

MANAGEMENT REPORT
AND ACCOUNTS
9M13





Introductory notes

Until 26 August 2013, Optimus – SGPS, S.A. was fully owned by Sonaecom, SGPS, S.A.. Conversely, following the closing of the merger between Optimus – SGPS, S.A. and ZON - Serviços de Telecomunicações e Multimédia, SGPS, S.A, Sonaecom holds, since 27 August 2013, a 50% stake in ZOPT, SGPS, S.A., which in turn holds a 50.01% participation in ZON OPTIMUS, SGPS, S.A.. Sonaecom has also a direct stake of 7.28% in the capital of ZON OPTIMUS, SGPS, S.A..

Sonaecom portfolio also comprises 100% of Software and Systems Information (SSI) and Público businesses, which are fully consolidated.

The consolidated financial information contained in this report is based on Financial Statements non-audited and prepared in accordance with International Financial Reporting Standards (IAS/IFRS) issued by the International Accounting Standards Board (IASB), as adopted by the European Union.

Following the consolidation operation between ZON - Serviços de Telecomunicações e Multimédia, SGPS, S.A. and Optimus - SGPS, S.A., Sonaecom, SGPS, S.A. adjusted 2012 and 2013 financial statements considering Optimus SGPS, S.A. contribution as a discontinued operation. Since the end of August the equity method is being used to reflect the results of ZOPT, SGPS, S.A. and the 7.28% direct holding in ZON OPTIMUS, SGPS, S.A. is being recorded as an 'Investment at fair value through profit or loss'.



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CEO message

The creation of Zon Optimus has left an indelible mark on the third quarter of Sonaecom and on the telecommunications sector in Portugal.

A long and demanding process was successfully concluded, which helped create an operator with increased competitiveness, renewed ambition and with a shareholding structure totally aligned and committed to the new project.

Given the significant impact of this operation on Sonaecom's portfolio, the Board of Directors already decided in October to launch a tender offer to acquire own shares in exchange for Zon Optimus shares, held by Sonaecom outside the control structure, thereby allowing Sonaecom's minority shareholders to gain direct exposure to the new and promising operator.

Activity at Sonaecom's businesses has also been very positive, both in telecommunications (as already reported to the market by Zon Optimus) and in SSI's businesses, which showed significant growth in activity and profitability.

Ângelo Paupério, CEO of Sonaecom

1. Main highlights

- Turnover growth of 10.8%, to 86.8 million euros
- **Net impact of Sonaecom's direct participation in ZON OPTIMUS** reaches 9.1 million euros
- EBT improves significantly to 70.8 million euros, up by 10.5% y.o.y.
- Net Results growth of 6.5%, to 68.1 million euros

Million euros

INCOME STATEMENT HIGHLIGHTS	3Q12 ^(R)	3Q13	Δ 13/12	2Q13 ^(R)	q.o.q.	9M12 ^(R)	9M13	Δ 13/12
Turnover	27.2	29.3	7.5%	29.6	-1.1%	78.3	86.8	10.8%
Service revenues	18.7	20.7	10.7%	21.0	-1.2%	52.4	61.8	17.8%
Product sales	8.5	8.5	0.6%	8.6	-1.0%	25.8	25.0	-3.3%
Operating costs	28.9	29.5	2.4%	29.3	0.9%	82.9	86.7	4.6%
EBITDA	31.3	19.7	-37.3%	27.1	-27.5%	82.5	71.0	-14.0%
Underlying EBITDA ⁽¹⁾	-15	1.5	-	0.7	101.3%	-3.6	2.6	-
Equity method ⁽²⁾	0.3	1.9	-	0.1	-	0.4	2.2	-
Discontinued operations ⁽³⁾	32.6	16.2	-50.2%	26.3	-38.4%	85.7	66.2	-22.7%
Underlying EBITDA margin (%)	-5.6%	5.1%	10.7pp	2.5%	2.6pp	-4.5%	3.0%	7.5pp
Depreciation & Amortization	2.3	2.2	-6.9%	1.0	110.6%	8.5	5.2	-38.4%
EBIT	29.0	17.5	-39.7%	26.1	-32.9%	74.0	65.8	-11.1%
Net financial results	-3.5	11.6	-	-3.6	-	-9.9	5.0	-
Other net financial results ⁽⁴⁾	0.0	9.1	-	0.0	-	0.0	9.1	-
EBT	25.5	29.1	14.2%	22.5	29.3%	64.1	70.8	10.5%
Tax results	0.3	-0.9	-	-1.1	17.7%	-0.2	-2.8	-
Net Results (Group Share)	25.8	28.2	9.5%	21.4	31.6%	63.9	68.1	6.5%

(1) Includes the businesses fully consolidated by Sonaecom; (2) Includes the 50% holding in Unipress, the 50% holding in Infosystems, the 45% holding in SIRS and, from the end of August 2013, the 50% holding in ZOPT; (3) Includes Optimus contribution before the closing of the merger between ZON and Optimus, i.e., until the end of August 2013; (4) This amount refers to the 7.28% holding in ZON OPTIMUS, recorded as 'Investment at fair value through profit or loss', being subject to share price changes; (R) The values were adjusted in order to reflect Sonaecom, SGPS, S.A. structure following the merger between ZON and Optimus.

- Cash position at 168.3 million euros
- Gross debt at 29.5 million euros

Million euros

BALANCE SHEET HIGHLIGHTS	3Q12	3Q13	Δ 13/12	2Q13	q.o.q.	9M12	9M13	Δ 13/12
Total net asset	1,900.6	1,196.2	-37.1%	1,853.1	-35.5%	1,900.6	1,196.2	-37.1%
Investments	1.5	716.6	-	1.3	-	1.5	716.6	-
Liquidity	68.2	197.8	189.9%	18.2	-	68.2	197.8	189.9%
Shareholders' funds	1,070.0	1,103.6	3.1%	1,079.1	2.3%	1,070.0	1,103.6	3.1%
Total Liabilities	830.6	92.6	-88.9%	774.0	-88.0%	830.6	92.6	-88.9%
Gross Debt	395.3	29.5	-92.5%	381.7	-92.3%	395.3	29.5	-92.5%
Net Debt	281.8	-168.3	-	265.4	-	281.8	-168.3	-

Note: The 2012 and 2013 information was restated in order to consolidate the 50% holding in Unipress, the 50% holding in Infosystems and the 45% holding in SIRS through the equity method.



2. Sonaecom first nine months 2013 results

Following the consolidation operation between ZON and OPTIMUS, on August 2013, Sonaecom adjusted 2012 and 2013 financial statements in order to reflect the new structure following the merger.

Accordingly:

- Sonaecom SSI and Público businesses continue to be fully consolidated;
- the 50% participation in ZOPT is consolidated through the equity method from the end of August 2013;
- Optimus is registered as a discontinued operation until the end of August 2013;
- the 7.28% direct holding in ZON OPTIMUS is recorded as 'Investment at fair value through profit or loss', being subject to share price variations.

2.1. Consolidated results

Turnover

Consolidated turnover in 9M13 stood at 86.8 million euros, growing 10.8% when compared to 9M12. This was fueled by the SSI business, which grew from 77.0 million euros to 83.8 million euros, an increase of 8.9% driven by the strong service revenues increase of more than 12%.

Operating costs

Operating costs amounted to 86.7 million euros, 4.6% above the 9M12. Despite the decrease of 5.0% in commercial costs, personnel costs and other operating costs increased between 9M12 and 9M13, totally driven by SSI division activity increase.

EBITDA

Total EBITDA stood at 71.0 million euros, less 14.0% when compared to 9M12, impacted by discontinued operations.

As for the EBITDA attributable to Sonaecom resulting from the companies being consolidated through the equity method, it has increased significantly, from 0.4 million euros to 2.2 million euros, impacted by the positive evolution of ZON OPTIMUS registered in September. It should be noted that ZOPT contribution totalled 2.1 million euros in 3Q13.

The underlying EBITDA stood at 2.6 million euros, an improvement of more than 6 million euros when compared with the negative 3.6 million euros registered in 9M12.

The underlying EBITDA margin reached 3.0%, up 7.5pp y.o.y., benefiting from the increased weight of service revenues in total turnover, which grew from 67.0% to 71.2%.

Net results

Notwithstanding the lower level of D&A, Sonaecom's EBIT decreased 11.1% y.o.y., to 65.8 million euros.

Net financial results registered a very positive performance, totalling 5.0 million euros in 9M13 and benefiting from the increased financial income. The direct participation in ZON OPTIMUS registered a gain of 9.1 million euros between 27 August and 30 September 2013, driven by an increase in ZON OPTIMUS share price from €4.156 to €4.400, respectively.

Sonaecom's EBT improved significantly from 64.1 million euros to 70.8 million euros, up by 10.5% y.o.y..

Net results, group share, stood at 68.1 million euros, growing 6.5% when compared to 9M12.

Operating CAPEX

Sonaecom's operating CAPEX increased from 2.1 million euros to 4.4 million euros, reflecting operating CAPEX evolution at Sonaecom SSI division.

Capital structure

Gross debt reached 29.5 million euros, which compares with 395.3 million euros in 9M12.

Net debt stood at a very comfortable negative 168.3 million euros, i.e., positive cash position, versus 281.8 million euros in 9M12, benefiting with the acquisition of 50% of Sonaecom's shareholder loans to ZOPT from Kento Holding Limited and Unitel International Holdings, B.V..

2.2. ZON OPTIMUS

- Completion of merger on 27 August and election of new management team on 1 October.
- Creation of a larger, stronger and more competitive telecommunications group with the best NGN and 4G network coverage in Portugal:
 - 7.3 million RGUs;
 - Pro-forma Consolidated Revenues of 1.1 billion euros in 9M13;
 - Pro-forma Consolidated EBITDA margin over 38% in 3Q13 and 9M13.
- Launching of ZON4i on 22 October – the first integrated communications and entertainment offer by ZON OPTIMUS.
- Continued strong operating and financial performance in 3Q13 with growth in convergent solutions, resilience in Telco revenues despite the still challenging macro environment and continuing focus on efficiency and cost control with margins in excess of 38%.
- Increase in Operating Cash Flow of 31.1% to 74.9 million euros and increase in Recurrent FCF to 46.1 million euros.

Million euros								
ZON OPTIMUS HIGHLIGHTS	3Q12	3Q13	Δ 13/12	2Q13	q.o.q.	9M12	9M13	Δ 13/12
Turnover	373.7	365.8	-2.1%	361.3	1.2%	1114.9	1083.9	-2.8%
EBITDA	142.1	139.9	-1.5%	140.3	-0.3%	413.5	418.3	1.2%
EBITDA margin (%)	38.0%	38.2%	0.2pp	38.8%		37.1%	38.6%	1.5pp
Net Income	34.6	18.4	-46.8%	30.6	-39.8%	92.7	76.5	-17.5%
CAPEX	77.9	61.6	-20.9%	66.7	-7.6%	216.5	188.8	-12.8%
EBITDA-CAPEX	64.2	78.3	22.0%	73.6	6.3%	197.0	229.5	16.5%

ZON OPTIMUS operating revenues reached 1.1 billion euros in 9M13, decreasing 2.8% when compared to 9M12.

EBITDA stood at 418.3 million euros, growing 1.2% y.o.y. and benefiting from the lower operating costs, which have decreased 5.1% between the two periods.

CAPEX decreased from 216.5 million euros to 188.8 million euros, less 12.8%

As a consequence of EBITDA and CAPEX evolution, EBITDA-CAPEX grew 16.5% y.o.y., to 229.5 million euros.

With the integration process in place, Net income reached 76.5 million euros, less 17.5% when compared to 9M12.

2.3. Software and Systems Information (SSI)

With a growth story since inception while pursuing a dynamic portfolio management approach, our SSI area, created at the end of 2002, comprises currently four companies in the IT/IS sector, focused on internationalization opportunities.

WeDo Technologies is the worldwide market leader in providing Revenue Assurance and Fraud Management solutions to telecoms operators. The company works with some of the world's leading blue chip companies from the retail and energy industries, as well as 140 telecommunications operators from more than 80 countries.

During the 9M13, WeDo Technologies continued to expand its international footprint through the acquisition of new projects in the business assurance market, ending the period with international revenues representing 79.9% of its turnover, growing 28.5% compared to 9M12. As main achievements for the quarter, it should be noted that Etisalat Egypt and SKY Brazil have chosen WeDo Technologies to implement its business assurance software, RAID.

Saphety reinforced its position in the local market as a purchase-to-pay, process optimization and data & media synchronization leader, with a relevant increase in the number of enterprise clients and the launching of one of the most implemented solution of electronic documents for transportation - SaphetyDrive.

Internationally, the company kept its focus in South America and Europe, acquiring major clients in sophisticated markets such as Denmark, Finland and Russia. Saphety has also strengthened its international presence entering in four new markets - Baltic, Mexico, Kazakhstan and Kenya - through partnerships with local companies.

International markets represented in the end of the 9M13, 29.8% of total orders.

Mainroad is focused in IT outsourcing. With a complete offer of IT Managed Services, IT Security, Business Continuity and Cloud Computing, supported in its data centers, Mainroad assures the maximum availability of applications, systems and networks, supporting the critical business processes of its customers. Mainroad has recently invested in its data centers, implementing a 'Cold Aisle Containment', aimed at saving energy, reducing cooling costs, preserving the security of data and thus improving quality of service.

Continuing the positive trend registered throughout the year, Mainroad increased the orders more than 11% between 9M12 and 9M13.

Strengthening its position in IT solutions, Bizdirect service revenues increased 10.3% between 9M12 and 9M13. Despite the challenging market conditions, the company has also improved the EBITDA in the same period. The company continues its strategy to grow in new markets, with its international revenues representing 46% of total turnover.

Operating Indicators

MAIN OPERATING KPI's	3Q12	3Q13	Δ 13/12	2Q13	q.o.q.	9M12	9M13	Δ 13/12
IT Service Revenues/Employee ⁽¹⁾ ('000 euros)	35.6	32.9	-7.7%	36.5	-9.9%	103.5	105.2	1.6%
Equipment Sales as % Turnover	23.4%	24.0%	0.6pp	20.7%	3.3pp	22.8%	20.4%	-2.3pp
Equipment Sales/Employee ⁽²⁾ ('000 euros)	311.4	218.7	-29.8%	188.1	16.3%	834.6	546.3	-34.5%
EBITDA/Employee ('000 euros)	4.3	5.3	24.8%	5.0	7.7%	12.1	15.6	28.8%
Employees	622	683	9.8%	664	2.9%	622	683	9.8%

(1) Excluding employees dedicated to Equipment Sales; (2) Bizdirect.

IT service revenues per employee reached 105.2 thousand euros in 9M13, 1.6% above the same period of 2012, with the growth in service revenues more than compensating for the 9.8% increase in headcount. Equipment sales as percentage of turnover decreased y.o.y. from 22.8% to 20.4%, driven by Bizdirect's equipment sales.

Financial Indicators

Million euros								
SSI CONSOLIDATED INCOME STATEMENT	3Q12	3Q13	Δ 13/12	2Q13	q.o.q.	9M12	9M13	Δ 13/12
Turnover	28.0	28.2	0.9%	29.1	-3.0%	77.0	83.8	8.9%
Service Revenues	21.4	21.4	0.1%	23.1	-7.1%	59.4	66.7	12.2%
Equipment Sales	6.5	6.8	3.7%	6.0	12.6%	17.5	17.1	-2.3%
Other Revenues	0.1	1.4	-	0.2	-	0.8	1.9	131.7%
Operating Costs	25.4	26.0	2.3%	26.0	-0.2%	70.6	75.4	6.8%
Personnel Costs	8.6	8.9	3.8%	8.6	3.2%	23.8	26.4	11.0%
Commercial Costs ⁽¹⁾	7.0	7.1	1.5%	6.2	14.7%	18.6	17.8	-4.1%
Other Operating Costs ⁽²⁾	9.9	10.0	1.6%	11.2	-11.0%	28.2	31.1	10.4%
EBITDA	2.7	3.6	37.1%	3.3	10.8%	7.2	10.4	44.0%
EBITDA Margin (%)	9.5%	12.9%	3.4pp	11.3%	1.6pp	9.4%	12.4%	3.0pp
Operating CAPEX ⁽³⁾	0.7	1.3	85.5%	1.8	-28.5%	1.7	4.1	-
Operating CAPEX as % of Turnover	2.5%	4.5%	2.1pp	6.1%	-1.6pp	2.2%	4.8%	2.6pp
EBITDA - Operating CAPEX	2.0	2.4	20.3%	1.5	57.0%	5.5	6.3	14.7%
Total CAPEX	0.7	1.3	85.4%	1.8	-28.7%	11.7	4.5	-61.9%

(1) Commercial Costs = COGS + Mktg & Sales; (2) Other Operating Costs = Outsourcing Services + G&A + Provisions + others; (3) Operating CAPEX excludes Financial Investments.

Turnover

Turnover continued to benefit with the international expansion of SSI companies, growing 8.9% in 9M13, to 83.8 million euros, driven by the very positive performance of service revenues, that increased from 59.4 million euros to 66.7 million euros, a growth of 12.2% y.o.y.. Equipment sales were negatively impacted by the macroeconomic environment, decreasing 2.3% when compared to 9M12, but increasing on quarterly terms, between 2Q12 and 3Q13, as well as on yearly terms, between 3Q12 and 3Q13.

Operating costs

Operating costs increased 6.8% when compared to 9M12, to 75.4 million euros, impacted by higher personnel and other operating costs. Personnel costs increased 11.0%, to 26.4 million euros, driven by the headcount growth, in which we emphasise WeDo Technologies, aimed at supporting the subsidiaries' increased level of activity. Other operating costs increased 10.4% y.o.y., to 31.1 million euros, impacted mostly by the higher level of outsourcing costs, as well as a higher level of general and administrative costs (aligned with the increased level of international activity). Commercial costs stood at 17.8 million euros, 4.1% below the 9M12, impacted by the lower level of costs of goods sold.

EBITDA

EBITDA continued the positive trend, fuelled by the evolution of service revenues, which more than off-set the higher operating costs. Between 9M12 and 9M13, SSI EBITDA increased 44.0%, reaching 10.4 million euros.

Benefiting from the increased weight of service revenues in total turnover, EBITDA margin stood at 12.4%, 3.0pp above the 9M12, consistently presenting a double digit EBITDA margin.

EBITDA-operating CAPEX

As a result of EBITDA and operating CAPEX performances, EBITDA-operating CAPEX stood at 6.3 million euros, improving 14.7% when compared to the 5.5 million euros registered in 9M12.



3. Main corporate developments in 3Q13

Optimus awarded as the Universal Service provider for the northern and centre of Portugal

On 18 July 2013, following a meeting of the Council of Ministers, it was announced that Optimus was awarded as Universal Service provider for the northern and central regions of Portugal. ZON was designated the Universal Service provider for the regions of the south of Portugal and islands. After the formal adjudication and contract signing, valid for 5 years, Optimus will have 180 days to launch its commercial offers.

It should be noted that the formal award depends on the completion of the revocation process of Portugal Telecom's concession contract.

Closing of the merger between ZON and Optimus

Following final deliberation of the Portuguese Competition Authority, stating non-opposition to the concentration process between ZON Multimédia - Serviços de Telecomunicações e Multimédia, SGPS, S.A. and Optimus SGPS, S.A., the commercial registry of the merger between the two companies was made on 27 August.

Acquisition of 50% of Sonaecom's shareholders loans to ZOPT

Following the share capital increase of its subsidiary ZOPT, SGPS, S.A., Kento Holding Limited and Unitel International Holdings, B.V., owning 50% of the share capital and voting rights of ZOPT, acquired 50% of Sonaecom's shareholder loans to ZOPT. As a result of this operation, on 30 August 2013, Sonaecom received a total amount 119.6 million euros.

Sonae exercises its call option with Atlas Services Belgium (ASB), buying 20% of Sonaecom's share capital

Following the exercise, by Sonae, of the call option set out in the agreement settled on February 2013, ASB sold to Sonae, on 9 September 2013, 73,249,374 shares of Sonaecom, representing 20% of the share capital and voting rights of the company.



4. Subsequent events

Goldman Sachs qualified holding

On 23 October 2013, Goldman Sachs Inc. informed Sonaecom about the completion, on 18 October, of a qualifying holding of 2.12% in Sonaecom, corresponding to 7,780,349 shares and voting rights.

Sonaecom Tender Offer for the Partial and Voluntary Acquisition of Treasury Shares

On 29 October 2013, Sonaecom announced the decision taken by its Board of Directors, to make a partial and voluntary tender offer for the acquisition of a maximum of 88,479,803 shares, representing 24.16% of its own share capital.

Sonaecom's shareholders are given the option to sell, in equal standing conditions, their Sonaecom shares for consideration of the directly held 37,489,324 ZON OPTIMUS shares, which are not necessary to the pursuit of Sonaecom's business purposes, thereby enabling direct exposure of Sonaecom shareholders to ZON Optimus.

Sonaecom offers an overall price equivalent to €2.45 per Sonaecom share, to be composed of ZON Optimus shares and, where applicable, a remaining cash amount. For determining the Sonaecom/ZON Optimus share trade ratio, it was set a ZON Optimus price of €5.08.

Shareholders' Extraordinary General Meeting

On 30 October 2013, Sonaecom has released the notice of meeting and the sole agenda item of a Shareholders' Extraordinary General Meeting, to be held on 18 November 2013, at 11 am, at the company's head office.

The sole item of the agenda is the reduction of the share capital in the amount corresponding to the product of the number of company shares purchased through the Tender Offer for the Partial and Voluntary Acquisition of Treasury Shares, by the amount of €2.45, by cancelling the treasury shares so acquired and reducing the nominal value of the remaining company shares, with the purpose of releasing the necessary funds to execute the offer, thereby accordingly amending paragraphs 1 and 2 of article 5 of the Articles of Association.

5. Other information

5.1. Consolidated income statement

Million euros

CONSOLIDATED INCOME STATEMENT	3Q12 ^(R)	3Q13	Δ 13/12	2Q13 ^(R)	q.o.q.	9M12 ^(R)	9M13	Δ 13/12
Turnover	27.2	29.3	7.5%	29.6	-1.1%	78.3	86.8	10.8%
Service Revenues	18.7	20.7	10.7%	21.0	-1.2%	52.4	61.8	17.8%
Product Sales	8.5	8.5	0.6%	8.6	-1.0%	25.8	25.0	-3.3%
Other Revenues	0.1	1.8	-	0.4	-	1.0	2.5	142.1%
Operating Costs	28.9	29.5	2.4%	29.3	0.9%	82.9	86.7	4.6%
Personnel Costs	10.7	10.9	2.1%	10.6	3.4%	30.7	32.5	5.9%
Commercial Costs ⁽¹⁾	8.4	8.7	4.0%	6.6	33.3%	23.3	22.1	-5.0%
Other Operating Costs ⁽²⁾	9.7	9.9	1.2%	12.1	-18.7%	29.0	32.1	11.0%
EBITDA	31.3	19.7	-37.3%	27.1	-27.5%	82.5	71.0	-14.0%
Underlying EBITDA ⁽³⁾	-1.5	1.5	-	0.7	101.3%	-3.6	2.6	-
Equity method ⁽⁴⁾	0.3	1.9	-	0.1	-	0.4	2.2	-
Discontinued operations ⁽⁵⁾	32.6	16.2	-50.2%	26.3	-38.4%	85.7	66.2	-22.7%
Underlying EBITDA Margin (%)	-5.6%	5.1%	10.7pp	2.5%	2.6pp	-4.5%	3.0%	7.5pp
Depreciation & Amortization	2.3	2.2	-6.9%	1.0	110.6%	8.5	5.2	-38.4%
EBIT	29.0	17.5	-39.7%	26.1	-32.9%	74.0	65.8	-11.1%
Net Financial Results	-3.5	11.6	-	-3.6	-	-9.9	5.0	-
Financial Income	0.4	15.5	-	-0.1	-	1.9	16.1	-
Financial Expenses	3.9	3.9	0.0%	3.5	11.6%	11.8	11.0	-6.4%
EBT	25.5	29.1	14.2%	22.5	29.3%	64.1	70.8	10.5%
Tax results	0.3	-0.9	-	-1.1	17.7%	-0.2	-2.8	-
Net Results	25.8	28.2	9.4%	21.4	31.7%	63.9	68.0	6.5%
Group Share	25.8	28.2	9.5%	21.4	31.6%	63.9	68.1	6.5%
Attributable to Non-Controlling Interests	0.0	0.0	-	0.0	36.3%	0.0	0.0	-

(1) Commercial Costs = COGS + Mktg & Sales Costs; (2) Other Operating Costs = Outsourcing Services + G&A + Provisions + others; (3) Includes the businesses fully consolidated by Sonaecom; (4) Includes the 50% holding in Unipress, the 50% holding in Infosystems, the 45% holding in SIRS and, from the end of August 2013, the 50% holding in ZOPT; (5) Includes Optimus contribution before the closing of the merger between ZON and Optimus, i.e., until the end of August 2013; (R) The values were adjusted in order to reflect Sonaecom structure following the merger between ZON and Optimus.

5.2. Consolidated balance sheet

Million euros								
CONSOLIDATED BALANCE SHEET	3Q12	3Q13	Δ 13/12	2Q13	q.o.q.	9M12	9M13	Δ 13/12
Total Net Assets	1,900.6	1,196.2	-37.1%	1,853.1	-35.5%	1,900.6	1,196.2	-37.1%
Non Current Assets	1,589.0	771.3	-51.5%	1,556.5	-50.4%	1,589.0	771.3	-51.5%
Tangible and Intangible Assets	960.9	19.5	-98.0%	939.5	-97.9%	960.9	19.5	-98.0%
Goodwill	529.6	29.6	-94.4%	518.4	-94.3%	529.6	29.6	-94.4%
Investments	1.5	716.6	-	1.3	-	1.5	716.6	-
Deferred Tax Assets	96.3	5.5	-94.3%	95.2	-94.2%	96.3	5.5	-94.3%
Others	0.7	0.0	-93.9%	2.1	-98.0%	0.7	0.0	-93.9%
Current Assets	311.6	424.9	36.3%	296.6	43.3%	311.6	424.9	36.3%
Trade Debtors	120.9	29.6	-75.5%	150.8	-80.4%	120.9	29.6	-75.5%
Liquidity	68.2	197.8	189.9%	18.2	-	68.2	197.8	189.9%
Others	122.5	197.5	61.2%	127.6	54.8%	122.5	197.5	61.2%
Shareholders' Funds	1,070.0	1,103.6	3.1%	1,079.1	2.3%	1,070.0	1,103.6	3.1%
Group Share	1,069.6	1,103.3	3.1%	1,078.7	2.3%	1,069.6	1,103.3	3.1%
Non-Controlling Interests	0.4	0.3	-17.7%	0.4	-9.8%	0.4	0.3	-17.7%
Total Liabilities	830.6	92.6	-88.9%	774.0	-88.0%	830.6	92.6	-88.9%
Non Current Liabilities	288.2	31.3	-89.1%	337.0	-90.7%	288.2	31.3	-89.1%
Bank Loans	194.9	25.7	-86.8%	246.0	-89.6%	194.9	25.7	-86.8%
Provisions for Other Liabilities and Charges	45.0	4.3	-90.5%	39.8	-89.3%	45.0	4.3	-90.5%
Others	48.3	1.4	-97.1%	51.2	-97.3%	48.3	1.4	-97.1%
Current Liabilities	542.4	61.2	-88.7%	437.0	-86.0%	542.4	61.2	-88.7%
Bank Loans	200.6	3.7	-98.2%	139.1	-97.4%	200.6	3.7	-98.2%
Trade Creditors	156.5	18.1	-88.5%	146.2	-87.7%	156.5	18.1	-88.5%
Others	185.3	39.5	-78.7%	151.7	-73.9%	185.3	39.5	-78.7%
Operating CAPEX ⁽¹⁾	1.0	1.4	39.8%	1.9	-25.6%	2.1	4.4	106.0%
Operating CAPEX as % of Turnover	3.7%	4.9%	1,1pp	6.5%	-1,6pp	2.7%	5.1%	2,4pp
Total CAPEX	1.0	1.4	39.7%	1.9	-25.8%	12.2	4.8	-60.2%
EBITDA - Operating CAPEX	-2.5	0.1	-	-1.2	-	-5.7	-1.8	67.9%
Gross Debt	395.3	29.5	-92.5%	381.7	-92.3%	395.3	29.5	-92.5%
Net Debt	281.8	-168.3	-	265.4	-	281.8	-168.3	-

(1) Operating CAPEX excludes Financial Investments.

Note: The 2012 and 2013 information was restated in order to consolidate the 50% holding in Unipress, the 50% holding in Infosystems and the 45% holding in SIRS through the equity method.

5.3. Consolidated levered FCF

Million euros

LEVERED FREE CASH FLOW	3Q12 ^(R)	3Q13	Δ 13/12	2Q13 ^(R)	q.o.q.	9M12 ^(R)	9M13	Δ 13/12
Pro-forma EBITDA-Operating CAPEX ⁽¹⁾	-0,6	1,2	-	0,8	46,8%	0,8	3,2	-
Change in WC	-5,9	-1,9	67,4%	-0,2	-	-4,0	0,1	-
Non Cash Items & Other	0,9	-0,8	-	0,6	-	1,9	-0,5	-
Operating Cash Flow	-5,6	-1,5	72,9%	1,2	-	-1,4	2,8	-
Investments	0,0	115,0	-	-0,2	-	-6,0	113,8	-
Own shares	-0,2	0,0	100,0%	-1,2	100,0%	-3,4	-2,5	26,1%
Financial results	-3,1	10,3	-	3,4	198,5%	-4,3	15,5	-
Income taxes	0,4	-1,2	-	-0,8	-59,8%	-0,1	-2,4	-
FCF ⁽²⁾	-8,5	122,5	-	2,6	-	-15,1	127,2	-

(1) Pro-forma EBITDA-Operating CAPEX does not exclude the balances and transactions with Optimus; (2) FCF Levered after Financial Expenses but before Capital Flows and Financing related up-front Costs. FCF is calculated based on pro-forma EBITDA-Operating CAPEX and does not consider intercompany dividends; (R) The values were adjusted in order to reflect Sonae.com, SGPS, SA. structure following the merger between ZON and Optimus.

5.4. Historical Information

Million euros

CONSOLIDATED INCOME STATEMENT	1Q12 ^(R)	2Q12 ^(R)	3Q12 ^(R)	4Q12 ^(R)	2012 ^(R)	1Q13 ^(R)	2Q13 ^(R)	3Q13
Turnover	25,7	25,4	27,2	26,1	104,3	27,9	29,6	29,3
Service revenues	15,8	17,9	18,7	19,7	72,1	20,1	21,0	20,7
Product sales	9,9	7,4	8,5	6,4	32,2	7,8	8,6	8,5
Other Revenues	0,6	0,3	0,1	1,0	2,0	0,3	0,4	1,8
Operating costs	27,3	26,8	28,9	28,6	111,5	27,9	29,3	29,5
Personnel Costs	9,5	10,4	10,7	12,0	42,6	11,0	10,6	10,9
Commercial Costs ⁽¹⁾	8,5	6,4	8,4	5,5	28,7	6,8	6,6	8,7
Other Operating Costs ⁽²⁾	9,3	10,0	9,7	11,1	40,1	10,1	12,1	9,9
EBITDA	23,9	27,3	31,3	21,0	103,5	24,3	27,1	19,7
Underlying EBITDA ⁽³⁾	-1,0	-1,1	-1,5	-1,6	-5,1	0,3	0,7	1,5
Equity method ⁽⁴⁾	0,1	0,1	0,3	-0,4	0,0	0,2	0,1	1,9
Discontinued operations ⁽⁵⁾	24,8	28,3	32,6	22,9	108,6	23,7	26,3	16,2
Underlying EBITDA Margin (%)	-3,8%	-4,2%	-5,6%	-6,0%	-4,9%	1,2%	2,5%	5,1%
Depreciation & Amortization	3,3	2,9	2,3	5,6	14,1	2,1	1,0	2,2
EBIT	20,6	24,4	29,0	15,4	89,4	22,2	26,1	17,5
Net financial results	-3,3	-3,1	-3,5	-4,0	-13,9	-3,0	-3,6	11,6
Financial Income	1,0	0,5	0,4	0,7	2,6	0,6	-0,1	15,5
Financial Expenses	4,3	3,6	3,9	4,7	16,5	3,6	3,5	3,9
EBT	17,3	21,3	25,5	11,3	75,4	19,2	22,5	29,1
Tax results	-0,3	-0,2	0,3	0,2	0,0	-0,8	-1,1	-0,9
Net Results	17,0	21,2	25,8	11,5	75,4	18,4	21,4	28,2
Group Share	17,0	21,2	25,8	11,5	75,4	18,4	21,4	28,2
Attributable to Non-Controlling Interests	0,0	0,0	0,0	0,0	0,0	0,0	0,0	0,0

(1) Commercial Costs = COGS + Mktg & Sales Costs; (2) Other Operating Costs = Outsourcing Services + G&A + Provisions + others; (3) Includes the businesses fully consolidated by Sonaecom; (4) Includes the 50% holding in Unipress, the 50% holding in Infosystems, the 45% holding in SIRS and, from the end of August 2013, the 50% holding in ZOPI; (5) Includes Optimus contribution before the closing of the merger between ZON and Optimus, i.e., until the end of August 2013; (R) The values were adjusted in order to reflect Sonaecom structure following the merger between ZON and Optimus.

Million euros

CONSOLIDATED BALANCE SHEET	1Q12	2Q12	3Q12	4Q12	2012	1Q13	2Q13	3Q13
Total Net Assets	1.901,4	1.923,1	1.900,6	1.898,9	1.898,9	1.859,9	1.853,1	1.196,2
Non Current Assets	1.580,4	1.582,7	1.589,0	1.583,2	1.583,2	1.568,3	1.556,5	771,3
Tangible and Intangible Assets	958,9	955,9	960,9	960,5	960,5	948,3	939,5	19,5
Goodwill	520,8	529,3	529,6	518,0	518,0	518,6	518,4	29,6
Investments	1,1	1,2	1,5	1,2	1,2	1,4	1,3	716,6
Deferred Tax Assets	99,3	95,9	96,3	101,1	101,1	98,1	95,2	5,5
Others	0,3	0,3	0,7	2,4	2,4	2,0	2,1	0,0
Current Assets	321,0	340,4	311,6	315,7	315,7	291,6	296,6	424,9
Trade Debtors	107,2	120,9	120,9	144,9	144,9	139,0	150,8	29,6
Liquidity	99,3	108,3	68,2	61,7	61,7	31,8	18,2	197,8
Others	114,5	111,2	122,5	109,0	109,0	120,8	127,6	197,5
Shareholders' Funds	1.052,8	1.046,9	1.070,0	1.083,2	1.083,2	1.101,2	1.079,1	1.103,6
Group Share	1.052,4	1.046,5	1.069,6	1.082,9	1.082,9	1.100,8	1.078,7	1.103,3
Non-Controlling Interests	0,4	0,4	0,4	0,4	0,4	0,4	0,4	0,3
Total Liabilities	848,6	876,2	830,6	815,6	815,6	758,7	774,0	92,6
Non Current Liabilities	397,4	247,7	288,2	296,0	296,0	290,5	337,0	31,3
Bank Loans	289,3	146,1	194,9	196,2	196,2	195,2	246,0	25,7
Provisions for Other Liabilities and Charges	47,5	47,1	45,0	43,7	43,7	43,5	39,8	4,3
Others	60,6	54,5	48,3	56,1	56,1	51,7	51,2	1,4
Current Liabilities	451,2	628,5	542,4	519,6	519,6	468,2	437,0	61,2
Bank Loans	143,3	307,5	200,6	187,2	187,2	171,1	139,1	3,7
Trade Creditors	134,2	142,0	156,5	168,8	168,8	140,5	146,2	18,1
Others	173,6	179,0	185,3	163,7	163,7	156,6	151,7	39,5
Operating CAPEX ⁽¹⁾	0,8	0,3	1,0	3,6	5,8	1,1	1,9	1,4
Operating CAPEX as % of Turnover	3,2%	1,2%	3,7%	13,9%	5,5%	3,9%	6,5%	4,9%
Total CAPEX	0,8	10,3	1,0	3,6	15,8	1,5	1,9	1,4
EBITDA - Operating CAPEX	-1,8	-1,4	-2,5	-5,2	-10,9	-0,7	-1,2	0,1
Gross Debt	432,8	449,3	395,3	376,5	376,5	364,1	381,7	29,5
Net Debt	365,7	342,5	281,8	251,2	251,2	248,1	265,4	-168,3

(1) Operating CAPEX excludes Financial Investments.
Note: The 2012 and 2013 information was restated in order to consolidate the 50% holding in Unipress, the 50% holding in Infosystems and the 45% holding in SIRS through the equity method.

Million euros

LEVERED FREE CASH FLOW	1Q12 ^(R)	2Q12 ^(R)	3Q12 ^(R)	4Q12 ^(R)	2012 ^(R)	1Q13 ^(R)	2Q13 ^(R)	3Q13
Pro-forma EBITDA-Operating CAPEX ⁽¹⁾	0.4	1.0	-0.6	-3.1	-2.3	1.1	0.8	1.2
Change in WC	0.2	1.7	-5.9	-0.3	-4.4	2.2	-0.2	-1.9
Non Cash Items & Other	-0.1	1.1	0.9	1.9	3.8	-0.2	0.6	-0.8
Operating Cash Flow	0.5	3.8	-5.6	-1.6	-2.9	3.1	1.2	-1.5
Investments	0.0	-6.0	0.0	0.0	-6.0	-1.0	-0.2	115.0
Own shares	-0.7	-2.5	-0.2	0.0	-3.4	-1.3	-1.2	0.0
Financial results	-1.6	0.4	-3.1	1.5	-2.8	1.8	3.4	10.3
Income taxes	-0.5	0.0	0.4	-0.5	-0.6	-0.5	-0.8	-1.2
FCF ⁽²⁾	-2.3	-4.3	-8.5	-0.6	-15.7	2.1	2.6	122.5

(1) Pro-forma EBITDA-Operating CAPEX does not exclude the balances and transactions with Optimus; (2) FCF Levered after Financial Expenses but before Capital Flows and Financing related up-front Costs. FCF is calculated based on pro-forma EBITDA-Operating CAPEX and does not consider intercompany dividends; (R) The values were adjusted in order to reflect Sonaeom, SGPS, SA. structure following the merger between ZON and Optimus.

6. Financial information

6.1. Sonaecom consolidated financial statements

Consolidated balance sheets

For the periods ended at 30 September 2013 and 2012 (restated – note 1), for the year ended at 31 December 2012 (restated – note 1) and for 1 January 2013 (restated – note 1)

(Amounts expressed in Euro)	Notes	September 2013 (not audited)	September 2012 (restated and not audited)	December 2012 (restated)	1 January 2012 (restated and not audited)
Assets					
Non-current assets					
Tangible assets	1c, 1h and 5	3,949,072	580,942,018	580,956,944	581,223,967
Intangible assets	1d, 1e and 6	15,593,037	379,976,914	379,528,108	389,119,213
Goodwill	1f, 1w and 7	29,615,902	529,560,631	517,985,506	520,782,025
Investments in associated companies and companies jointly controlled	1b and 8	715,468,959	1,279,125	953,082	841,170
Investments available for sale	1g, 4 and 10	215,448	212,323	212,323	212,323
Other non-current assets	1g, 1r, 1x and 4	933,241	701,845	2,422,660	264,973
Deferred tax assets	1p, 1s and 11	5,531,973	96,296,946	101,134,781	103,853,881
Total non-current assets		771,307,632	1,588,969,802	1,583,193,404	1,596,297,552
Current assets					
Financial assets at fair value through profit or loss	1g, 9 and 4	164,953,026	-	-	-
Inventories	1i	509,869	14,237,909	13,802,149	7,318,094
Trade debtors	1g, 1j, 4 and 22	29,606,486	120,897,899	144,901,658	145,841,888
Other current debtors	1g, 1j, 4 and 22	21,399,271	29,400,088	21,710,096	25,886,323
Other current assets	1r, 1x and 4	10,595,801	78,874,351	73,523,800	70,719,686
Cash and cash equivalents	1k, 4, 12 and 22	197,793,220	68,217,048	61,741,010	188,606,310
Total current assets		424,857,673	311,627,295	315,678,713	438,372,301
Total assets		1,196,165,305	1,900,597,097	1,898,872,117	2,034,669,853
Shareholders' funds and liabilities					
Shareholders' funds					
Share capital	13	366,246,868	366,246,868	366,246,868	366,246,868
Own shares	1u and 14	(7,686,952)	(9,627,047)	(5,544,847)	(13,594,518)
Reserves	1t and 27	676,644,692	649,104,083	646,734,124	618,945,566
Consolidated net income/(loss) for the period		68,059,413	63,902,108	75,419,377	62,287,398
		1,103,264,021	1,069,626,012	1,082,855,522	1,033,885,314
Non-controlling interests		323,529	392,998	387,479	515,654
Total Shareholders' funds		1,103,587,550	1,070,019,010	1,083,243,001	1,034,400,968
Liabilities					
Non-current liabilities					
Medium and long-term loans – net of short-term portion	1l, 1m, 4 and 15.a	25,683,387	194,947,494	196,238,739	319,873,586
Other non-current financial liabilities	1h, 4 and 15	83,091	17,627,484	17,308,879	16,305,644
Provisions for other liabilities and charges	1o, 1s and 17	4,259,212	44,969,720	43,673,340	48,563,051
Deferred tax liabilities	1p, 1s and 11	59,491	1,564,042	1,089,637	5,186,710
Other non-current liabilities	1r, 1x, 4 and 27	1,258,135	29,076,982	37,731,780	49,993,626
Total non-current liabilities		31,343,316	288,185,722	296,042,375	439,922,617
Current liabilities					
Short-term loans and other loans	1l, 1m, 4 and 15.b	3,659,857	200,582,408	187,170,148	118,405,031
Trade creditors	4 and 22	18,054,505	156,515,590	168,755,674	172,285,338
Other current financial liabilities	1h, 4 and 18	74,963	2,824,681	3,594,987	2,370,901
Other creditors	4 and 22	11,663,860	33,209,543	32,644,919	43,595,334
Other current liabilities	1r, 1x, 4 and 27	27,781,254	149,260,143	127,421,013	223,689,664
Total current liabilities		61,234,439	542,392,365	519,586,741	560,346,268
Total Shareholders' funds and liabilities		1,196,165,305	1,900,597,097	1,898,872,117	2,034,669,853

The notes are an integral part of the consolidated financial statements at 30 September 2013 and 2012 (restated – note 1).

The Chief Accountant

Patrícia Maria Cruz Ribeiro da Silva

The Board of Directors

Duarte Paulo Teixeira de Azevedo

Miguel Nuno Santos Almeida

Gervais Gilles Pellissier

Ângelo Gabriel Ribeirinho Paupério

António Sampaio e Mello

Jean-François René Pontal

António Bernardo Aranha da Gama Lobo Xavier

David Charles Denholm Hobley

Maria Cláudia Teixeira de Azevedo

Frank Emmanuel Dangeard

Consolidated profit and loss account by nature

For the periods and quarters ended at 30 September 2013 and 2012 (restated – note 1) and for the year ended at 31 December 2012 (restated – note 1)

(Amounts expressed in Euro)	Notes	September 2013 (not audited)	July to September 2013 (restated and not audited)	September 2012 (restated and not audited)	July to September 2012 (restated and not audited)	December 2012 (restated)
Sales	22	24,998,524	8,546,007	25,848,013	8,494,408	32,248,013
Services rendered	22	61,773,587	20,719,982	52,432,557	18,720,247	72,095,860
Other operating revenues	1q and 22	2,523,990	1,773,375	1,042,468	131,614	2,014,005
		89,296,101	31,039,364	79,323,038	27,346,269	106,357,878
Cost of sales	1i	(18,504,862)	(7,394,779)	(20,062,461)	(7,236,866)	(24,854,049)
External supplies and services	1h, 19 and 22	(34,517,126)	(10,620,304)	(31,485,664)	(10,589,490)	(42,429,435)
Staff expenses	1x and 27	(32,480,572)	(10,931,406)	(30,659,258)	(10,710,096)	(42,637,552)
Depreciation and amortisation	1c, 1d, 1f, 5, 6 and 7	(5,242,299)	(2,152,758)	(8,510,436)	(2,311,186)	(14,143,490)
Provisions and impairment losses	1j, 1o, 1s and 17	(995,736)	(421,303)	(498,293)	(303,433)	(1,256,759)
Other operating costs		(212,614)	(71,621)	(169,986)	(20,038)	(286,082)
		(91,953,209)	(31,592,171)	(91,386,098)	(31,171,109)	(125,607,367)
Gains and losses in associated companies and companies jointly controlled	1b, 8 and 20	2,171,795	1,942,373	392,415	265,363	32,858
Gains and losses on financial assets at fair value through profit or loss	1g, 9 and 20	9,147,395	9,147,395	-	-	-
Other financial expenses	1h, 1m, 1v, 1w, 20 and 22	(11,047,737)	(3,931,528)	(11,808,401)	(3,931,965)	(16,510,748)
Other financial income	1v, 20 and 22	6,940,428	6,364,120	1,899,613	388,140	2,560,865
Current income / (loss)		4,554,773	12,969,553	(21,579,433)	(7,103,302)	(33,166,514)
Income taxation	1p, 1l and 21	(2,752,705)	(882,080)	(183,358)	301,608	(7,265)
Consolidated net income/(loss) for the period of continued operations		1,802,068	12,087,473	(21,762,791)	(6,801,694)	(33,173,779)
Consolidated net income/(loss) for the period of discontinued operations	25	66,244,220	16,159,550	85,673,820	32,574,057	108,605,828
Consolidated net income/(loss) for the period		68,046,288	28,247,023	63,911,029	25,772,363	75,432,049
Attributed to:						
Shareholders of parent company	26	68,059,413	28,255,080	63,902,108	25,767,674	75,419,377
Non-controlling interests		(13,125)	(8,057)	8,921	4,689	12,672
Earnings per share	26					
Including discontinued operations:						
Basic		0.19	0.08	0.18	0.07	0.21
Diluted		0.19	0.08	0.18	0.07	0.21
Excluding discontinued operations:						
Basic		0.01	0.03	(0.06)	(0.02)	(0.09)
Diluted		0.01	0.03	(0.06)	(0.02)	(0.09)

The notes are an integral part of the consolidated financial statements at 30 September 2013 and 2012 (restated – note 1).

The Chief Accountant

Patrícia Maria Cruz Ribeiro da Silva

The Board of Directors

Duarte Paulo Teixeira de Azevedo

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António Bernardo Aranha da Gama Lobo Xavier

David Charles Denholm Hobley

Maria Cláudia Teixeira de Azevedo

Frank Emmanuel Dangeard

Consolidated statement of profit or loss and other comprehensive income

For the periods and quarters ended at 30 September 2013 and 2012 (restated – note 1) and for the year ended at 31 December 2012 (restated – note 1)

(Amounts expressed in Euro)	Notes	September 2013 (not audited)	July to September 2013 (restated and not audited)	September 2012 (restated and not audited)	July to September 2012 (restated and not audited)	December 2012 (restated)
Consolidated net income / (loss) for the period		68,046,288	28,247,023	63,911,029	25,772,363	75,432,049
Components of other consolidated comprehensive income, net of tax, that will be reclassified subsequently to profit or loss:						
Changes in currency translation reserve and other	1v	(771,100)	(428,841)	(1,174,782)	(425,593)	(1,475,942)
Consolidated comprehensive income for the period		67,275,188	27,818,182	62,736,247	25,346,770	73,956,107
Attributed to:						
Shareholders of parent company		67,288,313	27,826,239	62,727,326	25,342,081	73,943,435
Non-controlling interests		(13,125)	(8,057)	8,921	4,689	12,672

The notes are an integral part of the consolidated financial statements at 30 September 2013 and 2012 (restated – note 1).

