

# Nine Months 2010 Results and Business Outlook

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### **Accounting Principles**

SEAT Pagine Gialle Group and Seat Pagine Gialle S.p.A. adopted IAS/IFRS starting from January 1, 2005. These accounting standards are consistent with the IAS/IFRS used for preparing the annual and interim financial reports for the year 2010.

The Accounting data herewith set forth have been taken from Seat's report on the nine months of 2010, to be filed in compliance with the law. The Company CFO Massimo Cristofori, in his capacity as Manager responsible for preparing the company's financial reports, pursuant to paragraph 2 of Article154-bis of the Finance Consolidation Act (Italian Legislative Decree 58/1998), states that accounting information contained in this presentation corresponds to the Company's evidence and accounting books and entries.



## In 9M'10 strong growth of the internet revenues (up 56%) in Italy

#### SEAT S.p.A. vs. EU MARKETS: ONLINE POSITIONING



# In 9M'10 Seat's online revenue driven by:

- Strong growth of the online marketing services and new products
- 11% growth of the traditional online directory offer in line with overall Italian
   market (FY'10E up 11.5%<sup>(3)</sup>)

#### Company is accelerating the online revenue growth thanks to:

- Lower than EU average online penetration
- Still low web site penetration in SMEs in Italy compared to other countries

Note: revenue performance are referred to Eniro, Yell, Pages Jaunes and Seat

(1) Based on total revenues

(2) H1'11 results (ended 30 September 2010) (3) Source: IAB Europe, September 2010



| Nine Months   | Business Strategy   |
|---|---|
| Migration from print to online accelerated by the multimedia strategy ( <u>online up 55.7%</u> , print down 21.2%)                | Strategic objective to accelerate revenue mix vs. online and grow market share                |
| ~74k multimedia packages sold (above target)  | 2010 target of 80k multimedia packages<br>upgraded to >90k                                    |
| Online marketing services sustained 9M online growth. Recent launch of new products (i.e. Banner in Q3 and Info/e-commerce in Q4) | Control of customer web site is a key objective (80k custom-made web sites by the end of '10) |
| Strategic partnerships (Poste, Google and recently SKY) are further enhancing Seat multimedia offer                               | Partnerships will add value to customer and revenue stream                                    |
| Telegate/TDL are continuing the evolution to multimedia. TDL and Telegate <u>online</u> revenues up double digit in Q3            | Strategic objective to accelerate revenue mix vs. online                                      |
| Positive Ebitda trend thanks to implementation of cost management actions   | In 2010 >40 €m of Group cost savings target,<br>Ebitda confirmed at 480 €m ÷ 510 €m           |
| Operating FCF substantially stable. Further securitization fine tuning. <u>New project on WC</u> improvement well on track        | Focus on cash management and deleverage   |
|   |   |

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### Stable margins at Group level thanks to strong focus on cost management

#### SEAT GROUP P&L<sup>(1)</sup>

|   | Revenues  |        |         |   | Ebitda |          |
|---|---|--------|---------|---|--------|----------|
| euro million                            | 9M'09<br>restated &<br>like for like <sup>(3)</sup> | 9M'10  | Change  | 9M'09<br>restated &<br>like for like <sup>(3)</sup> | 9M'10  | Change   |
| Italian business                        | 705.8   | 646.9  | (8.3)%  | 323.7   | 309.3  | (4.4)%   |
| Seat S.p.A                              | 657.4   | 609.6  | (7.3)%  | 322.6   | 309.1  | (4.2)%   |
| Other Italian operations <sup>(2)</sup> | 48.4  | 37.3   | (22.9)% | 1.1   | 0.2    | 81.8%    |
| International operations                | 174.5   | 154.3  | (11.6)% | 34.6  | 20.5   | (40.8)%  |
| Thomson                                 | 59.4  | 49.5   | (16.7)% | 8.3   | 3.4    | (59.0)%  |
| Telegate                                | 101.0   | 93.7   | (7.2)%  | 26.5  | 17.3   | (34.7)%  |
| Europages                               | 14.1  | 11.1   | (21.3)% | (0.2)   | (0.2)  | n.s.     |
| Eliminations and other adj.             | (34.8)  | (24.0) | n.s.    | 0.1   | 0.0    | n.s.     |
| Total                                   | 845.5   | 777.2  | (8.1)%  | 358.4   | 329.8  | (8.0)%   |
| Ebitda margin                           |   |        |         | 42.4%   | 42.4%  | (0.0) pp |

Italian core revenue performance (-5.9%) in line with guidance of August 2010 and better than overall top line, thanks to strong growth of the online business

In local currency TDL revenues down 16.7%, but slight improvement of the decline in Q3 (-16.2%) thanks to return to growth of the online business

