has obtained most votes, on the basis of the progressive order of the list;
2. in observance of the law, one director is elected from the second list that has obtained the highest number of votes, on the basis of the progressive order of the list.

No account is taken of the lists that obtain at the meeting a percentage of votes less than half of the amount demanded for the presentation of lists.

The above rules for the appointment of the Board of Directors are not applied when at least two lists have not been presented or voted nor in the meetings that must substitute directors during the course of their mandate. In these cases, the meeting decides with a relative majority vote.

As regards the requirements of honourability of the directors demanded by Art. 147 quinquies of legislative decree 58/1998, the Board of Directors has periodically verified these requirements for all its members.

Directors who receive definitive convictions in the courts entailing additional sentences incompatible with their position are suspended from their position for the period established by the sentence.

Directors who are subject to disciplinary proceedings by bodies of the F.I.G.C. that entail the permanent expulsion from any rank or category of the F.I.G.C. shall be removed from office and may not fill or be nominated or elected to other company positions.

During renewal of the Board of Directors, the Company guarantees the respect of the provisions of the Code of Conduct regarding the existence of full information on the personal and professional characteristics of the candidates, including the indication of their right to be considered as independent.

8 meetings of the Board of Directors were held in the course of the 2007/2008 financial year.

Documentation regarding the matters on the agenda is provided to directors in a timely fashion in order to enable them to be adequately informed in advance of the issues to be discussed.

The manager responsible for drawing up company accounting documents attends all meetings of the Board of Directors while some managers of company departments will attend meetings of the Board of Directors on invitation to illustrate issues and topics for which they are responsible.

The executive directors will ensure that the other members of the Board of Directors and the Board of Statutory Auditors receive information on the chief legislative and regulatory innovations regarding the Company and company bodies.

On the basis of the information received, the Board of Directors during the meeting that approved this report has verified and evaluated positively the adequacy of the Company organisational and administrative set-up. It also evaluated positively its own composition and functioning as well as the composition and functioning of its own Committees.

### Division of responsibilities

Pursuant to art. 21 of the By-laws, the Chairman, Vice Chairman and Chief Executive Officers in the framework and exercise of the powers conferred on them may sign on behalf of and represent the Company to execute the Board of Directors' decisions and in law.

Furthermore, the Board of Directors may, as permitted by law, assign powers to other directors, executives, representatives and managers within the limits set by the Board.

On 29 June 2006, the Board of Directors voted to confer specific management powers on the Chairman Giovanni Cobolli Gigli and the Chief Executive Officer and General Manager Jean-Claude Blanc.

To further safeguard company interests, transparency and joint management, some of the above-mentioned management powers, for sums above certain thresholds, envisage the joint signature of the chairman and the chief executive officer and general manager.

### Independent and non-executive directors

The majority of the Board of Directors is composed of non-executive directors, some of whom independent, such as to guarantee, by number and authority, a decisive weight in the assumption of decisions by the Board. The non-executive directors (6 out of 8) bring their particular expertise to Board discussions, contributing to decisions in line with company interests.

The conditions of independence applied are as follows. Directors:

- a) must not be the spouse or relative up to the fourth degree of another Company Director;
- b) must not be the Director, spouse or relative up to the fourth degree of directors of a subsidiary company, of a controlled company, that controls or is subject to common control by the Company;
- c) must not be linked to the Company or to companies controlled by it or to companies that control it or those subject to common control or to other directors or to those specified in the sections a) and b) above by relations as employee or consultant or other professional relations or regarding assets;
- d) must not control the Company, directly or indirectly, even through controlled or trust companies or third parties nor to be able to exercise considerable influence over it or to participate in a shareholding group through which one or more subjects can exercise control or considerable influence over the Company;
- e) must not have been in the previous three financial years a significant figure in the Company, of one of its subsidiaries with strategic importance or a company subject to common control with the Company, or a company or body that, even together with others through a shareholding group, controls the Company or is able to exercise considerable influence over it;
- f) must not have, nor have had in the previous financial year, either directly or indirectly (for example through controlled ones or in which she is a leading figure, i.e. as a partner of a professional studio or consultancy company) significant commercial, financial or professional relations:
  - with the Company, one of its subsidiaries, or with leading figures in it;

- with a person or entity which, together with others through a shareholding group, controls the Company, or – if a company or body – with significant persons in them;
- g) must not be, or have been in the previous three financial years, an employee of one of the above mentioned companies or bodies;
- h) must not receive, or have received in the previous three financial years, from the Company or a subsidiary or parent company, significant additional remuneration with regard to the “fixed” remuneration as a non-executive Director of the Company, including the participation in incentive plans linked to company performance, also including share-based incentives;
- i) must not have been a Director of the Company for more than nine years in the last twelve years;
- j) must not hold a position as an executive director in another company in which an executive director of the Company holds a position as Director;
- k) must not be a partner or director of a company or entity belonging to the network of companies entrusted with the auditing of Company accounts;
- l) must not be a close family member cohabiting with a person in one of the situations specified above.

The Board of Directors evaluates annually the independence of directors taking into account of the information provided by those directly involved.

The independent (non-executive) directors (4 out of 8) are

- Gian Paolo Montali
- Riccardo Montanaro
- Marzio Saà
- Camillo Venesio

In the course of the 2007/2008 financial year, the independent directors, as envisaged by Art. 3.C.6 of the Code of Conduct, held 1 meeting in the absence of the other directors.

In addition to verifying the pre-requisite of independence of non-executive directors, the Board of Directors has conducted a self-evaluation on the size, composition and functioning of the board itself, expressing a positive opinion on this. The methodological approach of the evaluation procedure included the compilation of a specific questionnaire by the members of the Board of Directors, who expressed their opinions on the characteristics of the above.

### Committees

Three committees have been created in the framework of the Board of Directors to provide consultancy and proposals: the Remuneration and Appointments Committee, the Audit Committee and the Sports Committee.

## Remuneration and Appointments Committee

To examine the matters in question, the Board of Directors has decided to create a single Committee as the issues are inter-related.

The Remuneration and Appointments Committee is composed exclusively of non-executive directors:

- Carlo Barel di Sant'Albano                      Chairman
- Riccardo Montanaro
- Camillo Venesio

The Remuneration and Appointments Committee has the following functions:

- to formulate proposals for the fixed and variable remuneration of executive directors, including any participation in shareholding incentives, monitoring the application of the decisions made by the Board of Directors;
- to formulate proposals for any possible remuneration of members of committees of directors established by the Board of Directors;
- to periodically evaluate the remuneration of directors with strategic responsibilities, overseeing their application on the basis of information provided by the executive directors and formulate general recommendations on the matter for the Board of Directors.

