

Earnings Announcement 31 December 2010

(Translation from the Portuguese original)

- **Turnover FY10: 178.6 M.€ (272.2 M.€)**

... with major contributions from Selfrio (79.7 M.€), Box Lines (26.9 M.€ 9M contribution), Fitness (18.5 M.€), Hotels (14.5 M.€) and Resort Development (14.1 M.€).

- **EBITDA FY10: 2.8 M.€ (51.5 M.€)**

... mostly driven by positive contributions at most Spread businesses, SC Assets and Fitness, with Hospitality, Resort Development and Resort Management delivering negative EBITDA.

- **Net Profit FY10: -3.6 M.€ (24.4 M.€)**

... including 6.9 million euro gains from investment income generated on the sale of non-core businesses (Box Lines: 6.6 m.€ and Fitness: 1.0 M.€). Profits from associated undertakings amounted to 5.6 million euro, mostly driven by Imosede Fund, TP and Norscut.

- **Cash management and cost optimisation being thoroughly addressed, so as to increase Sonae Capital's Group resilience. Sale of non-core assets remains a strategic priority for the coming year.**

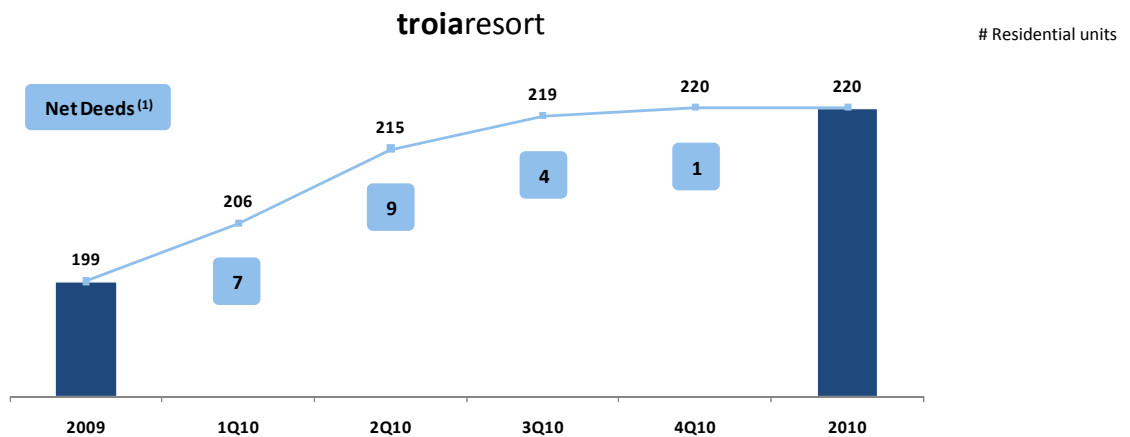
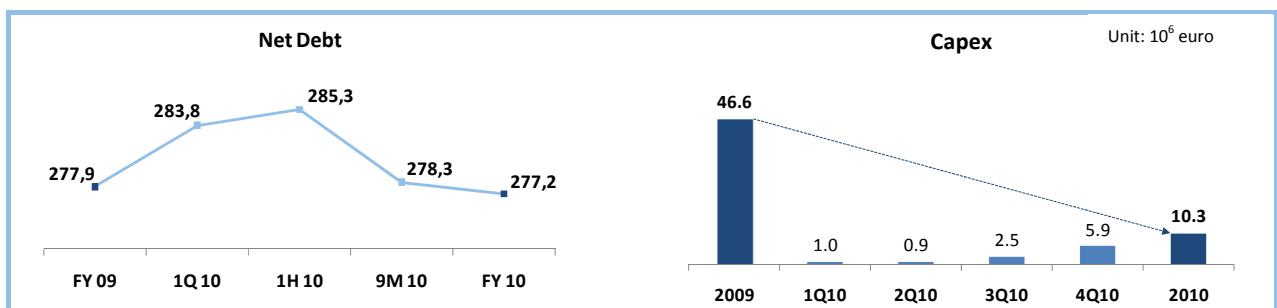
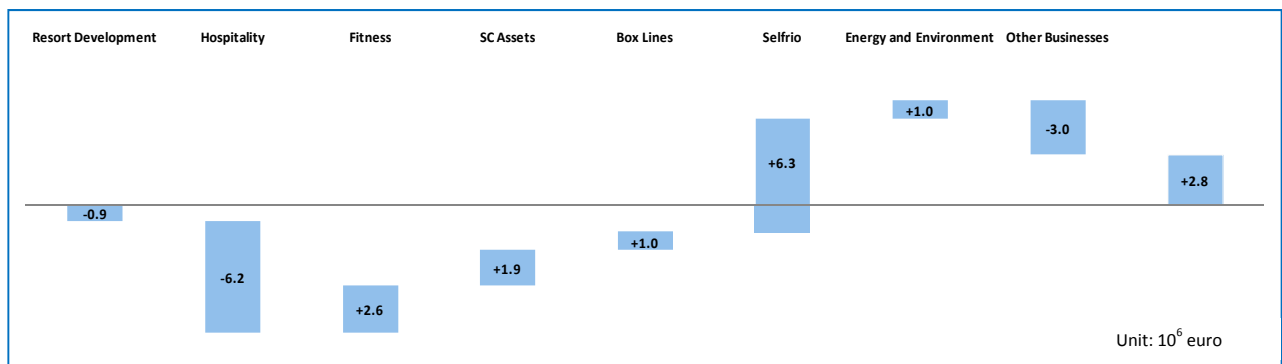
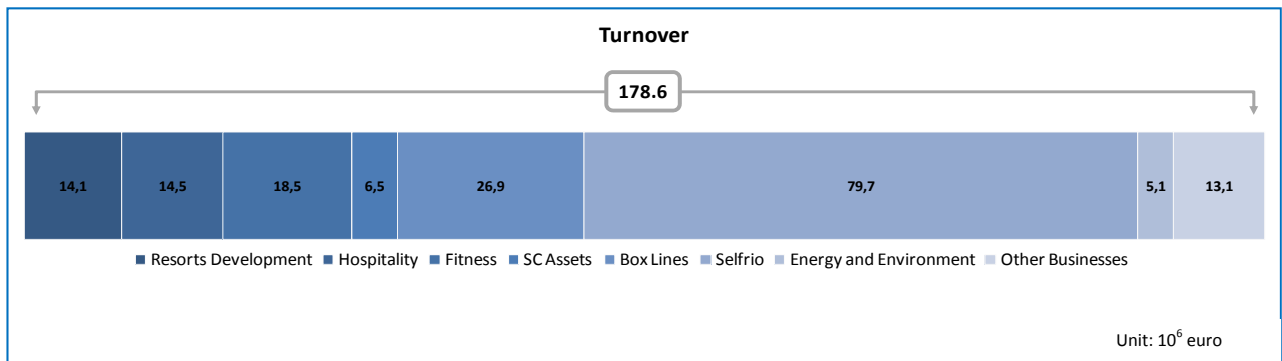
Disclaimer:

Unless otherwise stated, comparable figures (presented within brackets), percent or absolute changes mentioned in this announcement refer to the comparable period of the previous year for performance figures and to the year 2009 for financial position figures.

Following the sale of the shareholding in Box Lines, which became effective on 16 September 2010, this business unit's contribution to performance figures is disclosed under discontinued operations in both 2010 and 2009, together with those of the Plysorol Group and Elmo in 2009, and are no longer included in the consolidated financial position of the company as at 31 December 2010. Like for like comparisons throughout the announcement refer to continued operations, in both 2010 and 2009.

Following the internal reorganization process carried out during 2009, SC Assets, SGPS, SA was made independent from Sonae Turismo, SGPS, SA at the beginning of 2010, and is now responsible for real estate investments and for property management of real estate assets. Comparable figures presented in this announcement for the year 2009, were restated to reflect the new business portfolio configuration made up of the three current sub-holdings: Sonae Turismo, SGPS, SA, SC Assets, SGPS, SA and Spred, SGPS, SA.

1. The year in figures



(1) Deeds net of exchanged residential units

2. Executive Summary

	FY10	4Q10
▪ Turnover	178.6 M.€ (272.2 M.€)	40.4 M.€ (52.3 M.€)
▪ EBITDA	2.8 M.€ (51.5 M.€)	-0.8 M.€ (1.1 M.€)
▪ Net Income	-3.6 M.€ (24.4 M.€)	-3.6 M.€ (-5.8 M.€)

Turnover for the year amounted to 178.6 million euro, the main contributors being Selfrio (79.7 million euro), Box Lines (26.9 million euro nine months contribution), Fitness (18.5 million euro), Hotels (14.5 million euro) and Resort Development (14.1 million euro).

Operational cash-flow (EBITDA) was positive 2.8 million euro in 2010, with positive operational margins at most Spread businesses, namely Selfrio Group (6.3 million euro), Box Lines (1.0 million euro nine months contribution) and Energy and Environment (1.0 million euro), and at SC Assets (1.9 million euro). Atlantic Ferries contribution was negative 0.3 million euro. In Tourism, Fitness contributed with positive 2.6 million euro to consolidated operational cash-flow (EBITDA), while contributions from remaining businesses remained negative at -6.2 million euro in Hospitality, -1.0 million euro in Resort Management and -0.9 million euro in Resort Development.

The Net loss for the twelve months, amounting to 3.6 million euro, includes 6.9 million euro gains from investment income, of which 6.6 million euro came from the sale of Box Lines and 1.0 million euro from the sale of Sonae Turismo's catering business unit. Profits from associated undertakings contributed with positive 5.6 million euro, mostly from the Imosede Fund, TP and Norscut.

Following the slowdown in economic activity in 2010, and the short term macroeconomic outlook, cash management and cost control have become more critical than ever within the Group and are being addressed to ensure its resilience in the future. Capex has been restricted. Cost reduction measures, begun in previous years, will continue at the operational and corporate levels, so as to offset part of the increase in the cost of debt which is undoubtedly linked to tighter credit and higher financial transaction costs. In addition to operational cost savings the Group remains focused on the sale of non-core assets, which may deliver significant cash inflows.

