

▪ **Third quarter results evidence:**

- Emphasis towards **cost optimisation**, leading to a 16% decrease in operational costs, compared with the same period of last year (-17% in the 9 months period, on a like for like basis);
- **Higher number of tourists in troiaresort** during this year's summer season, leading to an 11% increase in room nights sold;
- **Start of operations of a new cogeneration plant (3.4 MW)**, located in Vale de Cambra, the first project outside the Efanor Group;
- **Low number of real estate assets sales**, reflecting the current adverse market environment;
- **Turnover under pressure in Fitness and Sistavac Group's Portuguese and Spanish operations**, with negative impact in EBITDA, driving cost reduction efforts at these business units as well as other actions aimed at increasing their activity levels;
- **Imosede Fund's reclassification as available for sale asset**, with the corresponding change in the accounting method, being now measured at fair value, with a **positive 17.1 M.€ impact in this quarter's income**.

Values in 10⁶ euro

	9M			3Q		
	2012	2011	Δ	2012	2011	Δ
Turnover	83.7	102.4	-18%	31.8	38.4	-17%
EBITDA	1.9	-0.4	-	5.0	2.9	+75%
EBIT	-8.2	-8.2	-0%	2.0	-0.5	-
Net Financial Expenses	-8.6	-8.0	-7%	-3.0	-2.9	-1%
Results from Associated Undertakings	4.9	4.3	+14%	1.8	1.6	+17%
Investment Income	15.8	28.4	-44%	16.8	6.3	>100%
Net Profit	2.1	15.4	-87%	14.9	2.9	>100%
	30.09.12	31.12.11	Δ			
Capex	7.3	11.0	-34%			
Net Debt	267.3	261.1	+2%			

- As at the date of this announcement, the Group has already **ensured the refinancing of the 30 M.€ bond loan** which matures in December 2012.

1. CONSOLIDATED PROFIT AND LOSS STATEMENTS

Values in 10³ euro

	9M 12	9M 11	Δ (A/B)	3Q 12	3Q 11	Δ (C/D)
	(A)	(B)		(C)	(D)	
Turnover	83,722.9	102,425.8	-18.3%	31,814.8	38,435.4	-17.2%
Other Operational Income	8,907.8	9,871.0	-9.8%	5,222.4	1,978.2	>100%
Total Operational Income	92,630.7	112,296.7	-17.5%	37,037.2	40,413.6	-8.4%
Cost of Goods Sold	-25,932.7	-31,591.2	+17.9%	-9,977.3	-11,506.9	+13.3%
Change in Stocks of Finished Goods	-917.3	-2,332.8	+60.7%	975.9	-1,327.4	-
External Supplies and Services	-32,742.3	-42,153.7	+22.3%	-11,804.4	-13,900.9	+15.1%
Staff Costs	-27,968.9	-30,299.8	+7.7%	-9,547.5	-9,874.0	+3.3%
Other Operational Expenses	-2,626.8	-3,927.9	+33.1%	-1,286.3	-846.9	-51.9%
Total Operational Expenses	-90,188.0	-110,305.4	+18.2%	-31,639.6	-37,456.1	+15.5%
EBITDA	1,857.3	-399.0	-	5,024.6	2,869.1	+75.1%
Amortisation and Depreciation	-10,153.2	-10,131.0	-0.2%	-2,977.6	-3,478.3	+14.4%
Provisions and Impairment Losses	-504.8	-75.3	<-100%	-377.9	0.0	-
Operational Profit/(Loss) (EBIT)	-8,215.4	-8,215.0	-0.0%	2,042.2	-520.7	-
Net Financial Expenses	-8,577.9	-8,032.4	-6.8%	-2,954.5	-2,911.5	-1.5%
Share of Results of Associated Undertakings	4,896.8	4,312.2	+13.6%	1,820.5	1,561.3	+16.6%
Investment Income	15,760.2	28,361.7	-44.4%	16,841.0	6,258.8	>100%
Profit before Taxation	3,863.8	16,426.5	-76.5%	17,749.2	4,387.9	>100%
Taxation	-1,795.9	-992.1	-81.0%	-2,886.2	-1,530.2	-88.6%
Net Profit	2,067.9	15,434.4	-86.6%	14,863.0	2,857.7	>100%
Attributable to Equity Holders of Sonae Capital	2,237.7	14,692.4	-84.8%	14,688.2	2,489.7	>100%
Attributable to Non-Controlling Interests	-169.8	742.1	-	174.9	367.9	-52.5%

For most businesses, the **third quarter** was not far from the previous ones regarding **Turnover** performance, showing negative deviations compared to the same period last year.


