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Interim Report as at March 31, 2013

seat PG
PAGINE GIALLE

Registered office: Via Grosio, 10/4 - 20151 Milano (Italy)
Secondary office: Corso Mortara, 22 - 10149 Torino (Italy)
Fully paid-up share capital: Euro 450,265,793.58
Tax code and VAT code: 03970540963
Milan Register of Companies No. 03970540963

SEAT Pagine Gialle group

is a *local internet company* strongly rooted in Italy, which, alongside traditional services with print and voice visibility, offers businesses 360° support in promoting their business on the internet through a network of agencies (*WebPoint*). SEAT Pagine Gialle S.p.A.’s web marketing services range from the building and management of websites and mobile sites to the creation of multimedia content, from activities inherent to internet visibility to e-commerce and web marketing services, from managing social network presence to couponing.

Contents

SeatPG. Network of relations, engine of development.

Multiplying opportunities for companies starting with their relations. This is what SeatPG has been doing for 85 years. A leader in local marketing communication services, it creates networks of qualified contacts and gets business started for italian companies.

seatPG
PAGINE GIALLE
motore di relazioni

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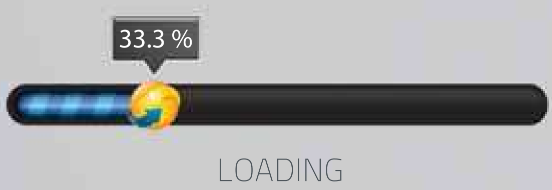
Highlights and general information



Company boards

(information correct as at June 27, 2013)

Board of Directors [1]

Chairman
Guido de Vivo

Chief Executive Officer
Vincenzo Santelia [2]

Directors
Chiara Damiana Maria Burberi [I]
Mauro Del Rio [I]
Paul Douek [4]
Francesca Fiore [I]
Mauro Pretolani [I]
Harald Rösch [I]
Luca Rossetto [I]

Secretary to the Board of Directors
Michaela Castelli

Appointments and Remuneration Committee [4]

Mauro Pretolani (Chairman)
Paul Douek
Francesca Fiore

Control and Risk Committee [4]

Chiara Damiana Maria Burberi (Chairman)
Harald Rösch
Luca Rossetto

Board of Statutory Auditors [5]

Chairman
Enrico Cervellera

Standing Auditors
Vincenzo Ciruzzi
Andrea Vasapolli

Alternate Auditors
Guido Costa [5]
Guido Vasapolli [5]

Common Representative of Savings Shareholders

Stella d'Atri [6]

Chief Financial Officer

Massimo Cristofori

Independent Auditors [5]

PricewaterhouseCoopers S.p.A.

[1] The Board of Directors was appointed by the Shareholders' Meeting of October 22, 2012.
[2] Director Vincenzo Santelia was appointed Chief Executive Officer by the Board of Directors on October 26, 2012.
[3] Director Paul Douek, also a member of the Appointments and Remuneration Committee, resigned from the Company with effect from the date of his replacement by a newly co-opted director.
[4] The Committees were appointed by the Board of Directors on October 26, 2012.
[5] The Board of Statutory Auditors and the Independent Auditors were appointed by the Shareholders' Meeting of June 12, 2012.
[6] Appointed by the special meeting of savings shareholders on May 2, 2013 for the fiscal years 2013, 2014 and 2015
[I] Directors who meet the independence criteria set forth in articles 147-ter, paragraph 4 and 148, paragraph 3, of Legislative Decree 58/1998 and in the Code of Corporate Governance for Listed Companies.

Introduction

As reported in greater detail in the Report on Operations in the Annual Report as at December 31, 2012, the Boards of Directors of SEAT Pagine Gialle S.p.A. and SEAT Pagine Gialle Italia S.p.A. decided on February 6, 2013 for a composition with creditors' procedure in order to ensure business continuity pursuant to article 161 of the Bankruptcy Act, according to the 'blank filing' procedure mentioned in paragraph 6 of the same article.

After the Company filed for a composition with creditors' procedure, the Court granted a period of 120 days, subsequently extended to July 1, 2013, for the submission of the documentation necessary for admission to the composition with creditors procedure, including in particular the plan and proposal for the agreement with creditors.

Presentation of accounting data

During the course of 2012, SEAT Pagine Gialle S.p.A. merged with Lighthouse in an international transaction (the "Merger") whereby SEAT Pagine Gialle S.p.A. incorporated Lighthouse.
Pursuant to "IFRS3 – Business Combination" the Merger was showed as a reverse acquisition whereby Lighthouse was the acquirer and SEAT was the acquiree. Although SEAT Pagine Gialle S.p.A. was the incorporating company from a legal perspective, in accordance with IFRS 3, for accounting purposes, Lighthouse was considered the acquirer, insofar as the majority of SEAT share capital was acquired upon completion to the Merger by the former Lighthouse bondholders, who became Lighthouse shareholders.
Consequently, the accounting data as at March 31, 2012 refers only to Lighthouse Company S.A..
In order to provide information that conforms to IFRS criteria for the preparation of financial statements and allows adequate analysis of the Group's financial performance, the reclassified financial statements included in this Interim Report contain both comparable data as at March 31, 2012 for the SEAT Group (for which the changes are commented on in the later section "Financial performance of the Group") and data as at March 31, 2012 for Lighthouse Company S.A..

From 2012, in the Italian Directories Business Area (which covers SEAT Pagine Gialle S.p.A., SEAT Pagine Gialle Italia S.p.A. and the Digital Local Services companies), the practice of commercial advances was accelerated sharply compared with previous levels, which did not have a significant impact on revenues.

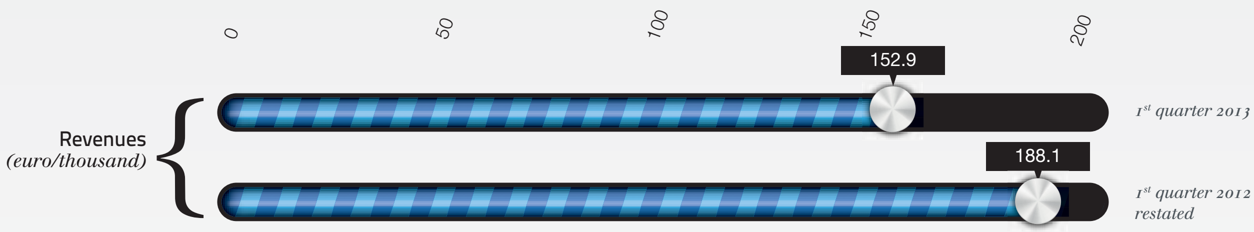
In 2011, the Company adopted an accounting criterion linked to the length of the contract, although in the case of early contract renewal, the algorithm underlying the apportionment of revenues provided for the lump-sum recognition upon the start of the new contract of amounts yet to accrue under the original contract. In the case of early renewal, this simplification brought about a misalignment between the overall revenue recognition period and the provision of the service contractually agreed with the customer and consistently tracked on the computer systems. This solution was deemed acceptable at the time because of the limited impact of renewing contracts early and because of the prevalence of standard annual contracts over multi-year (two-year) contracts. In the final months of 2011, and particularly up to the third quarter of 2012, when the practice was abandoned, early contract renewal played an increasingly significant role, meaning that the Company, while working to the same accounting standards, had to adopt an algorithm that would realign the revenue recognition period with the length of provision of the service contractually agreed with the customer.

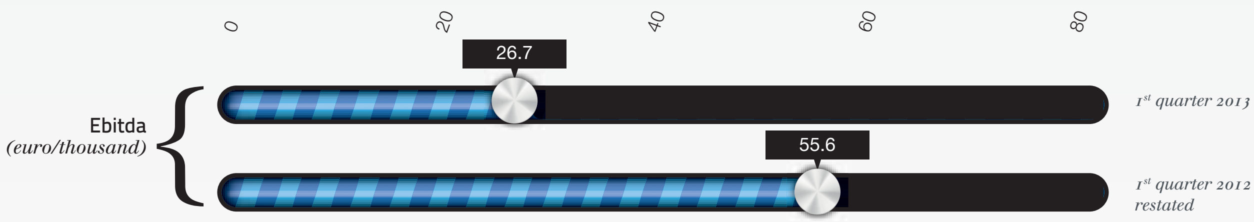
This new alghrithm is applied by the new reporting entity resulting from the merger, starting on September 1, 2012. In order to allow a like-for-like comparison between the financial performance of the current period and that of the same period in the previous year, the *comparable* data are reported at their *restated* values, taking account of the above-mentioned accounting principle.

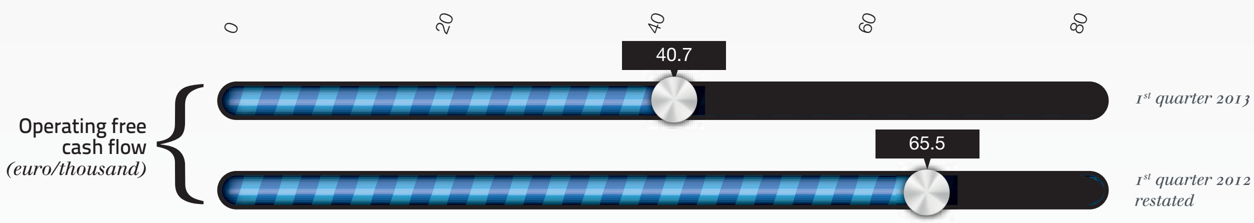
Economic and financial highlights of the Group

The financial results of the SEAT Group for the first quarter of 2012 are presented on a comparable basis with those for the first quarter of 2013 and have been restated, as described in more detail in the Introduction, in order to allow the items to be compared and analyzed on a like-for-like basis.

- Consolidated REVENUES of € 152.9 million, down by 18.75% with respect to the 1° quarter 2012 *restated*.
- Consolidated EBITDA of € 26.7 million, with an operating margin of 17.5%:
- OPERATING FREE CASH FLOW of € 40.7 million and NET FINANCIAL DEBT of € 1,336.9 million, up by € 9 million compared with December 31, 2012.







(euro/million)	1st quarter 2013	1st quarter 2012 *restated* (**) *Comparable data*	1st quarter 2012
Economic and financial data			
Revenues from sales and services	152.9	188.1	-
GOP (*)	38.3	66.1	0.1
EBITDA (*)	26.7	55.6	0.1
EBIT (*)	3.6	29.0	0.1
Pre-tax profit (loss)	(29.1)	(9.1)	0.1
Profit (loss) on continuing operattions	(29.7)	(9.1)	0.1
Profit (loss) pertaining to the Group	(29.5)	(9.2)	0.1
FCF (*)	40.7	65.5	-
Capital expenditure	7.4	7.5	-
Net invested capital (*)	339.3	2,126.9	0.1
of which goodwill and marketing related intangibles	*131.6*	*1,951.2*	-
of which net operating working capital (*)	*(13.3)*	*77.4*	-
Equity of the Group	(1,025.8)	(577.1)	(666.8)
Net financial indebtedness (*)	1,336.9	2,716.4	666.9
Economic and financial ratio			
EBITDA/Revenues	17.5%	29.6%	n.s.
EBIT/Revenues	2.4%	15.4%	n.s.
EBIT/Net invested capital	1.1%	1.4%	100.0%
Profit (loss) for the period /Equity of the Group	n.s.	1.6%	n.s.
FCF/Revenues	26.6%	34.8%	n.s.
Operating working caital/Revenues	(8.7%)	41.1%	n.s.
Workforce			
Workforce at the end of the period (units)	3,840	4,147	4,552
Average workforce for the year	3,417	3,573	3,808
Revenues/Average workforce	45	55	-

(*) See "non-GAAP measures" below for details of items.
(**) See "Report on Operations", paragraph Introduction for further details on first quarter 2012 restated data.

Non-GAAP measures

In addition to the conventional IFRS indicators, this Interim Report at March 31, 2013 includes some other indicators with a view to providing a better assessment of the Group's results and financial position.
These indicators are not identified as accounting measures within the IFRS framework, and therefore must not be considered an alternative standard by which to assess the results of the Group or its capital or financial position. Since these measures are not governed by the benchmark accounting standards, the calculation methods used by the Company may not be consistent with those implemented by others, meaning that the measures may not be comparable. These indicators are as follows:

- **GOP** (*gross operating profit*) refers to EBITDA before other operating income and expense, net valuation adjustments and provisions to reserves for risks and charges.
- **EBITDA** (*operating result before amortization, depreciation and other non-recurring and restructuring costs, net*) refers to **EBIT** (*operating result*) before non-recurring and restructuring costs, net, and operating amortization, depreciation and write-downs (relating to intangible assets with a finite useful life and tangible assets) and non-operating amortization and write-downs (relating to goodwill and customer databases).
- **Operating working capital and non-operating working capital** are calculated, respectively, as operating current assets (relating to operating revenues) net of operating current liabilities (relating to operating costs) and as non-operating current assets net of non-operating current liabilities. Neither item includes current financial assets or liabilities.
- **Net invested capital** is the sum of operating working capital, non-operating working capital, goodwill and customer databases, and other operating and non-operating non-current assets and liabilities.
- **Net financial debt** refers to net financial debt (book value) gross of net adjustments relating to cash flow hedge instruments and of transaction, refinancing and securitization costs not yet amortized.
- **OFCF** (*operating free cash flow*) is the EBITDA, adjusted to take into account the effect of capital expenditure and the change in operating working capital and operating non-current liabilities on the net financial position.

