

#### IMMOBILIARE GRANDE DISTRIBUZIONE SOCIETA' DI INVESTIMENTO IMMOBILIARE QUOTATA S.P.A.

Registered office in Ravenna (RA), Via Agro Pontino n. 13, Headquarters in Bologna, Via Trattati Comunitari Europei1957-2007 n.13, Tax ID and VAT 00397420399 and Ravenna Company Register no 88573:, Share capital approved: EUR 417,506,954.94

Share capital subscribed and paid-in: EUR 336,028,239.08

# Interim Management Statement at 30/09/2013

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## **Corporate officers**

#### **Board of Directors:**

- 1. Gilberto Coffari Chairman
- 2. Sergio Costalli Vice Chairman
- 3. Claudio Albertini Chief Executive Officer
- 4. Roberto Zamboni Director
- 5. Aristide Canosani Director
- 6. Leonardo Caporioni Director
- 7. Fernando Pellegrini Director
- 8. Fabio Carpanelli Director (independent)
- 9. Elisabetta Gualandri Director (independent)
- 10. Tamara Magalotti Director (independent)
- 11. Livia Salvini Director (independent)
- 12. Andrea Parenti Director (independent)
- 13. Riccardo Sabadini Director (independent)
- 14. Giorgio Boldreghini Director (independent)
- 15. Massimo Franzoni Director (independent)

#### **Board of Statutory Auditors:**

- 1. Romano Conti Chairman
- 2. Roberto Chiusoli Standing Auditor
- 3. Pasquina Corsi Standing Auditor
- 4. Isabella Landi Alternate Auditor
- 5. Monica Manzini Alternate Auditor

#### Control and Risk Committee:

- 1. Elisabetta Gualandri
- 2. Livia Salvini
- 3. Massimo Franzoni

#### Compensation and Nominations Committee:

- 1. Andrea Parenti
- 2. Fabio Carpanelli
- 3. Tamara Magalotti

#### **Committee for Related Party Transactions**

- 1. Riccardo Sabadini
- 2. Giorgio Boldreghini
- 3. Andrea Parenti

#### Lead Independent Director

Riccardo Sabadini

#### External auditors: PricewaterhouseCoopers S.p.A.

#### Supervisory Board:

- 1. Fabio Carpanelli
- 2. Livia Salvini
- 3. Aristide Canosani



# The IGD Group's Interim Management Statement

# Financial and Economic Highlights at 30 September 2013

REVENUES FROM CORE BUSINESS	90,403 €/000
CORE BUSINESS EBITDA	<b>62,297</b> <i>€</i> /000
CORE BUSINESS EBIT DA MARGIN	68.9%
CONSOLIDATED NET PROFIT	11,076 €/000
CONSOLIDATED FFO	26,008 €/000
NET DEBT	1,085,838€/000
GEARING RATIO	1.37x
LOAN TO VALUE	57.3%
AVERAGE COST OF DEBT	4.2%
ADJUSTED AVERAGE COST OF DEBT(*)	3.9%
HEDGING ON LONG TERM DEBT + BOND	78.3%

(\*)The adjusted average cost of debt does not include the effect of the convertible bond loan.



## **The Group**

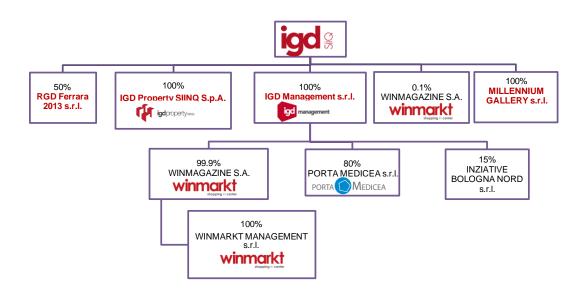
IGD is one of Italy's two SIIQs (Società di Investimento Immobiliari Quotate or real estate investment trust) and is the only one focused on the retail sector.

The IGD Group, focused primarily on the Italian retail real estate sector, is also present in Romania where, through its subsidiary WinMagazine SA (acquired in April 2008), it controls the country's largest chain of Winmarkt brand department stores and is active in 13 different midsize cities.

IGD SIIQ's perimeter of exempt operations includes the freehold assets found in Italy. The Parent Company also controls:

- 1. 100% of Millennium Gallery (owner of part of the Rovereto shopping mall and a business division in the shopping center in Crema);
- 2. 50% of RGD Ferrara 2013, formed on 30 September 2013, which manages business operations of the Darsena City Shopping Center in Ferrara;
- 100% of IGD Property SIINQ SpA, formed on 13 December 2012, a real estate company which is listed on regulated markets;
- 4. 100% of IGD Management srl which, in addition to owning the CentroSarca shopping mall in Milan, also holds the majority of the operations which are not included in the SIIQ's scope of consolidation:
  - 99.9% of WinMagazine, through which it controls WinMarktManagement, the company responsible for the team of Romanian managers;
  - 80% of Porta Medicea, the requalification and real estate development project of Livorno's waterfront;
  - 15% of Iniziative Bologna Nord, a real estate development company;
  - management of the leasehold properties (Centro Nova and Centro Piave);
  - service activities which include mandates for the management of freehold and leasehold properties.

The organizational chart below reflects the Group's structure at 30 September 2013.





## Significant events as at 30 September 2013

#### **Corporate events**

On 28 February 2013 the Board of Directors approved the draft separate and consolidated financial statements for FY 2012 and resolved to submit a proposed dividend of €0.07 per outstanding share to the AGM for approval. With a view to strengthening the Company's capital structure, similar to last year, the Board of Directors also decided to propose that the shareholders approve a capital increase excluding pre-emption rights which will give those shareholders, coupon holders entitled to receive the 2012 dividend, the possibility to reinvest a part, not to exceed 80%, of their dividend in IGD (the Dividend Reinvestment Option). This transaction, in line with the widespread practice adopted by a number of European REITs, gives dividend recipients the possibility to reinvest in IGD and IGD to recapitalize itself.

IGD's Board of Directors also resolved to propose that the shareholders grant the financial audit assignment for the period 2013-2021 to PricewaterhouseCoopers S.p.A. (PwC) as per the Board of Statutory Auditors' motivated opinion.

Lastly, IGD's Board of Directors also approved the Annual Report on Corporate Governance and Ownership Structure, as well as the Board of Director's Compensation Report, which are included in the annual report.

On 18/03/2013 the Board of Directors resolved to propose the following amendments to the terms and conditions of the €230 million convertible bond loan issued by IGD Siiq S.p.A, as per the original resolution dated 25 June 2007, subsequently amended in 2010, to the Company's Annual General Meeting of Bondholders for approval:

- (a) an amendment of the negative pledge clause based on which the Company may issue bonds in the future secured by assets pertaining to the company or subsidiaries;
- (b) the introduction of a put option that bondholders may exercise in the event the Company resolves to issue secured bonds.

The purpose of the amendments to the terms and conditions of the convertible bond is to grant the Company greater flexibility in refinancing debt as it matures in the future and in gathering the resources needed to make new investments.

On 18 April 2013 during the AGM, IGD's shareholders approved the financial statements for FY 2012, as approved by the Board of Directors on 28 February 2013, and also approved the payment of a dividend of  $\notin 0.07$  per share.

The shareholders, meeting in ordinary session, also renewed the authorization granted to the Board of Directors to buy and sell treasury shares, on one or more occasions for up to the maximum permitted by law, in order to undertake trading and hedging transactions and to allow for the use of treasury shares in transactions related to current operations and business projects in accordance with the strategic guidelines pursued by the Company, in relation to which opportunities arise to exchange, swap, contribute or otherwise dispose of said shares; the authorization to purchase treasury shares will be effective for eighteen months as from the date of the shareholders' resolution of 18 April 2013; there is no time limit on the authorization to dispose of the shares. The shares must be purchased in accordance with Art. 132 of Legislative Decree 58/1998, Art. 144-*bis* of the Regulations for Issuers, and any other applicable regulation, as well as the market practices recognized by Consob and must be done in accordance with Art. 5, par. 1 of the European Commission's Regulation n. 2273/2003 of 22 December 2003.



IGD's shareholders also approved the granting of the financial audit assignment for the period 2013-2021 to PricewaterhouseCoopers S.p.A. (PwC).

IGD's shareholders, meeting in extraordinary session, approved the proposal to increase share capital for cash, pursuant to Art. 2441, fourth paragraph, second sentence, of the Italian Civil Code, excluding preemption rights, by up to 10% of the Company's pre-existing share capital. The capital increase is reserved exclusively for 2012 dividend recipients.

