

**SONAE INVESTIMENTOS, SGPS, SA**

**Head Office: Rua João Mendonça, 529 – 4464-501 Senhora da  
Hora**

**Share Capital 1,000,000,000 Euro**

**Porto Commercial Registry and Fiscal Number 501 532 927**

**REPORT AND ACCOUNTS**

**30 June 2015**

## Management Report

### Sonae Investimentos – S.G.P.S., S.A.

In accordance with Portuguese Law and the company's articles of association, we hereby present the management report of Sonae Investimentos - S.G.P.S., S.A. for the first six months of 2015.

#### Activity evolution for the period

During the course of the first six months of 2015, the consolidated turnover of Sonae Investimentos totalled 2 251 million euros, which corresponds to an increase of 1% compared to the same period in the previous year.

The Company's operating cash-flow (EBITDA) reached 161 million euros, which represents a 13% increase versus last year (+18 million euros). This includes a reduction of the contribution of Sonae MC, negatively affected by the highly competitive market environment in food retail, and of Sonae SR, where, it should be noted that operating costs were negatively affected by adverse exchange-rate effects related to raw-materials purchased in dollars.

Additionally, the company continued to implement its strategy of monetising real estate assets, while also maintaining adequate operational flexibility. Thus, the company completed in 1H15 four sale and leaseback transactions for a total of 185 million euros, generating capital gains of 40 million euros, positively impacting EBITDA. Notwithstanding the completion of these transactions, Sonae RP continues to be focused on monetising additional assets.

Overall, EBITDA margin stood at 7.1% of turnover (+0.7pp above the first six months of 2014).

Operating results (EBIT), increased to 79 million euros in the period, and increase of 18 million euros when compared to the first six months of 2014. This performance implies that operational results margin amounted to 3.5% of turnover, increasing 0.8pp over last year's.

Sonae Investimentos consolidated net result in the first six months of 2015 totalled 31 million euros, 8 million euros above the comparable period of 2014.

At the end of June, Sonae Investimentos detained an overall portfolio of 1,293 stores<sup>1</sup>, corresponding to a sales area of 1,086 thousand m<sup>2</sup><sup>1</sup>. During the period, the company continued to evolve its store network in

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<sup>1</sup> Excludes Geostar

both national and international markets. Sonae SR continued to consolidate its store networks and had, in particular, a total of 173 stores outside of Portugal, including 58 under franchising agreements.

Sonae MC also continued to further develop its store network, opening 2 Continente Bom Dia, 29 Meu Super Stores (all under franchise agreements), 6 Well's (4 of which under franchise agreements), 3 Bom Bocado (1 under franchise agreement) and 4 note (2 under franchise agreement).

In parallel to the expansion effort, the company carried out a refurbishment programme in a number of retail units so as to ensure they remain as a reference in their respective catchment areas. Total investment amounted to 112 million euros during the first six months of the year (74 million euros in 2014 comparable period).

## **Outlook**

Sonae Investimentos strategic guidelines privilege growth and the strengthening of the value proposition based on a continued investment in efficiency and innovation. This positioning, consistently adopted by the Company, has allowed for the combination of strong growth rhythms with strong profitability benchmarks, and once again will be at the basis of the Company's performance during the course of the next months.

## **Methodological note**

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 figures was not subject to audit procedures.

Maia, 17 of August 2015

The Board of Directors,

Duarte Paulo Teixeira de Azevedo

Ângelo Gabriel Ribeirinho dos Santos Paupério

## Glossary

### Turnover (t)

sale of articles + services rendered.

### Operating Cash-flow (EBITDA)

turnover + other income - negative goodwill - reversal of impairment losses - operational costs + gains / losses on sales of assets - provision for extensions of guarantees + results of companies consolidated via equity method.

### Operating results (EBIT)

EBITDA – amortisations and impairment losses.

### Net Investment

increase in gross fixed assets (tangible and intangible) + changes in perimeter (as a result of acquisitions and disposals) - disposals in gross fixed assets (tangible and intangible) + increases in goodwill.

### Net debt

current borrowings + noncurrent borrowings + financial leasing creditors – cash and cash equivalents – other current financial investments

### Gearing

ratio between net financial debt and shareholders' funds

### Net Capital Employed

gross fixed assets (tangible and intangible) + other gross real estate assets (including goodwill) - amortisations and impairment losses + financial investments + working capital

## Appendix

**Statement under the terms of Article 246, paragraph 1, c) of the Portuguese Securities Code**

The signatories individually declare that, to their knowledge, the Management Report, the Consolidated and Individual Financial Statements and other accounting documents required by law or regulation were prepared meeting the standards of the applicable International Financial Reporting Standards, giving a truthful (fairly) and appropriate image, in all material respects, of the assets and liabilities, financial position and the consolidated and individual results of the issuer and that the Management Report faithfully describes the progress of the business and position of the issuer and of the companies included in the consolidation perimeter and contains a description of the major risks and uncertainties that they face.

Maia, 17 of August 2015

The Board of Directors,

Duarte Paulo Teixeira de Azevedo

Ângelo Gabriel Ribeirinho dos Santos Paupério

## Appendix required by articles 9 nr. 1, a) and 14, nr. 7 of CMVM Regulation nr. 05/2008

	Additions			Reductions		Balance as of
	Date	Quantity	Aver. Price €	Quantity	Aver. Price €	Quantity
<b>Duarte Paulo Teixeira de Azevedo (*) (**) (***) (****)</b>						
Efanor Investimentos, SGPS, SA (1)						1
Migracom, SGPS, SA (11)						1,999,996
Sonae, SGPS, SA (3)						1,790,583 (a)
Shares purchased under the terms of the Annual Performance Bonus Plan and Medium Term Incentive	19-05-2015	862,399	0.064			
<b>Ângelo Gabriel Ribeiro dos Santos Paupério (*) (**)</b>						
Sonae, SGPS, SA (3)						1,521,855 (b)
Shares purchased under the terms of the Annual Performance Bonus Plan and Medium Term Incentive	18-05-2015	751,429	0.064			
Enxomil - SGPS, SA (13)						10,000 (c)
Continente Bonds - 7% -2015						150,000 (d)

	Additions			Reductions		Balance as of
	Date	Quantity	Aver. Price €	Quantity	Aver. Price €	Quantity
<b>(1) Efanor Investimentos, SGPS, SA</b>						
Sonae, SGPS, SA (3)						200,100,000
Pareuro, BV (2)						5,583,100
<b>(2) Pareuro, BV</b>						
Sonae, SGPS, SA (3)						849,533,095
<b>(3) Sonae, SGPS, SA</b>						
Sonae, SGPS, SA (treasury shares)						0
Purchase	30-01-2015	118,820	1.173			
Sale	08-05-2015			112,270	1.262	
Sale	15-05-2015			4,704,897	1.278	
Shares delivered under the terms of the Annual Performance Bonus Plan and Medium Term Incentive	19-05-2015			862,399	0.064	
Sonae Investments, BV (8)						2,894,000
Sonae Investimentos, SGPS, SA (4)						250,286,683
Sonaecenter, Serviços, SA (5)						10,000
<b>(4) Sonae Investimentos, SGPS, SA</b>						
Sonae MC - Modelo Continente, SGPS, SA (10)						362,937,063
Sonae Center, Serviços II, SA (6)						4,430,000
<b>(5) Sonaecenter, Serviços, SA</b>						
Sonae Investimentos, SGPS, SA (4)						518,269,127
<b>(6) Sonae Center, Serviços II, SA</b>						
Sonae - Specialized Retail, SGPS, SA (7)						210,000,000
<b>(7) Sonae - Specialized Retail, SGPS, SA</b>						
Sonae MC - Modelo Continente, SGPS, SA (10)						502,062,937
<b>(8) Sonae Investments BV</b>						
Sonae Investimentos, SGPS, SA (4)						131,419,190
Libra Serviços, Sociedade Unipessoal, Lda (9)						5,000
<b>(9) Libra Serviços, Sociedade Unipessoal, Lda</b>						
Sonae Investimentos, SGPS, SA (4)						25,000
<b>(10) Sonae MC - Modelo Continente, SGPS, SA</b>						
Sonae Investimentos, SGPS, SA (4)						100,000,000
<b>(11) Migracom, SGPS, SA</b>						
Sonae, SGPS, SA (3)						674,284
Sale	19-05-2015			247,362	1.264	
Sale	20-05-2015			300,037	1.254	
Sale	21-05-2015			315,000	1.251	
Imparfin, SGPS, SA (12)						150,000
<b>(12) Imparfin, SGPS, SA</b>						
Sonae, SGPS, SA (3)						4,105,280
Continente Bonds - 7% -2015						100,000
<b>(13) Enxomil - SGPS, SA</b>						
Sonae, SGPS, SA (3)						500,000
Continente Bonds - 7% -2015						400,000

(\*) Member of the Board of Directors of Sonae, Investimentos, SGPS, SA

(\*\*) Member of the Board of Directors of Sonae, SGPS, SA (directly and indirectly dominant company) (3)

(\*\*\*) Member of the Board of Directors of Efanor Investimentos SGPS, SA (1)

(\*\*\*\*) Member of the Board of Directors of Imparfin, SGPS, SA (12)

(a) of which 530 shares held by descendants under his charge

(b) of which 125,000 shares held by spouse

(c) directly and indirectly held

(d) held by spouse

## Qualified holdings

As required by article 9, nr.1, c), of the Securities Market Commission (CMVM) Regulation nr. 05/2008, the qualified shareholdings as at 30th June 2015 are as follows:

Shareholder	Nr. of shares	% share capital	% of voting rights
Efanor Investimentos, SGPS, SA (I)			
By Sonae, SGPS, SA	250,286,683	25.03%	27.81%
By Sonae Investments, BV	131,419,190	13.14%	14.60%
By Libra Serviços, Sociedade Unipessoal, Lda	25,000	0.00%	0.00%
By Sonaecenter, Serviços, SA	518,269,127	51.83%	57.59%
By Sonae MC - Modelo Continente, SGPS, SA (II)	100,000,000	10.00%	-
<b>Total attributable to Efanor Investimentos, SGPS, SA</b>	<b>1,000,000,000</b>	<b>100.00%</b>	<b>100.00%</b>

Source: communications received by the Company regarding qualified shareholdings up to 30th June 2015

Calculation based on the Company's share capital, as per subparagraph b) of paragraph 3 of article 16 of the Portuguese Securities Code

(I) Belmiro Mendes de Azevedo is, according to subparagraph b) of paragraph 1 of article 20 and paragraph 1 of article 21, both of the Portuguese Securities Code, the "ultimate beneficial owner", as it holds circa 99% of the share capital and voting rights in Efanor Investimentos, SGPS, SA and the latter wholly owns Pareuro BV

(II) Considered treasury shares in accordance with Commercial Companies Code as Sonae MC - Modelo Continente, SGPS, SA is directly and indirectly owned by Sonae Investimentos, SGPS, SA.



**Condensed consolidated  
financial statements**

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AT 30 JUNE 2015 AND 2014 AND 31 DECEMBER 2014

(Amounts expressed in euro)

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

ASSETS	Notes	30 June 2015	30 June 2014 Restated Note 4	31 December 2014 Restated Note 4	1 January 2014 Restated Note 4
<b>NON-CURRENT ASSETS:</b>					
Tangible assets	9	1,653,556,116	1,791,952,118	1,798,574,339	1,820,583,824
Intangible assets	10	195,838,085	174,069,238	185,442,788	163,731,471
Goodwill	11	498,933,536	498,186,402	498,166,236	498,186,402
Investments in joint ventures and associates	6	41,615,029	51,110,144	40,703,708	51,797,067
Other investments	7 and 12	11,772,388	13,535,016	11,572,032	13,401,237
Deferred tax assets	15	86,149,188	123,973,370	81,753,780	117,412,133
Other non-current assets	13	28,738,824	23,022,281	29,450,786	23,103,739
<b>Total Non-Current Assets</b>		<b>2,516,603,166</b>	<b>2,675,848,569</b>	<b>2,645,663,669</b>	<b>2,688,215,873</b>
<b>CURRENT ASSETS:</b>					
Inventories		564,037,858	535,864,051	601,898,771	588,396,336
Trade account receivables	14	288,533,880	316,402,413	255,835,519	240,029,563
Investments	12	1,034,573	534,419	4,001,344	42,105
Cash and cash equivalents	16	159,003,885	59,790,311	101,826,265	71,510,332
<b>Total Current Assets</b>		<b>1,012,610,196</b>	<b>912,591,194</b>	<b>963,561,899</b>	<b>899,978,336</b>
Assets held for sale	17	4,525,381	-	-	-
<b>TOTAL ASSETS</b>		<b>3,533,738,743</b>	<b>3,588,439,763</b>	<b>3,609,225,568</b>	<b>3,588,194,209</b>
<b>EQUITY AND LIABILITIES</b>					
<b>EQUITY:</b>					
Share capital	18	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000
Own shares		(320,000,000)	(320,000,000)	(320,000,000)	(320,000,000)
Reserves and retained earnings		(84,868,583)	(112,040,499)	(111,463,435)	10,429,313
Profit/(Loss) for the period attributable to the equity holders of the Parent Company		30,794,804	22,941,852	70,697,244	(84,265,323)
<b>Equity attributable to the equity holders of the Parent Company</b>		<b>625,926,221</b>	<b>590,901,353</b>	<b>639,233,809</b>	<b>606,163,990</b>
Equity attributable to non-controlling interests	19	60,643,711	85,563,400	80,234,962	84,312,167
<b>TOTAL EQUITY</b>		<b>686,569,932</b>	<b>676,464,753</b>	<b>719,468,771</b>	<b>690,476,157</b>
<b>LIABILITIES:</b>					
<b>NON-CURRENT LIABILITIES:</b>					
Loans	20	415,849,821	870,322,052	388,725,787	768,686,701
Other non-current liabilities	22	441,274,283	450,608,351	437,747,822	444,708,892
Deferred tax liabilities	15	87,256,199	129,624,995	91,057,069	116,937,919
Provisions	25	18,860,779	26,783,330	22,396,928	29,588,227
<b>Total Non-Current Liabilities</b>		<b>963,241,082</b>	<b>1,477,338,728</b>	<b>939,927,606</b>	<b>1,359,921,739</b>
<b>CURRENT LIABILITIES:</b>					
Loans	20	507,502,847	140,059,677	407,205,050	72,398,603
Trade creditors	24	1,372,986,625	1,291,862,866	1,539,185,884	1,462,679,721
Provisions	25	3,438,257	2,713,739	3,438,257	2,717,989
<b>Total Current Liabilities</b>		<b>1,883,927,729</b>	<b>1,434,636,282</b>	<b>1,949,829,191</b>	<b>1,537,796,313</b>
<b>TOTAL LIABILITIES</b>		<b>2,847,168,811</b>	<b>2,911,975,010</b>	<b>2,889,756,797</b>	<b>2,897,718,052</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>3,533,738,743</b>	<b>3,588,439,763</b>	<b>3,609,225,568</b>	<b>3,588,194,209</b>

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

The Board of Directors

## CONDENSED CONSOLIDATED INCOME STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2015 AND 2014

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

(Amounts expressed in euro)	Notes	2 <sup>nd</sup> Quarter 2015	2 <sup>nd</sup> Quarter 2014	30 June 2015	30 June 2014
Sales		1,129,030,121	1,130,870,824	2,224,032,379	2,208,218,461
Services rendered		13,918,289	11,554,882	27,202,359	22,715,957
Investment income investments recorded at fair value through profit		(4,735,080)	281	(4,735,080)	571,836
Financial income		1,396,312	1,465,339	5,491,562	3,073,309
Other income	27	205,977,046	143,590,753	354,133,920	257,034,669
Cost of goods sold and materials consumed		(929,438,586)	(898,960,874)	(1,821,811,855)	(1,760,772,374)
Changes in stocks of finished goods and work in progress		3,223	(12,954)	15,147	91,830
External supplies and services		(140,051,578)	(139,831,949)	(276,514,828)	(268,654,052)
Staff costs		(151,162,966)	(149,947,048)	(304,724,867)	(294,141,388)
Depreciation and amortisation	8 and 9	(40,042,382)	(39,691,152)	(80,115,975)	(78,980,784)
Provisions and impairment losses		(122,047)	(833,773)	(2,001,182)	(1,359,275)
Financial expense		(17,673,930)	(19,124,134)	(36,531,848)	(37,294,462)
Other expenses		(20,772,229)	(11,078,803)	(41,757,859)	(22,028,673)
Share of results of joint ventures and associated companies	6	(500,192)	(280,388)	(1,006,965)	(1,639,226)
Profit/(Loss) before taxation		45,826,001	27,721,004	41,674,908	26,835,828
Taxation	29	(8,091,592)	(3,355,694)	(9,658,463)	(3,441,825)
Profit/(Loss) after taxation		37,734,409	24,365,310	32,016,445	23,394,003
Attributable to:					
Equity holders of the Parent Company		37,170,685	24,239,570	30,794,804	22,941,852
Non-controlling interests	19	563,724	125,740	1,221,641	452,151
Profit/(Loss) per share					
Basic	30	0.041301	0.026933	0.034216	0.025491
Diluted	30	0.041301	0.026933	0.034216	0.025491