The Company adopts incentive mechanisms on the basis of which the remuneration of executive directors, the general manager and some employees includes a part that varies according to whether certain economic and/or sports results are achieved. In particular:

- a significant part of the remuneration of the Chairman Giovanni Cobolli Gigli is linked to the achievement of the individual objectives set (qualitative),
- a significant part of the remuneration of the Director and General Manager Jean-Claude Blanc is linked to the achievement of the individual objectives set (qualitative and quantitative) and to the economic results achieved by the Company.

The committee may avail itself of the assistance of independent consultants or other experts to acquire the opinions or information needed on matters to be examined; as far as the 2007/2008 financial year is concerned, the committee made no use of external consultants.

3 meetings of the Remuneration and Appointments Committee was held in the course of the 2007/2008 financial year.

These meetings examined and defined the organisational structure, the definition of the company bonus system and the proposals concerning remuneration for executive directors.

## Audit Committee

The Audit Committee, with the function of providing consultancy and proposals, as well as control of internal procedures (administrative and operative) it is composed entirely of independent directors:

- Marzio Saà Chairman
- Riccardo Montanaro
- Camillo Venesio

The Audit Committee has the following functions:

- to assist the Board of Directors in the definition of the guidelines for the system of internal control;
- to assist the Board of Directors in the identification of an executive director charged with overseeing the functionality of the system of internal control;
- to assist the Board of Directors in the evaluation, at least once a year, of the adequacy, effectiveness and effective functioning of the system of internal control;
- to assist the Board of Directors in the description of the essential elements of the system of internal control illustrated in the report on corporate governance;
- to provide the Board of Directors with its own opinion on the appointment and removal of those responsible for internal control;
- to assess, together with the manager responsible for drawing up company accounting documents and the independent auditors, the correct use of the accounting principles;
- on the request of the relevant executive director, to express opinions on specific aspects regarding the identification of the main company risks as well as the planning, production and management of the system of internal control;
- to examine the work plan prepared by the person responsible for internal control as well as the periodical reports produced;
- to evaluate the work plan proposed by the internal audit manager;
- to evaluate the proposals formulated by the independent auditors to obtain the appointment, as well as the work plan prepared for the audit and the results illustrated in the report and any letter of suggestions;
- to oversee the effectiveness of the auditing process;
- to assist the Board of Directors in verifying the operations of the monitoring unit as per Legislative Decree 231/2001;
- to perform other tasks assigned by the Board of Directors;
- to evaluate the observations that emerge from the reports of the independent auditors, from information from the Board of Statutory Auditors, from reports of the monitoring unit and investigations and examinations made by third parties;
- to report to the Board of Directors, at least every six months, at the time of approval of the annual report and the six-monthly report, on the work of the committee itself and on the adequacy of the internal control system.

To perform its functions, the committee may commission, with the possibility of using Company facilities, independent consultants or other experts, to the degree felt necessary to conduct its work.

The Audit Committee maintains relations with the Board of Statutory Auditors, the independent auditors, the internal auditor, as responsible for the internal control system, and the manager responsible for preparing the financial reports. Furthermore, the Audit Committee meets at least once a year with the monitoring unit as envisaged by Legislative Decree 231/2001 (as illustrated further in this report) to exchange information regarding their respective control activities. In the event of particular anomalies found during control operations, information between these bodies will be prompt.

The meetings are attended by the chairman of the Board of Statutory Auditors or by another statutory auditor nominated by him/her, the internal auditor, responsible for internal control, as secretary, and, on invitation, on the basis of the issues to be discussed, one or more internal members of staff (company managers) or external (independent auditors).

9 meetings of the Audit Committee were held in the 2007/2008 financial year.

The purpose of the meetings was the analysis of the criteria of evaluation and the accounting principles underlying the drafting of economic and asset situations submitted for approval to the Board of Directors, the examination of internal procedures, and the verification of the observance of the principles of Corporate Governance as well as questions concerning the application of the measures of Legislative Decree 231/2001. The Audit Committee also oversaw the effectiveness of the accounts auditing process, examining the results illustrated in the reports by the Independent Auditors.

The Audit Committee also reported to the Board of Directors on the adequacy of the internal control system, providing special reports on this.

### **Internal control system manager**

The Board of Directors has appointed the Internal Audit Manager as responsible for the internal control system.

This person is entrusted with the tasks of evaluation and constant monitoring of, and giving impetus to the current internal control system. The person responsible, who in performing these duties has complete independence and no hierarchical constraints, reports periodically to the chairman, to the Audit Committee, to the Board of Directors and to the Board of Statutory Auditors on its activities.

### **Sports Committee**

The Sports Committee has the function of providing proposals and consultancy to the Board of Directors itself concerning the Company's strategy in the sports world in general and, more in particular, in activities linked to the football world.

The Committee is composed of four directors, two of whom independent, who represent the competencies present in the Board of Directors for the matters in question:

- Giovanni Cobolli Gigli                                  Chairman

- Jean-Claude Blanc
- Gian Paolo Montali
- Riccardo Montanaro

The committee has the following functions:

- it works in line with the Juventus code of ethics; it examines and approves the internal regulations for the sports season, which is drafted by the Sports Secretariat and oversees observance of it and the correct application of the system of penalties; it also oversees the correct and prompt information to personnel of the internal regulations, the antidoping regulations and the code of ethics;
- it formulates the guidelines for the Company's sports policy, the strategies through which to spread and respect the concepts expressed in the code of ethics, to give supporters the highest satisfactions in sport. This is done taking into account the need to conciliate the professional and economic dimensions of football with its ethical and social values;
- indicates what key elements in the Company's sports communication strategy must be;
- participates in the definition and/or sharing of the contents of Company meetings, communications and external relations operations, providing an indication on how to disseminate the Juventus sports image and spirit;
- it works closely with the technical areas through which Juventus practises sport, in particular furnishing sports policy guidelines in the youth sector;
- it expresses indications on the contents and programme schedule of the Juventus channel.

To perform its functions, the committee may commission, with the possibility of using Company facilities, independent consultants or other experts, to the degree felt necessary to conduct its work.

The sports director and sports secretary may attend meetings on invitation.

5 meetings of the Sports Committee were held in the course of the 2007/2008 financial year.

These meetings concerned the dynamics of the organisation of the sports management, the management of the youth sector and respect of the code of ethics.

### **Legislative Decree 231/2001 - Internal control system**

In addition to the points illustrated in the paragraphs above on the control activities performed by the Audit Committee and the person responsible for internal control, it should be noted that the Board of Directors, in the course of the 2007/2008 financial year, updated the Model of organisation, management and control envisaged by the regulations of Legislative Decree 231/2001 on the administrative responsibility of juridical persons so as to adapt it to new regulations and legislation. The changes made to the Model incorporate in particular new offences regarding money laundering and health and safety at work.