The Chief Accountant

Patrícia Maria Cruz Ribeiro da Silva

The Board of Directors

Duarte Paulo Teixeira de Azevedo	Miguel Nuno Santos Almeida	Gervais Gilles Pellissier
Ângelo Gabriel Ribeirinho Paupério	António Sampaio e Mello	Jean-François René Pontal
António Bernardo Aranha da Gama Lobo Xavier	David Charles Denholm Hobley	Maria Cláudia Teixeira de Azevedo
Frank Emmanuel Dangeard		

Consolidated movements in shareholders' funds

For the periods ended at 30 September 2013 and 2012 (restated – note 1)

			Reserves								
	Share capital	Own shares (note 14)	Share premium	Legal reserves	Term Incentive Plans (note 27)	Reserves of own shares	Other reserves	Total reserves	Non- -controlling interests	Net income / (loss)	Total
2013											
Balance at 31 December 2012	366,246,868	(5,544,847)	775,290,377	7,991,192	3,650,779	5,544,847	(145,743,071)	646,734,124	-	75,419,377	1,082,855,522
Appropriation of the consolidated net result of 2012											
Transfers to other reserves	-	-	-	5,161,492	-	-	70,257,885	75,419,377	-	(75,419,377)	-
Dividend distribution	-	-	-	-	-	-	(43,281,102)	(43,281,102)	-	-	(43,281,102)
Consolidated comprehensive income for the period ended at 30 September 2013	-	-	-	-	-	-	(771,100)	(771,100)	-	68,059,413	67,288,313
Acquisition of own shares	-	(2,500,042)	-	-	-	2,500,042	(2,500,042)	-	-	-	(2,500,042)
Delivery of own shares under the Short and Medium Term Incentive Plans (notes 1.x and 27)	-	357,937	-	-	(425,568)	(357,937)	430,292	(353,213)	-	-	4,724
Effect of the recognition of the Medium Term Incentive Plans (notes 1.x and 27)	-	-	-	-	4,154,544	-	-	4,154,544	-	-	4,154,544
Early termination of the derivate on own shares (Notas 22 e 27)	-	-	-	-	-	-	1,411,644	1,411,644	-	-	1,411,644
Discontinued operations (note 3.d)	-	-	-	-	(6,468,582)	-	-	(6,468,582)	-	-	(6,468,582)
Changes in reserves resulting from the application of equity method	-	-	-	-	-	-	(201,000)	(201,000)	-	-	(201,000)
Balance at 30 September 2013	366,246,868	(7,686,952)	775,290,377	13,152,684	911,173	7,686,952	(120,396,494)	676,644,692	-	68,059,413	1,103,264,021
Non-controlling interests											
Balance at 31 December 2012	-	-	-	-	-	-	-	-	387,479	-	387,479
Non-controlling interests in comprehensive income	-	-	-	-	-	-	-	-	(13,125)	-	(13,125)
Dividend distribution	-	-	-	-	-	-	-	-	(29,880)	-	(29,880)
Other changes	-	-	-	-	-	-	-	-	(20,945)	-	(20,945)
Balance at 30 September 2013	-	-	-	-	-	-	-	-	323,529	-	323,529
Total	366,246,868	(7,686,952)	775,290,377	13,152,684	911,173	7,686,952	(120,396,494)	676,644,692	323,529	68,059,413	1,103,587,550

Consolidated movements in shareholders' funds (continued)

For the periods ended at 30 September 2013 and 2012 (restated – note 1)

(Amounts expressed in Euro)			Reserves								
	Share capital	Own shares (note 14)	Share premium	Legal reserves	Reserves for Medium Term Incentive Plans (note 27)	Reserves of own shares	Other reserves	Total reserves	Non- -controlling interests	Net income / (loss)	Total
2012											
Balance at 31 December 2011 (restated)	366,246,868	(13,594,518)	775,290,377	7,991,192	7,119,989	13,594,518	(185,050,511)	618,945,566	-	62,287,398	1,033,885,314
Appropriation of the consolidated net result of 2011 (restated)											
Transfers to other reserves (restated)	-	-	-	-	-	-	62,287,398	62,287,398	-	(62,287,398)	-
Dividend distribution	-	-	-	-	-	-	(25,172,240)	(25,172,240)	-	-	(25,172,240)
Consolidated comprehensive income for the period ended at 30 September 2012	-	-	-	-	-	-	(1,174,782)	(1,174,782)	-	63,902,108	62,727,326
Acquisition of own shares	-	(3,382,977)	-	-	-	3,382,977	(3,382,977)	-	-	-	(3,382,977)
Delivery of own shares under the Short and Medium Term Incentive Plans (notes 1x and 27)	-	7,350,448	-	-	(4,006,035)	(7,350,448)	5,751,065	(5,605,418)	-	-	1,745,029
Effect of the recognition of the Medium Term Incentive Plans (notes 1x and 27)	-	-	-	-	3,115,080	-	-	3,115,080	-	-	3,115,080
Derivate on own shares (notes 22 and 27)	-	-	-	-	-	-	(3,291,520)	(3,291,520)	-	-	(3,291,520)
Balance at 30 September 2012	366,246,868	(9,627,047)	775,290,377	7,991,192	6,229,034	9,627,047	(150,033,567)	649,104,083	-	63,902,108	1,069,626,012
Non-controlling interests											
Balance at 31 December 2011	-	-	-	-	-	-	-	-	515,654	-	515,654
Non-controlling interests in comprehensive income	-	-	-	-	-	-	-	-	8,921	-	8,921
Dividend distribution	-	-	-	-	-	-	-	-	(124,500)	-	(124,500)
Other changes	-	-	-	-	-	-	-	-	(7,077)	-	(7,077)
Balance at 30 September 2012	-	-	-	-	-	-	-	-	392,998	-	392,998
Total	366,246,868	(9,627,047)	775,290,377	7,991,192	6,229,034	9,627,047	(150,033,567)	649,104,083	392,998	63,902,108	1,070,019,010

The notes are an integral part of the consolidated financial statements at 30 September 2013 and 2012 (restated – note 1).

The Chief Accountant

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Frank Emmanuel Dangeard

Consolidated cash flow statements

For the periods ended at 30 September 2013 and 2012 (restated – note 1)

(Amounts expressed in Euro)	September 2013 (not audited)	September 2012 (restated and not audited)
Operating activities		
Receipts from trade debtors	526,836,407	604,954,417
Payments to trade creditors	(311,960,995)	(362,295,952)
Payments to employees	(72,309,693)	(80,723,318)
Cash flows from operating activities	142,565,719	161,935,147
Payments / receipts relating to income taxes, net	(2,721,606)	(4,815,219)
Other payments / receipts relating to operating activities, net	566,526	(4,677,467)
Cash flows from operating activities (1)	140,410,639	152,442,461
Investing activities		
Receipts from:		
Financial investments	9,375	-
Tangible assets	830,541	9,118,193
Intangible assets	1,002,664	-
Interest and similar income	3,200,871	4,391,491
Loans granted	427,850,000	-
Dividends	-	11,443
	432,893,451	13,521,127
Payments for:		
Financial investments	(1,312,714)	(6,447,860)
Tangible assets	(68,799,792)	(67,577,521)
Intangible assets	(28,026,153)	(109,825,306)
	(98,138,659)	(183,850,687)
Cash flows from investing activities (2)	334,754,792	(170,329,560)
Financing activities		
Receipts from:		
Loans obtained	3,917,256	33,347,408
	3,917,256	33,347,408
Payments for:		
Leasing	(2,606,898)	(2,572,704)
Interest and similar expenses	(13,556,365)	(14,357,278)
Dividends	(43,310,982)	(25,296,740)
Acquisition of own shares	(2,500,042)	(3,382,976)
Loans obtained	(369,052,000)	(103,000,000)
	(431,026,287)	(148,609,698)
Cash flows from financing activities (3)	(427,109,031)	(115,262,290)
Net cash flows (4)=(1)+(2)+(3)	48,056,400	(133,149,389)
Effect of the foreign exchanges	295,636	(107,985)
Effect of the discontinued operations	87,443,813	-
Cash and cash equivalents at the beginning of the period	61,685,720	188,288,014
Cash and cash equivalents at the end of the period	197,481,569	55,030,640

The notes are an integral part of the consolidated financial statements at 30 September 2013 and 2012 (restated – note 1)

Chief Accountant

Patrícia Maria Cruz Ribeiro da Silva

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Notes to the consolidated cash flow statements

For the periods ended at 30 September 2013 and 2012 (restated – note 1)

1. Acquisition or sale of subsidiaries or other businesses

	September 2013	September 2012
a) Amounts received of sales		
Distrinews, S.A.	9,375	-
	9,375	-
b) Amounts paid of acquisitions		
Connectiv Solutions, Inc	1,222,810	6,441,678
Saphety Brasil	56,904	-
Saphety Colombia	20,500	-
Distrinews, S.A.	12,500	-
Infosystems	-	6,182
	1,312,714	6,447,860

2. Details of cash and cash equivalents

	Notes	September 2013	September 2012 (restated)
Cash in hand	12	17,921	495,786
Cash at bank	12	1,970,961	8,836,314
Treasury applications	12	195,804,338	58,884,948
Overdrafts	12 and 15	(311,651)	(13,186,408)
Cash and cash equivalents		197,481,569	55,030,640
Overdrafts		311,651	13,186,408
Cash assets		197,793,220	68,217,048

3. Description of non-monetary financing activities

	Notes	September 2013	September 2012 (restated)
a) Bank credit obtained and not used	15	15,100,000	54,969,000
b) Purchase of company through the issue of shares		Not applicable	Not applicable
c) Conversion of loans into shares		Not applicable	Not applicable

4. Cash flow breakdown by activity

Activity	Cash flow from operating activities	Cash flow from investing activities	Cash flow from financing activities	Net cash flows
2013				
Telecommunication	145,550,815	(90,693,038)	(22,210,261)	32,647,516
Multimedia	(2,634,534)	(335,635)	(20,056)	(2,990,225)
Information Systems	(1,408,638)	(2,291,773)	(416,850)	(4,117,261)
Holding	(1,097,004)	428,075,238	(404,461,864)	22,516,370
	140,410,639	334,754,792	(427,109,031)	48,056,400

Activity	Cash flow from operating activities	Cash flow from investing activities	Cash flow from financing activities	Net cash flows
2012 (restated)				
Telecommunication	159,049,549	(163,541,331)	(19,988,117)	(24,479,899)
Multimedia	(2,751,556)	(418,405)	(3,975)	(3,173,936)
Information Systems	(2,971,448)	(7,529,239)	5,634,995	(4,865,692)
Holding	(884,084)	1,159,415	(100,905,193)	(100,629,862)
	152,442,461	(170,329,560)	(115,262,290)	(133,149,389)

The notes are an integral part of the consolidated financial statements at 30 September 2013 and 2012 (restated – note 1).

Chief Accountant

Patrícia Maria Cruz Ribeiro da Silva

The Board of Directors

Duarte Paulo Teixeira de Azevedo	Miguel Nuno Santos Almeida	Gervais Gilles Pellissier
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Frank Emmanuel Dangeard		

6.2. Notes to the consolidated financial statements

SONAECOM, SGPS, S.A. (hereinafter referred to as 'the Company' or 'Sonaecom') was established on 6 June 1988, under the name Sonae – Tecnologias de Informação, S.A. and has its head office at Lugar de Espido, Via Norte, Maia – Portugal. It is the parent company of the Group of companies listed in notes 2 and 3 ('the Group').

Pargeste, SGPS, S.A.'s subsidiaries in the communications and information technology area were transferred to the Company through a demerger-merger process, executed by public deed dated 30 September 1997.

On 3 November 1999 the Company's share capital was increased, its Articles of Association were modified and its name was changed to Sonae.com, SGPS, S.A.. Since then the Company's corporate object has been the management of investments in other companies. Also on 3 November 1999, the Company's share capital was re-denominated to Euro, being represented by one hundred and fifty million shares with a nominal value of 1 Euro each.

On 1 June 2000, the Company carried out a Combined Share Offer, involving the following:

- A Retail Share Offer of 5,430,000 shares, representing 3.62% of the share capital, made in the domestic market and aimed at: (i) employees of the Sonae Group; (ii) customers of the companies controlled by Sonaecom; and (iii) the general public;
- An Institutional Offering for sale of 26,048,261 shares, representing 17.37% of the share capital, aimed at domestic and foreign institutional investors.

In addition to the Combined Share Offer, the Company's share capital was increased under the terms explained below. The new shares were fully subscribed for and paid up by Sonae, SGPS, S.A. (a Shareholder of Sonaecom, hereinafter referred to as 'Sonae'). The capital increase was subscribed for and paid up on the date the price of the Combined Share Offer was determined, and paid up in cash, 31,000,000 new ordinary shares of 1 Euro each being issued. The subscription price for the new shares was the same as that fixed for the sale of shares in the aforementioned Combined Share Offer, which was Euro 10.

In addition, in this year, Sonae sold 4,721,739 Sonaecom shares under an option granted to the banks leading the Institutional Offer for Sale and 1,507,865 shares to Sonae Group managers and to the former owners of the companies acquired by Sonaecom.

By decision of the Shareholders' General Meeting held on 17 June 2002, Sonaecom's share capital was increased from Euro 181,000,000 to Euro 226,250,000 by public subscription reserved for the existing Shareholders, 45,250,000 new shares of 1 euro each having been fully subscribed for and paid up at the price of Euro 2.25 per share.

On 30 April 2003, the Company's name was changed by public deed to SONAECOM, SGPS, S.A..

By decision of the Shareholders' General Meeting held on 12 September 2005, Sonaecom's share capital was increased by Euro 70,276,868, from Euro 226,250,000 to Euro 296,526,868, by the issuance of 70,276,868 new shares of 1 euro each and with a share premium of Euro 242,455,195, fully subscribed by France Télécom. The corresponding public deed was executed on 15 November 2005.

By decision of the Shareholders General Meeting held on 18 September 2006, Sonaecom's share capital was increased by Euro 69,720,000, from Euro 296,526,868 to Euro 366,246,868, by the issuance of 69,720,000 new shares of 1 euro each and with a share premium of Euro 275,657,217, subscribed by O93X – Telecomunicações Celulares, S.A. ('EDP') and Parpública – Participações Públicas, SGPS, S.A. ('Parpública'). The corresponding public deed was executed on 18 October 2006.

By decision of the Shareholders General Meeting held on 16 April 2008, bearer shares were converted into registered shares.

The Group's business consists essentially of:

- Multimedia;
- Information systems consultancy.

The Group operates in Portugal and has subsidiaries (from the information systems consultancy segment) operating in about 16 countries.

Since 1 January 2001, all Group companies based in the Euro zone have adopted the Euro as their base currency for processing, systems and accounting.

The consolidated financial statements are also presented in euro, rounded at unit, and the transactions in foreign currencies are included in accordance with the accounting policies detailed below.

1. Basis of presentation

The accompanying financial statements relate to the consolidated financial statements of the Sonaecom Group and have been prepared on a going concern basis, based on the accounting records of the companies included in the consolidation (note 2) in accordance with the International Financial Reporting Standards (IAS/IFRS) as adopted by the European Union (EU) and considering the IAS 34 – 'Interim financial reporting'. These financial statements were prepared based on the acquisition cost, except for the revaluation of some financial instruments.

For Sonaecom, there are no differences between IFRS as adopted by European Union and IFRS published by the International Accounting Standards Board, with the exception of the start dates of the adoption of the standards indicated below.

Sonaecom adopted IAS/IFRS for the first time according to SIC 8 (First-time adoption of IAS) on 1 January 2003.

The following standards, interpretations, amendments and revisions have been approved (endorsed) by the European Union, and have mandatory application to financial years beginning on or after 1 January 2013 and were first adopted in the period ended at 30 September 2013:

Standard / Interpretation	Effective date (annual periods beginning on or after)
IFRS 13 (Fair Value Measurement)	1-Jan-13
It will improve consistency and reduce complexity by providing, for the first time, a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across IFRSs.	
IAS 12 - Amendments (Deferred tax: Recovery of Underlying Assets)	1-Jan-12 (*)
The amendment introduces, in the case of investment properties measured using the fair value model, the presumption that recovery of the carrying amount will normally be through sale, in order to determine their tax impact. As a result of the amendments, SIC 21 - 'Income Taxes—Recovery of Revalued Non-Depreciable Assets' would no longer apply to investment properties carried at fair value. The amendments also incorporate into IAS 12 the remaining guidance previously contained in SIC-21, which is accordingly withdrawn.	
IAS 19 - Amendments (Employee Benefits)	1-Jan-13
The amendments make important improvements by eliminating an option to defer the recognition of gains and losses, known as the 'corridor method', improving comparability and faithfulness of presentation, streamlining the presentation of changes in assets and liabilities arising from defined benefit plans and enhancing the disclosure requirements for defined benefit plans.	

Standard / Interpretation	Effective date (annual periods beginning on or after)
IAS 1 - Amendments (Presentation of Items of Other Comprehensive Income)	1-Jul-12
The amendments to IAS 1 require companies preparing financial statements in accordance with IFRSs to group together items within OCI.	
IFRS 7 - Amendments (Disclosures of Financial Instruments)	1-Jan-13
The amendments require additional disclosures regarding financial instruments, particularly, information about those subject to compensation agreements and similars.	
IFRIC 20 (Stripping Costs in the Production Phase of a Surface Mine)	1-Jan-13
The Interpretation clarifies when production stripping should lead to the recognition of an asset and how that asset should be measured, both initially and in subsequent periods.	
IFRS 1 - Amendments (Government Loans)	1-Jan-13
The amendments referred to the Government Loans addresses how a first-time adopters would account for a government loan with a below-market rate of interest when transitioning to IFRS and proposes to permit prospective application of IAS 20 requirements.	
Improvements to IFRS (2009-2011)	1-Jan-13
The IASB finalise its annual improvements publication corresponding to the 2009-2011 cycle including six amendments to five IFRSs. The annual improvements process provides a mechanism for non urgent but necessary amendments to International Financial Reporting Standards (IFRSs) to be grouped together and issued in one package.	
Transition Guidance (Amendments to IFRS 10, IFRS 11 and IFRS 12)	1-Jan-13
The amendments clarify the transition guidance in IFRS 10 Consolidated Financial Statements and also provide additional transition relief in IFRS 11 Joint Arrangements and IFRS 12 Disclosure of Interests in Other Entities, limiting the requirement to provide adjusted comparative information to only the preceding comparative period. Furthermore, for disclosures related to unconsolidated structured entities, the amendments will remove the requirement to present comparative information for periods before IFRS 12 is first applied.	

(*) In accordance with the Regulation which approves the amendment to IAS 12, an entity shall use this standard no later than periods beginning on or after January 1, 2013. The early adoption is however permitted.

The application of these standards and interpretations had no material effect on the financial statements of the Group.

The following standards, interpretations, amendments and revisions have been at the date of approval of these financial statements, approved (endorsed) by the European Union, whose application is mandatory only in future periods or financial years:

Standard / Interpretation	Effective date (annual periods beginning on or after)
IFRS 10 (Consolidated Financial Statements)	1-Jan-13(**)
Builds on existing principles by identifying the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company. The standard provides additional guidance to assist in the determination of control where this is difficult to assess.	
IFRS 11 (Companies jointly controlled)	1-Jan-13(**)
Provides for a more realistic reflection of joint arrangements by focusing on the rights and obligations of the arrangement, rather than its legal form (as is currently the case). The standard addresses inconsistencies in the reporting of joint arrangements by requiring a single method to account for interests in jointly controlled entities.	
IFRS 12 (Disclosures of Interests in Other Entities)	1-Jan-13(**)
New and comprehensive standard on disclosure requirements for all forms of interests in other entities, including joint arrangements, associates, special purpose vehicles and other off balance sheet vehicles.	
IAS 27 (Separate Financial Statements)	1-Jan-13(**)
Consolidation requirements previously forming part of IAS 27 have been revised and are now contained in IFRS 10 Consolidated Financial Statements.	
IAS 28 (Investments in Associates and Joint Ventures)	1-Jan-13(**)
The objective of IAS 28 (as amended in 2011) is to prescribe the accounting for investments in associates and to set out the requirements for the application of the equity method when accounting for investments in associates and joint ventures.	
IAS 32- Admendments (Offsetting Financial Assets and Financial Liabilities)	1-Jan-14
IAS 32 is amended to refer to the disclosure requirements in respect of offsetting arrangements.	

(**) In accordance with the EU Regulation which approves the adoption of IFRS 10, 11 and 12 and the amendments to IAS 27 and IAS 28, an entity shall use these standards no later than periods beginning on or after January 1, 2014. The early adoption is however permitted.

These standards, although endorsed by the European Union, were not adopted by the Company for the period ended at 30 September 2013, since their application is not yet mandatory.

The application of these standards and interpretations, as applicable to the Group will have no material effect on future statements of the Group.

The following standards, interpretations, amendments and revisions have not yet been approved (endorsed) by the

European Union, at the date of approval of these financial statements:

Standard / Interpretation	Effective date (annual periods beginning on or after)
IFRS 9 (Financial Instruments)	1-Jan-15
This standard is the first step in the project to replace IAS 39, and it introduces new requirements for classifying and measuring financial assets.	
Amendments to IFRS 10, IFRS 12 and IAS 27 (Investment Entities);	1-Jan-14
The amendments apply to a particular class of business that qualify as investment entities. The amendments provide an exception to the consolidation requirements in IFRS 10.	
Amendments to IAS 36 (Recoverable amount disclosures for Non-Financial Assets)	1-Jan-14
The amendments introduce additional disclosures and clarify the disclosures required when an asset is impaired and the recoverable amount of assets was based on Fair Value Less Cost of Disposal.	
Amendments to IAS 39 (Novation of Derivatives and Continuation of Hedge Accounting)	1-Jan-14
The objective of the proposed amendments is to provide an exception to the requirement for the discontinuation of hedge accounting in IAS 39 and IFRS 9 in circumstances when a hedging instrument is required to be novated as a result of laws or regulations.	
IFRIC 21 Levies (Levies Charged by Public Authorities on Entities that Operate in a Specific Market)	1-Jan-14
This interpretation clarifies on when a liability to pay a levy imposed by a government (does not include income taxes - see IAS 12 Income taxes) should be recognised by an entity. IFRIC 21 identifies that the obligating event that gives rise to a liability is the activity that triggers the payment of the levy in accordance with the relevant legislation.	

These standards have not yet been approved ('endorsed') by the European Union and, as such, were not adopted by the Group for the period ended at 30 September 2013. Their application is not yet mandatory.

The application of these standards and interpretations, when applicable, will have no material effect on future consolidated financial statements.

The IFRS 11 - Joint arrangements is issued by IASB and endorsed by the European Union with mandatory application only in future periods or financial years after 1 January 2014. During the period ended at 30 September 2013, in order to anticipate possible future impacts of the standard abovementioned, improving the future comparability of the financial statements, the Group decided to report all companies jointly controlled according to the equity method, under the IAS 31 - Joint ventures, which is similar to the arrangements laid down in IFRS 11.

As set forth by the standards, this change has been applied retrospectively and therefore the consolidated balances sheets at 1 January 2012, 30 September 2012 and 31 December 2012 and the consolidated profit and loss statements for the period ended at 30 September 2012 and for the year ended at 31 December 2012, were changed.

Also, during the period ended at 30 September 2013, the telecommunications segment was classified as a discontinued operation, as a result of a merger by the incorporation of Optimus SGPS in Zon (note 3.d). As set forth by IFRS 5, changes were made in the consolidated profit and loss statements for the periods ended at 30 September 2012 and for the year ended at 31 December 2012, in order to disclose a single amount in profit and loss statements related to net income/(loss) of discontinued operations.

The effects of these changes are presented in the tables below.

Balance sheet at 1 January 2012

(Amounts expressed in Euro)	Before the change	Effects of the change of the consolidation method of the companies jointly controlled	Balance sheet restated
Assets			
Tangible assets	583,413,555	(2,189,588)	581,223,967
Intangible assets	389,121,882	(2,669)	389,119,213
Goodwill	521,103,723	(321,698)	520,782,025
Investments in associated companies and companies jointly controlled	-	841,170	841,170
Other non-current assets	104,331,177	-	104,331,177
Non-current assets	1,597,970,337	(1,672,785)	1,596,297,552
Trade debtors	146,137,974	(296,086)	145,841,888
Cash and cash equivalents	189,350,054	(743,744)	188,606,310
Other current assets	104,022,427	(98,324)	103,924,103
Current assets	439,510,455	(1,138,154)	438,372,301
Total assets	2,037,480,792	(2,810,939)	2,034,669,853
Liabilities			
Medium and long-term loans – net of short-term portion	320,176,857	(303,271)	319,873,586
Other non-current financial liabilities	17,990,531	(1,684,887)	16,305,644
Other non-current liabilities	103,730,292	13,095	103,743,387
Non-current liabilities	441,897,680	(1,975,063)	439,922,617
Short-term loans and other loans	118,405,031	-	118,405,031
Trade creditors	172,622,586	(337,248)	172,285,338
Other current liabilities	270,154,527	(498,628)	269,655,899
Current liabilities	561,182,144	(835,876)	560,346,268
Total liabilities	1,003,079,824	(2,810,939)	1,000,268,885
Shareholders' funds excluding non-controlling interests	1,033,885,314	-	1,033,885,314
Non-controlling interests	515,654	-	515,654
Total Shareholders' funds	1,034,400,968	-	1,034,400,968
Total Shareholders' funds and liabilities	2,037,480,792	(2,810,939)	2,034,669,853

Balance sheet at 30 September 2012

(Amounts expressed in Euro)	Before the change	Effects of the change of the consolidation method of the companies jointly controlled	Balance sheet restated
Assets			
Tangible assets	582,876,685	(1,934,667)	580,942,018
Intangible assets	379,979,252	(2,338)	379,976,914
Goodwill	529,882,329	(321,698)	529,560,631
Investments in associated companies and companies jointly controlled	-	1,279,125	1,279,125
Other non-current assets	97,211,114	-	97,211,114
Non-current assets	1,589,949,380	(979,578)	1,588,969,802
Trade debtors	121,140,637	(242,738)	120,897,899
Cash and cash equivalents	68,966,622	(749,574)	68,217,048
Other current assets	122,589,610	(77,262)	122,512,348
Current assets	312,696,869	(1,069,574)	311,627,295
Total assets	1,902,646,249	(2,049,152)	1,900,597,097
Liabilities			
Medium and long-term loans – net of short-term portion	195,153,922	(206,428)	194,947,494
Other non-current financial liabilities	19,311,607	(1,684,123)	17,627,484
Other non-current liabilities	75,555,766	54,978	75,610,744
Non-current liabilities	290,021,295	(1,835,573)	288,185,722
Short-term loans and other loans	200,582,408	-	200,582,408
Trade creditors	156,687,700	(172,110)	156,515,590
Other current liabilities	185,335,836	(41,469)	185,294,367
Current liabilities	542,605,944	(213,579)	542,392,365
Total liabilities	832,627,239	(2,049,152)	830,578,087
Shareholders' funds excluding non-controlling interests	1,069,626,012	-	1,069,626,012
Non-controlling interests	392,998	-	392,998
Total Shareholders' funds	1,070,019,010	-	1,070,019,010
Total Shareholders' funds and liabilities	1,902,646,249	(2,049,152)	1,900,597,097

Balance sheet at 31 December 2012

(Amounts expressed in Euro)	Before the change	Effects of the change of the consolidation method of the companies jointly controlled	Balance sheet restated
Assets			
Tangible assets	582,787,339	(1,830,395)	580,956,944
Intangible assets	379,531,369	(3,261)	379,528,108
Goodwill	518,307,204	(321,698)	517,985,506
Investments in associated companies and companies jointly controlled	-	928,082	928,082
Other non-current assets	103,769,764	25,000	103,794,764
Non-current assets	1,584,395,676	(1,202,272)	1,583,193,404
Trade debtors	145,116,712	(215,054)	144,901,658
Cash and cash equivalents	62,419,042	(678,032)	61,741,010
Other current assets	108,992,356	43,689	109,036,045
Current assets	316,528,110	(849,397)	315,678,713
Total assets	1,900,923,786	(2,051,669)	1,898,872,117
Liabilities			
Medium and long-term loans – net of short-term portion	196,412,663	(173,924)	196,238,739
Other non-current financial liabilities	18,712,963	(1,404,084)	17,308,879
Other non-current liabilities	82,433,619	61,138	82,494,757
Non-current liabilities	297,559,245	(1,516,870)	296,042,375
Short-term loans and other loans	187,170,148	-	187,170,148
Trade creditors	168,996,364	(240,690)	168,755,674
Other current liabilities	163,955,028	(294,109)	163,660,919
Current liabilities	520,121,540	(534,799)	519,586,741
Total liabilities	817,680,785	(2,051,669)	815,629,116
Shareholders' funds excluding non-controlling interests	1,082,855,522	-	1,082,855,522
Non-controlling interests	387,479	-	387,479
Total Shareholders' funds	1,083,243,001	-	1,083,243,001
Total Shareholders' funds and liabilities	1,900,923,786	(2,051,669)	1,898,872,117

Profit and loss statement at 30 September 2012

(Amounts expressed in Euro)	Before the change	Effects of the change of the consolidation method of the companies jointly controlled	Restatement of the telecommunications contribution to discontinued operations	Profit and loss statement restated
Total revenue	623,749,407	(119,778)	(543,228,583)	79,323,038
Costs and losses				
External supplies and services	(287,919,376)	(220,088)	256,653,800	(31,485,664)
Depreciation and amortisation	(110,757,246)	354,811	101,891,999	(8,510,436)
Other operating costs	(144,777,120)	667,957	92,719,165	(51,389,998)
EBIT	80,295,665	(395,106)	(91,963,619)	(12,063,060)
Financial results	(9,283,411)	394,597	(627,559)	(9,516,373)
Income taxation	(7,101,225)	509	6,917,358	(183,358)
Consolidated net income/(loss) for the period of continued operations	63,911,029	-	(85,673,820)	(21,762,791)
Consolidated net income/(loss) for the period of discontinued operations	-	-	85,673,820	85,673,820
Consolidated net income/(loss) for the period	63,911,029	-	-	63,911,029
Attributed to non-controlling interests	8,921	-	-	8,921
Attributed to shareholders of parent company	63,902,108	-	-	63,902,108
Earnings per share				
Including discontinued operations:				
Basic	0.18	0.00	0.00	0.18
Diluted	0.18	0.00	0.00	0.18
Excluding discontinued operations:				
Basic	0.18	0.00	(0.24)	(0.06)
Diluted	0.18	0.00	(0.24)	(0.06)

Profit and loss statement at 31 December 2012

(Montantes expressos em euros)	Before the change	Effects of the change of the consolidation method of the companies jointly controlled	Restatement of the telecommunications contribution to discontinued operations	Profit and loss statement restated
Total revenue	834,728,342	(1,381,630)	(726,988,834)	106,357,878
Costs and losses				
External supplies and services	(392,774,557)	(139,148)	350,484,270	(42,429,435)
Depreciation and amortisation	(153,404,977)	462,067	138,799,420	(14,143,490)
Other operating costs	(195,965,988)	1,000,135	125,931,411	(69,034,442)
EBIT	92,582,820	(58,576)	(111,773,733)	(19,249,489)
Financial results	(14,009,739)	27,289	65,425	(13,917,025)
Income taxation	(3,141,032)	31,287	3,102,480	(7,265)
Consolidated net income/(loss) for the year of continued operations	75,432,049	-	(108,605,828)	(33,173,779)
Consolidated net income/(loss) for the year of discontinued operations	-	-	108,605,828	108,605,828
Consolidated net income/(loss) for the year of discontinued operations	75,432,049	-	-	75,432,049
Attributed to non-controlling interests	12,672	-	-	12,672
Attributed to shareholders of parent company	75,419,377	-	-	75,419,377
Earnings per share				
Including discontinued operations:				
Basic	0.21	0.00	0.00	0.21
Diluted	0.21	0.00	0.00	0.21
Excluding discontinued operations:				
Basic	0.21	0.00	(0.30)	(0.09)
Diluted	0.21	0.00	(0.30)	(0.09)

The accounting policies and measurement criteria adopted by the Group on 30 September 2013, with the exception of the above mentioned changes, are comparable with those used in the preparation of 31 December 2012 financial statements.

Main accounting policies

The main accounting policies used in the preparation of the accompanying consolidated financial statements are as follows:

a) Investments in Group companies

Investments in companies in which the Group has direct or indirect voting rights at Shareholders' General Meetings, in excess of 50%, or in which it has control over the financial and operating policies (definition of control used by the Group) were fully consolidated in the accompanying consolidated financial statements. Third party participations in the Shareholders' equity and net results of those companies are recorded separately in the consolidated balance sheet and in the consolidated profit and loss statement, respectively, under the caption 'Non-controlling interests'.

Total comprehensive income is attributed to the owners of the Shareholders of parent company and the non-controlling interests even if this results in a deficit balance of non-controlling interests.

In the acquisition of subsidiaries, the purchase method is applied. The results of subsidiaries bought or sold during the year are included in the profit and loss statement as from the date of acquisition (or of control acquisition) or up to the date of sale (or of control cession). Intra-Group transactions, balances and dividends are eliminated.

The expenses incurred with the acquisition of investments in Group companies are recorded as cost when they are incurred.

The fully consolidated companies are listed in note 2.

b) Investments in associated companies and companies jointly controlled

Investments in associated companies correspond to investments in which the Group has significant influence (generally investments representing between 20% and 50% of a company's share capital) and are recorded using the equity method.

The investments in companies jointly controlled are also recorded using the equity method. The classification of these investments is determined based on Shareholders Agreements, which regulate the shared control.

In accordance with the equity method, investments are adjusted annually by the amount corresponding to the Group's share of the net results of associated companies, against a corresponding entry to gain or loss for the year, and by the amount of dividends received, as well as by other changes in the equity of the associated companies, which are recorded by a corresponding entry under the caption 'Other reserves'. An assessment of the investments in associated companies and companies jointly controlled is performed annually, with the aim of detecting possible impairment situations.

When the Group's share of accumulated losses of an associated company or a company jointly controlled exceeds the book value of the investment, the investment is recorded at nil value, except when the Group has assumed commitments to the associated company or a company jointly controlled, a situation when a provision is recorded under the caption 'Provisions for other liabilities and charges'.

The difference between the acquisition price of the investments in associated companies and companies jointly controlled and the fair value of identifiable assets and liabilities at the time of their acquisition, when positive, is recorded as Goodwill, included in the investment value and, when

negative, after a reassessment, is recorded, directly, in the profit and loss statement under the caption 'Gains and losses in companies in associated companies and companies jointly controlled'.

A description of the associated companies and companies jointly controlled is disclosed in note 8.

c) Tangible assets

Tangible assets are recorded at their acquisition cost less accumulated depreciation and less estimated accumulated impairment losses.

Depreciations are calculated on a straight-line monthly basis as from the date the assets are available for use in the necessary conditions to operate as intended by the management, by a corresponding charge under the profit and loss statement caption 'Depreciation and amortisation'.

Impairment losses detected in the realisation value of tangible assets are recorded in the year in which they arise, by a corresponding charge under the caption 'Depreciation and amortisation' in the profit and loss statement.

The annual depreciation rates used correspond to the estimated useful life of the assets, which are as follows:

	Years of useful life
Buildings and other constructions	2 - 20
Plant and machinery	4 - 20
Fixtures and fittings	3 - 15
Vehicles	2 - 4
Other tangible assets	4 - 20

Current maintenance and repair costs of tangible assets are recorded as costs in the year in which they occur. Improvements of significant amount, which increase the estimated useful life of the assets, are capitalised and depreciated in accordance with the remaining estimated useful life of the corresponding assets.

The estimated costs related with the mandatory dismantling and removal of tangible assets, incurred by the Group, are capitalised and depreciated in accordance with the estimated useful life of the corresponding assets.

Work in progress corresponds to tangible assets still in the construction/development stage which are recorded at their acquisition cost. These assets are depreciated as from the moment they are in condition to be used and when they are ready to start operating as intended by the management.

d) Intangible assets

Intangible assets are recorded at their acquisition cost less accumulated amortisation and less estimated accumulated impairment losses. Intangible assets are only recognised if it is likely that they will bring future economic benefits to the Group, if the Group controls them and if their cost can be reasonably measured.

Intangible assets comprise, essentially, software, brands, patents, costs incurred with the acquisition of customers' portfolios (value attributed under the purchase price allocation in business combinations) and know-how.

Amortisations of intangible assets are calculated on a straight-line monthly basis, over the estimated useful life of the assets (one to six years), as from the month in which the corresponding expenses are incurred. The amortisation of the customer's portfolios is provided on a straight-line basis over the estimated average retention period of the customers (six years). Expenditures with internally-generated intangible assets, namely research and development expenditures, are recognised in the profit and loss statement when incurred.

Development expenditures can only be recognised as an intangible asset if the Group demonstrates the ability to complete the project and is able to put it in use or available for sale.

Amortisation for the period is recorded in the profit and loss statement under the caption 'Depreciation and amortisation'.

e) Brands and patents

Brands and patents are recorded at their acquisition cost and are amortised on a straight-line basis over their respective estimated useful life. When the estimated useful life is undetermined, they are not depreciated but are subject to annual impairment tests.

Sonaecom Group does not hold any brands or patents with undetermined useful life, therefore the second half of the above referred paragraph is not applicable.

f) Goodwill

The differences between the price of investments in subsidiaries added the value of non-controlling interests, and the amount attributed to the fair value of the identifiable assets and liabilities at the time of their acquisition, when positive, are recorded under the caption 'Goodwill', and, when negative, after a reappraisal of its calculation, are recorded directly in the profit and loss statement. The Group will choose, on an acquisition-by-acquisition basis, to measure non-controlling interests either at their proportionate interest on the fair value of the assets and liabilities acquired, or at the

fair value of the non-controlling interests themselves. Until 1 January 2010, non-controlling interests were always measured at their proportionate interest on the fair value of the acquired assets and liabilities.

Contingent consideration is recognised as a liability, at the acquisition-date, according to its fair value, and any changes to its value are recorded as a change in the 'Goodwill', but only as long as they occur during the 'measurement period' (until 12 months after the acquisition-date) and as long as they relate to facts and circumstances that existed at the acquisition date, otherwise these changes must be recognised in profit or loss.

Transactions regarding the acquisition of additional interests in a subsidiary after control is obtained, or the partial disposal of an investment in a subsidiary while control is retained, are accounted for as equity transactions impacting the shareholders funds captions, and without giving rise to any additional 'Goodwill' and without any gain or loss recognised.

The moment a sales transaction to generate a loss of control, should be derecognised assets and liabilities of the entity and any interest retained in the entity sold should be remeasured at fair value and any gain or loss calculated on the sale is recorded in results.

Until 1 January 2004, 'Goodwill' was amortised over the estimated period of recovery of the investments, usually 10 years, and the annual amortisation was recorded in the profit and loss statement under the caption 'Depreciation and amortisation'. Since 1 January 2004 and in accordance with the IFRS 3 – 'Business Combinations', the Group has ceased the amortisation of the 'Goodwill', subjecting them to impairment tests (paragraph x). Impairment losses of Goodwill are recorded in the profit and loss statement for the period under the caption 'Depreciation and amortisation'.

g) Financial instruments

The Group classifies its financial instruments in the following categories: 'financial assets at fair value through profit or loss', 'loans and receivables', 'held-to-maturity investments', and 'available-for-sale financial assets'. The classification depends on the purpose for which the investments were acquired.

The classification of the investments is determined at the initial recognition and re-evaluated every quarter.

(i) 'Financial assets at fair value through profit or loss'

This category has two sub-categories: financial assets held for trading and those designated at fair value through profit or loss at inception. A financial asset is classified in this category if it has been acquired mainly with the purpose of selling it in the short term or if the adoption of this method allows reducing or eliminating an accounting mismatch. Derivatives

are also registered as held for trading unless they are designated as hedges. Assets in this category are classified as current assets if they are either held for trading or are expected to mature within 12 months of the balance sheet date.

(ii) 'Loans and receivables'

Loans and receivables are non-derivative financial assets with fixed or variable payments that are not quoted in an active market. These financial investments arise when the Group provides money, goods or services directly to a debtor with no intention of trading the receivable.

Loans and receivables are carried at amortised cost using the effective interest method, deducted from any impairment losses.

Loans and receivables are recorded as current assets, except when their maturity is greater than 12 months from the balance sheet date, a situation in which they are classified as non-current assets. Loans and receivables are included in the captions 'Trade debtors' and 'Other current debtors' in the balance sheet.

(iii) 'Held-to-maturity investments'

Held-to-maturity investments are non-derivative financial assets with fixed or variable payments and with fixed maturities that the Group's management has the positive intention and ability to hold until their maturity.

At 30 September 2013 the Group did not hold any 'Held-to-maturity investment'.

(iv) 'Available-for-sale financial assets'

Available-for-sale financial assets are non-derivative investments that are either designated in this category or not classified in any of the other above referred categories. They are included in non-current assets unless management intends to dispose them within 12 months of the balance sheet date.

Purchases and sales of investments are recognised on trade-date – the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. The 'Financial assets at fair value through profit or loss' are initially recognised at fair value and the transaction costs are recorded in the profit and loss statement. Investments are derecognised when the rights to receive cash flows from the investments have expired or all substantial risks and rewards of their ownership have been transferred.

'Available-for-sale financial assets' and 'Financial assets at fair value through profit or loss' are subsequently carried at fair value.

'Loans and receivables' and 'Held-to-maturity investments' are carried at amortised cost using the effective interest method.

Realised and unrealised gains and losses arising from changes in the fair value of financial assets classified at fair value through profit or loss are recognised in the profit and loss statement. Realised and unrealised gains and losses arising from changes in the fair value of non-monetary securities classified as available-for-sale are recognised in equity. When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments are included in the profit and loss statement as gains or losses from investment securities.

The fair value of quoted investments is based on current bid prices. If the market for a financial asset is not active (and for unlisted securities), the Group establishes fair value by using other valuation techniques. These include the use of recent arm's length transactions, reference to similar instruments, discounted cash flow analysis, and option pricing models refined to reflect the issuer's specific circumstances. If none of these techniques can be used, the Group values those investments at cost net of any identified impairment losses. The fair value of listed investments is determined based on the closing Euronext share price at the balance sheet date.

The Group assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. In case of equity securities classified as available-for-sale, a significant (above 25%) or prolonged (in two consecutive quarters) decline in the fair value of the security below its cost is considered in determining whether the securities are impaired. If such evidence exists for available-for-sale financial assets, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment losses on that financial asset previously recognised in profit or loss – is removed from equity and recognised in the profit and loss statement.

h) Financial and operational leases

Lease contracts are classified as financial leases, if, in substance, all risks and rewards associated with the detention of the leased asset are transferred by the lease contract or as operational leases, if, in substance, there is no transfer of risks and rewards associated with the detention of the leased assets.

The lease contracts are classified as financial or operational in accordance with the substance and not with the form of the respective contracts.

Tangible assets acquired under finance lease contracts and the related liabilities are recorded in accordance with the financial method. Under this method the tangible assets, the corresponding accumulated depreciation and the related liability are recorded in accordance with the contractual financial plan at fair value or, if less, at the present value of payments. In addition, interests included in lease payments and the depreciation of the tangible assets are recognised as expenses in the profit and loss statement for the period to which they relate.

Assets under long-term rental contracts are recorded in accordance with the operational lease method. In accordance with this method, the rents paid are recognised as an expense, over the rental period.

i) Inventories

Inventories are stated at their acquisition cost, net of any impairment losses, which reflects their estimated net realisable value.

Accumulated inventory impairment losses reflect the difference between the acquisition cost and the realisable amount of inventories, as well as the estimated impairment losses due to low turnover, obsolescence and deterioration, and are registered in profit and loss statement, in 'Cost of sales'.

j) Trade and other current debtors

Trade and other current debtors are recorded at their net realisable value and do not include interests, since the discount effect is not significant.

These financial instruments arise when the Group provides money, supplies goods or provides services directly to a debtor with no intention of trading the receivable.

The amounts of these captions are presented net of any impairment losses and are registered in profit and loss statement in heading 'Provisions and accumulated impairment losses'. Future reversals of impairment losses are recorded in the profit and loss statement under the caption 'Provisions and accumulated impairment losses'.

k) Cash and cash equivalents

Amounts included under the caption 'Cash and cash equivalents' correspond to amounts held in cash and term bank deposits and other treasury applications where the risk of change in value is insignificant.

The consolidated cash flow statement has been prepared in accordance with IAS 7, using the direct method. The Group classifies, under the caption 'Cash and cash equivalents', investments that mature in less than three months, for which the risk of change in value is insignificant. The caption 'Cash and cash equivalents' in the cash flow statement also includes bank overdrafts, which are reflected in the balance sheet caption 'Short-term loans and other loans'.

The cash flow statement is classified by operating, financing and investing activities. Operating activities include collections from customers, payments to suppliers, payments to personnel and other flows related to operating activities. Cash flows from investing activities include the acquisition and sale of investments in associated, subsidiary companies and companies jointly controlled as well as receipts and payments resulting from the purchase and sale of fixed assets. Cash flows from financing activities include payments and receipts relating to loans obtained and finance lease contracts.

All amounts included under this caption are likely to be realised in the short term and there are no amounts given or pledged as guarantee.

l) Loans

Loans are recorded as liabilities by the 'amortised cost'. Any expenses incurred in setting up loans are recorded as a deduction to the nominal debt and recognised during the period of the loan, based on the effective interest rate method. The interests incurred but not yet due are added to the loans caption until their payment.

m) Financial expenses relating to loans obtained

Financial expenses relating to loans obtained are generally recognised as expenses at the time they are incurred. Financial expenses related to loans obtained for the acquisition, construction or production of fixed assets are capitalised as part of the cost of the assets. These expenses are capitalised starting from the time of preparation for the construction or development of the asset and are interrupted when the assets are ready to operate, at the end of the production or construction phases or when the associated project is suspended.

n) Derivatives

The Group only uses derivatives in the management of its financial risks to hedge against such risks. The Group does not use derivatives for trading purposes.

The cash flow hedges used by the Group are related to:

- (i) interest rate swap operations to hedge against interest rate risks on loans obtained. The amounts, interest payment dates and repayment dates of the underlying interest rate swaps are similar in all

respects to the conditions established for the contracted loans. Changes in the fair value of cash flow hedges are recorded in assets or liabilities, against a corresponding entry under the caption 'Hedging reserve' in Shareholders' funds;

- (ii) Forward's exchange rate for hedging foreign exchange risk, particularly from receipts from customers of subsidiary Wedo Consulting. The values and times periods involved are identical to the amounts invoiced and their maturities.

In cases where the hedge instrument is not effective, the amounts that arise from the adjustments to fair value are recorded directly in the profit and loss statement.

At 30 September 2013, the Group had foreign exchange forwards to hedge the foreign currency risk related to account receivables in dollars, in addition to those mentioned in note 1.x).

o) Provisions and contingencies

Provisions are recognised when, and only when, the Group has a present obligation (either legal or implicit) resulting from a past event, the resolution of which is likely to involve the disbursement of funds by an amount that can be reasonably estimated. Provisions are reviewed at the balance sheet date and adjusted to reflect the best estimate at that date.

Provisions for restructurings are only registered if the Group has a detailed plan and if that plan has already been communicated to the parties involved.

Contingent liabilities are not recognised in the consolidated financial statements but are disclosed in the notes, if the possibility of a cash outflow affecting future economic benefits is remote.

Contingent assets are not recognised in the consolidated financial statements but are disclosed in the notes when future economic benefits are likely to occur.

p) Income tax

'Income tax' expense represents the sum of the tax currently payable and deferred tax. Income tax is recognised in accordance with IAS 12 – 'Income Taxes'.

Sonaecom has adopted, since 1 January 2008, the special regime for the taxation of groups of companies, under which, the provision for income tax is determined on the basis of the estimated taxable income of all the companies covered by that regime, in accordance with such rules. The special regime for the taxation of groups of companies covers all subsidiaries on which the Group holds at least 90% of their share capital, with its headquarters located in Portugal and subject to Corporate Income Tax (IRC). The remaining Group companies

not covered by the special regime for the taxation of groups of companies are taxed individually based on their respective taxable income, in accordance with the tax rules in force in the location of the headquarters of each company.

