# **SONAE** 9 MONTHS RESULTS'19

#### Highlights and CEO message

- Consolidated turnover in the first 9 months of the year reached €4,635 M, overperforming last year by 10%
- Underlying EBITDA increased by 24% yoy, reaching €402 M, which represents a margin of 8.7%
- Capital structure remained solid, with Net debt decreasing €20 M yoy, and the Holding LTV standing at 14%
- RoIC reached 9.8% in 9M19, being positively impacted by improved profitability and capital gains on asset sales

"Sonae maintained a strong operational performance in Q3, thus consolidating the positive results reached in the first half of the year.

Consolidated turnover increased 9% yoy to €1.7 Bi in the quarter and 10% to €4.6 Bi in YTD terms. This strong growth level was mainly driven by Sonae MC but also by a number of acquisitions completed in the last 12 months, more notably the 20% stake in Sonae Sierra and a controlling stake in Arenal at Sonae MC. But even without these acquisitions, growth would have reached 5% in the first nine months of the year.

Profitability also continued to improve. Underlying EBITDA increased 21% yoy in the quarter and 24% in the first nine months of the year. I would like to highlight the benchmark profitability level at Sonae MC, the good performance of ISRG and the solid improvements at Sonae Fashion in the quarter. Direct income increased 43% yoy in Q3 and RoIC reached 9.8% in the last 12 months, close to our medium-term target of 10%.

In terms of portfolio management, Sonae Sierra completed the merger of Sonae Sierra Brasil with Aliansce Shopping Centers. The merits of this merger have been well recognised by capital markets in Brazil and the first signs of the integration process reinforce our confidence in the value creation potential of this transaction. Also during the quarter, Sonae IM sold WeDo to Mobileum Inc., generating a €17 M capital gain for Sonae.

Sonae's Balance Sheet remains strong with Net Debt decreasing  $\[ \]$  M yoy,  $\[ \]$  113 M on a comparable basis, another clear demonstration of the cash generation ability of our underlying assets.

As the end of the year approaches, we will remain focused on driving strategy execution in each business in order to make 2019 a successful year for Sonae and all our stakeholders."

Cláudia Azevedo, Sonae CEO

#### Sonae consolidated performance

| Sonae corporate structure |       |                      |
|---------------------------|-------|----------------------|
|                           | Stake | Consolidation method |
| Sonae MC                  | 100%  | Full consolidation   |
| Worten                    | 100%  | Full consolidation   |
| Sonae Fashion             | 100%  | Full consolidation   |
| ISRG                      | 30%   | Equity method        |
| Sonae FS                  | 100%  | Full consolidation   |
| Sonae IM                  | 90%   | Full consolidation   |
| Sonae Sierra              | 70%   | Full consolidation   |
| NOS                       | 23%   | Equity method        |

#### Brief portfolio update

In 3Q19, Sonae IM completed the sale of WeDo with P&L figures being restated to reflect this business as a discontinued operation in both 2018 and 2019. Also in this quarter, Sonae Sierra completed the merger of Sonae Sierra Brasil with Aliansce Shopping Centres. This transaction had no impact on the consolidation method of the Brazilian subsidiary (equity method) but produced significant impacts on the quarterly accounts.

| Sonae consolidated results                |                     |                     |          |                     |                     |          |
|---|---------------------|---------------------|----------|---------------------|---------------------|----------|
| Million euros                             | 9M18 <sup>(1)</sup> | 9M19 <sup>(1)</sup> | yoy      | 3Q18 <sup>(1)</sup> | 3Q19 <sup>(1)</sup> | yoy      |
| Turnover                                  | 4,204               | 4,635               | 10.2%    | 1,539               | 1,674               | 8.8%     |
| Underlying EBITDA                         | 326                 | 402                 | 23.5%    | 134                 | 162                 | 21.1%    |
| margin                                    | 7.7%                | 8.7%                | 0.9 p.p. | 8.7%                | 9.7%                | 1.0 p.p. |
| Equity method results (2)                 | 42                  | 79                  | 85.8%    | 16                  | 28                  | 82.0%    |
| Non-recurrent items                       | 33                  | 4                   | -86.9%   | -3                  | 16                  | -        |
| EBITDA                                    | 401                 | 485                 | 20.9%    | 146                 | 206                 | 41.2%    |
| margin                                    | 9.5%                | 10.5%               | 0.9 p.p. | 9.5%                | 12.3%               | 2.8 p.p. |
| Provisions and impairment losses          | -5                  | -11                 | -        | -2                  | -8                  | -        |
| D&A                                       | -146                | -155                | -6.1%    | -50                 | -53                 | -5.6%    |
| D&A - RoU                                 | -69                 | -91                 | -32.2%   | -23                 | -31                 | -32.8%   |
| EBIT                                      | 181                 | 228                 | 26.2%    | 71                  | 115                 | 61.4%    |
| Net financial results - lease liabilities | -47                 | -54                 | -15.4%   | -16                 | -18                 | -14.8%   |
| Net financial results - financing         | -23                 | -32                 | -38.8%   | -8                  | -11                 | -31.6%   |
| EBT                                       | 112                 | 143                 | 28.0%    | 47                  | 86                  | 81.9%    |
| Taxes                                     | -2                  | -9                  | -        | 7                   | -9                  | -        |
| Direct results                            | 110                 | 133                 | 21.6%    | 54                  | 77                  | 43.1%    |
| Indirect results                          | 2                   | -2                  | -        | -28                 | -10                 | 64.6%    |
| Net income                                | 111                 | 131                 | 17.8%    | 26                  | 67                  | 160.6%   |
| Non-controlling interests                 | -7                  | -43                 | -        | -1                  | -17                 | -        |
| Net income group share                    | 105                 | 88                  | -16.1%   | 24                  | 50                  | 105.1%   |

(1) Restated figures due to: a) IFRS 16 accounting standard; and b) the discontinued operations namely Berg from Sonae Fashion and the sale of Saphety and WeDo in Sonae IM.

(2) Equity method results: includes direct income by equity method results from Sonae Sierra statutory accounts, income related to investments consolidated by the equity method (mainly NOS/Zopt and ISRG) and discountinued operations res

From a statutory point of view, Sonae turnover reached €4,635 M in the 9M19, increasing by 10.2% versus last year, benefiting mainly from Sonae MC (+€299 M), Sonae IM (+€24 M), and also from the consolidation of Sonae Sierra's statutory revenues (€125 M).

Underlying EBITDA also followed a positive trend and improved by 23.5% yoy to €402 M in 9M19, benefiting mostly from an improvement of Sonae MC (+€42 M) and the consolidation of Sonae Sierra's statutory figures (€40 M). Even excluding Sonae Sierra's full consolidation, turnover and underlying EBITDA would have increased significantly yoy.

The positive underlying EBITDA evolution, coupled with a growth in the equity method results of +€36 M, more than offset the lower non-recurrent items, and led EBITDA to increase +20.9% yoy to €485 M in the 9M19. This increase in the equity method result was mainly driven by the full consolidation of Sonae Sierra since the 4Q18 but also by the improvement of ISRG's performance, which had a positive impact of +€10 M yoy. Regarding non-recurrent items, capital gains were registered in the quarter from the WeDo transaction (€17 M) and a sale & leaseback transaction (€3 M) leading to €4 M of non-recurrent items until the end of September, which compares with last year's €33 M, mainly due to the capital gain in the 2Q18 related with the Outsystems transaction.

#### Sonae capital structure

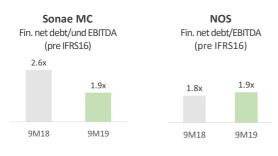
| Sonae net invested capital           |                     |       |       |
|--------------------------------------|---------------------|-------|-------|
| Million euros                        | 9M18 <sup>(1)</sup> | 9M19  | уоу   |
| Net invested capital                 | 5,569               | 5,753 | 3.3%  |
| Shareholders funds                   | 3,055               | 3,039 | -0.5% |
| Net Debt                             | 1,539               | 1,519 | -1.3% |
| Comparable                           | 1,539               | 1,426 | -7.3% |
| Impact from acquisitions & disposals | -                   | 93    | -     |
| Lease liabilities                    | 976                 | 1,194 | 22.4% |

(1) Restated figures according to IFRS16 accounting standard











In what concerns Sonae's capital structure, **total net debt** decreased by €20 M yoy to €1,519 M. On a comparable basis, i.e. excluding the changes in the portfolio, net debt decreased €113 M yoy.

The group's **gearing** now stands at 0.5x, decreasing 0.1x versus 9M18.

Sonae was able to keep a low **cost of debt**, which stood at **1.3%** during 9M19, and the average maturity profile is above 4 years. Without Sonae Sierra, the cost of debt was 1% and Sonae continued to keep its practice of being fully financed for the coming 18 months.

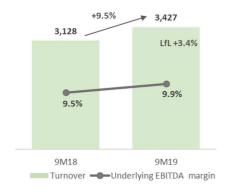
All the companies in the portfolio maintained conservative balance sheets. On a pre IFRS16 basis, Sonae MC financial net debt to underlying EBITDA stood at 1.9x at the end of 9M19, decreasing from 2.6x in 9M18. NOS also posted a 1.9x financial net debt/ EBITDA in 9M19. And Sonae Sierra's loan-to-value stood at 28%, reducing by 20 bps vs last year. At the holding level, loan-to-value stood at 14%, impacted by the acquisition of the 20% stake in Sonae Sierra.

| Sonae Capex                     |      |      |        |
|---------------------------------|------|------|--------|
| Million euros                   | 9M18 | 9M19 | yoy    |
| Capex                           | 480  | 275  | -42.6% |
| Sonae MC                        | 160  | 220  | 38.0%  |
| Worten                          | 19   | 16   | -18.1% |
| Sonae Fashion                   | 16   | 12   | -23.0% |
| Sonae IM                        | 19   | 26   | 33.3%  |
| Sonae FS                        | < 1  | < 1  | -30.1% |
| Sonae Sierra                    | 0    | 5    | -      |
| Acquisition of 20% Sonae Sierra | 256  | -    | -      |

Total capex reached €275 M in the 9M19, decreasing when compared to last year, mainly reflecting the impact of Sonae Sierra's 20% acquisition in the 3Q18. The other main deviation came from Sonae MC, which increased capex by c.€60 M yoy, mostly driven by the acquisition of Arenal.

#### Sonae MC

Turnover and underlying EBITDA margin evolution (€M; %)



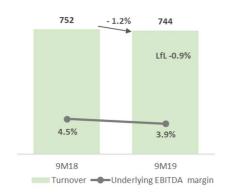
(For additional information please see document published with Sonae MC 9M19 Results at www.sonae.pt)

Sonae MC kept a steady growth pace and increased its turnover by 9.5% yoy to €3,427 M in 9M19, thus reinforcing once again its leading position. This growth was underpinned by: (i) strong 9M LfL evolutions in all segments (hypermarkets 2.2%, supermarkets 3.4% and 8.2% in the new growth businesses), mostly fuelled by increased volumes, despite the food deflation in the third quarter and a cooler summer, (ii) continued expansion efforts, with the opening of 58 new company operated stores (including 9 Continente Bom Dia stores and 2 Continente Modelo stores) during the 9M, and (iii) the Arenal acquisition in the beginning the year (with a total of 44 stores operating at the end of 9M19).

Regarding profitability, Sonae MC's underlying EBITDA grew from €299 M in 9M18 to €340 M in 9M19, corresponding to a margin of 9.9% in 9M19 which remained a benchmark in the sector. As already mentioned in the 1H results, following the adoption of IFRS 16, Sonae MC completed in the second quarter the review of additional transportation lease agreements under this new standard, with retrospective impact on the income statement and on the balance sheet since the beginning of the year. Excluding this effect, underlying EBITDA margin in the 9M was broadly in line with the previous year.

#### Worten

Turnover and underlying EBITDA margin evolution (€M; %)



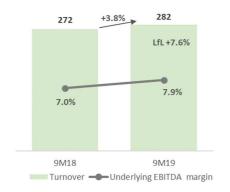
Worten reached €744 M of turnover in the first nine months, with retail sales in Portugal and Canary Islands above last year, notwithstanding the negative evolution of seasonal categories in August, mostly due to the unusual low temperatures in Iberia and the ongoing adjustment of the operation in Spain Mainland. As planned, nine loss-making stores in Spain were closed in the 9M19; in addition, further optimization of local head office costs was already completed, and two more stores were already closed this November.

Worten's marketplace produced results above expectations, helping to push online sales growth by almost 50% QoQ. In August, Worten improved its value proposition, making the full marketplace product range available at all its physical stores.

Already in Q4, Worten reached an agreement to acquire 100% of the share capital of iServices, a leading smartphone repair company operating in Portugal through a network of 15 stores. This acquisition, after receiving the mandatory approvals for a transaction of this nature (including anti-trust review), will reinforce Worten's capabilities in its services offering and contribute to strengthen its customer experience and ecosystem.

#### **Sonae Fashion**

Turnover and underlying EBITDA margin evolution (€M; %)



During this quarter Sonae Fashion continued to see benefits from its ongoing transformation plan, with teams accelerating their efforts to evolve Sonae Fashion's operational model, thus improving turnover, market share and operational results.

Turnover increased +4.2% in 3Q19, supported by a strong omnichannel LFL growth (+8% in 3Q19 vs. +7% in 1H19). All brands have been achieving important milestones in the ecommerce front, delivering high growth rates (namely MO, +45% yoy and Zippy +62% yoy). It is worth highlighting that Sonae Fashion sustained an Iberian market share increase for the fifth consecutive quarter.

Concerning operational results of 9M19, underlying EBITDA increased by 3.4M€, reaching a margin of 7.9%.

#### **Iberian Sports Retail Group (ISRG)**

Turnover and EBITDA mg evolution (€M; %)



Over the last 9 months, ISRG turnover increased by 15.5% yoy, reaching €501 M, fuelled by both the JD and Sprinter banners. Sport Zone's refurbished stores are also posting very positive results, which is a clear evidence of the merits of the merger. Regarding profitability, EBITDA improved significantly both in absolute and marginal terms, with positive evolutions from all banners, reflecting a stronger top line performance combined with higher cost control at both stores and central structure levels.

All in all, equity method results included in Sonae's accounts in 9M19 stood at €7.0 M, €9.9 M above 9M18.

Note: Due to calendar reporting dates of JD Sports (the main shareholder of the JV), ISRG figures for the L9M refer to Nov  $3^{\rm rd}$  - Aug  $3^{\rm rd}$ .

#### Sonae FS

# Turnover and underlying EBITDA mg evolution (€M; %)



In the first nine months of the year, Sonae FS continued to post a good performance, having increased turnover by 17.7% versus last year to €27 M and improved underlying EBITDA from €4 M in 9M18 to €7 M in 9M19, which represents a margin of 24.3%.

As for the Universo card operation, in September total subscribers had already surpassed 820 thousand, a growth of c.130 thousand subscribers over the last twelve months. In addition, Universo's share in the Portuguese payments market continued to increase, reaching 12.6% at the end of September.

#### Sonae IM

| Portfolio <sup>1</sup> (at the end of 9M19) |                    |
|---|--------------------|
| Controlling stakes                          | Minority stakes    |
| S21Sec                                      | AVP Funds          |
| Bizdirect                                   | Stylesage          |
| InovRetail                                  | Ometria            |
| Bright Pixel                                | Arctic Wolf        |
| Excellium                                   | Secucloud          |
|   | Continuum Security |
|   | Nextail            |
|   | Case on it         |
|   | Jscramber          |
|   | Reblaze            |
|   | ciValue            |
|   | Visenze            |
|   | CB4                |
|   | Cellwize           |
|   | Daisy Intelligence |

(1) Excludes the early stage investments held through BrightPixel and Vector I Fund

During the 9M19, Sonae IM has entered in the capital of six new companies, three of which at seed stage, besides follow-on investments in some portfolio companies. Daisy Intelligence, an Al-powered platform for retail merchandising teams focused on optimizing promotional product and price mixes, was the new investment of 3Q19. Sonae IM invested in the company through a series A round of C\$10 M led by Framework Venture Partners.

Also in 9M19, aligned with its active portfolio management strategy, Sonae IM sold 100% of Saphety's shares to members of its management team, backed by Oxy Capital, and sold 100% of WeDo's shares to Mobileum, Inc.

At the end of September, Sonae IM had €119 M cash invested in its active portfolio, composed of 30 companies and the participation in 3 Armilar Funds, and a track record of 4 exits, that resulted in a €140 M cash inflow.

Regarding the operational performance of controlled companies, turnover grew 35.9% to €90 M, fuelled by the merger of Nextel and the acquisition of Excellium. Even on a comparable basis, Turnover presented a relevant double-digit growth (+12.3%). Underlying EBITDA stood at negative €4.7 M in the 9M19, mainly influenced by the consolidation of recently acquired companies.

#### **Sonae Sierra**

| Proportional basis - managemen | nt accoun | ts    |           |       |       |           |
|--------------------------------|-----------|-------|-----------|-------|-------|-----------|
| Million euros                  | 9M18      | 9M19  | yoy       | 3Q18  | 3Q19  | уоу       |
| Turnover                       | 159       | 164   | 3.4%      | 53    | 52    | -2.7%     |
| EBIT                           | 78        | 78    | 0.0%      | 26    | 23    | -11.6%    |
| EBIT margin                    | 48.7%     | 47.1% | -1.6 p.p. | 48.4% | 44.0% | -4.4 p.p. |
| Direct results                 | 50        | 49    | -0.7%     | 17    | 13    | -20.1%    |
| Indirect results               | 28        | -24   | -         | 2     | -10   | -         |
| Net results                    | 78        | 25    | -67.3%    | 19    | 3     | -83.4%    |

Note: Net Results excludes non-cash effect from recycling of currency translation reserves within equity, resulting from the merger of Sonae Sierra Brasil.

| NAV and LTV            |       |       |       |
|------------------------|-------|-------|-------|
|                        | 9M18  | 1H19  | 9M19  |
| NAV (M€)               | 1,423 | 1,364 | 1,348 |
| Loan-to-Value (Net, %) | 30.1% | 29.1% | 28.0% |

| Key operational indicators                |       |       |          |
|---|-------|-------|----------|
|   | 9M18  | 9M19  | yoy      |
| Shopping centres owned/co-owned (EoP,#)   | 45    | 56    | 11       |
| Shopping centres Under Management (EoP,#) | 65    | 110   | 45       |
| European Portfolio                        |       |       |          |
| Total GLA (SC owned/co-owned, 000 m2)     | 1,467 | 1,165 | -20.6%   |
| Occupancy rate (SC owned/co-owned, %)     | 97.3% | 97.8% | 0.5 p.p. |
| LfL Tenant Sales (SC owned/co-owned)      | 1.4%  | 4.0%  | 2.6 p.p. |
| Total GLA (SC Under Management, 000 m2)   | 1,948 | 2,433 | 24.9%    |

Please see additional information on page 10 for statutory accounts.

During the nine months to September 2019, Sonae Sierra continued to record a solid operational performance, underpinned by organic growth of its asset portfolio (4% LFL growth of Sales and 3.6% LFL growth in rents in its European Portfolio), the opening of a shopping centre in Colombia and a good performance of its services division. Indirect results in the 9M19 period, were negatively impacted by a discrete expansion of yields in secondary assets and accounting impacts from the merger in Brazil, which was completed in the beginning of August.

In relation to its capital recycling strategy, Sonae Sierra has successfully concluded the sale of its stakes in Algarveshopping, Albufeira Retail Park and Alexa, generating total proceeds to Sierra of ca.€45 M in the quarter and in the year of over €80 M.

At the end of September, NAV amounted to €1,348 M which represents a 1% decrease when compared to the value in the end of June, due to the indirect result impact referred to above.

#### NOS

| Financial Indicators                               |                     |       |         |                     |       |         |
|--|---------------------|-------|---------|---------------------|-------|---------|
| Million euros                                      | 9M18 <sup>(1)</sup> | 9M19  | yoy     | 3Q18 <sup>(1)</sup> | 3Q19  | yoy     |
| Operating revenues                                 | 1,167               | 1,185 | 1.5%    | 395                 | 403   | 2.1%    |
| EBITDA   | 492                 | 505   | 2.8%    | 168                 | 173   | 3.4%    |
| EBITDA margin                                      | 42.1%               | 42.6% | 0.5 p.p | 42.5%               | 43.0% | 0.5 p.p |
| Net results  | 125                 | 138   | 10.4%   | 45                  | 48    | 5.7%    |
| Capex  | 313                 | 311   | -0.6%   | 110                 | 103   | -5.8%   |
| Total FCF bef. Divid., Fin. Inv. + Own shares acq. | . 180               | 144   | -19.9%  | 88                  | 44    | -49.7%  |

(1) Restated figures according to IFRS16 accounting standard

| Operational Indicators                           |       |       |      |
|--|-------|-------|------|
| ('000)   | 3Q18  | 3Q19  | yoy  |
| Total RGUs (Net adds)                            | 66    | 69    | -    |
| Convergent + Integrated RGUs (Net adds)          | 72    | 47    | -    |
| Mobile (Net adds)                                | 39    | 40    | -    |
| Pay TV (Net adds)                                | 5     | 14    | -    |
| Total RGUs                                       | 9,549 | 9,653 | 1.1% |
| Convergent + Integrated RGUs                     | 4,433 | 4,622 | 4.3% |
| Convergent + Integrated Customers                | 880   | 915   | 3.9% |
| ARPU/Unique subscriber with fixed access (euros) | 44    | 44    | -    |

NOS published its 9M19 results on November 6<sup>th</sup>, available on its website (<u>www.nos.pt</u>).

NOS operating revenues increased by 1.5% versus last year, amounting to €1,185 M in the first nine months, driven by a solid telco performance (+1.1%) and by a strong growth in audiovisuals & cinemas (+8.3%). The cinema business had a record quarter in terms of ticket sales, reaching 2.764 million in 3Q19 (+16.2% yoy).

EBITDA increased by 2.8%, above the pace of revenues, totalling €505 M in 9M19 and leading to a margin increase to 42.6%.

Capex including right of use stood in line with last year, totalling €311 M in 9M19. Free cash flow decreased yoy to €44 M in 3Q19 due to the positive impact in 3Q18 of a non-recurring inflow related with a legal settlement in favour of NOS.

## Corporate information

### Main corporate events in the 3Q19

July 29th

Sonae informed on qualified shareholding.

September 11<sup>th</sup>

Sonae informed about plan for gender equality.

September 30<sup>th</sup>

Sonae informed on sale & leaseback transaction of Sonae MC.

#### **Subsequent events**

October 11th

Sonae informed on Capital Markets Days presentation.

October 25<sup>th</sup>

Sonae informed on Cash Settled Equity Swap term extension.

#### Additional information

#### **Methodological notes**

The consolidated financial information contained in this report was prepared in accordance with International Financial Reporting Standards (IFRS), as adopted by the European Union. The financial information regarding quarterly and semi-annual figures was not subject to audit procedures.

Note: Sonae implemented the following changes in its reporting structure:

- (i) Adoption of the IFRS16 accounting standard in 2019 and 2018 restated for comparable reasons;
- (ii) A new business structure, which now includes a new perimeter for Sonae MC (comprised of the historical Sonae MC segment, Maxmat and Sonae RP's operational assets). The former Sonae Sports & Fashion segment was split into Sonae Fashion and ISRG, given the different nature and independent management teams of both businesses;
- (iii) Following the acquisition of a further 20% in Sonae Sierra in 2018, Sonae Sierra statutory balance sheet started to be fully consolidated in the 3Q18 and the statutory P&L in the 4Q18;
- (iv) Discontinued operations, namely Berg, in Sonae Fashion in 2018 and Saphety and WeDo following the sale from Sonae IM in 1Q19 and 3Q19, respectively were deconsolidated also in 2018 for comparable reasons.

#### Sonae Sierra statutory accounts

| Sonae Sierra consolidated results |      |      |
|-----------------------------------|------|------|
| Million euros                     | 3Q19 | 9M19 |
| Turnover                          | 39   | 125  |
| Underlying EBITDA                 | 12   | 40   |
| margin                            | 32%  | 32%  |
| Equity method results             | 14   | 43   |
| Non-recurrent items               | 0    | -15  |
| EBITDA                            | 26   | 68   |
| margin                            | 65%  | 54%  |
| Provisions and impairment losses  | -1   | -1   |
| D&A                               | -1   | -2   |
| EBIT                              | 24   | 65   |
| Net financial results             | -4   | -10  |
| EBT                               | 20   | 54   |
| Taxes                             | -1   | -5   |
| Direct results                    | 19   | 50   |
| Indirect results                  | -9   | 0    |
| Net income                        | 9    | 49   |
| Non-controlling interests         | -6   | -24  |
| Net income group share            | 3    | 25   |

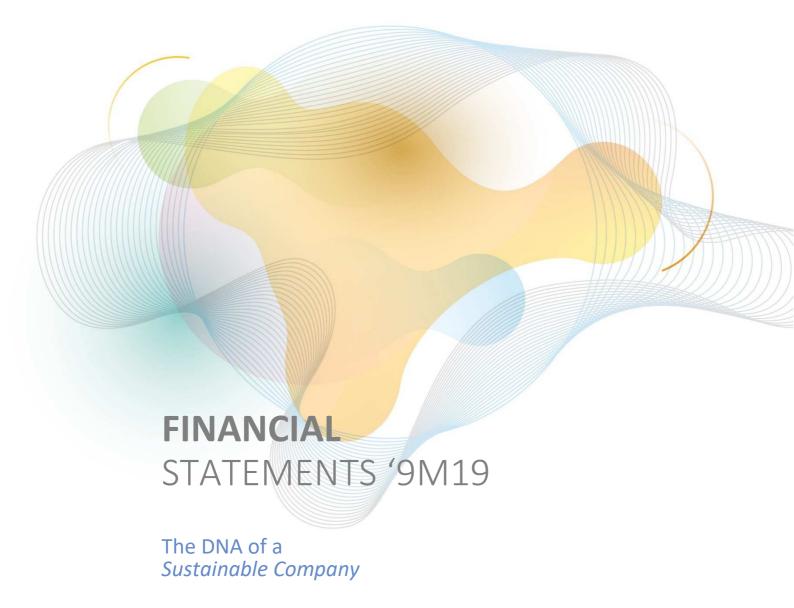
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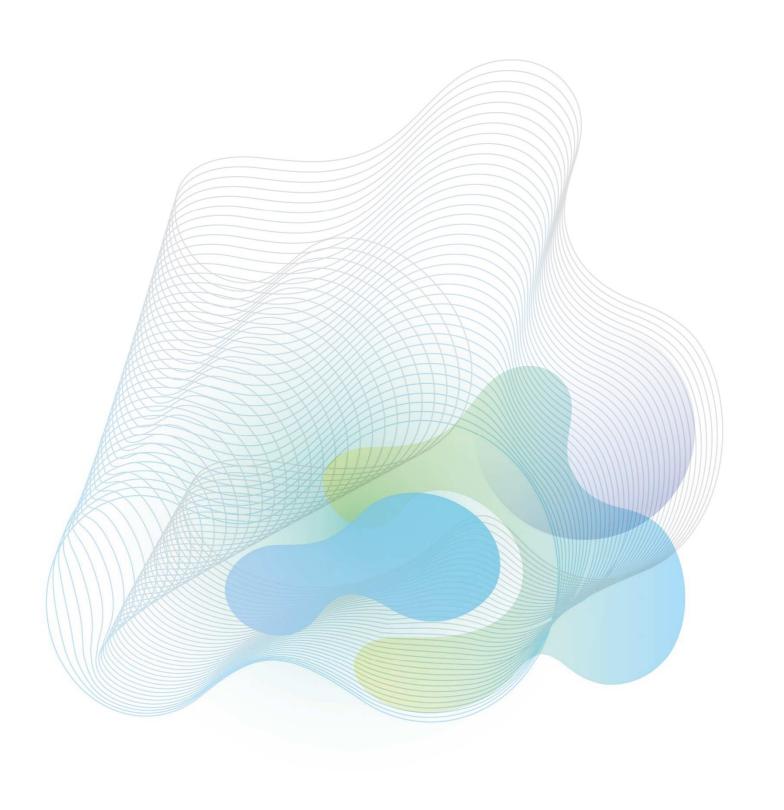
# Sonae balance sheet

| Sonae statement of financial position |               |               |             |
|---------------------------------------|---------------|---------------|-------------|
|                                       | 01410         | 00410         |             |
| Million euros TOTAL ASSETS            | 9M18<br>8,513 | 9M19<br>8,773 | yoy<br>3.1% |
| Non current assets                    | 6,768         | 7,010         | 3.6%        |
| Net fixed assets                      | 2,008         | 2,042         | 1.7%        |
| Net Rights of Use                     | 887           | 1,070         | 20.7%       |
| Goodwill                              | 737           | 784           | 6.4%        |
| Investment properties                 | 806           | 975           | 21.0%       |
| Other investments                     | 2,145         | 2,002         | -6.6%       |
| Deferred tax assets                   | 83            | 69            | -17.0%      |
| Others                                | 102           | 66            | -35.1%      |
| Current assets                        | 1,745         | 1,764         | 1.1%        |
| Stocks                                | 645           | 657           | 1.9%        |
| Trade debtors                         | 146           | 124           | -15.0%      |
| Liquidity                             | 568           | 666           | 17.2%       |
| Others                                | 386           | 317           | -17.9%      |
| SHAREHOLDERS' FUNDS                   | 3,055         | 3,039         | -0.5%       |
| Equity holders                        | 1,949         | 2,037         | 4.5%        |
| Attributable to minority interests    | 1,106         | 1,003         | -9.3%       |
| LIABILITIES                           | 5,459         | 5,734         | 5.0%        |
| Non-current liabilities               | 2,784         | 3,555         | 27.7%       |
| Bank loans                            | 1,025         | 1,430         | 39.6%       |
| Lease liabilities                     | 845           | 1,095         | 29.6%       |
| Other loans                           | 517           | 562           | 8.8%        |
| Deferred tax liabilities              | 280           | 326           | 16.2%       |
| Provisions                            | 37            | 33            | -12.9%      |
| Others                                | 80            | 109           | 37.0%       |
| Current liabilities                   | 2,675         | 2,179         | -18.5%      |
| Bank loans                            | 517           | 230           | -55.4%      |
| Lease liabilities                     | 131           | 99            | -24.0%      |
| Other loans                           | 216           | 6             | -97.3%      |
| Trade creditors                       | 1,213         | 1,247         | 2.8%        |
| Others                                | 598           | 596           | -0.3%       |
| SHAREHOLDERS' FUNDS + LIABILITIES     | 8,513         | 8,773         | 3.1%        |

## Glossary

| Capex                                 | Investments in tangible and intangible assets and investments in acquisitions. For NOS it includes right of use.  |
|---------------------------------------|---|
| Direct results                        | Results before non-controlling interests excluding contributions to indirect results.   |
| (Direct) EBIT                         | Direct EBT - financial results.   |
| EBITDA                                | Underlying EBITDA + equity method results + non-recurrent items.  |
| EBITDA margin                         | EBITDA / turnover.  |
| (Direct) EBT                          | Direct results before taxes.  |
| ЕоР                                   | End of period.  |
| Financial net debt                    | Net debt excluding shareholders' loans.   |
| Gearing (book value)                  | Average of the last four quarters considering, for each quarter, total net debt (EoP) / total shareholders' funds (EoP).  |
| Gearing (market value)                | Average of the last four quarters considering, for each quarter, total net debt (EoP) / equity value considering the closing price of Sonae shares on the last day of each quarter.   |
| GLA                                   | Gross Lettable Area: equivalent to the total area available to be rented in the shopping centres.   |
| Indirect results                      | Includes Sonae Sierra's results, net of taxes, arising from: (i) investment property valuations; (ii) capital gains (losses) on the sale of financial investments, joint ventures or associates; (iii) impairment losses of non-current assets (including goodwill) and (iv) provision for assets at risk. Additionally and concerning Sonae's portfolio, it incorporates: (i) impairments in retail real estate properties; (ii) reductions in goodwill; (iii) provisions (net of taxes) for possible future liabilities and impairments related with noncore financial investments, businesses, assets that were discontinued (or in the process of being discontinued/repositioned); (iv) results from mark to market methodology of other current investments that will be sold or exchanged in the near future; and (v) other non-relevant issues. |
| Investment properties                 | Shopping centres in operation owned and co-owned by Sonae Sierra.   |
| Lease Liabilities                     | Net present value of payments to use the asset.   |
| Like for Like sales (LfL)             | Sales made by stores that operated in both periods under the same conditions. Excludes stores opened, closed or which suffered major upgrade works in one of the periods.   |
| Loan to Value (LTV) -<br>Holding      | Holding net debt (average) / NAV of the investment portfolio plus Holding net debt (average).   |
| Loan to Value (LTV) –<br>Sonae Sierra | Net debt / (Investment properties + properties under development), on a proportional basis.   |
| Net asset value (NAV)<br>Sonae Sierra | Open market value attributable to Sonae Sierra - net debt - minorities + deferred tax liabilities.  |
| Net debt                              | Bonds + bank loans + other loans + financial leases + shareholder loans - cash - bank deposits - current investments - other long-term financial applications.  |
| Net invested capital                  | Total net debt + total shareholders' funds.   |
| Online sales                          | Total e-commerce sales, including online marketplaces.  |
| Open market value<br>(OMV)            | Fair value of properties in operation (% of ownership), provided by independent international entities and book value of development properties (% of ownership).   |
| Other loans                           | Bonds, leasing and derivatives.   |
| RGU                                   | Revenue generating unit.  |
| Right of use (RoU)                    | Lease liability at the beginning of the lease adjusted for, initial direct costs, advance rent payments and possible lease discounts.   |
| RoIC                                  | Return on invested capital.   |
| Underlying EBITDA                     | Recurrent EBITDA from the businesses consolidated using the full consolidation method.  |
| Underlying EBITDA margin              | Underlying EBITDA / turnover.   |
|                                       | Sonae 9M Results '19   1  |





Condensed consolidated financial statements

#### CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AT 30 SEPTEMBER 2019 AND 2018 AND 31 DECEMBER 2018

(Amounts expressed in euro)
(Translation of consolidated financial statements originally issued in Portuguese. In case of discrepancy the Portuguese version prevails.)

| ASSETS  | Notes | 30 Sep 2019   | 30 Sep 2018<br>Restated<br>Note 3 | 31 Dec 2018<br>Restated<br>Note 3 | 01 Jan 2018<br>Restated |
|---|-------|---------------|-----------------------------------|-----------------------------------|-------------------------|
| NON-CURRENT ASSETS:   |       |               |                                   |                                   |                         |
| Property, plant and equipment   | 6     | 1,691,845,513 | 1,645,850,660                     | 1,656,150,305                     | 1,650,873,072           |
| Intangible assets   | 7     | 350,490,395   | 362,406,888                       | 365,568,045                       | 367,924,247             |
| Right of use assets   | 8     | 1,070,200,574 | 886,708,437                       | 969,918,015                       | 868,027,109             |
| Investment properties   | 9     | 975,205,484   | 806,124,576                       | 998,577,368                       | -                       |
| Goodwill  | 10    | 783,779,852   | 736,574,374                       | 779,450,545                       | 634,363,213             |
| Investments in joint ventures and associates  | 11    | 1,935,180,979 | 2,112,923,187                     | 1,984,596,708                     | 1,407,506,282           |
| Other investments   | 12    | 67,282,852    | 32,159,773                        | 47,160,447                        | 19,423,775              |
| Deferred tax assets   | 15    | 69,257,469    | 83,458,250                        | 73,372,923                        | 71,883,593              |
| Other non-current assets  | 13    | 66,295,989    | 102,085,994                       | 80,286,911                        | 22,667,618              |
| Total Non-Current Assets  |       | 7,009,539,107 | 6,768,292,139                     | 6,955,081,267                     | 5,042,668,909           |
| CURRENT ASSETS:   |       |               |                                   |                                   |                         |
| Inventories   |       | 657,429,554   | 645,272,276                       | 671,321,594                       | 713,253,625             |
| Trade receivables and other current assets  | 14    | 343,803,462   | 442,052,474                       | 305,662,624                       | 248,968,728             |
| Income tax assets   |       | 95,862,625    | 90,001,888                        | 93,190,955                        | 86,571,966              |
| Investments   | 12    | 3,870,614     | 1,565,417                         | 1,558,683                         | 179,881                 |
| Cash and bank balances  | 16    | 661,692,401   | 566,259,040                       | 696,243,071                       | 364,589,115             |
| Total Current Assets  |       | 1,762,658,656 | 1,745,151,095                     | 1,767,976,927                     | 1,413,563,315           |
| Assets classified as held for sale  |       | 1,201,493     | -                                 |                                   | 782,540                 |
| TOTAL ASSETS  |       | 8,773,399,256 | 8,513,443,234                     | 8,723,058,194                     | 6,457,014,764           |
| EQUITY AND LIABILITIES  |       |               |                                   |                                   |                         |
| EQUITY:   |       |               |                                   |                                   |                         |
| Share capital   | 17    | 2,000,000,000 | 2,000,000,000                     | 2,000,000,000                     | 2,000,000,000           |
| Own shares  | 17    | (99,861,142)  | (104,204,112)                     | (104,204,112)                     | (108,567,192)           |
| Legal reserve   |       | 268,028,145   | 251,937,767                       | 251,937,767                       | 247,276,603             |
| Reserves and retained earnings  |       | (219,563,511) | (303,821,042)                     | (298,274,838)                     | (261,815,259)           |
| Profit/(Loss) for the period attributable to the equity holders of the Parent Company                               |       | 87,938,979    | 104,836,560                       | 207,555,950                       | -                       |
| Equity attributable to the equity holders of the Parent Company   |       | 2,036,542,471 | 1,948,749,174                     | 2,057,014,767                     | 1,876,894,152           |
| Equity attributable to non-controlling interests  | 18    | 1,002,878,998 | 1,105,799,665                     | 1,125,452,124                     | 165,952,417             |
| TOTAL EQUITY  |       | 3,039,421,469 | 3,054,548,839                     | 3,182,466,891                     | 2,042,846,569           |
| LIABILITIES:  |       |               |                                   |                                   |                         |
| NON-CURRENT LIABILITIES:  |       |               |                                   |                                   |                         |
| Loans   | 19    | 1,992,525,165 | 1,541,395,062                     | 1,587,867,682                     | 1,220,234,342           |
| Lease liabilities   | 8     | 1,094,814,025 | 844,976,349                       | 926,678,089                       | 816,924,627             |
| Other non-current liabilities   | 20    | 109,143,533   | 79,682,877                        | 103,637,968                       | 61,685,774              |
| Deferred tax liabilities  | 15    | 325,887,343   | 280,460,577                       | 285,988,650                       | 132,200,898             |
| Provisions  | 22    | 32,637,207    | 37,458,820                        | 41,375,212                        | 18,955,625              |
| Total Non-Current Liabilities  CURRENT LIABILITIES:   |       | 3,555,007,273 | 2,783,973,685                     | 2,945,547,601                     | 2,250,001,266           |
| Loans   | 19    | 236,341,361   | 732,920,954                       | 500,708,655                       | 269,078,453             |
| Lease liabilities   | 8     | 99,299,029    | 130,588,188                       | 137,276,915                       | 129,834,184             |
| Trade payables and other current liabilities  | 21    | 1,725,630,678 | 1,718,821,285                     | 1,837,001,933                     | 1,661,276,466           |
| Income tax liabilities  | 21    | 110,514,024   | 88,156,258                        | 114,133,177                       | 98,367,443              |
| Provisions  | 22    | 7,185,422     | 4,434,025                         | 5,923,022                         | 5,610,383               |
| Total Current Liabilities   |       | 2,178,970,514 | 2,674,920,710                     | 2,595,043,702                     | 2,164,166,929           |
| Liabilities directly associated with assets classified as held for sale   |       | 2,2,3,3,314   |                                   | -                                 | -                       |
| TOTAL LIABILITIES   |       | 5,733,977,787 | 5,458,894,395                     | 5,540,591,303                     | 4,414,168,195           |
|   |       |               |                                   |                                   |                         |
| TOTAL EQUITY AND LIABILITIES  The accompanying notes are part of these condensed consolidated financial statements. |       | 8,773,399,256 | 8,513,443,234                     | 8,723,058,194                     | 6,457,014,764           |

The accompanying notes are part of these condensed consolidated financial statements.

#### CONDENSED CONSOLIDATED INCOME STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2019 AND 2018

(Translation of consolidated financial statements originally issued in Portuguese. In case of discrepancy the Portuguese version prevails.)

| (Amounts expressed in euro)                               | Notes     | 3 <sup>th</sup> Quarter 2019 | 3 <sup>th</sup> Quarter 2018<br>Restated | 30 Sep 2019     | 30 Sep 2018<br>Restated<br>Note 3 |
|---|-----------|------------------------------|--|-----------------|-----------------------------------|
| Sales   | 5         | 1,581,901,245                | 1,493,178,489                            | 4,356,348,455   | 4,073,107,486                     |
| Services rendered   | 5         | 92,342,344                   | 46,150,230                               | 278,873,044     | 131,188,198                       |
| Changes in value of investment properties                 | 9         | 209,860                      | -  | 6,670,995       | -                                 |
| Income or expense relating to investments                 | 23        | (915,726)                    | (29, 226, 571)                           | (17,970,084)    | (28,992,334)                      |
| Financial income  |           | 3,504,717                    | 1,047,147                                | 9,468,599       | 4,660,410                         |
| Other income  | 24        | 36,470,972                   | 23,835,618                               | 87,259,340      | 69,194,918                        |
| Cost of goods sold and materials consumed                 |           | (1,152,426,373)              | (1,076,988,781)                          | (3,146,449,729) | (2,907,683,816)                   |
| (Increase) / Decrease in prodution                        |           | (1,009,418)                  | (1,309,529)                              | (2,591,687)     | (27,357)                          |
| External supplies and services                            |           | (163,008,889)                | (153,606,717)                            | (472,050,324)   | (430,605,769)                     |
| Employee benefits expense                                 |           | (208,592,045)                | (181,876,479)                            | (640,081,713)   | (556,726,729)                     |
| Depreciation and amortisation expenses                    | 6,7 and 8 | (83,227,737)                 | (72,879,590)                             | (246, 359, 423) | (215,235,499)                     |
| Provisions and impairment losses                          |           | (11,945,860)                 | (1,393,522)                              | (15,517,579)    | (7,337,600)                       |
| Financial expense   |           | (32,224,587)                 | (24,871,621)                             | (94,877,719)    | (74,033,476)                      |
| Other expenses  |           | (20,636,150)                 | (19,365,524)                             | (54,441,264)    | (56,847,661)                      |
| Share of results of joint ventures and associates         | 11.3      | 18,035,147                   | 18,757,566                               | 74,923,704      | 110,893,176                       |
| Profit/(Loss) before taxation from continuing operations  |           | 58,477,500                   | 21,450,716                               | 123,204,615     | 111,553,947                       |
| Income tax expense  | 25        | (9,222,863)                  | 6,556,629                                | (12,751,127)    | (3,783,702)                       |
| Profit/(Loss) after taxation from continuing operations   |           | 49,254,637                   | 28,007,345                               | 110,453,488     | 107,770,245                       |
| Profit/(Loss) from discontinued operations after taxation | 3         | 17,823,746                   | (2,263,342)                              | 20,763,307      | 3,618,298                         |
| Consolidated profit/(Loss) for the period                 |           | 67,078,383                   | 25,744,003                               | 131,216,795     | 111,388,543                       |
| Attributable to equity holders of the Parent Company:     |           |                              |  |                 |                                   |
| Continuing operations                                     |           | 33,904,759                   | 26,543,467                               | 69,308,360      | 101,024,858                       |
| Discontinued operations                                   |           | 16,085,600                   | (2,128,929)                              | 18,630,619      | 3,811,702                         |
|   |           | 49,990,359                   | 24,414,538                               | 87,938,979      | 104,836,560                       |
| Attributable to non-controlling interests                 |           |                              |  |                 |                                   |
| Continuing operations                                     |           | 15,349,878                   | 1,463,878                                | 41,145,128      | 6,745,387                         |
| Discontinued operations                                   |           | 1,738,146                    | (134,413)                                | 2,132,688       | (193,404)                         |
|   | 18        | 17,088,024                   | 1,329,465                                | 43,277,816      | 6,551,983                         |
| Profit/(Loss) per share<br>From continuing operations     |           |                              |  |                 |                                   |
| Basic   | 27        | 0.018820                     | 0.013946                                 | 0.036402        | 0.053295                          |
| Diluted   | 27        | 0.019378                     | 0.016043                                 | 0.035768        | 0.052773                          |
| From discontinued operations                              |           |                              |  |                 |                                   |
| Basic   | 27        | 0.007436                     | (0.001065)                               | 0.009785        | 0.002011                          |
| Diluted   | 27        | 0.006932                     | (0.000995)                               | 0.009122        | 0.001877                          |
|   |           |                              |  |                 |                                   |

The accompanying notes are part of these condensed consolidated financial statements.

#### CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE PERIODS ENDED 30 SETEMBRO 2019 AND 2018

(Translation of consolidated financial statements originally issued in Portuguese. In case of discrepancy the Portuguese version prevails.)

| (Amounts expressed in euro)   | Notes | 3rd Quarter 2019        | 3rd Quarter 2018<br>Restated | 30 Sep 2019              | 30 Sep 2018<br>Restated<br>Note 3 |
|---|-------|-------------------------|------------------------------|--------------------------|-----------------------------------|
| Net Profit / (Loss) for the period  |       | 67,078,383              | 25,744,003                   | 131,216,795              | 111,388,543                       |
| Items that may be reclassified subsequently to profit or loss:<br>Exchange differences on translation of foreign operations   |       | (10,349,581)            | 1,788,982                    | (10,031,374)             | 3,698,022                         |
| Share of other comprehensive income of joint ventures and associates  | 11.3  | (19,165,910)            | 64,847,193                   | (17,837,341)             | 36,054,721                        |
| Changes in cash flow hedging reserve  |       | 2,007,991               | (844,873)                    | 1,629,465                | 501,604                           |
| Income tax relating to items that may be reclassified<br>subsequently to profit or loss   |       | (405,229)               | (1,385)                      | (343,982)                | -                                 |
| Others  |       | (305,528)               | 85,902                       | (39,219)                 | (61,650)                          |
|   |       | (28,218,257)            | 65,875,819                   | (26,622,451)             | 40,192,697                        |
| Items that were reclassified subsequently to profit or loss:<br>Exchange differences arising on translation of foreign<br>operations related to discontinued operations |       | 517,986                 | 201,588                      | 203,283                  | 201,588                           |
| Items that were reclassified subsequently to profit or loss:  |       | 517,986                 | 201,588                      | 203,283                  | 201,588                           |
| Total other comprehensive income for the period   |       | (27,700,271)            | 66,077,407                   | (26,419,168)             | 40,394,285                        |
| Total comprehensive income for the period   |       | 39,063,410              | 91,821,410                   | 104,797,627              | 151,782,828                       |
| Attributable to:<br>Equity holders of parent company<br>Non controlling interests   |       | 30,580,769<br>8,482,641 | 91,108,608<br>712,802        | 67,346,500<br>37,451,127 | 146,733,434<br>5,049,394          |

The accompanying notes are part of these consolidated financial statements.

#### CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE PERIODS ENDED 30 SEPTEMBER 2019 AND 2018

(Translation of consolidated financial statements originally issued in Portuguese. In case of discrepancy the Portuguese version prevails.)

|   |                   |   |                               |                       |                                    | Reserv                               | es and Retained E               | arnings                                   |  |  |                              |  |   |  |
|---|-------------------|---|-------------------------------|-----------------------|------------------------------------|--------------------------------------|---------------------------------|---|--|--|------------------------------|--|---|--|
| (Amounts expressed in euro)   | Notes             | Share<br>Capital                        | Own<br>Shares                 | Legal<br>Reserve      | Currency<br>Translation<br>Reserve | Investments<br>Fair Value<br>Reserve | Cash-flow<br>Hedging<br>Reserve | Option<br>Premium<br>Convertible<br>Bonds | Other Reserves<br>and Retained<br>Earnings                 | Total Reserves<br>and Retained<br>Earnings                 | Net<br>Profit/(Loss)         | Total  | Non controlling<br>Interests<br>(Note 18)                                       | Total<br>Equity  |
|   |                   |   |                               |                       |                                    | Attributable to                      | Equity Holders of               | Parent Company                            |  |  |                              |  |   |  |
| Balance as at 1 January 2018 - Published  |                   | 2,000,000,000                           | (108,567,192)                 | 247,276,603           | 4,003,432                          | -                                    | 174,419                         | 22,313,000                                | (363,726,038)  | (337,235,187)  | 165,753,915                  | 1,967,228,139  | 167,809,994   | 2,135,038,133  |
| Impact of IFRS 16 application   | 3                 | -                                       | -                             | -                     | -                                  | -                                    | -                               | -   | (90,333,987)   | (90,333,987)   | -                            | (90,333,987)   | (1,857,577)   | (92,191,564)   |
| Balance as at 1 January 2018 - Restated   |                   | 2,000,000,000                           | (108,567,192)                 | 247,276,603           | 4,003,432                          | -                                    | 174,419                         | 22,313,000                                | (454,060,025)  | (427,569,174)  | 165,753,915                  | 1,876,894,152  | 165,952,417   | 2,042,846,569  |
| Total comprehensive income for the period   |                   | -                                       | -                             | -                     | 3,540,259                          | -                                    | 390,036                         | -   | 37,966,579   | 41,896,874   | 104,836,560                  | 146,733,434  | 5,049,394   | 151,782,828  |
| Appropriation of consolidated net profit of 2017 Transfer to legal reserves and retained earnings Dividends distributed Income distributed Income distribution from investment funds Obligation fulfield by share attribution to employees Partial cancellation of Cash Settled Equity Swap | 17                | -<br>-<br>-                             | -<br>-<br>-<br>-<br>4,363,080 | 4,661,164<br>-<br>-   | -<br>-<br>-                        | -<br>-<br>-                          | -<br>-<br>-                     |   | 161,092,751<br>(79,790,936)<br>-<br>(327,830)<br>262,240   | 161,092,751<br>(79,790,936)<br>-<br>(327,830)<br>262,240   | (165,753,915)<br>-<br>-<br>- | -<br>(79,790,936)<br>-<br>(327,830)<br>4,625,320           | (3,116,381)<br>(195,169)<br>(20,991)  | (82,907,317)<br>(195,169)<br>(348,821)<br>4,625,320                                  |
| Medium and long-term variable remuneration policy - reclassification of equity to liabilities   |                   | -                                       | 4,303,080                     | -                     | -                                  | -                                    | -                               | -   | (578,200)  | (578,200)  | -                            | (578,200)  | -   | (578,200)  |
| Variation in percentage of subsidiaries Aquisitions of affiliated companies Capital increase Change of the consolidation method Impact of IFRS 15 application Impact of IFRS 16 application Others  |                   | -<br>-<br>-<br>-<br>-                   | -<br>-<br>-<br>-<br>-         | -<br>-<br>-<br>-<br>- | -<br>-<br>-<br>-<br>-              | -<br>-<br>-<br>-<br>-                | -<br>-<br>-<br>-<br>-           | -<br>-<br>-<br>-<br>-                     | 1,936,341<br>-<br>-<br>(285,344)<br>(1,438,221)<br>980,457 | 1,936,341<br>-<br>-<br>(285,344)<br>(1,438,221)<br>980,457 | -<br>-<br>-<br>-<br>-        | 1,936,341<br>-<br>-<br>(285,344)<br>(1,438,221)<br>980,458 | (383,192)<br>80,000<br>500,000<br>937,117,395<br>(73,934)<br>646,073<br>244,053 | 1,553,149<br>80,000<br>500,000<br>937,117,395<br>(359,278)<br>(792,148)<br>1,224,512 |
| Balance as at 30 September 2018 Restated  |                   | 2,000,000,000                           | (104,204,112)                 | 251,937,767           | 7,543,691                          | -                                    | 564,455                         | 22,313,000                                | (334,242,188)  | (303,821,042)  | 104,836,560                  | 1,948,749,174  | 1,105,799,665   | 3,054,548,839  |
| Balance as at 1 january 2019  |                   | 2,000,000,000                           | (104,204,112)                 | 251,937,767           | 4,160,385                          | 2,146,500                            | 123,615                         | 22,313,000                                | (236,806,688)  | (208,063,188)  | 221,653,131                  | 2,161,323,598  | 1,127,493,090   | 3,288,816,688  |
| Impact of IFRS 16 application   | 3                 | -                                       | -                             | -                     | -                                  | -                                    | -                               | -   | (90,211,650)   | (90,211,650)   | (14,097,181)                 | (104,308,831)  | (2,040,966)   | (106,349,797)  |
| Balance as at 1 January 2019 - Restated   |                   | 2,000,000,000                           | (104,204,112)                 | 251,937,767           | 4,160,385                          | 2,146,500                            | 123,615                         | 22,313,000                                | (327,018,338)  | (298,274,838)  | 207,555,950                  | 2,057,014,767  | 1,125,452,124   | 3,182,466,891  |
| Total comprehensive income for the period   |                   | -                                       | -                             | -                     | (8,317,411)                        | -                                    | 1,324,142                       | -   | (13,599,210)   | (20,592,479)   | 87,938,979                   | 67,346,500   | 37,451,127  | 104,797,627  |
| Appropriation of consolidated net profit of 2018 Transfer to legal reserves and retained earnings Dividends distributed Income distribution from investment funds Obligation fulfield by share attribution to employees   |                   | -                                       | -                             | 16,090,378            | -<br>-<br>-                        | -<br>-<br>-                          | -<br>-<br>-                     | -<br>-<br>-                               | 191,465,572<br>(83,964,892)<br>-<br>120,006                | 191,465,572<br>(83,964,892)<br>-<br>120,006                | (207,555,950)                | (83,964,892)<br>-<br>120,006                               | (156,482,940)<br>(194,169)<br>(2,556)   | (240,447,832)<br>(194,169)<br>117,450  |
| Partial cancellation of Cash Settled Equity Swap<br>Aquisitions of affiliated companies<br>Capital increase<br>Share of Sonae Sierra goodwill   | 17<br>4.1 and 4.3 | -<br>-<br>-<br>-                        | 4,342,970<br>-<br>-<br>-      | -<br>-<br>-<br>-      | -<br>-<br>-<br>-                   | -<br>-<br>-<br>-                     | -<br>-<br>-<br>-                | -<br>-<br>-<br>-                          | 3,742,908<br>-<br>-  | 3,742,908<br>-<br>-  | -<br>-<br>-<br>-             | 8,085,878<br>-<br>-  | 5,236,670<br>1,075,006<br>(7,875,300)   | 8,085,878<br>5,236,670<br>1,075,006<br>(7,875,300)                                   |
| Impact of IFRS 16 application  Balance as at 30 September 2019  | 3                 | 2.000.000.000                           | (99.861.142)                  | 268.028.145           | (4.157.026)                        | 2.146.500                            | 1.447.757                       | 22.313.000                                | (12,059,788)   | (12,059,788)   | 87.938.979                   | (12,059,788)   | (1,780,964)<br>1,002,878,998  | (13,840,752)   |
|   |                   | _,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | (55)501)112)                  | 200,020,210           | (1)237,0207                        | <u> </u>                             |                                 |   | (2113)712)   | (223,003,511)  | 2.,030,373                   | _,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,                    |   | 2,555,122,103  |

#### CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 30 SEPTEMBER 2019 AND 2018

(Translation of consolidated financial statements originally issued in Portuguese. In case of discrepancy the Portuguese version prevails)

| (Amounts expressed in euro)  | Notes | 3 <sup>th</sup> Quarter 2019                              | 3 <sup>th</sup> Quarter 2018<br>Restated                                   | 30 Sep 2019   | 30 Sep 2018<br>Restated<br>Note 3   |
|--|-------|---|--|---|---|
| OPERATING ACTIVITIES   |       |   |  |   |   |
| Net cash generated from operating activities (1)   |       | 232,268,287   | 257,869,900  | 268,748,023   | 283,014,419   |
| INVESTMENT ACTIVITIES  |       |   |  |   |   |
| Receipts arising from: Investments Property, plant and equipment and intangible assets Interests and similar income Loans granted Dividends Others | 28    | 107,902,091<br>25,553,990<br>1,217,070<br>-<br>11,500,324 | 1,257,972<br>18,959<br>36,005<br>-<br>27,373,210                           | 142,612,167<br>29,433,582<br>2,557,190<br>655,472<br>96,990,224<br>24,067,898 | 46,654,403<br>1,488,658<br>389,629<br>659<br>45,271,985<br>50,178,106         |
|  |       | 146,173,475   | 28,686,146   | 296,316,533   | 143,983,440   |
| Payments arising from: Investments Property, plant and equipment and intangible assets Loans granted Others  | 28    | (20,127,703)<br>(75,373,772)<br>(118,275)<br>(6,389,205)  | (143,831,788)<br>(68,202,405)<br>-<br>(11,982,007)                         | (103,704,056)<br>(236,083,682)<br>(1,721,281)<br>(22,724,433)                 | (181,474,330)<br>(222,656,982)<br>-<br>(12,345,134)                           |
|  |       | (102,008,955)   | (224,016,200)  | (364,233,452)   | (416,476,446)   |
| Net cash used in/ generated by investment activities (2)   |       | 44,164,520  | (195,330,054)  | (67,916,919)  | (272,493,006)   |
| FINANCING ACTIVITIES   |       |   |  |   |   |
| Receipts arising from:<br>Loans, bonds and finance leases  |       | 1,729,517,382   | 1,617,425,177  | 6,157,239,419   | 4,226,886,984   |
| Capital increases, additional paid in capital and share premiums   |       | 947,820   | 500,000  | 4,904,587   | 2,133,149   |
| Others   |       | 17,800  | _  | 17,800  | 1,503,670   |
|  |       | 1,730,483,002   | 1,617,925,177  | 6,162,161,806   | 4,230,523,803   |
| Payments arising from: Contratos de locação Loans, bonds and finance leases Interests and similar charges Dividends Others                         |       | (38,961,490)<br>(1,838,723,085)<br>(9,646,127)            | (39,906,018)<br>(1,417,655,368)<br>(3,925,467)<br>(1,966,618)<br>(141,791) | (101,901,275)<br>(6,038,964,714)<br>(29,721,819)<br>(244,762,717)             | (103,184,696)<br>(3,825,688,378)<br>(16,009,410)<br>(87,271,729)<br>(373,424) |
|  |       | (1,887,330,702)   | (1,463,595,262)  | (6,415,350,525)   | (4,032,527,637)   |
| Net cash used in financing activities (3)  |       | (156,847,700)   | 154,329,915  | (253,188,719)   | 197,996,166   |
| Net increase (decrease) in cash and cash equivalents (4) = (1) + (2) + (3)  Effect of exchange rate changes on the balance of cash held in foreign |       | 119,585,107   | 216,869,761  | (52,357,615)  | 208,517,579   |
| currencies Effect of discontinued operations   |       | 119,686<br>(1,858,850)                                    | 24,608<br>(50,746)   | (52,937)<br>(2,535,126)   | 141,375<br>(6,113,132)  |
| Cash and cash equivalents at the beginning of the period   | 16    | 525,709,991   | 347,238,673  | 698,156,366   | 361,770,008   |
| Cash and cash equivalents at the end of the period   | 16    | 643,316,562   | 564,033,080  | 643,316,562   | 564,033,080   |
|  |       |   |  |   |   |

The accompanying notes are part of these condensed financial statements.

# SONAE, SGPS, SA

#### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 30 SEPTEMBER 2019

Translation of consolidated financial statements originally issued in Portuguese. In case of discrepancy the Portuguese version prevails)

(Amounts stated in euro)

#### 1 Introduction

SONAE, SGPS, SA ("Sonae Holding") has its head-office at Lugar do Espido, Via Norte, Apartado 1011, 4470-909 Maia, Portugal, and is the parent company of a group of companies, as detailed in Notes 31 and 32 as Sonae Group ("Sonae"). Sonae's operations and operating segments are described in Note 5.

#### 2 Principal accounting policies

The principal accounting policies adopted in preparing the accompanying consolidated financial statements are described below. These policies have been consistently applied in comparative periods.

#### **Basis of presentation**

The accompanying consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union, issued by the International Accounting Standards Board ("IASB"), and interpretations issued by the IFRS Interpretations Committee ("IFRIC") or by the previous Standing Interpretations Committee ("SIC"), as adopted by the European Union as from the consolidated financial statement issuance date.

Interim financial statements are presented quarterly, in accordance with IAS 34 – "Interim Financial Reporting".

The accompanying condensed consolidated financial statements have been prepared from the books and accounting records of the company and subsidiaries, adjusted in the consolidation process, on a going concern basis and under the historical cost convention, except for some financial instruments and properties investments which are stated at fair value.

#### New accounting standards and their impact in these consolidated financial statements:

Up to the date of approval of these consolidated financial statements, the European Union endorsed the following standards, interpretations, amendments and revisions some of which become mandatory during the year 2019:

| With mandatory a      | pplication in 2019   | Effective date (for financial years beginning on or after) |
|-----------------------|--|--|
| IFRS 9<br>(amendment) | Prepayment Features with Negative Compensation (This amendment introduces the possibility of classifying financial assets with negative prepayment conditions at amortized cost, provided that specific conditions are met, instead of being classified at fair value through profit or loss). | 01 Jan 2019  |
| IFRS 16               | Leases - (recognition and measurement principles)  | 01 Jan 2019  |
| IFRIC 23              | Uncertainly over income tax treatments (clarifies the accounting for uncertainties in income taxes)  | 01 Jan 2019  |
| IAS 19<br>(amendment) | Employee benefits (Plan amendment, curtailment or settlement)  | 01 Jan 2019  |
| IAS 28<br>(amendment) | Long-term interests in Associates and Joint ventures   | 01 Jan 2019  |
|                       | Annual Improvements to international financial reporting standards (cycle 2015-2017)   | 01 Jan 2019  |

These standards were first applied by the Group in 2019. The Group made an analysis of the changes made and the impact on the financial statements and concluded that the application of these standards, except for IFRS16, had no significant effects on the financial statements.

#### 2.1 IFRS 16 adoption impacts

Sonae adopted IFRS 16 using the full integral retrospective approach, therefore, the information from the financial statements of 2018 were restated, as if this standard had been applied since the beginning of the lease contracts, i.e. the accounting policy as from 1 January 2018 is in accordance with IFRS 16.

#### Recognition

Sonae recognize a right of use of an asset and a lease liability on the start date of the lease. The right of use of the asset is initially measured at the cost, comprising the initial value of the lease liability adjusted for any lease payments made on or before the start date, in addition to any initial direct costs incurred, as well as an estimate of the dismantling costs and removal of the underlying asset (if applicable), deducted from any incentive granted.

The lease responsibility is initially recognized by the present value of the rents not yet paid at the date of the lease, discounting the implied interest rate in the lease, or in the event that it is not possible to easily determine this rate, using the Group's incremental interest rate.

In general, Sonae uses its incremental interest rate as the discount rate to be applied. Lease payments included in the measurement of lease liabilities include fixed payments, deducted from any incentives already received.

The liability is measured at amortized cost, using the effective interest method, being remeasured when changes in future payments derived from a change in the rate or index are verified, as well as the possible modifications of lease agreements.

When the liability is remeasured, the value of the right of use is also adjusted, or if the carrying amount of the asset of the right of use was already reduced to zero, a profit or loss is recorded in the income statement.

Sonae presents the rights of use of assets and responsibilities for leases in duly segregated captions in the statement of the financial position.

In low-value asset leases, the Group does not recognize as rights of use assets or lease liability, recognizing in this case, the expenditures associated with these leases, as an expense of the year during the lifetime of the contracts.

#### **Depreciation**

The right of use of the asset is depreciated using the linear depreciation method, based on the lease term.

The quantitative impacts of the application of this standard are detailed in Note 3.

The following standards, interpretations, amendments and revisions were not at to the date of approval of these consolidated financial statements endorsed by the European Union:

| With mandatory app           | lication after 2019  | Effective date (for financial years beginning on or after) |
|------------------------------|--|--|
| IFRS 17                      | (Insurance contracts)  | 01 Jan 2021  |
|                              | Amendments to references to the Conceptual Framework in IFRS Standards | 01 Jan 2020  |
| IAS 1 and IAS 8 (amendment)  | Disclosure material items  | 01 Jan 2020  |
| IFRS3 (amendment)            | Bussiness combinations   | 01 Jan 2020  |
| IFRS 9, IAS 39 and<br>IFRS 7 | Interest rate benchmark reform   | 01 Jan 2020  |

The Group did not proceed with the early implementation of any of these standards in the financial statements for the year ended 30 September 2019 due to the fact that their application is not mandatory, lying in the process of analyzing expected effects of those standards.

#### 3 Restatement of Financial Statements

The restatement of the consolidated Financial Statements of the periods ended on 30 September 2018 and 31 December 2018, results from the following facts:

- Application of IFRS 16 as referred to in Note 2;
- The provision recorded at 31 December 2018 related to the incentive in favor of Armilar, due to the fact that the fund's performance exceeded the return level defined for that purpose, was partially reclassified to 30 September 2019 for

September 2018 in order to adjust the provision at the moment the return level was exceeded, leading to the restatement of the comparative periods in this period.

- In accordance with IFRS 5, changes were made to the consolidated income statement by nature for the periods ended on 30 September 2019 and 2018 to reflect in a single caption (Profit/loss from discontinued operations after taxation) profits or losses after taxes from discontinued operating units. Were considered as discontinued the Tlantic group sold on 26 September 2018, the Saphety group and We Do group sold in 2019 and some operations that are in the process of liquidation. In 2018 Sport Zone are still included in discontinued operations.

The consolidated financial statements on 30 September 2018 and 31 December 2018 is as follows:

|   | 30 Sep 2018 Restated   |                       |             |  |                       |  |  |  |  |
|---|------------------------|-----------------------|-------------|--|-----------------------|--|--|--|--|
| Amounts in thousands of euro                            | Before the restatement | IFRS16<br>Adjustments | Adjustments | Armilar's<br>incentive<br>provision<br>effect and<br>others<br>adjustments | After the restatement |  |  |  |  |
| Assets  |                        |                       |             |  |                       |  |  |  |  |
| Property, plant and equipment and intagible assets      | 2,008,550              | (292)                 | -           | -  | 2,008,258             |  |  |  |  |
| Right-of-use assets (Note 8)                            | -                      | 886,708               | -           | -  | 886,708               |  |  |  |  |
| Investment properties                                   | 806,125                | -                     | -           | -  | 806,125               |  |  |  |  |
| Goodwill  | 736,574                | -                     | -           | -  | 736,574               |  |  |  |  |
| Investments   | 2,151,478              | (6,395)               | -           | -  | 2,145,083             |  |  |  |  |
| Deferred tax assets                                     | 83,458                 | -                     | -           | -  | 83,458                |  |  |  |  |
| Other non-current assets                                | 104,532                | (2,446)               | -           | -  | 102,086               |  |  |  |  |
| Non-current assets                                      | 5,890,717              | 877,575               | -           | -  | 6,768,292             |  |  |  |  |
| Inventories   | 645,272                | - (0.204)             | -           | -  | 645,272               |  |  |  |  |
| Other receivables                                       | 540,358                | (8,304)               | -           | -  | 532,054               |  |  |  |  |
| Other investments                                       | 1,565                  | -                     | -           | -  | 1,565                 |  |  |  |  |
| Cash and bank balances Current assets                   | 566,259<br>1,753,455   | (8,304)               | -           | -  | 566,259<br>1,745,151  |  |  |  |  |
|   |                        |                       | _           |  |                       |  |  |  |  |
| Total assets Liabilities                                | 7,644,172              | 869,271               | -           | -  | 8,513,443             |  |  |  |  |
| Loans   | 1,541,395              | _                     | _           | _  | 1,541,395             |  |  |  |  |
| Lease liabilities                                       | 1,341,393              | -<br>844,976          |             | -  | 844,976               |  |  |  |  |
| Other non-current liabilities                           | 23,665                 | 56,019                | 62,015      | _  | 79,683                |  |  |  |  |
| Deferred tax liabilities                                | 284,353                | -                     | -           | (3,893)  | 280,461               |  |  |  |  |
| Provisions  | 20,158                 | _                     | _           | 17,301   | 37,459                |  |  |  |  |
| Non current liabilities                                 | 1,869,571              | 900,996               | 62,015      | 13,408   | 2,783,975             |  |  |  |  |
| Loans   | 732,921                | -                     | -           | -  | 732,921               |  |  |  |  |
| Lease liabilities                                       | -                      | 130,588               | -           | -  | 130,588               |  |  |  |  |
| Suppliers and other current liabilities                 | 1,873,019              | (61,607)              | (62,015)    | -  | 1,811,412             |  |  |  |  |
| Current liabilities                                     | 2,605,940              | 68,981                | (62,015)    | -  | 2,674,921             |  |  |  |  |
| Total liabilities                                       | 4,475,510              | 969,976               | <u>-</u>    | 13,408   | 5,458,895             |  |  |  |  |
| Shareholders' funds excluding non-controlling interests | 2,060,398              | (99,586)              | -           | (12,063)   | 1,948,749             |  |  |  |  |
| Non-controlling interests                               | 1,108,264              | (1,119)               | <u>-</u>    | (1,345)  | 1,105,800             |  |  |  |  |
| Total shareholders' funds                               | 3,168,662              | (100,705)             | -           | (13,408)   | 3,054,549             |  |  |  |  |
| Total shareholders' funds and liabilities               | 7,644,172              | 869,271               | -           | -  | 8,513,443             |  |  |  |  |

|   | 31 Dec 2018 Restated  |   |                                     |   |  |  |  |  |
|---|---|---|-------------------------------------|---|--|--|--|--|
| Amounts in thousands of euro  | Before the restatement                                      | IFRS 16<br>Adjustments                                    | Adjustments                         | After the restatement   |  |  |  |  |
| Assets Property, plant and equipment and intagible assets Right-of-use assets (Note 8) Investment properties Goodwill Investments Deferred tax assets                   | 2,021,718<br>-<br>998,577<br>779,451<br>2,039,650<br>73,373 | 969,918<br>-<br>-<br>(7,893)                              | -<br>-<br>-<br>-                    | 2,021,718<br>969,918<br>998,577<br>779,451<br>2,031,757<br>73,373 |  |  |  |  |
| Other non-current assets  Non-current assets  | 82,828<br>5,995,597   | (2,541)<br>959,484  |                                     | 80,287<br>6,955,081   |  |  |  |  |
| Inventories<br>Other receivables<br>Investments<br>Cash and bank balances   | 671,322<br>407,773<br>1,559<br>696,243                      | (8,920)<br>-<br>-   | :                                   | 671,322<br>398,853<br>1,559<br>696,243                            |  |  |  |  |
| Total assets  | 1,776,897<br>7,772,494                                      | (8,920)<br>950,564  | -                                   | 1,767,977<br>8,723,058  |  |  |  |  |
| Liabilities Loans Lease liabilities (Note 8) Other non-current liabilities Deferred tax liabilities Provisions  | 1,587,868<br>-<br>57,438<br>285,989<br>41,375               | 926,678<br>(1,623)<br>-<br>-                              | -<br>-<br>47,822<br>-<br>-          | 1,587,868<br>926,678<br>103,637<br>285,989<br>41,375              |  |  |  |  |
| Non current liabilities  Loans  Lease liabilities (Note 8)  Suppliers and other current liabilities  Current liabilities  | 1,972,670<br>500,709<br>-<br>2,010,298<br>2,511,007         | 925,055<br>-<br>137,277<br>(5,418)<br>131,859             | 47,822<br>-<br>(47,822)<br>(47,822) | 2,945,547<br>500,709<br>137,277<br>1,957,058<br>2,595,044         |  |  |  |  |
| Total liabilities Shareholders' funds excluding non-controlling interests Non-controlling interests Total shareholders' funds Total shareholders' funds and liabilities | 4,483,677<br>2,161,324<br>1,127,493<br>3,288,817            | 1,056,914<br>(104,309)<br>(2,041)<br>(106,350)<br>950,564 | -                                   | 5,540,591<br>2,057,015<br>1,125,452<br>3,182,467<br>8,723,058     |  |  |  |  |

The detail of discontinued activities can be analysed as follows:

|   | 30 Sep 2018 Restated   |          |        |                            |   |                       |  |  |
|---|------------------------|----------|--------|----------------------------|---|-----------------------|--|--|
| Amounts in euro   | Before the restatement | IFRS16   | IFRS15 | Discontinued<br>operations | Armilar's<br>incentive<br>provision<br>effect | After the restatement |  |  |
| Sales   | 4,062,202              | -        | 180    | 10,726                     | -   | 4,073,107             |  |  |
| Services rendered   | 174,100                | =        | =      | (42,912)                   | -   | 131,188               |  |  |
| Income or expenses related to investments                               | 45,327                 | -        | -      | -                          | (74,320)                                      | (28,992)              |  |  |
| Other income and financial income                                       | 6,414                  | =        | -      | (1,753)                    | -   | 4,660                 |  |  |
| Otherincome   | 70,676                 | 351      | -      | (1,832)                    | =   | 69,195                |  |  |
| Cost of good sold and materials consumed                                | (2,897,420)            | -        | -      | (10,264)                   | -   | (2,907,684)           |  |  |
| Changes in stocks of finished goods                                     | (27)                   | -        | -      | -                          | -   | (27)                  |  |  |
| External supplies and service   | (549,672)              | 103,523  | (180)  | 15,723                     | -   | (430,606)             |  |  |
| Employee benefits expense   | (581,110)              | -        | -      | 24,384                     | -   | (556,727)             |  |  |
| Depreciation and amortisation expenses                                  | (151,804)              | (68,749) | -      | 5,318                      | -   | (215,235)             |  |  |
| Provisions and impairment losses  | (7,932)                | =        | -      | 594                        | =   | (7,338)               |  |  |
| Financial expenses  | (32,090)               | (46,549) | -      | 4,606                      | =   | (74,033)              |  |  |
| Other expenses Gains or losses related to joint ventures and associated | (57,068)               | -        | -      | 221                        | -   | (56,848)              |  |  |
| undertaking   | 127,645                | -        | -      | 549                        | (17,301)                                      | 110,893               |  |  |
| Profit (loss) from continuing operations, before tax                    | 209,240                | (11,425) | -      | 5,359                      | (91,620)                                      | 111,554               |  |  |
| Income tax expense  | (11,097)               | 2,507    |        | 914                        | 3,893   | (3,784)               |  |  |
| Consolidated profit (loss) for the period from continuing operations    | 198,143                | (8,917)  | -      | 6,272                      | (87,728)                                      | 107,770               |  |  |
| Profit/(Loss) from discountinuing operations, after tax                 | 9,891                  | _        | _      | (6,272)                    | _   | 3,618                 |  |  |
| Consolidated profit /(loss) for the period                              | 208,034                | (8,917)  | -      | -                          | (87,728)                                      | 111,389               |  |  |

|   | 30 Sep 2019   |             |        |                                       |  |  |  |
|---|---------------|-------------|--------|---------------------------------------|--|--|--|
| Amounts expressed in euro                               | Sonae Fashion | We do Group | Others | Total<br>discountinuing<br>operations |  |  |  |
| Turnover  | 2,187         | 34,900      | 2,227  | 39,314                                |  |  |  |
| Otherincome   | 1,333         | 1,465       | 5      | 2,803                                 |  |  |  |
| Cost of goods sold and materials consumed               | (2,927)       | -           | -      | (2,927)                               |  |  |  |
| External supplies and services                          | (649)         | (14,587)    | (695)  | (15,931)                              |  |  |  |
| Employee benefits expense                               | -             | (17,791)    | (779)  | (18,571)                              |  |  |  |
| Depreciation and amortisation expenses                  | (116)         | (4,419)     | (417)  | (4,952)                               |  |  |  |
| Other expenses  | (180)         | (1,806)     | (13)   | (1,999)                               |  |  |  |
| Financial income  | (406)         | 437         | (41)   | (10)                                  |  |  |  |
| Profit/(Loss) before tax                                | (759)         | (1,800)     | 286    | (2,273)                               |  |  |  |
| Income tax expense                                      | 462           | 739         | (66)   | 1,135                                 |  |  |  |
| Profit/(Loss) after tax                                 | (297)         | (1,061)     | 220    | (1,138)                               |  |  |  |
| Income or expenses related to loss control (note 4.2)   |               | 16,871      | 5,031  | 21,902                                |  |  |  |
| Profit/(Loss) for period from discountinuing operations | (297)         | 15,810      | 5,251  | 20,763                                |  |  |  |

|   |               | 30 Set 2018 | 3 Restated |                                       |
|---|---------------|-------------|------------|---------------------------------------|
| Amounts expressed in euro                               | Sonae Fashion | We do Group | Others     | Total<br>discountinuing<br>operations |
| Turnover  | 23,479        | 51,822      | 5,038      | 80,340                                |
| Otherincome   | 1,622         | 1,940       | 89         | 3,651                                 |
| Cost of goods sold and materials consumed               | (17,071)      | -           | -          | (17,071)                              |
| External supplies and services                          | (7,267)       | (22,515)    | (2,755)    | (32,536)                              |
| Employee benefits expense                               | (4,391)       | (23,320)    | (2,786)    | (30,498)                              |
| Depreciation and amortisation expenses                  | (1,014)       | (5,459)     | (276)      | (6,749)                               |
| Other expenses  | (1,282)       | (1,132)     | (265)      | (2,679)                               |
| Financial income  | (2,811)       | (111)       | 60         | (2,862)                               |
| Profit/(Loss) before tax                                | (8,735)       | 1,224       | (894)      | (8,405)                               |
| Income tax expense                                      | 518           | (1,003)     | 66         | (420)                                 |
| Profit/(Loss) after tax                                 | (8,218)       | 221         | (828)      | (8,824)                               |
| Income or expenses related to loss control              | 11,091        | -           | 1,351      | 12,442                                |
| Profit/(Loss) for period from discountinuing operations | 2,873         | 221         | 523        | 3,618                                 |

#### 4 Changes in the consolidation scope

#### 4.1 Acquisitions of subsidiaries in the period ended 30 September 2019

On September 28, 2018, Sonae SGPS, SA reported that its subsidiary Modelo Continente Hipermercados SA sucursal en España, concluded an agreement with Corpfin Capital in order to acquire 60% of the capital of Tomenider SL ("society"), which holds 100% of the Arenal Perfumeries SLU ("Arenal"). The Arenal is a retail company of pharmacies and perfumeries with a network of 41 stores in the north of Spain. Founded in 1971 by the Vázquez family, Arenal generated a turnover of 97 million euros in 2017.

On 11 December 2018, this transaction was approved by the competent competition authorities. The operation was completed in January 2019 and will allow Sonae MC to significantly enhance the combined assets and competences of Well's and Arenal, reinforcing its position in the Health & Wellness segment, one of its main development strategies pillars.

The acquisitions of companies included in the consolidation by the full method can be analysed as follows:

|                            |              | Proportion of voting equity intere acquired |                |
|----------------------------|--------------|---|----------------|
|                            |              | On the date of                              | of acquisition |
| COMPANY                    | Head Office  | Direct                                      | Total          |
| Sonae MC                   |              |   |                |
| Arenal Perfumarias, S.L.U. | Lugo (Spain) | 100.00%                                     | 60.00%         |
| Tomenider, S.L.            | Lugo (Spain) | 60.00%                                      | 60.00%         |
|                            |              |   |                |

The effects of these acquisitions on the consolidated financial statements can be analysed as follows:

|  | Sonae                      | e MC         |
|--|----------------------------|--------------|
| Amounts in euro  | On the date of acquisition | 30 Sep 19    |
| Net assets acquired  |                            |              |
| Property, plant and equipment and intagible assets (Notes 6 and 7) | 19,258,447                 | 22,074,827   |
| Rights-of-use assets (Note 8)                                      | 43,149,710                 | 47,751,572   |
| Inventories  | 23,861,179                 | 28,972,480   |
| Other assets   | 10,054,933                 | 9,100,787    |
| Cash and cash equivalents  | 1,982,432                  | 2,380,161    |
| Loans  | (67,601,107)               | (48,714,959) |
| Trade payables and other current liabilities                       | (19,850,347)               | (22,558,591) |
| Other liabilities  | (3,638,640)                | (3,151,091)  |
| Total net assets acquired  | 7,216,607                  | 35,855,186   |
| Goodwill (Note 10)   | 44,888,667                 |              |
| Non- controlling interests (Note 18)                               | (3,083,553)                |              |
| Acquisition cost   | 49,021,721                 |              |
| Net cash flow arising from acquisition (Note 28)                   |                            |              |
|  | 40 024 724                 |              |
| Cash and hank halances assuited                                    | 49,021,721                 |              |
| Cash and bank balances acquired                                    | (1,982,432)<br>47,039,289  |              |
|  | 47,039,289                 |              |
|  | Sonae MC                   |              |
| Amounts in euro  | From the date of           |              |
| Announts in euro   | acquisition                |              |
| Sales and services   | 91,047,154                 |              |
| Other income   | 1,630,542                  |              |
| Cost of sales  | (65,793,152)               |              |
| Supplies and external services                                     | (4,508,614)                |              |
| Employee benefits expense  | (10,542,965)               |              |
| Depreciation and amortization                                      | (5,710,390)                |              |
| Others   | (112,639)                  |              |
| Net financial income   | (2,869,252)                |              |
| Profit/loss before taxation  | 3,140,685                  |              |
| Income tax expense   | (834,497)                  |              |
| Profit/(Loss) for the period                                       | 2,306,189                  |              |

Following these acquisitions, the Group recognized Goodwill amounting to EUR 44,9 million euros. At the time of presentation of these financial statements it was not yet possible to finalize the analysis in order to allocate, in accounting terms, the fair value of identified assets and liabilities assumed, a part of the acquisition cost, being that component recognized as Goodwill and booked under the intangible assets caption. However, the allocation of the purchase price will be carried out until the end of the period of one year from the date of purchase, as permitted by IFRS 3 – Business Combinations.

#### 4.2 Disposals during the period

The disposed subsidiaries can be analysed as follows:

|  |                              | At the dispos | al date |
|--|------------------------------|---------------|---------|
| Company  | Head Office                  | Direct        | Total   |
| Sonae IM   |                              |               |         |
| Tecnológica Telecomunicações, Ltda                 | Rio de Janeiro (Brazil)      | 99.99%        | 89.87%  |
| We Do Brasil Soluções Informáticas, Ltda           | Rio de Janeiro (Brazil)      | 99.91%        | 89.88%  |
| We Do Chile  | Santiago do Chile<br>(Chile) | 100.00%       | 89.97%  |
| We Do Consulting - Sistemas de Informação, S.A     | Maia (Portugal)              | 100.00%       | 89.97%  |
| WE DO Technologies España, SL                      | Madrid (Spain)               | 100.00%       | 89.97%  |
| We Do Technologies (UK) Limited                    | Berkshire (U.K.)             | 100.00%       | 89.97%  |
| We Do Technologies Americas, Inc.                  | Delaware (USA)               | 100.00%       | 89.97%  |
| We Do Technologies Australia PTY Limited           | Sydney (Australia)           | 100.00%       | 89.97%  |
| We Do Technologies Egypt Limited Liability Company | Cairo (Egypt)                | 100.00%       | 89.97%  |
| We Do Technologies Mexico S. de RL                 | City of Mexico (Mexico       | 100.00%       | 89.97%  |
| We Do Tecnhologies B.V                             | Amsterdam<br>(Netherlands)   | 100.00%       | 89.97%  |
| Cape Technologies Limited                          | Dublin (Ireland)             | 100.00%       | 89.97%  |
| Saphety Level - Trusted Services, S.A.             | Maia (Portugal)              | 86.99%        | 78.27%  |
| Saphety Brasil Transações Eletrônicas Ltda.        | São Paulo (Brazil)           | 100.00%       | 78.27%  |
| Saphety - Transacciones Electronicas SAS           | Bogotá (Colombia)            | 100.00%       | 78.27%  |
| Sonae Sierra                                       |                              |               |         |
| Dos Mares - Shopping Centre, S.A.                  | Madrid (Spain)               | 100.00%       | 35.07%  |
|  |                              |               |         |

As at March 2019, the Group sold the capital held in Saphety. Saphety is a group of three companies that provides services, training and consultancy in communication, processing and certification of electronic data; distribution, development and representation of software, for the amount of 8.6 million euro.

As at June 2019, the Group sold 100% of the capital held in the subsidiary Dos Mares Shopping Centre, S.A. ("Dos Mares"), for the amount of 15.1 million euro.

In August 2019, with effect from 31 July 2019, the companies that make up the We Do Group were sold for the amount of 62.1 million euro to Mobileum, Inc. The sale amount does not include any estimated Earn- Out receivable (27 million euro).

