

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

(Free translation from the original issued in Portuguese. In the event of discrepancies, the Portuguese language version prevails.)

### **Independent Auditor's review report on the interim financial information**

**On September 30, 2016**

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(Free translation from the original issued in Portuguese. In the event of discrepancies, the Portuguese language version prevails. See Note 29 to the financial statements.)

# Report on Review of Quarterly Information

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To:  
Shareholders, Board of Directors and Executive Officers of  
General Shopping Brasil S.A.  
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## Introduction

We have reviewed the individual and consolidated financial information of General Shopping Brasil S.A. (Company), contained in the Quarterly Information Form (ITR) referring to the quarter ended September 30, 2016, which comprise the balance sheet as of September 30, 2016 and the respective income statements for the three and nine-month period on that date, the statements of changes in shareholders' equity and statements of cash flows for the nine-month period then ended, including the explanatory notes.

Company's management is responsible for preparing the individual interim financial information in accordance with Technical Pronouncement CPC 21 (R1) "Interim financial information" and for preparing the consolidated interim financial information in accordance with CPC 21 (R1) and with international standard IAS 34 "Interim Financial Reporting", issued by the International Accounting Standards Board (IASB), and for presenting this information in a manner consistent with the standards issued by the Brazilian Securities and Exchange Commission, applicable to the preparation of Quarterly Information (ITR). Our responsibility is to express a conclusion on this interim financial information based on our review.

## Scope of Review

We have conducted our review in accordance with the Brazilian and international interim information review standards (NBC TR 2410 "Review of Interim Financial Information Performed by the Auditor of the Entity" and ISRE 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", respectively). A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with auditing standards and consequently did not enable us to obtain assurance that we became aware of all significant matters that might be identified in an audit. Therefore, we do not express an audit opinion.

#### Conclusion on the individual and consolidated interim financial information


Based on our review, we are not aware of any fact that would lead us to believe that the individual and consolidated interim financial information included in the Quarterly Information (ITR) referred to above was not prepared, in all material respects, in accordance with CPC 21 (R1) and IAS 34 applicable to the preparation of Quarterly Information (ITR), and presented in compliance with the standards issued by the Brazilian Securities and Exchange Commission (CVM).

#### Other matters

##### Statements of Value Added (SVA)

We have also reviewed the individual and consolidated Statements of Value Added (“SVA”) referring to the nine-month period ended September 30, 2016, prepared by Company’s Management. The presentation of these Statements of Value Added, in the interim information, is required by the standards issued by the Brazilian Securities and Exchange Commission (CVM) that are applicable to the preparation of Quarterly Information (ITR) and is considered as supplementary information under IFRS, which do not require the presentation of the SVA. Such statements were submitted to the same review procedures described above and, based on our review, we are not aware of any fact that would lead us to believe that they were not prepared, in all material respects, in accordance with the individual and consolidated interim financial information taken as a whole.

São Paulo, November 11, 2016.



Nelson Fernandes Barreto Filho  
Assurance Partner

Grant Thornton Auditores Independentes

## General Shopping Brasil S.A.

### Balance Sheets as of September 30, 2016 and December 31, 2015

(Free translation from the original issued in Portuguese. In the event of discrepancies, the Portuguese language version prevails.)

(Amounts stated in Thousands of Reais, except when indicated otherwise)

ASSETS					
		Parent Company		Consolidated	
	Notes	09/30/2016	12/31/2015	09/30/2016	12/31/2015
Current Assets					
Cash and cash equivalents	3	3,004	1,896	83,910	111,240
Accounts receivable	4	-	-	64,777	69,924
Taxes recoverable	5	2,281	1,943	13,376	20,664
Investment property intended for sale	-	-	-	-	59,300
Accounts receivable on sale of property	-	-	-	6,333	-
Other accounts receivable	6	7,365	10,929	16,041	20,673
Total Current Assets		12,650	14,768	184,437	281,801
Noncurrent Assets					
Accounts receivable	4	-	-	5,487	3,063
Related parties	7	49,579	59,354	57,392	63,027
Taxes recoverable	5	-	-	4,467	4,703
Deposits and guarantees	-	24	24	1,877	2,613
Financial investments	3	-	-	1,443	1,133
Other accounts receivable	6	-	127	1,785	3,542
		49,603	59,505	72,451	78,081
Investments	8	1,044,858	847,556	-	-
Investment properties	9	-	-	2,890,134	2,820,962
Fixed Assets	10	30,435	30,632	30,535	31,083
Intangible	11	7,686	9,749	20,942	23,656
		1,082,979	887,937	2,941,611	2,875,701
Total noncurrent assets		1,132,582	947,442	3,014,062	2,953,782
Total Assets		1,145,232	962,210	3,198,499	3,235,583

The notes are integral part of the financial statements

## General Shopping Brasil S.A.

### Balance Sheets as of September 30, 2016 and December 31, 2015

(Free translation from the original issued in Portuguese. In the event of discrepancies, the Portuguese language version prevails.)

(Amounts stated in Thousands of Reais, except when indicated otherwise)

#### LIABILITIES AND EQUITY

		Parent Company		Consolidated	
	Notes	09/30/2016	12/31/2015	09/30/2016	12/31/2015
<b>Current Liabilities</b>					
Suppliers	-	1,910	1,039	17,219	21,945
Loans and financing	12	-	-	50,675	118,786
Salaries and social charges	-	2,319	1,772	3,287	2,581
Taxes, charges and contributions	-	8,195	5,977	99,697	59,071
Taxes paid in installment	15	370	336	14,801	13,734
Real Estate Credit Bills (CCI)	13	-	-	58,635	57,785
Related Parties	7	166,339	170,881	24,114	30,387
Revenues from transfers to appropriated	16	-	-	17,989	10,388
Other accounts payable	14	1,041	1,033	11,877	9,825
<b>Total current liabilities</b>		<b>180,174</b>	<b>181,038</b>	<b>298,294</b>	<b>324,502</b>
<b>Noncurrent liabilities</b>					
Loans and financing	12	-	-	1,163,333	1,400,890
Revenues from transfers to appropriated	16	-	-	97,932	24,146
Taxes paid in installment	15	677	872	42,123	55,134
Deferred Income Tax and Social Contributions	23	-	-	81,168	83,410
Provision for civil and labor risks	17	-	-	1,320	1,373
Real Estate Credit Bills (CCI)	13	-	-	549,948	565,828
Other accounts payable	14	-	-	-	-
<b>Total Noncurrent Liabilities</b>		<b>677</b>	<b>872</b>	<b>1,935,824</b>	<b>2,130,781</b>
<b>Equity</b>					
Share Capital	-	376,781	373,611	376,781	373,611
Capital Reserve	-	6,376	-	6,376	-
Profit Reserve to realize	-	708,999	896,656	708,999	830,773
Accrued Profits	-	(127,775)	(489,967)	(127,775)	(424,084)
		<b>964,381</b>	<b>780,300</b>	<b>964,381</b>	<b>780,300</b>
<b>Total Liabilities and Equity</b>					
		<b>1,145,232</b>	<b>962,210</b>	<b>3,198,499</b>	<b>3,235,583</b>

The notes are integral part of the financial statements

## General Shopping Brasil S.A.

### Income Statement for the nine-month periods ended od September 30, 2016 and 2015

(Free translation from the original issued in Portuguese. In the event of discrepancies, the Portuguese language version prevails.)

(Amounts stated in Thousands of Reais, except when indicated otherwise)

Notes	Parent Company				Consolidated			
	07/01/2016 a 09/30/2016	01/01/2016 a 09/30/2016	07/01/2015 a 09/30/2015	01/01/2015 a 09/30/2015	07/01/2016 a 09/30/2016	01/01/2016 a 09/30/2016	07/01/2015 a 09/30/2015	01/01/2015 a 09/30/2015
<b>Net revenue</b>	19	-	-	-	59,633	192,809	62,707	188,685
Cost of rent and services provided	20	-	-	-	(8,498)	(28,900)	(8,616)	(25,673)
<b>Gross Profit</b>		-	-	-	51,135	163,909	54,091	163,012
<b>Operational (Expenses)/income</b>								
General and administrative	21	(6,319)	(18,297)	(6,951)	(16,023)	(42,113)	(13,334)	(41,424)
Other net operational revenue (expenses)	24	91	5,436	2,432	1,225	(16,291)	1,022	(44,963)
Result of Equity Adjustment	8	47,066	187,756	(386,132)	-	-	-	-
<b>Operational profit / (loss) and before financial income</b>		40,838	174,895	(390,651)	36,337	105,505	41,779	76,625
<b>Financial income</b>	22	(268)	(575)	33,890	5,680	89,065	(389,407)	(646,462)
<b>Net Profit (loss) prior to income tax</b>		40,570	174,320	(356,761)	42,017	194,570	(347,628)	(569,837)
Current income tax and social security	23	-	215	(2,204)	(1,447)	(22,248)	(11,343)	(29,042)
Deferred income tax and social security	23	-	-	-	-	2,213	6	3,774
<b>Net Profit / (loss) in the period</b>		40,570	174,535	(358,965)	40,570	174,535	(358,965)	(595,105)
<b>Net Profit / (loss) attributable to</b>								
Owners of Parent Company	-	40,570	174,535	(358,965)	40,570	174,535	(358,965)	(595,105)
<b>Basic net profit / (loss) per share (R\$)</b>	18	0.62	2.65	(7.11)	0.62	2.65	(7.11)	(11.79)

The notes are integral part of the financial statements

## General Shopping Brasil S.A.

### Statement of changes in Equity (consolidated) for the nine-month periods ended on September 30, 2016 and 2015

(Free translation from the original issued in Portuguese. In the event of discrepancies, the Portuguese language version prevails.)

