*(Convenience Translation into English from the Original Previously Issued in Portuguese)*

# *General Shopping Brasil S.A.and Subsidiaries*

*Individual and Consolidated Interim Financial Information for the Quarter Ended March 31, 2010 and Report on Review of Interim Financial Information*

Deloitte Touche Tohmatsu Auditores Independentes Ltda.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

INDEPENDENT AUDITOR'S REVIEW REPORT

To the Shareholders, Directors and Management of
General Shopping Brasil S.A.
São Paulo, SP

1. We have reviewed the accounting information included in the accompanying individual and consolidated Financial Information (ITR) General Shopping Brasil S.A. ("Company") for the quarter ended March 31, 2010, which comprise the balance sheet, income statement, statement of changes in equity and statement of cash flows, the related notes and the performance report, prepared under the responsibility of its Management.

2. Our review was conducted in accordance with specific standards established by the Brazilian Institute of Independent Auditors (IBRACON), together with the Brazilian Federal Accounting Council (CFC), and consisted, principally, of: (a) inquiries of and discussions with certain officials of the Company who have responsibility for accounting, financial and operating matters about the main criteria adopted in the preparation of the Interim Financial Information; and (b) review of the information and subsequent events that had or might have had material effects on the financial position and results of operations of the Company and its subsidiaries.

3. Based on our review, we are not aware of any material modifications that should be made to the interim accounting information included in the Interim Financial Information for them to be in conformity with: (i) Technical Pronouncement CPC 21 - Interim Financial Reporting, for individual information; (ii) the international standard IAS 34 – Interim Financial Reporting, issued by the International Accounting Standards Board (IASB) and CPC 21, for consolidated informaton; presented in conformity with the standards issued by the Brazilian Securities and Exchange Commission (CVM).

4. We have also reviewed the individual and consolidated interim statements of value added (DVA) for the quarter ended March 31, 2010, the presentation of which in interim financial information is required by standards issued by the CVM applicable to the preparation of Interim Financial Information (ITR) and as supplemental information for IFRS does not require a presentation of DVA. These statements were subject to the same review procedures described above and, based on our review, nothing has come to our attention that causes us to believe that they have not been prepared, in all material respects, in relation to the individual and consolidated interim financial statements taken as a whole.

5. As mentioned in note 3, the Interim Financial Information (ITR), originally presented on April 27, 2010, are being restated as required by CVM Resolution 603/09 (as amended by CVM Resolution 656/11) to incorporate the effects of the adoption of the new pronouncements, interpretations and instructions issued by the Accounting Pronouncements Committee (CPC), effective for 2010. The effects of the adoption of these standards are presented in the related note.

6. The Company has taken measures to conclude the registration of certain title deeds for certain properties acquired in the appropriate real estate registry offices, as stated in Note 11. Management understand that no material expenses will be incurred with these processes nor there will be obstacles for the registration of these title deeds.

## Other Matters

The accompanying financial statements have been translated into English for the convenience of readers outside Brazil.

São Paulo, May 12, 2011

DELOITTE TOUCHE TOHMATSU<br>Auditores Independentes

Ismar de Moura<br>Engagement Partner

(Convenience Translation into English from the Original Previously Issued in Portuguese)

GENERAL SHOPPING BRASIL S.A. AND SUBSIDIARIES

BALANCE SHEETS AS OF MARCH 31, 2010, DECEMBER 31, 2009 AND JANUARY 1, 2009.
(In thousands of Brazilian reais - R$)

| | | Parent | | | Consolidated | | |
|---|---|---|---|---|---|---|---|
| | Note | 03/31/2010 | 12/31/2009 | 01/01/2009 | 03/31/2010 | 12/31/2009 | 01/01/2009 |
| ASSETS | | | | | | | |
| CURRENT ASSETS | | | | | | | |
| Cash and cash equivalents | 4 | 34.156 | 1.969 | 18.342 | 46.567 | 12.143 | 93.998 |
| Certificates of Real Estate Receivables (CRI) | | - | - | - | 376 | 370 | 379 |
| Trade accounts receivable | 6 | - | - | - | 20.425 | 24.515 | 20.300 |
| Recoverable taxes | 7 | 305 | 444 | 900 | 1.615 | 1.411 | 1.495 |
| Assets held for sale | 13 | - | - | - | - | 25.394 | - |
| Restricted short-term investments | 5 | - | - | - | 3.143 | 3.079 | 118.175 |
| Other receivables | 9 | 507 | 87 | 182 | 2.423 | 1.759 | 1.305 |
| Total current assets | | 34.968 | 2.500 | 19.424 | 74.549 | 68.671 | 235.652 |
| NONCURRENT ASSETS | | | | | | | |
| Trade accounts receivable | 6 | - | - | - | 1.519 | 1.418 | - |
| Certificates of Real Estate Receivables (CRI) | | - | - | - | 900 | 933 | 1.054 |
| Deferred income tax and social contribution | 25 | - | - | | 12.621 | 12.621 | 12.642 |
| Related parties | 8 | 364.063 | 363.965 | 320.429 | 17.928 | 15.680 | 12.067 |
| Deposits and pledges | | - | - | - | 772 | 764 | 642 |
| Restricted short-term investments | 5 | - | - | - | 7.685 | 7.719 | 7.000 |
| Investments | 10 | 160.122 | 155.355 | 113.293 | - | - | - |
| Investment properties | 11 | - | - | - | 690.639 | 691.862 | 694.853 |
| Property, plant and equipment | 12 | 4.081 | 4.454 | 4.121 | 14.795 | 14.641 | 15.813 |
| Intangible assets | 14 | 449 | - | - | 31.021 | 31.023 | 31.240 |
| Total noncurrent assets | | 528.715 | 523.774 | 437.843 | 777.880 | 776.661 | 775.311 |
| TOTAL ASSETS | | 563.683 | 526.274 | 457.267 | 852.429 | 845.332 | 1.010.963 |

| | | Parent | | | Consolidated | | |
|---|---|---|---|---|---|---|---|
| | Note | 03/31/2010 | 12/31/2009 | 01/01/2009 | 03/31/2010 | 12/31/2009 | 01/01/2009 |
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | | | | | |
| CURRENT LIABILITIES | | | | | | | |
| Trade accounts payable | | 809 | 397 | 907 | 4.411 | 4.554 | 13.461 |
| Borrowings and financing | 15 | 32.794 | 30.014 | 47.489 | 64.734 | 62.070 | 216.156 |
| Accounts payable - acquisition of real estate | 17 | - | - | - | 3.506 | 5.416 | 9.875 |
| Salaries and related taxes | | 1.252 | 1.137 | 1.473 | 1.595 | 1.556 | 1.694 |
| Taxes, fees and contributions | | 110 | 138 | 94 | 26.339 | 34.683 | 19.078 |
| Taxes paid in installments | 18 | 172 | 172 | - | 3.707 | 575 | 325 |
| Real Estate Credit Notes (CCI) | 16 | - | - | - | 19.470 | 18.447 | 16.552 |
| Related parties | 8 | 135.685 | 110.103 | 48.558 | 16.964 | 18.128 | 26.178 |
| Other payables | | 1.364 | 1.300 | 700 | 6.500 | 5.066 | 9.279 |
| Total current liabilities | | 172.186 | 143.261 | 99.221 | 147.226 | 150.495 | 312.598 |
| NONCURRENT LIABILITIES | | | | | | | |
| Borrowings and financing | 15 | 8.855 | 544 | - | 14.887 | 6.695 | 20.741 |
| Unearned income from assignments | | - | - | - | 12.865 | 13.077 | 11.397 |
| Taxes paid in installments | 18 | - | - | - | 14.652 | 7.906 | 3.674 |
| Deferred income tax and social contribution | 25 | - | - | - | 42.014 | 42.014 | 42.140 |
| Accounts payable - acquisition of real estate | 17 | - | - | - | 573 | 781 | 2.417 |
| Reserve for tax, civil and labor contingencies | 19 | - | - | - | 7.058 | 7.293 | 8.654 |
| Real Estate Credit Notes (CCI) | 16 | - | - | - | 230.512 | 234.602 | 251.296 |
| Total noncurrent liabilities | | 8.855 | 544 | - | 322.561 | 312.368 | 340.319 |
| SHAREHOLDERS' EQUITY | | | | | | | |
| Capital | 20 | 317.813 | 317.813 | 317.813 | 317.813 | 317.813 | 317.813 |
| Subsidiaries' revaluation reserve | | 58.851 | 58.906 | 59.130 | 108.646 | 108.701 | 108.925 |
| Earnings reserve | | 5.978 | 5.750 | | | | |
| Accumulated losses | | - | - | (18.897) | (43.817) | (44.045) | (68.692) |
| Total shareholders' equity | | 382.642 | 382.469 | 358.046 | 382.642 | 382.469 | 358.046 |
| TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY | | 563.683 | 526.274 | 457.267 | 852.429 | 845.332 | 1.010.963 |

The accompanying notes are an integral part of these

(Convenience Translation into English from the Original Previously Issued in Portuguese)

GENERAL SHOPPING BRASIL S.A. AND SUBSIDIARIES

INCOME STATEMENTS
FOR THE QUARTERS ENDED MARCH 31, 2010 AND 2009
(In thousands of Brazilian reais - R$, except earnings per share)

| | | Parent | | Consolidated | |
|---|---|---|---|---|---|
| | Note | 03.31.2010 | 03.31.2009 | 03.31.2010 | 03.31.2009 |
| NET REVENUES | | - | - | 26.538 | 22.701 |
| COSTS OF RENTALS AND SERVICES | 22 | - | - | (6.194) | (5.998) |
| GROSS PROFIT | | - | - | 20.344 | 16.703 |
| OPERATING INCOME (EXPENSES) | | | | | |
| General and administrative | 23 | (2.745) | (2.451) | (5.414) | (5.694) |
| Other operating income, net | | - | 304 | 1.843 | 1.404 |
| Equity in subsidiaries | 10 | 4.767 | 12.982 | - | - |
| OPERATING INCOME BEFORE FINANCIAL INCOME (EXPENSES) | | 2.022 | 10.835 | 16.773 | 12.413 |
| FINANCIAL INCOME (EXPENSES) | 24 | (1.849) | (2.728) | (14.259) | 2.612 |
| OPERATING INCOME (LOSS) BEFORE INCOME TAX AND SOCIAL CONTRIBUTION | | 173 | 8.107 | 2.514 | 15.025 |
| Income tax and social contribution | 25 | - | - | (2.341) | (6.918) |
| NET INCOME FOR THE PERIOD | | 173 | 8.107 | 173 | 8.107 |
| ATTRIBUTABLE TO COMPANY'S OWNERS | | 173 | 8.107 | 173 | 8.107 |
| Earnings per share - R$ | | 0,00 | 0,16 | 0,00 | 0,16 |

The accompanying notes are an integral part of these financial statements.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

GENERAL SHOPPING BRASIL S.A.

STATEMENTS OF CHANGES IN EQUITY (PARENT)
FOR THE QUARTERS ENDED MARCH 31, 2010 AND 2009
(In thousands of Brazilian reais - R$)

| | Capital | Subsidiaries' revaluation reserve | Earnings retention reserve | Accumulated losses | Total |
|---|---|---|---|---|---|
| BALANCES AS AT DECEMBER 31, 2008 | 317.813 | 80.626 | - | (25.346) | 373.093 |
| Adjustments due to the first-time adoption of IFRS | - | (21.496) | - | 6.449 | (15.047) |
| BALANCES AT JANUARY 1, 2009 | 317.813 | 59.130 | - | (18.897) | 358.046 |
| Net income for the period | - | - | | 8.107 | 8.107 |
| Realization of revaluation reserve | - | (56) | - | 56 | - |
| BALANCES AS AT MARCH 31, 2009 | 317.813 | 59.074 | - | (10.734) | 366.153 |
| BALANCES AS AT DECEMBER 31, 2009 | 317.813 | 58.906 | 5.750 | - | 382.469 |
| Net income for the period | - | - | - | 173 | 173 |
| Realization of revaluation reserve | - | (55) | - | 55 | - |
| BALANCES AS AT MARCH 31, 2010 | 317.813 | 58.851 | 5.750 | 228 | 382.642 |

The accompanying notes are an integral part of these financial statements.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

GENERAL SHOPPING BRASIL S.A. AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS
FOR THE QUARTERS ENDED MARCH 31, 2010 AND 2009
(In thousands of Brazilian reais - R$)

| | Parent | | Consolidated | |
|---|---|---|---|---|
| | 03.31.2010 | 03.31.2009 | 03.31.2010 | 03.31.2009 |
| CASH FLOW FROM OPERATING ACTIVITIES | | | | |
| Net income for the quarter | 173 | 8.107 | 173 | 8.107 |
| Adjustments to reconcile net income for the quarter to net cash (used in) provided by operations: | | | | |
| Depreciation and amortization | 91 | 76 | 2.466 | 2.279 |
| Fixed assets disposed of | | | (638) | |
| Allowance for doubtful accounts | - | - | 300 | |
| Unbilled revenue from rentals | | | (958) | (873) |
| Recognition (reversal) of reserve for tax, labor and civil contingencies | - | - | (466) | (467) |
| Financial charges on borrowings, financing, CCI, perpetual bonds and installment payments of taxes | 418 | 2.122 | 12.688 | 2.722 |
| Equity in subsidiaries | (4.767) | (12.982) | - | - |
| (Increase) decrease in operating assets: | | | | |
| Trade accounts receivable | - | - | 4.647 | 2.604 |
| Recoverable taxes | 139 | 72 | (204) | (136) |
| Other receivables | (420) | 102 | (664) | (1.630) |
| Deposits and pledges | - | - | (8) | (2) |
| Increase (decrease) in operating liabilities: | | | | |
| Trade accounts payable | 412 | (184) | (143) | (1.295) |
| Taxes, fees and contributions | (28) | (92) | 1.535 | 7.908 |
| Salaries and related taxes | 115 | 34 | 39 | 162 |
| Unearned income from assignments | - | - | (212) | (125) |
| Other payables | 65 | 102 | 1.434 | 654 |
| Cash (used in) provided by operating activities | (3.802) | (2.643) | 19.989 | 19.908 |
| Interest paid | (1.569) | (3.003) | (12.137) | (10.451) |
| Net cash (used in) provided by operating activities | (5.371) | (5.646) | 7.852 | 9.457 |
| CASH FLOW FROM INVESTING ACTIVITIES | | | | |
| Receivables from properties for sale | - | - | 26.822 | - |
| Restricted short-term investments | - | - | (30) | 118.175 |
| Purchase of fixed and intangible assets | (167) | (569) | (1.748) | (16.284) |
| Net cash provided by (used in) investing activities | (167) | (569) | 25.044 | 101.891 |
| CASH FLOW FROM FINANCING ACTIVITIES | | | | |
| Borrowings, financing and CCI raised | 15.000 | 4.500 | 15.000 | 4.500 |
| Repayment of principal of borrowings, financing and CCI | (2.237) | (20.358) | (7.942) | (175.115) |
| Accounts payable - acquisition of real estate | - | - | (2.118) | (2.449) |
| Related parties | 24.962 | 6.655 | (3.412) | (5.102) |
| Net cash provided by (used in) financing activities | 37.725 | (9.203) | 1.528 | (178.166) |
| NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS | 32.187 | (15.418) | 34.424 | (66.818) |
| CASH AND CASH EQUIVALENTS | | | | |
| At end of period | 34.156 | 2.924 | 46.567 | 27.180 |
| At beginning of period | 1.969 | 18.342 | 12.143 | 93.998 |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS | 32.187 | (15.418) | 34.424 | (66.818) |

The accompanying notes are an integral part of these financial statements.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

GENERAL SHOPPING BRASIL S.A. AND SUBSIDIARIES

STATEMENTS OF VALUE ADDED
FOR THE QUARTERS ENDED MARCH 31, 2010 AND 2009
(In thousands of Brazilian reais - R$)

| | Parent | | Consolidated | |
|---|---|---|---|---|
| | 03/31/2010 | 03/31/2009 | 03/31/2010 | 03/31/2009 |
| REVENUES | | | | |
| Revenue from services | - | - | 28.478 | 24.292 |
| Allowance for doubtful accounts | - | - | (300) | - |
| | - | - | 28.178 | 24.292 |
| SERVICES AND MATERIALS FROM THIRD PARTIES | | | | |
| Outside services, materials and other | (1.155) | (1.018) | (3.514) | (4.835) |
| GROSS VALUE ADDED (CONSUMED) | (1.155) | (1.018) | 24.664 | 19.457 |
| DEPRECIATION AND AMORTIZATION | (91) | (76) | (2.466) | (2.279) |
| NET VALUE ADDED CREATED BY THE ENTITY | (1.246) | (1.094) | 22.198 | 17.178 |
| VALUE ADDED RECEIVED IN TRANSFER | | | | |
| Equity in subsidiaries | 4.767 | 12.982 | - | - |
| Financial income | 29 | 262 | 735 | 18.360 |
| WEALTH FOR DISTRIBUTION | 3.550 | 12.150 | 22.933 | 35.538 |
| WEALTH DISTRIBUTED | | | | |
| Employees: | | | | |
| Direct compensation | 1.002 | 743 | 1.584 | 1.510 |
| Benefits | 145 | 72 | 256 | 145 |
| FGTS | 59 | 39 | 88 | 59 |
| INSS | 268 | 179 | 411 | 368 |
| Taxes fees and contributions: | | | | |
| Federal | - | - | 4.009 | 8.318 |
| Municipal | 25 | 20 | 1.418 | 1.283 |
| Debt capital- | | | | |
| Interest | 1.878 | 2.990 | 14.994 | 15.748 |
| Net income for the period | 173 | 8.107 | 173 | 8.107 |
| | 3.550 | 12.150 | 22.933 | 35.538 |

The accompanying notes are an integral part of these financial statements.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

GENERAL SHOPPING BRASIL S.A. AND SUBSIDIARIES

NOTES TO THE INTERIM FINANCIAL INFORMATION
FOR THE QUARTER ENDED MARCH 31, 2010
(Amounts in thousands of Brazilian reais - R$, unless otherwise stated)

## 1. GENERAL INFORMATION

General Shopping Brasil S.A. (“Company”) was established on March 6, 2007 and, on March 31, 2007, after successive corporate transactions, the equity interest in the companies engaged in shopping mall activities and the equity interest in the companies that provide services to the shopping malls were grouped into two different companies: (a) Levian Participações e Empreendimentos Ltda. and (b) Atlas Participações Ltda., respectively.