As when adopting the Model, again in this case preliminary monitoring was conducted of all the activities put in place by company departments so as to:

- identify the most significant risk factors that might foster the occurrence of the crimes envisaged by the new regulations;
- prepare the checks needed to reduce to the minimum these factors of risk.

In the framework of these activities a number of company procedures have been drawn up or modified which are an integral part of the Model of organisation, management and control.

The new organisational Model was adopted by the Board of Directors at its meeting of 24 September 2008.

The members of the monitoring unit, appointed by the Board of Directors on 29 June 2006, are:

- Piero Locatelli
- Giovannandrea Anfora
- Ezio Audisio

The task of the Monitoring Unit is to oversee the functioning and observance of the Model of organisation, management and control, the adequacy of the Model in relation to the company structure and its effective ability to prevent crimes being committed. This body has the specific professional competencies to perform the activities assigned and to act with continuity.

The collective form adopted ensures the body has the pre-requisites of autonomy and independence required to perform the tasks entrusted to it.

The Monitoring Unit will remain in office for the same duration as that of the current Board of Directors and thus until the Shareholders' Meeting called to approve the financial statements at 30 June 2009.

6 meetings of the Monitoring Unit were held in the course of the 2007/2008 financial year whose main purpose was to update the organisation, management and control Model and verification of the organisational procedures adopted by company departments to prevent the crimes envisaged by Legislative Decree 231/2001 being committed.

The Board of Directors' meeting of 6 August 2007 entrusted supervision of the effectiveness of the internal control system to the Chief Executive Officer, Jean-Claude Blanc.

On the same date, pursuant to Art. 19 of the Company By-laws, the Board of Directors, on the proposal of the Audit Committee and after hearing the opinion of the Board of Statutory Auditors, appointed Michele Bergero, Administration and Finance Director, as the manager responsible for preparing the financial reports.

The manager responsible for preparing the Company's financial reports has all the powers necessary to exercise his role, including expenditure. The powers attributed can be exercised individually and with reference to the specific functions assigned and, consequently, purely to perform the actions required to implement them in the interest of the company and in observance of the law. The manager responsible, with reference to the exercise of the powers described above, must report promptly to the Chief Executive Officer and General Manager and at least once a year to the Board of Directors on the activities



performed and the costs borne.

The Board of Directors, in its meeting of 17 December 2007, adopted the Model of Administrative and Accounting Control with the purpose of defining:

- the guidelines for the control system;
- the responsibilities, means and powers to confer on the manager responsible for preparing the Company's financial reports;
- the rules of conduct to be observed by Company personnel involved in any way in the implementation of the accounting control system;
- the roles and responsibilities attributed to the Company management and functions involved in the preparation, distribution and verification of accounting information made available to the market;
- the process of internal certification by Company's managers;
- the process of certification to the market by the Chief Executive Officer and the manager responsible for preparing the Company's financial reports.

The Board of Directors has also instructed the Executive Directors to institute the Company's Internal Audit function, in observance of the Code of Conduct. This function is operational as of 1 April 2008.

### Code of Ethics

On 24 September 2008 the Board of Directors adopted a new Code of Ethics that incorporates and formalises the ethical principles significant for the prevention of the new crimes included in Legislative Decree 231/2001. The cutting-edge Code of Ethics, unique in its business sector, is based on the following key principles to:

- promote the sports ethic and conciliate the professional and economic dimensions of football with its ethical and social values, maintaining at the same a style of conduct in harmony with its tradition and respecting its own supporters and, more in general, all sports fans;
- create value for its shareholders through the enhancement of the brand, the maintenance of a sports organisation of an excellent technical level, the examination and implementation of projects for the diversification of activities;
- maintain and develop relations of trust with its stakeholders, i.e. all the categories of individuals, groups or institutions whose contribution is needed to achieve company goals.

## 2.3 Company functions and procedures

### Procedure for the treatment of confidential information

Following the application of the EU directive on "market abuse" and the introduction of the implementation regulations by Consob, the Board of Directors has adopted a new internal procedure for the treatment of confidential information, meaning by this non-public information of a precise nature - as specified by Art. 181, paragraph 3, of Legislative Decree 58/1998 - directly or indirectly concerning the Company or

one or more financial instruments issued by it and which, if made public, could notably influence the price of the financial instruments issued by the Company itself.

The procedure aims to regulate the information flow, the responsibilities and means of dissemination of confidential information to third parties.

The Chairman, the Chief Executive Officer and General Manager are responsible for the management and communication to the public and authorities of confidential information, with particular attention to price-sensitive information. Communications to authorities and the public and – including shareholders, investors, analysts and the media – are provided in the terms and modalities specified in the regulations in force, respecting the criteria of correctness, clarity and parity of access to information.

In its communications operations, the Company follows the principles contained in the *“Guida per l’Informazione al Mercato”* of Borsa Italiana S.p.A..

Directors and statutory auditors must maintain the confidentiality of the documents and information acquired when performing their duties and observe all the provisions regarding the external communication of such documents and information. The same duties of confidentiality are also applied to Company managers and employees.

#### **Register pursuant to Art. 115 bis of Legislative Decree 58/1998**

In order to satisfy the regulations in force, the Company has created a Register of the people who, because of their working or professional activities or the functions performed, have access to the information envisaged by Art. 114, paragraph 1, of Legislative Decree 58/1998.

#### **Disclosure obligations pursuant to Art. 114, paragraph 7, of Legislative Decree 58/1998**

Art. 114, paragraph 7, of Legislative Decree 58/1998 envisages that those who perform administration, control and management functions in the Company and its managers who have regular access to confidential information and hold the power to take decisions that may impact on the evolution and future prospects of the Company must disclose to Consob and to the public the operations they perform, also through intermediaries, concerning the shares issued by the Company and its listed subsidiaries or other financial instruments linked to them; this obligation is also true for anyone who holds shares amounting to at least 10% of company capital, as well as to any other who controls the listed issuer.

Operations whose total sum does not reach € 5 thousand by the end of the year are not subject to disclosure.

As envisaged by the regulations in force, the Company has introduced an organisational procedure to identify those people with this obligation as well as to discipline the forms of disclosure to them of the fact that they have been identified and the related obligations.

The Company has identified as “Significant Parties” subject to the obligations of disclosure the Company directors, statutory auditors, and the general manager.

The organisational procedure prohibits with binding application the members of administrative and control bodies, as well as those with functions as directors or managers as specified Consob regulation no.11971/99 (so-called internal dealing), to make, directly or through third parties, operations of purchase, sale, subscription or exchange of shares or financial instruments linked to them in the 15 days preceding the board meeting called to approve the financial statements for the period.

### **Procedure for the appointment of the current directors and statutory auditors**

For the nomination of the current company officers, the majority shareholder IFIL Investments S.p.A. deposited at company offices, in the ten days prior to the Shareholders' Meeting, the proposals for appointment of directors and statutory auditors as well as information on the personal and professional characteristics of the candidates.