(Amounts stated in Thousands of Reais, except when indicated otherwise)

Notes	Share Capital				Capital Reserve	Profit Revenue		Total
	Capital Subscribed to	Shares in Treasury	Expenses with the issue of shares	Subscribed Capital		Reserve of Profits to be realized	Accumulated Profits (losses)	
			-					
<b>Balances on December 31, 2014</b>	317,813	-	-	-	-	958,644	-	1,276,457
Capital increase	19 57,932	-	-	(57,932)	-	-	-	-
Loss in the period	-	-	-	-	-	-	(595,105)	(595,105)
<b>Balances on September 30, 2015</b>	<u>18 375,745</u>	<u>-</u>	<u>-</u>	<u>(57,932)</u>	<u>-</u>	<u>958,644</u>	<u>(595,105)</u>	<u>681,352</u>
<b>Balances on December 31, 2015</b>	375,745	-	(2,134)	-	-	830,773	(424,084)	780,300
Realization of capital reserves	-	-	-	-	-	(121,774)	121,774	-
Capital increase	18 3,170	-	-	-	6,376	-	-	9,546
Capital Transactions	18 10,710	(10,710)	-	-	-	-	-	-
Net income for the period	18 -	-	-	-	-	-	174,535	174,535
<b>Balances on September 30, de 2016</b>	<u>18 389,625</u>	<u>(10,710)</u>	<u>(2,134)</u>	<u>-</u>	<u>6,376</u>	<u>708,999</u>	<u>(127,775)</u>	<u>964,381</u>

The Explanatory Notes are integral part to the financial statements.



# General Shopping Brasil S.A.

## Cash Flow Statements for the nine-month periods ended on September 30, 2016 and 2015

(Free translation from the original issued in Portuguese. In the event of discrepancies, the Portuguese language version prevails.)

(Amounts stated in Thousands of Reais, except when indicated otherwise)

	Parent Company		Consolidated	
	09/30/2016	12/31/2015	09/30/2016	12/31/2015
<b>Cash Flow from operational activities</b>				
(Loss) / Profit in the period	174,535	(595,105)	174,535	(595,105)
<b>Adjustments to reconcile the (losses) / profit of the period with net cash / (used in) from operational activities</b>				
Depreciation and amortization	2,732	2,619	4,632	4,814
Reserve for Doubtful Accounts	-	-	4,496	2,281
Establishing (reversing) reserve for civil and labor risks	-	(129)	(53)	(478)
Income Tax and Social Contributions Deferred	-	-	(98,464)	-
Income Tax and Social Contributions	-	-	(2,242)	(3,774)
Financial charges on loans, financing, CCI and perpetual bonds	-	-	22,248	29,042
(Earnings) or loss not realized, with operations with derivative financial instruments	-	163	204,205	202,669
Financial charges on payment of taxes in installment plans	-	(35,859)	3,890	(35,859)
Currency Exchange Rate Variation	-	-	-	(771)
(Earnings) or loss in disposal of property for investments	-	-	(2,808)	4,172
Unrealized gain or loss on derivative transactions	-	-	(224,419)	542,662
Fair value adjustment	-	-	12,300	-
Result of Equity Adjustment	(197,302)	643,210	-	-
<b>(Increase) / reduction of operational assets</b>				
Accounts receivable	-	-	(1,773)	(1,110)
Taxes Recoverable	(338)	612	7,524	(771)
Accounts Receivable on sale of property	-	-	(6,333)	-
Other accounts receivable	(3,692)	5,418	6,389	1,771
Deposits and bonds	-	-	736	(298)
<b>Increase / (reduction) in operational liabilities</b>				
Suppliers	871	3,135	(4,726)	5,467
Taxes, charges and contributions	2,219	(474)	18,378	3,211
Salaries and labor charges	547	575	706	398
Income from assignments to be appropriated	-	-	81,387	(3,349)
Other accounts payable	6	(106)	(1,838)	(150,858)
<b>Net cash / (used in) from operational activities</b>	<b>(13,038)</b>	<b>24,059</b>	<b>198,770</b>	<b>4,174</b>
Payment of interest	-	(115)	(105,379)	(161,266)
Income tax and social contribution paid	-	-	-	(36,647)
<b>Net cash / (used in) from operational activities</b>	<b>(13,038)</b>	<b>23,944</b>	<b>93,391</b>	<b>(193,739)</b>
<b>Cash flow of investment activities</b>				
Write-off property investments, permanent assets and intangible assets	196	37	119	205,334
Attached financial investment / financial investments	-	35,169	(310)	55,761
Acquisition of items of Fixed Assets and intangible assets	(668)	(636)	(84,161)	(202,298)
Receipt from sale of property for investment / assets for sale	-	-	60,500	141,145
<b>Net cash / (used in) from investment activities</b>	<b>(472)</b>	<b>34,570</b>	<b>(23,852)</b>	<b>199,942</b>
<b>Cash flow from investment activities</b>				
Raising of loans, financing and CCI	-	-	1,910	110,435
Cost of raising loans, financing, CCI and perpetual bonds	-	-	(600)	(5,752)
Increase the Share Capital	9,546	-	9,546	-
Amortization of the principal of loans, financing and CCI	-	(4,167)	(99,745)	(100,316)
New installment-based tax payment plan	-	(120)	1,395	-
Payment of the principal in tax installment plan	(161)	-	(8,737)	(7,523)
Related Parties	5,233	(54,119)	(638)	(5,775)
<b>Net cash / (used in) from financing activities</b>	<b>14,618</b>	<b>(58,406)</b>	<b>(96,869)</b>	<b>(8,931)</b>
Effect of exchange rate changes on cash and cash equivalents	-	-	-	-
<b>Net Increase / (reduction) of the balance of cash and cash equivalent</b>	<b>1,108</b>	<b>108</b>	<b>(27,330)</b>	<b>(2,728)</b>
<b>Cash and cash equivalent</b>				
In the beginning of the period	3,004	1,805	83,910	175,320
In the end of the period	1,896	1,697	111,240	178,048
<b>Net Increase / (reduction) of the balance of cash and cash equivalent</b>	<b>1,108</b>	<b>108</b>	<b>(27,330)</b>	<b>(2,728)</b>

The Explanatory Notes are integral part to the financial statements.

## General Shopping Brasil S.A.

### Statement of Added-Value for the nine-month periods ended on September 30, 2016 and 2015

(Free translation from the original issued in Portuguese. In the event of discrepancies, the Portuguese language version prevails.)

(Amounts stated in Thousands of Reais, except when indicated otherwise)

	Parent Company		Consolidated	
	09/30/2016	09/30/2015	09/30/2016	09/30/2015
<b>Income</b>				
Income from rent, services and others	-	-	211,830	204,559
Reserve for doubtful accounts	-	-	(4,496)	(2,281)
	-	-	207,334	202,278
<b>Third-Party materials and services</b>				
Third-Party materials, services and others	(6,412)	(9,596)	(42,169)	(40,885)
<b>Gross value (consumed) added</b>	(6,412)	(9,596)	165,165	161,393
Depreciation and amortization	(2,732)	(2,619)	(4,632)	(4,814)
<b>Net value (consumed) / added produced by the Company</b>	(9,144)	(12,215)	160,533	156,579
<b>Added value received in transfer</b>				
Result of Equity Adjustment	187,756	(643,210)	-	-
Financial revenues	204	75,812	435,300	313,437
Others	5,436	19,639	(16,291)	(44,963)
<b>Value added / (consumed) to distribute</b>	184,252	(559,974)	579,542	425,053
<b>Distribution of value added/ (consumed)</b>				
<b>Personnel</b>				
Direct compensation	6,083	7,567	9,380	10,920
Benefits	1,264	1,132	1,973	2,795
FGTS	400	470	509	579
INSS	1,343	1,721	1,717	2,154
<b>Taxes, Charges and contributions</b>				
Federal	(215)	3,636	41,672	40,311
Municipal	63	27	3,521	3,500
<b>Remuneration of Third-Party Capital</b>				
Financial Expenses	779	20,578	346,235	959,899
<b>Remuneration of Own Capital</b>				
Profit / (Loss) in the period	174,535	(595,105)	174,535	(595,105)
	184,252	(559,974)	579,542	425,053

The Notes are integral part of the Financial Statements

(Free translation from the original issued in Portuguese. In the event of discrepancies, the Portuguese language version prevails.)