Telegate results well on track towards guidance for 2010 (Ebitda expected at 23÷27 €m)

Stable margins at Group level thanks to strong focus on cost management and despite top line

(1) Revenues include only "Revenues from Sales and Services"

(2) Including Consodata, Cipi, Prontoseat and Telegate Italia

(3) On a comparable publication and exchange rate basis for Seat S.p.A. and Thomson



# Operating FCF sustained by lower level of capex, while NFP affected by one-off charges

| SEAT GROUP OPERATING FREE CASH FLOW AND DELEVERAGE      |          |         |         |         |   | GE                      |
|---|----------|---------|---------|---------|---|-------------------------|
| euro million  | 9M 2009  | 9M 2010 | Cha     | inge    |   |                         |
|   | restated |         | mln     | %       | • |                         |
| Ebitda  | 364.6    | 329.8   | (34.8)  | (9.5)%  |   |                         |
| Change in<br>Operating Working Capital                  | 7.8      | 3.1     | (4.7)   | (60.6)% |   | Ctra                    |
| Change in Not Current<br>Operating Liabilities & others | (9.2)    | (8.4)   | 0.8     | 8.9%    |   | Stro<br>amo             |
| Investments   | (34.9)   | (23.4)  | 11.5    | 33.0%   |   | (fro                    |
| Operating Free Cash Flow                                | 328.3    | 301.1   | (27.2)  | (8.3)%  |   | dev                     |
| Net cash interests                                      | (113.2)  | (126.9) | (13.8)  | (12.2)% |   | Incr                    |
| Accrued interests                                       | (26.4)   | (35.5)  | (9.2)   | (34.8)% |   | due                     |
| SSB Transaction costs cash<br>outflow                   | 0.0      | (22.1)  | (22.1)  | n.s.    |   | pai                     |
| Capital increase, net                                   | 193.5    | 0.0     | (193.5) | n.s.    |   | 9M'<br>Res <sup>-</sup> |
| Cash taxes  | (68.5)   | (31.9)  | 36.6    | 53.4%   |   | casł                    |
| Not Recurring and<br>Restructuring charges              | (16.9)   | (21.2)  | (4.2)   | (25.1)% |   | the                     |
| Others  | 0.5      | (21.7)  | (22.2)  | n.s.    |   | 9M'                     |
| Deleverage  | 297.3    | 41.7    | (255.6) | (86.0)% |   | for<br>inst             |
|   | FY 2009  | 9M 2010 | Cha     | inge    |   |                         |
|   |          |         | m       | ıln     |   | 42                      |
| Net Financial Debt                                      | 2,762.8  | 2,721.1 | 4 (4    | 1.7)    |   | one                     |

In Oct. '10 issuance of 200 €m new SSB on top of 550 €m SSB issuance of Jan. '10

Strong reduction of capex amount, with different mix YonY (from administrative/ IT platform investments to internet product development)

Increase of accrual liabilities due to SSB interests (*to be paid in Jan. '11*)

9M'10 Not Recurring and Restructuring charges includes cash outflows mainly related to the Group cost rightsizing plan

9M'10 Others includes charges for unwinding of hedge instruments after SSB issuance

42 €m of deleverage despite one-off charges



# Pro-forma NFP as of Sept. '10 includes new 200 €m SSB and ABS program reduction from 206 €m to 190 €m through the use of the Group cash



- (1) 1<sup>st</sup> issue of 550 €m at 97.6% in January plus 2<sup>nd</sup> issue of 200 €m at 90% in October
- (2) Yield to maturity SSN 1<sup>st</sup> issue at 11% and SSN 2<sup>nd</sup> issue at 12.85%
- (3) Comm. paper rate is capped at 3M Euribor plus 5 bps p.a.
- (4) From July '10 all-in margin decreased from 2.45% to 2.15% due to the lower costs of the committed facilities following 50 €m notes reduction
- (5) Final Notes maturity date: ABS notes upon Program termination (i.e. June '11) shall be reimbursed through payments of the securitized receivables

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# 9M'10 results confirm a strong growth (+55.7%) of the online revenues in Italy sustained by multimedia strategy