The impact of these transaction on the consolidated financial statements can be analysed as follows:

|   | We Do Group          | Others               |
|---|----------------------|----------------------|
| Amounts in euro   | At the disposal date | At the disposal date |
| Net assets  |                      |                      |
| Investment properties (Note 9)                                    | -                    | 31,710,000           |
| Property, plant and equipment and intagible assets (Note 6 and 7) | 15,154,029           | 2,583,502            |
| Rights of use (Note 8)  | 6,448,306            | 1,487,795            |
| Deferred tax assets   | 6,090,251            | 123,408              |
| Other assets  | 12,828,116           | 5,461,496            |
| Cash and cash equivalents   | 1,671,522            | 2,701,789            |
| Loans   | (3,440,756)          | (13,629,202)         |
| Trade payables  | (3,040,818)          | (1,482,353)          |
| Other current liabilities   | (7,501,759)          | (7,955,845)          |
| Total net assets  | 28,208,891           | 21,000,590           |
| Goodwill (Note 10)  | 12,097,074           | 1,298,307            |
| Non Controlling Interests   | -                    | (571,288)            |
| Currency Translation Reserve                                      | (203,283)            | 314,703              |
| Costs arising from the sale                                       | (5,118,257)          | -                    |
| Capital Gain on the disposal (Note 3)                             | 16,870,708           | 1,618,207            |
| Disposal cost   | 62,091,647           | 23,660,519           |
| Expenses with the disposal  | -                    | (1,228,333)          |
| Amounts received  | 62,091,647           | 20,178,166           |
| Cash and bank balances to be received                             | -                    | 2,254,020            |
|   | 62,091,647           | 23,660,519           |
| Net cash flow arising from the disposal (Note 28)                 |                      |                      |
| Amounts received  | 62,091,647           | 20,178,166           |
| Cash and bank balances disposed                                   | (1,671,522)          | (2,701,789)          |
|   | 60,420,125           | 17,476,377           |
|   |                      | , ,,,,,,,,           |

# 4.3 Attribution of fair value to assets acquired and liabilities assumed in the Excellium group acquisition in 2018

The companies that are part of the Excellium Group were acquired by the Sonae IM Group in December 2018 and have as their main activity rendering of services within the field of IT and cybersecurity mainly for financial institutions.

The Excellium Group is constituted by the following entities: Excellium Group, S.A, Excellium S.A., Excellium Services Belgium, S.A., Excellium Factory SARL, Suricate Solutions, S.A., Alfaros SARL, Suricate Solutions CI SARL, Suricate Solutions SN SARL.

The acquired companies can be analysed as follows:

|                                  |                         | Proportion of v | oting equity  |
|----------------------------------|-------------------------|-----------------|---------------|
|                                  |                         | On the date of  | f acquisition |
| Company                          | Head Office             | Direct          | Total         |
|                                  |                         |                 |               |
| Sonae IM                         |                         |                 |               |
| Excellium Group, S.A.            | Contem (Luxembourg)     | 59.20%          | 53.26%        |
| Excellium Services, S.A.         | Contem (Luxembourg)     | 59.20%          | 53.26%        |
| Excellium Services Belgium, S.A. | Wavre (Belgium)         | 59.20%          | 53.26%        |
| Excellium Factory SARL           | Raouad Ariana (Tunisia) | 59.20%          | 53.26%        |
|                                  |                         |                 |               |

As a result of these acquisitions, the Group initially recognised a provisory Goodwill amount of 11.1 million euro, which can be detailed as follows:

|  | Exce  | ellium Group              |            |
|--|---|---------------------------|------------|
| Amounts in euro  | Value of statement of financial position before acquisition | Adjustments to fair value | Fair Value |
| Assets   |   |                           |            |
| Property, plant and equipment<br>Investments in associated companies and companies jointly | 2,032,187   | 3,953,199                 | 5,985,386  |
| controlled   | 34,893  | (8,103)                   | 26,790     |
| Other current assets   | 4,725,033   | 1,284,487                 | 6,009,520  |
| Cash and bank balances   | 2,125,602   | 1,956                     | 2,127,558  |
|  | 8,917,715   | 5,231,539                 | 14,149,254 |
| Liabilities  |   |                           |            |
| Loans  | 3,089,140   | -                         | 3,089,140  |
| Other liabilities  | 4,158,185   | 1,624,682                 | 5,782,867  |
|  | 7,247,325   | 1,624,682                 | 8,872,007  |
| Total net assets   | 1,670,390   | 3,606,857                 | 5,277,247  |
| Total net assets acquired (59.2%)  | 988,871   | 2,135,259                 | 3,124,130  |
| Total of non-controlling interests (Note 18)   | 681,519   | 1,471,598                 | 2,153,117  |
| Acquisition price  | 14,404,358  | -                         | 14,404,358 |
| Financial update   | -   |                           | (229,010)  |
| Goodwill (Note 10)   | 12,074,316  | (1,023,098)               | 11,051,218 |

In the period ended at 30 September 2019, the Group made an assessment of the fair value of the assets acquired and liabilities assumed, resulting in an increase in total assets and liabilities of 5,231,539 euro and 1,624,682 euro, respectively, which includes the recognition of the customer portfolio in the amount of 3,945,593 euro, and the adjustment of the total net assets acquired by the Group (59.2%) to 2,135,259 euro.

The purchase price allocation is still subject to change until the end of the period of one year starting from the date of acquisition, as permitted by IFRS 3 Business Concentrations. As is usual in business combinations, also in the case of the acquisition of these eight subsidiaries, it was not yet possible to allocate, in accounting terms, the fair value of identified assets and liabilities assumed, being a part of the acquisition cost recognised as Goodwill. Goodwill will be related to elements that cannot be reliably isolated and quantified and include synergies, skilled workforce, technological capabilities and market reputation.

Excellium's acquisition price includes a contingent amount (6,973,716 euro) payable over 2 years, depending on the company's performance.

The contributions of the subsidiaries that constitute the Excellium Group to the net income attributable to shareholders of Sonae for the period ended at 30 September 2019 were negative by 1,983,966 euro. The details of these contributions are as follows:

|  | Grupo Excellium |
|--|-----------------|
| Valores em euros                           | 30 Sep 2019     |
|  |                 |
| Other operational income                   | 10,288,459      |
| Operational profit                         | 10,288,459      |
| Cost of good sold and materials consumed   | (1,415,050)     |
| External supplies and service              | (3,465,112)     |
| Employee benefits expense                  | (6,455,811)     |
| Amortisation                               | (2,153,935)     |
| Other operacional expenses                 | (28,306)        |
| Operational expenses                       | (13,518,214)    |
| Financial results                          | (159,025)       |
| Profit/(Loss) before tax                   | (3,388,780)     |
| Income tax expense                         | -               |
| Consolidated profit /(loss) for the period | (3,388,780)     |
| Attributable to :                          |                 |
| Equity holders of the Parent Company:      | (1,983,966)     |
| Non-controlling interests                  | 1,404,814       |
|  | (3,388,780)     |
| Other comprehensive income for the period  |                 |
| Total comprehensive income for the period  | (3,388,780)     |

# 4.4 Attribution of fair value to assets acquired and liabilities assumed in the obtaining control of Sonae Sierra in 2018

In September 2018, following the approval by the competent competition authorities, the agreement was concluded with the Grosvenor Group to acquire a 20% participation in Sonae Sierra, SGPS, SA.

This acquisition resulted in the amendment of the shareholders agreement and the acquisition of control of this joint venture. Accordingly, as provided by IFRS 3, Sonae Sierra, SGPS, S.A. and as of the acquisition date, is now consolidated using the full consolidation method.

Following this acquisition, the group recognized a goodwill of 121.1 million euro, which can be detailed as follows:

|   | Sonae Sierra                                 |
|---|--|
| Amounts in euro   | At the date of<br>acquisition<br>30 Sep 2018 |
| Net assets acquired   |  |
| Investment properties   | 806,124,576                                  |
| Property, plant and equipment and intangible assets                       | 3,100,687                                    |
| Investments in joint ventures and associates                              | 1,208,735,741                                |
| Deferred tax assets   | 1,336,664                                    |
| Trade and other receivables   | 229,620,324                                  |
| Cash and bank balances  | 117,614,568                                  |
| Loans   | (386,979,196)                                |
| Deferred tax liabilities  | (140,142,627)                                |
| Trade and other payables  | (134,005,805)                                |
| Total net assets acquired   | 1,705,404,932                                |
| Goodwill  | 121,135,648                                  |
| Currency Translation Reserve  | 74,319,831                                   |
| Non Controlling Interests   | 930,762,305                                  |
| Change in consolidation method (financial participation at equity method) | 593,987,852                                  |
| Transfer to profit and loss from currency translation reserve             | (74,319,831)                                 |
| Capital Gain on revaluation to fair value of the financial participation  | 45,853,773                                   |
| Acquisition cost  | 255,936,650                                  |

The above mentioned goodwill was allocated to the main properties held and to management services.

The contributions of the subsidiaries that constitute the Sonae Sierra Group to the net income attributable to shareholders of Sonae for the period ended at 30 September 2019 were positive by 66,913,686 euro. The details of these contributions are as follows:

| Amounts in euro  | 30 set 2019  |
|--|--------------|
|  |              |
| Turnover   | 117,819,339  |
| Changes in value of investment properties                            | 6,670,995    |
| Other operational income   | 7,875,987    |
|  | 132,366,321  |
| External supplies and service  | (39,757,321) |
| Employee benefits expense  | (38,765,071) |
| Amortisation   | (2,237,706)  |
| Other operacional expenses   | (5,919,550)  |
|  | (86,679,648) |
| Income and financial income  | 2,270,545    |
| Financial expenses   | (12,664,473) |
| Financial results  | (10,393,928) |
| Gains or losses related to joint ventures and associated undertaking | 57,478,200   |
| ŭ  | (40,000,000) |
| Other income / expenses  | (18,020,883) |
| Profit/(Loss) before tax   | 74,750,062   |
| Income tax expense   | (7,836,376)  |
| Consolidated profit /(loss) for the period                           | 66,913,686   |
| Attributable to:   |              |
| Equity attributable to shareholders of parent company                | 30,744,458   |
| Non-controlling interests  | 36,169,228   |
|  | 66,913,686   |
| Other comprehensive income for the period                            | -            |
| Total comprehensive income for the period                            | 66,913,686   |
|  |              |

#### 5 Segment information

Sonae has in its portfolio 8 business segments:

- Sonae MC is a food retail unit with insignis Continente, Continente Modelo, Continente Bom Dia, Go Natural, Well's, Arenal and franchising stores Meu Super; and also covers the Maxmat and the operational assets of Sonae RP;
- Worten is one of the Iberian electronic players;
- Sonae Fashion with a network of own stores of sports and clothing products, combined with a franchising network store;
- Iberian Sports Retail Group (ISRG), a partnership with a network of sports stores in Spain and Portugal.
- Sonae FS aims to boost retail financial services;
- Sonae IM has the objective of building and managing a portfolio of technology-based companies related to retail and telecommunications;
- Sonae Sierra is the subsidiary dedicated to the activity of development and management of shopping malls;
- NOS is the partnership that the group holds through Zopt dedicated to telecommunications; and

These operating segments have been identified taking into consideration that each of these segments have separate identifiable revenues and costs, separate financial information is produced, and its operating results are reviewed by management on which it makes decisions.

The list of Group companies and their businesses are detailed in Notes 31 and 32.

#### Financial information per business segment

The main operating segment information as at 30 September 2019 and 2018 can be detailed as follows:

| 30 Sep 2019                             | Turnover      | Depreciation<br>and<br>amortisation <sup>(2)</sup> | Provisions and impairment losses (2) | EBIT <sup>(2)</sup> | Financial<br>results <sup>(1)</sup> | Income tax <sup>(1)</sup> |
|---|---------------|--|--------------------------------------|---------------------|-------------------------------------|---------------------------|
| Carras MG                               | 2 426 640 067 | (477.267.746)                                      | (746 525)                            | 460.064.270         |                                     |                           |
| Sonae MC                                | 3,426,649,867 | (177,267,716)                                      | (746,535)                            | 160,864,370         | -                                   | -                         |
| Worten                                  | 743,714,449   | (28,976,330)                                       | (7,617,493)                          | (16,723,982)        | -                                   | -                         |
| Sonae Fashion                           | 281,807,197   | (27,233,697)                                       | (5,134,281)                          | (15,975,904)        | -                                   | -                         |
| Sonae Retail                            | 4,452,171,513 | (233,477,743)                                      | (13,498,309)                         | 128,164,484         | (65,872,492)                        | (11,100,954)              |
| Sonae IM                                | 90,281,733    | (5,451,842)  | (193,148)                            | 10,711,875          | 100,954                             | 939,752                   |
| Sonae FS                                | 26,836,442    | (949,832)  | -                                    | 4,524,932           | 75,879                              | 219,911                   |
| Sonae Sierra                            | 125,307,106   | (2,237,706)  | (1,482,167)                          | 64,883,752          | (10,393,928)                        | (4,466,048)               |
| NOS                                     | -             | -  | -                                    | 31,816,000          | -                                   | -                         |
| ISRG                                    | -             | -  | -                                    | 6,991,516           | -                                   | -                         |
| Other business                          | 21,349,537    | (4,242,300)  | (23,025)                             | (7,107,660)         | (9,319,533)                         | 5,026,540                 |
| Other, eliminations and adjustments (1) | (80,724,832)  | -  | -                                    | (11,858,298)        | -                                   | -                         |
| Total consolidated - Direct             | 4,635,221,499 | (246,359,423)                                      | (15,196,649)                         | 228,126,601         | (85,409,120)                        | (9,380,799)               |

| 30 Sep 2018<br>Restated<br>Note 3                                    | Turnover  | Depreciation<br>and<br>amortisation <sup>(2)</sup>  | Provisions and impairment losses (2)         | EBIT <sup>(2)</sup>  | Financial<br>results <sup>(1)</sup>   | Income tax <sup>(1)</sup>                   |
|--|---|---|--|--|---|---|
| Sonae MC<br>Worten   | 3,128,044,531<br>752,423,419  | (153,524,800)<br>(26,014,107)   | (3,682,365)<br>(829,143)                     | 133,656,810<br>(4,972,175)   | -   | -   |
| Sonae Fashion<br>Sonae Retail  | 271,572,942<br>4,152,040,892  | (27,237,547)<br>(206,776,454)   | (665,864)<br>(5,177,372)                     | (21,073,643)<br>107,610,992  | (81,991,229)  | (487,563)                                   |
| Sonae IM<br>Sonae FS   | 66,455,518<br>22,802,369  | (4,147,880)<br>(715,662)  | (131,773)<br>-                               | 33,840,122<br>862,764  | 290,787<br>67,992   | (9,951,732)<br>(48,546)                     |
| Sonae Sierra<br>NOS  | -   | -   | -  | 24,804,547<br>29,867,637   | -   | -   |
| ISRG<br>Other business   | 20,672,199  | (3,595,503)   | 397,190                                      | (2,860,321)<br>(7,642,232)   | 12,259,384  | 8,685,139                                   |
| Other, eliminations and adjustments (1)                              | (57,675,294)  | -   | -  | (5,653,245)  | -   | -   |
| Total consolidated - Direct  | 4,204,295,684   | (215,235,499)   | (4,911,955)                                  | 180,830,264  | (69,373,066)  | (1,802,702)                                 |
|  |   |   |  |  |   |   |
|  |   | 30 Sep 2019   |  |  | 30 Sep 2018<br>Restated   |   |
|  | Investment<br>(CAPEX)   | 30 Sep 2019 Invested capital  | Financial net<br>debt <sup>(2)</sup>         | Investment<br>(CAPEX)  |   | Financial net<br>debt <sup>(2)</sup>        |
| Sonae MC   | (CAPEX)<br>220,301,168  | Invested capital 2,352,213,473  |  | (CAPEX)<br>159,600,000   | Restated Invested capital 2,249,427,938   |   |
| Worten   | (CAPEX)<br>220,301,168<br>15,620,000  | 2,352,213,473<br>114,700,793  |  | (CAPEX)<br>159,600,000<br>19,068,377                                 | Restated Invested capital  2,249,427,938 85,420,930   |   |
| Worten<br>Sonae Fashion  | (CAPEX)<br>220,301,168<br>15,620,000<br>12,475,262                              | 2,352,213,473<br>114,700,793<br>367,592,935   | debt <sup>(2)</sup>                          | 159,600,000<br>19,068,377<br>16,198,396                              | Restated Invested capital  2,249,427,938 85,420,930 357,440,291   | debt <sup>(2)</sup><br>-<br>-<br>-          |
| Worten   | (CAPEX)<br>220,301,168<br>15,620,000  | 2,352,213,473<br>114,700,793  |  | (CAPEX)<br>159,600,000<br>19,068,377                                 | Restated Invested capital  2,249,427,938 85,420,930   |   |
| Worten<br>Sonae Fashion<br>Sonae Retail                              | 220,301,168<br>15,620,000<br>12,475,262<br>248,396,430                          | 2,352,213,473<br>114,700,793<br>367,592,935<br>2,834,507,201  | debt <sup>(2)</sup> 1,611,807,967            | 159,600,000<br>19,068,377<br>16,198,396<br>194,866,773               | Restated  Invested capital  2,249,427,938 85,420,930 357,440,291 2,692,289,159  | debt <sup>(2)</sup> 1,596,300,000           |
| Worten Sonae Fashion Sonae Retail Sonae IM Sonae FS Sonae Sierra     | 220,301,168<br>15,620,000<br>12,475,262<br>248,396,430<br>25,605,968            | 2,352,213,473<br>114,700,793<br>367,592,935<br>2,834,507,201<br>149,000,797<br>14,779,887<br>1,972,023,154                | debt <sup>(2)</sup> 1,611,807,967            | 159,600,000<br>19,068,377<br>16,198,396<br>194,866,773<br>19,214,453 | Restated  Invested capital  2,249,427,938 85,420,930 357,440,291 2,692,289,159 162,664,481 17,489,414 1,948,764,285             | debt <sup>(2)</sup> 1,596,300,000           |
| Worten Sonae Fashion Sonae Retail Sonae IM Sonae FS Sonae Sierra NOS | 220,301,168<br>15,620,000<br>12,475,262<br>248,396,430<br>25,605,968<br>341,122 | 2,352,213,473<br>114,700,793<br>367,592,935<br>2,834,507,201<br>149,000,797<br>14,779,887<br>1,972,023,154<br>656,290,738 | debt <sup>(2)</sup> 1,611,807,967 10,280,675 | 159,600,000<br>19,068,377<br>16,198,396<br>194,866,773<br>19,214,453 | Restated  Invested capital  2,249,427,938 85,420,930 357,440,291 2,692,289,159 162,664,481 17,489,414 1,948,764,285 711,152,706 | debt <sup>(2)</sup> 1,596,300,000 9,613,701 |
| Worten Sonae Fashion Sonae Retail Sonae IM Sonae FS Sonae Sierra     | 220,301,168<br>15,620,000<br>12,475,262<br>248,396,430<br>25,605,968<br>341,122 | 2,352,213,473<br>114,700,793<br>367,592,935<br>2,834,507,201<br>149,000,797<br>14,779,887<br>1,972,023,154                | debt <sup>(2)</sup> 1,611,807,967 10,280,675 | 159,600,000<br>19,068,377<br>16,198,396<br>194,866,773<br>19,214,453 | Restated  Invested capital  2,249,427,938 85,420,930 357,440,291 2,692,289,159 162,664,481 17,489,414 1,948,764,285             | debt <sup>(2)</sup> 1,596,300,000 9,613,701 |

<sup>1)</sup> These captions are accompanied by management in more aggregated form, and not allocated to individual operating segments identified above;

The caption "Others, eliminations and adjustments" can be analysed as follows:

|  | Investment  |                                   | Invested capital |                                   |
|--|-------------|-----------------------------------|------------------|-----------------------------------|
|  | 30 Sep 2019 | 30 Sep 2018<br>Restated<br>Note 3 | 30 Sep 2019      | 30 Sep 2018<br>Restated<br>Note 3 |
| Inter-segment intra-groups and contributions of entities non-<br>individualized entities as segments | (4,383,690) | 8,889,438                         | 126,952,673      | 74,241,666                        |
| Acquisition of 20 % of participation in the Sonae Sierra, SGPS,                                      | -           | 255,936,650                       | -                | -                                 |
| Cash settled equity swap (3)   | -           | -                                 | (82,109,238)     | (89,437,079)                      |
| Dividends available  |             |                                   |                  | (24,873,210)                      |
| Other, eliminations and adjustments  | (4,383,690) | 264,826,088                       | 44,843,435       | (40,068,623)                      |

<sup>3)</sup> Financial Instrument reported in Note 17.

All performance measures are reconciled to the financial statements in Note 29.

#### Glossary:

Net Invested capital = Net debt + Shareholder funds;

<sup>2)</sup> Reconciled information in note 29.

Net Financial Debt = Bonds + bank loans + other loans + financial leases - cash, bank deposits, current investments and other long term financial applications;

Others, eliminations and adjustments = Intra-groups + consolidation adjustments + contributions from other companies not included in the disclosed segments by do not fit in any reportable segment, ie, are included in addition to Sonae SGPS companies identified as "Others" in Note 31;

Investments (CAPEX) = Gross investments in Property, Plant and equipment and intangible assets and investments in acquisitions.

#### 6 Property, plant and equipments

During the periods ended as at 30 September 2019 and 2018, the movements in Property, plant and equipment as well accumulated depreciation and impairment losses are made up as follows:

|  | Land and buildings | Plant and<br>machinery | Others<br>tangible<br>assets | Tangible<br>assets<br>in progress | Total<br>tangible<br>assets |
|--|--------------------|------------------------|------------------------------|-----------------------------------|-----------------------------|
| Cost   |                    |                        |                              |                                   |                             |
| Balance as at 1 January 2019                     | 1,353,846,057      | 1,538,227,443          | 234,952,406                  | 46,534,775                        | 3,173,560,681               |
| Discontinued operations (Note 4.2)               | (2,120,933)        | (603,302)              | (3,254,530)                  | (3,239)                           | (5,982,004)                 |
| Acquisitions of subsidiaries (Note 4.1)          | -                  | 17,019,967             | 20,066,029                   | 1,170,708                         | 38,256,704                  |
| Additions  | 7,252,297          | 6,238,715              | 3,567,271                    | 151,863,639                       | 168,921,922                 |
| Disposals  | (22,454,204)       | (34,930,298)           | (8,556,038)                  | (1,999,121)                       | (67,939,661)                |
| Effect of foreign currency exchanges differences | (5,910)            | 13,319                 | 78,063                       | 43                                | 85,515                      |
| Transfers  | 24,316,759         | 114,141,393            | 14,405,151                   | (156,769,620)                     | (3,906,317)                 |
| Balance as at 30 September 2019                  | 1,360,834,066      | 1,640,107,237          | 261,258,352                  | 40,797,185                        | 3,302,996,840               |
| Accumulated depreciation and impairment          |                    |                        |                              |                                   |                             |
| Balance as at 1 January 2019                     | 422,744,884        | 917,106,778            | 177,403,560                  | 155,154                           | 1,517,410,376               |
| Discontinued operations (Note 4.2)               | (1,237,712)        | (543,786)              | (2,938,735)                  | -                                 | (4,720,233)                 |
| Acquisitions of subsidiaries (Note 4.1)          | -                  | 7,939,120              | 11,648,573                   | -                                 | 19,587,693                  |
| Depreciation of the period                       | 17,403,023         | 88,596,946             | 16,594,586                   | -                                 | 122,594,555                 |
| Impairment losses of the period (note 22)        | 59,163             | 2,365,854              | 1,488,096                    | -                                 | 3,913,113                   |
| Disposals  | (7,934,147)        | (30,172,062)           | (8,299,814)                  | -                                 | (46,406,023)                |
| Effect of foreign currency exchanges differences | (3,103)            | 10,606                 | 71,874                       | -                                 | 79,377                      |
| Transfers  | 1,763              | (747,741)              | (561,553)                    | -                                 | (1,307,531)                 |
| Balance as at 30 September 2019                  | 431,033,871        | 984,555,715            | 195,406,587                  | 155,154                           | 1,611,151,327               |
| Carrying amount at 30 September 2019             | 929,800,195        | 655,551,522            | 65,851,765                   | 40,642,031                        | 1,691,845,513               |

|  | Land and buildings | Plant and<br>machinery | Others<br>tangible<br>assets | Tangible<br>assets<br>in progress | Total<br>tangible<br>assets |
|--|--------------------|------------------------|------------------------------|-----------------------------------|-----------------------------|
| Cost   |                    |                        |                              |                                   |                             |
| Balance as at 1 January 2018                     | 1,370,528,263      | 1,521,434,347          | 226,138,300                  | 39,949,699                        | 3,158,050,609               |
| Discontinued operations                          | (48,858)           | (110,624,380)          | (8,311,871)                  | (712,317)                         | (119,697,426)               |
| Acquisitions of subsidiaries                     | 77,981             | 754,998                | 784,552                      | -                                 | 1,617,531                   |
| Change in method                                 | 2,269,122          | 994,376                | 3,924,634                    | -                                 | 7,188,132                   |
| Investment                                       | 23,421,568         | 4,481,029              | 1,280,269                    | 143,257,131                       | 172,439,997                 |
| Disposals  | (257,351)          | (32,511,074)           | (4,918,511)                  | (1,167,757)                       | (38,854,693)                |
| Effect of foreign currency exchanges differences | (38,490)           | 6,630                  | (148,304)                    | -                                 | (180,164)                   |
| Transfers  | 8,678,241          | 114,927,077            | 13,492,351                   | (146,359,873)                     | (9,262,204)                 |
| Balance as at 30 September 2018                  | 1,404,630,476      | 1,499,463,003          | 232,241,420                  | 34,966,883                        | 3,171,301,782               |
| Accumulated depreciation and impairment          |                    |                        |                              |                                   |                             |
| Balance as at 1 January 2018                     | 415,435,082        | 920,710,779            | 170,898,687                  | 132,989                           | 1,507,177,537               |
| Discontinued operations                          | (34,037)           | (63,883,638)           | (6,188,072)                  | -                                 | (70,105,747)                |
| Acquisitions of subsidiaries                     | 9,928              | 583,627                | 593,688                      | -                                 | 1,187,243                   |
| Change in method                                 | 962,412            | 809,994                | 3,730,304                    | -                                 | 5,502,710                   |
| Depreciation of the period                       | 17,664,544         | 84,377,200             | 14,676,096                   | -                                 | 116,717,840                 |
| Disposals  | (137,612)          | (28,524,614)           | (5,025,217)                  | -                                 | (33,687,443)                |
| Effect of foreign currency exchanges differences | (44,235)           | 4,269                  | (118,256)                    | -                                 | (158,222)                   |
| Transfers  | (87,054)           | (271,252)              | (824,490)                    | -                                 | (1,182,796)                 |
| Balance as at 30 September 2018                  | 433,769,028        | 913,806,365            | 177,742,740                  | 132,989                           | 1,525,451,122               |
| Carrying amount at 30 September 2018             | 970,861,448        | 585,656,638            | 54,498,680                   | 34,833,894                        | 1,645,850,660               |

The investment includes the acquisition of assets of approximately 152 million euro (143 million euro in 2018), associated with the opening and remodeling of stores of Sonae retail operating segments.

The caption "Depreciation for the year" of Property, plant and equipment and intangible assets includes 3.7 million euro (6.5 million as at 30 September 2018) transferred to discontinued operations.

During the period ended at 30 September 2019, several sale and leaseback transactions were accounted by the Group. The accounting values of the disposed assets, approximately, 12.5 million euro corresponds to 2 real estate food retail assets located in Portugal. These operations resulted in a cash inflow of 24.4 million euro and generated a net capital gain of approximately, 3.2 million euro (Note 24).

The lease agreements for the assets in question, were considered as operating leases, taking into account the indicators traditionally used to determine the nature of the lease agreements as defined in IFRS 16. These assets have an initial period of 20 years, and the lease term can be extended, with market conditions, by four additional periods of 10 years, and it was considered by the Board of Directors that only the initial which is less than the remaining useful life of the assets subject to the transaction. It was also considered that there is no type of obligation to repurchase the assets subject to leasing, and the Group's current call options are exercisable based on market prices, as well as the present value of the minimum lease payments location.

The most significant values under the caption "Property, plant and equipment in progress" refer to the following projects:

|  | 30 Sep 2019 | 30 Sep 2018 |
|--|-------------|-------------|
| Refurbishment and expansion of stores in the retail businesses located in Portugal | 34,216,386  | 27,179,886  |
| Refurbishment and expansion of stores in the retail businesses located in Spain    | 508,460     | 1,953,271   |
| Projects of "Continente" stores for which advance payments were made               | 1,933,293   | 1,466,000   |
| Others   | 3,983,892   | 4,234,737   |
|  | 40,642,031  | 34,833,894  |

## 7 Intangible Assets

In the periods ended at 30 September 2019 and 2018, the movement occurred in intangible assets and in the corresponding accumulated amortization and impairment losses, was as follows:

|  |   | A.1  |  |  |
|--|---|--|--|--|
|  | Patents   | Others   | Intangible   | Total  |
|  | and other   | intangible   | assets   | intangible   |
|  | similar rights  | assets   | in progress  | assets   |
| Cost   | 100 510 705   | 550.040.604  | 24 522 272   | 750 404 507  |
| Balance as at 1 January 2019   | 180,613,796   | 553,040,621  | 34,530,270   | 768,184,687  |
| Adjustments to fair value (Note 4.3)   | 3,966,683   | -  | -  | 3,966,683  |
| Discontinued operations (Note 4.2)   | (10,900,187)  | (49,633,648)   | (1,309,645)  | (61,843,480)   |
| Acquisitions of subsidiaries (Note 4.1)  | 35,988  | 2,483,049  | 4,000  | 2,523,037  |
| Investment   | 28,948  | 1,152,378  | 30,550,300   | 31,731,626   |
| Disposals  | (15,930)  | (3,447,793)  | (238,119)  | (3,701,842)  |
| Effect of foreign currency exchanges differences   | 323,763   | 388,699  | (236)  | 712,226  |
| Transfers  | (28,145)  | 27,753,155   | (25,805,568)   | 1,919,442  |
| Balance as at 30 September 2019  | 174,024,916   | 531,736,461  | 37,731,002   | 743,492,379  |
| Accumulated depreciation and impairment  |   |  |  |  |
| Balance as at 1 January 2019   | 44,923,144  | 357,693,498  | -  | 402,616,642  |
| Discontinued operations (Note 4.2)   | (10,870,739)  | (34,496,981)   | -  | (45,367,720)   |
| Acquisitions of subsidiaries (Note 4.1)  | 35,988  | 1,897,613  | -  | 1,933,601  |
| Depreciation of the period   | 2,930,716   | 33,677,374   | -  | 36,608,090   |
| Disposals  | (15,930)  | (3,094,410)  | -  | (3,110,340)  |
| Effect of foreign currency exchanges differences   | 322,201   | 317,799  | -  | 640,000  |
| Transfers  | (235,364)   | (82,925)   | -  | (318,289)  |
| Balance as at 30 September 2019  | 37,090,016  | 355,911,968  | -  | 393,001,984  |
| Carrying amount at 30 September 2019   | 136,934,900   | 175,824,493  | 37,731,002   | 350,490,395  |
|  |   | _: 2,2_:, :22  | 51,115,155   | 223, 122,222   |
|  |   |  |  |  |
|  | Patents   | Others   | Intangible   | Total  |
|  | Patents<br>other similar  | Others<br>intangible   | Intangible<br>assets   | Total<br>intangible  |
|  | other similar   | intangible   | assets   | intangible   |
| Cost   |   |  | _  |  |
| Cost  Balance as at 1 January 2018   | other similar<br>rights   | intangible<br>assets   | assets<br>in progress  | intangible<br>assets   |
| Balance as at 1 January 2018   | other similar rights  | intangible<br>assets<br>497,255,214  | assets<br>in progress<br>29,512,753  | intangible<br>assets<br>704,832,320  |
| Balance as at 1 January 2018 Discontinued operations   | other similar<br>rights   | intangible<br>assets<br>497,255,214<br>(10,252,932)  | assets<br>in progress  | intangible<br>assets<br>704,832,320<br>(13,109,971)  |
| Balance as at 1 January 2018<br>Discontinued operations<br>Acquisitions of subsidiaries  | other similar<br>rights<br>178,064,353<br>(2,324,288)   | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528   | assets<br>in progress<br>29,512,753<br>(532,751)   | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528   |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method   | other similar rights  178,064,353 (2,324,288) - 1,913,203   | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395   | assets<br>in progress<br>29,512,753<br>(532,751)<br>-<br>398,301   | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899   |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment  | other similar rights  178,064,353 (2,324,288) - 1,913,203 160,423   | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212  | assets<br>in progress<br>29,512,753<br>(532,751)<br>-<br>398,301<br>34,232,927                                   | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899<br>35,511,562   |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals  | other similar rights  178,064,353 (2,324,288) - 1,913,203 160,423 (87,393)  | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212<br>(1,746,311)   | assets<br>in progress<br>29,512,753<br>(532,751)<br>-<br>398,301<br>34,232,927<br>(509,214)                      | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899<br>35,511,562<br>(2,342,918)  |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences   | other similar rights  178,064,353 (2,324,288)  - 1,913,203 160,423 (87,393) 143,065   | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212<br>(1,746,311)<br>(85,537)   | assets<br>in progress  29,512,753 (532,751) - 398,301 34,232,927 (509,214) 1,316                                 | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899<br>35,511,562<br>(2,342,918)<br>58,844  |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers   | other similar rights  178,064,353 (2,324,288)  - 1,913,203 160,423 (87,393) 143,065 74,783  | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212<br>(1,746,311)<br>(85,537)<br>31,218,723   | assets<br>in progress  29,512,753 (532,751)  - 398,301 34,232,927 (509,214) 1,316 (31,070,130)                   | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899<br>35,511,562<br>(2,342,918)<br>58,844<br>223,376   |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018   | other similar rights  178,064,353 (2,324,288)  - 1,913,203 160,423 (87,393) 143,065   | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212<br>(1,746,311)<br>(85,537)   | assets<br>in progress  29,512,753 (532,751) - 398,301 34,232,927 (509,214) 1,316                                 | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899<br>35,511,562<br>(2,342,918)<br>58,844  |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment   | other similar rights  178,064,353 (2,324,288)  - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212<br>(1,746,311)<br>(85,537)<br>31,218,723<br>533,365,292  | assets<br>in progress  29,512,753 (532,751)  - 398,301 34,232,927 (509,214) 1,316 (31,070,130)                   | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899<br>35,511,562<br>(2,342,918)<br>58,844<br>223,376<br>743,342,640  |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment Balance as at 1 January 2018  | other similar rights  178,064,353 (2,324,288)  - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  40,973,388  | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212<br>(1,746,311)<br>(85,537)<br>31,218,723<br>533,365,292<br>295,934,685   | assets<br>in progress  29,512,753 (532,751)  - 398,301 34,232,927 (509,214) 1,316 (31,070,130)                   | 704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899<br>35,511,562<br>(2,342,918)<br>58,844<br>223,376<br>743,342,640<br>336,908,073   |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment Balance as at 1 January 2018 Discontinued operations  | other similar rights  178,064,353 (2,324,288)  - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212<br>(1,746,311)<br>(85,537)<br>31,218,723<br>533,365,292<br>295,934,685<br>(4,859,045)  | assets<br>in progress  29,512,753<br>(532,751)  - 398,301 34,232,927 (509,214) 1,316 (31,070,130) 32,033,202     | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899<br>35,511,562<br>(2,342,918)<br>58,844<br>223,376<br>743,342,640<br>336,908,073<br>(7,098,880)  |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries   | other similar rights  178,064,353 (2,324,288)  - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  40,973,388 (2,239,835)  | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212<br>(1,746,311)<br>(85,537)<br>31,218,723<br>533,365,292<br>295,934,685<br>(4,859,045)<br>1,027,218                             | assets<br>in progress  29,512,753<br>(532,751)  - 398,301 34,232,927 (509,214) 1,316 (31,070,130) 32,033,202     | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899<br>35,511,562<br>(2,342,918)<br>58,844<br>223,376<br>743,342,640<br>336,908,073<br>(7,098,880)<br>1,027,218                           |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method  | other similar rights  178,064,353 (2,324,288)  - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  40,973,388 (2,239,835) - 1,909,581                                      | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212<br>(1,746,311)<br>(85,537)<br>31,218,723<br>533,365,292<br>295,934,685<br>(4,859,045)<br>1,027,218<br>13,736,053               | assets<br>in progress  29,512,753<br>(532,751)  - 398,301 34,232,927 (509,214) 1,316 (31,070,130) 32,033,202     | intangible<br>assets<br>704,832,320<br>(13,109,971)<br>1,108,528<br>17,060,899<br>35,511,562<br>(2,342,918)<br>58,844<br>223,376<br>743,342,640<br>336,908,073<br>(7,098,880)<br>1,027,218<br>15,645,634             |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Depreciation of the period   | other similar rights  178,064,353 (2,324,288)  - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  40,973,388 (2,239,835)  | intangible<br>assets<br>497,255,214<br>(10,252,932)<br>1,108,528<br>14,749,395<br>1,118,212<br>(1,746,311)<br>(85,537)<br>31,218,723<br>533,365,292<br>295,934,685<br>(4,859,045)<br>1,027,218<br>13,736,053<br>34,285,185 | assets<br>in progress  29,512,753<br>(532,751)  - 398,301 34,232,927 (509,214) 1,316 (31,070,130) 32,033,202     | intangible assets  704,832,320 (13,109,971) 1,108,528 17,060,899 35,511,562 (2,342,918) 58,844 223,376 743,342,640  336,908,073 (7,098,880) 1,027,218 15,645,634 36,551,650  |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Depreciation of the period Impairment losses for the period  | other similar rights  178,064,353 (2,324,288) - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  40,973,388 (2,239,835) - 1,909,581 2,266,465                             | intangible assets  497,255,214 (10,252,932) 1,108,528 14,749,395 1,118,212 (1,746,311) (85,537) 31,218,723 533,365,292  295,934,685 (4,859,045) 1,027,218 13,736,053 34,285,185 (437,639)                                  | assets<br>in progress  29,512,753<br>(532,751)  - 398,301 34,232,927 (509,214) 1,316 (31,070,130) 32,033,202     | intangible assets  704,832,320 (13,109,971) 1,108,528 17,060,899 35,511,562 (2,342,918) 58,844 223,376 743,342,640  336,908,073 (7,098,880) 1,027,218 15,645,634 36,551,650 (437,639)                                |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Depreciation of the period Impairment losses for the period Disposals  | other similar rights  178,064,353 (2,324,288) - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  40,973,388 (2,239,835) - 1,909,581 2,266,465 - (87,274)                  | intangible assets  497,255,214 (10,252,932) 1,108,528 14,749,395 1,118,212 (1,746,311) (85,537) 31,218,723 533,365,292  295,934,685 (4,859,045) 1,027,218 13,736,053 34,285,185 (437,639) (1,218,847)                      | assets<br>in progress  29,512,753<br>(532,751)  - 398,301 34,232,927 (509,214) 1,316 (31,070,130) 32,033,202     | intangible assets  704,832,320 (13,109,971) 1,108,528 17,060,899 35,511,562 (2,342,918) 58,844 223,376  743,342,640  336,908,073 (7,098,880) 1,027,218 15,645,634 36,551,650 (437,639) (1,306,121)                   |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Depreciation of the period Impairment losses for the period Disposals Effect of foreign currency exchanges differences           | other similar rights  178,064,353 (2,324,288) - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  40,973,388 (2,239,835) - 1,909,581 2,266,465 - (87,274) 158,017          | intangible assets  497,255,214 (10,252,932) 1,108,528 14,749,395 1,118,212 (1,746,311) (85,537) 31,218,723 533,365,292  295,934,685 (4,859,045) 1,027,218 13,736,053 34,285,185 (437,639) (1,218,847) (159,324)            | assets<br>in progress  29,512,753<br>(532,751)  398,301 34,232,927<br>(509,214) 1,316<br>(31,070,130) 32,033,202 | intangible assets  704,832,320 (13,109,971) 1,108,528 17,060,899 35,511,562 (2,342,918) 58,844 223,376  743,342,640  336,908,073 (7,098,880) 1,027,218 15,645,634 36,551,650 (437,639) (1,306,121) (1,307)           |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Depreciation of the period Impairment losses for the period Disposals Effect of foreign currency exchanges differences Transfers | other similar rights  178,064,353 (2,324,288) - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  40,973,388 (2,239,835) - 1,909,581 2,266,465 - (87,274) 158,017 (47,431) | intangible assets  497,255,214 (10,252,932) 1,108,528 14,749,395 1,118,212 (1,746,311) (85,537) 31,218,723 533,365,292  295,934,685 (4,859,045) 1,027,218 13,736,053 34,285,185 (437,639) (1,218,847) (159,324) (305,445)  | assets<br>in progress  29,512,753<br>(532,751)  398,301 34,232,927<br>(509,214) 1,316<br>(31,070,130) 32,033,202 | intangible assets  704,832,320 (13,109,971) 1,108,528 17,060,899 35,511,562 (2,342,918) 58,844 223,376  743,342,640  336,908,073 (7,098,880) 1,027,218 15,645,634 36,551,650 (437,639) (1,306,121) (1,307) (352,876) |
| Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Investment Disposals Effect of foreign currency exchanges differences Transfers Balance as at 30 September 2018 Accumulated depreciation and impairment Balance as at 1 January 2018 Discontinued operations Acquisitions of subsidiaries Change in method Depreciation of the period Impairment losses for the period Disposals Effect of foreign currency exchanges differences           | other similar rights  178,064,353 (2,324,288) - 1,913,203 160,423 (87,393) 143,065 74,783 177,944,146  40,973,388 (2,239,835) - 1,909,581 2,266,465 - (87,274) 158,017          | intangible assets  497,255,214 (10,252,932) 1,108,528 14,749,395 1,118,212 (1,746,311) (85,537) 31,218,723 533,365,292  295,934,685 (4,859,045) 1,027,218 13,736,053 34,285,185 (437,639) (1,218,847) (159,324)            | assets<br>in progress  29,512,753<br>(532,751)  398,301 34,232,927<br>(509,214) 1,316<br>(31,070,130) 32,033,202 | intangible assets  704,832,320 (13,109,971) 1,108,528 17,060,899 35,511,562 (2,342,918) 58,844 223,376  743,342,640  336,908,073 (7,098,880) 1,027,218 15,645,634 36,551,650 (437,639) (1,306,121) (1,307)           |

As at 30 September 2019 the Investment related to intangible assets in progress includes 25 million euro related to IT projects and development software (31 million euro at 30 September 2018). Within that amount it is included 10.3 million euro of capitalizations of personnel costs related to own work (about 8 million euro in 30 September 2018) (Note 24).