# Notes to the individual and consolidated interim financial information for the quarters ended September 30, 2016 and 2015 (Amounts expressed in thousands of Brazilian Reais, except where otherwise indicated)

## 1. Operations

General Shopping Brasil S.A. (Company) was set up on March 06, 2007 and, as from March 31, 2007, after successive ownership operations through which the interest held in the capital of the companies with shopping mall activities, as well as interest held in the capital stock of companies that provide services to the shopping malls, was grouped, respectively, into two distinct companies: **(a)** Levian Participações e Empreendimentos Ltda. and **(b)** Atlas Participações Ltda. Currently the Company's interest in the capital of the companies with activities in shopping centers are grouped in Levian Participações e Empreendimentos Ltda. and Securis Administradora e Incorporadora Ltda.

The Company trades its stock at BM&FBOVESPA, under the following abbreviation GSHP3.

The Company's immediate and final Parent Company is Golf Participações Ltda., established in Brazil.

The Company's head offices are located in São Paulo – SP, at Avenida Angélica, 2,466, suite 221.

The individual and consolidated interim financial information of General Shopping Brasil S.A. (Company) referring to the quarter ended on September 30, 2016, have been concluded and approved by the Company's Executive Officers on November 11, 2016.

The individual and consolidated interim financial information of the Company referring to the quarter ended on September 30, 2016 comprises the Company and its subsidiaries (collectively referred to as Group and individually referred to as entities of the Group).

General Shopping Brasil S.A. and its subsidiaries (hereinafter referred to as the Company), have as their main corporate activities the: **(a)** management of its own and third-party assets; **(b)** participation in securities business; and **(c)** real estate development and similar or related activities.

The Company's direct and indirect subsidiaries that were included in the consolidated financial statements are the following:

- **ABK do Brasil – Empreendimentos e Participações Ltda. (ABK):** the business activity of which is to manage its own assets and hold interest in other companies. Currently, ABK holds an ideal fraction of 50% in Internacional Guarulhos Auto Shopping Center Ltda., and holds 49.9% interest in the stock of Nova União Administradora e Incorporadora S.A.;
- **ALTE Telecom Comércio e Serviços Ltda. (ALTE):** is engaged in providing web server services, multimedia communication services, and voice over internet protocol (VOIP). On April 10, 2013, the corporate name was changed from ALTE Administradora e Incorporadora Ltda. to ALTE Telecom Comércio e Serviços Ltda., and, its business activity, which previously included managing its own assets, promoting ventures of any nature, and holding ownership interest in ventures or companies of any nature;
- **Andal Administradora e Incorporadora Ltda. (Andal):** the business activity of which is to manage its own assets and hold interest in other companies. Currently, Andal holds an ideal fraction of 99.9% in Suzano Shopping Center;
- **Ast Administradora e Incorporadora Ltda. (Ast):** the business activity of which is to manage its own assets and third-party assets, real estate development, hold interest in other companies and real estate ventures and lease security equipment and video cameras;
- **Atlas Participações Ltda. (Atlas):** the business activity of which is to manage its own assets and hold interest in other companies. Currently, Atlas holds full ownership 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., Ast Administradora e Incorporadora Ltda., GS Park Estacionamentos Ltda.; ALTE Telecom Comércio e Serviços Ltda. and 90% in BR Brasil Retail Administradora e Incorporadora S.A.;
- **Bac Administradora e Incorporadora Ltda. (Bac):** the business activity of which is real estate development;
- **Bail Administradora e Incorporadora Ltda. (Bail):** the business activity of which is to manage its own assets and third-party assets and real estate development;
- **BOT Administradora e Incorporadora Ltda. (BOT):** the business activity of which is real estate development. BOT holds 100% of Manzanha Consultoria e Administração de Shopping Centers Ltda's shares;
- **Brassul Shopping Administradora e Incorporadora Ltda. (Brassul):** the business activity of which is to manage its own assets and third-party assets and real estate development. Brassul holds 99.99% interest in the quotas of Sale Empreendimentos e Participações Ltda.;
- **BR Brasil Retail Administradora e Incorporadora S.A. (BR Brasil):** the business activity of which is the development and management of projects involving planning, interest and development of retail and wholesale trade activities, as well as acquisition, creation and management of companies operating in retail trade, master franchises, franchiser companies and/or with potential to become franchiser companies, all operating in Brazil. BR Brasil Retail holds also entirely the subsidiaries BRR1 Administradora e Incorporadora Ltda. (BRR1), BRR2 Administradora e Incorporadora Ltda. (BRR2), BRR3 Administradora e Incorporadora Ltda. (BRR3), BRR4 Administradora e Incorporadora Ltda. (BRR4), BRR5 Administradora e Incorporadora Ltda. (BRR5), BRR6 Administradora e Incorporadora Ltda. (BRR6), and BRR7 Administradora e Incorporadora Ltda. (BRR7).

- **Cly Administradora e Incorporadora Ltda. (Cly):** the business activity of which is to manage its own assets and third-party assets, real estate development and hold ownership interest in other companies and real estate ventures. Cly holds 60% interest in Internacional Shopping Guarulhos;
- **Delta Shopping Empreendimentos Imobiliários Ltda. (Delta):** the business activity of which is to manage its own assets and third-party assets, real estate development and hold ownership interest in other companies and real estate ventures. Delta holds 0.01% interest in Suzano Shopping Center;
- **Eler Administradora e Incorporadora Ltda. (Eler):** the business activity of which is to manage its own assets and third-party assets, real estate development and hold ownership interest in other companies and real estate ventures. Eler holds 24% interest in Internacional Shopping Guarulhos;
- **Energy Comércio e Serviços de Energia Ltda. (Energy):** is engaged in purchasing, selling and leasing equipment for the generation, transfer and distribution of energy and in providing installation, maintenance and consulting services. Currently, Energy provides services referring to the lease of equipment for the generation, transfer and distribution of energy to Internacional Shopping Guarulhos, Internacional Guarulhos Auto Shopping Center, Suzano Shopping, Outlet Premium São Paulo, Parque Shopping Barueri, Outlet Premium Brasília, Outlet Premium Salvador, Shopping do Vale, Parque Shopping Maia, Outlet Premium Rio de Janeiro, Parque Shopping Sulacap and Unimart Shopping;
- **ERS Administradora e Incorporadora Ltda. (ERS):** its corporate purpose is the management of its own and third-party assets and real estate development. The company ERS is owner of 50% of the Shopping Outlet Premium Rio de Janeiro;
- **FLK Administradora e Incorporadora Ltda. (FLK):** the business activity of which is to manage its own assets and third-party assets and real estate development. FLK owns 52% of the Outlet Premium in Bahia;
- **Fonte Administradora e Incorporadora Ltda. (Fonte):** the business activity of which is to manage its own assets and third-party assets, and real estate development. Fonte owns 51% of the Shopping Sulacap in Rio de Janeiro;
- **Fundo de Investimento Imobiliário (FII Top Center):** the business activity of which includes the acquisition of real estate project, as long as approved by the General Shareholders' Meeting, aiming at earning revenues by means of the valuation of the properties, the lease and sales of properties that integrate its real estate assets, as allowed by Fundo's regulation, by law and by the provisions issued by the Brazilian Securities and Exchange Commission (CVM);
- **GAX Administradora e Incorporadora Ltda. (GAX):** the business activity of which is to manage its own assets and third-party assets, real estate development, and hold interest in other companies and real estate ventures. GAX holds 50% interest in Outlet Premium São Paulo;
- **General Shopping Brasil Administradora e Serviços Ltda. (GSB Administradora):** the business activity of which is to manage its own assets and third-party assets, provide management services to commercial centers and buildings, provide other complementary, supplementary services or services associated with its activities, in addition to hold interest in other companies, whatever type they may be. Currently, GSB Administradora is the manager of Internacional Guarulhos Shopping Center, Suzano Shopping Center, Poli Shopping, Cascavel JL Shopping, Shopping do Vale, Outlet Premium São Paulo, Outlet Premium Brasília, Unimart Shopping, Parque Shopping Barueri, Shopping Bonsucesso, Outlet Premium Salvador, Parque Shopping Sulacap, Parque Shopping Maia and Outlet Premium Rio de Janeiro;