#### SEAT S.p.A.- REVENUE BREAK-DOWN

| euro million  | 9M'09                        | 9M'10                  | Change                            |         |
|---|------------------------------|------------------------|-----------------------------------|---------|
| Revenues  | like for like <sup>(3)</sup> |                        | mln                               | %       |
| Core Business                                       | 589.8                        | 555.2                  | (34.6)                            | (5.9)%  |
| -YP/WP  | 446.6                        | 351.9                  | (94.6)                            | (21.2)% |
| -Online advertising                                 | 113.3                        | 176.3                  | 63.1                              | 55.7%   |
| -Voice advertising <sup>(1)</sup>                   | 30.0                         | 26.9                   | (3.1)                             | (10.3)% |
| B2B & Others <sup>(2)</sup>                         | 67.6                         | 54.3                   | (13.3)                            | (19.6)% |
| Total   | 657.4                        | 609.6                  | (47.9)                            | (7.3)%  |
| Revenue mix<br>(% of core revenues)                 | 9M'09                        | 9M'10                  | Cha                               | ange    |
| -YP/WP<br>-Online advertising<br>-Voice advertising | 75.7%<br>19.2%<br>5.1%       | 63.4%<br>31.8%<br>4.8% | (12.3) pp<br>+12.6 pp<br>(0.3) pp |         |

~74k multimedia packages sold in 9M'10 (above target of ~65k)

Core revenues sustained by strong growth of the online business

Acceleration of the print decline managed through the multimedia packages strategy

B2B and Other products (mainly DA traffic) affected by the revision of the B2B product portfolio and "maintenance" strategy on 12.40 brand

Evolution of the revenue mix (print vs. online) is proceeding faster than planned

(1) Talking Yellow Pages and 12.40 advertising revenues

(2) Kompass (print & online) & Giallo Promo, Giallo Dat@, Talking Yellow Pages and 12.40 traffic revenues and others

(3) Net of some print editions shifted from Q3 to Q4 (12.3 €m in 9M'09)



# In Q3'10 online revenues still grew at a very high pace like in Q2 and Q1, proving the strength of Seat's online strategy and product innovation

#### SEAT S.p.A. – PRINT AND ONLINE REVENUES BY QUARTER

Like for like



down vs. Q3, as it has to be compared with a very strong Q4 of last year (81.4€m)



### Strong take-up of the multimedia packages, with 9M'10 target overachieved

#### SEAT S.p.A.- MULTIMEDIA STRATEGY AND 9M'10 KPIs

- 100% sales force "adoption rate" of multimedia sales
- From January to September '10, ~74k packages sold (vs. target of ~65k), of which:
  - ~1/3 to new customers and ~2/3 to renewed customers
  - On renewed customers, print-only customers from ~35% of total to zero
  - Avg. ARPA ~1,800€ for multimedia packages and including other products
  - ARPA growth of renewed customer (+12.9%)





(2) Including all properties (Yellow & White Pages, Tuttocittà)

(3) Includes iPhone, Vodafone 360, Blackberry, Android, Samsung and Nokia application downloads

# 9M'10 shows lower industrial and general & labour costs thanks to cost management activities with shift to business development costs

#### SEAT S.p.A.- COST BREAK-DOWN

~25€m of cost management in 9M'10

| euro million                  | 9M 2009                      | 9M 2010 | Cha    | inge    |
|-------------------------------|------------------------------|---------|--------|---------|
|                               | like for like <sup>(1)</sup> |         | mln    | %       |
| Revenues                      | 657.4                        | 609.6   | (47.9) | (7.3)%  |
| Industrial costs              | (91.9)                       | (80.5)  | 11.4   | 12.4%   |
| % revenues                    | 14.0%                        | 13.2%   |        | (0.8)pp |
| General & Labour costs        | (112.4)                      | (96.8)  | 15.7   | 14.0%   |
| % revenues                    | 17.1%                        | 15.9%   |        | (1.2)pp |
| Commercial costs              | (82.1)                       | (91.4)  | (9.3)  | (11.4)% |
| % revenues                    | 12.5%                        | 15.0%   |        | 2.5pp   |
| Advertising costs             | (14.0)                       | (12.5)  | 1.5    | 10.4%   |
| % revenues                    | 2.1%                         | 2.1%    |        | 0.0pp   |
| Total costs                   | (300.5)                      | (281.2) | 19.3   | 6.4%    |
| % revenues                    | 45.7%                        | 46.1%   |        | 0.4pp   |
| Gross Operating Profit        | 356.9                        | 328.3   | (28.6) | (8.0)%  |
| % of revenues                 | 54.3%                        | 53.9%   |        | (0.4)pp |
| Bad Debt, Risk Prov. & Others | (34.4)                       | (19.2)  | 15.1   | 44.1%   |
| EBITDA                        | 322.6                        | 309.1   | (13.5) | (4.2)%  |
| % of revenues                 | 49.1%                        | 50.7%   |        | 1.6pp   |

Industrial costs down reflecting revenue loss on print and lower margin products (i.e. DM, promo gifts, DA traffic)

In 9M'10 General & Labour costs positively impacted by cost management activities

Commercial costs up due to costs to sustain new customer acquisition

Release of ~4.5 €m of risk related to 2007 traffic cost claim

As % of revenues:

- substantially stable risk provisions, thanks to claims reduction
- bad debt provisions more in line with '07 after more conservative policy in '08 and '09

Margin increase thanks to focus on cost management and lower provisioning

(1) Net of revenues and direct costs of some print editions shifted from Q3 to Q4 (respectively 12.4 €m and 3.7 €m in 9M'09)



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### Strategy and Execution - Italy

#### **Market Scenario and Seat Positioning**

- ✓ Well balanced customer base (local vs. national, rural vs. urban areas)
- $\checkmark$  Internet is changing user behavior but usage shift will still take some time
- Seat's new offering (packages and online marketing services) is conceived to manage this shift and to protect/grow top line and keep high margins
- In a country with a still low broadband and SMEs' web site penetration, Seat has to accelerate the transformation to multimedia to catch the market trend and to build a leading market position
- ✓ The strong relationship with SMEs and the strength of the online positioning is proven by the existing strategic partnerships (SKY, Poste Italiane, Google)
- A road map for new online products is already defined, making Seat the right partner to link up with search engines/online players as opposed to compete
- Despite the structural trend, an improvement in the economy will support orders booked/revenue trend

#### **Cost and cash management**

- ✓ The reorganization of the Company's main activities and a deep review of the cost structure and allocation is well under way
  - The new project to improve working capital in the next years is progressing well





# Enlargement of the multimedia packages offering to cover low-end and top-end of the market





Commercial strategy on multimedia packages renewal has been defined and already introduced in the sales canvasses



First evidences: out of 5.5k packages sold in Sept.-Dec- '09, in 2010 renewal of ~1k customers with an Arpa increase of ~9%



# Seat has to accelerate to multimedia and stabilize/grow customer base to catch the market trend and build a leading market position





# PG Banner and Info&E-Commerce have been recently launched to catch market opportunities



#### Seat

- Expected orders booked 2010: 2.5 €m from July (avg. arpa ~800€)
- Revenue target 2011-'12:>20 €m cumulated

#### Italian Market

- Display advertising 2010E<sup>(1)</sup>: at 326 €m (up 1% vs.'09)
- (1) Source: IAB Italia 2009
- (2) Internal estimates based on "Focus e-commerce 2010"



• Target 2011-'12: >30 €m revenues cumulated (avg. arpa expected at ~6,000€)

#### Italian Market

 E-commerce 2010E<sup>(2)</sup>: at 6.9 €bln (up 18% vs.'09) (addressable market ~100k customers)



The new project to improve working capital in the next years is progressing well, with main priorities and areas to be tackled already identified

#### Before

#### **Print oriented process**

- Average invoicing lead time: ~100 days from contract signature to first invoice (consistent with print product publication length cycle)
- Average DSO: ~190 days

#### From January 2011

#### Multimedia oriented process

 Opportunity to reduce invoicing lead time, as online publication length cycle is shorter than print, and average DSO

Identification of 5 areas

| UNBILLED                    | Starting from January 2011, roll out of new conditions both to new and existing customers   |
|-----------------------------|---|
| PAYMENT TERMS               | NEW Customers:  |
| MANAGEMENT                  | - Reduction in the # of instalments (from min 4 - max 12 to min 2 - max 8)  |
| PAYMENT                     | <ul> <li>Reduction in the maximum # of days from first instalment (from min 150 –</li></ul>   |
| METHODS                     | max 210 to min 90 max 120)  |
| CREDIT                      | ALL Customers   |
| COLLECTION                  | – Improving % of customers with direct debit  |
| CREDIT & RISK<br>MANAGEMENT | <ul> <li><u>RENEWING Customers</u></li> <li>– New sales force bonus to incentive new term of payments and payment method</li> </ul> |



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### 9M'10 Int'l revenues and Ebitda in line with expectations

#### SEAT GROUP – INTERNATIONAL OPERATIONS P&L

|                        |                                      | Revenues |         |                                      | Ebitda |         |
|------------------------|--------------------------------------|----------|---------|--------------------------------------|--------|---------|
| euro million           | 9M'09<br>restated &<br>like for like | 9M'10    | Change  | 9M'09<br>restated &<br>like for like | 9M'10  | Change  |
| Int'l operations       | 174.5                                | 154.3    | (11.6)% | 34.6                                 | 20.5   | (40.8)% |
| Thomson                | 59.4                                 | 49.5     | (16.7)% | 8.3                                  | 3.4    | (59.0)% |
| Telegate               | 101.0                                | 93.7     | (7.2)%  | 26.5                                 | 17.3   | (34.7)% |
| Europages              | 14.1                                 | 11.1     | (21.3)% | (0.2)                                | (0.2)  | n.s.    |
| GBP million<br>Thomson | 51.0                                 | 42.5     | (16.7)% | 7.1                                  | 2.9    | (59.2)% |