The Company trades its shares on BM&FBOVESPA (São Paulo Stock Exchange), under the ticker symbol “GSHP3”.

The Company’s immediate and ultimate Parent company is Golf Participações Ltda., a company headquartered in Brazil.

The Company is headquartered in São Paulo, at Avenida Angélica 2.466, conjunto 221.

The Company is primarily engaged in the following activities: (a) management of its own and third parties’ assets; (b) holding of equity interests in real estate projects; and (c) real estate development and related activities.

The Company’s direct and indirect subsidiaries included in the consolidated financial statements are as follows:

- Atlas Participações Ltda. (“Atlas”) - engaged in managing its own assets, and holding equity interests in other companies. Atlas presently holds a 100% interest in I Park Estacionamentos Ltda., Energy Comércio e Serviços de Energia Ltda., Wass Comércio e Serviços de Água Ltda., General Shopping Brasil Administradora e Serviços Ltda., Internacional Guarulhos Auto Shopping Center Ltda., Vide Serviços e Participações Ltda. and Ast Administradora e Incorporadora Ltda.

- ABK do Brasil - Empreendimentos e Participações Ltda. (“ABK”) - engaged in managing its own assets and holding equity interests in other companies. ABK presently holds an undivided interest of 50% of Internacional Guarulhos Auto Shopping Center.

- Ast Administradora e Incorporadora Ltda. (“Ast”) - engaged in managing its own and third parties’ assets, real estate development, holding equity interests in other companies and real estate projects, and leasing security equipment and video cameras. On December 15, 2009, the partner Levian assigned and transferred its shares to Atlas.

- Bac Administradora e Incorporadora Ltda. (“Bac”) - engaged in developing real estate projects.

- BR Outlet Administradora e Incorporadora Ltda. ("BR Outlet") - is engaged in developing real estate projects. BR Outlet holds 30% of Outlet Premium's shares, and has the option to acquire another 20% of this development.

- Brassul Shopping Administradora e Incorporadora Ltda. ("Brassul") - engaged in managing its own and third parties' assets and real estate development. Brassul holds 99.99% of the shares in Sale Empreendimentos e Participações Ltda.

- Cly Administradora e Incorporadora Ltda. ("Cly") - engaged in managing its own and third parties' assets, real estate development, and holding equity interests in other companies and real estate projects. Cly holds a 100% interest in Internacional Shopping Guarulhos.

- Delta Shopping Empreendimentos Imobiliários Ltda. ("Delta") - engaged in managing its own and third parties' assets, real estate development, and holding equity interests in other companies and real estate projects

- Energy Comércio e Serviços de Energia Ltda. ("Energy") - engaged in purchasing, selling and leasing electricity generation, transmission and distribution equipment and providing installation, maintenance and consulting services. At present, Energy leases electricity generation, transmission and distribution equipment to Internacional Shopping Guarulhos, Internacional Guarulhos Auto Shopping Center, Shopping Light, Santana Parque Shopping and, Suzano.

- Fonte Administradora e Incorporadora Ltda. ("Fonte") - engaged in managing its own and third parties' assets and real estate development. Fonte owns 90% of a land in Rio de Janeiro where Shopping Sulacap will be built.

- General Shopping Brasil Administradora e Serviços Ltda ("GSB Administradora") - engaged in managing its own or third parties' assets, providing trade center management services, building management services, other supplemental or related services, and holding equity interests in other companies. At present, GSB Administradora is the manager of Internacional Guarulhos Shopping Center, Suzano Shopping Center, Poli Shopping Osasco, Prudente Parque Shopping, Cascavel JL Shopping, Shopping do Vale, Top Center, Outlet Premium and Unimart Shopping.

- General Shopping Finance Limited. ("General Shopping Finance") - company based in Cayman Islands and engaged in developing activities and operations related to the Company or its subsidiaries.

- I Park Estacionamentos Ltda. ("I Park") - engaged in managing owned or rented automotive vehicle parking lots. At present I Park operates the parking lots at Internacional Guarulhos Auto Shopping Center, Internacional Guarulhos Shopping Center, Shopping Light, Santana Parque Shopping, Suzano Shopping Center, Cascavel JL Shopping, Outlet Premium and Unimart.

- Internacional Guarulhos Auto Shopping Center Ltda. ("ASG Administradora") - engaged in managing its own or third parties' assets, providing trade center management services, building management services, other supplemental or related services, and holding equity interests in other companies. At present, ISG Administradora is the manager Internacional Guarulhos Auto Shopping Center.

- Intesp Shopping Administradora e Incorporadora Ltda. ("Intesp") - engaged in managing its own and third parties' assets and real estate development. Intesp owns 99.5% of Poli Shopping Osasco.

- Levian Participações e Empreendimentos Ltda. ("Levian") - engaged in managing its own assets, holding equity interests in other companies, and other supplemental or related activities. Levian presently holds an undivided interest of 50% of Internacional Guarulhos Auto Shopping Center and 0.5% of Prudente Parque Shopping and Poli Shopping Osasco.

  Presently, Levian holds equity interests in ABK do Brasil, Poli Shopping Center Empreendimentos Ltda., Lumen Shopping Administradora e Incorporadora Ltda., Lux Shopping Administradora e Incorporadora Ltda., Securis Administradora e Incorporadora Ltda., Delta Shopping Empreendimentos Imobiliários Ltda., Park Shopping Administradora e Incorporadora Ltda., Nova União Administradora e Incorporadora S.A., Sulishopping Empreendimentos Ltda., Send Empreendimentos e Participações Ltda., Manzanza Consultoria e Administração de Shopping Centers Ltda., Uniplaza Empreendimento Participação e Administração de Centro de Compras Ltda., Brassul Shopping Administradora e Incorporadora Ltda., Intesp Shopping Administradora e Incorporadora Ltda., PP Administradora e Incorporadora Ltda., Paulis Shopping Administradora e Incorporadora Ltda., Fonte Administradora e Incorporadora Ltda., Zuz Administradora e Incorporadora Ltda., Premium Outlet Administradora e Incorporadora Ltda., Jud Administradora e Incorporadora Ltda., Vul Administradora e Incorporadora Ltda., BR Outlet Administradora e Incorporadora Ltda., Cly Administradora e Incorporadora Ltda., Bud Administradora e Incorporadora Ltda., Bac Administradora e Incorporadora Ltda. and Sale Empreendimentos e Participações Ltda.

- Lumen Shopping Administradora e Incorporadora Ltda. ("Lumen") - engaged in managing its own and third parties' assets, holding equity interests in real estate and other projects, real estate development, and related or similar activities. On June 26, 2007, Lumen entered into a Property Purchase and Sale Settlement Agreement and an Assignment of the Right to Use the Commercial Property where Shopping Light is located. Lumen's share in the assignment of the right to use the property is 50.1%.

- Lux Shopping Administradora e Incorporadora Ltda. ("Lux") - engaged in managing its own and third parties' assets and real estate development. Lux is the owner of the building where Shopping Light is located.

- Manzanza Consultoria e Administração de Shopping Centers Ltda. ("Manzanza") - engaged in providing shopping center consulting and management services and managing own assets.

- Nova União Administradora e Incorporadora S.A. ("Nova União") - engaged in managing its own and third parties' assets, holding equity interests in real estate and other projects, real estate development, and related or similar activities. Nova União presently holds an undivided interest in the land where Internacional Guarulhos Shopping Center is located.

- Park Shopping Administradora Ltda. (“Park Shopping Administradora”) - engaged in managing its own and third parties’ assets, real estate development, and holding equity interests in other companies and real estate projects.

- Paulis Shopping Administradora e Incorporadora Ltda. (“Paulis”) - engaged in managing its own and third parties’ assets and real estate development. Paulis owns 100% of Top Center Shopping São Paulo.

- Poli Shopping Center Empreendimentos Ltda. (“Poli Empreendimentos”) - engaged in operating in the shopping mall segment by leasing owned properties or subletting leased properties. Poli Empreendimentos is presently the owner of Poli Shopping Center.

- PP Shopping Administradora e Incorporadora Ltda. (“PP”) - engaged in managing its own and third parties’ assets and real estate development. PP owns 99.5% of Prudente Parque Shopping.

- Sale Empreendimentos e Participações Ltda. (“Sale”) - engaged in the purchase, sale, lease, urban development, mortgage, development, building, and management of properties owned by the Company and third parties or jointly owned. Sale owns 84.39% of Shopping do Vale.

- Securis Administradora e Incorporadora Ltda. (“Securis”) - engaged in managing its own and third parties’ assets and real estate development.

- Send Empreendimentos e Participações Ltda. (“Send”) - engaged in managing its own assets and holding equity interests in other companies. Send presently holds 96% of a property that will be used to build a shopping mall in the city of Barueri, State of São Paulo. Send holds 100% of the shares in Uniplaza.

- Sulishopping Empreendimentos Ltda. (“Sulishopping”) - engaged in operating in the shopping mall segment by leasing owned properties or subletting leased properties.

- Uniplaza Empreendimentos Participações e Administração de Centros de Compras Ltda. (“Uniplaza”) – engaged in managing its own and third parties’ assets, own and third parties’ trade centers, real estate development, and holding equity interests in other companies and real estate projects. Uniplaza owns 100% of Unimart Shopping.

- Vide Serviços e Participações Ltda. (“Vide”) – engaged in providing institutional marketing services, managing its own and third parties’ assets, real estate development, and holding equity interests in other companies and real estate projects.

- Wass Comércio e Serviços de Águas Ltda. (“Wass”) - engaged in leasing water treatment and distribution equipment and providing related installation, maintenance and consulting services. At present, Wass leases water treatment and distribution equipment to Internacional Guarulhos Shopping Center, Internacional Guarulhos Auto Shopping Center, Cascavel JL Shopping, Shopping Light, Prudente Parque Shopping, Suzano Shopping, Santana Parque Shopping, Outlet Premium and Shopping do Vale.

- Zuz Administradora e Incorporadora Ltda. ("Zuz") - engaged in managing its own and third parties' assets, real estate development, and holding equity interests in other companies and real estate projects. Zuz owns 100 % of Suzano Shopping Center, 50% of Santana Parque Shopping and 85.5% of Cascavel JL Shopping since December 8, 2008.

- The subsidiaries Premium Outlet Administradora e Incorporadora Ltda. ("Premium Outlet"), Jud Administradora e Incorporadora Ltda. ("Jud"), Vul Administradora e Incorporadora Ltda. ("Vul") and Bud Administradora e Incorporadora Ltda. ("Bud") are engaged in managing their own and third parties' assets and real estate development. The companies are in preoperating stage as at March 31, 2010.

## 2. PRESENTATION OF INTERIM FINANCIAL INFORMATION (ITR) AND SIGNIFICANT ACCOUNTING PRACTICES

### 2.1. Statement of compliance

The Company's interim financial information comprise:

- The consolidated interim financial information of the Company and subsidiaries prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB"), and in accordance with accounting practices adopted in Brazil, identified as Consolidated (IFRS and BR GAAP).

- The individual interim financial information of the parent company prepared in accordance accounting practices adopted in Brazil, identified as "Parent" (BR GAAP).

The accounting practices adopted in Brazil comprise the policies set out in the Brazilian Corporate Law and the Pronouncements, Instructions, and Interpretations issued by the Accounting Pronouncements Committee ("CPC") and approved by the Brazilian Securities and Exchange Commission ("CVM").

The individual interim financial information present the valuation of investments in subsidiaries and associates under the equity method, pursuant to prevailing Brazilian legislation. Accordingly, these individual financial statements are not considered as in accordance with IFRSs, which require the measurement of such investments in separate financial statements of the parent company, at their fair values or at cost.

Since there is no difference between the consolidated shareholders' equity and the consolidated net income attributable to the Parent's owners recorded in the consolidated financial statements prepared in accordance with IFRSs and the accounting practices adopted in Brazil and the Parent's shareholders' equity and net income recorded in the interim individual financial information prepared in accordance with the accounting practices adopted in Brazil, the Company opted to present the individual and consolidated interim financial information in a single set, in the side-by-side format.

## 2.2. Basis of preparation

The interim financial information has been prepared based on the historical cost and adjusted to reflect the fair value of certain financial instruments against profit or loss for the quarter. The historical cost is generally based on the fair value of the consideration paid in exchange for assets.

During 2009 and 2010, CVM approved several technical pronouncements, interpretations, and instructions issued by the CPC that changed certain accounting practices previously adopted in Brazil, effective from January 1, 2010, with application retrospectively to January 1, 2009 (transition date), for comparative purposes. The interim financial information for the quarter ended March 31, 2010 are being restated as required by CVM Resolution 603/09 (as amended by CVM Resolution 656/11) and already consider these standards, and the financial statements for the year ended December 31, 2009 and opening balance sheets as at January 1, 2009 have been adjusted and reclassified to consider the application of these standards and make the interim financial information comparable for the different quarters disclosed.

Significant accounting policies adopted by the Company and subsidiaries may be summarized as follows:

## 2.3. Basis of consolidation

The interim financial information has been prepared and is presented in conformity with accounting practices adopted in Brazil and standards issued by CVM – the main accounting practices applied are described above – and include the interim financial information of the Company and its subsidiaries listed below. Intercompany balances and Company’s investments in subsidiaries have been eliminated in consolidation. The individual and consolidated shareholders’ equity and net income do not differ as no unrealized profits have been recorded.

As at March 31, 2010, December 31, 2009 and January 1, 2009, the consolidated companies are as follows:

| | | 3/31/2010 | 12/31/2009 | 1/1/2009 |
|---|---|---|---|---|
| | Type of consolidation | Ownership interest - % | Ownership interest - % | Ownership interest - % |
| **Direct subsidiaries:** | | | | |
| Levian | Full | 100 | 100 | 100 |
| Atlas | Full | 100 | 100 | 100 |
| **Indirect subsidiaries** | | | | |
| ABK | full | 99.28 | 99.28 | 99.28 |
| Poli Empreendimentos | Proportionate | 50 | 50 | 50 |
| Park Shopping Administradora | Full | 100 | 100 | 100 |
| Send | Full | 100 | 100 | 100 |
| Manzanza | Proportionate | 30 | 30 | 30 |
| Nova União | Full | 100 | 100 | 100 |
| Sulishopping | Full | 100 | 100 | 100 |
| I Park | Full | 100 | 100 | 100 |
| Wass | Full | 100 | 100 | 100 |
| Energy | Full | 100 | 100 | 100 |
| GSB Administradora | Full | 100 | 100 | 100 |
| ASG Administradora | Full | 100 | 100 | 100 |
| Lux | Full | 100 | 100 | 100 |
| Lumen | Full | 100 | 100 | 100 |
| Securis | Full | 100 | 100 | 100 |
| Delta | Full | 100 | 100 | 100 |
| Brassul | Full | 100 | 100 | 100 |
| Intesp | Full | 100 | 100 | 100 |
| PP | Full | 100 | 100 | 100 |
| Paulis | Full | 100 | 100 | 100 |
| Fonte | Full | 100 | 100 | 100 |
| Zuz | Full | 100 | 100 | 100 |
| Premium Outlet | Full | 100 | 100 | 100 |
| Jud | Full | 100 | 100 | 100 |
| Vul | Full | 100 | 100 | 100 |
| BR Outlet | Full | 100 | 100 | 100 |
| Cly | Full | 100 | 100 | 100 |
| Bud | Full | 100 | 100 | 100 |
| Bac | Full | 100 | 100 | 100 |
| Sale | Full | 100 | 100 | 100 |
| Ast | Full | 100 | 100 | 100 |
| Vide | Full | 100 | 100 | 100 |
| General Shopping Finance | Full | 100 | 100 | 100 |
| Uniplaza | Full | 100 | 100 | 100 |

2.4. Investments in subsidiaries

Investments in subsidiaries are accounted for under the equity method.

Investments in companies in which management has significant influence or interest of 20% or more in the voting capital, or which are part of the same group or are under common control, are accounted for under the equity method (see Note 10).

## 2.5. Investments in joint ventures

A joint venture is the contractual arrangement whereby the Company and other parties agree sharing control over an economic activity, and exists only when the strategic financial and operating decisions relating to the activity require the unanimous consent of the parties sharing control.

Investments in joint ventures are recognized under the proportionate consolidation method, since the date joint control is acquired. According with this method, assets, liabilities and revenues, costs and expenses are integrated to the financial statements, line by line, proportionately to the control attributable to the Company.

## 2.6. Segment reporting

Reporting by operating segment is consistent with the internal report provided to the chief decision maker.

## 2.7. Functional and reporting currency

The interim financial information of each subsidiary included in the consolidation are prepared using the functional currency (i.e., currency of the primary economic environment in which it operates) of each subsidiary. When defining define the functional currency of each subsidiary, management considered which currency significantly has a significant influence on the sale price of the services rendered and in which currency most par of the cost of services is paid or incurred. The consolidated interim financial information is presented in Brazilian reais, which is the functional and reporting currency of the Parent Company.