- **General Shopping Finance Limited (General Shopping Finance):** is a company headquartered in the Cayman Islands that is engaged in performing activities and transactions relating to the Company or its subsidiaries. General Shopping Finance holds 27.5% of the quotas of Levian Participações e Empreendimentos Ltda.;
- **GS Finance II Limited (GS Finance II):** is a company organized in the Cayman Islands that is engaged in performing activities and transactions relating to the Company or its subsidiaries;
- **GS Investments Limited (GS Investments):** is a company headquartered in the Cayman Islands that is engaged in performing activities and transactions relating to the Company or its subsidiaries. GS Investments holds 54.2% of the quotas of Securis Administradora e Incorporadora Ltda.;
- **GS Park Estacionamentos Ltda. (GS Park):** is engaged in managing parking lots for motor vehicles of all kinds, of their own or owned by third parties. Currently, GS Park is in charge of managing the parking lots of Outlet Premium Salvador, Parque Shopping Sulacap, Parque Shopping Maia and Outlet Premium Rio de Janeiro;
- **I Park Estacionamentos Ltda. (I Park):** is engaged in exploiting the specific motor vehicle parking business, for both its own vehicles and vehicles owned by third parties, by managing such parking lots. Currently, I Park is in charge of managing the parking lots of Internacional Guarulhos Auto Shopping Center, Internacional Guarulhos Shopping Center, Suzano Shopping Center, Cascavel JL Shopping, Outlet Premium São Paulo, Outlet Premium Brasília, Unimart, Shopping do Vale, Parque Shopping Barueri and Shopping Bonsucesso;
- **Indui Administradora e Incorporadora Ltda. (Indui):** the business purpose of which is to manage its own assets and third-party assets, and real estate development. Indui holds 50% interest in Outlet Premium Brasília;
- **Internacional Guarulhos Auto Shopping Center Ltda. (ASG Administradora):** the business activity of which is to manage its own assets and third-party assets, provide management services to commercial centers and buildings, provide other complementary, supplementary services or services associated with its activities, in addition to hold interest in other companies, whatever type they may be. Currently, ASG Administradora is the administrator of Internacional Guarulhos Auto Shopping Center;
- **Levian Participações e Empreendimentos Ltda. (Levian):** the business activity of which is to manage its own assets, hold interest in other companies and other complementary and associated activities. Currently, Levian holds an ideal fraction of 50% of Internacional Guarulhos Auto Shopping Center and 0.5% of Shopping Unimart and of the undertaking in ongoing construction in the City of Atibaia.  
Levian also holds interest in ABK do Brasil – Empreendimentos e Participações Ltda. (99.7%), Poli Shopping Center Empreendimentos Ltda. (100%), Send Empreendimentos e Participações Ltda. (90.9%), Nova União Administradora e Incorporadora S.A. (49.9%), Delta Shopping Empreendimentos Imobiliários Ltda. (100%), Fonte Administradora e Incorporadora Ltda. (100%), POL Administradora e Incorporadora Ltda. (100%), BOT Administradora e Incorporadora Ltda. (100%), Vul Administradora e Incorporadora Ltda. (100%), Zuz Administradora e Incorporadora Ltda. (100%), Cly Administradora e Incorporadora Ltda. (100%), Bud Administradora e Incorporadora Ltda. (100%), Bac Administradora e Incorporadora Ltda. (100%), Brassul Shopping Administradora e Incorporadora Ltda. (100%), Mai Administradora e Incorporadora Ltda. (100%), FLK Administradora e Incorporadora Ltda. (100%), Premium Outlet Administradora e Incorporadora Ltda. (100%), BR Outlet Administradora e Incorporadora Ltda. (100%), Jauá Administradora e Incorporadora Ltda. (100%), Securis Administradora e Incorporadora Ltda. (15.3%), Atlas Participações Ltda. (100%) and FIPARK Estacionamentos Ltda (100%);
- **MAI Administradora e Incorporadora Ltda. (MAI):** the business activity of which is to manage its own assets and third-party assets and real estate development;

- **Manzanza Consultoria e Administração de Shopping Centers Ltda. (Manzanza):** is engaged in providing consulting and management services for shopping malls and managing its own assets. Manzanza is the owner of the land in Atibaia;
- **Nova União Administradora e Incorporadora S.A. (Nova União):** the business activity of which is to manage its own assets and third-party assets, hold interest in chattel business and in real estate business, real estate development and associated or similar activities. Nova União holds 6% interest in Internacional Shopping Guarulhos;
- **POL Administradora e Incorporadora Ltda. (POL):** is engaged in developing real estate development ventures.
- **Poli Shopping Center Empreendimentos Ltda. (Poli Empreendimentos):** is engaged in exploiting the shopping mall industry by leasing its own properties or subleasing third party leased properties. Currently, Poli Empreendimentos holds 50% interest in Poli Shopping Center;
- **Sale Empreendimentos e Participações Ltda. (Sale):** is engaged in purchasing, selling, leasing, urbanizing, mortgaging, developing, building and managing its own real estate or third-party real estate or jointly owned real estate. Sale holds 84.4% interest in Shopping do Vale;
- **SB Bonsucesso Administradora e Incorporadora S.A. (SB Bonsucesso):** the business activity of which is to manage its own assets and third-party assets and real estate development. SB Bonsucesso holds 63.4% interest in Shopping Bonsucesso;
- **Securis Administradora e Incorporadora Ltda. (Securis):** the business activity of which is to manage its own assets and third-party assets and real estate development. Securis holds 100% of quotas of the following companies: Andal Administradora e Incorporadora Ltda., Ardan Administradora e Incorporadora Ltda., Bail Administradora e Incorporadora Ltda., Cristal Administradora e Incorporadora Ltda., ERS Administradora e Incorporadora Ltda., GAX Administradora e Incorporadora Ltda., SB Bonsucesso Administradora e Incorporadora S.A., XAR Administradora e Incorporadora Ltda., Bavi Administradora e Incorporadora Ltda., Eler Administradora e Incorporadora Ltda., Indui Administradora e Incorporadora Ltda., Fundo de Investimento Imobiliário FII Top Center, Tequs Administradora e Incorporadora Ltda., Vanti Administradora e Incorporadora Ltda., Rumb Administradora e Incorporadora Ltda., Pentar Administradora e Incorporadora Ltda. Securis also holds interest in Send Empreendimentos e Participações Ltda. (9.1%), and holds 0.1% interest in Shopping Bonsucesso;
- **Send Empreendimentos e Participações Ltda. (Send):** the business activity of which is to manage its own assets and participate in other societies. Send owns 100% of the shares of Uniplaza Empreendimento Participação e Administração de Centro de Compras Ltda. and 85.5% of Cascavel JL Shopping;
- **Uniplaza Empreendimentos Participações e Administração de Centros de Compras Ltda. (Uniplaza):** the business activity of which is to manage its own assets and third-party assets and its own and third-party commercial centers, real estate development and hold ownership interest in other companies and real estate ventures. Uniplaza holds 99.5% interest in Unimart Shopping;
- **Vide Serviços e Participações Ltda. (Vide):** is engaged in providing services referring to institutional disclosures, managing its own properties and third-party properties, real estate development and holding interest in other companies and real estate development ventures;
- **Vul Administradora e Incorporadora Ltda. (Vul):** the business activity of which is to manage its own assets and third-party assets, real estate development and hold ownership interest in other companies and real estate ventures. Vul is the owner of 63.5% of Parque Shopping Maia;
- **Wass Comércio e Serviços de Águas Ltda. (Wass):** is engaged in leasing water exploration, treatment and distribution equipment, as well as providing installation, maintenance and consultancy services, inherent. Currently, Wass is in charge of leasing water exploration, treatment and distribution equipment to Internacional Guarulhos Shopping Center, Internacional Guarulhos Auto Shopping Center, Cascavel JL Shopping, Suzano Shopping, Outlet Premium São Paulo, Outlet Premium Brasília, Shopping do Vale, Parque Shopping Barueri, Poli Shopping, Shopping Bonsucesso, Outlet Premium Salvador, Parque Shopping Maia and Outlet Premium Rio de Janeiro;

- **XAR Administradora e Incorporadora Ltda. (XAR):** the business activity of which is to manage its own assets and third-party assets, real estate development, hold interest in other companies and in real estate ventures. Currently, XAR holds 48% interest in Parque Shopping Barueri;
- **Zuz Administradora e Incorporadora Ltda. (Zuz):** the business activity of which is to manage its own assets and third-party assets, real estate development and hold interest in other companies and real estate ventures;

The following subsidiaries: Bud Administradora e Incorporadora Ltda. (Bud), BR Outlet Administradora e Incorporadora Ltda. (BR Outlet), Premium Outlet Administradora e Incorporadora Ltda. (Premium Outlet), Jauá Administradora e Incorporadora Ltda. (Jauá), Cristal Administradora e Incorporadora Ltda. (Cristal), Bavi Administradora e Incorporadora Ltda. (Bavi), Tequs Administradora e Incorporadora Ltda. (Tequs), Ardan Administradora e Incorporadora Ltda. (Ardan), Pentar Administradora e Incorporadora Ltda. (Pentar), Rumb Administradora e Incorporadora Ltda. (Rumb), Vanti Administradora e Incorporadora Ltda. (Vanti), BRR1 Administradora e Incorporadora Ltda. (BRR1), BRR5 Administradora e Incorporadora Ltda. (BRR5), BRR6 Administradora e Incorporadora Ltda. (BRR6), and, BRR7 Administradora e Incorporadora Ltda. (BRR7), have as corporate purpose the management of their own and third-party assets and real estate development, and the subsidiary FIPARK Estacionamentos Ltda. (FIPARK), have as their purpose the administration of parking lots of motor vehicles in general, own and third parties. The companies have no records of operations as of September 30, 2016.