As regards independent directors, proof was also provided that they satisfy the requirements demanded by the regulations in force.

### **Relations with Institutional Investors and other shareholders**

The Company acts to establish a dialogue with its Shareholders and Institutional Investors. The Chairman, Chief Executive Officer and General Manager, in the respect of the procedure on the disclosure of documents and information concerning the Company, oversee relations with Institutional Investors and other Shareholders from a perspective of constant attention and dialogue.

In order to establish a constant and professional relationship with all shareholders, as well as with institutional investors, as requested by the Code of Conduct and also to respond to the further demands to be satisfied for admission to the STAR segment of the *Mercato Telematico Azionario* organised and managed by Borsa Italiana S.p.A., the appointment has been made of a person responsible for the specific management of all activities concerning relations with institutional investors and other shareholders (the Investor Relations Manager).

In the framework of his responsibilities, the Investor Relations Manager organises regular meetings with members of the Italian and international financial community and updates the financial section of the Company's Internet site ([www.juventus.com](http://www.juventus.com)). The site provides a special section, available also in English, on news regarding the Company, periodical and annual accounting statements, press releases and corporate presentations to analysts and investors.

Shareholders, investors and the financial press can contact the following company offices for information:

- Relations with Institutional Investors and Financial Analysts  
(Tel.+39011-6563456 - Fax +39011-5631177 - [investor.relations@juventus.com](mailto:investor.relations@juventus.com))
- Press Office  
(Tel.+39011-6563436 – Fax +39011- 4407461)

## 2.4 Shareholders' meetings and OGM/EGM code

The Meetings are an important occasion for informing Shareholders about the Company, respecting regulations on confidential information.

In order to facilitate the attendance of shareholders at the Meetings, the Company pays the maximum attention to the choice of the place, date and time they are convened.

As far as possible, Board of Directors and the Board of Statutory Auditors will be well represented at the Meetings. In particular, Meetings are attended by the directors who, due to the positions occupied, can provide a useful contribution to discussion in the meetings.

On a proposal by the Board of Directors, the Shareholders' Meeting adopted the "OGM/EGM Code" (available on the Company Internet site: <http://www.juventus.com>) which regulates the ordered and effective management of Company Shareholders' Meetings.

## 2.5 Board of Statutory Auditors

The Board of Statutory Auditors is made up of three acting Auditors and two deputy Auditors. The election of one Auditor and one Deputy Auditor is reserved, by the By-laws, for the minority.

The acting and deputy Auditors must be chosen amongst those in the register of auditors who have exercised the profession of auditor for a period of no less than three years.

The Board of Statutory Auditors is nominated on the basis of lists presented by shareholders in which the candidates are listed by a progressive number. The list is made up of two sections, one of candidates for acting Auditor and another for candidates for deputy Auditor, for a number not exceeding the Auditors to be elected.

Only shareholders who, singly or together with others, hold shares with voting rights representing the percentage required by the Company By-laws for the nomination of directors (Art. 13) have the right to present lists; this percentage must be indicated in the notice calling the OGM.

A shareholder may not present or vote for more than one list, even if through third parties or fiduciary companies.

Shareholders belonging to the same group and shareholders belonging to a shareholder syndicate regarding company stock may not present or vote for more than one list, even if through third parties or fiduciary companies.

Each candidate may appear in only one list and will otherwise be deemed ineligible. Only candidates who meet the conditions of limits to their term of office as set out by the regulations applicable and by those of the By-laws may be included in the lists. As specified by Article 1, section 2, paragraphs b) and c) and section 3 of the ministerial decree no. 162 of 30 March 2000 on the pre-requisites of the professionalism of members of boards of auditors for listed companies, the matters strictly regarding activities run by the company include commercial law, industrial law, sports law, business economics and financial science as well as other disciplines that cover similar or comparable subjects, even if under

different denominations, while by sectors of activity strictly regarding those in which the company operates the meaning is that of sectors related to sports activities or professional sport.

Outgoing Auditors may be re-elected. The lists must be delivered to the Company's registered offices at least fifteen days before the first date fixed for meeting and reference to this will be made in the notice of the meeting, complete with:

- a) information regarding the identity of the shareholders that have presented lists, with the indication of the overall shareholding and certification that demonstrates the right to this shareholding;
- b) a declaration of shareholders other than those that hold, even jointly, a controlling share or relative majority, certifying the absence of related links with the latter covered by the regulations in force;
- c) full information on the personal and professional characteristics of the candidates, as well as a declaration by them of possessing the prerequisites required by law and the company by-laws and their acceptance of the candidature;
- d) the list of directorship and control positions occupied by candidates in other companies, with the undertaking to update this list at the date of the meeting.

Any candidates who do not comply with the aforesaid provisions shall be considered ineligible.

In the event that at the date of the above deadline only a single list has been deposited, i.e. only lists presented by shareholders who, on the base of what is set out above, are connected with each other in the sense of the regulations in force, lists may be presented up to the fifth day following that date. In this case the threshold is reduced by one half.

Prompt notification pursuant to the regulations in force must be given of the absence minority lists, of the extended deadline for the presentation of them and the reduction in the threshold as mentioned above.

The appointment of the members of the Board of Statutory Auditors is as follows:

1. two acting statutory members and one deputy member are elected from the list which has obtained the highest number of votes, in the progressive order in which they are listed thereon;
2. the remaining acting statutory member and the other deputy statutory member are elected from the list which has obtained the second highest number of votes from the Meeting and which is not connected to the majority shareholders on the basis of the progressive order in the sections of the list; in the event of parity between a number of lists, the candidates elected are those of the list presented by shareholders holding the largest shareholding, or, secondarily, by the highest number of shareholders.

The Chairman of the Board of Statutory Auditors shall be the statutory member indicated as the first candidate on the list indicated in point 2 above.

If it is not possible to make the appointment with the above method, the meeting shall decide by a simple majority.

In the event the requisites demanded by law and By-laws are no longer met, the Statutory Auditor shall be relieved of office.

In the event of the replacement of a statutory auditor, including the position of chairman, the deputy auditor belonging to the same list as the resigned auditor shall take the place of the same, when the statutory auditors have been nominated through lists.

The terms in the preceding paragraphs shall not be applied by the meetings which, according to the law, must appoint acting statutory auditors and/or alternates and the chairman needed to complete the Board of Statutory Auditors in the event of replacement or resignation. In these cases, the appointment is made by the simple majority vote of the shareholders, respecting the principle of the necessary representation of minorities.

The members of the board of auditors are subject to the same conditions and constraints as specified for directors in Art. 13.