3. Consolidated Financial Statements Review

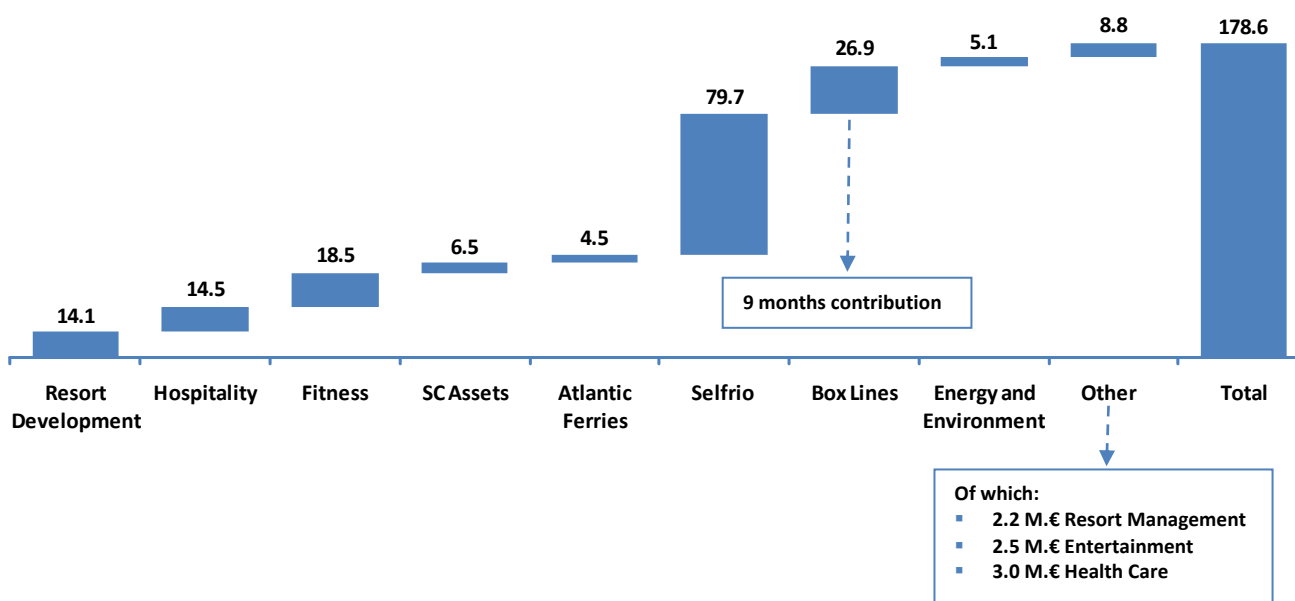
3.1.1. Consolidated Profit and Loss Statement

3.1.1.1. Consolidated Year to Date Profit and Loss Statement

Values in 10³ euro

	FY 10 Total Operations	FY 10 Discontinued Operations	FY 10 Continued Operations	FY 09 Total Operations	FY 09 Discontinued Operations	FY 09 Continued Operations
Turnover	178,582.2	26,713.8	151,868.4	272,237.1	38,850.3	233,386.8
Other Operational Income	10,540.1	94.9	10,445.3	21,685.5	269.6	21,415.8
Total Operational Income	189,122.3	26,808.6	162,313.7	293,922.5	39,119.9	254,802.6
Cost of Goods Sold	-40,039.0	0.7	-40,039.7	-49,364.3	13.4	-49,377.7
Change in Stocks of Finished Goods	-10,486.9	0.0	-10,486.9	-9,718.3	0.0	-9,718.3
External Supplies and Services	-82,289.4	-24,513.4	-57,776.0	-129,459.5	-35,917.0	-93,542.4
Staff Costs	-43,525.4	-1,131.4	-42,394.0	-47,952.7	-2,178.1	-45,774.6
Other Operational Expenses	-6,254.9	-141.7	-6,113.2	-4,628.2	-347.7	-4,280.5
Total Operational Expenses	-182,595.7	-25,785.9	-156,809.8	-241,123.0	-38,429.4	-202,693.5
Operational Cash-Flow (EBITDA)	2,812.7	1,022.8	1,790.0	51,533.3	690.5	50,842.8
Amortisation and Depreciation	-15,045.5	-160.5	-14,885.0	-13,268.6	-215.4	-13,053.1
Provisions and Impairment Losses	-5,257.2	-12.2	-5,245.0	-6,898.9	-52.7	-6,846.1
Operational Profit/(Loss) (EBIT)	-13,776.0	850.1	-14,626.1	32,632.1	422.4	32,209.8
Net Financial Expenses	-8,549.0	-9.1	-8,539.9	-9,117.1	-1,692.8	-7,424.4
Share of Results of Associated Undertakings	5,620.4	0.0	5,620.4	2,608.5	0.0	2,608.5
Investment Income	6,936.3	6,640.0	296.3	10,033.1	0.0	10,033.1
Profit before Taxation	-9,768.3	7,481.0	-17,249.4	36,156.6	-1,270.4	37,427.1
Taxation	6,148.1	-54.5	6,202.6	-11,735.0	218.4	-11,953.4
Net Profit/(Loss)	-3,620.2	7,426.6	-11,046.7	24,421.6	-1,052.1	25,473.7
Attributable to Equity Holders of Sonae Capital	-4,420.4	7,426.6	-11,847.0	23,074.3	-1,052.1	24,126.3
Attributable to Non-Controlling Interests	800.3	0.0	800.3	1,347.4	0.0	1,347.4

Consolidated turnover for the year was 178.6 million euro (272.2 million euro), with contributions from each business as follows:



Selfrio was by far the year's largest contributor to consolidated turnover, delivering 79.7 million euro, which represented a 6.9 million euro decrease over last year's figure, mostly due to 14% lower turnover in the Refrigeration business, which amounted to 37.5 million euro, reflecting the general economic slowdown and its impact on investment spending, both in its retail and industrial customers. The HVAC business has also experienced a drop in turnover, although to a less extent (circa 3%), to 35.9 million euro, while the contribution of the Maintenance business grew marginally, remaining almost flat at 6.3 million euro.

Fitness increased its turnover by 3%, to 18.5 million euro, through both an increase in the number of active members and growing demand for value added services (namely, Personal Trainers and Day Spa).

In 2010, the catering activity was discontinued at both the Porto Palácio Hotel and Tróia hotel units, as a result of the sale of that business unit. In 2009, this business had turnover of 2.8 million euro at Porto Palácio Hotel and 0.4 million euro at Tróia. Excluding this impact, turnover increased in all hotel units during 2010:

- Porto Palácio Hotel with a 7.8 million euro turnover, a 5% like for like increase, as a result of improved occupancy rates (+3%) and steady average daily revenues, at around 92.0 euro;
- Aqualuz Lagos turnover amounted to 1.7 million euro, up from 1.5 million euro, driven by a 6% increase in the occupancy rate. Average daily revenue was 75.6 euro, down 8% on last year's figure;
- Turnover at Tróia hotels was 5.0 million euro, a 4% like for like increase, which reflects the success of actions undertaken to attract more visitors to the Peninsula during the holiday season. The trend in occupancy rates and average daily revenues was positive, growing 2% and 3%, respectively. Average daily revenue increased 3% to 99.6 euro.

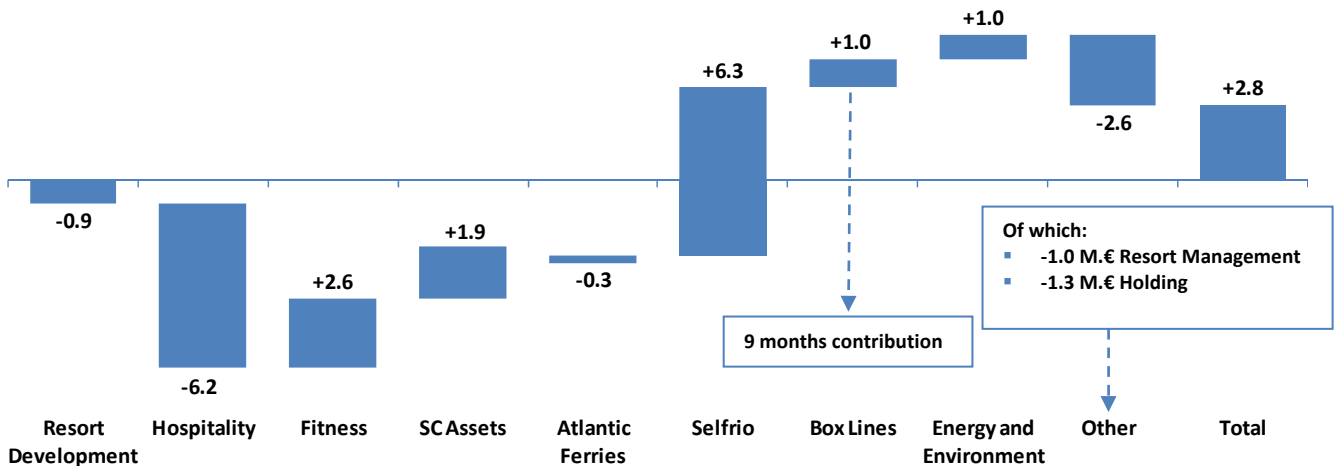
Resort development's 2010 turnover, amounting to 14.1 million euro, includes 25 sales deeds signed in the year for residential units at **troia**resort, of which 4 refer to Beach apartments that were exchanged during 2010 for **troia**resort Village units.