Information for shareholders

Shares

		As at 03.31.2013 (*)	As at 03.31.2012 restated (**)
Share capital	euro	450,265,793.58	450,265,793.58
Number of ordinary shares	n.	16,066,212,958	1,927,027,333
Number of saving shares	n.	680,373	680,373
Market capitalization *- based on average market price*	*euro/mln*	*31*	*56*
SEAT Pagine Gialle S.p.A. share weighting (SPG ordinary shares) *- Ftse Italia All Share (ex Mibtel)*		*0.013%*	*0.028%*
Equity par share	euro	(0.107)	(0.299)
Profit (loss) par share	euro	(0.003)	(0.005)

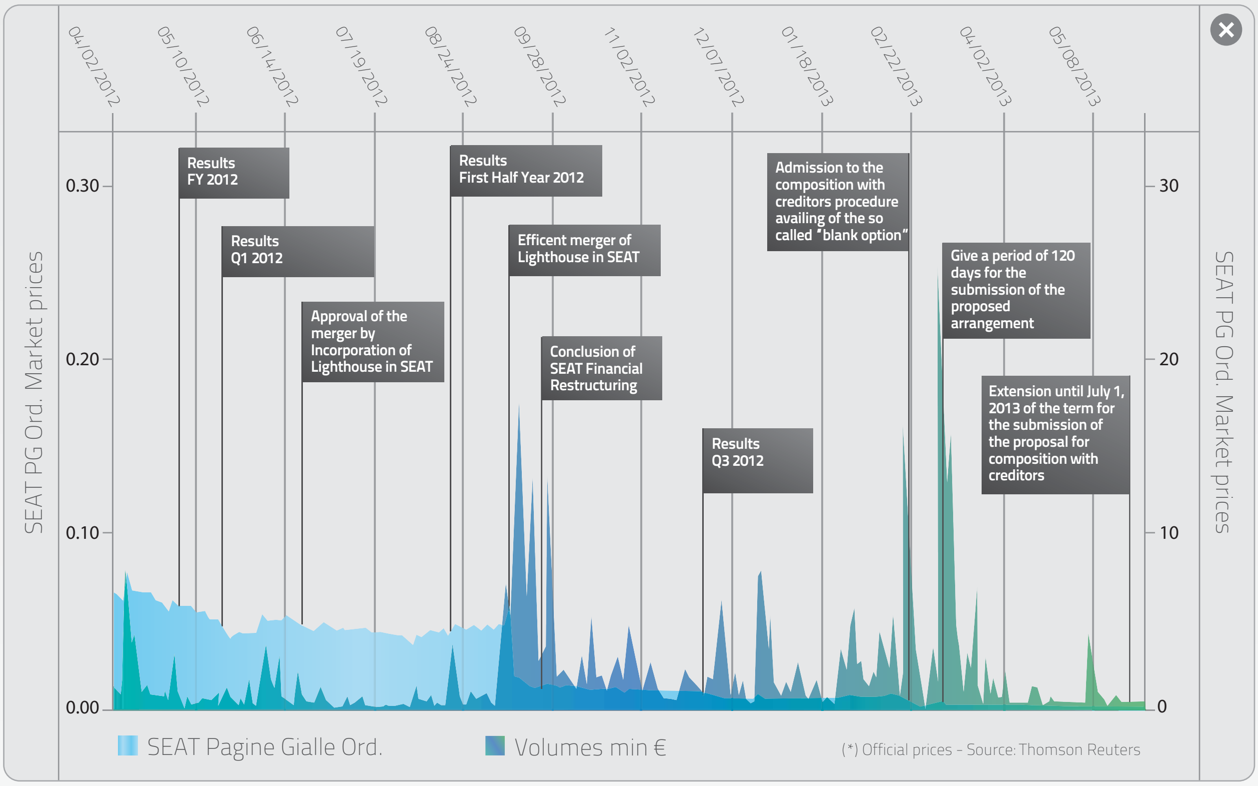
(*) New composition of share capital (wholly subscribed) following the merger by incorporation of Lighthouse International Company S.A. into SEAT Pagine Gialle S.p.A., that became effective on August 31, 2012.
(**) 1st quarter 2012 data refer to SEAT Pagine Gialle Group.

Ratings for SEAT Pagine Gialle S.p.A. (information correct as at June 27, 2013)

Rating agency	Corporate	Outlook
S&P's	D	negative
Moody's	Ca	negative

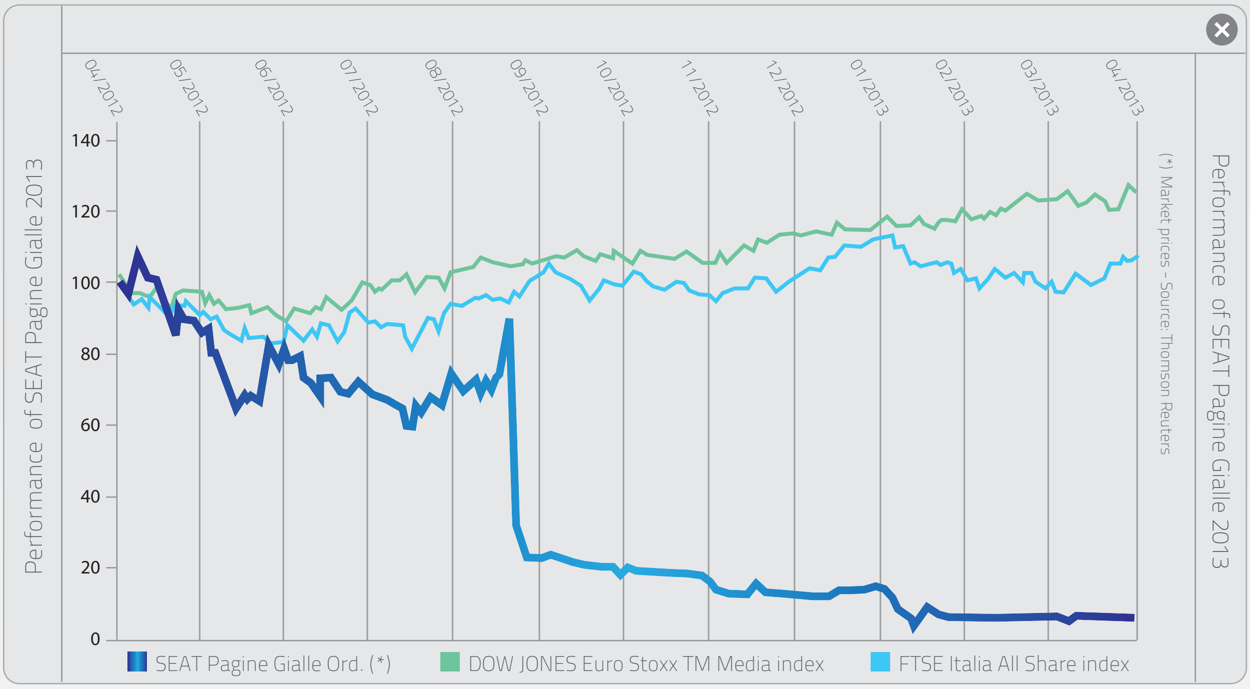
Stock market performance of ordinary shares in the first quarter of 2013 and volumes traded

SEAT Pagine Gialle shares ended trading on March 31, 2013 at € 0.0017, compared with € 0.0046 on December 31, 2012. The average trading volume over the first quarter of 2013 was over 1 billion.
On August 31, 2012, as part of the financial restructuring process, the merger of Lighthouse International Company S.A. into SEAT Pagine Gialle S.p.A. came into effect, with the resulting issuance of 14,139,185,625 ordinary shares representing around 88% of the post-merger ordinary share capital.
During the period, the performance of other stocks in the sector was varied (Solocal, formerly Pages Jaunes, -11%, Eniro +5.4%, Hibu, formerly Yell, +16.9%).



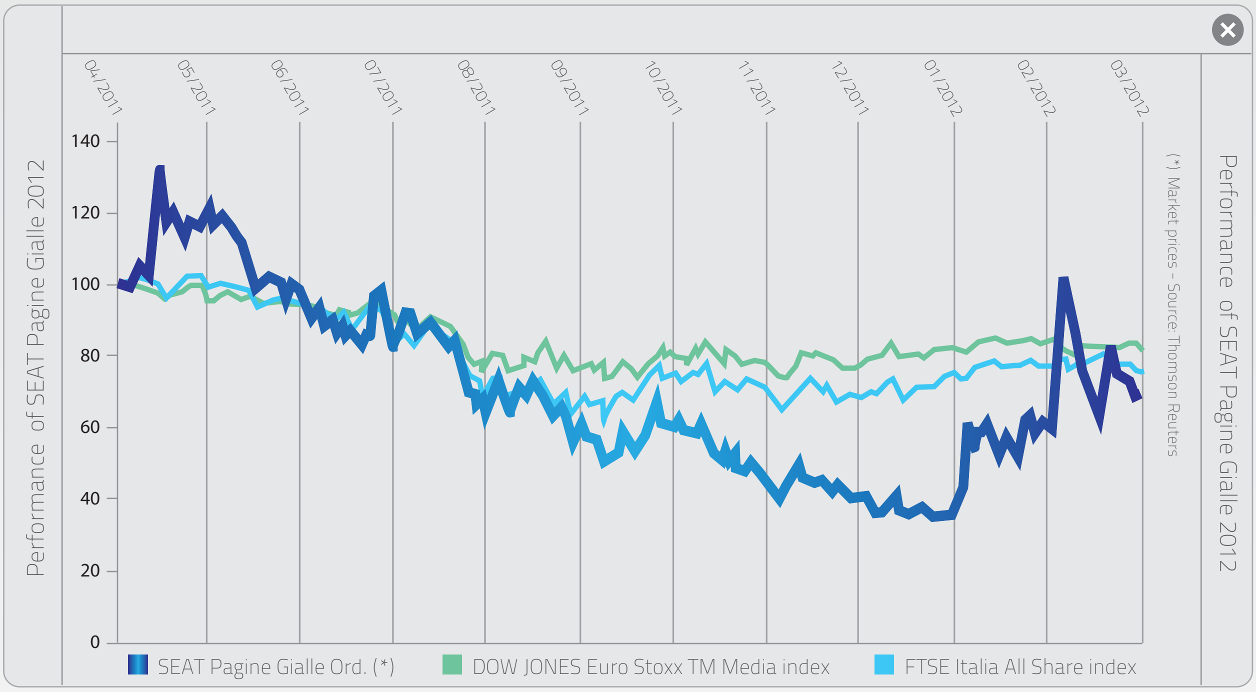
Performance of SEAT Pagine Gialle S.p.A. shares in the first quarter of 2013 vs. FTSE Italia All-Share Index and Dow Jones Euro Stoxx Media Index

(information correct as at April 30, 2013)



(*) Official prices - Source: Thomson Reuters

Performance of SEAT Pagine Gialle S.p.A. shares in the first quarter of 2012 vs. FTSE Italia All-Share Index and Dow Jones Euro Stoxx Media Index



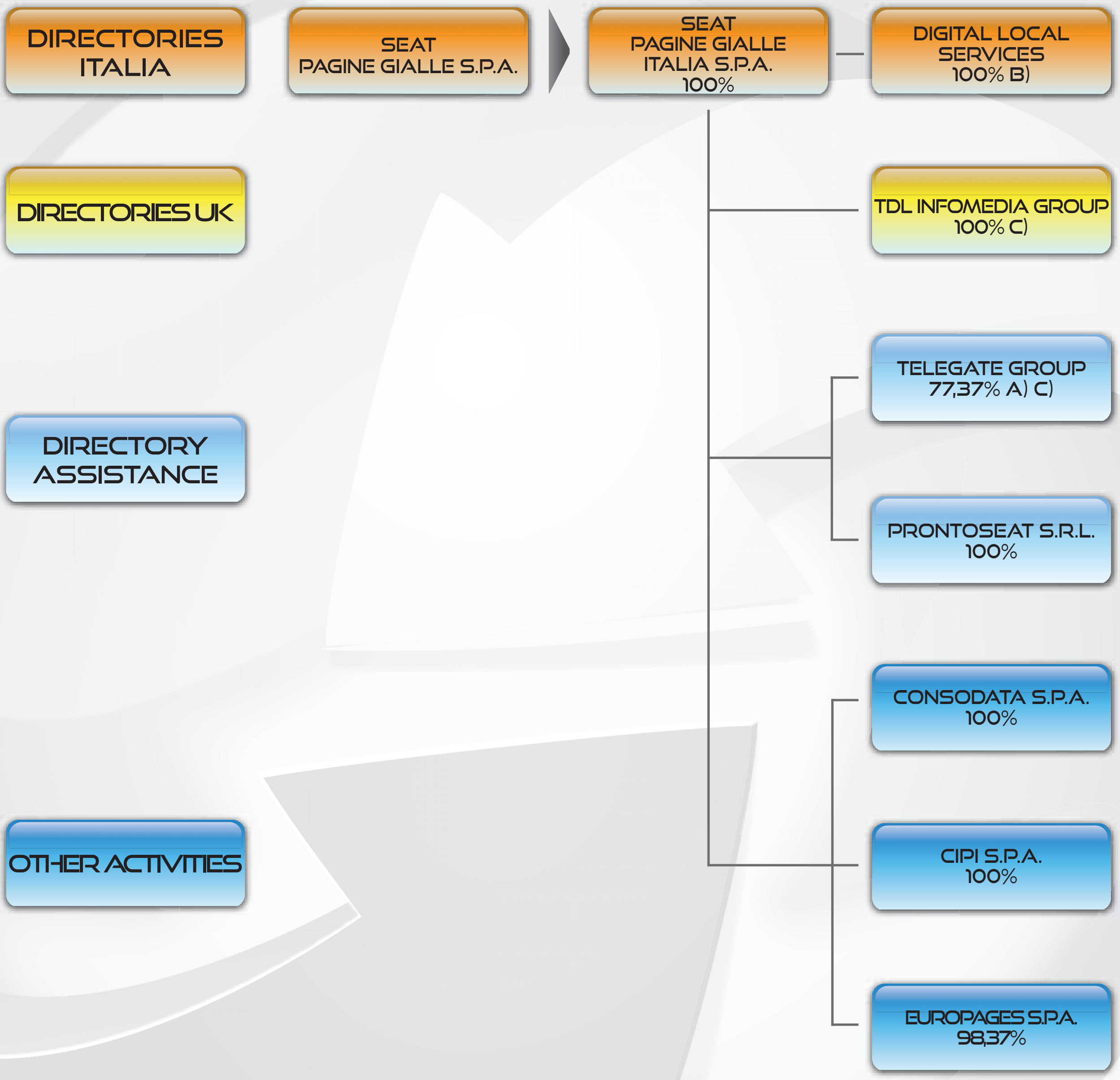
SEAT Pagine Gialle S.p.A. shareholder structure as at March 31, 2013

As at March 31, 2013 Giovanni Cagnoli is the only shareholder with a stake of more than 2% in the share capital of SEAT Pagine Gialle S.p.A., with a holding of 2.19%.