Exceptions to this pattern include Atlantic Ferries, reflecting the tariff increases implemented in 2012, and the Energy and Environment business, with improved contributions from the Colombo and Vale de Cambra cogeneration plants.

Turnover reached 31.8 million euro in the quarter, 17% below the 38.4 million euro from the third quarter of 2011, contributing to the 83.7 million euro year to date 2012 September figure (102.4 million euro in September 2011).

Quarterly EBITDA, amounting to 5.0 million euro, includes non-recurrent income of around 3.0 million euro, arising from the change in the accounting method of the Imosede Fund participation units (from equity accounting to available for sale asset, measured at fair value).

Regarding operational performance, highlight should be given to the Hotel business, which posted the most significant improvement in quarterly EBITDA (49% growth to 11.4 million euro), following the decrease in staff costs and maintenance. Atlantic Ferries and Energy performance was consistent with the respective Turnover growth, posting positive 1.3 million euro (+9%) and 0.8 million euro (+19%) EBITDA, in that order.

Lower real estate assets sales and fall in Sistavac Group's Portuguese and Spanish operations, constrained the quarters recurrent EBITDA.



In the **nine months period, EBITDA** amounted to 1.9 million euro (negative 0,4 million euro in the same period of 2011), with visible contributions from the strategic plan designed to develop the Energy business and from the cost restructuring which is underway, with 17% decrease in operational costs in the nine months and 16% in the third quarter, in a like for like basis (i.e., excluding the impact of non-recurrent costs incurred in 2011, related with judicial claims which had been fully impaired and had a negative effect on 2011 comparable periods EBITDA).

The 7% increase in year to date **Net Financial Expenses**, to 8.6 million euro, reflects the higher cost of debt over the same period of last year, as a result of higher average spread in the first six months of the year, partially offset by lower market interest rate in the third quarter.

Share of results of associated undertakings grew 0.6 million euro, to 4.9 million euro, driven by Norcut, with a 3.9 million euro contribution.

On the other hand, with effect from 1 July 2012, and due to the Imosede Fund's reclassification as available for sale asset, the Imosede Fund is no longer equity accounted (impacting the caption under analysis), with the corresponding participation units being measured at fair value. Changes in the fair value of these participation units will be periodically assessed and recognized directly in equity.

Investment Income for the quarter include around 16.8 million euro related with the value update of Imosede Fund's participation units, following the Fund's reclassification as available for sale asset (and held at fair value).

Accordingly, year to date **Net Profit** amounted to 2.1 million euro, 13.3 million euro below the nine months 2011 net profit, which included 20.3 million euro from the sale of the shareholding in TP.

2. BUSINESS HIGHLIGHTS

2.1. SONAE TURISMO

Values in 10⁶ euro


	Contributions to Consolidated Turnover					
	9M 12	9M 11	Δ	3Q 12	3Q 11	Δ
Resorts	9.8	12.5	-21.8%	4.7	6.7	-29.1%
Resort Development	3.5	6.0	-41.5%	0.8	3.0	-72.4%
Resort Management (Golf, Marina and Supermarket)	2.1	2.1	+0.8%	1.4	1.3	+8.8%
Atlantic Ferries	4.1	4.4	-5.8%	2.5	2.4	+4.6%
Hotels	11.3	12.8	-11.4%	6.1	6.4	-6.1%
Fitness	9.1	12.2	-25.7%	2.7	3.5	-25.1%
Other Tourism	0.0	0.0	-60.3%	0.0	0.0	-
Sonae Turismo's contribution	30.2	37.5	-19.5%	13.4	16.7	-19.4%

	Contributions to Consolidated EBITDA					
	9M 12	9M 11	Δ	3Q 12	3Q 11	Δ
Resorts	-1.6	-2.6	+38.6%	0.7	1.0	-36.2%
Resort Development	-2.1	-3.2	+34.6%	-0.7	-0.1	<-100%
Resort Management (Golf, Marina and Supermarket)	-0.4	-0.5	+20.6%	0.1	0.0	>100%
Atlantic Ferries	0.8	1.0	-18.0%	1.3	1.2	+9.5%
Hotels	-0.5	-2.0	+75.6%	1.4	0.9	+53.2%
Fitness	-0.8	0.5	-	-0.3	-0.2	-54.0%
Other Tourism	0.0	0.0	+59.8%	-0.5	-0.3	-42.7%
Sonae Turismo's contribution	-3.0	-4.2	+29.5%	1.4	1.5	-7.5%

Sonae Turismo's turnover reached 13.4 million euro in the quarter (16.7 million euro) and 30.2 million euro in the nine months (a 7.3 million euro decrease compared to last year). Despite of the decrease in turnover, EBITDA contribution, although still negative at 3.0 million euro, improved around 30% in the nine months due to the significant cost cutting efforts (namely in the hotel business).