Translation of foreign subsidiaries' interim financial information

The foreign subsidiary ("General Shopping Finance") has no management body or administrative, financial and operating independence.

Therefore, its assets and liabilities as well as its profits (losses) are translated using the following method: (i) asset and liability balances are translated at the exchange rate prevailing at the closing date of the consolidated interim financial information; (ii) income statement accounts (revenue and expenses) are translated at the average monthly exchange rate, provided that no significant exchange fluctuations have occurred. Exchange variation effects are recorded in the income statement.

## 2.8. Foreign currency

In preparing the Company's individual and consolidated interim financial information, transactions in foreign currency are recognized at the exchange rates prevailing on transaction dates. At the end of each reporting period, monetary items denominated in foreign currency are translated at the rates prevailing on the balance sheet date. Exchange differences on monetary items are recognized in profit or loss in the quarter they incur.

2.9. Cash and cash equivalents

Stated at cost plus income earned and include cash, banks and highly liquid short-term investments with maturities equal to or below ninety (90) days, which have an insignificant risk of change in value.

2.10. Restricted cash investments

The Company has cash investments in Bank Certificate of Deposits (CDB) and debentures earning yield based on the Certificate of Interbank Deposits (CDI). The investments are linked to commitments assumed in CCI (Real Estate Credit Notes) transactions and loans, and the cash investment balances are stated at cost plus earnings earned until the balance sheet dates, as described in Note 5.

2.11. Financial instruments

Recognition and measurement:

Financial assets and financial liabilities are initially measured at fair value. The transaction costs directly attributable to the acquisition or issue of financial assets and financial liabilities (except for financial assets and financial liabilities recognized at fair value through profit or loss) are added to or deducted from the fair value of financial assets and financial liabilities, when applicable, after initial recognition. Transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit or loss are immediately recognized in profit or loss.

Classification:

The Company’s and its subsidiaries’ financial instruments have been classified into the following categories:

a) Measured at fair value through profit or loss

Financial assets and financial liabilities held for trading, i.e., acquired or originated primarily for the purpose of sale or repurchase in the short term. Changes in fair value are accounted for in profit or loss, and balances are stated at fair value.

b) Loans and receivables

Non-derivative financial instruments with fixed or determinable payments or receivables that are not quoted in an active market. They are classified as current assets, except for those with maturities greater than 12 months after the end of the reporting period, which are classified as noncurrent assets. The Company's loans and receivables correspond to loans to subsidiaries and associates, trade accounts receivable, cash and cash equivalents, restricted cash investments, certificates of real estate receivables and other accounts receivable.

2.12. Impairment of financial assets

Financial assets, except those designated at fair value through profit or loss, are valued using impairment indicators at the end of each quarter. Impairment losses are recognized when there is objective evidence of impairment of the financial asset as a result of one or more events occurred after the initial recognition of the asset, with an impact on the estimated future cash flows.

The criteria used by the Company and its subsidiaries to determine whether there is objective evidence that a financial asset is impaired includes:

- Significant financial difficulty of the issuer or debtor.
- Breach of contract, such as default or delinquency in interest or principal payments.
- Likelihood that the borrower will go into bankruptcy or financial reorganization.
- Disappearance of the active market of that financial asset because of financial difficulties.

The carrying amount of the financial asset is directly written down by the impairment loss for all financial assets, except for trade accounts receivable, in which case the carrying amount is decreased by an allowance. Subsequent recoveries of amounts previously written-off are credited to the allowance. Changes in the carrying amount of the allowance are recognized in profit or loss.

2.13. Due from related parties

Initially stated at billed amounts based on contractual rental amounts and services provided, adjusted by the effects arising from the recognition of rent revenues on a straight-line basis, calculated according to contractual terms, including, when applicable, income earned and inflation adjustment.

The allowance for doubtful accounts is recognized in an amount considered sufficient by management to cover probable losses on the realization of trade accounts receivable, based on the following criterion: individual analysis of the debtors, regardless of the maturity period, as described in note 6.

2.14. Adjustment to present value

The Company evaluated the short- and long-term monetary assets and liabilities subject to adjustment to present value.

When impact is considered material in relation to the interim financial information taken as a whole, adjustment to present value is calculated on the balances, taking into consideration contractual cash flows and the explicit or implicit interest rate of corresponding assets and liabilities. Accordingly, the interest embedded in revenues, expenses and costs related to these assets and liabilities is discounted and recognized on the accrual basis.

If the adjustment to present value is recognized, this interest is subsequently transferred to financial income or expenses in the income statement by using the effective interest rate method in relation to the contractual cash flows.

2.15. Investment Property

Investment properties are represented by land and buildings in shopping malls held for earning rent revenue and/or for capital appreciation, as disclosed in Note 11.

Investment properties are recorded at acquisition or construction cost, less respective accumulated depreciation, calculated under the straight-line method at rates that consider the estimated useful life of the assets.

Costs incurred related to investment properties in use, such as maintenance and repairs, insurance and property taxes, are recognized as cost in the income statement for the quarter they refer to.

An investment property is written off on sale or when it is no longer in use and no future benefits will arise from the sale. Any gain or loss on the write-off of a property (calculated as the difference between the net revenue from sale and its book value) is recognized in profit or loss for the period in which the property is written off.

Financial charges on loans and financing incurred over the construction period, when applicable, are capitalized. The revaluation reserve is realized in accordance with the record of the respective depreciation of buildings or at the time assets are sold, and is credited to the "Retained earnings" account.

2.16. Property, plant and equipment

Carried at acquisition cost. Depreciation is calculated under the straight-line method, at the rates mentioned in note 12, based on estimated useful lives of the assets.

Residual values and useful lives of the assets are reviewed and adjusted annually, when appropriate.

An item of property, plant and equipment is written off on sale or when no future economic benefits are expected from its use. Any gain or loss on the sale or write-off of an item of property, plant and equipment corresponds to the difference between the amounts received from the sale and the asset book value, and is recognized in profit or loss.

2.17. Noncurrent assets held for sale

Noncurrent assets and groups of assets are classified as held for sale if their book value is recovered mainly through a sale transaction, rather than continuous use. This requirement is met only when it is highly probable that the sale will be completed and the noncurrent asset (or group of assets) is available for immediate sale in its present condition. Management should be committed to selling the asset, and the sale, at the time of recognition, should be completed or expected to be sold within a year from the date of classification.

Noncurrent assets (or group of assets) classified as held for sale are stated at the lower between their book value originally reported and their fair value less selling expenses, and their amortization ceases.

2.18. Intangible assets - consolidated

Intangible assets with finite useful lives acquired separately are stated at cost, less accumulated amortization and impairment losses thereon. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each fiscal year, with the effect of any changes in estimate being accounted for on a prospective basis.

2.19. Goodwill

Goodwill arising from a business combination is stated at cost on the date of the business combination less accumulated impairment losses, if any.

For impairment test purposes, goodwill is allocated to each one of the Company's cash generating units to benefit from the business combination synergies.

The cash-generating units to which goodwill is allocated are tested for impairment annually or more often when there is an indication that any unit may be impaired. If the recoverable amoun of a cash-generating unit is lower that its book value, the impairment loss is firstly allocated to write down the book value of any goodwill allocated to the unit and, subsequently, to the other assets of the cash-generating unit, prorated to the book value of each of its assets. Any goodwill impairment loss is directly recognized in profit or loss for the quarter. Impairment losses are not reversed in subsequent periods.

When the underlying cash-generating unit is sold, the amount attributable to goodwill is included in the profit or loss of the transaction.

Up to December 31, 2008, goodwill based on expected future earnings, determined through an economic evaluation projection that uses the discounted cash flow method, was amortized over the period to the extent and in the proportion of projected results. Beginning January 1, 2009, goodwill has not been amortized any longer, but has been tested for impairment annually.

In segment reporting, described in note 28, goodwill is allocated to the rent segment.

The methodology adopted to assess recoverability of goodwill based on expected future earnings was established by the Royal Institution of Chartered Surveyors (RICS) of Great Britain and the United States Appraisal Institute, both internationally used and recognized for valuation cases and other analyses.

All calculations are based on an analysis of the physical features of the properties under study and of the information gathered in the market, which are treated adequately for use in the determination of the property value.

For the evaluations, 10-year cash flows were prepared, and inflation that might occur in that period was not taken into account. The average discount rate applied to cash flows was 11.03 while the average capitalization rate adopted in the $10^{th}$ year of the cash flow was 7.926%.

As at March 31, 2010, projections on the expected recovery of intangible assets through operations do not indicate the need for an allowance for impairment losses.

2.20. Impairment of tangible and intangible assets excluding goodwill

Items in property, plant and equipment, intangible assets, and other noncurrent assets are evaluated annually to identify evidence of unrecoverable losses or whenever significant events or changes in circumstances indicate that the book value may not be recoverable. In the event of a loss resulting from situations where the book value of an asset exceeds its recoverable value, which is defined as the value in use of the asset based on the discounted cash flow method, an impairment loss is recognized in the income statement. As at March 31, 2010, there were no indications that property, plant and equipment and intangible assets are not recoverable.

2.21. Other assets (current and noncurrent)

Other assets are stated at cost or realizable value including, when applicable, income, inflation adjustment and exchange variation earned through the balance sheet dates.

2.22. Other liabilities (current and noncurrent)

Current ad noncurrent liabilities are stated at known or estimated amounts plus, when applicable, charges, inflation adjustment and/or exchange variation incurred through the balance sheet date.

2.23. Loans and financing

Loans are initially recognized at fair value, less transaction costs incurred and, subsequently, are stated at amortized cost. Any difference between the amounts raised (net of transaction costs) and the settlement amount is recognized in the income statement during the period the loans remain outstanding, using the effective interest rate method.

2.24. Provisions

Provisions are recognized based on current obligations (legal or constructive) resulting from past events, when the amount of the obligation can be reliably estimated and its settlement is probable. The amount recognized as provision is the best estimate of the amounts required to offset the obligations at the end of each period, taking into account the risks and uncertainties regarding the obligation.

2.25. Reserve for labor, civil and tax contingencies

Recognized for lawsuits assessed as probable losses by the Company’s and its subsidiaries' legal counsel and management, considering the nature of lawsuits and management’s experience in similar cases. Reserves have been recognized for matters classified as legal obligations, regardless of the expected final outcome of lawsuits, as described in note 19.

2.26. Borrowing costs - interest capitalization

Financial charges on loans directly related with the acquisition, construction or production of property, plant and equipment (investment properties under development) are capitalized as part of the asset cost. Capitalization of these charges begins right after the start of preparation for construction or development of the asset and is interrupted as soon as the asset starts to be used or when its production or construction ends.

Borrowing costs directly attributable to acquisition, construction or production of a qualifying asset, which necessarily take a substantial amount of time to be ready for the intended use or sale, are added to the cost of such assets until the date they are ready for the intended use or sale.

Income earned on temporary investments of specific borrowings not yet spent on a qualifying asset is deducted from borrowing costs eligible for capitalization. All other borrowing costs are recognized in profit or loss for the period they are incurred.

2.27. Current and deferred income tax and social contribution

The provision for income tax was recognized at the rate of 15%, plus 10% surtax on annual taxable income exceeding R$240. Social contribution was calculated at the rate of 9% on adjusted book income. Deferred income tax and social contribution were calculated based on temporary differences in the recognition of revenue and expenses for tax and accounting purposes, on tax loss carryforwards and on the revaluation reserve of buildings and facilities. Deferred income tax and social contribution assets were limited to 30% of deferred income tax and social contribution liabilities. As permitted by tax legislation, certain consolidated companies opted for taxation based on deemed income. The tax bases of income tax and social contribution are calculated at the rate of 32% on gross revenues from services and 100% on financial income, on which the regular 15% tax rate is applied, plus 10% surtax for income tax and 9% for social contribution. As a result, these consolidated companies did not record deferred income tax and social contribution on tax loss carryforwards and temporary differences and are not within the scope of the noncumulative regime for taxes on revenue (PIS and COFINS).

2.28. Other current and noncurrent liabilities

Stated at known or estimated amounts plus, when applicable, charges, inflation adjustment and exchange variation incurred through the balance sheet dates.

2.29. Revenue recognition

Revenue from rentals is recognized on a straight-line basis over the term of rental agreements, taking into account the contractual adjustment and the collection of the $13^{th}$ monthly rental. Revenue from services is recognized when services are provided. Revenue from assignment of rights to shopkeepers is allocated to income over the term of the first rental agreement.

Our revenue derives mainly from the following activities:

a) Rentals

Refers to the rental of store space to shopkeepers and other commercial space, such as sales stands. Includes rental of commercial space for advertising and promotion. The rentals of stores to shopkeepers of shopping malls account for the highest percentage of the Company's revenue.

b) Parking

Refers to the revenue from exploitation of parking lots.

c) Services

Refers to the revenue obtained for managing the supply of electric power and water to shopping malls.

2.30. Earnings per share

Basic earnings per share are calculated through profit and loss for the year and the weighted average of shares outstanding in the quarter.

2.31. Statements of Value Added

This statement aims to disclose the wealth created by the Company and its distribution during a certain reporting period, and is presented by the Company, as required by the Brazilian Corporate Law, as an integral part of its individual interim financial information and as supplementary information to the consolidated interim financial information, since this statement is not required by IFRSs.

The statement of value added was prepared based on information obtained in the same accounting records used to prepare the interim financial information and pursuant to the provisions of CPC 09 - Statement of Value Added.

2.32. Use of estimates

The preparation of interim financial information pursuant to accounting practices adopted in Brazil, in accordance with International Financial Reporting Standards ("IFRS"), requires management to rely on estimates to record certain transactions that affect the Company's and its subsidiaries' assets and liabilities, revenue and expenses, and to disclose information on its interim financial information.

The estimates must be determined based on the best knowledge of ongoing transactions and events existing at the time of approval of the interim financial information and in accordance with the experience of past and/or current events.

The results of these transactions and events, when actually realized in subsequent periods, may differ from the estimates. The main estimates concerning the interim financial information refer to the useful life of property, plant and equipment items and investment properties; to the projections made for the realization of deferred income tax and social contribution; to the projections for the impairment test analysis of goodwill based on expected future earnings and of other intangible assets; and to the allowance for doubtful accounts and reserve for civil, labor and tax contingencies.

The estimates and underlying assumptions are reviewed on an ongoing basis. The effects of revisions to accounting estimates are recognized in the period estimates are revised.

2.33. New and revised standards and interpretations

Standards, changes and interpretations of standards in effect on March 31, 2010 that did not have a material impact on the Company’s interim financial information:

| Standard | Main requirements | Date of effectiveness |
|---|---|---|
| | | |
| Improvements to IFRSs – 2009 | Change in the several accounting pronouncements. | Effective for annual periods beginning on or after January 1, 2010. |
| | | |
| Changes to IFRS 32 | Classification of issue rights. | Effective for annual periods beginning on or after February 1, 2010 |
| | | |
| Changes to IFRS 2 | IFRIC 19 intragroup share-based payments settled in cash. | Effective for annual periods beginning on or after January 1, 2010. |

In August 2010, CVM issued Resolution 636/10, which approved CPC 41 – Earnings (Loss) per Share, prepared based on IAS 33 - Earnings per Share. CPC 41 provides for the disclosure of earnings (loss) per share, without any impacts on recognition, measurement and presentation of individual interim financial information. The Company adopted CPC 41 in its individual and consolidated interim financial information for the quarter ended March 31, 2010.

The standards and changes to existing standards below were pucblished and are mandatory for the Company’s annual accounting periods beginning April 1, 2010, or thereafter or for subsequent periods. However, the Company did not adopt these standards and changes in advance.

| Standard | Main requirements | Date of effectiveness |
|---|---|---|
| | | |
| Improvements to IFRSs -2010 | Change in the several accounting pronouncements. | Effective for annual periods beginning on or after January 1, 2011. |
| | | |
| IFRS 9 (as amended in 2010) | Financial Instruments. | Effective for annual periods beginning on or after January 1, 2013. |
| | | |
| Changes to IFRS 24 | Related party disclosures. | Effective for annual periods beginning on or after January 1, 2011. |
| | | |
| Changes to IFRS 7 | Disclosure - transfer of financial assets. | Effective for annual periods beginning on or after July 1, 2011. |
| | | |
| Changes to IAS 12 | Deferred taxes - recovery of the underlying assets, when an asset is measured using the fair value model in IAS 40. | Effective for annual periods beginning on or after January 1, 2012. |
| | | |
| Changes to IAS 32 | Classification of rights issues | Effective for annual periods beginning on or after February 1, 2010. |
| | | |
| Changes to IFRIC 14 | Prepayments of minimum funding requirements | Effective for annual periods beginning on or after January 1, 2011. |
| | | |
| Changes to IFRIC 19 | Extinguishing liabilities by issues of equity instruments. | Effective for annual periods beginning on or after July 1, 2010. |

IFRS 9 – Financial Instruments (effective as from January 1, 2013). Publication is part of IASB's project issued in November 9 for improving measurement, classification and recognition of financial instruments, and replaces the part of IAS 39 related to the measurement and classification of financial assets. This pronouncement prescribes the classification of financial assets in two categories: assets recognized at fair value and assets recognized at amortized cost, where the classification is determined at the time of recognition of the asset and in accordance with the Company’s business model and the features of the contracted financial instrument. Due to the features of the financial instruments currently contracted by the Company, no significant effects are expected at the time of adoption of this pronouncement from January 1, 2013.

Considering the Company’s and its subsidiaries’ current activities, management does not expect that the adoption of these new rules, interpretations and changes will have a significant impact on the financial statements.