The Company holds direct participation, as of September 30, 2016 and 2015, in the following undertakings:

	09/30/2016			09/30/2015		
	Interest	Total GLA (m²)	Own GLA (m²)	Interest	Total GLA (m²)	Own GLA (m²)
<b>Shopping Center</b>						
Poli Shopping Guarulhos	50.0%	4,527	2,264	50.0%	4,527	2,264
Internacional Shopping	90.0%	77,080	69,372	100.0%	76,845	76,845
Auto Shopping	100.0%	11,477	11,477	100.0%	11,477	11,477
Suzano Shopping	100.0%	19,583	19,583	100.0%	19,583	19,583
Cascavel JL Shopping	85.5%	8,877	7,590	85.5%	8,877	7,590
Parque Shopping Prudente	-	-	-	100.0%	15,148	15,148
Poli Shopping Osasco	-	-	-	100.0%	3,218	3,218
Shopping do Vale	84.4%	16,487	13,913	84.4%	16,487	13,913
Unimart Shopping Campinas	100.0%	14,961	14,961	100.0%	14,961	14,961
Outlet Premium São Paulo	50.0%	21,570	10,785	50.0%	17,716	8,858
Parque Shopping Barueri	48.0%	37,420	17,962	48.0%	37,420	17,962
Outlet Premium Brasília	50.0%	16,116	8,058	50.0%	16,094	8,047
Shopping Bonsucesso	63.5%	24,437	15,517	63.5%	24,437	15,517
Outlet Premium Salvador	52.0%	14,964	7,781	52.0%	14,964	7,781
Parque Shopping Sulacap	51.0%	28,770	14,673	51.0%	29,059	14,820
Parque Shopping Maia	63.5%	31,711	20,136	63.5%	31,711	20,136
Outlet Premium Rio de Janeiro	50.0%	20,936	10,468	-	-	-
		<b>348,916</b>	<b>244,540</b>		<b>342,524</b>	<b>258,120</b>



## 2. The submission of the financial statements and main accounting practices.

### 2.1. The preparation basis and submission of financial statements

#### 2.1.1. Compliance statement

The Company's accounting statements comprise:

- The individual and consolidated interim financial information have been prepared in accordance with CPC 21 "Interim financial information" and with international standards IAS 34 "Interim Financial Reporting", issued by the "International Account Standard Board (IASB)" and presented in conformity with the standards issued by the Brazilian Securities and Exchange Commission (CVM), applicable to the preparation of the interim financial information (ITR);

The accounting practices adopted in Brazil encompass those included in Brazilian corporate laws, and technical pronouncements, guidance and interpretation issued by Accounting Pronouncing Committee (CPC) and approved by Brazilian Securities Commission – CVM. The company has adopted all standards, standards revisions and interpretations issued by the Accounting Pronouncements Committee (CPC), IASB and regulators entities in force as of September 30, 2016.

Provided there are no differences between the consolidated equity and the consolidated results attributable to the Parent Company's shareholders, stated in the consolidated financial statements and equity and the income, the Company has chosen to present these individual and consolidated financial statements as a whole, and side by side.

Company's management represents and confirms all relevant information contained in separate and consolidated financial statements are shown and correspond to the information used by the Company's Management in its management.

#### 2.1.2. Functional currency and presentation of the interim financial statements

The financial statements of each subsidiary included in the consolidation are prepared by using their functional currency (the currency of the main financial economic environment in which each subsidiary operates). Upon defining the functional currency of each subsidiary, Management considered which currency has a significant influence in the selling price of the services provided and the currency in which most of the cost of their services provided is paid or incurred. The consolidated interim financial statements are presented in Reais (R\$), which is the Company's functional and presentation currency.

The subsidiaries located abroad (General Shopping Finance, GS Finance II and GS Investments) neither have their own management team nor administrative, financial, and operational independence. Therefore, the Real (R\$) was chosen as the functional currency, which is the functional currency of the Parent Company.

#### 2.1.3. Foreign currency

Upon preparing the Company's individual and consolidated financial statements, the transactions in foreign currency are recorded in accordance with the foreign exchange rates in effect on the date of each transaction. At the end of each fiscal year, the monetary items in foreign currency are converted at the rates in effect. Translation adjustments on monetary items are recognized in the income for the year in which they occur.

## 2.2. Consolidation basis

The interim consolidated financial statements include the information of the Company and its subsidiaries, closed on the same date, and are consistent with the accounting practices described in Note 2.1.

Control is obtained when the Company has the power to control the financial and operating policies of an entity to earn benefits from its activities. In the applicable cases, the existence and the effect of potential voting rights, which are currently exercisable or convertible, are taken into consideration when assessing whether the Company controls, or not, another entity. The subsidiaries are fully consolidated as from the date on which the control is transferred to the Company and they cease to be consolidated, where applicable, as from the date on which the control ceases.

The subsidiaries were fully consolidated including the assets accounts, liabilities accounts, revenues accounts and expenses accounts according to the nature of each account, complemented with the elimination of (a) investment and equity balances; (b) checking account balances and other balances that integrate the assets and/or liabilities held between the consolidated companies; and (c) revenues and expenses, as well as unrealized profits, where applicable, arising from business transactions between the consolidated companies. On September 30, 2016 and in the quarter and year corresponding to 2015, the Company does not have any non-controlling interest to be presented.

The profit or loss of the subsidiaries (including real estate investment funds) acquired or disposed of during the year are included in the income statement as from the date of the effective acquisition or up to the date of the disposal, as applicable. The interim financial information are presented in Brazilian Reais, the Company's functional currency. The Company reviewed the accounting practices adopted by the subsidiaries abroad and did not identify any differences as compared to the practices adopted in Brazil, to be adjusted in the shareholders' equity and in the income for the year of such investments before determining the profit or loss and the adjusted equity result.

The consolidated financial statements include the transactions of the Company and of the following subsidiaries, the percentage interest of which, held as of the balance sheet date, is summarized as follows:

	% – 09/30/2016 – Interest in the Capital	% – 12/31/2015 – Interest in the Capital
<b>Direct subsidiaries</b>		
Levian	100%	100%
Securis	100%	-
General Shopping Finance	100%	100%
GS Finance II	100%	100%
GS Investments	100%	100%

	% – 09/30/2016 – Interest in the Capital	% – 12/31/2015 – Interest in the Capital
<b>Indirect controlled subsidiaries</b>		
ABK	99.7%	99.3%
Alte	100%	100%
Andal	100%	100%
Ardan (no operation)	100%	100%
ASG Administradora	100%	100%
Ast	100%	100%
Atlas	100%	100%
Bac	100%	100%
Bail	100%	100%
Bavi (no operation)	100%	100%
Bot	100%	100%
Br Outlet (no operation)	100%	100%
BR Retail	90%	90%
BRR1 (no operation)	90%	90%
BRR2	90%	90%
BRR3	90%	90%
BRR4	90%	90%
BRR5 (no operation)	90%	90%
BRR6 (no operation)	90%	90%
BRR7 (no operation)	90%	90%
Brassul	100%	100%
Bud (no operation)	100%	100%
Cly	100%	100%
Cristal (no operation)	100%	100%
Delta	100%	100%
Druz (no operation) (a)	-	100%
Eler	100%	100%
Energy	100%	100%
ERS	100%	100%
Fil Top Center	100%	100%
FIPARK (no operation)	100%	-
FLK	100%	100%
Fonte	100%	100%
GAX	100%	100%
GSB Administradora	100%	100%
GS Park	100%	100%
Indui	100%	100%
Intesp	-	100%
Ipark	100%	100%
Jauá (no operation)	100%	100%
MAI	100%	100%
Manzanza	100%	100%
Nova União	99.8%	99.8%
Pentar (no operation)	100%	100%
POL	100%	100%
Poli Shopping	100%	100%
Premium Outlet (no operation)	100%	100%
Rumb (no operation)	100%	100%
Sale	100%	100%
SB Bonsucesso	100%	100%
Securis	-	100%
Send	100%	100%
Tegus (no operation)	100%	100%
Uniplaza	100%	100%
Vanti (no operation)	100%	100%
Vide	100%	100%
Vul	100%	100%
Wass	100%	100%
XAR	100%	100%
Zuz	100%	100%

(a) Incorporated by General Shopping Brasil S.A.

### 2.3. Investments in subsidiaries

The Company's investments in its subsidiaries are evaluated based on the equity method, according to CPC 18 (IAS 28), for the purposes of the Parent Company's financial statements.

Based on the equity method, the investment in subsidiaries is accounted for in the balance sheet of the Parent Company at cost, plus the changes after the acquisition of interest in the subsidiary.

The ownership interest in the subsidiaries is presented in the Company's income statement as equity accounting, representing the net income or loss assignable to the Parent Company's shareholders.

The financial statements of the subsidiaries are prepared in the same reporting period as that of the Company. Where necessary, adjustments are made so that the accounting policies are in accordance with those adopted by the Company.

After applying the equity method of accounting, the Company determines whether it is necessary to recognize impairment on the Company's investment in its subsidiaries. The Company determines at each financial statement closing date whether there is objective evidence that the investment in a subsidiary suffered impairment. If so, the Company calculates the amount of the impairment as the difference between the recoverable amount of the subsidiary and its book value, and then it recognizes the amount in the income statement.

### 2.4. Presentation of information per segment

The information per operating segment is presented in a manner that is consistent with the internal report provided to the chief operating decision maker. The chief operating decision maker, in charge of allocating resources and assessing the performance of the operating segments, is represented by the CEO.

### 2.5. Cash and cash equivalents

Cash and cash equivalents include cash, bank deposits, other immediately liquid short-term investments at a known amount of cash and subject to an insignificant risk of having its value changed, which are recorded at cost plus yield earned up to the balance sheet dates, which do not exceed their market or realization value.