Deferred taxes are calculated using the liability method and reflect the timing differences between the amount of assets and liabilities for accounting purposes and the respective amounts for tax purposes.

Deferred tax assets are only recognised when there is reasonable expectation that sufficient taxable profits shall arise in the future to allow such deferred tax assets to be used. At the end of each year the recorded and unrecorded deferred tax assets are revised and they are reduced whenever their realisation ceases to be probable, or increased if future taxable profits are, likely, enabling the recovery of such assets (note 11).

Deferred taxes are calculated with the tax rate that is expected to be in force at the time the asset or liability will be used.

Whenever deferred taxes derive from assets or liabilities directly registered in Shareholders' funds, its recording is also made under the Shareholders' funds caption. In all other situations, deferred taxes are always recorded in the profit and loss statement.

q) Government subsidies

Subsidies awarded to finance personnel costs are recognised as less cost during the period in which the Group incurs the associated costs and are included in the profit and loss statement under the caption 'Staff expenses'.

Subsidies awarded to finance investments are recorded as deferred income on the Balance Sheet and are included in the profit and loss statement under the caption 'Other operating revenues'. Subsidies are recognized during the estimated useful life of the corresponding assets.

r) Accrual basis and revenue recognition

Expenses and income are recorded in the period to which they relate, regardless of their date of payment or receipt. Estimated amounts are used when actual amounts are not known.

The captions of 'Other non-current assets', 'Other current assets', 'Other non-current liabilities' and 'Other current liabilities' include expenses and income relating to the current period, where payment and receipt will occur in future periods, as well as payments and receipts in the current period but which relate to future periods. The latter shall be included by

the corresponding amounts in the results of the periods that they relate to.

The costs attributable to current year and whose expenses will only occur in future years are estimated and recorded under the caption 'Other current liabilities' and 'Other non-current liabilities', when it is possible to estimate reliably the amount and the timing of occurrence of the expense. If there is uncertainty regarding both the date of disbursement of funds, and the amount of the obligation, the value is classified as Provisions (note 1.o).

Sales revenues are recognised in the consolidated profit and loss statement when the significant risks and rewards associated with the ownership of the assets are transferred to the buyer and the amount of the corresponding revenue can be reasonably quantified. Sales are recognised before taxes and net of discounts.

The revenues and costs of the consultancy projects developed in the information systems consultancy segment are recognised in each period, according to the percentage of completion method.

Non-current financial assets and liabilities are recorded at fair value and, in each period, the financial actualisation of the fair value is recorded in the profit and loss statement under the captions 'Other financial expenses' and 'Other financial income'.

Dividends are recognised when the Shareholders' rights to receive such amounts are appropriately established and communicated.

s) Balance sheet classification

Assets and liabilities due in more than one year from the date of the balance sheet are classified, respectively, as non-current assets and non-current liabilities.

In addition, considering their nature, the 'Deferred taxes' and the 'Provisions for other liabilities and charges', are classified as non-current assets and liabilities (notes 11 and 17).

t) Reserves

Legal reserve

Portuguese commercial legislation requires that at least 5% of the annual net profit must be appropriated to a 'Legal reserve', until such reserve reaches at least 20% of the share capital. This reserve is not distributable, except in case of liquidation of the Company, but may be used to absorb losses, after all the other reserves are exhausted, or to increase the share capital.

Share premiums

The share premiums relate to premiums generated in the issuance of capital or in capital increases. According to Portuguese Commercial law, share premiums follow the same requirements of 'Legal reserves', ie, they are not distributable, except in case of liquidation, but they can be used to absorb losses, after all the other reserves are exhausted or to increase share capital.

Medium Term Incentive Plans Reserves

According to IFRS 2 – 'Share-based Payment', the responsibility related with the Medium Term Incentive Plans is registered under the heading of 'Reserves for Medium Term Incentive Plans', which are not distributable and which can not be used to absorb losses.

Hedging reserve

Hedging reserve reflects the changes in fair value of 'cash-flow' hedges derivatives that are considered effective (note 1.n)) and it is non-distributable nor can it be used to absorb losses.

Own shares reserve

The own shares reserve reflects the acquisition value of the own shares and follows the same requirements of legal reserve.

Under Portuguese law, the amount of distributable reserves is determined in accordance with the individual financial statements of the Company, presented in accordance with IAS / IFRS. Therefore, at 30 September 2013, Sonaecom, SGPS, S.A. didn't have free reserves distributable.

u) Own shares

Own shares are recorded as a deduction of Shareholders' funds. Gains or losses arising from the sale of own shares are recorded under the heading 'Other reserves'.

v) Foreign currency

All assets and liabilities expressed in foreign currency were translated into euro using the exchange rates in force at the balance sheet date.

Favourable and unfavourable foreign exchange differences resulting from changes in the rates in force at transaction date and those in force at the date of collection, payment or at the balance sheet date are recorded as income and expenses in the consolidated profit and loss statement of the year, in financial results.

Entities operating abroad with organisational, economic and financial autonomy are treated as foreign entities.

Assets and liabilities of the financial statements of foreign entities are translated into Euro using the exchange rates in force at the balance sheet date, while expenses and income in such financial statements are translated into euro using the average exchange rate for the period. The resulting exchange differences are recorded under the Shareholders' funds caption 'Other reserves'.

Goodwill and adjustments to fair value generated in the acquisitions of foreign entities reporting in a functional currency other than Euro are translated into Euro using the exchange rates prevailing at the balance sheet date.

The following rates were used to translate into Euro the financial statements of foreign subsidiaries and the balances in foreign currency:

	2013		2012	
	30 September	Average	30 September	Average
Pounds Sterling	1.1961	1.1740	1.2531	1.2321
Brazilian Real	0.3289	0.3605	0.3812	0.4082
American Dollar	0.7405	0.7597	0.7734	0.7812
Polish Zloti	0.2365	0.2381	0.2437	0.2378
Australian Dollar	0.6903	0.7463	0.8067	0.8081
Mexican Peso	0.0560	0.0600	0.0602	0.0591
Egyptian Pound	0.1075	0.1105	0.1276	0.1289
Malaysian Ringgit	0.2267	0.2430	0.2526	0.2520
Chilean Peso	0.0015	0.0016	0.0016	0.0016
Singapore Dollar	0.5896	0.6071	0.6310	0.6207
Swiss Franc	0.8180	0.8121	0.8265	0.8303
Swedish Krona	0.1155	0.1166	0.1184	0.1146
South African Rand	0.0735	0.0804	0.0934	0.0971
Angolan Kwanza	0.0076	0.0079	0.0081	0.0082
Moroccan Dirham	0.0893	0.0898	0.0902	0.0902

w) Assets impairment

Impairment tests are performed at the date of each balance sheet and whenever an event or change of circumstances indicates that the recorded amount of an asset may not be recoverable. Whenever the book value of an asset is greater than the amount recoverable, an impairment loss is recognised and recorded in the profit and loss statement under the caption 'Depreciation and amortisation' in the case of fixed assets and goodwill, under the caption 'Other financial expenses' in the case of financial investments or under the caption 'Provisions and impairment losses', in relation to the other assets. The recoverable amount is the greater of the net selling price and the value in use. Net selling price is the amount obtainable upon the sale of an asset in a transaction within the capability of the parties involved, less the costs

directly related to the sale. The value in use is the present value of the estimated future cash flows expected to result from the continued use of the asset and of its sale at the end of its useful life. The recoverable amount is estimated for each asset individually or, if this is not possible, for the cash-generating unit to which the asset belongs.

Evidence of the existence of impairment in accounts receivables appears when:

- The counterparty presents significant financial difficulties;
- There are significant delays in interest payments and in other leading payments from the counterparty;
- It is probable that the debtor goes into liquidation or into a financial restructuring.

For certain categories of financial assets for which it is not possible to determine the impairment for each asset individually, the analysis is made for a group of assets. Evidence of an impairment loss in a portfolio of accounts receivable may include past experience in terms of collections, increasing number of delays in collections, as well as changes in national or local economic conditions that are related with the collections capacity.

For Goodwill and Financial investments, the recoverable amount, calculated in terms of value in use, is determined based on the most recent business plans duly approved by the Group's Board of Directors. For Accounts receivables, the Group uses historical and statistical information to estimate the amounts in impairment. For Inventories, the impairment is calculated based on market evidence and several indicators of stock rotation.

x) Medium Term Incentive Plans

The accounting treatment of Medium Term Incentive Plans is based on IFRS 2 – 'Share-based Payments'.

Under IFRS 2, when the settlement of plans established by the Group involves the delivery of Sonaecom's own shares, the estimated responsibility is recorded, as a credit entry, under the caption 'Medium Term Incentive Plans Reserve', within the heading 'Shareholders' funds' and is charged as an expense under the caption 'Staff expenses' in the profit and loss statement.

The quantification of this responsibility is based on fair value and is recognised over the vesting period of each plan (from the award date of the plan until its vesting or settlement date). The total responsibility, at any point of time, is calculated based on the proportion of the vesting period that has 'elapsed' up to the respective accounting date.

When the responsibilities associated with any plan are covered by a hedging contract, ie, when those responsibilities are replaced by a fixed amount payable to a third party and when Sonaecom is no longer the party that will deliver the Sonaecom shares, at the settlement date of each plan, the above accounting treatment is subject to the following changes:

- (i) The total gross fixed amount payable to third parties is recorded in the balance sheet as either 'Other non-current liabilities' or 'Other current liabilities';
- (ii) The part of this responsibility that has not yet been recognised in the profit and loss statement (the 'unelapsed' proportion of the cost of each plan) is deferred and is recorded, in the balance sheet as either 'Other non-current assets' or 'Other current assets';
- (iii) The net effect of the entries in (i) and (ii) above eliminate the original entry to 'Shareholders' funds';
- (iv) In the profit and loss statement, the 'elapsed' proportion continues to be charged as an expense under the caption 'Staff expenses'.

For plans settled in cash, the estimated liability is recorded under the balance sheet captions 'Other non-current liabilities' and 'Other current liabilities' by a corresponding entry under the profit and loss statement caption 'Staff expenses', for the cost relating to the vesting period that has 'elapsed' up to the respective accounting date. The liability is quantified based on the fair value of the shares as of each balance sheet date.

When the liability is covered by a hedging contract, recognition is made in the same way as described above, but with the liability being quantified based on the contractually fixed amount.

Equity-settled plans to be liquidated through the delivery of shares of the parent company are recorded as if they were settled in cash, which means that the estimated liability is recorded under the balance sheet captions 'Other non-current liabilities' and 'Other current liabilities' by a corresponding entry under the profit and loss statement caption 'Staff expenses', for the cost relating to the deferred period elapsed. The liability is quantified based on the fair value of the shares as of each balance sheet date.

For 2011 Sonaecom shares plan, the Company signed with Sonae-SGPS, S.A. a contract that agrees to the transfer of Sonaecom SGPS, S.A. shares for employees and board members of the Group as requested by Sonaecom and under the MTIP of Sonaecom and fixed the shares' acquisition price. The remaining Sonaecom share plans are covered through the detention of own shares. The impacts associated to the Medium Term Incentive Plans are registered, in the balance

sheet, under the caption 'Medium Term Incentive Plans Reserve'. The cost is recognized under the profit and loss statement caption 'Staff expenses'.

Regarding the plans liquidated through the delivery of shares of the parent company, the company entered into hedging contracts with an external entity under which the acquisition price of those shares was fixed. Therefore, the responsibility is recorded based on that fixed price, proportionally to the period of time elapsed since the award date until the date of record, under the captions 'Other non-current liabilities' and 'Other current liabilities'. The cost is recognised on the income statement under the caption 'Staff expenses'.

y) Subsequent events

Events occurring after the date of the balance sheet which provide additional information about conditions prevailing at the time of the balance sheet (adjusting events) are reflected in the consolidated financial statements. Events occurring after the balance sheet date that provide information on post-balance sheet conditions (non-adjusting events), when material, are disclosed in the notes to the consolidated financial statements.

z) Judgements and estimates

The most significant accounting estimates reflected in the consolidated financial statements of the years ended at 30 September 2013 and 2012, are as follows:

- (i) Useful lives of tangible and intangible assets;
- (ii) Impairment analysis of goodwill and of other tangible and intangible assets;
- (iii) Recognition of impairment losses on assets (Trade debtors and Inventories) and provisions.

Estimates used are based on the best information available during the preparation of the consolidated financial statements and are based on the best knowledge of past and present events. Although future events are neither foreseeable nor controlled by the Group, some could occur and have impact on such estimates. Changes to the estimates used by the management that occur after the approval date of these consolidated financial statements, will be recognised in net income, in accordance with IAS 8 – 'Accounting Policies, Changes in Accounting Estimates and Errors', using a prospective methodology.

The main estimates and assumptions in relation to future events included in the preparation of these consolidated financial statements are disclosed in the corresponding notes, when applicable.

aa) Financial risk management

Due to its activities, the Group is exposed to a variety of financial risks such as market risk, liquidity risk and credit risk.

These risks arise from the unpredictability of financial markets, which affect the capacity of project cash flows and profits. The Group financial risk management, subject to a long-term ongoing perspective, seeks to minimise potential adverse effects that derive from that uncertainty, using, whenever it is possible and advisable, derivative financial instruments to hedge the exposure to such risks (note 1.n).

Market risk

a) Foreign exchange risk

The Group operates internationally, having subsidiaries that operate in countries with a different currency than Euro namely Brazil, United Kingdom, Poland, United States of America, Mexico, Australia, Egypt, Colombia, Panama, Singapore, Angola and Malaysia (branch) and so it is exposed to foreign exchange rate risk.

Foreign exchange risk management seeks to minimise the volatility of investments and transactions made in foreign currencies and contributes to reduce the sensitivity of Group results to changes in foreign exchange rates.

Whenever possible, the Group uses natural hedges to manage exposure, by offsetting credits granted and credits received expressed in the same currency. When such a procedure is not possible, the Group adopts derivative financial hedging instruments (note 1.n).

The Group's exposure to foreign exchange rate risk, results essentially from the fact that some of its subsidiaries report in a currency different from euro, making the risk of operational activity immaterial.

b) Interest rate risk

Sonaecom's total debt is indexed to variable rates, exposing the total cost of debt to a high risk of volatility. The impact of this volatility on the Group results or on its Shareholders' funds is mitigated by the effect of the following factors (i) relatively low level of financial leverage; (ii) possibility to use derivative financial instruments that hedge the interest rate risk, as mentioned below; (iii) possible correlation between the level of market interest rates and economic growth having the latter a positive effect in other lines of the Group's consolidated results (particularly operational), and in this way partially offsetting the increase of financial costs ('natural hedge'); and (iv) the existence of stand alone or consolidated liquidity which is also bearing interest at a variable rate.

The Group only uses derivatives or similar transactions to hedge interest rate risks considered significant. Three main principles are followed in all instruments selected and used to hedge interest rate risk:

- For each derivative or instrument used to hedge a specific loan, the interest payment dates on the loans subject to hedging must equalise the settlement dates defined under the hedging instrument;
- Perfect match between the base rates: the base rate used in the derivative or hedging instrument should be the same as that of the facility/transaction which is being hedged;
- As from the start of the transaction, the maximum cost of the debt, resulting from the hedging operation is known and limited, even in scenarios of extreme changes in market interest rates, so that the resulting rates are within the cost of the funds considered in the Group's business plan.

As all Sonaecom's borrowings (note 15) are at variable rates, interest rate swaps and other derivatives are used, when it is deemed necessary, to hedge future changes in cash flow relating to interest payments. Interest rate swaps have the financial effect of converting the respective borrowings from floating rates to fixed rates. Under the interest rate swaps, the Group agrees with third parties (banks) to exchange, in pre-determined periods, the difference between the amount of interest calculated at the fixed contract rate and the floating rate at the time of re-fixing, by reference to the respective agreed notional amounts.

The counterparties of the derivative hedging instruments are limited to highly rated financial institutions, being the Group's policy, when contracting such instruments, to give preference to financial institutions that form part of its financing transactions. In order to select the counterparty for occasional operations, Sonaecom requests proposals and indicative prices from a representative number of banks in order to ensure adequate competitiveness of these operations.

In determining the fair value of hedging operations, the Group uses certain methods, such as option valuation and discounted future cash flow models, using assumptions based on market interest rates prevailing at the balance sheet date.

Comparative financial institution quotes for the specific or similar instruments are used as a benchmark for the valuation.

The fair value of the derivatives contracted, that are considered as fair value hedges or the ones that are considered not sufficiently effective for cash flow hedge (in accordance with the provisions established in IAS 39), are recognised under borrowings captions and changes in the fair value of such derivatives are recognised directly in the profit and loss statement for the year. The fair value of derivatives of cash flow hedge, that are considered effective according to

IAS 39, are recognised under borrowing captions and changes in the fair value are recognised in equity.

Sonaecom's Board of Directors approves the terms and conditions of the financing with significant impact in the Group, based on the analysis of the debt structure, the risks and the different options in the market, particularly as to the type of interest rate (fixed / variable). Under the policy defined above, the Executive Committee is responsible for the decision on the occasional interest rate hedging contracts, through the monitoring of the conditions and alternatives existing in the market.

Liquidity risk

The existence of liquidity in the Group requires the definition of some policies for an efficient and secure management of the liquidity, allowing us to maximise the profitability and to minimise the opportunity costs related to that liquidity.

The liquidity risk management has a threefold objective: (i) Liquidity, ie, to ensure the permanent access in the most efficient way to obtain sufficient funds to settle current payments within the respective dates of maturity as well as any eventual not forecasted requests for funds, within the deadlines set for this; (ii) Safety, ie to minimise the probability of default in any reimbursement of application of funds; and (iii) Financial Efficiency, ie, to ensure that the Group maximises the value / minimises the opportunity cost of holding excess liquidity in the short term.

The main underlying policies correspond to the variety of instruments allowed, the maximum acceptable level of risk, the maximum amount of exposure by counterparty and the maximum periods for investments.

The existing liquidity in the Group should be applied to the alternatives and by the order described below:

- Amortisation of short-term debt – after comparing the opportunity cost of amortisation and the opportunity cost related to alternative investments;
- Consolidated management of liquidity – the existing liquidity in Group companies, should mainly be applied in Group companies, to reduce the use of bank debt at a consolidated level;
- Applications in the market.

The applications in the market are limited to eligible counterparties, with ratings previously established by the Board and limited to certain maximum amounts by counterparty.

The definition of maximum amounts intends to ensure that the application of liquidity in excess is made in a prudent way and taking into consideration the best practices in terms of bank relationships.

The maturity of applications should equal the forecasted payments (or the applications should be easily convertible, in the case of asset investments, to allow urgent and not estimated payments), considering a threshold for eventual deviations on the estimates. The threshold depends on the accuracy level of treasury estimates and would be determined by the business. The accuracy of the estimates is an important variable to quantify the amounts and the maturity of the applications in the market.

The maturity analysis for the loans obtained is presented in note 15.

Credit risk

The Group's exposure to credit risk is mainly associated with the accounts receivable related to current operational activities. The credit risk associated to financial operations is mitigated by the fact that the Group only negotiates with entities with high credit quality.

The management of this risk seeks to guarantee that the amounts owing are effectively collected within the periods negotiated without affecting the financial health of the Group. The Group uses credit rating agencies and has specific departments responsible for risk control, collections and management of processes in litigation, as well as credit insurances, which all contribute to the mitigation of credit risk.

The amounts included in the financial statements related to trade debtors and other debtors, net of impairment losses, represent the maximum exposure of the Group to credit risk.

2. Companies included in the consolidation

Group companies included in the consolidation through full consolidation method, their head offices, main activities, Shareholders and percentage of share capital held at 30 September 2013 and 2012, are as follows:

Company (Commercial brand)	Head office	Main activity	Shareholder	Percentage of share capital held			
				2013		2012	
				Direct	Effective*	Direct	Effective*
Parent company							
SONAECON, S.G.P.S., S.A. ('Sonaecom')	Maia	Management of shareholdings.	-	-	-	-	-
Subsidiaries							
Be Artis – Conceção, Construção e Gestão de Redes de Comunicações, S.A. ('Be Towering') (a)	Maia	Design, construction, management and exploitation of electronic communications networks and their equipment and infrastructure, management of technologic assets and rendering of related services.	Optimus SGPS	-	-	100%	100%
Be Towering – Gestão de Torres de Telecomunicações, S.A. ('Be Towering') (a)	Maia	Implementation, installation and exploitation of towers and other sites for the instalment of telecommunications equipment.	Optimus SGPS	-	-	100%	100%
Cape Technologies Limited ('Cape Technologies') (b)	Dublin	Rendering of consultancy services in the area of information systems.	We Do	100%	100%	100%	100%
Connectiv Solutions Inc. ('Connectiv') (b)	Delaware	Rendering of consultancy services in the area of information systems.	We Do USA	-	-	100%	100%
Digitmarket – Sistemas de Informação, S.A. ('Digitmarket' – using the brand 'Bizdirect')	Maia	Development of management platforms and commercialisation of products, services and information, with the internet as its main support.	Sonaecom SI	75.10%	75.10%	75.10%	75.10%
Lugares Virtuais, S.A. ('Lugares Virtuais')	Maia	Organisation and management of electronic online portals, content acquisition, management of electronic auctions, acquisition and deployment of products and services electronically and any related activities.	Miauger	100%	100%	100%	100%
Mainroad – Serviços em Tecnologias de Informação, S.A. ('Mainroad')	Maia	Rendering of consultancy services in IT areas.	Sonaecom SI	100%	100%	100%	100%
Miauger – Organização e Gestão de Leilões Electrónicos, S.A. ('Miauger')	Maia	Organisation and management of electronic auctions of products and services on-line.	Sonaecom	100%	100%	100%	100%
Optimus – Comunicações, S.A. ('Optimus') (a)	Maia	Implementation, operation, exploitation and offer of networks and rendering services of electronic communications and related resources; offer and commercialisation of products and equipments of electronic communications.	Optimus SGPS	-	-	100%	100%
Optimus, S.G.P.S., S.A. ('Optimus SGPS') (a)	Maia	Management of shareholdings in the area of telecommunications.	Sonaecom	-	-	100%	100%
PCJ – Público, Comunicação e Jornalismo, S.A. ('PCJ')	Maia	Editing, composition and publication of periodical and non-periodical material and the exploration of radio and TV stations and studios.	Sonaecom	100%	100%	100%	100%
Per-Mar – Sociedade de Construções, S.A. ('Per-Mar') (a)	Maia	Purchase, sale, renting and operation of property and commercial establishments.	Optimus SGPS	-	-	100%	100%
Praesidium Services Limited ('Praesidium Services') (b)	Berkshire	Rendering of consultancy services in the area of information systems.	We Do UK	100%	100%	100%	100%
Público – Comunicação Social, S.A. ('Público')	Oporto	Editing, composition and publication of periodical and non-periodical material.	Sonaecom	100%	100%	100%	100%
Saphety Level – Trusted Services, S.A. ('Saphety')	Maia	Rendering services, training, consultancy services in the area of communication, process and electronic certification of data; trade, development and representation of software.	Sonaecom SI	86.995%	86.995%	86.995%	86.995%
Saphety Brasil Transações Eletrônicas Ltda. ('Saphety Brasil') (c)	São Paulo	Rendering services, training, consultancy services in the area of communication, process and electronic certification of data; electronic identification, storage and availability of databases and electronic payments; trade, development and representation of software related with these services.	Saphety	99.8%	99.8%	-	-
Saphety – Transacciones Electronicas SAS ('Saphety Colômbia') (d)	Bogotá	Rendering services, training, consultancy services in the area of communication, process and electronic certification of data; electronic identification, storage and availability of databases and electronic payments; trade, development and representation of software related with these services.	Saphety	100%	100%	-	-
Sonaecom – Serviços Partilhados, S.A. ('Sonaecom SP')	Maia	Support, management consulting and administration, particularly in the areas of accounting, taxation, administrative procedures, logistics, human resources and training.	Sonaecom	100%	100%	100%	100%
Sonaecom – Sistemas de Informação, S.G.P.S., S.A. ('Sonaecom SI')	Maia	Management of shareholdings in the area of corporate ventures and joint ventures.	Sonaecom	100%	100%	100%	100%
Sonaecom – Sistemas de Información Española, S.L. ('SSI Española')	Madrid	Rendering of consultancy services in the area of information systems.	Sonaecom SI	100%	100%	100%	100%

Company (Commercial brand)	Head office	Main activity	Shareholder	Percentage of share capital held			
				2013		2012	
				Direct	Effective*	Direct	Effective*
Sonaecom BV	Amsterdam	Management of shareholdings.	Sonaecom	100%	100%	100%	100%
Sonaetelecom BV	Amsterdam	Management of shareholdings.	Sonaecom	100%	100%	100%	100%
Sontária - Empreendimentos Imobiliários, S.A. ('Sontária') (a)	Maia	Realisation of urbanisation and building construction, planning urban management, studies, construction and property management, buy and sale of properties and resale of purchased for that purpose.	Optimus SGPS	-	-	100%	100%
Tecnológica Telecomunicações, LTDA. ('Tecnológica')	Rio de Janeiro	Rendering of consultancy and technical assistance in the area of IT systems and telecommunications.	We Do Brasil	99.99%	99.90%	99.99%	99.90%
We Do Consulting - Sistemas de Informação, S.A. ('We Do')	Maia	Rendering of consultancy services in the area of information systems.	Sonae com SI	100%	100%	100%	100%
Wedo do Brasil Soluções Informáticas, Lda. ('We Do Brasil')	Rio de Janeiro	Commercialisation of software and hardware; rendering of consultancy and technical assistance related to information technology and data processing.	We Do	99.91%	99.91%	99.91%	99.91%
We Do Poland Sp. Z o.o. ('We Do Poland')	Poznan	Rendering of consultancy services in the area of information systems.	Cape Technologies	100%	100%	100%	100%
We Do Technologies Americas, Inc ('We Do USA')	Delaware	Rendering of consultancy services in the area of information systems.	Cape Technologies	100%	100%	100%	100%
We Do Technologies Australia PTY Limited ('We Do Asia')	Sydney	Rendering of consultancy services in the area of information systems.	Cape Technologies	100%	100%	100%	100%
We Do Technologies BV ('We Do BV')	Amsterdam	Management of shareholdings.	We Do	100%	100%	100%	100%
We Do Technologies BV - Malaysian Branch ('We Do Malásia')	Kuala Lumpur	Rendering of consultancy services in the area of information systems.	We Do BV	100%	100%	100%	100%
We Do Technologies Chile SpA ('We Do Chile') (e)	Chile	Rendering of consultancy services in the area of information systems.	We Do BV	-	-	100%	100%
We Do Technologies Egypt LLC ('We Do Egypt')	Cairo	Rendering of consultancy services in the area of information systems.	We Do BV Sonaecom BV Sonaetelecom BV	90% 5% 5%	90% 5% 5%	90% 5% 5%	90% 5% 5%
We Do Technologies (UK) Limited ('We Do UK')	Berkshire	Management of shareholdings.	We Do	100%	100%	100%	100%
We Do Technologies Mexico, S de RL. ('We Do Mexico')	Mexico City	Rendering of consultancy services in the area of information systems.	Sonaecom BV We Do BV	0,001% 99,999%	0,001% 99,999%	5% 95%	5% 95%
We Do Technologies Panamá S.A. ('We Do Panamá')	Panamá City	Rendering of consultancy services in the area of information systems.	We Do BV	100%	100%	100%	100%
We Do Technologies Singapore PTE. LTD. ('We Do Singapura')	Singapore	Rendering of consultancy services in the area of information systems.	We Do BV	100%	100%	100%	100%

* Sonaecom effective participation

(a) The balances and transactions of these companies, until August 2013, were included in the Balance Sheet under the caption 'Financial assets at fair value through profit or loss' and in Profit and Loss Statement under the caption 'Consolidated net income/(loss) for the period of discontinued operations', respectively.

(b) Company incorporated, by merger, on We Do USA in January 2013

(c) Company acquired in February 2013

(d) Company established in April 2013

(e) Company dissolved in May 2013

All the above companies were included in the consolidation in accordance with the full consolidation method under the terms of IAS 27 – 'Consolidated and Separate Financial Statements' (majority of voting rights, through the ownership of shares in the companies).

3. Changes in the Group

During the periods ended at 30 September 2013 and 2012, the following changes occurred in the composition of the Group:

a) Constitutions

Shareholder	Subsidiary	Date	Share capital	Current % shareholding
2013				
Saphety Level	Saphety Colômbia	Apr-13	50.000.000 COP	100%
2012				
Sonaecom	Sonaecom SP	Jan-12	50,000 EUR	100%

b) Acquisitions

Purchaser	Subsidiary	Date	% acquired	Current % shareholding
2013				
Saphety	Saphety Brasil	Feb-13	99.8%	99.8%
2012				
We Do USA	Connectiv	Apr-12*	100%	100%
Sonae com SI	Infosystems	Jun-12	50%	50%
Infosystems	SSI Angola	Jun-12	100%	100%

* The contract's signature date was April 2012, with effects from 1 May 2012.

c) Dissolutions

Shareholder	Subsidiary	Date	% shareholding
2013			
We Do BV	We Do Chile	May-13	100%

d) Others

Following the announcement made, on 14 December 2012, between Sonaecom, SGPS, S.A., Kento Holding Limited and Jadeium BV (currently named Unitel International Holdings, BV, collectively referred to as 'Kento/Jadeium'), of having reached an agreement to recommend to the Boards of Zon Multimédia – Serviços de Telecomunicações e Multimédia, SGPS, S.A. ('Zon') and Optimus SGPS, SA a merger between the two companies, on 11 January 2013, Sonaecom, SGPS, S.A. carried out a capital increase in kind, transferring 81.807% of its financial participation in Optimus SGPS, S.A. to ZOPT,SGPS, S.A. (vehicle used for this purpose), conditional upon completion of the merger.

Thus, following the above mentioned agreement, on 27 August 2013, and after fulfilling all the remedies required to the operation, the merger was closed. Sonaecom considers this to be the date on which Zopt took control of Zon Optimus. Accordingly, in the same day, it was registered the capital increase in kind with the transference of 81.807% Sonaecom's financial participation in Optimus SGPS, S.A. to ZOPT,SGPS, S.A ('Zopt'). As a consequence, Sonaecom held a 50% stake in Zopt, as well as shareholder loans to be received from Zopt amounting to Euro 230 million (note 8), which would later be reduced to Euro 115 million. Additionally, the remaining stake of 18.193% in Optimus SGPS, was converted into a minority stake of 7.28% in Zon Optimus (note 9).

Resulting from a 'Shareholders Agreement' between the parties involved in the merger, Sonacom and Kento/Jadeium Group agreed not to acquire any shares of Zon Optimus, with the exception of the shares acquired by Sonaecom as a result of the operation. For this reason, the 'Shareholders Agreement' also foresees that after 2 years from the date of the formal closing of the merger, and for a period of three months, the Group Kento / Jadeium may exercise a call option over half of the shares of Zon Optimus that Sonaecom holds at the date of the exercise of call option, at a price equal to the weighted average price of the previous month.

After the share capital increase of Zopt and the closing of the merger between Optimus SGPS and Zon, Sonaecom derecognised in consolidated accounts, the difference of assets and liabilities fully consolidated of Optimus SGPS and its subsidiaries amounting to Euro 992. Sonaecom has also recognized an investment in Zopt amounting to Euro 598 million¹, loans to be received from Zopt amounting Euro 230 million (note 8) and an investment registered at fair value through Zon Optimus shares (the conversion of

¹ The Zopt participation of 598 million euros ($598 = ((2.850 \times 50,01\%) - 230) \times 50\%$) results from the valuation of the holding of Zopt in Zon Optimus, amounting to 2,850 million euros. This corresponds to the sum of the valuation of the capital increase in Zopt made by Zon and Optimus (the valuation was made by entities involved in the capital increase and the merger project) in 2,500 million euros and the minimum synergies estimated, disclosed in the merger project in the amount of 350 million euros, deducted from loans totaling 230 million euros. It was decided that Zon market price at the date of the closing of the merger didn't reflected the fair value of Zon Optimus (the argument for not using the Zon share price at the date of the close of the merger, as abovementioned, is proven by the positive evolution of Zon Optimus share price since the date of the merger until the date of this document (2,638 million euros versus 2,141, price at 27 August 2013, merger date). For this reason, the market capitalization of Zon was not considered as a reference for valuing the Zopt investment. The valuation of Zon and Optimus was based on internally and analysts' projections, regarding the main economic indicators, including operating results and investment. For this purpose, was used a weighted average cost of capital of 9.5% and growth rate of 3%.

20,921,650 Optimus SGPS shares, representing 18.193% of the share capital, to 37,489,324 Zon Optimus shares, representing 7.28% of the share capital), at the market price of 27 August 2013 (date of the closing of the merger), amounting to Euro 156 million (note 9).

Thus, as a result of the derecognition of the investment in Optimus SGPS and its subsidiaries, the recognition of the investments in Zopt and Zon Optimus, and the loans to be received from Zopt, it was registered a capital loss of 9 million euros .

The impacts in balance sheet of the output of the telecommunications sector companies in August 2013, are detaled as follows:

(Amounts expressed in Euro)	27 August 2013
Assets	
Non-current assets	
Tangible assets	(562,475,126)
Intangible assets	(353,993,403)
Goodwill	(485,150,340)
Other non-current assets	312,080,798
Deferred tax assets	(98,625,767)
Total non-current assets	(1,188,163,838)
Current assets	
Inventories	(19,124,520)
Trade debtors	(127,955,743)
Other current assets	(82,942,364)
Cash and cash equivalents	(17,986,673)
Total current assets	(248,009,300)
Shareholders' funds and liabilities	
Medium term incentive plans reserves	6,468,582
Others	5,464
Total Shareholders' funds	6,474,046
Liabilities	
Non-current liabilities	
Medium and long-term loans – net of short-term portion	(813,080)
Other non-current financial liabilities	17,879,658
Provisions for other liabilities and charges	35,247,971
Deferred tax liabilities	259,753
Other non-current liabilities	31,672,299
Total non-current liabilities	84,246,601
Current liabilities	
Short-term loans and other loans	115,535,594
Trade creditors	119,124,642
Other current financial liabilities	2,660,326
Other creditors	15,254,142
Other current liabilities	100,480,547
Total current liabilities	353,055,251
Total assets and liabilities derecognized	(992,397,240)

Thus, the loss resulting from the disposal can be detailed as follows:

(Amounts expressed in Euro)	
Assets and liabilities derecognized	(992,397,240)
Compensation received	983,447,575
Gain/(Loss) resulting from the disposal	(8,949,665)

The compensation received can be detailed as follows:

(Amounts expressed in Euro)	
Participation in Zopt (note 8)	597,641,944
Loans Zopt (note 8)	230,000,000
Zon Optimus shares (note 9)	155,805,631
	983,447,575

4. Breakdown of financial instruments

At 30 September 2013 and 2012, the breakdown of financial instruments was as follows:

							2013
	Loans and receivables	Investments available for sale	Financial assets at fair value through profit or loss	Other financial assets	Subtotal	Others not covered by IFRS 7	Total
Non-current assets							
Investments available for sale (note 10)	-	215,448	-	-	215,448	-	215,448
Other non-current assets	933,241	-	-	-	933,241	-	933,241
	933,241	215,448	-	-	1,148,689	-	1,148,689
Current assets							
Financial assets at fair value through profit or loss (note 9)	-	-	164,953,026	-	164,953,026	-	164,953,026
Trade debtors	29,606,486	-	-	-	29,606,486	-	29,606,486
Other current debtors	13,477,733	-	-	-	13,477,733	7,921,538	21,399,271
Other current assets	-	-	-	6,237,838	6,237,838	4,357,963	10,595,801
Cash and cash equivalents (note 12)	197,793,220	-	-	-	197,793,220	-	197,793,220
	240,877,439	-	164,953,026	6,237,838	412,068,303	12,279,501	424,347,804
	Loans and receivables	Investments available for sale	Financial assets at fair value through profit or loss	Other financial assets	Subtotal	Others not covered by IFRS 7	2012 (restated) Total
Non-current assets							
Investments available for sale (note 10)	-	212,323	-	-	212,323	-	212,323
Other non-current assets	701,845	-	-	-	701,845	-	701,845
	701,845	212,323	-	-	914,168	-	914,168
Current assets							
Trade debtors	120,897,899	-	-	-	120,897,899	-	120,897,899
Other current debtors	23,057,939	-	-	-	23,057,939	6,342,149	29,400,088
Other current assets	-	-	-	61,054,118	61,054,118	17,820,233	78,874,351
Cash and cash equivalents (note 12)	68,217,048	-	-	-	68,217,048	-	68,217,048
	212,172,886	-	-	61,054,118	273,227,004	24,162,382	297,389,386

					2013
	Liabilities recorded at amortised cost	Other financial liabilities	Subtotal	Others not covered by IFRS 7	Total
Non-current liabilities					
Medium and long-term loans net of short-term portion (note 15)	25,683,387	-	25,683,387	-	25,683,387
Other non-current financial liabilities (note 16)	-	83,091	83,091	-	83,091
Other non-current liabilities	-	970,665	970,665	287,470	1,258,135
	25,683,387	1,053,756	26,737,143	287,470	27,024,613
Current liabilities					
Short-term loans and other loans (note 15)	3,659,857	-	3,659,857	-	3,659,857
Trade creditors	-	18,054,505	18,054,505	-	18,054,505
Other current financial liabilities (note 18)	-	74,963	74,963	-	74,963
Other creditors	-	7,321,543	7,321,543	4,342,317	11,663,860
Other current liabilities	-	20,200,302	20,200,302	7,580,952	27,781,254
	3,659,857	45,651,313	49,311,170	11,923,269	61,234,439

					2012 (restated)
	Liabilities recorded at amortised cost	Other financial liabilities	Subtotal	Others not covered by IFRS 7	Total
Non-current liabilities					
Medium and long-term loans net of short-term portion (note 15)	194,947,494	-	194,947,494	-	194,947,494
Other non-current financial liabilities (note 16)	-	17,627,484	17,627,484	-	17,627,484
Other non-current liabilities	-	28,818,512	28,818,512	258,470	29,076,982
	194,947,494	46,445,996	241,393,490	258,470	241,651,960
Current liabilities					
Short-term loans and other loans (note 15)	200,582,408	-	200,582,408	-	200,582,408
Trade creditors	-	156,515,590	156,515,590	-	156,515,590
Other current financial liabilities (note 18)	-	2,824,681	2,824,681	-	2,824,681
Other creditors	-	22,629,221	22,629,221	10,580,322	33,209,543
Other current liabilities	-	122,034,562	122,034,562	27,225,581	149,260,143
	200,582,408	304,004,054	504,586,462	37,805,903	542,392,365

Considering the nature of the balances, the amounts to be paid and received to/from 'State and other public entities' as well as specialized costs related to the share based plans were considered outside the scope of IFRS 7. On the other hand, the deferred costs/profits recorded in the captions 'Other current assets', 'Other non-current assets', 'Other current liabilities' and 'Other non-current liabilities' were considered non-financial instruments.

The Board of Directors believes that, the fair value of the breakdown of financial instruments recorded at amortised cost or registered at the present value of the payments does not differ significantly from their book value. This decision is based in the contractual terms of each financial instrument.

5. Tangible assets

The movement in tangible assets and in the corresponding accumulated depreciation and impairment losses in the periods ended at 30 September 2013 and 2012 was as follows:

							2013
	Land, Buildings and other constructions	Plant and machinery	Vehicles	Fixtures and fittings	Other tangible assets	Work in progress	Total
Gross assets							
Balance at 31 December 2012 (restated)	301,133,284	1,072,287,146	171,736	213,226,929	6,715,058	20,665,640	1,614,199,793
Additions	26,391	3,075,382	22,060	11,090,562	-	26,829,997	41,044,392
Disposals	(173,822)	(2,818,960)	(6,440)	(276,118)	(793)	(125,388)	(3,401,521)
Transfers and write-offs	5,214,361	32,140,960	-	(780,824)	99,504	(36,334,190)	339,811
Discontinued operations (note 3.d)	(298,400,130)	(1,093,255,014)	(85,728)	(216,172,869)	(6,563,851)	(10,739,576)	(1,625,217,168)
Balance at 30 September 2013	7,800,084	11,429,514	101,628	7,087,680	249,918	296,483	26,965,307
Accumulated depreciation and impairment losses							
Balance at 31 December 2012 (restated)	168,923,346	666,298,617	151,192	191,742,065	6,127,629	-	1,033,242,849
Depreciation for the period	6,364,729	37,635,526	14,794	12,345,281	176,588	-	56,536,918
Disposals	(89,930)	(2,089,106)	(5,635)	(200,732)	(793)	-	(2,386,196)
Transfers and write-offs	(24,117)	(1,396,080)	-	(226,742)	11,645	-	(1,635,294)
Discontinued operations (note 3.d)	(169,538,697)	(689,432,249)	(83,381)	(197,605,951)	(6,081,764)	-	(1,062,742,042)
Balance at 30 September 2013	5,635,331	11,016,708	76,970	6,053,921	233,305	-	23,016,235
Net value	2,164,753	412,806	24,658	1,033,759	16,613	296,483	3,949,072

							2012 (restated)
	Land, Buildings and other constructions	Plant and machinery	Vehicles	Fixtures and fittings	Other tangible assets	Work in progress	Total
Gross assets							
Balance at 31 December 2011	301,781,480	1,031,000,168	166,398	201,288,050	6,675,820	36,269,347	1,577,181,263
New companies (note 3.b)	-	-	-	1,212,130	-	-	1,212,130
Additions	159,746	3,929,097	5,338	11,050,842	5,581	66,299,233	81,449,837
Disposals	(321,035)	(44,675,989)	-	(699,397)	(22,686)	-	(45,719,107)
Transfers and write-offs	4,435,467	51,566,315	-	1,897,902	38,316	(67,190,517)	(9,252,517)
Balance at 30 September 2012	306,055,658	1,041,819,591	171,736	214,749,527	6,697,031	35,378,063	1,604,871,606
Accumulated depreciation and impairment losses							
Balance at 31 December 2011	161,013,681	649,522,298	120,601	179,561,095	5,739,621	-	995,957,296
New companies (note 3.b)	-	-	-	586,345	-	-	586,345
Depreciation for the period	5,969,605	42,666,501	23,086	13,303,568	321,881	-	62,284,641
Disposals	(233,865)	(33,685,000)	-	(526,014)	(7,093)	-	(34,451,972)
Transfers and write-offs	(22,594)	(230,509)	-	(193,619)	-	-	(446,722)
Balance at 30 September 2012	166,726,827	658,273,290	143,687	192,731,375	6,054,409	-	1,023,929,588
Net value	139,328,831	383,546,301	28,049	22,018,152	642,622	35,378,063	580,942,018

The additions that occurred during the periods ended at 30 September 2013 and 2012 included: assets associated with the UMTS operation (Universal Mobile Telecommunications Service), HSDPA (Kanguru Express), GSM (Global Standard for Mobile Communications), GPRS (General Packet Radio Service), FTTH (Fibre-to-the-Home) and LTE (Long Term Evolution), At 30 September 2013, following the merger between Optimus SGPS and Zon and the consequent derecognition of assets of the telecommunications segment (note 3.d), the assets above mentioned were no longer part of the final balance, but, instead, were part of the 'Discontinued operations (note 3.d)'.

Additions, disposals and transfers are, mainly, related to the area of telecommunications during the first eight months of the year.

At 30 September 2013, additions include about Euro 5.4 million of capitalizations of personnel costs related to own work (about Euro 6.1 million at 30 September 2012).

At 30 September 2012, disposals include the sale of a set of assets related with 2G, 3G and Micro-Wave network.

The acquisition cost of 'Tangible assets' and 'Intangible assets' held by the Group under finance lease contracts, amounted to Euro 920,831 and Euro 35,808,739 as of 30 September 2013 and 2012, and their net book value as of those dates amounted to Euro

122,224 and Euro 19,692,191, respectively. During the period ended at 30 September 2013, the finance lease contracts of Optimus-Comunicações SA and Be Artis, were transferred to 'Discontinued operations (note 3.d)'.

At 30 September 2012, the heading 'Tangible assets' included an amount of Euro 25.2 million, related to the net book value of the telecommunications equipment delivered to customers, under free lease agreements with a pre-defined period, which are being amortised over the duration of their contracts. During the period ended at 30 September 2013, the entire amount was derecognised and it is included in 'Discontinued operations (note 3.d)'.

At 30 September 2013 and 2012, the heading 'Tangible assets' does not include any asset pledged or given as a guarantee for loans obtained, except for the assets acquired under financial lease contracts.

'Tangible assets in progress' at 30 September 2013 and 2012 were made up as follows:

	2013	2012
Development of mobile/fixed network	-	31,825,343
Information systems	269,200	127,418
Other projects in progress	27,283	3,425,302
	296,483	35,378,063

The variation in 'Tangible assets in progress' is due to the derecognition of the telecommunications' assets (note 3.d).

At 30 September 2013 and 2012, the amounts of commitments to third parties relating to investments to be made were as follows:

	2013	2012
Network	-	22,691,379
Information systems	-	1,303,595
	-	23,994,974

During the period ended at 30 September 2013, there are no commitments to third parties relating to investments to be made, because, all of them were related to telecommunications companies (note 3.d).

6. Intangible assets

In the periods ended at 30 September 2013 and 2012, the movement occurred in Intangible assets and in the corresponding accumulated amortisation and impairment losses, was as follows:

				2013
	Brands and patents and other rights	Software	Intangible assets in progress	Total
Gross assets				
Balance at 31 December 2012 (restated)	471,734,531	324,743,860	22,694,448	819,172,839
Additions	15,351,460	730,302	13,424,407	29,506,169
Disposals	(1,000,000)	(2,868)	-	(1,002,868)
Transfers and write-offs	3,396,494	7,586,452	(9,867,685)	1,115,261
Discontinued operations (note 3.d)	(479,025,843)	(304,909,635)	(21,344,001)	(805,279,479)
Balance at 30 September 2013	10,456,642	28,148,111	4,907,169	43,511,922
Accumulated amortisation and impairment losses				
Balance at 31 December 2012 (restated)	184,502,817	255,141,914	-	439,644,731
Amortisation for the period	28,757,905	13,295,291	-	42,053,196
Disposals	(1,000,000)	(641)	-	(1,000,641)
Transfers and write-offs	(42,360)	(1,449,965)	-	(1,492,325)
Discontinued operations (note 3.d)	(205,489,969)	(245,796,107)	-	(451,286,076)
Balance at 30 September 2013	6,728,393	21,190,492	-	27,918,885
Net value	3,728,249	6,957,619	4,907,169	15,593,037

				2012 (restated)
	Brands and patents and other rights	Software	Intangible assets in progress	Total
Gross assets				
Balance at 31 December 2011 (restated)	361,651,698	296,352,010	117,812,301	775,816,009
Additions	19,622,677	859,246	11,596,985	32,078,908
Transfers and write-offs	66,528,946	17,834,177	(89,830,003)	(5,466,880)
Balance at 30 September 2012	447,803,321	315,045,433	39,579,283	802,428,037
Accumulated amortisation and impairment losses				
Balance at 31 December 2011 (restated)	153,154,381	233,542,415	-	386,696,796
Amortisation for the period	32,132,678	15,985,116	-	48,117,794
Transfers and write-offs	(12,147,534)	(215,933)	-	(12,363,467)
Balance at 30 September 2012	173,139,525	249,311,598	-	422,451,123
Net value	274,663,796	65,733,835	39,579,283	379,976,914

Under the agreed terms resulting from the grant of the UMTS License, Optimus – Comunicações, S.A., committed to contribute to the promotion and development of an 'Information Society' in Portugal. The total amount of the obligations assumed arose to Euro 274 million which will have to be realised until the end of 2015.