At the same date, the shareholder structure of SEAT Pagine Gialle S.p.A. is as follows:
- Giovanni Cagnoli (direct and indirect shareholding): 2.19%;
- Market: 97.81%.

Organizational structure of the Group

(information correct as at June 27, 2013)



LEGENDA

A) 16,24% directly owned through Telegate Holding Gmbh.

B) Single shareholder limited liability compagnie set up on July 2012, equal to 74, directly owned by SEAT Pagine Gialle Italia S.p.A..

C) Subsidiaries of TDL Infomedia Group and Telegate Group are shown in the specific section of the Economic Financial Performance by Business Area.

WebAGE

La svolta digitale

The Italy company
it's a business that we used to know.

Multiplying opportunities for companies starting with their relations. This is what SeatPG has been doing for 85 years. A leader in local marketing communication services for italian companies.

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Report on Operations

66.6 %

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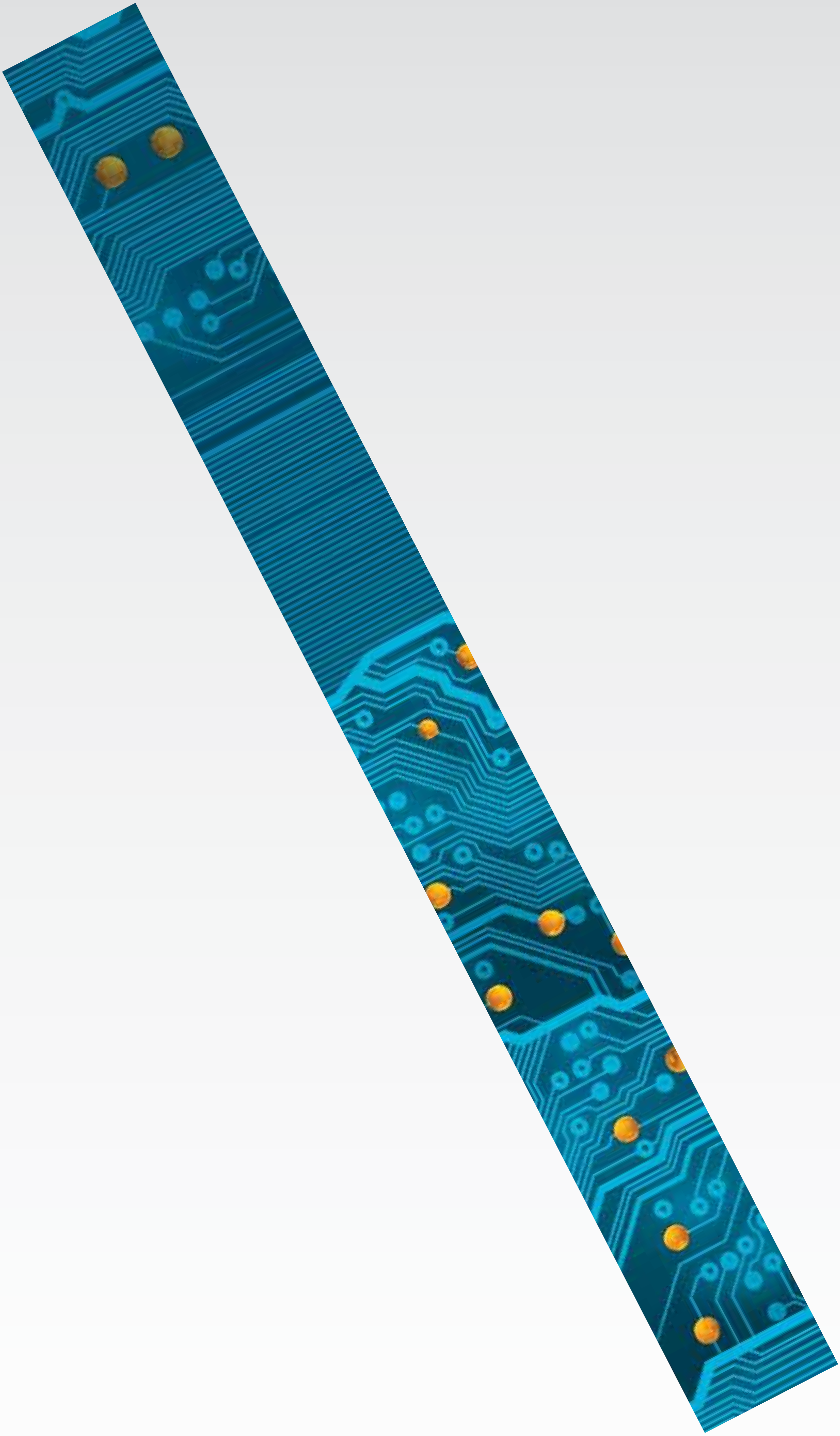

Economic and financial performance of the Group

The interim report on operations as at March 31, 2013 of the SEAT Pagine Gialle Group has been prepared in compliance with article 154-*ter* (Financial reports) of Legislative Decree 58/1998 (Consolidated Finance Act - TUF) as subsequently amended, as well as with Consob Communication DEM/8041082 of April 30, 2008 (Quarterly reporting by issuers of listed shares that give Italy as their state of origin).

The interim report on operations is not subject to audit and has been prepared in accordance with the international accounting standards issued by the International Accounting Standards Board and approved by the European Union (IFRS).

The "Outlook" section contains forward-looking statements regarding the Group's intentions, beliefs and current expectations in relation to its financial results and other aspects of its business and strategies. Undue confidence should not be placed in the reliability of these forward-looking statements, since the final results may differ significantly from those contained in these forecasts for a number of reasons, most of which are beyond the Group's control.

Tables-consolidated data

Reclassified consolidated income statement

(euro thousand)	1st quarter 2013	1st quarter restated *Comparable data*	Changes Absolute	Changes %	1st quarter 2012
Revenues from sales and services	152,901	188,146	(35,245)	(18.7)	-
Costs of materials and externals services (**)	(71,437)	(77,716)	6,279	8.1	95
Salaries, wages and employee benefits (**)	(43,125)	(44,372)	1,247	2.8	-
Gross Operating Profit (GOP)	38,339	66,058	(27,719)	(42.0)	95
% on revenues	25.1%	35.1%			-
Net valuation adjustments and provisions to reserves	(11,795)	(9,775)	(2,020)	(20.7)	-
Other operating income (expenses)	146	(654)	800	n.s.	-
EBITDA	26,690	55,629	(28,939)	(52.0)	95
% on revenues	*17.5%*	29.6%			-
Operating amortization, depreciation and write-down	(14,050)	(12,732)	(1,318)	(10.4)	-
Non-operating amortization, depreciation and write-down	(6,626)	(643)	(5,983)	n.s.	-
Non-recurring and restructuring costs, net	(2,432)	(13,302)	10,870	81.7	-
EBIT	3,582	28,952	(25,370)	(87.6)	95
% on revenues	2.3%	15.4%			-
Interest expense, net	(32,690)	(38,093)	5,403	14.2	(8)
Gain (loss) on investments accounted fo at equity	-	-		n.s.	-
Profit (loss) before income taxes	(29,108)	(9,141)	(19,967)	n.s.	87
Income taxes	(606)	43	(649)	n.s.	
Profit (loss) on continuing operations	(29,714)	(9,098)	(20,616)	n.s.	87
Profit (loss) from non-current assets held for sale and discontinued operations	-	-		n.s.	-
Profit (loss) for the period	(29,714)	(9,098)	(20,616)	n.s.	87
- of which pertaining to the Group	(29,542)	(9,160)	(20,382)	n.s.	87
- of which non-controlling interests	(172)	62	(234)	n.s.	-

(*) Minus costs attributale to minorities and shown in the IFRS financial statements under "Other revenue and income".

Consolidated statement of comprehensive income

(euro thousand)		1st quarter 2013	1st quarter 2012 *restated Comparable data*	1st quarter 2012
Profit (loss) for the period	(A)	(29,714)	(9,098)	87
Profit (loss) for "cash flow hedge" instruments		–	789	–
Profit (loss) for foreign exchange adjustments		198	(16)	–
Actuarial gains (loss) recognised to equity		–	–	–
Total other comprehensive profit (loss) for the year, net of tax effect	(B)	198	773	–
Total comprehensive profit (loss) for the period	(A+B)	(29,516)	(8,325)	87
- of which pertaining to the Group		(29,344)	(7,026)	174
- of which non-controlling interests		(172)	62	(87)

Reclassified consolidated statement of financial position

(euro thousand)		As at 03.31.2013	As at 03.31.2012	Change
Goodwill and "marketing related" intangibles assets		245,578	252,205	(6,627)
Other non-current assets (*)		249,094	256,405	(7,311)
Operating non-current liabilities		(56,516)	(58,353)	1,837
Non-operating non-current liablities		(65,665)	(67,161)	1,496
Operating working capital		(13,332)	10,477	(23,809)
- Operating current assets		*393,901*	*428,452*	*(34,551)*
- Operating current liabilities		*(407,233)*	*(417,975)*	*10,742*
Non-operating working capital		(19,652)	(33,529)	13,877
- Non-operating current assets		*22,900*	*22,800*	*100*
- Non-operating current liabilities		*(42,552)*	*(56,329)*	*13,777*
Non-current assets held for sale and discontinued operations, net		(250)	(250)	-
Net invested capital		339,257	359,794	(20,537)
Equity of the Group		(1,025,803)	(996,460)	(29,343)
Non-controlling interests		28,137	28,309	(172)
Total equity	(A)	(997,666)	(968,151)	(29,515)
Current financial assets, cash and cash equivalent		(225,102)	(202,046)	(23,056)
Current financial debts		1,524,869	201,653	1,323,216
Non-current financial debts		37,156	1,328,338	(1,291,182)
Net financial debt (ESMA) (*)	(B)	1,336,923	1,327,945	8,978
Total	(A+B)	339,257	359,794	(20,537)

(*) Includes financial assets available for sale and non current financial assets.