### 2.6. Financial instruments

#### **Recognition and Measurement**

Financial assets and liabilities are initially measured at fair value. The costs of the transactions that are directly attributable to the acquisition or issuance of financial assets and liabilities (except for financial assets and liabilities recognized at fair value in the Company's income statement) are increased by, or deducted from, the fair value of financial assets or liabilities, where applicable, after initial recognition. The transactions costs that are directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in the income statement.

The Company's financial instruments are represented by cash and cash equivalents, accounts receivable, financial investments, linked financial investments, accounts payable, perpetual bonds, loans and financing and derivative financial instruments.

### **Classification**

The financial instruments of the Company and its subsidiaries were classified under the following categories:

#### **a) Measured at fair value through profit or loss**

Financial assets measured at fair value through profit or loss are financial assets held for negotiation, when acquired for that purpose, mainly in the short term. Derivative financial instruments are also classified in this category. The assets of that category are classified in current assets. The balances referring to gains or losses arising from unsettled transactions are classified in current assets or liabilities and the changes in the fair value are respectively recorded in “Financial income” or “Financial expenses”.

#### **b) Loans and receivables**

Loans and receivables are non-derivative financial instruments with fixed or determinable payments or receipts, which are not listed in stock markets, are classified as current assets, except for those the maturity dates of which exceed 12 months after the date of the preparation of the financial statements, which are classified as noncurrent assets. The Company's loans and receivables correspond to loans made to related parties, accounts receivable from clients, cash and cash equivalents, linked financial investments, and other accounts receivable.

#### **c) Financial liabilities**

Represented by bank loans and financing, and amounts balances of checking accounts with related parties, except for the checking account, the others are stated at original value, plus interest, inflation adjustments and translation adjustments incurred up to the dates of the financial statements. Financial liabilities are initially measured at fair value, net of transaction costs. Later, they are measured at amortized cost using the effective interest rate method, and the financial expenses are recognized based on the effective yield.

### **2.7. Derivative financial instruments**

The Company has derivative financial instruments to manage its exposure to foreign exchange rate and interest rate risks. Explanatory Note 25 contains further and more detailed information on derivative financial instruments.

Derivatives are initially recognized at fair value on the date they are entered into and are later re-measured at fair value at the end of the fiscal year. Eventual gains or losses are immediately recognized in P&L.

When a derivative financial instrument is listed in a stock exchange, its fair value must be measured by means of valuations techniques based on stock market quotations, where the price used to calculate the fair value is the one at the closure of each month. For those cases of derivatives not listed, that is, over the counter, the fair value must be calculated by means of valuation methods at present value by discounted future cash flow, also based on market information as of the last day of the month.

## 2.8. Impairment

Financial assets, except for those at fair value through profit or loss, are evaluated according to impairment indicators at the end of each year. Losses due to impairment are recognized when there is objective evidence of the impairment of the financial assets as a result of one or more events that have occurred after their initial recognition, with an impact on the estimated future cash flows of such assets.

The criteria that the Company and its subsidiaries use to determine whether there is objective evidence of impairment of financial assets include:

- significant financial difficulties of the issuer or debtor;
- agreement breach, such as default or the late payment of interest or the principal amount;
- likelihood of the debtor declaring bankruptcy or financial reorganization;
- the extinguishment of an active market for that financial asset by virtue of financial problems.

The book value of the financial assets is directly reduced due to impairment, except for accounts receivable where the book value is reduced due to the use of a provision. The subsequent recovery of amount previously written off is credited to the provision. Changes in the book value of the provision are recognized in P&L.

## 2.9. Accounts receivable and related parties

Accounts receivable and related parties are initially recorded at the amounts invoiced on the basis of the lease agreements and of the services provided, adjusted by the effects arising from the recognition of revenue from rents on a straight-line basis calculated in accordance with the terms provided for in the agreements, including, where applicable, yield and inflation adjustment gains.

The allowance for doubtful accounts is created at an amount considered sufficient by Management to cover probable losses in the realization of accounts receivable, considering the following criterion: the individual analysis of debtors, regardless of the maturity dates, as described in Note 4. The expenses with the creation of an allowance for doubtful accounts were recorded in “General and administrative expenses ” in the income statement.

## 2.10. Investment properties

Investment properties are represented by land and buildings in shopping malls held for earn yield from rent and/or capital valuation, as disclosed in Explanatory Note 9.

Investment properties are initially recorded at acquisition or construction cost. After the initial recognition, the investment properties are presented at fair value, except for properties under construction (“greenfields”) and land for future expansion. Gains or losses from fair value variations of investment properties are included in the year’s statement of income in the fiscal year in which they are generated.

Properties held for investment construction (“greenfields”) are recognized by the construction cost up to the moment in which operations start or when the Company is able to measure the fair value of assets reliably.

The costs incurred relating to investment properties under use, such as maintenance, repairs, insurance and property taxes are recognized as costs in the income statement of the fiscal year to which they refer.

Investment properties are written off after disposal or when they are permanently withdrawn from use and there are not future economic benefits resulting from disposal. Any gains or losses resulting from the write off of the property (calculated as the difference between net revenues from disposal and the book value of the asset) is recognized in the income for the years in which the property is written off. For transactions in which the investment is realized under a co-venture regime, in which the amounts paid by the partner to the Company are held in liabilities as advance payments until the effective transfer of the risks and rewards of ownership of the asset (completion of construction), when the difference between the net amounts from disposal and book value amounts are recognized in P&L (Profit and Loss).

Financial charges with regard to loans and financing incurred during the construction period, where applicable, are capitalized.

#### 2.11. Fixed Assets

These are stated at acquisition cost. Depreciation is calculated on a straight-line basis at the rates described in Explanatory Note 10, which consider the estimated economic life-cycles of the assets.

Residual values and the life-cycles of the assets are annually reviewed and adjusted, if applicable.

An item of the fixed item is written off after disposal or when there are not any future economic benefits resulting from the continuous use of the asset. Any gains or losses on the sale or write off of an item of the fixed assets are determined by the difference between the amounts received on the sale and the book value of the asset and are recognized in P&L.

#### 2.12. Intangible

Intangible assets with definite useful lives, acquired separately, are recorded at cost, minus amortization and accumulated impairment losses. Amortization is recognized according to the straight-line method based on the estimated useful lives of the assets. The estimated useful life and the amortization method are reviewed at the end of each fiscal year and the effect of any changes in the estimates is accounted for, prospectively.

#### 2.13. Impairment of tangible and intangible assets

Items of the fixed assets, investment properties, intangible assets and other noncurrent assets are annually evaluated to identify evidence of impairment or whenever significant events or changes in the circumstances indicate that the book value might be impaired. When there is loss deriving from the situations in which the book value of the asset exceeds its recoverable amount, in this case defined by the value in use of the asset, using the discounted cash flow method, such loss is recognized in the income for the fiscal year. As of September 30, 2016 and 2015, there have been no evidence suggesting the assets would not be recoverable.

Investments properties are evaluated at fair value, the variations in accordance with the appraisal reports are recorded in the fiscal year's income statement.

#### 2.14. Other assets (current and noncurrent)

An asset is recognized in the balance sheet when it is a resource controlled by the Company deriving from past events and from which it is expected that future economic benefits will inure to the Company. Other current and noncurrent assets are stated at cost or realization value, including, where applicable, the yield and inflation and translation adjustments earned up to the dates the fiscal year are closed.

#### 2.15. Other liabilities (current and noncurrent)

A liability is recognized in the balance sheet when the Company has a legal or constructive obligation resulting from an event in the past and it is probable that an economic resource will be required to settle it. Other current and noncurrent liabilities are stated at known or calculable amounts, plus the corresponding charges and inflation and /or translation adjustments incurred up to the balance sheet date, where applicable.

#### 2.16. Provisions / Reserves

Provisions are recognized to present liabilities (either legal or presumed) resulting from past events in which it is possible to reliably estimate the amounts and the settlement of which is probable. The amount recognized as a provision is the best estimate of the considerations required to settle a liability at the end of each year, considering the risks and uncertainties pertaining to the liability.

#### 2.17. Provision for civil, tax, labor and social security risks

A provision for civil, tax, labor and social security risks is created for lawsuits, the future disbursement probabilities of which are considered probable by the legal advisors and Management of the Company and its subsidiaries, considering the nature of the lawsuits and the experience of Management with similar lawsuits, as described in Explanatory Note 17.

#### 2.18. Cost of loans – capitalization of interest

The financial charges of loans obtained that are directly linked to the acquisition, construction or production of investment properties in progress are capitalized and thus are part of the cost of the asset. The capitalization of such charges starts after the beginning of the preparation of an asset's construction or development activities and is interrupted soon after the beginning of its use or the end of its production or construction.

The costs of loans that are directly attributable to the acquisition, construction or production of qualifying assets, which necessarily take a substantial period of time to be ready for use or sale, are added to the cost of such assets up to the date in which they are ready for the intended use or sale.

Gains on investments deriving from the temporary investment of resources obtained with specific loans not yet spent with the qualifying asset are deducted from the costs with loans that are entitled to be capitalized. All of the other costs with loans are recognized in the income for the year in which they are incurred.

