

PRESS RELEASE

THE BOARD OF DIRECTORS APPROVES THE INTERIM REPORT AT 30 SEPTEMBER 2013

- Consolidated REVENUES amounted to €388.0 million, down 24.2%
- Italian Directories: REVENUES amounted to €369.2 million, down 24.8%.
- Consolidated EBITDA amounted to €87.3 million, down 57.2%.
- OPERATING FREE CASH FLOW totalled €111.4 million.
- NET FINANCIAL DEBT at 30 September 2013 was € 1,433.6 million, reflecting the reclassification pursuant to IFRS 5 of the statement of financial position results attributable to the Telegate Group and Cipi S.p.A. among non-current assets held for sale/discontinued operations and the deconsolidation of the statement of financial position results attributable to the TDL Group, resulting in an effect of approximately €65 million.

OUTLOOK FOR 2013

Year-end REVENUES and EBITDA of Italian Directories estimated to amount to approximately \notin 470 million and above \notin 90 million, respectively, based on currently available information concerning the performance of the economy and advertising investment market in Italy.

Milan, 11 November 2013 – Today, the Board of Directors of Seat Pagine Gialle S.p.A. approved the Interim Report at 30 September 2013, prepared in accordance with Article 154-*ter* of Italy's Consolidated Law on Finance.

CONSOLIDATED RESULTS AT 30 SEPTEMBER 2013

Taking into account the transnational merger of Lighthouse International Company S.A. into SEAT Pagine Gialle S.p.A., which took place in 2012 and qualified as reverse acquisition pursuant to IFRS 3, in order to provide IFRS-compliant information that is materially useful for an adequate analysis of the Group's profit and loss performance, the figures at 30 September 2012 have been restated on a comparable basis, adopting consistent accounting standards.

Moreover, SEAT Group's figures for the first nine months of 2012 were restated in light of the intention to dispose of the investments in the TDL Infomedia Group, the Telegate Group and Cipi S.p.A., in accordance with the New Strategic Guidelines on which the Plan and Proposal for composition with creditors are based. Under IFRS 5, the profit and loss account, statement of financial position and financial results of the Telegate Group for the first nine months of 2013 have been reclassified to "Discontinued Operations". Cipi S.p.A. has been classified as "Non-current



assets held for sale", given that its figures are not material to those of the SEAT Group. The statement of financial position results attributable to the TDL Group have been deconsolidated effective August 2013, following the appointment on 14 August 2013 of an administrator in the context of the administration procedure subject to English law, resulting in the de facto loss of control by SEAT Pagine Gialle Italia S.p.A.

Revenue Performance

In the first nine months of 2013, consolidated revenues amounted to \in 388.0 million, down 24.2% compared to the same period of the previous year, restated.

Before the elimination among business area items, the breakdown of revenues was as follows:

- Italian Directories (SEAT Pagine Gialle S.p.A, SEAT Pagine Gialle Italia S.p.A. and Digital Local Services): in the reporting period, revenues amounted to € 369.2 million, down 24.8% compared to the first nine months of 2012, restated, with a 24.8% decline in core revenues which impacted all three core product lines (Print-Online&Mobile-Voice);
- Directory Assistance (Prontoseat): in the first nine months of 2013, revenues amounted to € 4.2 million, down 27.6% compared to the same period of the previous year;
- Other activities (Europages, Consodata, Cipi): revenues amounted to € 23.1 million for the first nine months of 2013, down 20.3% compared to the same period of the previous year, mainly attributable to the decline in revenues of Europages and Consodata.

GOP Performance

In the first nine months of 2013, gross operating profit (GOP) amounted to \in 121.3 million, marking a decrease of \in 121.8 million compared to the first nine months of 2012, *restated* (\in 243.1 million). GOP margin for the first nine months of 2013 was 31.3% compared to 47.5% for the same period of the previous year, restated.

Net Adjustments and Provisions for Risks and Charges

Net adjustments and provisions for risks and charges amounted to \in 33.8 million in the first nine months of 2013 (\in 37.0 million in the first nine months of 2012, restated). Net adjustments (\in 31.5 million in the first nine months of 2013) referred for \in 31.3 million to the bad debt provision, which slightly decreased compared to the same period of the previous year, restated, though maintaining an adequate percent coverage of overdue receivables. The item also includes net provisions for operating risks and charges amounting to \in 2.3 million (\in 5.2 million in the first nine months of 2012, restated), down by \in 2.9 million mainly as a result of lower risk provisions of the Italian Directories.