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

The Board of Directors

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE PERIODS ENDED 30 JUNE 2015 AND 2014

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

(Amounts expressed in euro)	2 <sup>nd</sup> Quarter 2015	2 <sup>nd</sup> Quarter 2014	30 June 2015	30 June 2014
Net Profit / (Loss) for the period	37,734,409	24,365,310	32,016,445	23,394,003
Items that maybe reclassified subsequently to profit or loss:				
Exchange differences arising on translation of foreign operations	134,912	125,411	68,862	(110,049)
Participation in other comprehensive income (net of tax) related to joint ventures and associated companies included in consolidation by the equity method (Note 6.3)	80,048	478,623	(785,452)	968,748
Changes in hedge and fair value reserves	(2,326,168)	397,215	(2,741,926)	1,125,804
Deferred taxes related with other components of comprehensive income	569,671	(118,549)	675,180	(339,052)
Other comprehensive income for the period	(1,541,536)	882,701	(2,783,336)	1,645,451
Total comprehensive income for the period	36,192,873	25,248,011	29,233,109	25,039,454
Attributable to:				
Equity holders of parent company	35,661,116	25,126,266	28,060,505	24,594,658
Non controlling interests	531,757	121,745	1,172,604	444,796

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

The Board of Directors

## CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE PERIODS ENDED 30 JUNE 2015 AND 2014

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

	Reserves and Retained Earnings							Net Profit/ (Loss)	Total	Non controlling Controlling Interests (Note 19)	Total Equity	
	Share Capital	Own Shares	Legal Reserve	Currency translation Reserve	Hedging Reserve	Legal Reserves in accordance with article 324º CSC	Other Reserves and Retained Earnings					
	Attributable to Equity Holders of Parent Company											
Balance as at 1 January 2014- Restated	1,000,000,000	(320,000,000)	140,642,469	628,573	(439,433)	320,000,000	(450,402,296)	10,429,313	(84,265,323)	606,163,990	84,312,167	690,476,157
Total comprehensive income for the period	-	-	-	(102,694)	786,752	-	968,748	1,652,806	22,941,852	24,594,658	444,796	25,039,454
Appropriation of profit of 2013												
Transfer to legal reserves and retained earnings	-	-	595,347	-	-	-	(84,860,670)	(84,265,323)	84,265,323	-	-	-
Dividends distributed	-	-	-	-	-	-	(40,000,000)	(40,000,000)	-	(40,000,000)	-	(40,000,000)
Others	-	-	-	-	-	-	142,704	142,704	-	142,704	806,437	949,141
Balance as at 30 June 2014 - Restated	1,000,000,000	(320,000,000)	141,237,816	525,879	347,319	320,000,000	(574,151,513)	(112,040,499)	22,941,852	590,901,353	85,563,400	676,464,753
Balance as at 1 January 2015 - Restated	1,000,000,000	(320,000,000)	141,237,816	525,879	347,319	320,000,000	(573,574,449)	(111,463,435)	70,697,244	639,233,809	80,234,962	719,468,771
Total comprehensive income for the period	-	-	-	77,933	(2,026,780)	-	(785,452)	(2,734,299)	30,794,804	28,060,505	1,172,604	29,233,109
Appropriation of profit of 2014												
Transfer to legal reserves and retained earnings	-	-	29,702,450	-	-	-	40,994,794	70,697,244	(70,697,244)	-	-	-
Dividends distributed	-	-	-	-	-	-	(40,000,000)	(40,000,000)	-	(40,000,000)	(113,298)	(40,113,298)
Partial disposal or acquisitions of affiliated companies	-	-	-	-	-	-	(1,368,093)	(1,368,093)	-	(1,368,093)	(20,650,557)	(22,018,650)
Balance as at 30 June 2015	1,000,000,000	(320,000,000)	170,940,266	603,812	(1,679,461)	320,000,000	(574,733,200)	(84,868,583)	30,794,804	625,926,221	60,643,711	686,569,932

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

The Board of Directors

## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 30 JUNE 2015 AND 2014

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

(Amounts expressed in euro)	Notes	2 <sup>nd</sup> Quarter 2015	2 <sup>nd</sup> Quarter 2014	30 June 2015	30 June 2014
<b>OPERATING ACTIVITIES</b>					
Net cash flow from operating activities (1)		35,510,568	123,200,433	(105,339,244)	(91,590,707)
<b>INVESTMENT ACTIVITIES</b>					
Cash receipts arising from:					
Investments		449,453	589,361	575,347	4,061,905
Tangible assets and investment properties	9	183,146,802	6,362,711	183,622,611	6,381,403
Interests and similar income		314,062	265,164	642,812	631,953
Loans granted		2,115,000	3,750,000	4,500,000	489,550,939
Dividends		296,843	166,727	296,843	166,727
		186,322,160	11,133,963	189,637,613	500,792,927
Cash Payments arising from:					
Investments		(26,472,517)	(40)	(28,973,239)	(40)
Tangible assets and investment properties		(41,255,434)	(38,518,440)	(105,344,754)	(85,352,143)
Loans granted		(3,081,948)	(3,761,621)	(4,446,948)	(488,812,559)
Others		-	30	-	-
		(70,809,899)	(42,280,071)	(138,764,941)	(574,164,742)
Net cash used in investment activities (2)		115,512,261	(31,146,108)	50,872,672	(73,371,816)
<b>FINANCING ACTIVITIES</b>					
Cash receipts arising from:					
Loans obtained		1,081,456,016	823,000,000	2,030,894,439	1,276,003,329
		1,081,456,016	823,000,000	2,030,894,439	1,276,003,329
Cash Payments arising from:					
Loans obtained		(1,111,889,811)	(866,161,433)	(1,928,189,197)	(1,107,963,797)
Interests and similar charges		(9,685,447)	(11,161,506)	(14,752,496)	(17,454,179)
Dividends		(113,299)	(132,874)	(113,299)	(132,874)
Others		(118,980)	(380,271)	(938,777)	(1,018,705)
		(1,121,807,537)	(877,836,084)	(1,943,993,769)	(1,126,569,555)
Net cash used in financing activities (3)		(40,351,521)	(54,836,084)	86,900,670	149,433,774
Net increase in cash and cash equivalents (4) = (1) + (2) + (3)		110,671,308	37,218,240	32,434,098	(15,528,748)
Effect of foreign exchange rate		(337,101)	(33,437)	(307,839)	(56,327)
Cash and cash equivalents at the beginning of the period	16	23,431,620	18,383,690	101,698,092	71,107,790
Cash and cash equivalents at the end of the period	16	134,440,029	55,635,369	134,440,029	55,635,369

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

The Board of Directors

# SONAE INVESTIMENTOS, SGPS, SA

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 30 JUNE 2015

*(Amounts expressed in euro)*

*(Translation of condensed consolidated financial statements originally issued in Portuguese.*

*In case of discrepancies the Portuguese version prevails.)*

### 1 INTRODUCTION

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Sonae Investimentos, SGPS, SA, has its head-office at Rua João Mendonça nº 529, 4464-501 Senhora da Hora, Portugal, and is the parent company of a group of companies, as detailed in Notes 5 to 7 the Sonae Investimentos Group (“Sonae Investimentos”). Sonae Investimentos’s operations and operating segments are described in Note 31.

### 2 PRINCIPAL ACCOUNTING POLICIES

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The accounting policies adopted are consistent with those used in the preparation of the consolidated financial statements for the period ended as at 31 December 2014.

#### **Basis of preparation**

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 (“IFRS-IC”) or by the previous Standing Interpretations Committee (“SIC”), as adopted by the European Union as at the consolidated financial statements 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, subsidiaries and joint ventures adjusted in the consolidation process, on a going concern basis and under the historical cost convention, except for financial instruments which are stated at fair value.

**New accounting standards and their impact on the consolidated financial statements:**

Up to the financial statements approval date, the following Standards and Interpretations, some of which become effective in 2015, have been endorsed by the European Union:

With mandatory application from 1 January 2015:	Effective Date (for financial years beginning on or after)
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IAS 19 (Amendment) – (Employee Benefits)	01 Jul 2014
Improvements of international financial reporting standards (2010-2012 cycle and 2011- 2013 cycle)	01 Jul 2014
IFRIC 21 – (Levies)	17 Jun 2014

These standards were first applied by the Group in 2015. The application of these standards and interpretations had no material effect on the financial statements of the Group as at 30 June 2015.

The following standards, interpretations, amendments and revisions haven't been until the date of approval of these financial statements, endorsed by the European Union, whose application is mandatory in future financial years.

With mandatory application after 2015:	Effective Date (for financial years beginning on or after)
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IFRS 9 - (Financial instruments – classification and measurement)	01 Jan 2018
IFRS 10, IFRS 12 and IAS 28 (Amendment) – Investment Entities – Applying the Consolidation Exception	01 Jan 2016
IFRS 11 (Amendment) – (Accounting for Acquisitions of Interests in Joint Operations)	01 Jan 2016
IAS 16 and IAS 38 (Amendment) – (Clarification of Acceptable Methods of Depreciation and Amortisation)	01 Jan 2016
IFRS 10 and IAS 28 (Amendment) - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	01 Jan 2016
IAS 27 (Amendment) – (Equity Method in Separate Financial Statements)	01 Jan 2016
IFRS 14 – (Regulatory Deferral Accounts)	01 Jan 2016
IFRS 15 – (Revenues from Contracts with Customers )	01 Jan 2018
Improvements of internacional financial reporting standards (2012- 2014 cycle)	01 Jan 2016



The Group did not proceed to earlier adoption of any of these standards on the financial statements for the period ended on the 30 June 2015, since their application is not yet mandatory. The impacts of the above mentioned standards are being analysed by the Group, and with the exception of IFRS 9 and IFRS 15, important impacts are not to be expected.

### 3 CHANGES IN ACCOUNTING POLICIES

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During the period it was adopted a set of accounting standards, interpretations, amendments and revisions issued in previous periods and whose implementation became mandatory after 1<sup>st</sup> January 2015 as disclosed in Note 2 and which didn't have any significant impacts on the financial statements as at 30 June 2015.

### 4 RESTATEMENT OF FINANCIAL STATEMENTS

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Under the "Special Regime of Debt Adjustments to the Fiscal Authorities and Social Security (Decree Law No. 248-A/2002 (PMFL) and Decree Law No. 151-A/2013 (RERD)), Sonae Investimentos has made voluntarily payments in the past years (2002 and 2013) to the State relating to additional tax assessments of previous years, for which, had already appealed to the competent courts.

Until the time of those payments the assessment made, and not changed since then, is that these claims correspond to contingencies which probability of being decided against Sonae Investimentos intents is remote and that such claims are motivated by different interpretations of the applicable tax legislation, hence corresponding to uncertain tax positions. As a result of this assessment, the claims were disclosed in the financial statements as they correspond to contingent liabilities.

Amounts paid under those schemes were recognized as assets under the caption "Other debtors", according to the "IAS 12 - Income taxes" in the case of amounts related to IRC. In respect of payments of other taxes, and considering that applicable accounting rules are silent in relation with those, Sonae Investimentos used a similar accounting policy, meaning the payments were also recognized as assets.

However CMVM disagreed with Sonae Investimentos's interpretation and requested the restatement of the financial statements regarding to payments made of taxes arguing that the tax payments which exclude income tax should be considered contingent assets. Although disagreeing with the CMVM's position, Sonae Investimentos performed the restatement of financial statements, which impact is nil in the income statement and immaterial in the statement of financial position.

The impact of the restatement in the statement of financial position can be analysed as follows:

Amounts in thousands of euros	31 December 2014			30 June 2014			01 January 2014		
	Before the restatement	Restated of PMFL and RERD	After the restatement	Before the restatement	Restated of PMFL and RERD	After the restatement	Before the restatement	Restated of PMFL and RERD	After the restatement
<b>Assets</b>									
Tangible and Intangible assets	1,984,017	-	1,984,017	1,966,021	-	1,966,021	1,984,315	-	1,984,315
Goodwill	498,166	-	498,166	498,186	-	498,186	498,186	-	498,186
Investments	52,276	-	52,276	64,645	-	64,645	65,198	-	65,198
Deferred tax assets	81,754	-	81,754	123,973	-	123,973	117,412	-	117,412
Other non-current assets	45,288	(15,837)	29,451	23,022	-	23,022	23,104	-	23,104
<b>Non-current assets</b>	<b>2,661,501</b>	<b>(15,837)</b>	<b>2,645,664</b>	<b>2,675,849</b>	<b>-</b>	<b>2,675,849</b>	<b>2,688,215</b>	<b>-</b>	<b>2,688,215</b>
Current assets	963,562	-	963,562	928,429	(15,837)	912,592	915,816	(15,837)	899,979
<b>Total assets</b>	<b>3,625,063</b>	<b>(15,837)</b>	<b>3,609,226</b>	<b>3,604,277</b>	<b>(15,837)</b>	<b>3,588,440</b>	<b>3,604,031</b>	<b>(15,837)</b>	<b>3,588,194</b>
<b>Liabilities</b>									
Loans	388,726	-	388,726	870,322	-	870,322	768,687	-	768,687
Other non-current liabilities	551,202	-	551,202	607,017	-	607,017	591,235	-	591,235
<b>Non-current liabilities</b>	<b>939,928</b>	<b>-</b>	<b>939,928</b>	<b>1,477,339</b>	<b>-</b>	<b>1,477,339</b>	<b>1,359,922</b>	<b>-</b>	<b>1,359,922</b>
Loans	510,624	-	510,624	140,060	-	140,060	72,399	-	72,399
Other current liabilities	1,439,205	-	1,439,205	1,294,576	-	1,294,576	1,465,397	-	1,465,397
<b>Total current liabilities</b>	<b>1,949,829</b>	<b>-</b>	<b>1,949,829</b>	<b>1,434,636</b>	<b>-</b>	<b>1,434,636</b>	<b>1,537,796</b>	<b>-</b>	<b>1,537,796</b>
<b>Total liabilities</b>	<b>2,889,757</b>	<b>-</b>	<b>2,889,757</b>	<b>2,911,975</b>	<b>-</b>	<b>2,911,975</b>	<b>2,897,718</b>	<b>-</b>	<b>2,897,718</b>
Shareholders' funds excluding non-controlling interests	655,071	(15,837)	639,234	606,739	(15,837)	590,902	622,001	(15,837)	606,164
Non-controlling interests	80,235	-	80,235	85,563	-	85,563	84,312	-	84,312
<b>Total shareholders' funds</b>	<b>735,306</b>	<b>(15,837)</b>	<b>719,469</b>	<b>692,302</b>	<b>(15,837)</b>	<b>676,465</b>	<b>706,313</b>	<b>(15,837)</b>	<b>690,476</b>
<b>Total shareholders' funds and liabilities</b>	<b>3,625,063</b>	<b>(15,837)</b>	<b>3,609,226</b>	<b>3,604,277</b>	<b>(15,837)</b>	<b>3,588,440</b>	<b>3,604,031</b>	<b>(15,837)</b>	<b>3,588,194</b>

## 5 GROUP COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS

The subsidiaries included in the consolidated financial statements, its head offices and percentage of capital held as at 30 June 2015 and 31 December 2014 are as follows:

### Percentage of capital held

COMPANY	Head Office	30 June 2015		31 December 2014	
		Direct*	Total*	Direct*	Total*
<b>Sonae Investimentos, SGPS, SA</b>	Matosinhos	Holding	Holding	Holding	Holding
<b>Sonae MC</b>					
BB Food Service, SA	a) Maia	100.00%	100.00%	100.00%	100.00%
Bom Momento – Restauração, SA	a) Maia	100.00%	100.00%	100.00%	100.00%
Contibomba - Comércio e Distribuição de Combustíveis, SA	a) Matosinhos	100.00%	100.00%	100.00%	100.00%
Continente Hipermercados. SA	a) Lisboa	100.00%	100.00%	100.00%	100.00%
Farmácia Seleção. SA	a) Matosinhos	100.00%	100.00%	100.00%	100.00%
1) MJB – Design, Lda	a) Maia	100.00%	100.00%	-	-
Modelo.com - Vendas p/Correspond., SA	a) Maia	100.00%	100.00%	100.00%	100.00%
Modelo Continente Hipermercados, SA	a) Matosinhos	100.00%	100.00%	100.00%	100.00%
Modelo Continente International Trade, SA	a) Madrid (Spain)	100.00%	100.00%	100.00%	100.00%
Pharmacontinente - Saúde e Higiene, SA	a) Matosinhos	100.00%	100.00%	100.00%	100.00%