Despite of the higher number of tourists in **troiaresort** during this year's summer season, the respective impact in turnover was not significant since average room rates remained below last year figures, despite of the 10% growth in the number of room nights sold in Aqualuz hotel units located in the Peninsula, which evidenced a 4% marginal decrease, to 3.1 million euro, compared to the comparable period of 2011.

In Resort Management, **troiamarina** and **troiamarket** performed positively, with 17% and 11% turnover growth, in that order.



Atlantic Ferries turnover has also grown 5% in the quarter, to 2.5 million euro, mostly due to the price increases which were implemented in the beginning of 2012.

Quarterly EBITDA from resort operations (including Aqualuz units) was positive 2.4 million euro, corresponding to a 0.5 million euro increase compared to the third quarter of 2011, led by the improved profitability of the hotel units and Atlantic Ferries.

Fitness contribution continued to post a negative deviation regarding turnover, remaining at 9.1 million euro, a 3.2 million euro decrease over the previous year, with lower average number of members and average revenue per member.

Cancellations remained significantly below last year's figures, and in September (with the launch of the promotional campaign) the number of new membership contracts was higher than the number of cancellations, for the first time in the last 18 months.

EBITDA remained at negative 0.8 million euro in the nine months, 1.3 million euro below the first nine months of 2011.

In **Hotels**, and following previous quarters performance, the decrease in the activity level (particularly visible in Porto Palácio Hotel), has been followed by cost restructuring, mainly in Aqualuz **troia** resort hotels (negative 0.1 million euro EBITDA in the nine months, corresponding to a 1.3 million euro improvement, despite of the 7% decrease in turnover) and in Porto Palácio Hotel (positive 0.1 million euro EBITDA, compared to negative 0.2 million euro in 2011, despite of the 16% decrease in turnover).

In **Resort Development**, a sales deed (with no underlying promissory purchase agreement) and a Try Before Buy contract (rental contract with embedded call option) were signed during the third quarter of 2012, leading to year to date 7 sales deeds and 3 Try Before Buy contracts. Residential units sold up to 30 September 2012 amounted to 7, compared to 6 in the comparable period of 2011.

2.2. SPRED

Values in 10⁶ euro

Contributions to Consolidated Turnover						
	9M 12	9M 11	Δ	3Q 12	3Q 11	Δ
Sistavac Group	36.5	50.5	-27.8%	12.6	16.6	-24.1%
Energy and Environmet	9.6	5.6	+71.0%	3.6	2.8	+29.5%
Other Spred	5.9	4.0	+47.4%	1.8	1.4	+30.3%
Spred's contribution	52.0	60.1	-13.6%	18.0	20.7	-13.3%

Contributions to Consolidated EBITDA						
	9M 12	9M 11	Δ	3Q 12	3Q 11	Δ
Sistavac Group	0.3	3.7	-92.4%	0.3	1.1	-75.1%
Energy and Environmet	2.4	1.3	+78.4%	0.8	0.7	+18.7%
Other Spred	0.2	0.2	-36.4%	0.2	0.2	+12.2%
Spred's contribution	2.8	5.3	-47.1%	1.3	2.0	-34.3%

Performance in the third quarter of 2012 did not differ significantly from Spred's profitability profile in the last months.

Turnover totaled 52.0 million euro in the nine months, posting a 14% decrease as a result of Sistavac Group's lower turnover. Positive 2.8 million euro **EBITDA** continues to be mostly sustained by the Energy and Environment business, which generated a 2.4 million euro contribution in the nine months.

Sistavac Group's Portuguese operations continued below last year's performance in the third quarter, in the main business segments (refrigeration and HVAC), contributing to the 30% decrease in the nine months turnover, to 31.2 million euro, and to the 3.4 million euro decrease in EBITDA, to 0.3 million euro.

In Spain, adverse market conditions hampered third quarter's performance, leading to a 2.9 million euro turnover in the nine months, a 29% fall, and a negative 0.3 million euro EBITDA (positive 44 thousand euro in the 2011 nine months period).

In Brazil, the evolution of new work assignments has been positive, leading to improved turnover, representing a 35% increase to 2.4 million euro. EBITDA in the nine months was close to zero, including the impact of a stronger third quarter, with a 0.2 million euro growth compared to September 2011.