# 8 Right of use assets

During the period of nine months ended on 30 September 2019 and 2018, the detail and the movement in the value of the rights of use, as well as in the respective depreciations, was as follows:

|  | Land and buildings           | Vehicles               | Others<br>tangible<br>assets | Total<br>tangible<br>assets |
|--|------------------------------|------------------------|------------------------------|-----------------------------|
| Cost   |                              |                        |                              |                             |
| Balance as at 1 January 2019                         | 1,315,832,269                | 23,126,588             | 515,522                      | 1,339,474,379               |
| Acquisitions of subsidiaries (Note 4.1)              | 43,149,710                   | -                      | -                            | 43,149,710                  |
| Discontinued operations (Note 4.2)                   | (6,644,077)                  | (4,601,927)            | (1,171,854)                  | (12,417,858)                |
| Additions  | 93,998,411                   | 71,071,018             | 96,025                       | 165,165,454                 |
| Other effects  | (23,754,222)                 | 6,538,950              | 1,577,847                    | (15,637,425)                |
| Balance as at 30 September 2019                      | 1,422,582,092                | 96,134,628             | 1,017,540                    | 1,519,734,260               |
| Accumulated depreciation and impairment              |                              |                        |                              |                             |
| Balance as at 1 January 2019                         | 360,041,661                  | 9,202,075              | 312,628                      | 369,556,364                 |
| Discontinued operations (Note 4.2)                   | (1,634,268)                  | (2,397,980)            | (449,509)                    | (4,481,757)                 |
| Depreciation of the period                           | 73,063,555                   | 17,663,969             | 159,044                      | 90,886,568                  |
| Other effects  | (10,379,835)                 | 3,256,588              | 695,758                      | (6,427,489)                 |
| Balance as at 30 September 2019                      | 421,091,112                  | 27,724,651             | 717,922                      | 449,533,685                 |
| Carrying amount at 30 September 2019                 | 1,001,490,980                | 68,409,977             | 299,618                      | 1,070,200,574               |
|  |                              |                        |                              |                             |
|  |                              |                        | Others                       | Total                       |
|  | Land and                     | Vehicles               | tangible                     | tangible                    |
|  | buildings                    |                        | assets                       | assets                      |
| Cost   | 4 447 440 040                | 22 000 007             | 502.000                      | 4 470 044 705               |
| Balance as at 1 January 2018 Discontinued operations | 1,147,440,810                | 22,068,097             | 502,888                      | 1,170,011,795               |
| Investment   | (5,918,521)                  | - 012 001              | 12,634                       |                             |
| Other effects  | 93,037,634                   | 6,013,661<br>(558,271) | 12,034                       | 99,063,929<br>(8,321,430)   |
| Balance as at 30 September 2018                      | (7,763,159)<br>1,226,796,764 | 27,523,487             | 515,522                      | 1,254,835,773               |
|  | 1,220,790,764                | 27,323,467             | 515,522                      | 1,254,655,775               |
| Accumulated depreciation and impairment              |                              |                        |                              |                             |
| Balance as at 1 January 2018                         | 293,273,768                  | 8,494,148              | 216,770                      | 301,984,686                 |
| Depreciation of the period                           | 64,099,638                   | 4,578,309              | 71,510                       | 68,749,457                  |
| Other effects  | (2,606,807)                  | _                      | -                            | (2,606,807)                 |
| Balance as at 30 September 2018                      | 354,766,599                  | 13,072,457             | 288,280                      | 368,127,336                 |
| Carrying amount at 30 September 2018                 | 872,030,165                  | 14,451,030             | 227,242                      | 886,708,437                 |

The responsibilities related to Right of use were recorded under the caption Non Current and current Lease Liabilities, in the amount respectively of 1,095 million euro and 99 million euro (927 million and 137 million euro in 31 December 2018).

In the consolidated income statement, 90.9 million euros were recognized for depreciation of the period (68.7 million euros on 30 September 2018) and 53.7 million of euros of interest relating to the adjusted debt (46.5 million euro in 30 September 2018).

## 9 Investments Properties

As at 30 September 2019, the movement in investment properties was as follows:

|  | Investment properties |                      |           |              |  |  |
|--|-----------------------|----------------------|-----------|--------------|--|--|
|  |                       | under<br>development |           |              |  |  |
|  | In Operation          | at cost              | Advances  | Total        |  |  |
| Balance as at 1 January 2019                         | 982,910,025           | 13,942,343           | 1,725,000 | 998,577,368  |  |  |
| Increases  | 573,980               | 1,107,565            | -         | 1,681,545    |  |  |
| Impairments and write-off                            | -                     | (14,424)             | -         | (14,424)     |  |  |
| Disposals (Note 4.2)                                 | (31,500,000)          | (210,000)            | -         | (31,710,000) |  |  |
| Variation in fair value on the investment properties |                       |                      |           |              |  |  |
| between years:                                       |                       |                      |           |              |  |  |
| - Gains  | 8,147,598             | -                    | -         | 8,147,598    |  |  |
| - Losses   | (1,476,603)           | -                    | -         | (1,476,603)  |  |  |
| Closing balance as at 30 September 2019              | 958,655,000           | 14,825,484           | 1,725,000 | 975,205,484  |  |  |

As at 30 September 2019, the amount of investment properties in operation is detailed as follows:

| In Operation                              | 30 Sep 2019                |
|---|----------------------------|
| Portugal / Spain Other European Countries | 624,330,000<br>334,325,000 |
|   | 958,655,000                |

### 10 Goodwill

Goodwill is allocated to each operating segment and within each segment to each of the homogeneous groups of cash generating units as follows:

In Retail, Goodwill is allocated to each operating business segment, Sonae MC (stores and properties), Worten and Sonae Fashion being afterwards distributed by each homogenous group of cash generating units, namely to each insignia within each segment distributed by country;

Sonae Sierra - the value of the Goodwill of this segment is allocated to the assets held; and

Sonae IM - In this segment the Goodwill is mainly related to the technology business.

As at 30 September 2019 and 31 December 2018, the caption "Goodwill" was made up as follows by insignia and country:

|               | 30 Sep 2019 |            |        |                |             |
|---------------|-------------|------------|--------|----------------|-------------|
| Insignia      | Portugal    | Spain      | Brazil | Other contries | Total       |
| Sonae MC      | 497,451,096 | 44,888,667 | -      | -              | 542,339,763 |
| Worten        | 65,283,532  | -          | -      | -              | 65,283,532  |
| Sonae Fashion | 53,928,075  | 245,817    | -      | -              | 54,173,892  |
| Sonae IM      | 2,059,741   | 618,726    | -      | 12,224,348     | 14,902,815  |
| Sonae Sierra  | 107,079,850 | -          |        |                | 107,079,850 |
|               | 725,802,294 | 45,753,210 | -      | 12,224,348     | 783,779,852 |

|               | 31 Dec 2018 |           |        |                |             |
|---------------|-------------|-----------|--------|----------------|-------------|
| Insignia      | Portugal    | Spain     | Brazil | Other contries | Total       |
| Sonae MC      | 497,451,096 | -         | -      | -              | 497,451,096 |
| Worten        | 65,283,532  | -         | -      | -              | 65,283,532  |
| Sonae Fashion | 53,928,075  | 245,817   | -      | -              | 54,173,892  |
| Sonae IM      | 2,686,758   | 1,641,824 | 7,090  | 23,577,196     | 27,912,868  |
| Sierra        | 134,629,157 |           |        |                | 134,629,157 |
|               | 753,978,618 | 1,887,641 | 7,090  | 23,577,196     | 779,450,545 |

During the period ended in 30 September 2019 and 2018, movements occurred in Goodwill as well as in the corresponding impairment losses, are as follows:

|   | 30 Sep 2019  | 30 sep 2018 |
|---|--------------|-------------|
| Gross value:  |              |             |
| Opening balance   | 788,864,968  | 645,031,970 |
| Attribution of fair value to assets acquired                  | (1 022 000)  |             |
| (Note 4.3)  | (1,023,098)  | -           |
| Opening balance Restated                                      | 787,841,870  | 645,031,970 |
| Discontinued operations (Note 4.2)                            | (13,395,381) | (5,082,341) |
| Goodwill generated in the period (Note 4.1)                   | 44,888,667   | 3,022,245   |
| Change of method  | -            | 102,759,948 |
| Transfer to joint ventures of Sonae Sierra Brasil (Note 11.3) | (18,375,700) | -           |
| Other variations  | 110,119      | 71,914      |
| Transfers to "Assets classified as held for sale" (Note 18)   | (7,875,300)  |             |
| Balance at end of period                                      | 793,194,275  | 745,803,736 |
| Accumulated impairment losses:                                |              |             |
| Opening balance   | 9,414,423    | 10,668,757  |
| Disposals   |              | (1,439,395) |
| Balance at end of period                                      | 9,414,423    | 9,229,362   |
|   | 702 770 050  | 726 574 074 |
| Carrying amount   | 783,779,852  | 736,574,374 |

# 11 Joint ventures and associated companies

## 11.1 Detail of book value of investments in joint ventures and associates

The value of investments in joint ventures and associates can be analyzed as follows:

| Investments in joint ventures and associates | 30 Sep 2019   | 31 Dec 2018<br>Restated<br>Note 3 |
|--|---------------|-----------------------------------|
| Investments in joint ventures                | 1,366,256,938 | 1,616,555,022                     |
| Investments in associates                    | 568,924,041   | 368,041,686                       |
| Total  | 1,935,180,979 | 1,984,596,708                     |

### The detail by company is as follows:

| COMPANY  | 30 Sep 2019   | 31 Dec 2018<br>Restated<br>Note 3 |
|--|---------------|-----------------------------------|
| Sonae MC<br>Sohi Meat Solutions - Distribuição de Carnes, SA | 3,602,959     | 3,006,331                         |
| Sonae Sierra   |               |                                   |
| Arrábidashopping- Centro Comercial, S.A.                     | 30,100,156    | 30,393,218                        |
| DOC Malaga Holdings S.L                                      | 8,235,344     | 3,591,217                         |
| Gaiashopping I- Centro Comercial, S.A.                       | 34,669,321    | 35,009,254                        |
| 1) Harvey Dos Iberica, S.L.                                  | -             | 4,395,212                         |
| Madeirashopping- Centro Comercial, S.A.                      | 15,693,323    | 15,127,930                        |
| Norte Shopping Retail and Leisure Centre B.V.                | 171,203,493   | 161,222,523                       |
| Pantheon Plaza B.V.  | 4,633,744     | 10,263,665                        |
| Park Avenue Development of Shopping Centres S.A.             | (469,947)     | (463,459)                         |
| Parque Atlântico Shopping - Centro Comercial, S.A.           | 17,326,232    | 17,670,436                        |
| Proyecto Cúcuta S.A.S.                                       | 9,011,417     | 8,344,371                         |
| Pud Srl  | 5,386,933     | 5,987,801                         |
| SC Aegean B.V.   | 4,881,828     | 4,926,261                         |
| Shopping Centre Colombo Holding B.V.                         | 247,591,134   | 255,362,940                       |
| Sierra Central S.A.S.  | (8,509)       | 56,883                            |
| 1) Solingen Shopping Centre GmbH                             | -             | (4,157,349)                       |
| 2) Sonae Sierra Brazil B.V. Sarl                             | -             | 241,178,416                       |
| VdG Holding BV   | 114,522,305   | 112,144,202                       |
| Via Catarina- Centro Comercial, S.A.                         | 9,743,898     | 8,774,648                         |
| 3) Sierra Balmain Asset Management sp. zo.o.                 | 1,623,212     | -                                 |
| 3) L.C. Malheiro II, SGPS, SA                                | 2,594,216     | -                                 |
| NOS  |               |                                   |
| ZOPT, SGPS, S.A. (consolidated)                              | 656,290,738   | 675,916,940                       |
| Sonae IM   |               |                                   |
| Unipress - Centro Gráfico, Lda                               | 646,810       | 618,102                           |
| Sonae FS   |               |                                   |
| MDS SGPS, S.A. (consolidated)                                | 25,468,485    | 26,246,269                        |
| Others<br>Marketplace  | 3,509,846     | 939,211                           |
| Investments in joint ventures                                | 1,366,256,938 | 1,616,555,022                     |

- 1) Joint venture sold in the period;
- 2) In August 2019, Aliansce Shopping Centers, S.A. merged with Sonae Sierra Brasil, S.A., which changed its name to Aliansce Sonae Shopping Centers, S.A.; subsequently, Sierra Brazil 1 Sarl and Sonae Sierra Brazil Sarl, were split and the companies resulting from the split were consolidated by the full method. Following this restructuring, Sonae Sierra now owns 7.03% of the merged company and is now considered an associate. Conversion reserves generated up to the restructuring date were recognized in the consolidated income statement;
- 3) Joint venture acquired in the period.

| COMPANY  | 30 Sep 2019   | 31 Dec 2018<br>Restated<br>Note 3 |
|--|---------------|-----------------------------------|
| Sonae MC   |               |                                   |
| Sempre a Postos - Produtos Alimentares e Utilidades, Lda                                     | 835,497       | 1,078,484                         |
| S2 Mozambique, SA  | -             | -                                 |
| 1) Ulabox, S.L.  | -             | -                                 |
| Sonae Sierra   |               |                                   |
| 3shoppings - Holding, SGPS, S.A.   | 12,580,667    | 11,730,360                        |
| ALEXA Asset GmbH & Co, KG  | -             | 39,128,706                        |
| Area Sur Shopping, S.L.  | 7,283,875     | 7,655,180                         |
| Le Terrazze - Shopping Centre 1 Srl  | 8,091,965     | 8,236,533                         |
| Loop5 Shopping Centre GmbH & Co KG   | -             | 10,423,800                        |
| Iberia Shop.C. Venture Coöperatief U.A. ("Iberia Coop")                                      | 16,150,253    | 23,368,651                        |
| Sierra Portugal Real Estate ("SPF")  | 29,800,700    | 45,506,314                        |
| Olimpo Real Estate SOCIMI, S.A.  | 7,780,329     | 7,768,532                         |
| Serra Shopping- Centro Comercial, S.A.   | 1,005,012     | 1,013,274                         |
| Trivium Real Estate Socimi, S.A.   | 31,085,382    | 31,895,992                        |
| Sierra Cevital Shopping Center, Spa  | 39,213        | 38,079                            |
| Zenata Commercial Project  | 2,027,662     | 1,967,259                         |
| 2) Aliansce Sonae Shopping Centers, S.A.   | 128,414,100   | -                                 |
| Fundo Investimento Imobiliário Parque Dom Pedro Shopping                                     |               |                                   |
| <ol> <li>Center+Fundo Investimento Imobiliário Shop. Parque Dom Pedro<br/>("PDP")</li> </ol> | 138,864,559   | -                                 |
| Sonae SGPS   |               |                                   |
| ISRG - Iberian Sports Retail Group   | 81,572,047    | 74,580,531                        |
| Sonae IM   |               |                                   |
| Armilar Venture Partners - Sociedade de Capital de Risco, SA                                 | 1             | 1                                 |
| Fundo de Capital de Risco Armilar Venture Partners II  | 52,366,478    | 52,265,707                        |
| Fundo de Capital de Risco Armilar Venture Partners III                                       | 29,635,587    | 30,135,509                        |
| Fundo de Capital de Risco Espirito Santo Ventures Inovação e<br>Internacionalização          | 17,078,933    | 16,978,359                        |
| Secucloud GMBH   | 3,912,927     | 3,833,921                         |
| Probe.Ly - Soluções de Cibersegurança, Lda   | 369,334       | 401,600                           |
| Alfaros SARL   | 3,677         | 17,715                            |
| Suricate Solutions   | 25,843        | 17,179                            |
| Investment in associated companies   | 568,924,041   | 368,041,686                       |
| Total  | 1,935,180,979 | 1,984,596,708                     |

- 1) Joint venture sold in the period;
- 2) In August 2019, Aliansce Shopping Centers, S.A. merged with Sonae Sierra Brasil, S.A., which changed its name to Aliansce Sonae Shopping Centers, S.A.; subsequently, Sierra Brazil 1 Sarl and Sonae Sierra Brazil Sarl, were split and the companies resulting from the split were consolidated by the full method. Following this restructuring, Sonae Sierra now owns 7.03% of the merged company and is now considered an associate. Conversion reserves generated up to the restructuring date were recognized in the consolidated income statement.

### 11.2 Financial indicators of participations

#### 11.2.1 Joint ventures

Summary financial information of joint ventures of the group can be analysed as follows:

|                                       | 30 Sep 2019                                      |                                  |                               |              |           |
|---------------------------------------|--|----------------------------------|-------------------------------|--------------|-----------|
| Joint ventures                        | Joint ventures of<br>Sonae Sierra<br>(Note 33.1) | ZOPT, SGPS, SA<br>(consolidated) | MDS,SGPS,SA<br>(consolidated) | Sohimeat, SA | Others    |
| Assets                                |  |                                  |                               |              |           |
| Investment properties                 | 4,194,832,062                                    | 657,000                          | 818,753                       | -            | 7,341     |
| Property, plant and equipment         | -  | 1,080,111,000                    | 3,332,662                     | 19,275,733   | 715,724   |
| Intangible assets                     | -  | 2,180,620,000                    | 7,472,883                     | 546,373      | 1,080,094 |
| Rights of use                         | -  | 196,909,000                      | -                             | 3,053,438    | -         |
| Other non-current assets              | 25,717,378                                       | 334,749,000                      | 46,915,882                    | 49,608       | 794,749   |
| Non-current assets                    | 4,220,549,440                                    | 3,793,046,000                    | 58,540,180                    | 22,925,152   | 2,597,907 |
| Cash and bank balances                | 252,002,655                                      | 31,318,000                       | 17,813,995                    | 185,967      | 5,070,569 |
| Other current assets                  | 70,422,104                                       | 538,089,000                      | 16,566,020                    | 52,867,214   | 1,747,057 |
| Current assets                        | 322,424,759                                      | 569,407,000                      | 34,380,015                    | 53,053,181   | 6,817,626 |
| Total assets                          | 4,542,974,199                                    | 4,362,453,000                    | 92,920,195                    | 75,978,333   | 9,415,533 |
| Liabilities                           |  |                                  |                               |              |           |
| Loans                                 | 1,246,047,700                                    | 1,111,541,000                    | 16,007,857                    | 3,109,327    | -         |
| Other non-current liabilities         | 982,156,707                                      | 207,465,000                      | 16,771,196                    |              | 363,276   |
| Non-current liabilities               | 2,228,204,407                                    | 1,319,006,000                    | 32,779,053                    | 3,109,327    | 363,276   |
| Loans                                 | 37,259,331                                       | 248,752,000                      | 8,341,667                     | -            | -         |
| Other current liabilities             | 130,885,456                                      | 564,534,000                      | 26,055,802                    | 67,291,107   | 986,417   |
| Total current liabilities             | 168,144,787                                      | 813,286,000                      | 34,397,469                    | 67,291,107   | 986,417   |
| Total liabilities                     | 2,396,349,194                                    | 2,132,292,000                    | 67,176,522                    | 70,400,434   | 1,349,693 |
| Attributable to owners of the Company | 1,818,598,256                                    | 1,156,518,000                    | 23,729,199                    | 5,577,899    | 8,065,840 |
| Non-controlling interests             | 328,026,749                                      | 1,073,642,000                    | 2,014,474                     |              |           |
| Total equity                          | 2,146,625,005                                    | 2,230,161,000                    | 25,743,673                    | 5,577,899    | 8,065,840 |
| Total equity and liabilities          | 4,542,974,199                                    | 4,362,453,000                    | 92,920,195                    | 75,978,333   | 9,415,533 |

|                                       | 31 Dec 2018 - Restated (Note 3)                  |                                  |                               |              |           |
|---------------------------------------|--|----------------------------------|-------------------------------|--------------|-----------|
| Joint ventures                        | Joint ventures of<br>Sonae Sierra<br>(Note 33.1) | ZOPT, SGPS, SA<br>(consolidated) | MDS,SGPS,SA<br>(consolidated) | Sohimeat, SA | Others    |
| Assets                                |  |                                  |                               |              |           |
| Investment properties                 | 4,081,868,697                                    | 659,000                          | 835,256                       | -            | -         |
| Property, plant and equipment         | -  | 1,063,631,000                    | 2,831,424                     | 19,454,900   | 874,646   |
| Intangible assets                     | -  | 2,173,982,000                    | 37,256,681                    | 789,101      | 981,823   |
| Rights of use                         | -  | 200,483,000                      | -                             | -            | -         |
| Other non-current assets              | 27,695,465                                       | 391,555,000                      | 9,737,037                     | 41,994       | 240,774   |
| Non-current assets                    | 4,109,564,162                                    | 3,830,310,000                    | 50,660,398                    | 20,285,995   | 2,097,243 |
| Cash and bank balances                | 180,821,457                                      | 2,319,000                        | 14,054,322                    | 408,471      | 2,286,696 |
| Other current assets                  | 67,484,235                                       | 527,942,000                      | 16,290,124                    | 49,723,048   | 1,635,358 |
| Current assets                        | 248,305,692                                      | 530,261,000                      | 30,344,446                    | 50,131,519   | 3,922,054 |
| Total assets                          | 4,357,869,854                                    | 4,360,571,000                    | 81,004,844                    | 70,417,514   | 6,019,297 |
| Liabilities                           |  |                                  |                               |              |           |
| Loans                                 | 1,048,957,786                                    | 1,014,364,000                    | 11,216,534                    | -            | -         |
| Other non-current liabilities         | 970,696,094                                      | 207,169,000                      | 8,057,086                     | -            | 500,000   |
| Non-current liabilities               | 2,019,653,880                                    | 1,221,533,000                    | 19,273,620                    | -            | 500,000   |
| Loans                                 | 75,441,328                                       | 283,061,000                      | 9,496,077                     | -            | -         |
| Other current liabilities             | 114,774,245                                      | 558,006,000                      | 25,766,741                    | 65,021,799   | 2,652,142 |
| Total current liabilities             | 190,215,573                                      | 841,067,000                      | 35,262,818                    | 65,021,799   | 2,652,142 |
| Total liabilities                     | 2,209,869,453                                    | 2,062,600,000                    | 54,536,438                    | 65,021,799   | 3,152,142 |
| Attributable to owners of the Company | 1,817,910,360                                    | 1,104,160,000                    | 22,171,422                    | 5,395,715    | 2,867,155 |
| Non-controlling interests             | 330,090,041                                      | 2,297,970,000                    | 4,296,984                     | -            | -         |
| Total equity                          | 2,148,000,401                                    | 2,297,971,000                    | 26,468,406                    | 5,395,715    | 2,867,155 |
| Total equity and liabilities          | 4,357,869,854                                    | 4,360,571,000                    | 81,004,844                    | 70,417,514   | 6,019,297 |

|  |  |                                  | 30 Sep 2019                   |               |             |
|--|--|----------------------------------|-------------------------------|---------------|-------------|
| Joint ventures                                     | Joint ventures of<br>Sonae Sierra<br>(Note 33.1) | ZOPT, SGPS, SA<br>(consolidated) | MDS,SGPS,SA<br>(consolidated) | Sohimeat, SA  | Others      |
| Turnover   | 226,128,726                                      | 1,166,786,000                    | 49,170,735                    | 211,324,489   | 1,938,028   |
| Other operating income                             | 16,926,621                                       | 18,397,000                       | 1,013,757                     | 31,259,880    | (3,985)     |
| , g  | 243,055,347                                      | 1,185,183,000                    | 50,184,492                    | 242,584,369   | 1,934,043   |
| Cost of goods sold and materials consumed          | -  | -                                | -                             | (207,620,506) | (438,626)   |
| External supplies and services                     | (70,992,319)                                     | (84,830,000)                     | (22,438,267)                  | (8,952,318)   | (2,264,412) |
| Amortisation                                       | (318,029)  | (312,540,000)                    | (2,569,517)                   | (3,811,392)   | (179,288)   |
| Other operating costs                              | (19,081,287)                                     | (608,970,000)                    | (20,922,220)                  | (20,648,935)  | (1,553,999) |
|  | (90,391,635)                                     | (1,006,340,000)                  | (45,930,004)                  | (241,033,151) | (4,436,325) |
| Financial income                                   | 5,368,253  | 45,000                           | 141,127                       | -             | -           |
| Financial expense                                  | (33,759,369)                                     | (19,213,000)                     | (802,475)                     | (357,963)     | (5,020)     |
| Financial results                                  | (28,391,116)                                     | (19,168,000)                     | (661,348)                     | (357,963)     | (5,020)     |
| Results of joint ventures and associated companies | 700,001  | (2,953,000)                      | (9,634)                       | -             | -           |
| Results before taxation                            | 124,972,597                                      | 156,722,000                      | 3,583,506                     | 1,193,255     | (2,507,302) |
| Income taxation                                    | (33,286,464)                                     | (33,966,000)                     | (445,234)                     | (240,507)     | 555,963     |
| Consolidated net income/(loss) for the year        | 91,686,133                                       | 122,756,000                      | 3,138,272                     | 952,748       | (1,951,339) |
| Attributable to:                                   |  |                                  |                               |               |             |
| Equity holders of the Parent Company               | 79,163,911                                       | 64,123,000                       | 2,878,059                     | 952,748       | (1,951,339) |
| Non-controlling interests                          | 12,522,222                                       | 58,633,000                       | 260,213                       | -             | -           |
|  | 91,686,133                                       | 122,756,000                      | 3,138,272                     | 952,748       | (1,951,339) |
| Other comprehensive income for the period          | (19,384,200)                                     | (10,547,000)                     | -                             | -             | -           |
| Total comprehensive income for the period          | 72,301,933                                       | 112,209,000                      | 3,138,272                     | 952,748       | (1,951,339) |

|  |  | 30 Sep 2018 Restated             |                               |                 |             |  |  |  |
|--|--|----------------------------------|-------------------------------|-----------------|-------------|--|--|--|
| Joint ventures                                     | Sonae Sierra<br>SGPS, SA<br>(consolidated) | ZOPT, SGPS, SA<br>(consolidated) | MDS,SGPS,SA<br>(consolidated) | Sohimeat, SA    | Others      | Joint ventures of<br>Sonae Sierra<br>(Note 32.1) |  |  |
| Turnover   | 112,655,864                                | 1,148,222,000                    | 39,422,425                    | 203,125,419     | 2,734,462   | 256,371,797                                      |  |  |
| Other operating income                             | 28,144,284                                 | 19,060,000                       | 658,095                       | 15,487,858      | 31,350      | 100,356,173                                      |  |  |
|  | 140,800,148                                | 1,167,282,000                    | 40,080,520                    | 218,613,277     | 2,765,812   | 356,727,970                                      |  |  |
| Cost of goods sold and materials consumed          | =  | -                                | -                             | (195,248,864)   | (452,557)   | -  |  |  |
| External supplies and services                     | (42,835,805)                               | (103,991,000)                    | (19,278,994)                  | (7,593,238)     | (2,691,006) | (81,030,331)                                     |  |  |
| Amortisation                                       | (695,238)                                  | (312,876,000)                    | (2,286,609)                   | (2,827,412)     | (85,094)    | (378,303)  |  |  |
| Other operating costs                              | (39,780,175)                               | (591,490,000)                    | (16,805,775)                  | (9,525,565)     | (805, 133)  | (20,329,871)                                     |  |  |
|  | (83,311,218)                               | (1,008,357,000)                  | (38,371,378)                  | (215, 195, 079) | (4,033,790) | (101,738,505)                                    |  |  |
| Financial income                                   | 6,464,310                                  | -                                | 84,498                        | =               | =           | 5,150,256  |  |  |
| Financial expense                                  | (8,870,854)                                | (27,455,000)                     | (455,740)                     |                 | (3,636)     | (40,283,163)                                     |  |  |
| Financial results                                  | (2,406,544)                                | (27,455,000)                     | (371,242)                     | -               | (3,636)     | (35,132,907)                                     |  |  |
| Results of joint ventures and associated companies | 83,105,613                                 | -                                | 17,156                        | -               | -           | 917,922  |  |  |
| Results before taxation                            | 138,187,998                                | 131,470,000                      | 1,355,056                     | 3,418,199       | (1,271,614) | 220,774,480                                      |  |  |
| Income taxation                                    | (13,321,155)                               | (19,161,000)                     | (5,472)                       | (785,023)       | 441         | (62,313,384)                                     |  |  |
| Consolidated net income/(loss) for the year        | 124,866,843                                | 112,309,000                      | 1,349,584                     | 2,633,175       | (1,271,173) | 158,461,096                                      |  |  |
| Attributable to:                                   |  |                                  |                               |                 |             |  |  |  |
| Equity holders of the Parent Company               | 77,743,854                                 | 58,596,000                       | 864,269                       | 2,633,175       | (1,271,173) | 141,600,851                                      |  |  |
| Non-controlling interests                          | 47,122,989                                 | 53,713,000                       | 485,315                       |                 |             | 16,860,245                                       |  |  |
|  | 124,866,843                                | 112,309,000                      | 1,349,584                     | 2,633,175       | (1,271,173) | 158,461,096                                      |  |  |
| Other comprehensive income for the period          | (41,852,000)                               | (87,852,000)                     |                               |                 | -           | (134,542,891)                                    |  |  |
| Total comprehensive income for the period          | 83,014,843                                 | 24,457,000                       | 1,349,584                     | 2,633,175       | (1,271,173) | 23,918,205                                       |  |  |

## 11.2.2 Associates

Summary financial information of associated companies of the Group can be analyzed as follows:

|   |   |  |  | 30 Sep 2019   |   |  |   |
|---|---|--|--|---|---|--|---|
| Associates  | Participation %   | Assets   | Liabilities  | Equity  | Revenue   | Operational profit   | Net profit  |
| Sonae MC  |   |  |  |   |   |  |   |
| Sempre a Postos   | 25.00%  | 11,282,071   | 7,940,083  | 3,341,988   | 48,584,554  | 2,835,358  | 2,144,873   |
| S2 Mozambique   | 30.00%  | 8,103,157  | 5,589,119  | 2,514,038   | -   | -  | -   |
| Sonae SGPS  |   |  |  |   |   |  |   |
| ISRG  | 29.99%  | 332,532,652  | 190,366,289  | 142,166,363   | 309,343,006   | 15,603,817   | 13,648,955  |
|   |   |  |  |   |   |  |   |
| Associates of Sonae Sierra  |   | 2,230,249,544  | 850,211,938  | 1,380,037,606   | 103,582,856   | 67,456,218   | 47,317,459  |
| Sonae IM  |   |  |  |   |   |  |   |
| Armilar II  | 50.74%  | 120,408,839  | 17,485,326   | 102,923,513   | 359,379   | 190,837  | 198,619   |
| Armilar III   | 42.73%  | 80,084,289   | 10,363,068   | 69,721,221  | 1,713,912   | (1,374,823)  | (1,318,424)   |
| AVP I+I   | 38.25%  | 56,978,016   | 12,340,869   | 44,637,147  | 143,202   | (1,066,677)  | (1,052,808)   |
| Others  |   | 3,910,459  | 5,639,701  | (1,729,242)   | 2,052,540   | (2,054,057)  | (2,070,246)   |
|   |   |  |  |   |   |  |   |
|   |   |  |  |   |   |  |   |
|   |   | 3  | 1 Dec 2018 restate   | ed  | 30 Sep 2018 restated  |  |   |
|   |   |  |  |   |   |  |   |
| Associates  | Participation<br>%  | Assets   | Liabilities  | Equity  | Revenue   | Operational profit   | Net profit  |
| Associates Sonae MC   |   | Assets   | Liabilities  | Equity  | Revenue   |  | Net profit  |
|   |   | Assets<br>3,034,723  | 2,786,220  | Equity 248,503  | Revenue<br>46,133,229   |  | Net profit<br>1,736,296   |
| Sonae MC  | %   |  |  |   |   | profit   |   |
| Sonae MC<br>Sempre a Postos   | 25.00%  | 3,034,723  | 2,786,220  | 248,503   | 46,133,229  | profit 2,274,591   | 1,736,296   |
| Sonae MC<br>Sempre a Postos<br>Ulabox   | 25.00%<br>36.00%  | 3,034,723<br>3,001,233   | 2,786,220<br>2,467,268   | 248,503<br>533,965  | 46,133,229<br>7,661,071   | 2,274,591<br>(2,828,250)   | 1,736,296<br>(2,832,221)  |
| Sonae MC<br>Sempre a Postos<br>Ulabox<br>S2 Mozambique  | 25.00%<br>36.00%  | 3,034,723<br>3,001,233<br>11,052,768   | 2,786,220<br>2,467,268<br>6,849,597  | 248,503<br>533,965<br>4,203,171   | 46,133,229<br>7,661,071<br>4,799,919  | 2,274,591<br>(2,828,250)<br>(2,590,650)  | 1,736,296<br>(2,832,221)<br>(2,892,046)   |
| Sonae MC<br>Sempre a Postos<br>Ulabox<br>S2 Mozambique<br>Others  | 25.00%<br>36.00%  | 3,034,723<br>3,001,233<br>11,052,768   | 2,786,220<br>2,467,268<br>6,849,597  | 248,503<br>533,965<br>4,203,171   | 46,133,229<br>7,661,071<br>4,799,919  | 2,274,591<br>(2,828,250)<br>(2,590,650)  | 1,736,296<br>(2,832,221)<br>(2,892,046)   |
| Sonae MC<br>Sempre a Postos<br>Ulabox<br>S2 Mozambique<br>Others<br>Sonae SGPS  | %<br>25.00%<br>36.00%<br>30.00%   | 3,034,723<br>3,001,233<br>11,052,768<br>3,022,274  | 2,786,220<br>2,467,268<br>6,849,597<br>1,711,196   | 248,503<br>533,965<br>4,203,171<br>1,311,078  | 46,133,229<br>7,661,071<br>4,799,919<br>173,472                               | 2,274,591<br>(2,828,250)<br>(2,590,650)<br>(130,203)                               | 1,736,296<br>(2,832,221)<br>(2,892,046)<br>(129,257)                              |
| Sonae MC Sempre a Postos Ulabox S2 Mozambique Others Sonae SGPS ISRG  | %<br>25.00%<br>36.00%<br>30.00%   | 3,034,723<br>3,001,233<br>11,052,768<br>3,022,274<br>333,544,822   | 2,786,220<br>2,467,268<br>6,849,597<br>1,711,196<br>192,881,328  | 248,503<br>533,965<br>4,203,171<br>1,311,078<br>140,663,494   | 46,133,229<br>7,661,071<br>4,799,919<br>173,472<br>263,250,364                | 2,274,591<br>(2,828,250)<br>(2,590,650)<br>(130,203)<br>(3,538,316)                | 1,736,296<br>(2,832,221)<br>(2,892,046)<br>(129,257)<br>(3,782,834)               |
| Sonae MC Sempre a Postos Ulabox S2 Mozambique Others Sonae SGPS ISRG Associated of Sierra   | %<br>25.00%<br>36.00%<br>30.00%   | 3,034,723<br>3,001,233<br>11,052,768<br>3,022,274<br>333,544,822   | 2,786,220<br>2,467,268<br>6,849,597<br>1,711,196<br>192,881,328  | 248,503<br>533,965<br>4,203,171<br>1,311,078<br>140,663,494   | 46,133,229<br>7,661,071<br>4,799,919<br>173,472<br>263,250,364                | 2,274,591<br>(2,828,250)<br>(2,590,650)<br>(130,203)<br>(3,538,316)                | 1,736,296<br>(2,832,221)<br>(2,892,046)<br>(129,257)<br>(3,782,834)               |
| Sonae MC Sempre a Postos Ulabox S2 Mozambique Others Sonae SGPS ISRG Associated of Sierra Sonae IM                                  | %<br>25.00%<br>36.00%<br>30.00%<br>29.99%                               | 3,034,723<br>3,001,233<br>11,052,768<br>3,022,274<br>333,544,822<br>2,761,632,809  | 2,786,220<br>2,467,268<br>6,849,597<br>1,711,196<br>192,881,328<br>1,114,861,750                                       | 248,503<br>533,965<br>4,203,171<br>1,311,078<br>140,663,494<br>1,646,771,059  | 46,133,229<br>7,661,071<br>4,799,919<br>173,472<br>263,250,364                | 2,274,591<br>(2,828,250)<br>(2,590,650)<br>(130,203)<br>(3,538,316)                | 1,736,296<br>(2,832,221)<br>(2,892,046)<br>(129,257)<br>(3,782,834)               |
| Sonae MC Sempre a Postos Ulabox S2 Mozambique Others Sonae SGPS ISRG Associated of Sierra Sonae IM Armilar I                        | %<br>25.00%<br>36.00%<br>30.00%<br>29.99%                               | 3,034,723<br>3,001,233<br>11,052,768<br>3,022,274<br>333,544,822<br>2,761,632,809<br>4,908,519                             | 2,786,220<br>2,467,268<br>6,849,597<br>1,711,196<br>192,881,328<br>1,114,861,750                                       | 248,503<br>533,965<br>4,203,171<br>1,311,078<br>140,663,494<br>1,646,771,059<br>4,230,938                             | 46,133,229<br>7,661,071<br>4,799,919<br>173,472<br>263,250,364<br>158,252,910 | 2,274,591<br>(2,828,250)<br>(2,590,650)<br>(130,203)<br>(3,538,316)<br>112,220,106 | 1,736,296<br>(2,832,221)<br>(2,892,046)<br>(129,257)<br>(3,782,834)<br>92,722,821 |
| Sonae MC Sempre a Postos Ulabox S2 Mozambique Others Sonae SGPS ISRG Associated of Sierra Sonae IM Armilar I Armilar II             | %<br>25.00%<br>36.00%<br>30.00%<br>29.99%<br>35.00%<br>50.74%           | 3,034,723<br>3,001,233<br>11,052,768<br>3,022,274<br>333,544,822<br>2,761,632,809<br>4,908,519<br>92,742,416               | 2,786,220<br>2,467,268<br>6,849,597<br>1,711,196<br>192,881,328<br>1,114,861,750<br>677,581<br>5,361,017               | 248,503<br>533,965<br>4,203,171<br>1,311,078<br>140,663,494<br>1,646,771,059<br>4,230,938<br>87,381,399               | 46,133,229<br>7,661,071<br>4,799,919<br>173,472<br>263,250,364<br>158,252,910 | 2,274,591<br>(2,828,250)<br>(2,590,650)<br>(130,203)<br>(3,538,316)<br>112,220,106 | 1,736,296<br>(2,832,221)<br>(2,892,046)<br>(129,257)<br>(3,782,834)<br>92,722,821 |
| Sonae MC Sempre a Postos Ulabox S2 Mozambique Others Sonae SGPS ISRG Associated of Sierra Sonae IM Armilar I Armilar II Armilar III | %<br>25.00%<br>36.00%<br>30.00%<br>29.99%<br>35.00%<br>50.74%<br>42.70% | 3,034,723<br>3,001,233<br>11,052,768<br>3,022,274<br>333,544,822<br>2,761,632,809<br>4,908,519<br>92,742,416<br>69,694,614 | 2,786,220<br>2,467,268<br>6,849,597<br>1,711,196<br>192,881,328<br>1,114,861,750<br>677,581<br>5,361,017<br>11,350,315 | 248,503<br>533,965<br>4,203,171<br>1,311,078<br>140,663,494<br>1,646,771,059<br>4,230,938<br>87,381,399<br>58,344,299 | 46,133,229<br>7,661,071<br>4,799,919<br>173,472<br>263,250,364<br>158,252,910 | 2,274,591<br>(2,828,250)<br>(2,590,650)<br>(130,203)<br>(3,538,316)<br>112,220,106 | 1,736,296<br>(2,832,221)<br>(2,892,046)<br>(129,257)<br>(3,782,834)<br>92,722,821 |

As at 30 September 2019, summary financial information of associated companies of Sonae Sierra can be analyzed as follows:

|                           |                    |             |             | 30 Sep 2019 |            |                    |            |
|---------------------------|--------------------|-------------|-------------|-------------|------------|--------------------|------------|
| Sonae Sierra's Associates | Participation<br>% | Assets      | Liabilities | Equity      | Revenue    | Operational profit | Net profit |
| 3shoppings                | 20.00%             | 115,141,721 | 52,238,385  | 62,903,336  | 10,482,954 | 5,877,836          | 4,251,536  |
| Área Sur                  | 15.00%             | 118,091,766 | 69,532,602  | 48,559,164  | 4,911,173  | 1,748,132          | 24,628     |
| Le Terrazze               | 10.00%             | 150,514,720 | 75,035,584  | 75,479,136  | 8,359,948  | 5,367,130          | 2,725,579  |
| Iberia Coop               | 10.00%             | 228,840,252 | 71,365,861  | 157,474,391 | 14,237,001 | 10,855,504         | 8,756,022  |
| SPF                       | 22.50%             | 134,171,295 | 18,842,254  | 115,329,041 | 1,351,497  | 2,795,558          | 200,324    |
| ORES                      | 3.75%              | 397,287,212 | 189,811,835 | 207,475,377 | 18,778,485 | 15,067,123         | 11,782,323 |
| Serra Shopping            | 5.00%              | 34,630,256  | 14,530,025  | 20,100,231  | 2,945,003  | 1,420,266          | 1,034,751  |
| Trivium                   | 12.50%             | 545,222,654 | 294,568,633 | 250,654,021 | 25,627,534 | 15,044,434         | 9,990,356  |
| Sierra Cevital            | 49.00%             | 465,003     | 384,976     | 80,027      | -          | -                  | 2,314      |
| Zenata                    | 11.00%             | 50,268,901  | 31,836,471  | 18,432,430  | 2,198,936  | 391,623            | (3,131)    |
|                           |                    |             |             |             |            |                    |            |

## 11.3 Movements occurred in the period

During the period ended at 30 September 2019 and 2018, movements in investments in joint ventures and associates are as follows:

|  |                              | 30 Sep 2019      |                              | 30 Sep 2018 - Restated      |                  |                                |  |
|--|------------------------------|------------------|------------------------------|-----------------------------|------------------|--------------------------------|--|
|  | Proportion on equity         | Goodwill         | Total<br>investment          | Proportion on equity        | Goodwill         | Total<br>investment            |  |
| Investments in joint ventures  |                              |                  |                              |                             |                  |                                |  |
| Balance as at 1 January - Published  IFRS 16 Impact  | 1,100,659,691<br>(7,892,381) | 523,787,735<br>- | 1,624,447,426<br>(7,892,381) | 757,716,434<br>(6,944,555)  | 565,777,065<br>- | 1,323,493,499<br>(6,944,555)   |  |
| Balance as at 1 January - Restated   | 1,092,767,310                | 523,787,735      | 1,616,555,045                | 750,771,879                 | 565,777,065      | 1,316,548,944                  |  |
| Investments in joint ventures Change in consolidation method due the gain of control (Financial investment accounted for by Equity Method) | -                            | -                | -                            | 1,073,655,246 (561,854,522) | (32,133,330)     | 1,073,655,246<br>(593,987,852) |  |
| Transfer of goodwill from Sonae Sierra Brasil to joint ventures  | -                            | 18,375,700       | 18,375,700                   | -                           | -                | -                              |  |
| Transfer to Associates - Restructuring of Brazil   | (287,324,643)                | -                | (287,324,643)                | -                           | -                | -                              |  |
| Increases during the period  | 8,551,509                    | -                | 8,551,509                    | 50,000                      | -                | 50,000                         |  |
| Period acquisitions  | 501,365                      | 3,732,387        | 4,233,752                    | -                           | -                | -                              |  |
| Period disposals<br>Equity method  | (432,765)                    | -                | (432,765)                    | -                           | -                | -                              |  |
| Gains or losses in joint ventures  | 87,455,979                   | -                | 87,455,979                   | 67,241,686                  | -                | 67,241,686                     |  |
| Distributed dividends  | (79,654,976)                 | -                | (79,654,976)                 | (44,672,397)                | -                | (44,672,397)                   |  |
| Effect in equity capital and non-controlling interests   | (595,885)                    | -                | (595,885)                    | 36,348,295                  | -                | 36,348,295                     |  |
| Transfer to results of translation reserves and goodwill from Sonae Sierra Brasil  | 17,468,922                   | (18,375,700)     | (906,778)                    | -                           | -                | -                              |  |
| Other effects on results   | _                            | _                | _                            | (74,319,831)                | _                | (74,319,831)                   |  |
|  | 838,736,816                  | 527,520,122      | 1,366,256,938                | 1,247,220,356               | 533,643,735      | 1,780,864,091                  |  |
| Investments in associates companies  |                              |                  |                              |                             |                  |                                |  |
| Balance as at 1 January  | 363,106,542                  | 4,935,121        | 368,041,663                  | 84,335,315                  | 6,622,023        | 90,957,338                     |  |
| Change in consolidation method due the loss of control   | -                            | -                | -                            | 78,085,756                  | -                | 78,085,756                     |  |
| Capital increases during the period  | 1,209,955                    | -                | 1,209,955                    | 143,745                     | -                | 143,745                        |  |
| Investments in associates companies  | -                            | -                | -                            | 161,331,334                 | -                | 161,331,334                    |  |
| Capital reduction in associated companies  | (10,953,325)                 | -                | (10,953,325)                 | -                           | -                | -                              |  |
| Period disposals<br>Equity method  | (49,331,370)                 | -                | (49,331,370)                 | -                           | -                | -                              |  |
| Gains or losses in associates companies  | (10,909,584)                 | -                | (10,909,584)                 | 60,952,088                  | -                | 60,952,088                     |  |
| Distributed dividends  | (20,367,552)                 | -                | (20,367,552)                 | (542,293)                   | -                | (542,293)                      |  |
| Effect in equity capital and non-controlling interests   | (17,241,456)                 | -                | (17,241,456)                 | (293,574)                   | -                | (293,574)                      |  |
| Transfer from joint ventures -<br>Restructuring of Brazil  | 308,475,710                  | -                | 308,475,710                  | -                           | -                | -                              |  |
| Impairment in associated companies   | -                            | -                | -                            | (754,211)                   | -                | (754,211)                      |  |
| Return of invested capital   | -                            | -                | -                            | (16,477,366)                | -                | (16,477,366)                   |  |
| Others   | 563,988,920                  | 4,935,121        | 568,924,041                  | (41,343,721)<br>325,437,073 | 6,622,023        | (41,343,721)<br>332,059,096    |  |
| Total  | 1,402,725,736                | 532,455,243      | 1,935,180,979                | 1,572,657,429               | 540,265,758      | 2,112,923,187                  |  |

The effect on equity and non-controlled interests results fundamentally from the exchange rate conversion effect of companies with a different functional currency than the euro.