#### <u>Thomson</u>

- Ebitda affected by top line decline (8.5 £m) partially offset by strong cost cutting initiatives (4.2 £m)
- -Online revenues at 26.6% of total (Q3'10 up 18.8% in £)

#### **Telegate**

- Advertising revenues
   (+27.3%) in Germany at
   ~26.3% of total (vs. ~19.1% in 9M'09)
- -Group Ebitda in line with FY guidance (23÷27 €m)

#### **Europages**

 Ebitda protected by focus on cost management; revenue decline partially related to sales planning



# In Thomson since May strong take up of multimedia packages and new web marketing services (websites, SEO/SEM, Video)

#### **Multimedia packages**

- Introduction in May of 6 packages (with and without web sites) plus add-on
- Pricing ranging from 299 to 2,399 pounds



 Positive results from multimedia package introduction both in terms of online penetration and new customer acquisition

#### • In 2010:

- Target of ~6.5k packages (~30% of customers since launch) of which >45% added extra coverage
- Online revenues up ~20%
- Overall customer base substantially stable (first time since 2006) at around 53k.
   Revenue decline mainly related to ARPA decline
- Mobile: 57k+ downloads of iPhone app in 2 weeks since launch
- New user experience today on <u>www.ThomsonLocal.com</u>



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# Outlook 2010

### <u>ltaly</u>:

- FY'10 Italian revenues decline expected at around  $7 \div 9\%$ , with a improvement vs. 2009 (-10.1%) as:
  - Online growth at >40% (Q4 up double digit) thanks to both web services and traditional online advertising (market growth expected at 11.5% in 2010<sup>(1)</sup>)
  - Print expected down >21% (9M'10 performance) fostered by the multimedia strategy (target >90k packages)

### **International Operations**

 TDL and Telegate expected to growth online/media revenues double digit continuing the evolution towards multimedia business

### Group:

- The reorganization of the main activities is ongoing to achieve the >40 €m of cost savings target at Group level with Ebitda expected confirmed at 480 €m ÷510 €m
- Net financial debt, including one off cost for the SSB, expected at ~2.7€b









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# Most of the 9M'10 growth is coming from local online marketing services with Seat gaining market share in a growing market



(1) Source: Nielsen Media January – August 2010 (Television +7.7%, radio +13.4%, newspapers +3.0%, magazines -8.4%, free press -11.1%, internet +20.9%)



# Seat Group P&L

#### SEAT GROUP P&L

| euro million                       | 9M 2009<br>restated | 9M 2010 | Change  |
|------------------------------------|---------------------|---------|---------|
| Sales and Services Revenues        | 853.0               | 777.2   | (8.9)%  |
| Operating & Labour Costs           | (448.3)             | (423.1) | 5.6%    |
| Gross Operating Profit             | 404.7               | 354.1   | (12.5)% |
| % of revenues                      | 47.4%               | 45.6%   | (1.8)pp |
| Bad Debt, Risk Provisions & Others | (40.1)              | (24.3)  | 39.5%   |
| EBITDA                             | 364.6               | 329.8   | (9.5)%  |
| % of revenues                      | 42.7%               | 42.4%   | (0.3)pp |



# Seat Group P&L – below Ebitda

SEAT GROUP P&L

| 9M 2009<br>restated | 9M 2010   | Change  |
|---------------------|---|---|
| 364.6               | 329.8   | (9.5)%  |
| 42.7%               | 42.4%   | (0.3)pp   |
| (47.2)              | (48.3)  | (2.3)%  |
| 317.4               | 281.5   | (11.3)%   |
| 37.2%               | 36.2%   | (1.0)pp   |
| (188.7)             | (2.3)   | 98.8%   |
| (22.7)              | (11.0)  | 51.6%   |
| 106.1               | 268.2   | n.s.  |
| 12.4%               | 34.5%   | (22.1)pp  |
| (145.0)             | (183.5)   | (26.6)%   |
| 0.0                 | 0.0   | n.s.  |
| (38.9)              | 84.7  | n.s.  |
| (25.4)              | (42.5)  | (67.2)%   |
| (10.8)              | (0.2)   | 98.6%   |
| (75.1)              | 42.1  | n.s.  |
|                     |   |   |
| 1.7                 | 2.2   | 32.1%   |
|                     | restated<br>364.6<br>42.7%<br>(47.2)<br>317.4<br>37.2%<br>(188.7)<br>(22.7)<br>106.1<br>12.4%<br>(145.0)<br>0.0<br>(38.9)<br>(25.4)<br>(10.8) | restated         9M 2010           364.6         329.8           42.7%         42.4%           (47.2)         (48.3)           317.4         281.5           37.2%         36.2%           (188.7)         (2.3)           (22.7)         (11.0)           106.1         268.2           12.4%         34.5%           (145.0)         (183.5)           0.0         0.0           (38.9)         84.7           (25.4)         (42.5)           (10.8)         (0.2) |