Growth in the **Energy and Environment** turnover, 0.8 million euro in the quarter and 4.0 million euro in the nine months, to 3.6 million euro and 9.6 million euro, respectively, follows the start of operations of the new cogeneration plant in Vale de Cambra (in the third quarter of 2012) and

still reflects a partial impact of Colombo cogeneration plant (which was still ramping up in July 2011).

The 1.1 million euro increase in EBITDA, to 2.4 million euro in the nine months, has the same underlying explanation (+0.8 million euro Colombo cogeneration and +0.2 million euro Vale de Cambra cogeneration), with the pipeline still including an ongoing photovoltaic project.

2.3. OTHERS

Values in 10⁶ euro

Contributions for Consolidated Turnover						
	9M 12	9M 11	Δ	3Q 12	3Q 11	Δ
SC Assets	1.5	4.6	-67.8%	0.4	1.0	-61.3%
Holding and Others	0.1	0.2	-53.6%	0.0	0.0	+9.4%
Others' contribution	1.6	4.8	-67.3%	0.4	1.1	-59.3%

Contributions for Consolidated EBITDA						
	9M 12	9M 11	Δ	3Q 12	3Q 11	Δ
SC Assets	3.3	-0.2	-	3.0	0.1	>100%
Holding e outros	-1.2	-1.3	5.4%	-0.6	-0.7	+4.2%
Contributo de Outros	2.0	-1.5	-	2.4	-0.6	-

The performance of **SC Assets** turnover was undoubtedly impacted by a lower volume of real estate assets sale in the first nine months of the year.

EBITDA from SC Assets includes 3.0 million euro regarding one-off accounting adjustment following the change in Imosede Fund's participation units accounting method (from equity accounting to available for sale assets, measured at fair value), and thus not related with any real estate transaction made in the period.

3. CONSOLIDATED BALANCE SHEET


Values in 10³ euro

	30.09.2012	31.12.2011	Δ
Tangible and Intangible Assets	256,711.3	243,567.0	5.4%
Goodwill	61,028.5	61,028.5	0.0%
Non Current Investments	75,948.9	61,075.6	+24.4%
Other Non Current Assets	48,538.5	45,384.1	+7.0%
Stocks	189,709.0	209,213.3	-9.3%
Trade Debtors and Other Current Assets	45,530.1	49,581.6	-8.2%
Cash and Cash Equivalents	4,922.2	3,980.6	+23.7%
Total Assets	682,388.5	673,830.8	+1.3%
Total Equity attributable to Equity Holders of Sonae Capital	329,905.5	327,628.9	+0.7%
Total Equity attributable to Non Controlling Interests	9,040.4	9,241.8	-2.2%
Total Equity	338,945.8	336,870.7	+0.6%
Non Current Borrowings	129,538.4	182,564.9	-29.0%
Deferred Tax Liabilities	15,753.5	11,535.4	+36.6%
Other Non Current Liabilities	7,084.6	10,341.5	-31.5%
Non Current Liabilities	152,376.5	204,441.7	-25.5%
Current Borrowings	142,710.8	82,557.5	+72.9%
Trade Creditors and Other Current Liabilities	48,355.4	49,960.9	-3.2%
Current Liabilities	191,066.2	132,518.3	+44.2%
Total Liabilities	343,442.7	336,960.1	+1.9%
Total Equity and Liabilities	682,388.5	673,830.8	+1.3%

Capex does not include any major changes over the last reported period, being aligned with the Group's guidelines on this matter. As at 30 September, capex amounted to 7.3 million euro, of which 4.6 million euro attributable to the Energy business (2.6 million euro in Vale de Cambra cogeneration plant, which started operations in the third quarter of 2012, and 1.8 million euro in the new photovoltaic project). Capex from Fitness was 1.2 million euro, including the renewal of equipment and renewal of the Solinca brand. Remaining contributions, minor in value, mostly regard maintenance capex.

Net Debt reached 267.3 million euro at 30 September 2012, compared to 261.1 million euro at the end of 2011 and 273.0 million euro at 30 June 2012.

As at the date of this announcement, the Group has already ensured the **refinancing** of the 30 million euro bond loan which matures in December 2012.



In the third quarter of the year, the Group's operational free cash flow was 3.0 million euro, contributing to a total free cash flow of 4.0 million euro in the nine months period. Gearing as at 30 September 2012 was 78.9% (77.5% in 31 December 2011).

Maia, 15 November 2012

The Board of Directors,



Glossary

- Capex = Investment in Tangible and Intangible Assets.
- Gearing = Net Debt / Equity.
- Net Debt = Non Current Loans + Current Loans – Cash and Cash Equivalents – Current Investments.
- EBITDA = Operational Profit (EBIT) + Amortization 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).

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