EBITDA Performance

Operating income before amortisation, depreciation, net non-recurring and restructuring charges (EBITDA) amounted to € 87.3 million for the first nine months of 2013, down by 57.2% compared



to the first nine months of 2012, restated (\in 204.0 million); EBITDA margin was 22.5% (39.8% for the first nine months of 2012, restated).

Performance of Operating Income (EBIT)

In the first nine months of 2013, operating income (EBIT) was negative at \in 18.7 million (positive at \in 85.9 million in the first nine months of 2012, restated). In addition to the performance of the business reported at the level of GOP and EBITDA, this result also reflects the impact of non-operating impairment losses and of non-recurring and restructuring charges.

Result for the Period

Net income (loss) for the period attributable to the Group was negative at \in 113.1 million. In the first nine months of 2012, restated result for the period amounted to \in 622.1 million, inasmuch as it reflected the financial income associated with the equitisation undertaken by Lighthouse in the amount of \in 669.7 million. Net of such income, the normalised result was a loss of \in 47.6 million.

Performance of Operating Cash Flow

Operating free cash flow generated in the first nine months of 2013 amounted to \in 111.4 million, down \in 114.7 million compared to the first nine months of 2012 (\in 226.1 million). This reduction reflects the EBITDA performance, which decreased by \in 116.7 million as a result of the difficult economic scenario. Industrial investments of \in 21.3 million were substantially stable compared to the same period of the previous year (\in 22.1 million); the contribution of operating working capital was slightly negative at \in 1.8 million.

Net Financial Debt

Net financial debt at 30 September 2013 amounted to \in 1,433.6 million (\in 1,327.9 million at 31 December 2012).

The change in financial debt during the first nine months of 2013 reflects i) the deconsolidation of the TDL Group's results in the amount of \in 5.7 million, and ii) the reclassification of the results of the Telegate Group and Cipi S.p.A. to discontinued operations in the amount of \in 94.9 million, of which \in 36.7 million is associated with the flow for the first nine months of 2013 and \in 58.2 million corresponds to the balance of net financial debt at 30 September 2013.



ITALIAN DIRECTORIES

Revenues from Italian Directories amounted to \in 369.2 million for the first nine months of 2013, down by 24.8% compared to the same period of the previous year, restated.

Core revenues for the first nine months of 2013 amounted to \in 336.1 million, down 24.8% compared to the same period of the previous year, restated, and are broken down as follows:

- Print: revenues from print products, including those generated by the two e-book applications Pagine Gialle and Pagine Bianche for i-Pad launched at the end of April 2011, equal to € 95.6 million for the first nine months of 2013, decreased by 31.4%, compared to the same period of the previous year, with a reduction both of PAGINEBIANCHE[®] and PAGINEGIALLE[®] revenues;
- Online&Mobile: Online&Mobile revenues amounted to € 226.1 million for the first nine months of 2013, down 20.8% compared to the same period of the previous year, restated, including the unbundling of the online revenues of PAGINEBIANCHE[®], net of which the revenues from the traditional advertising business and online marketing fell by 18.5%. Online&Mobile products accounted for 61.2% of the total in the reporting period. In October, the Company announced that it had renewed its partnership with Google, remaining a premium partner to Adwords, the advertising program that allows companies to launch increasingly effective and personalised advertising campaigns on the popular search engine, thus integrating them into its portfolio of marketing and advertising services. The overall traffic performance, including visits to PAGINEGIALLE.it[®], through both the online and mobile channels, as well as to customers' Web and mobile sites, totalled approximately 241.2 million visits in the first nine months of 2013, up by 18.4% compared to the same period of 2012. There was a rise in visits to both PAGINEGIALLE.it[®] and PagineGialle Mobile (+17.0%, to 165.8 million) and other Web and mobile sites created for SEAT customers (+21.4%, to 75.4 million). By contrast, traffic on PAGINEBIANCHE.it[®] totalled approximately 119.6 million visits during the period, up (8.1%) compared to the same period of the previous year. With reference to the Mobile business, it should be noted that at the end of September SEAT's mobile applications reached the overall threshold of 5.8 million downloads (+65.4% compared to the same period of the previous year), considering both Apple-related apps and other main platforms, with 2.7 million downloads (accounting for about 47% of total downloads) for PagineGialle Mobile, 1.9 million downloads (accounting for about 33% of total downloads) for PagineBianche Mobile, 0.9 million downloads for TuttoCittà Mobile and 0.3 million downloads for 89.24.24 Mobile;
- Voice: advertising revenues of the services 89.24.24 Pronto PAGINEGIALLE[®] and 12.40 Pronto PAGINEBIANCHE[®] amounted to € 14.5 million, decreasing by € 8.0 million (-35.6%) compared to the same period of 2012.