Excluding the impact of the Imosede Fund (accounted for using the equity method since June 2009), SC Assets contribution to consolidated turnover increased 2.0 million euro, to 6.5 million euro. Sales of real estate assets amounted to 2.8 million euro, with the remainder 3.7 million euro being income from rents and other services rendered. Sales of City Flats increased year on year (6 deeds signed in 2010 versus 3 in 2009), and one of the apartments was exchanged for an apartment in another SC Assets residential condominium.

Energy and Environment turnover grew 4.6 million euro, to 5.1 million euro, mainly driven by the cogeneration unit acquired in September 2009.

The 7% decrease in Atlantic Ferries turnover, to 4.5 million euro, was a result of lower vehicle traffic volume in 2010 (15% decrease). Passenger traffic grew 10% during the year, and was consistently above last year's figures from June onwards.

Consolidated operational cash-flow for the year was positive 2.8 million euro with contributions from each business as follows:



Spred's core businesses, Selfrio and Energy and Environment, delivered positive contributions to operational cash-flow (EBITDA), although evidencing different trends compared to last year's figures:

- Selfrio's operational cash-flow (EBITDA) decreased 1.5 million euro, to 6.3 million euro, with the Refrigeration and HVAC businesses impacted by a decline in operational margins, adjusting to the less favourable economic and commercial conditions. Contributions from these businesses to operational cash-flow (EBITDA) in the period amounted to 2.1 million euro and 3.4 million euro, respectively. As for turnover, the Maintenance business increased operational cash-flow (EBITDA) by 0.3 million euro, to 0.4 million euro, reflecting cost efficiency measures implemented during the year;
- The Energy and Environment business had operational cash-flow (EBITDA) of 1.0 million euro (0.0 million euro), which represents a significant 18.8% margin for the year, mostly delivered by the cogeneration business.

In Tourism, Fitness posted a positive 2.6 million euro contribution to consolidated operational cash-flow (EBITDA), a slight 0.1 million euro decrease over the same period last year, reflecting internal reorganisation and maintenance costs.

Resort development generated a negative 0.9 million euro operational cash-flow (EBITDA), including the margin generated in the sale of 21 residential units in the year (net of residential units exchanged during the period) and general fixed costs regarding the maintenance and operation of the **troia** resort site (last year's 41.1 million euro contribution includes mainly the margin generated in the 147 sales deeds signed, which largely offset fixed costs).

Hospitality yearly contribution to consolidated operational cash-flow (EBITDA) was negative 6.2 million euro, a 0.6 million euro decrease over last year, despite improvements in operational performance across all hotel units. Non-recurrent costs resulting from internal reorganisation have negatively impacted contributions from each hotel, which were as follows:

- Porto Palácio Hotel: negative 1.9 million euro, down 0.2 million euro ;
- Aqualuz Lagos: negative 1.2 million euro, down 0.1 million euro;
- Aqualuz **troia**resort hotel units: negative 3.0 million euro, down 0.3 million euro

Excluding the impact of the Imosede Fund (accounted for using the equity method since June 2009), SC Assets contribution to consolidated operational cash-flow (EBITDA) decreased 1.2 million euro, to 1.9 million euro for the year.

Atlantic Ferries operational cash-flow (EBITDA) was negative 0.3 million euro, down 0.1 million euro as a result of lower vehicle traffic in 2010.

Operational loss (EBIT) was 13.8 million euro, down 46.4 million euro, due mainly to the weaker operational performance during the year. In addition:

- Amortisation and depreciation increased 1.8 million euro, to 15.0 million euro, as a result of higher depreciation charges at Atlantic Ferries (the two catamarans started operations at the end of July 2009), Energy and Environment (cogeneration unit acquired in September 2009) and Troia Hotels (which started operations in January and March 2009);
- Provisions and impairment losses decreased 1.6 million euro, including costs relating to the overall upgrade of **troia**resort infrastructure built during the development phase of the project and apportioned to real estate projects for sale in the Central and Beach areas (UNOP's 1 and 2), which will be expensed as the revenue from sales of those residential units is recorded. Thus, the amount of provisions and impairment losses recorded in 2010 includes 1.2 million euro relating to assets for which impairment losses had already been recorded in previous quarters (expensed following the sale of 21 residential units in the year 2010) and 1.0 million euro relating to assets for which impairment losses were recorded for the first time (expensed following the sale of 220 residential units up to the end of 2010). Around 0.7 million euro were booked in the period as provisions and impairment losses for other real estate assets.

Net financial expenses amounted to 8.5 million euro, down 0.6 million euro as a result of the lower average cost of debt in 2010, following the fall in market interest rates.

Results from associated undertakings grew 3.0 million euro, to 5.6 million euro, the increase being explained by Imosede Fund, TP and Norscut.

Investment income for the year, totalling 6.9 million euro, was positively impacted by the 6.6 million euro gain on the sale of Box Lines and 1.0 million euro gain on the sale of Sonae Turismo's catering business. Last year's income of 10 million euro included an 8.7 million euro gain on the sale of the whole of the shareholding in Sonae Indústria.

As a result of the above, the net loss for the year was 3.6 million euro, compared to a net profit of 24.4 million euro in 2009, including the impact of lower current tax and higher deferred tax, the latter resulting from impairment losses and tax losses carried forward.

3.1.2. Consolidated Quarterly Profit and Loss Statement

Values in 10³ euro

	4Q 10 Total Operations	4Q 10 Discontinued Operations	4Q 10 Continued Operations	4Q 09 Total Operations	4Q 09 Discontinued Operations	4Q 09 Continued Operations
Turnover	40,439.3	0.0	40,439.3	52,318.9	9,929.7	42,389.2
Other Operational Income	3,059.9	0.9	3,058.9	5,113.5	51.3	5,062.2
Total Operational Income	43,499.2	0.9	43,498.2	57,432.5	9,981.0	47,451.4
Cost of Goods Sold	-12,215.5	-0.9	-12,214.6	-11,941.2	2.9	-11,944.1
Change in Stocks of Finished Goods	-2,396.4	0.0	-2,396.4	-145.3	0.0	-145.3
External Supplies and Services	-16,152.0	0.0	-16,152.0	-28,638.6	-9,066.6	-19,572.0
Staff Costs	-10,953.1	0.0	-10,953.1	-12,076.2	-400.0	-11,676.2
Other Operational Expenses	-1,762.4	0.0	-1,762.4	-1,872.1	-198.3	-1,673.8
Total Operational Expenses	-43,479.5	-0.9	-43,478.6	-54,673.4	-9,662.0	-45,011.4
Operational Cash-Flow (EBITDA)	-759.4	0.0	-759.4	-1,922.7	319.0	-2,241.7
Amortisation and Depreciation	-4,781.9	0.0	-4,781.9	-4,213.9	-57.2	-4,156.6
Provisions and Impairment Losses	-1,709.4	0.0	-1,709.4	-3,079.7	-8.6	-3,071.1
Operational Profit/(Loss) (EBIT)	-6,471.7	0.0	-6,471.7	-4,534.4	253.2	-4,787.7
Net Financial Expenses	-2,661.7	0.0	-2,661.7	-648.3	-369.7	-278.7
Share of Results of Associated Undertakings	3,237.9	0.0	3,237.9	894.8	0.0	894.8
Investment Income	1,193.4	0.0	1,193.4	-148.2	0.0	-148.2
Profit before Taxation	-4,702.1	0.0	-4,702.1	-4,436.2	-116.5	-4,319.8
Taxation	1,092.5	0.0	1,092.5	-1,352.6	63.8	-1,416.4
Net Profit/(Loss)	-3,609.6	0.0	-3,609.6	-5,788.8	-52.6	-5,736.2
Attributable to Equity Holders of Sonae Capital	-4,019.7	0.0	-4,019.7	-5,962.4	-52.6	-5,909.7
Attributable to Non-Controlling Interests	410.1	0.0	410.1	173.5	0.0	173.5

In the fourth quarter of 2010, turnover from continued operations decreased 1.9 million euro, mostly due to the lower number of sales deeds signed for **troiaresort** residential units (4 in 2010 versus 6 in 2009, figures which include, in both years, 2 residential units which were exchanged for other residential units in the resort), which explain around 0.7 million euro of the decrease, and to the sale of Essences Fines in the first quarter of 2010, business which contributed 1.3 million euro to turnover in the fourth quarter of 2009.

Regarding quarterly operational cash-flow (EBITDA) from continued operations, major positive contributors were Selfrio (up 0.4 million euro to 2.7 million euro), Energy and Environment (up 0.1 million euro to 0.4 million euro) and SC Assets (in line with the fourth quarter of 2009 at 0.8 million euro). Selfrio's quarterly performance is explained mainly by investment projects which had been delayed during the year and were only completed in the fourth quarter. Consolidated operational cash-flow (EBITDA) amounted to negative 0.8 million euro, a 2.7 million euro decrease most of which was due to Resort Development (down 1.9 million euro), Hospitality (down 0.8 million euro) and Fitness (down 0.8 million euro). Most of the lower contribution from Hospitality in the quarter was explained by **troiaresort** hotel units, following the internal restructuring of teams carried out in the hotel business. Fitness contribution in the quarter reflects costs related to the delayed opening of the new unit (which was postponed to February 2011), as well as refurbishment works in some of the existing units.

Results from associated undertakings amounted to 3.2 million euro in the quarter (0.9 million euro), and increased due to Norscut (up 1.7 million euro from nil contribution in the same period last year) and TP (up 0.5 million euro to 0.9 million euro).

Investment income of 1.2 million euro (-0.1 million euro) is almost entirely explained by the gain of 1.0 million euro recorded in the period on the sale of Sonae Turismo's catering business.