#### 2.19. Current and deferred income tax and social contribution

The provision for income tax and social contribution is accounted for the actual and assumed profit regime and was established at the rate of 15%, plus the additional 10% rate on annual taxable income exceeding R\$ 240. Social contribution was calculated at the rate of 9% on the adjusted book profit.



As allowed by the tax legislation, certain subsidiaries included in the consolidated financial statements chose to be taxed according to the presumed profit tax regime. The basis of calculation of income tax and social contribution is calculated at the rate of 32% on the gross revenues from services provided, 8% on the fair value adjustment and on sale of investment properties, 100% of financial revenues, on which the regular rate of 15% applies, plus the additional 10% for income tax and 9% for social contribution. For that reason, such consolidated companies did not record deferred income tax and social contribution assets on tax losses, negative bases and temporary differences and are not inserted in the context of non-cumulativeness in determining the Tax on Gross Revenues for the Social Integration Program (PIS) and the Tax on Gross Revenues for Social Security Financing (COFINS).

Deferred income tax and social contribution are recognized on the temporary differences arising from the differences between the tax bases of assets and liabilities and their book values in the financial statements. Deferred income tax and social contribution are determined by using enacted, or substantially enacted, tax rates (and tax laws) at the balance sheet date, and must be applied when the respective deferred tax asset is realized or when the deferred tax liability is settled. The rates of these taxes, currently defined for the determination of such deferred credits, are 25% for income tax and 9% for social contribution.

## 2.20. Revenue recognition

Revenue from rents is recognized according to the straight-line method based on the duration of the agreements, taking into consideration the contractual readjustment and the collection of the 13<sup>th</sup> rent, and the revenue from services provided is recognized when the services are effectively provided.

Our revenues mainly come from the following activities:

### a) Rent

“Rent” refers to the lease of space to tenants and other commercial spaces such as sales stands and includes the lease of commercial spaces for publicity and promotion purposes. The lease of stores to tenants in shopping malls corresponds to the largest percentage of the Company’s revenues.

### b) Parking lots

“Parking lots” refers to the revenue from exploiting parking lots.

### c) Services

“Services” refers to revenue from managing energy and water supplies in the shopping malls.

### d) Revenues from the transfer of rights to be appropriated

Revenues from the transfer of rights to tenants and use rights are appropriated to P&L according to the duration of the first lease agreement, or use right contract.

#### 2.21. Investment property intended for sale

When the Company is committed to a sale plan for disposal of a set of assets and liabilities available for immediate sale, these assets and liabilities are classified as assets and liabilities held for sale.

Noncurrent assets and liabilities held for sale are recorded in current, separate from other current assets and liabilities, and are evaluated by the lower amount between the book value and the fair value, minus the sale costs.

#### 2.22. Basic and diluted Profit/Loss by stock

In compliance with Technical Standard CPC 41 (IAS 33), basic profit or loss per share is calculated by taking into account the income for the year and the weighted average of outstanding shares in the respective year. In the Company's case, the diluted profit or loss per share is equal to the basic profit or loss per share, once the Company does not have any potential dilutive common or preferred stock.

#### 2.23. Statement of Added Value

The purpose of the statement of value added is to evidence the wealth created by the Company and how it is distributed during certain period of time and is presented by the Company, as required by the Brazilian corporate legislation as part of its individual financial statements and as supplementary information to the consolidated financial statements, for it is not a statement provided for nor compulsory according to the IFRS.

The Statement of Value Added was prepared based on information obtained from the accounting records that serve as the preparation basis of the financial statements.

#### 2.24. Statement of Comprehensive Income (DRA)

The Company is not presenting the statement of comprehensive income (DRA) due to the fact that there are no other comprehensive income in the quarters ended on September 30, 2016 and 2015.

#### 2.25. Use of estimates and critical judgment

The preparation of the financial statements according to the accounting practices adopted in Brazil and in conformity with the IFRS require Management to use estimates to record certain transactions that affect the assets, liabilities, revenues and expenses of the Company and of its subsidiaries, as well as the disclosure of information about the data in their interim financial information.

The estimates must be determined based on the best existing knowledge, as of the date of approval of the financial statements, concerning ongoing events and transactions and according to the experience of past and / or current events.

The final results of such transactions and information, when they are effectively performed in subsequent periods, may differ from such estimates.

The main assumptions relative to sources of uncertainty in future estimates and other significant sources of uncertainties in estimates as of balance sheet date, involving a significant risk of causing a significant adjustment to the book value of assets and liabilities in the next financial period are discussed below:

**a) Fair value of investment properties**

The Company hired an external and independent appraisal firm that has renowned appropriate professional qualification in the region and in the type of property that is being appraised, to evaluate the Company's investment properties every year.

The fair values are based on the market values of investment properties and the estimated value at which a property could be exchanged on the date of the appraisal between the knowledgeable and interested parties in a transaction at arm's length. This calculation is based on a detailed inspection, including historic analysis, current situations, future perspectives, and location of investment properties appraised outside markets in general.

**b) Deferred income tax and social contribution**

The Company and its subsidiaries, when applicable, recognize deferred assets and liabilities based on the differences between the book value presented in the financial statements and the tax base of the assets and liabilities using the rate in effect.

Deferred tax assets are recognized for all of the tax losses not used in the extent to which the Company has taxable temporary differences (deferred IRPJ and CSLL tax liabilities). Such losses refer to the Company that presents a history of losses that do not prescribe. Accumulated tax loss carry-forwards are restricted to the limit of 30% of the taxable income generated in a certain fiscal year.

Deferred income tax and social contribution on equity evaluations of investment properties are calculated according to the assumed profit system.

**c) Fair value of financial instruments**

When the fair value of financial assets and liabilities presented in the balance sheet cannot be obtained on active markets, it is determined by using valuation techniques, including the discounted cash flow method. The data for such methods are based on those practiced on the market, where possible; however, when that is not viable, a certain level of judgment is required to establish the fair value. Such judgment includes considerations about the data used, such as liquidity risk, credit risk and volatility. Changes in the assumptions about such factors could affect the fair value presented in the financial statements.

**2.26. New standards, amendments and interpretations**

The International Accounting Standards Board (IASB) has published or amended the following accounting pronouncements, guidelines or interpretations not yet issued by the CPC, which must be adopted in subsequent periods:

### 2.26.1 The standards listed below came into force during the period of 2016:

- IFRS 14 – Regulatory Deferral Accounts - applicable for annual periods beginning on or after January 1, 2016;
- Amendments to IFRS 11 Joint Arrangements: Accounting for Acquisitions of Shareholders - Applicable for annual periods beginning on or after January 1, 2016, and early adoption in Brazil is not allowed;
- Amendments to IAS 16 and IAS 38 - Clarification of Acceptable Methods of Depreciation and Amortization - The changes are in force prospectively for annual periods beginning on or after January 1, 2016;
- Amendments to IAS 27 - Equity Method in Separate Financial Statements - The changes are effective for annual periods beginning on or after January 1, 2016, and early adoption is permitted, which is under analysis in Brazil;
- Amendments to IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and an Associate or Jointly Controlled Undertaking - The changes are effective for annual periods beginning on or after January 1, 2016, being allowed early adoption;
- Annual Improvements - 2012-2014 Cycle - Applicable for the annual periods beginning on January 1, 2016, including: IFRS 5 Non-Current Assets Held for Sale and Discontinued Operations, IFRS 7 Financial Instruments: Disclosures, IAS 19 Employee Benefits, IAS 34 Preparation and Disclosure of Interim Financial Statements, Amendments to IAS 1 Disclosure Initiative and Amendments to IFRS 10, IFRS 12 and IAS 28 Investment Entities: Exceptions to the Consolidation Rule.

### 2.26.2. Effective for periods beginning on or after January 1, 2017:

Amendment to IAS 7 - Statements of Cash Flows - The changes are part of the IASB disclosure improvement initiative;

Changes in IAS 12 – Income Taxes - the changes clarify the accounting of deferred tax assets on unrealized losses with debt instruments measured at fair value.

### 2.26.3. Effective for periods beginning on or after January 1, 2018:

- IFRS 2 - Share-based payments - the amendments address areas involving measurement, classification and modification of terms and / or conditions of such transactions.
- IFRS 4 - Insurance contracts - the amendments address concerns about the adoption of IFRS 9.
- IFRS 9 - Financial Instruments (new pronouncement) - introduces new classification and measurement requirements for financial assets.
- IFRS 15 - Revenue from Contracts with Customers (new pronouncement) - establishes a single comprehensive model to be used by entities in accounting for revenues from contracts with customer.

### Effective for periods beginning on or after January 1, 2019:

- IFRS 16 - Leases - establishes new lease accounting standards.

The changes to the IFRS mentioned above have not yet been edited by the CPC. However, as a result of the CPC's commitment to keep the set of standards issued updated based on the updates and modifications made by the IASB, these changes and modifications are expected to be edited by the CPC until the date of its mandatory application.

The Company has not adopted such pronouncements early and are still evaluating the possible impacts arising from the application of these new standards.