In accordance with the Agreement established on 5 June 2007 with the Ministry of Public Works, Transportation and Communications (MOPTC), part of these commitments, up to Euro 159 million, would be realised through own projects eligible as contributions to the 'Information Society' which will be incurred under the normal course of Optimus – Comunicações, S.A.'s business (investments in network and technology, if not directly related with the accomplishment of other obligations inherent to the attribution of the UMTS License, and activities of research, development and promotion of services, contents and applications). These own projects must be recognised by the MOPTC and by entities created specifically for this purpose. The total amount was already incurred and validated by the above referred entities, so, at this date, there are no additional responsibilities related to these commitments. These charges were recorded in the financial statements at the moment the projects were carried out and the estimated costs became known.

The remaining commitments, up to Euro 116 million, has been realised, as agreed between Optimus – Comunicações S.A. and MOPTC, through contributions to the 'Iniciativas E' project (modem offers, discounts on tariffs, cash contributions, among others, assigned to the widespread use of broadband internet for students and teachers). These contributions are made through the 'Fund for the Information Society', now known as the 'Fundação para as Comunicações Móveis' (Foundation for Mobile Communications), established by the three mobile operators with businesses in Portugal. All responsibility was recognised as an additional cost of UMTS license, against an entry in the captions 'Other non-current liabilities' and 'Other current liabilities'. In the period ended at 30 September 2013, all the responsibilities with such commitments were derecognized from the consolidated financial statements, following the merger between Optimus SGPS and Zon and, subsequently, the derecognition of the assets and liabilities of the telecommunications segment (note 3.d).

Intangible assets in the period ended at 30 September 2012, include an amount of approximately Euro 110 million, corresponding to the current value of future payments related with the acquisition of rights of use for frequency (spectrum) bands of 800 MHz, 1800 MHz and 2600 MHz, which will be used to develop 4th generation services (LTE - Long Term Evolution). The payable amount totals Euro 113 million. In January 2012, an amount of Euro 83 million and in January 2013, an amount of Euro 6 million were already paid. The remaining amount can be paid in four annual installments of Euro 6 million, having the company, at each annual payment, the option to anticipate the payment of the amount in debt.

During the year ended 31 December 2012, considering the availability of LTE (Long Term Evolution) technology (although subject to restrictions in some areas of the country) and the subsequent launching the commercial operation, a fraction of the present value of future payments related to the acquisition of rights of use for 4th generation frequencies services was transferred from work in progress (Euro 92.9 million) and the amortization was started, for an estimated period until 2041. In the period ended at 30 September 2013, this asset was derecognized, following the merger between Optimus SGPS and Zon and, subsequently, the derecognition of the assets and liabilities of the telecommunications segment (note 3.d).

Additions, disposals and transfers are, mainly, related to the area of telecommunications during the first eight months of the year.

At 30 September 2012, the Group kept recorded under the heading 'Intangible assets – brands and contents' the amounts of Euro 173,155,549, that correspond to the investments net of depreciations made in the development of the UMTS network, including: (i) Euro 54,755,258 related to the license; (ii) Euro 18,295,739 related to the agreement signed in 2002 between Oni Way and the other

three mobile telecommunication operators with activity in Portugal; (iii) Euro 5,619,174 related to a contribution to the 'Fundação para as Comunicações Móveis', established in 2007, under an agreement entered with 'MOPCT' and the three mobile telecommunication operators in Portugal; and (iv) Euro 89,807,058 related with the programme 'Initiatives E', these last two associated to the commitments assumed by the Group in relation to the 'Information Society'. In the period ended at 30 September 2013, these assets were derecognized, following the merger between Optimus SGPS and Zon and, subsequently, the derecognition of the assets and liabilities of the telecommunications segment (note 3.d).

The caption 'Brands and patents and other rights' includes also, in the period ended at 30 September 2012, an amount of about Euro 14.9 million that corresponds to the costs incurred for customers' loyalty contracts. In the period ended at 30 September 2013, this asset was derecognized, following the merger between Optimus SGPS and Zon and, subsequently, the derecognition of the assets and liabilities of the telecommunications segment (note 3.d).

Intangible and tangible assets include interest and other financial expenses incurred, directly related to the construction of certain items of work in progress. At 30 September 2012, the total net amount of financial expenses capitalization amounted to Euro 9,624,964. The amounts capitalised in the periods ended at 30 September 2013 and 2012 were Euro 462,097 and Euro 1,353,244, respectively. An interest capitalisation rate of 2.78%, which corresponds to the average interest rate supported by the Group. In the period ended at 30 September 2013, these assets were derecognized, following the merger between Optimus SGPS and Zon and, subsequently, the derecognition of the assets and liabilities of the telecommunications segment (note 3.d).

At 30 September 2013, additions include about Euro 5.9 million of capitalizations of personnel costs related to own work (about Euro 5.4 million at 30 September 2012).

The assessment of impairment for the main tangible and intangible assets, in the various segments, is carried out as described in note 7 ('Goodwill'), to the extent that such assets are closely related to the overall activity of the segment and consequently cannot be analysed separately.

7. Goodwill

For the periods ended at 30 September 2013 and 2012, the movements occurred in Goodwill were as follows:

	2013	2012 (restated)
Opening balance	517,985,506	520,782,025
Acquisition of Connectiv and goodwill adjustment (note 1.f)	(3,066,150)	8,723,356
Discontinued operations (note 3.d)	(485,150,340)	-
Other movements of the period	(153,114)	55,250
Closing balance	29,615,902	529,560,631

For the period ended at 30 September 2013 and 2012, the caption 'Other movements of the period' includes, mainly, the effects of the exchange rate update of the Goodwill.

In the period ended at 30 September 2013, the amounts under the caption 'Discontinued operations (note 3.d)' are related to the merger between Optimus SGPS and Zon and, subsequently, the derecognition of the assets and liabilities of the telecommunications segment (note 3.d).

Thus, Goodwill at 30 September 2013 and 2012 was made up as follows:

	Information Systems	Multimedia
Goodwill	22,615,902	7,000,000

At 30 April 2012, the group acquired the entire share capital of Connectiv Solutions. Following that, the company started from 1 May 2012 to consolidate the financial statements using the full consolidation method.

Connectiv main activity is the rendering of consulting services in the area of information systems.

The acquisition price was allocated as following:

(Amounts expressed in Euro)	Values before acquisition	Adjustments to fair value	Fair value
Acquired assets			
Tangible assets	576,455	-	576,455
Intangible assets	49,303	3,190,109	3,239,412
Other current debtors	1,155,221	-	1,155,221
Other assets	116,744	-	116,744
Cash and cash equivalents	315,304	-	315,304
	2,213,027	3,190,109	5,403,136
Acquired liabilities			
Other creditors	184,608	-	184,608
Other liabilities	1,144,459	-	1,144,459
	1,329,067	-	1,329,067
Net assets and liabilities	883,960	3,190,109	4,074,069
Acquisition price			9,654,547
Goodwill			5,580,478

Following the acquisition of Connectiv Solutions, the company has made a preliminary assessment of the fair value of acquired assets and assumed liabilities, of which result the recognition of software and clients portfolio in the amount of Euro 3,190,109.

As usual on mergers and acquisitions, also in the acquisition of Connectiv, there was a part of the acquisition price which was not possible to be allocated to the fair value of some identified assets and liabilities, that was considered as Goodwill. This Goodwill is related to a number of different elements, which cannot be individually quantified and isolated in a viable way and include, for example, synergies, qualified workforce, technical skills and market power. The total amount of this Goodwill will be considered as fiscal cost in Connectiv accounts, for a period of 15 years, according with the United States of America law.

The acquisition price includes a deferred amount of USD 2 million (1 million paid in 2013 and 1 million to be paid in 2014) and a contingent amount to be paid annually, during 4 years, depending on the performance of the company in terms of revenue, which was estimated in about Euro 1.4 million (USD 0.5 million have already been paid in the period ended at 30 September 2013). For the period ended at 30 September 2013, the contingent amount payable was adjusted by EUR 3,891,556, which generated an adjustment to initial Goodwill, in accordance with IFRS 3 Business Combinations.

At 1 January 2013, Connectiv was incorporated, by merger, in WeDo Americas.

The evaluation of the existence of impairment losses in Goodwill is made by taking into account the cash-generating units, based on the most recent business plans duly approved by the Group's Board of Directors, which are made on an annual basis unless there is evidence of impairment and prepared according to cash flow projections for periods of five years. In the area of information systems, the assumptions used are essentially based on the various businesses of the Group and the growth of the several geographic areas where the Group operates. The discount rates used were based on the estimated weighted average cost of capital, which depends on the business segment of each subsidiary, as indicated in the table below. In perpetuity, the Group considered a growth rate of around 3%. In situations where the measurement of the existence, or not, of impairment is made based on the net selling price, values of similar transactions and other proposals made are used.

	Information Systems	Multimedia
Assumptions		
Basis of recoverable amount	Value in use	Value in use
Discount rate	14.0%	12.0%
Growth rate in perpetuity	3.0%	0.0%

Due to the worsening of the financial crisis, which caused a significant deterioration of the Portugal's macroeconomic scenario in the last years, the advertising market suffered a sharp decline. This situation along with, the bearish forecasts for the next years,

aggravated the outlook for future developments. Sales of newspapers and related products have been declining, affecting the projections of cash flows of the multimedia segment, leading the record of a loss in the amount of Euro 8 million in the year ended at 31 December 2012, under the caption 'Depreciation and amortization' of the Income Statement, in accordance with the policy described in note 1.w. The sensitivity analysis performed, at the end of the year, did not lead to material changes in the recoverable amounts and therefore did not result in additional losses.

The evidence of impairment analysis, the revision of the projections and impairment tests did not lead to clearance of losses, in the periods ended at 30 September 2013 and 2012. In the Information Systems segment, the sensitivity analysis performed, as required by IAS 36 - Impairment of Assets, variations of 50 bp in the discount rate or variations of 100 bp in the growth rate did not lead to material changes in the recoverable amounts and therefore did not result in additional losses.

8. Investments in associated companies and companies jointly controlled

The associated companies and the companies jointly controlled, their head offices, percentage of ownership and value in profit and loss statement on 30 September 2013 and 2012, are as follows:

Head Office	Percentage of ownership				Value in profit and loss statement	
	30 September 2013		30 September 2012		30 September 2013	30 September 2012 (restated)
	Direct	Total	Direct	Total		
Investments in associated companies and companies jointly controlled						
ZOPT (a)(b) Porto	50%	50%	-	-	1,940,445	-
Unipress - Centro Gráfico, Lda. ('Unipress') Vila Nova de Gaia	50%	50%	50%	50%	180,030	218,626
Sociedade Independente de Radiodifusão Sonora, S.A. ('S.I.R.S.' - using the brand name 'Rádio Nova') Porto	45%	45%	45%	45%	(50,966)	(41,882)
Infosystems (b) Luanda	50%	50%	50%	50%	102,286	215,671
Total (note 20)					2,171,795	392,415

(a) Company established in December 2012.

(b) Includes the results of the subsidiaries, proportionally to capital held

The associated companies and companies jointly controlled have been consolidated by the equity method.

During the periods ended at 30 September 2013 and 2012, the movement occurred in investments in associated companies and companies jointly controlled, were as follows:

	30 September 2013			30 September 2012		
	Ownership value	Goodwill	Total investment	Ownership value	Goodwill	Total investment
Investments in associated companies and companies jointly controlled						
Balance at 1 January	631,382	321,700	953,082	519,470	321,700	841,170
Additions	625,114,444	87,527,500	712,641,944			
Equity method						
Effect on gains and losses	2,222,761	-	2,222,761	434,297	-	434,297
Effect on reserves	(204,958)	-	(204,958)	3,658	-	3,658
Dividends	(143,870)	-	(143,870)	-	-	-
Total investment in associated companies and companies jointly controlled	627,619,759	87,849,200	715,468,959	957,425	321,700	1,279,125
Impairment losses (note 17)	(112,105)	-	(112,105)	(54,978)	-	(54,978)
Net value	627,507,654	87,849,200	715,356,854	902,447	321,700	1,224,147

In the period ended at 30 September 2013, the increase in Investments in associated companies and companies jointly controlled corresponds to:

	2013
Zopt	
Participation in Zopt (note 3.d))	597,641,944
Loans Zopt (note 3.d))	230,000,000
Conversion from loans to supplementary capital	(115,000,000)
Total	712,641,944

The breakdown, by company, of the Investments in associated companies and companies jointly controlled, is as follows:

	30 September 2013			30 September 2012		
	Ownership value	Goodwill	Total investment	Ownership value	Goodwill	Total investment
Investments in associated companies and companies jointly controlled						
Zopt	626,878,889	87,527,500	714,406,389	-	-	-
Unipress	640,704	321,700	962,404	738,097	321,700	1,059,797
SIRS	(112,105)	-	(112,105)	(54,978)	-	(54,978)
Infosystems	100,166	-	100,166	219,328	-	219,328
Total	627,507,654	87,849,200	715,356,854	902,447	321,700	1,224,147

The key financial indicators of the entities above mentioned, can be summarized as follows:

(Amounts expressed in Euro)								2013
Empresa	% holding	Asset	Liability	Equity	Revenue	Operational results	Net result	
ZOPT*	50%	4,488,105	1,972,222	2,515,882	121,988	9,713	4,003	
Unipress	50%	5,030	3,749	1,281	2,611	424	419	
SIRS	45%	312	561	(249)	568	(112)	(113)	
Infosystems	50%	1,130	983	147	844	176	176	

* Consolidated accounts of Zopt Group, prepared in accordance with the International Financial Reporting Standards (IAS/IFRS) as adopted by the European Union (EU). The equity includes non controlling interests.

9. Financial assets at fair value through profit or loss

In August 2013, Sonaecom Group began to hold Zon Optimus shares recorded at fair value through profit or loss, as a result of the merger between Optimus SGPS and Zon (note 3.d), since it is the initial classification of an asset held for a sale purpose in a short-time (note 28). In accordance with the 'Shareholders Agreement', these shares neither concedes any additional vote right or affect the shared control situation with Zon Optimus.

The movements occurred in financial assets at fair value through profit or loss, in 30 September 2013 were as follows:

						2013
	Opening balance	Increases	Decreases	Fair value adjustments	Closing balance	
Financial assets at fair value through profit or loss						
Zon Optimus	-	155,805,631	-	9,147,395	164,953,026	

The fair value adjustments are recorded under the caption "Gains and losses on Group companies" in Profit and Loss Statement (note 20).

The evaluation of fair value of the investment is detail as follows:

Shares	37,489,324
Level of inputs in the hierarchy of fair value	Level 1
Valuation method	Quoted price on the stock exchange
Quoted price*	4.4
Fair value	164,953,026

* Used the share price of 30 September 2013 in the determination of the fair value.

This investment was classified as a current asset, following the launching by Sonaecom, of the partial and voluntary offer for the acquisition of own shares (note 28).

10. Investments available for sale

At 30 September 2013 and 2012, this caption included investments classified as available-for-sale and was made up as follows:

	%	2013	2012
Lusa – Agência de Notícias de Portugal, S.A.	1.38%	197,344	197,344
VISAPRESS - Gestão de Conteúdos dos Média, CRL	10.00%	5,000	5,000
Others	-	13,104	9,979
		215,448	212,323

During the period ended at 30 September 2013, the movement occurred on the heading 'Investments available for sale', corresponded to the incorporation of the company Distrinews, SA in which Público subscribed 25% of its capital in the amount of Euro 12,500, and subsequent sale of 75% of the capital held in the same entity in the amount of Euro 9,375.

During the period ended at 30 September 2012, the heading 'Investments available for sale' did not present any movements.

At 31 September 2013, these investments correspond to shareholdings of immaterial amount, in unlisted companies, in which the Group has no significant influence, and in which the acquisition cost of such investments is a reasonable estimation of their fair value, adjusted where applicable, by the respective impairment losses.

The assessment of impairment in the investments described above is performed through comparisons with the value of the percentage of share capital detained by the Group and with multiples of sales and EBITDA of companies of the same sector.

The financial information regarding these investments is detailed below (in thousands of euro):

	Assets	Shareholders' funds	Gross debt	Turnover	Operational results	Net income
Lusa – Agência de Notícias de Portugal, S.A. ⁽¹⁾	14,267	6,841	1,215	19,485	957	261
VISAPRESS - Gestão de Conteúdos dos Média, CRL ⁽¹⁾	102	2	-	128	37	37

⁽¹⁾ Amounts expressed in thousands euro at 31 December 2012.

11. Deferred taxes

Deferred tax assets at 30 September 2013 and 2012, amounted to Euro 5,531,973 and Euro 96,296,946, respectively, and arose, mainly, from tax losses carried forward, from differences between the accounting and tax amount of some fixed assets and from others temporary differences.

The movements in deferred tax assets in the periods ended at 30 September 2013 and 2012 were as follows:

						2013
	Balance at 31 December 2012	Movements in deferred tax of year	Utilization of deferred tax	Record/(reverse) of deferred tax of previous years	Discontinued operations (note 3.d)	Balance at 30 September 2013
Tax losses	6,172,973	332,232	(928,527)	(198,057)	(4,501,586)	877,035
Tax provisions not accepted and other temporary differences	36,302,876	(802,783)	-	5,530,528	(39,434,788)	1,595,833
Tax benefits (SIFIDE and RFAI)	9,709,216	-	-	3,883,508	(12,524,383)	1,068,341
Adjustments in the conversion to IAS/IFRS	13,249,801	(4,416,618)	-	1,392,244	(10,225,164)	263
Temporary differences arising from the securitisation of receivables	3,220,000	-	(2,146,667)	-	(1,073,333)	-
Differences between the tax and accounting amount of certain fixed assets and others	32,510,701	(4,268,975)	-	4,685,367	(30,866,513)	2,060,580
Sub-total effect on results (note 21)	101,165,567	(9,156,144)	(3,075,194)	15,293,590	(98,625,767)	5,602,052
Others	(30,786)	(39,293)	-	-	-	(70,079)
Closing balance	101,134,781	(9,195,437)	(3,075,194)	15,293,590	(98,625,767)	5,531,973

						2012
	Balance at 31 December 2011	Movements in deferred tax of year	Utilization of deferred tax	Record/(reverse) of deferred tax of previous years	Discontinued operations (note 3.d)	Balance at 30 September 2012
Tax losses	7,152,769	-	(2,539,861)	(308,849)	-	4,304,059
Tax provisions not accepted and other temporary differences	26,591,262	(617,864)	-	10,114,246	-	36,087,644
Tax benefits (SIFIDE and RFAI)	3,519,525	-	-	17,217	-	3,536,742
Adjustments in the conversion to IAS/IFRS	20,203,355	(5,050,839)	-	-	-	15,152,516
Temporary differences arising from the securitisation of receivables	6,440,000	-	(2,415,000)	-	-	4,025,000
Differences between the tax and accounting amount of certain fixed assets and others	39,975,219	(6,798,014)	-	-	-	33,177,205
Sub-total effect on results	103,882,130	(12,466,717)	(4,954,861)	9,822,614	-	96,283,166
Others	(28,249)	42,029	-	-	-	13,780
Closing balance	103,853,881	(12,424,688)	(4,954,861)	9,822,614	-	96,296,946

The 'Other temporary differences' include temporary differences related to the value of the UMTS license, of the subsidiary Optimus. In consolidated financial statements and in accordance with IAS / IFRS, the license was amortised linearly, by the estimated period of useful life. For tax purposes, until the year 2009, the UMTS license was amortised using, on the first five years of commercial operation, from 2004 to 2008, incremental monthly basis depending of the capacity of the network installed, which would be applied after the straight-line monthly basis until the term of the license. Thus, the group recorded deferred tax assets relating to the temporary differences between the value of the license for tax purposes and the value recorded in the consolidated financial statements. In the period ended at 30 September 2013, these assets are no longer part of the final balance and are recorded in 'Discontinued operations (note 3.d)', following the merger between Optimus SGPS and Zon and, subsequently, the derecognition of the assets and liabilities of the telecommunications segment (note 3.d).

Deferred taxes related to the IAS / IFRS adjustments correspond to the temporary differences generated in the companies included in consolidation and result from the fact that IAS / IFRS conversion adjustments, recorded in these companies at 31 December 2009, already considered in consolidated financial statements under IAS / IFRS, from previous years, only be considered for tax purposes, linearly, for a period of five years between 2010 and 2014.

At 31 December 2008, deferred tax assets were recognised in the amount of Euro 16.1 million with regard to the securitisation of future receivables completed in December 2008. As a result of that operation, and in accordance with the provisions of *Decreto-Lei nº 219/2001* (Decree-Law) of 4 August, an amount of Euro 100 million was generated from that operation and it was added for purposes of determining the taxable income for the year 2008, thereby generating a temporary difference between accounting and taxable income result, which led to the recognition of a deferred tax asset to the extent, that its use was, with reasonable safety, probable at that date. Until 30 September 2013, an amount of Euro 15 million was reversed corresponding to the reversal of the above referred temporary difference. In the period ended at 30 September 2013, these assets are no longer part of the final balance and are recorded

in 'Discontinued operations (note 3.d)', following the merger between Optimus SGPS and Zon and, subsequently, the derecognition of the assets and liabilities of the telecommunications segment (note 3.d).

At 30 September 2013 and 2012, assessments of the deferred tax assets to be recovered and recognised were made. Potential deferred tax assets were recorded to the extent that future taxable profits were expected to be generated against which the tax losses and deductible tax differences could be used. These assessments were made based on the most recent business plans duly approved by the Board of Directors of the Group companies, which are periodically reviewed and updated. The main criteria used in those business plans are described in note 7.

The rate used at 30 September 2013 and 2012, in Portuguese companies, to calculate the deferred tax assets relating to tax losses carried forward was 25%. The rate used to calculate the temporary differences, including provisions not accepted and impairment losses, was 26.5%. It wasn't considered the state surcharge, as it was understood to be unlikely the taxation of temporary differences during the estimated period when the referred rate will be applicable. Tax benefits, related to deductions from taxable income, are considered at 100%, and in some cases, their full acceptance is dependent on the approval of the authorities that concede such tax benefits. For foreign companies was used the rate in force in each country.

In accordance with the tax returns and other information prepared by the companies that have registered deferred tax assets, the detail of such deferred tax assets, by nature, at 30 September 2013 was as follows:

		Companies excluded of the tax group								2013
	Companies included in the tax group	Digitmarket	Cape Technologies	We Do Brasil	We Do USA	Sonocom Sistemas de Informação Espanha	We Do Mexico	Saphety Brasil	Total	Total Sonaecom Group
Tax losses:										
To be used until 2021	-	-	-	-	-	-	153,061	-	153,061	153,061
To be used until 2022	-	-	-	-	-	-	28,236	-	28,236	28,236
To be used until 2023	-	-	-	-	-	-	138,175	-	138,175	138,175
To be used until 2025	-	-	-	-	-	151,545	-	-	151,545	151,545
To be used until 2030	-	-	-	-	123,739	7,393	-	-	131,132	131,132
To be used until 2033	-	-	-	-	140,380	-	-	-	140,380	140,380
Unlimited utilisation	-	-	134,506	-	-	-	-	-	134,506	134,506
Tax losses	-	-	134,506	-	264,119	158,938	319,472	-	877,035	877,035
Tax provisions not accepted and other temporary differences	1,028,695	20,469	-	445,130	-	-	100,880	659	567,138	1,595,833
Tax benefits (SIFIDE and RFAI)	1,068,341	-	-	-	-	-	-	-	-	1,068,341
Adjustments in the conversion to IAS/IFRS	-	263	-	-	-	-	-	-	263	263
Differences between the tax and accounting amount of certain fixed assets and others	-	-	-	-	-	-	-	-	-	2,060,580
Others	-	-	-	(50,388)	(6,489)	-	(13,144)	(58)	(70,079)	(70,079)
Total	2,097,036	20,732	134,506	394,742	257,630	158,938	407,208	601	1,374,357	5,531,973

At 30 September 2013 and 2012, the Group has other situations where potential deferred tax assets could be recognised, but since it is not expected that sufficient taxable profits will be generated in the future to cover those losses, such deferred tax assets were not recorded:

	2013	2012
Tax losses	17,653,074	26,602,333
Temporary differences (provisions not accepted for tax purposes and other temporary differences)	36,200,175	34,124,365
Others	2,532,805	14,305,692
	56,386,054	75,032,390

At 30 September 2013 and 2012, tax losses for which deferred tax assets were not recognised have the following due dates:

Due date	2013	2012
2012	-	4,576,207
2013	11,683,440	13,846,284
2014	441,220	469,302
2015	1,320,642	3,523,602
2016	398,852	367,667
2017	241,024	162,167
2018	72,785	48,023
2019	331,156	331,156
2020	28,467	10,130
2021	53,860	61,946
2022	33,229	132,956
2027	-	52,232
2030	84,942	-
2031	108,424	-
Unlimited	2,855,033	3,020,661
	17,653,074	26,602,333

The years 2018 and following are applicable to the subsidiaries incorporated in countries in which the reporting period of tax losses is greater than four years.

The deferred tax liabilities at 30 September 2013 amounting to Euro 59,492 (2012: Euro 1,564,042), result mainly from temporary differences between tax and accounting results of intangible assets.

The movement that occurred in deferred tax liabilities in the periods ended at 30 September 2013 and 2012 were as follows:

	2013	2012
Opening balance	(1,089,637)	(5,186,710)
Impact on results:		
Temporary differences between accounting and tax result	770,393	3,131,854
Discontinued operations (note 3.d)	259,753	-
Sub-total impact on results (note 21)	1,030,146	3,131,854
Others	-	490,814
Closing balance	(59,491)	(1,564,042)

The reconciliation between the earnings before taxes and the taxes recorded for the periods ended at 30 September 2013 and 2012 is as follows:

	2013	2012 (restated)
Earnings before taxes	4,554,773	(21,579,433)
Income tax rate (25%)	(1,138,693)	5,394,858
Deferred tax assets not recognised in the individual accounts and / or resulting from consolidation adjustments and other adjustments to taxable income	(3,825,207)	(5,527,379)
Record/(reverse) of deferred tax assets related to previous years and tax benefits	686,540	(72,171)
Use of tax losses and tax benefits without record of deferred tax asset in previous years	2,512,301	49,906
Temporary differences for the period without record of deferred tax assets	(678,571)	(28,572)
Record of deferred tax liabilities	(309,075)	-
Income taxation recorded in the period (note 21)	(2,752,705)	(183,358)

The tax rate used to reconcile the tax expense and the accounting profit was 25% because it is the standard rate of the corporate income tax in Portugal.

Portuguese Tax Authorities can review the income tax returns of the Company and of its subsidiaries with head office in Portugal for a period of four years (five years for Social Security), except when tax losses have been generated, tax benefits have been granted or when any review, claim or impugnation is in course, in which circumstances, the periods are extended or suspended. Consequently, tax returns of each year, since the year 2009 (inclusive) are still subject to such review. The Board of Directors believes that any correction that may arise as a result of such review would not have a significant impact on the accompanying consolidated financial statements.

For the year ended at 31 December 2010, the subsidiary (at that date) Optimus was notified of the Report of Tax Inspection, where it considers that it is inappropriate the increase, when calculating the taxable profit for the year 2008, of the amount of Euro 100 million, with respect to initial price of future credits transferred to securitization. The Settlement Note, was receipt on April 2011. Given the principle of periodization of taxable income, Optimus was subsequently notified of the improper deduction of the amount of Euro 20 million in the calculation of taxable income for the years 2009 (Report of the Tax Inspection and tax settlement notice received in December 2011 and January 2012, respectively) and 2010 (Report of the Tax Inspection and the tax settlement notice received in January and May 2013, respectively).

Since the increases made in 2008, was not accepted by not comply with Article 18 of the CIRC, also in the years following, the deduction corresponding to credits generated in that year, will eliminate the calculation of taxable income, to meet the annual amortization hired as part of the operation (20 million per year during 5 years).

Supported by the Company's lawyers and Tax consultants, the Board of Directors believes that there are no liabilities not provisioned in the consolidated financial statements, associated to probable tax contingencies that should have been registered or disclosed in the accompanying financial statements, at 30 September 2013.

12. Cash and cash equivalents

At 30 September 2013 and 2012, the detail of cash and cash equivalents was as follows:

	2013	2012 (restated)
Cash	17,921	495,786
Bank deposits repayable on demand	1,970,961	8,836,314
Treasury applications	195,804,338	58,884,948
Cash and cash equivalents	197,793,220	68,217,048
Bank overdrafts (note 15)	(311,651)	(13,186,408)
	197,481,569	55,030,640

At 30 September 2013 and 2012, the 'Treasury applications' had the following breakdown:

	2013	2012
Sonae Investments BV	1,810,000	21,810,000
Bank applications	193,994,338	37,074,948
	195,804,338	58,884,948

During the period ended at 30 September 2013, the above mentioned treasury applications bear interests at an average rate of 1.76% (2.65% in 2012).

13. Share capital

At 30 September 2013 and 2012, the share capital of Sonaecom was comprised by 366,246,868 ordinary registered shares of 1 Euro each. At those dates, the Shareholder structure was as follows:

	2013		2012	
	Number of shares	%	Number of shares	%
Sontel BV	194,063,119	52.99%	194,063,119	52.99%
Shares traded on the Portuguese Stock Exchange ('Free Float')	89,932,361	24.55%	75,977,185	20.74%
Sonae SGPS	76,679,374	20.94%	3,430,000	0.94%
Own shares (note 14)	5,571,014	1.52%	7,025,192	1.92%
Efanor Investimentos, S.G.P.S., S.A.	1,000	0.00%	1,000	0.00%
Atlas Service Belgium*	-	-	73,249,374	20.00%
Millenium BCP **	-	-	12,500,998	3.41%
	366,246,868	100.00%	366,246,868	100.00%

*At 15 February 2013, Sonae and France Télécom ('FT-Orange') have concluded an agreement, which consisted in the assignment of a call and a put option, respectively, of the 20% stake in Sonaecom, held at that date by a subsidiary of FT-Orange. At 9 September 2013, the abovementioned option was exercised by Sonae and FT-Orange respectively.

**The number of shares held by Millenium BCP, according with the information obtained on 15 May 2013, has been included in 'Free Float' because it does not correspond to a qualified participation.

All shares that comprise the share capital of Sonaecom, are authorised, subscribed and paid. All shares have the same rights and each share corresponds to one vote.

14. Own shares

During the period ended at 30 September 2013, Sonaecom delivered to its employees 250,024 own shares under its Short and Medium Term Incentive Plan.

Additionally, during the period ended at 30 September 2013, Sonaecom acquired 1,500,000 shares (at an average price of Euro 1.667), holding at 30 September 2013, 5,571,014 own shares, representative of 1.52% of its share capital at the average acquisition cost of Euro 1.380.

15. Loans

At 30 September 2013 and 2012, the caption Loans had the following breakdown:

a) Medium and long-term loans net of short-term portion

Company	Issue denomination	Limit	Maturity	Type of reimbursement	2013	Amount outstanding 2012 (restated)
Sonaecom	'Obrigações Sonaecom SGPS 2011'	100,000,000	Mar-15	Final	-	100,000,000
SGPS	'Obrigações Sonaecom SGPS 2010'	40,000,000	Mar-15	Final	-	40,000,000
	'Obrigações Sonaecom SGPS 2012'	20,000,000	Jul-15	-	-	20,000,000
	'Obrigações Sonaecom SGPS 2013'	20,000,000	Jun-16	Final	20,000,000	-
	Costs associated with financing set-up	-	-	-	(68,567)	(2,173,132)
	Interests incurred but not yet due	-	-	-	309,333	1,166,105
					20,240,766	158,992,973
Sonaecom	Commercial paper	30,000,000	Jul-15	-	-	30,000,000
SGPS	Costs associated with financing set-up	-	-	-	-	(242,602)
	Interests incurred but not yet due	-	-	-	-	46,549
					-	29,803,947
WeDo USA	Bank loan	-	Apr-19	-	5,048,660	5,800,500
Saphety	Minority Shareholder loans	-	-	-	460,076	457,984
	Costs associated with financing set-up	-	-	-	(132,512)	(181,804)
	Interests incurred but not yet due	-	-	-	66,397	73,894
					5,442,621	6,150,574
					25,683,387	194,947,494

b) Short-term loans and other loans

Company	Issue denomination	Limit	Maturity	Type of reimbursement	2013	Amount outstanding 2012 (restated)
Sonaecom SGPS	'Obrigações Sonaecom SGPS 2005'	150,000,000	Jun-13	Final	-	150,000,000
	'Obrigações Sonaecom SGPS 2010'	30,000,000	Feb-13	Final	-	30,000,000
	Interest incurred but not yet due	-	-	-	1,943,340	-
					1,943,340	180,000,000
Sonaecom SGPS	Commercial paper	15,000,000	Jun-14	-	900,000	-
					900,000	-
Sonaecom SGPS	Overdraft facilities	16,500,000	Jul-13	-	-	7,396,000
	Bank overdrafts (note 12)	10,000,000	-	-	-	9,996,000
	Bank overdrafts (note 12)	2,500,000	-	-	-	1,639,000
Several	Bank overdrafts (note 12)	-	-	-	311,651	1,551,408
WeDo USA	Bank loan	-	Apr-14	-	504,866	-
					816,517	20,582,408
					3,659,857	200,582,408

Bond Loan

In June 2005, Sonaecom signed a Bond Loan, privately placed, amounting to Euro 150 million without guarantees and with a maturity of eight years. The bonds bear interest at floating rate, indexed to Euribor and paid semiannually. This issue was organised and mounted by Millennium BCP Investimento. During the period ended at September 2013, Sonaecom settled the entire amount of the bond loan and respective interest expenses.

In February and March 2010, Sonaecom signed two other Bond Loans, both privately placed, in the amount of Euro 30 and 40 million, without guarantees and maturities of 3 and 5 years respectively. Both loans bear interest at floating rate indexed to Euribor, and paid semiannually. The issues were organised and mounted by, respectively, Banco Espírito Santo de Investimento and Caixa - Banco de Investimento. These bond issues were traded on Euronext Lisbon market. At 4 February 2013, the Company settled the bond loan of Euro 30 million. During the period ended at 30 September 2013, following the merger, the Boan Loan of Euro 40 million was transferred to Zon Optimus.

In September 2011, Sonaecom signed a Bond Loan, privately placed, amounting to Euro 100 million without guarantees and with a maturity of three and half years. The bonds bear interest at floating rate, indexed to Euribor and paid semiannually. This issue was organised and mounted by BNP Paribas, ING Belgium SA/NV and WestLB AG. During the period ended at 30 September 2013, Portigon AG (previously named WestLB AG), transferred an amount of Euro 33.300.000 (corresponding to its entire participation in the loan) to Erste Abwicklungsanstalt ('EAA'), a state entity in German. During the period ended at 30 September 2013, following the merger, the Boan Loan of Euro 100 million was transferred to Zon Optimus.

In July 2012, Sonaecom signed a Bond Loan, privately placed, amounting to Euro 20 million without guarantees and with the maturity of three years. The bonds bear interest at floating rate, indexed to Euribor and paid semiannually. This issue was organised and mounted by Banco BPI. During the period ended at 30 September 2013, following the merger, the Boan Loan of Euro 20 million was fully reimbursed and, subsequently, transferred to Zon Optimus, in the form of commercial paper by the same amount.

In May 2013, Sonaecom signed a Boan Loan, privately placed, amounting to Euro 20 million, without guarantees and with a maturity date of three years. The bonds bear interest at floating rate indexed to Euribor and paid semiannually. This issue was organized and mounted by Caixa Económica Montepio Geral.

All the loans above are unsecured and the fulfillment of the obligations under these loans is exclusively guaranteed by the underlying activities and the indebted company cash flows generation capacity.

The average interest rate of the bond loans, in the period, was 2.64% (3.23% in 2012).

Commercial Paper

In July 2007, Sonaecom contracted a Commercial Paper Programme Issuance with a maximum amount of Euro 250 million with subscription grant and maturity of five years, organised by Banco Santander de Negócios Portugal and by Caixa - Banco de Investimento. According to the original terms, this programme was reduced to the amount of Euro 150 million in July 2010. In 30 July 2012, Sonaecom settled the entire amount used of commercial paper and respective interest expenses.

The placing underwriting consortium is composed by the following institutions: Banco Santander Totta, Caixa Geral de Depósitos, Banco BPI, Banco Bilbao Vizcaya Argentaria (Portugal), Banco Comercial Português and BNP Paribas Branch office (in Portugal).

In June 2010, Sonaecom contracted a Commercial Paper Programme Issuance with a maximum amount of Euro 15 million with subscription grant and maturity of tree years, organised by Caixa Económica Montepio Geral.

In July 2012, Sonaecom contracted a Commercial Paper Programme Issuance with a maximum amount of Euro 30 million with subscription grant and maturity of tree years, organised by Caixa - Banco de Investimento and Caixa Geral de Depósitos. Additionally, in the same period, Sonaecom contracted a Commercial Paper Programmes with a maximum of Euro 25 million with subscription grant and effective for a period of one year, organised by Banco Santander Totta. During the period ended at 30 September 2013, following the merger, the two Commercial Paper Programme were fully reimbursed and, subsequently, transferred to Zon Optimus.

In April 2012, WeDo Americas contracted a long term loan, amounted to USD 7,5 million with the maturity of seven years, organised by Espírito Santo Bank. Repayment of this loan is due in 11 equal semiannual payments, with the first to be made in April 2014.

In May 2013, Sonaecom contracted a Commercial Paper Programme Issuance with maximum amounts of 30 million with subscription grant and maturity of eighteen months, organised by Banco Espírito Santo de Investimento and Banco Espírito Santo. During the period ended at 30 September 2013, following the merger, the Commercial Paper Programme of Euro 30 million was fully reimbursed and, subsequently, transferred to Zon Optimus.

In June 2013, Sonaecom contracted a Commercial Paper Programme Issuance with a maximum amounts of 100 million with subscription grant and maturity of one year, organised by Banco Comercial Português. During the period ended at 30 September 2013, following the merger, the Commercial Paper Programme of Euro 100 million was fully reimbursed and, subsequently, transferred to Zon Optimus.

The average interest rate of the Commercial Paper Programmes, in the period, was 4.26% (1.25% in 2012).

All the loans above are unsecured and the fulfillment of the obligations under these loans is exclusively guaranteed by the underlying activities and the indebted company cash flows generation capacity.

On 30 September 2013, the main financial constraints (covenants) included in debt contracts are related with the bond issue completed by Sonaecom in May 2013, totaling Euro 20 million, organised by Caixa Económica Montepio Geral and establishing the obligation to ensure that consolidated net debt does not exceed three times the consolidated EBITDA. Additionally, both this loan, as well as other loans are covered by Sonaecom negative pledge clauses, which impose certain restrictions on the mortgaging or pledging of the material subsidiaries' tangible assets and require the upholding of control over Wedo USA (regarding this company bank loan). The penalties applicable in the event of default in these covenants are generally the early payment of the loans obtained.

On 30 September 2013 and at present date, Sonaecom was fully compliant with all the financial constraints above mentioned.

Bank credit lines of short-term portion

Sonaecom has also a short term bank credit line, in the form of current or overdraft account commitment, in the amount of Euro 1 million. These credit lines, usually, have maturities up to one year, automatically renewable, except in case of termination by either party, with some periods of notice. During the period ended at 30 September 2013, following the merger, the bank credit line of short-term portion amounting Euro 10 million of Banco Popular was transferred to Zon Optimus.

All these loans and bank credit lines bear interest at market rates, indexed to the Euribor for the respective term, and were all contracted in Euro.

At 30 September 2013 and 2012, the repayment schedule of medium and long-term loans and of interests (nominal values), for bonds, commercial paper and for WeDo Americas bank loan were as follows (values based on the latest interest rate established for each type of loan):

	Within 12 months	Between 12 and 24 months	Between 24 and 36 months	Between 36 and 48 months	Between 48 and 60 months	Between 60 and 72 months
2013						
Bond loan:						
Reimbursements	-	-	20,000,000	-	-	-
Interests	973,333	973,333	666,667	-	-	-
Commercial paper:						
Reimbursements	-	-	-	-	-	-
Interests	-	-	-	-	-	-
Other loans:						
Reimbursements	-	1,009,732	1,009,732	1,009,732	1,009,732	1,009,732
Interests	178,341	128,797	100,694	72,081	43,664	9,289
	1,151,674	2,111,862	21,777,093	1,081,813	1,053,396	1,019,021
2012						
Bond loan:						
Reimbursements	-	-	160,000,000	-	-	-
Interests	5,840,402	5,840,402	3,160,802	-	-	-
Commercial paper:						
Reimbursements	-	-	30,000,000	-	-	-
Interests	1,176,822	1,176,822	976,924	-	-	-
	7,017,224	7,017,224	194,137,726	-	-	-

Although the maturity of commercial paper issuance is between one week to six months, the counterparties assumed the placement and the maintenance of those limits for a period of three years. As so, such liabilities are recorded in the medium and long term in the period ended at 30 September 2012.

Minority Shareholder loans have no maturity defined.

At 30 September 2013 and 2012, the available credit lines of the Group were as follows:

Company	Credit	Limit	Amount outstanding	Amount available	Until 12 months	Maturity More than 12 months
2013						
Sonaecom	Commercial paper	15,000,000	900,000	14,100,000	x	
Sonaecom	Bond loan	20,000,000	20,000,000	-		x
Sonaecom	Authorised overdrafts	1,000,000	-	1,000,000	x	
WeDo USA	Bank loan	5,553,526	5,553,526	-	x	x
Others	Several	-	311,651	-	x	
		41,553,526	26,765,177	15,100,000		
2012 (restated)						
Sonaecom	Commercial paper	30,000,000	30,000,000	-		x
Sonaecom	Commercial paper	25,000,000	-	25,000,000	x	
Sonaecom	Commercial paper	15,000,000	-	15,000,000	x	
Sonaecom	Commercial paper	5,000,000	-	5,000,000	x	
Sonaecom	Bond loan	150,000,000	150,000,000	-	x	
Sonaecom	Bond loan	100,000,000	100,000,000	-		x
Sonaecom	Bond loan	40,000,000	40,000,000	-		x
Sonaecom	Bond loan	30,000,000	30,000,000	-	x	
Sonaecom	Bond loan	20,000,000	20,000,000	-		x
Sonaecom	Overdraft facilities	16,500,000	7,396,000	9,104,000	x	
Sonaecom	Authorised overdrafts*	10,000,000	9,996,000	4,000	x	
Sonaecom	Authorised overdrafts	2,500,000	1,639,000	861,000	x	
WeDo USA	Bank loan	5,800,500	5,800,500	-		x
Others	Several	-	1,551,408	-	x	
		449,800,500	396,382,908	54,969,000		

* Can also be used in the form of commercial paper

At 30 September 2013 and 2012, there are no interest rate hedging instruments therefore the total gross debit is exposed to changes in market interest rates.

16. Other non-current financial liabilities

At 30 September 2013 and 2012, this caption was made up of accounts payable to tangible and intangible assets suppliers related to lease contracts which are due in more than one year in the amount of Euro 83,091 and Euro 17,627,484, respectively. The variation in 'Other non-current financial liabilities' is due to the derecognition of the financial liabilities of the telecommunications segment (note 3.d).

At 30 September 2013 and 2012, the payment of these amounts was due as follows:

	2013		2012 (restated)	
	Lease payments	Present value of lease payments	Lease payments	Present value of lease payments
2012	-	-	922,888	505,548
2013	24,936	22,195	4,160,429	3,184,842
2014	75,037	69,517	3,269,885	2,434,796
2015	39,687	36,691	3,136,721	2,431,723
2016 onwards	30,823	29,651	14,644,155	11,895,256
	170,483	158,054	26,134,078	20,452,165
Interests	(12,429)	-	(5,681,912)	-
	158,054	158,054	20,452,166	20,452,165
Short-term liability (note 18)	-	(74,963)	-	(2,824,681)
	158,054	83,091	20,452,166	17,627,484

17. Provisions and accumulated impairment losses

The movements in provisions and in accumulated impairment losses in the periods ended at 30 September 2013 and 2012 were as follows:

	Opening balance (restated)	Increases	Decreases	Utilisations and Transfers	Discontinued operations (note 3.d)	Closing balance
2013						
Accumulated impairment losses on accounts receivables	82,895,444	18,487,062	(5,393,874)	(18,280,844)	(73,162,600)	4,545,188
Accumulated impairment losses on inventories	4,377,789	466,664	(1,970,000)	(520,824)	(2,303,629)	50,000
Provisions for other liabilities and charges	43,673,340	2,515,296	(4,322,952)	(2,358,501)	(35,247,971)	4,259,212
	130,946,573	21,469,022	(11,686,826)	(21,160,169)	(110,714,200)	8,854,400
2012 (restated)						
Accumulated impairment losses on accounts receivables	78,502,541	17,851,909	(790,438)	(15,884,818)	-	79,679,194
Accumulated impairment losses on inventories	12,801,233	1,860,309	(201,668)	(8,230,416)	-	6,229,458
Provisions for other liabilities and charges	48,563,051	2,384,328	(1,533,876)	(4,443,783)	-	44,969,720
	139,866,825	22,096,546	(2,525,982)	(28,559,017)	-	130,878,372

The increase of 'Provisions for other liabilities and charges' includes the amount of Euro 819,686 (2012: Euro 1,193,709) recorded in the profit and loss statement, under the caption 'Income taxation' (note 21), the amount of Euro 275,000 related to the dismantling of sites, as foreseen in IAS 16 – Fixed Assets (note 1.c), the amount of Euro 264,220 recorded in the profit and loss statement in 'Other financial expenses' concerning the update of previous provision to dismantling of sites, and the amount of Euro 50,966 (2012: Euro 41,882) recorded in the profit and loss statement, under the caption 'Gains and losses in associated companies and companies jointly controlled' related to the application of the equity method of SIRS (note 20).

The decrease in 'Provisions for other liabilities and charges' includes the amount of Euro 60,008 (2012: Euro 271,942) registered under the caption 'Income Tax' in Profit and Loss Statement (note 21).

The reinforcement and the decrease on 'Accumulated Impairment losses on Inventories' are recorded, on the profit and loss statement, under the caption 'Cost of Sales' (note 1.i)

The heading 'Utilisations' refers, essentially, to the utilisation of provisions registered against entries in customers current accounts and inventories of the subsidiary Optimus – Comunicações S.A., fully subject to impairment losses already recognised in the profit and loss statement.

At 30 September 2013 and 2012, the breakdown of the provisions for other liabilities and charges is as follows:

	2013	2012
Several contingencies	2,640,353	4,286,476
Legal processes in progress	423,148	2,126,832
Dismantling	262,361	22,876,101
Indemnities	-	665,551
Other responsibilities	933,350	15,014,760
	4,259,212	44,969,720

At 30 September 2013, the value of provisions for the dismantling is recorded at its present value, accordingly with the dates of its utilization (in accordance with IAS 37 – 'Provisions, Contingent Liabilities and Contingent Assets').

The heading 'Several contingencies' relates to contingent liabilities arising from transactions carried out in previous years and for which an outflow of funds is probable.

In relation to the provisions recorded for legal processes in progress and others, given the uncertainty of such proceedings, the Board of Directors is unable to estimate, with reliability, the moment when such provisions will be used and therefore no financial actualisation was carried out.

The heading 'Other responsibilities' corresponds to the value of costs charged to the current period or previous years, for which it is not possible to estimate reliably the time of occurrence of the expense (note 1.r), in the amount of circa Euro 605,000 (circa 12 million in 2012). The variation is due to the derecognition of provisions related to Optimus Comunicações S.A, Be Artis and Be Towering (note 3.d).

On August 2013, the provisions related to the telecommunications segment were derecognized, following the merger between Optimus SGPS and Zon and were recorded in 'Discontinued operations' (note 3.d).

18. Other current financial liabilities

At 30 September 2013, this caption includes the amount of Euro 74,963 (2012: Euro 2,824,681) related to the short term portion of lease contracts (note 16).