CPC has not yet issued the pronouncements and amendments related to the new and revised IFRSs above. In view of the commitment assumed by CPC and CVM to keep the standards issued based on the changes made by IASB up-to-date, these pronouncements and changes are expected to be issued by CPC and approved by CVM until their mandatory adoption date.

# 3. EFFECT OF ADOPTING IFRSs AND THE NEW PRONOUNCEMENTS ISSUED BY CPC

## 3.1. Effects of adopting IFRSs on the consolidated interim financial information

### 3.1.1. Adoption of IFRSs

The consolidated interim financial information (identified as Consolidated) for the quarter ended March 31, 2010 are being restated as prescribed by CVM Resolution 603/09 (as amended by CVM Resolution 656/11). The Company applied the accounting policies described in Note 2 to all reporting periods presented, which includes the balance sheet as at the transition date, defined as January 1, 2009. In measuring the adjustments to the opening balances and preparing the balance sheet as at the transition date, the Company applied the mandatory exceptions and certain optional exemptions related to the retrospective application prescribed by IFRS 1 and CPC 37(R1) First-time Adoption of International Financial Reporting Standards, as described below:

a) Exemption for business combinations

The Company and its subsidiaries decided to adopt the exemption related to business combinations and are not restating business combinations completed before January 1, 2009.

b) Exemption from the presentation of the fair value of tangible and intangible assets as acquisition cost

The Company revalued its investment properties in April 2007, i.e., 20 months before the transition date, defined as January 1, 2009, and considers that the reported carrying amounts approximate the fair value and revaluing the amount as deemed cost is not necessary.

c) Exemption from the measurement of compound financial instruments (derivatives)

The Company did not have any compound financial instruments at the date of transition to IFRSs.

d) Exemption from the recognition of interests in subsidiaries

The Company’s subsidiaries did not prepare financial statements in accordance with IFRSs at the transition date; therefore, the Company elected to adopt the same transition date for all its subsidiaries.

e) Exemption from the classification of financial instruments

The Company elected to classify and measure its financial instruments according to IAS 32/CPC 39 - Financial Instruments: Presentation and IAS 39/CPC 38 - Financial Instruments: Recognition and Measurement at the transition date; therefore, the retrospective analysis of the original contracts of the current financial instruments was not conducted at the date of transition to IFRSs. All financial instruments contracted after the transition date were analyzed and classified at the transaction contract date in accordance with IFRSs.

The Company considered the mandatory exceptions from retrospective application, as follows:

a) Derecognition of financial assets and financial liabilities

The Company concluded that there were no financial assets or financial liabilities to be excluded from accounting records at the date of transition to IFRSs.

b) Hedge accounting

The Company did not have hedge transactions for IFRSs purposes at the transition date, and therefore there were no adjustments to be accounted for.

c) Estimates

The Company did not make any adjustment to the estimates recognized according to the previous BR GAAP since it believes that such estimates were in accordance with IFRSs at the transition date.

d) Assets classified as held for sale and discontinued operations

The Company did not have an assets classified as held for sale at the transition date.

Consolidated interim financial information/financial statements, restated and reconciled in accordance with the new CPCs convergent with IFRSs:

Consolidated balance sheets:

| | | March 31, 2010 (ITR restated) | | | December 31, 2009 (last reporting period according to previous accounting policies) | | | January 1, 2009 (transition date) | | |
|---|---|---|---|---|---|---|---|---|---|---|
| **ASSETS** | Item | BR GAAP | Adjustments | Restated | BR GAAP | Adjustments | Restated | BR GAAP | Adjustments | Restated |
| **CURRENT ASSETS** | | | | | | | | | | |
| Cash and cash equivalents | | 46,567 | - | 46,567 | 12,143 | - | 12,143 | 93,998 | - | 93,998 |
| Certificates of Real Estate Receivables (CRI) | | 376 | - | 376 | 370 | - | 370 | 379 | - | 379 |
| Trade accounts receivable | | 20,425 | - | 20,425 | 24,515 | - | 24,515 | 20,300 | - | 20,300 |
| Recoverable taxes | | 1,615 | - | 1,615 | 1,411 | - | 1,411 | 1,495 | - | 1,495 |
| Properties for sale | | - | - | - | 25,394 | - | 25,394 | - | - | - |
| Deferred income tax and social contribution | (a) | 28 | (28) | - | 28 | (28) | - | 28 | (28) | - |
| Restricted short-term investments | | 3,143 | - | 3,143 | 3,079 | - | 3,079 | 118,175 | - | 118,175 |
| Other receivables | | 2,423 | - | 2,423 | 1,759 | - | 1,759 | 1,305 | - | 1,305 |
| | | 74,577 | (28) | 74,549 | 68,699 | (28) | 68,671 | 235,680 | (28) | 235,652 |
| **NONCURRENT ASSETS** | | | | | | | | | | |
| Trade accounts receivable | | 1,519 | - | 1,519 | 1,418 | - | 1,418 | - | - | - |
| Certificates of Real Estate Receivables (CRI) | | 900 | - | 900 | 933 | - | 933 | 1,054 | - | 1,054 |
| Deferred income tax and social contribution | (a) | 6,144 | 6,477 | 12,621 | 6,144 | 6,477 | 12,621 | 6,165 | 6,477 | 12,642 |
| Related parties | | 17,928 | - | 17,928 | 15,680 | - | 15,680 | 12,067 | - | 12,067 |
| Deposits and pledges | | 772 | - | 772 | 764 | - | 764 | 642 | - | 642 |
| Restricted short-term investments | | 7,685 | - | 7,685 | 7,719 | - | 7,719 | 7,000 | - | 7,000 |
| Investment properties | (b) | - | 690,639 | 690,639 | - | 691,862 | 691,862 | - | 694,853 | 694,853 |
| Property, plant and equipment | (b) | 705,434 | (690,639) | 14,795 | 706,503 | (691,862) | 14,641 | 710,666 | (694,853) | 15,813 |
| Intangible assets | | 31,021 | - | 31,021 | 31,023 | - | 31,023 | 31,240 | - | 31,240 |
| | | 771,403 | 6,477 | 777,880 | 770,184 | 6,477 | 776,661 | 768,834 | 6,477 | 775,311 |
| **TOTAL ASSETS** | | 845,980 | 6,449 | 852,429 | 838,883 | 6,449 | 845,332 | 1,004,514 | 6,449 | 1,010,963 |

| LIABILITIES | Item | March 31, 2010 (ITR restated) BR GAAP | Adjustments | Restated | December 31, 2009 (last reporting period according to the previous accounting policies) BR GAAP | Adjustments | Restated | January 1, 2009 (transition date) BR GAAP | Adjustments | Restated |
|---|---|---|---|---|---|---|---|---|---|---|
| **CURRENT LIABILITIES** | | | | | | | | | | |
| Trade accounts payable | | 4.411 | | 4.411 | 4.554 | - | 4.554 | 13.461 | - | 13.461 |
| Loans and financing | | 64.734 | | 64.734 | 62.070 | - | 62.070 | 216.156 | - | 216.156 |
| Accounts payable - acquisition of real estate | | 3.506 | | 3.506 | 5.416 | - | 5.416 | 9.875 | - | 9.875 |
| Salaries and related taxes | | 1.595 | | 1.595 | 1.556 | - | 1.556 | 1.694 | - | 1.694 |
| Taxes, fees and contributions | | 26.339 | | 26.339 | 34.683 | - | 34.683 | 19.078 | - | 19.078 |
| Deferred income tax and social contribution | (a) | 413 | (413) | 0 | 413 | (413) | - | 413 | (413) | - |
| Taxes paid in installments | | 3.707 | | 3.707 | 575 | - | 575 | 325 | - | 325 |
| Real Estate Credit Note (CCI) | | 19.470 | | 19.470 | 18.447 | - | 18.447 | 16.552 | - | 16.552 |
| Related parties | | 16.964 | | 16.964 | 18.128 | - | 18.128 | 26.178 | - | 26.178 |
| Other payables | | 6.500 | - | 6.500 | 5.066 | - | 5.066 | 9.279 | - | 9.279 |
| | | 147.639 | (413) | 147.226 | 150.908 | (413) | 150.495 | 313.011 | (413) | 312.598 |
| **NONCURRENT LIABILITIES** | | | | | | | | | | |
| Loans and financing | | 14.887 | | 14.887 | 6.695 | - | 6.695 | 20.741 | - | 20.741 |
| Unearned income from assignments | | 12.865 | | 12.865 | 13.077 | - | 13.077 | 11.397 | - | 11.397 |
| Taxes paid in installments | | 14.652 | | 14.652 | 7.906 | - | 7.906 | 3.674 | - | 3.674 |
| Deferred income tax and social contribution | (a) | 20.105 | 21.909 | 42.014 | 20.105 | 21.909 | 42.014 | 20.231 | 21.909 | 42.140 |
| Accounts payable - acquisition of real estate | | 573 | | 573 | 781 | - | 781 | 2.417 | - | 2.417 |
| Reserve for contingencies | | 7.058 | | 7.058 | 7.293 | - | 7.293 | 8.654 | - | 8.654 |
| Real Estate Credit Notes (CCI) | | 230.512 | - | 230.512 | 234.602 | - | 234.602 | 251.296 | - | 251.296 |
| | | 300.652 | 21.909 | 322.561 | 290.459 | 21.909 | 312.368 | 318.410 | 21.909 | 340.319 |
| **SHAREHOLDERS' EQUITY** | | | | | | | | | | |
| Capital | | 317.813 | | 317.813 | 317.813 | - | 317.813 | 317.813 | - | 317.813 |
| Subsidiaries' revaluation reserve | (a) | 130.142 | (21.496) | 108.646 | 130.197 | (21.496) | 108.701 | 130.421 | (21.496) | 108.925 |
| Accumulated losses | | (50.266) | 6.449 | (43.817) | (50.494) | 6.449 | (44.045) | (75.141) | 6.449 | (68.692) |
| | | 397.689 | (15.047) | 382.642 | 397.516 | (15.047) | 382.469 | 373.093 | (15.047) | 358.046 |
| **TOTAL LIABILITIES** | | 845.980 | 6.449 | 852.429 | 838.883 | 6.449 | 845.332 | 1.004.514 | 6.449 | 1.010.963 |

# Reconciliation of consolidated shareholders' equity:

| | Item | March 31, 2010 (ITR restated) | December 31, 2009 (date of the last period presented in accordance with prior accounting practices) | January 1, 2009 (transition date) |
|---|---|---|---|---|
| Total shareholders' equity in accordance with prior accounting practices | | 397,689 | 397,516 | 373,093 |
| Recording of deferred taxes on the revaluation reserve of land | (a) | (21,496) | (21,496) | (21,496) |
| Recording of deferred tax assets limited to 30% of deferred tax liabilities on the revaluation reserve of land | (a) | 6,449 | 6,449 | 6,449 |
| Total restated shareholders' equity | | 382,642 | 382,469 | 358,046 |

Consolidated statements of income:

| | Item | Quarter ended March 31, 2010 BR GAAP | Adjustments | IFRS | Quarter ended March 31, 2009 BR GAAP | Adjustments | IFRS |
|---|---|---|---|---|---|---|---|
| **NET OPERATING REVENUE FROM SERVICES** | | **26,538** | **-** | **26,538** | **22,701** | **-** | **22,701** |
| **COST OF RENTALS AND SERVICES** | | **(6,194)** | **-** | **(6,194)** | **(5,998)** | **-** | **(5,998)** |
| Personnel | | (240) | - | (240) | (278) | - | (278) |
| Depreciation | | (2,375) | - | (2,375) | (2,203) | - | (2,203) |
| Occupancy | | (2,210) | - | (2,210) | (2,363) | - | (2,363) |
| Outside services | | (1,369) | - | (1,369) | (1,154) | - | (1,154) |
| **GROSS PROFIT** | | **20,344** | **-** | **20,344** | **16,703** | **-** | **16,703** |
| General and administrative expenses | | (5,414) | - | (5,414) | (5,694) | - | (5,694) |
| Other operating income, net | | 1,843 | - | 1,843 | 1,404 | - | 1,404 |
| **OPERATING INCOME (EXPENSES), NET** | | **(3,571)** | **-** | **(3,571)** | **(4,290)** | **-** | **(4,290)** |
| **OPERATING INCOME BEFORE FINANCIAL INCOME (EXPENSES)** | | **16,773** | **-** | **16,773** | **12,413** | **-** | **12,413** |
| **FINANCIAL INCOME (EXPENSES), NET** | | **(14,259)** | **-** | **(14,259)** | **2,612** | **-** | **2,612** |
| Financial expenses | | (14,994) | - | (14,994) | (15,748) | - | (15,748) |
| Financial income | | 735 | - | 735 | 18,360 | - | 18,360 |
| **OPERATING INCOME (LOSS) BEFORE INCOME TAX AND SOCIAL** | | **2,514** | **-** | **2,514** | **15,025** | **-** | **15,025** |
| **INCOME TAX AND SOCIAL CONTRIBUTION** | | **(2,341)** | **-** | **(2,341)** | **(6,918)** | **-** | **(6,918)** |
| Current | | (2,341) | - | (2,341) | (6,918) | - | (6,918) |
| Deferred | | - | - | | - | - | |
| **NET INCOME FOR THE PERIOD** | | **173** | **-** | **173** | **8,107** | **-** | **8,107** |

Notes to the reconciliations in equity as at March 31, 2010 and December 31, 2009, January 1, 2009 and net income for the quarters ended March 31, 2010 and 2009:

The transition to IFRSs resulted in the following changes in accounting practices:

a) The Company recorded deferred income tax and social contribution on the revaluation reserve of land, in the amount of R$21,496. Deferred taxes recorded in current assets and liabilities under the previous BR GAAP have been reclassified to noncurrent assets and liabilities at the opening balance as at January 1, 2009 and subsequent periods. The Company recorded deferred tax assets corresponding to 30% of deferred tax liabilities on the revaluation reserve of land.

b) The Company reclassified the balances related to shopping malls from property and equipment to investment property.

Effects of adopting the new accounting pronouncements issued by the CPC on individual interim financial information:

Adoption of the new Brazilian accounting practices

In preparing its individual interim financial information (identified as Parent), the Company adopted all the pronouncements and the related technical interpretations and guidance issued by the CPC and approved by the CVM, which together with the accounting practices included in the Brazilian Corporate Law are called the Brazilian accounting practices (BR GAAP).

The Company applied the accounting policies set out in Note 2 to all periods presented, which includes the balance sheet as at the transition date, defined as January 1, 2009. In measuring the adjustments and preparing this opening balance sheet, the Company applied the requirements set out in CPC 43 (R1) - First-time Adoption of CPCs 15-40, and adjusted its individual interim financial information so that when consolidated they produced the same amounts of shareholders' equity, attributable to the owners of the Company, and net income of the consolidation prepared in accordance with IFRSs by applying IFRS 1 and CPC 37 (R1) - First-time Adoption of International Financial Reporting Standards. Accordingly, the Company implemented in its individual interim financial information the adjustments for adoption of IFRSs in the consolidated interim financial information, as mentioned in Note 2. This procedure was adopted to obtain the same net income and shareholders’ equity attributable to the owners of the Parent in the individual and consolidated interim financial information.