Pharmaconcept – Actividades em Saúde, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Sonae MC – Modelo Continente. SGPS, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%

**Sonae SR**

Discovery Sports, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Fashion Division, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Fashion Division Canárias, SL	a)	Tenerife (Spain)	100.00%	100.00%	100.00%	100.00%
HighDome PCC Limited (Cell Europe)	a)	Valeta (Malta)	100.00%	100.00%	100.00%	100.00%
Infofield – Informática, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Modalfa - Comércio e Serviços, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Modalloop – Vestuário e Calçado, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
SDSR – Sports Division SR, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Sonae Retalho Espanha - Servicios Generales, SA	a)	Madrid (Spain)	100.00%	100.00%	100.00%	100.00%
Sonae SR Malta Holding Limited	a)	Valeta (Malta)	100.00%	100.00%	100.00%	100.00%
Sonae SR – Serviços e Logística, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Sonae Specialized Retail. SGPS, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Sport Zone Canarias, SL	a)	Tenerife (Spain)	51.00%	51.00%	51.00%	51.00%
Sport Zone Espanha - Comércio de Articulos de Deporte, SA	a)	Madrid (Spain)	100.00%	100.00%	100.00%	100.00%
Sport Zone Sport Maiz.Per.Satis.Ith.Ve tic Ltd Sti	a)	Istambul (Turkey)	100.00%	100.00%	100.00%	100.00%
Têxtil do Marco, SA	a)	Marco de Canaveses	92.76%	92.76%	92.76%	92.76%
Worten Canarias, S.L.	a)	Tenerife (Spain)	51.00%	51.00%	51.00%	51.00%
Worten – Equipamento para o Lar, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Worten Espanha Distribución, S.L.	a)	Madrid (Spain)	100.00%	100.00%	100.00%	100.00%
Zippy – Comércio e Distribuição, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Zippy - Comércio Y Distribución, SA	a)	Madrid (Spain)	100.00%	100.00%	100.00%	100.00%
Zippy Cocuk Malz.Dag.Ith.Ve Tic Ltd.Sti	a)	Istambul (Turkey)	100.00%	100.00%	100.00%	100.00%
ZYEvolution- Investig.e Desenvolvimento, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%

**Soane RP**

Arat Inmuebles, SA	a)	Madrid (Spain)	100.00%	100.00%	100.00%	100.00%
Azulino Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%

Bertimóvel - Sociedade Imobiliária, SA	a)	Matosinhos	100,00%	100,00%	100,00%	100,00%
Canasta - Empreendimentos Imobiliários, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Chão Verde - Sociedade de Gestão Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Citorres - Sociedade Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Contimobe - Imobiliária de Castelo de Paiva, SA	a)	Castelo de Paiva	100.00%	100.00%	100.00%	100.00%
Cumulativa - Sociedade Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Fozimo - Sociedade Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Fundo de Investimento Imobiliário Fechado Imosedede	a)	Maia	72.87%	72.87%	57.82%	57.82%
Fundo de Investimento Imobiliário Fechado Imosonae Dois	a)	Maia	98.35%	98.35%	98.55%	98.55%
Igimo - Sociedade Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Iginha - Sociedade Imobiliária, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Imoconti - Sociedade Imobiliária, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Imoestrutura - Sociedade Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Imomuro - Sociedade Imobiliária, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Imoresultado - Sociedade Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Imosistema - Sociedade Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
MJLF - Empreendimentos Imobiliários, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Modelo Hiper Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Ponto de Chegada - Sociedade Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Predicomercial - Promoção Imobiliária, SA	a)	Maia	100.00%	100,00%	100.00%	100.00%
Predilugar - Sociedade Imobiliária, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Selifa - Empreendimentos Imobiliários, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Sempre à Mão - Sociedade Imobiliária, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
Sesaggest - Proj.Gestão Imobiliária, SA	a)	Porto	100.00%	100.00%	100.00%	100.00%
Socijofra - Sociedade Imobiliária, SA	a)	Gondomar	100.00%	100.00%	100.00%	100.00%
Sociloures - Sociedade Imobiliária, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%

Sonaerp – Retail Properties, SA	a)	Porto	100.00%	100.00%	100.00%	100.00%
Sondis Imobiliária, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Valor N, SA	a)	Matosinhos	100.00%	100.00%	100.00%	100.00%
<b>Others</b>						
Marcas MC, zRT	a)	Budapest (Hungary)	100.00%	100.00%	100.00%	100.00%
Modelo - Distribuição de Materiais de Construção, SA	b)	Maia	50.00%	50.00%	50.00%	50.00%
SIAL Participações, Ltda	a)	São Paulo (Brazil)	100.00%	100.00%	100.00%	100.00%
Soflorin, BV	a)	Amsterdam (Netherlands)	100.00%	100.00%	100.00%	100.00%
Sonae Capital Brasil, Lda	a)	São Paulo (Brazil)	100.00%	100.00%	100.00%	100.00%
Sonae Financial Services, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Sonaecenter Serviços II, SA	a)	Maia	100.00%	100.00%	100.00%	100.00%
Sonaegest- Sociedade Gestora de Fundos de Investimento, SA	a)	Maia	60.00%	60.00%	60.00%	60.00%
Sonvecap, BV	a)	Amsterdam (Netherlands)	100.00%	100.00%	100.00%	100.00%
Tlantic, BV	a)	Amsterdam (Netherlands)	77.66%	77.66%	77.66%	77.66%
Tlantic Portugal - Sistemas de Informação, SA	a)	Matosinhos	100.00%	77.66%	100.00%	77.66%
Tlantic Sistemas de Informação, Ltda	a)	Porto Alegre (Brazil)	100.00%	77.66%	100.00%	77.66%

\*the percentage of ownership" total" represents the total percentage of interest held by the Group; the percentage of capital held "direct" corresponds to the percentage (s) subsidiary which owns the stake in question holds the share capital of this company.

- a) Control held by majority of voting rights which confer power of relevant activities that influence;
- b) Control held by management control.
- 1) Company acquired during the period.

These entities are consolidated using the full consolidation method, considering that they are controlled by Sonae Investimentos SGPS. S.A..

## 6 JOINT VENTURES AND ASSOCIATED COMPANIES

## 6.1 Detail of book value of Investment in joint ventures and associates

Jointly controlled entities and associated companies included in the consolidated financial statements, their head offices and the percentage of share capital held at 30 June 2015 and 31 December 2014 are as follows:

Company	Head Office	Percentage of capital held				Statement of financial position	
		30 June 2015		31 December 2014 Restated		30 June 2015	31 December 2014 Restated
		Direct*	Total*	Direct*	Total*		
1) Raso SGPS, SA (consolidated)	Lisbon	100.00%	100.00%	100.00%	50.00%	-	-
<b>Investments in joint ventures</b>						-	-
MDS SGPS, SA (consolidated)	Maia	46.92%	46.92%	46.92%	46.92%	37,203,591	39,105,848
Sempre a Postos - Produtos Alimentares e Utilidades, Lda	Lisbon	25.00%	25.00%	25.00%	25.00%	1,040,338	1,180,061
APOR- Agência para a Modernização do Porto, SA	Porto	22.75%	22.75%	22.75%	22.75%	404,620	417,799
2) Ulabox, S.L.	Barcelona	28.57%	28.57%	-	-	2,966,480	-
<b>Investments in associated companies</b>						41,615,029	40,703,708
<b>Total</b>						41,615,029	40,703,708

\* the percentage of ownership "total" represents the total percentage of interest held by the Group; the percentage of capital held "direct" corresponds to the percentage (s) subsidiary which owns the stake in question holds the share capital of this company.

1) In June 29, 2015, the Group acquired the remaining 50% of Raso SGPS, SA and classified this investment as a non-current asset held for sale (Note 17);

2) Associated acquired during the period.

Joint ventures and associated companies were included in the consolidated financial statements by the equity method.

## 6.2 Financial indicators of participations

As at 30 June 2015 and 2014 and 31 December 2014, financial information of associated companies can be analysed as follows:

Associated Companies	30 June 2015				31 December 2014 Restated		
	MDS SGPS, SA (Consolidated)	Sempre a Postos	Ulabox	Others	MDS SGPS, SA (Consolidated)	Sempre a Postos	Others
Non-current assets	75,005,946	2,143,351	1,169,941	12,340	79,408,394	2,407,921	3,862
Current assets	19,042,854	8,515,322	4,568,436	1,831,141	20,903,270	9,551,507	1,935,474
Non-current liabilities	43,967,177	24,594	-	-	47,199,037	17,263	-
Total current liabilities	29,031,295	6,656,156	258,081	64,929	28,667,592	7,221,923	50,580
Shareholders' funds excluding non-controlling interests	21,050,328	3,977,923	5,480,296	1,778,552	24,445,035	4,720,242	1,888,757

Associated Companies	30 June 2015				30 June 2014		
	MDS SGPS, SA (Consolidated)	Sempre a Postos	Ulabox	Others	MDS SGPS, SA (Consolidated)	Sempre a Postos	Others
Turnover	21,721,019	19,514,883	1,755,230	51,669	20,353,892	18,894,169	-
Other operational income	309,175	1,794,920	76,423	-	252,296	1,828,138	-
Operational expenses	(22,806,413)	(20,737,027)	(2,454,086)	(127,637)	(21,626,109)	(20,443,913)	-
Net financial expense	(1,319,084)	6,596	-	18,062	(1,548,697)	(3,829)	-
Taxation	269,295	(135,456)	-	(22)	241,411	(69,196)	-
Consolidated net income/(loss) for the year	(1,825,909)	443,926	(622,433)	(57,928)	(2,327,107)	205,374	-
Other comprehensive income for the period	-	-	-	-	-	-	-
Total comprehensive income for the period	(1,825,909)	443,926	(622,433)	(57,928)	(2,327,107)	205,374	-

### 6.3 Movements occurred in the period

During the period ended at 30 June 2015 and 2014, movements in investments in joint ventures and associated companies are as follows:

	30 June 2015			30 June 2014		
	Proportion on equity	Goodwill	Total investment	Proportion on equity	Goodwill	Total investment
<b>Joint ventures</b>						
Initial balance as at January,1	-	-	-	1,629,998	8,520,204	10,150,202
Equity method:						
Effect in gain or losses in joint ventures	-	-	-	(131,520)	-	(131,520)
	-	-	-	1,498,478	8,520,204	10,018,682
<b>Associated companies</b>						
Initial balance as at January,1	6,493,202	34,210,506	40,703,708	7,436,359	34,210,506	41,646,865
Acquisitions during the period	1,599,541	1,400,759	3,000,300	-	-	-
Equity method:						
Effect in gain or losses in associated companies	(1,006,965)	-	(1,006,965)	(1,507,706)	-	(1,507,706)
Distributed dividends	(296,562)	-	(296,562)	(16,446)	-	(16,446)
Other effects on reserves	(785,452)	-	(785,452)	968,748	-	968,748
	6,003,764	35,611,265	41,615,029	6,880,956	34,210,506	41,091,462
<b>Total</b>	6,003,764	35,611,265	41,615,029	8,379,434	42,730,710	51,110,144

## 7 OTHER NON-CURRENT INVESTMENTS

Other non-current investments, their head offices, percentage of share capital held and book value as at 30 June 2015 and 31 December 2014 are as follows:

Company	Head Office	Percentage of capital held				Statement of financial position	
		30 June 2015		31 December 2014 Restated		30 June 2015	31 December 2014 Restated
		Direct	Total	Direct	Total		
Dispar - Distrib. de Participações, SGPS, SA	Lisbon	14.28%	14.28%	14.28%	14.28%	9,976	9,976
Inscó - Insular de Hipermerc., SA	Ponta Delgada	10.00%	10.00%	10.00%	10.00%	898,197	898,197
Solferias- Operadores Turísticos, SA	Lisbon	11.11%	11.11%	11.11%	11.11%	133,162	133,162
MOVVO, SA	Porto	12.77%	12.77%	9.09%	9.09%	600,000	400,000
Other investments						10,131,053	10,130,697
						11,772,388	11,572,032

On 30 June 2015, are included in "Other Investments", among others 9,999,892 euro (10,000,046 euro as at 31 December 2014) related to deposited amounts on an *Escrow Account* which is invested in investment

funds with superior rating and contractual liability guarantees assumed in the disposal of a Sonae Distribuição Brazil and for which provisions were recorded in the applicable situations (Note 24 and 25).

Although in accordance with the deadlines contractually established, the *Escrow Account* should have already been released by the buyer, that didn't happen as there are some points of disagreement on the use of the *Escrow Account*, namely as whether or not, to retain the *Escrow Account* for on-going fiscal procedures that have not yet been decided (Note 24). It is the understanding of the Board of Directors, based on legal opinions of Brazilian and Portuguese lawyers that the reason attends to Sonae Investimentos.

The Other Investments are recorded at acquisition cost net of impairment losses. It is Sonae Investimentos understanding that no reliable fair value estimate can be made as there is no market data available for these investments.

## 8 CHANGES IN CONSOLIDATION PERIMETER

The acquisition occurred in the period ended as at 30 June 2015 was as follows:

COMPANY	Head Office	Direct	Total
<b>Sonae MC</b>			
MJB - Design, Lda	Maia	100.00%	100.00%

The effects of this acquisition in the consolidated financial statements can be analyzed as follows:

	On the date of acquisition	30 June 2015
<b>Net assets</b>		
Tangible and intangible assets (Note 9 and 10)	24,793	24,447
Other assets	166,487	348,226
Cash and cash equivalents	28,531	50,953
Other liabilities	(70,987)	(294,725)
	148,824	128,901
Goodwill (Note 11)	767,300	
Acquisition cost	916,124	
Effective cash payment	916,124	
	916,124	
<b>Net cash-flow arising from acquisition</b>		
Effective cash payment	916,124	
Cash and cash equivalents acquired	(28,531)	
	887,593	
<b>Income Statement</b>		
	On the date of acquisition	6 months
Sales	30,665	212,260
Other income	-	11,492
Cost of goods sold and materials consumed	(8,591)	(104,186)
External supplies and services	(18,634)	(67,928)
Other expenses	(24,816)	(81,206)
Net financial expenses	(2,221)	(2,221)
Profit/(Loss) before taxation	(23,597)	(31,789)
Profit/(Loss) before taxation	3,673	3,673
Profit/(Loss) after taxation	(19,924)	(28,116)



## 9 TANGIBLE ASSETS

During the six months period ended at 30 June 2015 and 2014, movements in tangible assets as well as depreciation and accumulated impairment losses, are made up as follows:

	Tangible assets				
	Land and buildings	Plant and machinery	Others	Tangible assets in progress	Total tangible assets
<b>Gross assets:</b>					
<b>Opening balance as at 1 January 2015</b>	1,669,407,572	1,273,732,256	168,118,559	27,211,209	3,138,469,596
Acquisitions	2,931,922	846,115	58,681	58,351,487	62,188,205
Acquisitions of subsidiaries (Note 8)	24,896	1,674	18,033	-	44,603
Disposals	(167,524,716)	(25,351,840)	(4,130,137)	(1,108,245)	(198,114,938)
Exchange rate effect	(68,518)	-	(75,400)	-	(143,918)
Transfers	1,606,340	44,602,741	7,674,292	(54,712,523)	(829,150)
<b>Closing balance as at 30 June 2015</b>	<b>1,506,377,496</b>	<b>1,293,830,946</b>	<b>171,664,028</b>	<b>29,741,928</b>	<b>3,001,614,398</b>
<b>Accumulated depreciation and impairment losses</b>					
<b>Opening balance as at 1 January 2015</b>	433,631,117	771,959,695	134,304,445	-	1,339,895,257
Depreciation of the period	12,370,898	52,103,225	6,043,401	-	70,517,524
Impairment losses for the period (Note 25)	-	36,762	-	-	36,762
Acquisitions of subsidiaries (Note 8)	7,396	474	12,940	-	20,810
Disposals	(36,360,239)	(21,374,285)	(3,944,960)	-	(61,679,484)
Exchange rate effect	(65,993)	-	(56,553)	-	(122,546)
Transfers	(2,490)	(351,055)	(256,496)	-	(610,041)
<b>Closing balance as at 30 June 2015</b>	<b>409,580,689</b>	<b>802,374,816</b>	<b>136,102,777</b>	<b>-</b>	<b>1,348,058,282</b>
<b>Carrying amount as at 30 June 2015</b>	<b>1,096,796,807</b>	<b>491,456,130</b>	<b>35,561,251</b>	<b>29,741,928</b>	<b>1,653,556,116</b>
<b>Tangible assets</b>					
	Land and buildings	Plant and machinery	Others	Tangible assets in progress	Total tangible assets
<b>Gross assets:</b>					
<b>Opening balance as at 1 January 2014</b>	1,657,183,620	1,234,317,728	161,976,772	30,494,978	3,083,973,098
Acquisitions	4,091,131	856,061	145,504	45,782,640	50,875,336
Disposals of subsidiaries	(2,758,249)	(397,643)	(3,492)	-	(3,159,384)
Disposals	(2,578,970)	(19,209,506)	(3,021,881)	(3,912,900)	(28,723,257)
Exchange rate effect	-	82,510	63,256	-	145,766
Transfers	8,912,032	32,767,184	5,778,418	(45,927,670)	1,529,964
<b>Closing balance as at 30 June 2014</b>	<b>1,664,849,564</b>	<b>1,248,416,334</b>	<b>164,938,577</b>	<b>26,437,048</b>	<b>3,104,641,523</b>
<b>Accumulated depreciation and impairment losses</b>					
<b>Opening balance as at 1 January 2014</b>	409,051,726	725,545,159	128,792,389	-	1,263,389,274
Depreciation of the period	12,603,183	50,302,426	6,453,962	-	69,359,571
Disposals of subsidiaries	(210,643)	(168,610)	(3,492)	-	(382,745)
Disposals	(529,614)	(15,736,967)	(2,899,230)	-	(19,165,811)
Exchange rate effect	-	76,102	36,603	-	112,705
Transfers	(3,081,579)	3,378,823	(920,833)	-	(623,589)
<b>Closing balance as at 30 June 2014</b>	<b>417,833,073</b>	<b>763,396,933</b>	<b>131,459,399</b>	<b>-</b>	<b>1,312,689,405</b>
<b>Carrying amount as at 30 June 2014</b>	<b>1,247,016,491</b>	<b>485,019,401</b>	<b>33,479,178</b>	<b>26,437,048</b>	<b>1,791,952,118</b>

The value of disposals in "Tangible assets" includes the sale and leaseback transactions of 15 food retail assets located in Portugal. These operations amounted 184.7 million euro, corresponding to assets with a net book value of about 134 million euro, generating a capital gain of approximately 40 million euro (Note 27).