19. External supplies and services

'External supplies and services' for the periods ended at 30 September 2013 and 2012 had the following composition:

	2013	2012 (restated)
Subcontracts	17,767,406	16,309,693
Rents	4,328,024	4,682,235
Travelling costs	3,562,014	2,707,200
Specialised works	2,554,145	1,709,679
Advertising and promotion	2,396,516	2,159,465
Commissions	1,195,524	1,041,825
Fees	961,998	989,444
Communications	432,932	412,733
Energy	288,089	161,002
Maintenance and repairs	184,201	421,153
Others	846,277	891,235
	34,517,126	31,485,664

The commitments assumed by the Group at 30 September 2013 and 2012 related to operational leases are as follows:

	2013	2012 (restated)
Minimum payments of operational leases:		
2012	-	1,373,383
2013	1,194,425	2,439,433
2014	2,611,639	1,471,317
2015	2,018,706	893,858
2016	1,491,587	483,542
2017 onwards	1,563,829	215,915
Renewable by periods of one year	1,479,230	1,436,513
	10,359,416	8,313,961

During the period ended at 30 September 2013, an amount of Euro 3,863,631 (2012: Euro 4,540,088) was recorded in the heading 'External supplies and services' related with operational leasing rents, recorded in 'Rents'.

20. Financial results

Net financial results for the periods ended at 30 September 2013 and 2012 were made up as follows ((costs) / gains):

	2013	2012 (restated)
Financial results in associated companies and companies jointly controlled		
Gains and losses in associated companies and companies jointly controlled (note 8 and 17)	2,171,795	392,415
	2,171,795	392,415
Gains and losses on financial assets at fair value through profit or loss		
Gains on financial assets at fair value through profit or loss (note 9)	9,147,395	-
	9,147,395	-
Financial expenses:		
Interest expenses:		
Bank loans	(10,162,489)	(10,226,169)
Leasing	(9,595,770)	(10,055,950)
Other interests	(4,275)	(2,177)
Foreign exchange losses	(562,444)	(168,042)
Other financial expenses	(515,428)	(1,127,561)
	(369,820)	(454,671)
	(11,047,737)	(11,808,401)
Financial income:		
Interest income	6,414,468	1,192,957
Foreign exchange gains	509,040	663,755
Others financial gains	16,920	42,901
	6,940,428	1,899,613

During the periods ended at 30 September 2013 and 2012, the caption 'Financial income: Interest income' includes, mainly, interests earned on treasury applications and the amount of Euro 4,674,111 received from Unitel, following the disposal of the shareholder loans to be received from Zopt to this entity (note 8).

21. Income taxation

Income taxes recognised during the periods ended at 30 September 2013 and 2012 were made up as follows ((costs) / gains):

	2013	2012 (restated)
Current tax	(8,625,225)	635,165
Tax provision net of reduction (note 17) (a)	(759,678)	(887,692)
Deferred tax assets (note 11) (a)	5,602,052	69,169
Deferred tax liabilities (note 11) (a)	1,030,146	-
	(2,752,705)	(183,358)

(a) For the period ended at 30 September 2012, the amounts recorded in these lines, were calculated under the assumption of non-existence of the telecommunication companies since 1 January 2012

22. Related parties

During the periods ended at 30 September 2013 and 2012, the balances and transactions maintained with related parties were mainly associated with the normal operational activity of the Group and to the concession and obtainment of loans.

The most significant balances and transactions with related parties, which are listed in the appendix to this report, during the periods ended at 30 September 2012 and 2013 were as follows:

	Balances at 30 September 2013			
	Accounts receivable	Accounts payable	Treasury applications (note 12)	Other assets/ (liabilities)
Holding company				
Sonae SGPS	74	-	-	(23,021)
Subsidiaries				
Infosystems	127,838	-	-	(395,224)
Other related companies				
Artis	1,187,620	3,413,256	-	(267,982)
Modelo Continente Hipermercados, S.A.	210,313	29,115	-	(169,718)
Optimus	3,677,129	3,488,550	-	(496,237)
Raso Viagens	7,343	189,122	-	99
SC-Sociedade de Consultadoria	208,415	-	-	(191,375)
Sierra Portugal	739,510	-	-	(19,644)
Sonae Indústria PCDM	256,137	-	-	-
Sonae Investments BV	-	-	1,810,000	109
Sonaecenter II	676,443	41,504	-	(119,533)
Worten	44,299	5,566	-	-
Zon Optimus	8,907,646	-	-	1,248,753
	16,042,767	7,167,113	1,810,000	(433,773)

	Balances at 30 September 2012			
	Accounts receivable	Accounts payable	Treasury applications (note 12)	Other assets/ (liabilities)
Holding company				
Sonae SGPS	44,874	-	-	3,036
Other related companies				
Modelo Continente Hipermercados, S.A.	9,382,741	621,195	-	(301,130)
Raso Viagens	84,933	90,160	-	(147,735)
SC-Sociedade de Consultadoria	309,379	113	-	(162,687)
Sierra Portugal	763,286	-	-	81,939
Sonae Indústria PCDM	221,576	-	-	28,082
Sonae Investments BV	-	-	21,810,000	1,576
Sonaecenter II	725,162	111,975	-	3,391
Worten	4,706,521	374,482	-	(1,459,531)
France Telecom	3,113,696	2,533,403	-	(3,476,930)
	19,352,168	3,731,328	21,810,000	(5,429,989)

	Transactions at 30 September 2013			
	Sales and services rendered	Supplies and services received (note 19)	Interest and similar income / (expense) (note 20)	Supplementary income
Holding company				
Sonae SGPS	150	-	(224,035)	-
Subsidiaries				
Infosystems	129,418	934,180	-	371,514
Unipress	158,692	500,471	-	-
Other related companies				
Be Artis	879,711	78,691	-	7,200
MDS	504,641	-	-	-
Modelo Continente Hipermercados, S.A.	585,926	219,756	-	94,360
Optimus	262,167	504,914	-	9,912
Raso Viagens	126,288	933,754	-	-
SC-Sociedade de Consultadoria	990,308	-	-	-
Sierra Portugal	3,873,601	14,686	-	-
Sonae Indústria PCDM	884,426	-	-	-
Sonae Investments BV	-	-	6,606	-
Sonaecenter II	6,627,163	543,533	-	-
Zon Optimus	-	(526,753)	1,467,571	-
	15,022,491	3,203,232	1,250,142	482,986

	Transactions at 30 September 2012 (restated)			
	Sales and services rendered	Supplies and services received (note 19)	Interest and similar income / (expense) (note 20)	Supplementary income
Holding company				
Sonae SGPS	(23,038)	4,500	274,803	-
Subsidiaries				
Infosystems	-	426,609	-	-
Unipress	8,063	516,559	-	-
Other related companies				
MDS	426,377	-	-	-
Modelo Continente Hipermercados, S.A.	638,919	444,543	-	161,664
Raso Viagens	140,185	463,247	-	-
SC-Sociedade de Consultadoria	889,869	113	-	-
Sierra Portugal	3,599,637	(249,717)	-	-
Sonae Indústria PCDM	818,598	(5,150)	-	-
Sonae Investments BV	-	-	700,045	-
Sonaecenter II	7,004,762	338,500	-	-
	13,503,372	1,939,204	974,848	161,664

During 2012, the Group signed an agreement with Sonae SGPS, under which Sonae compromise to transfer to employees and board members of Sonaecom, Sonaecom shares, at the price of 1.184 euros, until 2016, as requested by Sonaecom and under the MTIP of Sonaecom. Under this contract, Sonaecom paid to Sonae SGPS, SA the amount of EUR 3,291,520. During the period ended at 30 September 2013, Sonaecom partially anticipated the maturity of the contract, receiving the amount of Euro 2,799,082.

The transactions between Group companies were eliminated in consolidation, and therefore are not disclosed in this note.

All the above transactions were made at market prices.

Accounts receivable and payable to related companies will be settled in cash and are not covered by guarantees. During the periods ended at 30 September 2013 and 2012, no impairment losses referring to account receivables from related parties were recognised.

A complete list of the Sonaecom Group's related parties is presented in the appendix to this report.

23. Guarantees provided to third parties

Guarantees provided to third parties at 30 September 2013 and 2012 were as follows:

Company	Beneficiary	Description	2013	2012
Sonaecom	Direção de Contribuições e Impostos (Portuguese tax authorities)	VAT Reimbursements	5,955,731	5,955,731
WeDo	Espírito Santo Bank	Bank loan (note 15)	5,651,611	5,902,939
Optimus, Sontária, Sonaecom and Público	Direção de Contribuições e Impostos (Portugu	IRC, IS, IVA, RF – Tax assessment	2,714,853	8,461,628
We Do and WeDo Egypt	Digi Telecomunications; Emirates Telecom. Corp.; Group Etisalat; Scotia Leasing Panama; Pak Telecom Mobile	Completion of work to be done	1,210,153	1,165,619
We Do, Saphety and Digitmarket	IAPMEI	'HERMES' project and 'Vlue4cuopons' project - QREN	392,707	417,797
Optimus	ICP - ANACOM	Acquisition of Spectrum for 4th generation	-	30,000,000
Optimus	Câmara Municipal de Barcelos, Chaves, Coimbra, Elvas, Lisboa, Mealhada, Oeiras and Sintra (Barcelos, Chaves, Coimbra, Elvas, Lisboa, Mealhada, Oeiras and Sintra Municipalities)	Completion of work to be done	-	124,329
Several	Others		202,795	1,076,756
			16,127,850	53,104,799

In addition to these guarantees were set up sureties for the current fiscal processes. The Sonae SGPS consisted of Sonaecom SGPS surety to the amount of Euro 2,844,270 and Sonaecom SGPS consisted of Optimus surety for the amount of Euro 10,529,619.

At 30 September 2013, the Board of Directors of the Group believes that the decision of the court proceedings and ongoing tax assessments in progress will not have significant impacts on the consolidated financial statements.

24. Information by business segment

The following business segments were identified for the periods ended at 30 September 2013 and 2012:

- Multimedia;
- Information systems;
- Holding activities.

These segments were identified taking into consideration the following criteria/conditions: the fact of being group units that develop activities where we can separately identify revenues and expenses, for which financial information is separately developed and their operating results are regularly reviewed by management and over which decisions are made. For example, decisions about allocation of resources, for having similar products/services and also taking into consideration the quantitative threshold (in accordance with IFRS 7).

The segment 'Holding activities' includes the operations of the Group companies that have as their main activity the management of shareholdings.

Excluding the ones mentioned above, the remaining activities of the Group have been classified as unallocated.

Inter-segment transactions during the periods ended at 30 September 2013 and 2012 were eliminated in the consolidation process. All these transactions were made at market prices.

Inter-segment transfers or transactions were entered under the normal commercial terms and conditions that would also be available to unrelated third parties and were mainly related to interest on treasury applications and management fees.

During the period ended at 30 September 2013, the segment of telecommunications was classified as a discontinued operation, as a result of a merger, by the incorporation of Optimus SGPS in Zon (note 3.d). As set forth by IFRS 5, changes were made in the consolidated profit and loss statements for the period ended at 30 September 2012, in order to disclose a single amount in profit and loss statements related to net income/(loss) of discontinued operations.

Overall information by business segment at 30 September 2013 and 2012, prepared in accordance with the same accounting policies and measurement criteria adopted in the preparation of the consolidated financial statements, can be summarised as follows:

	Telecommunications		Multimedia		Information Systems		Holding Activities		Subtotal		Eliminations		Total	
	September 2013	September 2012 (restated)	September 2013	September 2012 (restated)	September 2013	September 2012 (restated)	September 2013	September 2012 (restated)	September 2013	September 2012 (restated)	September 2013	September 2012 (restated)	September 2013	September 2012 (restated)
Revenues:														
Sales and services rendered	-	-	13,783,926	15,642,446	83,813,890	76,969,796	2,471,937	2,885,329	100,069,753	95,497,571	(13,297,642)	(17,217,001)	86,772,111	78,280,570
Reversal of provisions	-	-	139,000	-	21,882	24,677	706	-	161,588	24,677	-	-	161,588	24,677
Other operating revenues	-	-	296,883	256,861	1,911,072	809,455	82,875	31,203	2,290,830	1,097,519	71,572	(79,728)	2,362,402	1,017,791
Total revenues	-	-	14,219,809	15,899,307	85,746,844	77,803,928	2,555,518	2,916,532	102,522,171	96,619,767	(13,226,070)	(17,296,729)	89,296,101	79,323,038
Depreciation and amortisation	-	-	(672,317)	(896,547)	(3,863,438)	(3,717,594)	(52,215)	(51,176)	(4,587,970)	(4,665,317)	(654,329)	(3,845,119)	(5,242,299)	(8,510,436)
Provisions and impairment losses	-	-	0	(125,209)	(901,382)	(357,697)	(94,354)	(15,387)	(995,736)	(498,293)	-	-	(995,736)	(498,293)
Net operating income / (loss) for the segment	-	-	(1,939,919)	(4,046,403)	6,531,718	3,501,329	(1,093,985)	(441,026)	3,497,814	(986,100)	(6,154,922)	(11,076,960)	(2,657,108)	(12,063,060)
Interest income	-	-	17,859	37,087	359,365	133,785	23,179,184	8,345,916	23,556,408	8,516,788	(17,141,940)	(7,323,831)	6,414,468	1,192,957
Interest expenses	-	-	(344,828)	(296,769)	(856,370)	(727,835)	(10,053,755)	(10,322,918)	(11,254,953)	(11,347,522)	1,092,464	1,121,353	(10,162,489)	(10,226,169)
Gains and losses on financial assets at fair value through profit or loss	-	-	-	-	-	-	9,147,395	-	-	-	-	-	9,147,395	-
Gains and losses in associated companies	-	-	129,064	176,744	102,286	215,671	1,940,445	-	2,171,795	392,415	-	-	2,171,795	392,415
Other financial results	-	-	(3,599)	7,183	(86,960)	(574,952)	(144,926,210)	71,363,345	(145,016,769)	70,795,576	144,657,481	(71,671,152)	(359,288)	(875,576)
Income taxation	-	-	466,762	1,082,102	(1,824,560)	(2,111,099)	(1,327,529)	633,578	(2,685,327)	(395,419)	(67,378)	212,061	(2,752,705)	(183,358)
Consolidated net income/(loss) for the period excluding discontinued operations	-	-	(1,803,725)	(3,216,800)	4,065,193	221,229	(134,222,295)	69,578,895	(131,960,827)	66,583,324	133,762,895	(88,346,115)	1,802,068	(21,762,791)
Consolidated net income/(loss) for the period of discontinued operations	66,244,220	85,673,820	-	-	-	-	-	-	66,244,220	85,673,820	-	-	66,244,220	85,673,820
Attributable to:														
Shareholders of parent company	66,244,220	85,673,820	(1,803,725)	(3,216,800)	4,085,672	234,270	(134,222,295)	69,578,895	(131,940,348)	66,596,365	199,999,761	(2,694,257)	68,059,413	63,902,108
Non-controlling interests	-	-	-	-	(20,479)	(13,042)	-	-	(20,479)	(13,042)	7,354	21,963	(13,125)	8,921
Assets:														
Tangible and intangible assets and goodwill	-	966,983,534	3,634,494	3,782,937	76,842,840	75,598,796	279,328	312,516	80,756,662	79,694,249	(31,598,651)	1410,785,314	49,158,011	1,490,479,563
Inventories	-	13,464,209	388,187	569,877	171,859	248,586	-	-	560,046	818,463	(501,777)	13,419,446	509,869	14,237,909
Financial investments	-	-	212,954	209,829	889,785	2,494	806,028,568	1,058,499,704	807,131,307	1,058,712,027	(91,446,900)	(1,057,220,579)	715,684,407	1,491,448
Other non-current assets	-	90,496,802	3,570	3,570	5,863,533	8,717,119	172,830,711	492,335,976	178,697,814	501,056,665	(172,232,600)	(404,057,874)	6,465,214	96,998,791
Other current assets of the segment	-	231,117,369	6,062,077	6,734,705	49,272,134	47,579,537	215,732,004	131,572,026	271,066,215	185,886,268	(11,671,437)	111,503,118	259,394,778	297,389,386
Liabilities:														
Liabilities of the segment	-	794,493,539	15,631,178	19,285,577	67,955,515	79,744,613	39,355,234	394,633,176	122,941,927	493,663,366	(30,364,172)	336,914,721	92,577,755	830,578,087
CAPEX	-	100,808,134	364,789	553,779	4,469,208	11,727,956	24,857,957	21,738,810	29,691,954	34,020,545	(25,276,580)	(31,876,877)	4,415,374	2,143,668

During the periods ended at 30 September 2013 and 2012, the inter-segments sales and services were as follows:

	Multimedia	Information Systems	Holding Activities
2013			
Telecommunications	46,858	9,754,292	2,077,959
Multimedia	-	34,032	105,610
Information Systems	294	-	215,928
Holding Activities	2,400	5,182	-
External trade debtors	13,734,374	74,020,384	72,440
	13,783,926	83,813,890	2,471,937
2012 (restated)			
Telecommunications	-	12,128,763	2,480,336
Multimedia	-	92,119	128,677
Information Systems	15,162	-	266,399
Holding Activities	3,574	1,875	-
External trade debtors	15,623,710	64,747,039	9,917
	15,642,446	76,969,796	2,885,329

During the periods ended at 30 September 2013 and 2012, sales and services rendered of the several segments were obtained predominantly in the Portuguese market, this market represents more than 90% of revenue for the segments of Multimedia and Activities Holding.

During the period ended at 30 September 2013, also for the Information Systems segment the Portuguese market is dominant, accounting for 53.1% of revenue (53.3% in 2012) followed by the Brazilian and American markets, representing 7.9 % and 7.1% of revenue (7.2% and 8.1% in 2012), respectively.

25. Discontinued operations

The discontinued operations are detailed as follows:

Net income/(loss) for the period of discontinued operations	27 August 2013	30 September 2012
Sales	18,822,654	21,127,304
Services rendered	440,084,032	516,382,599
Other operating revenues	6,045,835	5,718,680
	464,952,521	543,228,583
Cost of sales	(21,479,154)	(30,323,598)
External supplies and services	(229,074,114)	(256,653,800)
Staff expenses	(30,726,186)	(35,741,357)
Depreciation and amortisation	(93,347,815)	(101,891,999)
Provisions and impairment losses	(8,852,793)	(16,449,980)
Other operating costs	(9,723,657)	(10,204,230)
	(393,203,719)	(451,264,964)
Other financial expenses	(2,092,284)	(2,494,890)
Other financial income	2,697,674	3,122,449
Current income / (loss)	72,354,192	92,591,178
Income taxation	2,839,693	(6,917,358)
	75,193,885	85,673,820
Gain/(Loss) resulting from the disposal (note 3.d)	(8,949,665)	-
Net income/(loss) for the period of discontinued operations	66,244,220	85,673,820

26. Earnings per share

Earnings per share, basic and diluted, are calculated by dividing the consolidated net income attributable to the Group (Euro 68,046,288 in 2013 and Euro 63,911,029 in 2012) by the average number of shares outstanding during the periods ended at 30 September 2013 and 2012, net of own shares (361,029,826 in 2013 and 359,146,641 in 2012).

27. Medium Term Incentive Plans

In June 2000, Sonaecom Group created a discretionary Medium Term Incentive Plan, for more senior employees, based on Sonaecom options and shares and Sonae-SGPS, S.A. shares. The vesting occurs three years after the award of each plan, assuming that the employees are still employed in the Group, during that period.

The Sonaecom plans outstanding at 30 September 2013 can be summarised as follows:

	Vesting period			30 September 2013	
	Share price at award date*	Award date	Vesting date	Aggregate number of	Number of shares
Sonaecom shares					
2009 Plan	1.685	10-Mar-10	08-Mar-13**	-	-
2010 Plan	1.399	10-Mar-11	10-Mar-14	39	436,151
2011 Plan	1.256	09-Mar-12	10-Mar-15	40	496,745
2012 Plan	1.505	08-Mar-13	10-Mar-16	41	372,158
Sonae SGPS shares					
2009 Plan	0.761	10-Mar-10	08-Mar-13	-	-
2010 Plan	0.811	10-Mar-11	10-Mar-14	2	214,640
2011 Plan	0.401	09-Mar-12	10-Mar-15	2	419,985
2012 Plan	0.701	08-Mar-13	10-Mar-16	2	163,966
Zon Optimus SGPS shares					
2010 Plan	1.399	10-Mar-11	10-Mar-14	2	56,997
2011 Plan	1.256	09-Mar-12	10-Mar-15	2	79,696
2012 Plan	1.505	08-Mar-13	10-Mar-16	2	60,285

*Average share price in the month prior to the award date for Sonaecom shares and the lower of the average share price for the month prior to the Annual General Meeting and the share price on the day after the Annual General Meeting, for Sonae SGPS shares.

**Plan partially vested in advance, in 27 December 2012.

In 27 August 2013, part of the Sonaecom and Sonae SGPS plans outstanding were converted to Zon Optimus plans. The conversion of the Sonaecom plans was made according to the merger ratio, but the conversion of Sonae SGPS plans was made according to the fair value of the shares. This decision was duly approved by the Board Nominations and Remunerations Committee.

During the period ended at 30 September 2013, the movements that occurred in the plans can be summarised as follows:

	Sonaecom shares		Sonae SGPS shares		Zon Optimus SGPS shares	
	Aggregate number of participations	Number of shares	Aggregate number of participations	Number of shares	Aggregate number of participations	Number of shares
Outstanding at 31 December 2012:						
Unvested	731	6,249,578	18	1,488,252	-	-
Total	731	6,249,578	18	1,488,252	-	-
Movements in the period:						
Awarded	346	2,335,126	7	359,443	-	-
Vested	(4)	(247,423)	(4)	(342,242)	-	-
Companies excluded from consolidation	(946)	(6,898,655)	(12)	(410,509)	-	-
Cancelled/ elapsed/ transfers ⁽¹⁾	(7)	(133,572)	(3)	(296,353)	6	196,978
Outstanding at 30 September 2013:						
Unvested	120	1,305,054	6	798,591	6	196,978
Total	120	1,305,054	6	798,591	6	196,978

(1) The adjustments are made for dividends paid and for share capital changes and others adjustments, namely, resulting from a change in the vesting of the MTIP, which may now be made through the purchase of shares with discount.

For Sonaecom's share plans of 2010 and 2012, the responsibility is calculated taking into consideration the share price at award date of each plan. For 2011 Sonaecom shares plan, the Company signed with Sonae-SGPS, S.A. a contract that agrees to the transfer of Sonaecom SGPS shares for employees and board members of the Group as requested of Sonaecom and under the MTIP of Sonaecom, and the liabilities are calculated based on the price fixed in the contract. The responsibility for the three share plans was recorded under the heading 'Medium Term Incentive Plans Reserve'. For the Sonae SGPS share plans, the Group entered into hedging contracts with external entities and the liabilities are calculated based on the prices agreed in those contracts. For Zon Optimus's share plans, the responsibility was calculated taking into account the share price at the last day of period. The responsibility of these plans is recorded under the headings of 'Other current liabilities' and 'Other non-current liabilities'.

The detail of the aforementioned hedging contracts is as follows:

	Sonae SGPS shares			Sonaecom shares
	2010 Plan	2011 Plan	2012 Plan	2011 Plan
Notional value	257.574	323.727	268.451	492.439
Maturity	Mar-14	Mar-15	Mar-16	Dec-16
Level of inputs in the hierarchy of fair value	Level 2			
Valuation method	Current replacement cost			
Fair value*	121.467	392.825	78.642	408.723

* Used the share price of September, 30 in the determination of the fair value.

Share plan costs are recognised in the accounts over the year between the award and the vesting date of those shares. The costs recognised in previous years and in the period ended at 30 September 2013, were as follows:

	Sonaecom shares	Sonae SGPS shares	Zon Optimus SGPS shares	Total
Costs recognised in previous years	31,655,399	4,213,815	129,532	35,998,746
Costs recognised in the period	2,667,721	172,406	148,448	2,988,575
Companies excluded from consolidation	(4,886,747)	(104,976)	-	(4,991,723)
Costs of plans vested in previous years	(28,024,748)	(3,788,762)	-	(31,813,510)
Costs of plans vested in the period	(493,653)	(258,747)	-	(752,400)
Total cost of the plans	917,972	233,736	277,980	1,429,688
Responsability of plans	1,326,695	826,671	277,980	2,431,346
Fair value of hedging contracts	(408,723)	(592,935)	-	(1,001,658)
Recorded in 'Cash and cash equivalents' (1)	-	-	(43,048)	(43,048)
Recorded in 'Other current liabilities'	2,848	116,855	154,390	274,093
Recorded in 'Other non-current liabilities'	3,951	116,881	166,638	287,470
Recorded in reserves	911,173	-	-	911,173

(1) Sonaecom partially vested in advance the hedging contract with Sonae SGPS, receiving an amount equal to the market value of Sonaecom shares.

28. Subsequent Events

On 23 October 2013, Goldman Sachs Group, Inc. informed Sonaecom about the completion of a qualifying holding of 2.12% in Sonaecom, corresponding to 7,780,349 shares and voting rights.

On 29 October 2013, Sonaecom has announced to make a partial and voluntary tender offer for the acquisition of a maximum of 88,479,803 shares representing 24.16% of its own share capital. This transaction takes place after the merger of Optimus SGPS, S.A. and Zon Multimédia, SGPS, S.A., of which resulted Zon Optimus SGPS, S.A., in which Sonaecom, as a previous Optimus shareholder, became thereafter the direct holder of 37,489,324 shares representing 7.28% of the share capital and voting rights of Zon Optimus and the indirect joint holder of 50.01% of the share capital and voting rights in Zon Optimus, through the 50% equity holding in Zopt, SGPS, S.A..

Sonaecom has the intention to accordingly give the option to its shareholders to sell, in equal standing conditions, their Sonaecom shares for consideration of the directly held 37,489,324 Zon Optimus shares, which are not necessary to the pursuit of Sonaecom's business purposes, thereby enabling direct exposure of Sonaecom shareholders to Zon Optimus, the reference asset of Sonaecom portfolio.

Sonaecom offers an overall price equivalent to Euro 2.45 per Sonaecom share, to be composed of Zon Optimus shares and, where applicable, a remaining cash amount, which represents a premium, per Sonaecom share, of circa: 10% over Sonaecom share closing price at 28 October 2013 and over the average weighted closing price of the last 30 days; 24% by reference to the last 90 days average weighted closing price of Sonaecom share; and 17% in relation to Sonaecom share average target price of Euro 2.10. For determining the Sonaecom/Zon Optimus share trade ratio, it was taken into consideration Zon Optimus share average weighed closing price of the last 5 trading days, which was that of Euro 5.08 per Zon Optimus share.

These consolidated financial statements were approved by the Board of Directors on 11 November 2013.

These financial statements are a translation of financial statements originally issued in Portuguese in accordance with International Financial Reporting Standards (IAS / IFRS) as adopted by the European Union and the format and disclosures required by those Standards, some of which may not conform to or be required by generally accepted accounting principles in other countries. In the event of discrepancies, the Portuguese language version prevails.

Appendix

Key management personnel - Sonaecom	
Ana Cristina Dinis da Silva Fanha Vicente Soares	Franck Emmanuel Dangeard
Ângelo Gabriel Ribeirinho dos Santos Paupério	Gervais Gilles Pellissier
António Bernardo Aranha da Gama Lobo Xavier	Jean-François René Pontal
António de Sampaio e Mello	Maria Cláudia Teixeira de Azevedo
David Charles Denholm Hobley	Miguel Nuno Santos Almeida
David Graham Shenton Bain	Pedro Rafael de Sousa Nunes Pedro
Duarte Paulo Teixeira de Azevedo	Rui José Silva Gonçalves Paiva

Key management personnel - Sonae SGPS	
Álvaro Carmona e Costa Portela	Christine Cross
Álvaro Cuervo Garcia	José Manuel Neves Adelino
Belmiro de Azevedo	Michel Marie Bon
Bernd Hubert Joachim Bothe	

Sonae/Efanor/Zon Group Companies	
3DO Holding GmbH	BA Capital, SGPS, SA
3shoppings – Holding,SGPS, S.A.	BB Food Service, S.A.
8ª Avenida Centro Comercial, SA	Be Artis-C.C.G.R.C., S.A.
ADD Avaliações Engenharia de Avaliações e Perícias Ltda	Be Towering-Gestão Torres Telecomunicações
Adlands B.V.	Beralands BV
Aegean Park, S.A.	Bertimóvel – Sociedade Imobiliária, S.A.
Agepan Eiweiler Management GmbH	BHW Beeskow Holzwerkstoffe
Agepan Flooring Products, S.A.RL	Big Picture 2 Films, S.A.
Aglom Investimentos, Sgps, S.A.	Bloco Q – Sociedade Imobiliária, S.A.
Águas Furtadas Sociedade Agrícola, SA	Bloco W – Sociedade Imobiliária, S.A.
Airone – Shopping Center, Srl	Boavista Shopping Centre BV
ALBCC Albufeirasshopping C.Comercial SA	BOM MOMENTO – Comércio Retalhista, SA
ALEXA Administration GmbH	Caixanet – Telecomunicações e Telemática, S.A.
ALEXA Asset GmbH & Co KG	Canal 20 TV, S.A.
ALEXA Holding GmbH	Canasta – Empreendimentos Imobiliários, S.A.
ALEXA Shopping Centre GmbH	Casa Agrícola de Ambrães, S.A.
Algarveshopping – Centro Comercial, S.A.	Casa da Ribeira – Hotelaria e Turismo, S.A.
Alpêssego – Soc. Agrícola, S.A	Cascaishopping – Centro Comercial, S.A.
Andar – Sociedade Imobiliária, S.A.	Cascaishopping Holding I, SGPS, S.A.
Apor - Agência para a Modernização do Porto	CCCB Caldas da Rainha - Centro Comercial,SA
Aqualuz – Turismo e Lazer, Lda	Centro Colombo – Centro Comercial, S.A.
Arat inmebles, S.A.	Centro Residencial da Maia,Urban., S.A.
ARP Alverca Retail Park,SA	Centro Vasco da Gama – Centro Comercial, S.A.
Arrábidasshopping – Centro Comercial, S.A.	Change, SGPS, S.A.
Aserraderos de Cuellar, S.A.	Chão Verde – Soc.Gestora Imobiliária, S.A.
Atlantic Ferries – Tráf.Loc,Flu.e Marít, S.A.	Cinclus Imobiliária, S.A.
Avenida M – 40 B.V.	Citorres – Sociedade Imobiliária, S.A.
Avenida M – 40, S.A.	Coimbrashopping – Centro Comercial, S.A.
Azulino Imobiliária, S.A.	Colombo Towers Holding, BV
BA Business Angels, SGPS, SA	Companhia de Pesca e Comércio de Angola (Cosal), SARL (a)

<p>Contacto Concessões, SGPS, S.A.</p> <p>Contibomba – Comérc.Distr.Combustíveis, S.A.</p> <p>Contimobe – Imobil.Castelo Paiva, S.A.</p> <p>Continente Hipermercados, S.A.</p> <p>Contry Club da Maia-Imobiliária, S.A.</p> <p>Cooper Gay Swett & Crawford Lt</p> <p>Craiova Mall BV</p> <p>Cronosaúde – Gestão Hospitalar, S.A.</p> <p>Cumulativa – Sociedade Imobiliária, S.A.</p> <p>Darbo S.A.S</p> <p>Deutsche Industrieholz GmbH</p> <p>Discovery Sports, SA</p> <p>Distodo - Distribuição e Logística, Lda. ("Distodo")</p> <p>Dortmund Tower GmbH</p> <p>Dos Mares – Shopping Centre B.V.</p> <p>Dos Mares – Shopping Centre, S.A.</p> <p>Dreamia - Serviços de Televisão, S.A.</p> <p>Dreamia Holding B.V.</p> <p>Ecociclo – Energia e Ambiente, S.A.</p> <p>Ecociclo II</p> <p>Efanor Investimentos, SGPS, S.A.</p> <p>Efanor Serviços de Apoio à Gestão, S.A.</p> <p>El Rosal Shopping, S.A.</p> <p>Emfísico Boavista</p> <p>Empracine - Empresa Promotora de Atividades Cinematográficas,</p> <p>Empreend.Imob.Quinta da Azenha, S.A.</p> <p>Equador & Mendes, Lda</p> <p>Espimaia – Sociedade Imobiliária, S.A.</p> <p>Estação Viana – Centro Comercial, S.A.</p> <p>Euroresinas – Indústrias Químicas, S.A.</p> <p>Farmácia Selecção, S.A.</p> <p>Fashion Division Canárias, SL</p> <p>Fashion Division, S.A.</p> <p>Filmes Mundáfrica, SARL (a)</p> <p>FINSTAR - Sociedade de Investimentos e Participações, S.A.</p> <p>Fozimo – Sociedade Imobiliária, S.A.</p> <p>Fozmassimo – Sociedade Imobiliária, S.A.</p> <p>Freccia Rossa – Shopping Centre S.r.l.</p> <p>Frieengineering International Ltda</p> <p>Fundo de Invest. Imobiliário Imosede</p> <p>Fundo I.I. Parque Dom Pedro Shop.Center</p> <p>Fundo Invest.Imob.Shopp. Parque D.Pedro</p> <p>GaiaShopping I – Centro Comercial, S.A.</p>	<p>GaiaShopping II – Centro Comercial, S.A.</p> <p>GHP GmbH</p> <p>Gli Orsi Shopping Centre 1 Srl</p> <p>Glunz AG</p> <p>Glunz Service GmbH</p> <p>Glunz UK Holdings Ltd</p> <p>Glunz Uka GmbH</p> <p>GMET, ACE</p> <p>Golf Time – Golfe e Invest. Turísticos, S.A.</p> <p>Grafilme - Sociedade Impressora de Legendas, Lda. (a)</p> <p>GuimarãesShopping – Centro Comercial, S.A.</p> <p>Harvey Dos Iberica, S.L.</p> <p>Herco Consultoria de Riscos e Corretora de Seguros Ltda</p> <p>HighDome PCC Limited</p> <p>Iberian Assets, S.A.</p> <p>Igimo – Sociedade Imobiliária, S.A.</p> <p>Iginha – Sociedade Imobiliária, S.A.</p> <p>Imoarea – Invest. Turísticos, SGPS, S.A.</p> <p>Imobiliária da Cacela, S.A.</p> <p>Imoclub – Serviços Imobiliários, S.A.</p> <p>Imoconti – Soc.Imobiliária, S.A.</p> <p>Imodivor – Sociedade Imobiliária, S.A.</p> <p>Imoestrutura – Soc.Imobiliária, S.A.</p> <p>Imoferro – Soc.Imobiliária, S.A.</p> <p>Imohotel – Emp.Turist.Imobiliários, S.A.</p> <p>Imomuro – Sociedade Imobiliária, S.A.</p> <p>Imopenínsula – Sociedade Imobiliária, S.A.</p> <p>Imoplamac Gestão de Imóveis, S.A.</p> <p>Imoponte – Soc.Imobiliária, S.A.</p> <p>Imoresort – Sociedade Imobiliária, S.A.</p> <p>Imoresultado – Soc.Imobiliária, S.A.</p> <p>Imosedas – Imobiliária e Serviços, S.A.</p> <p>Imosistema – Sociedade Imobiliária, S.A.</p> <p>Imosona II</p> <p>Impaper Europe GmbH & Co. KG</p> <p>Implantação – Imobiliária, S.A.</p> <p>Infofield – Informática, S.A.</p> <p>Infratroia, EM</p> <p>Inparsi – Gestão Galeria Comercial, S.A.</p> <p>Inparvi SGPS, S.A.</p> <p>Integrum - Energia, SA</p> <p>Integrum Colombo Energia, S.A.</p> <p>Integrum Martim Longo - Energia, S.A.</p>
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<p> Integrum Vale do Tejo – Energia, SA Interlog – SGPS, S.A. Invesaude - Gestão Hospitalar S.A. Ioannina Development of Shopping Centres, SA Isoroy SAS La Farga – Shopping Center, SL Laminate Park GmbH Co. KG Land Retail B.V. Larim Corretora de Resseguros Ltda Larissa Develop. Of Shopping Centers, S.A. Lazam – MDS Corretora e Administradora de Seguros, S.A. LCC LeiriaShopping Centro Comercial SA Le Terrazze - Shopping Centre 1 Srl Libra Serviços, Lda. Lidergraf – Artes Gráficas, Lda. Loop5 Shopping Centre GmbH Loureshopping – Centro Comercial, S.A. Lusitânia - Companhia de Seguros, S.A ("Lusitânia Seguros") Lusitânia Vida - Companhia de Seguros, S.A ("Lusitânia Vida") Lusomundo - Sociedade de investimentos imobiliários SGPS, SA Lusomundo España, SL Lusomundo Imobiliária 2, S.A. Lusomundo Moçambique, Lda. Luz del Tajo – Centro Comercial S.A. Luz del Tajo B.V. Madeirashopping – Centro Comercial, S.A. MaiaShopping – Centro Comercial, S.A. Maiequipa – Gestão Florestal, S.A. Marcas do Mundo – Viag. e Turismo Unip, Lda Marcas MC, ZRT Marina de Tróia S.A. Marinamagic – Expl.Cent.Lúdicos Marít, Lda Marmagno – Expl.Hoteleira Imob., S.A. Martimope – Sociedade Imobiliária, S.A. Marvero – Expl.Hoteleira Imob., S.A. MDS Affinity - Sociedade de Mediação, Lda MDS Africa SGPS, S.A. MDS Consultores, S.A. MDS Corretor de Seguros, S.A. MDS Malta Holding Limited MDS SGPS, SA MDSAUTO - Mediação de Seguros, SA Megantic BV MJLF – Empreendimentos Imobiliários, S.A. Mlearning - Mds Knowledge Centre, Unip, Lda </p>	<p> Modalfa – Comércio e Serviços, S.A. MODALLOOP – Vestuário e Calçado, S.A. Modelo – Dist.de Mat. de Construção, S.A. Modelo Continente Hipermercados, S.A. Modelo Continente International Trade, SA Modelo Hiper Imobiliária, S.A. Modelo.com – Vendas p/Correspond., S.A. Movelpartes – Comp.para Ind.Mobiliária, S.A. Movimento Viagens – Viag. e Turismo U.Lda MSTAR, SA Mundo Vip – Operadores Turísticos, S.A. Munster Arkaden, BV Norscut – Concessionária de Scut Interior Norte, S.A. Norteshopping – Centro Comercial, S.A. Norteshopping Retail and Leisure Centre, BV Nova Equador Internacional, Ag Viag.T, Ld Nova Equador P.C.O. e Eventos Operscut – Operação e Manutenção de Auto-estradas, S.A. Optimus-Comunicações SA OSB Deustchland GmbH PantheonPlaza BV Paracentro – Gest.de Galerias Com., S.A. Pareuro, BV Park Avenue Develop. of Shop. Centers S.A. Parque Atlântico Shopping – C.C., S.A. Parque D. Pedro 1 B.V. Parque D. Pedro 2 B.V. Parque de Famalicão – Empr. Imob., S.A. Parque Principado SL Pátio Boavista Shopping Ltda. Pátio Campinas Shopping Ltda Pátio Goiânia Shopping Ltda Pátio Londrina Empreend. e Particip. Ltda Pátio Penha Shopping Ltda. Pátio São Bernardo Shopping Ltda Pátio Sertório Shopping Ltda Pátio Uberlândia Shopping Ltda PER-MAR- Soc. De Construção, SA Pharmaconcept – Actividades em Saúde, S.A. PHARMACONTINENTE – Saúde e Higiene, S.A. PJP – Equipamento de Refrigeração, Lda Plaza Éboli B.V. Plaza Éboli – Centro Comercial S.A. Plaza Mayor Holding, SGPS, SA Plaza Mayor Parque de Ócio BV </p>
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Plaza Mayor Parque de Ocio, SA	Puravida – Viagens e Turismo, S.A.
Plaza Mayor Shopping BV	Racionaliz. y Manufact.Florestales, S.A.
Plaza Mayor Shopping, SA	RASO – Viagens e Turismo, S.A.
Ploi Mall BV	RASO, SGPS, S.A.
Plysorol, BV	Reval-PM Marketing and Consultant, Inc
Poliface North America	Rio Sul – Centro Comercial, S.A.
PORTCC - Portimãoshopping Centro Comercial, SA	River Plaza Mall, Srl
Porturbe – Edifícios e Urbanizações, S.A.	River Plaza, BV
Praedium – Serviços, S.A.	Rochester Real Estate, Limited
Praedium II – Imobiliária, S.A.	RSI Corretora de Seguros Ltda
Praedium SGPS, S.A.	S.C. Microcom Doi Srl
Predicomercial – Promoção Imobiliária, S.A.	Saúde Atlântica – Gestão Hospitalar, S.A.
Prédios Privados Imobiliária, S.A.	SC – Consultadoria, S.A.
Predisedas – Predial das Sedas, S.A.	SC – Eng. e promoção imobiliária,SGPS, S.A.
Pridelease Investments, Ltd	SC Aegean B.V.
Proj. Sierra Germany 4 (four) – Sh.C.GmbH	SC Assets SGPS, S.A.
Proj.Sierra Germany 2 (two) – Sh.C.GmbH	SC Finance BV
Proj.Sierra Italy 1 – Shop.Centre Srl	SC Mediterraneo Cosmos B.V.
Proj.Sierra Italy 3 – Shop. Centre Srl	SC, SGPS, SA
Proj.Sierra Italy 5 – Dev. Of Sh.C.Srl	SCS Beheer, BV
Project SC 1 BV	SDSR - Sports Division 2, S.A.
Project SC 2 BV	Selfrio,SGPS, S.A.
Project Sierra 2 B.V.	Selifa – Empreendimentos Imobiliários, S.A.
Project Sierra 6 BV	Sempre à Mão – Sociedade Imobiliária, S.A.
Project Sierra 7 BV	Sempre a Postos – Produtos Alimentares e Utilidades, Lda
Project Sierra 8 BV	Serra Shopping – Centro Comercial, S.A.
Project Sierra 9 BV	Sesagest – Proj.Gestão Imobiliária, S.A.
Project Sierra Brazil 1 B.V.	Sete e Meio – Invest. Consultadoria, S.A.
Project Sierra Charagionis 1 S.A.	Sete e Meio Herdades – Inv. Agr. e Tur., S.A.
Project Sierra Four, SA	Shopping Centre Parque Principado B.V.
Project Sierra Germany Shop. Center 1 BV	Shopping Penha B.V.
Project Sierra Germany Shop. Center 2 BV	Siaf – Soc.Iniciat.Aprov.Florestais - Energia, S.A.
Project Sierra Spain 1 B.V.	SIAL Participações Ltda
Project Sierra Spain 2 – Centro Comer. S.A.	Sierra Asia Limited
Project Sierra Spain 2 B.V.	Sierra Asset Management – Gest. Activos, S.A.
Project Sierra Spain 3 – Centro Comer. S.A.	Sierra Berlin Holding BV
Project Sierra Spain 3 B.V.	Sierra Central S.A.S
Project Sierra Spain 6 B.V.	Sierra Charagionis Develop.Sh. Centre S.A.
Project Sierra Spain 7 B.V.	Sierra Charagionis Propert.Management S.A.
Project Sierra Three Srl	Sierra Corporate Services Holland, BV
Project Sierra Two Srl	Sierra Development Greece, S.A.
Promessa Sociedade Imobiliária, S.A.	Sierra Developments Germany GmbH
Prosa – Produtos e serviços agrícolas, S.A.	Sierra Developments Holding B.V.

Sierra Developments Italy S.r.l.	Sonae Capital Brasil, Lda
Sierra Developments Romania, Srl	Sonae Capital, SGPS, S.A.
Sierra Developments Spain – Prom.C.Com.SL	Sonae Center II S.A.
Sierra Developments, SGPS, S.A.	Sonae Center Serviços, S.A.
Sierra Enplanta Ltda	Sonae Ind., Prod. e Com.Deriv.Madeira, S.A.
Sierra European R.R.E. Assets Hold. B.V.	Sonae Indústria – SGPS, S.A.
Sierra GP Limited	Sonae Industria de Revestimentos, S.A.
Sierra Investimentos Brasil Ltda	Sonae Indústria Manag. Serv, SA
Sierra Investments (Holland) 1 B.V.	Sonae Investimentos, SGPS, SA
Sierra Investments (Holland) 2 B.V.	Sonae Novobord (PTY) Ltd
Sierra Investments Holding B.V.	Sonae RE, S.A.
Sierra Investments SGPS, S.A.	Sonae Retalho Espana – Servicios Gen., S.A.
Sierra Italy Holding B.V.	Sonae SGPS, S.A.
Sierra Management Germany GmbH	Sonae Sierra Brasil S.A.
Sierra Management Italy S.r.l.	Sonae Sierra Brazil B.V.
Sierra Management Romania, Srl	Sonae Sierra, SGPS, S.A.
Sierra Management Spain – Gestión C.Com.S.A.	Sonae Tafibra Benelux, BV
Sierra Management, SGPS, S.A.	Sonae Turismo – SGPS, S.A.
Sierra Portugal, S.A.	Sonae UK, Ltd.
Sierra Project Nürnberg B.V.	Sonaegest – Soc.Gest.Fundos Investimentos
Sierra Real Estate Greece B.V.	SONAEMC - Modelo Continente, SGPS, S.A.
Sierra Services Holland 2 B.V.	Sondis Imobiliária, S.A.
Sierra Zenata Project B.V.	SONTÁRIA- Empreend. Imobil., SA
SII – Soberana Invest. Imobiliários, S.A.	Sontel BV
SISTAVAC, S.A.	Sontur BV
SKK – Central de Distr., S.A.	Sonvecap BV
SKK SRL	Sopair, S.A.
SKKFOR – Ser. For. e Desen. de Recursos	Sotáqua – Soc. de Empreendimentos Turist
Sociedade de Construções do Chile, S.A.	Spanboard Products, Ltd
Société de Tranchage Isoroy S.A.S.	SPF – Sierra Portugal Real Estate, Sarl
Socijofra – Sociedade Imobiliária, S.A.	Spinarq - Engenharia, Energia e Ambiente, SA
Sociloures – Soc.Imobiliária, S.A.	Spinveste – Gestão Imobiliária SGII, S.A.
Soconstrução BV	Spinveste – Promoção Imobiliária, S.A.
Sodesa, S.A.	Sport Retalho España – Servicios Gen., S.A.
Soflorin, BV	Sport TV Portugal, S.A.
Soira – Soc.Imobiliária de Ramalde, S.A.	Sport Zone – Comércio Art.Desporto, S.A.
Solinca - Eventos e Catering, SA	Sport Zone – Turquia
Solinca - Health and Fitness, SA	Sport Zone Canárias, SL
Solinca – Investimentos Turísticos, S.A.	Sport Zone España-Com.Art.de Deporte,SA
Solinfitness – Club Malaga, S.L.	Spred, SGPS, SA
Solingen Shopping Center GmbH	Stinnes Holz GmbH
SOLSWIM-Gestão e Expl.Equip.Aquáticos,SA	Tableros Tradema, S.L.
Soltroia – Imob.de Urb.Turismo de Tróia, S.A.	Tafiber, Tableros de Fibras Ibéricas, SL
Somit Imobiliária	Tafibra Polska Sp.z.o.o.
SONAE – Specialized Retail, SGPS, SA	Tafibra South Africa

Tafibra Suisse, SA	Vastgoed Sun – Sociedade Imobiliária, S.A.
Tafisa – Tableros de Fibras, S.A.	Via Catarina – Centro Comercial, S.A.
Tafisa Canadá Societé en Commandite	Viajens y Turismo de Geotur España, S.L.
Tafisa France, S.A.	Vistas do Freixo, SA
Tafisa UK, Ltd	Vuelta Omega, S.L.
Taiber, Tableros Aglomerados Ibéricos, SL	Weierstadt Shopping BV
Tarkett Agepan Laminate Flooring SCS	World Trade Center Porto, S.A.
Tecmasa Reciclados de Andalucía, SL	Worten – Equipamento para o Lar, S.A.
Teliz Holding B.V.	Worten Canárias, SL
Têxtil do Marco, S.A.	Worten España, S.A.
TLANTIC B.V.	ZIPPY - Comércio e Distribuição, SA
Tlantic Portugal – Sist. de Informação, S.A.	ZIPPY - Comercio y Distribución, S.A.
Tlantic Sistemas de Informação Ltdª	Zippy Turquia
Tool Gmbh	ZON Audiovisuais, SGPS S.A.
Torre Ocidente Imobiliária, S.A.	ZON Cinemas, SGPS S.A.
Torre São Gabriel – Imobiliária, S.A.	ZON Conteúdos - Actividade de Televisão e de Produção de
TP – Sociedade Térmica, S.A.	ZON FINANCE B.V.
Troia Market, S.A.	ZON II - Serviços de Televisão S.A. (a)
Tróia Natura, S.A.	ZON III - Comunicações electrónicas S.A. (a)
Troiaresort – Investimentos Turísticos, S.A.	ZON Lusomundo Audiovisuais, S.A.
Troiaverde – Expl.Hoteleira Imob., S.A.	ZON Lusomundo Cinemas , S.A.
Tulipamar – Expl.Hoteleira Imob., S.A.	ZON Lusomundo TV, Lda.
Turismo da Samba (Tusal), SARL (a)	ZON Multimédia - Serviços de Telecomunicações e Multimédia,
Unishopping Administradora Ltda.	ZON Televisão por Cabo, SGPS, S.A.
Unishopping Consultoria Imob. Ltda.	ZON TV Cabo Açoreana, S.A.
Upstar Comunicações S.A.	ZON TV Cabo Madeirense, S.A.
Urbisedas – Imobiliária das Sedas, S.A.	ZON TV Cabo Portugal, S.A.
Valecenter Srl	ZOPT, SGPS, S.A.
Valor N, S.A.	Zubiarte Inversiones Inmobiliarias, S.A.
Vastgoed One – Sociedade Imobiliária, S.A.	ZYEVOOLUTION-Invest.Desenv.,SA.