# Balance sheets - Parent:

| ASSETS | Item | March 31, 2010 Prior BR GAAP | March 31, 2010 Adjustments | March 31, 2010 Restated BR GAAP | December 31, 2009 (last reporting period according to previous accounting policies) Prior BR GAAP | December 31, 2009 Adjustments | December 31, 2009 Restated BR GAAP | January 1, 2009 (transition date) Prior BR GAAP | January 1, 2009 Adjustments | January 1, 2009 Restated BR GAAP |
|---|---|---|---|---|---|---|---|---|---|---|
| **CURRENT ASSETS** | | | | | | | | | | |
| Cash and cash equivalents | | 34.156 | - | 34.156 | 1.969 | - | 1.969 | 18.342 | - | 18.342 |
| Recoverable taxes | | 305 | - | 305 | 444 | - | 444 | 900 | - | 900 |
| Other receivables | | 507 | - | 507 | 87 | - | 87 | 182 | - | 182 |
| | | 34.968 | - | 34.968 | 2.500 | - | 2.500 | 19.424 | - | 19.424 |
| **NONCURRENT ASSETS** | | | | | | | | | | |
| Related parties | | 364.063 | - | 364.063 | 363.965 | - | 363.965 | 320.429 | - | 320.429 |
| Investments | (c) | 175.169 | (15.047) | 160.122 | 170.402 | (15.047) | 155.355 | 128.340 | (15.047) | 113.293 |
| Property, plant and equipment | | 4.081 | - | 4.081 | 4.454 | - | 4.454 | 4.121 | - | 4.121 |
| Intangible assets | | 449 | - | 449 | - | - | - | - | - | - |
| | | 543.762 | (15.047) | 528.715 | 538.821 | (15.047) | 523.774 | 452.890 | (15.047) | 437.843 |
| **TOTAL ASSETS** | | 578.730 | (15.047) | 563.683 | 541.321 | (15.047) | 526.274 | 472.314 | (15.047) | 457.267 |

| LIABILITIES | Item | March 31, 2010 Previous BR GAAP | March 31, 2010 Adjustments | March 31, 2010 Restated BR GAAP | December 31, 2009 (last reporting period according to previous accounting policies) Previous BR GAAP | December 31, 2009 Adjustments | December 31, 2009 Restated BR GAAP | January 1, 009 (transition date) Previous BR GAAP | January 1, 009 Adjustments | January 1, 009 Restated BR GAAP |
|---|---|---|---|---|---|---|---|---|---|---|
| **CURRENT LIABILITIES** | | | | | | | | | | |
| Trade accounts payable | | 809 | - | 809 | 397 | - | 397 | 907 | - | 907 |
| Related parties | | 135.685 | - | 135.685 | 110.103 | - | 110.103 | - | - | - |
| Loans and financing | | 32.794 | - | 32.794 | 30.014 | - | 30.014 | 47.489 | - | 47.489 |
| Salaries and related taxes | | 1.252 | - | 1.252 | 1.137 | - | 1.137 | 1.473 | - | 1.473 |
| Taxes, fees and contributions | | 110 | - | 110 | 138 | - | 138 | 94 | - | 94 |
| Taxes paid in installments | | 172 | - | 172 | 172 | - | 172 | 48.558 | - | 48.558 |
| Other payables | | 1.364 | - | 1.364 | 1.300 | - | 1.300 | 700 | - | 700 |
| | | 172.186 | - | 172.186 | 143.261 | - | 143.261 | 99.221 | - | 99.221 |
| | | | | | - | - | | - | - | |
| **NONCURRENT LIABILITIES** | | | | | | | | | | |
| Loans and financing | | 8.855 | - | 8.855 | 544 | - | 544 | - | - | - |
| | | 8.855 | - | 8.855 | 544 | - | 544 | - | - | - |
| **SHAREHOLDERS' EQUITY** | | | | | | | | | | |
| Capital | | 317.813 | - | 317.813 | 317.813 | - | 317.813 | 317.813 | - | 317.813 |
| Subsidiaries' revaluation reserve | (a) | 80.347 | (21.496) | 58.851 | 80.402 | (21.496) | 58.906 | 80.626 | (21.496) | 59.130 |
| Accumulated income (losses) | (b) | (471) | 6.449 | 5.978 | (699) | 6.449 | 5.750 | (25.346) | 6.449 | (18.897) |
| | | 397.689 | (15.047) | 382.642 | 397.516 | (15.047) | 382.469 | 373.093 | (15.047) | 358.046 |
| **TOTAL LIABILITIES** | | 578.730 | (15.047) | 563.683 | 541.321 | (15.047) | 526.274 | 472.314 | (15.047) | 457.267 |

## Reconciliation of shareholders' equity – Parent:

| | Item | March 31, 2010 (ITR restated) | December 31, 2009 (date of the last period presented in accordance with prior accounting practices) | January 1, 2009 (transition date) |
|---|---|---|---|---|
| Total shareholders' equity in accordance with prior accounting practices | | 397.689 | 397.516 | 373.093 |
| Adjustment recorded in subsidiaries of deferred taxes on the revaluation reserve of land | (a) | (21.496) | (21.496) | (21.496) |
| Recording of deferred tax assets limited to 30% of deferred tax liabilities on the revaluation reser of land in subsidiaries | (b) | 6.449 | 6.449 | 6.449 |
| Total restated shareholders' equity | | 382.642 | 382.469 | 358.046 |

## Statements of income - Parent:

| | Quarter ended March 31, 2010 | | | Quarter ended March 31, 2009 | | |
|---|---|---|---|---|---|---|
| | Prior BR GAAP | Adjustments | BR GAAP Restated | Prior BR GAAP | Adjustments | BR GAAP Restated |
| General and administrative expenses | (2,745) | - | (2,745) | (2,451) | - | (2,451) |
| Other operating expenses, net | - | - | - | 304 | - | 304 |
| Equity in subsidiaries | 4,767 | - | 4,767 | 12,982 | - | 12,982 |
| **OPERATING INCOME BEFORE FINANCIAL INCOME** | **2,022** | **-** | **2,022** | **10,835** | **-** | **10,835** |
| **FINANCIAL INCOME (EXPENSES) NET** | **(1,849)** | - | **(1,849)** | **(2,728)** | - | **(2,728)** |
| Financial expenses | (1,878) | - | (1,878) | (2,990) | - | (2,990) |
| Financial income | 29 | - | 29 | 262 | - | 262 |
| **NET INCOME FOR THE PERIOD** | **173** | **-** | **173** | **8,107** | **-** | **8,107** |

Notes to the reconciliations in equity as at March 31, 2010, December 31, 2009 and January 1, 2009 and net income for the quarters ended March 31, 2010 and 2009:

The adoption of CPCs 15 to 43 resulted in the following changes in accounting practices:

a) The Company recognized in the subsidiaries the adjustment of deferred income tax and social contribution over the revaluation reserve of land, in the amount of R$21,496.

b) The Company recorded deferred tax assets corresponding to 30% of deferred tax liabilities on the revaluation reserve of land.

c) Adjustment effect in the subsidiaries mentioned above.

# 4. CASH AND CASH EQUIVALENTS

| | Parent | | | Consolidated | | |
|---|---|---|---|---|---|---|
| | 31/03/2010 | 31/12/2009 | 01/01/2009 | 31/03/2010 | 31/12/2009 | 01/01/2009 |
| Cash and banks: | | | | | | |
| Cash | 9 | 6 | 5 | 150 | 180 | 316 |
| Banks | 15 | 22 | 53 | 5.704 | 5.489 | 73.273 |
| | 24 | 28 | 58 | 5.854 | 5.669 | 73.589 |
| Cash equivalents: | | | | | | |
| Short-term investments CDB (a) | 34.132 | 1.941 | 18.284 | 40.713 | 6.474 | 20.409 |
| Total cash and cash equivalents | 34.156 | 1.969 | 18.342 | 46.567 | 12.143 | 93.998 |

(a) Investment in CDB, with average monthly yield varying from 100% and 105% of the CDI.

Short-term investments may be redeemed within 90 days and are comprised of highly-liquid securities convertible into cash having an insignificant risk of change in value.

# 5. RESTRICTED INVESTMENTS

| | Consolidated | | |
|---|---|---|---|
| | 3/31/2010 | 12/31/2009 | 1/1/2009 |
| CDB (Bank Certificate of Deposits) (a) | - | - | 118,175 |
| CDB (Bank Certificate of Deposits) (b) | 3,143 | 3,079 | - |
| Debentures (c) | 7,685 | 7,719 | 7,000 |
| Total | 10,828 | 10,798 | 125,175 |
| Current | 3,143 | 3,079 | 118,175 |
| Noncurrent | 7,685 | 7,719 | 7,000 |

(a) Investment in CDB, with average monthly yield of 101.5% of the CDI. This investment in Itaú BBA was linked to the settlement of the National Bank for Economic and Social Development (BNDES) loan, which occurred in the first quarter of 2009.

(b) Amount withheld on July 28, 2009, as collateral for the loan contracted with Banco Paulista S.A., as described in Note 15. The amount was invested in Bank Certificates of Deposit (CDB), with average monthly yield of 100% of the CDI.

(c) Amount deposited on December 8, 2008 as collateral for the CCIs recorded in subsidiary Bac, as described in Note 16. The amount is invested in debentures from Banco Itaú (former Unibanco), with average yield of 105.4% of the CDI.

## 6. TRADE ACCOUNTS RECEIVABLE

| | Consolidated | | |
|---|---|---|---|
| | 03/31/2010 | 12/31/2009 | 01/01/2009 |
| Rentals and assignments of receivables | 30.888 | 35.535 | 29.102 |
| Unbilled revenue from rental | 1.511 | 553 | 576 |
| Allowance for doubtful accounts | (10.455) | (10.155) | (9.378) |
| | 21.944 | 25.933 | 20.300 |
| Current assets | 20.425 | 24.515 | 20.300 |
| Noncurrent assets | 1.519 | 1.418 | - |

Trade accounts receivable are stated at their original amounts, plus income, inflation adjustments and exchange rate changes earned and effects from the straight-line method applied to revenue, when applicable.

The Company's maximum exposure to credit risk is the book value of the abovementioned accounts receivable. To mitigate this risk, the Company analyses the types of collection (rentals, services and others) based on the average history of losses, Management's periodic monitoring of customers' financial status, credit limits, an analysis of receivables past due for more than 180 days and permanently monitoring of customers´ outstanding balance, among others. The analyses are based on the weighted mobile average, standard deviation, variance and risk, reflecting the seasonality and variations of the customer portfolio and related means of payment. The remainder of the portfolio that is not accrued refers to receivables from customers whose analysis of their financial position did not show that they would not be realizable.

In analyzing its prospects' credit worthiness, the Company takes into account the following assumptions: the collateral amount should cover the cost of occupancy for a minimum of 12 months (rent, plus common charges and promotion fund multiplied by 12), the collaterals accepted (property, bank guarantee, insurance, etc.), the good standing of the individuals and legal entities involved in the rental (partners; guarantors; debtors), the use of SERASA information as reference for consultation on the customer's credit history.

Changes in the allowance for doubtful accounts for the quarter ended March 31, 2010 and for the year ended December 31, 2009 are as follows:

| | Consolidated | |
|---|---|---|
| | 3/31/2010 | 12/31/2009 |
| Balance at beginning of year | (10,155) | (9,378) |
| Receivables recovered in the period/year | (300) | (812) |
| Receivables permanently written off | - | 35 |
| Balance at end of year | (10,455) | (10,155) |

Trade accounts receivable is broken down as follows:

| | Consolidated | | |
|---|---|---|---|
| | 3/31/2010 | 12/31/2009 | 1/1/2009 |
| Current: | 13,407 | 18,291 | 15,726 |
| Past due: | | | |
| Up to 30 days | 1,747 | 1,528 | 1,199 |
| 31 to 60 days | 796 | 848 | 715 |
| 61 to 90 days | 913 | 491 | 311 |
| 91 to 180 days | 1,740 | 1,593 | 926 |
| Over 180 days | 13,796 | 13,337 | 10,801 |
| | 18,992 | 17,797 | 13,952 |
| | 32,399 | 36,088 | 29,678 |

As at March 31, 2010, trade accounts receivable totaling R$8,537 (R$7,642 as at December 31, 2009 and R$4,574 as at January 1, 2009) were past due but no allowance for doubtful accounts was recorded, since there were no significant changes to the credit quality and amounts are still considered recoverable and expected to be realized.

## 7. RECOVERABLE TAXES

| | Parent | | | Consolidated | | |
|---|---|---|---|---|---|---|
| | 3/31/2010 | 12/31/2009 | 1/1/2009 | 3/31/2010 | 12/31/2009 | 1/1/2009 |
| Withheld income tax on short-term investments | 268 | 414 | 868 | 578 | 579 | 894 |
| IRRF on services | 15 | 14 | 14 | 285 | 268 | 193 |
| Taxes on services | - | - | - | 64 | 63 | 21 |
| Recoverable taxes on revenues (PIS and COFINS) | 7 | 16 | - | 209 | 111 | 16 |
| Prepayment of income tax | - | - | - | 242 | 238 | 193 |
| Prepayment of social contribution | - | - | 16 | 194 | 147 | 113 |
| Other recoverable taxes | 15 | - | 2 | 43 | 5 | 65 |
| | 305 | 444 | 900 | 1,615 | 1,411 | 1,495 |

## 8. RELATED-PARTY TRANSACTIONS

a) Related-party balances and transactions:

Golf Participações Ltda., a company headquartered in Brazil, is the Company's immediate and ultimate Parent.

In the course of the Company's business, the controlling shareholders, subsidiaries and jointly-owned subsidiaries, and condominiums carry out intercompany commercial and financial transactions, including: (i) advisory and operating assistance services related to water and electric power supply and electrical wiring; (ii) management of shopping malls; (iii) management of parking lot located in shopping malls; (iv) commercial lease agreements; and (v) agreements and resolutions made, taking into consideration the condominium bylaws.

Parent’s balances as at March 31, 2010, December 31, 2009 and January 1, 2009, are as follows:

| | Parent | | |
|---|---|---|---|
| | 3/31/2010 | 12/31/2009 | 1/1/2009 |
| **Assets** | | | |
| Send | 147,311 | 147,311 | 128,710 |
| Delta | 47,586 | 47,586 | 47,498 |
| Park Shopping Administradora | 34,291 | 34,291 | 34,291 |
| Paulis | 37,329 | 37,329 | 18,713 |
| PP | 17,086 | 17,086 | 17,086 |
| Lux | 16,535 | 16,535 | 16,535 |
| Brassul | 15,879 | 15,879 | 15,863 |
| Intesp | 12,217 | 12,217 | 12,217 |
| Internacional Guarulhos Shopping Center | 15,785 | 15,742 | 12,080 |
| Fonte | 8,962 | 8,962 | 8,962 |
| Sale | 3,140 | 3,140 | 3,156 |
| Cly | 4,806 | 4,806 | 2,850 |
| General Shopping Finance (a) | 1,040 | - | - |
| Other | 2,096 | 3,081 | 2,468 |
| | 364,063 | 363,965 | 320,429 |
| **Liabilities** | | | |
| BAC | 55,371 | 55,371 | - |
| ABK | 33,852 | 33,852 | 33,284 |
| Levian | 28,727 | 3,912 | 10,284 |
| Energy | 1,843 | 1,843 | 1,847 |
| Atlas | 15,073 | 13,060 | 1,405 |
| Menescal | - | 1,246 | 1,000 |
| I Park | 405 | 405 | 405 |
| Wass | 333 | 333 | 333 |
| Other | 81 | 81 | - |
| | 135,685 | 110,103 | 48,558 |

(a) Refers to costs to issue Perpetual Bonds paid by the Company.

Consolidated balances as at March 31, 2010, December 31, 2009 and January 1, 2009 are as follows:

| | Consolidated | | |
|---|---|---|---|
| | 31/03/2010 | 31/12/2009 | 01/01/2009 |
| Noncurrent assets: | | | |
| Golf Participações Ltda. (a) | 11.304 | 10.991 | 9.734 |
| CSA - Companhia Securitizadora de Ativos (b) | 576 | 566 | 427 |
| PNA Empreendimentos Imobiliários Ltda. (e) | 146 | 146 | 142 |
| Condomínio Civil Suzano Shopping Center (e) | 288 | 288 | 184 |
| Condomínio Civil Voluntários – SPS (e) | 303 | 392 | - |
| Condomínio Unimart (e) | 598 | 544 | - |
| Condomínio Outlet Premium (e) | 342 | 343 | - |
| Condomínio do Vale (e) | 489 | 257 | - |
| Condomínio Cascavel (e) | 546 | 546 | 323 |
| Individuals (e) | 724 | 579 | 368 |
| Others (e) | 2.612 | 1.028 | 889 |
| | 17.928 | 15.680 | 12.067 |
| Current liabilities: | | | |
| SAS Venture LLC (c) | 12.303 | 12.718 | 18.146 |
| Individuals (shareholders/former shareholders) (e) | 1.816 | 1.816 | 1.816 |
| Condomínio Civil do Internacional Guarulhos Shopping Center | - | - | 1.415 |
| Menescal Participações Ltda. (d) | 368 | 1.614 | 3.564 |
| Golf Participações Ltda. (e) | 392 | 392 | 392 |
| Condomínio Shopping Light (e) | - | 45 | 46 |
| Condomínio ASG (e) | - | 1.049 | 573 |
| ABK International Ltd. (e) | - | 24 | 24 |
| Others (e) | 2.085 | 470 | 202 |
| | 16.964 | 18.128 | 26.178 |

(a) The loan granted to the shareholder is subject to financial charges of 1% p.m., without maturity.

(b) Amount paid in advance to CSA as collateral for the transaction with CCI, as mentioned in Note 16.

(c) Upon corporate restructuring, the capital of subsidiary Park Shopping Administradora was reduced and is being returned to the then shareholder SAS Ventures LLC, in 15 equal and semi-annual installments as at September 14, 2007. The debt amount is subject to exchange rate changes based on the US dollar fluctuation and financial charges of 10.5% p.a..

(d) Working capital loans obtained from Menescal Participações Ltda. are subject to financial charges of 1% p.m.

(e) Other loans do not incur financial charges and have no determinate maturity.

b) Management compensation

In the quarters ended March 31, 2010 and 2009, consolidated management compensation was allocated to income, recorded in ‘General and administrative expenses’, and did not exceed the limit approved by shareholders.

In the quarters ended March 31, 2010 and 2009, management was granted short-term benefits (wages, salaries and social security contributions, profit sharing, healthcare, housing, free or company-subsidized products or services) amounting to R$829 and R$876, respectively, as described below:

| | 03/31/2010 | 03/31/2009 |
|---|---|---|
| Payroll and related taxes | 805 | 863 |
| Benefits | 24 | 13 |
| Total | 829 | 876 |

No amount was paid as: (i) post-employment benefits (pension, other retirement benefits, post-employment life insurance and post-employment health care plan); (ii) long-term benefits (leave of absence for length of service or other leaves, retirement or other benefits for length of service or benefit for long-term disability); and (iii) share-based compensation.

The Annual Shareholders’ Meeting held on April 19, 2010 approved the global compensation of R$5,900 for 2010.