The amount of distributed dividends related to Investments in Joint Ventures refers to Sonae Sierra 32,612,907 euro (24,873,210 euro as at 30 September 2018) and ZOPT 46,991,559 euro (19,755,883 euro as at 30 September 2018).

In June 2019, Sonae Sierra Brasil has reached to an agreement to merge with Aliansce Shopping Centers with completion on August 5th. The transaction will create the largest shopping centre operator in Brazil, with 1.4 million Sqm of managed GLA, through the combination of two complementary portfolios with a total of 40 shopping centres. The combined entity, led by a highly experienced management team, will be well positioned to capitalise on the attractive market fundamentals and expected synergies. This transaction resulted in a reduction in the percentage of detention in Brazil that went from 50% to 7.03%, and this reduction resulted in an impact on results of about 5 million negative.

Investments in associates - Disposals of the period relate to the disposal of the total capital held (50%) of the jointly controlled entity Solingen Shopping Center GmbH ("Solingen") and disposal of the total capital held (9%) of the associated entity Alexa. These disposals will generate a loss of 13,499,612 euros (Note 23).

The caption of "Gains and losses related to Joint Ventures and Associates companies" of the consolidated income statement, on September 30, 2018, includes 17,300,598 euro registered in provisions for other risks and charges related to the incentive scheme payable to the management of the Funds due to the fact that they exceeded the contractually defined level of return. As evidenced in Note 3, the period ended at 30 September 2018 has been restated to adjust the provision to the extent that the level of return has been exceeded.

The value of the "Change of consolidation method by loss of control" on 30 September 2018 in the amount of 78,085,756 euros in the investments in associates is related to ISRG by the agreement signed in 2018 between Sonae and JD Group and since the end of January 2018 is included the participation in the new partnership, the Iberian Sports Retail Group, by the equity method.

The consolidated financial statements of ZOPT have a significant exposure to the African market, particularly through financial holdings that the Group holds in associated companies operating in the Angolan and Mozambican markets, which are engaged in providing satellite and fiber television services. The net book value of the associates in the financial statements of ZOPT at 30 September 2019 amounts to approximately 89 million euro.

During the last quarter of 2017, Angola was considered a hyperinflationary economy, and the individual financial statements of the investees in Angola were restated (for consolidation purposes) in accordance with IAS 29 - Financial Reporting in Hyperinflationary Economies. During the period ended at 30 September 2019 and 2018, the effect of the hyperinflation was once more adjusted, taking into account the fluctuation of kwanza.

The Group made impairment tests for those assets, which are denominated in the currencies of those countries, Kwanzas and Meticals, respectively, considering the business plans (internal valuation using the discounted cash flow method, compared to researches) approved by the Board of Directors for a five years period, which include average growth rates of revenue for that period of 10.7% (Angola) and 3.2% (Mozambique). These revenue growth rates reflects: (i) the best estimate for the growth of the customer base, reflecting an expectation of new clients and churn estimated rates, when considered prudent, and (ii) an annual price increase which the nature of the activity carried out by the companies, especially in Angola, assumes it is not expected that companies will be able to reflect in their prices the total inflation in the country.

In 2018, following the recommendation of the INACOM (regulatory entity of the communication sector in Angola), the Angolan subsidiaries did not carry out any price increase. Business plans consider annual price growth of 16%, 11% and 8% in 2019, 2020 and 2021 to 2023 respectively.

The business plans consider yet a growth rate in perpetuity of 6.5% (Angola) and 5.0% (Mozambique) and a discount rate ('wacc') in perpetuity of 17.5% (Angola) and 21% (Mozambique). The discount rate, over the period 2018 to 2023 ranged from a maximum of 34.0% to a minimum of 17.5% (in 2023), for Angola, and from a maximum of 23.0% to a minimum of 21.0% (2023) in Mozambique, in line with the most appropriate inflation forecasts (source: International Monetary Fund (FMI)) and assumes the current structure of the market in terms of competition.

The impairment tests carried out in 2018, based on the assumptions above, disregarding the effect of the adjustment to the effects of hyperinflation in the amount of financial investment, support the value of the assets, so no additional

impairments were recorded in relation to the effect of the hyperinflationary economy. However, the current economic conditions of uncertainty in these markets, particularly in the foreign exchange market and the limitation of currency transfer and INACOM's recommendation not to have price increases on TV and internet packages (particularly in Angola), introduces an additional degree of variability to the assumptions, which could significantly impact the estimates considered, in terms of the rate of inflation and the ability to reflect the rate in price increases.

At the end of January 2019, ZAP announced a price increase from 26 February 2019 onwards. This increase in prices is higher than that used in the projections.

At 30 September 2019 it was understood that the assumptions made in the impairment tests carried out in 2018 did not change significantly.

The Board of Directors believes that the assumptions used in the business plans are the most prudent and appropriate, and that the situations of high inflation and lower capacity of the company to reflect a higher price increase correspond to non-expected extreme situations.

#### 12 Other investments

Other non-current investments, their head offices and book value as at 30 September 2019 and 31 December 2018, are as follows:

|  |  | Statment of fin  | ancial position  |
|--|--|--|--|
| Company  | Head Office  | 30 Sep 2019  | 31 Dec 2018<br>Restated<br>Note 3  |
| Sonae MC Dispar - Distrib. de Participações, SGPS, SA Insco - Insular de Hipermerc., SA Other financial assets | Lisbon<br>Ponta Delgada  | 9,976<br>5,252,372<br>15,066,711   | 9,976<br>5,252,372<br>13,831,312   |
| Financial assets at fair value through profit or loss  |  | 20,329,059   | 19,093,660   |
| Sonae IM  Arctic Wolf Networks, Inc Ometria, Ltd. CellWise   | Delaware<br>London<br>Singapore  | 7,751,174<br>6,632,347<br>5,357,593  | 7,751,174<br>2,228,029<br>-  |
| ViSenze CB4 Case on IT Daisy Intelligence Reblaze Nextail Labs, SL ciValue StyleSage, Inc.                     | Singapore<br>Israel<br>Madrid<br>Canadá<br>St. Louis<br>Madrid<br>Yokneam (Israel)<br>Delaware | 5,260,238<br>4,368,720<br>2,930,744<br>2,406,623<br>2,352,438<br>2,300,000<br>1,970,097<br>1,848,578 | 4,384,811<br>-<br>2,280,000<br>-<br>2,352,438<br>2,300,000<br>1,970,097<br>1,848,578 |
| Jscrambler Whitefantasy Fyde Other investments   | Oporto<br>Évora<br>Califórnia  | 1,250,000<br>640,804<br>443,687<br>1,440,750   | 1,250,000<br>640,804<br>-<br>1,060,856   |
| Financial assets at fair value through other comprehensive income  |  | 46,953,793   | 28,066,787   |
|  |  | 67,282,852   | 47,160,447   |

As at 30 September 2019 the caption "Other financial assets" related to "Financial assets at fair value through profit or loss" includes, among others, 9,837,889 euro (9,872,807 euro in 31 December 2018) related to deposited amounts on an Escrow Account which is applied in investment funds with superior rating, which is a guarantee for contractual

liabilities assumed in the disposal of a Brazil Retail business and for which provisions were recorded in the applicable situations (Note 22).

During the period ended as at 30 September 2019, Sonae IM's major acquisitions were:

- in Cellwise, a company that provides network orchestration and automation solutions to global telecommunications operators;
- in CB4, a company that provides a patented artificial intelligence software solution for traditional retailers to identify and correct critical in-store operational issues;
- at Daisy Intelligence, a company that develops an artificial intelligence platform for retail and insurance companies to improve their management and risk management performance.

As at 30 September 2019 and 2018, the movements in "Other investments" made up as follows:

|   | 30 Sep      | p 2019    | 30 Sep 2018 - Re | testated (Note 3) |  |
|---|-------------|-----------|------------------|-------------------|--|
|   | Non-current | Current   | Non-current      | Current           |  |
| Other investments   |             |           |                  |                   |  |
| Fair value (net of impairment losses) as at 1 January     | 47,195,342  | -         | 19,423,775       | -                 |  |
| Increases in the period                                   | 20,768,463  | -         | 13,388,377       | -                 |  |
| Decreases in the period                                   | (680,953)   | -         | (596,995)        | -                 |  |
| Increase/(Decrease) in fair value through profit & losses | -           | -         | (35,972)         | -                 |  |
| Discontinued operations                                   | -           | -         | (51,369)         | -                 |  |
| Change in method  | -           | -         | 31,957           | -                 |  |
| Fair value (net of impairment losses) as at 30 September  | 67,282,852  | -         | 32,159,773       | -                 |  |
| Derivative financial instruments                          |             |           |                  |                   |  |
| Fair value as at 1 January                                | -           | 1,558,683 | -                | 179,881           |  |
| Increase/(Decrease) in fair value                         | -           | 2,311,931 | -                | 1,385,536         |  |
| Fair value as at 30 September                             | -           | 3,870,614 | -                | 1,565,417         |  |
|   | 67,282,852  | 3,870,614 | 32,159,773       | 1,565,417         |  |

#### 13 Other non-current assets

As at 30 September 2019 and 31 December 2018, "Other non-current assets" are detailed as follows:

|  |             | 30 Sep 2019                             |                    | 31 Dec 2018 - Restated (Note 3) |   |                    |  |
|--|-------------|---|--------------------|---------------------------------|---|--------------------|--|
|  | Gross Value | Accumulated impairment losses (Note 22) | Carrying<br>Amount | Gross Value                     | Accumulated impairment losses (Note 22) | Carrying<br>Amount |  |
| Loans granted to related parties                               | 36,032,688  | -                                       | 36,032,688         | 54,497,134                      | -                                       | 54,497,134         |  |
| Trade accounts receivable and other debtors                    |             |   |                    |                                 |   |                    |  |
| Legal deposits   | 3,436,547   | -                                       | 3,436,547          | 3,502,069                       | -                                       | 3,502,069          |  |
| Cautions   | 5,559,295   | -                                       | 5,559,295          | 4,163,529                       | -                                       | 4,163,529          |  |
| Special regime for payment of tax and social<br>security debts | 4,489,601   | -                                       | 4,489,601          | 4,527,309                       | -                                       | 4,527,309          |  |
| Rent deposits from tenants                                     | 2,477,913   | -                                       | 2,477,913          | 3,037,324                       | -                                       | 3,037,324          |  |
| Financial investments debtors                                  | 8,457,349   | -                                       | 8,457,349          | 5,900,000                       | -                                       | 5,900,000          |  |
| Debt to receive related to Armilar Funds                       | 1,274,358   | -                                       | 1,274,358          | 1,274,358                       | -                                       | 1,274,358          |  |
| Amount retained on acquisition of Salsa group                  | -           | -                                       | -                  | 2,463,875                       | -                                       | 2,463,875          |  |
| Others   | 4,362,841   | -                                       | 4,362,841          | 428,824                         |   | 428,824            |  |
|  | 30,057,904  | -                                       | 30,057,904         | 25,297,288                      | -                                       | 25,297,288         |  |
| Reinsurer's' share of technical provisions                     | 1,010       | -                                       | 1,010              | 492,489                         | -                                       | 492,489            |  |
| Other non-current assets                                       | 204,387     | -                                       | 204,387            | -                               | -                                       | -                  |  |
|  | 66,295,989  | -                                       | 66,295,989         | 80,286,911                      | -                                       | 80,286,911         |  |

The amount included in "Loans to related companies" relates almost entirely to supplies granted to joint ventures and associates of the Sonae Sierra. These supplies bear interest at normal market rates.

The amount disclosed as Special Regime for Payment of Tax and Social Security Debts corresponds to taxes paid, voluntarily, related to settlements of income tax on corporate income, which were already in judicial process. The judicial processes are still in progress, however the guarantees provided for the said processes were canceled. It is the Board of Directors understanding that the claims presented will have a favorable end to Sonae, reason why they were not object of provision.

### 14 Trade receivable and others current assets

As at 30 September 2019 and 31 December 2018, "Trade receivable and others current assets" are detailed as follows:

|  | 30 Sep 2019  | 31 Dec 2018<br>Restated<br>Note 3 |
|--|--------------|-----------------------------------|
| Trade receivable   | 144,106,850  | 163,523,677                       |
| Granted loans and other receivables to related companies           | 9,383,907    | 11,280,301                        |
| Other receivables  |              |                                   |
| Trade creditors - debtor balances                                  | 27,519,633   | 27,831,663                        |
| Accounts receivable related to promotional activities partnerships | 9,314,768    | 7,685,381                         |
| Disposal of financial investments                                  | 1,750,614    | 1,300,000                         |
| Disposal of tangible assets  | 617,281      | 1,489,845                         |
| Vouchers and gift cards  | 1,117,498    | 1,227,577                         |
| VAT recoverable on real estate assets and vouchers discounts       | 8,741,664    | 4,116,518                         |
| Advances to suppliers  | 30,627,235   | 9,517,585                         |
| Escrow account   | 2,224,081    | 2,224,210                         |
| Subsidies  | 921,147      | 2,730,669                         |
| Other receivables  | 27,922,330   | 23,171,348                        |
|  | 110,756,251  | 81,294,796                        |
| Other current assets   |              |                                   |
| Invoices to be issued  | 13,247,707   | 12,726,484                        |
| Commercial income  | 52,163,311   | 36,866,309                        |
| Key money  | 320,822      | 320,822                           |
| Management fees to be received                                     | 1,187,757    | 1,970,601                         |
| Deferred costs - supplies and services                             | 23,781,286   | 14,545,487                        |
| Deferred costs - rents   | 764,914      | 20,757                            |
| Other current assets   | 16,464,798   | 13,551,517                        |
|  | 107,930,595  | 80,001,977                        |
| Accumulated impairment losses in receivables accounts (Note 22)    | (28,374,141) | (30,438,127)                      |
|  | 343,803,462  | 305,662,624                       |

The amount included in "Loans to related companies" relates almost entirely to supplies granted to joint ventures and associates of the Sonae Sierra. These supplies bear interest at normal market rates.

### 15 Deferred taxes

Deferred tax assets and liabilities as at 30 September 2019 and 31 December 2018 may be described as follows considering the different natures of temporary differences:

|  | Deferred tax assets    |                        | Deferred ta                             | x liabilities                           |
|--|------------------------|------------------------|---|---|
|  | 30 Sep 2019            | 31 Dec 2018            | 30 Sep 2019                             | 31 Dec 2018                             |
| Difference between fair value and acquisition cost Temporary differences on tangible assets and intangible Temporary differences on Badwill and on Equity Method | 4,056,189<br>1,023,230 | 5,247,517<br>1,437,193 | 211,658,508<br>71,956,596<br>13,775,691 | 179,858,651<br>68,518,308<br>13,930,732 |
| Provisions and impairment losses not accepted for tax purposes   | 14,525,129             | 18,007,749             | -                                       | -                                       |
| Write off of deferred income relating entrance fees (key money) and expenses relating the opnening of shopping centres   | -                      | -                      | (865,096)                               | (813,440)                               |
| Impairment of assets   | -                      | -                      | 639,342                                 | 652,100                                 |
| Valuation of hedging derivatives   | 182,615                | 39,451                 | 567,626                                 | 86,360                                  |
| Amortisation of Goodwill for tax purposes in Spain   | -                      | -                      | 26,465,793                              | 22,103,283                              |
| Revaluation of tangible assets   | -                      | -                      | 672,087                                 | 748,212                                 |
| Tax losses carried forward   | 40,653,221             | 36,903,134             | -                                       | -                                       |
| Reinvested capital gains/(losses)  | -                      | -                      | 242,714                                 | 265,898                                 |
| Tax Benefits   | 6,546,446              | 9,248,776              | -                                       | -                                       |
| Others   | 2,270,639              | 2,489,103              | 774,082                                 | 638,546                                 |
|  | 69,257,469             | 73,372,923             | 325,887,343                             | 285,988,650                             |

As at 30 September 2019 and 31 December 2018, the tax rate to be used in Portuguese companies, for the calculation of the deferred tax assets relating to tax losses is 21%. The tax rate to be used to calculate deferred taxes in temporary differences in Portuguese companies is 22.5% increased by the state surcharge in companies in which the expected reversal of those deferred taxes will occur when those rates will be applicable. For companies or branches located in other countries, rates applicable in each jurisdiction were used.

As at 30 September 2019 and 31 December 2018, and in accordance with the tax statements presented by companies that recorded deferred tax assets arising from tax losses carried forward and using exchange rates effective at that time, tax losses carried forward can be summarized as follows:

|                                   |                          |                                  | 30 Sep 2019            |              |                                  | 31 Dec 2018            |              |
|-----------------------------------|--------------------------|----------------------------------|------------------------|--------------|----------------------------------|------------------------|--------------|
|                                   | Country                  | Tax losses<br>carried<br>forward | Deferred<br>tax assets | Time limit   | Tax losses<br>carried<br>forward | Deferred<br>tax assets | Time limit   |
| With limited time use             |                          |                                  |                        |              |                                  |                        |              |
| Generated in 2014                 | Portugal                 | 1,048,970                        | 220,284                | 2026         | 1,273,815                        | 267,501                | 2026         |
| Generated in 2015                 | Portugal                 | 174,872                          | 36,723                 | 2027         | 604,829                          | 127,014                | 2027         |
| Generated in 2016                 | Portugal                 | 20,046,006                       | 4,209,661              | 2028         | 20,046,006                       | 4,209,661              | 2028         |
| Generated in 2017                 | Portugal                 | 24,622,425                       | 5,170,709              | 2022         | 24,622,425                       | 5,170,709              | 2022         |
| Generated in 2018                 | Portugal                 | 14,236,000                       | 2,989,560              | 2023         | 10,018,691                       | 2,103,925              | 2023         |
| Generated in 2019                 | Portugal                 | 34,515,589                       | 7,248,274              | 2024         | -                                |                        |              |
|                                   |                          | 94,643,862                       | 19,875,211             |              | 56,565,766                       | 11,878,810             |              |
| With a time limit diffe mentioned | rent from the above      |                                  |                        |              |                                  |                        |              |
|                                   | Spain                    | 3,912,524                        | 978,131                | 2028 to 2029 | 3,912,524                        | 978,131                | 2028 to 2029 |
| U                                 | Inited States of America | -                                | -                      | 2030 to 2035 | 8,194,754                        | 2,335,505              | 2030 to 2035 |
|                                   | Mexico                   | _                                | -                      | 2021 to 2027 | 2,838,428                        | 851,528                | 2021 to 2027 |
|                                   |                          | 3,912,524                        | 978,131                |              | 14,945,706                       | 4,165,164              |              |
| Without limited time              | use                      |                                  |                        |              |                                  |                        |              |
|                                   | Spain                    | 79,017,525                       | 19,789,932             |              | 83,396,849                       | 20,849,212             |              |
|                                   | Italy                    | 41,445                           | 9,947                  |              | 41,445                           | 9,948                  |              |
|                                   |                          | 79,058,970                       | 19,799,879             |              | 83,438,294                       | 20,859,160             |              |
|                                   |                          | 177,615,356                      | 40,653,221             |              | 154,949,766                      | 36,903,134             |              |

As at 30 September 2019 and 31 December 2018, the deferred taxes to be recognized arising from tax losses were evaluated. In the cases in which they originated deferred tax assets, they were only recorded to the extent that it is

probable that future taxable income will occur that could be used to recover the tax losses or tax differences that reverted in the same period and considering the limit of compensation existing by law in the applicable cases. This assessment was based on the business plans of Sonae's companies, which are periodically reviewed and updated.

As at 30 September 2019, the Group had an amount of 13.1 million euro (13.1 million euro as at 31 December 2018) in the Retail segment of deferred tax assets related to tax losses for this and previous years of the Spanish Tax Group and which can be recovered by it in Spain. The Modelo Continente Hipermercados, SA branch in Spain was, on 30 September 2019 and 31 December 2018, the representative entity of the Tax Group in Spain, whose dominant entity is Sonae SGPS, S.A.

As at 30 September 2019, there are reportable tax losses in the amount of 632.8 million euro (581.3 million euro as at 31 December 2018), whose deferred tax assets are not recorded for prudence purposes.

|  |                         |                                  | 30 Sep 2019            |              |                                  | 31 Dec 2018            |              |
|--|-------------------------|----------------------------------|------------------------|--------------|----------------------------------|------------------------|--------------|
|  | Country                 | Tax losses<br>carried<br>forward | Deferred<br>tax assets | Time limit   | Tax losses<br>carried<br>forward | Deferred<br>tax assets | Time limit   |
| With limited time use                  |                         |                                  |                        |              |                                  |                        |              |
| Generated in 2014                      | Portugal                | 8,629,759                        | 1,812,249              | 2026         | 8,742,117                        | 1,835,845              | 2026         |
| Generated in 2015                      | Portugal                | 598,005                          | 125,581                | 2027         | 254,720                          | 53,491                 | 2027         |
| Generated in 2016                      | Portugal                | 755,265                          | 158,606                | 2028         | 121,243                          | 25,461                 | 2028         |
| Generated in 2017                      | Portugal                | 633,201                          | 132,972                | 2022         | 607,289                          | 127,531                | 2022         |
| Generated in 2018                      | Portugal                | 156,609                          | 32,888                 | 2023         | 6,092,458                        | 1,279,416              | 2023         |
| Generated in 2019                      | Portugal                | 84,573                           | 17,760                 | 2024         | -                                | -                      |              |
|  |                         | 10,857,412                       | 2,280,056              |              | 15,817,827                       | 3,321,744              |              |
| With a time limit difference mentioned | ent from the above      |                                  |                        |              |                                  |                        |              |
|  | Spain                   | 6,697,169                        | 1,674,295              | 2020 to 2032 | 6,825,310                        | 1,706,331              | 2020 to 2032 |
|  | Netherlands             | 114,634,126                      | 26,022,242             | 2017 to 2025 | 114,543,040                      | 26,200,843             | 2019 to 2025 |
|  | Mexico                  | 3,885,091                        | 1,165,526              | 2018 to 2027 | 4,011,385                        | 1,203,416              | 2018 to 2027 |
| Un                                     | ited States of America  | -                                | -                      | 2037 to 2038 | 2,076,996                        | 591,944                | 2037 to 2038 |
|  | Greece                  | 1,593,888                        | 446,289                | 2018 to 2022 | 1,746,511                        | 506,487                | 2019 to 2022 |
|  | Romenia                 | 25,124,628                       | 4,019,941              | 2018 to 2024 | 21,040,337                       | 3,366,454              | 2019 to 2024 |
|  | Colombia                | 419,441                          | 138,415                | 2019 to 2030 | 415,153                          | 130,287                | 2019 to 2030 |
|  | Turkey                  | -                                | -                      | 2019 to 2024 | 2,408,685                        | 495,264                | 2019 to 2024 |
|  | Luxembourg              | 2,784,261                        | 417,639                | 2019 to 2036 | -                                | -                      |              |
|  |                         | 155,138,604                      | 33,884,347             |              | 153,067,417                      | 34,201,026             |              |
| Without limited time us                | se                      |                                  |                        |              |                                  |                        |              |
|  | Brazil                  | 18,846,832                       | 6,407,923              |              | 19,547,151                       | 6,646,031              |              |
|  | Colombia                | 294,366                          | 97,141                 |              | 357,131                          | 121,425                |              |
|  | Spain                   | 366,380,805                      | 91,595,201             |              | 315,060,069                      | 78,765,017             |              |
|  | Malta                   | 58,457                           | 20,460                 |              | 44,040                           | 15,414                 |              |
|  | United Kingdom          | 3,636,697                        | 690,972                |              | 4,762,788                        | 904,930                |              |
|  | Ireland                 | -                                | -                      |              | 700,649                          | 87,581                 |              |
|  | Germany                 | 31,909,833                       | 9,919,155              |              | 33,199,773                       | 10,326,663             |              |
| Un                                     | nited States of America | -                                | -                      |              | 262,923                          | 74,933                 |              |
|  | Romania                 | 33,511,545                       | 5,361,847              |              | 36,378,444                       | 5,820,551              |              |
|  | Italy                   | 9,576,457                        | 2,298,350              |              | 2,131,056                        | 511,453                |              |
|  | Luxembourg              | 2,611,855                        | 713,262                |              | -                                | -                      |              |
|  |                         | 466,826,847                      | 117,104,311            |              | 412,444,024                      | 103,273,998            |              |
|  |                         | 632,822,863                      | 153,268,714            |              | 581,329,268                      | 140,796,768            |              |

### 16 Cash and cash equivalents

As at 30 September 2019 and 31 December 2018, Cash and cash equivalents are as follows:

|  | 30 Sep 2019   | 31 Dec 2018                                      |
|--|---|--|
| Cash at hand Bank deposits Bank deposits - guarantees by tenants Treasury applications | 11,519,809<br>643,004,999<br>5,309,187<br>1,858,405 | 10,750,265<br>680,458,016<br>5,021,398<br>13,392 |
| Cash and cash equivalents on the statement of financial position                       | 661,692,401   | 696,243,071                                      |
| Bank overdrafts (Note 19)  | (18,375,839)  | (621,831)  |
| Cash and cash equivalents on the statement of cash flows                               | 643,316,562   | 695,621,240                                      |

The amount included in bank deposits, guarantees made by tenants, correspond to the guarantees provided by tenants in the Sonae Sierra segment. These amounts received from tenants are classified under "Other non-current liabilities" (Note 20).

Bank overdrafts are disclosed in the statement of financial position under "Loans".

### 17 Share Capital

#### **Share capital**

As at 30 September 2019, the share capital, which is fully subscribed and paid for, is made up of 2,000,000,000 ordinary shares, which do not have the right to a fixed dividend, with a nominal value of 1 euro each.

#### **Cash Settled Equity Swap**

On 15<sup>th</sup> November 2007, Sonae SGPS sold 132,856,072 Sonae Holding shares directly owned by the Company. The shares were sold in a market operation at the unit price of 2.06 euro per share and resulted on a cash inflow (net of brokerage commissions) of 273,398,877 euro.

On the same date, Sonae Investments, BV wholly owned by Sonae Holding entered into a derivative financial instrument - Cash Settled Equity Swap - over a total of 132,800,000 Sonae Holding shares, representative of 6.64% of its capital.

This transaction has strictly financial liquidation, without any duty or right for the Company or any of its associated companies in the purchase of these shares. This transaction allows Sonae Investments BV to totally maintain the economic exposure to the sold shares.

In this context, although legally all the rights and obligations inherent to these shares have been transferred to the buyer, Sonae Holding did not derecognize their own shares, recording a liability in the caption "Other current liabilities" (Note 21). According to the interpretation made by Sonae of the IAS 39, applied by analogy to own equity instruments, the derecognition of own shares is not allowed as the group maintains the risks and rewards arising on the instruments sold.

Consequently, Sonae maintains in its capital acquisition cost of the shares that remain covered by the contract.

In November 2014, was made a renewal for an additional period of one year renewable automatically, keeping the remaining conditions unchanged. During the period ended on 30 September 2019 the Group requested the partial

termination of the Cash Settled Equity Swap for 4,176,536 Sonae SGPS shares (4,195,875 Sonae SGPS shares in 31 December 2018) which resulted receipts of 89,794 euro (457,631 euro in 31 December 2018), included in the "Other" caption of the Investment Activities in the consolidated statement of cash flows. In addition, the price changes of this instrument represented in the period ended 30 September 2019 a net positive change of 3,069,051 euros (a net negative change of 15,655,927 euros as at 31 December 2018) also included in Investing Activities as "Others".

Considering the operations mentioned above, the liability recorded amounts to 79,228,213 euro (Note 21) (83,876,384 euro as at 31 December 2018) reflecting the market value of 96,034,197 Sonae SGPS shares (100,210,733 shares as at 31 de December 2018).

The value of these liabilities is adjusted at the end of each month by the effect of Sonae Holding share price variation being recognized a current asset/liability in order to present the right/obligation related to the receipt/financial liquidation that occurs on a monthly basis.

Additionally, the costs related to the "floating amount" based on the Euribor 1 month are recognized in the income statement.

The value to get established on the basis of dividends and reserves distributed by Sonae is credited in equity to offset the charge of the distribution.

#### **Capital Structure**

As at 30 September 2019, the following entities held more than 20% of the subscribed share capital:

Company %

Efanor Investimentos, SGPS, SA and subsidiaries 52.48

## 18 Non-controlling interests

As at 30 September 2019 and 31 December 2018, "Non-controlling interests" are detailed as follows:

|                                       |               |                                 | 30 Sep 2019                                   |  |  |
|---------------------------------------|---------------|---------------------------------|---|--|--|
|                                       | Equity        | Profit/(Loss) for<br>the period | Book value of<br>non-controlling<br>interests | Proportion in<br>income<br>attributable to<br>non-controlling<br>interests | Dividends<br>attributable to<br>non-controlling<br>interests |
| Sonae Retail                          |               |                                 |   |  |  |
| Sonae MC                              | 176,987,038   | 5,823,103                       | 35,650,392                                    | 3,680,624  | (2,037,078)  |
| Worten                                | 4,416,492     | (2,244,817)                     | 446,096                                       | (94,879)   | -  |
| Sonae Fashion                         | 58,862,189    | 1,670,939                       | 26,478,706                                    | 1,135,189  | (6,912,519)  |
| Sonae IM                              |               |                                 |   |  |  |
| Sonaecom, SGPS, SA (consolidated)     | 1,049,686,524 | 42,088,001                      | 108,650,602                                   | 2,538,324  | (3,546,338)  |
| Sonae Sierra                          |               |                                 |   |  |  |
| Sonae Sierra, SGPS, SA (consolidated) | 1,584,815,782 | 66,913,686                      | 832,192,563                                   | 36,169,228   | (143,987,005)  |
| Others                                | 6,769,978     | (1,563,186)                     | (539,361)                                     | (150,674)  | -  |
| Total                                 | 2,881,538,003 | 112,687,726                     | 1,002,878,998                                 | 43,277,812   | (156,482,940)  |

|                                       |               | 31 Dec 2                        | 2018 - Restated (No                           | ote 3)   |  |
|---------------------------------------|---------------|---------------------------------|---|--|--|
|                                       | Equity        | Profit/(Loss) for<br>the period | Book value of<br>non-controlling<br>interests | Proportion in<br>income<br>attributable to<br>non-controlling<br>interests | Dividends<br>attributable to<br>non-controlling<br>interests |
| Sonae Retail                          |               |                                 |   |  |  |
| Sonae MC                              | 168,604,522   | 18,030,692                      | 30,420,516                                    | 2,552,430  | (10,084)   |
| Worten                                | 6,380,371     | (46,709)                        | 150,892                                       | (18,684)   | -  |
| Sonae Fashion                         | 71,181,942    | 4,629,730                       | 31,541,297                                    | 2,538,430  | (1,326,684)  |
| Sonae IM                              |               |                                 |   |  |  |
| Sonaecom, SGPS, SA (consolidated)     | 1,044,203,054 | 71,363,533                      | 106,960,252                                   | 6,766,481  | (1,720,219)  |
| Sonae Sierra                          |               |                                 |   |  |  |
| Sonae Sierra, SGPS, SA (consolidated) | 1,794,185,495 | 70,315,104                      | 956,761,803                                   | 21,094,531   | (14,923,926)   |
| Others                                | 7,979,855     | (4,422,040)                     | (382,636)                                     | (497,890)  | -  |
| Total                                 | 3,092,535,239 | 159,870,310                     | 1,125,452,124                                 | 32,435,298   | (17,980,913)   |

Movements in non-controlling interests during the periods ended as at 30 September 2019 and 2018 are as follows:

|  | 30 Sep 2019 |             |                  |             |               |           |               |
|--|-------------|-------------|------------------|-------------|---------------|-----------|---------------|
|  | Sonae MC    | Worten      | Sonae<br>Fashion | Sonae IM    | Sonae Sierra  | Others    | Total         |
| Opening balance as at 1 January 2019   | 31,285,782  | 1,152,834   | 33,099,552       | 107,847,550 | 954,489,375   | (382,003) | 1,127,493,090 |
| Effect of restatement  | (865,266)   | (1,001,942) | (1,558,255)      | (887,298)   | 2,272,428     | (633)     | (2,040,966)   |
| Opening balance as at 1 January 2019 Restated  | 30,420,516  | 150,892     | 31,541,297       | 106,960,252 | 956,761,803   | (382,636) | 1,125,452,124 |
| Distributed dividends  | (2,037,078) | -           | (6,912,519)      | (3,546,338) | (143,987,005) | -         | (156,482,940) |
| Distributed income of Investment Funds   | (194,169)   | -           | -                | -           | =             | -         | (194,169)     |
| Acquisition of subsidiaries (Note 4.1 e 4.4)   | 3,083,553   | -           | -                | 2,153,116   | -             | -         | 5,236,669     |
| Change in currency translation reserve   | -           | -           | (385)            | (242,120)   | 2,785,554     | -         | 2,543,049     |
| Participation in other comprehensive income (net of tax) related to joint ventures and associated companies included in consolidation by the equity method | -           | -           | -                | (446,588)   | (7,908,134)   | -         | (8,354,722)   |
| Delivery of shares to employees to due the settle of the obligation  | (2,256)     | -           | -                | -           | -             | -         | (2,256)       |
| Capital Increases  | 127,506     | -           | =                | 947,500     | =             | -         | 1,075,006     |
| Share of Sonae Sierra's goodwill   | -           | -           | -                | -           | (7,875,300)   | -         | (7,875,300)   |
| Impact of applying IFRS 16   | (234,464)   | (611,859)   | (779,488)        | (155, 153)  | -             | -         | (1,780,964)   |
| Others   | 806,159     | 1,001,942   | 1,494,612        | 441,609     | (3,753,583)   | (6,051)   | (15,311)      |
| Profit for the period attributable to non-controlling interests  | 3,680,624   | (94,879)    | 1,135,189        | 2,538,324   | 36,169,228    | (150,674) | 43,277,812    |
| Close balance 30 September 2019  | 35,650,392  | 446,096     | 26,478,706       | 108,650,602 | 832,192,563   | (539,361) | 1,002,878,998 |

|   |                         | 30 Sep 2018 - Restated (Note 3) |                         |                          |  |                  |                            |  |
|---|-------------------------|---------------------------------|-------------------------|--------------------------|--|------------------|----------------------------|--|
|   | Sonae MC                | Worten                          | Sonae<br>Fashion        | Sonae IM                 | Sonae Sierra<br>SGPS, SA<br>(consolidated) | Others           | Total                      |  |
| Opening balance as at 1 January 2018 Published<br>Effect of restatement   | 29,381,583<br>(118,520) | 1,102,522<br>(532,321)          | 32,826,507<br>(516,068) | 104,097,279<br>(696,009) | -  | 402,103<br>5,341 | 167,809,994<br>(1,857,577) |  |
| Opening balance as at 1 January 2018 Restated   | 29,263,063              | 570,201                         | 32,310,439              | 103,401,270              | -  | 407,444          | 165,952,417                |  |
| Distributed income of Investment Funds  | (264,647)               | -                               | (1,326,684)             | (1,720,219)              | -  | -                | (3,311,550)                |  |
| Variation in percentage of subsidiaries<br>Change in currency translation reserve<br>Participation in other comprehensive income (net | (43,810)                | -                               | -                       | (383,192)<br>68,435      | -  | 9,929            | (383,192)<br>34,554        |  |
| of tax) related to joint ventures and associated companies included in consolidation by the equity method                             | -                       | -                               | -                       | (1,613,198)              | -  | -                | (1,613,198)                |  |
| Acquisition of subsidiaries   | -                       | -                               | 80,000                  | -                        | -  | -                | 80,000                     |  |
| Delivery of shares to employees to due the settle of the obligation   | (20,991)                | -                               | -                       | -                        | -  | -                | (20,991)                   |  |
| Changes in hedging reserves   | 108,666                 | -                               | 4,614                   | -                        | -  | -                | 113,280                    |  |
| Capital increase  | -                       | -                               | -                       | 500,000                  | -  | -                | 500,000                    |  |
| Change in the consolidation method  | -                       | -                               | (1,211,039)             | -                        | 938,637,605                                | (309,172)        | 937,117,394                |  |
| Impact of applying IFRS 15  | -                       | -                               | -                       | (73,794)                 | -  | -                | (73,794)                   |  |
| Impact of applying IFRS 16  | (50,768)                | -                               | 739,783                 | (42,941)                 | -  | -                | 646,073                    |  |
| Others  | (87,431)                | -                               | (2,020,027)             | 9,276                    | 2,310,041                                  | (5,169)          | 206,690                    |  |
| Profit for the period attributable to non-controlling interests   | 1,911,937               | (262,015)                       | (364,786)               | 5,741,825                |  | (474,979)        | 6,551,982                  |  |
| Close balance 30 September 2018   | 30,816,018              | 308,186                         | 28,212,300              | 105,887,462              | 940,947,646                                | (371,939)        | 1,105,799,665              |  |

## 19 Loans

As at 30 September 2019 and 31 December 2018, loans are made up as follows:

|   | 30 Sep      | 2019          | 31 Dec 2018 |               |
|---|-------------|---------------|-------------|---------------|
|   | Outstandir  | ng amount     | Outstandir  | ng amount     |
|   | Current     | Non current   | Current     | Non current   |
| Bank loans  |             |               |             |               |
| Sonae, SGPS, SA - commercial paper                  | 129,500,000 | 397,500,000   | 182,500,000 | 213,750,000   |
| Sonae SGPS, SA 2016/2023                            | -           | 50,000,000    | -           | 50,000,000    |
| Sonae Investimentos, SGPS,SA - commercial paper     | -           | 291,000,000   | 15,500,000  | 313,000,000   |
| Sonae MC, SGPS,SA / 2019/2031                       | -           | 55,000,000    | -           |               |
| Sonae Investimentos affiliated /2014/2023           | -           | 50,000,000    | -           | 50,000,000    |
| Sonae Investimentos affiliated /2015/2023           | -           | 20,000,000    | -           | 20,000,000    |
| Sonae Investimentos affiliated /2015/2019           | 30,000,000  | -             | 30,000,000  | -             |
| Sonae Investimentos affiliated /2017/2025           | 3,333,333   | 16,666,667    | -           | 20,000,000    |
| Sonae Investimentos affiliated 2019                 | 30,000,000  | -             | -           | -             |
| Sonae Holding affiliated /2014/2021                 | -           | 20,000,000    | -           | 20,000,000    |
| Sonae Holding affiliated /2019/2023                 | -           | 50,000,000    | -           | -             |
| Sonae Holding affiliated - commercial paper         | 5,000,000   | 35,000,000    | 5,000,000   | 35,000,000    |
| Sonae Sierra SGPS, SA - commercial paper            | -           | 25,000,000    | -           | 25,000,000    |
| Sonae Sierra / 2018/2022                            | -           | 10,000,000    | -           | 10,000,000    |
| Sonae Sierra affiliated /2016/2023                  | -           | 88,000,000    | 2,100,000   | 65,800,000    |
| Sonae Sierra affiliated /2016/2021                  | -           | 41,300,000    | -           | 41,300,000    |
| Sonae Sierra affiliated /2016/2023                  | -           | 88,000,000    | 2,100,000   | 65,800,000    |
| Sonae Sierra affiliated /2008/2019                  | -           | -             | 22,755,000  | -             |
| Sonae Sierra affiliated /2001/2019                  | -           | -             | 13,102,064  | -             |
| Sonae Sierra affiliated /2003/2021                  | -           | -             | -           | 13,475,000    |
| Sonae Sierra affiliated /2015/2023                  | 5,200,000   | 119,600,000   | 5,200,000   | 123,500,000   |
| Sonae Sierra affiliated /2019/2026                  | -           | 70,000,000    | -           | -             |
| Others  | 9,499,370   | 8,412,176     | 9,214,687   | 7,982,360     |
|   | 212,532,704 | 1,435,478,842 | 287,471,751 | 1,074,607,360 |
| Bank overdrafts (Note 16)                           | 18,375,839  | -             | 621,831     | -             |
| Up-front fees beard with the issuance of borrowings | (459,952)   | (5,405,935)   | (948,690)   | (2,786,179)   |
| Bank loans  | 230,448,590 | 1,430,072,907 | 287,144,891 | 1,071,821,181 |
| Bonds:  |             |               |             |               |
| Bonds Sonae SGPS/ 2015/2022                         | -           | 100,000,000   | -           | 100,000,000   |
| Bonds Sonae SGPS/ 2016/2023                         | -           | 60,000,000    | -           | 60,000,000    |
| Bonds Sonae SGPS/ 2019/2026                         | -           | 50,000,000    | -           | - · · · -     |
| Bonds Sonae Investments BV / 2014/2019              | -           | -             | 207,994,922 | -             |
| Bonds Sonae Investimentos / December 2015/2020      | -           | 50,000,000    | -           | 50,000,000    |
| Bonds Sonae Investimentos / May 2015/2022           | -           | 75,000,000    | -           | 75,000,000    |
| Bonds Sonae Investimentos / December 2015/2020      | _           | 30,000,000    | _           | 30,000,000    |
| Bonds Sonae Investimentos / June 2016/2021          | _           | 95,000,000    | _           | 95,000,000    |
| Bonds Sonae Investimentos / September 2016/2021     | 3,000,000   | 3,000,000     | 3,000,000   | 6,000,000     |
| Bonds Sonae Sierra / 2018/2025                      | -           | 50,000,000    | -           | 50,000,000    |
| Bonds Sonae Sierra / 2018/2023                      | _           | 25,000,000    | _           | 25,000,000    |
| Bonds Sonae Sierra / 2018/2023                      | _           | 25,000,000    | _           | 25,000,000    |
| Up-front fees beard with the issuance of borrowings | (153,665)   | (2,730,930)   | (153,665)   | (2,706,817)   |
| Bonds   | 2,846,335   | 560,269,070   | 210,841,257 | 513,293,183   |
| Other loans   | 1,671,765   | 1 70/1 10/    | 1,664,567   | 2 217 506     |
|   |             | 1,784,184     |             | 2,217,506     |
| Derivatives<br>Other leans                          | 734,018     | 1 704 104     | 184,427     | 2 247 500     |
| Other loans Obligations under finance leases        | 2,405,783   | 1,784,184     | 1,848,994   | 2,217,506     |
| Obligations under finance leases                    | 640,652     | 399,003       | 873,513     | 535,812       |
|   | 236,341,361 | 1,992,525,165 | 500,708,655 | 1,587,867,682 |

It is estimated that the book value of all loans does not differ significantly from its fair value, determined based on discounted cash flows methodology.