The Board of Statutory Auditors is currently made up of the following members:

- Roberto Longo Chairman
- Gianluca Cristofori Auditor
- Paolo Piccatti Auditor

The Board of Statutory Auditors was nominated by the Shareholders' Meeting of 26 October 2006 and will remain in office until the Shareholders' Meeting called to approve the Financial Statements at 30 June 2009.

It should be remembered that on 15 May 2008, following the appointment of Gianluca Ferrero to the Board of General Partners of Giovanni Agnelli e C. S.p.A. (indirect controlling company of Juventus), the auditor Gianluca Ferrero and the chairman of the Board of Statutory Auditors Giorgio Giorgi, relative of Gianluca Ferrero, left their positions in observance of Art. 148, section 3, of Legislative Decree no. 58/1998. Consequently, pursuant to Art. 2401 of the Italian Civil Code, the Deputy Auditors Paolo Piccatti and Gianluca Cristofori took their place as acting auditors until the next OGM. The chair of the Board of Statutory Auditors was assigned to the auditor Roberto Longo.

None of the members of the current Board of Statutory Auditors has been nominated by the minority as, during the renewal of the body, the only list presented was that of the majority shareholder IFIL Investments S.p.A..

Some auditors occupy positions in other listed companies or ones of significant size:

- Roberto Longo: Chairman of the Board of Statutory Auditors Guala Closures S.p.A., Auditor Fiat Auto Var S.r.l., Iveco Partecipazioni Finanziarie S.r.l., Director Sella Bank Luxembourg S.A..
- Gianluca Cristofori: Auditor Calzedonia S.p.A..
- Paolo Piccatti: Auditor IFI – Istituto Finanziario Industriale S.p.A., IFIL Investments S.p.A., Fiat Group Automobiles S.p.A., Iveco S.p.A., Banca Sella Holding S.p.A..

## **2.6 Independent Auditors**

The Shareholders' Meeting of 26 October 2007 appointed Deloitte & Touche S.p.A. as independent auditor of the financial statements for the financial years from 2007/2008 to 2015/2016.

## **2.7 Updating of the Corporate Governance System**

The Board of Directors intends to update, if necessary, the system of Corporate Governance so as to ensure again for the future transparency and the correct balance between management and control of company operations. In addition, to ensure the proper functioning of the market and prompt information about the company, the Board of Directors will provide timely information, in the ways and terms laid down by the regulations in force, on matters concerning variations in its system of Corporate Governance.

## Table 1: Board of Directors and Committees structure

POSITION	MEMBERS	BOARD OF DIRECTORS				AUDIT COMMITTEE		REMUNERATION AND APPOINT. COM.		SPORTS COMMITTEE		
		EXECUTIVE	NON EXECUTIVE	INDEPENDENT	(4)	(3)	(4)	(3)	(4)	(3)	(4)	
Chairman	Giovanni COBOLLI GIGLI	X			100%	1					X	100%
CEO and General Manager	Jean-Claude BLANC	X			88%	-					X	100%
Director	Carlo BAREL DI SANT'ALBANO		X		88%	6		X	100%			
Director	Aldo MAZZIA		X		88%	1						
Director	Gian Paolo MONTALI		X	X	88%	-					X	100%
Director	Riccardo MONTANARO*		X	X	100%	-	X	100%	X	100%	X	100%
Director	Marzio SAA'		X	X	100%	3	X	100%				
Director	Camillo VENESIO		X	X	100%	7	X	100%	X	100%		

Number of meetings held during the financial year under review

BoD: 8

Audit Committee  
Interno: 9

Remuneration and Appoint. Committee: 3

Sports Committee: 5

### NOTES

- (1) The note indicates if the Director was designated through lists presented by the minority.
  - (2) This column indicates the number of positions held as Director and Auditor by the person concerned in other companies listed on regulated markets, including foreign ones, in financial, banking and insurance companies or others of significant dimensions.
  - (3) This column indicates with an "X" the membership into the Committee.
  - (4) This column indicates the percentage of directors' attendance of respectively BoD and Committee meetings.
- \* Appointed member of the Sports Committee on 13 November 2007.



## Table 2: Board of Statutory Auditors

POSITION	MEMBERS	PERCENTAGE ATTENDANCE OF BOARD MEETINGS	NUMBER OF OTHER POSITION (2)
Chairman *	Roberto LONGO	100%	4
Auditor **	Gianluca CRISTOFORI	100%	1
Auditor **	Paolo PICCATTI	100%	5
***	Giorgio GIORGI	100%	/
***	Gianluca FERRERO	88%	/

**Number of meetings held in the 2007/2008 financial year**

(2 of which held after 15/05/2008, the date on which the deputy auditors Paolo Piccatti and Gianluca Cristofori were co-opted as acting auditors): 10

**Indicate the quorum required for the presentation of lists by the minority for the election of one or more acting auditors**

(ex art. 148 TUF): 2.5% of capital with voting rights in the OGM

#### NOTE

- (1) The note indicates if the Auditor was designated through lists presented by the minority.
- (2) This column indicates the positions as Director or Auditor held by the person concerned in other companies listed on regulated Italian markets or of significant dimensions.

\* Chairman of the Board of Statutory Auditors as of 15 May 2008

\*\* Acting Auditor as of 15 May 2008

\*\*\* Left the position on 15 May 2008

### Table 3: Other Corporate Governance Code provisions

	SI	NO	SUMMARY OF REASONS FOR ANY DIVERGENCE FROM THE CODE RECOMMENDATIONS
<b>SYSTEM OF DELEGATING POWERS AND OPERATIONS WITH RELATED PARTIES</b>			
Has the BoD delegated powers and defined:			
a) limits	X		
b) form of use	X		
c) and regularity of information?	X		
Has the BoD reserved the right to examine and approve operations of particular economic, financial and asset importance (incl. operations with related parties)?	X		
Has the BoD defined guidelines and criteria for the identification of "significant" operations?	X		
Are the above guidelines and criteria described in the report?	X		
Has the BoD defined specific procedures to examine and approve operations with related parties?	X		
Are the procedures to approve operations with related parties described in the report?	X		
<b>PROCEDURES OF THE MOST RECENT APPOINTMENTS OF DIRECTORS AND AUDITORS</b>			
Were candidatures for the post of Director deposited at least ten days in advance?	X		
Were candidatures for the post of Director accompanied by full information?	X		
Were candidatures for the post of Director accompanied by the indication of their right to define themselves as independent?	X		
Were candidatures for the post of Auditor deposited at least ten days in advance?	X		
Were candidatures for the post of Auditor accompanied by full information?	X		
<b>SHAREHOLDERS' MEETINGS</b>			
Has the Company approved OGM/EGM Regulation?	X		
Are the Regulations attached to the report (or does it indicate where they can be obtained/downloaded)?	X		
<b>INTERNAL CONTROL</b>			
Has the Company nominated those responsible for internal control?	X		
Are those responsible hierarchically independent of managers for operational areas?	X		
Organisational unit responsible for internal control	X		
<b>INVESTOR RELATIONS</b>			
Has the Company appointed an Investor Relations manager?	X		
Organisational unit and contacts (address/telephone/fax/e-mail) for the Investor Relations manager			Relations with Institutional Investors and Financial Analysts Investor Relator: Mr. Marco Re Tel. + 39 011.6563456 – Fax +39 011.5631177 investor.relations@juventus.com

# Company By-Laws

at 24<sup>th</sup> September 2008

## Company Name - Registered Office - Corporate Purpose - Term

### Article 1 - DENOMINATION

A joint-stock Company is hereby incorporated under the name of "JUVENTUS F.C. S.p.A." or "JUVENTUS FOOTBALL CLUB S.p.A.", written in any graphic form.