The Dividend Reinvestment Option calls for:

- an increase in the share capital of up to a maximum of 80% of the 2012 dividend and, therefore, equal to €17,866,726, through the issue of ordinary shares without any stated nominal value with dividend rights;
- the capital increase may be subscribed exclusively by 2012 dividend recipients who may reinvest up to 80% of their gross dividend;
- the subscription price of the new shares will be set by the Board of Directors closer to the offer launch date based on the criteria established by the shareholders and will be equal to the average stock price recorded during the eight trading sessions prior to the launch date adjusted by (i) subtracting the amount of the 2012 cash dividend and (ii) applying a discount of a maximum of 10% and will not, at any rate, be less than €0.61 (arithmetic average of the stock's official closing price recorded in the six month period prior to 28 February 2013 adjusted by subtracting the 2012 dividend payment and applying a discount of 15%).

The purpose of this transaction, which is in line with the best practices adopted by a number of European REITs, is to give 2012 dividend recipients the possibility to reinvest in IGD and IGD to recapitalize itself. The Company intends to launch the capital increase, subject to approval by the relative authorities, when the 2012 dividend is paid.

The shareholders, in extraordinary session, also approved amendments to Articles 16 (Board of Directors), 26 (Board of Statutory Auditors) and 31 (General Provisions) of the corporate by-laws in order to comply with Law n. 120 of 12 July 2011 relating to equal gender opportunities within the administrative and control bodies of listed companies.

On 18 April 2013 the Board of Directors approved:

- the issue of €230,000,000 million new senior unsecured fixed rate notes expiring May 2017;
- the Exchange Offer to be made to holders of the outstanding convertible bonds issued by IGD as
  part of the "€ 230,000,000 3.50 per cent. Convertible Bonds due 2013". The Exchange Offer was
  presented exclusively to holders of the convertible bonds in Italy and abroad (with the exception
  of the United States of America, pursuant to Regulation S of the 1933 United States Securities
  Act, as subsequently amended) who under the applicable law are deemed qualified investors.

During the Annual General Meeting of Bondholders held on 22 April 2013 bondholders approved the following amendments to the terms and conditions of the "€230.000.000 3,50 per cent. Convertible Bonds due 2013" convertible in ordinary shares of IGD, originally issued by the Company pursuant to a resolution dated 25 June 2007 and subsequently amended in 2010.

More in detail, the amendments approved during the Annual General Meeting of Bondholders include:

- an amendment of the negative pledge clause based on which the Company may issue bonds in the future secured by assets pertaining to the company or subsidiaries;
- the introduction of a put option that bondholders may exercise in the event the Company resolves to issue secured bonds;



• amendments to the bond loan regulations and the Trust Deed.

The purpose of the amendments to the terms and conditions of the convertible bond issue is to grant the Company greater flexibility in refinancing debt as it matures in the future and in gathering the resources needed to make new investments.

On 29 April 2013 the definitive results of the offer made to holders of the " $\in$ 230.000.000 3,50 per cent. Convertible Bonds due 2013" to exchange convertible bonds with newly issued senior notes were published. Upon expiration of the Exchange Offer, the Company had received acceptances for a total nominal amount of convertible bonds equal to  $\in$ 122,900,000. Therefore, based on the acceptances received, IGD issued New Notes for a total nominal amount of  $\in$ 122,900,000. The Company also placed residual New Notes with investors deemed qualified under the law in Italy and abroad for a total nominal amount of  $\in$ 22,000,000. On 7 May IGD issued New Notes with nominal unit value of  $\in$ 100,000 for a total nominal amount  $\in$ 144,900,000.

The New Notes will be governed by English law and will have the following characteristics:

- maturity: four years from the issue date;
- issue price equal to 100% of the nominal amount;
- fixed rate coupon of 4.335%, calculated based on the 4-year mid-swap rate as of today plus a spread of 375 bps, to be paid annually in arrears on 7 May of each year;
- redemption at maturity at par, plus accrued and unpaid interest, provided that the Company has not exercised the early redemption option provided in the Terms and Conditions of the New Notes;
- early redemption provisions in certain instances of change of control as per the Terms and Conditions of the New Notes;
- listed on the regulated market of the Luxembourg Stock Exchange.

IGD paid the holders of Convertible Bonds accepted for exchange pursuant to the Exchange Offer accrued interest equal to the unpaid interest matured on the Convertible Bonds as of the prior payment date (included) through 7 May (excluded).



### Investments, commercial agreements and financing

Worked continued on the **Centro d'Abruzzo** mall, in the province of Chieti. According to the schedule, the restyling will be completed by November 2013 while the expansion of thirty some stores – already authorized – should be completed in first half 2014 bringing the total GLA to approximately 3,300 m<sup>2</sup>. More than 40% of the work is already completed and the pre-letting activities have generated positive results.

The construction permits were received for the midsize stores that will increase the size of the **Porto Grande** center, in the province of Ascoli Piceno. The total GLA will be increased from 23,387 to 28,387 m<sup>2</sup>. Commencement of the work has been delayed, but should begin in first quarter 2014 and reach completion by the second half of 2015.

Through the subsidiary **Porta Medicea**, work also continued in first nine months of 2013 on the **Piazza Mazzini area** (residential and commercial) for total investments in the period of some €9 million. A total of 21 residential units were pre-let which should be completed and sales closed by year-end 2013. The work on the commercial area of the lower Mazzini section should also be completed and opened in first half 2014. This area consists of a supermarket and 30 stores, all located on the ground floor above which apartments have been built. The initial pre-letting activities are generating positive results.

Lastly in **Chioggia** a revised plan was filed reducing the GLA from 18,343 m<sup>2</sup> to the 16,907 and eliminating the first floor which was originally supposed to be above the midsize stores. The opening is scheduled for the first half of 2015.

The Company intends to finance these investments through the use of new long term mortgage loans, in line with the financial strategy calling for debt to be primarily long term.

More in detail, these investments will be financed by:

- with regard to the Porta a Mare Project, through a mortgage loan to be used as work progresses granted by Banca Popolare di Verona for a total of €17.6 million and drawn down, at 30 September 2013, by approximately €14.2 million.

- with regard to the Chioggia and Abruzzo projects, through the use of short term lines of credit and, once construction of the properties is complete, through the use of long/medium term mortgage loans.

In 2013 extraordinary maintenance amounting to approximately €2.7 million was completed in Romania relating to the construction of a pedestrian bridge connecting the two malls in Grand Center Ploiesti, as well as restructuring of the facades and refurbishment of the interiors.

In the first half the first of five H&M stores was opened in Buzau, a freehold shopping center, located in the city's main square. The two story store covers a total surface area 1,510 m<sup>2</sup>.

On 25 March 2013 IGD SIIQ SpA and the subsidiary IGD MANAGEMENT SrI obtained ISO14001 Certification from DNV Business Assurance, accredited by the Italian Certification Body or *ACCREDIA*. IGD SIIQ received the ISO14001 environmental certificates for the activities relating to the management of its real estate portfolio and rental assets, as well as the marketing of shopping centers, while IGD MANAGEMENT received them for the management of shopping centers – more specifically, the shopping centers "CentroSarca" in Sesto San Giovanni (MI), "I Bricchi"di Isola d'Asti (AT); "Gran Rondò" in Crema (CR) and "Mondovicino" in Mondovì (CN) were certified.

A roll out plan which calls for the certification over the next five years of the majority of the freehold real estate portfolio has been drafted.



At the end of March the loan granted by Cassa di Risparmio di Bologna was extended for two more years at 3M Euribor plus a spread of 3.2%. In addition to the extension, fees calculated at 20 bps of the residual debt were also paid.

In June the loan granted by Centrobanca (merged with UBI Banca as of 6 May 2013), with a bullet repayment due on 15 June 2013, was extended through 15 June 2015 at 3M Euribor plus a spread of 300 basis points.

In August an agreement for a €6,000,000 unsecured loan was stipulated in a pool with Emilbanca Credito Cooperativo, the lead bank, with a bullet payment due on 6 February 2015, at 3M Euribor plus a spread of 350 basis points.



#### **INCOME STATEMENT REVIEW**

The long recessionary phase of the Italian economy continued in the third quarter of 2013, although there were some signs of stabilization; the global market conditions are still weak and what will happen over the next few months is still unclear, though some feel that there will be an inversion of the trend in 2014. Lackluster family spending, which continues to be hindered by the lack of disposable income and a difficult labor market, and a weak real estate sector characterize the difficult environment in which the IGD Group

must operate.

In light of the above, the quarterly results achieved are even more significant, particularly the funds from operations (FFO) which amounted to  $\leq 26,008$  thousand, a marginal drop (-4.13%) which is slightly less than the decline in EBITDA (-4.61%).

The consolidated net profit, rather, fell by 31.10% with respect to 30 September 2012 to €11,076 thousand. The performance, however, was negatively impacted by the change in the properties' fair value. In terms of operations, total revenue fell by approximately -1.84% while direct costs rose due primarily to a further increase in category D (large commercial properties) property taxes (IMU).