4. Consolidated Balance Sheet

Values in 10³ euro

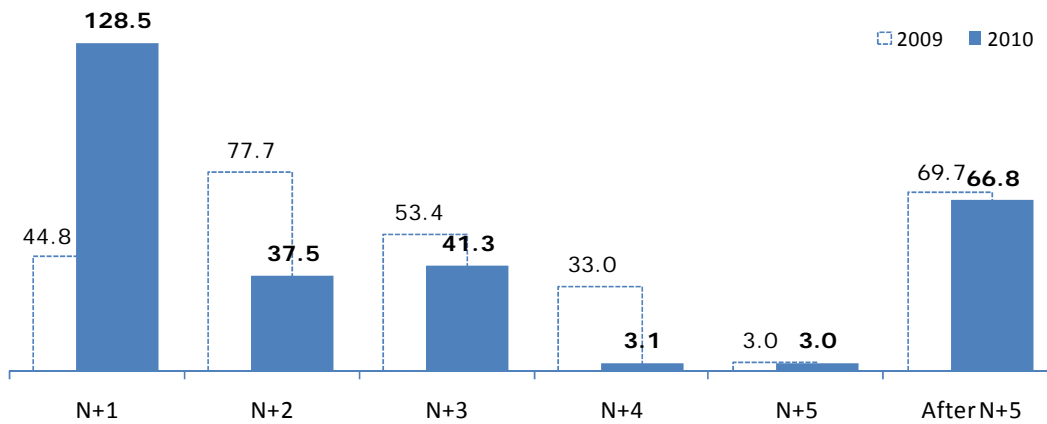
	31.12.2010	31.12.2009 Total Operations	31.12.2009 Continued Operations
Tangible and Intangible Assets	264,939.8	291,421.5	290,905.0
Goodwill	61,133.3	61,350.0	61,133.3
Non Current Investments	73,517.4	71,837.9	71,837.9
Other Non Current Assets	36,897.2	36,243.0	36,236.9
Stocks	229,782.6	227,548.6	227,548.6
Trade Debtors and Other Current Assets	61,697.0	78,560.6	78,518.1
Cash and Cash Equivalents	3,199.3	2,805.3	2,571.7
Total Assets	731,166.7	769,766.7	768,751.5
Total Equity attributable to Equity Holders of Sonae Capital	326,914.8	333,620.1	340,046.7
Total Equity attributable to Non Controlling Interests	12,454.8	11,319.2	11,319.2
Total Equity	339,369.6	344,939.4	351,365.9
Non Current Borrowings	151,893.4	235,922.5	235,922.5
Deferred Tax Liabilities	3,616.0	3,143.0	3,141.1
Other Non Current Liabilities	39,827.7	40,815.6	40,815.6
Non Current Liabilities	195,337.1	279,881.1	279,879.3
Current Borrowings	128,515.5	44,800.6	44,800.6
Trade Creditors and Other Current Liabilities	65,239.5	97,766.6	90,326.8
Provisions	2,704.9	2,379.0	2,379.0
Current Liabilities	196,460.0	144,946.2	137,506.3
Total Liabilities	391,797.1	424,827.3	417,385.6
Total Equity and Liabilities	731,166.7	769,766.7	768,751.5

Capex amounted to 10.3 million euro in the year, and has been restricted to investments defined as critical to businesses performance. **troiaresort** accounted for 5.2 million euro of consolidated capex and, also in Tourism, Fitness accounted for a further 1.1 million euro. Spred's contribution amounted to 2.8 million euro, of which 2.0 million euro was spent in the Energy and Environment business.

Investment, recorded as changes in work in progress for real estate projects under development, amounted to 2.0 million euro (1.6 in **troiaresort** and 0.4 in Efanor). The conclusion of the Ácala building and some minor works on **troiaresort** Village units were the most significant contributors to this caption in the year.

As at 31 December 2010, net debt was 277.2 million euro, 0.7 million euro down on the 31 December 2009 figure and 1.1 million euro down compared to 30 September 2010.

The repayment schedule of the nominal value of borrowings (in million euro), as at 31 December 2010 was as follows:



N: Reporting Date

Gearing remained at 81.7% (80.6% as at 31 December 2009) and interest cover for the year was 0.4 (5.6 in 2009).

5. Business Data

5.1. Contributions Per Business Area

Values in 10³ euro

Turnover	4Q 10	4Q 09	Δ	FY 10	FY 09	Δ
Tourism Operations	11,297.9	12,163.3	-7.1%	51,829.4	121,515.5	-57.3%
Resort Development	2,724.8	3,396.5	-19.8%	14,112.0	82,055.4	-82.8%
Resort Management (Golf, Marina and Market)	228.4	269.8	-15.3%	2,158.6	2,134.3	+1.1%
Hospitality	3,140.5	3,424.5	-8.3%	14,541.1	16,888.3	-13.9%
Fitness	4,591.1	4,483.7	+2.4%	18,526.3	18,011.3	+2.9%
Entertainment	613.2	588.8	+4.2%	2,491.4	2,426.2	+2.7%
Other	-1.4	0.3	-	0.2	8.0	-97.4%
Turismo's contribution	11,296.5	12,163.6	-7.1%	51,829.6	121,523.5	-57.4%
Residential Property Development	136.6	243.1	-43.8%	1,777.5	902.3	+97.0%
Efanor	0.0	40.0	-	106.7	145.4	-26.6%
City Flats	57.6	42.0	+37.2%	957.2	413.6	>100%
Other	79.0	161.1	-51.0%	713.6	343.3	>100%
Other Real Estate Assets	889.5	819.5	+8.5%	4,763.7	3,612.7	+31.9%
Other	0.0	0.0	-	0.0	2,736.5	-
SC Assets's contribution	1,026.1	1,062.6	-3.4%	6,541.2	7,251.5	-9.8%
Atlantic Ferries	605.3	654.8	-7.6%	4,466.5	4,781.3	-6.6%
Box Lines	0.0	10,021.1	N.C.	26,864.6	39,159.5	N.C.
Selfrio	25,435.6	25,263.1	+0.7%	79,739.5	86,674.6	-8.0%
Energy and Environment	1,354.8	252.4	>100%	5,127.9	545.6	>100%
Other	697.3	2,823.7	N.C.	3,894.2	12,057.8	N.C.
Spred's contribution	28,092.9	39,015.0	-28.0%	120,092.6	143,218.7	-16.1%

N.C.- Not Comparable

Values in 10³ euro

Operational Cash-Flow (EBITDA)	4Q 10	4Q 09	Δ	FY 10	FY 09	Δ
Tourism Operations	-3,385.7	318.2	-	-5,399.1	37,321.9	-
Resort Development	-540.7	1,363.8	-	-889.2	41,126.5	-
Resort Management (Golf, Marina and Market)	-420.6	-357.0	-17.8%	-993.3	-1,058.1	+6.1%
Hospitality	-2,382.7	-1,547.6	-54.0%	-6,203.8	-5,557.7	-11.6%
Fitness	18.7	820.2	-97.7%	2,621.1	2,763.9	-5.2%
Entertainment	-60.5	38.7	-	66.1	47.3	+39.8%
Other	-512.0	292.0	-	-606.3	265.2	-
Turismo's contribution	-3,897.8	610.2	-	-6,005.4	37,587.1	-
Residential Property Development	-466.0	-195.0	<-100%	-1,211.3	-1,047.1	-15.7%
Efanor	-177.2	64.1	-	-629.9	-116.0	<-100%
City Flats	12.0	-4.8	-	230.4	7.0	>100%
Other	-300.8	-254.3	-18.3%	-811.8	-938.0	+13.5%
Other Real Estate Assets	1,298.8	1,052.5	+23.4%	4,044.2	7,841.0	-48.4%
Other	-12.4	-9.4	-31.5%	-886.6	2,385.5	-
SC Assets's contribution	820.4	848.1	-3.3%	1,946.2	9,179.4	-78.8%
Atlantic Ferries	-657.4	-407.8	-61.2%	-306.9	-242.4	-26.6%
Box Lines	0.0	321.0	N.C.	1,022.8	696.9	N.C.
Selfrio	2,663.3	2,258.8	+17.9%	6,332.8	7,835.6	-19.2%
Energy and Environment	360.6	222.2	+62.2%	964.0	-1.5	-
Other	284.0	-760.2	N.C.	133.9	-1,502.3	N.C.
Spred's contribution	2,650.5	1,634.0	+62.2%	8,146.6	6,786.4	+20.0%

N.C.- Not Comparable

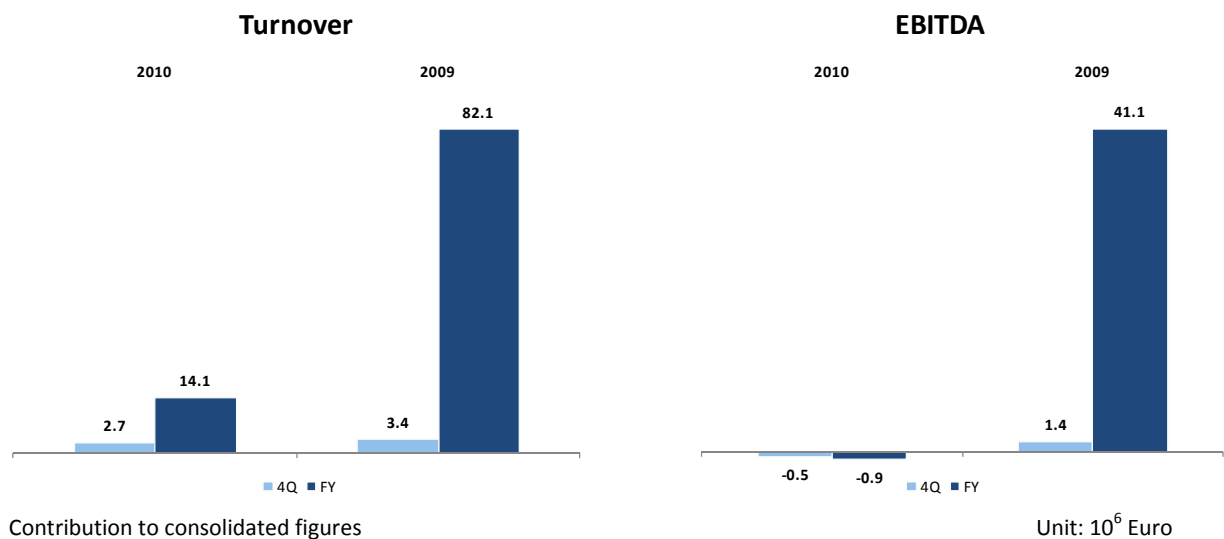
5.2. Selected Operational and Financial Data

5.2.1. Resort Development



troiaresort is Sonae Turismo's flagship project in the development and management of tourism resorts.