## Seat Group revenue and Ebitda break-down by legal entity – 9M'10

|                               | Revenues            |         |         |                     | Ebitda  |         |
|-------------------------------|---------------------|---------|---------|---------------------|---------|---------|
| euro million                  | 9M 2009<br>restated | 9M 2010 | Change  | 9M 2009<br>restated | 9M 2010 | Change  |
| Core Italian business         | 718.3               | 646.9   | (9.9)%  | 332.4               | 309.3   | (6.9)%  |
| Seat S.p.A                    | 669.9               | 609.6   | (9.0)%  | 331.3               | 309.1   | (6.7)%  |
| Consodata                     | 13.9                | 14.6    | 5.0%    | 0.0                 | 0.8     | n.s.    |
| Prontoseat                    | 8.7                 | 8.1     | (6.9)%  | 0.8                 | 1.0     | 25.0%   |
| Telegate Italia               | 16.1                | 6.8     | (57.8)% | 1.9                 | 0.6     | (68.4)% |
| Cipi                          | 9.7                 | 7.8     | (19.6)% | (1.6)               | (2.2)   | (37.5)% |
| International operations      | 169.7               | 154.3   | (9.1)%  | 32.1                | 20.5    | (36.1)% |
| TDL                           | 54.6                | 49.5    | (9.3)%  | 5.8                 | 3.4     | (41.4)% |
| Telegate                      | 101.0               | 93.7    | (7.2)%  | 26.5                | 17.3    | (34.7)% |
| Europages                     | 14.1                | 11.1    | (21.3)% | (0.2)               | (0.2)   | n.s.    |
| Intercompanies elim. & others | (35.0)              | (24.0)  | n.s.    | 0.1                 | 0.0     | n.s.    |
| Total                         | 853.0               | 777.2   | (8.9)%  | 364.6               | 329.8   | (9.5)%  |



# Seat Group revenue and Ebitda break-down by legal entity – 9M'10 on a comparable publication basis and exchange rate base

|                               |  | Revenues |         |  | Ebitda  |         |
|-------------------------------|--|----------|---------|--|---------|---------|
| euro million                  | 9M 2009<br>restated &<br>like for like | 9M 2010  | Change  | 9M 2009<br>restated &<br>like for like | 9M 2010 | Change  |
| Core Italian business         | 705.8                                  | 646.9    | (8.3)%  | 323.7                                  | 309.3   | (4.4)%  |
| Seat S.p.A                    | 657.4                                  | 609.6    | (7.3)%  | 322.6                                  | 309.1   | (4.2)%  |
| Consodata                     | 13.9                                   | 14.6     | 5.0%    | 0.0                                    | 0.8     | n.s.    |
| Prontoseat                    | 8.7                                    | 8.1      | (6.9)%  | 0.8                                    | 1.0     | 25.0%   |
| Telegate Italia               | 16.1                                   | 6.8      | (57.8)% | 1.9                                    | 0.6     | (68.4)% |
| Сірі                          | 9.7                                    | 7.8      | (19.6)% | (1.6)                                  | (2.2)   | 37.5%   |
| International operations      | 174.5                                  | 154.3    | (11.6)% | 34.6                                   | 20.5    | (40.8)% |
| TDL                           | 59.4                                   | 49.5     | (16.7)% | 8.3                                    | 3.4     | (59.0)% |
| Telegate                      | 101.0                                  | 93.7     | (7.2)%  | 26.5                                   | 17.3    | (34.7)% |
| Europages                     | 14.1                                   | 11.1     | (21.3)% | (0.2)                                  | (0.2)   | 0.0     |
| Intercompanies elim. & others | (34.8)                                 | (24.0)   | n.s.    | 0.1                                    | 0.0     | n.s.    |
| Total                         | 845.5                                  | 777.2    | (8.1)%  | 358.4                                  | 329.8   | (8.0)%  |