The most significant values included in the caption “Tangible assets in progress” refer to the following projects:

	30 June 2015	30 June 2014
Refurbishment and expansion of stores located in Portugal	19,927,683	16,695,807
Refurbishment and expansion of stores located in Spain	816,444	900,988
Projects of stores for which advance payments were made	8,804,900	8,639,900
Others	192,901	200,353
	29,741,928	26,437,048

## 10 INTANGIBLE ASSETS

During the six months period ended at 30 June 2015 and 2014, movements in intangible assets as well as depreciation and accumulated impairment losses, are made up as follows:

	Intangible assets			
	Patents and other similar rights	Others	Intangible assets in progress	Total intangible assets
<b>Gross assets</b>				
<b>Opening balance as at 1 January 2015</b>	103,463,568	234,715,645	36,352,643	374,531,856
Acquisitions	12,165	4,016	20,346,125	20,362,306
Acquisitions of subsidiaries (Note 8)	1,000	-	-	1,000
Disposals	(63,330)	(661,171)	(208,546)	(933,047)
Exchange rate effect	(22,230)	(57,279)	-	(79,509)
Transfers	175,385	13,191,175	(13,338,661)	27,899
<b>Closing balance as at 30 June 2015</b>	<b>103,566,558</b>	<b>247,192,386</b>	<b>43,151,561</b>	<b>393,910,505</b>
<b>Accumulated depreciation and impairment losses</b>				
<b>Opening balance as at 1 January 2015</b>	25,933,771	163,155,297	-	189,089,068
Depreciation of the period	615,486	8,982,965	-	9,598,451
Acquisitions of subsidiaries (Note 8)	-	-	-	-
Disposals	(61,994)	(507,623)	-	(569,617)
Exchange rate effect	(14,995)	(30,463)	-	(45,458)
Transfers	(24)	-	-	(24)
<b>Closing balance as at 30 June 2015</b>	<b>26,472,244</b>	<b>171,600,176</b>	<b>-</b>	<b>198,072,420</b>
<b>Carrying amount as at 30 June 2015</b>	<b>77,094,314</b>	<b>75,592,210</b>	<b>43,151,561</b>	<b>195,838,085</b>
	Intangible assets			
	Patents and other similar rights	Others	Intangible assets in progress	Total intangible assets
<b>Gross assets</b>				
<b>Opening balance as at 1 January 2014</b>	103,163,864	204,395,830	27,711,325	335,271,019
Acquisitions	3,741	-	20,240,394	20,244,135
Disposals of subsidiaries	(741)	-	-	(741)
Disposals	(272,851)	(775,092)	(81,870)	(1,129,813)
Exchange rate effect	6,996	62,088	-	69,084
Transfers	155,535	12,845,418	(13,248,784)	(247,831)
<b>Closing balance as at 30 June 2014</b>	<b>103,056,544</b>	<b>216,528,244</b>	<b>34,621,065</b>	<b>354,205,853</b>
<b>Accumulated depreciation and impairment losses</b>				
<b>Opening balance as at 1 January 2014</b>	24,647,476	146,892,072	-	171,539,548
Depreciation of the period	928,846	8,692,367	-	9,621,213
Disposals	(271,731)	(773,078)	-	(1,044,809)
Exchange rate effect	4,118	23,254	-	27,372
Transfers	(137)	(6,572)	-	(6,709)
<b>Closing balance as at 30 June 2014</b>	<b>25,308,572</b>	<b>154,828,043</b>	<b>-</b>	<b>180,136,615</b>
<b>Carrying amount as at 30 June 2014</b>	<b>77,747,972</b>	<b>61,700,201</b>	<b>34,621,065</b>	<b>174,069,238</b>

## 11 GOODWILL

On 30 June 2015 and 31 December 2014, the movements in the caption goodwill as well as in the corresponding impairment losses, are as follows:

	30 June 2015	31 December 2014 Restated
<b>Gross value:</b>		
Opening balance	505,807,904	505,807,904
Goodwill generated in the period (Note 8)	767,300	-
Closing balance	506,575,204	505,807,904
<b>Accumulated impairment losses:</b>		
Opening balance	7,641,668	7,621,502
Increases	-	20,166
Closing balance	7,641,668	7,641,668
<b>Carrying amount</b>	<b>498,933,536</b>	<b>498,166,236</b>

## 12 OTHER INVESTMENTS

During the six months period ended at 30 June 2015 and 31 December 2014, the movements in the caption "Other Investments" can be detailed as follows:

	30 June 2015		30 June 2014	
	Non Current	Current	Non Current	Current
<b>Other investments:</b>				
Opening balance as at 1 January	11,572,032	6,123	13,401,237	6,106
Increases in the period	200,509	147	617	17
Decreases in the period	-	(6,270)	-	-
Increase/(Decrease) in fair value	(153)	-	-	-
Others	-	-	133,162	-
Closing balance as at 30 June	11,772,388	-	13,535,016	6,123
<b>Derivative financial instruments</b>				
Fair value as at 1 January	-	3,995,221	-	35,999
Acquisitions in the period	-	-	-	468,601
Disposals in the period	-	(2,779,557)	-	-
Increase/(Decrease) in fair value	-	(181,091)	-	23,697
Fair value as at 30 de June (Note 21)	-	1,034,573	-	528,296
<b>Total of Other Investments</b>	<b>11,772,388</b>	<b>1,034,573</b>	<b>13,535,016</b>	<b>534,419</b>

In other financial investments non-current, are recorded 9,999,892 euro (10,000,046 euro as at 31 December 2014), related to deposited amounts on an *Escrow Account* (Note 7).

## 13 OTHER NON-CURRENT ASSETS

As at 30 June 2015 and 31 December 2014, "Other non-current assets" are detailed as follows:

	30 June 2015	31 December 2014 Restated
<b>Loans granted to related parties</b>	9,155,594	9,014,061
<b>Trade accounts receivable and other debtors</b>		
Bails (a)	4,661,417	5,173,020
Legal deposits (b)	759,178	823,044
Recognition of the value to be received Wall Mart (c)	7,377,311	7,948,165
Special regime for payment of tax and social security debts (d)	5,202,341	5,202,341
Amount receivable for selling the Modelo Cont.Seguros	2,450,000	2,450,000
	29,605,841	30,610,631
Accumulated impairment losses in other debtors (Note 25)	(2,450,000)	(2,450,000)
	27,155,841	28,160,631
Other non-current assets	1,582,983	1,290,155
	28,738,824	29,450,786

"Loans granted to associated companies" refer to MDS SGPS, SA 9,155,594 euro (9,014,061 euro as at 31 December 2014). This loan bears interests at usual market rates and do not have a defined maturity.

Most significant values included in "Trade accounts receivable and other debtors" refers to:

- Amounts related with guarantees of lease contracts in group stores located in Spain, which have not matured until this date;
- Amounts related to legal deposits made by a Brazilian subsidiary, for which are recorded the correspondent liabilities in the caption "Other non-current liabilities" (Note 22), with no defined maturity;
- As a result of agreements signed in 2005 by former subsidiary - Sonae Distribuição Brasil. SA (sold to Wal-Mart in 2005) with Carrefour Comércio e Indústria Ltda. Sonae Investimentos assumed the responsibility to compensate Carrefour for the expenses that would arise from the 10 stores licensing process in the Brazilian state of São Paulo that were sold to that entity. During 2010, Carrefour triggered a bank warranty "on first demand" amounting to 25.340.145.80 Brazilian real (approximately 7.4 million euro) for alleged expenses incurred with the mentioned stores and that allegedly, arose from the need to remedy deficiencies cited by competent authorities for the licensing process. However no evidence of those expenses was presented to Sonae Investimentos, or proof of necessity of carrying out such costs for the licensing process as established on the mentioned agreement. The variation in the period is explained by the evolution of the exchange rate of the real against the euro. During 2014 Carrefour made a proposition to pay the above mentioned amount having the agreement already been signed in February 2015, for an amount of 35 million Brazilian reais.
- The amount disclosed as 'Special regime for payment of tax and social security debts' corresponds to taxes voluntarily paid which were previously disputed and subject to reimbursement claims. The tax litigations are still in progress, although following the payment of guarantees previously given where canceled. No impairment loss was recorded since it's the Board of Directors understanding that the decisions over the appeals will be in favour of Sonae Investimentos (Note 4).

## 14 TRADE ACCOUNTS RECEIVABLE AND OTHER CURRENT ASSETS

As at 30 June 2015 and 31 December 2014, "Trade accounts receivable and other current assets" are detailed as follows:

	30 June 2015	31 December 2014 Restated
Trade accounts receivable	45,245,466	44,013,595
Taxes recoverable	44,090,631	39,712,092
Granted loans to related companies	53,443,780	30,199,099
Other debtors		
Trade suppliers - debtor balances	43,859,341	48,134,288
VAT recoverable on real estate assets	1,369,245	3,313,110
Accounts receivable from the disposal of tangible fixed assets	495,805	460,902
Vouchers and gift cards	936,495	2,222,783
Other debtors	18,560,991	17,606,735
	65,221,877	71,737,818
Other current assets		
Commercial discounts	69,313,050	59,032,254
Interests to be received	1,166,262	1,122,067
Commissions to be received	3,609,435	2,485,123
Prepayments - Rents	6,086,805	6,201,118
Condominiums management fee's	787,923	729,311
Insurance premiums paid in advance	7,391,110	7,536,483
Software licenses	5,507,390	2,080,744
Other current assets	10,987,895	9,332,437
	104,849,871	88,519,537
Accumulated impairment losses (Note 25)	(24,317,745)	(18,346,622)
	288,533,880	255,835,519

In other accounts receivable from related companies are included about 44.4 million euro of amount receivable from the Sonae SGPS, SA resulting of companies inclusion in Special Regime of Taxing Groups of Companies.

## 15 DEFERRED TAX

Deferred tax assets and liabilities as at 30 June 2015 and 31 December 2014 are as follows, taking into consideration its temporary differences:

	Deferred tax assets		Deferred tax liabilities	
	30 June 2015	31 December 2014 Restated	30 June 2015	31 December 2014 Restated
Difference between fair value and acquisition cost	6,216,291	6,216,291	20,943,744	20,787,861
Temporary differences on tangible and intangible assets	1,718,075	1,816,225	43,554,308	46,765,062
Provisions and impairment losses not accepted for tax purposes	7,767,020	10,280,290	-	-
Write off of tangible and intangible assets	73,395	73,395	-	-
Valuation of hedging derivatives	711,759	73,443	524,490	574,288
Amortisation of goodwill for tax purposes	-	-	18,613,423	18,613,423
Revaluation of tangible assets	-	-	1,225,710	1,285,047
Tax losses carried forward	64,077,247	60,687,594	-	-
Reinvested capital gains/(losses)	-	-	619,746	1,256,610
Tax benefits	1,386,793	1,478,439	-	-
Others	4,198,608	1,128,103	1,774,778	1,774,778
	86,149,188	81,753,780	87,256,199	91,057,069

In accordance with the tax statements and tax estimates presented by companies that recorded deferred tax assets arising from tax losses carried forward, as at 30 June 2015 and 31 December 2014, and using exchange rates effective at that time, tax losses carried forward can be summarized as follows:

	30 June 2015			31 December 2014 Restated		
	Tax losses carried forward	Deferred tax assets	Time limit	Tax losses carried forward	Deferred tax assets	Time limit
<b>With limited time use</b>						
Generated in 2011	5,645	1,186	2015	65,786	13,815	2015
Generated in 2014	1,194,236	250,790	2026	1,194,236	250,790	2026
Generated in 2015	503,422	105,719	2027	-	-	
	<u>1,703,303</u>	<u>357,695</u>		<u>1,260,022</u>	<u>264,605</u>	
<b>With a time limit different from the above mentioned (a)</b>	254,878,209	63,719,552		241,691,949	60,422,989	
	<u>256,581,512</u>	<u>64,077,247</u>		<u>242,951,971</u>	<u>60,687,594</u>	

a) Includes, in 30 June 2015, 59.6 million euro (60 million euro in 31 December 2014) related to deferred tax assets for which the carry forward period count hasn't started.

As at 30 June 2015 and 31 December 2014, deferred tax assets resulting from tax losses carried forward were assessed against each company's business plans, which are regularly updated, and available tax planning opportunities. Deferred tax assets have only been recorded to the extent that future taxable profits will arise which may be offset against available tax losses or against deductible temporary differences. This evaluation centered on the business plan of Sonae Investimentos entities, which were reviewed and updated periodically and on the available and identified fiscal opportunities.

As at 30 June 2015, there was tax losses carried forward, amounting to 188.6 million euro (188.0 million euro as at 31 December 2014) for which no deferred tax assets were recognized due to uncertainties of their future use. These may be summarised as follows:

	30 June 2015			31 December 2014 Restated		
	Tax losses carried forward	Deferred tax credit	Time limit	Tax losses carried forward	Deferred tax credit	Time limit
<b>With limited time use</b>						
Generated in 2009	4,854,323	1,019,408	2015	4,852,429	1,019,010	2015
Generated in 2011	4,292,265	901,376	2015	4,292,265	901,376	2015
Generated in 2012	3,495,558	734,067	2017	3,495,558	734,067	2017
Generated in 2013	809,338	169,961	2018	809,338	169,961	2018
	<u>13,451,484</u>	<u>2,824,812</u>		<u>13,449,590</u>	<u>2,824,414</u>	
<b>Without limited time use</b>	14,642,216	4,978,353		14,134,893	4,805,864	
<b>With a time limit different from the above mentioned</b>	160,510,846	40,126,417		160,508,588	40,125,966	
	<u>188,604,546</u>	<u>47,929,582</u>		<u>188,093,071</u>	<u>47,756,244</u>	

## 16 CASH AND CASH EQUIVALENTS

As at 30 June 2015 and 31 December 2014 “Cash and cash equivalents” can be detailed as follows:

	30 June 2015	31 December 2014 Restated
Cash at hand	7,406,718	7,728,910
Bank deposits	151,597,167	94,097,355
Cash and cash equivalents on the statement of financial position	159,003,885	101,826,265
Bank overdrafts (Note 20)	(24,563,856)	(128,173)
Cash and cash equivalents on the statement of cash flows	134,440,029	101,698,092

Bank overdrafts are disclosed in the statement of financial position under Current bank loans.