The site, located on the Troia Peninsula, 45 minutes from Lisbon international airport, was officially opened on 18 September 2008, offering major tourism facilities and residential units for sale, as part of the first investment stage. By the end of 2009, these facilities were fully operational and construction of residential units had been completed.



In 2010, troiaresort's new institutional and commercial websites (www.troiaresort.net and www.estates.troiaresort.pt) were launched, including the new institutional movie.

Up to 31 December 2010, total investment in **troiaresort** amounted to 263.9 million euro (including VAT), split as follows:

	Values in 10 ⁶ euro
	Amount already invested
Real Estate units currently for sale	129.4
Real Estate projects available for sale or co-development	6.7
Other projects (works in apart-hotels, marina and car parks)	76.9
Infrastructures (general and specific infrastructures of the different UNOPs and cost of licenses related with Detailed Plans)	50.9
Total	263.9

Real estate projects available for sale or co-development at **troiaresort** include:

- The Lagoa apartments, within the Central area of the resort, comprising 275 apartments and a gross construction area of 47,000 m², with plan and design already concluded;
- The Eco-Resort, within UNOP 4, comprising 125 small residential units built above ground level. The environmental impact has already been assessed positively and public discussion of the detailed plan for UNOP 4 has been concluded;
- The Hotel Resort, within UNOP 3, a 5 star hotel with 600 beds and 34,400 m² of gross construction area above ground.

Investment in the Lagoa apartments is currently on hold, since focus at present is on selling residential units on the peninsula that are already available and completed, before starting a new phase of investment. The Eco-Resort and the Hotel Resort are currently regarded as projects available for sale to or for joint development with third party investors.

The sales status of projects already concluded and available for sale, as at the date of this announcement is as follows:

Sales data troiaresort sales information as at 1 March 2011

	Promissory Purchase Agreements			# Deeds			Total # Units (Sold + Pre Sold)	% of Total
	# ¹	Area ²	Price ³	#	Area ²	Price ³		
Beach Apartments [211 units]	1	119.9	4,337	136	125.6	4,078	137	65%
Marina Apartments [78 units]	0	0.0	0	46	82.1	3,955	46	59%
Beach, Lake and Golf Land Plots ⁴ [96 units]	1	343.8	2,164	31	343.8	3,227	32	33%
Aqualuz troiamar [35 units]	0	0.0	0	1	87.7	4,002	1	3%
Aqualuz troialagoa [40 units]	0	0.0	0	1	171.0	4,678	1	3%
troiaresort Village [90 units]	0	0.0	0	6	158.8	3,794	6	15%
Ácala Building [71 units]	1	116.9	2,823	0	0.0	0	1	3%

¹ Number of pre sold units (Promissory Purchase Agreement) net of units with deeds already signed.

² Average areas (m²), including indoor areas as well as balcony and terrace areas.

³ Average sales price (€/m²).

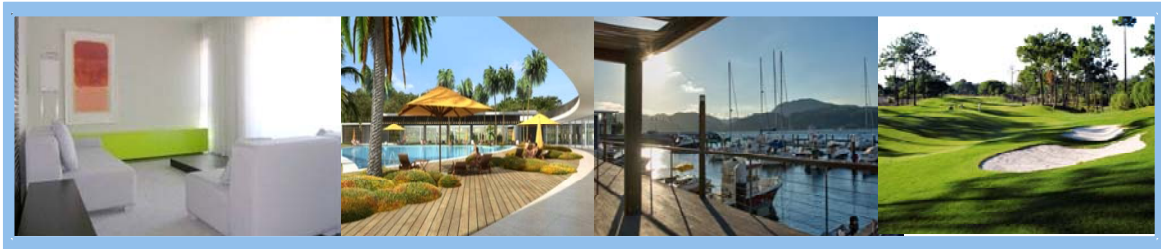
⁴ Average sales price of the plot of land, since the buyer is responsible for construction. All plots have an approved GCA of 343.8 m².

Since the last reporting date (16 November 2010), up to 1 March 2011, the number of net units sold increased by three. Four Beach Apartments already sold were exchanged for four troiaresort Village units, one sales deed was signed for a troiaresort Village unit and another one for a Marina apartment and one promissory purchase agreement for an unit in Ácala building was signed.

As at 1 March 2011, there were 2 outstanding reservations for one residential unit in Ácala building and one unit in troiaresort Village.

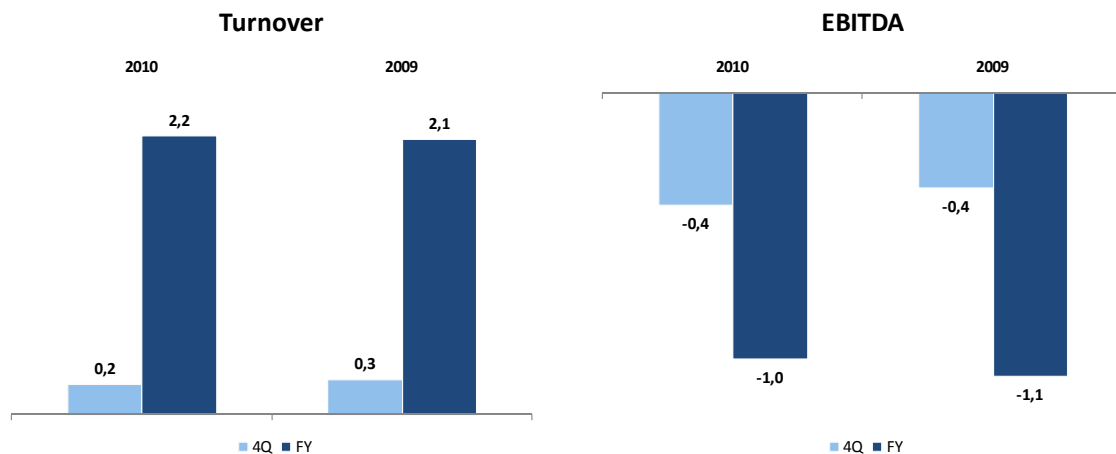
The outlook for 2011 remains cautious, in view of perspectives of slowdown in demand and continuing difficulties in access to bank credit.

5.2.2. Resort Management



Resort management comprises a set of ancillary services in the Group's only resort platform in operation, **troiaresort**, among which:

- **troiamarina**, comprising a 2.7 hectares area, with 184 berths for leisure boats;
- **troia**golf, an 18 hole golf course, designed by Robert Trent Jones Senior, which is placed 20th in the list of top European Golf courses (*Golf World, 2009*);
- **troiamarket**, a convenience supermarket located in the Central Area of the Resort;
- **troia**shopping, consists of several shops, restaurants and terraces in the heart of the resort.



Contribution to consolidated figures

Unit: 10⁶ Euro

Both turnover and operational cash-flow (EBITDA) improved in 2010 compared to the previous year, mostly driven by **troiamarina** (with improved occupancy rates) and **troiamarket** (higher average purchase per visitor).

In 2011, marketing initiatives will be launched to increase **troiaresort's** visibility in foreign markets, namely in Germany, United Kingdom, Spain, Netherlands and Scandinavia. The decision on the location of the 2018 edition of the Ryder Cup may also improve awareness of Litoral Alentejo, where **troiaresort** is located.

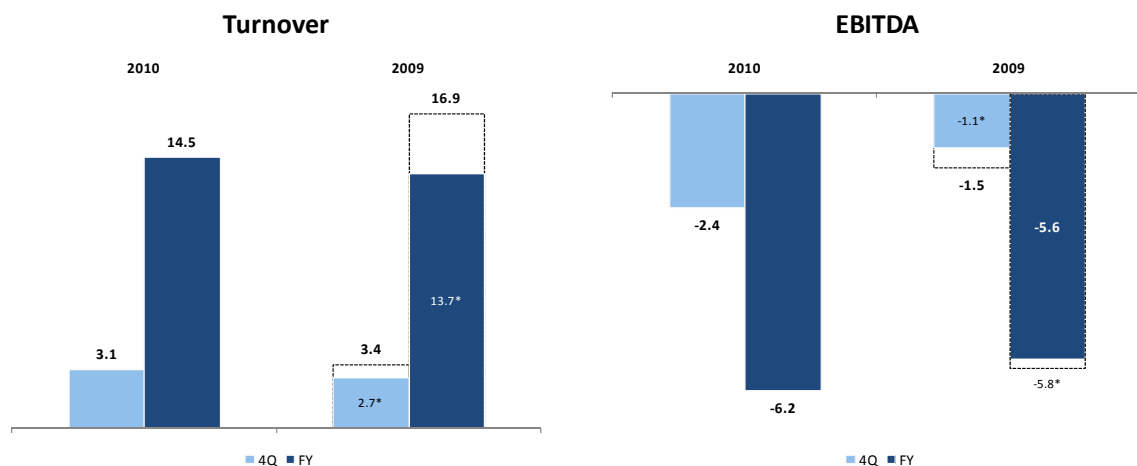
5.2.3. Hospitality



Sonae Turismo manages 5 hotel units, with an integrated offer of services (SPA, Congress Centre and food court), namely:

- Porto Palácio Hotel, a 5 star hotel with 251 room, located in Porto and focused on business and leisure tourism. Member of “The Leading Hotels of the World”;
- Aqualuz Lagos Suite Hotel Apartaments, a 4 star unit with 163 apartments, located in Lagos (Algarve);
- Aqualuz **troi**amar, **troi**ario and **troi**alagoa Suite Hotel Apartaments, three 4 star hotels, with a total of 301 apartments and suites, located in the Central area of the **troi**aresort.