## Seat Group revenue and Ebitda break-down by legal entity – Q3'10

|                               |                     | Revenues |         |                     | Ebitda  |         |
|-------------------------------|---------------------|----------|---------|---------------------|---------|---------|
| euro million                  | Q3 2009<br>restated | Q3 2010  | Change  | Q3 2009<br>restated | Q3 2010 | Change  |
| Core Italian business         | 297.7               | 265.6    | (10.8)% | 171.8               | 159.0   | (7.5)%  |
| Seat S.p.A                    | 282.1               | 255.9    | (9.3)%  | 171.2               | 159.2   | (7.0)%  |
| Consodata                     | 4.5                 | 4.7      | 4.4%    | (0.1)               | 0.3     | n.s.    |
| Prontoseat                    | 2.9                 | 2.6      | (10.3)% | 0.4                 | 0.4     | n.s.    |
| Telegate Italia               | 5.5                 | 0.1      | (98.2)% | 0.9                 | (0.1)   | n.s.    |
| Cipi                          | 2.7                 | 2.3      | (14.8)% | (0.6)               | (0.8)   | (33.3)% |
| International operations      | 60.4                | 54.1     | (10.4)% | 13.6                | 8.4     | (38.2)% |
| TDL                           | 22.0                | 17.3     | (21.4)% | 5.2                 | 1.5     | (71.2)% |
| Telegate                      | 33.3                | 32.0     | (3.9)%  | 8.2                 | 6.2     | (24.4)% |
| Europages                     | 5.1                 | 4.8      | (5.9)%  | 0.2                 | 0.7     | n.s.    |
| Intercompanies elim. & others | (12.4)              | (5.7)    | n.s.    | 0.0                 | 0.0     | n.s.    |
| Total                         | 345.7               | 314.0    | (9.2)%  | 185.4               | 167.4   | (9.7)%  |



# Seat Group revenue and Ebitda break-down by legal entity – Q3'10 on a comparable publication basis and exchange rate base

|                               |  | Revenues |         | Ebitda                                 |         |         |
|-------------------------------|--|----------|---------|--|---------|---------|
| euro million                  | Q3 2009<br>restated &<br>like for like | Q3 2010  | Change  | Q3 2009<br>restated &<br>like for like | Q3 2010 | Change  |
| Core Italian business         | 297.0                                  | 265.6    | (10.6)% | 172.3                                  | 159.0   | (7.7)%  |
| Seat S.p.A                    | 281.4                                  | 255.9    | (9.1)%  | 171.7                                  | 159.2   | (7.3)%  |
| Consodata                     | 4.5                                    | 4.7      | 4.4%    | (0.1)                                  | 0.3     | n.s.    |
| Prontoseat                    | 2.9                                    | 2.6      | (10.3)% | 0.4                                    | 0.4     | n.s.    |
| Telegate Italia               | 5.5                                    | 0.1      | (98.2)% | 0.9                                    | (0.1)   | n.s.    |
| Cipi                          | 2.7                                    | 2.3      | (14.8)% | (0.6)                                  | (0.8)   | (33.3)% |
| International operations      | 59.1                                   | 54.1     | (8.5)%  | 12.1                                   | 8.4     | (30.6)% |
| TDL                           | 20.7                                   | 17.3     | (16.4)% | 3.7                                    | 1.5     | (59.5)% |
| Telegate                      | 33.3                                   | 32.0     | (3.9)%  | 8.2                                    | 6.2     | (24.4)% |
| Europages                     | 5.1                                    | 4.8      | (5.9)%  | 0.2                                    | 0.7     | n.s.    |
| Intercompanies elim. & others | (12.3)                                 | (5.7)    | n.s.    | 0.1                                    | 0.0     | n.s.    |
| Total                         | 343.8                                  | 314.0    | (8.7)%  | 184.5                                  | 167.4   | (9.2)%  |



# Thomson – Ebitda affected by top line decline in a difficult market scenario not offset by strong cost cutting initiatives

THOMSON P&L

| euro million                  | 9M 2009<br>like for like <sup>(1)</sup> | 9M 2010 | Cha   | ange    |
|-------------------------------|---|---------|-------|---------|
|                               |   |         | mln   | %       |
| Sales and Services Revenues   | 59.4                                    | 49.5    | (9.9) | (16.7)% |
| Operating & Labour Costs      | (49.1)                                  | (44.1)  | 5.0   | 10.2%   |
| Gross Operating Profit        | 10.4                                    | 5.4     | (5.0) | (48.1)% |
| % of revenues                 | 17.5%                                   | 10.9%   |       | (6.6)pp |
| Bad Debt, Risk Prov. & Others | (2.1)                                   | (2.0)   | 0.1   | 4.8%    |
| ЕВІТДА                        | 8.3                                     | 3.4     | (4.9) | (59.0)% |
| % of revenues                 | 14.0%                                   | 6.9%    |       | (7.1)pp |