6.3. Sonaecom individual financial statements

Balance sheets

For the periods ended at 30 September 2013 and 2012 and for the year ended at 31 December 2012

(Amounts expressed in Euro)	Notes	September 2013 (not audited)	September 2012 (not audited)	December 2012
Assets				
Non-current assets				
Tangible assets	1a, 1f and 2	271,829	311,352	296,504
Intangible assets	1b and 3	7,499	1,164	9,310
Investments in Group companies	1c and 5	67,393,424	1,083,177,804	1,072,873,096
Investments in joint ventures	1d and 6	597,666,944	-	-
Other non-current assets	1c, 1n, 4, 8 and 20	171,435,246	499,364,206	521,421,792
Total non-current assets		836,774,942	1,582,854,526	1,594,600,702
Current assets				
Financial assets at fair value through profit or loss	4 and 7	164,953,026	-	-
Other current debtors	1e, 1g, 4, 10 and 20	15,840,571	26,923,079	10,115,242
Other current assets	1e, 1n, 4 and 20	1,851,017	979,928	3,687,639
Cash and cash equivalents	1e, 1h, 4, 11 and 20	194,845,181	103,323,630	103,717,414
Total current assets		377,489,795	131,226,637	117,520,295
Total assets		1,214,264,737	1,714,081,163	1,712,120,997
Shareholder' funds and liabilities				
Shareholders' funds				
Share capital	12	366,246,868	366,246,868	366,246,868
Own shares	1q and 13	(8,441,804)	(10,381,899)	(6,299,699)
Reserves	1p	928,659,184	869,618,634	870,193,067
Net income / (loss) for the period		(125,040,013)	91,118,652	103,229,835
Total Shareholders' funds		1,161,424,235	1,316,602,255	1,333,370,071
Liabilities				
Non-current liabilities				
Medium and long-term loans – net of short-term portion	1e, 1i, 1j, 4, 14.a and 20	20,240,766	188,796,920	190,239,630
Provisions for other liabilities and charges	1l, 1o and 15	169,526	70,934	74,959
Other non-current liabilities	1n, 1t, 4 and 23	350,548	104,833	174,176
Total non-current liabilities		20,760,840	188,972,687	190,488,765
Current liabilities				
Short-term loans and other loans	1e, 1h, 1i, 1j, 4, 14.b and 20	22,785,582	207,163,568	186,419,026
Other creditors	1e, 4, 16 and 20	8,188,339	434,728	828,261
Other current liabilities	1n, 1t, 4, 20 and 23	1,105,741	907,925	1,014,874
Total current liabilities		32,079,662	208,506,221	188,262,161
Total Shareholders' funds and liabilities		1,214,264,737	1,714,081,163	1,712,120,997

The notes are an integral part of the financial statements at 30 September 2013 and 2012.

The Chief Accountant

Patrícia Maria Cruz Ribeiro da Silva

The Board of Directors

Duarte Paulo Teixeira de Azevedo

Miguel Nuno Santos Almeida

Gervais Gilles Pellissier

Ângelo Gabriel Ribeirinho Paupério

António Sampaio e Mello

Jean-François René Pontal

António Bernardo Aranha da Gama Lobo Xavier

David Charles Denholm Hobley

Maria Cláudia Teixeira de Azevedo

Frank Emmanuel Dangeard

Profit and Loss account by nature

For the periods and quarters ended at 30 September 2013 and 2012 and for the year ended at 31 December 2012

(Amounts expressed in Euro)	Notes	September 2013 (not audited)	July to September 2013 (not audited)	September 2012 (not audited)	July to September 2012 (not audited)	December 2012
Services rendered	20	2,471,937	709,026	2,885,329	958,471	3,492,234
Other operating revenues	1g and 20	83,578	30,335	319	319	319
		2,555,515	739,361	2,885,648	958,790	3,492,553
External supplies and services	1f, 17 and 20	(1,675,513)	(501,764)	(1,431,164)	(433,638)	(2,044,286)
Staff expenses	1t and 23	(1,840,888)	(725,491)	(1,745,209)	(548,424)	(2,248,401)
Depreciation and amortisation	1a, 1b, 2 and 3	(52,215)	(17,356)	(51,176)	(16,931)	(68,403)
Provisions and impairment losses	1l and 15	(92,554)	7,911	(15,387)	-	(15,387)
Other operating costs		(30,057)	(10,786)	(35,434)	(3,185)	(56,689)
		(3,691,227)	(1,247,486)	(3,278,370)	(1,002,178)	(4,433,166)
Gains and losses on Group companies	5, 8 and 18	(144,243,643)	(166,343,643)	93,118,128	17,847,416	103,388,419
Gains and losses on financial assets at fair value through profit or loss	5, 7 and 18	9,147,395	9,147,395	-	-	-
Other financial expenses	1c, 1i, 1j, 1p, 1s, 14, 18 and 20	(10,703,018)	(3,973,064)	(10,659,222)	(3,467,992)	(14,238,054)
Other financial income	1p, 8, 11, 18 and 20	23,204,283	10,385,848	8,418,890	1,275,197	14,938,191
Current income / (loss)		(123,730,695)	(151,291,589)	90,485,074	15,611,233	103,147,943
Income taxation	1m, 9 and 19	(1,309,318)	(750,451)	633,578	609,777	81,892
Net income / (loss) for the period		(125,040,013)	(152,042,040)	91,118,652	16,221,010	103,229,835
Earnings per share	22					
Including discontinued operations:						
Basic		(0.35)	(0.42)	0.25	0.05	0.29
Diluted		(0.35)	(0.42)	0.25	0.05	0.29
Excluding discontinued operations:						
Basic		(0.35)	(0.42)	0.25	0.05	0.29
Diluted		(0.35)	(0.42)	0.25	0.05	0.29

The notes are an integral part of the financial statements at 30 September 2013 and 2012.

The Chief Accountant

Patrícia Maria Cruz Ribeiro da Silva

The Board of Directors

Duarte Paulo Teixeira de Azevedo

Miguel Nuno Santos Almeida

Gervais Gilles Pellissier

Ângelo Gabriel Ribeirinho Paupério

António Sampaio e Mello

Jean-François René Pontal

António Bernardo Aranha da Gama Lobo Xavier

David Charles Denholm Hobley

Maria Cláudia Teixeira de Azevedo

Frank Emmanuel Dangeard

Statement of profit and loss and other comprehensive income

For the periods and quarters ended at 30 September 2013 and 2012

(Amounts expressed in Euro)	Notes	September 2013 (not audited)	July to September 2013 (not audited)	September 2012 (not audited)	July to September 2012 (not audited)	December 2012
Net income / (loss) for the period		(125,040,013)	(152,042,040)	91,118,652	16,221,010	103,229,835
Components of other comprehensive income, net of tax		-	-	-	-	-
Comprehensive income for the period		(125,040,013)	(152,042,040)	91,118,652	16,221,010	103,229,835

The notes are an integral part of the financial statements at 30 September 2013 and 2012.

The Chief Accountant

Patrícia Maria Cruz Ribeiro da Silva

The Board of Directors

Duarte Paulo Teixeira de Azevedo	Miguel Nuno Santos Almeida	Gervais Gilles Pellissier
Ângelo Gabriel Ribeirinho Paupério	António Sampaio e Mello	Jean-François René Pontal
António Bernardo Aranha da Gama Lobo Xavier	David Charles Denholm Hobley	Maria Cláudia Teixeira de Azevedo
Frank Emmanuel Dangeard		

Movements in Shareholders' funds

For the periods ended at 30 September 2013 and 2012

(Amounts expressed in Euro)			Reserves							
	Share capital	Own shares (note 13)	Share premium	Legal reserves	Medium Term Incentive Plans reserves (note 23)	Own shares reserves	Other reserves	Total reserves	Net income / (loss)	Total
2013										
Balance at 31 December 2012	366,246,868	(6,299,699)	775,290,377	7,991,192	650,156	6,299,699	79,961,643	870,193,067	103,229,835	1,333,370,071
Appropriation of result of 2012										
Transfer to legal reserves and other reserves	-	-	-	5,161,492	-	-	98,068,343	103,229,835	(103,229,835)	-
Dividends distribution	-	-	-	-	-	-	(43,281,102)	(43,281,102)	-	(43,281,102)
Comprehensive income for the period ended at 30 September 2013	-	-	-	-	-	-	-	-	(125,040,013)	(125,040,013)
Delivery of own shares under the Medium Term Incentive Plans	-	354,213	-	-	(406,268)	(354,213)	425,568	(334,913)	-	19,300
Sale of own shares to subsidiaries under the Short Term Incentive Plans	-	3,724	-	-	-	(3,724)	4,723	999	-	4,723
Effect of the recognition of the Medium Term Incentive Plans	-	-	-	-	165,490	-	-	165,490	-	165,490
Early termination of the derivate on own shares (notes 20 and 23)	-	-	-	-	-	-	(1,314,192)	(1,314,192)	-	(1,314,192)
Acquisition of own shares	-	(2,500,042)	-	-	-	2,500,042	(2,500,042)	-	-	(2,500,042)
Balance at 30 September 2013	366,246,868	(8,441,804)	775,290,377	13,152,684	409,378	8,441,804	131,364,941	928,659,184	(125,040,013)	1,161,424,235

The notes are an integral part of the financial statements at 30 September 2013 and 2012.

The Chief Accountant

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Frank Emmanuel Dangeard

For the periods ended at 30 September 2013 and 2012

(Amounts expressed in Euro)			Reserves							
	Share capital	Own shares (note 13)	Share premium	Legal reserves	Medium Term Incentive Plans reserves (note 23)	Own shares reserves	Other reserves	Total reserves	Net income / (loss)	Total
2012										
Balance at 31 December 2011	366,246,868	(13,594,518)	775,290,377	7,991,192	742,525	13,594,518	106,476,978	904,095,590	(7,960,682)	1,248,787,258
Appropriation of result of 2011										
Transfer to other reserves	-	-	-	-	-	-	(7,960,682)	(7,960,682)	7,960,682	-
Dividends distribution	-	-	-	-	-	-	(25,172,240)	(25,172,240)		(25,172,240)
Comprehensive income for the period ended at 30 September 2012	-	-	-	-	-	-	-	-	91,118,652	91,118,652
Delivery of own shares under the Medium Term Incentive Plans	-	438,791	-	-	(443,650)	(438,791)	443,650	(438,791)	-	-
Sale of own shares to subsidiaries under the Medium Term Incentive Plans	-	4,949,143	-	-	-	(4,949,143)	4,008,619	(940,524)	-	4,008,619
Delivery of own shares under the loan in shares to subsidiaries	-	1,962,514	-	-	-	(1,962,514)	1,962,514	-	-	1,962,514
Reimbursement of own shares under the loan in shares to subsidiaries	-	(1,962,514)	-	-	-	1,962,514	(1,962,514)	-	-	(1,962,514)
Effect of the recognition of the Medium Term Incentive Plans	-	-	-	-	311,781	-	-	311,781	-	311,781
Derivate on own shares	-	-	-	-	-	-	(276,500)	(276,500)	-	(276,500)
Acquisition of own shares	-	(2,175,315)	-	-	-	2,175,315	(2,175,315)	-	-	(2,175,315)
Balance at 30 September 2012	366,246,868	(10,381,899)	775,290,377	7,991,192	610,656	10,381,899	75,344,510	869,618,634	91,118,652	1,316,602,255

The notes are an integral part of the financial statements at 30 September 2013 and 2012.

The Chief Accountant

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The Board of Directors

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Frank Emmanuel Dangeard

Cash Flow statements

For the periods ended at 30 September 2013 and 2012

(Amounts expressed in Euro)	September 2013 (not audited)		September 2012 (not audited)	
Operating activities				
Payments to employees	(1,429,754)		(2,146,437)	
Cash flows from operating activities	(1,429,754)		(2,146,437)	
Payments / receipts relating to income taxes, net	(4,103,092)		(989,737)	
Other payments / receipts relating to operating activities, net	10,107,263		7,222,133	
Cash flows from operating activities (1)		4,574,417		4,085,959
Investing activities				
Receipts from:				
Investments	15,260,284		486,805,537	
Tangible assets	41		267	
Interest and similar income	20,084,727		7,902,638	
Loans granted	433,050,000		-	
Dividends	24,700,000	493,095,052	78,877,861	573,586,303
Payments for:				
Investments	(15,260,284)		(140,318,810)	
Tangible assets	(25,729)		(2,446)	
Loans granted	-	(15,286,013)	(295,824,000)	(436,145,256)
Cash flows from investing activities (2)		477,809,039		137,441,047
Financing activities				
Receipts from:				
Loans obtained	13,181,000	13,181,000	27,396,000	27,396,000
Payments for:				
Interest and similar expenses	(10,806,106)		(12,364,518)	
Acquisition of own shares	(2,500,042)		(2,175,315)	
Loans obtained	(348,134,744)		(99,815,000)	
Dividends	(43,281,102)	(404,721,994)	(25,172,240)	(139,527,073)
Cash flows from financing activities (3)		(391,540,994)		(112,131,073)
Net cash flows (4)=(1)+(2)+(3)		90,842,462		29,395,933
Cash and cash equivalents at the beginning of the period		103,717,414		61,289,703
Cash and cash equivalents at period end		194,559,876		90,685,636

The notes are an integral part of the financial statements at 30 September 2013 and 2012.

The Chief Accountant

Patrícia Maria Cruz Ribeiro da Silva

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Notes to the cash flow statements

For the periods ended at 30 September 2013 and 2012

	September 2013 (not audited)	September 2012 (not audited)
1. Acquisition or sale of subsidiaries or other businesses		
a) Other business activities		
Sale of the share capital of Be Artis to Optimus SGPS	-	455,735,851
Sale of the share capital of Sontária to Optimus SGPS	-	9,380,876
Reimburse of supplementary capital from PCJ - Público, Comunicação e Jornalismo, S.A.	7,624,773	3,243,735
Reimburse of supplementary capital from Público - Comunicação Social, S.A.	6,489,365	3,501,771
Reimburse of supplementary capital from Miauger - Organização e Gestão de Leilões Electrónicos, S.A.	1,146,146	-
Reimburse of supplementary capital from Be Artis - Conceção, Construção e Gestão de Redes de Comunicações, S.A.	-	14,943,304
	15,260,284	486,805,537
b) Other business activities		
Share capital increase of PCJ - Público, Comunicação e Jornalismo, S.A.	7,624,774	-
Share capital increase of Público - Comunicação Social, S.A.	6,489,365	-
Cash outflow to coverage losses Miauger - Organização e Gestão de Leilões Electrónicos, S.A.	1,146,145	-
Cash outflow to coverage losses Be Artis - Conceção, Construção e Gestão de Redes de Comunicações, S.A.	-	14,943,304
Cash outflow to coverage losses PCJ - Público, Comunicação e Jornalismo, S.A.	-	3,243,735
Cash outflow to coverage losses Público - Comunicação Social, S.A.	-	3,501,771
Supplementary capital to Optimus, SGPS, S.A.	-	106,000,000
Supplementary capital to Sonaecom Sistemas de Informação, SGPS, S.A.	-	12,580,000
Establishment of Sonaecom - Serviços Partilhados, S.A.	-	50,000
	15,260,284	140,318,810
c) Dividends received		
Optimus, SGPS, S.A.	24,700,000	17,434,926
Optimus - Comunicações, S.A.	-	46,726,962
Sonae Com Sistemas de Informação, SGPS, S.A.	-	14,132,500
Sontária - Empreendimentos Imobiliários, S.A.	-	583,473
	24,700,000	78,877,861
2. Details of cash and cash equivalents		
Cash in hand	1,042	1,532
Cash at bank	43,139	21,098
Treasury applications	194,801,000	103,301,000
Overdrafts	(285,305)	(12,637,994)
Cash and cash equivalents	194,559,876	90,685,636
Overdrafts	285,305	12,637,994
Cash assets	194,845,181	103,323,630
3. Description of non-monetary financing activities		
a) Bank credit obtained and not used	15,100,000	54,969,000
b) Purchase of company through the issue of shares	Not applicable	Not applicable
c) Conversion of loans into shares	Not applicable	Not applicable

The notes are an integral part of the financial statements at 30 September 2013 and 2012.

The Chief Accountant

Patrícia Maria Cruz Ribeiro da Silva

The Board of Directors

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Frank Emmanuel Dangeard		

6.4. Notes to the individual financial statements

SONAECOM, SGPS, S.A., (hereinafter referred to as 'the Company' or 'Sonaecom') was established on 6 June 1988, under the name Sonae – Tecnologias de Informação, S.A. and has its head office at Lugar de Espido, Via Norte, Maia – Portugal.

Pargeste, SGPS, S.A.'s subsidiaries in the communications and information technology area were transferred to the Company through a demerger-merger process, executed by public deed dated 30 September 1997.

On 3 November 1999, the Company's share capital was increased, its Articles of Association were modified and its name was changed to Sonae.com, SGPS, S.A.. Since then the Company's corporate object has been the management of investments in other companies. Also on 3 November 1999, the Company's share capital was re-denominated to euro, being represented by one hundred and fifty million shares with a nominal value of 1 Euro each.

On 1 June 2000, the Company carried out a Combined Share Offer, involving the following:

- A Retail Share Offer of 5,430,000 shares, representing 3.62% of the share capital, made in the domestic market and aimed at: (i) employees of the Sonae Group; (ii) customers of the companies controlled by Sonaecom; and (iii) the general public;
- An Institutional Offering for sale of 26,048,261 shares, representing 17.37% of the share capital, aimed at domestic and foreign institutional investors.

In addition to the Combined Share Offer, the Company's share capital was increased under the terms explained below. The new shares were fully subscribed for and paid up by Sonae-, SGPS, S.A. (a Shareholder of Sonaecom, hereinafter referred to as 'Sonae'). The capital increase was subscribed for and paid up on the date the price of the Combined Share Offer was determined, and paid up in cash, 31,000,000 new ordinary shares of 1 Euro each being issued. The subscription price for the new shares was the same as that fixed for the sale of shares in the aforementioned Combined Share Offer, which was Euro 10.

In addition, Sonae sold, in that year, 4,721,739 Sonaecom shares under an option granted to the banks leading the Institutional Offer for Sale and 1,507,865 shares to Sonae Group managers and to the former owners of the companies acquired by Sonaecom.

By decision of the Shareholders' General Meeting held on 17 June 2002, Sonaecom's share capital was increased from Euro

181,000,000 to Euro 226,250,000 by public subscription reserved for the existing Shareholders, 45,250,000 new shares of 1 Euro each having been fully subscribed for and paid up at the price of Euro 2.25 per share.

On 30 April 2003, the company's name was changed by public deed to Sonaecom, SGPS, S.A..

By decision of the Shareholders' General Meeting held on 12 September 2005, Sonaecom's share capital was increased by Euro 70,276,868, from Euro 226,250,000 to Euro 296,526,868, by the issuance of 70,276,868 new shares of 1 Euro each and with a share premium of Euro 242,455,195, fully subscribed by France Telecom. The corresponding public deed was executed on 15 November 2005.

By decision of the Shareholders' General Meeting held on 18 September 2006, Sonaecom's share capital was increased by Euro 69,720,000, to Euro 366,246,868, by the issuance of 69,720,000 new shares of 1 Euro each and with a share premium of Euro 275,657,217, subscribed by O93X – Telecomunicações Celulares, S.A. (EDP) and Parpública – Participações Públicas, SGPS, S.A. (Parpública). The corresponding public deed was executed on 18 October 2006.

By decision of the Shareholders General Meeting held on 16 April 2008, bearer shares were converted into registered shares.

The financial statements are presented in euro, rounded at unit.

1. Basis of presentation

The accompanying financial statements have been prepared on a going concern basis, based on the Company's accounting records in accordance with International Financial Reporting Standards (IAS/IFRS) as adopted by the European Union (EU), and taking into account the IAS 34 – 'Interim Financial Reporting'.

The adoption of the International Financial Reporting Standards (IFRS) as adopted by the European Union occurred for the first time in 2007 and as defined by IFRS 1 – 'First time adoption of International Financial Reporting Standards', 1 January 2006 was the date of transition from generally accepted accounting principles in Portugal to those standards.

For Sonaecom, there are no differences between IFRS as adopted by European Union and IFRS published by the International Accounting Standards Board, with the exception of the start dates of the adoption of the standards indicated below.

The following standards, interpretations, amendments and revisions have been approved (endorsed) by the European Union and have mandatory application to financial years beginning on or after 1 January 2013 and were first adopted in the period ended at 30 September 2013:

Standard / Interpretation	Effective date (annual periods beginning on or after)
IFRS 13 (Fair Value Measurement)	1-Jan-13
It will improve consistency and reduce complexity by providing, for the first time, a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across IFRSs.	
IAS 12 - Amendments (Deferred tax: Recovery of Underlying Assets)	1-Jan-12 (*)
The amendment introduces, in the case of investment properties measured using the fair value model, the presumption that recovery of the carrying amount will normally be through sale, in order to determine their tax impact. As a result of the amendments, SIC 21 - 'Income Taxes—Recovery of Revalued Non-Depreciable Assets' would no longer apply to investment properties carried at fair value. The amendments also incorporate into IAS 12 the remaining guidance previously contained in SIC-21, which is accordingly withdrawn.	
IAS 19 - Amendments (Employee Benefits)	1-Jan-13
The amendments make important improvements by eliminating an option to defer the recognition of gains and losses, known as the 'corridor method', improving comparability and faithfulness of presentation, streamlining the presentation of changes in assets and liabilities arising from defined benefit plans and enhancing the disclosure requirements for defined benefit plans.	
IAS 1 - Amendments (Presentation of Items of Other Comprehensive Income)	1-Jul-12
The amendments to IAS 1 require companies preparing financial statements in accordance with IFRSs to group together items within OCI.	
IFRS 7 - Admendments (Disclosures of Financial Instruments)	1-Jan-13
The amendments require additional disclosures regarding financial instruments, particularly, information about those subject to compensation agreements and similars.	
IFRIC 20 (Stripping Costs in the Production Phase of a Surface Mine)	1-Jan-13
The Interpretation clarifies when production stripping should lead to the recognition of an asset and how that asset should be measured, both initially and in subsequent periods.	
IFRS 1 - Amendments (Government Loans)	1-Jan-13
The amendments referred to the Government Loans addresses how a first-time adopters would account for a government loan with a below-market rate of interest when transitioning to IFRS and proposes to permit prospective application of IAS 20 requirements.	
Improvements to IFRS (2009-2011)	1-Jan-13
The IASB finalise its annual improvements publication corresponding to the 2009-2011 cycle including six amendments to five IFRSs. The annual improvements process provides a mechanism for non urgent but necessary amendments to International Financial Reporting Standards (IFRSs) to be grouped together and issued in one package.	

Standard / Interpretation	Effective date (annual periods beginning on or after)
Transition Guidance (Amendments to IFRS 10, IFRS 11 and IFRS 12)	1-Jan-13
The amendments clarify the transition guidance in IFRS 10 Consolidated Financial Statements and also provide additional transition relief in IFRS 11 Joint Arrangements and IFRS 12 Disclosure of Interests in Other Entities, limiting the requirement to provide adjusted comparative information to only the preceding comparative period. Furthermore, for disclosures related to unconsolidated structured entities, the amendments will remove the requirement to present comparative information for periods before IFRS 12 is first applied.	
(*) In accordance with the Regulation which approves the amendment to IAS 12, an entity shall use this standard no later than periods beginning on or after January 1, 2013. The early adoption is however permitted.	
The application of these standards and interpretations had no material effect on the financial statements of the Company.	
The following standards, interpretations, amendments and revisions have been at the date of approval of these financial statements, approved (endorsed) by the European Union, whose application is mandatory only in future financial years:	
Standard / Interpretation	Effective date (annual periods beginning on or after)
IFRS 10 (Consolidated Financial Statements)	1-Jan-13(**)
Builds on existing principles by identifying the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company. The standard provides additional guidance to assist in the determination of control where this is difficult to assess.	
IFRS 11 (Joint Arrangements)	1-Jan-13(**)
Provides for a more realistic reflection of joint arrangements by focusing on the rights and obligations of the arrangement, rather than its legal form (as is currently the case). The standard addresses inconsistencies in the reporting of joint arrangements by requiring a single method to account for interests in jointly controlled entities.	
IFRS 12 (Disclosures of Interests in Other Entities)	1-Jan-13(**)
New and comprehensive standard on disclosure requirements for all forms of interests in other entities, including joint arrangements, associates, special purpose vehicles and other off balance sheet vehicles.	
IAS 27 (Separate Financial Statements)	1-Jan-13(**)
Consolidation requirements previously forming part of IAS 27 have been revised and are now contained in IFRS 10 Consolidated Financial Statements.	
IAS 28 (Investments in Associates and Joint Ventures)	1-Jan-13(**)
The objective of IAS 28 (as amended in 2011) is to prescribe the accounting for investments in associates and to set out the requirements for the application of the equity method when accounting for investments in associates and joint ventures.	

Standard / Interpretation	Effective date (annual periods beginning on or after)
IAS 32- Admendments (Offsetting Financial Assets and Financial Liabilities) IAS 32 is amended to refer to the disclosure requirements in respect of offsetting arrangements.	1-Jan-14

(**) In accordance with the EU Regulation which approves the adoption of IFRS 10, 11 and 12 and the amendments to IAS 27 and IAS 28, an entity shall adopt these standards in the periods beginning on or after January 1, 2014. The early adoption is however permitted.

These standards, although endorsed by the European Union, were not adopted by the Company for the period ended at 30 September 2013, since their application is not yet mandatory.

The application of these standards and interpretations, as applicable to the Company will have no material effect on future statements of the Company.

The following standards, interpretations, amendments and revisions have not yet been approved (endorsed) by the European Union, at the date of approval of these financial statements:

Standard / Interpretation	Effective date (annual periods beginning on or after)
IFRS 9 (Financial Instruments) This standard is the first step in the project to replace IAS 39, and it introduces new requirements for classifying and measuring financial assets.	1-Jan-15
Amendments to IFRS 10, IFRS 12 and IAS 27 (Investment Entities) The amendments apply to a particular class of business that qualify as investment entities. The admendments provide an exception to the consolidation requirements in IFRS 10.	1-Jan-14
Amendments to IAS 36 (Recoverable amount disclosures for Non-Financial Assets) The amendments introduce additional disclosures and clarify the disclosures required when an asset is impaired and the recoverable amount of assets was based on Fair Value Less Cost of Disposal.	1-Jan-14
Amendments to IAS 39 (Novation of Derivatives and Continuation of Hedge Accounting) The objective of the proposed amendments is to provide an exception to the requirement for the discontinuation of hedge accounting in IAS 39 and IFRS 9 in circumstances when a hedging instrument is required to be novated as a result of laws or regulations.	1-Jan-14
IFRIC 21 Levies (Levies Charged by Public Authorities on Entities that Operate in a Specific Market) This interpretation clarifies on when a liability to pay a levy imposed by a government (does not include income taxes - see IAS 12 Income taxes) should be recognised by an entity. IFRIC 21 identifies that the obligating event that gives rise to a liability is the activity that triggers the payment of the levy in accordance with the relevant legislation.	1-Jan-14

These standards have not yet been approved ('endorsed') by the European Union and, as such, were not adopted by the Company for the period ended at 30 September 2013. Their application is not yet mandatory.

It is predicted that the application of these standards and interpretations, as applicable to the Company will have no material effect on future financial statements of the Company.

The accounting policies and measurement criteria adopted by the Company at 30 September 2013 are comparable with those used in the preparation of the individual financial statements at 31 December 2012.

Main accounting policies

The main accounting policies used in the preparation of the accompanying financial statements are as follows:

a) Tangible assets

Tangible assets are recorded at their acquisition cost less accumulated depreciation and less estimated accumulated impairment losses.

Depreciations are calculated on a straight-line monthly basis as from the date the assets are available for use in the necessary conditions to operate as intended by the management, by a corresponding charge to the profit and loss statement caption 'Depreciation and amortisation'.

Impairment losses detected in the realisation value of tangible assets are recorded in the period in which they arise, by a corresponding charge to the caption 'Depreciation and amortisation' of the profit and loss statement.

The annual depreciation rates used correspond to the estimated useful life of the assets, which are as follows:

	Years of useful life
Buildings and others constructions – improvements in buildings owned by third parties	5-20
Plant and machinery	5-8
Fixtures and fittings	3-8
Vehicles	4

Current maintenance and repair costs of tangible assets are recorded as costs in the period in which they occur. Improvements of significant amount, which increase the estimated useful life of the assets, are capitalised and depreciated in accordance with the estimated useful life of the corresponding assets.

b) Intangible assets

Intangible assets are recorded at their acquisition cost less accumulated amortisation and less estimated accumulated

impairment losses. Intangible assets are only recognised, if it is likely that they will bring future economic benefits to the Company, if the Company controls them and if their cost can be reliably measured.

Intangible assets correspond, essentially, to software and industrial property.

Amortisations are calculated on a straight-line monthly basis, over the estimated useful life of the assets (three to six years) as from the month in which the corresponding expenses are incurred.

Amortisation for the period is recorded in the profit and loss statement under the caption 'Depreciation and amortisation'.

c) Investments in Group companies and other non-current assets

Investments in companies in which the Company has direct or indirect voting rights at Shareholders' General Meetings in excess of 50% or in which it has control over the financial and operating policies are recorded under the caption 'Investments in Group companies', at their acquisition cost, in accordance with IAS 27, as Sonaecom presents, separately, consolidated financial statements in accordance with IAS / IFRS.

Loans and supplementary capital granted to affiliated companies with maturities, estimated or defined contractually, greater than one year, are recorded, at their nominal value, under the caption 'Other non-current assets'.

Investments and loans granted to Group companies are evaluated whenever an event or change of circumstances indicates that the recorded amount may not be recoverable or impairment losses recorded in previous years no longer exist.

Impairment losses estimated for investments and loans granted to Group companies are recorded, in the period that they are estimated, under the caption 'Other financial expenses' in the profit and loss statement.

The expenses incurred with the acquisition of investments in Group companies are recorded as cost when they are incurred.

d) Investments in Joint Ventures

Investments in Joint Ventures (companies in which the Company has, direct or indirect, 50% of the voting rights in the Shareholders' General Meeting of or in which it has the control over the financial and operating policies), are recorded under the caption 'Investments in joint ventures', at acquisition cost in accordance with IAS 27, as such, Sonaecom presents, separately, consolidated financial statements in accordance with IAS / IFRS.

Loans and supplementary capital granted to companies jointly controlled, with maturities, estimated or defined

contractually, greater than one year, are recorded, at their nominal value, under the caption 'Other non-current assets'. Investments and loans granted to joint ventures are evaluated whenever an event or change of circumstances indicates that the recorded amount may not be recoverable or impairment losses recorded in previous years no longer exist.

Impairment losses estimated for investments and loans granted to joint ventures are recorded, in the period that they are estimated, under the caption 'Other financial expenses' in the profit and loss statement.

The expenses incurred with the acquisition of investments in joint ventures are recorded as cost when they are incurred.

e) Financial instruments

The Company classifies its financial instruments in the following categories: 'financial assets at fair value through profit or loss', 'loans and receivables', 'held-to-maturity investments', and 'available-for-sale financial assets'. The classification depends on the purpose for which the investments were acquired.

The classification of the investments is determined at the initial recognition and re-evaluated every quarter.

(i) 'Financial assets at fair value through profit or loss'

This category has two sub-categories: financial assets held for trading, and those designated at fair value through profit or loss at inception. A financial asset is classified in this category if it is acquired principally for the purpose of selling in the short term or if the adoption of this method allows reducing or eliminating an accounting mismatch. Derivatives are also registered as held for trading unless they are designated as hedges. Assets in this category are classified as current assets if they are either held for trading or are expected to mature within 12 months of the balance sheet date.

(ii) 'Loans and receivables'

Loans and receivables are non-derivative financial assets with fixed or variable payments that are not quoted in an active market. These financial investments arise when the Company provides money or services directly to a debtor with no intention of trading the receivable.

Loans and receivables are carried at amortised cost using the effective interest method, deducted from any impairment losses.

Loans and receivables are recorded as current assets, except when its maturity is greater than 12 months from the balance sheet date, a situation in which they are classified as non-current assets.

(iii) 'Held-to-maturity investments'

Held-to-maturity investments are non-derivative financial assets with fixed or variable payments and with fixed maturities that the Company's management has the positive intention and ability to hold until their maturity.

(iv) 'Available-for-sale financial assets'

Available-for-sale financial assets are non-derivative investments that are either designated in this category or not classified in any of the other above referred categories. They are included in non-current assets unless management intends to dispose them within 12 months of the balance sheet date.

Purchases and sales of investments are recognised on trade-date – the date on which the Company commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. The 'Financial assets at fair value through profit or loss' are initially recognised at fair value and the transaction costs are recorded in the income statement. Investments are derecognised when the rights to receive cash flows from the investments have expired or transferred, and consequently all substantial risks and rewards of their ownership have been transferred.

'Available-for-sale financial assets' and 'Financial assets at fair value through profit or loss' are subsequently carried at fair value.

'Loans and receivables' and 'Held-to-maturity investments' are carried at amortised cost using the effective interest method.

Realised and unrealised gains and losses arising from changes in the fair value of financial assets classified at fair value through profit or loss are recognised in the income statement. Realised and unrealised gains and losses arising from changes in the fair value of non-monetary securities classified as available-for-sale are recognised in equity. When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments are included in the profit and loss statement as gains or losses from investment securities.

The fair value of quoted investments is based on current bid prices. If the market for a financial asset is not active (and for unlisted securities), the Company establishes fair value by using valuation techniques. These include the use of recent arm's length transactions, reference to similar instruments, discounted cash flow analysis, and option pricing models refined to reflect the issuer's specific circumstances. If none of these valuation techniques can be used, the Company values these investments at acquisition cost net of any identified impairment losses. The fair value of listed investments is determined based on the closing Euronext share price at the balance sheet date.

The Company assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. In case of equity securities classified as available-for-sale, a significant decline (above 25%) or prolonged decline (during two consecutive quarters) in the fair value of the security below its cost is considered in determining whether the securities are impaired. If such evidence exists for available-for-sale financial assets, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment losses on that financial asset previously recognised in the profit or loss statement – is removed from equity and recognised in the profit and loss statement. Impairment losses recognised in the profit and loss statement on equity securities are not reversed through the profit and loss statement.

f) Financial and operational leases

Lease contracts are classified as financial leases, if, in substance, all risks and rewards associated with the detention of the leased asset are transferred by the lease contract or as operational leases, if, in substance, there is no transfer of risks and rewards associated with the detention of the leased assets.

The lease contracts are classified as financial or operational in accordance with the substance and not with the form of the respective contracts.

Tangible assets acquired under finance lease contracts and the related liabilities are recorded in accordance with the financial method. Under this method the tangible assets, the corresponding accumulated depreciation and the related liability are recorded in accordance with the contractual financial plan at fair value or, if less, at the present value of payments. In addition, interest included in lease payments and depreciation of the tangible assets are recognised as expenses in the profit and loss statement for the period to which they relate.

Assets under long-term rental contracts are recorded in accordance with the operational lease method. In accordance with this method, the rents paid are recognised as an expense, over the rental period.

g) Other current debtors

Other current debtors are recorded at their net realisable value, and do not include interest, because the financial updated effect is not significant.

These financial investments arise when the Company provides money or services directly to a debtor with no intention of trading the receivable.

The amount relating to this caption is presented net of any impairment losses, which are recorded in the profit and loss statement under the caption 'Provisions and impairment

losses'. Future reversals of impairment losses are recorded in the profit and loss statement under the caption 'Provisions and impairment losses'.

h) Cash and cash equivalents

Amounts included under the caption 'Cash and cash equivalents' correspond to amounts held in cash and term bank deposits and other treasury applications where the risk of any change in value is insignificant.

The cash flow statement has been prepared in accordance with IAS 7 – 'Statement of Cash Flow', using the direct method. The Company classifies, under the caption 'Cash and cash equivalents', investments that mature in less than three months, for which the risk of change in value is insignificant. The caption 'Cash and cash equivalents' in the cash flow statement also includes bank overdrafts, which are reflected in the balance sheet caption 'Short-term loans and other loans'.

The cash flow statement is classified by operating, financing and investing activities. Operating activities include payments to personnel and other captions relating to operating activities.

Cash flows from investing activities include the acquisition and sale of investments in associated and subsidiary companies and receipts and payments resulting from the purchase and sale of tangible assets.

Cash flows from financing activities include payments and receipts relating to loans obtained and finance lease contracts.

All amounts included under this caption are likely to be realised in the short term and there are no amounts given or pledged as guarantee.

i) Loans

Loans are recorded as liabilities by the 'amortised cost'. Any expenses incurred in setting up loans are recorded as a deduction to the nominal debt and recognised during the period of the financing, based on the effective interest rate method. The interests incurred but not yet due are added to the loans caption until their payment.

j) Financial expenses relating to loans obtained

Financial expenses relating to loans obtained are generally recognised as expenses at the time they are incurred. Financial expenses related to loans obtained for the acquisition, construction or production of fixed assets are capitalised as part of the cost of the assets. These expenses are capitalised starting from the time of preparation for the construction or development of the asset and are interrupted when the assets are ready to operate, at the end of the production or construction phases or when the associated project is suspended.

k) Derivatives

The Company only uses derivatives in the management of its financial risks to hedge against such risks. The Company does not use derivatives for trading purposes.

The cash flow hedges used by the Company are related to:

(i) Interest rate swaps operations to hedge against interest rate risks on loans obtained. The amounts, interest payment dates and repayment dates of the underlying interest rate swaps are similar in all respects to the conditions established for the contracted loans. Changes in the fair value of cash flow hedges are recorded in assets or liabilities, against a corresponding entry under the caption 'Hedging reserves' in Shareholders' funds.

(ii) Forward's exchange rate for hedging foreign exchange risk. The values and times periods involved are identical to the amounts invoiced and their maturities.

In cases where the hedge instrument is not effective, the amounts that arise from the adjustments to fair value are recorded directly in the profit and loss statement.

At 30 of September 2013 and 2012, the Company did not have any derivative, beyond those mentioned in note 1.t).

l) Provisions and contingencies

Provisions are recognised when, and only when, the Company has a present obligation (either legal or implicit) resulting from a past event, the resolution of which is likely to involve the disbursement of funds by an amount that can be reasonably estimated.

Provisions are reviewed at the balance sheet date and adjusted to reflect the best estimate at that date.

Provisions for restructurings are only registered if the Company has a detailed plan and if that plan has already been communicated to the parties involved.

Contingent liabilities are not recognised in the financial statements but are disclosed in the notes, except if the possibility of a cash outflow affecting future economic benefits is remote.

Contingent assets are not recognised in the financial statements but are disclosed in the notes when future economic benefits are likely to occur.

m) Income Tax

'Income tax' expense represents the sum of the tax currently payable and deferred tax. Income tax is recognised in accordance with IAS 12 – 'Income Tax'.

Sonaecom has adopted, since 1 January 2008, the special regime for the taxation of groups of companies, under which,

the provision for income tax is determined on the basis of the estimated taxable income of all the companies covered by that regime, in accordance with such rules. The special regime for the taxation of groups of companies covers all subsidiaries on which the group holds at least 90% of their share capital, with its headquarters located in Portugal and subject to Corporate Income Tax (IRC).

Deferred taxes are calculated using the liability method and reflect the timing differences between the amount of assets and liabilities for accounting purposes and the respective amounts for tax purposes.

Deferred tax assets are only recognised when there is reasonable expectation that sufficient taxable profits shall arise in the future to allow such deferred tax assets to be used. At the end of each period, the recorded and unrecorded deferred tax assets are revised and they are reduced whenever their realisation ceases to be probable, or increased if future taxable profits are likely enabling the recovery of such assets (note 9).

Deferred taxes are calculated with the tax rate that is expected to be in effect at the time the asset or liability is realised.

Whenever deferred taxes derive from assets or liabilities directly registered in Shareholders' funds, its recording is also made under the Shareholders' funds caption. In all other situations, deferred taxes are always registered in the profit and loss statement.

n) Accrual basis and revenue recognition

Expenses and income are recorded in the period to which they relate, regardless of their date of payment or receipt. Estimated amounts are used when actual amounts are not known.

The captions 'Other non-current assets', 'Other current assets', 'Other non-current liabilities' and 'Other current liabilities' include expenses and income relating to the current period, where payment and receipt will occur in future periods, as well as payments and receipts in the current period but which relate to future periods. The latter shall be included by the corresponding amount in the results of the periods to which they relate to.

The costs attributable to current period and whose expenses will only occur in future periods are estimated and recorded under the caption 'Other current liabilities' and 'Other non-current liabilities', when it is possible to estimate reliably the amount and the timing of occurrence of the expense. If there is uncertainty regarding both the date of disbursement of funds, and the amount of the obligation, the value is classified as Provisions (note 1.1)).

Non-current financial assets and liabilities are recorded at fair value and, in each period, the financial actualisation of the fair

value is recorded in the profit and loss statement under the captions 'Other financial expenses' and 'Other financial income'.

Dividends are recognised when the Shareholders' rights to receive such amounts are appropriately established and communicated.

o) Balance sheet classification

Assets and liabilities due in more than one year from the date of the balance sheet are classified, respectively, as non-current assets and non-current liabilities.

In addition, considering their nature, the deferred taxes and the provisions for other liabilities and charges, are classified as non-current assets and liabilities (notes 9 and 15).

p) Reserves

Legal reserve

Portuguese commercial legislation requires that at least 5% of the annual net profit must be appropriated to a legal reserve, until such reserve reaches at least 20% of the share capital. This reserve is not distributable, except in case of liquidation of the Company, but may be used to absorb losses, after all the other reserves are exhausted, or to increase the share capital.

Share premiums

The share premiums relate to premiums generated in the issuance of capital or in capital increases. According to Portuguese law, share premiums follow the same requirements of 'Legal reserves', ie, they are not distributable, except in case of liquidation, but they can be used to absorb losses, after all the other reserves are exhausted or to increase share capital.

Medium-term incentive plans reserves

According to IFRS 2 - 'Share based payment', the responsibility related with the equity settled plans is registered, as a credit, under the caption of Medium Term Incentive Plan Reserves, which are not distributable and which cannot be used to absorb losses.

Hedging reserve

Hedging reserve reflects the changes in fair value of 'cash flow' hedges derivatives that are considered effective (note 1.k)) and it is non-distributable nor can it be used to absorb losses.

Own shares reserve

The own shares reserve reflects the acquisition value of the own shares and follows the same requirements of legal reserves.

Therefore, at 30 September 2013, Sonaecom, SGPS, S.A., didn't have free reserves distributable.

q) Own shares

Own shares are recorded as a deduction of Shareholders' funds. Gains or losses related to the sale of own shares are recorded under the caption 'Other reserves'.

r) Foreign currency

All assets and liabilities expressed in foreign currency were translated into Euro using the exchange rates in force at the balance sheet.

Favourable and unfavourable foreign exchange differences resulting from changes in the rates in force at transaction date and those in force at the date of collection, payment or at the balance sheet date are recorded as income and expenses in the profit and loss statement of the period, in financial results.

The following rates were used for the translation into Euro:

	2013		2012	
	30 September	Average	30 September	Average
Pounds Sterling	1.1961	1.1740	1.2531	1.2321
Swiss franc	0.8180	0.8121	0.8265	0.8303
Swedish krona	0.1155	0.1166	0.1184	0.1146
American Dollar	0.7405	0.7597	0.7734	0.7812

s) Assets impairment

Impairment tests are performed at the date of each balance sheet and whenever an event or change of circumstances indicates that the recorded amount of an asset may not be recoverable.

Whenever the book value of an asset is greater than the amount recoverable, an impairment loss is recognised and recorded in the profit and loss statement under the caption 'Depreciation and amortisation' in the case of fixed assets, under the caption 'Other financial expenses' in the case of financial investments or under the caption 'Provisions and impairment losses', in relation to the other assets. The amount recoverable is the greater of the net selling price and the value of use. Net selling price is the amount obtained upon the sale of an asset in a transaction within the capability of the parties involved, less the costs directly related to the sale. The value of use is the present amount of the estimated future cash flows expected to result from the continued use of the asset and of its sale at the end of its useful life. The recoverable amount is estimated for each asset individually or, if this is not possible, for the cash-generating unit to which the asset belongs.

For financial investments, the recoverable amount, calculated in terms of value in use, is determined based on last business plans duly approved by the Board of Directors of the Company.

Evidence of the existence of impairment in accounts receivables appears when:

- the counterparty presents significant financial difficulties;
- there are significant delays in interest payments and in other leading payments from the counterparty;
- it is possible that the debtor goes into liquidation or into a financial restructuring.

t) Medium-term incentive plans

The accounting treatment of Medium Term Incentive Plans is based on IFRS 2 – 'Share-based Payments'.

Under IFRS 2, when the settlement of plans established by the Company involves the delivery of Sonaecom's own shares, the estimated responsibility is recorded, as a credit entry, under the caption 'Reserves – Medium Term Incentive Plans', within the caption 'Shareholders' funds' and is charged as an expense under the caption 'Staff expenses' in the profit and loss statement.

The quantification of this responsibility is based on its fair value at the attribution date and is recognised over the vesting period of each plan (from the award date of the plan until its vesting or settlement date). The total responsibility, at any point in time, is calculated based on the proportion of the vesting period that has 'elapsed' up to the respective accounting date.

When the responsibilities associated with any plan are covered by a hedging contract, ie, when those responsibilities are replaced by a fixed amount payable to a third party and when Sonaecom is no longer the party that will deliver the Sonaecom shares, at the settlement date of each plan, the above accounting treatment is subject to the following changes:

- (i) The total gross fixed amount payable to third parties is recorded in the balance sheet as either 'Other non-current liabilities' or 'Other current liabilities';
- (ii) The part of this responsibility that has not yet been recognised in the profit and loss statement (the 'unelapsed' proportion of the cost of each plan) is deferred and is recorded, in the balance sheet as either 'Other non-current assets' or 'Other current assets';
- (iii) The net effect of the entries in (i) and (ii) above eliminate the original entry to 'Shareholders' funds';
- (iv) In the profit and loss statement, the 'elapsed' proportion continues to be charged as an expense under the caption 'Staff expenses'.