After extensive refurbishment works over the past years, 2010 was the first full year of operation of Sonae Turismo’s five hotel units, translating into the following financial data:



Contribution to consolidated figures

Unit: 10⁶ Euro

*Contribution excluding the impact of the catering activity

Excluding the impact of the catering business, which was discontinued in 2010, the performance of each hotel unit can be summarised as follows:

- Porto Palácio Hotel increased its turnover by 6%, to 7.8 million euro and improved its operational cash-flow (EBITDA) by 0.9 million euro. RevPar increased 8% compared to last year to 36.8 euro, as a result of higher occupancy rates. Average daily revenue was 91.8 euro, down from 94.0 euro in 2009;

- Aqualuz Lagos increased turnover by 12%, to 1.7 million euro, while deteriorating its operational cash-flow (EBITDA) by 0.1 million euro. RevPar grew 12% to 24.4 euro, and average daily revenue went down 6.2 euro to 75.6 euro;
- Aqualuz **troia**resort units grew their turnover by 5%, to 5.0 million euro, and experienced a 0.3 million euro decrease in operational cash-flow (EBITDA). RevPar increased 10% to 30.6 euro and average daily revenue increased around 3% to 99.6 euro.

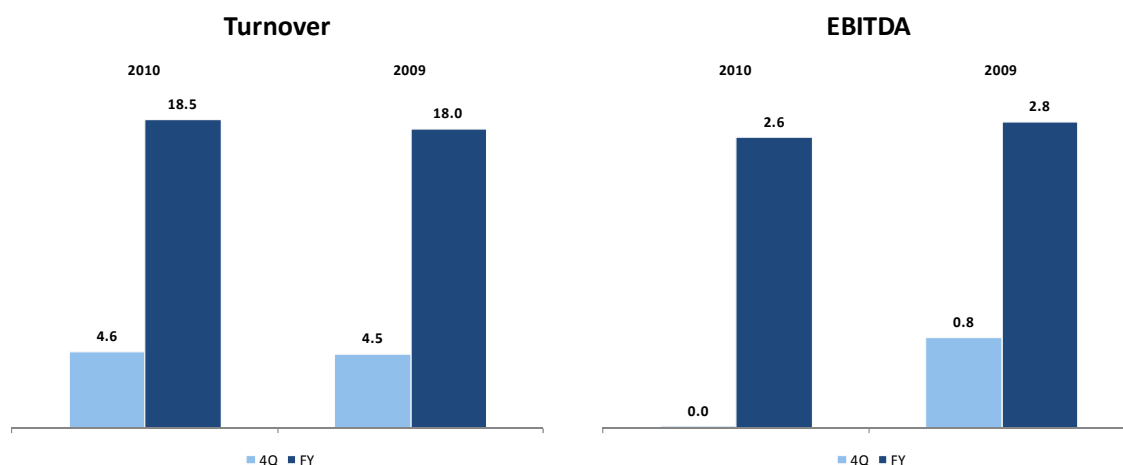
Marketing efforts will be made in 2011 to reduce seasonality by capturing events which may very well be organised in Tróia. The opening of the Casino should also contribute to increased visibility of the **troia**resort.

5.2.4. Fitness



In 2010, Solinca Health & Fitness continued its expansion plan, which has resulted in the opening of a new unit with around 2,300 m², in Vila Nova de Gaia, in early 2011.

Turnover grew 3% in 2010 to 18.5 million euro, due to an increase in the average number of active members (28,518 in 2010 vs 28,146 in 2009) and in revenues from value added services (personal trainer, Day Spa, among others).



Contribution to consolidated figures

Unit: 10⁶ Euro

The overall macroeconomic scenario for 2011 will impact negatively the performance of the fitness business, due to reductions in consumer spending and the increase in VAT, which is still under discussion as far as applicability to the use of fitness facilities.

5.2.5. SC Assets

- **Residential Development**



The first stage of construction of the Efanor Residential Condominium, involving the structure and exterior walls of the first building, *Delfim Pereira da Costa*, was completed in 2009. This building has 40 apartments with a gross construction area of around 12,600 m².

The showcase apartment was inaugurated on 26 November 2009, thus enabling the company to promote the differentiating features of the project to specialist media and potential buyers.

Due to the current adverse macroeconomic environment, which has resulted in investment decisions by potential buyers to be postponed, increased difficulties of access to bank credit and excess supply in this segment in the Greater Porto area, the company is currently assessing alternatives to proceed to the second stage of construction work (finishing), since the number of pre-reservations set to fulfil the investment needs was not achieved during 2010.



City Flats is a residential complex (212 apartments) located in Quinta das Sedas, Matosinhos which was completed in the 4th Quarter 2007, comprising:

- City Flats - 1 floor apartments, with a small traffic area and kitchen space included in a single room.
- City Lofts - 2 floor apartments with high walls and the bedroom in the mezzanine over the main room.

This project is currently under commercialization.

As at the date of this announcement, the sales status is the following:

Sales data	Residential Development sales information as at 1 March 2011			
	Apartments Sold ¹	Average Area (m ²) ²	Average sales price (€/m ²)	Rentals ³
City Flats / Lofts [212 units]	101	51.0	2,000	34
Efanor - <i>Delfim Pereira da Costa Building</i> [40 units]	0	0	0	n.a.

¹ 99 sales deeds already signed.

² Includes indoor area as well as balcony and terrace areas.

³ 9 of these rental contracts have an embedded purchase option.

n.a. - not applicable.

Since the last reporting date (16 November 2010), up to 1 March 2011, the number of units sold remained unchanged, and rented apartments grew by five.

- **Real Estate Asset Management**



The real estate asset management area is responsible for property ownership and management, procurement services, sales, building technical management and condominium management of real estate assets owned by Sonae Capital.

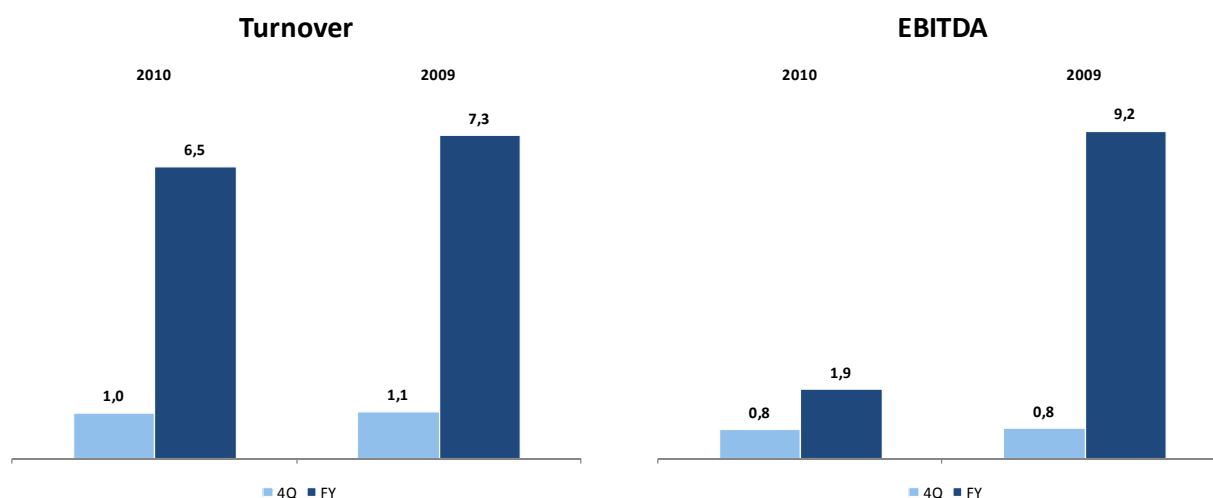
As at 31 December 2010, Real Estate Asset Management portfolio included a set of assets, which can be grouped into the following categories:

Assets in Operation	Sonae Business Park	Projects under development and for sale	Land with no construction viability	Other Rented and For Sale Assets
<p>▪ Boavista Complex: Hotel Porto Palácio and Congress Centre with GCA of 23,266 m² and 2 Buildings for trade and services, <i>Health Club</i>, SPA, Restaurants and Car park with GCA of 23,157 m²;</p> <p>▪ Lagos Complex: Aqualuz Lagos Suite Hotel Apartments, <i>Health Club</i> and adjacent land with GCA of 30,567 m²;</p> <p>▪ troiaresort Aqualuz Aparthotels: Tróia Mar, Tróia Rio, and Tróia Lagoa and common support structure with reception, bar, lounge, indoor pool and SPA with GCA of 33,739m²;</p> <p>▪ Troia Shopping: 33 shops at Marina and Ácala buildings with GCA of 4,114 m².</p>	<p>▪ The Sonae Business Centre (Imosede Real Estate Fund) comprises offices and services areas, industry and retail logistics. In total, the complex is located in a 326 thousand m² plot of land, with GCA of 193 thousand m², of which 126 thousand m² are already built.</p>	<p>Projects in the design and licensing stage:</p> <ul style="list-style-type: none"> ▪ Residential project D. João V, in Lisbon (GCA of 34,300 m²); ▪ Project for infrastructured land plot of the former Fábrica do Cobre, in Porto (GCA of 44,613 m²); ▪ Quarteirão Duque de Loulé, in Lisbon (GCA of 9,398 m²); ▪ Project for Residential and Retail premises, in Lagos (GCA of 3,815 m²). <p>Projects for sale:</p> <ul style="list-style-type: none"> ▪ Infrastructured land plots for residential purposes in Marco de Canaveses (GCA of 47,448 m²); ▪ 16 land plots in Santarém (GCA of 26,010 m²); ▪ 9 land plots in São João da Madeira (GCA of 30,840 m²); ▪ 3 plots of land in Matosinhos (GCA of 33,717 m²) for future construction of an office building and hotels. 	<p>▪ Monsanto S. João: Rural plot of land in Beja with 529 hectares, presently with no construction viability;</p> <p>▪ Rural plot of land in Mourão: Rural plot of land in the Alqueva region with 195.2 hectares, for future development of real estate projects.</p>	<p>▪ Housing, offices, retail premises, industrial buildings and car parks.</p>

Rental yields	31 December 2010		Capital employed in Other Real Estate	
	Yield		Assets (M.€)	31 December 2010
Warehouses	5.5%		Assets for sale	29.3
Offices	12.5%		Assets under operation	196.7
Retail	6.0%		Real estate projects	125.0
Parking	0.6%		Other assets	32.5
Residential*	7.0%			
Hotels	5.2%		Total	<u>383.5</u>

* Excluding the Duque de Loulé project, where rental activity is being discontinued.