The operating income statement is shown below:

	CON	SOLIDATED		со	RE BUSINESS		"PC	ORTA A MAR PROJECT	RE"
€/000	30/09/2012	30/09/2013	%	30/09/2012	30/09/2013	%	30/09/2012	30/09/2013	%
Revenues from freehold properties	81,896	80,478	(1.73)%	81,896	80,415	(1.81)%	0	63	n.a
Revenues from leasehold properties	6,357	6,243	(1.79)%	6,357	6,243	(1.79)%	0	0	n.a
Revenues from services	3,913	3,745	(4.32)%	3,913	3,745	(4.32)%	0	0	n.a
Revenues from trading	0	0	n.a.	0	0	n.a.	0	0	n.a
Operating revenues	92,166	90,466	(1.84)%	92,166	90,403	(1.91)%	0	63	n.a
Direct costs	(18,423)	(18,782)	1.9%	(18,158)	(18,497)	1.9%	(265)	(285)	7.8%
Personnel expenses	(2,597)	(2,890)	11.3%	(2,597)	(2,890)	11.3%	0	0	n.a
Increases, cost of sales and other costs	599	0	(100.00)%	0	0	n.a.	599	0	(100.00)%
Gross Margin	71,745	68,794	(4.11)%	71,411	69,016	(3.35)%	334	(222)	(166.28)%
G&A expenses	(2,975)	(2,922)	(1.80)%	(2,722)	(2,572)	(5.53)%	(253)	(350)	38.4%
Headquarters personnel costs	(4,117)	(4,197)	2.0%	(4,099)	(4,147)	1.2%	(18)	(50)	186.3%
EBITDA	64,653	61,675	(4.61)%	64,590	62,297	(3.55)%	63	(622)	n.a.
Ebitda Margin				70.1%	68.9%				
Depreciation	(988)	(1,013)	2.6%						
Devaluation/restores work in progress and inventor	(771)	(316)	(59.02)%						
Change in FV	(11,640)	(16,812)	44.4%						
Other provisions	0	(94)	n.a.						
EBIT	51,254	43,440	(15.25)%						
Financial income	469	296	(36.76)%						
Financial charges	(36,290)	(35,027)	(3.48)%						
Net financial income	(35,821)	(34,731)	(3.04)%						
Income from equity investments	(566)	(490)	(13.54)%						
PRE-TAX INCOME	14,867	8.219	(44.72)%						
Income tax for the period	1,057	2,496	136.1%						
NET PROFIT	15.924	10 715	(32.71)%						
(Profit)/losses related to third parties	15,324	361	139.1%						
NET GROUP PROFIT	16,075	11,076							

Certain cost and revenue items have been reclassified or offset which explains the difference with respect to the financial statements. (refer to the information provided relative to the operating segments).

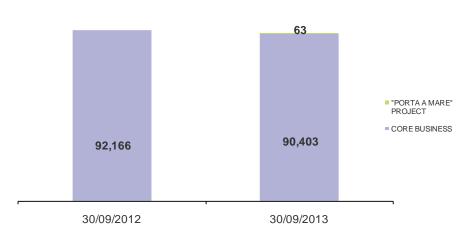


The income statement below shows the results posted in the last quarter:

	CO	NSOLIDA	TED	CO	RE BUSIN	ESS	"PC	ORTA A M	
€/000	3Q 2012	3Q 2013	%	3Q 2012	3Q 2013	%	3Q 2012	3Q 2013	%
Revenues from freehold properties	27,165	26,647	(1.91)%	27,165	26,625	(1.99)%	0	22	n.a
Revenues from leasehold properties	2,095	2,042	(2.56)%	2,095	2,042	(2.56)%	0	0	n.a
Revenues from services	1,293	1,231	(4.80)%	1,293	1,231	(4.80)%	0	0	n.a
Revenues from trading	0	0	n.a.	0	0	n.a.	0	0	n.a
Operating revenues	30,553	29,920	(2.07)%	30,553	29,898	(2.14)%	0	22	n.a
Direct costs	(6,346)	(6,342)	0.0%	(6,210)	(6,266)	0.9%	(136)	(76)	(43.62)%
Personnel expenses	(779)	(1,074)	37.9%	(779)	(1,074)	37.9%	0	0	n.a
Increases, cost of sales and other costs	232	0	n.a.	0	0	n.a.	232	0	n.a
Gross Margin	23,660	22,504	(4.88)%	23,564	22,558	(4.27)%	96	(54)	n.a
G&A expenses	(936)	(849)	(9.27)%	(856)	(724)	(15.40)%	(80)	(125)	n.a
Headquarters personnel costs	(1,258)	(1,198)	(4.78)%	(1,251)	(1,181)	(5.58)%	(7)	(17)	141.4%
EBITDA	21,466	20,457	(4.70)%	21,457	20,653	(3.75)%	9	(196)	n.a
Ebitda Margin				70.2%	<b>69.1%</b>		n.a.	n.a.	
Depreciation	(337)	(353)	4.6%						
Devaluation/restores work in progress and inve	0	(0)	n.a.						
Change in FV	(717)	(797)	11.0%						
Other provisions	0	(31)	n.a.						
EBIT	20,412	19,276	(5.56)%						
Financial income	242	34	(85.81)%						
Financial charges	(12,038)	(11,826)	(1.77)%						
Net financial income	(11,796)	(11,792)	(0.03)%						
Income from equity investments	(199)	0	n.a.						
1 2	. ,								
PRE-TAX INCOME	8,417	7,484	(11.08)%						
Income tax for the period	, (678)	(521)	(23.18)%						
	8.06%	6.96%	. ,						
NET PROFIT	7,739	6,963	(10.03)%						
(Profit)/losses related to third parties	44	57	28.2%						
NET GROUP PROFIT	7,783	7,020	(9.80)%						

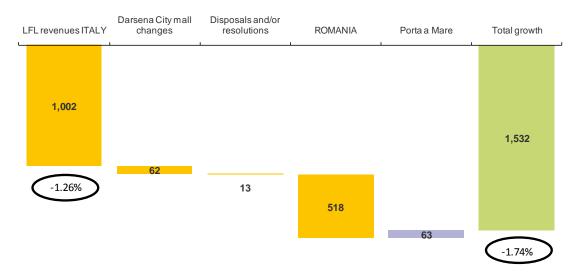
#### Revenue

Consolidated operating revenue amounted to €90,466 thousand, a drop of 1.84% with respect to the same period of the prior year. The core business rental income was accompanied by €63 thousand in rental income generated by the Porta a Mare Project thanks to the rental of a unit in Palazzo Orlando.



**Total revenues** 





#### The revenue from the rental business fell with respect to the same period in 2012 by 1.74%.

The decrease of €1,532 thousand is explained by:

- for €1,002 thousand, the like-for-like revenue which dropped by 1.26%. The positive performance of the hypermarkets continued (+2.5 % due to indexing and the full impact of rent step-ups for recently opened hypermarkets). Malls were the hardest hit by the general crisis (-3.5%) which resulted in increased vacancies particularly in Mondovì, La Torre and Tiburtino (in the latter the vacancies are also explained by the new openings scheduled for the second half of 2013). More temporary reductions were also granted in order to limit additional vacancies. 128 contracts were signed in the period between renewals and turnover with rents stable (+0.93%), even if one tenant had the most significant impact; of note, however, is the increase in footfalls at Italian malls of 0.9%;
- for €518 thousand, the drop in revenue posted in Romania (-6.21%), attributable, in part, to increased vacancies (due both to the works underway and longer turnover) and, in part, to the deteriorating market conditions which resulted in lower rents (relative, for example, to the electronics, footwear and apparel sectors) and greater competitive pressure in Ploiesti as a result of a new opening which resulted in a downside of approximately -9%. Footfalls in the malls were, however, stable;
- for €63 thousand, the rental income generated by the Porta a Mare project following the rental of office units at the end of 2012.
- ✓ Revenue from services fell with respect to the first nine months of 2012 (-4.32%). Most of this revenue comes from the facility management business (95.67% of the total which amounted to €3,582 thousand) which was down with respect to the prior year (-3.80%) due to the expiration of two management mandates (Centro Sesto and Vibo Valentia). Revenue from Pilotage and Agency also fell due to a drop in third party mandates with respect to the prior year.