For plans settled in cash, the estimated liability is recorded under the balance sheet captions 'Other non-current liabilities' and 'Other current liabilities' by a corresponding entry to the income statement caption 'Staff expenses', for the cost

relating to the vesting period that has 'elapsed' up to the respective accounting date. The liability is quantified based on the fair value of the shares as of each balance sheet date.

When the liability is covered by a hedging contract, recognition is made in the same way as described above, but with the liability being quantified based on the contractually fixed amount.

Equity-settled plans to be liquidated through the delivery of shares of the parent company are recorded as if they were settled in cash, which means that the estimated liability is recorded under the balance sheet captions 'Other non-current liabilities' and 'Other current liabilities' by a corresponding entry to the income statement caption 'Staff expenses', for the cost relating to the deferred period elapsed. The liability is quantified based on the fair value of the shares as of each balance sheet date.

For 2011 Sonaecom shares plan, the Company signed with Sonaecom, SGPS, S.A., a contract that agrees to the transfer of Sonaecom, SGPS, S.A. shares for employees and board members of the Group as requested by Sonaecom and under the MTIP of Sonaecom and fixed the shares' acquisition price. The remaining Sonaecom share plans are covered through the detention of own shares. The impacts associated to the Medium Term Incentive Plans are registered, in the balance sheet, under the caption 'Medium Term Incentive Plans Reserve'. The cost is recognized under the profit and loss statement caption 'Staff expenses'.

Regarding the plans liquidated through the delivery of shares of the parent company, the company entered into hedging contracts with an external entity under which the acquisition price of those shares was fixed. Therefore, the responsibility is recorded based on that fixed price, proportionally to the period of time elapsed since the award date until the date of record, under the captions 'Other non-current liabilities' and 'Other current liabilities'. The cost is recognized on the income statement under the caption 'Staff expenses'.

u) Subsequent events

Events occurring after the date of the balance sheet which provide additional information about conditions prevailing at the time of the balance sheet (adjusting events) are reflected in the financial statements. Events occurring after the balance sheet date that provide information on post-balance sheet conditions (non-adjusting events), when material, are disclosed in the notes to the financial statements.

v) Judgements and estimates

The most significant accounting estimates reflected in the financial statements of the periods ended at 30 September 2013 and 2012 include mainly impairment analysis of assets, particularly financial investments in Group companies.

Estimates used are based on the best information available during the preparation of financial statements and are based on the best knowledge of past and present events. Although future events are not controlled by the Company neither foreseeable, some could occur and have impact on the estimates. Changes to the estimates used by the management that occur after the approval date of these financial statements, will be recognised in net income, in accordance with IAS 8 – 'Accounting Policies, Changes in Accounting Estimates and Errors', using a prospective methodology.

The main estimates and assumptions in relation to future events included in the preparation of financial statements are disclosed in the respective notes.

x) Financial risk management

The Company's activities expose it to a variety of financial risks such as market risk, liquidity risk and credit risk.

These risks arise from the unpredictability of financial markets, which affect the capacity to project cash flows and profits. The Company's financial risk management, subject to a long-term ongoing perspective, seeks to minimise potential adverse effects that derive from that uncertainty, using, every time it is possible and advisable, derivative financial instruments to hedge the exposure to such risks (note 1.k)).

Market risk

a) Foreign exchange risk

Foreign exchange risk management seeks to minimise the volatility of investments and transactions made in foreign currency and contributes to reduce the sensitivity of results to changes in foreign exchange rates.

Whenever possible, the Company uses natural hedges to manage exposure, by offsetting credits granted and credits received expressed in the same currency. When such procedure is not possible, the Company adopts derivative financial hedging instruments (note 1. j)).

Considering the reduced values of assets and liabilities in foreign currency, the impact of a change in exchange rate will not have significant impacts on the financial statements.

b) Interest rate risk

Sonaecom's total debt is indexed to variable rates, exposing the total cost of debt to a high risk of volatility. The impact of this volatility in the Company results or in its Shareholders' funds is mitigated by the effect of the following factors: (i) relatively low level of financial leverage; (ii) possibility to use derivative instruments that hedge the interest rate risk, as mentioned below; (iii) possible correlation between the level of market interest rates and economic growth the latter having a positive effect in other lines of the Company's results, and in this way partially offsetting the increase of financial costs

('natural hedge'); and (iv) the existence of stand alone or consolidated liquidity which is also bearing interest at a variable rate.

The Company only uses derivatives or similar transactions to hedge interest rate risks considered significant. Three main principles are followed in all instruments selected and used to hedge interest rate risk:

- For each derivative or instrument used to hedge a specific loan, the interest payment dates on the loans subject to hedging must equalise the settlement dates defined under the hedging instrument;
- Perfect match between the base rates: the base rate used in the derivative or hedging instrument should be the same as that of the facility / transaction which is being hedged;
- As from the start of the transaction, the maximum cost of the debt, resulting from the hedging operation is known and limited, even in scenarios of extreme changes in market interest rates, so that the resulting rates are within the cost of the funds considered in the Company's business plan.

As all Sonaecom's borrowings (note 13) are at variable rates, interest rate swaps and other derivatives are used to hedge future changes in cash flow relating to interest payments, when it is considered necessary. Interest rate swaps have the financial effect of converting the respective borrowings from floating rates to fixed rates. Under the interest rate swaps, the Company agrees with third parties (banks) to exchange, in pre-determined periods, the difference between the amount of interest calculated at the fixed contract rate and the floating rate at the time of re-fixing, by reference to the respective agreed notional amounts.

The counterparties of the derivative hedging instruments are limited to highly rated financial institutions, being the Company's policy, when contracting such instruments, to give preference to financial institutions that form part of its financing transactions.

In order to select the counterparty for occasional operations, Sonaecom requests proposals and indicative prices from a representative number of banks in order to ensure adequate competitiveness of these operations.

In determining the fair value of hedging operations, the Company uses certain methods, such as option valuation and discounted future cash flow models, using assumptions based on market interest rates prevailing at the balance sheet date. Comparative financial institution quotes for the specific or similar instruments are used as a benchmark for the valuation.

The fair value of the derivatives contracted, that are considered as fair value hedges or the ones that are considered not sufficiently effective for cash flow hedge (in accordance with the provisions established in IAS 39 –

'Financial Instruments'), are recognised under borrowings captions and changes in the fair value of such derivatives are recognised directly in the profit and loss statement for the period. The fair value of derivatives of cash flow hedge, that are considered effective according to IAS 39 – 'Financial Instruments', are recognised under borrowing captions and changes in the fair value are recognised in equity.

Sonaecom's Board of Directors approves the terms and conditions of the financing with significant impact in the Company, based on the analysis of the debt structure, the risks and the different options in the market, particularly as to the type of interest rate (fixed / variable). Under the policy defined above, the Executive Committee is responsible for the decision on the occasional interest rate hedging contracts, through the monitoring of the conditions and alternatives existing in the market.

Liquidity risk

The existence of liquidity in the Company requires the definition of some policies for an efficient and secure management of the liquidity, allowing us to maximise the profitability and to minimise the opportunity costs related with that liquidity.

The liquidity risk management has a threefold objective: (i) Liquidity, ie, to ensure the permanent access in the most efficient way to obtain sufficient funds to settle current payments in the respective dates of maturity as well as any eventual not forecasted requests for funds, in the deadlines set for this; (ii) Safety, ie, to minimise the probability of default in any reimbursement of application of funds; and (iii) Financial efficiency, ie, to ensure that the Company maximises the value / minimise the opportunity cost of holding excess liquidity in the short term.

The main underlying policies correspond to the variety of instruments allowed, the maximum acceptable level of risk, the maximum amount of exposure by counterparty and the maximum periods for investments.

The existing liquidity should be applied to the alternatives and by the order described below:

- (i) Amortisation of short-term debt – after comparing the opportunity cost of amortisation and the opportunity cost related to alternative investments;
- (ii) Consolidated management of liquidity – the existing liquidity in Group companies, should mainly be applied in Group companies, to reduce the use of bank debt at a consolidated level;
- (iii) Applications in the market.

The applications in the market are limited to eligible counterparties, with ratings previously established by the

Board and limited to certain maximum amounts by counterparty.

The definition of maximum amounts intends to assure that the application of liquidity in excess is made in a prudent way and taking into consideration the best practices in terms of bank relationships.

The maturity of applications should equalise the forecasted payments (or the applications should be easily convertible, in case of asset investments, to allow urgent and not estimated payments), considering a threshold for eventual deviations on the estimates. The threshold depends on the accuracy level of treasury estimates and would be determined by the business. The accuracy of the treasury estimates is an important variable to quantify the amounts and the maturity of the applications in the market.

The maturity of each class of financial liabilities is presented in note 13.

Credit risk

The Company's exposure to credit risk is mainly associated with the accounts receivable related to current operational activities. The credit risk associated to financial operations is mitigated by the fact that the Company only negotiates with entities with high credit quality.

The management of this risk seeks to guarantee that the amounts owing are effectively collected within the periods negotiated without affecting the financial health of the Company.

The amounts included in the financial statements related to other current debtors, net of impairment losses, represent the maximum exposure of the Company to credit risk.

2. Tangible assets

The movement in tangible assets and in the corresponding accumulated depreciation and impairment losses in the periods ended at 30 September 2013 and 2012 was as follows:

							2013
	Buildings and other constructions	Plant and machinery	Vehicles	Tools	Fixtures and fittings	Other tangible assets	Total
Gross assets							
Balance at 31 December 2012	722,909	46,685	-	171	333,756	104	1,103,625
Additions	-	-	22,060	-	3,669	-	25,729
Disposals	-	-	-	-	(1,040)	-	(1,040)
Balance at 30 September 2013	722,909	46,685	22,060	171	336,385	104	1,128,314
Accumulated depreciation and impairment losses							
Balance at 31 December 2012	486,209	40,497	-	171	280,140	104	807,121
Depreciation for the period	31,318	4,583	919	-	13,584	-	50,404
Disposals	-	-	-	-	(1,040)	-	(1,040)
Balance at 30 September 2013	517,527	45,080	919	171	292,684	104	856,485
Net value	205,382	1,605	21,141	-	43,701	-	271,829

							2012
	Buildings and other constructions	Plant and machinery	Vehicles	Tools	Fixtures and fittings	Other tangible assets	Total
Gross assets							
Balance at 31 December 2011	721,165	46,325	-	171	333,757	104	1,101,522
Additions	-	360	-	-	-	-	360
Balance at 30 September 2012	721,165	46,685	-	171	333,757	104	1,101,882
Accumulated depreciation and impairment losses							
Balance at 31 December 2011	444,736	33,182	-	171	262,282	104	740,475
Depreciation for the period	31,083	5,486	-	-	13,486	-	50,055
Balance at 30 September 2012	475,819	38,668	-	171	275,768	104	790,530
Net value	245,346	8,017	-	-	57,989	-	311,352

3. Intangible assets

The movement in intangible assets and in the corresponding accumulated amortisation and impairment losses in the periods ended at 30 September 2013 and 2012, was as follows:

				2013
	Brands, patents and other rights	Software	Intangible assets in progress	Total
Gross assets				
Balance at 31 December 2012	9,719	190,031	2,373	202,123
Transfers	-	2,373	(2,373)	-
Balance at 30 September 2013	9,719	192,404	-	202,123
Accumulated amortisation and impairment losses				
Balance at 31 December 2012	9,339	183,474	-	192,813
Amortisation for the period	380	1,431	-	1,811
Balance at 30 September 2013	9,719	184,905	-	194,624
Net value	-	7,499	-	7,499

				2012
	Brands, patents and other rights	Software	Intangible assets in progress	Total
Gross assets				
Balance at 31 December 2011	9,719	183,623	-	193,342
Balance at 30 September 2012	9,719	183,623	-	193,342
Accumulated amortisation and impairment losses				
Balance at 31 December 2011	8,316	182,741	-	191,057
Amortisation for the period	767	354	-	1,121
Balance at 30 September 2012	9,083	183,095	-	192,178
Net value	636	528	-	1,164

4. Breakdown of financial instruments

At 30 September 2013 and 2012, the breakdown of financial instruments was as follows:

						2013
	Loans and receivables	Financial assets at fair value through profit or loss	Other financial assets	Subtotal	Others not covered by IFRS 7	Total
Non-current assets						
Financial assets at fair value through profit or loss (note 7)	-	164,953,026	-	164,953,026	-	164,953,026
Other non-current assets (note 8)	171,435,246	-	-	171,435,246	-	171,435,246
	171,435,246	164,953,026	-	336,388,272	-	336,388,272
Current assets						
Other trade debtors (note 10)	13,526,370	-	-	13,526,370	2,314,201	15,840,571
Other current assets	-	-	426,305	426,305	1,424,712	1,851,017
Cash and cash equivalents (note 11)	194,845,181	-	-	194,845,181	-	194,845,181
	208,371,551	-	426,305	208,797,856	3,738,913	212,536,769
						2012
	Loans and receivables	Financial assets at fair value through profit or loss	Other financial assets	Subtotal	Others not covered by IFRS 7	Total
Non-current assets						
Financial assets at fair value through profit or loss (note 7)	-	-	-	-	-	-
Other non-current assets (note 8)	499,364,206	-	-	499,364,206	-	499,364,206
	499,364,206	-	-	499,364,206	-	499,364,206
Current assets						
Other trade debtors (note 10)	23,453,366	-	-	23,453,366	3,469,713	26,923,079
Other current assets	-	-	817,504	817,504	162,424	979,928
Cash and cash equivalents (note 11)	103,323,630	-	-	103,323,630	-	103,323,630
	126,776,996	-	817,504	127,594,500	3,632,137	131,226,637
						2013
	Liabilities recorded at amortised cost	Other financial liabilities	Subtotal	Others not covered by IFRS 7	Total	
Non-current liabilities						
Medium and long-term loans – net of short-term portion (note 14)	20,240,766	-	20,240,766	-	20,240,766	
Other non-current liabilities	35,281	-	35,281	315,267	350,548	
	20,276,047	-	20,276,047	315,267	20,591,314	
Current liabilities						
Short-term loans and other loans (note 14)	22,785,582	-	22,785,582	-	22,785,582	
Other creditors (note 16)	-	7,889,323	7,889,323	299,016	8,188,339	
Other current liabilities	-	796,418	796,418	309,323	1,105,741	
	22,785,582	8,685,741	31,471,323	608,339	32,079,662	
					2012	
	Liabilities recorded at amortised cost	Other financial liabilities	Subtotal	Others not covered by IFRS 7	Total	
Non-current liabilities						
Medium and long-term loans – net of short-term portion (note 14)	188,796,920	-	188,796,920	-	188,796,920	
Other non-current liabilities	-	-	-	104,833	104,833	
	188,796,920	-	188,796,920	104,833	188,901,753	
Current liabilities						
Short-term loans and other loans (note 14)	207,163,568	-	207,163,568	-	207,163,568	
Other creditors (note 16)	-	316,340	316,340	118,388	434,728	
Other current liabilities	-	652,381	652,381	255,544	907,925	
	207,163,568	968,721	208,132,289	373,932	208,506,221	

Considering the nature of the balances, the amounts to be paid and received to / from 'State and other public entities', as well as the specialized costs with share plans were considered outside the scope of IFRS 7. Also, the deferred income and deferred costs under the captions 'Other current assets', 'Other current liabilities', 'Other non-current assets' and 'Other non-current liabilities' were considered as non-financial instrument.

The Sonaecom's Board of Directors believes that, the fair value of the breakdown of financial instruments recorded at amortised cost or registered at the present value of the payments does not differ significantly from their book value. This decision is based in the contractual terms of each financial instrument.

5. Investments in Group companies

At 30 September 2013 and 2012, this caption included the following investments in Group companies:

Company	2013	2012
Sonaetelecom BV	75,009,902	75,009,902
Sonae com - Sistemas de Informação, SGPS, S.A. ('Sonae com SI')	52,241,587	52,241,587
Sonaecom BV	25,020,000	25,020,000
PCJ - Público, Comunicação e Jornalismo, S.A. ('PCJ')	11,176,546	3,551,771
Público - Comunicação Social, S.A. ('Público')	10,227,595	3,738,230
Miauger - Organização e Gestão de Leilões Electrónicos, S.A. ('Miauger')	5,714,245	4,568,100
Sonaecom - Serviços Partilhados, S.A. ('Sonaecom SP')	50,000	50,000
OPTIMUS, SGPS, S.A. ('Optimus SGPS') *	-	1,005,866,218
	179,439,875	1,170,045,808
Impairment losses (note 15)	(112,046,451)	(86,868,004)
Total investments in Group companies	67,393,424	1,083,177,804

* This company changed its name from Sonae Telecom, SGPS, S.A., to OPTIMUS, SGPS, S.A., at 12 October 2012

The movements that occurred in investments in this caption during the periods ended at 30 September 2013 and 2012 were as follows:

Company	Balance at 31 December 2012	Additions	Disposals	Transfers and write-offs	Balance at 30 September 2013
Sonaetelecom BV	75,009,902	-	-	-	75,009,902
Sonae com SI	52,241,587	-	-	-	52,241,587
Sonaecom BV	25,020,000	-	-	-	25,020,000
PCJ	3,551,772	7,624,774	-	-	11,176,546
Público	3,738,230	6,489,365	-	-	10,227,595
Miauger	4,568,100	1,146,145	-	-	5,714,245
Sonaecom SP	50,000	-	-	-	50,000
Optimus SGPS	1,005,866,218	-	(1,005,866,218)	-	-
	1,170,045,809	15,260,284	(1,005,866,218)	-	179,439,875
Impairment losses (note 15)	(97,197,713)	(10,000)	-	(14,838,738)	(112,046,451)
	1,072,848,096	15,250,284	(1,005,866,218)	(14,838,738)	67,393,424

Company	Balance at 31 December 2011	Additions	Disposals	Transfers and write-offs	Balance at 30 September 2012
Optimus SGPS	107,289,987	898,576,231	-	-	1,005,866,218
Sonaetelecom BV	75,009,902	-	-	-	75,009,902
Sonae com SI	52,241,587	-	-	-	52,241,587
Sonaecom BV	25,020,000	-	-	-	25,020,000
Miauger	4,568,100	-	-	-	4,568,100
Público	494,495	3,243,735	-	-	3,738,230
PCJ	50,000	3,501,771	-	-	3,551,771
Sonaecom SP	-	50,000	-	-	50,000
Optimus	898,576,231	-	(898,576,231)	-	-
Be Artis	8,230,885	14,943,304	(23,174,189)	-	-
Sontária	6,120,239	-	(6,120,239)	-	-
	1,177,601,426	920,315,041	(927,870,659)	-	1,170,045,808
Impairment losses (note 15)	(80,122,497)	(351,772)	-	(6,393,735)	(86,868,004)
	1,097,478,929	919,963,269	(927,870,659)	(6,393,735)	1,083,177,804

Following the announcement made, on 14 December 2012, between Sonaecom, SGPS, S.A., Kento Holding Limited and Jadeium BV (currently named Unitel International Holdings, BV, collectively referred to as 'Kento/Jadeium'), of having reached an agreement to recommend to the Boards of Zon Multimédia – Serviços de Telecomunicações e Multimédia, SGPS, S.A. ('Zon') and Optimus SGPS, SA a merger between the two companies, on 11 January 2013, Sonaecom, SGPS, S.A. ('Sonaecom') carried out a capital increase in kind, transferring 81.807% of its financial participation in Optimus SGPS, S.A. to ZOPT,SGPS, S.A. (vehicle used for this purpose), conditional upon completion of the merger.

Thus, following the above mentioned agreement, on 27 August 2013, and after fulfilling all the remedies required to the operation, the merger was closed. Sonaecom considers this to be the date on which Zopt took control of Zon Optimus. Accordingly, in the same day, it was registered the capital increase in kind with the transference of 81.807% Sonaecom's financial participation in Optimus SGPS, S.A. to ZOPT,SGPS, S.A ('Zopt') (note 6). As a consequence, Sonaecom held a 50% stake in Zopt, as well as shareholder loans to be received from Zopt amounting to Euro 230 million (note 8), which would later be reduced to Euro 115 million (notes 8 and 18). Additionally, the remaining stake of 18.193% in Optimus SGPS, was converted into a minority stake of 7.28% in Zon Optimus (note 7).

Resulting from a 'Shareholders Agreement' between the parties involved in the merger, Sonacom and Kento/Jadeium Group agreed not to acquire any shares of Zon Optimus, with the exception of the shares acquired by Sonaecom as a result of the operation. For this reason, the 'Shareholders Agreement' also foresees that after 2 years from the date of the formal closing of the merger, and for a period of three months, the Group Kento / Jadeium may exercise a call option over half of the shares of Zon Optimus that Sonaecom holds at the date of the exercise of call option, at a price equal to the weighted average price of the previous month.

After the share capital increase of Zopt and the closing of the merger between Optimus SGPS and Zon, Sonaecom derecognised an investment in Optimus SGPS amounting to Euro 1,006 million and the supplementary capital amounting to Euro 144.6 million (note 8). Sonaecom has also recognized an investment in Zopt amounting to Euro 598 million ¹ (note 6), loans to be received from Zopt amounting Euro 230 million and an investment registered at fair value through Zon Optimus shares (the conversion of 20,921,650 Optimus SGPS shares, representing 18.193% of the share capital, to 37,489,324 Zon Optimus shares, representing 7.28% of the share capital), at the market price of 27 August 2013 (date of the closing of the merger), amounting to Euro 156 million (note 7).

¹ The Zopt participation of 598 million euros ($598 = ((2.850 \times 50,01\%) - 230) \times 50\%$) results from the valuation of the holding of Zopt in Zon Optimus, amounting to 2,850 million euros. This corresponds to the sum of the valuation of the capital increase in Zopt by Zon and Optimus (the valuation was made by the entities involved in the capital increase and the merger project) in 2,500 million euros and the minimum synergies estimated, disclosed in the merger project in the amount of 350 million euros, deducted from loans totaling 230 million euros. It was decided that Zon market price at the date of the closing of the merger didn't reflected the fair value of Zon Optimus (the argument for not using the Zon share price at the date of the close of the merger, as abovementioned, is proven by the positive evolution of Zon Optimus share price since the date of the merger until the date of this document (2,638 million euros versus 2,141, price at 27 August 2013, merger date). For this reason, the market capitalization of Zon was not considered as a reference for valuing the Zopt investment. The valuation of Zon and Optimus was based on internally and analysts' projections, regarding the main economic indicators, including operating results and investment. For this purpose, was used a weighted average cost of capital of 9.5% and growth rate of 3%.

Thus, as a result of the derecognition of the investment in Optimus SGPS, the recognition of the investments in Zopt and Zon Optimus, and the loans to be received from Zopt, it was registered a capital loss of 167 million euros (note 18).

In the period ended at 30 September 2013, the amounts of Euro 7,624,774 and Euro 6,489,365 under the caption 'Additions' in PCJ and Público, respectively, relates to increases of share capital and the amount of Euro 1,146,145 in Miauger relates to an increase of capital to cover losses, by conversion of supplementary capital to share capital.

Considering that this increase has been offset by an equal decrease in 'Other non-current assets', the net exposure to these investments did not change in the period ended at 30 September 2013.

In the period ended at 30 September 2012, Sonaecom sold the entire share capital of its subsidiaries Be Artis and Sontária to Optimus SGPS, a company fully owned by Sonaecom at that date. The participations were sold for the amount of Euro 456 million and Euro 9 million respectively, including share capital, loans and supplementary capital (note 7), generating a loss of circa Euro 363 thousand (note 18).

In the period ended at 30 September 2012, the amounts of Euro 14,943,304, Euro 3,243,735 and Euro 3,501,771 under the caption 'Additions' in Be Artis, Público and PCJ, respectively, relates to an increase of capital to cover losses. The amount of Euro 50,000 under the caption 'Additions' at Sonaecom SP, relates to the constitution of Sonaecom Serviços Partilhados, S.A., wholly owned by Sonaecom.

The variation in 'Impairment losses', in the period ended at 30 September 2013, result from the increase made in the amount of Euro 10,000 (note 15) and the transfer of Euro 14,838,738 to the caption 'Other non-current assets' (note 8 and 15). In the period ended at 30 September 2012, the variation in 'Impairment losses' result, mainly, from the transfer of Euro 6,393,735 to the caption 'Other non-current assets' (note 8)

In September 2012, the additions and disposals occurred in Optimus SGPS and Optimus, respectively, are referred to Optimus SGPS capital increase. This capital increase was fully subscribed by Sonaecom, through contributions in kind, specifically the delivery of 64.14% of the share capital of Optimus – Comunicações, S.A. Following this transaction, Optimus SGPS (wholly owned by Sonaecom at that date) holds the entire capital of Optimus – Comunicações, S.A.

The Company presents separate consolidated financial statements at 30 September 2013, in accordance with International Financial Reporting Standards (IAS / IFRS) as adopted by the European Union, which presents total consolidated assets of Euro 1,196,165,305 total consolidated liabilities of Euro 92,577,755, consolidated operational revenues of Euro 89,296,101 and consolidated Shareholders' funds of Euro 1,103,587,550 including a consolidated net profit (attributable to the Shareholders of the parent company – Sonaecom, SGPS, S.A.) for the period ended at 30 September 2013 of Euro 68,059,413.

At 30 September 2013 and 2012, the main financial information regarding the subsidiaries directly owned by the company is, as follows (values in accordance with IAS/IFRS):

Company	Head office	2013			2012		
		% holding	Shareholders' funds	Net profit / (loss)	% holding	Shareholders' funds	Net profit / (loss)
ZOPT (a) (note 6)	Matosinhos	50%	1,249,994,890	(235,110)	-	-	-
Sonae com SI	Maia	100%	86,028,137	1,471,489	100%	74,039,481	35,596,794
Sonaecom BV	Amsterdam	100%	14,852,751	272,908	100%	14,571,193	(92,727)
PCJ	Maia	100%	2,111,576	198,121	100%	9,992,407	454,178
Sonaetelecom BV	Amsterdam	100%	1,613,062	(2,811)	100%	1,614,014	1,387
Miauger	Maia	100%	110,242	(108,612)	100%	(29,002)	(56,368)
Sonaecom SP	Maia	100%	47,526	(2,509)	100%	50,083	83
Público	Maia	100%	(257,434)	(1,649,839)	100%	(3,146,962)	(3,528,732)
Optimus SGPS	Maia	-	-	-	100%	977,340,189	28,538,428

(a) Company established in December 2012

The evaluation of the existence of impairment losses for the main investments in the Group companies is made by taking into account the cash-generating units, based on most up-to-date business plans duly approved by their Board of Directors, which are made on an annual basis unless there is evidence of impairment and prepared according to projected cash flows for periods of five

years. In the area of information systems, the assumptions used are essentially based on the various businesses of the Group and the growth of the several geographic areas where the Group operates. The discount rates used were based on the estimated weighted average cost of capital, which depends on the business segment of each subsidiary, and are as indicated in the table below. In perpetuity, is considered a growth rate of circa 3%. In situations where the measurement of the existence, or not, of impairment is made based on the net selling price, values of similar transactions and other proposals made are used. Regarding the area of telecommunications (Zopt), since it is a recent transaction, was not made an impairment evaluation.

	Information Systems	Multimedia
Assumptions		
Basis of recoverable amount	Value in use	Value in use
Discount rate	14.0%	12.0%
Growth rate in perpetuity	3.0%	0.0%

6. Investments in joint ventures

At 30 September 2013 e 2012, this caption included the following investments in joint ventures:

Company	2013	2012
ZOPT, SGPS, S.A. ('ZOPT') *	597,666,944	-

*Company established in December 2012

The movements that occurred in this caption during the periods ended at 30 September 2013 and 2012 were as follows:

Company	Balance at 31 December 2012	Additions (note 5)	Disposals	Transfers and write-offs	Balance at 30 September 2013
ZOPT	25,000	597,641,944	-	-	597,666,944

7. Financial assets at fair value through profit or loss

In August 2013, Sonaecom Group began to hold Zon Optimus shares recorded at fair value through profit or loss, as a result of the merger between Optimus SGPS and Zon (note 5), since it is the initial classification of an asset held for a sale purpose in a short-time (note 24). In accordance with the 'Shareholders Agreement', these shares neither concedes any additional vote right or affect the shared control situation with Zon Optimus.

The movements occurred in this caption during the period ended at 30 September 2013, were as follows:

					2013
Financial assets at fair value through profit or loss	Opening balance	Increases	Decreases	Fair value adjustments	Closing balance
Zon Optimus	-	155,805,631	-	9,147,395	164,953,026

The fair value adjustments are recorded under the caption 'Gains and losses on Group companies' in Profit and Loss Statement (note 18).

The evaluation of fair value of the investment is detail as follows:

	2013
Shares	37,489,324
Level of inputs in the hierarchy of fair value	Level1
Valuation method	Quoted price on the stock exchange
Quoted price*	4.4
Fair value	164,953,026

* Used the share price of September, 30 in the determination of the fair value.

This investment was classified as a current asset, following the launching by Sonaecom, of the partial and voluntary offer for the acquisition of own shares (note 24).

8. Other non-current assets

At 30 September 2013 and 2012, this caption was made up as follows:

	2013	2012
Financial assets		
Medium and long-term loans granted:		
Sonae com SI	12,590,000	13,805,000
PCJ	4,640,000	4,730,000
Sonaecom BV	150,000	8,455,000
Optimus SGPS	-	312,850,000
	17,380,000	339,840,000
Supplementary capital:		
ZOPT	115,000,000	-
Sonae com SI	39,951,792	12,580,000
PCJ	1,863,455	9,488,228
Público	1,332,405	321,770
Miauger	158,854	1,105,000
Optimus SGPS	-	144,630,000
	158,306,506	168,124,998
	175,686,506	507,964,998
Accumulated impairment losses (note 15)	(4,251,260)	(8,654,998)
Others	-	54,206
	171,435,246	499,364,206

During the periods ended at 30 September 2013 and 2012, the movements that occurred in 'Medium and long-term loans granted' were as follows:

					2013
Company	Opening balance	Increases	Decreases	Transfers	Closing balance
Sonae com SI	15,815,000	-	(3,225,000)	-	12,590,000
PCJ	4,690,000	-	(50,000)	-	4,640,000
Sonaecom BV	2,075,000	-	(1,925,000)	-	150,000
Optimus SGPS	312,850,000	-	(312,850,000)	-	-
ZOPT	-	230,000,000	(115,000,000)	(115,000,000)	-
	335,430,000	230,000,000	(433,050,000)	(115,000,000)	17,380,000

					2012
Company	Opening balance	Increases	Decreases	Transfers	Closing balance
Optimus SGPS	-	312,850,000	-	-	312,850,000
Sonae com SI	19,700,000	5,790,000	(11,685,000)	-	13,805,000
Sonaecom BV	21,785,000	-	(13,330,000)	-	8,455,000
PCJ	5,160,000	-	(430,000)	-	4,730,000
Be Artis	179,734,000	2,245,000	(181,979,000)	-	-
Sontária	2,676,637	584,000	(3,260,637)	-	-
Sonaetelecom BV	200,000	-	(200,000)	-	-
Optimus	-	22,850,000	(22,850,000)	-	-
	229,255,637	344,319,000	(233,734,637)	-	339,840,000

During the periods ended at 30 September 2013 and 2012, the movements in 'Supplementary capital' were as follows:

					2013
Company	Opening balance	Increases	Decreases	Transfers	Closing balance
ZOPT	-	-	-	115,000,000	115,000,000
Sonae com SI	39,951,792	-	-	-	39,951,792
PCJ	9,488,228	-	(7,624,773)	-	1,863,455
Público	7,821,770	-	(6,489,365)	-	1,332,405
Miauger	1,305,000	-	(1,146,146)	-	158,854
Optimus SGPS	144,630,000	-	(144,630,000)	-	-
	203,196,790	-	(159,890,284)	115,000,000	158,306,506

					2012
Company	Opening balance	Increases	Decreases	Transfers	Closing balance
Optimus SGPS	38,630,000	106,000,000	-	-	144,630,000
Sonae com SI	-	12,580,000	-	-	12,580,000
PCJ	12,990,000	-	(3,501,772)	-	9,488,228
Miauger	1,105,000	-	-	-	1,105,000
Público	3,565,505	-	(3,243,735)	-	321,770
Be Artis	265,889,115	-	(265,889,115)	-	-
	322,179,620	118,580,000	(272,634,622)	-	168,124,998

In the period ended at 30 September 2012, the decreases of the loans in Be Artis and in Sontária, in the amount 182 million and Euro 3.3 million, are related to the sale of these companies to Optimus SGPS, as described in note 5. The sale also includes Euro 251 million of supplementary capital in Be Artis. Besides this movement, the decrease of supplementary capital in an amount of Euro 266 million, includes a repayment of Euro 14 million to Sonaecom.

The movement under the caption 'Accumulated impairment losses' results from the transfer in the amount of Euro 14,838,738 (Euro 6,393,735 in 2012) to the caption 'Investments in Group companies' (note 5), as well as increase made in the period amounting to Euro 1,885,000 (Euro 6,493,228 in 2012) (note 15).

In the period ended at 30 September 2013, the increase in medium and long-term loans granted to Zopt of Euro 230 million and the decrease in supplementary capital, occurred in Optimus SGPS amounting to Euro 144.6 million, result of the operation explain above in note 5. The decrease of Euro 115 million in medium and long-term loans granted to Zopt, result of the disposal of 50% of these loans to Unitel (note 5 and 18). The transfers arise from the capital increase made in Zopt through the conversion of loans amounted Euro 115 million to supplementary capital. The decrease of Euro 313 million in medium and long-term loans granted to Optimus SGPS correspond to the liquidation of the entire loan.

During the periods ended at 30 September 2013 and 2012, the loans granted to Group companies and joint ventures earned interest at market rates with an average interest rate of 5.63% and 4.53%, respectively. Supplementary capital is non-interest bearing.

Loans granted to Group companies and Supplementary capital, do not have a defined maturity, therefore no information about the aging of these loans is presented.

The evaluation of the existence of impairment losses for the loans made to Group companies was based on the most up-to-date business plans duly approved by the Group's Board of Directors, which include projected cash flows for periods of five years. The discount rates used and the perpetuity growth considered are presented in the previous note (note 5).

9. Deferred taxes

At 30 September 2013 and 2012 the value of deferred tax assets not recorded where it is not expected that sufficient taxable profits will be generated in the future to cover those losses, have the following detail:

	2013	2012
Tax losses	45,918,287	71,433,393
Provisions not acceptable for tax purposes, impairment losses and others	117,507,752	96,864,589
Total	163,426,039	168,297,982
Deferred tax assets	42,619,125	43,527,464

At 30 September 2013 and 2012, the deferred tax assets relating to tax losses carried forward have the following origin dates:

Year of origin	2013	2012
2006	-	4,217,447
2007	11,479,572	13,640,901
	11,479,572	17,858,348

The rate used at 30 September 2013 to calculate the deferred tax assets/liabilities was of 25% relating to tax losses carried forward, and of 26.5% for remaining deferred tax assets and liabilities. It wasn't considered the state surcharge, as it was understood to be unlikely the taxation of temporary differences during the estimated period when the referred rate will be applicable.

The reconciliation between the earnings before tax and the tax recorded for the periods ended at 30 September 2013 and 2012 is as follows:

	2013	2012
Earnings before tax	(123,730,695)	90,485,074
Income tax rate (25%)	30,932,674	(22,621,269)
Correction of the tax of the previous year and other related taxes	(586,300)	(9,786)
Tax provision (notes 14 and 18)	(2,575)	(2,280)
Movements in provisions not accepted for tax purposes (note 14)	(499,465)	(1,711,250)
Adjustments to the taxable income	(33,314,981)	24,978,163
Use of losses carried forward, which deferred taxes were not recorded	2,161,329	-
Income taxation recorded in the period	(1,309,318)	633,578

The tax rate used to reconcile the tax expense and the accounting profit was 25% because it is the standard rate of the corporate income tax in Portugal.

The adjustments to the taxable income in 2013 relates, mainly, to losses in financial investments and dividends received (note 18), which do not contribute to the calculation of the taxable profit for the period.

Portuguese Tax Authorities can review the income tax returns of the Company for a period of four years (five years for Social Security), except when tax losses have been generated, tax benefits have been granted or when any review, claim or impugnation is in progress, in which circumstances, the periods are extended or suspended. Consequently, tax returns of each year, since the year 2009

(inclusive) are still subject to such review. The Board of Directors believes that any correction that may arise as a result of such review would not produce a significant impact in the accompanying financial statements.

Supported by the Company's lawyers and tax consultants, the Board of Directors believes that there are no liabilities not provisioned in the financial statements, associated to probable tax contingencies that should have been recorded or disclosed in the accompanying financial statements, at 30 September 2013.

10. Other current debtors

At 30 September 2013 and 2012, this caption was made up as follows:

	2013	2012
Dividends receivable	-	21,448,416
Trade debtors	13,526,370	2,004,950
State and other public entities	2,314,201	3,469,713
	15,840,571	26,923,079

At 30 September 2012, the subsidiary Optimus – Comunicações S.A. distributed dividends, paid at October 2012

At 30 September 2013 and 2012, the caption 'Other current debtors' included amounts to be received from Group companies related to interests receivable from subsidiaries on Shareholders' loans, interest on treasury applications and services rendered (notes 18 and 20).

The caption 'State and other public entities', at 30 September 2013 and 2012, includes the special advanced payment, retentions and taxes to be recovered.

11. Cash and cash equivalents

At 30 September 2013 and 2012, the breakdown of cash and cash equivalents was as follows:

	2013	2012
Cash	1,042	1,532
Bank deposits repayable on demand	43,139	21,098
Treasury applications	194,801,000	103,301,000
	194,845,181	103,323,630
Bank overdrafts (note 14)	(285,305)	(12,637,994)
	194,559,876	90,685,636

At 30 September 2013 and 2012, the caption 'Treasury applications' had the following breakdown:

	2013	2012
Bank applications	190,310,000	-
Público	1,825,000	3,120,000
We Do	1,101,000	12,450,000
Lugares Virtuais	935,000	610,000
Saphety	540,000	-
PCJ	85,000	80,000
Mainroad	5,000	270,000
Optimus SGPS	-	86,716,000
Sonae com SI	-	55,000
	194,801,000	103,301,000

During the period ended at 30 September 2013, the above mentioned treasury applications bear interests at an average rate of 4.65% (4.21% in 2012).

12. Share capital

At 30 September 2013 and 2012, the share capital of Sonaecom was comprised by 366,246,868 ordinary registered shares of 1 Euro each. At those dates, the Shareholder structure was as follows:

	2013		2012	
	Number of shares	%	Number of shares	%
Sontel BV	194,063,119	52.99%	194,063,119	52.99%
Shares traded on the Portuguese Stock Exchange ('Free float')	89,932,361	24.56%	75,977,185	20.74%
Sonae SGPS	76,679,374	20.94%	3,430,000	0.94%
Own shares (note 13)	5,571,014	1.52%	7,025,192	1.92%
Efanor Investimentos, SGPS, S.A.	1,000	0.00%	1,000	0.00%
Atlas Service Belgium *	-	-	73,249,374	20.00%
Millenium BCP **	-	-	12,500,998	3.41%
	366,246,868	100.00%	366,246,868	100.00%

*At 15 February 2013, Sonae and France Télécom ('FT-Orange') have concluded an agreement, which consisted in the assignment of a call and a put option, respectively, of the 20% stake in Sonaecom, held at that date by a subsidiary of FT-Orange. At 9 September 2013, the abovementioned option was exercised by Sonae and FT-Orange respectively.

**The number of shares held by Millenium BCP, according with the information obtained on 15 May 2013, has been included in 'Free Float' because it is not considered a qualified participation

All shares that comprise the share capital of Sonaecom, are authorised, subscribed and paid. All shares have the same rights and each share corresponds to one vote.

13. Own shares

During the period ended at 30 September 2013, Sonaecom delivered to its employees 247,423 own shares under its Medium Term Incentive Plans.

Additionally, Sonaecom sold to its subsidiaries 2,601 shares (at an average price of Euro 1.816), under the Short Term Incentive Plan of each company.

During the period ended at 30 September 2013, Sonaecom acquired 1,500,000 new shares (at an average price of Euro 1.667), holding at the end of the period 5,571,014 own shares, representative of 1.52% of its share capital, with an average price of Euro 1.515.

14. Loans

At 30 September 2013 and 2012, the caption 'Loans' had the following breakdown:

a) Medium and long-term loans net of short-term portion

				Amount outstanding	
Issue denomination	Limit	Maturity	Type of reimbursement	2013	2012
'Obrigações Sonaecom SGPS 2011'	100,000,000	Mar-15	Final	-	100,000,000
'Obrigações Sonaecom SGPS 2010'	40,000,000	Mar-15	Final	-	40,000,000
'Obrigações Sonaecom SGPS 2012'	20,000,000	Jul-15	-	-	20,000,000
'Obrigações Sonaecom SGPS 2013'	20,000,000	Jun-16	Final	20,000,000	-
Costs associated with setting-up the financing	-	-	-	(68,567)	(2,173,132)
Interests incurred but not yet due	-	-	-	309,333	1,166,105
				20,240,766	158,992,973
Commercial paper	30,000,000	Jul-15	-	-	30,000,000
Costs associated with setting-up the financing	-	-	-	-	(242,602)
Interests incurred but not yet due	-	-	-	-	46,549
				-	29,803,947
				20,240,766	188,796,920

b) Short-term loans and other loans

				Amount outstanding	
Issue denomination	Limit	Maturity	Type of reimbursement	2013	2012
Treasury applications	-	-	-	19,479,000	7,049,000
Interests incurred but not yet due	-	-	-	177,937	80,574
				19,656,937	7,129,574
'Obrigações Sonaecom SGPS 2005'	150,000,000	Jun-13	Final	-	150,000,000
'Obrigações Sonaecom SGPS 2010'	30,000,000	Feb-13	Final	-	30,000,000
Interest incurred but not yet due	-	-	-	1,943,340	-
				1,943,340	180,000,000
Commercial paper	15,000,000	Jun-14	-	900,000	-
				900,000	-
Overdraft facilities	16,500,000	Jul-13	-	-	7,396,000
Bank overdrafts (note 11)	10,000,000	-	-	-	9,996,000
Bank overdrafts (note 11)	2,500,000	-	-	-	1,639,000
Bank overdrafts (note 11)	-	-	-	285,305	1,002,994
				285,305	20,033,994
				22,785,582	207,163,568

Bond Loan

In June 2005, Sonaecom signed a Bond Loan, privately placed, amounting to Euro 150 million without guarantees and with a maturity of eight years. The bonds bear interest at floating rate, indexed to Euribor and paid semiannually. This issue was organised and mounted by Millennium BCP Investimento. During the period ended at 30 September 2013, Sonaecom settled the entire amount of the bond loan and respective interest expenses.

In February and March 2010, Sonaecom signed two other Bond Loan, both privately placed, in the amount of Euro 30 and 40 million, without guarantees and maturities of 3 and 5 years respectively. Both loans bear interest at floating rate indexed to Euribor, and paid semiannually. The issues were organised and mounted by, respectively, Banco Espírito Santo de Investimento and Caixa - Banco de Investimento. These bond issues were traded on Euronext Lisbon market. At 4 February 2013, the Company settled the bond loan of Euro 30 million. During the period ended at 30 September 2013, following the merger (note 5), the Boan Loan of Euro 40 million was transferred to Zon Optimus.

In September 2011, Sonaecom signed a Bond Loan, privately placed, amounting to Euro 100 million without guarantees and with a maturity of three and half years. The bonds bear interest at floating rate indexed to Euribor and paid semiannually. This issue was organized and mounted by BNP Paribas, ING Belgium SA / NV and WestLB AG. During the period ended at 30 September 2013, Portigon AG (previously named WestLB AG), transferred an amount of Euro 33.300.000 (corresponding to its entire participation in the loan) to Erste Abwicklungsanstalt ('EAA'), a state entity in German. During the period ended at 30 September 2013, following the merger (note 5), the Boan Loan of Euro 100 million was transferred to Zon Optimus.

In July 2012, Sonaecom signed a Bond Loan, privately placed, amounting to Euro 20 million without guarantees and with the maturity of three years. The bonds bear interest at floating rate, indexed to Euribor and paid semiannually. This issue was organised and mounted by Banco BPI. During the period ended at 30 September 2013, following the merger (note 5), the Boan Loan of Euro 20 million was fully reimbursed and, subsequently, transferred to Zon Optimus, in the form of commercial paper by the same amount.

In May 2013, Sonaecom signed a Boan Loan, privately placed, amounting to Euro 20 million, without guarantees and with a maturity date of three years. The bonds bear interest at floating rate indexed to Euribor and paid semiannually. This issue was organized and mounted by Caixa Económica Montepio Geral.

The loan above is unsecured and the fulfillment of the obligations under this loan is exclusively guaranteed by the underlying activities and the indebted company cash flows generation capacity.

The average interest rate of the bond loans, in the period, was 2.64% (3.23% in 2012).

Commercial Paper

In June 2010, Sonaecom contracted a Commercial Paper Programme Issuance with maximum amount of Euro 15 million with subscription grant and maturity of three years, organised by Caixa Económica Montepio Geral.

In July 2012, Sonaecom contracted a Commercial Paper Programme Issuance with maximum amount of Euro 30 million with subscription grant and maturity of tree years, organised by Caixa – Banco de Investimento and Caixa Geral de Depósitos. Additionally, in the same period, Sonaecom contracted a Commercial Paper Programme Issuance with a maximum amount of Euro 25 million with subscription grant and maturity of one year, organised by Banco Santander Totta. During the period ended at 30 September 2013, following the merger (note 5), the two Commercial Paper Programmes were fully reimbursed and, subsequently, transferred to Zon Optimus.

In May 2013, Sonaecom contracted a Commercial Paper Programme Issuance with maximum amount of Euro 30 million with subscription grant and maturity of eighteen months, organised by Banco Espírito Santo de Investimento and Banco Espírito Santo. During the period ended at 30 September 2013, following the merger (note 5), the Commercial Paper Programme of Euro 30 million was fully reimbursed and, subsequently, transferred to Zon Optimus.

In June 2013, Sonaecom contracted a Commercial Paper Programme Issuance with maximum amount of Euro 100 million with subscription grant and maturity of one year, organised by Banco Comercial Português. During the period ended at 30 September 2013, following the merger (note 5), the Commercial Paper Programme of Euro 100 million was fully reimbursed and, subsequently, transferred to Zon Optimus.

All the loans above are unsecured and the fulfillment of the obligations under these loans is exclusively guaranteed by the underlying activities and the indebted company cash flows generation capacity.

At 30 September 2013, the main financial constraints (covenants) included in debt contracts are related with the bond issue completed by Sonaecom in May 2013, totaling Euro 20 million, organised by Caixa Económica Montepio Geral and establishing the

obligation to ensure that consolidated net debt does not exceed three times the consolidated EBITDA. The penalties applicable in the event of default in these covenants are generally the early payment of the loans obtained.

At 30 September 2013 and at present date, Sonaecom was fully compliant with all the financial constraints above mentioned.

The average interest rate of the commercial papers, in the period, was 4.26% (1.25% in 2012).

Bank credit lines of short-term portion

Sonaecom has also short term bank credit lines, in the form of current or overdraft account commitments, in the amount of Euro 1 million. These credit lines have maturities up to one year, automatically renewable, except in case of termination by either party, with some periods of notice.

During the period ended at 30 September 2013, following the merger (note 5), bank credit line of short-term portion amounting Euro 10 million of Banco Popular was transferred to Zon Optimus.

All these loans and bank credit lines bear interest at market rates, indexed to the Euribor for the respective term, and were all contracted in euro.