## 17 NON - CURRENT ASSETS HELD FOR SALE

As at 30 June 2015 the Raso, SGPS, SA investment was classified as non-current asset held for sale. The valuation of this asset was based on the assessment made for the acquisition on June 29, 2015, of the remaining 50% Raso share capital. A reinforcement of impairment losses of about 4.7 million was recorded based on this valuation.

## 18 SHARE CAPITAL

As at 30 June 2015, the share capital, which is fully subscribed and paid for, is made up by 1,000,000,000 ordinary shares which do not hold right to any fixed income, with a nominal value of 1 Euro each.

As at 30 June 2015, the subscribed share capital was held as follows:

Entity	%
Sonae, SGPS, S.A.	25.029%
Sonae Center Serviços, S.A.	51.827%
Sonae Investments. BV	13.142%
Sonae MC – Modelo Continente. SGPS. S.A.	10.000%
Libra Serviços, Lda	0.002%

As at 30 June 2015, Efanor Investimentos, SGPS, S.A. and its subsidiaries held 52.48% of the share capital of Sonae, SGPS, S.A., which holds directly and indirectly 100% of the others entities who hold the company's share capital.



## 19 NON-CONTROLLING INTERESTS

As at 30 June 2015 and 31 December 2014, non-controlling interests are detailed as follows:

	30 June 2015				
	Equity	Net Profit/ (Loss)	Statement of financial position	Proportion in income	Dividends/ Income received
Investments Funds	314,089,208	18,785,734	41,391,587	1,296,134	113,298
Others	41,190,180	162,624	19,252,124	(74,493)	-
<b>Total</b>	<b>355,279,388</b>	<b>18,948,358</b>	<b>60,643,711</b>	<b>1,221,641</b>	<b>113,298</b>
	31 December 2014 Restated				
	Equity	Net Profit/ (Loss)	Statement of financial position	Proportion in income	Dividends/ Income received
Investments Funds	295,586,722	16,053,883	60,859,308	2,394,929	3,297,690
Others	41,150,631	81,619	19,375,654	(128,629)	-
<b>Total</b>	<b>336,737,353</b>	<b>16,135,502</b>	<b>80,234,962</b>	<b>2,266,300</b>	<b>3,297,690</b>

Movements in non-controlling interests during the periods ended as at 30 June 2015 and 2014 are as follows:

	30 June 2015		
	Investments Funds	Others	Total
Balance as at 1 January	60,859,308	19,375,654	80,234,962
Dividends distributed	(113,298)	-	(113,298)
Changes in shareholding interests	(20,650,557)	-	(20,650,557)
Exchange rate effect	-	(9,071)	(9,071)
Changes in hedge reserves	-	(39,966)	(39,966)
Profit for the period attributable to non-controlling interests	1,296,134	(74,493)	1,221,641
Closing balance	41,391,587	19,252,124	60,643,711
	30 June 2014		
	Investments Funds	Others	Total
Balance as at 1 January	64,854,284	19,457,883	84,312,167
Dividends distributed	(132,874)	-	(132,874)
Additional paid in capital	899,198	-	899,198
Exchange rate effect	-	25,402	25,402
Changes in hedge reserves	-	7,355	7,355
Profit for the period attributable to non-controlling interests	1,261,274	(809,123)	452,151
Closing Balance	66,881,882	18,681,517	85,563,400

During the period ended as at 30 June 2015 were acquired units of real estate investment fund "Imosede" in the amount of 22,593,997 euro (5,000,134 euro as at 31 December 2014).

The acquisition mentioned above had the following impacts at the level of the financial statements:

	Imosede
Additional percentage acquired	15.05%
Share of the acquired equity	20,961,889
Acquisition cost	(22,593,997)
Impact on equity	(1,632,108)

## 20 LOANS

As at 30 June 2015 and 31 December 2014, “Loans” are made up as follows:

	30 June 2015		31 December 2014 Restated	
	Outstanding amount		Outstanding amount	
	Current	Non Current	Current	Non Current
<b>Bank loans</b>				
Sonae Investimentos, SGPS, S.A. - commercial paper	49,999,369	40,000,000	-	30,000,000
Subsidiary of Sonae Investimentos 2011/2016	20,000,000	25,000,000	20,000,000	35,000,000
Subsidiary of Sonae Investimentos 2014/2018	-	50,000,000	-	-
Others	2,058,243	5,603,579	2,386,888	2,609,290
	72,057,612	120,603,579	22,386,888	67,609,290
Bank overdrafts (Note 16)	24,563,856	-	128,173	-
Up-front fees beared with the issuance of loans	(56,971)	(282,119)	(57,929)	(358,342)
<b>Bank loans</b>	<b>96,564,497</b>	<b>120,321,460</b>	<b>22,457,132</b>	<b>67,250,948</b>
<b>Bonds</b>				
Bonds Sonae SGPS /August 2007 / 2015	200,000,000	-	200,000,000	-
Bonds Sonae Investimentos / September 2007 / 2015	155,000,000	-	155,000,000	-
Bonds Sonae Investimentos/ 2012/ 2017	50,000,000	120,000,000	25,000,000	145,000,000
Bonds Sonae Investimentos /June 2013/ 2018	-	50,000,000	-	50,000,000
Bonds Sonae Investimentos/ December 2013 / 2018	-	-	-	75,000,000
Bonds Sonae Investimentos / 2014/2018	-	50,000,000	-	50,000,000
Bonds Sonae Investimentos / 2015/2020	-	75,000,000	-	-
Up-front fees beared with the issuance of loans	(74,891)	(2,374,749)	(275,266)	(2,779,285)
<b>Bonds</b>	<b>404,925,109</b>	<b>292,625,251</b>	<b>379,724,734</b>	<b>317,220,715</b>
<b>Other loans</b>	<b>24,352</b>	<b>17,707</b>	<b>33,466</b>	<b>17,707</b>
Derivative instruments (Note 21)	1,527,827	-	582,869	-
<b>Other loans</b>	<b>1,552,179</b>	<b>17,707</b>	<b>616,335</b>	<b>17,707</b>
<b>Obligations under finance leases</b>	<b>4,461,062</b>	<b>2,885,403</b>	<b>4,406,849</b>	<b>4,236,417</b>
	<b>507,502,847</b>	<b>415,849,821</b>	<b>407,205,050</b>	<b>388,725,787</b>

As at 30 June 2015 Sonae had agreed committed credit facilities and commercial paper programs on the amount of 718 million euro from which 136 million euro represent commitments of less than one year and 473 million euro related to commitments of more than one year.

Under the above mentioned credit facilities and commercial paper programs with firm commitments, the Group has 494 million euro credit facilities available to meet its liquidity requirements. Additionally, as at 30 June 2015, Sonae Investimentos has, as detailed in Note 16 “Cash and cash equivalents”, the value of 159,003,885 euros (101,826,265 euro on 31 December 2014).

The average interest rate at 30 June 2015 of bonds and loans was 2.30% (2.64% on 31 December 2014). These bonds and bank loans bear interests at variable interest rates indexed to Euribor.

The derivative instruments are recorded at fair value (Note 21).

The repayment schedule of the nominal value of borrowings (including bank loans and obligations under finance leases) is summarized as follows:

	30 June 2015	31 December 2014 Restated
N+1	506,106,882	406,955,376
N+2	148,489,268	88,677,930
N+3	52,740,208	96,345,254
N+4	131,643,139	175,955,135
N+5	85,326,627	30,374,513
After N+5	307,447	510,582
	924,613,571	798,818,790

The maturities above were estimated in accordance with the contractual terms of loans and taking into account Sonae's best estimated regarding their reimbursement date.

## 21 DERIVATIVES

### Exchange rate derivatives

In what concerns financial risk management policy, Sonae Investimentos essentially uses exchange rate derivatives to hedge future cash flows that occur in the next 12 months.

As at 30 June 2015, the fair value of the exchange rate derivatives, calculated taking into consideration the present market value of equivalent financial instruments, is estimated as follows:

	30 June 2015	31 December 2014 Restated
Assets (Note 12)	1,034,573	3,995,221
Liabilities (Note 20)	(1,527,827)	(582,869)
	(493,254)	3,412,352

Gains and losses for the period associated with the change in market value of derivative instruments are recorded under the caption "Hedging reserve" when considered cash flow hedging and when considered as fair value hedging are recorded under the caption "Financial income" or "Financial expenses".

### Interest rate derivatives

As at 30 June 2015, the Group had no financial instrument derivative on the interest rate.

## 22 OTHER NON-CURRENT LIABILITIES

As at 30 June 2015 and 31 December 2014, the caption “Other non-current liabilities” is detailed as follows:

	30 June 2015	31 December 2014 Restated
Shareholders loans	402,375,851	402,372,328
Fixed assets suppliers	1,012,500	1,037,500
Other non-current liabilities	1,888,275	1,930,935
Share based payments (Note 23)	1,951,610	3,877,007
Deferred of revenue from the sale of warranties extension	31,425,394	25,905,981
Accruals and deferrals	2,620,652	2,624,071
Other non-current liabilities	441,274,283	437,747,822

The caption “Shareholders loans” includes:

- a subordinate bond loan, with a fixed interest rate, repayable after 10 years issued by Sonae Investimentos at market conditions on 28 December 2010 amounting to 400,000,000 euro corresponding to 8,000 bonds with a nominal value of 50,000 euro each, with a flat rate of 7% and repayment at the end of the loan period. The fair value of this loan on 30 June 2015 is 42,780 euro (42,358 euro as at 31 December 2014) per obligation having been determined based on discounted cash flows method;

- loans in affiliated undertakings related to a shareholders’ loan granted by a minority shareholder to a subsidiary that bears interest at usual market rate. The fair value of this loan is similar to its book value with no defined maturity.

As at 30 June 2015, the caption “Other non-current liabilities” includes 621,481 euro (669,571 euro as at 31 December 2014) mainly refers to the estimated amounts to fulfil the legal and tax obligations of a Brazilian subsidiary which were considered appropriate to face up to future losses on lawsuits and for which legal deposits exist, which are recorded under the caption “Other non-current assets” (Note 13).

## 23 SHARE BASED PAYMENT PLANS

In 2015 and in previous years, Sonae Investimentos Group granted deferred performance bonuses to its directors and eligible employees. These are based on shares to be acquired at nil cost or with discount, three years after they were attributed to the employee. The purchase can be exercised during the period between the third anniversary of the grant date and the end of that year. The company has the choice to settle its responsibilities in cash instead of shares. The option can only be exercised if the employee still works for Sonae Group on the vesting date.

Liabilities arising from deferred performance bonuses as at 30 June 2015 and 31 December 2014 are made up as follows:

Grant year	Vesting year	Number of participants	Number of shares		Fair Value	
			30 June 2015	31 December 2014 Restated	30 June 2015	31 December 2014 Restated
<b>Shares</b>						
2012	2015	-	-	5,735,577	-	6,783,117
2013	2016	76	4,135,699	3,848,897	4,841,108	4,291,364
2014	2017	62	2,461,118	2,333,654	2,896,736	2,517,631
2015	2018	76	2,258,941	-	2,658,774	-
<b>Total</b>			<b>8,855,758</b>	<b>11,918,128</b>	<b>10,396,618</b>	<b>13,592,112</b>

As at 30 June 2015 and 31 December 2014 the financial statements include the following amounts corresponding to the period elapsed between the date of granting and those dates for each deferred bonus plan, which has not yet vested:

	30 June 2015	31 December 2014 Restated
Staff costs	3,852,546	5,342,316
Recorded in previous years	2,585,328	5,541,540
	<b>6,437,874</b>	<b>10,883,856</b>
Other non-current liabilities (Note 22)	1,951,610	3,877,007
Other current liabilities (Note 24)	4,486,264	7,006,849
	<b>6,437,874</b>	<b>10,883,856</b>

The share based payment plan costs are recognized during the years between the grant and vesting date as staff costs.

## 24 TRADE CREDITORS AND OTHER CURRENT LIABILITIES

As at 30 June 2015 and 31 December 2014 the caption "Trade creditors and other current liabilities" can be detailed as follows:

	30 June 2015	31 December 2014 Restated
Trade creditors	899,109,509	1,131,212,718
Taxes payable	74,932,841	73,715,530
Other creditors		
Tangible asset suppliers	26,769,079	52,005,243
Related undertakings	99,745,108	28,419,911
Other debts	43,709,792	47,675,331
	<u>170,223,979</u>	<u>128,100,485</u>
Other current liabilities		
Holiday pay and bonuses	107,616,736	100,364,020
Interest payable to parent companies	16,444,444	3,318,433
Interest payable to Others	3,209,249	355,556
Marketing expenses	11,248,057	12,814,640
Other external supplies and services	38,948,253	46,456,469
Accrued income - rents	6,952,902	9,087,161
Real estate municipality tax	3,010,649	2,587,623
Deferred of revenue from the sale of warranties extension	16,396,385	17,120,641
Share based payments (Note 23)	4,486,264	7,006,849
Responsibilities assumed on sale of real state	10,406,000	-
Others	10,001,359	7,045,759
	<u>228,720,297</u>	<u>206,157,151</u>
	<u>1,372,986,625</u>	<u>1,539,185,884</u>

The caption "Related undertakings" includes:

- about 59.5 million euro related to amount payable to Sonae SGPS, SA result of the inclusion companies in Special Regime of Taxing Groups of Companies; and
- 40 million euro related to dividends assigned but not yet paid.

The caption "Other debts" includes:

- 21,856,366 euro (22,150,238 euro as at 31 December 2014), of attributed discounts not yet redeemed related to loyalty card "Cartão Cliente";
- 9,946,369 euro (14,150,325 euro as at 31 December 2014) related to means of payments owned by clients as vouchers, gift cards and discount tickets owned by clients; and
- 3,947,579 euro (4,253,041 euro as at 31 December 2014) related to amounts payable to Sonae Distribuição Brasil, SA buyer as a result of responsibilities assumed with that entity.

## 25 PROVISIONS AND ACCUMULATED IMPAIRMENT LOSSES

Movements in “Provisions and impairment losses”, for the six months period ended as at 30 June 2015 and 2014, were as follows:

Caption	Balance as at 1 January 2015	Increase	Decrease	Transfers 1)	Balance as at 30 June 2015
Accumulated impairment losses on investments (Note 17)	10,031,409	-	(2,262,691)	(7,768,718)	-
Accumulated impairment losses on tangible assets (Nota 9)	144,059,960	36,762	(4,584,981)	-	139,511,741
Accumulated impairment losses on intangible assets	1,497,101	-	-	-	1,497,101
Accumulated impairment losses on other non current assets (Note 13)	2,450,000	-	-	-	2,450,000
Accumulated impairment losses on trade accounts receivable and other debtors (Note 14)	18,346,622	8,559,225	(2,588,102)	-	24,317,745
Non current provisions	22,396,928	-	(3,536,149)	-	18,860,779
Current provisions	3,438,257	-	-	-	3,438,257
	202,220,277	8,595,987	(12,971,923)	(7,768,718)	190,075,623

  

Caption	Balance as at 1 January 2014	Increase	Decrease	Balance as at 30 June 2014
Accumulated impairment losses on investments	2,101,337	-	(2,101,337)	-
Accumulated impairment losses on tangible assets	153,320,202	-	(4,099,640)	149,220,562
Accumulated impairment losses on intangible assets	1,497,119	-	-	1,497,119
Accumulated impairment losses on other non current assets (Note 13)	2,423,530	26,470	-	2,450,000
Accumulated impairment losses on trade accounts receivable and other debtors	17,025,625	1,332,733	(905,785)	17,452,573
Non current provisions	29,588,227	-	(2,804,897)	26,783,330
Current provisions	2,717,989	-	(4,250)	2,713,739
	208,674,029	1,359,203	(9,915,909)	200,117,323

1) Amounts transferred to “Non-current assets held for sale” (Note 17).

The caption “Non-current Provisions” and “Current Provisions” includes:

- 11,681,105 euro (12,584,983 euro as at 31 December 2014) relating to non-current contingencies assumed by the company, when selling its subsidiary Sonae Distribuição Brasil, S.A. in 2005. This provision is being used as costs are incurred and its recorded taking into account the best estimate of costs to be incurred which results from a significant number of civil and labour lawsuits of reduced amount; and
- the estimated liabilities incurred by the Group on the sale of warranty extension programs on products traded by the Sonae SR operating segment in the amount of 6,202,293 euro (8,773,796 euro as at 31 December 2014). These extensions are granted for a period of one to three years after the end of the legal mandatory warranty provided by the manufacturers.