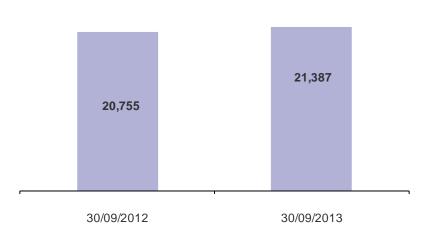
#### Direct costs

**Direct costs**, pertaining to the core business and including personnel expenses, amounted to €21,387 thousand, an increase of 3.05% with respect to the same period of the prior year. This change is largely due to:



- ✓ the increase in property tax (IMU), following the increase in the rates applied to large retail areas (the D8 category), which at 30 September 2013 amounted €5,686 thousand or approximately 27% of the total direct costs for the core business (versus approximately 26% in first half 2012);
- ✓ the increase in condominium charges as a result of the increased average vacancies in the period;
- ✓ the allocation to the provision for doubtful accounts amounted to € 1,790 thousand at 30
   September 2013, an increase with respect to the same period of the prior year of approximately €98 thousand.

These costs as a percentage of core business revenue reached 23.66%, an increase with respect to the 22.52% reported in the prior year.



#### Core business direct costs

#### Margins

The divisional gross margin fell by 4.11%, dropping from the €71,745 thousand posted at 30 September 2012 to €68,794 thousand at 30 September 2013. The table below shows the income statement highlights and the trend in margins by business segment:

		CONSOLIDATED			COF	RE BUSINES	S	"PORTA A MARE" PROJECT			
€	000 <b>30/09/20</b>	30/09/2012 30/09/2013 %				30/09/2013	%	30/09/2012	30/09/2013	%	
Margin from freehold properties	69,	683	57,808	(2.55)%	69,583	67,745	(2.64)%	0	63	n.a.	
Margin from leasehold properties	1,	53	989	(14.24)%	1,153	989	(14.24)%			n.a.	
Margin from services		575	282	(58.16)%	675	282	(58.16)%			n.a.	
Margin from trading		34	(285)	(185.34)%				334	(285)	(185.34)%	
Gross Margin	71,7	45 68	3,794	(4.11)%	71,411	69,016	(3.35)%	334	(222)	(166.28)%	

The table below shows the income statement highlights for the last three months:

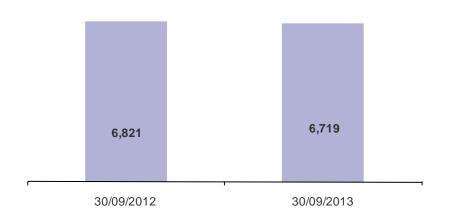
		CO	NSOLIDA	TED	COF	RE BUSINE	SS		TA A MARI	Ε"
€	000	3Q 2012	3Q 2013	%	3Q 2012	3Q 2013	%	3Q 2012	3Q 2013	%
Margin from freehold properties		22,878	22,297	(2.54)%	22,878	22,265	(2.68)%	0	32	n.a.
Margin from leasehold properties		387	335	(13.41)%	387	335	(13.41)%	0	0	n.a.
Margin from services		299	(42)	(113.94)%	299	(42)	(113.94)%	0	0	n.a.
Margin from trading		96	(86)	n.a.	0	0		96	(86)	n.a.
Gross Margin		23,660	22,504	(4.88)%	23,564	22,558	(4.27)%	96	(54)	n.a.



- ✓ SBU 1 Property leasing margin from freehold properties: this margin amounted to €67,808 thousand versus €69,583 thousand in the prior year. In percentage terms, this activity continues to feature a significant margin of 84.26%, in line with the same period of the prior year.
- ✓ SBU 1 Property leasing margin on leasehold properties: this margin amounted to €989 thousand or 15.84% of revenue (versus 18.14% in 2012). The decrease is due primarily to an increase in direct costs (condominium charges had the largest impact).
- ✓ SBU 2 Services margin from service businesses: the margin from services reached €282 thousand or 7.54% of the revenue generated by services. The decline with respect to 2012 (17.24%) is explained by a drop in revenue from Agency and Facility (less marketing and mandates which were not renewed).
- ✓ SBU 3 Development and trading margin from trading: the margin from the Porta a Mare project in Livorno reached a negative €285 thousand versus a positive €334 thousand in the same period as direct costs increased and interest payable was not capitalized in order to bring the project's carrying value in line with the lower of cost and the appraised fair value.

#### **General expenses**

**General expenses** for the core business, including payroll costs at headquarters, amounted to  $\in 6,719$  thousand, a decrease of 1.49% with respect to the  $\in 6,821$  thousand posted for the first nine months of 2012. These costs represent 7.43% of core business revenue.

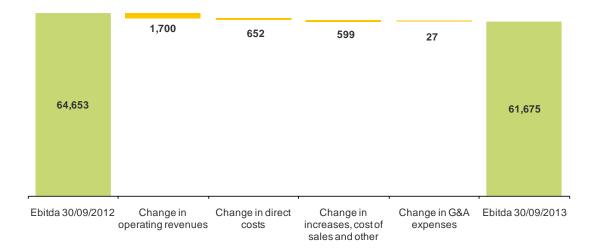


#### Core business G&A expenses

#### **EBITDA**

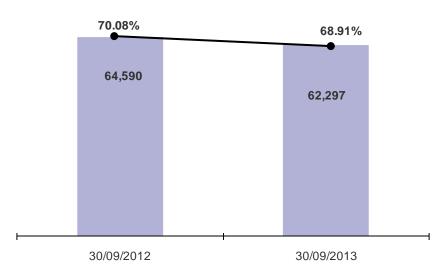
Core business **EBITDA** amounted to  $\in 62,297$  thousand in the first nine months of 2013, a decrease of 3.55% with respect to the same period of the prior year, while total EBITDA fell by 4.61% to  $\in 61,675$  thousand. The changes in the components of total EBITDA during the first nine months of 2013 are shown below.





As mentioned above, the EBITDA margin was impacted by the drop in revenue as well as direct taxes (IMU in Italy) and the increase in condominium charges (due to an increase in the average vacancies in the period).

The core business **EBITDA MARGIN** came in at 68.91%, down with respect to the same period of the prior year due to the drop in revenue and the increase in direct costs.



#### Core business Ebitda and Ebitda Margin

### EBIT

**EBIT** fell by 15.25% to €43,440 thousand due to the drop in EBITDA described above but, above all, to the negative impact of the change in fair value (+44.43%). For the sake of clarity, the impairment loss – which reduces carrying value to the lower of cost and fair value – has been recognized under "(Impairment losses)/reversals on works in progress and inventories" at 30 September for both periods. The properties were valued in an appraisal issued by independent experts at 30 June 2013.



#### Net financial income (charges)

The **net financial charges** fell by approximately -€1,090 thousand from the €35,821 thousand recorded at the end of September 2012 to €34,731 thousand at 30 September 2013.

Most of the change on the previous year is due to:

- the decrease in Euribor which fell sharply from the 0.74 (monthly average) recorded in the first nine months of 2012 to 0.22 (monthly average) in the first nine months of 2013, which was partially offset by a slight increase in the spread on short- term borrowings and renegotiated mortgage loans;

- the lack of the charges relating to the call option on the 20% interest in Porta Medicea which was exercised in April 2012.

- the new mortgage loan taken out relative to the property on Via Rizzoli in Bologna which was previously financed with short term credit lines.

The average cost of debt was stable at 4.23% (same as the figure posted at 30 September 2012). Net of the figurative interest on the convertible bond loan the figure reached 3.94% at 30 September 2013 versus 3.86% in September 2012.

As mentioned in the "Corporate Events" section above, as part of the Public Exchange Offer, on 7 May 2013 the company issued senior notes amounting to €122,900,000 maturing on 7 May 2017 with a coupon of 4.335%.

Residual new bonds amounting to €22,000.000, also expiring on 7 May 2017 and with a coupon of 4.335%, were also placed with third party investors.

The transaction costs for the bond issues amounted to approximately €1.5 million and will be expensed over the duration of the issues using the amortized cost method.

Pursuant to IAS 39 (par. 40) and AG 62, the contractual terms of the new issues were checked to make sure that they did not differ substantially from the terms and conditions of the convertible bond loan and  $\in$ 122.9 million of the transaction was recognized as restructured debt. The difference, therefore, between the carrying value of the convertible loan at the exchange date and the redemption amount at maturity, of  $\in$ 1,891 thousand, was included, along with the new transaction costs, in the amortized cost calculation. The 2 bond loans have the following characteristics:

- ✓ Convertible bond, nominal value €107.1 million, all-in rate 6.05%, maturity 28 December 2013;
- ✓ Exchanged bond, nominal value €122.9 million, all-in rate 5.06%, maturity 7 May 2017 plus additional bonds for a nominal €22 million, all-in rate 4.63%, maturity 7 May 2017.