Bonds and bank loans bear an average interest rate of 1.27% as at 30 September 2019 (1.35% as at 31 December 2018). Most of the bonds and bank loans have variable interest rates indexed to Euribor.

The derivatives are recorded at fair value.

The loans face value, maturities and interests are as follows (including obligations under financial leases):

|           | 30 Sep 2019   | 31 Dec 2018   |
|-----------|---------------|---------------|
| N+1 a)    | 236,220,960   | 504,131,661   |
| N+2       | 503,366,756   | 253,486,848   |
| N+3       | 340,332,636   | 363,191,358   |
| N+4       | 310,670,848   | 329,157,254   |
| N+5       | 353,779,493   | 600,538,813   |
| After N+5 | 492,512,297   | 46,986,404    |
|           | 2,236,882,990 | 2,097,492,338 |

a) Includes amounts used from commercial paper programs when classified as current.

The maturities presented above were estimated according to the contractual clauses of the loans and taking into account Sonae's best expectation as to its amortization date.

As at 30 September 2019, Sonae has, as detailed below, cash and bank balance equivalents in the amount of 662 million euro (696 million euro as at 31 December 2018) and available credit lines as follows:

|                          | 30 Sep                            | 2019                              | 31 De                             | 2018                              |
|--------------------------|-----------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|
|                          | Commitments of less than one year | Commitments of more than one year | Commitments of less than one year | Commitments of more than one year |
| Unused credit facilities |                                   |                                   |                                   |                                   |
| Sonae Retail             | 85,130,933                        | 215,000,000                       | 94,000,000                        | 202,000,000                       |
| Sonae Sierra             | 74,719,947                        | -                                 | 61,469,346                        | 20,000,000                        |
| Holding & Others         | 71,033,979                        | 60,000,000                        | 75,000,000                        | 8,620,000                         |
|                          | 230,884,860                       | 275,000,000                       | 230,469,346                       | 230,620,000                       |
| Agreed credit facilities |                                   |                                   |                                   |                                   |
| Sonae Retail             | 97,000,000                        | 552,500,000                       | 101,500,000                       | 515,000,000                       |
| Sonae Sierra             | 74,719,947                        | 25,000,000                        | 61,469,346                        | 45,000,000                        |
| Holding & Others         | 163,500,000                       | 492,500,000                       | 209,500,000                       | 260,750,000                       |
|                          | 335,219,947                       | 1,070,000,000                     | 372,469,346                       | 820,750,000                       |

### 20 Others non-currents liabilitiess

As at 30 September 2019 and 31 December 2018 "Other non-current liabilities" are made up as follows:

|   | 30 Sep 2019 | 31 Dec 2018<br>Restated<br>Note 3 |
|---|-------------|-----------------------------------|
| Shareholders loans  | 32          | 3,943,666                         |
| Fixed assets suppliers  | 912,462     | 800,618                           |
| Creditors for acquisition of financial investments                        | 300,000     | 14,000,000                        |
| Deposits received from Tenants  | 7,236,663   | 6,481,004                         |
| Deferral of the disposal of the extended warranties in the Worten segment | 65,554,847  | 50,874,273                        |
| Charges made on the sale of real estate                                   | 20,090,690  | 20,453,191                        |
| Other accruals and deferrals  | 15,048,839  | 7,085,216                         |
| Other non-current liabilities   | 109,143,533 | 103,637,968                       |

The caption "Shareholder loans" relates to loans in affiliated undertakings in the Sonae Sierra and Sonae IM operating segments. These liabilities do not have a defined vesting date and bear interests at variable market rates.

The value of 14 million euro in 2018 is related to the debt value of the acquisition of Parklake and Plenerg payable in 30 September 2019.

The carrying amount of "Other non-current liabilities" is estimated to be approximately its fair value.

## 21 Trade payables and other payables

As at 30 September 2019 and 31 December 2018 Trade payables and other payables are as follows:

|  | 30 Sep 2019   | 31 Dec 2018<br>Restated<br>Note 3 |
|--|---------------|-----------------------------------|
| Trade creditors                            | 1,246,942,304 | 1,287,490,385                     |
| Other creditors                            |               |                                   |
| Fixed asset suppliers                      | 51,995,721    | 74,215,573                        |
| Related undertakings                       | 2,300,140     | 3,763,846                         |
| Other debts                                | 142,406,831   | 165,878,790                       |
|  | 196,702,692   | 243,858,209                       |
| Other current liabilities                  |               |                                   |
| Holiday pay and bonus                      | 154,176,869   | 147,260,333                       |
| Other external supplies and services       | 56,991,408    | 53,109,581                        |
| Deferred Revenue of warranty extension     | 4,888,407     | 19,012,000                        |
| Marketing expenses                         | 8,888,438     | 20,436,949                        |
| Fixed assets to be billed by third parties | 1,727,277     | 12,815,192                        |
| Charges made on the sale of real estate    | 1,189,397     | 1,314,234                         |
| Advance receipts from Trade Receivables    | 8,865,316     | 14,871,112                        |
| Rentals                                    | 2,862,070     | 6,944,330                         |
| Fixed income charged in advance            | 6,105,114     | 4,456,265                         |
| Rights of use                              | 4,955,264     | -                                 |
| Interest payable                           | 5,443,736     | 4,001,727                         |
| Expenses on purchases                      | 6,216,290     | 3,208,354                         |
| Municipal property tax                     | 2,416,466     | 2,274,544                         |
| Insurance payable                          | 1,576,043     | -                                 |
| Others                                     | 15,683,587    | 15,948,719                        |
|  | 281,985,682   | 305,653,339                       |
|  | 1,725,630,678 | 1,837,001,933                     |

The caption "Other payables" includes:

- 79,228,213 euro (83,876,384 euro as at 31 December 2018) relating to the fair value of the shares covered by Sonae SGPS SA financial derivative referred to in Note 17;
- 12,550,113 euro (10,435,849 euro as at 31 December 2018) of attributed discounts not yet redeemed related to loyalty card "Cartão Cliente";
- 19,605,425 euro (21,446,519 euro as at 31 December 2018) related to vouchers, gift cards and discount tickets not yet redeemed; and
- 3,022,852 euro (3,080,487 euro as at 31 December 2018) related to amounts payable to Sonae Distribuição Brasil. S.A. buyer as result of responsibilities assumed with that entity (Note 22).

# 22 Provisions and impairment losses

Movements in "Provisions and impairment losses" during the period ended 30 September 2019 and 2018 are as follows:

| Caption  | Balance as at<br>01 Jan 2019 | Increase   | Decrease     | Discontinued operations | Balance as at<br>30 Sep 2019 |
|--|------------------------------|------------|--------------|-------------------------|------------------------------|
| Accumulated impairment losses on investments   | 6,721,124                    | 15,000     | (2,384,956)  | -                       | 4,351,168                    |
| Impairment losses on fixed tangible assets   | 111,944,361                  | 3,913,113  | (764,360)    | -                       | 115,093,114                  |
| Impairment losses on intangible assets   | 8,702,046                    | 60,747     | -            | =                       | 8,762,793                    |
| Accumulated impairment losses on trade account receivables and other debtors (Note 14) | 30,438,127                   | 3,710,891  | (2,746,202)  | (3,028,675)             | 28,374,141                   |
| Non current provisions   | 41,375,212                   | 357,423    | (7,446,016)  | (1,649,412)             | 32,637,207                   |
| Current provisions   | 5,923,022                    | 2,505,912  | (1,243,512)  | -                       | 7,185,422                    |
|  | 205,103,892                  | 10,563,086 | (14,585,046) | (4,678,087)             | 196,403,845                  |

| Caption   | Balance as at<br>01 Jan 2018 | Increase   | Decrease     | Discontinued operations | Entries in the perimeter | Balance as at<br>30 Sep 2018<br>Restated<br>Note 3 |
|---|------------------------------|------------|--------------|-------------------------|--------------------------|--|
| Accumulated impairment losses on investments and associates | 3,319,692                    | 754,211    | -            | -                       | 1,118,678                | 5,192,581  |
| Impairment losses on fixed tangible assets                  | 114,379,011                  | -          | (1,449,165)  | (4,510,175)             | -                        | 108,419,671  |
| Impairment losses on intangible assets                      | 2,396,643                    | -          | (437,639)    | -                       | -                        | 1,959,004  |
| Accumulated impairment losses on trade account receivables  | 19,746,469                   | 3,569,713  | (2,285,096)  | -                       | 13,322,150               | 34,353,236   |
| Non current provisions                                      | 18,955,625                   | 20,578,706 | (1,993,305)  | (685,910)               | 603,704                  | 37,458,820   |
| Current provisions  | 5,610,383                    | 1,803,413  | (3,968,232)  | (263,317)               | 1,251,778                | 4,434,025  |
|   | 164,407,823                  | 26,706,043 | (10,133,437) | (5,459,402)             | 16,296,310               | 191,817,337  |

As at 30 September 2019 and 31 December 2018 the detail of Current and Non-Current Provisions for other risks and charges can be analyzed as follows:

|  | 30 Sep 2019 | 31 Dec 2018<br>Restated<br>Note 3 |
|--|-------------|-----------------------------------|
| Technical provisions on reinsurance                                  | 1,051,863   | 1,051,863                         |
| Incentive for the Armilar Fund                                       | 20,071,071  | 20,130,786                        |
| Future liabilities relating to subsidiaries of retail in Brazil sold | 9,391,385   | 9,570,442                         |
| Judicial claims  | 1,560,131   | 2,469,889                         |
| Contingent liabilities related to subsidiaries acquired              | -           | 7,811,959                         |
| Discontinued operation in Turkey                                     | 800,000     | 1,178,000                         |
| Restructuring  | 5,242,640   | 2,370,954                         |
| Clients guarantees   | 484,753     | 621,401                           |
| Others   | 1,220,786   | 2,092,940                         |
|  | 39,822,629  | 47,298,234                        |

Impairment losses are deducted from the book value of the corresponding asset.

# 23 Income and expenses related to investments

Income and expenses related to investments in the periods ended on 30 September 2019 and 2018 can be detailed as follows:

|   | 30 Sep 2019                       | 30 Sep 2018<br>Restated<br>Note 3     |
|---|-----------------------------------|---------------------------------------|
| Dividends   | 100,689                           | 100,598                               |
| Gain on the revaluation to fair value of the financial participation of Sonae Sierra (Note 4.4) Transfer of currency translation reserves of Sonae Sierra due to gain of control (Note 4.4) | -                                 | 45,853,773<br>(74,319,831)            |
| Loss generated on sales of the financial contribution regarding Sonae Sierra segment  | (18,141,190)                      | -                                     |
| Others  | 97,685                            | 117,714                               |
| Gains / (losses) on the sale of investments in subsidiaries, joint ventures and associates  | (18,043,505)                      | (28,348,344)                          |
| Others  | (12,106)                          | (6,277)                               |
| Impairment of investments in subsidiaries Impairment of investments in assets available for sale Impairment reversal on financial investments Impairment reversal/(losses) on investments   | (15,152)<br>(11)<br>-<br>(15,163) | (754,211)<br>-<br>15,900<br>(738,311) |
| Total income and (expenses) related to investments  | (17,970,084)                      | (28,992,334)                          |

## 24 Other Income

As at 30 September 2019 and 2018, the caption "Other Income" is made up as follow:

|                                   | 30 Sep 2019 | 30 Sep 2018<br>Restated<br>Note 3 |
|-----------------------------------|-------------|-----------------------------------|
| Supplementary income              | 22,636,353  | 18,177,073                        |
| Prompt payment discounts obtained | 19,069,854  | 18,586,960                        |
| Foreign currency exchange gains   | 14,768,818  | 16,053,001                        |
| Own work capitalised (Note 7)     | 10,289,289  | 7,980,073                         |
| Gains on sales of assets          | 5,409,233   | 905,146                           |
| Impairment losses reversals       | 6,655,946   | 4,352,326                         |
| Subsidies                         | 1,253,596   | 829,117                           |
| Others                            | 7,176,251   | 2,311,222                         |
|                                   | 87,259,340  | 69,194,918                        |

As at 30 September 2019, the caption "Gains on disposal of assets" includes the gain related to the "Sale Leaseback" operation in the amount of 3.2 million euros.

# 25 Income tax expenses

As at 30 September 2019 and 2018, income tax expenses is made up as follows:

|              | 30 Sep 2019 | 30 Sep 2018<br>Restated<br>Note 3 |
|--------------|-------------|-----------------------------------|
| Current tax  | 12,039,819  | 10,478,052                        |
| Deferred tax | 711,308     | (6,694,350)                       |
|              | 12,751,127  | 3,783,702                         |

## **26 Related Parties**

Balances and transactions with related parties can be detailed as follows:

| Turnover and  | other income  | Purchases and se  | ervices obtained  |  |  |  |  |  |
|---|---|---|---|--|--|--|--|--|
| 30 Sep 2019   | 30 sep 2018<br>Restated<br>Note 3   | 30 Sep 2019   | 30 sep 2018<br>Restated<br>Note 3   |  |  |  |  |  |
| 196,204<br>30,062,386<br>62,214,574<br>40,541,305             | 190,766<br>12,460,543<br>27,688,282<br>43,312,993                                       | 362,904<br>224,284,073<br>3,226,647<br>10,626,592   | 338,516<br>215,484,121<br>1,590,987<br>11,644,378   |  |  |  |  |  |
| 133,014,469   | 83,652,584  | 238,500,216   | 229,058,002   |  |  |  |  |  |
| Interest  | income  | Interest expenses   |   |  |  |  |  |  |
| 30 Sep 2019   | 30 Sep 2018<br>Restated<br>Note 3   | 30 Sep 2019   | 30 Sep 2018<br>Restated<br>Note 3   |  |  |  |  |  |
| 334,413<br>1,186,427  | 132<br>16,828   | 4,633<br>307,019<br>3,684,542<br>183,552  | 222,512<br>3,369,380<br>140,110   |  |  |  |  |  |
| 1,520,840   | 16,960  | 4,179,746   | 3,732,002   |  |  |  |  |  |
| Accounts r  | receivable  | Accounts  | payable   |  |  |  |  |  |
| 30 Sep 2019   | 31 Dec 2018<br>Restated<br>Note 3   | 30 Sep 2019   | 31 Dec 2018<br>Restated<br>Note 3   |  |  |  |  |  |
| 30,005<br>8,897,097<br>15,098,103<br>14,447,298<br>38,472,503 | 32,998<br>13,527,883<br>19,040,984<br>16,561,221<br>49,163,086                          | 340,414<br>80,712,992<br>2,881,383<br>10,461,268<br>94,396,057  | 564,227<br>80,068,951<br>5,374,965<br>11,572,936<br>97,581,079  |  |  |  |  |  |
|   | 30 Sep 2019  196,204 30,062,386 62,214,574 40,541,305 133,014,469  Interest 30 Sep 2019 | 30 Sep 2019 Restated Note 3  196,204 190,766 30,062,386 12,460,543 62,214,574 27,688,282 40,541,305 43,312,993 133,014,469 Restated Note 3  30 Sep 2019 Restated Note 3 | 30 Sep 2019  Restated Note 3  196,204 190,766 362,904 30,062,386 12,460,543 62,214,574 27,688,282 3,226,647 40,541,305 43,312,993 10,626,592 133,014,469 83,652,584  238,500,216  Interest income Interest e  30 Sep 2019 Restated Note 3  4,633 334,413 132 307,019 1,186,427 16,828 3,684,542 183,552 1,520,840  Accounts receivable  Accounts  Accounts receivable  Accounts 30 Sep 2019 Restated Note 3  30 Sep 2019 Accounts Accounts receivable Accounts 30 Sep 2019 Accounts 30 Sep 2019 Accounts Accounts 31 Dec 2018 Restated Note 3  30,005 32,998 340,414 8,897,097 13,527,883 80,712,992 15,098,103 19,040,984 2,881,383 14,447,298 16,561,221 10,461,268 |  |  |  |  |  |

|   | Loans            |                                   |                                       |                                       |  |  |  |  |
|---|------------------|-----------------------------------|---------------------------------------|---------------------------------------|--|--|--|--|
|   | Obtained Granted |                                   |                                       |                                       |  |  |  |  |
| Balances<br>  | 30 Sep 2019      | 31 Dec 2018<br>Restated<br>Note 3 | 30 Sep 2019                           | 31 Dec 2018<br>Restated<br>Note 3     |  |  |  |  |
| Jointly controlled companies<br>Associated companies<br>Other related parties | -<br>287<br>-    | 3,763,846<br>-<br>3,944,638       | 15,630,680<br>27,712,058<br>2,080,000 | 14,672,564<br>49,944,871<br>2,160,000 |  |  |  |  |
|   | 287              | 7,708,484                         | 45,422,738                            | 66,777,435                            |  |  |  |  |

The related parties include subsidiaries and jointly controlled companies or associated companies of Sonae Sierra SGPS, SA, ZOPT SGPS, SA, Sonae Indústria, SGPS, SA and Sonae Capital, SGPS, SA, as well as other shareholders of subsidiaries or jointly controlled companies by Sonae, and other subsidiaries of the parent company Efanor Investimentos, SGPS, SA.

# 27 Earning per shares

Earnings per share for the periods ended 30 September 2019 and 2018 were calculated taking into consideration the following amounts:

|  | 30 Sep                   | 2019                       | 30 Sep 2018 Restated (Note 3) |                            |  |
|--|--------------------------|----------------------------|-------------------------------|----------------------------|--|
|  | Continuing<br>Operations | Discontinued<br>Operations | Continuing<br>Operations      | Discontinued<br>Operations |  |
| Net profit   |                          |                            |                               |                            |  |
| Net profit taken into consideration to calculate basic earnings per share (consolidated profit for the period) | 69,308,360               | 18,630,619                 | 101,024,858                   | 3,811,702                  |  |
| Effect of dilutive potential shares  | -                        | -                          | -                             | -                          |  |
| Interest related to convertible bonds (net of tax)   | 3,746,214                | -                          | 6,138,008                     | -                          |  |
| Net profit taken into consideration to calculate diluted earnings per share                                    | 73,054,574               | 18,630,619                 | 107,162,866                   | 3,811,702                  |  |
| Number of shares   |                          |                            |                               |                            |  |
| Weighted average number of shares used to calculate basic earnings per<br>share                                | 1,903,965,803            | 1,903,965,803              | 1,895,593,392                 | 1,895,593,392              |  |
| Effect of dilutive potential ordinary shares from convertible bonds  | 128,667,482              | 128,667,482                | 127,113,527                   | 127,113,527                |  |
| Outstanding shares related with share based payments   | 10,630,179               | 10,630,179                 | 10,310,145                    | 10,310,145                 |  |
| Shares related to performance bonus that can be bought at market price   | (788,604)                | (788,604)                  | (2,386,745)                   | (2,386,745)                |  |
| Weighted average number of shares used to calculate diluted earnings per share                                 | 2,042,474,860            | 2,042,474,860              | 2,030,630,319                 | 2,030,630,319              |  |
| Earnings per share   |                          |                            |                               |                            |  |
| Basic  | 0.036402                 | 0.009785                   | 0.053295                      | 0.002011                   |  |
| Diluted  | 0.035768                 | 0.009122                   | 0.052773                      | 0.001877                   |  |

### 28 Cash receipts and cash payments of investments

As at 30 September 2019 and 2018, cash receipts and cash payments related to investments can be detailed as follows:

#### - Investments activities

| Receipts  | 30 Sep 2019 | 30 Sep 2018<br>Restated<br>Note 3 |
|---|-------------|-----------------------------------|
| Disposal of Wedo (Note 4.2)                         | 60,420,125  | -                                 |
| Disposal of DosMares (Note 4.2)                     | 9,153,282   | -                                 |
| Disposal of Saphety (Note 4.2)                      | 8,323,095   | -                                 |
| Disposal of Solingen (Note 11.3)                    | 2,677,475   | -                                 |
| Disposal of Alexa (Note 11.3)                       | 40,182,448  | -                                 |
| Receipts related to the disposal of Loop5 in 2018   | 9,845,752   | -                                 |
| Share premium decrease of Iberia Coop               | 8,094,000   | -                                 |
| Participation disposal of Sport Zone                | -           | 28,628,150                        |
| Capital return of the investment in Armilar Fund II | -           | 16,477,366                        |
| Others  | 3,915,990   | 1,548,887                         |
|   | 142,612,167 | 46,654,403                        |
| Payments  | 30 Sep 2019 | 30 Sep 2018<br>Restated<br>Note 3 |
| Acquisition of Arenal and Tomenider (Note 4.1)      | 47,039,289  | -                                 |
| Acquisition of Parklake - payment of value in debt  | 26,308,645  | -                                 |
| Participation and Capital Increase of Visenze       | 5,244,147   | -                                 |
| Acquisition of CELLWISE                             | 5,357,593   | -                                 |
| Capital Increase of Ometria                         | 4,404,318   | -                                 |
| Acquisition of L.C. Malheiro II , SGPS, S.A.        | 2,500,000   | -                                 |
| Supplementary Benefit of MKTPLACE                   | 3,625,523   | -                                 |
| Acquisition of Sonae Sierra (Nota 4.3)              | -           | 138,322,082                       |
| Subscription of JD Sprinter shares (Note 4.1)       |             | 26,546,230                        |
| Participation of Nextel                             | -           | 2,682,237                         |
| Others  | 9,224,541   | 13,923,781                        |
|   |             |                                   |

### 29 Presentation of consolidated income statements

In the Management Report, and for the purposes of the purposes of calculating financial indicators as EBIT, EBITDA and Underlying EBITDA the consolidated income statement is divided between Direct Income and Indirect Income.

The Indirect Income includes the contribution of Sonae Sierra, net of taxes that result from: (i) valuation of investment properties; (ii) gains (losses) with the sale of financial investments, joint ventures or associates; (iii) impairment losses relating to non-current assets (including Goodwill); (iv) gains (losses) resulting from the gain / loss of control and corresponding recycling of conversion reserves and (v) provisions for assets at risk. Additionally and with regard to the portfolio of Sonae, it includes: (i) impairment of real estate assets for retail, (ii) decreases in Goodwill, (iii) negative Goodwill (net of taxes) related to acquisitions in the financial year, (iv) provisions (net of tax) for possible future liabilities, and impairments related to noncore investments, businesses and discontinued assets (or to be discontinued / repositioned), (v) valuation results based on the methodology "mark-to-market" of other current investments that will be sold or traded in the near future and (vi) other irrelevant issues.

The value of EBITDA and EBIT are calculated in the direct income component, i.e. excluding the indirect contributions.

The reconciliation between the two presentation formats for the consolidated income statement for the periods ended on 30 September 2019 and 2018 can be summarized as follows:

|   |   | 30 Sep 2019         |   | 30 Sep 2018 Restated Note 3                           |                                |   |  |  |
|---|---|---------------------|---|---|--------------------------------|---|--|--|
|   | Consolidated  | Indirect<br>Income  | Direct<br>Income                                    | Consolidated  | Indirect<br>Income             | Direct<br>Income                                      |  |  |
| Turnover Value created on investment properties Investment income   | 4,635,221,499<br>6,670,995                          | -<br>6,670,995      | 4,635,221,499<br>-                                  | 4,204,295,684   | -                              | 4,204,295,684<br>-                                    |  |  |
| Dividends and other adjustments<br>Impairment losses<br>Others  | 100,689<br>-<br>(18,070,773)                        | -                   | 100,689<br>-<br>(18,070,773)                        | 100,598<br>(754,211)<br>(28,338,721)                  | -<br>(754,211)<br>(28,350,435) | 100,598<br>-<br>11,713                                |  |  |
| Other income Provisions for warranty extensions Impairment losses reversal Others Total income                                  | 457,578<br>1,584,217<br>79,681,922<br>4,705,646,128 | 6,670,995           | 457,578<br>1,584,217<br>79,681,922<br>4,698,975,133 | 2,063,594<br>1,325,282<br>65,806,042<br>4,244,498,268 | (29,104,646)                   | 2,063,594<br>1,325,282<br>65,806,042<br>4,273,602,913 |  |  |
| Total expenses  | (4,294,180,566)                                     | -                   | (4,294,180,566)                                     | (3,981,504,334)                                       | (492,616)                      | (3,981,011,718)                                       |  |  |
| Depreciation and amortisation Losses on tangible and intangible assets Provisions and impairment                                | (246,359,423)<br>2,355,268                          | -                   | (246,359,423)<br>2,355,268                          | (215,235,499)<br>(3,863,175)                          | -                              | (215,235,499)<br>(3,863,175)                          |  |  |
| Provisions for warranty extensions<br>Others  | (320,930)<br>(15,196,649)                           | -                   | (320,930)<br>(15,196,649)                           | (1,674,645)<br>(5,662,955)                            | -<br>(751,000)                 | (1,674,645)<br>(4,911,955)                            |  |  |
| Profit before financial results and share of results in associated companies  | 151,943,828   | 6,670,995           | 145,272,833   | 36,557,661  | (30,348,262)                   | 66,905,922  |  |  |
| Non-recurring Profit/(Loss) Financial profit/(loss) Share of results in joint ventures and associated undertakings Sonae Sierra | (17,559,457)<br>(85,409,120)                        | (21,930,807)        | 4,371,351<br>(85,409,120)                           | 33,476,176<br>(69,373,066)<br>38,871,917              | 14,067,370                     | 33,476,176<br>(69,373,066)<br>24,804,547              |  |  |
| Associates and joint ventures of Sonae Sierra   | 39,796,840  | (4,832,171)         | 44,629,011  | -   | -                              |   |  |  |
| Armilar Venture Funds ZOPT Others   | (689,073)<br>31,816,000<br>3,305,597                | (689,073)<br>-<br>- | 31,816,000<br>3,305,597                             | 47,063,653<br>29,867,637<br>(4,910,030)               | 8,804,586<br>-<br>-            | 38,259,067<br>29,867,637<br>(4,910,030)               |  |  |
| Profit before income tax Income tax   | 123,204,615<br>(12,751,127)                         | (20,781,056)        | 143,985,671<br>(9,380,799)                          | 111,553,947<br>(3,783,702)                            | (7,476,306)<br>(1,981,000)     | 119,030,253<br>(1,802,702)                            |  |  |
| Profit/(Loss) from continuing operations  | 110,453,488   | (24,151,384)        | 134,604,872   | 107,770,245   | (9,457,306)                    | 117,227,551   |  |  |
| Profit/(Loss) from discontinued operations  | 20,763,307  | 21,930,807          | (1,167,500)   | 3,618,298   | 11,090,755                     | (7,472,457)   |  |  |
| Net profit for the period   | 131,216,795   | (2,220,577)         | 133,437,372   | 111,388,543   | 1,633,449                      | 109,755,094   |  |  |
| Attributable to equity holders of Sonae   | 87,938,979  | (70,840)            | 88,009,819  | 104,836,560   | 1,633,449                      | 103,203,111   |  |  |
| Non-controlling interests   | 43,277,816  | (2,149,737)         | 45,427,553  | 6,551,983   | -                              | 6,551,983   |  |  |
| "Underlying" EBITDA (b)   |   |                     | 402,331,152   |   |                                | 325,686,143   |  |  |
| Direct EBITDA (a)   |   |                     | 485,285,610   |   |                                | 401,452,016   |  |  |
| Direct EBIT (c)   |   |                     | 228,126,601   |   |                                | 180,830,264   |  |  |

- (a) EBITDA = total direct income total direct expenses reversal of direct impairment losses + share of results in joint ventures and associated undertakings (Sonae Sierra direct results, Zopt and other participated) + provisions for extensions of guarantee + unusual results;
- (b) "Underlying" EBITDA = EBITDA effect of share result in joint ventures and associated undertakings non-recurrent results;
- (c) EBIT = EBT financial results dividends;
- (d) EBT = Direct results before taxes;
- (e) Direct income = Results excluding contributions to indirect results;
- (f) Indirect income = Includes Sonae Sierra's results, net of taxes, arising from: (i) investment properties valuations; (ii) capital gains (losses) on the sale of financial investments, joint ventures or associates; (iii) impairment losses for non-current assets (including Goodwill) and; (iv) provision for assets at risk. Additionally and with regard to the portfolio of Sonae, it includes: (i) impairment of real estate assets for retail, (ii) decrease in goodwill, (iii) provisions (net of tax) for possible future liabilities

and impairments related with non-core financial investments, businesses, discontinued assets (or be discontinued/ repositioned);(iv) valuation results based on the methodology "mark-to-market" of other current investments that will be sold or traded in the near future and (v) other irrelevant issues.

## 30 Approval of financial statements

The accompanying consolidated financial statements were approved by the Board of Directors on 12 November 2019.

## 31 Group companies included in the Consolidated financial statements

Group companies included in the consolidated financial statements, their head offices and percentage of share capital held by Sonae as at 30 September 2019 and 31 December 2018 are as follows:

|  |    |                                |         | Percentage o | of capital held |         |  |  |
|--|----|--------------------------------|---------|--------------|-----------------|---------|--|--|
|  |    |                                | 30 Sep  | 2019         | 31 De           | ec 2018 |  |  |
| COMPANY  |    | Head Office                    | Direct* | Total*       | Direct*         | Total*  |  |  |
| Sonae - SGPS, S.A.                                 |    | Maia                           | HOLDING | HOLDING      | HOLDING         | HOLDING |  |  |
| Sonae MC   |    |                                |         |              |                 |         |  |  |
| Amor Bio, Mercado Biológico, Lda                   | a) | Lisbon (Portugal)              | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Arenal Perfumerias SLU                             | a) | Lugo (Spain)                   | 100.00% | 60.00%       | -               | -       |  |  |
| Asprela Sociedade Imobiliária, S.A.                | a) | Maia (Portugal)                | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Azulino Imobiliária, S.A.                          | a) | Maia (Portugal)                | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| BB Food Service, S.A.                              | a) | Maia (Portugal)                | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Bertimóvel - Sociedade Imobiliária, S.A.           | a) | Matosinhos (Portugal)          | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Bom Momento - Restauração, S.A.                    | a) | Maia (Portugal)                | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Brio - Produtos de Agricultura Biológica, S.A.     | a) | Matosinhos (Portugal)          | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Canasta - Empreendimentos Imobiliários, S.A.       | a) | Maia (Portugal)                | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Chão Verde - Sociedade de Gestão Imobiliária, S.A. | a) | Maia (Portugal)                | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Citorres - Sociedade Imobiliária, S.A.             | a) | Maia (Portugal)                | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Contimobe - Imobiliária de Castelo de Paiva, S.A.  | a) | Castelo de Paiva<br>(Portugal) | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Continente Hipermercados, S.A.                     | a) | Oeiras (Portugal)              | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Cumulativa - Sociedade Imobiliária, S.A.           | a) | Maia (Portugal)                | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Elergone Energias, Lda                             | a) | Matosinhos (Portugal)          | 75.00%  | 75.00%       | 75.00%          | 75.00%  |  |  |
| Farmácia Selecção, S.A.                            | a) | Matosinhos (Portugal)          | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |
| Fozimo - Sociedade Imobiliária, S.A.               | a) | Maia (Portugal)                | 100.00% | 100.00%      | 100.00%         | 100.00% |  |  |

| Go Well – Promoção de Eventos, Caterings e             | a) | Lisbon (Portugal)          | 51.00%  | 51.00%  | 51.00%  | 51.00%  |
|--|----|----------------------------|---------|---------|---------|---------|
| Consultoria, S.A.                                      | ŕ  |                            |         |         |         |         |
| Igimo – Sociedade Imobiliária, S.A.                    | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Iginha – Sociedade Imobiliária, S.A.                   | a) | Matosinhos (Portugal)      | 100.00% | 100.00% | 100.00% | 100.00% |
| Imoestrutura – Sociedade Imobiliária, S.A.             | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Imomuro – Sociedade Imobiliária, S.A.                  | a) | Matosinhos (Portugal)      | 100.00% | 100.00% | 100.00% | 100.00% |
| Imoresultado – Sociedade Imobiliária, S.A.             | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Imosistema – Sociedade Imobiliária, S.A.               | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Make Notes Design, Lda                                 | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Marcas MC, zRT   | a) | Budapest (Hungary)         | 100.00% | 100.00% | 100.00% | 100.00% |
| MCCARE – Serviços de Saúde, S.A.                       | a) | Matosinhos (Portugal)      | 100.00% | 100.00% | 100.00% | 100.00% |
| MJLF - Empreendimentos Imobiliários, S.A.              | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Modelo - Distribuição de Materiais de Construção, S.A. | b) | Maia (Portugal)            | 50.00%  | 50.00%  | 50.00%  | 50.00%  |
| Modelo Continente Hipermercados, S.A.                  | a) | Matosinhos (Portugal)      | 100.00% | 100.00% | 100.00% | 100.00% |
| Modelo Continente International Trade, S.A.            | a) | Madrid (Spain)             | 100.00% | 100.00% | 100.00% | 100.00% |
| Modelo Continente SGPS, S.A.                           | a) | Matosinhos (Portugal)      | -       | -       | 100.00% | 100.00% |
| Modelo Hiper Imobiliária, S.A.                         | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Pharmaconcept – Actividades em Saúde, S.A.             | a) | Matosinhos (Portugal)      | 100.00% | 100.00% | 100.00% | 100.00% |
| Pharmacontinente - Saúde e Higiene, S.A.               | a) | Matosinhos (Portugal)      | 100.00% | 100.00% | 100.00% | 100.00% |
| Ponto de Chegada – Sociedade Imobiliária, S.A.         | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Predicomercial - Promoção Imobiliária, S.A.            | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Predilugar- Promoção Imobiliária, S.A.                 | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| SCBRASIL Participações, Ltda                           | a) | São Paulo (Brazil)         | 100.00% | 100.00% | 100.00% | 100.00% |
| Selifa - Empreendimentos Imobiliários de Fafe, S.A.    | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Sempre à Mão - Sociedade Imobiliária, S.A.             | a) | Matosinhos (Portugal)      | 100.00% | 100.00% | 100.00% | 100.00% |
| SIAL Participações, Ltda                               | a) | São Paulo (Brazil)         | 100.00% | 100.00% | 100.00% | 100.00% |
| SK – Skin Health Cosmetics                             | a) | Oeiras (Portugal)          | 100.00% | 100.00% | 100.00% | 100.00% |
| Socijofra - Sociedade Imobiliária, S.A.                | a) | Gondomar (Portugal)        | 100.00% | 100.00% | 100.00% | 100.00% |
| Sociloures - Sociedade Imobiliária, S.A.               | a) | Matosinhos (Portugal)      | 100.00% | 100.00% | 100.00% | 100.00% |
| Soflorin, B.V.   | a) | Amsterdam<br>(Netherlands) | 100.00% | 100.00% | 100.00% | 100.00% |
| Sonae MC – Serviços Partilhados, S.A.                  | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |

a) La Valletta (Malta)

Maia (Portugal)

98.00%

98.00%

98.00%

98.00%

Fundo de Investimento Imobiliário Imosonae Dois

2)