Revenues from other products amounted to \in 33.1 million in the first nine months of 2013, down by 24.6% compared to the same period of the previous year. These revenues refer primarily to the voice traffic (\in 20.8 million) generated by the services 89.24.24 Pronto PAGINEGIALLE® and 12.40 Pronto PAGINEBIANCHE®, which decreased by 22.9% compared to the first nine months of 2012.



GOP amounted to \in 124.7 million in the first nine months of 2013, decreasing by \in 117.8 million compared to the same period of the previous year, restated; GOP margin was 33.8%. The decline was attributable to the negative performance of revenues, which was only offset to a minimum extent by operating cost savings.

EBITDA reached \in 91.7 million in the first nine months of 2013, down by \in 112.5 million compared to the same period of the previous year, restated, with a 24.8% ratio to revenues (compared to 41.6% in the first nine months of 2012, restated). EBITDA margin essentially reflects the negative performance of the GOP, partly offset by lower bad debt and risk provisions (\in 3.3 million). The allowance for doubtful trade receivables, amounting to \in 31.0 million, although declining compared to the same period of 2012, allowed for an adequate percent coverage of overdue receivables.

<u>Outlook</u>

During 2013, SEAT continued to focus on the evolution of products and services offered to small and medium-sized Italian enterprises, enhancing their presence on the Web and leveraging the potential of new technologies in order to increase efficiency and competitiveness on local, national and international markets. Local, mobile and social are the three guiding traits that have oriented innovation of SEAT's product range, with the aim of offering companies the opportunity to reach their target audiences of reference through the tools, methods and channels most appreciated by consumers.

Results for the first nine months of 2013 showed a performance essentially in line with that outlined in the New Strategic Guidelines approved by the Board of Directors on 27 June 2013 (for more in-depth information please refer to the Consolidated Annual Report and the Draft Annual Report of the Company as of 31 December 2012), which included operating results for the second half of the year lower than those for the first half. In detail, expectations for year-end results of the Italian Directories business (SEAT Pagine Gialle S.p.A., SEAT Pagine Gialle Italia S.p.A. and Digital Local Services) include revenues amounting to \in 470 million and EBITDA in excess of \in 90 million; the differences compared to the previous guidance dated 8 March 2013 are attributable to the economic and market context, which continues to be difficult, a fledgling recovery that can't yet develop due to the weak confidence on the part of consumers and enterprises, and order acquisition policies more oriented towards long-term sustainability of the relationship with the customers.

The estimates for 2013 are based on currently available information regarding the performance of the economy and the advertising investment market in Italy.

Given the above-mentioned situation, the Company implemented countermeasures, the effects of which, however, will only begin to be seen at the level of profit or loss results in late 2014 and, to a more significant extent, in 2015. These include the renewal of the top management team reporting directly to the Chief Executive Officer, in place since November.

Going Concern Assumption

As done for the approval of the 2012 Annual Report and the 2013 Half-year Report, when approving this Interim Report the Board of Directors was also required, pursuant to the joint Bank of Italy, CONSOB and ISVAP document No. 2 of 6 February 2009, to thoroughly verify whether the conditions had been satisfied for the application of the going-concern assumption. Such verification must take account of all available information regarding the foreseeable future. Such assessment should extend to at least the 12 months from the reporting date, although, on a prudential basis, it is appropriate to consider a period of 18 months, i.e., until 31 March 2015.



The acknowledgement of the situation and state of prospective crisis as a result of which the Board of Directors resolved to initiate the composition with creditors procedure immediately brought to light the cessation of the going-concern assumption for preparing the 2012 Annual Report, the Half-year Report at 30 June 2013, and the Interim Report at 30 September 2013, in the absence of specific actions aimed at enabling the Company to overcome its current state of crisis.