Net financial income	34,731	35,821	(1,090)
commissions	161	115	46
exchange gains/(losses)	38	(150)	188
financial charges	34,631	35,965	(1,334)
(financial incomei)	(99)	(109)	10
Net financial income	30/09/2013	30/09/2012	Change

#### Income tax

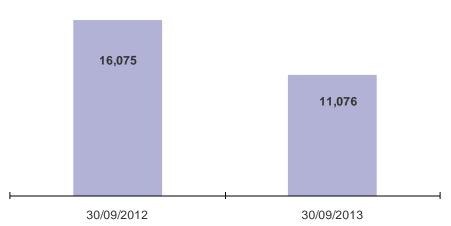
The tax burden, current and deferred, at 30 September 2013 amounted to  $\in$ 2,496 thousand and is primarily attributable to the effect of the fair value adjustments which resulted in the recognition of deferred tax assets and the reversal of deferred tax liabilities and which had a positive impact on the overall tax rate of 27.57%. Net of the fair value effect, the tax rate comes to 8.77%, basically in line with the 8.55% reported in the same period of the prior year.



Income taxes	30/09/2013	30/09/2012	Change
Current taxes	936	1,105	(169)
Deferred tax liabilities	(1,191)	(880)	(311)
Deferred tax assets	(2,244)	(1,289)	(955)
Out-of-period income/charges	3	7	(4)
Total	(2,496)	(1,057)	(1,439)

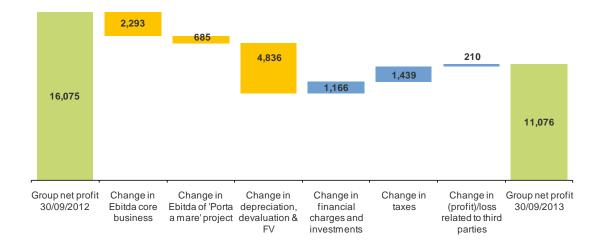
#### Net profit

The combined effect of decreased revenue and higher costs resulted in a decrease in the Group's net profit (-31.10% with respect to 30 September 2012), which amounted to €11,076 thousand.



Group net profit

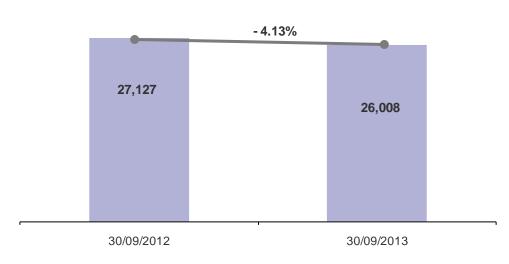
The change in net profit with respect to the same period of the prior year is shown below.





#### FFO

More significant than the comparison with net profit is the trend in Funds From Operations (FFO), an indicator used widely in the real estate sector (REITs), which defines the cash flow generated by a company's core business by adjusting pre-tax profit by nonmonetary items (deferred tax, writedowns, fair value adjustments, amortization, depreciation and other), as well as the impact of income from equity investments and revenue from property sales and which, therefore, better represents the trend in the Group's core business. The figure recorded at 30 September 2013 fell by 4.13% with respect to the same period of the prior year.



**FFO** 



#### STATEMENT OF FINANCIAL POSITION AND FINANCIAL REVIEW

The IGD Group's statement of financial position at 30 September 2013 can be summarized as follows:

SOURCE/USE OF FUNDS	30/09/2013	30/06/2013	Δ	%	31/12/2012	Δ	%
Fixed assets	1,879,899	1,875,227	4,672	0.25%	1,889,979	(10,080)	(0.53%)
NWC	78,536	76,181	2,355	3.09%	75,713	2,823	3.73%
Other long term liabilities	(67,690)	(66,947)	(743)	1.11%	(68,520)	830	(1.21%)
TOTAL USE OF FUNDS	1,890,745	1,884,461	6,284	0.33%	1,897,172	(6,427)	(0.34%)
Shareholders' equity	766,793	758,109	8,684	1.15%	753,566	13,227	1.76%
Net (assets) and liabilities for instruments	38,114	40,164	(2,050)	(5.10%)	53,975	(15,861)	(29.39%)
Net debt	1,085,838	1,086,188	(350)	(0.03%)	1,089,631	(3,793)	(0.35%)
TOTAL SOURCES	1,890,745	1,884,461	6,284	0.33%	1,897,172	(6,427)	(0.34%)

The principal changes in third quarter 2013, compared to 30 June 2013, are summarized below:

✓ Non-current assets rose from the €1,875,227 thousand recorded at 30 June 2013 to €1,879,899 thousand at 30 September 2013; the change of +€4,672 thousand is explained by increases and decreases in:

✓ Assets under construction (+€5,812 thousand). The change is attributable primarily to an increase in the assets under construction explained by:

- For about €1,617 thousand, progress with the investment in the multipurpose center in Livorno (the retail portion only);
- For about €296 thousand, progress on the urban infrastructure of the future retail park in Chioggia;
- > for about €1,310 thousand, progress on the expansion of the Abruzzo shopping center;
- > for about €410 thousand, progress on the restyling of the Sarca shopping center;
- For about €415 thousand, progress on the restyling of the Abruzzo shopping center;
- For about €201 thousand, progress on the restyling of the Tiburtino shopping center;
- For about €232 thousand, progress on the restyling of the La Torre shopping center in Palermo;
- For about €1,094 thousand, extraordinary maintenance of a few shopping centers in Romania;
- ✓ Deferred tax assets (-€382 thousand). The change is attributable primarily to:

For -€632 thousand, the elimination of deferred taxes on mortgage hedging instruments (IRS) as a result of the positive change in fair value;

- For approximately +€190 thousand, the recognition of deferred taxes on the fair value adjustment of investment property, assets under construction and inventories.
- ✓ Miscellaneous receivables and other non-current assets (-€467 thousand). The change is due primarily to:

> the decrease of the beneficial interest, on the mall at the Città delle Stelle Shopping Center, by the amount recognized for the period in the income statement.

#### ✓ **Net working capital** (+€2,355 thousand). The change is explained primarily by:

for +€2,013 thousand, the work in progress inventory and advances relating primarily to the Piazza Mazzini and Officine areas in Livorno;

For -€1,021 thousand, the decrease in third party and related party trade receivables due to the provisions made in the quarter for doubtful accounts in order to make the necessary adjustments to estimated realizable value;



For +€832 thousand, the decrease in the amounts owed to third suppliers and related parties;

> for +€421 thousand, the decrease in current tax liabilities relating to the payment of withholding on the dividends paid by the Parent Company, partially offset by the debt matured in the third quarter linked to IMU.

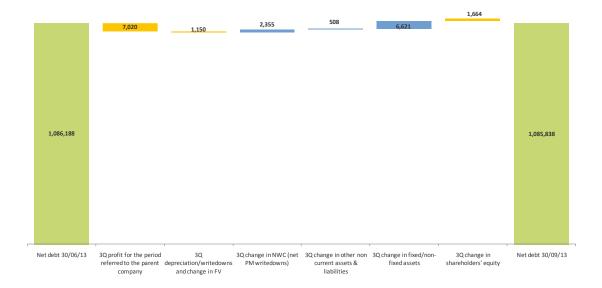
- ✓ Other non-current liabilities. (-€743 thousand ). The change is due primarily to:
  - For €217 thousand, an increase in provisions for future charges, largely attributable to variable compensation;
  - For €486 thousand, the change in deferred tax liabilities attributable mainly to the fair value adjustment of investment property.
- ✓ Net equity at 30 September 2013 amounted to €766,793 thousand. The change of +€8,684 is explained primarily by:

> for +€1,251 thousand and +€411 thousand, the increase in the derivatives accounted for using the cash flow hedge method relative to, respectively, the Parent Company and its subsidiary;

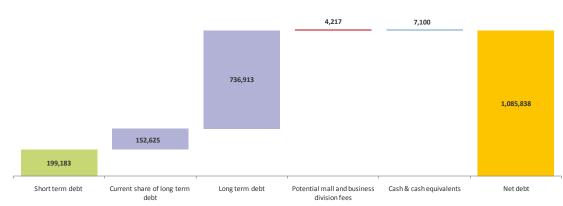
For about +€68 thousand, movements in the translation reserve for the translation of foreign currency financial statements;

For €7,020 thousand, the Parent Company's portion of net profit, and the minorities' loss of €57 thousand;

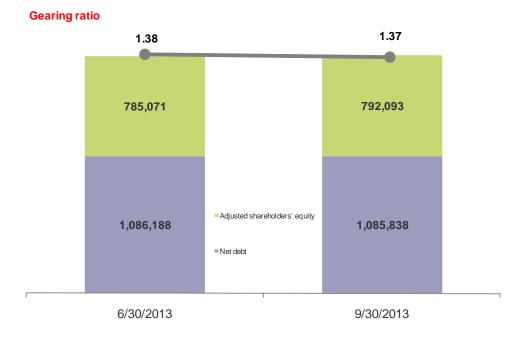
- ✓ Net assets/(liabilities) for derivatives: the fair value measurement of hedging instruments at 30/09/2013 showed a positive difference of €2,050 thousand with respect to the prior quarter.
- ✓ Net financial position: the net financial position at 30/09/2013 amounted to €1,085,838 thousand, in line with the prior quarter, as shown below:







The gearing ratio reflects the debt to equity ratio, but does not include the accounting (non-monetary) effects of the CFH reserves. The 1.37 recorded at 30 September was basically unchanged with respect to the figure reported at 30 June 2013.