During the periods ended at 30 September 2013 and 2012, the detail of 'Treasury applications' received from subsidiaries was as follows:

	2013	2012
Sonaecom BV	12,940,000	1,410,000
Digitmarket	3,495,000	3,750,000
Sonaetelecom BV	1,579,000	1,579,000
Sonae com SI	1,325,000	-
Miauger	95,000	100,000
Sonaecom SP	45,000	45,000
Saphety	-	165,000
	19,479,000	7,049,000

The treasury applications received from Group companies are payable in less than one year and earn interests at market rates. During the periods ended at 30 September 2013 and 2012, the treasury applications earned an average interest rate of 3.06% and 3.49%, respectively.

At 30 September 2013 and 2012, the repayment schedule of medium and long-term loans and of interests (nominal values), for both bonds and commercial paper were as follows (values based on the latest interest rate established for each type of loan):

	Within 12 months	Between 12 and 24 months	Between 24 and 36 months	Between 36 and 48 months	Between 48 and 60 months
2013					
Bond loan					
Reimbursements	-	-	20,000,000	-	-
Interests	973,333	973,333	666,667	-	-
Commercial paper					
Reimbursements	-	-	-	-	-
Interests	-	-	-	-	-
	973,333	973,333	20,666,667	-	-
2012					
Bond loan					
Reimbursements	-	-	160,000,000	-	-
Interests	5,840,402	5,840,402	3,160,802	-	-
Commercial paper					
Reimbursements	-	-	30,000,000	-	-
Interests	1,176,822	1,176,822	976,924	-	-
	7,017,224	7,017,224	194,137,726	-	-

Although the maturity of commercial paper issuance is between one week and six months, the counterparties assumed the placement and the maintenance of those limits for a period of one to three years. As so, such liabilities are recorded in the medium and long term in the period ended at 30 September 2012.

At 30 September 2013 and 2012, the available credit lines of the Company are as follows:

				Maturity	
Credit	Limit	Amount outstanding	Amount available	Until 12 months	More than 12 months
2013					
Bond loan	20,000,000	20,000,000	-		x
Commercial paper	15,000,000	900,000	14,100,000	x	
Authorised overdrafts	1,000,000	-	1,000,000	x	
Others	-	285,305	-	x	
	36,000,000	21,185,305	15,100,000		

				Maturity	
Credit	Limit	Amount outstanding	Amount available	Until 12 months	More than 12 months
2012					
Commercial paper	30,000,000	30,000,000	-		x
Commercial paper	25,000,000	-	25,000,000	x	
Commercial paper	15,000,000	-	15,000,000	x	
Commercial paper	5,000,000	-	5,000,000	x	
Bond loan	150,000,000	150,000,000	-	x	
Bond loan	100,000,000	100,000,000	-		x
Bond loan	40,000,000	40,000,000	-		x
Bond loan	30,000,000	30,000,000	-	x	
Bond loan	20,000,000	20,000,000	-		x
Overdraft facilities	16,500,000	7,396,000	9,104,000	x	
Authorised overdrafts*	10,000,000	9,996,000	4,000	x	
Authorised overdrafts	2,500,000	1,639,000	861,000	x	
Others	-	1,002,994	-	x	
	444,000,000	390,033,994	54,969,000		

* Can also be used in the form of Commercial paper.

At 30 September 2013 and 2012, there are no interest rate hedging instruments

15. Provisions and accumulated impairment losses

The movements in provisions and in accumulated impairment losses in the periods ended 30 September 2013 and 2012 were as follows:

	Opening balance	Increases	Reductions	Transfers	Utilizations	Closing balance
2013						
Accumulated impairment losses on investments in Group companies (notes 5 and 18)	97,197,713	10,000	-	14,838,738	-	112,046,451
Accumulated impairment losses on other non-current assets (notes 8 and 18)	17,204,998	1,885,000	-	(14,838,738)	-	4,251,260
Provisions for other liabilities and charges	74,959	95,273	(706)	-	-	169,526
	114,477,670	1,990,273	(706)	-	-	116,467,237
2012						
Accumulated impairment losses on accounts receivables (note 9)	1,930	15,387	-	-	(17,317)	-
Accumulated impairment losses on investments in Group companies (notes 5 and 18)	80,122,497	351,772	-	6,393,735	-	86,868,004
Accumulated impairment losses on other non-current assets (notes 8 and 18)	8,555,505	6,493,228	-	(6,393,735)	-	8,654,998
Provisions for other liabilities and charges	68,654	2,280	-	-	-	70,934
	88,748,586	6,862,667	-	-	(17,317)	95,593,936

The increases in provisions and impairment losses are recorded under the caption 'Provisions and impairment losses' in the profit and loss statement with the exception of the impairment losses in investments in Group companies and other non-current assets, which, due to their nature, are recorded as a financial expense under the caption 'Gains and losses on Group companies' (note 18).

At 30 September 2013 and 2012, the increase of 'Provisions for other liabilities and charges' includes the amount of Euro 2,575 and 2,280, respectively, registered in the financial statements, under the caption 'Income taxation', due to its' nature (note 19). Additionally, in 30 September 2013, the increase of 'Provisions for other liabilities and charges' include, mainly, the amount of Euro 92,554 to cover several contingencies related to probable liabilities resulting from several transactions which cash outflow is probable.

16. Other creditors

At 30 September 2013 and 2012, this caption was made up as follows:

	2013	2012
Other creditors (note 20)	7,889,323	316,340
State and other public entities	299,016	118,388
	8,188,339	434,728

17. External supplies and services

At 30 September 2013 and 2012, this caption was made up as follows:

	2013	2012
Specialised work	1,381,132	1,192,833
Rents	81,225	68,938
Travel and accommodation	80,024	64,035
Insurance	37,383	38,547
Communications	31,577	27,608
Other external supplies and services	64,172	39,203
	1,675,513	1,431,164

18. Financial results

Net financial results for the periods ended 30 September 2013 and 2012 are made up as follows ((costs)/gains):

	2013	2012
Gains and losses on investments in Group companies		
Losses related to Group companies (notes 5, 8 and 15)	(168,943,643)	(7,208,149)
Gains related to Group companies (note 9)	24,700,000	100,326,277
	(144,243,643)	93,118,128
Gains and losses on financial assets at fair value through profit or loss		
Gains on financial assets at fair value through profit or loss	9,147,395	-
	9,147,395	-
Other financial expenses		
Interest expenses:		
Bank loans	(4,734,654)	(2,119,316)
Other loans	(5,691,641)	(8,213,908)
Bank overdrafts and others	-	(48,544)
	(10,426,295)	(10,381,768)
Foreign currency exchange losses	-	(1,509)
Other financial expenses	(276,723)	(275,945)
	(276,723)	(277,454)
	(10,703,018)	(10,659,222)
Other financial income		
Interest income	23,204,088	8,418,890
Foreign currency exchange gains	195	-
	23,204,283	8,418,890

At 30 September 2013, the losses related to Group companies include the increase of the impairment losses in other non-current assets (notes 8 and 15), in the amount of Euro 1,885,000, the increase of the impairment losses in Investments in group companies (notes 5 and 15), in the amount of Euro 10,000 and the loss arising from the merger (note 5), in the amount of Euro 167,048,643.

At 30 September 2013, the gains related to Group companies relates to dividends received from subsidiary Optimus SGPS.

At 30 September 2013, the gains related to financial assets at fair value through profit or loss corresponds to an increase in the fair value of the direct participation held in Zon Optimus, in the amount of Euro 9,147,395.

At 30 September 2013, the caption 'Interest income' includes the amount of Euro 4,674,111 received from Unitel, following the disposal of the shareholder loans to be received from Zopt to this entity (notes 5 and 8).

At 30 September 2012, the losses related to Group companies include an amount of Euro 363,149 related to the loss of the sale, to Optimus SGPS, of the entire capital of the share capital of Be Artis (note 5), the increase of the impairment losses in other non-current assets (notes 8 and 15), in the amount of Euro 6,493,228 and the increase in investments in Group companies (notes 5 and 15) in the amount of Euro 351,772.

At 30 September 2012, the gains related to Group companies relates to the dividends received from Optimus (Euro 68,175,377), Optimus SGPS (Euro 17,434,926), Sonae com SI (Euro 14,132,501) and Sontária (Euro 583,473).

19. Income Taxation

Income taxes recognized during the periods ended at 30 September 2013 and 2012 were made up as follows ((costs) / gains):

	2013	2012
Current tax	(1,306,743)	635,858
Tax provision (notes 9 and 15)	(2,575)	(2,280)
Closing balance	(1,309,318)	633,578

20. Related parties

The most significant balances and transactions with related parties (which are detailed in the appendix) at 30 September 2013 and 2012 were as follows:

					Balances at 30 September 2013
	Accounts receivable (note 10)	Accounts payable (note 16)	Treasury applications (note 11)	Other assets / (liabilities)	Loans granted / (obtained) (note 8 and 14)
Parent Company					
Sonae SGPS	-	-	-	(23,021)	-
Subsidiaries					
Miauger	-	6,464	-	-	(95,000)
PCJ	67,376	2,693	85,000	22,515	4,640,000
Público	20,805	225,395	1,825,000	47,502	-
Sonae com SI	181,340	6,011	-	59,058	11,265,000
Sonaecom BV	8,716	119,236	-	737	(12,790,000)
Sonaetelecom BV	-	12,592	-	-	(1,579,000)
Sonaecom SP	-	-	-	-	(45,000)
Others related parties					
Be Artis	38,575	3,045,668	-	-	-
Be Towering	160,120	202,889	-	-	-
Digitmarket	9,111	1,505	-	-	(3,495,000)
Lugares Virtuais	2,196	6,221	935,000	12,990	-
Mainroad	7,176	104,953	5,000	8,937	-
Optimus	3,389,135	2,987,288	-	(89,664)	-
Saphety	9,045	5,433	540,000	87,465	-
Sontária	163	4,675	-	1,783	-
Wedo	670,392	407,340	1,101,000	12,566	-
Zon Optimus	8,907,646	-	-	1,248,753	-
Others	673	52,620	-	18,459	-
	13,472,469	7,190,983	4,491,000	1,408,080	(2,099,000)
	Accounts receivable (note 10)	Accounts payable (note 16)	Treasury applications (note 11)	Other assets / (liabilities)	Balances at 30 September 2012
	Accounts receivable (note 10)	Accounts payable (note 16)	Treasury applications (note 11)	Other assets / (liabilities)	Loans granted / (obtained) (note 8 and 14)
Parent Company					
Sonae SGPS	54,206	-	-	-	-
Subsidiaries					
Miauger	-	-	-	-	(100,585)
Optimus SGPS	-	-	86,716,000	218,832	312,808,147
PCJ	53,049	-	80,000	17,918	4,730,000
Público	17,991	207	3,120,000	41,244	-
Sonae com SI	280,036	-	55,000	(145,478)	13,805,000
Sonaecom BV	147,979	-	-	40,695	7,045,000
Sonaetelecom BV	-	-	-	-	(1,591,900)
Sonaecom SP	-	396	-	-	(45,311)
Others related parties					
Be Artis	620,508	2,771	-	290,722	-
Be Towering	60,510	-	-	19,657	-
Digitmarket	6,513	1,505	-	(500)	(3,773,749)
Lugares Virtuais	2,644	369	610,000	6,883	-
Mainroad	9,585	4,269	270,000	2,754	-
Optimus	590,086	188,267	-	256,244	-
Saphety	17,516	5,427	-	(9,191)	(165,998)
Sontária	11,118	2,491	-	1,617	-
Wedo	55,452	42,700	12,450,000	71,464	(178)
Others	36,471	44,753	-	(78,238)	-
	1,963,664	293,155	103,301,000	734,623	332,710,426

				Transactions at 30 September 2013
	Sales and services rendered	Supplies and services received (note 15)	Interest and similar income / (expense) (note 16)	Supplementary income
Parent Company				
Sonae SGPS	-	-	(224,035)	-
Subsidiaries				
Miauger	-	-	(4,093)	-
PCJ	-	-	203,057	-
Público	89,544	(47,037)	99,353	-
Sonae com SI	3,469	-	510,924	-
Sonaecom BV	-	-	(323,088)	-
Sonaetelecom BV	-	-	(37,812)	-
Sonaecom SP	-	-	(1,111)	-
Others related parties				
Be Artis	-	18,139	-	-
Be Towering	-	(33,629)	-	-
Digitmarket	35,003	(5,768)	(99,920)	-
Lugares Virtuais	16,067	2,400	32,454	-
Mainroad	52,505	(600)	28,607	-
Optimus	2,160,316	803,236		82,872
Saphety	32,135	(101,484)	1,874	-
Sontária	-	16,819	-	-
Wedo	92,815	3,410	43,223	-
Zon Optimus	-	(526,753)	17,520,021	-
Others	(9,917)	576,508	-	-
	2,471,938	705,241	17,749,453	82,872
	Sales and services rendered	Supplies and services received (note 15)	Interest and similar income / (expense) (note 16)	Transactions at 30 September 2012
	Sales and services rendered	Supplies and services received (note 15)	Interest and similar income / (expense) (note 16)	Supplementary income
Parent Company				
Sonae SGPS	(23,800)	4,500	274,803	-
Subsidiaries				
Miauger	-	-	(2,520)	-
Optimus SGPS	-	-	157,250	-
PCJ	-	-	170,346	-
Público	109,330	(4,122)	84,058	-
Sonae com SI	3,672	(14,494)	484,802	-
Sonaecom BV	-	-	775,647	-
Sonaetelecom BV	-	-	(27,104)	-
Sonaecom SP	-	-	(707)	-
Others related parties				
Be Artis	-	17,112	5,112,004	-
Be Towering	-	(40,278)	146,179	-
Digitmarket	43,156	(4,500)	(80,010)	-
Lugares Virtuais	19,347	2,700	19,025	-
Mainroad	64,734	(10,150)	(4,046)	-
Optimus	2,480,336	806,299	724,964	-
Saphety	38,693	(95,819)	1,295	-
Sontária	-	19,465	66,538	-
Wedo	116,145	-	119,168	-
Others	33,717	388,435	-	-
	2,885,329	1,069,148	8,021,692	-

During the periods ended at 30 September 2013 and 2012, the company recognized the total amount of Euro 24,700,000 and Euro 100,326,277, respectively, related to dividends from its subsidiaries (note 18).

In the period ended at 30 September 2012, besides these transactions, it was sold of the entire share capital of Be Artis and Sontária to Optimus SGPS (note 5) and it was increased the capital of Optimus SGPS, by contribution in kind, through the delivery of the entire participation in Optimus – Comunicações, S.A..

During 2012, the Group signed an agreement with Sonae SGPS, under which Sonae compromise to transfer to employees and board members of Sonaecom, Sonaecom shares, at the price of 1.184 euros, until 2016, as requested by Sonaecom and under the MTIP of Sonaecom. Under this contract, Sonaecom paid to Sonae SGPS, SA the amount of EUR 3,291,520. During the period ended at 30 September 2013, Sonaecom partially anticipated the maturity of the contract, receiving the amount of Euro 4,444,207.

In the period ended at 30 September 2013, following the merger between Zon Multimédia –Serviços de Telecomunicações e Multimédia, SGPS, S.A. and Optimus SPGS, S.A. and the constitution of Zopt, a capital increase was made in Zopt, amounting to Euro 598 million and loans were granted to Zopt, amounting to Euro 230 million. Later, part of these loans (Euro 115 million) were disposed to Unitel (note 5, 8 and 18).

All the above transactions were made at market prices.

Accounts receivable and payable to related companies will be settled in cash and are not covered by guarantees.

A complete list of the Sonaecom Group's related parties is presented in the appendix to this report.

21. Guarantees provided to third parties

Guarantees provided to third parties at 30 September 2013 and 2012 were as follows:

Beneficiary	Description	2013	2012
Direção de Contribuições e Impostos (Portuguese tax authorities)	VAT reimbursements	5,955,731	5,955,731
Direção de Contribuições e Impostos (Portuguese tax authorities)	Additional tax assessments (VAT, Stamp and Income tax)	2,696,853	2,142,717
Direção de Contribuições e Impostos (Portuguese tax authorities)	Others	16,795	16,795
		8,669,379	8,115,243

In addition to these guarantees were set up sureties for the current fiscal processes. The Sonae SGPS consisted of Sonaecom SGPS surety to the amount of Euro 2,844,396 and Sonaecom SGPS consisted of Optimus surety for the amount of Euro 10,529,619.

At 30 September 2013 and 2012, the Board of Directors of the Company believes that the decision of the court proceedings and ongoing tax assessments in progress will not have significant impacts on the financial statements.

22. Earnings per share

Earnings per share, basic and diluted, are calculated by dividing the net income of the period (negative Euro 125,040,013 in 2013 and Euro 91,118,652 in 2012) by the average number of shares outstanding during the periods ended at 30 September 2013 and 2012, net of own shares (361,029,826 in 2013 and 359,146,641 in 2012).

23. Medium Term Incentive Plans

In June 2000, the Company created a discretionary Medium Term Incentive Plan for more senior employees, based on Sonaecom options and shares and Sonae-SGPS, S.A. shares. The vesting occurs three years after the award of each plan, assuming that the employees are still employed in the Company.

The Sonaecom plans outstanding at 30 September 2013 can be summarized as follows:

		Vesting period		30 September 2013	
	Share price at award date *	Award date	Vesting date	Aggregate number of participations	Number of shares
Sonaecom shares					
2009 Plan	1.685	10-mar-10	08-mar-13	-	-
2010 Plan	1.399	10-mar-11	10-mar-14	2	206,064
2011 Plan	1.256	09-mar-12	10-mar-15	2	221,505
2012 Plan	1.505	08-mar-13	10-mar-16	2	129,694
Sonae SGPS shares					
2009 Plan	0.761	10-mar-10	08-mar-13	-	-
2010 Plan	0.811	10-mar-11	10-mar-14	2	214,640
2011 Plan	0.401	09-mar-12	10-mar-15	2	419,985
2012 Plan	0.701	08-mar-13	10-mar-16	2	163,966
Zon Optimus SGPS shares					
2010 Plan	1.399	10-mar-11	10-mar-14	2	56,997
2011 Plan	1.256	09-mar-12	10-mar-15	2	79,696
2012 Plan	1.505	08-mar-13	10-mar-16	2	60,285

*Average share price in the month prior to the award date, for Sonaecom shares and the lower of the average share price for the month prior to the Annual General Meeting and the share price on the day after the Annual General Meeting, for Sonae SGPS shares.

In 27 August 2013, part of the Sonaecom and Sonae SGPS plans outstanding were converted to Zon Optimus plans. The conversion of the Sonaecom plans was made according to the merger ratio, but the conversion of Sonae SGPS plans was made according to the fair value of the shares. This decision was duly approved by the Board Nominations and Remunerations Committee.

During the period ended at 30 September 2013, the movements that occurred in the plans can be summarized as follows:

	Sonaecom shares		Sonae SGPS shares		Zon Optimus SGPS shares	
	Aggregate number of participations	Number of shares	Aggregate number of participations	Number of shares	Aggregate number of participations	Number of shares
Outstanding at 31 December 2012:						
Unvested	10	786,207	10	1,186,787	-	-
Total	10	786,207	10	1,186,787	-	-
Movements in period:						
Awarded	3	186,159	3	250,399	-	-
Vested	(4)	(247,423)	(4)	(342,242)	-	-
Cancelled / lapsed*	(3)	(167,680)	(3)	(296,353)	6	196,978
Outstanding at 30 September 2013:						
Unvested	6	557,263	6	798,591	6	196,978
Total	6	557,263	6	798,591	6	196,978

* The adjustments are made for dividends paid and for share capital changes and others adjustments, namely, resulting from a change in the vesting of the MTIP, which may now be made through the purchase of shares with a discount.

For Sonaecom's share plans of 2010 and 2012 the responsibility was calculated taking into consideration the share price at the corresponding award date. For 2011 Sonaecom's share plan, the Company signed with Sonae-SGPS, S.A. a contract that agrees to the transfer of Sonaecom SGPS shares for employees and board members of the Group as requested of Sonaecom and under the MTIP of Sonaecom, and the liabilities are calculated based on the price fixed in the contract. The responsibility for the three plans was recorded under the heading 'Medium Term Incentive Plans Reserve'. For the Sonae SGPS share plans, the Group entered into hedging contract with external entities, and the responsibilities are calculated based on the prices agreed on those contracts. The responsibility for these plans is recorded under the captions 'Other current liabilities' and 'Other non-current liabilities'. For Zon Optimus's share plans, the responsibility was calculated taking into account the share price at the last day of period. The responsibility for these plans is recorded under the captions 'Other current liabilities' and 'Other non-current liabilities'.

The detail of the hedging contracts is as follows:

	Sonae SGPS shares			Sonaecom shares
	2010 Plan	2011 Plan	2012 Plan	2011 Plan
Notional value	257,574	323,727	268,451	492,439
Maturity	Mar-14	Mar-15	Mar-16	Dec-16
Level of inputs in the hierarchy of fair value	Level 2			
Valuation method	Current replacement cost			
Fair value*	121,467	392,825	78,642	408,723

* For the fair value calculation was used the share price at September 30

Share plan costs are recognised in the accounts over the period between the award and the vesting date of those plans. The costs recognised in previous years and in the period ended at 30 September 2013, were as follows:

	Sonaecom shares	Sonae SGPS shares	Zon Optimus SGPS shares	Total
Costs recognised in previous years	2,595,999	3,212,054	129,532	5,937,585
Costs recognised in the period	244,852	134,643	268,012	647,507
Costs of plans vested in previous years	(2,025,205)	(2,862,603)	-	(4,887,808)
Costs of plans vested in the period	(406,268)	(250,357)	-	(656,625)
	409,378	233,737	397,544	1,040,659
Responsibility of plans	591,633	667,093	397,544	1,656,270
Fair value of hedging contracts (1)	(182,255)	(433,356)	-	(615,611)
Recorded in cash and cash equivalents (2)	-	-	(43,048)	(43,048)
Recorded in other current liabilities	-	116,856	206,925	323,781
Recorded in other non current liabilities	-	116,881	233,667	350,548
Recorded in reserves	409,378	-	-	409,378

(1) Sonaecom has signed hedging contracts to cover its responsibilities related with the medium and long-term group' incentive plans, later transferring, through contracts, the responsibility for each company of the group. The fair value of the hedging contracts, considered in the table above, corresponds to the amount that covers Sonaecom employees' responsibility.

(2) Sonaecom partially anticipated the maturity of the hedging contract with Sonae SGPS, receiving an amount equivalent to the present market value of Sonaecom shares.

24. Subsequent Events

On 23 October 2013, Goldman Sachs Group, Inc. informed Sonaecom about the completion of a qualifying holding of 2.12% in Sonaecom, corresponding to 7,780,349 shares and voting rights.

On 29 October 2013, Sonaecom has announced to make a partial and voluntary tender offer for the acquisition of a maximum of 88,479,803 shares representing 24.16% of its own share capital. This transaction takes place after the merger of Optimus SGPS, S.A. and Zon Multimédia, SGPS, S.A., of which resulted Zon Optimus SGPS, S.A., in which Sonaecom, as a previous Optimus shareholder, became thereafter the direct holder of 37,489,324 shares representing 7.28% of the share capital and voting rights of Zon Optimus and the indirect joint holder of 50.01% of the share capital and voting rights in Zon Optimus, through the 50% equity holding in Zopt, SGPS, S.A..

Sonaecom has the intention to accordingly give the option to its shareholders to sell, in equal standing conditions, their Sonaecom shares for consideration of the directly held 37,489,324 Zon Optimus shares, which are not necessary to the pursuit of Sonaecom's business purposes, thereby enabling direct exposure of Sonaecom shareholders to Zon Optimus, the reference asset of Sonaecom portfolio.

Sonaecom offers an overall price equivalent to Euro 2.45 per Sonaecom share, to be composed of Zon Optimus shares and, where applicable, a remaining cash amount, which represents a premium, per Sonaecom share, of circa: 10% over Sonaecom share closing price at 28 October 2013 and over the average weighted closing price of the last 30 days; 24% by reference to the last 90 days average weighted closing price of Sonaecom share; and 17% in relation to Sonaecom share average target price of €2.10. For determining the Sonaecom/Zon Optimus share trade ratio, it was taken into consideration Zon Optimus share average weighed closing price of the last 5 trading days, which was that of Euro 5.08 per Zon Optimus share.

These financial statements were approved by the Board of Directors on 11 November 2013.

These financial statements are a translation of financial statements originally issued in Portuguese in accordance with International Financial Reporting Standards (IAS / IFRS) as adopted by the European Union and the format and disclosures required by those Standards, some of which may not conform to or be required by generally accepted accounting principles in other countries. In the event of discrepancies, the Portuguese language version prevails.

Appendix

At 30 September 2013, the related parties of Sonaecom, SGPS, S.A. are as follows

Key management personnel - Sonaecom	
Ana Cristina Dinis da Silva Fanha Vicente Soares	Franck Emmanuel Dangeard
Ângelo Gabriel Ribeirinho dos Santos Paupério	Gervais Gilles Pellissier
António Bernardo Aranha da Gama Lobo Xavier	Jean-François René Pontal
António de Sampaio e Mello	Maria Cláudia Teixeira de Azevedo
David Charles Denholm Hobley	Miguel Nuno Santos Almeida
David Graham Shenton Bain	Pedro Rafael de Sousa Nunes Pedro
Duarte Paulo Teixeira de Azevedo	Rui José Silva Gonçalves Paiva

Key management personnel - Sonae SGPS	
Álvaro Carmona e Costa Portela	Christine Cross
Álvaro Cuervo Garcia	José Manuel Neves Adelino
Belmiro de Azevedo	Michel Marie Bon
Bernd Hubert Joachim Bothe	

Sonaecom Group Companies	
Cape Technologies Limited	Sonaecom - Serviços Partilhados, S.A.
Digitmarket – Sistemas de Informação, S.A.	Sonaetelecom BV
Infosystems-Sociedade de Sistemas de Informação, S.A.	SSI Angola, S.A.
Lugares Virtuais, S.A.	Tecnológica Telecomunicações LTDA.
Mainroad – Serviços em Tecnologias de Informação, S.A.	Unipress – Centro Gráfico, Lda
Miauger – Organização e Gestão de Leilões Eletrónicos., S.A.	WeDo do Brasil – Soluções Informáticas, Ltda
PCJ - Público, Comunicação e Jornalismo, S.A.	WeDo Consulting – Sistemas de Informação, S.A.
Praesidium Services Limited	WeDo Technologies Mexico, S de R.L.
Público – Comunicação Social, S.A.	We Do Technologies Panamá S.A.
Saphety Brasil Transações Eletrônicas Ltda.	WeDo Poland Sp. Z.o.o.
Saphety – Transacciones Electronicas SAS	We Do Technologies Singapore PTE. LTD.
Saphety Level– Trusted Services, S.A.	WeDo Technologies Australia PTY Limited
Sociedade Independente de Radiodifusão Sonora, S.A.	WeDo Technologies Egypt LLC
Sonae com – Sistemas Informação, SGPS, S.A.	WeDo Technologies (UK) Limited
Sonaecom – Sistemas de Información España, S.L.	WeDo Technologies Americas, Inc.
Sonaecom BV	WeDo Technologies BV
Sonaecom, SGPS, S.A.	WeDo Technologies BV – Sucursal Malaysia

Sonae/Efanor/Zon Group Companies

3DO Holding GmbH	BB Food Service, S.A.
3shoppings – Holding,SGPS, S.A.	Be Artis – Conceção ,Construção e Gestão de Redes de
8ª Avenida Centro Comercial, SA	Be Towering – Gestão de Torres de Telecomunicações, S.A.
ADD Avaliações Engenharia de Avaliações e Perícias Ltda	Beralands BV
Adlands B.V.	Bertimóvel – Sociedade Imobiliária, S.A.
Aegean Park, S.A.	BHW Beeskow Holzwerkstoffe
Agepan Eiweiler Management GmbH	Big Picture 2 Films, S.A.
Agepan Flooring Products, S.A.RL	Bloco Q – Sociedade Imobiliária, S.A.
Agloma Investimentos, Sgps, S.A.	Bloco W – Sociedade Imobiliária, S.A.
Águas Furtadas Sociedade Agrícola, SA	Boavista Shopping Centre BV
Airone – Shopping Center, Srl	BOM MOMENTO – Comércio Retalhista, SA
ALBCC Albufeirashopping C.Comercial SA	Canal 20 TV, S.A.
ALEXA Administration GmbH	Canasta – Empreendimentos Imobiliários, S.A.
ALEXA Asset GmbH & Co KG	Casa Agrícola de Ambrães, S.A.
ALEXA Holding GmbH	Casa da Ribeira – Hotelaria e Turismo, S.A.
ALEXA Shopping Centre GmbH	Cascaishopping – Centro Comercial, S.A.
Algarveshopping – Centro Comercial, S.A.	Cascaishopping Holding I, SGPS, S.A.
Alpêssego – Soc. Agrícola, S.A	CCCB Caldas da Rainha - Centro Comercial,SA
Andar – Sociedade Imobiliária, S.A.	Centro Colombo – Centro Comercial, S.A.
Aqualuz – Turismo e Lazer, Lda	Centro Residencial da Maia,Urbán., S.A.
Arat inmebles, S.A.	Centro Vasco da Gama – Centro Comercial, S.A.
ARP Alverca Retail Park,SA	Change,SGPS, S.A.
Arrábidasshopping – Centro Comercial, S.A.	Chão Verde – Soc.Gestora Imobiliária, S.A.
Aserraderos de Cuellar, S.A.	Cinclus Imobiliária, S.A.
Atlantic Ferries – Tráf.Loc,Flu.e Marít, S.A.	Citorres – Sociedade Imobiliária, S.A.
Avenida M – 40 B.V.	Coimbrashopping – Centro Comercial, S.A.
Avenida M – 40, S.A.	Colombo Towers Holding, BV
Azulino Imobiliária, S.A.	Contacto Concessões, SGPS, S.A.
BA Business Angels, SGPS, SA	Contibomba – Comérc.Distr.Combustíveis, S.A.
BA Capital, SGPS, SA	Contimobe – Imobil.Castelo Paiva, S.A.

Sonae/Efanor/Zon Group Companies

Continente Hipermercados, S.A.	Glunz Service GmbH
Contry Club da Maia-Imobiliária, S.A.	Glunz UK Holdings Ltd
Cooper Gay Swett & Crawford Lt	Glunz Uka GmbH
Craiova Mall BV	GMET, ACE
Cronosaúde – Gestão Hospitalar, S.A.	Golf Time – Golfe e Invest. Turísticos, S.A.
Cumulativa – Sociedade Imobiliária, S.A.	Grafilme – Sociedade Impressora de Legendas, Lda.
Darbo S.A.S	Guimarãesshopping – Centro Comercial, S.A.
Deutsche Industrieholz GmbH	Harvey Dos Iberica, S.L.
Discovery Sports, SA	Herco Consultoria de Riscos e Corretora de Seguros Ltda
Distodo - Distribuição e Logística, Lda.	HighDome PCC Limited
Dortmund Tower GmbH	Iberian Assets, S.A.
Dos Mares – Shopping Centre B.V.	Igimo – Sociedade Imobiliária, S.A.
Dos Mares – Shopping Centre, S.A.	Iginha – Sociedade Imobiliária, S.A.
Dreamia - Serviços de Televisão, S.A.	Imoarea – Invest. Turísticos, SGPS, S.A.
Dreamia Holding B.V.	Imobiliária da Cacela, S.A.
Ecociclo – Energia e Ambiente, S.A.	Imoclub – Serviços Imobiliários, S.A.
Ecociclo II	Imoconti – Soc.Imobiliária, S.A.
Efanor Investimentos, SGPS, S.A.	Imodivor – Sociedade Imobiliária, S.A.
Efanor Serviços de Apoio à Gestão, S.A.	Imoestrutura – Soc.Imobiliária, S.A.
El Rosal Shopping, S.A.	Imoferro – Soc.Imobiliária, S.A.
Emfísico Boavista	Imohotel – Emp.Turist.Imobiliários, S.A.
Empracine - Empresa Promotora de Atividades Cinematográficas,	Imomuro – Sociedade Imobiliária, S.A.
Empreend.Imob.Quinta da Azenha, S.A.	Imopeninsula – Sociedade Imobiliária, S.A.
Equador & Mendes, Lda	Imoplamac Gestão de Imóveis, S.A.
Espimaia – Sociedade Imobiliária, S.A.	Imoponte – Soc.Imobiliária, S.A.
Estação Viana – Centro Comercial, S.A.	Imoresort – Sociedade Imobiliária, S.A.
Euroresinas – Indústrias Químicas, S.A.	Imoresultado – Soc.Imobiliária, S.A.
Farmácia Selecção, S.A.	Imosedas – Imobiliária e Serviços, S.A.
Fashion Division Canárias, SL	Imosistema – Sociedade Imobiliária, S.A.
Fashion Division, S.A.	Imosonae II
FINSTAR - Sociedade de Investimentos e Participações, S.A.	Impaper Europe GmbH & Co. KG
Fozimo – Sociedade Imobiliária, S.A.	Implantação – Imobiliária, S.A.
Fozmassimo – Sociedade Imobiliária, S.A.	Infocfield – Informática, S.A.
Freccia Rossa – Shopping Centre S.r.l.	Infratroia, EM
Frieengineering International Ltda	Inparsi – Gestão Galeria Comercial, S.A.
Fundo de Invest. Imobiliário Imosede	Inparvi SGPS, S.A.
Fundo I.I. Parque Dom Pedro Shop.Center	Integrum - Energia, SA
Fundo Invest.Imob.Shopp. Parque D.Pedro	Integrum Colombo Energia, S.A.
GaiaShopping I – Centro Comercial, S.A.	Integrum Martim Longo - Energia, S.A.
GaiaShopping II – Centro Comercial, S.A.	Interlog – SGPS, S.A.
GHP GmbH	Invesaude - Gestão Hospitalar S.A.
Gli Orsi Shopping Centre 1 Srl	Ioannina Development of Shopping Centres, SA
Glunz AG	Isoroy SAS

Sonae/Efanor/Zon Group Companies

La Farga – Shopping Center, SL	Movelpartes – Comp.para Ind.Mobiliária, S.A.
Laminate Park GmbH Co. KG	Movimento Viagens – Viag. e Turismo U.Lda
Land Retail B.V.	MSTAR, SA
Larim Corretora de Resseguros Ltda	Mundo Vip – Operadores Turisticos, S.A.
Larissa Develop. Of Shopping Centers, S.A.	Munster Arkaden, BV
Lazam – MDS Corretora e Administradora de Seguros, S.A.	Norscut – Concessionária de Scut Interior Norte, S.A.
LCC LeiriaShopping Centro Comercial SA	Norteshopping – Centro Comercial, S.A.
Le Terrazze – Shopping Centre 1 Srl	Norteshopping Retail and Leisure Centre, BV
Libra Serviços, Lda.	Nova Equador Internacional, Ag.Viag.T, Ld
Lidergraf – Artes Gráficas, Lda.	Nova Equador P.C.O. e Eventos
Loop5 Shopping Centre GmbH	Operscut – Operação e Manutenção de Auto-estradas, S.A.
Loureshopping – Centro Comercial, S.A.	Optimus – Comunicações, S.A.
Lusomundo – Sociedade de investimentos imobiliários SGPS, SA	OSB Deustchland GmbH
Lusomundo España, SL	PantheonPlaza BV
Lusomundo Imobiliária 2, S.A.	Paracentro – Gest.de Galerias Com., S.A.
Lusomundo Moçambique, Lda.	Pareuro, BV
Luz del Tajo – Centro Comercial S.A.	Park Avenue Develop. of Shop. Centers S.A.
Luz del Tajo B.V.	Parque Atlântico Shopping – C.C., S.A.
Madeirashopping – Centro Comercial, S.A.	Parque D. Pedro 1 B.V.
Maiashopping – Centro Comercial, S.A.	Parque D. Pedro 2 B.V.
Maiequipa – Gestão Florestal, S.A.	Parque de Famalicão – Empr. Imob., S.A.
Marcas do Mundo – Viag. e Turismo Unip, Lda	Parque Principado SL
Marcas MC, ZRT	Pátio Boavista Shopping Ltda.
Marina de Tróia S.A.	Pátio Campinas Shopping Ltda
Marinamagic – Expl.Cent.Lúdicos Marít, Lda	Pátio Goiânia Shopping Ltda
Marmagno – Expl.Hoteleira Imob., S.A.	Pátio Londrina Empreend. e Particip. Ltda
Martimope – Sociedade Imobiliária, S.A.	Pátio Penha Shopping Ltda.
Marvero – Expl.Hoteleira Imob., S.A.	Pátio São Bernardo Shopping Ltda
MDS Affinity - Sociedade de Mediação, Lda	Pátio Sertório Shopping Ltda
MDS Africa SGPS, S.A.	Pátio Uberlândia Shopping Ltda
MDS Consultores, S.A.	Per-Mar – Sociedade de Construções, S.A.
MDS Corretor de Seguros, S.A.	Pharmaconcept – Actividades em Saúde, S.A.
MDS Malta Holding Limited	PHARMACONTINENTE – Saúde e Higiene, S.A.
MDS SGPS, SA	PJP – Equipamento de Refrigeração, Lda
MDSAUTO - Mediação de Seguros, SA	Plaza Éboli B.V.
Megantic BV	Plaza Éboli – Centro Comercial S.A.
MJLF – Empreendimentos Imobiliários, S.A.	Plaza Mayor Holding, SGPS, SA
Mlearning - Mds Knowledge Centre, Unip, Lda	Plaza Mayor Parque de Ócio BV
Modalfa – Comércio e Serviços, S.A.	Plaza Mayor Parque de Ocio, SA
MODALLOOP – Vestuário e Calçado, S.A.	Plaza Mayor Shopping BV
Modelo – Dist.de Mat. de Construção, S.A.	Plaza Mayor Shopping, SA
Modelo Continente Hipermercados, S.A.	Ploi Mall BV
Modelo Continente Intenational Trade, SA	Plysorol, BV
Modelo Hiper Imobiliária, S.A.	Poliface North America
Modelo.com – Vendas p/Correspond., S.A.	PORTCC – Portimãoshopping Centro Comercial, SA

Sonae/Efanor/Zon Group Companies

Porturbe – Edifícios e Urbanizações, S.A.	Rochester Real Estate, Limited
Praedium – Serviços, S.A.	RSI Corretora de Seguros Ltda
Praedium II – Imobiliária, S.A.	S.C. Microcom Doi Srl
Praedium SGPS, S.A.	Saúde Atlântica – Gestão Hospitalar, S.A.
Predicomercial – Promoção Imobiliária, S.A.	SC – Consultadoria, S.A.
Prédios Privados Imobiliária, S.A.	SC – Eng. e promoção imobiliária, SGPS, S.A.
Predisedas – Predial das Sedas, S.A.	SC Aegean B.V.
Pridelease Investments, Ltd	SC Assets SGPS, S.A.
Proj. Sierra Germany 4 (four) – Sh.C.GmbH	SC Finance BV
Proj. Sierra Germany 2 (two) – Sh.C.GmbH	SC Mediterraneum Cosmos B.V.
Proj. Sierra Italy 1 – Shop. Centre Srl	SC, SGPS, SA
Proj. Sierra Italy 3 – Shop. Centre Srl	SCS Beheer, BV
Proj. Sierra Italy 5 – Dev. Of Sh.C.Srl	SDSR - Sports Division 2, S.A.
Project SC 1 BV	Selfrio, SGPS, S.A.
Project SC 2 BV	Selifa – Empreendimentos Imobiliários, S.A.
Project Sierra 2 B.V.	Sempre à Mão – Sociedade Imobiliária, S.A.
Project Sierra 6 BV	Sempre a Postos – Produtos Alimentares e Utilidades, Lda
Project Sierra 7 BV	Serra Shopping – Centro Comercial, S.A.
Project Sierra 8 BV	Sesagest – Proj. Gestão Imobiliária, S.A.
Project Sierra 9 BV	Sete e Meio – Invest. Consultadoria, S.A.
Project Sierra Brazil 1 B.V.	Sete e Meio Herdades – Inv. Agr. e Tur., S.A.
Project Sierra Charagionis 1 S.A.	Shopping Centre Parque Principado B.V.
Project Sierra Four, SA	Shopping Penha B.V.
Project Sierra Germany Shop. Center 1 BV	Siaf – Soc. Inicia. Aprov. Florestais - Energia, S.A.
Project Sierra Germany Shop. Center 2 BV	SIAL Participações Ltda
Project Sierra Spain 1 B.V.	Sierra Asia Limited
Project Sierra Spain 2 – Centro Comer. S.A.	Sierra Asset Management – Gest. Activos, S.A.
Project Sierra Spain 2 B.V.	Sierra Berlin Holding BV
Project Sierra Spain 3 – Centro Comer. S.A.	Sierra Central S.A.S
Project Sierra Spain 3 B.V.	Sierra Charagionis Develop. Sh. Centre S.A.
Project Sierra Spain 6 B.V.	Sierra Charagionis Propert. Management S.A.
Project Sierra Spain 7 B.V.	Sierra Corporate Services Holland, BV
Project Sierra Three Srl	Sierra Development Greece, S.A.
Project Sierra Two Srl	Sierra Developments Germany GmbH
Promessa Sociedade Imobiliária, S.A.	Sierra Developments Holding B.V.
Prosa – Produtos e serviços agrícolas, S.A.	Sierra Developments Italy S.r.l.
Puravida – Viagens e Turismo, S.A.	Sierra Developments Romania, Srl
Racionaliz. y Manufact. Florestales, S.A.	Sierra Developments Spain – Prom.C.Com.SL
RASO - Viagens e Turismo, S.A.	Sierra Developments, SGPS, S.A.
RASO, SGPS, S.A.	Sierra Enplanta Ltda
Rio Sul – Centro Comercial, S.A.	Sierra European R.R.E. Assets Hold. B.V.
River Plaza Mall, Srl	Sierra GP Limited
River Plaza, BV	Sierra Investimentos Brasil Ltda

Sonae/Efanor/Zon Group Companies

Sierra Investments (Holland) 1 B.V.	Sonae Retalho Espana – Servicios Gen., S.A.
Sierra Investments (Holland) 2 B.V.	Sonae SGPS, S.A.
Sierra Investments Holding B.V.	Sonae Sierra Brasil S.A.
Sierra Investments SGPS, S.A.	Sonae Sierra Brazil B.V.
Sierra Italy Holding B.V.	Sonae Sierra, SGPS, S.A.
Sierra Management Germany GmbH	Sonae Tafibra Benelux, BV
Sierra Management Italy S.r.l.	Sonae Turismo – SGPS, S.A.
Sierra Management Romania, Srl	Sonae UK, Ltd.
Sierra Management Spain – Gestión C.Com.S.A.	Sonaegest – Soc.Gest.Fundos Investimentos
Sierra Management, SGPS, S.A.	SONAEMC - Modelo Continente, SGPS, S.A.
Sierra Portugal, S.A.	Sondis Imobiliária, S.A.
SII – Soberana Invest. Imobiliários, S.A.	Sontária - Empreendimentos Imobiliários, S.A.
SIRS – Sociedade Independente de Radiodifusão Sonora, S.A.	Sontel BV
SISTAVAC, S.A.	Sontur BV
SKK – Central de Distr., S.A.	Sonvecap BV
SKK SRL	Sopair, S.A.
SKKFOR – Ser. For. e Desen. de Recursos	Sotáqua – Soc. de Empreendimentos Turist
Sociedade de Construções do Chile, S.A.	Spanboard Products, Ltd
Société de Tranchage Isoroy S.A.S.	SPF – Sierra Portugal Real Estate, Sarl
Socijofra – Sociedade Imobiliária, S.A.	Spinarg - Engenharia, Energia e Ambiente, SA
Sociloures – Soc.Imobiliária, S.A.	Spinveste – Gestão Imobiliária SGII, S.A.
Soconstrução BV	Spinveste – Promoção Imobiliária, S.A.
Sodesa, S.A.	Sport Retalho España – Servicios Gen., S.A.
Soflorin, BV	Sport TV Portugal, S.A.
Soira – Soc.Imobiliária de Ramalde, S.A.	Sport Zone – Comércio Art.Desporto, S.A.
Solinca - Eventos e Catering, SA	Sport Zone – Turquia
Solinca - Health and Fitness, SA	Sport Zone Canárias, SL
Solinca – Investimentos Turísticos, S.A.	Sport Zone España-Com.Art.de Deporte,SA
Solinfitness – Club Malaga, S.L.	Spred, SGPS, SA
Solingen Shopping Center GmbH	Stinnes Holz GmbH
SOLSWIM-Gestão e Expl.Equip.Aquáticos,SA	Tableros Tradema, S.L.
Soltroia – Imob.de Urb.Turismo de Tróia, S.A.	Tafiber, Tableros de Fibras Ibéricas, SL
Somit Imobiliária	Tafibra Polska Sp.z.o.o.
SONAE - Specialized Retail, SGPS, SA	Tafibra South Africa
Sonae Capital Brasil, Lda	Tafibra Suisse, SA
Sonae Capital,SGPS, S.A.	Tafisa – Tableros de Fibras, S.A.
Sonae Center II S.A.	Tafisa Canadá Societé en Commandite
Sonae Center Serviços, S.A.	Tafisa France, S.A.
Sonae Ind., Prod. e Com.Deriv.Madeira, S.A.	Tafisa UK, Ltd
Sonae Indústria – SGPS, S.A.	Taiber, Tableros Aglomerados Ibéricos, SL
Sonae Industria de Revestimentos, S.A.	Tarkett Agepan Lamine Flooring SCS
Sonae Indústria Manag. Serv,SA	Tecmasa Reciclados de Andalucía, SL
Sonae Investimentos, SGPS, SA	Teliz Holding B.V.
Sonae Novobord (PTY) Ltd	Têxtil do Marco, S.A.
Sonae RE, S.A.	TLANTIC B.V.

Sonae/Efanor/Zon Group Companies

<p>Tlantic Portugal – Sist. de Informação, S.A. Tlantic Sistemas de Informação Ltd^a Tool GmbH Torre Ocidente Imobiliária, S.A. Torre São Gabriel – Imobiliária, S.A. TP – Sociedade Térmica, S.A. Troia Market, S.A. Tróia Natura, S.A. Troiaresort – Investimentos Turísticos, S.A. Troiaverde – Expl.Hoteleira Imob., S.A. Tulipamar – Expl.Hoteleira Imob., S.A. Unishopping Administradora Ltda. Unishopping Consultoria Imob. Ltda. Upstar Comunicações S.A. Urbisedas – Imobiliária das Sedas, S.A. Valecenter Srl Valor N, S.A. Vastgoed One – Sociedade Imobiliária, S.A. Vastgoed Sun – Sociedade Imobiliária, S.A. Via Catarina – Centro Comercial, S.A. Viajens y Turismo de Geotur España, S.L. Vistas do Freixo, SA Vuelta Omega, S.L. Weiterstadt Shopping BV World Trade Center Porto, S.A.</p>	<p>Worten – Equipamento para o Lar, S.A. Worten Canárias, SL Worten España, S.A. ZIPPY - Comércio e Distribuição, SA ZIPPY - Comercio y Distribución, S.A. Zippy Turquia ZON Audiovisuais, SGPS S.A. ZON Cinemas, SGPS S.A. ZON Conteúdos - Actividade de Televisão e de Produção de ZON FINANCE B.V. ZON II - Serviços de Televisão S.A. ZON III - Comunicações electrónicas S.A. ZON Lusomundo Audiovisuais, S.A. ZON Lusomundo Cinemas, S.A. ZON Lusomundo TV, Lda. ZON Multimédia - Serviços de Telecomunicações e Multimédia, Zon Optimus, SGPS, S.A. ZON Televisão por Cabo, SGPS, S.A. ZON TV Cabo Açoreana, S.A. ZON TV Cabo Madeirense, S.A. ZON TV Cabo Portugal, S.A. ZOPT, SGPS, S.A. Zubiarte Inversiones Inmobiliarias, S.A. ZYEVLUTION-Invest.Desenv.,SA.</p>
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www.sonae.com

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Sonaecom SGPS is listed on the Euronext Stock Exchange.
Information is available on Reuters under the symbol
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