### Article 2 – REGISTERED OFFICE

The Company's registered office is in Turin.

### Article 3 – CORPORATE PURPOSE

The sole purpose of the Company is sporting activities and activities connected or instrumental to them directly or indirectly.

In the framework of related or instrumental activities, the Company's purpose includes promotional and advertising activities and licensing of its own brands, the acquisition, ownership and sale, with the exclusion of transactions with the public at large, of shareholdings in commercial and real estate companies or companies whose purpose is the supply of services in any case related to the Company purpose.

To achieve the Company purpose and the objectives specified in the sections above, the Company may:

- enter into any and all real estate, investment and financial transactions, the latter with the exclusion of transactions with the public at large, that are held to be useful or necessary;
- promote and publicise its activity and its image using models, designs and emblems, directly or through third parties, and commercialising, again directly or through third parties, goods, objects and products bearing distinctive Company logos or signs; undertake, directly or indirectly, publishing activities, with the exclusion of the publication of daily newspapers.

All activities must in any case be conducted in observance of the law.

### Article 4 - TERM

The term of the Company is fixed until 31 December 2100.

## Company Capital - Shares

### Article 5 – CAPITAL STOCK

The capital stock is Euro 20,155,333.20 divided into 201,553,332 ordinary shares of par value of Euro 0.10 each.

The shares are registered shares and are issued in electronic form.

The capital stock may also be increased through the contribution of assets in kind and/or credit.

#### *Article 6 – SHARES WITHOUT VOTING RIGHTS*

If the Company issues shares without voting rights, the Board of Directors will convene the appropriate Meetings, in the event that the shares without voting rights or the ordinary shares are delisted, to vote the convertibility of the shares without voting rights into ordinary shares according to the conversion ratio that will be decided by the Extraordinary Meeting.

#### *Article 7 – DELEGATION OF POWERS TO THE DIRECTORS*

The Shareholders' Meeting may assign the power to the Directors to increase the capital stock and/or issue convertible bonds, as specified in articles 2443 and 2420 ter of the Italian Civil Code.

### **Meeting**

#### *Article 8 – ATTENDANCE AND REPRESENTATION AT THE SHAREHOLDERS' MEETING*

Shareholders holding voting share shall be entitled to attend the Meeting. Each shareholder holding voting share can be represented at a Meeting, in the manner set forth by law.

Pursuant to art. 2373 of the Italian Civil Code a conflict of interests exists for:

- a) anyone holding voting rights at the Shareholders' Meeting of more than 2% (two per cent) of the Company's capital stock when at the same time holding voting rights in another football company affiliated to the professional section of the F.I.G.C. equal to the percentage needed to ensure the control of this other company as per paragraph 1, points 1 and 2 of art. 2359 of the Italian Civil Code;
- b) anyone holding voting rights at the Shareholders' Meeting of more than 10% (ten per cent) of the Company's capital stock when at the same time holding voting rights in another football company affiliated to the professional section of the F.I.G.C. with a percentage of the capital stock of this company of over 2% (two per cent) but lower than the share specified in point a) above.

For the purposes of the calculation of these percentages, all voting rights must be taken into account that can be exercised, directly or indirectly, also through parent companies, subsidiary companies or associated companies, or through third parties, or on the basis of pledge, usufruct, any other rights or agreements with other shareholders.

Participants at the Meeting who find themselves in one of the situations of conflict described above must declare this situation under their own responsibility.

#### *Article 9 – CALL OF MEETING*

The Ordinary Meeting shall be convened by the Board of Directors in the city of the Company's registered office or elsewhere, in Italy, at least once a year within one hundred and twenty days of the

end of the financial year. In addition, an Ordinary or Extraordinary Meeting shall be convened whenever the Board of Directors deems it proper and in the cases provided by law.

#### *Article 10 – NOTICE OF MEETING*

The Meeting shall be convened by notice to be published in the newspaper “La Stampa” at least thirty days prior to the date fixed for the Meeting, unless otherwise specified by law; in the event of failure to publish the newspaper “La Stampa”, the notice shall be published in the “Gazzetta Ufficiale” of the Italian Republic. The notice can also indicate the days for any second call and, in the event of an Extraordinary Meeting, a third call. The notice shall indicate the location, the date and time of the Meeting as well as the matters on the agenda.

#### *Article 11 – SHAREHOLDERS’ MEETING*

For the Meeting to be duly constituted and valid for passing resolutions, the applicable laws shall apply, subject to the provisions of the following Articles 13 and 22 for the appointment of the Board of Directors and the Board of Statutory Auditors.

#### *Article 12 – CHAIR OF THE MEETING – CODE OF THE MEETING*

The Meeting shall be chaired by the Chairman of the Board of Directors; in his absence by the most senior Vice Chairman or, in the case of a number of Vice Chairmen, the one nominated by the Board of Directors or in their absence by another person appointed by the Meeting. Based on the proposal of the Chairman, the Meeting shall appoint the Secretary, who may be chosen also from among non shareholders and, should he deem it proper, two scrutineers, choosing them from among the shareholders or shareholders’ representatives. When required by law, or when deemed proper by the Chairman of the Meeting, the minutes are drawn up by a notary appointed by the Chairman himself, in which case it is not necessary to appoint a Secretary. The resolutions of the Meeting shall be recorded in the form of minutes signed by the Chairman and the notary or Secretary.

The Chairman of the Meeting shall be responsible for verifying if the Meeting has been duly constituted, verifying the identity and legitimacy of the shareholders present, conducting the discussion and ascertaining the resulting of voting.

Except as provided by the previous paragraphs, all further regulations for conducting Meetings shall be determined by the Ordinary Meeting through the adoption of specific rules.

### **Administration and representation**

#### *Article 13 – BOARD OF DIRECTORS*

The Company shall be managed by a Board of Directors composed of a number of members variable from a minimum of 3 to a maximum of 15 depending on the number established by the Meeting.