The Group's financial policy is guided by the principles outlined in the 2012-2015 Business Plan in terms of:

- a balanced capital structure: with a Debt/Equity ratio which is not expected to exceed 1.4 over the life of the plan;

- financial balance: with funding and the relative hedging primarily long term, in line with the loan expirations.

At 30 September 2013 the debt/equity ratio was basically unchanged with respect to the figure reported at 30 June 2013.

Currently 78.29% of the long term debt (including the bond) is hedged against interest rate risk while 63.93% of the net debt is covered, in line with the 2012-2015 Business Plan which calls for hedging of up to 65% of the net financial position, to the extent allowed by the reference parameters and the spreads.

The breakdown of the net financial position is shown below:



The bank credit facilities amounted to  $\in$ 283.5 million at 30/09/2013 and the unutilized portion to  $\in$ 85.52 million.

### **Segment Reporting**

The income statement and statement of financial position are broken down below by business segment in accordance with IFRS 8, followed by a geographical breakdown of revenue from freehold properties.

€/1000	30/09/2013	30/09/2012	30/09/2013	30/09/2012	30/09/2013	30/09/2012	30/09/2013	30/09/2012	30/09/2013	30/09/2012
INCOME STATEMENT	REAL ESTAT	E ACTIVITIES	SERV	ICES	"PORTA A MA	RE" PROJECT	MUT	UAL	TO	ΓAL
REVENUES	86,658	88,253	3,745	3,913	63	0			90,466	92,166
CHANGE IN INVENTORY DIRECT COSTS	(17,925)	(17,517)	(3,462)	(3,238)	5,657 (5,942)	6,216 (5,882)			5,657 (27,329)	6,216 (26,637)
DIVISIONAL GROSS MARGIN	68,733	70,736	283	675	(222)	334	0	0	68,794	71,745
GENERAL EXPENSES							(7,280)	(7,207)	(7,280)	(7,207)
EBITDA	68,733	70,736	283	675	(222)	334	(7,280)	(7,207)	61,514	64,538
IMPAIRMENT/DEP & AMORT	(16,733)	(12, 728)	(1)	(1)	(1, 193)	(357)	(308)	(313)	(18,235)	(13,399)
EBIT	52,000	58,008	282	674	(1,415)	(23)	(7,588)	(7,520)	43,279	51,139
NET FINANCIAL INCOME (CHARGES)							(34,570)	(35,706)	(34,570)	(35,706)
INCOME/(LOSS) FR. EQUITY INVESTMENTS							(490)	(566)	(490)	(566)
TAXES							2,496	1,057	2,496	1,057
NET PROFIT									10,715	15,924
MINORITIES' PORTION OF PROFIT/(LOSS) FOR THE PERIOD					361	151			361	151
GROUP'S PORTION OF NET PROFIT									11,076	16,075

€/1000	30/09/2013	30/06/2013	30/09/2013	30/06/2013	30/09/2013	30/06/2013	30/09/2013	30/06/2013	30/09/2013	30/06/2013
STATEMENT OF FINANCIAL POSITION	REAL ESTAT	E ACTIVITIES	SERV	ICES	"PORTA A MA	IARE" PROJECT MUTUAL TO		JAL TO		
PLANT, PROPERTY AND EQUIPMENT	1,740,531	1,740,805	0	0	8	8	9,166	9,228	1,749,705	1,750,041
INTANGIBLE ASSETS AND OTHER NON-CURRENT ASSETS	0	0	0	0	375	375	41,070	41,874	41,445	42,249
CURRENT INVESTMENTS	88,749	82,937	0	0	0	0	0	0	88,749	82,937
NWC	1,175	996	(237)	(35)	113,549	109,684	(35,951)	(34,464)	78,536	76, 181
OTHER NON-CURRENT LIABILITIES	(36,462)	(36,207)	(2,439)	(1,951)	(28, 789)	(28, 789)	0	0	(67,690)	(66,947)
TOTAL USE OF FUNDS	1,793,993	1,788,531	(2,676)	(1,986)	85,143	81,278	14,285	16,638	1,890,745	1,884,461
NET DEBT	1,044,488	1,046,714	(1,504)	(1,584)	28,569	24,420	14,285	16,638	1,085,838	1,086,188
NET ASSETS/(LIABILITIES9 FR. DERIVATIVES	38,114	40, 164	0	0	0	0	0	0	38,114	40, 164
EQUITY	711,391	701,653	(1, 172)	(402)	56,574	56,858	0	0	766, 793	758, 109
TOTAL SOURCES OF FUNDS	1,793,993	1,788,531	(2,676)	(1,986)	85,143	81,278	14,285	16,638	1,890,745	1,884,461

€/1000	30/09/2013	30/09/2012	30/09/2013	30/09/2012	30/09/2013	30/09/2012	30/09/2013	30/09/2012
REVENUE FROM FREEHOLD PROPERTIES	NO	RTH	CENTER - SOU	TH - ISLANDS	FOR	EIGN	TOT	TAL
RENTAL INCOME	35,812	36,090	34,999	35,680	7,707	8,294	78,518	80,064
NON-RECURRING REVENUE	57	19	14	20	0	0	71	39
RENTAL OF TEMPORARY SPACES	944	919	658	658	0	0	1,602	1,577
OTHER RENTAL INCOME	148	136	22	30	117	50	287	216
TOTAL	36,961	37,164	35.693	36.388	7.824	8.344	80.478	81.896



## SUBSEQUENT EVENTS AND OUTLOOK FOR THE YEAR

In October the business division responsible for the operation of the Darsena City Shopping Center was purchased through RGD Ferrara 2013 s.r.l., a 50/50 JV formed by IGD SIIQ S.p.A. and Beni Stabili S.p.A. SIIQ on 30 September 2013.

## Outlook

In what is still a difficult market environment characterized by a persistent situation of generalized crisis and ever declining consumption, the IGD Group managed to maintain its economic-financial fundamentals intact, with core business cash flow generation falling only slightly with respect to the prior year. We do not expect to see improvement with respect to the figures posted in the first nine months in terms of revenue and EBITDA by the end of the year. Development will continue solely of the investments that are already part of the portfolio, while paying careful attention to cash management and strengthening the financial structure.



## **IGD GROUP**

# Consolidated financial statements at 30 September 2013



## **Consolidated income statement**

Consolidated income statement	30/09/2013	30/09/2012	Change	3Q 2013	3Q 2012	Change
(€/000)	(A)	(B)	(A-B)	(C)	(D)	(C-D)
Revenue	86,712	88,249	(1,537)	28,680	29,256	(576)
Other income	3,754	3,917	(163)	1,240	1,297	(57)
Total revenue and operating income	90,466	92,166	(1,700)	29,920	30,553	(633)
Change in inventories for assets under construction	5,657	6,216	(559)	2,156	2,313	(157)
Total revenue and change in inventory	96,123	98,382	(2,259)	32,076	32,866	(790)
Costs of assets under construction	5,657	5,617	40	2,156	2,081	75
Purchase of materials and services	14,142	14,192	(50)	4,683	4,596	87
Cost of labour	6,177	5,882	295	1,940	1,855	85
Other operating costs	6,843	6,462	381	2,305	2,453	(148)
Total operating costs	32,819	32,153	666	11,084	10,985	99
(Amortization, depreciation and provisions)	(2,897)	(2,679)	(218)	(991)	(791)	(200)
(Impairment losses)/Reversals on w ork in progress and inventories	(316)	(771)	455	0	0	0
Change in fair value - increases / (decreases)	(16,812)	(11,640)	(5,172)	(797)	(717)	(80)
Total Amort., depr., provisions, impairment and change in fair value	(20,025)	(15,090)	(4,935)	(1,788)	(1,508)	(280)
EBIT	43,279	51,139	(7,860)	19,204	20,373	(1,169)
Income from equity investments	(490)	(566)	76	0	(199)	199
Income from equity investments	(490)	(566)	76	0	(199)	199
Financial income	296	469	(173)	34	242	(208)
Financial charges	34,866	36,175	(1,309)	11,754	11,999	(245)
Net financial income/(charges)	(34,570)	(35,706)	1,136	(11,720)	(11,757)	37
PRE-TAX PROFIT	8,219	14,867	(6,648)	7,484	8,417	(933)
Income tax for the period	(2,496)	(1,057)	(1,439)	521	678	(157)
NET PROFIT FOR THE PERIOD	10,715	15,924	(5,209)	6,963	7,739	(776)
Minorities portion of net profit	361	151	210	57	44	13
Parent Company's portion of net profit			(4,999)			