## 9. OTHER RECEIVABLES

| | Parent | | | Consolidated | | |
|---|---|---|---|---|---|---|
| | 3/31/2010 | 12/31/2009 | 1/1/2009 | 3/31/2010 | 12/31/2009 | 1/1/2009 |
| Unearned insurance expenses | 237 | 64 | - | 487 | 322 | 137 |
| Advances to suppliers | - | - | 127 | 758 | 742 | 433 |
| Other receivables | 270 | 23 | 55 | 1,178 | 695 | 735 |
| | 507 | 87 | 182 | 2,423 | 1,759 | 1,305 |

# 10. INVESTMENTS

| | Equity % | Number of shares held | Capital | Income (loss) for the quarter | Shareholders' equity (deficit) | Equity in subsidiaries | Investments 3/31/2010 | Investments 12/31/2009 | Investments 1/1/2009 |
|---|---|---|---|---|---|---|---|---|---|
| Direct subsidiaries: | | | | | | | | | |
| Levian | 100 | 135,591,570 | 135,367 | 2,581 | 141,071 | 2,581 | 141,071 | 138,490 | 104,261 |
| Atlas | 100 | 3,268,672 | 3,816 | 2,186 | 18,970 | 2,186 | 18,970 | 16,784 | 8,951 |
| General Shopping Finance | 100 | 50,000 | 81 | - | 81 | - | 81 | 81 | 81 |
| Total | | | | 4,767 | 160,122 | 4,767 | 160,122 | 155,355 | 113,293 |
| Indirect subsidiaries: | | | | | | | | | |
| Levian: | | | | | | | | | |
| ABK | 99.28 | 55,180,893 | 54,952 | 72 | 45,650 | | | | |
| Poli Empreendimentos | 50 | 425,000 | 1,193 | 124 | 5,674 | | | | |
| Park Shopping Administradora | 100 | 50,000 | 50 | 171 | (28,462) | | | | |
| Send | 100 | 46,342,045 | 46,342 | 604 | (3,521) | | | | |
| Manzanza | 30 | 300 | 1 | - | (1) | | | | |
| Nova União | 100 | 4,322,000 | 4,332 | 37 | 3,168 | | | | |
| Uniplaza | 100 | 21,215,243 | 21,215 | 911 | 28,115 | | | | |
| Sulishopping | 100 | 10,000 | 10 | - | 9,651 | | | | |
| Lux | 100 | 10,000 | 10 | 310 | 585 | | | | |
| Lúmen | 100 | 10,000 | 86 | (51) | 328 | | | | |
| Securis | 100 | 10,000 | 10 | - | 9 | | | | |
| Delta | 100 | 10,000 | 10 | (6) | (46,810) | | | | |
| Intesp | 100 | 10,000 | 10 | 40 | 1,453 | | | | |
| PP | 100 | 10,000 | 10 | 57 | 1,038 | | | | |
| Paulis | 100 | 10,000 | 10 | 251 | (3,586) | | | | |
| Premium Outlet | 100 | 10,000 | 10 | (1) | 9 | | | | |
| BR Outlet | 100 | 10,000 | 10 | 407 | 1,643 | | | | |
| Vul | 100 | 10,000 | 10 | (1) | 9 | | | | |
| Zuz | 100 | 10,000 | 10 | (806) | 101,097 | | | | |
| Jud | 100 | 10,000 | 10 | (1) | 9 | | | | |
| Cly | 100 | 10,000 | 10 | 1,840 | 34,682 | | | | |
| Bud | 100 | 10,000 | 10 | (1) | 9 | | | | |
| Bac | 100 | 10,000 | 10 | (151) | (464) | | | | |
| Sale | 100 | 9,000,000 | 9,000 | 383 | 13,607 | | | | |
| Brassul | 100 | 10,000 | 10 | 381 | 3,093 | | | | |
| Atlas: | | | | | | | | | |
| Ast | 100 | 10,000 | 10 | 20 | 72 | | | | |
| I Park | 100 | 10,000 | 10 | 186 | 2,769 | | | | |
| Wass | 100 | 10,000 | 10 | 286 | 3,206 | | | | |
| Energy | 100 | 10,000 | 10 | 785 | 13,160 | | | | |
| Vide | 100 | 10,000 | 10 | 1 | 17 | | | | |
| GSB Administradora | 100 | 1,906,070 | 1,906 | 658 | (341) | | | | |
| ASG Administradora | 100 | 20 | 20 | 20 | 229 | | | | |

Changes in investments for the quarter ended March 31, 2010 are as follows:

| | Parent |
|---|---|
| Balances as at December 31, 2009 | 155,355 |
| Equity in subsidiaries | 4,767 |
| Balances as at March 31, 2010 | 160,122 |

## 11. INVESTMENT PROPERTIES

| | Average depreciation rate (%) | Consolidated 03/31/2010 Cost | Accumulated depreciation | Net value | 12/31/2009 Cost | Accumulated depreciation | Net value | 01/01/2009 Net value |
|---|---|---|---|---|---|---|---|---|
| Buildings | | 234.551 | - | 234.551 | 234.551 | - | 234.551 | 258.451 |
| Facilities | 2 | 449.953 | (23.158) | 426.795 | 449.080 | (21.062) | 428.018 | 373.166 |
| Work in progress | | 29.293 | - | 29.293 | 29.293 | - | 29.293 | 63.236 |
| | | 713.797 | (23.158) | 690.639 | 712.924 | (21.062) | 691.862 | 694.853 |

The Company revalued its investment properties in April 2007, i.e., 20 months before the transition date, defined as January 1, 2009, and considers that the reported carrying amounts approximate the fair value and revaluing the amount as deemed cost is not necessary.

Changes in investment properties:

| | Consolidated 01/01/2009 | Additions | Capitalized financial charges | Depreciation | Transfers / Reclassifications | Reclassified to Held for sale | 12/31/2009 |
|---|---|---|---|---|---|---|---|
| Land | 258.451 | 5.983 | - | - | (4.489) | (25.394) | 234.551 |
| Buildings | 373.166 | 2.384 | 4.418 | (7.185) | 55.235 | - | 428.018 |
| Work in process | 63.236 | 16.803 | - | - | (50.746) | - | 29.293 |
| | 694.853 | 25.170 | 4.418 | (7.185) | - | (25.394) | 691.862 |

| | Consolidated 12/31/2009 | Additions | Capitalized financial charges | Depreciatio | Transfers / Reclassifications | Write-offs | 03/31/2010 |
|---|---|---|---|---|---|---|---|
| Land | 234.551 | - | - | - | - | - | 234.551 |
| Buildings | 428.018 | 1.226 | 437 | (2.096) | - | (790) | 426.795 |
| Work in process | 29.293 | - | - | - | - | - | 29.293 |
| | 691.862 | 1.226 | 437 | (2.096) | - | (790) | 690.639 |

On March 31, 2007, the Company, based on a report prepared by independent experts from DLR Engenheiros Associados Ltda., recorded revaluation of land, buildings and facilities against the “Revaluation reserve”, in shareholders’ equity.

On June 26, 2007, under a Property Purchase and Sale Settlement Agreement and an Assignment of the Right to Use, the Company acquired 50.1% of the property where Shopping Light is located, for R$20,110 . To signature of the deed is still contingent upon the seller’s actions to obtain specific certificates issued by the Brazilian Revenue Service (SRF) and by the National Institute of Social Security (INSS).

As at March 31, 2010, December 31, 2009 and January 1, 2009, investment properties balances were as follows:

| Investment property at cost | 03/31/10 Residual value | 12/31/09 Residual value | 01/01/09 Residual value |
|---|---|---|---|
| Brazil | | | |
| ABK do Brasil - Empreendimentos e Participações Ltda. | 26.530 | 26.606 | 26.875 |
| BR Outlet Administradora e Incorporadora Ltda. | 25.014 | 26.178 | - |
| CLY Administradora e Incorporadora Ltda. | 197.519 | 198.153 | 200.649 |
| Delta Shopping Empreendimentos Imobiliários Ltda. | 6.139 | 6.130 | 4.611 |
| Sale Empreendimentos e Participações Ltda. ("Sale") | 13.993 | 14.124 | 13.404 |
| Send Empreendimentos e Participações Ltda. ("Send") | 69.840 | 69.385 | 110.311 |
| Uniplaza Empreendimentos Participações e Administração de Centro de Compras Ltda. ("Uniplaza") | 18.928 | 18.974 | 19.388 |
| Zuz Administradora e Incorporadora Ltda. ("Zuz") | 166.761 | 167.765 | 168.863 |
| Others | 165.915 | 164.547 | 150.752 |
| | 690.639 | 691.862 | 694.853 |

Measurement at fair value

The fair value of each investment property constructed and under construction was determined by an appraisal conducted by the independent firm CB Richard Ellis.

The methodology adopted to appraise thse investment properties at fair value is that prescribed by The United Kingdom’s Royal Institution of Chartered Surveyors (R.I.C.S) and the United States Appraisal Institute, which are internationally adopted and recognized for appraisals and similar analyses.

All calculations are based on an analysis of the physical features of the properties under analysis and information available in the market, which are properly treated for being used in determining the real estate project value.

To support the appraisals, cash flows for a 10-year horizon was prepared, not considering any inflation that may be recorded in the period. The average discount rate applied to cash flows was 11.03% while the average capitalization rate adopted in the $10^{th}$ year of the cash flow was 7.92%.

Below is the measurement at fair value and the respective Company’s interest in investment properties:

| | 12/31/09 | | 01/01/09 | |
|---|---|---|---|---|
| | 100% | Company | 100% | Company |
| Investment property in operation | 1,064,604 | 956,879 | 902,147 | 835,394 |

## 12. PROPERTY, PLANT AND EQUIPMENT

| | | Parent | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | | 3/31/2010 | | | 12/31/2009 | | | 1/1/2009 |
| | Depreciation rate (%) | Cost | Accumulated depreciation | Net value | Cost | Accumulated depreciation | Net value | Net value |
| Buildings | 4 | 1,694 | (224) | 1,470 | 1,694 | (195) | 1,499 | 1,357 |
| Facilities | 10 | 1,334 | (28) | 1,306 | 1,334 | (24) | 1,310 | 1,630 |
| Furniture and fixtures | 10 | 551 | (43) | 508 | 548 | (37) | 511 | 403 |
| Computers and peripherals | 20 | 693 | (250) | 443 | 667 | (234) | 433 | 495 |
| Leasehold improvements | 10 | 28 | | 28 | 28 | - | 28 | 21 |
| Work in process | | 326 | | 326 | 673 | - | 673 | 215 |
| Total: | | 4,626 | (545) | 4,081 | 4,944 | (490) | 4,454 | 4,121 |

| | | Consolidated | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | | 03/31/2010 | | | 12/31/2009 | | | 01/01/2009 |
| | Depreciation rate (%) | Cost | Accumulated depreciation | Net | Cost | Accumulated depreciation | Net | Net |
| Buildings | 2 | 3.273 | (889) | 2.384 | 3.273 | (859) | 2.414 | 2.845 |
| Facilities | 10 | 8.433 | (2.618) | 5.815 | 8.299 | (2.494) | 5.805 | 6.368 |
| Furnitiure and fixture | 10 | 1.147 | (571) | 576 | 1.138 | (544) | 594 | 612 |
| Machinery and equipment | 10 | 1.800 | (1.429) | 371 | 1.750 | (1.420) | 330 | 292 |
| Veículos | 20 | 18 | (16) | 2 | 18 | (16) | 2 | 3 |
| Computers and periphals | 20 | 839 | (288) | 551 | 810 | (264) | 546 | 625 |
| Leasehold improvements | 10 | 6.472 | (2.287) | 4.185 | 6.410 | (2.193) | 4.217 | 4.846 |
| Work in progress | | 911 | - | 911 | 733 | - | 733 | 222 |
| Total: | | 22.893 | (8.098) | 14.795 | 22.431 | (7.790) | 14.641 | 15.813 |

Changes in property, plant and equipment, as shown below:

| | Parent | | | |
|---|---|---|---|---|
| | 1/1/2009 | Additions | Depreciation | 12/31/2009 |
| Buildings | 1,357 | 440 | (298) | 1,499 |
| Facilities | 1,630 | 7 | (327) | 1,310 |
| Furniture and fixtures | 403 | 128 | (20) | 511 |
| Computers and peripherals | 495 | 62 | (124) | 433 |
| Leasehold improvements | 21 | 7 | - | 28 |
| Work in process | 215 | 458 | - | 673 |
| | 4,121 | 1,102 | (769) | 4,454 |

| | Parent | | | | |
|---|---|---|---|---|---|
| | 12/31/2009 | Additions | Depreciation | Transfers/ Reclassifications | 3/31/2010 |
| Buildings | 1,499 | - | (29) | - | 1,470 |
| Facilities | 1,310 | - | (4) | - | 1,306 |
| Furniture and fixtures | 511 | 3 | (6) | - | 508 |
| Computers and peripherals | 433 | 26 | (16) | - | 443 |
| Leasehold improvements | 28 | - | - | - | 28 |
| Work in process * | 673 | 69 | - | (416) | 326 |
| | 4,454 | 98 | (55) | (416) | 4,081 |

* Transfer of software to intangible assets

| | Consolidated | | | | | |
|---|---|---|---|---|---|---|
| | 01/01/2009 | Additions | Capitalized financial charges | Depreciation | Transfers/ Reclassifications | 31/12/2009 |
| Buildings | 2.845 | - | - | (472) | 41 | 2.414 |
| Facilities | 6.368 | 558 | - | (1.121) | | 5.805 |
| Furniture and fixtures | 612 | 78 | - | (96) | - | 594 |
| Machinery and equipment | 292 | 98 | - | (19) | (41) | 330 |
| Vehicles | 3 | - | - | (1) | - | 2 |
| Computers and peripherals | 625 | 109 | - | (188) | - | 546 |
| Leasehold improvements | 4.846 | 11 | - | (640) | - | 4.217 |
| Work in process | 222 | 23 | 488 | - | - | 733 |
| | 15.813 | 877 | 488 | (2.537) | - | 14.641 |

| | Consolidated | | | |
|---|---|---|---|---|
| | 31/12/2009 | Additions | Additions depreciation | 31/03/2010 |
| Buildings | 2.414 | - | (30) | 2.384 |
| Facilities | 5.805 | 134 | (124) | 5.815 |
| Furniture and fixtures | 594 | 9 | (27) | 576 |
| Machinery and equipment | 330 | 50 | (9) | 371 |
| Vehicles | 2 | - | - | 2 |
| Computers and peripherals | 546 | 29 | (24) | 551 |
| Leasehold improvements | 4.217 | 62 | (94) | 4.185 |
| Work in process | 733 | 178 | - | 911 |
| | 14.641 | 462 | (308) | 14.795 |

## 13. ASSETS HELD FOR SALE

| | Consolidated | | |
|---|---|---|---|
| | 03/31/2010 | 12/31/2009 | 01/01/2009 |
| Land for sale | - | 25.394 | - |

In 2009, the Company decided to sell its 50% share in the land of Send, registered under record # 76842, with the Judiciary District of São Bernardo do Campo.

The Company reclassified the amount of R$25,394 related to the land previously recorded under investment properties to properties for sale for better presentation and disclosure.

On January 22, 2010, the Company, through its parent company Send, sold its share in the land and asset-related improvements, recorded under properties for sale and construction in progress (investment properties) as at December 31, 2009, in the amounts of R$25,394 and R$789, respectively, by the amount of R$29,088, representing a gain of R$638, net of commission of R$2,266. This gain was recorded in the income statement under “other operating income, net”.

## 14. INTANGIBLE ASSETS

| | Consolidated | | | | | | |
|---|---|---|---|---|---|---|---|
| | 3/31/2010 | | | 12/31/2009 | | | 1/1/2009 |
| | Cost | Accumulated amortization | Net value | Cost | Accumulated amortization | Net value | Net value |
| Indefinite useful life | | | | | | | |
| Goodwill - Acquisition of Sale (a) | 5,541 | (556) | 4,985 | 5,541 | (556) | 4,985 | 4,985 |
| Goodwill - Acquisition of Shopping Unimart (b ) | 22,410 | (2,241) | 20,169 | 22,410 | (2,241) | 20,169 | 20,169 |
| Definite useful life | | | | | | | |
| Software | 871 | (229) | 642 | 811 | (200) | 611 | 696 |
| Right to use Shopping Light (c ) | 5,589 | (364) | 5,225 | 5,589 | (331) | 5,258 | 5,390 |
| Total | 34,411 | (3,390) | 31,021 | 34,351 | (3,328) | 31,023 | 31,240 |

(a) As at December 13, 2007, the Company, by means of subsidiary Brassul, acquired 100% of the shares in Sale, which holds 84.39% of Shopping do Vale’s total gross leasable area (GLA). This transaction generated goodwill of R$5,541 based on expected future earnings. Beginning January 1, 2009, the goodwill amortization based on future earnings was fully discontinued and the annual impairment test became required.

(b) On December 28, 2007, the Company, by means of subsidiary Send, acquired 100% of shares in Uniplaza, which holds 100% of Shopping Unimart’s total gross leasable area (GLA). This transaction generated goodwill of R$22,410 based on expected future earnings. Beginning January 1, 2009, the goodwill amortization based on future earnings was fully discontinued and the annual impairment test became required.

(c) On June 6, 2007, the Company assumed the obligation to pay R$5,589 for the right to use 50.1% of Shopping Light. Such right is effective for 42 years amortizable on a straight-line basis.