Consolidated statement of cash flows

(euro/thousand)		1st quarter 2013	1st quarter 2012 *restated Comparable data*	Change	1st quarter 2012
Cash inflow (outflow) from operating activities					
Operating result		3,582	28,952	(25,370)	95
Amortization, depreciation and write-down		20,676	13,375	7,301	-
(Gain) loss on disposal of non-current assets		5	10	(5)	-
Change in working capital		15,630	17,056	(1,426)	4
Income taxes paid		(7,377)	(760)	(6,617)	(10)
Change in non-current liabilities		(2,395)	(1,881)	(514)	-
Foreign exchange adjustments and other movements		509	(4)	513	-
Cash inflow (outflow) from operating activities	(A)	30,630	56,748	(26,118)	89
Cash inflow (outflow) for investments					
Purchase of intangible assets with finite useful life		(6,933)	(6,842)	(91)	-
Purchase of property, plant and equipment		(466)	(642)	176	-
Other investments		108	(355)	463	-
Proceeds from disposal of non-current assets		26	48	(22)	-
Cash inflow (outflow) for investments	(B)	(7,265)	(7,791)	526	-
Cash inflow (outflow) for financing					
Repayment of non-current loans		(483)	(879)	396	-
Paid interest expense, net		(834)	50	(884)	(8)
Change in financial asset and liabilities		895	1,481	(586)	-
Cash inflow (outflow) for financing	(C)	(422)	652	(1,074)	(8)
Cash inflow (outflow) from non-current assets held for sale and discontinued operations	(D)	-	-	-	-
Increase (decrease) in cash and cash equivalents in the period	(A+B+C+D)	22,943	49,609	(26,666)	81
Cash and cash equivalents at beginning of the period		199,659	172,732	26,927	359
Cash and cash equivalents at end of the period		222,602	222,341	261	440

Consolidated statement of changes in equity from 12.31.2012 to 03.31.2013

(euro/thousand)	Share capital	Additional paid-in capital	Reserve for foreign exchange adjustments	Reserve for "cash flow hedge" instruments	Reserve for acturial gains and (losses)	Purchase Price Allocation Reserve	Other capital reserves	Other reserves	Profit (loss) for the period	Total	Non-controlling interests	Total
As at 12.31.2012	450,266	466.847	43	–	(1,096)	669,572	20,196	(1,559,567)	(1,042,721)	(996,460)	28,309	(968,151)
Allocation of previous year profit (loss)	-	-	-	-	-	-	-	(1,042,721)	1,042,721	-	-	-
Total other comprehensive profit (loss) for the period	-	-	198	-	-	-	-	-	(29,542)	(29,344)	(172)	(29,516)
Other movements	-	-	-	-	-	-	-	1	-	1	-	1
As at 03.31.2013	450,266	466,847	241	–	(1,096)	669,572	20,196	(2,602,287)	(29,542)	(1,025,803)	28,137	(997,666)

Consolidated statement of changes in equity from 12.31.2011 to 03.31.2012 Comparable data

(euro/thousand)	Share capital	Additional paid-in capital	Reserve for foreign exchange adjustments	Reserve for "cash flow hedge" instruments	Reserve for acturial gains and (losses)	Other reserves	Profit (loss) for the period	Total	Non-controlling interests	Total
As at 12.31.2011	450,266	466,847	(39,075)	(1,561)	(21,278)	(634,208)	(789,750)	(568,759)	13,681	(555,078)
Allocation of previous year profit/loss	-	-	-	-	-	(789,750)	789,750	-	-	-
Total other comprehensive profit (loss) for the period	-	-	(16)	789	-	-	(9,160)	(8,387)	62	(8,325)
Other movements	-	-	-	-	-	(1)	-	(1)	54	53
As at 03.31.2012	450,266	466,847	(39,091)	(772)	(21,278)	(1,423,959)	(9,160)	(577,147)	13,797	(563,350)

Reclassified consolidated income statement for the first quarter of 2013

Revenues from sales and services totaled € 152.9 million in the first quarter of 2013, down by 18.5% compared with the same period in the previous year *restated*, at constant publication volumes and exchange rates.
Before eliminations between the Group's different Business Areas, revenues from sales and services were as follows:

- revenues from the *Italian Directories* Business Area (*SEAT Pagine Gialle S.p.A., SEAT Pagine Gialle Italia S.p.A. and Digital Local Services companies*) for the first quarter of 2013 amounted to € 119.5 million, down by 18.2% compared with the same period in the previous year restated, with a 17.9% fall in revenues that affected all three of the core product lines (print, online&mobile, voice);
- revenues from the *UK Directories* Business Area (*TDL Infomedia group*) amounted to € 7.7 million in the first quarter of 2013, a reduction of 22.2% (16.3% at constant exchange rates and publication volumes) compared with the same period in 2012. The fall in revenues reflects the business strategy aimed at eliminating the generation of unprofitable turnover; in addition, the print products continued to show a structural decline, explained only partly by a different publication timetable;
- revenues from the *Directory Assistance* Business Area (*Telegate group and Prontoseat*) totaled € 21.3 million in the first quarter of 2013, down by 22.3% compared with the same period in the previous year (€ 27.4 million). The fall is mainly attributable to the Telegate group, which in the first quarter of 2013 posted revenues of € 19.9 million (-21.0% compared with the same period in the previous year). More specifically, revenues from Germany totaled € 18.8 million, a fall of 19.7% compared with the same period in the previous year (€ 23.4 million) due to the structural difficulties of the directory assistance services market, where there was a decline in call volumes despite the trend. Prontoseat's revenues amounted to € 1.5 million in the first quarter of 2013, down by 34.8% year on year, mainly due to the decline in revenues from telephone sales (-39.2%);
- revenues from the *Other activities* Business Area (*Europages, Consodata and Cipi*) amounted to € 7.3 million in the first quarter of 2013, down by 21.5% compared with the first quarter of 2012 (€ 9.3 million), mainly due to the fall in Europages revenues.

Costs for materials and external services, net of costs debited to third parties, amounted to € 71.4 million in the first quarter of 2013, down by € 6.3 million compared with the first quarter of 2012 restated (€ 77.7 million).

In more detail, materials and external services for the period were as follows:

- *Industrial* costs: these amounted to € 27.9 million (€ 30.0 million in the first quarter of 2012) due to lower revenues. For SEAT Pagine Gialle Italia S.p.A. in particular, the fall in print revenues resulted in fewer editions being printed, as well as a reduction in production costs; on the other hand, web publisher commissions rose by € 1.6 million to € 7.2 million as part of the management of new online offers intended to boost web traffic;
- *Commercial* costs amounted to € 24.4 million (€ 26.7 million in the first quarter of 2012 restated). The reduction is mainly attributable to lower expenditure on commissions and other sales costs, which fell by € 2.9 million following the implementation of the *New Sales Model*;
- *Overheads* amounted to € 19.7 million, down by € 2.0 million compared with the same quarter in the previous year (€ 21.7 million), thanks to cost-cutting measures.

For more details on the data for constant publication volumes in Italy, see "Financial performance by Business Area" for *Italian Directories*.

Salaries, wages and employee benefits, net of recovered costs, totaled € 43.1 million in the first quarter of 2013, down by € 1.3 million compared with the first quarter of 2012 (€ 44.4 million). This fall was attributable to the Telegate group (-€ 2.1 million) and the TDL group (-€ 1.0 million), as a result of a smaller average salaried workforce, which at Telegate fell from 1,284 in the first quarter of 2012 to 1,061 in the first quarter of 2013, and at Thomson from 640 in the first quarter of 2012 to 527 in the first quarter of 2013. This reorganization made it possible to offset the increased labor costs associated with SEAT's implementation of the New Sales Model, which provides for the creation of new Digital Local Services companies spread throughout Italy and run by employees who were previously agents (zone managers).

The Group's workforce, including directors, project workers and trainees, consisted of 3,840 employees as at March 31, 2013 (against 3,997 as at December 31, 2012). The average salaried workforce (FTE) in the first quarter of 2013 was 3,417 employees (3,573 in the first quarter of 2012).

Gross operating profit (GOP), at € 38.3 million in the first quarter of 2013, was down by € 27.7 million compared with the first quarter of 2012 restated (€ 66.1 million). The operating margin for the first quarter of 2013 was 25.1%, compared with 35.1% in the first quarter of 2012 *restated*.

Net valuation adjustments and provisions for risks and charges amounted to € 11.8 million in the first quarter of 2013, compared with € 9.8 million in the first quarter of 2012. Of the net valuation adjustments (€ 10.5 million in the first quarter of 2013), € 10.4 million related to the allowance for doubtful trade receivables, meaning that coverage of overdue receivables remained sufficient. This item also includes net provisions for operating risks and charges of € 1.3 million, compared with € 1.9 million in the first quarter of 2012.

Other operating income in the first quarter of 2013 was € 0.1 million, compared with other operating expense of € 0.7 million in the first quarter of 2012.

Operating result before amortization, depreciation and non-recurring and restructuring costs, net (EBITDA), which was € 26.7 million in the first quarter of 2013, fell by 52.0% compared with € 55.6 million in the first quarter of 2012 *restated*, with an operating margin of 17.5% compared with 29.6% in the first quarter of 2012 *restated*. At constant exchange rates and publication volumes, EBITDA fell by 51.8%.

Amortization, depreciation and operating impairment losses amounted to € 14.1 million in the first quarter of 2013, up by € 1.3 million from € 12.7 million in the first quarter of 2012. Of this sum, € 10.9 million was related to intangible assets with a finite useful life (€ 9.8 million in the first quarter of 2012) and € 3.2 million to property, plant and equipment (€ 2.9 million in the first quarter of 2012).

Amortization, depreciation and non-operating impairment losses include € 6.6 million of amortization relating to customer relationship and database intangible assets at Italian Directories, the German subsidiary Telegate and the Italian subsidiary Consodata.

Non-recurring and restructuring costs, net, totaled € 2.4 million in the first quarter of 2013, compared with € 13.3 million in the first quarter of 2012. Non-recurring costs amounted to € 1.9 million (€ 13.2 million in the first quarter of 2012) and related mainly to the costs incurred by Italian Directories for admission to the pre-bankruptcy procedure and to the costs incurred by the Telegate group for the reorganization of call centers in Germany. In the first quarter of 2012, € 12.2 million of these costs pertained to Italian Directories, mainly for expenses relating to its debt restructuring. Restructuring costs amounted to € 0.5 million (€ 0.1 million in the first quarter of 2012).

Operating result (EBIT) amounted to € 3.6 million in the first quarter of 2013 (€ 29.0 million in the previous quarter *restated*). The operating result reflects the performance of the business as recorded in terms of GOP and EBITDA.

Net financial expense totaled € 32.7 million in the first quarter of 2013, compared with € 38.1 million in the first quarter of 2012. This reduction is mainly attributable to the debt restructuring that took place in 2012.

In particular, *financial expense* in the first quarter of 2013 amounted to € 33.6 million (€ 39.9 million in the first quarter of 2012); in the first quarter of 2012 this expense included € 5.5 million relating to the share of transaction costs for the period on the fixed-rate subordinated loan with Lighthouse S.A. and on the Senior Credit Agreement with The Royal Bank of Scotland.
Financial expense for the first quarter of 2013 includes:
- € 9.6 million (€ 12.4 million in the first quarter of 2012) of interest expense on the Senior Credit Agreement between SEAT Pagine Gialle Italia S.p.A. and The Royal Bank of Scotland;
- € 22.5 million (€ 22.1 million in the first quarter of 2012) of interest expense on the senior secured bonds. This amount includes € 1.1 million for the share of the issue discount;
- € 0.4 million (unchanged from the first quarter of 2012) of interest expense on debts due to Leasint S.p.A. in relation to finance leases raised for the purchase of the Corso Mortara real-estate complex in Turin, where SEAT has its offices;
- € 1.0 million of other financial expense (€ 1.3 million in the first quarter of 2012), including € 0.9 million of interest expense on the discounting of non-current assets and liabilities (€ 1.2 million in the first quarter of 2012).

Financial income in the first quarter of 2013 amounted to € 0.9 million (€ 1.8 million in the first quarter of 2012), and mainly included:
- € 0.4 million of interest income (€ 0.7 million in the first quarter of 2012) from the investment of short-term liquidity in the banking system at market rates;
- € 0.5 million of financial income (€ 0.7 million in the first quarter of 2012) from non-current assets, particularly assets used to finance the TDL Infomedia group's pension fund.

The Senior facilities with The Royal Bank of Scotland, and the debt to Leasint S.p.A., feature the application of floating interest rates linked to the Euribor rate. Due to the high proportion of debt represented by fixed-rate loans, it was not considered necessary to take out any new hedging instruments. As regards the 2013-2015 period, 60% of the total debt will be fixed-rate debt.

Income taxes for the period were -€ 0.6 million in the first quarter of 2013 (€ 43 thousand in the first quarter of 2012 restated). In accordance with the provisions of IAS 34, income taxes for the period were calculated by applying the average rates expected for the full 2012 financial year to the gross pre-tax income.

Profit (loss) for the period pertaining to non-controlling interests showed a loss of € 0.2 million (profit of € 0.1 million in the first quarter of 2012), pertaining mainly to minority interests of the Telegate group.

Profit (loss) pertaining to the Group showed a loss of € 29.5 million, compared with a loss of € 9.2 million in the first quarter of 2012 restated.

Reclassified consolidated statement of financial position as at March 31, 2013

Net invested capital

Net invested capital totaled € 339.3 million as at March 31, 2013, down by € 20.5 million compared with December 31, 2012.
Net invested capital can be broken down as follows:

- **goodwill and marketing-related intangible assets** amounted to € 245.6 million as at March 31, 2013, including € 91.1 million relating to goodwill and € 154.5 million relating to Group customer relationship and database assets. This item declined by € 6.6 million, owing to amortization in the period.
- **other non-current assets** totaled € 249.1 million as at March 31, 2013, down by € 7.3 million compared with December 31, 2012 (€ 256.4 million). These assets include:
  - *intangible and tangible fixed assets*, which totaled € 225.5 million as at March 31, 2013 (€ 232.3 million as at December 31, 2012), down by € 6.9 million compared with the previous year. This change reflects capital expenditure worth € 7.4 million, which was more than offset by amortization, depreciation, and operating impairment losses totaling € 14.1 million.
    Capital expenditure in the period totaled € 7.4 million (€ 7.5 million in the first quarter of 2012), and was concentrated mainly in the Italian Directories Business Area (€ 5.0 million); for more details, see "Financial performance by Business Area" for Italian Directories.
  - *net deferred tax assets* totaled € 16.1 million as at March 31, 2013 (€ 16.5 million as at December 31, 2012), of which € 13.8 million related to Italian Directories, € 1.9 million to the TDL group and € 0.3 million to the Telegate group;
  - *non-current financial assets*, which totaled € 1.7 million (€ 1.9 million as at December 31, 2012), related mainly to loans to Italian Directories employees. From August 2012, this item was reclassified from net financial debt to non-current assets, in accordance with ESMA provisions.
- **operating non-current liabilities** totaling € 56.5 million as at March 31, 2013 (€ 58.4 million as at December 31, 2012). In particular, this item includes: *defined-benefit pension plans*, which amounted to € 15.4 million as at March 31, 2013 (€ 15.8 million as at December 31, 2012), recorded net of assets intended to finance these pension plans, totaling € 49.2 million as at March 31, 2013 (€ 50.4 million as at December 31, 2012); the *reserve for severance indemnities*, which totaled € 15.1 million as at March 31, 2013 (€ 15.4 million as at December 31, 2012); and the *reserve for sale agents' termination indemnities*, which totaled € 23.8 million as at March 31, 2013, down by € 0.8 million compared with December 31, 2012 (€ 24.6 million);
- **non-operating non-current liabilities**, which totaled € 65.7 million as at March 31, 2013 (€ 67.2 million as at December 31, 2012) relate mainly to the deferred tax liabilities provision of € 59.1 million, of which € 41.9 million relates to Italian Directories and € 16.3 million to the Telegate group;
- **operating working capital** was -€ 13.3 million as at March 31, 2013 (+€ 10.5 million as at December 31, 2012).