## Consolidated statement of comprehensive income

Consolidated statement of comprehensive income	30/09/2013	30/09/2012	Variazioni	3° Q 2013	3° Q 2012	Changes
(in €/000)	(A)	(B)	(A-B)	(C)	(D)	(C-D)
NET PROFIT FOR THE PERIOD	10,715	15,924	(5,209)	6,963	7,739	(776)
Other components of comprehensive income that will not be						
subsequently reclassified as profit/(loss) for the year:						
Transaction costs - capital increase	(390)	(580)	190	(9)	(3)	(6)
Total components of comprehensive income that will not be subsequently reclassified as profit/(loss) for the year, net of tax effects:	(390)	(580)	190	(9)	(3)	(6)
Other components of comprehensive income that will be						
subsequently reclassified as profit/(loss) for the year:						
Impact of hedge derivatives on equity	16,276	(16,094)	32,370	2,293	(5,672)	7,965
Tax effect of hedge derivatives on equity	(4,476)	4,426	(8,902)	(631)	1,560	(2,191)
Other effects on income statement components	(48)	(559)	511	68	(172)	240
Total components of comprehensive income that will be subsequently reclassified as profit/(loss) for the year, net of tax effects:	11,752	(12,227)	23,979	1,730	(4,284)	6,014
Total comprehensive income	22,077	3,117	18,960	8,684	3,452	5,232
Non-controlling interests in net (profit)/loss	361	151	210	57	44	13
IGD SIIQ S.p.A. share of net profit	22,438	3,268	19,170	8,741	3,496	5,245



# **Consolidated statement of financial position**

Consolidated statement of financial position	30/09/2013	30/06/2013	31/12/2012	Change	Change
(€/000)	(A)	(B)	(C)	(A-B)	(A-C)
NON-CURRENT ASSETS					
Intangible assets					
Intangible assets with finite useful lives	98	102	98	(4)	0
Goodw ill	11,427	11,427	11,427	0	0
	11,525	11,529	11,525	(4)	0
Property, plant, and equipment					
Investment property	1,736,115	1,736,115	1,754,550	0	( 18,435)
Buildings	9,166	9,228	9,349	( 62)	( 183)
Plant and machinery	1,257	1,353	1,271	(96)	( 14)
Equipment and other assets	1,820	1,947	2,179	( 127)	( 359)
Leasehold improvements	1,347	1,399	1,317	( 52)	30
Assets under construction	88,749	82,937	76,376	5,812	12,373
	1,838,454	1,832,979	1,845,042	5,475	( 6,588)
Other non-current assets					
Deferred tax assets	27,132	27,514	29,280	( 382)	( 2,148)
Sundry receivables and other non-current assets	2,432	2,899	3,828	( 467)	( 1,396)
Equity investments	356	306	304	50	52
Non-current financial assets	813	793	25	20	788
Derivatives - assets	112	125	150	( 13)	( 38)
	30,845	31,637	33,587	( 792)	( 2,742)
TOTAL NON-CURRENT ASSETS (A)	1,880,824	1,876,145	1,890,154	4,679	( 9,330)
CURRENT ASSETS:					
Work in progress inventory and advances	82,135	80,122	78,039	2,013	4,096
Trade and other receivables	14,247	15,268	14,972	( 1,021)	( 725)
Other current assets	4,437	4,279	3,144	158	1,293
Financial receivables and other current financial assets	291	353	775	( 62)	( 484)
Cash and cash equivalents	6,809	9,289	7,545	( 2,480)	( 736)
TOTAL CURRENT ASSETS (B)	107,919	109,311	104,475	( 1,392)	3,444
TOTAL ASSETS (A + B)	1,988,743	1,985,456	1,994,629	3,287	( 5,886)
NET EQUITY:					
Share capital	325,052	325,052	311,569	0	13,483
Share premium reserve	147,730	147,730	147,730	0	0
Other reserves	243,465	241,744	240,938	1,721	2,527
Group profit	39,231	32,211	41,653	7,020	( 2,422)
Total Group net equity	755,478	746,737	741,890	8,741	13,588
Portion pertaining to minorities	11,315	11,372	11,676	( 57)	( 361)
TOTAL NET EQUITY (C)	766,793	758,109	753,566	8,684	13,227
NON-CURRENT LIABILITIES:					
Derivatives - liabilities	38,226	40,289	54,125	( 2,063)	(15,899)
Non-current financial liabilities	741,943	766,225	574,359	(24,282)	167,584
Provision for employee severance indemnities	1,392	1,322	1,191	70	201
Deferred tax liabilities	44,283	43,797	45,422	486	( 1,139)
Provisions for risks and future charges	1,590	1,373	1,667	217	( 77)
Sundry payables and other non-current liabilities	20,425	20,455	20,240	(30)	185
TOTAL NON-CURRENT LIABILITIES (D)	847,859	873,461	697,004	( 25,602)	150,855
CURRENT LIABILITIES:		÷			
Current financial liabilities	351,808	330,398	523,617	21,410	(171,809)
Trade and other payables	12,322	13,154	12,646	( 832)	( 324)
Current tax liabilities	2,418	2,839	836	( 421)	1,582
Other current liabilities	7,543	7,495	6,960	48	583
TOTAL CURRENT LIABILITIES (E)	374,091	353,886	544,059	20,205	( 169,968)
TOTAL LIABILITIES (F=D + E)	1,221,950	1,227,347	1,241,063	( 5,397)	( 19,113)
TOTAL NET EQUITY AND LIABILITIES (C + F)	1,988,743	, , +	1,994,629	· - · - · · /	( ···,··•)



# Consolidated statement of changes in equity

nce at 30 September 2012	311,569	147,730	242,204	46,440	747,943	11,661	759,604
her reserves			1,227	(1,227)	0		0
gal reserve			1,437	(1,437)	0		0
nare capital increase	13,296			(	13,296		13,296
vidends paid				(23,862)	(23,862)		(23,862)
ation of 2011profit							
l comprehensive income es)	0	0	(12,807)	16,075	3,268	( 15 1)	3,117
comprehensive income (losses)			(1,139)		(1,139)		(1,139)
tion of cash flow hedge derivatives			(11,668)		(11,668)		(11,668)
for the period				16,075	16,075	(151)	15,924
nce at 01/01/2012	298,273	147,730	252,347	56,891	755,241	11,8 12	767,053
	Share capital	Share premium reserve	Other reserves	Group profit	Group net equity	Non controlling interests	Total net equity
	Share capital		Other reserves	Gro up profit	Group net		Non

	Share capital	Share premium reserve	Other reserves	Gro up profit	Group net equity	Non controlling interests	Total net equity
Balance at 01/01/2013	311,569	147,730	240,938	41,653	741,890	11,676	753,566
Profit for the period				11,076	11,076	(361)	10,715
Valuation of cash flow hedge derivatives			11,800		11,800		11,800
Other comprehensive income (losses)			(438)		(438)		(438)
Total comprehensive income (losses)	0	0	11,362	11,076	22,438	(361)	22,077
Allocation of 2012 profit							
- to dividends paid				(22,333)	(22,333)		(22,333)
- to share capital increase	13,483				13,483		13,483
- to legal reserves			1,019	(1,019)	0		0
- to other reserves			(9,854)	9,854	0		0
Balance at 30 September 2013	325,052	147,730	243,465	39,231	755,478	11,3 15	766,793



# **Consolidated statement of cash flows**

CONSOLIDATED STATEMENT OF CASH FLOWS	30/09/2013	30/09/2012
(In thousands of Euro)		
CASH FLOW FROM OPERATING ACTIVITIES:		
Pre-tax profit for the period	8,219	14,867
Adjustments to reconcile net profit with the cash flow generated (absorbed) in the period:		
Non-monetary items	8,548	6,836
Depreciation, amortization and provisions	2,898	2,679
(Impairment)/reversal of assets under construction and inventories	316	77
Change in fair value of investment property	16,812	11,640
Equity investments	3	557
CASH FLOW FROM OPERATING ACTIVITIES	36,796	37,350
Income tax	(939)	(1,112)
CASH FLOW FROM OPERATING ACTIVITIES NET OF TAX	35,857	36,238
Change in inventories	(5,287)	(5,690)
Net change in current assets and liabilities	(2,085)	(2,882)
Net change in non-current assets and liabilities	1,625	1,414
CASH FLOW FROM OPERATING ACTIVITIES	30,110	29,080
Investments in non-current assets	(14,221)	(9,332)
Divestments of non-current assets	0	386
Equity investments in subsidiaries	(55)	(108)
CASH FLOW FROM INVESTING ACTIVITIES (b)	(14,276)	(9,054)
Change in non-current financial assets	(788)	16
Change in financial receivables and other current financial assets	484	(1,830)
Dividend reinvestment option	13,091	12,71
Payment of dividends	(22,333)	(23,862)
Change in current debt	(175,215)	94,344
Change in non-current debt	168,205	(101,420)
CASH FLOW VROM FINANCING ACTIVITIES (c)	(16,556)	(20,041)
Difference in translation of liqudity	(14)	(82)
NET INCREASE (DECREASE) IN CASH BALANCE	(736)	(97)
CASH BALANCE AT BEGINNING OF THE PERIOD	7,545	14,433
CASH BALANCE AT END OF THE PERIOD	6,809	14,336



## **Net financial position**

The net financial position at 30 September 2013, 30 June 2013 and at 31 December 2012 is shown below. The net financial position, and the comparison figures, do not reflect the measurement of hedging instruments.