Changes in intangible assets are as follows:

| | Useful life period | Amortization method | Consolidated 1/1/2009 | Additions | Amortization | 12/31/2009 |
|---|---|---|---|---|---|---|
| Indefinite useful life | | | | | | |
| Goodwill - Acquisition of Sale (a) | | | 4,985 | - | - | 4,985 |
| Goodwill - Acquisition of Shopping Unimart (b) | | | 20,169 | - | - | 20,169 |
| Definite useful life | | | | | | |
| Software | 5 year | Straight-line | 696 | 181 | (266) | 611 |
| Right to use Shopping Light (c ) | 42 years | Straight-line | 5,390 | - | (132) | 5,258 |
| | | | 31,240 | 181 | (398) | 31,023 |

| | Useful life period | Amortization method | Consolidated 12/31/2009 | Additions | Amortization | 3/31/2010 |
|---|---|---|---|---|---|---|
| Indefinite useful life | | | | | | |
| Goodwill - Acquisition of Sale (a) | | | 4,985 | - | - | 4,985 |
| Goodwill - Acquisition of Shopping Unimart (b) | | | 20,169 | - | - | 20,169 |
| Definite useful life | | | | - | - | |
| Software | 5 years | Straight-line | 611 | 60 | (29) | 642 |
| Right to use Shopping Light (c) | 42 years | Straight-line | 5,258 | - | (33) | 5,225 |
| | | | 31,023 | 60 | (62) | 31,021 |

## 15. LOANS AND FINANCING

| | Contractual rates % p.a. | Maturity date | Parent 3/31/2010 | 12/31/2009 | 1/1/2009 |
|---|---|---|---|---|---|
| Loans and financing | | | | | |
| Banco Industrial e Comercial S.A. (b) | 11.56 +CDI | 2010 | 20,109 | 22,705 | 23,040 |
| Banco Paulista S.A (e) | 12.68+CDI | 2010 | 4,253 | 5,059 | - |
| Banco BBM (f) | 9+CDI | 2009 | - | - | 7,449 |
| Banco Tricury (g) | 15.39+CDI | 2009 | 2,227 | 2,794 | 17,000 |
| Banco Paraná (h) | 6.8+CDI | 2012 | 15,060 | - | - |
| | | | 41,649 | 30,558 | 47,489 |
| Total current | | | 32,794 | 30,014 | 47,489 |
| Total noncurrent | | | 8,855 | 544 | - |

| | Currency | Contractual rate % p.a. | Maturity date | Consolidated | | |
|---|---|---|---|---|---|---|
| | | | | 3/31/2010 | 12/31/2009 | 1/1/2009 |
| Loans and financing | | | | | | |
| Banco Nacional de Desenvolvimento Econômico e Social – BNDES (a) | R$ | TJLP + 7 | | - | - | 116,796 |
| Banco Industrial e Comercial S.A. (b) | R$ | 11.56 +CDI | 2010 | 44,789 | 46,742 | 91,445 |
| Banco ABC Brasil S.A. (c) | R$ | 14.94 | 2012 | 9,048 | 10,049 | - |
| Banco Pontual S.A. (d) | R$ | 12.00 | 2009/2010 | 4,224 | 4,100 | 3,638 |
| Banco Paulista S.A (e) | R$ | 12.68+CDI | 2010 | 4,253 | 5,059 | - |
| Banco BBM (f) | R$ | 9+CDI | 2009 | | - | 7,479 |
| Banco Tricury (g) | R$ | 15.39+CDI | 2011 | 2,227 | 2,794 | 17,000 |
| Banco Paraná (h) | R$ | 6.8+CDI | 2012 | 15,060 | - | - |
| Other | R$ | - | 2010 | 20 | 21 | 539 |
| | | | | 79,621 | 68,765 | 236,897 |
| Total current | | | | 64,734 | 62,070 | 216,156 |
| Total noncurrent | | | | 14,887 | 6,695 | 20,741 |

(a) In the first quarter of 2009, subsidiaries ABK and Levian repaid tranche B in the amount of R$86,724, and tranche A in the amount of R$15,183 to BNDES. The settlement of these obligations (tranche A and tranche B), as referred to in clause five of the Amendment the Public Deed of the Credit Facility Agreement 98.2.248.1.1, released the Company from the obligation to pay the amount equivalent to tranche C, in the amount of R$15,173, resulting in a financial deduction recorded under financial income in 2009.

(b) Working capital loans with average annual interest rate of 11.56% plus CDI. The transactions were collateralized by sureties provided by the controlling shareholders in the amount of the loans granted.

(c) Working capital loans raised on June 18, 2009, through the Special Credit Program of BNDES (PEC-BNDES). The amount raised is R$11,506, with fixed average annual interest rate of 14.94%. Receivables from Poli Shopping Osasco, Unimart and Prudente Parque Shipping were pledged as collateral for these transactions.

(d) Due to the Banco Pontual extrajudicial liquidation, the balance continues to be adjusted based on the monthly financial charges of 1%. However, its liquidation by the amount recorded in the financial statements will depend on the legal limits of the financial charges established by the courts. No collaterals were provided.

(e) Working capital loans raised on July 28, 2009 and November 27, 2009, in the amount of R$4,000 and R$2,000, respectively, with average annual interest rate of 12.68% plus CDI. As collateral, the Company pledged the short-term investment made in BNDES, recorded in “restricted investments”.

(f) Working capital loans raised on May 30, 2008, in the amount of R$10,000, with average annual interest rate of 9% plus CDI. The debt was repaid in four installments according to the following schedule: (i) August 28, 2008; (ii) November 26, 2008; (iii) February 25, 2009; and (iv) May 25, 2009. The operation was secured by a promissory note in the amount of R$12,700.

(g) Working capital loans raised on March 27, 2009, in the amount of R$4,500, with average annual interest rate of 15.39% plus CDI. The debt was repaid in 24 installments of R$188. These loans are collateralized by the independent unit of the Top Center Shopping condominium, receivables and agreements for assignment of rights of use.

(h) Working capital loans raised on March 23, 2010, in the amount of R$15,000, with average annual interest rate of 6.80% plus CDI. This loan will be settled in 24 installments of R$669. The transactions were secured by a promissory note of R$19,500.

These agreements do not provide for the maintenance of financial ratios (indebtedness, interest coverage, among others).

As at March 31, 2010 and December 31, 2009, the aging list of receivables by maturity is as follows:

| | Parent | | Consolidated | |
|---|---|---|---|---|
| Year | 3/31/2010 | 12/31/2009 | 3/31/2010 | 12/31/2009 |
| 2011 (nine months ended March 31, 2010) | 5,625 | 544 | 5,625 | 4,442 |
| 2012 | 3,230 | - | 9,262 | 2,253 |
| | 8,855 | 544 | 14,887 | 6,695 |

Changes in loans and financing for the period are as follows:

| | Parent | Consolidated |
|---|---|---|
| Balances as at January 1, 2009 | 47,489 | 236,897 |
| Borrowings | 15,774 | 22,062 |
| Payments - principal | (32,737) | (174,910) |
| Payments - interest | (4,546) | (16,675) |
| Financial discount - BNDES | - | (15,173) |
| Financial charges on investment properties and property, plant and equipment | - | 4,906 |
| Financial charges | 4,578 | 11,658 |
| Balances as at December 31, 2009 | 30,558 | 68,765 |
| Borrowings | 15,000 | 15,000 |
| Payments - principal | (3,933) | (4,705) |
| Payments - interest | (1,243) | (2,964) |
| Financial charges on investment properties and property, plant and equipment | - | 437 |
| Financial charges | 1,267 | 3,088 |
| Balances as at March 31, 2010 | 41,649 | 79,621 |

## 16. REAL ESTATE CREDIT NOTES

| | | | Consolidated | | |
|---|---|---|---|---|---|
| | Currency | Maturity date | 3/31/2010 | 12/31/2009 | 1/1/2009 |
| Subsidiaries: | | | | | |
| Nova União - Banco Itáu (a) | R$ | 2016 | 14,058 | 14,082 | 15,776 |
| ABK - Banco Itáu (b) | R$ | 2018 | 86,046 | 87,964 | 91,158 |
| Levian (b) | R$ | 2018 | 86,046 | 87,964 | 91,158 |
| Bac - Unibanco (c) | R$ | 2018 | 63,832 | 63,039 | 69,756 |
| | | | 249,982 | 253,049 | 267,848 |
| Current | | | 19,470 | 18,447 | 16,552 |
| Noncurrent | | | 230,512 | 234,602 | 251,296 |

(a) In April 2006, subsidiary Nova União raised funds through the issuance of Real Estate Credit Notes (CCI) for securitization of lease receivables from the land where the parking lot of Internacional Guarulhos Shopping Center is located, currently leased to subsidiary I Park. CCI issued amounted to R$15,586, of which R$1,415 was retained as Real Estate Receivable Certificates (CRI), recorded under current and noncurrent assets. The amount raised will be paid in 120 monthly installments of R$208 (through May 2016), plus interest of 11% per year and annual inflation adjustment based on the General Market Price Index (IGP-M). CCI's are collateralized by the following: (i) conditional sale of the real estate, with a carrying amount of R$4,322; (ii) pledge, granted by I Park, of the total parking revenues; (iii) conditional assignment of receivables arising from the agreement; and (iv) pledge of the shares issued by Nova União.

(b) In June 2008, subsidiaries ABK and Levian raised funds through the issuance of Real Estate Credit Notes (CCI) for securitization of lease receivables from the land where Internacional Guarulhos Shopping Center is located. CCIs issued totaled R$180,000. The amount raised will be paid in 119 monthly payments (through June 2018), plus interest of 11% per year and inflation adjustment based on **the** Reference Rate (TR). CCI's are collateralized by the following: (i) conditional sale of the real estate, with a carrying amount of R$201,829; (ii) conditional assignment of receivables arising from the agreement; and (iii) conditional sale of the shares issued by subsidiary Cly. The CCIs funding costs of R$376 were deducted from the principal and are being repaid in 120 installments on a straight-line basis.

(c) In December 2008, subsidiary Bac raised funds through the issuance of Real Estate Credit Notes - CCI for securitization of lease receivables from the properties where 100% of Suzano Shopping, 50% of Santana Parque Shopping and 85.5% of Cascavel JL Shopping are located. CCIs issued totaled R$73,934. The amount raised will be paid in 120 monthly payments (through January 2019), plus interest of 12% per year and adjusted for inflation based on the General Market Price Index - IGPM. CCI's are collateralized by the following: (i) conditional sale of the real estate, with a carrying amount of R$168,867; (ii) conditional assignment of receivables arising from the agreement; and (iii) conditional sale of the shares issued by subsidiary Zuz. The CCIs funding costs are being deducted from the principal and being repaid in 120 installments on a straight-line basis.

As at March 31, 2010 and December 31, 2009, the aging list of receivables by maturity is as follows:

| | Consolidated | |
|---|---|---|
| | 3/31/2010 | 12/31/2009 |
| 2011 (nine months ended March 31, /2010) | 12,528 | 18,677 |
| 2012 | 21,663 | 21,661 |
| 2013 | 21,812 | 25,146 |
| 2014 onwards | 174,509 | 169,118 |
| | 230,512 | 234,602 |

Changes in CCIs are as follows:

| | Consolidated |
|---|---|
| Balances as at January 1, 2009 | 267.848 |
| Payments - principal | (27.302) |
| Payments - interest | (15.317) |
| Financial charges | 27.820 |
| Balances as at December 31, 2009 | 253.049 |
| Amortization of CCI costs | 170 |
| Payments - principal | (3.237) |
| Payments - interest | (9.173) |
| Financial charges | 9.173 |
| Balances as at March 31, 2010 | 249.982 |

## 17. ACCOUNTS PAYABLE - ACQUISITION OF REAL ESTATE

| | Consolidated | | |
|---|---|---|---|
| | 3/31/2010 | 12/31/2009 | 1/1/2009 |
| Olivetti do Brasil S.A. | - | - | 345 |
| Senpar (a) | - | - | 4,609 |
| Uniplaza (b) | 2,091 | 4,000 | 4,000 |
| Right to use - Shopping Light (c) | 1,988 | 2,197 | 3,198 |
| Associação Claretiana | - | - | 140 |
| | 4,079 | 6,197 | 12,292 |
| Current | 3,506 | 5,416 | 9,875 |
| Noncurrent | 573 | 781 | 2,417 |

(a) On December 7, 2007, the Company acquired a land in the city of Itupeva for the construction of a shopping mall for R$18,915, paid as follows: (i) R$1,891 in cash; and (ii) the remaining amount of R$17,024 paid based on the construction physical and financial schedule. In January 2008, the land was effectively transferred. The construction works were completed in the first half of 2009, upon the inauguration of Shopping Outlet Premium.

(b) On December 28, 2007, the Company acquired 100% of the shares issued by Uniplaza - Empreendimentos, Participações e Administração de Centros de Compra Ltda., to be paid as follows: (i) R$39,000 in cash; and (ii) R$4,000 falling due on January 11, 2010. In January, Management renegotiated so that this debt is payable in 10 installments, the first of which will fall due in January 2010. This debt was settled in September 2010.

(c) On June 6, 2007, the Company assumed the obligation to pay R$5,589 for the right to use 50.1% of Shopping Light. Such right is effective for 42 years and will be settled through 2014.

## 18. TAXES IN INSTALLMENTS

| | Parent | | | Consolidated | | |
|---|---|---|---|---|---|---|
| | 3/31/2010 | 12/31/2009 | 1/1/2009 | 3/31/2010 | 12/31/2009 | 1/1/2009 |
| PIS and COFINS | - | - | - | 7,482 | 3,563 | 2,569 |
| INSS | 172 | 172 | - | 940 | 938 | 1,105 |
| ISS | - | - | - | - | 5 | 56 |
| Income tax and social contribution | - | - | - | 9,937 | 3,975 | 269 |
| | 172 | 172 | - | 18,359 | 8,481 | 3,999 |
| Current | 172 | 172 | - | 3,707 | 575 | 325 |
| Noncurrent | - | - | - | 14,652 | 7,906 | 3,674 |

In 2009, the Company joined the tax debt installment program in accordance with Law 11941/09 (“REFIS”) and the simplified tax debt installment program, amounting to R$5,793.

As at March 31, 2010, management estimates that the balance of said REFIS and simplified installments will be settled within 180 and 60 months, respectively, considering the number of fixed installments, which are adjusted based on the Special Settlement and Custody System (SELIC).

During the quarter ended March 31, 2010, the Company and its subsidiaries filed a request to pay in installments outstanding COFINS, PIS, income tax and social contribution debts, which amount to R$10,186. The amounts under the tax debt refinancing program are expected to be paid in a period from 3 to 60 months.

The changes in the debts estimated by the Company, relating to the taxes paid in installments, including the amount of principal plus interest and fine for the period, are as follows:

| | Consolidated |
|---|---|
| Balances as at January 1, 2009 | 3.999 |
| Additions | 5.793 |
| Payments - principal | (772) |
| Payments - juros | (193) |
| Financial charges | (346) |
| Balances as at December 31, 2009 | 8.481 |
| Additions | 10.186 |
| Payments - principal | (932) |
| Payments - juros | (13) |
| Financial charges | 637 |
| Balances as at March 31, 2010 | 18.359 |

## 19. RESERVE FOR TAX, LABOR AND CIVIL CONTINGENCIES

A reserve is recognized for all matters under litigation, in an amount considered sufficient to cover probable losses, based on an assessment made the outside legal counsel. The accrued amounts include those related to tax, civil and labor contingencies. There are no escrow deposits linked to these reserves. The reserves are as follows:

| | Consolidated | | |
|---|---|---|---|
| | 3/31/2010 | 12/31/2009 | 1/1/2009 |
| Labor (a) | 201 | 201 | 300 |
| Civil (b) | 314 | 314 | 314 |
| Tax ( c) | | | |
| PIS | 1,558 | 1,612 | 1,913 |
| Cofins | 4,985 | 5,166 | 6,127 |
| | 7,058 | 7,293 | 8,654 |

(a) Refer to lawsuits related to joint liability, overtime and recognition of employment relationship.

(b) Refer to property damages and pain and suffering, renewal of lease agreements, collection actions and contract rescissions actions.

(c) Refer to provisions for PIS and COFINS on agreements for leasing of stores in the shopping malls to storeowners, by the subsidiaries ABK and Levian, and not paid over the last years. Management, based on the opinion of its external legal counsel, understands that these taxes were not levied on the corporate operations, since the revenues were received through civil condominium. No lawsuit was filed related to this reserve.

As at March 31, 2011, the Company is party to other lawsuits in progress of, approximately, R$7,100, the unfavorable outcome of which were classified as possible by the external legal counsel and for which no reserve was recorded in the interim financial information.

Periodically, the lawsuits are revaluated and reverses are supplemented, as necessary.

Changes in the reserve for contingencies are as follows:

| | Consolidated | | | | | | |
|---|---|---|---|---|---|---|---|
| | 1/1/2009 | Reversals | Adjustment | 12/31/2009 | Reversals | Adjustment | 3/31/2010 |
| Labor | 300 | (99) | - | 201 | - | - | 201 |
| Civil: | 314 | - | - | 314 | - | - | 314 |
| Tax: | | | | | | | |
| PIS | 1,913 | (444) | 143 | 1,612 | (109) | 55 | 1,558 |
| Cofins | 6,127 | (1,422) | 461 | 5,166 | (357) | 176 | 4,985 |
| | 8,654 | (1,965) | 604 | 7,293 | (466) | 231 | 7,058 |

## 20. SHAREHOLDERS' EQUITY

Capital

As at March 31, 2010, the Company's capital is R$317,813, represented by 50,480,600 common shares without par value.

The Company is authorized to increase its capital up to the limit of 65,000,000 registered shares, regardless of amendment to the bylaws, as approved by the Board of Directors, which is also responsible for establishing the issue conditions, including price, term and payment method. The Company may issue common shares, debentures convertible into common shares, and share warrants within this limit. Additionally, at the Board of Directors' discretion, the preemptive right may be excluded or the exercise price may be reduced as regards to the issuance of common shares, debentures convertible into common shares and share warrants, which are placed upon: (a) sale in stock exchange or public subscription; or (b) stock exchange in connection with the public acquisition of shareholding control, under applicable law, according to the authorized capital limit. Finally, the Company may, as approved by the Board of Directors, in accordance with the plan approved by the Annual Shareholders' Meeting, grant stock option or subscription warrants, without preemptive right to shareholders, on behalf of management, employees or individuals providing services to the Company or companies controlled by the Company, whether directly or indirectly.