## 26 CONTINGENT ASSETS AND LIABILITIES

As at 30 June 2015 and 31 December 2014, the major “Contingent liabilities” were guarantees given, which can be detailed as follows:

Garantees and sureties given	30 June 2015	31 December 2014 Restated
on tax claims	910,571,281	867,059,310
on judicial claims	147,919	285,654
on municipal claims	6,383,943	6,383,942
for proper agreement fulfillment	18,286,940	15,044,279
other guarantees	5,305,127	4,994,628

## a) Tax claims

The main tax claims, for which bank guarantees or sureties were provided, can be detailed as follows:

- Some retail operating segment subsidiaries of the Company granted guarantees or securities in favour of the Portuguese Tax Administration, associated with tax claims for additional VAT payment amounting to 485.4 million euro (466.1 million euro as at 31 December 2014) related to the period from 2004 to 2012, which the Company has presented, or has the intention of presenting, a tax appeal. Portuguese tax authorities claim that the Company should have invoiced VAT related to promotional discounts invoiced to suppliers which depend on the purchases made by the Group during the year, as it considers that the discounts correspond to services rendered by the company. Tax authorities also claim that the company should not have deducted VAT from discount vouchers used by its non-corporate clients;
- Sureties in the amount of, approximately, 60 million euro as a result of a tax appeal presented by the Company concerning an additional tax assessment by Tax authorities, relating to 31 December 2005, following the correction of taxable income for that period as Tax authorities did not accept the recognition of tax losses incurred after the liquidation of a subsidiary of Sonae Investimentos, since it considered that the cover of losses in that subsidiary should not be part of its acquisition cost, which is not in accordance with previous assessments of Tax Authorities;
- Sureties in the amount of, approximately 50 million euro, following a tax appeal presented by the Company concerning additional tax assessments made by Tax authorities, relating to 31 December 2002, which refer to the non-acceptance by Tax authorities of tax losses arising on the sale and liquidation of a subsidiary of the Group;
- Fiscal lawsuit related to rent tax, concerning a subsidiary of the Company in Brazil, in the amount of, approximately, 18.9 million euro (65.6 million Brazilian real), which is being judged by a tax court, for which there were granted guarantees in the amount of 39.9 million euro (138.6 million Brazilian real). The difference between the value of the contingency and the value of the guarantee relates with the update of the related responsibility.

## b) Contingent liabilities related to tax claims paid under regularization programs of tax debts

Within the framework of regularization of tax debts to Tax Authorities, (Outstanding Debts Settlement of Tax and Social Security - Decree of Law 151-A/2013 (RERD) e Decree of Law 248-A/2002 (PMFL)), the Group



made voluntarily tax payments in the amount of, approximately, 22 million euro, having the respective guarantees been eliminated. The related tax appeals continue in courts, having the maximum contingencies been reduced through the elimination of fines and interests related with these tax assessments.

As permitted by law, the Group maintains the legal proceedings, in order to establish the recovery of those amounts, having recorded as an asset the amount paid under those plans, in accordance with the policy adopted by the Group.

However CMVM disagreed with the interpretation of Sonae Investimentos and requested the retrospective correction of the financial statements, arguing that the payments made in respect of other taxes than income tax should be considered as contingent assets. While not agreeing with the position of CMVM, Sonae made the restatement of financial statements. The impact of this change is nil in the income statement and immaterial in the statement of financial position (Note 4).

c) Contingent liabilities related to discontinued activities in subsidiaries in Brazil

In addition to the previously disclosed guarantees, as a consequence of the sale of a subsidiary in Brazil, Sonae guaranteed to the buyer of the subsidiary all the losses incurred by that company arising on unfavourable decisions not open for appeal, concerning tax lawsuits on transactions that took place before the sale date (13 December 2005) and that exceed 40 million euro. As at 31 December 2013, the amount claimed by the Brazilian Tax Authorities, concerning the tax lawsuits still in progress, which the company's lawyers assess as having a high probability of loss, plus the amounts already paid (28.3 million euro) related to programmes for the Brazilian State of tax recovery, amount to near 39.8 million euro as at 30 June 2015 (39.8 million euro as at 31 December 2014). Furthermore, there are other tax assessments totalling 86.37 million euro (86.37 million euro as at 31 December 2014) for which the Board of Directors, based on its lawyers' assessment, understands will not imply future losses to the former subsidiary.

No provision has been recorded to face risks arising from events related to guarantees given, as the Board of Directors considers that no liabilities will result for Sonae Investimentos.

## 27 OTHER OPERATIONAL INCOME

As at 30 June 2015 and 2014, "Other operational income" is as follows:

	30 June 2015	30 June 2014
Supplementary income	270,206,633	226,879,059
Prompt payment discounts received	11,336,420	11,730,623
Exchange differences	19,543,211	3,911,600
Own work capitalised	5,140,173	3,185,802
Insurance claims	-	4,443,000
Gains on disposal of assets	41,729,923	1,114,048
Impairment losses and provisions reversals	5,531,827	4,795,302
Subsidies	51,164	295,906
Others	594,568	2,468,349
	354,133,920	257,034,669

Under the caption "Gains on disposal of assets" are included 40 million euro related to the sale and leaseback transactions of 15 food retail assets located in Portugal (Note 9).

## 28 RELATED PARTIES

Balances and transactions with related parties are detailed as follows:

Transactions	Sales and services rendered		Purchases and services obtained	
	30 June 2015	30 June 2014	30 June 2015	30 June 2014
Shareholders	630,302	658,046	892,383	1,599,839
Subsidiaries (Note 17)	661,510	634,122	3,172,826	2,855,214
Associated companies	17,907,987	16,839,123	43,217	109,973
Other related parties <sup>(1)</sup>	29,384,883	29,176,275	31,171,387	35,429,353
	48,584,682	47,307,566	35,279,813	39,994,379

  

Transactions	Interest income		Interest expenses	
	30 June 2015	30 June 2014	30 June 2015	30 June 2014
Shareholders	-	-	17,096,929	16,018,032
Subsidiaries (Note 17)	188,051	219,205	-	-
Associated companies	136,038	171,810	-	-
Other related parties <sup>(1)</sup>	-	-	51,466	2,221,146
	324,089	391,015	17,148,395	18,239,178

  

Balances	Accounts receivable		Accounts payable	
	30 June 2015	31 December 2014 Restated	30 June 2015	31 December 2014 Restated
Shareholders (Note 14 and 24)	44,699,120	21,582,787	118,983,037	31,745,702
Subsidiaries (Note 17)	2,442,510	617,990	641,595	697,077
Associated companies	6,041,879	5,128,639	1,320,010	1,090,674
Other related parties <sup>(1)</sup>	23,584,156	21,144,252	16,276,656	26,057,886
	76,767,665	48,473,668	137,221,298	59,591,339

  

Balances	Loans			
	Obtained		Granted	
	30 June 2015	31 December 2014 Restated	30 June 2015	31 December 2014 Restated
Shareholders (Note 22)	400,000,000	400,000,000	-	-
Subsidiaries (Note 17)	-	-	8,859,726	8,768,402
Associated companies	-	-	9,291,632	9,155,593
Other related parties <sup>(1)</sup>	2,571,671	2,541,268	-	-
	402,571,671	402,541,268	18,151,358	17,923,995

<sup>(1)</sup> Other related parties are considered to be related party affiliates or companies under joint control of Efanor SGPS. SA those are not included in Sonae Investimentos, including companies belonging to the Sonae Group, Sonae Indústria and Sonae Capital and minority shareholders of subsidiaries and affiliates of the Group.

The amounts recorded as loans granted from other relating parties represent borrowings from shareholders of subsidiary companies which bear interests at market rates.

Granted loans to associated companies, refer to values of loans granted to associate company MDS, SGPS, SA (9,155,593 euro as at 30 June 2015 and 31 December 2014).

Granted loans to subsidiaries, refers to Raso SGPS, S.A. (8,859,726 euro as at 30 June 2015 and 8,768,402 euro as at 31 December 2014) for which impairment was created totalling 6,998,052 euros (Note 25).

## 29 INCOME TAX

Income tax for the six months period ended on 30 June 2015 and 2014 is detailed as follows:

	30 June 2015	30 June 2014
Current tax	17,187,202	(1,206,970)
Deferred tax	(7,528,739)	4,648,795
	9,658,463	3,441,825

## 30 EARNINGS PER SHARE

Earnings per share for the six months period ended on 30 June 2015 and 2014 were calculated taking into consideration the following amounts:

	30 June 2015	30 June 2014
<b>Net profit</b>		
Net profit taken into consideration to calculate basic earnings per share (consolidated profit for the period)	30,794,804	22,941,852
Net profit taken into consideration to calculate diluted earnings per share	30,794,804	22,941,852
<b>Number of shares</b>		
Weighted average number of shares used to calculated basic earnings per share	900,000,000	900,000,000
Weighted average number of shares used to calculated diluted earnings per share	900,000,000	900,000,000
Earnings per share (basic and diluted)	0.034216	0.025491

On 30 June 2015 and 2014 there is no dilutive effect on the number of shares outstanding.

## 31 SEGMENT INFORMATION

Sonae Investimentos is a group of retail and has three segments:

- Sonae MC is our food retail unit, operating 482 stores and 191 stores operated under franchise and joint venture agreements under Continente, Continente Modelo, Continente Bom Dia, Meu Super business concepts and even some adjacent business concepts Bom Bocado, note! and Wells;
- Sonae SR is our specialised retail unit, with a presence in the electronics, sports and fashion market operating 519 stores and 71 stores operated under franchise agreements under the Worten, Sport Zone, MO and Zippy business concepts;
- Sonae RP is our retail real estate unit which actively manages retail real estate properties of Sonae, composed principally of stores operating under the brand Continente and under other brands of Sonae SR;

- Sonae IM includes a company that operates in the retail DIY products, building and garden (Maxmat) and insurance brokers (MDS), nevertheless the Group decided to include this operating segment in "Others, eliminations and adjustments".

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

The main operating segment information for the periods ended 30 June 2015 and 2014 can be detailed as follows:

Turnover	30 June 2015		30 June 2014	
	Inter-segment income		Inter-segment income	
Sonae MC	1,632,893,816	(3,010,750)	1,625,714,784	(3,117,789)
Sonae SR	581,920,978	(13,125,862)	579,347,087	(14,246,778)
Sonae RP	64,194,354	(59,929,534)	62,913,561	(58,994,622)
Others, eliminations and adjustments	(27,774,409)	-	(37,041,014)	-
<b>Total consolidated</b>	<b>2,251,234,738</b>	<b>(76,066,146)</b>	<b>2,230,934,418</b>	<b>(76,359,189)</b>

  

	Depreciation and amortisation		Provisions and impairment losses		EBIT	
	30 June 2015	30 June 2014	30 June 2015	30 June 2014	30 June 2015	30 June 2014
Sonae MC	42,848,316	41,943,348	1,302,451	925,619	39,528,824	54,136,888
Sonae SR	21,725,374	21,386,744	693,034	401,716	(39,194,411)	(33,265,137)
Sonae RP	14,279,818	14,499,854	-	-	83,554,570	42,967,428
Others, eliminations and adjustments	1,262,466	1,150,837	5,697	31,940	(4,952,751)	(2,932,477)
<b>Total consolidated</b>	<b>80,115,975</b>	<b>78,980,784</b>	<b>2,001,182</b>	<b>1,359,275</b>	<b>78,936,232</b>	<b>60,906,702</b>

  

	Investment (CAPEX)		Invested capital	
	30 June 2015	30 June 2014	30 June 2015	31 December 2014 Restated
Sonae MC	49,645,556	39,781,360	507,518,340	485,808,706
Sonae SR	29,716,573	26,232,340	229,885,126	115,932,567
Sonae RP	29,651,931	7,363,365	1,045,248,949	1,212,504,100
Others, eliminations and adjustments	2,506,729	493,856	48,484,745	53,558,752
<b>Total consolidated</b>	<b>111,520,789</b>	<b>73,870,921</b>	<b>1,831,137,160</b>	<b>1,867,804,125</b>

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

	Turnover		EBIT	
	30 June 2015	30 June 2014	30 June 2015	30 June 2014
Inter-segment income	(76,066,146)	(76,359,189)	-	-
Equity method	-	-	(1,006,965)	(1,639,226)
Others	48,291,737	39,318,175	(3,945,786)	(1,293,251)
Others, eliminations and adjustments	(27,774,409)	(37,041,014)	(4,952,751)	(2,932,477)

	Investment (Capex)		Invested capital	
	30 June 2015	30 June 2014	30 June 2015	31 December 2014 Restated
Investments and loans granted to associated companies	-	-	50,770,623	49,717,769
Dividends	-	-	(40,113,299)	-
Investment acquisition	2,500,557	-	-	-
Others	6,172	493,856	37,827,421	3,840,983
Others, eliminations and adjustments	2,506,729	493,856	48,484,745	53,558,752

### Glossary:

Net Invested capital = Total net debt + total shareholder funds;

Other 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;

Investments (CAPEX) = Investments in tangible and intangible assets and investments in acquisitions.

## 32 PRESENTATION OF CONSOLIDATED INCOME STATEMENT

In the Management Report, and for 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: (i) impairment of real estate assets for retail, (ii) decreases in goodwill, (iii) provisions (net of tax) for possible future liabilities, and impairments related to non-core investments, businesses and discontinued assets (or to 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. The value of EBITDA is only calculated in the direct income component, excluding the indirect contributions.

The reconciliation between consolidated income and direct-indirect income for the periods ended 30 June 2015 and 2014 can be summarised as follows:

	30 June 2015			30 June 2014		
	Consolidated accounts	Indirect income	Direct income	Consolidated accounts	Indirect income	Direct income
Turnover	2,251,234,738	-	2,251,234,738	2,230,934,418	-	2,230,934,418
Investment income						
Dividends and other adjustments	282	282	-	150,282	150,282	-
Others	(4,735,362)	(4,735,362)	-	421,556	-	421,556
Other income						
Impairment losses reversal	2,973,647	-	2,973,647	962,536	-	962,536
Others	351,160,273	-	351,160,273	256,072,133	-	256,072,133
<b>Total income</b>	<b>2,600,633,578</b>	<b>(4,735,080)</b>	<b>2,605,368,658</b>	<b>2,488,540,924</b>	<b>150,282</b>	<b>2,488,390,643</b>
<b>Total expenses</b>	<b>(2,476,964,373)</b>	<b>(1,485,958)</b>	<b>(2,475,478,415)</b>	<b>(2,341,322,315)</b>	<b>-</b>	<b>(2,341,322,315)</b>
Depreciation and amortisation	(80,115,975)	-	(80,115,975)	(78,980,784)	-	(78,980,784)
Losses on tangible and intangible assets	(2,553,537)	-	(2,553,537)	(2,202,342)	-	(2,202,342)
Provisions and impairment:						
Others	(2,001,182)	-	(2,001,182)	(1,359,275)	-	(1,359,275)
<b>Profit before financial results and share of results in joint ventures and associated companies</b>	<b>38,998,511</b>	<b>(6,221,038)</b>	<b>45,219,549</b>	<b>64,676,208</b>	<b>150,282</b>	<b>64,525,927</b>
Non recurrent items	34,723,648	-	34,723,648	(1,980,000)	-	(1,980,000)
Financial profit/(loss)	(31,040,286)	-	(31,040,286)	(34,221,153)	-	(34,221,153)
Share of results in joint ventures and associated undertakings						
MDS	(1,116,804)	-	(1,116,804)	(1,586,143)	-	(1,586,143)
Raso	-	-	-	(131,520)	-	(131,520)
Others	109,839	-	109,839	78,437	-	78,437
<b>Profit before taxation</b>	<b>41,674,908</b>	<b>(6,221,038)</b>	<b>47,895,946</b>	<b>26,835,829</b>	<b>150,282</b>	<b>26,685,548</b>
Income tax	(9,658,463)	-	(9,658,463)	(3,441,825)	-	(3,441,825)
<b>Profit/(Loss) after taxation</b>	<b>32,016,445</b>	<b>(6,221,038)</b>	<b>38,237,483</b>	<b>23,394,003</b>	<b>150,282</b>	<b>23,243,722</b>
Attributable to equity holders of Sonae	30,794,804	(6,221,038)	37,015,842	22,941,852	150,282	22,791,571
Non-controlling interests	1,221,641	-	1,221,641	452,151	-	452,151
<b>"Underlying" EBITDA (b)</b>			<b>126,916,596</b>			<b>146,105,791</b>
<b>Direct EBITDA (a)</b>			<b>160,633,279</b>			<b>142,486,565</b>
<b>Direct EBIT (c)</b>			<b>78,936,232</b>			<b>60,906,701</b>

(a) Direct EBITDA = total direct income - total direct expenses - reversal of direct impairment losses + Share of results in joint ventures and associated undertakings +unusual results;

(b) "Underlying EBITDA" = Direct EBITDA - effect of share result in joint ventures and associated undertakings – non recurrent results;

(c) Direct EBIT = Direct EBT - financial results;

(d) Direct EBT = Direct results before non-controlling interests and taxes;

(e) Direct income = Results excluding contributions to indirect income;

(f) Indirect income = Includes results arising from: (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.