### Telegate – 9M'10 results well on track towards guidance for 2010

TELEGATE P&L

| euro million                          | 9M 2009<br>restated <sup>(1)</sup> | 9M 2010 | Change |         |
|---------------------------------------|------------------------------------|---------|--------|---------|
|                                       |                                    |         | mln    | %       |
| Sales and Services Revenues           | 101.0                              | 93.7    | (7.3)  | (7.2)%  |
| Operating & Labour Costs              | (71.6)                             | (73.6)  | (2.0)  | (2.8)%  |
| Gross Operating Profit                | 29.4                               | 20.1    | (9.3)  | (31.6)% |
| % of revenues                         | 29.1%                              | 21.5%   |        | (7.6)pp |
| Bad Debt, Risk Provisions &<br>Others | (2.9)                              | (2.8)   | 0.1    | 3.4%    |
| EBITDA                                | 26.5                               | 17.3    | (9.2)  | (34.7)% |
| % of revenues                         | 26.2%                              | 18.5%   |        | (7.7)pp |

(1) Net of 118 000 SAS (wholly-owned French subsidiary) sold on November 3, 2009 and of Telegate Italia sold June 2010



### **Balance sheet**

#### SEAT GROUP

| euro million                            | Dec. 31, '09 | Sept 30, '10 | Change |
|---|--------------|--------------|--------|
| Goodwill and<br>Customer Data Base      | 3,335.3      | 3,334.5      | (0.8)  |
| Other Not Current Assets                | 232.7        | 206.8        | (25.9) |
| Not Current Liabilities                 | (86.8)       | (78.1)       | 8.6    |
| Working Capital                         | 286.8        | 292.1        | 5.3    |
| Net assets from discontinued operations | 0.1          | (0.3)        | (0.3)  |
| Net Invested Capital                    | 3,768.1      | 3,755.0      | (13.1) |
| Total Stockholders' Equity              | 1,039.3      | 1,080.2      | 41.0   |
| Net Financial Debt - Book Value         | 2,728.9      | 2,674.8      | (54.1) |
| Total                                   | 3,768.1      | 3,755.0      | (13.1) |
| Net Financial Debt                      | 2,762.8      | 2,721.1      | (41.7) |
| IAS Adjustments                         | (33.9)       | (46.3)       | (12.3) |
| Net Financial Debt - Book Value         | 2,728.9      | 2,674.8      | (54.1) |



### Seat Group debt breakdown

#### As of September 30, 2010

| Debt Facility (€m)                           | Amount     | Repayment   | Interest   |
|--|------------|---|--|
| GROSS DEBT                                   | 2,935.4    |   |  |
| Bank Senior Debt                             | 838.9      |   |  |
| Term Loan A                                  | 374.4      | Amort. June 2011 to June 2012                       | Euribor+ 3.41%   |
| Term Loan B                                  | 464.5      | Bullett June 2013                                   | Euribor+ 3.91%   |
| Revolving and other <sup>(1)</sup>           | 0          | R.F. Available until June 2012                      | Euribor+ 3.41%   |
| • Subord. Debt vs. Lighthouse <sup>(2)</sup> | 1,300.0    | April 2014  | Fixed 8%   |
| • Senior Secured Notes <sup>(3)</sup>        | 537.6      | January 2017  | Fixed 10.5% ytm at issuance 11%  |
| <ul> <li>Asset Backed Securities</li> </ul>  | 206.0      | Oct 10 (*) and Jan 2014 <sup>(4)</sup>              | Comm.paper rate <sup>(5)</sup> +2.15% all in                           |
| <ul> <li>Financial Lease</li> </ul>          | 52.9       | Amort. Quart. to March 2023                         | Euribor +0.65%   |
| Net Financial accruals and other             | 58.3       |   |  |
| CASH & Cash Equivalents and other            | r (-272.6) |   |  |
| SEAT GROUP NET DEBT                          | 2,721.1    | (*) reduction by 16 €m of the 206 €m Securitization | 9M'10 all-in cost of<br>financing at 7.3% from<br>5.4% in 0M'00 due to |
| IAS adjustments:                             |            | Program effected in Oct.                            | 5.4% in 9M'09 due to the different debt                                |
| Transaction costs                            | -64.5      | '10 using Group Cash                                | structure  |
| Derivatives negative Mark to Market and      |            |   | Structure  |
| GROUP NET DEBT – BOOK VALUE                  | 2,674.8    |   |  |

(1) RF Callable up 90 €m plus a further committed Facility (available until March 2011) for 30 €m

(2) Lighthouse funded the subordinated loan vs. SEAT through the issuance of the Lighthouse 8% Notes due April 2014

(3) Nominal amount of 550 €m issued at 97.6% equal to 536.8 €m plus 0.8 €m as pro-rata accrual of issuance discount

(4) Final contractual maturity date: ABS notes upon Program termination (i.e. June '11) shall be reimbursed through payments of the securitized receivables

(5) Com. paper rate capped at 3M Euribor plus 5 bps p.a.; margin decreased to 2.15% due to  $\in$  50 m reduction of the notes