In this respect, despite the timely response by the Board of Directors, which proceeded without delay to take the measures and actions mentioned above, at the date of approval of this Interim Report, the Directors, in assessing the satisfaction of the going-concern requirement, determined the persistence of significant uncertainty concerning the Company's ability to operate for the foreseeable future. In particular, without prejudice to the difficulties deriving from the continuation of an especially negative macroeconomic and cyclical context, reference is made to the critical issues relating to the main stages of the composition with creditors procedure described in the paragraphs concerning the assessment of the going-concern assumption in the 2012 Annual Report and Half-year Report at 30 June 2013, to which the reader is referred for a thorough discussion, with the observation that the order of admission to the composition with creditors procedure published on 10 July 2013 eliminated the uncertainty relating to that specific aspect.

In light of the foregoing, the Board of Directors believes that the Company's ability to continue to operate for the foreseeable future is necessarily tied to the positive outcome of the Procedure, with the execution of the schemes outlined in the Proposal for composition with creditors. In further detail, the restructuring of liabilities that is to be pursued is an essential requirement for restoring debt to levels compatible with cash generation and business sustainability.

In light of the foregoing and taking into account all the activities carried out, the Board of Directors believes that, in light of the expectations for a reasonably positive outcome of the Procedure (which also involves the non-application of Articles 2446 and 2447 of the Italian Civil Code, pursuant to Article 182-*sexies* of the Bankruptcy Law), the going concern assumption continues to apply, whence the possibility to proceed, as matters currently stand, to approve the Interim Report at 30 September 2013 on a going-concern basis.

The manager responsible for preparing the Company's financial reports, Officer Andrea Servo declares, pursuant to paragraph 2 of Article 154-*bis* of Italy's Consolidated Law on Finance, that the accounting information contained in this press release corresponds to the documented results, books and accounting records.

Disclaimer

This press release contains forward-looking statements, especially in the "Outlook", referring to: investment plans, future management performances, growth objectives in terms of revenues and results, both globally and by business areas, net financial position and other aspects of the Group's activities. Forward-looking statements contain a risk and uncertainty factor, as they depend on possible future events and developments. Actual results may differ significantly from those announced due to different factors.

* * * * * * * * * * * * *



Seat Pagine Gialle Communications

Tel. +39.011.435.3030 – Fax +39.011.435.3040 Comunicazione.stampa@seat.it

Seat Pagine Gialle Investor Relations +39.011.435.2600 Investor.relations@seat.it Seat Pagine Gialle Legal and Corporate Affairs <u>ufficio.societario@seat.it</u>

Barabino & Partners: Tel.+39 02 72.02.35.35 Federico Vercellino – <u>f.vercellino@barabino.it</u>