The board of directors is nominated on the basis of lists of candidates. In the presence of a number of lists, one of the members of the board of directors is expressed by the second list that has obtained the most votes.

Only shareholders who, singly or together with others, are owners of shares with voting rights representing at least 2.5% of company capital or the different percentage laid down for the company by the regulations in force, this percentage being indicated in the meeting notice, have the right to present lists.

No shareholder, nor shareholders linked by relations of control or connected as specified in the Italian civil code, may present or vote for, not even through a third party or fiduciary company, more than one list. Each candidate may be included in only one list, and will otherwise be considered ineligible.

The candidates included in the lists must be listed with progressive numbers and possess the requisites of integrity and professionalism established by law. The candidate indicated with number one in the progressive order must also meet the requirements of independence demanded by law.

The lists presented must be deposited at the company headquarters at least fifteen days before the date of the first call for the shareholders' meeting and this will be reported in the notice calling the meeting.

Together with each list, by the deadline indicated above, the certification is deposited of the shareholder's right to participation, detailed information on the candidates' personal and professional qualities, as well as the declarations in which the individual candidates accept the candidature and state, under their own responsibility, that they possess the requisites demanded. The candidates for whom the rules above have not been respected are ineligible.

The number of directors to be elected is decided by the meeting, and the procedure is as follows:

1. all the directors to be elected except one are elected from the list that has obtained most votes, on the basis of the progressive order of the list;
2. in observance of the law, one director is elected from the second list that has obtained the highest number of votes, on the basis of the progressive order of the list.

No account is taken of the lists that obtain at the meeting a percentage of votes less than half of the amount demanded in paragraph three of this article.

The above rules for the appointment of the board of directors are not applied when at least two lists have not been presented or voted nor in the meetings that must substitute directors during the course of their mandate. In these cases, the meeting decides with a relative majority vote.

If in the course of the financial year one or more Directors were to leave office, the Board shall replace the Directors in accordance with the civil code. If, due to resignation or other causes, the majority of Directors should leave office, the whole Board shall be deemed to be resigning and the Directors still in office should urgently call a Meeting for the new appointments.

Directors shall hold office for three financial years and their term of office expires concurrently with the

Shareholders' Meeting called for the approval of the financial statements for the third financial year; these Directors can be re-appointed. The term of office of any Director appointed by the Meeting in the course of a three-year term shall expire on expiry of the term of office of Directors in office at the time of the appointment.

Directors who receive definitive convictions in the courts entailing additional sentences incompatible with their position are suspended from their position for the period established by the sentence.

Directors who are subjected to disciplinary measures by the bodies of the F.I.G.C. that entail the permanent exclusion from any level and category of the F.I.G.C. must leave office and cannot fill or be nominated or elected to other Company positions.

#### *Article 14 – OFFICERS OF THE BOARD*

The Board of Directors, where this has not been decided by the Shareholders' Meeting, shall appoint a Chairman from among its members. It may also appoint one or more Vice-Chairmen and one or more Chief Executive Officers. The Board can also appoint a Secretary who may not necessarily be a member of the Board.

#### *Article 15 – MEETINGS OF THE BOARD*

The Board of Directors shall meet either at the registered office or elsewhere, provided that it is in a European country, at least every three months whenever the Chairman or a Vice Chairman or upon request of the persons duly qualified according to the law deems it necessary, or every time the same considers it in the best interests of the Company, or whenever a meeting has been requested by at least three Directors or at least two acting Statutory Auditors or bodies with delegated powers. The meetings shall be presided over by the Chairman, or in his absence, by the Vice-Chairman nominated by the Board. In the event of his absence, the chair will be taken by another director nominated by the Board. The meeting shall be called by letter telegram, fax, e-mail or similar at least three days before the date fixed for the meeting, except in the case of extreme urgency.

The disclosure required by art. 150 of Legislative Decree 59/98 and by art. 2381 of the Italian Civil Code shall be supplied by the Directors to the Board of Statutory Auditors and by the bodies with delegated powers (Executive Directors) to the Board of Directors and the Board of Statutory Auditors during the meetings of the Board of Directors, to be held at least quarterly, as stated in the previous paragraph.

Meetings of the Board of Directors may be held via means of telecommunications. In that case the meeting is considered to be held in the location where the Chairman of the meeting is and where the Secretary also shall be; furthermore, all the Directors present must be able to be identified and follow the discussion, take part in real time in the discussion of the matters and receive, send and consult documents.

#### *Article 16 – RESOLUTIONS OF THE BOARD*

The resolutions of the Board of Directors shall be valid if at least the majority of the members holding office is present. Resolutions shall be taken by absolute majority of votes of the Directors present. In the event of an equal number of votes, the vote of the Chairman of the meeting shall prevail. All resolutions taken at the meeting shall be recorded in minutes signed by the Chairman of the meeting and the Secretary.

#### *Article 17 – POWERS OF THE BOARD*

The Board of Directors is vested with all and every power for the ordinary and extraordinary management of the Company. The Board is therefore empowered to take such action as it shall deem proper to attain the Company's business purpose save only such action as is reserved by law to the Shareholders' Meeting.

The Board of Directors can issue non-convertible bonds and also pass resolutions regarding transactions as provided by article 2365, second paragraph, of the Italian Civil Code as well as decide for the spin-off of companies according to the provisions of the law.

#### *Article 18 – EXECUTIVE COMMITTEE*

The Board can appoint an Executive Committee from among its members, fixing the number of members and delegating all or a part of its powers, save those powers expressly reserved by law to the Board. The same provisions of Articles 15 and 16 for the Board of Directors apply with respect to the meetings and the resolutions of the Executive Committee. The Secretary to the Board is also the Secretary to the Executive Committee.

#### *Article 19 – GENERAL MANAGER – MANAGER RESPONSIBLE FOR DRAWING UP COMPANY ACCOUNTING DOCUMENTS*

The Board of Directors can, as provided for by law, appoint a General Manager, fixing the powers, attributions and any remuneration.

The Board of Directors shall, after hearing the opinion of the Board of Auditors, appoint a manager responsible for drawing up company accounting documents; the person appointed must have several years of experience in administrative and financial matters in companies of significant size.

#### *Article 20 - EMOLUMENTS*

The Board is entitled to an annual emolument which shall be voted by the Shareholders' Meeting; the manner in which the emolument shall be divided among the Board members shall be decided respectively by resolution of the Board and the Executive Committee. The Directors who have been delegated special assignments or powers, after approval by the Board of Statutory Auditors, can be assigned special fees, also in the form of profit sharing. All these amounts shall be recorded under general expenses.



## *Article 21 – LEGAL REPRESENTATION*

Legal representation of the Company vis-à-vis third parties and in court proceedings shall be the duty of the Chairman and, if appointed, Vice Chairmen and Chief Executive Officers within the limits of the powers granted to them by the Board of Directors and also for the execution of the resolutions of the Board and in legal proceedings.