■ **Financial data**



Contribution to consolidated figures

Unit: 10⁶ Euro

SC Assets turnover increased 2.0 million euro, to 6.5 million euro, and operational cash-flow (EBITDA) decreased 1.2 million euro (excluding the contribution of the Imosede Fund, accounted for using the equity method from June 2009 onwards). Turnover for the year may be analysed as follows:

Turnover by Type	2010		2009		Δ
	Value	Weight	Value	Weight	
Sale of Real Estate Assets	2,804,512	43%	1,114,150	15%	+152%
Rents ⁽¹⁾	2,259,561	35%	4,883,237	67%	-54%
Car Parks	299,426	5%	324,507	4%	-8%
Condominium Management	915,466	14%	811,195	11%	+13%
Management Services	262,206	4%	118,383	2%	>100%
Total	6,541,170	100%	7,251,472	100%	-10%

(1) In 2009 rents of Imosede Fund totalled 2.7 M.€. Since Imosede Fund is accounted for by the Equity method since June 2009, rents in 2010 do not include rents charged by the Fund. Without those rents the total in 2009 would have been 2.2 M.€, a similar level to that of 2010.

During 2010, SC Assets remained focused on selling non-core real estate assets, sponsoring promotional activities to test the market and set the grounds for future asset sales.

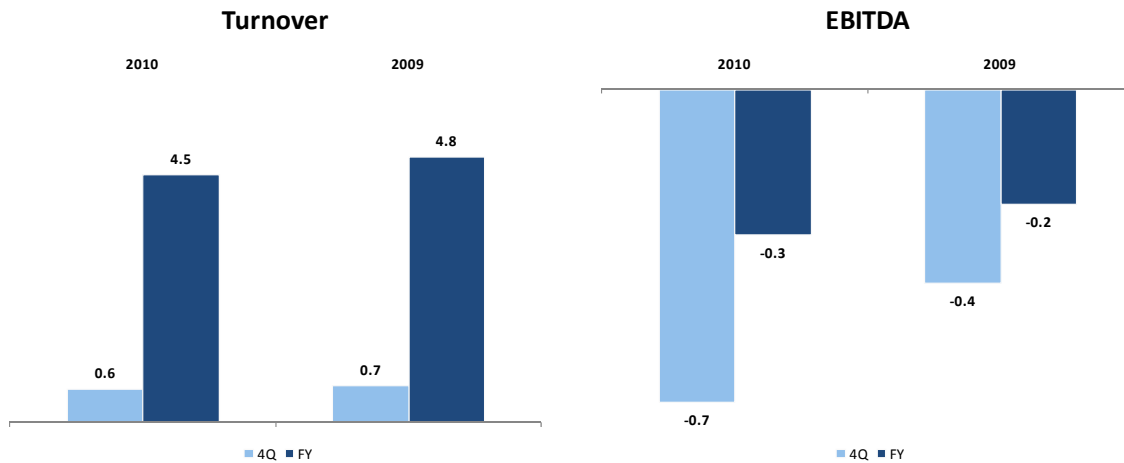
In 2010, no independent valuation of assets was made, since management believes that the valuation made in 2009, which includes the entire portfolio of the Group's real estate assets, already reflects the impact of the adverse macroeconomic scenario.

During 2011, further marketing initiatives will be launched to sell non-strategic assets and we will continue the process of obtaining building licenses, another way of increasing the value of properties for development or sale.

5.2.6. Atlantic Ferries



On 14 February 2005, Atlantic Ferries was granted the concession for river public transport of passengers, light and heavy vehicles, between Setúbal and the Tróia Peninsula, following a public tender offer launched, for that purpose, by APSS – *Administração dos Portos de Setúbal e Sesimbra, SA (Port Authority)*. The concession contract runs for 15 years and is renewable for two successive periods of 5 years. The transport service began on 8 October 2007, with four chartered ferries owned by APSS. Currently, transport is provided by 2 ferries, in operation since 14 July 2008, with a capacity for 60 light vehicles and 500 passengers each, and 2 catamarans, in operation since 28 July 2009, each with a capacity for 350 passengers.

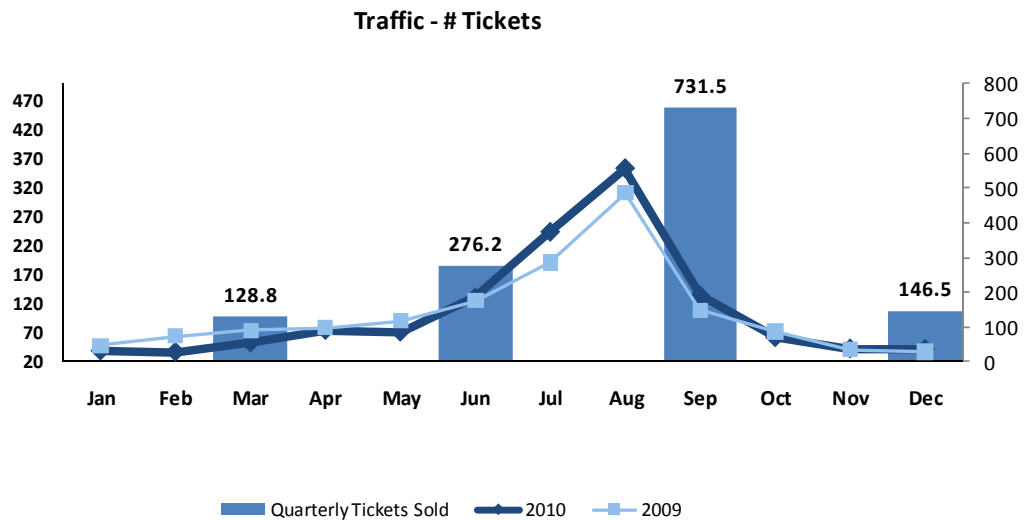


Contribution to consolidated figures

Unit: 10⁶ Euro

In 2010, total traffic, measured by the number of tickets sold, increased by 3% compared to the same period last year.

In 2010, 1,283,000 tickets were sold. The graph below shows quarterly ticket sales:



Operational performance in 2010 reflects the first full year of operations for the two catamarans. However, occupancy rates were below those expected, and operational cash-flow (EBITDA) continued to be negative at 0.3 million euro. Continuous increases in fuel prices during 2010 was one of the main reasons for the poor performance, despite an increase of 3% in the number of tickets sold.

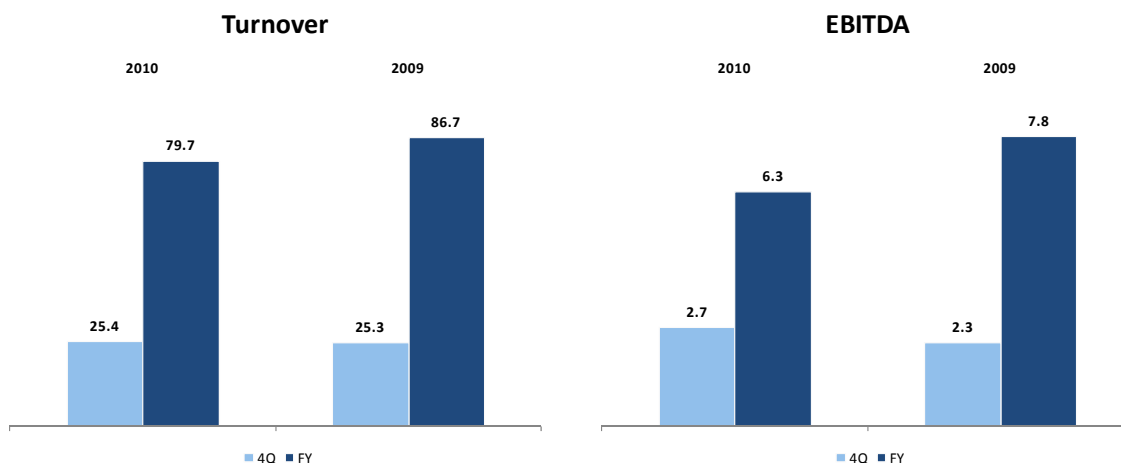
In 2011, Atlantic Ferries will continue to implement measures, such as a more suitable transport timetable, in order to adapt operations to effective demand for services, while at the same time ensuring that this public service is financially sustainable. The opening of the Casino should also impact positively the performance of Atlantic Ferries.