  Listed below are the most significant changes that took place during the period with reference to:
  - *trade receivables*, which totaled € 325.1 million as at March 31, 2013, falling by € 35.4 million compared with December 31, 2012, and relate mainly to Italian Directories (€ 30.7 million);
  - *payables for services to be rendered and other current liabilities*, which totaled € 213.3 million as at March 31, 2013, down by € 10.0 million compared with December 31, 2012, mainly in relation to purchase and invoice times for advertising services;
  - *trade payables*, which amounted to € 154.1 million as at March 31, 2013, showing a fall of € 23.9 million compared with December 31, 2012, relating mainly to Italian Directories;
- **non-operating working capital**, which was -€ 19.7 million as at March 31, 2013 (compared with -€ 33.5 million as at December 31, 2012). Of the € 13.9 million change compared with December 31, 2012, € 3.5 million relates to the use of the corporate restructuring reserve at Italian Directories and € 7 million to the reduction in income tax payables following the payment of taxes due from Telegate AG to the German tax authorities in the light of the refunds obtained in 2012 from Deutsche Telekom AG for the favorable settlement of the disputes concerning the excess sums paid for the provision of telephone subscriber data.

Net financial indebtedness

As at March 31, 2013, **net financial indebtedness** amounted to € 1,336.9 million, representing an increase of € 9.0 million compared with December 31, 2012.

As at March 31, 2013, the net financial indebtedness was structured as follows:

	(euro thousand)	As at 03.31.2013	As at 12.31.2012	Change
A	Cash	222,602	199,659	22,943
B	Cash equivalent	-	-	-
C	Trading securities	-	-	-
D=(A+B+C)	Liquidity	222,602	199,659	22,943
E.1	Current Financial Receivable to third parties	2,500	2,387	113
E.2	Current Financial Receivable to related parties	-	-	-
F	Current Bank debt	102,470	92,757	9,713
G	Current portion of non current debt	575,260	73,685	501,575
H.1	Other current financial debt to third parties (*)	847,139	35,211	811,928
H.2	Other current financial debt to related parties	-	-	-
I=(F+G+H)	Current Financial Debt	1,524,869	201,653	1,323,216
J=(I-E-D)	Net Current Financial Indebtedness	1,299,767	(393)	1,300,160
K	Non current Bank loans	-	501,116	(501,116)
L	Bonds Issued	-	789,405	(789,405)
M.1	Other non current loans to third parties	37,156	37,817	(661)
M.2	Other non current loans to related parties	-	-	-
N=(K+L+M)	Non Current Financial Debt	37,156	1,328,338	(1,291,182)
O=(J-N)	Net Financial Indebtedness (ESMA)	1,336,923	1,327,945	8,978

(*) Includes Bond Issued reclassified as short term.

The debt can be broken down as follows:

- **non-current financial debt** amounted to € 37.2 million as at March 31, 2013 (€ 1,328.3 million as at December 31, 2012) and related entirely to:
  - *Other non-current financial debts* relating to the seven finance leases (six with effect from December 2008 and one with effect from the end of October 2009) raised for the purchase of the Turin real-estate complex of SEAT Pagine Gialle Italia S.p.A. These leases provide for repayment through the remaining 43 installments on the contracts with effect from December 2008 and the remaining 47 installments on the contract with effect from October 2009. All installments are quarterly deferred installments subject to a floating interest rate equal to three-month Euribor plus a spread of around 65 basis points p.a. The residual value is fixed at around 1% of the value of the real-estate complex.
- **current financial debt** amounted to € 1,524.9 million as at March 31, 2013 (€ 201.7 million as at December 31, 2012). The significant change compared with December 31, 2012 is due to the reclassification to short term of payables to banks and issued bonds (Senior Secured Bonds). At the end of 2012, these payables were recorded under non-current liabilities, but following the decision not to pay the interest installments to The Royal Bank of Scotland and to the bondholders, and as provided for by the facilities agreements and by IAS 1, paragraph 74, all of these payables were reclassified to short term in the first quarter of 2013. The item consists mainly of:
  - *Current bank debts:* these totaled € 102.5 million as at March 31, 2013 (€ 92.8 million as at December 31,

2012) and related mainly to the Senior debt with The Royal Bank of Scotland, broken down as follows:

a) € 90 million relating to the revolving line of credit aimed at covering the working capital requirements of SEAT Pagine Gialle S.p.A. or its subsidiaries, which provides for a floating interest rate equal to Euribor plus the same spread used for the term facility;

b) € 2.7 million relating to accrued and unpaid interest expense on the term facility and the revolving facility with The Royal Bank of Scotland;

c) € 9.8 million relating to interest expense, not paid on the due date of the corresponding interest period, on the Senior debt and the leasing debt.

- *Short-term portion of non-current financial debt:* this totaled € 575.2 million as at March 31, 2013 (€ 73.7 million as at December 31, 2012) and related mainly to:
  - € 4.1 million relating to the short-term portion of the non-current debt to Leasint S.p.A. for the finance leases;
  - € 571.1 million relating to the short-term portion of the non-current financial debt to The Royal Bank of Scotland.
- *Other current financial debt to third parties:* this totaled € 847.1 million as at March 31, 2013 (€ 35.2 million as at December 31, 2012) and related mainly to:
  - € 790.5 million relating to issued bonds (senior secured bonds);
  - € 56.4 million relating to interest accrued and not yet paid to Senior Secured bondholders; of this sum, the amount relating to interest accrued and not yet paid as at January 31, 2013 was € 42.2 million.

The Senior debt to The Royal Bank of Scotland and the debt to Leasint S.p.A. bear floating interest rates linked to the Euribor rate. Due to the high proportion of debt represented by fixed-rate loans, it was not considered necessary to take out any new hedging instruments.

As regards the 2013-2015 period, 60% of the total debt will be fixed-rate debt.

In accordance with the terms of the facilities agreement with The Royal Bank of Scotland and of the Senior Secured Bonds, SEAT Pagine Gialle Italia S.p.A. has given the following principal guarantees, which are standard for transactions of this kind:

- pledge of the Company's main trademarks;
- pledge of shares of the main investee companies;
- pledge of the Company's main bank and postal current accounts.

SEAT Pagine Gialle Italia S.p.A. has also created a special lien in favor of The Royal Bank of Scotland, in connection with the Senior facilities agreement, on its property, plant and equipment with a net book value greater than or equal to € 25,000.

Finally, SEAT Pagine Gialle S.p.A. has pledged the entire share capital of SEAT Pagine Gialle Italia S.p.A. as a guarantee against the aforementioned loans.

- **Current financial receivables and cash and cash equivalents** amounted to € 225.1 million as at March 31, 2013 (€ 202.0 million as at December 31, 2012), including € 222.6 million of cash and cash equivalents (€ 199.7 million as at December 31, 2012).

Consolidated statement of cash flows for the first quarter of 2013

(euro thousand)	1st quarter 2013	1st quarter 2012 *restated Comparable data*	Change	1st quarter 2012
EBITDA	26,690	55,629	(28,939)	95
Gain (losses) from discountinuig operating assets and liabilities	(360)	(394)	34	-
Decrease (increase) in operating working capital	23,767	19,200	4,567	(52)
(Decrease) increase in operating non current liabilities (*)	(2,034)	(1,457)	(577)	-
Capital expenditure	(7,399)	(7,484)	85	-
(Gains) losses on disposal of non-current operating assets	5	10	(5)	-
Operating free cash flow	40,669	65,504	(24,835)	43
Payment of interest expense, net	(834)	50	(884)	(8)
Payment of income taxes	(7,377)	(760)	(6,617)	(10)
Payment of non-recurring and restructuring expense	(10,570)	(15,476)	4,906	56
Foreign exchange adjustments and other movements	(30,866)	(31,649)	783	-
Change in net financial debt	(8,978)	17,669	(26,647)	81

(*) The changes don't include the non monetary effect arising from gain and losses recognized to equity

The following graphic summarizes the main elements that contributed to the change in net financial debt in the first quarter of 2013.

Operating free cash flow generated in the first quarter of 2013 (€ 40.7 million) was down by € 24.8 million compared with the first quarter of 2012 restated (€ 65.5 million); this reduction reflects the fall of € 28.9 million in EBITDA, partially offset by € 4.6 million of cash flows deriving from the change in operating working capital (increase of € 23.8 million in the first quarter of 2013, compared with an increase of € 19.2 million in the first quarter of 2012 restated). Capital expenditure was broadly stable at € 7.4 million in the first quarter of 2013, compared with € 7.5 million in the first quarter of 2012.

Significant events in the first quarter of 2013

In addition to what is already stated in the Introduction of this report, which reference is made, we note the following facts:

Signing up to the opt-out scheme

On January 28, 2013, the Company's Board of Directors resolved to sign up to the opt-out scheme established under article 70, paragraph 8 and article 71, paragraph 1-bis of the Issuers' Regulation, thereby availing itself of the option to avoid the obligation to publish a prospectus for significant mergers, de-mergers, capital increases by way of non-cash consideration, acquisitions and disposals. On February 1, 2013, the Company released appropriate information to the market.

Appointment of the Supervisory Board

On March 1, 2013 - following the resignations of Supervisory Board members Marco Reboa, Marco Beatrice and Francesco Nigri pursuant to Legislative Decree 231/2001 - SEAT Pagine Gialle S.p.A. gave notice that the Board of Directors had resolved to appoint as members of said Supervisory Board Marco Rigotti (an adjunct professor of commercial law at Bocconi University), in the role of Chairman, Chiara Burberi (independent director of the Company) and Michaela Castelli (secretary to the Board of Directors of the Company), setting their term of office until the Shareholders' Meeting called to approve the 2014 Separate Financial Statements.

Resignations of directors

On March 20, 2013, non-executive director and member of the Company's Appointments and Remuneration Committee Paul Douek resigned from his positions within the Company and within subsidiary SEAT Pagine Gialle Italia S.p.A. Paul Douek subsequently announced that his resignation would take effect on April 29, 2013.

Subsequent events after March 31, 2013

Appointment of representative of savings shareholders and incurring of expenses for the protection of the common interests of the share category

On May 2, 2013, the special meeting of savings shareholders: *(i)* appointed Stella D'Atri as their common representative for 2013, 2014 and 2015, and *(ii)* approved the statement for the fund set up to cover the expenses required to protect their common interests. For the payment pertaining to said fund, the common representative submitted to the Company a statement of fees paid to professionals whose services had been called upon for advice and assistance as a result of the Parent Company filing for a composition with creditors' procedure. In this regard, the Court of Turin, in response to a request for approval of the payment of these expenses pursuant to article 161, paragraph 7 of the Bankruptcy Act, denied such approval in a judgment dated June 11, 2013.

Sale of Spanish subsidiaries of the Telegate AG group

On June 10, 2013, subsidiary Telegate AG announced that it had reached an agreement on June 7, 2013 for the sale of its entire shareholding in the Spanish subsidiaries 11811 Nueva Información Telefónica S.A.U. and 11850 Guías S.L.U. to Titania Corporate S.L., for a total price of one million.

Start of activities aimed at the disposal of some investments

The New Strategic Guidelines suggest some disposals of investments, particularly those in the Telegate AG, TDL Infomedia Ltd. and CIPI SpA, were no longer considered synergistic with the activities of the Group. As a result, I was initiated activities aimed at their disposal, at times and in ways compatible with the arrangement procedure, with a view to better meeting the insolvency creditors resulted in the latter received some expressions of interest that are being considered by the Board of Directors.

Start of arbitration proceedings filed by Rotosud S.p.A. and ILTE S.p.A.

On June 10, 2013, Rotosud S.p.A. and ILTE - Industria Libraria Tipografica Editrice S.p.A. (printing service providers for the Group) served the Company with a request for binding-arbitration proceedings. The suit concerns four service contracts between the Company and Rotosud/ILTE initially entered into in 2005 and then modified in 2010, with the term extended until December 31, 2019, and contains a claim for financial and non-financial damages amounting to at least € 39.6 million. Rotosud/ILTE has invited the Company to appoint an arbitrator of its choice within 20 days of the notice of request for arbitration proceedings. The Company believes the claims of Rotosud/ILTE to be wholly unfounded and will contest them as it sees fit.

Information received in relation to the pension fund of UK subsidiary Thomson Directories Ltd.