In addition, the Board of Directors may, as provided by law, attribute powers to other Directors, nominees or managers who will exercise such power within the limits set by the Board.

## **Board of statutory auditors and audits**

### *Article 22 - AUDITORS*

The Board of Statutory Auditors shall consist of 3 acting Statutory Auditors and 2 alternate Statutory Auditors. Minority shareholders may appoint one standing Statutory Auditor and one alternate Statutory Auditor.

Statutory Auditors shall be nominated by a list presented by the shareholders in the which the candidates are listed by a progressive number. The list is divided into two sections: one is for candidates for the post of acting Statutory Auditor and the other is for candidates for alternate Statutory Auditors, in a number no higher than the number of auditors to be elected.

Lists can only be presented by shareholders which, alone or together with other shareholders, own voting stock representing the percentage specified in the third paragraph of Article 13; this percentage must be indicated in the notice of call for the meeting.

No shareholder can present or vote, either through a third party or fiduciary company, more than one list. Shareholders belonging to the same group and shareholders belonging to a shareholder syndicate regarding company stock may not present or vote for more than one list, even if through third parties or fiduciary companies. Each candidate may be included on only one list, and will otherwise be considered ineligible.

Only candidates who come within the limits of the positions specified by the applicable regulations and who meet the requirements of these regulations and these Company By-laws may be included in the lists. As is specified in article 1, section 2, letters b) and c) and section 3 of the Ministerial Decree no. 162 of 30 March 2000 concerning the qualifications of the board of auditors of listed companies, for questions closely related to the activities of the Company, these include commercial law, industrial law, sports law, business economics and finance as well as other disciplines regarding similar subjects, even if indicated by different definitions, while the fields of activity strictly regarding the Company's operations include the fields of sport and professional sports.

Outgoing auditors may be re-elected. The lists must be delivered to the Company's registered offices at

least fifteen days before the first date fixed for meeting and reference to this will be made in the notice of the meeting, complete with:

- a) information regarding the identity of the shareholders that have presented lists, with the indication of the overall shareholding and certification that demonstrates the right to this shareholding;
- b) a declaration of shareholders other than those that hold, even jointly, a controlling share or relative majority, certifying the absence of related links with the latter covered by the regulations in force;
- c) full information on the personal and professional characteristics of the candidates, as well as a declaration by them of possessing the prerequisites required by law and the Company By-laws and their acceptance of the candidature;
- d) the list of directorship and control positions occupied by candidates in other companies, with the undertaking to update this list at the date of the meeting.

Any candidates who do not comply with the aforesaid provisions shall be considered ineligible.

In the event that at the date of the above deadline only a single list has been deposited, i.e. only lists presented by shareholders who, on the base of what is set out above, are connected with each other in the sense of the regulations in force, lists may be presented up to the fifth day following that date. In this case the threshold is reduced by one half.

Prompt notification pursuant to the regulations in force must be given of the absence minority lists, of the extended deadline for the presentation of them and the reduction in the threshold as mentioned above.

The appointment of the members of the Board of Statutory Auditors is as follows:

1. two acting statutory members and one alternate member are elected from the list which has obtained the highest number of votes, in the progressive order in which they are listed thereon;
2. the remaining acting statutory member and the other alternate statutory member are elected from the list which has obtained the second highest number of votes from the Meeting and which is not connected to the reference shareholders on the basis of the progressive order in the sections of the list; in the event of parity between a number of lists, the candidates elected are those of the list presented by shareholders holding the largest shareholding, or, secondarily, by the highest number of shareholders.

The Chairman of the Board of Statutory Auditors shall be the statutory member indicated as the first candidate on the list indicated in point 2 above.

If it is not possible to appoint the Statutory Auditors in the manner described above, the candidates will be appointed by a simple majority of votes cast by the shareholders present at the Meeting.

In the event the requisites demanded by law and by-laws are no longer met, the Statutory Auditor shall be relieved of office.

In the event of the replacement of a Statutory Auditor, including the position of Chairman, the alternate belonging to the same list as the resigned auditor shall take the place of the same, when the Statutory Auditors have been nominated through lists.

The terms in the preceding paragraphs shall not be applied by the Meetings which, according to the law, must appoint acting Statutory Auditors and/or alternates and the Chairman needed to complete the Board of Statutory Auditors in the event of replacement or resignation. In these cases, the appointment is made by the simple majority vote of the shareholders, respecting the principle of the necessary representation of minorities.

The members of the board of auditors are subject to the same conditions and constraints as specified for Directors in Art. 13.

#### *Article 23 – EMOLUMENTS*

The emolument of the Statutory Auditors shall be determined by the Shareholders' Meeting according to law.

#### *Article 24 – AUDITS*

The financial statements shall be audited by independent auditors who are listed in the corresponding register according to the provisions of laws.

### **Financial statements**

#### *Article 25 – FINANCIAL YEAR END*

The financial year shall terminate on 30 June each year.

#### *Article 26 – DISTRIBUTION OF PROFITS*

The net profit, less any losses from prior years, shall be distributed as follows:

- 5% to the legal reserve, until the same reaches one-fifth of the Company's capital stock;
- at least 10% to the technical-sports youth training and education schools;
- the remaining profit shall be distributed to the shareholders as dividends, unless otherwise voted by the Shareholders' Meeting.

#### *Article 27 – INTERIM DIVIDENDS*

During the course of the year, and if the Board of Directors so deems it and it is feasible in consideration of the results of the year, the Board of Directors can resolve to pay interim dividends for the year, in conformity with the provisions of the law.

*Article 28 – PAYMENT OF DIVIDENDS*

Dividends shall become payable at the registered office of the Company and in other locations designated by the Board of Directors.

All and any dividends not collected within five years from the date when they become payable shall be allocated to the Extraordinary Reserve of the Company and the related coupons shall be cancelled.

**Final provisions**

*Article 29 – TERRITORIAL JURISDICTION*

The Company shall be under the jurisdiction of the Court of Turin.

*Article 30 - DOMICILE OF SHAREHOLDERS*

The domicile of the shareholder, for all relations with the Company, is that shown in the shareholders' register.

*Article 31 - LIQUIDATION*

In the event of the dissolution of the Company, the wind-up will take place in the manner established by law.

The liquidator or liquidators shall be appointed, in compliance with the law, by the Shareholders' Meeting, fixing their powers and compensation.

The state of liquidation or closure entails the revocation of affiliation by the F.I.G.C. which may allow activity to continue until the end of the season in progress.

*Article 32 – MATTERS GOVERNED BY LAW*

All matters not provided for in the present Company By-laws shall be governed by the provisions of law.

# OUR PARTNERS

Official Sponsor



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## Other Partners

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