www.seat.it



Reclassified Consolidated Statements of Operations

	9 months	9 months	Change		3rd quarter	3rd quarter	Change		9 months
(euro/min)	2013	2012 comparable restated data	Absolute	%	2013	2012 comparable restated data	Absolute	%	2012 IFRS restated
Revenues from sales and services	388.0	512.0	(124.0)	(24.2)	121.2	156.8	(35.6)	(22.7)	46.3
Materials and external services	(188.2)	(198.9)	10.6		(56.0)	(58.4)	2.4		(19.6)
Salaries, wages and employee benefits	(78.5)	(70.0)	(8.5)		(24.9)	(21.0)	(3.9)		(8.8)
Gross operating profit (GOP)	121.3	243.1	(121.8)	(50.1)	40.3	77.4	(37.1)	(47.9)	17.9
% on revenues	31.3%	47.5%			33.3%	49.4%			38.7%
Other valuation adjustments and provisions to reserves for									
risks and charges	(33.8)	(37.0)	3.2		(12.0)	(9.7)	(2.3)		(8.4)
Other income (expenses)	(0.2)	(2.1)	1.9		0.5	(0.2)	0.7		(0.3)
Operating income before amortisation, depreciation, non-recurring and restructuring costs, net (EBITDA)	87.3	204.0	(116.7)	(57.2)	28.8	67.5	(38.7)	(57.3)	9.2
% on revenues	22.5%	39.8%	(110.7)	(37.2)	23.8%	43.0%	(30.7)	(07.0)	19.9%
Operating amortisation, depreciation and write-down	(34.2)	(33.0)	(1.3)		(11.3)	(11.6)	0.3		(4.5)
Non-operating amortisation and write-down	(26.1)	(7.8)	(18.3)		(5.4)	(7.8)	2.4		(7.7)
Non-recurring and restructuring costs, net	(45.7)	(77.3)	31.6		(4.3)	(21.9)	17.7		(14.8)
Operating income (EBIT)	(18.7)	85.9	(104.6)	n.s.	7.8	26.2	(18.4)	(70.2)	(17.8)
% on revenues	(4.8%)	16.8%			6.5%	16.7%			(38.4%)
Interest expense, net	(98.0)	561.2	(659.2)		(33.1)	636.6	(669.7)		658.4
Profit (Loss) before income taxes	(116.7)	647.1	(763.8)	n.s.	(25.3)	662.8	(688.1)	n.s.	640.6
Income taxes	(0.2)	(21.3)	21.1		1.6	(9.9)	11.5		2.2
Profit (Loss) on continuing operations	(116.9)	625.8	(742.8)	n.s.	(23.7)	652.9	(676.6)	n.s.	642.8
Profit (Loss) from non-current assets held for sale and discontinued operations	3.2	1.5	1.7		12.3	20.5	- 8.2		(5.7)
Profit (loss) for the period	(113.7)	627.3	(741.0)	n.s.	(11.4)	673.4	(684.8)	n.s.	637.1
of which pertaining to the Group	(113.1)	622.1	(735.2)		(11.8)	668.0	(679.7)		638.1
of which non-controlling interests	(0.5)	5.2	(5.7)		0.4	5.4	(5.1)		(1.0)



Consolidated Statements of comprehensive income

		9 months	9 months	3rd guarter	3rd guarter	9 months	
euro/min)		2013	2012 comparable restated data	2013	2012 comparable restated data	2012 IFRS restated	
Profit (loss) for the period	(A)	(113.7)	627.3	(11.4)	673.4	637.1	
Other comprehensive income (loss) without future effect on profit/(loss):							
Actuarial gain (loss)		0.3	22.4	(0.1)	26.2		
Total Other comprehensive income (loss) without future effect on orofit/(loss)	(B1)	0.3	22.4	(0.1)	26.2		
Other comprehensive income (loss) with future effect on profit/(loss):							
Profit (loss) for "cash flow hedge" instruments		-	1.6	-	-	-	
Profit (loss) for foreign exchange adjustments		-	(0.3)	(0.4)	0.4	0.7	
Total Other comprehensive income (loss) with future effect on profit/(loss)	(B2)	0.0	1.3	(0.4)	0.4	0.7	
Total other comprehensive income (loss), net of tax effect	(B) = (B1 + B2)	0.3	23.7	(0.5)	26.6	0.7	
Total comprehensive income (loss) for the period	(A + B)	(113.4)	651.0	(11.9)	700.0	637.8	
of which pertaining to the Group		(112.9)	645.8	(12.3)	694.6	638.8	
of which non-controlling interests		(0.5)	5.2	0.4	5.4	(1.0)	



Reclassified Consolidated Statements of Financial Position

		At 30.09.2013	At 31.12.2012	Change
(euro/mln)				
Goodwill e marketing related intangibles		206.0	252.2	(46.2)
Other non-current assets (*)		195.6	256.4	(60.8)
Non-current liabilities		(86.3)	(125.5)	39.2
Working capital		(89.1)	(23.0)	(66.1)
Non-current assets held for sale, net		117.6	(0.4)	118.0
Net invested capital		343.8	359.7	(15.9)
Equity of the Group		(1,109.0)	(996.5)	(112.5)
Non-controlling interests		19.2	28.3	(9.1)
Total equity	(A)	(1,089.8)	(968.2)	(121.6)
Net financial debt	(B)	1,433.6	1,327.9	105.7
Total	(A+B)	343.8	359.7	(15.9)