On June 17 and 18, 2013, the Company received correspondence from, respectively, the UK pensions authority ("the Pensions Regulator" - tPR) and the trustee of the pension fund of UK subsidiary Thomson Directories Ltd. In the first, tPR served notice of proceedings that may require it to ask the Company to provide financial support to the aforementioned pension fund. The deficit of the fund was estimated to be around £ 48 million. In the second piece of correspondence, the trustee, having acknowledged the tPR document and the Company's filing on February 6, 2013 for a composition with creditors' procedure, indicated that SEAT's maximum contingent liability to the pension fund was around £ 52 million. These amounts represent the estimated expenses and theoretical cost to an i nsurance company of covering the fund. Future contact with tPR and the trustee with a view to resolving the matter will take into account the actual situation of the fund, the applicable provisions and the Company's available resources. The Company believes that any amounts owed will be significantly less than those shown above.

Outlook

The first quarter of 2013 shows performance broadly in line with the provisions of the New Strategic Guidelines approved by the Board of Directors on June 27, 2013 simultaneously with the approval of this report. For further details please refer to Annual Report as at December 31, 2012.

Going concern evaluation

In accordance with the provisions of Banca d'Italia - Consob - Isvap joint document no. 2 of February 6, 2009, when it approved the Annual Report 2012 and this Interim Report on June 27, 2013, the Board of Directors had to perform the necessary checks on the Company's ability to continue as a going concern, taking into account all available information on the foreseeable future, i.e. at least the 12 months following the reporting date (although it is preferable to consider a period of 18 months, i.e. up to June 30, 2014).

The acknowledgement of the situation and of the critical outlook that led to the Board's decision to file for a composition with creditors' procedure meant immediately that the going-concern principle could not be applied for the purposes of preparing the financial statements, in the absence of specific actions to overcome the crisis afflicting the Company.

Despite the prompt reaction of the Board, which took the above steps without delay, on the same day that they approved these financial statements, the directors, when assessing the Company's ability to continue as a going concern, uncovered certain factors that contribute considerably to the permanence of significant uncertainties over the Company's ability to continue to operate in the foreseeable future. Notwithstanding the difficulties arising from a persistently very tough economic climate, these factors relate specifically to the following key stages of the Procedure:

- **the Court of Turin admitting the Company to the composition with creditors' procedure as a going concern:** on the basis of the elements contained in the filing, the Court must first assess whether the legal and factual conditions are in place to admit the Company to composition procedure. If these conditions are not in place, the Court may declare the filing to be inadmissible, thereby ensuring insolvency status;
- **the Shareholders' Meeting taking the necessary decisions to execute the proposed composition with creditors:** as described earlier, the Proposal provides for some of the Company's debts to be converted into equity by way of a reserved capital increase that will dilute the stakes of existing shareholders. At present, as there is no nucleus of major shareholders with a sufficient stake to ensure the quorums required to hold meetings and take decisions, it is impossible to predict the outcome of the meeting called to take the decisions in question;
- **the positive outcome of the creditors' meeting:** nit is uncertain whether the creditors' meeting will vote in a sufficient majority to approve the proposal so it can be authorized by the Court;
- **the Court authorizing the composition with creditors:** when investigating the matter, the Court must take into account and assess all available information, particularly the report of the commissioner appointed when the Company is admitted to the composition with creditors' procedure;
- **the Proposal re-establishing positive equity** that is sufficient to bring the Company and its main operating subsidiary out of the situation pursuant to articles 2446 and 2447 of the Italian Civil Code, and to sustain business for the period covered by the plan drawn up during the Procedure;
- **uncertainties surrounding the estimates and forecasts made by the Company in relation to the composition with creditors' procedure and the viability of the Plan underlying the Proposal.** The actions provided for by the new strategic guidelines are subject to the completion of certain operations, including some of an extraordinary nature, for the purposes of which the Procedure must evolve favorably and result in the authorization of the composition with creditors.

In light of the above, the Board believes that for the Company to continue to operate in the foreseeable future the Procedure must be successful and the composition with creditors must be executed. Specifically, the proposed debt restructuring is essential to make the Company's debt levels compatible with its ability to generate cash and sustain its business.

Having considered the steps taken, the Board of Directors has reached the final conclusion that the reasonable assumption that the Procedure will be successful (which entails, among other things, the non-implementation of articles 2446 and 2447 of the Italian Civil Code pursuant to article 182-sexies of the Bankruptcy Act) restores the positive assessment of business continuity, thereby enabling approval, as things stand, of this Interim Report on the assumption of the Company's ability to continue as a going concern.

Related-party transactions

With reference to the provisions of IAS 24 and pursuant to Consob Regulation 17221 of March 12, 2010, the effects on the financial statements of transactions with parties related to the SEAT Pagine Gialle Group as at March 31, 2013 are listed below.
The effects of intra-group transactions between consolidated companies have been eliminated in the Consolidated Financial Statements.

Transactions carried out by Group companies with related parties, including intra-group transactions, come under ordinary operating activities and are subject to market conditions or specific legislative provisions. There were no atypical and/or unusual transactions, nor were there any transactions giving rise to a possible conflict of interests.

Income statement

(euro thousand)	Associates	Companies with significant influence	Other related parties (*)	Total related parties 1st quarter 2013
Cost of material and external services	-	-	(56)	(56)
Salaries, wages and employee benefits	-	-	(1,122)	(1,122)
Other sundry operating costs	-	-	(1)	(1)

(*) Directors, statutory auditors, executives with strategic responsability and related companies though directors, statutory auditors, executives with strategic responsability.

(euro thousand)	Associates	Companies with significant influence	Other related parties (*)	Total related parties 1st quarter 2012
Cost of material and external services	-	-	(129)	(129)
Salaries, wages and employee benefits	-	-	(1,514)	(1,514)
Non-recurring costs	(950)	-	(500)	(1,450)
Interest expense	-	-	-	-

(*) Directors, statutory auditors, executives with strategic responsability and related companies though directors, statutory auditors, executives with strategic responsability.

Statement of financial position

(euro thousand)	Associates	Companies with significant influence	Other related parties (*)	Total related parties as at 03.31.2013
Current operating liabilities	-	-	(600)	(600)
Current non-operating liabilities	-	-	(350)	(350)

(*) Directors, statutory auditors, executives with strategic responsability and related companies though directors, statutory auditors, executives with strategic responsability.

(euro thousand)	Associates	Companies with significant influence	Other related parties (*)	Total related parties as at 12.31.2013
Current operating liabilities	-	-	(426)	(426)
Current non-operating liabilities	-	-	(1,370)	(1,370)

(*) Directors, statutory auditors, executives with strategic responsability and related companies though directors, statutory auditors, executives with strategic responsability.

Statement of cash flows

(euro thousand)	Associates	Companies with significant influence	Other related parties (*)	Total related parties 1st quarter 2013
Cash inflow (outflow) from operating activities	–	–	(2,025)	(2,025)
Cash flow for the period		–	(2,025)	(2,025)

(*) Directors, statutory auditors, executives with strategic responsability and related companies though directors, statutory auditors, executives with strategic responsability

(euro thousand)	Associates	Companies with significant influence	Other related parties (*)	Total related parties 1st quarter 2012
Cash inflow (outflow) from operating activities	(1,233)	–	(1,556)	(2,789)
Cash flow for the period	(1,233)	–	(1,556)	(2,789)

(*) Directors, statutory auditors, executives with strategic responsability and related companies though directors, statutory auditors, executives with strategic responsability

Main financial-statement items relating to associates, joint ventures and companies with significant influence over SEAT Pagine Gialle S.p.A.

(euro thousand)	1st quarter 2013	1st quarter 2012	Type of transaction
NON-RECURRING COSTS, NET of which:	–	(950)	
Lighthouse International Company S.A.	–	(950)	costs related to Funding Request agreeement

Financial performance by Business Area

The results of the SEAT Group for the first quarter of 2013 are shown against those for the same period in 2012, which have been restated, as described in more detail in the Introduction, in order to enable the accounting items to be compared and analyzed fairly.

(euro/million)		Directories Italia	Directories UK	Directory Assistance	Other Activities	Aggregate Total	Eliminations and othe adjustments	Consolidated Total
Revenues from sales and services	1st quarter 2013	119.5	7.7	21.3	7.3	155.8	(2.9)	152.9
	1st quarter 2012 *restated (*)*	146.0	9.9	27.4	9.3	192.6	(4.5)	188.1
Gross Operating Profit (GOP)	1st quarter 2013	39.9	(3.3)	2.8	(1.2)	38.2	0.1	38.3
	1st quarter 2012 *restated (*)*	65.5	(3.2)	3.9	(0.3)	65.9	0.2	66.1
(EBITDA)	1st quarter 2013	29.2	(3.6)	2.3	(1.3)	26.6	0.1	26.7
	1st quarter 2012 *restated (*)*	56.7	(3.5)	3.0	(0.5)	55.7	(0.1)	55.6
(EBIT)	1st quarter 2013	12.5	(4.8)	(1.4)	(2.7)	3.6		3.6
	1st quarter 2012 *restated (*)*	34.6	(4.2)	0.3	(1.7)	29.0		29.0
Total assets	March 31, 2013	898.8	25.8	187.8	38.2	1,150.6	(140)	1,136.6
	March 31, 2012 *restated (*)*	2,749.0	57.1	168.7	42.7	3,017.5	(52.0)	2,965.5
Total liabilities	March 31, 2013	2,031.6	37.1	54.7	25.0	2,148.4	(14.2)	2,134.2
	March 31, 2012 *restated (*)*	3,429.3	70.8	51.8	33.6	3,585.5	(56.7)	3,528.8
Net invested capital	March 31, 2013	294.0	(13.6)	44.2	14.6	339.2	0.1	339.3
	March 31, 2012 *restated (*)*	2,041.0	4.7	77.0	13.5	2,136.2	(6.9)	2,129.3
Capital expenditures	1st quarter 2013	5.0	0.3	1.2	1.0	7.5	(0.1)	7.4
	1st quarter 2012 *restated (*)*	4.9	1.2	0.4	1.1	7.6	(0.1)	7.5
Average workforce	1st quarter 2013	1,338	527	1.224	328	3,417	-	3,417
	1st quarter 2012 *restated (*)*	1,080	640	1,519	334	3,573	-	3,573
Sales agents (average number)	1st quarter 2013	1,142	-		45	1,187	-	1,187
	1st quarter 2012 *restated (*)*	1,205	-		46	1,251	-	1,251

(*) Figures restated , see paragraph "Presentation of accounting data" for further details.

Key performance indicators of the Group

	1st quarter 2013	1st quarter 2012
Number of publihed directories		
PAGINEBIANCHE®	11	11
PAGINEGIALLE®	22	22
ThomsonLocal	11	15
Number of distributed directories (valued in million)		
PAGINEBIANCHE®	3.7	3.8
PAGINEGIALLE®	2.8	2.9
ThomsonLocal	1.6	2.0
Number of visits (valued in millions)		
uninterrupted site acces for 30 minutes		
PAGINEBIANCHE.it® (*)	40.2	38.6
PAGINEGIALLE.it® (*)	79.3	68.6
TuttoCittà.it®	9.6	6.6
Europages.com	12.8	15.4

(*) The total traffic included the web and mobile visits and online and mobile websites of customers.

Italian Directories

Economic and financial data

The operating results for the first three months of 2013 were achieved in a difficult economic climate.
In April, Istat predicted that GDP would fall during 2013 "by a very similar amount" to the -1.3% estimated by the government in its Economic and Financial Document (DEF) and that GDP "may fall slightly in each of the four quarters of 2013, taking the total duration of the recession to two and a half years".
The government expects Italy to come out of recession in 2014, with GDP projected to grow by 1.3%.
The forecast provided by the OECD at the end of May was even more pessimistic, predicting that the recession in Italy will last throughout 2013 because "the effects of fiscal consolidation and a squeeze on credit will weigh heavily on economic activity". At the beginning of May, the OECD predicted a -1.5% fall in Italy's GDP in 2013; by the end of the month, its estimated fall had become a more gloomy 1.8%. Italy's economy will not begin to show signs of recovery until 2014, with GDP forecast to grow by 0.4%, against the +0.5% increase estimated at the start of May.

The table below shows the main results for the first quarter of 2013 compared to those from the same period of the previous year restated; the figures were restated following the adoption, while working to the same accounting standards, an algorithm that would realign the revenue recognition period with the length of provision of the service contractually agreed with the customer.

(euro/million)	1st quarter 2013	1st quarter 2012 *restated*	Change Absolute	%
Revenues from sales and services	119.5	146.0	(26.5)	(18.2)
GOP	39.9	65.5	(25.6)	(39.1)
EBITDA	29.2	56.7	(27.5)	(48.5)
EBIT	12.5	34.6	(22.1)	(63.9)
Net invested capital	294.0	2,041.0	(1,747.0)	(85.6)
Capital expenditure	5.0	4.9	0.1	2.0
Average workforce	1,338	1,080	258	23.9

Revenues from sales and services totaled € 119.5 million in the first quarter of 2013, down by 18.2% compared with the same period in 2012 *restated*.