### 33 APPROVAL OF THE FINANCIAL STATEMENTS

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The accompanying consolidated financial statements were approved by the Board of Directors and authorized for issue on 17 August 2015.

The Board of Directors,

Duarte Paulo Teixeira de Azevedo

Ângelo Gabriel Ribeirinho dos Santos Paupério

## Condensed individual financial statements



## CONDENSED INDIVIDUAL STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2015 AND 2014 AND 31 DECEMBER 2014

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

(Amounts expressed in euro)

ASSETS	Notes	30.June.2015	30.June.2014 Restated (note 4)	31.December.2014 Restated (note 4)	01.January.2014 Restated (note 4)
<b>NON-CURRENT ASSETS:</b>					
Tangible assets		-	19	8	30
Intangible assets		139	341	228	455
Investments	5	788,272,745	2,386,398,106	760,698,747	2,388,661,291
Deferred tax assets		-	-	-	6,485
Other non-current assets	6	691,725,991	1,164,770,390	699,808,123	1,186,256,030
<b>Total non-current assets</b>		<b>1,479,998,875</b>	<b>3,551,168,856</b>	<b>1,460,507,106</b>	<b>3,574,924,291</b>
<b>CURRENT ASSETS:</b>					
Trade account receivables and other current assets	7	3,037,460,760	321,944,121	2,978,216,657	202,291,545
Cash and cash equivalents	8	1,321,920	1,643,696	40,614,996	6,623,141
<b>Total current assets</b>		<b>3,038,782,680</b>	<b>323,587,817</b>	<b>3,018,831,653</b>	<b>208,914,686</b>
<b>Non-current assets held for sale</b>	9	<b>4,525,381</b>	-	-	-
<b>TOTAL ASSETS</b>		<b>4,523,306,936</b>	<b>3,874,756,673</b>	<b>4,479,338,759</b>	<b>3,783,838,977</b>
<b>EQUITY AND LIABILITIES</b>					
<b>EQUITY:</b>					
Share capital	10	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000
Reserves and retained earnings		1,818,831,465	1,264,782,645	1,264,782,645	1,292,875,706
Profit for the period		8,059,112	5,640,631	594,048,820	11,906,939
<b>TOTAL EQUITY</b>		<b>2,826,890,577</b>	<b>2,270,423,276</b>	<b>2,858,831,465</b>	<b>2,304,782,645</b>
<b>LIABILITIES:</b>					
<b>NON-CURRENT LIABILITIES:</b>					
Loans	11	332,625,251	826,880,327	347,220,715	712,974,210
Other non-current liabilities	12	400,000,000	400,000,000	400,000,000	400,000,000
		31	-	-	-
<b>Total non-current liabilities</b>		<b>732,625,282</b>	<b>1,226,880,327</b>	<b>747,220,715</b>	<b>1,112,974,210</b>
<b>CURRENT LIABILITIES:</b>					
Loans	11	479,382,155	114,829,125	381,395,664	45,815,788
Trade creditors and other current liabilities	13	484,408,922	262,623,945	491,890,915	320,266,334
<b>Total current liabilities</b>		<b>963,791,077</b>	<b>377,453,070</b>	<b>873,286,579</b>	<b>366,082,122</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>4,523,306,936</b>	<b>3,874,756,673</b>	<b>4,479,338,759</b>	<b>3,783,838,977</b>

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

The Board of Directors

## CONDENSED INDIVIDUAL INCOME STATEMENT FOR THE PERIODS ENDED 30 JUNE 2015 AND 2014

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

(Amounts expressed in euro)

	Notes	2 <sup>nd</sup> quarter 2015	2 <sup>nd</sup> quarter 2014	30.June.2015	30.June.2014
Services rendered		-	111,923	-	293,268
Gains or losses on investments	16	(4,735,362)	-	(4,622,063)	17,060,008
Financial income	17	31,977,350	12,963,573	52,966,837	24,256,255
Other income		97,414	184,697	206,016	374,316
External supplies and services		(670,957)	(1,097,985)	(1,599,821)	(2,241,644)
Staff costs		(8,396)	(4,169)	(18,598)	(9,558)
Depreciation and amortisation		(40)	(62)	(96)	(124)
Provisions and impairment losses		-	(6,618)	-	(26,470)
Financial expenses	17	(16,779,748)	(17,543,715)	(34,209,865)	(35,373,215)
Other expenses		(123,038)	(36,134)	(123,189)	(47,560)
Profit/(Loss) before taxation		9,757,223	(5,428,490)	12,599,221	4,285,276
Taxation		(3,858,296)	(294,023)	(4,540,109)	1,355,355
Profit/(Loss) after taxation		5,898,927	(5,722,513)	8,059,112	5,640,631
Profit/(Loss) per share	18	(0.0066)	(0.0064)	0.0090	0.0063

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

The Board of Directors

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**CONDENSED INDIVIDUAL STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIODS ENDED 30 JUNE 2015 AND 2014**

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

(Amounts expressed in euro)

	2 <sup>nd</sup> quarter 2015	2 <sup>nd</sup> quarter 2014	30.June.2015	30.June.2014
Net Profit / (Loss) for the period	5,898,927	(5,722,513)	8,059,112	5,640,631
Total comprehensive income for the period	5,898,927	(5,722,513)	8,059,112	5,640,631

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

The Board of Directors

## CONDENSED INDIVIDUAL STATEMENT OF CHANGES IN EQUITY FOR THE PERIODS ENDED AS AT 30 JUNE 2015 AND 2014

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

(Amounts expressed in euro)

	Share capital	Legal reserve	Other reserves	Total reserves and retained earnings	Net Profit/(Loss)	Total
Balance as at 1 January 2014 restated	1,000,000,000	140,642,469	1,152,233,237	1,292,875,706	11,906,939	2,304,782,645
Total comprehensive income for the period	-	-	-	-	5,640,631	5,640,631
Appropriation of profit of 2013:						
Transfer to legal reserves and other reserves	-	595,347	-	595,347	(595,347)	-
Dividends distributed	-	-	(28,688,408)	(28,688,408)	(11,311,592)	(40,000,000)
Balance as at 30 June 2014 restated	1,000,000,000	141,237,816	1,123,544,829	1,264,782,645	5,640,631	2,270,423,276
Balance as at 1 January 2015 restated	1,000,000,000	141,237,816	1,123,544,829	1,264,782,645	594,048,820	2,858,831,465
Total comprehensive income for the period	-	-	-	-	8,059,112	8,059,112
Appropriation of profit of 2014:						
Transfer to legal reserves and other reserves	-	29,702,450	524,346,370	554,048,820	(554,048,820)	-
Dividends distributed	-	-	-	-	(40,000,000)	(40,000,000)
Balance as at 30 June 2015	1,000,000,000	170,940,266	1,647,891,199	1,818,831,465	8,059,112	2,826,890,577

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

The Board of Directors

## CONDENSED INDIVIDUAL STATEMENT OF CASH FLOWS FOR THE PERIODS ENDED 30 JUNE 2015 AND 2014

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

(Amounts expressed in euro)

	Notes	2 <sup>nd</sup> quarter 2015	2 <sup>nd</sup> quarter 2014	30.June.2015	30.June.2014
<b>OPERATING ACTIVITIES</b>					
Net cash flow from operating activities (1)		3,006,785	4,052,981	2,649,291	2,166,181
<b>INVESTMENT ACTIVITIES</b>					
Cash receipts arising from:					
Investments		1,435,757,800	-	1,435,757,800	2,973,314
Interest and similar income		81,845	122,131	21,655,693	17,743,005
Dividends		113,299	16,758,860	113,299	16,758,860
Loans granted		223,584,471	375,050,033	462,497,011	1,229,454,938
		1,659,537,415	391,931,024	1,920,023,803	1,266,930,117
Cash payments arising from:					
Investments		(23,951,130)	(350,000)	(27,381,687)	(400,000)
Loans granted		(1,677,757,664)	(383,070,087)	(1,928,536,782)	(1,318,650,053)
		(1,701,708,794)	(383,420,087)	(1,955,918,469)	(1,319,050,053)
Net cash used in investment activities (2)		(42,171,379)	8,510,937	(35,894,666)	(52,119,936)
<b>FINANCING ACTIVITIES</b>					
Cash receipts arising from:					
Loans obtained		1,967,409,032	2,078,968,531	3,477,505,620	2,982,768,987
		1,967,409,032	2,078,968,531	3,477,505,620	2,982,768,987
Cash payments arising from:					
Loans obtained		(1,920,844,032)	(2,047,692,533)	(3,495,133,269)	(2,926,219,230)
Interest and similar charges		(8,730,809)	(10,400,045)	(12,871,876)	(15,574,753)
		(1,929,574,841)	(2,058,092,578)	(3,508,005,145)	(2,941,793,983)
Net cash used in financing activities (3)		37,834,191	20,875,953	(30,499,525)	40,975,004
Net increase in cash and cash equivalents (4) = (1) + (2) + (3)		(1,330,403)	33,439,871	(63,744,900)	(8,978,751)
Cash and cash equivalents at the beginning of the period	8	(21,804,723)	(35,795,481)	40,609,774	6,623,141
Cash and cash equivalents at the end of the period	8	(23,135,126)	(2,355,610)	(23,135,126)	(2,355,610)

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

The Board of Directors

# SONAE INVESTIMENTOS, SGPS, SA

## NOTES TO THE CONDENSED INDIVIDUAL FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2015

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

*(Amounts expressed in euro)*

### 1 INTRODUCTION

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SONAE INVESTIMENTOS, SGPS, SA, “the Company” or “Sonae Investimentos” it’s a Portuguese Corporation, with head-office in Rua João Mendonça nº 529, 4464-501 Senhora da Hora, Matosinhos, Portugal.

The Company’s main activity is the management of shareholdings (Note 5).

### 2 BASIS OF PREPARATION

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Interim Financial Statements are presented quarterly, in accordance with IAS 34 – “Interim Financial Reporting”.

### 3 PRINCIPAL ACCOUNTING POLICIES

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The accounting policies adopted are consistent with those described in the file of the annual financial statements for the year ended 31 December 2014.

### 4 RESTATEMENT OF FINANCIAL STATEMENTS

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Under the Special Regime of Debt Adjustments to the Fiscal Authorities and Social Security (Decree Law No. 248-A/2002 (PMFL) and Decree Law No. 151-A/2013 (RERD)), Sonae Investimentos has voluntarily made payments in the past years to the State relating to additional tax assessments of previous years, for which, at the time of such payments, Sonae had already appealed to the competent courts.

Until the time of those payments the assessment made, and not changed since then, is that these claims correspond to contingencies which probability of being decided against Sonae intents is remote and that such claims are motivated by different interpretations of the applicable tax legislation, hence corresponding to uncertain tax positions. As a result of this assessment, the claims were disclosed in the financial statements as they correspond to contingent liabilities.

Amounts paid under those schemes were recognized as assets under the caption "Other debtors", according to the "IAS 12 - Income taxes" in the case of amounts related to IRC. In respect of payments of other taxes, and considering that applicable accounting rules are silent in relation with those, Sonae Investimentos used a similar accounting policy, meaning the payments were also recognized as assets.

However CMVM disagreed with the interpretation of Sonae Investimentos and requested the restatement of the financial statements, arguing that the payments made in respect of taxes other than income tax should be considered contingent assets. While not agree in with the CMVM's position, Sonae Investimentos performed the restatement of financial statements, which impact is nil in the income statement and immaterial in the statement of financial position.

The amount of 2,200,320 euros was reclassified from other debtors to retained earnings.

## 5 INVESTMENTS

As at 30 June 2015 and 31 December 2014, the investments caption is made up as follows:

Company	30.June.2015		31.December.2014 Restated (note 4)	
	% held	Final balance	% held	Final balance
Apor - Agência para a Modernização do Porto, SA	22.75%	300,000	22.75%	300,000
Azulino - Imobiliária, SA	100.00%	498,025	100.00%	498,025
Bertimóvel - Sociedade Imobiliária, SA	100.00%	1,565,000	100.00%	1,565,000
Canasta - Empreendimentos Imobiliários, SA	100.00%	112,000	100.00%	112,000
Chão Verde - Sociedade de Gestão Imobiliária, SA	100.00%	-	100.00%	-
Citorres - Sociedade Imobiliária, SA	100.00%	477,848	100.00%	477,848
Cumulativa - Sociedade Imobiliária, SA	100.00%	1,445,000	100.00%	1,445,000
Fozimo - Sociedade Imobiliária, SA	100.00%	24,940	100.00%	24,940
Fundo de Investimento Imobiliário Fechado Imosedo	57.82%	92,009,153	54.55%	69,415,155
Fundo de Investimento Imobiliário Imosonaes Dois	74.94%	108,760,470	74.94%	108,760,470
Igíinha - Sociedade Imobiliária, SA	100.00%	1,359,000	100.00%	1,359,000
Imoestrutura - Sociedade Imobiliária, SA	100.00%	24,940	100.00%	24,940
Imomuro - Sociedade Imobiliária, SA	100.00%	1,053,885	100.00%	923,885
Imoresultado - Sociedade Imobiliária, SA	100.00%	109,736	100.00%	109,736
MDS, SGPS, SA	46.92%	51,000,000	46.92%	51,000,000
MJLF - Empreendimentos Imobiliários, SA	100.00%	190,000	100.00%	190,000
Modelo - Distribuição de Materiais de Construção, SA	50.00%	21,510,614	50.00%	21,510,614
Modelo Hiper Imobiliária, SA	100.00%	10,012,648	100.00%	10,012,648
MOVVO, SA	12.77%	600,000	9.09%	400,000
Ponto de Chegada - Promoção Imobiliária, SA	100.00%	50,000	100.00%	50,000
Predicomercial - Promoção Imobiliária, SA	100.00%	6,372,293	100.00%	6,372,293
Predilugar - Sociedade Imobiliária, SA	100.00%	50,000	-	50,000
Selifa - Sociedade de Empreendimentos Imobiliários, SA	100.00%	565,000	100.00%	565,000
Socijofra - Sociedade Imobiliária, SA	100.00%	550,000	100.00%	550,000
Soliférias - Operadores Turísticos, SA	11.12%	133,162	11.12%	133,162
Sonae Capital Brasil, Ltda	37.00%	296,770	37.00%	296,770
Sonae Center Serviços II, SA	100.00%	58,032,319	100.00%	58,032,319
Sonae MC - Modelo Continente, SGPS, SA	41.96%	423,698,275	41.96%	423,698,275
Sonae Financial Services, SA	100.00%	5,000,000	100.00%	350,000
Sonae SR Malta Holding Limited	-	1	-	1
Sonaegest - Soc. Gest. de Fundos de Investimentos, SA	40.00%	384,351	40.00%	384,351
Valor N, SA	100.00%	2,087,315	100.00%	2,087,315
<b>Total</b>		<b>788,272,745</b>		<b>760,698,747</b>

## 6 OTHER NON-CURRENT ASSETS

As at 30 June 2015 and 31 December 2014 the non-current assets were as follows:

	30.June.2015	31.December.2014 Restated (note 4)
Loans granted	691,725,991	699,808,123
	691,725,991	699,808,123

The loans granted have a long term maturity, bear interests at market rates indexed to Euribor and their fair value is similar to their carrying amount.

As at 30 June 2015 and 31 December 2014 the loans granted are no past due or impaired.

## 7 TRADE ACCOUNTS RECEIVABLE AND OTHER CURRENT ASSETS

As at 30 June and 31 December 2014 the current assets were as follows:

	30.June.2015	31.December.2014 Restated (note 4)
Clients	102	-
Group company:		
Short term loans	2,941,178,037	1,473,912,654
Interests charged but not received	490,044	21,747,999
Taxes - Special Regime for taxation of groups of companies	26,130,335	25,643,546
Receivables on the sale of investments	-	1,435,757,800
Additional tax assessments	1,578,116	1,578,116
Special regime for payment of tax and social security debts (DL 248-A/2002, 14 November)	2,795,019	2,795,019
Special regime for payment of tax and social security debts (DL 151-A/2013, 31 October)	788,298	788,298
Others	92,817	457,090
Taxes recoverable	7,820,466	10,506,101
Other current assests	56,587,526	5,030,034
	3,037,460,760	2,978,216,657

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

The amount disclosed as 'Special regime for payment of tax and social security debts' (DL 248-A/2002, of 14 November and DL 151-A/2013, of 31 October) relates to taxes paid which were previously disputed and subject to reimbursement claims. The tax litigations are still in progress, although, following the payment, the guarantees previously given were canceled. As mentioned in note 4 the amount of 2,200,320 euro was transferred to retained earnings.