Sonae MC S2 Africa Limited

100.00%

100.00%

100.00%

100.00%

|    | Sonae MC, SGPS, S.A.                         | a) | Matosinhos (Portugal)                | 100.00% | 100.00% | 100.00% | 100.00% |
|----|--|----|--------------------------------------|---------|---------|---------|---------|
|    | Sonaerp - Retail Properties, S.A.            | a) | Porto (Portugal)                     | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Sondis Imobiliária, S.A.                     | a) | Maia (Portugal)                      | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Sonvecap, B.V.                               | a) | Amsterdam<br>(Netherlands)           | 100.00% | 100.00% | 100.00% | 100.00% |
| 1) | Tomenider                                    | a) | Lugo (Spain)                         | 60.00%  | 60.00%  | -       | -       |
|    | Valor N, S.A.                                | a) | Matosinhos (Portugal)                | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Worten                                       |    |                                      |         |         |         |         |
|    | HighDome PCC Limited (Cell Europe)           | a) | La Vallelta (Malta)                  | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Infofield – Informática, S.A.                | a) | Maia (Portugal)                      | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Worten Canárias, SL                          | a) | Tenerife (Spain)                     | 60.00%  | 60.00%  | 60.00%  | 60.00%  |
|    | Worten - Equipamento para o Lar, S.A.        | a) | Matosinhos (Portugal)                | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Worten España Distribución, S.L.             | a) | Madrid (Spain)                       | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Worten International Trade, S.A.             | a) | Madrid (Spain)                       | 100.00% | 100.00% | 100.00% | 100.00% |
| 3) | Worten Malta Holding Limited                 | a) | La Valletta (Malta)                  | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Sonae Fashion                                |    |                                      |         |         |         |         |
|    | Bright Brands SportsGoods, S.A.              | a) | Matosinhos (Portugal)                | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Comercial Losan, S.L.U.                      | a) | Zaragoza (Spain)                     | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Fashion Division, S.A.                       | a) | Maia (Portugal)                      | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Fashion Division Canárias, SL                | a) | Tenerife (Spain)                     | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Fashion International Trade, S.A.            | a) | Madrid (Spain)                       | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Irmãos Vila Nova, S.A.                       | b) | Vila Nova de Famalicão<br>(Portugal) | 100.00% | 50.00%  | 100.00% | 50.00%  |
|    | Irmãos Vila Nova III - Imobiliária, S.A.     | b) | Vila Nova de Famalicão<br>(Portugal) | 100.00% | 50.00%  | 100.00% | 50.00%  |
|    | IVN – Serviços Partilhados, S.A.             | b) | Vila Nova de Famalicão<br>(Portugal) | 50.00%  | 50.00%  | 50.00%  | 50.00%  |
|    | IVN Asia Limited                             | b) | Hong Kong (China)                    | 100.00% | 50.00%  | 100.00% | 50.00%  |
|    | Losan Colombia, S.A.S                        | a) | Bogotá (Colombia)                    | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Losan Overseas Textile, S.L.                 | a) | Zaragoza (Spain)                     | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Losan Rusia                                  | a) | Moscow (Russia)                      | 100.00% | 100.00% | 100.00% | 100.00% |
| 4) | Losan Tekstil Urunleri V e Dis Ticaret, L.S. | a) | Istanbul (Turkey)                    | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Modalfa - Comércio e Serviços, S.A.          | a) | Maia (Portugal)                      | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Modalfa Canarias, SL                         | a) | Tenerife (Spain)                     | 60.00%  | 30.00%  | 60.00%  | 30.00%  |
|    | Modalloop - Vestuário e Calçado, S.A.        | a) | Matosinhos (Portugal)                | 100.00% | 100.00% | 100.00% | 100.00% |

|    | Salsa Canarias   | b) | Tenerife (Spain)                     | 60.00%  | 30.00%  | 60.00%  | 30.00%  |
|----|--|----|--------------------------------------|---------|---------|---------|---------|
|    | Salsa DE Gmbh  | b) | Dusseldorf (Germany)                 | 100.00% | 50.00%  | 100.00% | 50.00%  |
|    | Salsa Distribution USA LLC   | b) | New York (USA)                       | 100.00% | 50.00%  | 100.00% | 50.00%  |
|    | Salsa France, S.A.R.L.   | b) | Paris (France)                       | 100.00% | 50.00%  | 100.00% | 50.00%  |
|    | Salsa Luxembourg, Sàrl   | b) | Luxembourg                           | 100.00% | 50.00%  | 100.00% | 50.00%  |
|    | SLS Salsa – Comércio e Difusão de Vestuário, S.A.                  | b) | Vila Nova de Famalicão<br>(Portugal) | 100.00% | 50.00%  | 100.00% | 50.00%  |
|    | SLS Salsa España – Comercio y Difusión de Vestuario,<br>S.A.U.     | b) | Pontevedra (Spain)                   | 100.00% | 50.00%  | 100.00% | 50.00%  |
| 4) | Sport Zone spor malz.per.satis ith.ve tic.ltd.sti                  | a) | Istanbul (Turkey)                    | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Têxtil do Marco, S.A.  | a) | Marco de Canaveses<br>(Portugal)     | 92.76%  | 92.76%  | 92.76%  | 92.76%  |
|    | Usebti Textile México S.A. de C.V.                                 | a) | City of<br>Mexico (Mexico)           | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Zippy - Comércio e Distribuição, S.A.                              | a) | Matosinhos (Portugal)                | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Zippy - Comércio Y Distribución, S.A.                              | a) | Madrid (Spain)                       | 100.00% | 100.00% | 100.00% | 100.00% |
| 4) | Zippy cocuk malz.dag.ith.ve tic.ltd.sti                            | a) | Istanbul (Turkey)                    | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Sonae IM   |    |                                      |         |         |         |         |
|    | Bright Development Studio, S.A.                                    | a) | Lisbon (Portugal)                    | 100.00% | 89.97%  | 100.00% | 89.97%  |
|    | Bright Ventures Capital SCR, S.A.                                  | a) | Lisbon (Portugal)                    | 100.00% | 89.97%  | 100.00% | 89.97%  |
| 5) | Cape Technologies Limited  | a) | Dublin (Ireland)                     | -       | -       | 100.00% | 89.97%  |
|    | Digitmarket - Sistemas de Informação, S.A.                         | a) | Maia (Portugal)                      | 75.00%  | 67.47%  | 75.10%  | 67.56%  |
|    | Excellium Group, S.A.  | a) | Contem (Luxembourg)                  | 59.20%  | 53.26%  | 59.20%  | 53.26%  |
|    | Excellium Services, S.A.   | a) | Contem (Luxembourg)                  | 59.20%  | 53.26%  | 59.20%  | 53.26%  |
|    | Excellium Services Belgium, S.A.                                   | a) | Wavre (Belgium)                      | 59.20%  | 53.26%  | 59.20%  | 53.26%  |
|    | Excellium Factory SARL   | a) | Raouad Ariana (Tunisia)              | 59.20%  | 53.26%  | 59.20%  | 53.26%  |
|    | Fundo Bright Vector I  | a) | Lisbon (Portugal)                    | 50.13%  | 45.10%  | 50.13%  | 45.10%  |
|    | Inovretail, S.A.   | a) | Porto (Portugal)                     | 100.00% | 89.97%  | 100.00% | 89.97%  |
|    | Inovretail España, S.L.  | a) | Madrid (Spain)                       | 100.00% | 89.97%  | 100.00% | 89.97%  |
|    | Mxtel SA de CV   | a) | City of<br>Mexico (Mexico)           | 99.93%  | 72.78%  | 99.93%  | 72.78%  |
| 6) | Nextel, S.A.   | a) | Bilbao (Spain)                       | -       | -       | 100.00% | 72.73%  |
|    | Praesidium Services Limited  | a) | Berkshire (U.K.)                     | 100.00% | 89.97%  | 100.00% | 89.97%  |
|    | S21SEC Portugal – Cybersecurity and Intelligence<br>Services, S.A. | a) | Maia (Portugal)                      | 100.00% | 72.78%  | 100.00% | 72.78%  |
|    | S21 Sec Brasil, Ltda   | a) | São Paulo (Brazil)                   | 99.99%  | 72.78%  | 99.99%  | 72.78%  |

|    | S21 Sec Gestion, S.A.   | a) | Navarra (Spain)              | 80.90%  | 72.78% | 80.90%  | 72.78% |
|----|---|----|------------------------------|---------|--------|---------|--------|
|    | S21 Sec Information Security Labs, S.L.                           | a) | Navarra (Spain)              | 100.00% | 72.78% | 100.00% | 72.78% |
|    | S21 Sec, S.A. de CV   | a) | City of<br>Mexico (Mexico)   | 100.00% | 72.78% | 100.00% | 72.78% |
| 5) | Saphety – Transacciones Electronicas SAS                          | a) | Bogota (Colombia)            | -       | -      | 100.00% | 78.27% |
| 5) | Saphety Brasil Transações Electrônicas Lda                        | a) | São Paulo (Brazil)           | -       | -      | 100.00% | 78.27% |
| 5) | Saphety Level - Trusted Services, S.A.                            | a) | Maia (Portugal)              | -       | -      | 86.99%  | 78.27% |
|    | Sonaecom-Cyber Security and Int., SGPS, S.A.                      | a) | Maia (Portugal)              | 100.00% | 89.97% | 100.00% | 89.97% |
|    | Sonaecom - Serviços Partilhados, S.A.                             | a) | Maia (Portugal)              | 100.00% | 89.97% | 100.00% | 89.97% |
|    | Sonaecom, SGPS, S.A.  | a) | Maia (Portugal)              | 90.15%  | 89.97% | 90.15%  | 89.97% |
|    | Sonae Investment Management - Software and Technology, SGPS, S.A. | a) | Maia (Portugal)              | 100.00% | 89.97% | 100.00% | 89.97% |
|    | Taikai, Ltda  | a) | Porto (Portugal)             | -       | -      | 99.01%  | 89.08% |
| 5) | Tecnológica Telecomunicações, Ltda                                | a) | Rio de Janeiro (Brazil)      | -       | -      | 99.99%  | 89.87% |
| 5) | We Do Brasil Soluções Informáticas, Ltda                          | a) | Rio de Janeiro (Brazil)      | -       | -      | 99.91%  | 89.88% |
| 5) | We Do Chile   | a) | Santiago do Chile<br>(Chile) | -       | -      | 100.00% | 89.97% |
| 5) | We Do Consulting - Sistemas de Informação, S.A.                   | a) | Maia (Portugal)              | -       | -      | 100.00% | 89.97% |
| 5) | WE DO Technologies España, SL                                     | a) | Madrid (Spain)               | -       | -      | 100.00% | 89.97% |
| 5) | We Do Technologies (UK) Limited                                   | a) | Berkshire (U.K.)             | -       | -      | 100.00% | 89.97% |
| 5) | We Do Technologies Americas, Inc.                                 | a) | Delaware<br>(USA)            | -       | -      | 100.00% | 89.97% |
| 5) | We Do Technologies Australia PTY Limited                          | a) | Sydney (Australia)           | -       | -      | 100.00% | 89.97% |
| 5) | We Do Technologies Egypt Limited Liability Company                | a) | Cairo (Egypt)                | -       | -      | 100.00% | 89.97% |
| 5) | We Do Technologies Mexico S. de RL                                | a) | City of<br>Mexico (Mexico)   | -       | -      | 100.00% | 89.97% |
| 5) | We Do Tecnhologies B.V.   | a) | Amsterdam<br>(Netherlands)   | -       | -      | 100.00% | 89.97% |

|    | onide 10  |    |                            |         |         |         |         |
|----|---|----|----------------------------|---------|---------|---------|---------|
|    | SFS Gestão e Consultoria, S.A.                              | a) | Maia (Portugal             | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Sonae Financial Services, S.A.                              | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| 7) | Sonae FS, S.A.  | a) | Matosinhos (Portugal)      | 100.00% | 100.00% | 100.00% | 100.00% |
|    | Sonae Sierra  |    |                            |         |         |         |         |
|    | ARP Alverca Retail Park, S.A.                               | a) | Maia (Portugal)            | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    | Axnae Spain Holdings, S.L.                                  | a) | Madrid (Spain)             | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    | Cascaishopping-Centro Comercial, S.A.                       | a) | Maia (Portugal)            | 100.00% | 40.07%  | 100.00% | 40.07%  |
|    | CCCB Caldas da Rainha - Centro Comercial, S.A.              | a) | Maia (Portugal)            | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    | Coimbrashopping- Centro Comercial, S.A.                     | a) | Maia (Portugal)            | 100.00% | 35.07%  | 100.00% | 35.07%  |
|    | Dos Mares - Shopping Centre B.V.                            | a) | Amsterdam<br>(Netherlands) | 100.00% | 35.07%  | 100.00% | 35.07%  |
| 5) | Dos Mares-Shopping Centre, S.A.                             | a) | Madrid (Spain)             | -       | -       | 100.00% | 35.07%  |
|    | Gli Orsi Shopping Centre 1 Srl                              | a) | Milan (Italy)              | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    | Iberian Holdings Spain, S.L.                                | a) | Madrid (Spain)             | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    | Ioannina Development of Shopping Centres, S.A.              | a) | Athens (Greece)            | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    | Land Retail B.V.  | a) | Amsterdam<br>(Netherlands) | 100.00% | 35.07%  | 100.00% | 35.07%  |
|    | Microcom Doi, Srl   | a) | Bucharest (Romania)        | 100.00% | 70.00%  | 100.00% | 50.00%  |
|    | Paracentro - Gestão de Galerias Comerciais, S.A.            | a) | Maia (Portugal)            | 100.00% | 70.00%  | 100.00% | 50.00%  |
|    | Parklake Business Centre Srl                                | a) | Bucharest (Romania)        | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    | Parklake Shopping, S.A.                                     | a) | Bucharest (Romania)        | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    | Parque de Famalicão - Empreendimentos<br>Imobiliários, S.A. | a) | Maia (Portugal)            | 100.00% | 70.00%  | 100.00% | 70.00%  |
| 8) | Parque D. Pedro 1, SARL                                     | a) | Luxembourg                 | 100.00% | 70.00%  | 100.00% | 35.00%  |
| 8) | Parque D. Pedro 2, SARL                                     | a) | Luxembourg                 | 100.00% | 70.00%  | 100.00% | 35.00%  |
|    | Plaza Eboli – Centro Comercial S.A.                         | a) | Madrid (Spain)             | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    | Plaza Mayor Parque de Ócio B.V.                             | a) | Amsterdam<br>(Netherlands) | 100.00% | 35.07%  | 100.00% | 35.07%  |
| 9) | Plaza Mayor Parque de Ócio, S.A.                            | a) | Madrid (Spain)             | -       | -       | 100.00% | 35.07%  |
|    | Plaza Mayor Shopping, S.A.                                  | a) | Madrid (Spain)             | 100.00% | 35.07%  | 100.00% | 35.07%  |
|    | Plenerg Srl   | a) | Bucharest (Romania)        | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    | Project Sierra 10 B.V.                                      | a) | Amsterdam<br>(Netherlands) | 100.00% | 70.00%  | 100.00% | 70.00%  |
|    |   |    |                            |         |         |         |         |

|     | Project Sierra 11 B.V.                                     | a) | Amsterdam                              | 100.00% | 70.00% | 100.00% | 70.00% |
|-----|--|----|--|---------|--------|---------|--------|
|     | Project Sierra 12 B.V.                                     | a) | (Netherlands) Amsterdam                | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Project Sierra 2 B.V.                                      | a) | (Netherlands)  Amsterdam (Netherlands) | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Project Sierra Cúcuta B.V.                                 | a) | Amsterdam (Netherlands)                | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Project Sierra Four, Srl                                   | a) | Bucharest (Romania)                    | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Project Sierra Germany 4 (four) - Shopping Centre,<br>GmbH | a) | Dusseldorf (Germany)                   | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Project Sierra Spain 1 B.V.                                | a) | Amsterdam<br>(Netherlands)             | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Project Sierra Spain 2- Centro Comercial S.A.              | a) | Madrid (Spain)                         | 100.00% | 70.00% | 100.00% | 70.00% |
|     | River Plaza B.V.   | a) | Amsterdam<br>(Netherlands)             | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Shopping Centre Parque Principado B.V.                     | a) | Amsterdam<br>(Netherlands)             | 100.00% | 35.07% | 100.00% | 35.07% |
| 10) | Sierra Berlin Holding B.V.                                 | a) | Amsterdam<br>(Netherlands)             | -       | -      | 100.00% | 70.00% |
| 8)  | Sierra Brazil 1, Sarl                                      | a) | Luxembourg                             | 100.00% | 70.00% | 100.00% | 35.00% |
|     | Sierra Developments Holding B.V.                           | a) | Amsterdam<br>(Netherlands)             | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra Developments, SGPS, S.A.                            | a) | Maia (Portugal)                        | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra European Retail Real Estate Assets Holdings B.V.    | a) | Amsterdam<br>(Netherlands)             | 50.10%  | 35.07% | 50.10%  | 35.07% |
|     | Sierra Germany GmbH  | a) | Dusseldorf (Germany)                   | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra GP Limited  | a) | Guernesey (U.K.)                       | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra Investments (Holland) 1 B.V.                        | a) | Amsterdam (Netherlands)                | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra Investments (Holland) 2 B.V.                        | a) | Amsterdam<br>(Netherlands)             | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra Investments Holdings B.V.                           | a) | Amsterdam<br>(Netherlands)             | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra Investments SGPS, S.A.                              | a) | Maia (Portugal)                        | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra Italy Srl   | a) | Milão (Itália)                         | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra Management, SGPS, S.A.                              | a) | Maia (Portugal)                        | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra Maroc, SARL   | a) | Casablanca (Morocco)                   | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra Maroc Services, SARL                                | a) | Casablanca (Morocco)                   | 100.00% | 70.00% | 100.00% | 70.00% |
|     | Sierra Parma Project B.V.                                  | a) | Amsterdam<br>(Netherlands)             | 100.00% | 70.00% | 100.00% | 70.00% |
|     |  |    |  |         |        |         |        |

| Sierra Portugal, S.A.   | a) | Lisbon (Portugal)          | 100.00% | 70.00%  | 100.00% | 70.00%  |
|---|----|----------------------------|---------|---------|---------|---------|
| Sierra Project Nürnberg B.V.  | a) | Amsterdam<br>(Netherlands) | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Sierra Real Estate Greece B.V.  | a) | Amsterdam<br>(Netherlands) | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Sierra Retail Ventures B.V.   | a) | Amsterdam<br>(Netherlands) | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Sierra Romania Shopping Centers Services, SRL                               | a) | Bucharest (Romania)        | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Sierra Services Holland B.V.  | a) | Amsterdam<br>(Netherlands) | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Sierra Solingen Holding GmbH  | a) | Dusseldorf (Germany)       | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Sierra Spain Malaga Holdings, S.L.  | a) | Madrid (Spain)             | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Sierra Spain, Shopping Centers Services, S.A.                               | a) | Madrid (Spain)             | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Sierra Turkey Gayrimenkul Yönetim Pazarlama ve<br>Danışmanlık Anonim Şirket | a) | Istanbul (Turkey)          | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Sierra Zenata Project B.V.  | a) | Amsterdam<br>(Netherlands) | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Sonae Sierra, SGPS, S.A.  | a) | Maia (Portugal)            | 70.00%  | 70.00%  | 70.00%  | 70.00%  |
| SPF - Sierra Portugal   | a) | Luxembourg                 | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Weiterstadt Shopping B.V.   | a) | Amsterdam<br>(Netherlands) | 100.00% | 70.00%  | 100.00% | 70.00%  |
| Others  |    |                            |         |         |         |         |
| Arat Inmuebles, S.A.  | a) | Madrid (Spain)             | 100.00% | 100.00% | 100.00% | 100.00% |
| Fundo de Investimento Imobiliário Fechado Imosede                           | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Libra Serviços, Lda   | a) | Funchal (Portugal)         | 100.00% | 100.00% | 100.00% | 100.00% |
| Halfdozen Real Estate, S.A.   | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| PCJ-Público, Comunicação e Jornalismo, S.A.                                 | a) | Maia (Portugal)            | 100.00% | 89.97%  | 100.00% | 89.97%  |
| Público - Comunicação Social, S.A.  | a) | Porto (Portugal)           | 100.00% | 89.97%  | 100.00% | 89.97%  |
| Sesagest - Proj.Gestão Imobiliária, S.A.                                    | a) | Porto (Portugal)           | 100.00% | 100.00% | 100.00% | 100.00% |
| Sonae Corporate, S.A.   | a) | Matosinhos (Portugal)      | 100.00% | 100.00% | 100.00% | 100.00% |
| Sonae Holdings, SA  | a) | Maia (Portugal)            | 100.00% | 100.00% | 100.00% | 100.00% |
| Sonae Investments, B.V.   | a) | Amsterdam<br>(Netherlands) | 100.00% | 100.00% | 100.00% | 100.00% |
| Sonaegest-Soc.Gest.Fundos Investimentos, S.A.                               | a) | Maia (Portugal)            | 100.00% | 94.00%  | 100.00% | 94.00%  |
| Sonae RE, S.A.  | a) | Luxembourg                 | 99.92%  | 99.92%  | 99.92%  | 99.92%  |
| Sontel, B.V.  | a) | Amsterdam<br>(Netherlands) | 100.00% | 100.00% | 100.00% | 100.00% |

11)

SONAESR – Serviços e Logística, S.A.

a) Matosinhos (Portugal)

100.00% 100.00%

100.00%

100.00%

- \* the percentage of capital held "Total" is the total percentage of interest held by the parent company's shareholders; the percentage of capital held "Direct" corresponds to the percentage that subsidiary(s) which hold(s) a participation, hold(s) this participation directly in the share capital of that company.
  - a) Control held by majority of voting rights which gives power of relevant activities;
  - b) Control held by majority of Board members;
  - 1) Company acquired during the period;
  - 2) Merged subsidiary at Sonae MC, SGPS, S.A.
  - 3) Ex- Sonae SR Malta Holding Limited;
  - 4) Company in liquidation process reason why it is classified in discontinued operations in the period;
  - 5) Company sold during the period;
  - 6) Merged subsidiary at S21 Sec Gestion, S.A.;
  - 7) Ex Wrt Business Distribuição de Eletrodomésticos, Eletrónica e Informática, S.A.
  - 8) Subsidiaries that moved from joint ventures to full method as a result of restructuring in Brazil
  - 9) Company merged in Plaza Mayor Shopping, S.A.;
  - 10) Company merged in Sierra Investments Holdings B.V.; and
  - 11) Ex Sonaecenter Serviços, S.A..

These entities are consolidated using the full consolidation method.

# 32 Joint ventures and associates included in the Consolidated financial statements

Joint ventures and associates, their head offices and percentage of share capital held by Sonae as at 30 September 2019 and 31 December 2018 are as follows:

#### 32.1 Joint ventures

|  |                     |             | Percentage of capital held |             |        |
|--|---------------------|-------------|----------------------------|-------------|--------|
|  |                     | 30 Sep 2019 |                            | 31 Dec 2018 |        |
| COMPANY  | Head Office         | Direct*     | Total*                     | Direct*     | Total* |
| Sonae MC   |                     |             |                            |             |        |
| Sohi Meat Solutions – Distribuição de Carnes, S.A. | Santarém (Portugal) | 50.00%      | 50.00%                     | 50.00%      | 50.00% |

#### Sonae Sierra

|    | Aegean Park Constructions Real Estate and Development, S.A.           | Athens (Greece)             | 100.00% | 35.00% | 100.00% | 35.00% |
|----|---|-----------------------------|---------|--------|---------|--------|
|    | Cascaishopping - Centro Comercial, S.A.                               | Maia (Portugal)             | 100.00% | 40.07% | 100.00% | 40.07% |
|    | Centro Colombo - Centro Comercial, S.A.                               | Maia (Portugal)             | 100.00% | 17.54% | 100.00% | 17.54% |
|    | Centro Vasco da Gama - Centro Comercial, S.A.                         | Maia (Portugal)             | 100.00% | 17.54% | 100.00% | 17.54% |
|    | DOC Malaga Holdings S.L.  | Madrid (Spain)              | 50.00%  | 17.54% | 50.00%  | 17.54% |
|    | DOC Malaga SITECO S.L.U.  | Madrid (Spain)              | 100.00% | 17.54% | 100.00% | 17.54% |
|    | Freccia Rossa - Shopping Centre, Srl                                  | Milan (Italy)               | 50.00%  | 35.00% | 50.00%  | 35.00% |
| 1) | Fundo de Investimento Imobiliário Parque Dom Pedro<br>Shopping Center | Rio de Janeiro (Brazil)     | -       | -      | 58.07%  | 14.48% |
| 1) | Fundo de Investimento Imobiliário Shopping Parque Dom<br>Pedro        | Rio de Janeiro (Brazil)     | -       | -      | 87.61%  | 22.09% |
|    | Gaiashopping I - Centro Comercial, S.A.                               | Maia (Portugal)             | 100.00% | 17.54% | 100.00% | 17.54% |
|    | Gaiashopping II - Centro Comercial, S.A.                              | Maia (Portugal)             | 100.00% | 17.54% | 100.00% | 17.54% |
| 2) | Harvey Dos Iberica, SL  | Madrid (Spain)              | -       | -      | 50.00%  | 17.54% |
|    | Iberian Assets, S.A.  | Madrid (Spain)              | 50.00%  | 17.54% | 50.00%  | 17.54% |
|    | Larissa Development of Shopping Centres, S.A.                         | Athens (Greece)             | 100.00% | 35.00% | 100.00% | 35.00% |
| 3) | L.C. Malheiro II , SGPS, S.A.   | Lisbon (Portugal)           | 50.00%  | 35.00% | -       | -      |
|    | Madeirashopping - Centro Comercial, S.A.                              | Funchal (Portugal)          | 50.00%  | 17.54% | 50.00%  | 17.54% |
|    | Norte Shopping Retail and Leisure Centre, B.V.                        | Amsterdam (Netherlands)     | 50.00%  | 17.54% | 50.00%  | 17.54% |
|    | Norteshopping - Centro Comercial, S.A.                                | Maia (Portugal)             | 100.00% | 17.54% | 100.00% | 17.54% |
|    | Pantheon Plaza B.V.   | Amsterdam (Netherlands)     | 50.00%  | 35.00% | 50.00%  | 35.00% |
|    | Park Avenue Developement of Shopping Centers, S.A.                    | Athens (Greece)             | 50.00%  | 35.00% | 50.00%  | 35.00% |
|    | Parque Atlântico Shopping - Centro Comercial, S.A.                    | Ponta Delgada (Portugal)    | 50.00%  | 17.54% | 50.00%  | 17.54% |
| 4) | Parque D. Pedro 1, B.V. SARL  | Luxembourg                  | -       | -      | 100.00% | 35.00% |
| 4) | Parque D. Pedro 2, SARL   | Luxemburgo                  | -       | -      | 100,00% | 35,00% |
| 1) | Pátio Boavista Shopping, Ltda   | São Paulo (Brazil)          | -       | -      | 100.00% | 23.33% |
| 1) | Pátio Londrina Empreendimentos e Participações, Ltda                  | São Paulo (Brazil)          | -       | -      | 100.00% | 23.33% |
| 1) | Pátio São Bernardo Shopping Ltda                                      | São Paulo (Brazil)          | -       | -      | 100.00% | 23.33% |
| 1) | Pátio Sertório Shopping, Ltda   | Manaus (Brazil)             | -       | -      | 100.00% | 23.33% |
| 1) | Pátio Uberlândia Shopping, Ltda                                       | São Paulo (Brazil)          | -       | -      | 100.00% | 23.33% |
|    | Proyecto Cúcuta S.A.S   | Santiago de Cali (Colombia) | 50.00%  | 35.00% | 50.00%  | 35.00% |

|    | SC Aegean, B.V.  | Amsterdam (Netherlands)     | 50.00%  | 35.00% | 50.00%  | 35.00% |
|----|--|-----------------------------|---------|--------|---------|--------|
|    | Shopping Centre Colombo Holding, B.V.                                | Amsterdam (Netherlands)     | 50.00%  | 17.54% | 50.00%  | 17.54% |
|    | Shopping Centre Parque Principado, B.V.                              | Amsterdam (Netherlands)     | 100.00% | 35.07% | 100.00% | 35.07% |
| 3) | Sierra Balmain Asset Management sp. z o.o.                           | Warsaw (Poland)             | 50.00%  | 35.00% | -       | -      |
| 4) | Sierra Brazil 1, Sarl  | Luxembourg                  | -       | -      | 100.00% | 35.00% |
|    | Sierra Central, S.A.S.   | Santiago de Cali (Colombia) | 50.00%  | 35.00% | 50.00%  | 35.00% |
| 1) | Sierra Investimentos Brasil Ltda                                     | São Paulo (Brazil)          | -       | -      | 100.00% | 23.33% |
| 5) | Solingen Shopping Center GmbH  | Dusseldorf (Germany)        | -       | -      | 50.00%  | 35.00% |
| 1) | Unishopping Consultoria Imobiliária, Ltda                            | São Paulo (Brazil)          | -       | -      | 100.00% | 23.33% |
|    | VdG Holding B.V.   | Amsterdam (Netherlands)     | 50.00%  | 17.54% | 50.00%  | 17.54% |
|    | Via Catarina - Centro Comercial, S.A.                                | Maia (Portugal)             | 50.00%  | 17.54% | 50.00%  | 17.54% |
|    | ZOPT (NOS)   |                             |         |        |         |        |
|    | Big Picture 2 Films, S.A.  | Oeiras (Portugal)           | 20.00%  | 4.69%  | 20.00%  | 4.69%  |
|    | Big Picture Films, SL  | Madrid (Spain)              | 100.00% | 4.69%  | 100.00% | 4.69%  |
|    | Dreamia Holding B.V.   | Amsterdam (Netherlands)     | 50.00%  | 11.73% | 50.00%  | 11.73% |
|    | Dreamia Serviços de Televisão, S.A.                                  | Lisbon (Portugal)           | 100.00% | 11.73% | 100.00% | 11.73% |
|    | Empracine – Empresa Promotora de Atividades<br>Cinematográficas, Lda | Lisbon (Portugal)           | 100.00% | 23.46% | 100.00% | 23.46% |
|    | FINSTAR – Sociedade de Investimentos e Participações, S.A.           | Luanda (Angola)             | 30.00%  | 7.04%  | 30.00%  | 7.04%  |
|    | Lusomundo – Sociedade de Investimentos Imobiliários, SGPS, S.A.      | Lisbon (Portugal)           | 99.87%  | 23.43% | 99.87%  | 23.43% |
|    | Lusomundo Imobiliária 2, S.A.  | Lisbon (Portugal)           | 99.87%  | 23.43% | 99.87%  | 23.43% |
|    | Lusomundo Moçambique, Lda  | Maputo (Mozambique)         | 100.00% | 23.46% | 100.00% | 23.46% |
|    | MSTAR, S.A.  | Maputo (Mozambique)         | 30.00%  | 7.04%  | 30.00%  | 7.04%  |
|    | NOS Açores Comunicações, S.A.  | Ponta Delgada (Portugal)    | 83.82%  | 19.66% | 83.82%  | 19.66% |
|    | NOS Communications Sàrl  | Luxembourg                  | 100.00% | 23.46% | 100.00% | 23.46% |
|    | NOS Comunicações, S.A.   | Lisbon (Portugal)           | 100.00% | 23.46% | 100.00% | 23.46% |
|    | NOS Inovação, S.A.   | Matosinhos (Portugal)       | 100.00% | 23.46% | 100.00% | 23.46% |
|    | NOS Internacional, SGPS, S.A.  | Lisbon (Portugal)           | 100.00% | 23.46% | 100.00% | 23.46% |
|    | NOS Lusomundo Audiovisuais, S.A.                                     | Lisbon (Portugal)           | 100.00% | 23.46% | 100.00% | 23.46% |
|    | NOS Lusomundo Cinemas, S.A.  | Lisbon (Portugal)           | 100.00% | 23.46% | 100.00% | 23.46% |
|    | NOS Lusomundo TV, Lda  | Lisbon (Portugal)           | 100.00% | 23.46% | 100.00% | 23.46% |

| NOS Madeira Comunicações, S.A.   | Funchal (Portugal)       | 77.95%  | 18.29% | 77.95%  | 18.29% |
|--|--------------------------|---------|--------|---------|--------|
| NOS SGPS, S.A.   | Lisbon (Portugal)        | 52.15%  | 23.46% | 52.15%  | 23.46% |
| NOS Sistemas España, SL  | Madrid (Spain)           | 100.00% | 23.46% | 100.00% | 23.46% |
| NOS Sistemas, S.A.   | Maia (Portugal)          | 100.00% | 23.46% | 100.00% | 23.46% |
| NOSPUB – Publicidade e Conteúdos, S.A.                                       | Lisbon (Portugal)        | 100.00% | 23.46% | 100.00% | 23.46% |
| NOS Tecnhology – Concepção Construção e Gestão de Redes de Comunicação, S.A. | Matosinhos (Portugal)    | 100.00% | 23.46% | 100.00% | 23.46% |
| NOS Towering – Gestão de Torres de Telecomunicações, S.A.                    | Maia (Portugal)          | 100.00% | 23.46% | 100.00% | 23.46% |
| Per-Mar – Sociedade de Construções, S.A.                                     | Maia (Portugal)          | 100.00% | 23.46% | 100.00% | 23.46% |
| Sontária – Empreendimentos Imobiliários, S.A.                                | Maia (Portugal)          | 100.00% | 23.46% | 100.00% | 23.46% |
| Sport TV Portugal, S.A.  | Lisbon (Portugal)        | 25.00%  | 5.86%  | 25.00%  | 5.86%  |
| Teliz Holding, B.V.  | Amstelveen (Netherlands) | 100.00% | 23.46% | 100.00% | 23.46% |
| Upstar Comunicações, S.A.  | Vendas Novas (Portugal)  | 30.00%  | 7.04%  | 30.00%  | 7.04%  |
| ZAP Cinemas, S.A.  | Luanda (Angola)          | 100.00% | 7.04%  | 100.00% | 7.04%  |
| ZAP Media, S.A.  | Luanda (Angola)          | 100.00% | 7.04%  | 100.00% | 7.04%  |
| ZAP Publishing, S.A.   | Luanda (Angola)          | 100.00% | 7.04%  | 100.00% | 7.04%  |
| ZOPT, SGPS, S.A.   | Porto (Portugal)         | 50.00%  | 44.99% | 50.00%  | 44.99% |
| Sonae IM   |                          |         |        |         |        |
| Intelligent Big Data, SL   | Gipuzcoa (Spain)         | 50.00%  | 36.39% | 50.00%  | 36.39% |
| Sonae FS   |                          |         |        |         |        |
| 838 Soluções, Ltda   | São Paulo (Brazil)       | 51.00%  | 25.50% | 51.00%  | 25.50% |
| Accive Insurance – Corretor de Seguros, S.A.                                 | Porto (Portugal)         | 70.00%  | 35.00% | 70.00%  | 35.00% |
| Bens Consultoria Ltda  | Rio de Janeiro (Brazil)  | 100.00% | 50.00% | -       | -      |
| Brokerslink Management AG  | Zug (Switzerland)        | 20.00%  | 10.00% | 20.00%  | 10.00% |
| BUZZEE Insure, Lda   | Porto (Portugal)         | 100.00% | 50.00% | 100.00% | 50.00% |
| Duobens – Corretora de Seguros Ltda  | Rio de Janeiro (Brazil)  | 100.00% | 50.00% | -       | -      |
| Filhet Allard EspañaCorreduria de Seguros S.L.                               | Madrid (Spain)           | 35.00%  | 17.50% | 35.00%  | 17.50% |
| Flexben, Lda   | Porto (Portugal)         | 45.00%  | 22.50% | 45.00%  | 22.50% |
| RCG – Risk, Consulting Group Ltda  | Santa Catarina (Brazil)  | 100.00% | 50.00% | 100.00% | 50.00% |
| RCG – Risk, Consulting Group, S.A.   | Maia (Portugal)          | 100.00% | 50.00% | 100.00% | 50.00% |
| HighDome PCC Limited   | La Valletta (Malta)      | 100.00% | 50.00% | 100.00% | 50.00% |
|  |                          |         |        |         |        |

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| Iberosegur – Sociedade Ibérica de Mediação de Seguros, Lda | Porto (Portugal)             | 60.00%  | 30.00% | 60.00%  | 30.00% |
|--|------------------------------|---------|--------|---------|--------|
| ISEM – Corretora de seguros e resseguros, S.A.             | Lisbon (Portugal)            | 50.00%  | 25.00% | 50.00%  | 25.00% |
| Larim Corretora de Resseguros Ltda                         | Rio de Janeiro (Brazil)      | 99.99%  | 50.00% | 99.99%  | 50.00% |
| Lazam/mds Correctora Ltda                                  | São Paulo (Brazil)           | 100.00% | 50.00% | 100.00% | 50.00% |
| MDS África, SGPS, S.A.                                     | Porto (Portugal)             | 50.00%  | 25.00% | 50.00%  | 25.00% |
| MDS - Corretor de Seguros, S.A.                            | Porto (Portugal)             | 100.00% | 50.00% | 100.00% | 50.00% |
| MDS Auto - Mediação de Seguros, S.A.                       | Porto (Portugal)             | 50.01%  | 25.00% | 50.01%  | 25.00% |
| MDS Link Solutions, Lda                                    | Porto (Portugal)             | 50.00%  | 25.00% | 50.00%  | 25.00% |
| MDS Malta Holding Limited                                  | La Valletta (Malta)          | 100.00% | 50.00% | 100.00% | 50.00% |
| MDS MG Corretora e Administradora de Seguros, Ltda         | Minas Gerais (Brazil)        | 50.00%  | 25.00% | 50.00%  | 25.00% |
| MDS Partners Corretor de Seguros, S.A.                     | Porto (Portugal)             | 100.00% | 50.00% | 100.00% | 50.00% |
| MDS RE – Mediador de resseguros, SGPS, S.A.                | Porto (Portugal)             | 100.00% | 25.00% | 100.00% | 25.00% |
| MDS, SGPS, S.A.  | Maia (Portugal)              | 50.00%  | 50.00% | 50.00%  | 50.00% |
| Moneris Correctores de Seguros Limitada                    | Maputo (Mozambique)          | 50.00%  | 25.00% | 50.00%  | 25.00% |
| Moneris. Seguros - Mediação de Seguros, Lda                | Oeiras (Portugal)            | 60.00%  | 30.00% | 60.00%  | 30.00% |
| Process Assessoria e Corretora Seg. Ltda                   | São Paulo (Brazil)           | 100.00% | 50.00% | -       | -      |
| Reinsurance Solutions, Soc. Corretora de Resseguros, S.A.  | Luanda (Angola)              | 66.66%  | 33.33% | 66.66%  | 33.33% |
| Win Broker – Mediação de Seguros, Lda                      | Porto (Portugal)             | 60.00%  | 30.00% | 60.00%  | 30.00% |
| Others   |                              |         |        |         |        |
| MKTPLACE – Comércio Eletrónico, S.A.                       | Porto (Portugal)             | 50.00%  | 50.00% | 50.00%  | 50.00% |
| Unipress - Centro Gráfico, Lda                             | Vila Nova de Gaia (Portugal) | 50.00%  | 44.99% | 50.00%  | 44.99% |
| SIRS – Sociedade Independente de Radiodifusão Sonora, S.A. | Porto (Portugal)             | 50.00%  | 44.99% | 50.00%  | 44.99% |

<sup>\*</sup>the percentage of capital held "Total" is the total percentage of interest held by the parent company's shareholders; the percentage of capital held "Direct" corresponds to the percentage that subsidiary(s) which hold(s) a participation, hold(s) this participation directly in the share capital of that company.

- 1) In August 2019, the Aliansce Shopping Centers, S.A. merged with Sonae Sierra Brazil, S.A., which changed its name to Aliansce Sonae Shopping Centers, S.A.; subsequently, Sierra Brazil 1 Sarl and Sonae Sierra Brazil Sarl were split, and the companies resulting from the split were consolidated in Sonae Sierra. Following this restructuring, Sonae Sierra now holds 7.03% of the merged company and consolidates its associated company and its subsidiaries by the equity method.
- 2) Joint venture liquidated in the period;
- 3) Joint venture acquired in the period;
- 4) Subsidiaries that have moved from joint ventures to full method by obtaining control of their affiliates;
- 5) Joint venture sold in the period;

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- 6) Ex- Herco Consultoria de Risco e Corretora de Seguros, Ltda; and
- 7) Ex Herco, Consultoria de Risco, S.A..

#### 32.2 Associates

|    |   |                         |         | Percentage o | f capital held | I      |
|----|---|-------------------------|---------|--------------|----------------|--------|
|    |   |                         | 30 Sep  |              | 31 Dec         |        |
| _  | COMPANY   | Head Office             | Direct* | Total*       | Direct*        | Total* |
|    | Sonae MC  |                         |         |              |                |        |
|    | Sempre a Postos – Produtos Alimentares e Utilidades, Lda                                    | Lisbon<br>(Portugal)    | 25.00%  | 25.00%       | 25.00%         | 25.00% |
|    | Sonae S2 Africa Limited   | La Valletta<br>(Malta)  | 30.00%  | 30.00%       | 30.00%         | 30.00% |
|    | S2 Mozambique, S.A.   | Maputo<br>(Mozambique)  | 30.00%  | 30.00%       | 30.00%         | 30.00% |
| 1) | Ulabox, S.L.  | Barcelona<br>(Spain)    | -       | -            | 36.00%         | 36.00% |
|    | ISRG - Iberian Sports Retail Group, SL  | Alicante (Spain)        | 30.00%  | 30.00%       | 30.00%         | 30.00% |
|    | Sonae IM  |                         |         |              |                |        |
|    | Alfaros SRAL  | Tunisia                 | 40.00%  | 21.30%       | 40.00%         | 21.30% |
|    | Fundo de Capital de Risco Armilar Venture Partners II                                       | Lisbon (Portugal        | 50.74%  | 45.65%       | 50.74%         | 45.65% |
|    | Fundo de Capital de Risco Armilar Venture Partners III                                      | Lisbon (Portugal        | 42.73%  | 38.44%       | 42.70%         | 38.42% |
|    | Fundo de Capital de Risco Espírito Santo Venture Partners<br>Inovação e Internacionalização | Lisbon (Portugal        | 38.25%  | 34.41%       | 37.54%         | 33.77% |
|    | MOVVO, S.A.   | Porto (Portugal)        | 25.58%  | 25.58%       | 25.58%         | 25.58% |
|    | Probe.ly  | Lisbon (Portugal        | 21.21%  | 19.08%       | 21.21%         | 19.08% |
|    | Secucloud Network GmbH  | Hamburgo<br>(Germany)   | 27.45%  | 24.70%       | 27.45%         | 24.70% |
|    | Suricate Solutions  | Luxembourg              | 20.00%  | 10.65%       | 20.00%         | 10.65% |
|    | Sonae Sierra  |                         |         |              |                |        |
|    | 3shoppings - Holding, SGPS, S.A.  | Maia (Portugal)         | 20.00%  | 14.00%       | 20.00%         | 14.00% |
|    | 8ª Avenida Centro Comercial, S.A.   | Maia (Portugal)         | 100.00% | 15.75%       | 100.00%        | 15.75% |
|    | ALBCC – Albufeirashopping – Centro Comercial, S.A.  | Maia (Portugal)         | 100.00% | 15.75%       | 100.00%        | 15.75% |
| 1) | ALBRP Albufeira Retail Park, Lda  | Maia (Portugal)         | -       | -            | 100.00%        | 7.00%  |
|    | Albufeira RP (Luxembourg) 1, SARL   | Luxembourg              | 100.00% | 7.00%        | 100.00%        | 7.00%  |
|    | Albufeira RP (Luxembourg) 2, SARL   | Luxembourg              | 100.00% | 7.00%        | 100.00%        | 7.00%  |
| 1) | ALEXA Asset GmbH & Co, KG   | Dusseldorf<br>(Germany) | -       | -            | 9.00%          | 6.30%  |
| 2) | Aliansce Sonae Shopping Centers, S.A.   | Brazil                  | 7,03%   | 4,92%        | -              | -      |
| 1) | Algarveshopping - Centro Comercial, S.A.  | Maia (Portugal)         | -       | -            | 100.00%        | 7.00%  |

|    | Area Sur Shopping, S.L  | Madrid (Spain)                 | 15.00%  | 10.50% | 15.00%  | 10.50% |
|----|---|--------------------------------|---------|--------|---------|--------|
|    | Arrábidashopping - Centro Comercial, S.A.                             | Maia (Portugal)                | 50.00%  | 7.88%  | 50.00%  | 7.88%  |
|    | Candotal Spain S,L,U,   | Madrid (Spain)                 | 100.00% | 7.00%  | 100.00% | 7.00%  |
|    | Estação Viana - Centro Comercial, S.A.                                | Viana do Castelo<br>(Portugal) | 100.00% | 7.00%  | 100.00% | 7.00%  |
| 2) | Fundo de Investimento Imobiliário Parque Dom Pedro<br>Shopping Center | Rio de Janeiro<br>(Brazil)     | 25.86%  | 14,48% | 58,07%  | 14,48% |
| 2) | Fundo de Investimento Imobiliário Shopping Parque Dom<br>Pedro        | Rio de Janeiro<br>(Brazil)     | 25.86%  | 14,48% | 58,07%  | 14,48% |
|    | Gaiashopping I - Centro Comercial, S.A.                               | Maia (Portugal)                | 100.00% | 7.88%  | 100.00% | 7.88%  |
|    | Gaiashopping II - Centro Comercial, S.A.                              | Maia (Portugal)                | 100.00% | 7.88%  | 100.00% | 7.88%  |
|    | Guimarãeshopping - Centro Comercial, S.A.                             | Maia (Portugal)                | 100.00% | 14.00% | 100.00% | 14.00% |
|    | Iberia Shopping Centre Venture Cooperatief UA                         | Amsterdam<br>(Netherlands)     | 10.00%  | 7.00%  | 10.00%  | 7.00%  |
| 1) | Imoconti – Sociedade Imobiliária, S.A.                                | Maia (Portugal)                | -       | -      | 100.00% | 7.00%  |
| 1) | LCC – Leiriashopping – Centro Comercial, S.A.                         | Maia (Portugal)                | -       | -      | 100.00% | 15.75% |
|    | Le Terrazze – Shopping Centre 1, Srl                                  | Milan (Italy)                  | 10.00%  | 7.00%  | 10.00%  | 7.00%  |
| 1) | Loop5 Shopping Centre GmbH & Co KG                                    | Dusseldorf<br>(Germany)        | -       | -      | 9.00%   | 6.30%  |
|    | Loureshopping – Centro Comercial, S.A.                                | Maia (Portugal)                | 50.00%  | 7.88%  | 50.00%  | 7.88%  |
|    | Luz del Tajo - Centro Comercial, S.A.                                 | Madrid (Spain)                 | 100.00% | 7.00%  | 100.00% | 7.00%  |
|    | Maiashopping - Centro Comercial, S.A.                                 | Maia (Portugal)                | 100.00% | 14.00% | 100.00% | 14.00% |
|    | Olimpo Asset 1, S.A.  | Maia (Portugal)                | 100.00% | 2.63%  | 100.00% | 2.63%  |
|    | Olimpo Asset 2, S.A.  | Maia (Portugal)                | 100.00% | 2.63%  | 100.00% | 2.63%  |
|    | Olimpo Asset 3, S.A.  | Maia (Portugal)                | 100.00% | 2.63%  | 100.00% | 2.63%  |
|    | Olimpo Asset 4, S.A.  | Maia (Portugal)                | 100.00% | 2.63%  | 100.00% | 2.63%  |
|    | Olimpo Asset 5, S.A.  | Maia (Portugal)                | 100.00% | 2.63%  | 100.00% | 2.63%  |
|    | Olimpo Asset 6, S.A.  | Maia (Portugal)                | 100.00% | 2.63%  | 100.00% | 2.63%  |
|    | Olimpo Asset 7, S.A.  | Maia (Portugal)                | 100.00% | 2.63%  | 100.00% | 2.63%  |
|    | Olimpo Asset 8, S.A.  | Maia (Portugal)                | 100.00% | 2.63%  | 100.00% | 2.63%  |
|    | Olimpo Real Estate Socimi, S.A.                                       | Madrid (Spain)                 | 3.75%   | 2.63%  | 3.75%   | 2.63%  |
| 2) | Pátio Boavista Shopping, Ltda   | São Paulo (Brazil)             | 100,00% | 14,43% | 100,00% | 14,43% |
| 2) | Pátio Londrina Empreendimentos e Participações, Ltda                  | São Paulo (Brazil)             | 100,00% | 14,43% | 100,00% | 14,43% |
| 2) | Pátio São Bernardo Shopping Ltda                                      | São Paulo (Brazil)             | 100,00% | 14,43% | 100,00% | 14,43% |
| 2) | Pátio Sertório Shopping, Ltda   | São Paulo (Brazil)             | 100,00% | 14,43% | 100,00% | 14,43% |
| 2) | Pátio Uberlândia Shopping, Ltda                                       | São Paulo (Brazil)             | 100,00% | 14,43% | 100,00% | 14,43% |
| 2) | Unishopping Consultoria Imobiliária, Ltda                             | São Paulo (Brazil)             | 100,00% | 14,43% | 100,00% | 14,43% |

|    | PORTCC – Portimãoshopping – Centro Comercial, S.A. | Maia (Portugal)            | 100.00% | 15.75% | 100.00% | 15.75% |
|----|--|----------------------------|---------|--------|---------|--------|
| 1) | Project Guia, S.A.                                 | Maia (Portugal)            | -       | -      | 100.00% | 7.00%  |
|    | Project Sierra 8, B.V.                             | Amsterdam<br>(Netherlands) | 100.00% | 7.00%  | 100.00% | 7.00%  |
|    | Rio Sul – Centro Comercial, S.A.                   | Lisbon (Portugal)          | 50.00%  | 7.88%  | 50.00%  | 7.88%  |
|    | Serra Shopping – Centro Comercial, S.A.            | Lisbon (Portugal)          | 5.00%   | 3.50%  | 5.00%   | 3.50%  |
|    | Sierra Cevital Shopping Center, Spa                | Algeria                    | 49.00 % | 34.30% | 49.00 % | 34.30% |
|    | SPF - Sierra Portugal Real Estate, SARL            | Luxembourg                 | 22.50%  | 15.75% | 22.50%  | 15.75% |
|    | Zenata Commercial Project, S.A.                    | Mohammedia<br>(Morocco)    | 11.00%  | 7.7%   | 11.00%  | 7.7%   |

<sup>\*</sup>the percentage of capital held "Total" is the total percentage of interest held by the parent company's shareholders; the percentage of capital held "Direct" corresponds to the percentage that subsidiary(s) which hold(s) a participation, hold(s) this participation directly in the share capital of that company.