More specifically:

a) **Core revenues:** these totaled € 108.9 million, a fall of 17.9% compared with the same period in the previous year (*restated*). This item breaks down as follows:
   - *print:* evenues from print products, including revenues from the Pagine Gialle and Pagine Bianche iPad e-book apps launched in late April 2011, totaled € 24.3 million in the first quarter of 2013, down by 6.2% year on year, with a fall in revenues for both PAGINEBIANCHE® and PAGINEGIALLE®;
   - *online&mobile:* online&mobile products generated revenues of € 79.1 million in the first quarter of 2013, down by 19.7% compared with the same period of the previous year *restated*, including the unbundling of the online component of PAGINEBIANCHE® revenues, net of which revenues from traditional advertising products and online marketing services fell by 16.0%. Revenues from online&mobile products accounted for approximately 66% of total revenues during the period. Total traffic, including visits to PAGINEGIALLE.it® from both the web and mobile devices, as well as visits to customers' web and mobile sites, increased by 15.7% year on year, with visits totaling around 79.3 million. Visits to PAGINEGIALLE.it® and PagineGialle Mobile increased (+11.3% to 53.7 million), as did visits to web and mobile sites created for SEAT customers (+26% to 25.6 million). Overall traffic on PAGINEBIANCHE.it® reached around 40.2 million visits, up by 3.9% compared with the same period in 2012. As at the end of March, SEAT's mobile applications had achieved more than 4.6 million downloads (+106.7% compared with the same period in 2012) on Apple and other major platforms, with 2.3 million downloads (around 50% of the total) for PagineGialle Mobile, 1.4 million downloads (around 30%) for PagineBianche Mobile, 0.2 million downloads for 89.24.24 Mobile and 0.7 million downloads for Tuttocittà Mobile. In terms of product innovation, the Company launched a range of new products in the first quarter with a view to boosting usage of its services, including the universal version of the PagineBianche Mobile app for iOS (iPhone/iPad), the PagineBianche Mobile app for the new BlackBerry 10 operating system, and a major update to the PagineBianche Mobile app for Android.
   - *voice:* advertising revenue from 89.24.24 ProntoPAGINEGIALLE® and 12.40 Pronto PAGINEBIANCHE® services totaled € 5.5 million, a reduction of € 2.7 million with respect to the same period in the previous year, with a better seal in advertising 12.40 Pronto PAGINEBIANCHE® revenues.

b) **Other revenues and non-core products:** revenues from other products amounted to € 10.6 million in the first three months of 2013, down by 21.2% compared with the corresponding period in the previous year. This figure refers mainly to revenues from voice traffic (€ 6.6 million) generated by the 89.24.24 Pronto PAGINEGIALLE® and 12.40 Pronto PAGINEBIANCHE® services, which fell by 25.5% compared with the first quarter of 2012. The item also includes € 0.7 million of revenues from direct-marketing products, merchandising activities and the Sky offer.

GOP totaled € 39.9 million in the first quarter of 2013, down by € 25.6 million compared with the same period of the previous year *restated*, yielding a margin of 33.4% (44.9% a year earlier). The 18.2% fall in revenues was only partially offset by the reduction in operating costs. Materials and external services, net of costs debited to third parties, totaled € 59.2 million in the first quarter of 2013, down by € 4.0 million compared to the first quarter of 2012 *restated*. *Industrial costs* totaled € 24.2 million, lower than in the same period of the previous year, due to a reduction in publications printed and lower labor costs. The reduction in the volume of calls to the 89.24.24 Pronto PAGINEGIALLE® and 12.40 Pronto PAGINEBIANCHE® services resulted in lower inbound call center service costs (-€ 0.9 million to € 2.4 million), while commissions to web publishers continued to rise (+€ 1.6 million to € 7.2 million) as part of the management of new online offers intended to boost web traffic. *Commercial costs* fell by € 1.6 million to € 23.0 million in the first quarter of 2013, due to the combined effect of higher advertising spending (+€ 2.4 million), relating mainly to web and voice products, and lower commissions and sales costs (-€ 3.4 million), which, following the implementation of the *New Sales Model*, are reflected in salaries, wages and employee benefits insofar as this model brought about the creation of new Digital Local Services companies spread throughout Italy and run by employees who were previously agents (zone managers). *Overheads* totaled € 11.9 million, down by € 0.1 million compared with the first quarter of 2012 (€ 12.0 million).

Salaries, wages and employee benefits, net of recovered costs for personnel seconded to other Group companies, totaled € 20.4 million, an increase of 15.4% compared with the corresponding period of 2012 (€ 17.7 million). This increase was due mainly to the implementation of the *New Sales Model* for the reasons mentioned above.

EBITDA amounted to € 29.2 million in the first quarter of 2013, down by € 27.5 million compared with the first quarter of 2012 *restated*, yielding a margin of 24.4% (against 38.8% in the first quarter of 2012 *restated*. EBITDA essentially reflects the downturn in GOP.

Operating income (**EBIT**) totaled € 12.5 million in the first quarter of 2013, down by € 22.1 million compared with the same period in 2012 *restated* (€ 34.6 million). This reduction reflected the decline in EBITDA, offset by the reduction of non-recurring costs (-€ 11.0 million) incurred in the first quarter of 2012 due to the restructuring of the Company's debt.

Net invested capital, net of the book value of equity interests in subsidiaries, totaled € 294.0 million at March 31, 2013, down by € 27.9 million compared with the figure at December 31, 2012 (€ 322.0 million).

Capital expenditure amounted to € 5.0 million, and related mainly to: *(i)* improvements to the online and mobile platforms (approximately € 2.1 million); online focused on content enrichment (acquisition of corporate and private free listings for self-provisioning activities, CMS for database management and acquisition of new content); *(ii)* improvements to commercial online products (approximately € 1.1 million), relating mainly to the partnership with Glamoo and to bespoke offers for Large Customers; *(iii)* commercial and publishing improvements (approximately € 1.1 million) to upgrade the systems and adapt them to new product ranges; and *iv)* the acquisition of infrastructure for the disaster recovery program.

The **average workforce** was 1,338 employees in the first quarter of 2013, compared with 1,080 a year earlier; the increase of 258 reflects the implementation of the *New Sales Model*, insofar as this model brought about the creation of new Digital Local Services companies (of which 74 had been set up as at the reporting date) spread throughout Italy and run by employees who were previously agents (zone managers). More employees are expected to be taken on within the new companies, which replaced the previous units headed by the zone managers.

UK Directories

Structure of the Business Area

The UK Directories Business Area is organized as follows:

MAIN COMPANIES

TDL Infomedia Ltd.

Thomson Directories Ltd.

Thomson Directories Pension Company Ltd.

Economic and financial data

The table below shows the main results for the first quarter of 2013 compared with those from the same period of the previous year.

(euro/million)	1st quarter 2013	1st quarter 2012	Change Absolute	%
Revenues from sales and services	7.7	9.9	(2.2)	(22.2)
GOP	(3.3)	(3.2)	(0.1)	(3.1)
EBITDA	(3.6)	(3.5)	(0.1)	(2.9)
EBIT	(4.8)	(4.2)	(0.6)	(14.3)
Net invested capital	(13.6)	4.7	(18.3)	n.s.
Capital expenditure	0.3	1.2	(0.9)	(75.0)
Average workforce	527	640	(113)	(17.7)

Revenues from sales and services totaled € 7.7 million (£ 6.6 million) in the first quarter of 2013, down by € 2.2 million compared with the corresponding period of the previous year.
During the course of 2013, the corporate strategy focused on preserving margins and involved a major reorganization of the sales network, cutting the workforce by 30 regional sellers and 44 telesales operators. This was intended to enable the Company to focus on the more profitable revenues.
Revenues from print products continued to fall, dropping 23.1% due to a different publication schedule. More specifically, in the three months to March 2013, 11 directories were published, compared with 15 in the first quarter of 2012. At constant publication volumes and constant euro/sterling exchange rates, revenues fell 16.3% year on year.
The performance of the various revenue streams reflects the positioning that Thomson has sought to obtain over the last two years, in light of the changing market context, with a view to transforming the traditional directory into a local agency capable of meeting all the needs of SMEs.

The Business Area recorded a **GOP** of € 3.3 million in the first quarter of 2013, more or less in line with the loss of € 3.2 million in the same period of the previous year. The fall in revenues was offset by a cost-cutting policy and by lower salaries, wages and benefits due to the reduced workforce.

EBITDA was -€ 3.6 million (£3.0 million), falling by € 0.1 million compared with the first quarter of 2012 and performing in line with the gross operating result. On a same-publication basis and at constant euro/sterling exchange rates, EBITDA grew by € 0.1 million year on year.

EBIT was -€ 4.8 million, down by € 0.6 million compared with the first quarter of 2012. This result reflects the reduction in EBITDA and includes non-recurring restructuring costs of € 0.6 million, related mainly to the reorganization of the sales network.

Net invested capital of the TDL Infomedia group was -€ 13.6 million as at March 31, 2013 (-€ 12.4 million as at December 31, 2012).

Capital expenditure amounted to € 0.3 million in the first three months of 2013, a sharp reduction compared with the same period of the previous year, and related essentially to investment to overhaul the order processing and invoicing systems, as well as SEO activities and a redesign of the website.

The **average workforce** was 527 employees in the first quarter of 2013, 113 fewer than in the first three months of 2012.

Directory Assistance

Structure of the Business Area

The Directory Assistance Business Area provides telephone information services via the group headed by the German subsidiary, Telegate AG, and the direct subsidiary of SEAT Pagine Gialle Italia S.p.A., Prontoseat S.r.l..

MAIN COMPANIES

Telegate AG

Spain [1]
- 11811 Nueva Información Telefónica S.a.u.
- 11850 Guias S.L.U.

Germany
- WerWieWas GmbH
- Telegate Media AG

Prontoseat S.r.l.

(1) Companies sold in June 2013

Economic and financial data

The table below shows the main results for the first quarter of 2013 compared with those from the same period of the previous year.

(euro/million)	1st quarter 2013	1st quarter 2012	Change Absolute	%
Revenues from sales and services	21.3	27.4	(6.1)	(22.3)
GOP	2.8	3.9	(1.1)	(28.2)
EBITDA	2.3	3.0	(0.7)	(23.3)
EBIT	(1.4)	0.3	(1.7)	n.s.
Net invested capital	44.2	77.0	(32.8)	(42.6)
Capital expenditure	1.2	0.4	0.8	n.s.
Average workforce	1,224	1,519	(295)	(19.4)

In the first quarter of 2013, the Directory Assistance Business Area generated **revenues from sales and services** totaling € 21.3 million, down by € 6.1 million compared with the same period in the previous year (€ 27.4 million).

EBITDA fell by € 0.7 million compared to the first quarter of 2012, to € 2.3 million.
For more details on these figures, see the following analysis by company and geographical area.

Telegate group

SEAT Pagine Gialle Italia S.p.A. holds 16.24% and Telegate Holding GmbH holds 61.13%

The table below shows the main results for the first quarter of 2013 compared with those from the same period of the previous year.

(euro/million)	1st quarter 2013	1st quarter 2012	Change Absolute	%
Revenues from sales and services	19.9	25.2	(5.3)	(21.0)
GOP	2.9	3.7	(0.8)	(21.6)
EBITDA	2.5	2.7	(0.2)	(7.4)
EBIT	(1.2)	0.1	(1.3)	n.s.
Net invested capital	40.6	57.9	(17.3)	(29.9)
Capital expenditure	1.2	0.4	0.8	n.s.
Average workforce	1,061	1,284	(223)	(17.4)

Revenues from sales and services totaled € 19.9 million, down by 21.0% compared with the corresponding period of 2013, due to the ongoing fall in the number of calls to traditional directory assistance services, including revenues from added-value and outsourced services. Online advertising revenues totaled € 8.0 million in the first quarter of 2013 (€ 8.9 million in the first quarter of 2012), accounting for 40% of total revenues, up from 35% in the same period of the previous year.

The breakdown of revenues by country is as follows:

- In **Germany**, where the first quarter of 2013 saw a continued structural decline in the telephone assistance services market, voice revenues fell to € 10.8 million, down by 26.0% year on year. In terms of turnover, the fall in call volumes was partly offset by an increase in revenues per call. The business model transformation continued, focusing on the local search business to establish the company as a local advertising specialist for SMEs. In this regard, and with a view to improving customer loyalty, the company reorganized its sales network and enhanced its online offering by expanding its product range on its 11880.com and www.klicktel.de websites.
  Analyses conducted by the company have shown strong growth in mobile and location-based information services in Germany. In light of this, with a view to enhancing its range of mobile services, during the first quarter of 2013, Telegate signed an exclusive partnership agreement with AroundMe, a popular app that enables users to search for places of interest in their vicinity. Customer companies will therefore be able to present current offers, discounts and promotions through the 11880.com, klicktel.de and AroundMe apps.
  Mobile indicators showed an upward trend: in march 2013, downloads of mobile applications reached 2 million, up by more than 43% compared with the previous year.
  Online advertising revenues totaled € 7.9 million in the first quarter of 2013, down by around 10.2% compared with the first quarter of 2012 (€ 8.8 million), accounting for 42% of total revenues, against 38% the previous year. This figure was affected by the measures implemented by Telegate in relation to its sales network with a view to improving efficiency and boosting margins.
- In **Spain**, revenues fell by 38.9% to € 1.1 million, owing to the sharp fall in directory assistance services call volumes in particularly challenging economic and market conditions.

GOP for the Telegate group amounted to € 2.9 million in the first quarter of 2013, down by € 0.8 million compared with the same period in the previous year. The fall in revenues was only partly offset by the reduction in advertising expenditure, database usage costs and overheads. Salaries, wages and employee benefits dropped by € 2.1 million as a result of the company's streamlining policy.