The caption other current assets includes mainly receivables relating to interest, from loans granted to group companies.



## 8 CASH AND CASH EQUIVALENTS

As at 30 June 2015 and 31 December 2014, cash and cash equivalents can be detailed as follows:

	30.June.2015	31.December.2014 Restated (note 4)
Cash in hand	-	550
Bank deposits	1,321,920	40,614,446
Cash and cash equivalents on the balance sheet	1,321,920	40,614,996
Bank overdrafts	(24,457,046)	(5,222)
Cash and cash equivalents on the cash flow statement	(23,135,126)	40,609,774

Bank overdrafts are disclosed in the statement of financial position under the caption short term bank loans.

## 9 NON-CURRENT ASSETS HELD FOR SALE

As at 30 June 2015 the Raso, SGPS, SA investment was classified as non-current asset held for sale. The valuation of this asset was based on the assessment made for the acquisition on June 29, 2015, of the remaining 50% Raso share capital. A reinforcement of impairment losses of about 4.7 million was recorded based on this valuation.

## 10 SHARE CAPITAL

As at 30 June 2015 and 31 December 2014, the share capital, which is fully subscribed and paid for, is made up by 1,000,000,000 ordinary shares, with a nominal value of 1 euro each.

A subsidiary company Sonae MC – Modelo Continente, SGPS, SA owns 100,000,000 shares of Sonae Investimentos. These shares are considered as treasury shares under the Commercial Companies Code, reason why the underlying rights to these shares are suspended.

As at 30 June 2015 and 31 December 2014, the subscribed share capital was held as follows:

	30.June.2015	31.December.2014 Restated (note 4)
Sonae, SGPS, SA	25.0287%	25.0287%
Sonae Investments BV	13.1419%	13.1419%
Sonae MC - Modelo Continente, SGPS, SA	10.0000%	10.0000%
Sonaecenter Serviços, SA	51.8269%	51.8269%
Libra Serviços, Sociedade Unipessoal, Lda	0.0025%	0.0025%

## 11 BORROWINGS

As at 30 June 2015 and 31 December 2014, this caption included the following loans:

	30.June.2015	31.December.2014 Restated (note 4)
Bonds Sonae Investimentos / 2012/2017	120,000,000	145,000,000
Bonds Sonae Investimentos / June 2013/2018	50,000,000	50,000,000
Bonds Sonae Investimentos / December 2013/2018	-	75,000,000
Bonds Sonae Investimentos / 2014/2018	50,000,000	50,000,000
Bonds Sonae Investimentos / 2015/2020	75,000,000	-
Up-front fees not yet charged to income statement	(2,374,749)	(2,779,285)
<b>Bond loans</b>	<b>292,625,251</b>	<b>317,220,715</b>
Commercial paper	40,000,000	30,000,000
Bank loans	40,000,000	30,000,000
<b>Non-current loans</b>	<b>332,625,251</b>	<b>347,220,715</b>
Bonds Sonae Investimentos /August 2007/2015	200,000,000	200,000,000
Bonds Sonae Investimentos / September 2007/2015	155,000,000	155,000,000
Bonds Sonae Investimentos / 2012/2017	50,000,000	25,000,000
Up-front fees not yet charged to income statement	(74,891)	(275,266)
<b>Bond loans</b>	<b>404,925,109</b>	<b>379,724,734</b>
Commercial paper	50,000,000	-
Other bank loans	-	1,666,667
Up-front fees not yet charged to income statement	-	(959)
Bank overdrafts	24,457,046	5,222
<b>Bank loans</b>	<b>74,457,046</b>	<b>1,670,930</b>
<b>Current loans</b>	<b>479,382,155</b>	<b>381,395,664</b>

As at 30 June 2015 Sonae Investimentos has agreed lines of credit and commercial paper programs amounting 716 million euro, out of which 133 million with firm commitments with maturity not exceeding one year and 473 million euro with firm commitments with maturity over one year.

Under the above mentioned lines of credit and commercial paper programs with firm commitments, the company had 491 million euro credit facilities available to meet its liquidity requirements.

The interest rate as at 30 June 2015 of the bonds and bank loans was, on average, 2.32% (2.62% as at 31 December 2014).

## 12 OTHER NON-CURRENTS LIABILITIES

As at 30 June 2015 and 31 December 2014 this caption includes a subordinate bond loan, repayable in 10 years issued by Sonae Investimentos at market conditions. This loan was fully subscribed and paid for Sonae SGPS, SA on 28 December 2010 amounting to 400,000,000 euro, relating 8,000 bonds with nominal value of 50,000 euro each.

At 30 June 2015 the fair value of this bond loan is 42,780 euro (42,358 euro on 31 December 2014) per bond, and was determined based on discounted cash flows method.

As at 30 June 2015 and 31 December 2014 Sonae, SGPS, SA and Sonae Investments, BV held 6,948 and 1,052 bonds, respectively.

### 13 TRADE ACCOUNTS PAYABLE AND OTHER CURRENT LIABILITIES

As at 30 June 2015 and 31 December 2014, this heading is made up as follows:

	30.June.2015	31.December.2014 Restated (note 4)
Suppliers	2,261	37,010
Group companies:		
Short term loans	383,440,636	459,401,618
Taxes - Special Regime for taxation of groups of companies	28,313,168	21,042,656
Dividens payable	40,000,000	-
Creditors for uncalled capital	2,455,000	-
Others	881,740	614,080
Taxes and contributions payable	1,896,815	2,161,371
Other current liabilities	27,419,302	8,634,180
	484,408,922	491,890,915

The caption other current liabilities includes mainly accrued interests not yet due relating to loans obtained.

### 14 CONTINGENT LIABILITIES

As at 30 June 2015 and 31 December 2014 the contingent liabilities were detailed as follows:

	30.June.2015	31.December.2014 Restated (note 4)
Guarantees rendered:		
related to tax claims awaiting outcome		
Guarantees provided by financial institutions	86,763,780	88,025,158
Guarantees provided by parent company	235,312,229	219,575,261
related to local and municipal claims awaiting outcome	28,938	28,938
others	10,633,113	10,633,113
Guarantees given in favour of subsidiaries (a)	62,926,569	62,958,018

- a) Guarantees given to Tax Authorities in favour of subsidiaries to suspend claims from tax authorities.

The caption Guarantees provided on tax claims includes guarantees granted to Tax Authorities regarding income tax. The most significant amounts relate to an additional tax assessment made by Tax Authorities, relating the taxable period ending 2005, regarding the covering of losses made by the Company in a subsidiary, having Tax Authorities not considered the usage of taxable losses on this operation and subsequent liquidation of the Company's subsidiary, which is not in accordance with previous assessments made by Tax Authorities. The Company has presented an appeal against this tax claim, being the Board of Directors understanding, based on its advisors assessment, that such appeal will be favorable.

No provision has been recorded for these additional tax assessments, to which some guarantees were provided, as the Board of Directors considers that their outcome will be favorable, therefore with no additional liabilities to the Company.

Following the disposal of a Brazilian subsidiary company, the group guaranteed to that subsidiary company buyer all the losses it will have as consequence of tax additional assessments as it is described in the Note of Contingent assets and liabilities in the Consolidated financial statements.

## 15 RELATED PARTIES

Balances and main transactions with related parties are detailed as follows:

Balance:	30.June.2015	31.December.2014 Restated (note 4)
Parent company	4,126,685	4,219,330
Subsidiaries	70,331,255	1,482,009,644
Jointly controlled companies	136,080	133,402
Associated companies	-	230,233
<b>Accounts receivable</b>	<b>74,594,019</b>	<b>1,486,592,609</b>
Parent company	61,566,035	2,701,597
Subsidiaries	33,643,277	23,586,741
Associated companies	511,213	291,896
Other related parties	192	46,947
<b>Accounts payable</b>	<b>95,720,717</b>	<b>26,627,181</b>
Subsidiaries	3,630,746,487	2,153,763,572
Jointly controlled companies	9,155,593	8,635,000
Associated companies	-	11,322,205
<b>Loans granted</b>	<b>3,639,902,080</b>	<b>2,173,720,777</b>
Parent company	400,000,000	400,000,000
Subsidiaries	383,440,636	459,401,618
<b>Loans obtained</b>	<b>783,440,636</b>	<b>859,401,618</b>
Transactions:	30.June.2015	30.June.2014
Associated companies	-	293,268
<b>Services rendered</b>	<b>-</b>	<b>293,268</b>
Parent company	673,305	1,224,309
Subsidiaries	288	375
Jointly controlled companies	-	5,692
Associated companies	-	17,545
Other related parties	71	70
<b>Purchases and services obtained</b>	<b>673,664</b>	<b>1,247,991</b>
Parent company	34,630	65,540
Subsidiaries	153,457	290,407
Jointly controlled companies	69	-
Associated companies	-	467
<b>Other income</b>	<b>188,156</b>	<b>356,414</b>
Subsidiaries	52,653,472	23,707,729
Jointly controlled companies	136,038	219,205
Associated companies	-	256,224
<b>Interest income</b>	<b>52,789,510</b>	<b>24,183,158</b>
Parent company	17,096,929	16,018,032
Subsidiaries	4,881,769	2,566,935
Other related parties	11,789	2,136,732
<b>Interest expenses</b>	<b>21,990,486</b>	<b>20,721,699</b>
Subsidiaries	113,299	16,758,860
<b>Dividend income</b>	<b>113,299</b>	<b>16,758,860</b>

All Sonae, SGPS, S.A. and Efanor Investimentos SGPS, SA subsidiaries, associates and joint ventures are considered related parties and are identified in Consolidated Financial Statements.

During 1<sup>st</sup> half 2015 and 2014 did not occur any transactions including granted loans to the Company's Directors.

## 16 INVESTMENT INCOME

As at 30 June 2015 and 2014 investment income is as follows:

	30.June.2015	30.June.2014
Dividends received	113,299	16,758,860
Reverse of impairment losses	2,262,690	4,349,891
Impairment losses	(6,998,052)	-
Losses on investments sales	-	(4,048,743)
	(4,622,063)	17,060,008

## 17 FINANCIAL INCOME / EXPENSES

As at 30 June 2015 and 2014, net financial expenses are as follows:

	30.June.2015	30.June.2014
Interest receivable		
related to bank deposits	3,877	73,097
related to loans granted	52,789,510	24,156,688
Others	173,450	26,470
<b>Financial income</b>	<b>52,966,837</b>	<b>24,256,255</b>
Interest payable		
related to bank deposits and overdrafts	(542,832)	(1,695,765)
related to non convertible bonds	(8,870,916)	(9,307,273)
related to loans obtained	(21,990,486)	(20,721,700)
Others financial expenses		
Up front fees on the issuance of debt	(2,345,367)	(3,238,906)
Others	(460,264)	(409,571)
<b>Financial expenses</b>	<b>(34,209,865)</b>	<b>(35,373,215)</b>

## 18 EARNINGS PER SHARE

Earnings per share for the periods ended 30 June 2015 and 2014 were calculated taking into consideration the following amounts:

	30.June.2015	30.June.2014
<b>Net Profit</b>		
Net profit taken into consideration to calculate basic earnings per share (Net profit for the period)	8,059,112	5,640,631
Net profit taken into consideration to calculate diluted earnings per share	8,059,112	5,640,631
<b>Number of shares</b>		
Weighted average number of shares used to calculate basic earnings per share	900,000,000	900,000,000
Weighted average number of shares used to calculate diluted earnings per share	900,000,000	900,000,000
Earnings per share (basic and diluted)	0.0090	0.0063

## 19 APPROVAL OF THE FINANCIAL STATEMENTS

The accompanying financial statements were approved by the Board of Directors and authorized for issue on 17 August 2015.

## 20 INFORMATION REQUIRED BY LAW

**Decree-Law n<sup>er</sup> 318/94 art. 5<sup>th</sup> n<sup>er</sup> 4<sup>th</sup>**

During the period ended as at 30 June 2015 shareholders' loan contracts were signed with the following companies:

Fozimo – Sociedade Imobiliária, SA

MDS SGPS, SA

Selifa - Sociedade de Empreendimentos Imobiliários, SA

Socijofra - Sociedade Imobiliária, SA

Sonae Capital Brasil, Ltda

Valor N, SA

During the period ended as at 30 June 2015, treasury application agreements were signed with the following companies:

Efanor Investimentos, SGPS, SA

Fashion Division, SA

MJB - Design, Lda

Sonae Financial Services, SA

Sonae, SGPS, SA

The amounts due to group companies as at 30 June 2015 related to the mentioned contracts were the following:

<b>Company</b>	<b>30.June.2015</b>
BB Food Service, SA	4,129,920
Bom Momento - Comercio Retalhista, SA	352,144
Continente Hipermercados, S.A.	67,983,785
Contibomba - Comércio e Distribuição de Combustíveis, SA	1,176,144
Modelo Continente Hipermercados, SA	105,524,085
Modelo Hiper Imobiliária, SA	3,930,143
Modelo.Com - Vendas por Correspondência, SA	11,541,144
Sesagest - Projectos e Gestão Imobiliária, SA	62,316,144
SonaeSR - Serviços e Logística, SA	2,003,000
Têxtil do Marco, SA	1,119,144
Tlantic Portugal - Sistemas de Informação, SA	824,939
Worten - Equipamentos para o Lar, SA	122,540,044
	<b>383,440,636</b>

As at 30 June 2015 amounts owed by subsidiaries can be detailed as follows:

<u>Company</u>	<u>30.June.2015</u>
Azulino - Imobiliária, SA	3,514,030
Bertimóvel - Sociedade Imobiliária, SA	12,534,899
Canasta - Empreendimentos Imobiliários, SA	952,463
Chão Verde - Sociedade de Gestão Imobiliária, SA	13,225,795
Citorres - Sociedade Imobiliária, SA	1,816,305
Contimobe - Imobiliária do Castelo de Paiva, SA	5,839,062
Discovery Sports, SA	2,910,856
Cumulativa - Sociedade Imobiliária, SA	935,588
Farmácia Seleção, SA	31,856
Fashion Division, SA	1,504,356
Fozimo – Sociedade Imobiliária, SA	1,187,556
Igímo – Sociedade Imobiliária, SA	1,123,795
Igíinha – Sociedade Imobiliária, SA	15,457,571
Imoconti – Sociedade Imobiliária, SA	151,856
Imoestrutura - Sociedade Imobiliária, SA	217,500
Imomuro - Sociedade Imobiliária, SA	10,631,715
Imoresultado – Sociedade Imobiliária, SA	516,451
Imosistema - Sociedade Imobiliária, SA	82,000
Infofield - Informática, S.A.	129,856
MJB - Design, Lda	13,000
MJLF - Empreendimentos Imobiliários, SA	2,303,442
Modalfa - Comércio e Serviços, S.A.	12,648,856
Modalloop - Vestuário e Calçado, SA	1,155,856
Modelo - Distribuição de Materiais de Construção, SA	2,308,144
MDS SGPS, SA	9,155,593
Pharmaconcept - Actividades em Saúde, SA	6,856
Pharmacontinente - Saúde e Higiene, SA	7,379,974
Predicomercial - Promoção Imobiliária, SA	1,903,565
Pedilugar - Sociedade Imobiliária, SA	6,166,000
Ponto de Chegada - Promoção Imobiliária, SA	2,542,000
Raso, SGPS, SA	15,580,000
Selifa - Sociedade de Empreendimentos Imobiliários, SA	2,050,231
SDSR - Sports Division SR, SA	20,304,856
Sempre à Mão - Sociedade Imobiliária, SA	315,000
Socijofra - Sociedade Imobiliária, SA	4,231,639
Sociloures - Sociedade Imobiliária, SA	398,273
Sonae Capital Brasil, Ltda	4,164,077
Sonae Center Serviços II, SA	1,531,525,964
Sonae MC - Modelo Continente, SGPS, SA	1,371,322,523
Sonae Financial Services, SA	1,656,000
Sonae - Specialized Retail, SGPS, SA	132,387,856
Sonaerp - Retail Properties, SA	435,693,162
Sondis Imobiliária, SA	126,342
Valor N, SA	2,620,702
Zippy - Comércio e Distribuição, SA	5,437,856
Zyevolution Investigação e Desenvolvimento, SA	738,856
	<u>3,646,900,133</u>

The Board of Directors,

Duarte Paulo Teixeira de Azevedo

Ângelo Gabriel Ribeirinho dos Santos Paupério