- 1) Associated sold during the period;
- In August 2019, the Aliansce Shopping Centers, S.A. merged with Sonae Sierra Brazil, S.A., which changed its name to Aliansce Sonae Shopping Centers, S.A.; subsequently, Sierra Brazil 1 Sarl and Sonae Sierra Brazil Sarl were split, and the companies resulting from the split were consolidated in Sonae Sierra. Following this restructuring, Sonae Sierra now holds 7.03% of the merged company and consolidates its associated company and its subsidiaries by the equity method.

Jointly controlled companies and associated companies were included in the consolidated financial statements by the equity method.

The Board of Directors,
Duarte Paulo Teixeira de Azevedo

Ângelo Gabriel Ribeirinho dos Santos Paupério

José Manuel Neves Adelino

Margaret Lorraine Trainer

Marcelo Faria de Lima

Carlos António Rocha Moreira da Silva

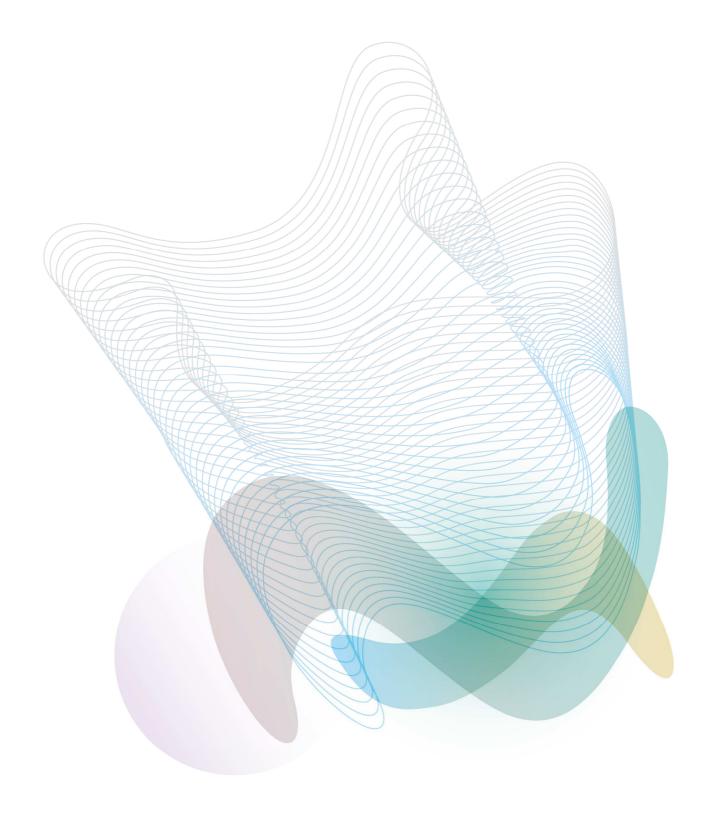
Fuencisla Clemares

Philippe Cyriel Elodie Haspeslagh

Maria Cláudia Teixeira de Azevedo

João Pedro Magalhães da Silva Torres Dolores

Approved at the Board of Directors meeting on 12 November 2019



Separate financial statements
9M 2019

## CONDENSED SEPARATE STATEMENT OF FINANCIAL POSITION AT 30 SEPTEMBER 2019 AND 2018 AND AT 31 DECEMBER 2018

(Translation of condensed separate financial statements originally issued in Portuguese.In case of discrepancy the Portuguese version prevails)

| ASSETS NON-CURRENT ASSETS: Tangible assets                 | 3  | 36,538        | 54.073        |               |
|--|----|---------------|---------------|---------------|
| Tangible assets  |    | 36,538        | 54.072        |               |
| •  |    | 36,538        | E4 072        |               |
| not be a   |    |               | 51,873        | 47,575        |
| Right of use   | _  | 220,573       | -             | -             |
| Investments in subsidiaries, associates and joint ventures | 4  | 4,476,780,726 | 4,271,720,252 | 4,472,705,724 |
| Other investments  |    | 49,880        | 49,880        | 49,880        |
| Deferred taxes   |    | 17,814,689    | 21,052,110    | 10,152,126    |
| Other non-current assets                                   | 5  | 1,000,000     | 26,000,000    | 26,000,000    |
| Total non-current assets                                   |    | 4,495,902,406 | 4,318,874,115 | 4,508,955,305 |
| CURRENT ASSETS:  |    |               |               |               |
| Trade account receivables and other current assets         | 6  | 454,675,846   | 454,323,370   | 448,335,229   |
| Cash and cash equivalents                                  | 7  | 39,760        | 59,532,802    | 13,496,553    |
| Total current assets                                       |    | 454,715,606   | 513,856,172   | 461,831,782   |
| TOTAL ASSETS   |    | 4,950,618,012 | 4,832,730,287 | 4,970,787,087 |
| EQUITY AND LIABILITIES                                     |    |               |               |               |
| EQUITY:  |    |               |               |               |
| Share capital  | 8  | 2,000,000,000 | 2,000,000,000 | 2,000,000,000 |
| Reserves and retained earnings                             |    | 1,634,172,403 | 1,400,480,105 | 1,400,586,321 |
| Profit for the period                                      |    | 109,181,711   | 196,249,651   | 321,807,558   |
| TOTAL EQUITY   |    | 3,743,354,114 | 3,596,729,756 | 3,722,393,879 |
| LIABILITIES:   |    |               |               |               |
| NON-CURRENT LIABILITIES:                                   |    |               |               |               |
| Loans  | 9  | 656,076,599   | 443,805,279   | 422,630,024   |
| Lease liabilities  | 3  | 109,187       | -             | -             |
| Total non-current liabilities                              |    | 656,185,786   | 443,805,279   | 422,630,024   |
| CURRENT LIABILITIES:                                       |    |               |               |               |
| Loans  | 9  | 132,486,021   | 198,800,000   | 182,500,000   |
| Lease liabilities  | 3  | 90,227        | -             | -             |
| Trade creditors and other current liabilities              | 10 | 418,501,864   | 593,395,252   | 643,263,184   |
| Total current liabilities                                  |    | 551,078,112   | 792,195,252   | 825,763,184   |
| TOTAL EQUITY AND LIABILITIES                               |    | 4,950,618,012 | 4,832,730,287 | 4,970,787,087 |

## CONDENSED SEPARATE STATEMENTS OF COMPREHENSIVE INCOME FOR THE PERIODS ENDED 30 SEPTEMBER 2019 AND 2018

(Translation of condensed separate financial statements originally issued in Portuguese.In case of discrepancy the Portuguese version prevails)

| (Amounts expressed in euro)    | Notes | 3 <sup>th</sup> Quarter 2019 | 3 <sup>th</sup> Quarter 2018 | 30 Sep 2019 | 30 Sep 2018 |
|--------------------------------|-------|------------------------------|------------------------------|-------------|-------------|
| Services rendered              |       | 612,851                      | 130,767                      | 875,343     | 392,300     |
| Gains or losses on investments | 13    | -                            | 167,126,676                  | 116,042,494 | 194,425,971 |
| Financial income               |       | 719,982                      | 516,289                      | 2,288,638   | 1,470,244   |
| Other income                   |       | 377,714                      | 418,687                      | 1,118,918   | 1,221,595   |
| External supplies and services |       | (1,228,619)                  | (747,147)                    | (2,858,318) | (2,712,772) |
| Staff costs                    |       | (1,030,642)                  | (673,456)                    | (2,202,436) | (1,556,408) |
| Depreciation and amortisation  |       | (89,062)                     | (4,456)                      | (238,622)   | (17,167)    |
| Financial expense              |       | (2,567,838)                  | (1,773,319)                  | (7,524,320) | (4,911,076) |
| Other expenses                 |       | (105,993)                    | (153,958)                    | (723,884)   | (581,621)   |
| Profit/(Loss) before taxation  |       | (3,311,607)                  | 164,840,083                  | 106,777,813 | 187,731,066 |
|                                |       |                              |                              |             |             |
| Taxation                       |       | 837,355                      | 2,119,446                    | 2,403,898   | 8,518,585   |
| Profit/(Loss) after taxation   |       | (2,474,252)                  | 166,959,529                  | 109,181,711 | 196,249,651 |
| Profit/(Loss) per share        |       |                              |                              |             |             |
| Basic                          | 14    | (0.001237)                   | 0.083480                     | 0.054591    | 0.098125    |
| Diluted                        | 14    | (0.001239)                   | 0.083449                     | 0.054569    | 0.098090    |

## CONDENSED SEPARATE STATEMENTS OF COMPREHENSIVE INCOME FOR THE PERIODS ENDED 30 SEPTEMBER 2019 AND 2018

(Translation of condensed separate financial statements originally issued in Portuguese.In case of discrepancy the Portuguese version prevails)

| (Amounts expressed in euro)   | 3 <sup>th</sup> Quarter 2019 | 3 <sup>th</sup> Quarter 2018 | 30 Sep 2019 | 30 Sep 2018 |
|---|------------------------------|------------------------------|-------------|-------------|
| Net Profit / (Loss) for the period  Other comprehensive income for the period | (2,474,252)                  | 166,959,529                  | 109,181,711 | 196,249,651 |
| Total comprehensive income for the period                                     | (2,474,252)                  | 166,959,529                  | 109,181,711 | 196,249,651 |

#### CONDENSED SEPARATE STATEMENTS OF CHANGES IN EQUITY FOR THE PERIODS ENDED 30 SEPTEMBER 2019 AND 2018

(Translation of condensed separate financial statements originally issued in Portuguese.In case of discrepancy the Portuguese version prevails)

|  |                  |   |                                     | Other reserves   |  |                      |  |  |
|--|------------------|---|-------------------------------------|--|--|----------------------|--|--|
| (Amounts expressed in euro)  | Share capital    | Legal reserve   | Share based<br>payments<br>reserve  | Free reserves  | Total other<br>reserves  | Retained<br>earnings | Net profit/(loss)  | Total  |
| Balance as at 1 January 2018   | 2,000,000,000    | 247,276,603   | 1,013,068                           | 1,041,889,389  | 1,042,902,457  | 101,174,851          | 93,223,270   | 3,484,577,181  |
| Total comprehensive income for the period  | -                | -   | -                                   | -  | -  | -                    | 196,249,651  | 196,249,651  |
| Appropriation of profit of 2017:  Transfer to legal reserve  Transfer to free reserves Dividends distributed Share-based payment - reclassification from capital to liabilities Share-based payments Balance as at 30 September 2018  Balance as at 1 January 2019 | 2,000,000,000    | 4,661,164<br>-<br>-<br>-<br>-<br>251,937,767<br>251,937,767 | (578,200)<br>318,651<br>753,519     | 4,562,106<br>-<br>162,473<br>-<br>1,046,613,968<br>1,046,613,968 | 4,562,106<br>-<br>(415,727)<br>318,651<br>1,047,367,487<br>1,047,473,703 | 101,174,851          | (4,661,164)<br>(4,562,106)<br>(84,000,000)<br>-<br>-<br>196,249,651<br>321,807,558 | (84,000,000)<br>(415,727)<br>318,651<br>3,596,729,756<br>3,722,393,879 |
| Total comprehensive income for the period  | -                | -   | -                                   | -  | -  | -                    | 109,181,711  | 109,181,711  |
| Impact of IFRS 16 application  | -                | -   | -                                   | -  | -  | (1,669)              | -  | (1,669)  |
| Appropriation of profit of 2018:  Transfer to legal reserve  Transfer to free reserves  Dividends distributed  Share-based payment - reclassification from capital to liabilities  Share-based payments  | -<br>-<br>-<br>- | 16,090,378<br>-<br>-<br>-<br>-                              | -<br>-<br>-<br>(455,100)<br>313,475 | 217,517,180<br>-<br>121,818                                      | 217,517,180<br>-<br>(333,282)<br>313,475                                 | -<br>-<br>-<br>-     | (16,090,378)<br>(217,517,180)<br>(88,200,000)<br>-                                 | -<br>(88,200,000)<br>(333,282)<br>313,475                              |
| Balance as at 30 September 2019  | 2,000,000,000    | 268,028,145   | 718,110                             | 1,264,252,966  | 1,264,971,076  | 101,173,182          | 109,181,711  | 3,743,354,114  |

#### CONDENSED SEPARATE CASH FLOW STATEMENTS FOR THE PERIODS ENDED 30 SEPTEMBER 2019 AND 2018

(Translation of condensed separate financial statements originally issued in Portuguese.In case of discrepancy the Portuguese version prevails)

| (Amounts expressed in euro)                                       | Notes | 3 <sup>th</sup> Quarter 2019 | 3 <sup>th</sup> Quarter 2018 | 30 Sep 2019     | 30 Sep 2018     |
|---|-------|------------------------------|------------------------------|-----------------|-----------------|
| OPERATING ACTIVITIES  |       |                              |                              |                 |                 |
| Net cash flow from operating activities (1)                       |       | (1,366,912)                  | 21,188,615                   | (2,620,996)     | 20,274,138      |
| INVESTMENT ACTIVITIES   |       |                              |                              |                 |                 |
| Cash receipts arising from:                                       |       |                              |                              |                 |                 |
| Investments   |       | -                            | 124,933,953                  | -               | 125,156,262     |
| Interest and similar income                                       |       | 127,634                      | 133,499                      | 1,386,835       | 3,023,304       |
| Dividends   |       | -                            | 165,335,314                  | 116,042,494     | 168,366,776     |
| Others  |       | -                            | 1,791,362                    | -               | 1,791,362       |
| Loans granted   |       | 599,125,000                  | 795,849,767                  | 1,912,567,294   | 1,718,261,767   |
|   |       | 599,252,634                  | 1,088,043,895                | 2,029,996,623   | 2,016,599,471   |
| Cash payments arising from:                                       |       |                              |                              |                 |                 |
| Investments   |       | (1,525,075)                  | (570,708,701)                | (4,075,002)     | (572,598,484)   |
| Tangible and intangible assets                                    |       | -                            | -                            | (1,639)         | (111)           |
| Loans granted   |       | (571,819,000)                | (1,130,686,061)              | (1,870,820,294) | (2,031,929,061) |
|   |       | (573,344,075)                | (1,701,394,762)              | (1,874,896,935) | (2,604,527,656) |
| Net cash used in investment activities (2)                        |       | 25,908,559                   | (613,350,867)                | 155,099,688     | (587,928,185)   |
| FINANCING ACTIVITIES  |       |                              |                              |                 |                 |
| Cash receipts arising from:                                       |       |                              |                              |                 |                 |
| Loans obtained  |       | 1,459,899,000                | 1,733,750,590                | 4,947,848,000   | 3,189,955,590   |
|   |       | 1,459,899,000                | 1,733,750,590                | 4,947,848,000   | 3,189,955,590   |
| Cash payments arising from:                                       |       |                              |                              |                 |                 |
| Loans obtained  |       | (1,485,463,999)              | (1,082,403,746)              | (5,021,671,389) | (2,475,345,990) |
| Operating lease   |       | (99,000)                     | -                            | (186,125)       | -               |
| Interest and similar charges                                      |       | (1,385,054)                  | (927,364)                    | (6,716,943)     | (3,597,496)     |
| Dividends   |       | -                            | (14,898)                     | (88,195,049)    | (83,995,994)    |
|   |       | (1,486,948,053)              | (1,083,346,008)              | (5,116,769,506) | (2,562,939,480) |
| Net cash used in financing activities (3)                         |       | (27,049,053)                 | 650,404,582                  | (168,921,506)   | 627,016,110     |
| Net increase in cash and cash equivalents $(4) = (1) + (2) + (3)$ |       | (2,507,406)                  | 58,242,330                   | (16,442,814)    | 59,362,063      |
| Cash and cash equivalents at the beginning of the period          |       | (438,855)                    | 1,290,472                    | 13,496,553      | 170,739         |
| Cash and cash equivalents at the end of the period                | 7     | (2,946,261)                  | 59,532,802                   | (2,946,261)     | 59,532,802      |
|   |       |                              |                              |                 |                 |

## SONAE, SGPS, SA

#### NOTES TO THE CONDENSED SEPARATE FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 30 SEPTEMBER 2019

(Translation of the separate financial statements originally issued in Portuguese.

In case of discrepancy the Portuguese version prevails)

(Amounts expressed in euro)

#### 1 Introduction

SONAE, SGPS, SA ("the Company" or "Sonae"), has its head-office at Lugar do Espido, Via Norte, apartado 1011, 4470-909 Maia, Portugal.

#### 2 Basis of preparation

Interim financial statements are presented quarterly, in accordance with IAS 34 – "Interim Financial Reporting".

#### 3 Principal accounting policies

The accounting policies adopted are consistent with those described in the file of annual financial statements for the year ended 31 December 2018, except for the adoption of IFRS 16, whose impacts were immaterial, so that the separate financial statements were not restated.

#### 4 Investments in subsidiaries, associates and joint ventures

As at 30 September 2019 and 31 December 2018 the company held investments in the following companies:

|   | 30 Sep 2019 |                 |           |          |  |                 |
|---|-------------|-----------------|-----------|----------|--|-----------------|
| Companies   | % Held      | Opening balance | Increase  | Decrease | Impairment loss recognized during the period | Closing balance |
| Arat Inmuebles, SAU                               | 100.00%     | 1,827,149       | -         | -        | -  | 1,827,149       |
| Fundo de Investimento Imobiliário Fechado Imosede | 50.00%      | 76,047,995      | -         | -        | -  | 76,047,995      |
| Mktplace Comércio Eletrónico, SA                  | 50.00%      | 1,389,604       | 3,625,522 | -        | -  | 5,015,126       |
| SFS, Gestão e Consultoria, SA                     | 100.00%     | 48,455,868      | -         | -        | -  | 48,455,868      |
| Sonae Corporate, SA                               | 100.00%     | 6,062,634       | -         | -        | -  | 6,062,634       |
| Sonae Financial Services, SA                      | 100.00%     | 45,700,000      | -         | -        | -  | 45,700,000      |
| Sonae FS, SA                                      | 100.00%     | -               | 49,800    | -        | =  | 49,800          |
| Sonae Investments, BV                             | 100.00%     | 835,700,000     | =         | -        | =  | 835,700,000     |
| Sonae MC, SGPS, SA                                | 35.03%      | 630,473,743     | -         | -        | -  | 630,473,743     |
| Sonae RE, SA                                      | 99.92%      | 760,059         | 399,680   | -        | =  | 1,159,739       |
| Sonae Sierra SGPS, SA                             | 70.00%      | 746,049,989     | =         | -        | =  | 746,049,989     |
| Sonae Holdings, SA (Ex Sonaecenter, Serviços, SA) | 100.00%     | 1,651,171,545   | -         | =        | -  | 1,651,171,545   |
| Sonaecom, SGPS, SA                                | 26.02%      | 111,098,824     | =         | =        | =  | 111,098,824     |
| Sonaegest, SA                                     | 80.00%      | 973,215         | =         | =        | =  | 973,215         |
| Sontel, BV  | 35.87%      | 316,995,099     | =         |          |  | 316,995,099     |
| Total   |             | 4,472,705,724   | 4,075,002 | -        | -  | 4,476,780,726   |

|   | 31 Dec 2018 |                 |             |               |  |                 |
|---|-------------|-----------------|-------------|---------------|--|-----------------|
| Companies   | % Held      | Opening balance | Increase    | Decrease      | Impairment loss recognized during the period | Closing balance |
| Arat Inmuebles, SAU                               | 100.00%     | -               | 1,827,149   | -             | =  | 1,827,149       |
| Fundo de Investimento Imobiliário Fechado Imosede | 50.00%      | 30,000,544      | 46,047,451  | -             | =  | 76,047,995      |
| Halfdozen Real Estate, SA                         | -           | -               | 50,000      | (50,000)      | -  | -               |
| Interlog, SGPS, SA                                | -           | 106,686         | -           | (106,686)     | -  | -               |
| Mktplace Comércio Eletrónico, SA                  | 50.00%      | -               | 1,389,604   | -             | =  | 1,389,604       |
| SFS, Gestão e Consultoria, SA                     | 100.00%     | -               | 48,455,868  | -             | -  | 48,455,868      |
| Sonae Corporate, SA                               | 100.00%     | -               | 6,062,634   | -             | -  | 6,062,634       |
| Sonae Financial Services, SA                      | 100.00%     | -               | 45,700,000  | -             | =  | 45,700,000      |
| Sonae Investments, BV                             | 100.00%     | 835,700,000     | -           | -             | -  | 835,700,000     |
| Sonae MC, SGPS, SA                                | 35.03%      | 532,246,696     | 223,111,000 | (124,883,953) | -  | 630,473,743     |
| Sonae RE, SA                                      | 99.92%      | 1,481,059       | -           | -             | (721,000)                                    | 760,059         |
| Sonae Sierra SGPS, SA                             | 70.00%      | 490,113,339     | 255,936,650 | -             | =  | 746,049,989     |
| Sonae Holdings, SA (Ex Sonaecenter, Serviços, SA) | 100.00%     | 1,537,221,545   | 18,050,000  | =             | 95,900,000                                   | 1,651,171,545   |
| Sonaecom, SGPS, SA                                | 26.02%      | 111,098,824     | -           | =             | -  | 111,098,824     |
| Sonaegest, SA                                     | 80.00%      | 159,615         | 813,600     | -             | =  | 973,215         |
| Sontel, BV  | 35.87%      | 286,755,099     |             | <u> </u>      | 30,240,000                                   | 316,995,099     |
| Total   |             | 3,824,883,407   | 647,443,956 | (125,040,639) | 125,419,000                                  | 4,472,705,724   |

#### 5 Other non-current assets

As at 30 September 2019 and 31 December 2018 other non-current assets are as follows:

|                                   | 30 Sep 2019 | 31 Dec 2018 |
|-----------------------------------|-------------|-------------|
| Loans granted to group companies: |             |             |
| Sonae Investments, BV             | -           | 25,000,000  |
| Other debtors                     | 1,000,000   | 1,000,000   |
| Total                             | 1,000,000   | 26,000,000  |

As at 30 September 2019 the loans granted to group companies, bear interest at market rates indexed to Euribor, have a long-term maturity and its fair value is similar to it carrying amount.

#### 6 Trade account receivables and other current assets

As at 30 September 2019 and 31 December 2018 trade account receivables and other current assets are detailed as follows:

|  | 30 Sep 2019 | 31 Dec 2018 |
|--|-------------|-------------|
| Trade account receivables                                  | 573,289     | 533,735     |
| Group companies:   |             |             |
| Loans  | 385,239,000 | 401,986,000 |
| Interests  | -           | 1,072,307   |
| Taxes - Special regime for taxation of groups of companies | 41,661,453  | 26,783,070  |
| Taxes and contributions receivable                         | 22,030,185  | 14,759,647  |
| Accrued income and prepayments                             | 4,443,358   | 2,959,900   |
| Others   | 728,561     | 240,570     |
| Total  | 454,675,846 | 448,335,229 |

The amount recorded in the caption taxes-special regime for taxation of groups corresponds to the tax estimate calculated by the companies taxed under the Special Regime for Taxation of Corporate Groups, of which the Company is the dominant company.

Loans granted to group companies return interest at variable market rates indexed to Euribor and have a maturity of less than one year.

### 7 Cash and cash equivalents

As at 30 September 2019 and 31 December 2018 cash and cash equivalents are detailed as follows:

|  | 30 Sep 2019 | 31 Dec 2018 |
|--|-------------|-------------|
| Cash at hand   | 1,942       | 1,255       |
| Bank deposits  | 37,818      | 13,495,298  |
| Cash and cash equivalents on the statement of financial position | 39,760      | 13,496,553  |
| Bank overdrafts  | (2,986,021) | -           |
| Cash and cash equivalents on the cash flow statement             | (2,946,261) | 13,496,553  |

## 8 Share capital

As at 30 September 2019 and 31 December 2018 share capital consisted of 2,000,000,000 ordinary shares of 1 euro each.

#### 9 Loans

As at 30 September 2019 and 31 December 2018, loans are made up as follows:

|  | 30 Sep 2019 | 31 Dec 2018 |
|--|-------------|-------------|
| Bonds Sonae, SGPS 2015/2022                        | 100,000,000 | 100,000,000 |
| Bonds Sonae, SGPS 2016/2023                        | 60,000,000  | 60,000,000  |
| Bonds Sonae, SGPS 2019/2026                        | 50,000,000  | -           |
| Up-front fees not yet charged to in come statement | (1,252,205) | (907,803)   |
| Bonds  | 208,747,795 | 159,092,197 |
| Sonae SGPS-Commercial paper                        | 397,500,000 | 213,750,000 |
| Sonae SGPS-bank loans                              | 50,000,000  | 50,000,000  |
| Up-front fees not yet charged to in come statement | (171,196)   | (212,173)   |
| Bank loans   | 447,328,804 | 263,537,827 |
| Non-current loans                                  | 656,076,599 | 422,630,024 |
| Bank overdrafts                                    | 2,986,021   | -           |
| Sonae SGPS-Commercial paper                        | 129,500,000 | 182,500,000 |
| Bank loans   | 132,486,021 | 182,500,000 |
| Current loans                                      | 132,486,021 | 182,500,000 |

Under lines of credit and commercial paper programs with firm commitments, Sonae, SGPS had 77 million euro credit facilities available to meet its liquidity requirements as follows:

|                                     | Commitments of less than one year | Commitments of more than one year |
|-------------------------------------|-----------------------------------|-----------------------------------|
| Agreed credit facilities amounts    | 149,500,000                       | 407,500,000                       |
| Available credit facilities amounts | 67,013,979                        | 10,000,000                        |
|                                     |                                   |                                   |

The interest rate as at 30 September 2019 of bonds and bank loans was, in average 0.79% (0.68% as at 31 December 2018).

#### **Maturity of borrowings**

As at 30 September 2019 and 31 December 2018 the analysis of maturity of loans excluding the derived instruments having in consideration its nominal value is as follows:

|           | 30 Sep 2019 | 31 Dec 2018 |
|-----------|-------------|-------------|
| N+1       | 132,486,021 | 182,500,000 |
| N+2       | 92,500,000  | 73,750,000  |
| N+3       | 185,000,000 | 10,000,000  |
| N+4       | 90,000,000  | 130,000,000 |
| N+5       | 150,000,000 | 200,000,000 |
| after N+5 | 140,000,000 | 10,000,000  |
|           |             |             |

#### 10 Trade creditors and other current liabilities

As at 30 September 2019 and 31 December 2018, trade creditors and other current liabilities are detailed as follows:

|  | 30 Sep 2019 | 31 Dec 2018 |
|--|-------------|-------------|
| Trade creditors  | 798,020     | 292,578     |
| Group companies:   |             |             |
| Loans  | 345,558,000 | 600,131,390 |
| Taxes - Special regime for taxation of groups of companies | 63,981,424  | 31,383,078  |
| Taxes and contributions payable                            | 3,607,180   | 8,530,735   |
| Accrued expenses   | 4,390,014   | 2,819,758   |
| Others   | 167,226     | 105,645     |
| Total  | 418,501,864 | 643,263,184 |

Loans obtained from group companies bear interest at rates indexed to the Euribor.

#### 11 Contingent liabilities

As at 30 September 2019 and 31 December 2018, contingent liabilities are detailed as follows:

|   | 30 Sep 2019 | 31 Dec 2018 |
|---|-------------|-------------|
| Guarantees given:                             |             |             |
| on tax claims                                 | 196,974,371 | 196,974,371 |
| on judicial claims                            | 70,766      | 70,766      |
|   |             |             |
| Guarantees given in favour of subsidiaries a) | 354,018,498 | 374,453,368 |
|   |             |             |

(a) Guarantees given to Tax Authorities in favour of subsidiaries to defer tax claims. The main tax claims for which guarantees were issued are disclosed in consolidated financial statements.

## 12 Related parties

Transactions and balances and with related parties are detailed as follows:

| Transactions   | 30 Sep 2019   | 30 Sep 2018  |
|--|---|--|
| Subsidiaries   | 1,875,036   | 1,126,966  |
| Jointly controlled companies   | 3,891   | 111,533  |
| Other related parties  | 75,000  | 75,000   |
| Services rendered and other income   | 1,953,927   | 1,313,499  |
| Parent company   | 362,904   | 338,516  |
| Subsidiaries   | 1,183,172   | 1,184,657  |
| Jointly controlled companies   | 84,449  | 167  |
| Other related parties  | 21,086  | 27,422   |
| Purchases and services obtained  | 1,651,611   | 1,550,762  |
| Subsidiaries   | 2,261,265   | 1,418,208  |
| Interest income  | 2,261,265   | 1,418,208  |
| Parent company   | 4,633   | -,,  |
| Subsidiaries   | 2,339,998   | 773,896  |
| Interest expenses  | 2,344,631   | 773,896  |
| Subsidiaries   | 116,042,494   | 168,366,776  |
| Jointly controlled companies   | -   | 24,873,210   |
| Dividend income (Note 13)  | 116,042,494   | 193,239,986  |
| Group companies  | -   | 50,000   |
| Disposal of investments  | -   | 50,000   |
| Subsidiaries   | 399,680   | 316,611,834  |
| Jointly controlled companies   | 3,675,322   | 50,000   |
| Acquisition of investments / capital increase  | 4,075,002   | 316,661,834  |
| Subsidiaries   | -   | 1,791,362  |
| Income from investment fund participation units  | -   | 1,791,362  |
|  |   |  |
| Balance  | 30 Sep 2019   | 31 Dec 2018  |
| Bularice   |   |  |
| Subsidiaries   |   | 7  |
| Subsidiaries Jointly controlled companies  | 46,371,765  | 30,379,597   |
| Jointly controlled companies   | 46,371,765<br>1,122,531   | 30,379,597<br>1,001,290  |
| Jointly controlled companies<br>Other related parties  | 46,371,765<br>1,122,531<br>75,000   | 30,379,597<br>1,001,290<br>98,000  |
| Jointly controlled companies Other related parties Accounts receivable   | 46,371,765<br>1,122,531<br>75,000<br>47,569,296   | 30,379,597<br>1,001,290<br>98,000<br>31,478,887  |
| Jointly controlled companies Other related parties Accounts receivable Parent company  | 46,371,765<br>1,122,531<br>75,000<br>47,569,296<br>340,414  | 30,379,597<br>1,001,290<br>98,000<br>31,478,887<br>563,852   |
| Jointly controlled companies Other related parties Accounts receivable Parent company Subsidiaries   | 46,371,765<br>1,122,531<br>75,000<br>47,569,296<br>340,414<br>65,557,603  | 30,379,597<br>1,001,290<br>98,000<br>31,478,887<br>563,852<br>32,665,803   |
| Jointly controlled companies Other related parties Accounts receivable Parent company Subsidiaries Jointly controlled companies  | 46,371,765<br>1,122,531<br>75,000<br>47,569,296<br>340,414<br>65,557,603<br>105,275   | 30,379,597<br>1,001,290<br>98,000<br>31,478,887<br>563,852<br>32,665,803<br>23,018   |
| Jointly controlled companies Other related parties Accounts receivable Parent company Subsidiaries Jointly controlled companies Other related parties  | 46,371,765<br>1,122,531<br>75,000<br>47,569,296<br>340,414<br>65,557,603  | 30,379,597<br>1,001,290<br>98,000<br>31,478,887<br>563,852<br>32,665,803<br>23,018<br>6,664  |
| Jointly controlled companies Other related parties Accounts receivable Parent company Subsidiaries Jointly controlled companies  | 46,371,765<br>1,122,531<br>75,000<br>47,569,296<br>340,414<br>65,557,603<br>105,275<br>2,506  | 30,379,597<br>1,001,290<br>98,000<br>31,478,887<br>563,852<br>32,665,803<br>23,018<br>6,664<br>33,259,339  |
| Jointly controlled companies Other related parties Accounts receivable Parent company Subsidiaries Jointly controlled companies Other related parties Accounts payable Subsidiaries                            | 46,371,765<br>1,122,531<br>75,000<br>47,569,296<br>340,414<br>65,557,603<br>105,275<br>2,506<br>66,005,798  | 30,379,597<br>1,001,290<br>98,000<br>31,478,887<br>563,852<br>32,665,803<br>23,018<br>6,664  |
| Jointly controlled companies Other related parties Accounts receivable Parent company Subsidiaries Jointly controlled companies Other related parties Accounts payable   | 46,371,765<br>1,122,531<br>75,000<br>47,569,296<br>340,414<br>65,557,603<br>105,275<br>2,506<br>66,005,798<br>385,239,000                               | 30,379,597<br>1,001,290<br>98,000<br>31,478,887<br>563,852<br>32,665,803<br>23,018<br>6,664<br>33,259,339<br>426,986,000                               |
| Jointly controlled companies Other related parties Accounts receivable Parent company Subsidiaries Jointly controlled companies Other related parties Accounts payable Subsidiaries Loans granted              | 46,371,765<br>1,122,531<br>75,000<br>47,569,296<br>340,414<br>65,557,603<br>105,275<br>2,506<br>66,005,798<br>385,239,000<br>385,239,000                | 30,379,597<br>1,001,290<br>98,000<br>31,478,887<br>563,852<br>32,665,803<br>23,018<br>6,664<br>33,259,339<br>426,986,000<br>426,986,000                |
| Jointly controlled companies Other related parties Accounts receivable Parent company Subsidiaries Jointly controlled companies Other related parties Accounts payable Subsidiaries Loans granted Subsidiaries | 46,371,765<br>1,122,531<br>75,000<br>47,569,296<br>340,414<br>65,557,603<br>105,275<br>2,506<br>66,005,798<br>385,239,000<br>385,239,000<br>345,558,000 | 30,379,597<br>1,001,290<br>98,000<br>31,478,887<br>563,852<br>32,665,803<br>23,018<br>6,664<br>33,259,339<br>426,986,000<br>426,986,000<br>600,131,390 |

All Sonae, SGPS, SA subsidiaries, associates and joint ventures are considered related parties and are identified in Consolidated Financial Statements. All Efanor Investimentos, SGPS, SA (parent company), subsidiaries, including the ones of Sonae Indústria, SGPS, SA and of Sonae Capital, SGPS, SA are also considered related parties (other related parties).

#### 13 Investments income

At 30 September 2019 and 2018 investments income are as follows:

|                                      | 30 Sep 2019 | 30 Sep 2018 |
|--------------------------------------|-------------|-------------|
| Dividends                            | 116,042,494 | 193,239,986 |
| Sonae MC, SGPS, SA                   | 26,271,501  | 165,335,314 |
| Sonae Sierra SGPS, SA                | 80,569,692  | 24,873,210  |
| Sonaecom, SGPS, SA                   | 9,074,572   | 2,997,850   |
| Sonaegest, SA                        | 126,729     | 33,612      |
| Impairment losses                    | -           | (721,000)   |
| Sonae RE, SA                         | -           | (721,000)   |
| Gains / (losses) on sale investments |             | 1,906,985   |
| Total                                | 116,042,494 | 194,425,971 |

## 14 Earnings per share

Earnings per share for the period were calculated taking into consideration the following amounts:

|   | 30 Sep 2019   | 30 Sep 2018   |
|---|---------------|---------------|
| Net profit  |               |               |
| Net profit taken into consideration to calculate basic earnings<br>per share (Net profit for the period)<br>Effect of dilutive potential shares | 109,181,711   | 196,249,651   |
| Interests related to convertible bonds (net of tax)   |               | -             |
| Net profit taken into consideration to calculate diluted earnings per share:  | 109,181,711   | 196,249,651   |
| Number of shares  |               |               |
| Weighted average number of shares used to calculate basic earnings Effect of dilutive potential ordinary shares from convertible bonds          | 2,000,000,000 | 2,000,000,000 |
| Outstanting shares related with deferred performance bonus  | 1,422,929     | 1,195,751     |
| Number of shares that could be acquired at average market price   | (628,758)     | (483,801)     |
| Weighted average number of shares used to calculate diluted earnings per share  | 2,000,794,171 | 2,000,711,950 |
| Profit/(Loss) per share   |               |               |
| Basic   | 0.054591      | 0.098125      |
| Diluted   | 0.054569      | 0.098090      |

## 15 Approval of financial statements

The accompanying financial statements were approved by the Board of Directors and authorized for issue on 12 November 2019.

## 16 Information required by law

#### Decree-Law nr 318/94 art 5 nr 4

During the period ended 30 September 2019 short-term loan contracts were entered into with the following companies:

Arat Inmuebles, SAU

Efanor Investimentos, SGPS, SA

PCJ - Público, Comunicação e Jornalismo, SA

Público – Comunicação Social, SA

Sonae Holdings, SA (Ex Sonaecenter Serviços, SA)

Sonae MC, SGPS, SA

Sonae RE, SA

Sonaecom - Serviços Partilhados, SA

Sonaecom, SGPS, SA

Sontel, BV

Worten - Equipamentos para o Lar, SA

As at 30 September 2019, amounts owed by subsidiaries can be summarized as follows:

|  | Closing balance |
|--|-----------------|
| Bright Brands Sportsgoods, SA                    | 4,002,000       |
| Fashion Division, SA                             | 150,753,294     |
| Halfdozen Real Estate, SA                        | 4,472,000       |
| Modalfa - Comércio e Serviços, SA                | 19,661,000      |
| Modalloop - Vestuário e Calçado, SA              | 2,420,000       |
| Sonae Holdings, SA (Ex Sonaecenter Serviços, SA) | 46,805,000      |
| Sonae Corporate, SA                              | 134,329,000     |
| Têxtil do Marco, SA                              | 112,000         |
| Zippy - Comércio e Distribuição, SA              | 22,684,706      |
| Total  | 385,239,000     |

As at 30 September 2019, amounts owed to subsidiaries can be summarized as follows:

|   | Closing balance |
|---|-----------------|
| Arat Inmuebles, SAU   | 1,452,000       |
| Infofield - Informática, SA   | 968,000         |
| Sesagest - Projectos e Gestão Imobiliária, SA                                 | 37,644,000      |
| SFS, Gestão e Consultoria, SA   | 16,343,000      |
| Sonae RE, SA  | 1,105,000       |
| Sontel, BV  | 198,286,000     |
| SonaeSR - Serviços e Logística, SA  | 7,265,000       |
| Worten - Equipamentos para o Lar, SA  | 82,450,000      |
| WRT Business - Distribuição de Eletrodomésticos, Eletrónica e Informática, SA | 45,000          |
| Total   | 345,558,000     |

Approved at the meeting of the Board of Directors held on November 12th, 2019

The Board of Directors

Duarte Paulo Teixeira de Azevedo

Ângelo Gabriel Ribeirinho dos Santos Paupério

José Manuel Neves Adelino

Margaret Lorraine Trainer

Marcelo Faria de Lima

Carlos António Rocha Moreira da Silva

Fuencisla Clemares

Philippe Cyriel Elodie Haspeslagh

Maria Cláudia Teixeira de Azevedo

João Pedro Magalhães da Silva Torres Dolores

#### **SAFE HARBOUR**

This document may contain forward-looking information and statements, based on management's current expectations or beliefs. Forward-looking statements are statements that should not be regarded as historical facts.

These forward-looking statements are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements, including, but not limited to, changes in regulation, industry and economic conditions; and the effects of competition. Forward-looking statements may be identified by words such as "believes," "expects," "anticipates," "projects," "intends," "should," "seeks," "estimates," "future" or similar expressions.

Although these statements reflect our current expectations, which we believe are reasonable, investors and analysts, and generally all recipients of this document, are cautioned that forward-looking information and statements are subject to various risks and uncertainties, many of which are difficult to predict and generally beyond our control, that could cause actual results and developments to differ materially from those expressed in, or implied or projected by, the forward-looking information and statements. You are cautioned not to put undue reliance on any forward-looking information or statements. We do not undertake any obligation to update any forward-looking information or statements.

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SONAE is listed on the Euronext Stock Exchange. Information may also be accessed on Reuters under the symbol **SONP.IN** and on Bloomberg under the symbol **SON PL** 

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