EBITDA amounted to € 2.5 million, down by € 0.2 million year on year, in line with GOP.
EBIT was -€ 1.2 million in the first quarter of 2013, down by € 1.3 million compared with the first quarter of 2012. This result reflected the decline in EBITDA and includes non-recurring costs of € 0.5 million related to the closure of call centers in Germany, as well as higher amortization and depreciation of € 1.2 million resulting from the recognition in the previous year of intangible assets in relation to purchase price allocation, pursuant to "IFRS 3 - Business Combinations".

Capital expenditure totaled € 1.2 million, up sharply on the previous year (€ 0.4 million in the first quarter of 2012), and referred to the replacement and upgrading of technical equipment in call centers, the development of the CRM system, and the upgrading of computer stations and infrastructure in the administration department.

The **average workforce** of the Telegate group numbered 1,061 in the first quarter of 2013 (1,284 in the same period of 2012), with the fall owing to a reduction in telephone operators following the restructuring and closure of some call centers.

Prontoseat S.r.l.

SEAT Pagine Gialle Italia S.p.A. holds 100%

The table below shows the main results for the first quarter of 2013 compared with those from the same period of the previous year.

(euro/million)	1st quarter 2013	1st quarter 2012	Change Absolute	%
Revenues from sales and services	1.5	2.3	(0.8)	(34.8)
GOP	(0.1)	0.2	(0.3)	n.s.
EBITDA	(0.2)	0.2	(0.4)	n.s.
EBIT	(0.2)	0.2	(0.4)	n.s.
Net invested capital	0.3	0.4	(0.1)	(25.0)
Capital expenditure	-	-	-	n.s.
Average workforce	163	235	(72)	(30.6)

Revenue from sales and services in the first quarter of 2013 totaled € 1.5 million, down by € 0.8 million compared to the first quarter of 2012. The reduction in turnover was due mainly to a fall in outbound revenues (-39.2%) from telephone sales relating to renewals of advertising contracts for print products. Inbound revenues also continued to fall in the first quarter of 2013 (-€ 0.2 million year on year) due to the lower number of calls managed by the 89.24.24 Pronto PAGINEGIALLE® service, as a result of the structural decline in the directory assistance market.

GOP recorded a loss of € 0.1 million (against a profit of € 0.2 million in the first quarter of 2012); the reduction in revenues was partially offset by the lower salaries, wages and employee benefits resulting from the reduced number of call center operators.

EBITDA and **EBIT** performed in line with **GOP**.

The **average workforce** was 163 employees in the first quarter of 2013, 72 fewer than in the first three months of 2012.

Other activities

Structure of the Business Area

This is a residual Business Area, covering all activities that do not fall within the scope of the aforementioned areas. It is organized as follows:

MAIN COMPANIES

- Europages
- Consodata S.p.A.
- Cipi S.p.A.

Economic and financial data

The table below shows the main results for the first quarter of 2013 compared with those from the same period of the previous year.

(euro/million)	1st quarter 2013	1st quarter 2012	Change Absolute	%
Revenues from sales and services	7.3	9.3	(2.0)	(21.5)
GOP	(1.2)	(0.3)	(0.9)	n.s.
EBITDA	(1.3)	(0.5)	(0.8)	n.s.
EBIT	(2.7)	(1.7)	(1.0)	(58.8)
Net invested capital	14.6	13.5	1.1	8.1
Capital expenditure	1.0	1.1	(0.1)	(9.1)
Average workforce	328	334	(6)	(1.8)

Below is an analysis of the data for each company that makes up the Business Area.

Europages

SEAT Pagine Gialle Italia S.p.A. holds 98.37%

The table below shows the main results for the first quarter of 2013 compared with those from the same period of the previous year.

(euro/million)	1st quarter 2013	1st quarter 2012	Change Absolute	%
Revenues from sales and services	2.9	4.1	(1.2)	(29.3)
GOP	(0.1)	0.6	(0.7)	n.s.
EBITDA	(0.2)	0.5	(0.7)	n.s.
EBIT	(0.3)	0.4	(0.7)	n.s.
Net invested capital	0.2	0.6	(0.4)	(66.7)
Capital expenditure	0.1	-	0.1	n.s.
Average workforce	86	82	4	4.9

Revenues from sales and services totaled € 2.9 million (€ 4.1 million in the first quarter of 2012); the reduction in turnover was due to the difficult economic climate in Italy (-38%) and in Spain (-22%). Revenue in other countries remained substantially stable.
Website traffic fell by 17% year on year. This fall was expected following the restructuring of the website pages in January, which removed a large number of pages with weak content so as to improve the quality and productivity of visits to the website. During the first three months of the year, direct traffic grew by 59%, while the average number of customer profile views and the number of free registrations rose by +13% and +26% respectively.

GOP recorded a loss of € 0.1 million (against a profit of € 0.6 million in the first quarter of 2012); this result was in line with the decline in revenues.

EBITDA and **EBIT**, a loss of € 0.2 million and € 0.3 million respectively, performed in line with GOP.

Net invested capital amounted to € 0.2 million as at March 31, 2013 (€ 0.8 million as at December 31, 2012).

The **average workforce** was 86 employees in the first quarter of 2013 (82 in the same period of 2012).

Consodata S.p.A.

SEAT Pagine Gialle Italia S.p.A. holds 100%

The table below shows the main results for the first quarter of 2013 compared with those from the same period of the previous year.

(euro/million)	1st quarter 2013	1st quarter 2012	Change Absolute	%
Revenues from sales and services	2.7	3.1	(0.4)	(12.9)
GOP	(0.5)	(0.2)	(0.3)	n.s.
EBITDA	(0.5)	(0.3)	(0.2)	(66.7)
EBIT	(1.5)	(1.3)	(0.2)	(15.4)
Net invested capital	8.2	6.8	1.4	20.6
Capital expenditure	0.8	1.0	(0.2)	(20.0)
Average workforce	102	103	(1)	(1.0)

Revenues from sales and services totaled € 2.7 million in the first quarter of 2013, down 12.9% year on year. This decrease was due to the fall in revenues from all business lines, and in particular the sharp decline in the performance of products sold through SEAT's network of agents (-€ 0.3 million). Products sold through the Consodata network responsible for Large Customer accounts saw their revenues fall slightly compared with the first quarter of 2012 due to lower revenues from marketing campaigns, while revenues from products sold through Consodata's network of agents suffered from the poor performance of Kompass products and products aimed at the hospitality sector.

The overall decline in revenues and the mix of products with different margins is reflected in a drop of € 0.3 million in **GOP** compared with the opening three months of 2012.

EBITDA and **EBIT**, a loss of € 0.5 million and € 1.5 million respectively, performed in line with GOP.

Net invested capital stood at € 8.2 million at March 31, 2013 (versus € 7.7 million at December 31, 2012).

Capital expenditure in the first quarter of 2013 amounted to € 0.8 million, down by € 0.2 million year on year, due to the postponement of a data collection campaign to the second quarter of the year. In addition to the usual development of software platforms, capital expenditure focused on enhancing databases and purchasing data banks.

The **average workforce** was 102 employees in the first quarter of 2013 (103 in the same period of 2012).

Cipi S.p.A.

SEAT Pagine Gialle Italia S.p.A. holds 100%

The table below shows the main results for the first quarter of 2013 compared with those from the same period of the previous year.

(euro/million)	1st quarter 2012	1st quarter 2011	Change Absolute	%
Revenues from sales and services	1.7	2.1	(0.4)	(19.0)
GOP	(0.6)	(0.6)	-	-
EBITDA	(0.6)	(0.6)	-	-
EBIT	(0.8)	(0.9)	0.1	11
Net invested capital	6.2	6.2	-	-
Capital expenditure	-	-	-	
Average workforce	141	148	(7)	(4.7)

Revenues from sales and services amounted to € 1.7 million in the first quarter of 2013, down by € 0.4 million compared with the same period of 2011, due to the sharp fall in revenues from custom items (low-margin items imported directly for large clients) (-€ 0.4 million). Revenues from sales to SMEs, both directly through the CIPI Professional catalog and indirectly via SEAT Pagine Gialle S.p.A.'s network of agents, remained more or less stable compared with the first quarter of 2012.
GOP recorded a loss of € 0.6 million, in line with the same period a year earlier. The drop in revenues was offset in full by lower costs caused by a reduction in product volumes purchased and by lower employee costs.

EBITDA amounted to -€ 0.6 million and performed in line with GOP.

EBIT was a loss of € 0.8 million in the first quarter of 2013, essentially in line with the figure recorded in the first quarter of 2013, due to the costs incurred as a result of the corporate restructuring.

Net invested capital stood at € 6.2 million at March 31, 2013, down by € 1.3 million compared with December 31, 2012.

The **average workforce** was 141 employees in the first quarter of 2013 (148 in the same period of 2012).


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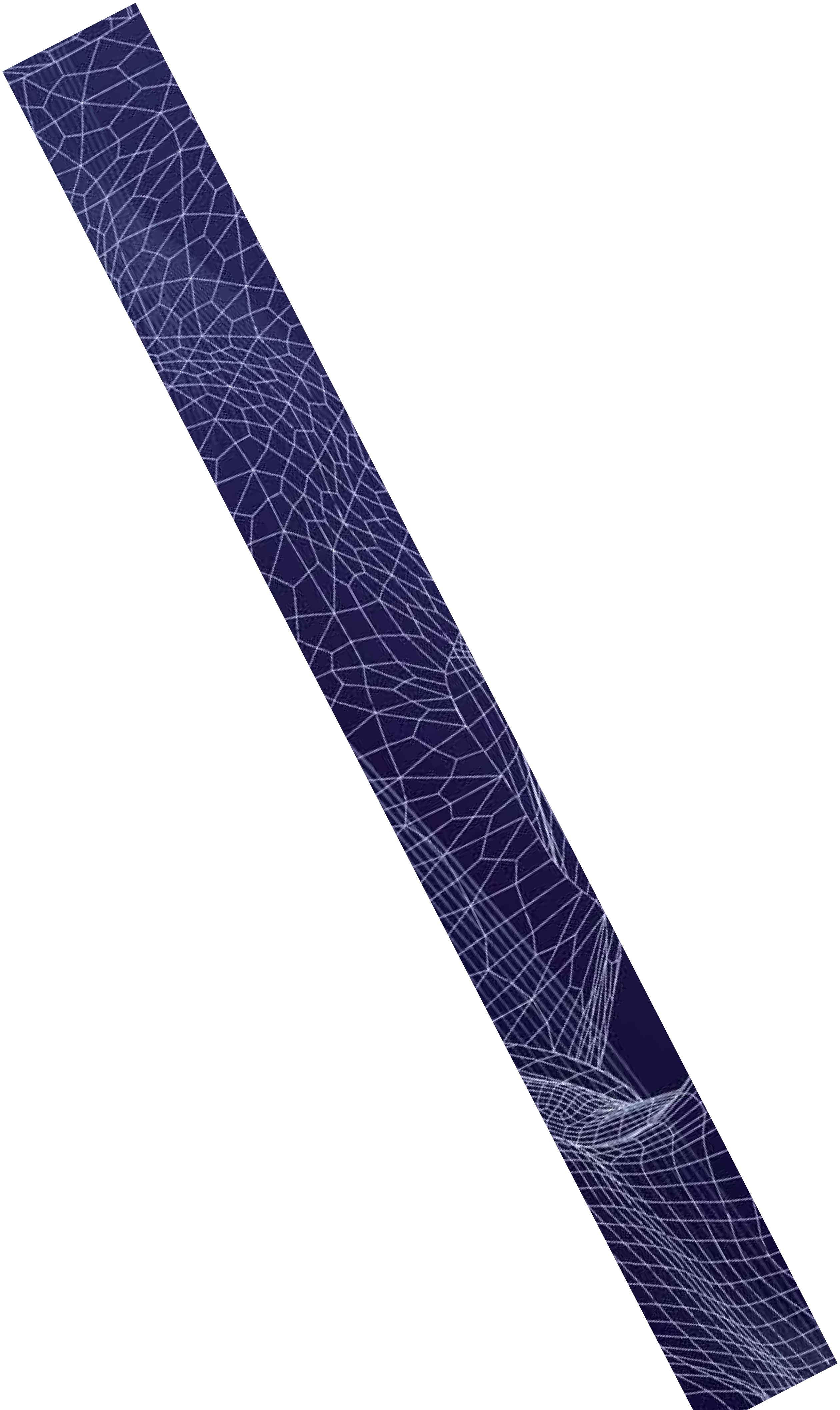
Other information



Statement pursuant to Article 154-bis, Paragraph 2, of Legislative Decree No. 58 of February 24, 1998

The undersigned, Massimo Cristofori, Head of the Administration, Finance and Control Department of SEAT Pagine Gialle S.p.A. and Chief Financial Officer,

declares,

pursuant to Article 154-bis, paragraph 2, of Legislative Decree No. 58 of February 24, 1998, on the basis of his knowledge in light of the position he holds, by virtue of the resolution of June 21, 2012 of the Board of Directors of the Company, as Chief Financial Officer, that the Interim Report as at March 31, 2013 reflects the results in the accounting records, documents and books.

The Interim Report as at March 31, 2013 which has not been audited, has been prepared pursuant to the instructions provided in Consob Issuer Regulation No. 11971/1999 and is in conformity with the valuation and measurement criteria established by the IAS/IFRS issued by the International Accounting Standards Board and approved by the European Union.

Milan, June 27, 2013

Manager responsible for the
preparation of the financial statements

Massimo Cristofori

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A copy of official documents available on the website

www.seat.it

Official documents may be requested to

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