5.2.7. Selfrio



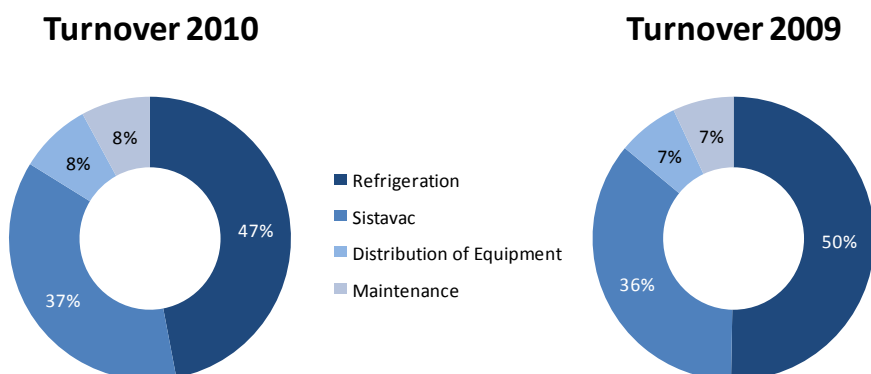
The activity of the Selfrio Group (70% owned by Sonae Capital) is made up of four major areas:

- **Selfrio** - Refrigeration Engineering projects and solutions for commercial and industrial facilities and hotels;
- **Sistavac** - Design, coordination and execution of air conditioning, ventilation and management and control systems of electrical installations;
- **SMP** - Maintenance and technical services;
- **SKK** - Distribution of refrigeration, air conditioning and heating equipment.



Contribution to consolidated figures

Unit: 10⁶ Euro



The Selfrio Group was the single largest contributor to 2010 consolidated turnover, with 79.7 million euro, 8% less than in the same period last year. This decrease occurred mainly in the Refrigeration business, whose turnover decreased by 6.1 million euro to 37.5 million euro. Meanwhile, turnover of HVAC was 35.9 million euro, a 3% decrease, while that of General Maintenance services increased 4% to 6.3 million euro.

The general economic slowdown, in particular its impact on investment spending and increased competitive pressure in both the retail and industrial sectors, explain Selfrio businesses evolution in the period. These factors led to a decrease of 1.5 million euro in operational cash-flow (EBITDA), to 6.3 million euro, in both Refrigeration and HVAC businesses.

The maintenance and technical assistance area, SMP, improved profitability in 2010, due in particular to the reorganization and consolidation of the Technical Call Centre, improved processes and systems, and by focusing exclusively on the maintenance business.

After opening its first store in Spain (Vigo) in 2009, SKK began providing coverage of adjacent sales territories, further taking advantage of economies of scale based on its network of 4 stores located in Portugal, although facing adverse market conditions in Spain. In 2010, turnover increased 12% to 5.9 million euro (5.3 million euro).

International operations increased their contribution to consolidated turnover. In Spain, turnover of Sopair increased 46% to 5.8 million euro (4.0 million euro) based on Air Conditioning activity, and in Brazil, Friengineering's turnover increased 60% to 2.3 million euro (1.4 million euro), following a reassessment of the market made in 2009 which led to growth in the Air Conditioning business in order to compensate the lower expansion pace of Refrigeration. Expansion of international operations is underway and more attractive EBITDA margins should be achieved in 2011.

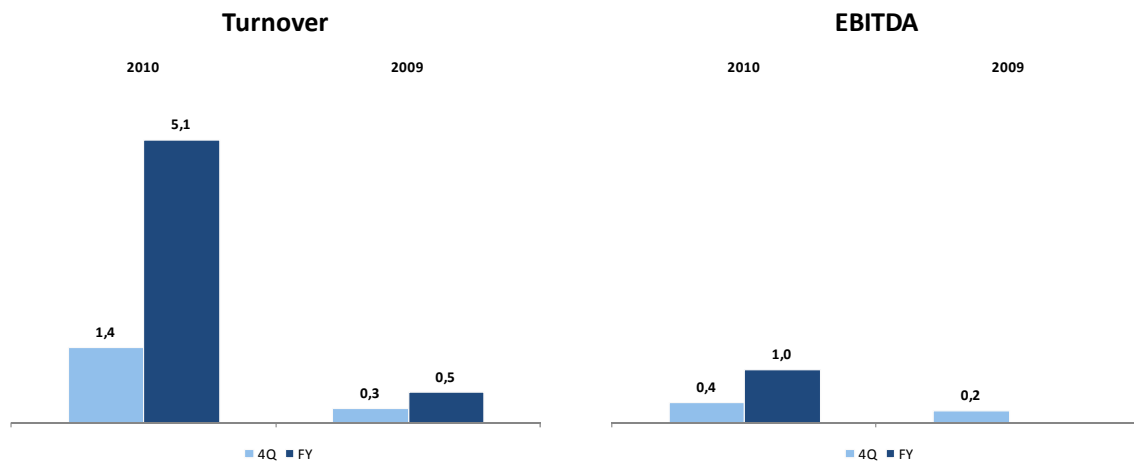
5.2.8. Energy and Environment



The Energy and Environment business area is made up of:

- energy production, ownership and management of cogeneration plants, having acquired one plant in 2009 and having signed an agreement in 2010 to convert the existing Colombo Shopping Centre fuel oil cogeneration plant into a gas cogeneration facility;
- design of sustainable buildings, focusing on activities using environmental merit tools, energy certification and Project Management.

2010 was the first full year that the Energy and Environment business contributed to the Group's results. Consolidated turnover totalled 5.1 million euro, and consolidated operational cash-flow (EBITDA) was 1.0 million euro.



Contribution to consolidated figures

Unit: 10³ Euro

Ecociclo II, the cogeneration unit acquired in September 2009, contributed 4.2 million euro to consolidated turnover and 1.0 million euro to consolidated operational cash-flow EBITDA.

During 2010, the Energy and Environment business signed an agreement with Sonae Sierra, to convert the fuel oil cogeneration facility located in Colombo Shopping Centre, in Lisbon, into an Otto cycle gas cogeneration facility, with an estimated investment of around 6 million euro. Once the investment period is over, Sonae Capital's subsidiary Integrum Colombo will be responsible for the management of the cogeneration facility for a period of 15 years, expected to start in January 2012.

5.2.9. Financial Shareholdings (accounted for using the equity method)



▪ **TP**

Sonae Capital owns 50% of TP – Sociedade Térmica Portuguesa, a company which promotes projects to build decentralised electrical energy production plants, focusing mainly on energy production through cogeneration and wind power.

Currently, TP manages directly 13 cogeneration plants and 2 wind farms, with an energy production capacity of 92 MW, of which 62 MW through cogeneration and 30 MW through wind power.

The cogeneration business is developed through partnerships with industrial companies, on whose premises the power plants are located.

In wind power, TP's interests include:

- 50% stake in a 10 MW wind farm in Serra da Capucha (Torres Vedras region), in operation since 2005;
- 52% stake in a 20 MW wind farm in Serra do Sicó (Pombal region), in operation since 2008;
- 20% stake in Eólicas de Portugal Consortium (ENEOP), which as been authorized by the Portuguese government to inject 1,200 MW of energy into the Portuguese Electrical System and to set up 49 wind farms.

Values in 10³ euro

	2010	2009
Turnover	34,841.2	29,239.9
Operational Cash-Flow (EBITDA)	10,138.7	8,503.7
Operational Profit (EBIT)	5,857.0	5,168.3
Net Profit	4,701.2	3,480.9

TP's operational performance during 2010 has been positive, with turnover increasing 19% to 34.8 million euro and operational cash-flow (EBITDA) growing 19% to 10.1 million euro. The operational profit of the Group does not include the results of three cogeneration plants (around 14 MW) and of the wind farm in Serra da Capucha, both of which are accounted for using the equity method.

- **Norscut**


Sonae Capital owns a 36% shareholding in Norscut, which in 2000 won the DFBOT shadow toll concession for the A24 motorway for a 30 year period. A24 connects the towns of Viseu and Chaves, with a total extension of 156.4 km.

The full extension of the motorway entered into service in September 2007 and, according to the current concession contract, from that moment on until the end of the concession period, concessionary revenues will depend on actual vehicle traffic on the various stretches of the motorway under concession.

Values in 10³ euro

	2010	2009
Turnover	90,562.7	93,128.2
Operational Cash-Flow (EBITDA)	83,158.3	84,700.8
Depreciation	33,746.8	35,229.9
Net Financial Expenses	42,833.1	47,433.6
Net Profit	4,796.2	1,526.6

During 2010, traffic in A24 increased 18% when compared to 2009. This increase was felt across all categories of vehicles and results from the wider awareness of the existence of the motorway, the opening in 2010 of the link to the Spanish motorway system and the opening of the service areas. Turnover, however, has not mirrored the increase in traffic because tolls have decreased in accordance with the schedule agreed with the Portuguese government when the concession was granted.



The concession contract may be subject to changes as a result of ongoing negotiations proposed by the Portuguese government. The government wishes to change the concession model, with revenues depending on the availability of the infra-structure rather than on actual vehicle traffic. These contractual changes have still not been agreed upon and may significantly change the activity of Norscut.

Maia, 2 March 2011

The Board of Directors,

Glossary

- Average Daily Revenue = Lodging Revenues / Number of rooms sold.
- Capex = Investment in Tangible and Intangible Assets.
- DFBOT = Design, Finance, Build, Operate and Transfer.
- GCA (Gross Construction Area) = Area measured by the exterior perimeter of the exterior walls.
- Gearing = Net Debt / Equity.
- HVAC = Heating, Ventilation and Air Conditioning.
- Interest Cover Ratio = EBITDA (last 12 months) / Financial Charges.
- Net Debt = Non Current Loans + Current Loans – Cash and Cash Equivalents – Current Investments.
- Operational Cash-Flow (EBITDA) = Operational Profit (EBIT) + Amortisation and Depreciation + Provisions and Impairment Losses + Impairment Losses of Real Estate Assets in Stocks (included in Cost of Goods Sold) – Reversal of Impairment Losses and Provisions (included in Other Operating Income).
- PPA = Promissory Purchase Agreement.
- UNOP (Operational Planning Unit) = Planning and management operational units as specified in the Tróia Urbanisation Plan approved by the Portuguese Government Cabinet Resolution nr. 23/2000.
- Yield = Annual Rents / Capital Employed.

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