Revaluation reserve

In 2007, the Company's accounting for revaluation of assets was approved. The taxes levied on the aforementioned reserve are recorded under "noncurrent liabilities".

The revaluation reserve is being realized through depreciation, against retained earnings, net of taxes.

Earnings retention reserve

In view of the adjustments arising from the adoption of the IFRSs and the new accounting pronouncements issued by CPC on the opening balances as at January 1, 2009, the Company recorded, as at December 31, 2009, retained earnings in the amount of R$5,750, which was allocated to retained earnings reserve.

Diluted earnings per share

The Company has no debt convertible into shares or stock options granted; therefore, no diluted earnings per share were calculated.

The basic earnings per share are as follows:

| (In thousands, except earnings per share) | 31/03/2010 | 31/03/2009 |
|---|---|---|
| Basic numerator- | | |
| Net income for available to shareholders | 173 | 8.107 |
| Denominator | | |
| Stock weighted average - basic | 50.481 | 50.481 |
| Earnings per share in (R$) | 0,003 | 0,161 |

## 21. NET REVENUE FROM RENTALS, SERVICES AND OTHER

| | Consolidated | |
|---|---|---|
| | 30/03/10 | 31/03/09 |
| Gross operating revenue: | | |
| Rentals | 23,040 | 19,671 |
| Revenue from services | 6,132 | 5,428 |
| | 29,172 | 25,099 |
| Deductions: | | |
| Tax on rentals and services | (1,940) | (1,591) |
| Discounts and rebates | (694) | (807) |
| | (2,634) | (2,398) |
| Net revenue from rentals, services and other | 26,538 | 22,701 |

## 22. COST OF RENTALS AND SERVICES PROVIDED – BY NATURE

| | Consolidated | |
|---|---|---|
| | 3/31/2010 | 3/31/2009 |
| Personnel | (240) | (278) |
| Depreciation | (2,375) | (2,203) |
| Occupancy | (2,210) | (2,363) |
| Outside services | (1,369) | (1,154) |
| Total | (6,194) | (5,998) |

## 23. GENERAL AND ADMINISTRATIVE EXPENSES - BY NATURE

| | Parent | | Consolidated | |
|---|---|---|---|---|
| | 3/31/2010 | 3/31/2009 | 3/31/2010 | 3/31/2009 |
| Advertising and marketing | - | (8) | (356) | (289) |
| Depreciation and amortization | (91) | (76) | (91) | (76) |
| Allowance for doubtful accounts | - | - | (300) | - |
| Personnel | (1,329) | (1,067) | (2,099) | (1,718) |
| Outside services | (826) | (1,137) | (1,444) | (2,020) |
| Other | (499) | (163) | (1,124) | (1,591) |
| | (2,745) | (2,451) | (5,414) | (5,694) |

## 24. FINANCIAL INCOME (EXPENSES)

| | Parent | | Consolidated | |
|---|---|---|---|---|
| | 03.31.10 | 03.31.09 | 03.31.10 | 03.31.09 |
| Financial income: | | | | |
| Interest from short-term investments | 28 | 230 | 280 | 1,077 |
| Interest | 1 | 32 | 455 | 2,110 |
| Financial discounts | - | - | - | 15,173 |
| | 29 | 262 | 735 | 18,360 |
| Financial expenses: | | | | |
| Interest on loans and financing | (1,425) | (2,598) | (12,679) | (13,718) |
| Interest | (363) | (385) | (1,126) | (1,215) |
| Exchange rate change | - | - | (335) | 92 |
| Fines on overdue taxes | - | - | - | - |
| Other | (90) | (7) | (854) | (907) |
| | (1,878) | (2,990) | (14,994) | (15,748) |
| Total | (1,849) | (2,728) | (14,259) | 2,612 |

## 25. INCOME TAX AND SOCIAL CONTRIBUTION

Income tax and social contribution charged to income for the year are as follows:

| | Parent | | Consolidated | |
|---|---|---|---|---|
| | 03.31.10 | 03.31.09 | 03.31.10 | 03.31.09 |
| Income before Corporate Income Tax (IRPJ) and Social Contribution on Net Income (CSLL) | 173 | 8,107 | 2,514 | 15,025 |
| Statutory rate | 34% | 34% | 34% | 34% |
| Estimated income tax and social contribution credit (expense) | (59) | (2,756) | (855) | (5,109) |
| IRPJ and CSLL effects on: | | | | |
| Permanent differences, net | 1,621 | 4,281 | (3,387) | 5,455 |
| Deferred IRPJ and CSLL on tax losses and temporary differences not recognized | (1,562) | (1,525) | (3,249) | (1,590) |
| IRPJ and CSLL effects on companies taxed by deemed income (*) | - | - | 5,150 | (5,674) |
| Income tax and social contribution charged to income | - | - | (2,341) | (6,918) |

Due to the recognition of revaluation reserve in 2007, tax credits were recorded limited to 30% of deferred income tax and social contribution liabilities related to revaluation.

(*) Subsidiaries Polishopping, Securis, Lumen, Lux, Brassul, Intesp, PP, Fonte, Premiun Outlet, Jud, Vul, BR Outlet, Cly, Bud, Bac, Sale, Ast, Uniplaza, Atlas, Wass, Energy, ASG Administradora and Vide elected the deemed income regime.

Deferred income tax and social contribution are as follows:

| | Consolidated | |
|---|---|---|
| | 3/31/2010 | 12/31/2009 |
| Tax base | | |
| Reserve for contingencies | 7,058 | 7,293 |
| Allowance for doubtful accounts | 10,455 | 10,155 |
| Unbilled rental revenues | 1,511 | 553 |
| Revaluation of buildings and facilities | (67,772) | (67,828) |
| Revaluation of land at the opening balance at January 1, 2009 | (63,224) | (63,224) |
| Tax loss carry forwards | 151,596 | 151,596 |
| | 39,624 | 38,545 |
| Combine income tax and social contribution rate | 34% | 34% |
| | 13,472 | 13,105 |
| Unrecorded deferred income tax and social contribution | (42,865) | (42,498) |
| Deferred income tax and social contribution | (29,393) | (29,393) |
| Noncurrent assets | 12,621 | 12,621 |
| Noncurrent liabilities | 42,014 | 42,014 |

# 26. FINANCIAL INSTRUMENTS

## 26.1. Financial instruments by category

The Company's financial instruments were classified under the following categories:

| | Consolidated | | | | | |
|---|---|---|---|---|---|---|
| | 3/31/2010 | | 12/31/2009 | | 1/1/2009 | |
| | Loans and receivables | Total | Loans and receivables | Total | Loans and receivables | Total |
| **Assets** | | | | | | |
| Cash and cash equivalents | 46,567 | 46,567 | 12,143 | 12,143 | 93,998 | 93,998 |
| Trade accounts receivable and other | 24,367 | 24,367 | 27,692 | 27,692 | 21,605 | 21,605 |
| **Total** | 70,934 | 70,934 | 39,835 | 39,835 | 115,603 | 115,603 |
| **Liabilities** | | | | | | |
| Other accounts payable | 344,693 | 344,693 | 337,631 | 337,631 | 539,777 | 539,777 |
| **Total** | 344,693 | 344,693 | 337,631 | 337,631 | 539,777 | 539,777 |

## 26.2. Risk factors

The Company's and its subsidiaries' main source of revenue is rentals received from shopping malls' storeowners.

According to their nature, financial instruments may involve known or unknown risks and an assessment of potential risks, in the Company's and its subsidiaries' best judgment, is important. Thus, risks may exist with or without guarantees depending on circumstantial or legal aspects. The main market risk factors that may affect the business of the Company and its subsidiaries are as follows:

a) Credit risk

The Group has a large number of customers. The Company and its subsidiaries constantly monitor accounts receivable through internal controls, thus limiting the default risk.

b) Liquidity risk

The cash flow is estimated for the Company's operational units by finance professionals who continuously monitor the liquidity to ensure that the Company has sufficient cash to meet its operating requirements. This forecast takes into consideration the Company's debt financing plans, compliance with internal balance sheet ratio goals and external regulatory or legal requirements, if applicable.

The Company's cash flow estimate is made at the treasury area. This area monitors the continuous forecasts of liquidity requirements to ensure the Company has sufficient cash to meet its operational needs. This forecast takes into consideration the Company's debt financing plans, compliance with contractual clauses, compliance with internal balance sheet ratio goals, and external regulatory or legal requirements, if applicable (for example, currency restrictions).

Cash surpluses recorded by operating units above the threshold required for working capital management is transferred to the treasury area, which invests the cash surplus in CDBs, by selecting instruments with adequate maturity dates or sufficient liquidity to provide the necessary margin, as determined by the aforementioned forecasts. As at March 31, 2010, the Company recorded cash and cash equivalents of R$46,567 (R$12,143 as at December 31, 2009 and R$93,998 as at January 1, 2009).

c) Price variation risk

The Company’s and its subsidiaries’ revenues consist basically of rentals received from shopping malls’ storeowners. The rental agreements, in general, are adjusted based on the annual IGP-DI variation, as set forth in such agreements. The rental levels may vary according to adverse economic conditions and, consequently, the revenue level may be affected. Management monitors these risks in order to minimize impacts on its business.

d) Interest rate risk

- Working capital loans and real estate credit notes - the Company’s subsidiaries also raised several working capital loans and financing, as mentioned in notes 15 and 16, which bear average interest rates of up to 14.45% p.a. The Company did not contract any interest rate derivatives as a hedge against fluctuations in these transactions’ rates.

- Payables for acquisition of property – The Company’s subsidiaries have balances payable to nonrelated companies referring to the acquisition of properties for the acquisition of Shopping Unimart and Shopping Light, which bear financial charges based on general price indices variation. The Company has not contracted any financial instrument in connection with interest rate variations to determine the rates of these transactions.

e) Foreign exchange risk

The Company, through its subsidiary, has financing and balances payable to related parties contracted in foreign currency, in the amount of R$12,303 (R$12,718 as at December 31, 2009). The risk related to these liabilities arises from the possible foreign exchange variations that could increase the balance of these liabilities. There are no foreign currency-denominated assets. The Company’s subsidiary has not entered into derivative contracts to hedge against this risk. The Company, in accordance with its internal foreign exchange risk policy, has foreign-currency denominated short-term investments equivalent to two years of interest. Due to the nature of this operation, the Company has not entered into derivative agreements to hedge the principal.

The carrying amounts of asset and liability financial instruments, when compared to amounts that could be obtained in an active market or, in the absence of such market, the net present value adjusted based on the prevailing market interest rate, approximate their fair values.

f) Sensitivity analysis - Loans, financing and CCIs

Considering the financial instrument previously described, the Company has developed a sensitivity analysis, according to the CVM Instruction 475/08, which requires the presentation of two additional scenarios based on 25% and 50% fluctuations in the risk variable taken into consideration. These scenarios may generate impact on the Company's income and/or future cash flows, as described below:

- Base scenario: maintenance of interest in the same levels as those as at March 31, 2010.

- Adverse scenario: a 25% fluctuation of the main risk factor of the financial instrument compared to the level as at March 31, 2010.

- Remote scenario: a 50% fluctuation of the main risk factor of the financial instrument compared to the level as at March 31, 2010.

Assumptions

As previously described, the Company understands that it is mainly exposed to the CDI, IGO-M and TR, which are the basis to adjust a significant portion of loans and CCI contracted. Accordingly, the table below shows the rates used to prepare the sensitivity analysis:

| Assumptions | Base scenario | Adverse scenario | Remote scenario |
|---|---|---|---|
| Decrease in CDI | 1,25% | 1,57% | 1,88% |
| Decrease in IGP-M | 1,95% | 2,44% | 2,93% |
| Depreciation of TR | 0,07% | 0,08% | 0,10% |

| | | Scenarios – interest to be incurred | | |
|---|---|---|---|---|
| Operation | Risk | Probable (i) | Possible (ii) | Remote (iii) |
| Interest on borrowings indexed to CDI | Increase in CDI | 1.693 | 1.752 | 1.812 |
| Interest on borrowings indexed to IGP-M | Increase in IGP-M | 60.725 | 63.393 | 66.081 |
| Interest on borrowings indexed to TR | Increase in TR | 102.392 | 102.617 | 102.841 |

The table above shows the effects of interest and index variation up to the agreement termination.

## 27. INSURANCE (UNAUDITED)

The Company and its subsidiaries have insurance to cover potential risks on its assets and/or civil liabilities.

As at March 31, 2010, insurance is as follows:

| Type | Insurance coverage |
|---|---|
| Civil liability | 2,220 |
| Common fire | 791,980 |
| Loss on profits | 139,682 |
| Windstorm/smoke | 66,643 |
| Shopping malls' operations | 105,729 |
| Pain and suffering | 31,011 |
| Material damages | 237,279 |
| Employer | 18,218 |

## 28. SEGMENT REPORTING

Segment reporting is used by the Company's top management to make decisions about resources to be allocated to a segment and assess its performance.

The accounting policies for these reportable segments are similar to those of the Company, as described in note 2. The segment reporting consider the items attributable directly to the segment, as well as those that could be reasonably allocated. Assets and liabilities by segment are not presented as they are not considered by senior management in the strategic decision-making process.

Therefore, the Company's reporting segments are as follows:

a) Rentals

Refers to the rental of space to storeowners and other commercial space, such as sales stands; rental of commercial space for advertising and promotion; operation of parking lots; and the property space (technical structure) lease fee.

b) Services.

Refers to revenue from electric power and water supply management at the shopping malls.

The Company's total revenues is realized in Brazil.

Income statements by segment:

| | Consolidated | | | | | |
|---|---|---|---|---|---|---|
| | 3/31/2010 | | | Exclusion | | 3/31/2010 |
| | Rental | Service | Corporate | Debit | Credit | Consolidated |
| Service revenues | 22,401 | 6,220 | - | (2,083) | - | 26,538 |
| Rentals and services provided | (4,127) | (3,442) | - | - | 1,375 | (6,194) |
| Gross profit | 18,274 | 2,778 | - | (2,083) | 1,375 | 20,344 |
| Operating revenues (expenses) | (615) | (713) | (2,951) | - | 708 | (3,571) |
| Operating revenues (expenses) before income (loss) | 17,659 | 2,065 | (2,951) | (2,083) | 2,083 | 16,773 |
| Financial loss | - | - | (14,259) | - | - | (14,259) |
| Operating income (loss) before income tax and social contribution | 17,659 | 2,065 | (17,210) | (2,083) | 2,083 | 2,514 |
| Income tax and social contribution | (2,111) | (230) | - | - | - | (2,341) |
| Net income (loss) for the period | 15,548 | 1,835 | (17,210) | (2,083) | 2,083 | 173 |

| | Consolidated | | | | | |
|---|---|---|---|---|---|---|
| | 31/03/2009 | | | Exclusion | | 31/03/2009 |
| | Rental | Services | Corporate | Debit | Credit | Consolidated |
| Service revenues | 19.192 | 5.428 | - | (1.919) | - | 22.701 |
| Rentals and services provided | (4.807) | (3.110) | - | - | 1.919 | (5.998) |
| Gross profit | 14.385 | 2.318 | - | (1.919) | 1.919 | 16.703 |
| Operating revenues (expenses) | (183) | (21) | (4.086) | - | - | (4.290) |
| Operating revenues (expenses) before income (loss) | 14.202 | 2.297 | (4.086) | (1.919) | 1.919 | 12.413 |
| Financial income | - | - | 2.612 | - | - | 2.612 |
| Operating income (loss) before income tax and social contribution | 14.202 | 2.297 | (1.474) | (1.919) | 1.919 | 15.025 |
| Income tax and social contribution | (6.650) | (268) | - | - | - | (6.918) |
| Net income (loss) for the period | 7.552 | 2.029 | (1.474) | (1.919) | 1.919 | 8.107 |

## 29. STATEMENTS OF CASH FLOWS

a) Cash and cash equivalents: The breakdown of cash and cash equivalents recorded in the statement of cash flows is shown in Note 4.

b) Supplemental information: In the quarter ended March 31, 2011, the Company paid income tax and social contribution of R$958, consolidated (as at March 31, 2009 - R$5,477, consolidated).

c) Noncash transactions: As at March 31, 2010 and 2009, there are no material balances of non-cash transactions.

## 30. EVENTS AFTER THE REPORTING DATE

On November 9, 2010 and 2009, subsidiary General Shopping Finance Limited raised, through the issuance of Perpetual Bonds (“debt securities”), the amount of U$200,000 and US$50,000, respectively, equivalent to R$339,400 and R$78,960, as of the issuance date. These securities will yield interest of 10% per year, are subject to the fluctuations in US dollar and have indeterminate maturity. As collateral for the transaction, guarantees were given by all subsidiaries, except by GSB Administradora, ASG Administradora and FII Top Center.

There are no financial covenants under the transaction. The covenants refer to (i) limitation of liens on assets (except for permitted liens, including BNDES loans, refinancing of outstanding transactions and certain securitizations, etc), according to which the proportion of unencumbered assets/non-collateralized debt and encumbered assets/collateralized debt should be maintained under similar conditions; (ii) limitation of sale and lease-back transactions of current assets whose maturity is over 3 years in the same conditions as item (i) above; (iii) limitation of intercompany transactions, merger, consolidation or transfer of assets. There are no limits on the payment of dividends.

In January and February 2011, the Company settled in advance the following CCI transactions and loans: CCI BAC - Unibanco, CCI Nova União - Banco Itaú, Banco ABC and Banco Paraná, in the total amount of R$111,193.

## 31. APPROVAL OF THE FINANCIAL STATEMENTS

On May 12, 2011, the Management of General Shopping Brasil S.A. authorized the restatement of the interim financial information for the quarter ended March 31, 2010.

*****