Credit lines with banks amount to €283.5 million, of which €85.52 million was unutilized at 30/09/2013. See the section "Statement of Financial Position and Financial Review" for comments.

NET FINANCIAL POSITIO	N		
	30/09/2013	30/06/2013	31/12/2012
Cash and cash equivalents	(6,809)	(9,289)	(7,545)
Financial receivables and other current financial assets	(291)	(353)	(775)
LIQUIDITY	(7,100)	(9,642)	(8,320)
Current financial liabilities	199,183	181,109	181,821
Mortgage loans - current portion	42,395	42,236	116,836
Leasing – current portion	282	279	275
Convertible bond loan - current portion	109,948	106,774	224,685
CURRENT DEBT	351,808	330,398	523,617
CURRENT NET DEBT	344,708	320,756	515,297
Non-current financial assets	(813)	(793)	(25)
Non-current financial liabilities due to other sources of finance	4,217	4,366	8,081
Leasing – non-current portion	5,232	5,303	5,444
Non-current financial liabilities	590,677	614,932	560,834
Convertible bond loan	141,817	141,624	0
NON-CURRENT DEBT	741,130	765,432	574,334
NET FINANCIAL POSITION	1,085,838	1,086,188	1,089,631



## Preparation criteria and scope of consolidation

#### Introduction

The interim management statement and consolidated accounts of the Immobiliare Grande Distribuzione Group at 30 September 2013 (unaudited) were drafted in compliance with Art. 154-*ter* of Legislative Decree 58/1998 and with the accounting and measurement standards established by IFRS, which were adopted by the European Commission according to Article 6 of EC Regulation 1606/2002 of the European Parliament and the Council of 19 July 2002 concerning the application of international accounting standards. The interim management statement at 30 September 2013 was approved and authorized for publication by the Board of Directors on 7 November 2013. IGD SIIQ S.p.A. is a subsidiary of Coop Adriatica Società Cooperativa a.r.l. and is under the management and coordination of that company. The financial statements, tables and explanatory notes are expressed in thousands of euro ( $\notin$ /000 or  $\notin$ K), unless otherwise specified.

## **Preparation criteria**

The consolidated financial statements have been drawn up on the basis of the financial statements at 30 September 2013, prepared by the consolidated companies and adjusted, where necessary, to align them with the Group's IFRS-compliant accounting and classification policies.

The accounting standards, accounting policies, and valuation methods are the same as those used to prepare the consolidated financial statements at 31 December 2012 and the consolidated half-year financial report at 30 June 2013, to which the reader should refer.

The valuation and reporting of book values are based on the IAS/IFRS and their interpretations currently in effect; they are therefore subject to modification in order to reflect any changes that may occur between this writing and 31 December 2013 as a result of the European Commission's future endorsement of new standards, new interpretations, or guidelines issued by the International Financial Reporting Interpretation Committee (IFRIC).

In accordance with CONSOB instructions, income statement figures are provided for the quarter under review and are compared with figures for the same periods last year. The figures in the statement of financial position, which refer to the end date of the quarter, are compared with the end date of the previous quarter. Therefore, comments on income statement items refer to a comparison with the same period of the prior year (30 September 2012), while balance sheet items are compared with the previous quarter (30 June 2013).

Please note that as of the year ended 31 December 2012 the costs and revenue from reinvoicing were offset. For the sake of comparison the figure at 30 September 2012 was revalued by €3,093 thousand . Furthermore, for the sake of comparison with respect to the same period of the prior year, the writedown of inventories made in order to reduce carrying value to the lower of cost and fair value was recognized under "(Impairment losses)/reversals on works in progress and inventories" at 30 September 2012 (€348 thousand).

The use of estimates broadly reflects the practice followed in the year-end financial statements. Deferred tax assets and liabilities have been calculated in addition to current taxes.



#### Scope of consolidation

The consolidated financial statements have been drawn up on the basis of the financial statements at 30 September 2013, prepared by the consolidated companies and adjusted, where necessary, to align them with the Group's IFRS-compliant accounting and classification policies. With respect to 31 December 2012, the scope of consolidation has not changed.

Pursuant to Consob Circular DEM/6064293 of 28 July 2006, below is a list of Group companies showing the location of their registered office, share capital in the local currency and consolidation method. The interests held directly or indirectly by IGD SIIQ S.p.A. and each of its subsidiaries are also specified.

Name	Registered office	Country	Share capital	Currency	Group's percent consolidated	Held by	Percent of share capital held	Operations
Parent company								
IGD SIIQ S.p.A.	Ravenna via agro pontino 13	Italy	336,028,239.08	Eur				Shopping center management
Subsidiaries consolidated on a line-by-li	ne basis							
IGD Management s.r.l.	Ravenna via Villa Glori 4	Italy	75,071,221.00	Eur	100%	IGD SIIQ S.p.A.	100.00%	Shopping center management and services
Millennium Gallerys.r.l	Ravenna via Villa Glori 4	Italy	100,000.00	Eur	100%	IGD SIIQ S.p.A.	100.00%	Shopping center management
Porta Medicea s.r.l.	Bologna via trattati comunitari Europei 1957-2007	Italy	60,000,000.00	Eur	80%	IGD M anagement s.r.l.	80.00%	Construction company
IGD Property SIINQ S.p.A.	Ravenna via Villa Glori 4	Italy	150,000.00	Eur	100%	IGD SIIQ S.p.A.	100.00%	Shopping center management
Win Magazin S.A.	Bucarest	Romania	113,715.30	Lei	100%	IGD M anagement s.r.l. 99,9%	100.00%	Shopping center management
						IGD SIIQ S.p.A. 0,1%		
Winmarkt management s.r.l.	Bucarest	Romania	1,001,000	Lei	100%	Win Magazin S.A.	100.00%	Agency and facility management services
Subsidiaries valued at cost								
Consorzio I Bricchi	Isola d'Asti	Italy	6,000.00	Eur		IGD SIIQ S.p.A.	72.25%	Shopping center promotionand management of
00000120120000	loc. Molini via prato boschiero		0,000.00	20.		100 0114 0.001	1212070	common areas
Consorzio Forte di Brondolo	Castenaso (Bologna)	Italy	67,180	Eur		IGD SIIQ S.p.A.	100%	Urban development consortium
	Via Villano va 29/7	· ·						
Consorzio Proprietari C.C.Leonardo	Imola (Bologna)	Italy	100,000.00	Eur		IGD SIIQ S.p.A.	52.00%	Shopping center promotionand management of
	Via Amendola 129							common areas
Associates valued at cost								
Millennium Center soc. cons. r.l.	Rovereto (Trento) via del Garda n.175	Italy	10,000.00	Eur		Millennium Gallery	35.40%	Shopping center promotionand management of common areas
Virtus College S.r.l.	Bologna via dell'Arcoveggio n.49/2	Italy	10,000.00	Eur		IGD SIIQ S.p.A.	40.00%	Sports team promotion
RGD Ferrara 2013 s.r.l.	Roma, via Piemonte 38	Italy	100,000.00	Eur		IGD SIIQ S.p.A.	50%	Darsena City shopping center management
Other valued at cost								
Iniziative Bologna Nord	Casalecchio di Reno (Bologna) via Isonzo n. 67	Italy	60,000.00	Eur		IGD M anagement s.r.l.	15.00%	Real estate development
Fondazione Virtus Pallacanestro Bologna	Bologna via dell'Arcoveggio n.49/2	Italy	1,200,000.00	Eur		IGD SIIQ S.p.A.	8.33%	Sports team promotion



For comments on the statement of financial position and the income statement, see the reviews provided above.

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Certification of the interim management statement pursuant to Art.154-*bis* (2) of Legislative Decree 58/98

I, Grazia Margherita Piolanti, in my capacity as financial reporting officer of IGD SIIQ SpA, hereby declare in accordance with Art. 154-*bis* (2) of Legislative Decree 58/98 that the figures in the Interim Management Statement at 30 September 2013 correspond to the company's records, ledgers and accounting entries.

Grazia Margherita Piolanti Financial Reporting Officer