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



Consolidated cash statement of cash flows

	9 months	9 months	Change	3rd quarter	3rd quarter	Change	9 months
	2013	2012		2013	2012		2012
		comparable			comparable		
(euro/mln)		restated data			restated data		IFRS restated
		uata			Gata		10510100
Operating income before amortisation, depreciation, non-recurring and							
restructuring costs, net (EBITDA)	87.3	204.0	(116.7)	28.8	67.5	(38.7)	9.2
Gains (losses) from discounting operating assets and liabilities	(0.6)	(1.5)	0.9	(0.2)	(0.4)	0.2	(0.1)
Decrease (increase) in operating working capital	48.1	49.9	(1.8)	(6.7)	12.9	(19.6)	21.7
(Decrease) increase in operating non-current liabilities (*)	(2.1)	(4.2)	2.1	(1.3)	(0.9)	(0.4)	0.4
Capital expenditure	(21.3)	(22.1)	0.8	(6.8)	(8.2)	1.4	(1.7)
Operating free cash flow	111.4	226.1	(114.7)	13.8	70.9	(57.1)	29.5
Payment of interest expense, net	0.7	(120.9)	121.6	-	(122.3)	122.3	(2.3)
Payment of income taxes	(1.4)	8.3	(9.7)	(1.1)	10.0	(11.1)	4.9
Payment of non-recurring and restructuring expense	(17.6)	(83.5)	65.9	(3.7)	(57.4)	53.7	(57.8)
Distribution of dividends	-	(1.5)	1.5	-	-	-	-
Ner flows on "Non-current assets held for sale and discontinued operations" and/or available for sale	(42.4)	25.4	(67.8)	(27.1)	29.8	(56.9)	(4.2)
Foreign exchange adjustments and other movements	(98.2)	1,342.6	(1,440.8)	(33.4)	1,405.8	(1,439.2)	(643.1)
Change in net financial indebtedness before D.O. / Held for sale	(47.5)	1,396.5	(1,444.0)	(51.5)	1,336.8	(1,388.3)	(673.0)
Net financial indebtedness as at September 30, 2013 for company has							
been reclassified under " Non current assets held for sale and	(50.0)		(50.0)	07.0		07.0	
discontinued operations"	(58.2)	-	(58.2)	27.3	-	27.3	
Change in net financial indebtedness	(105.7)	1,396.5	(1,502.2)	(24.2)	1,336.8	(1,361.0)	(673.0)

(*) The changes don't include the non monetary effects arising from profit and losses recognised to equity.



Information for Business Areas

(euro/min)		ltalian Directories	Directory Assistance	Other Activities	Aggregate Total	Eliminations and other adjustments	Consolidated Total
Revenues from sales and services	9 months 2013 9 months 2012 comparable	369.2	4.2	23.1	396.5	(8.5)	388.0
	restated data	491.1	5.8	29.0	525.9	(13.9)	512.0
Gross operating profit (GOP)	9 months 2013 9 months 2012 comparable	124.7	(0.2)	(3.4)	121.1	0.3	121.4
	restated data	242.5	0.3	0.1	242.9	0.2	243.1
Operating income before amortisation, depreciation, non-recurring and restructuring	9 months 2013 9 months 2012	91.7	(0.4)	(4.0)	87.3	-	87.3
costs, net (EBITDA)	comparable restated data	204.2	0.2	(0.3)	204.1	(0.1)	204.0
Operating income (EBIT)	9 months 2013 9 months 2012 comparable	1.0	(0.6)	(19.2)	(18.8)	0.1	(18.7)
	restated data	90.7	0.1	(4.0)	86.8	(0.9)	85.9
Net invested capital	September 30, 2013 31 December	220.5	1.0	6.8	228.3	115.5 (*)	343.8
	2012	322.0	0.2	16.0	338.2	21.6 (**)	359.8
Capital expenditure	9 months 2013 9 months 2012 comparable	18.3	0.1	3.2	21.6	(0.3)	21.3
	restated data	19.1	-	2.9	22.0	0.1	22.1
Average w orkforce	9 months 2013 9 months 2012 comparable	1,422	132	296	1,850	-	1,850
	restated data	1,066	200	334	1,600	-	1,600
Sales agents (average number)	9 months 2013 9 months 2012 comparable	1,123	-	45	1,168	-	1,168
	restated data	1,181	-	53	1,234	-	1,234

(*) Includes the figures of Telegate Group, follow ing the reclassification to discontinued operations.

(**) Includes the figures of TDL Group and Telegate Group, following the reclassification to discontinued operations.