### 3. Cash and cash equivalents and financial investments

	Parent Company		Consolidated	
	09/30/2016	12/31/2015	09/30/2016	12/31/2015
<b>Cash and Banks</b>				
<b>In Brazilian Reais</b>				
Cash	10	9	61	45
Banks	992	62	5,610	3,610
<b>In US dólar</b>				
Banks (a)	-	-	123	1,240
	<b>1,002</b>	<b>71</b>	<b>5,794</b>	<b>4,895</b>
<b>Financial investments</b>				
<b>In Brazilian Reais</b>				
CDB (b)	1,963	1,738	8,343	55,985
Committed	-	-	40,755	-
Interest-bearing account	39	87	1,887	4,880
<b>Exclusive investment fund (c)</b>				
Cash	-	-	10	10
Investment funds	-	-	4,757	24,107
CDB	-	-	4,252	-
LFT	-	-	7,077	13,203
Financial Bonds	-	-	-	4,858
Committed	-	-	11,035	3,302
<b>Total investments</b>	<b>2,002</b>	<b>1,825</b>	<b>78,116</b>	<b>106,345</b>
<b>Total Cash and cash equivalents</b>	<b>3,004</b>	<b>1,896</b>	<b>83,910</b>	<b>111,240</b>
<b>Non-current investments</b>				
Non-current investments	-	-	1,443	1,133
<b>Total investments</b>	<b>-</b>	<b>-</b>	<b>1,443</b>	<b>1,133</b>

- (a) On September 30, 2016, the total balance of cash and banks is of R\$ 5,794 (consolidated), whereas the amount of R\$ 123 is deposited in a checking account abroad is indexed to the US Dollar. As of December 31, 2015, from the total balance of R\$ 4,895 (consolidated), the amount of R\$ 1,240 was deposited in a checking account abroad is indexed to the US Dollar.;
- (b) Resources invested in Bank Deposit Certificates (CDB) and Committed in banks Santander, Banif, Bnb and Itaú with average yield of 99.4% of CDI;
- (c) On September 30, 2016, the Exclusive Investment Fund portfolio is substantially composed of securities issued by Brazilian financial institutions and highly liquid federal government bonds, recorded at their realization values, which yield, on average 100.5% do CDI. Such fund does not have any significant obligations with third parties and such obligations are limited to asset management fees and other services inherent in fund transactions;

Financial investments classified as cash and cash equivalents are investments that may be redeemed within 90 days, composed of highly liquid securities, convertible into cash and that have an insignificant risk of changes in value.

#### 4. Accounts Receivable

	Consolidated	
	09/30/2016	12/31/2015
Rentals receivable and others	92,703	90,930
Provision for doubtful accounts	(22,439)	(17,943)
<b>Total</b>	<b>70,264</b>	<b>72,987</b>
Current	64,777	69,924
<b>Non-current</b>	<b>5,487</b>	<b>3,063</b>

The accounts receivable from clients are stated at the nominal values of the securities that represent the credits, including, where applicable, yields, inflation adjustments earned and effects arising from linearizing the revenue, calculated on a pro rata day basis up to the balance sheet date. Such nominal amounts correspond, approximately, to their respective present values because they are realizable within the short term.

The Company's maximum exposure to credit risk is the book value of the abovementioned accounts receivable. To mitigate such risk, the Company follows the practice of analyzing the types of collection (rents, services and other items), considering the average history of losses, Management periodically monitoring its clients' equity and financial position, establishing credit limits, analyzing credits that have been past due for more than 180 days and permanently monitoring their debit balance, among other practices. The client portfolio that has not been accrued refers to clients whose individual analysis of their financial position did not show that they would not be realizable.

In order to evaluate the quality of the credit of potential clients, the Company considers the following assumptions: the amount of the guarantee offered must cover at least 12 months of occupancy costs (rent, plus common charges and promotion funds, multiplied by 12); the guarantees accepted (properties, letter of guarantee, insurance, etc.); the good standing of the individuals and legal entities involved in the rental (partners, guarantors, debtors) and the use of SERASA as reference for consultations.

The provision movements transaction for doubtful account for periods ended on September, 30 2016 and for the year December 31, 2015 is the following:

	Consolidated	
	09/30/2016	12/31/2015
<b>Balance at the beginning of the year</b>	<b>(17,943)</b>	<b>(15,097)</b>
Credits accrued in the year	(4,496)	(2,846)
<b>Balance at the end of the year</b>	<b>(22,439)</b>	<b>(17,943)</b>

The composition of the accounts receivable billed, per maturity period, is the following:

	Consolidated	
	09/30/2016	12/31/2015
<b>Not yet due</b>	<b>51,445</b>	<b>49,889</b>
<b>Past due</b>		
Past due for 1 to 30 days	1,834	2,933
Past due for 31 up to 60 days	1,559	3,507
Past due for 61 up to 90 days	1,408	2,374
Past due for 91 up to 180 days	4,732	3,602
Past due for over 180 days	31,725	28,625
	<b>41,258</b>	<b>41,041</b>
<b>Total</b>	<b>92,703</b>	<b>90,930</b>

As of September 30, 2016, the amount of R\$ 9,286 in accounts receivable from clients (R\$ 10,682 as of December 31, 2015) is overdue for more than 180 days, but no provision has been provided for. The Company understands that the other past due amounts have been duly negotiated with the clients and there have not been any significant changes in the quality of their credit, and the amounts are considered recoverable.

#### 5. Taxes recoverable

	Parent Company		Consolidated	
	09/30/2016	12/31/2015	09/30/2016	12/31/2015
Income Tax Withholding (IRRF) on financial investment	259	155	12,383	19,595
IRRF Recoverable	204	203	1,556	1,409
Services Tax (ISS)	1	1	509	527
PIS and COFINS recoverable	70	53	546	1,014
Income Tax – advance payments	1,286	1,127	1,430	1,303
Social contribution – advance payments	461	404	556	506
Other taxes recoverable	-	-	863	1,013
<b>Total</b>	<b>2,281</b>	<b>1,943</b>	<b>17,843</b>	<b>25,367</b>
Current	2,281	1,943	13,376	20,664
<b>Non-current</b>	<b>-</b>	<b>-</b>	<b>4,467</b>	<b>4,703</b>

#### 6. Other accounts receivable

	Parent Company		Consolidated	
	09/30/2016	12/31/2015	09/30/2016	12/31/2015
Insurance expenses to record	38	165	258	188
Advances to suppliers	9	100	3,321	5,849
Prepaid labor benefits	38	62	52	77
Expenses to be appropriated	53	6	9	6
Other costs and expenses to record	266	-	469	-
Construction work security deposit – shopkeeper	-	-	-	1,530
Amounts receivable from other ventures	-	-	8,495	9,193
Commissions to be apportioned	-	-	4,222	5,097
Other accounts receivable	6,961	10,723	1,000	2,275
<b>Total</b>	<b>7,365</b>	<b>11,056</b>	<b>17,826</b>	<b>24,215</b>
Current Assets	7,365	10,929	16,041	20,673
<b>Non-current assets</b>	<b>-</b>	<b>127</b>	<b>1,785</b>	<b>3,542</b>

## 7. Related parties transactions

### a) Balances and transactions with related parties

During the course of the Company's business, the shareholders, the subsidiaries and the civil condominiums (jointly-owned properties) enter into financial and commercial transactions among themselves, which include: **(i)** the provision of consulting services and operating assistance relating to the supply of water and energy and to the electrical installations; **(ii)** management of shopping malls; **(iii)** management of shopping mall parking lots; **(iv)** commercial lease agreements; and **(v)** agreements and decisions made with respect to condominium rules.

Generally speaking, all of the terms and conditions of the agreements entered into by and between the Company and related parties are in accordance with the terms and conditions that are usually adopted in loan agreements on commutative and market bases, as if the loan occurred with a non-related party, except for the balance of current account agreements on which financial charges are not levied.

Management individually negotiates agreements with related parties, analyzing their terms and conditions in the light of the terms and conditions usually adopted in the market, the particularities of each transaction, including timeframes, amounts, compliance with quality standards, thus having the agreement with the related party reflect the option that best meets the interests of the Company with respect to timeframes, amounts and quality conditions, when compared with other similar providers.

The balances as of September 30, 2016 and December 31, 2015, in the Parent Company, are presented in following:

	Parent Company	
	09/30/2016	12/31/2015
<b>Assets</b>		
General Shopping Finance <b>(a)</b>	1,933	1,933
General Shopping Investments <b>(a)</b>	11,481	3,311
Securis <b>(b)</b>	33,639	53,752
Others	2,526	358
<b>Total</b>	<b>49,579</b>	<b>59,354</b>

	Parent Company	
	09/30/2016	12/31/2015
<b>Liabilities</b>		
Levian <b>(b)</b>	166,339	170,881
<b>Total</b>	<b>166,339</b>	<b>170,881</b>

- (a)** They refer to costs to issue perpetual bonds paid by the Company;  
**(b)** They refer to the other loans on which no financial charges are levied and which have no maturity dates;



The balances as of September 30, 2016 and December 31, 2015, in the consolidated, are the following:

	Consolidated	
	09/30/2016	12/31/2015
<b>Assets</b>		
Associação Lojistas Poli	-	1
Condomínio Civil Suzano Shopping Center (c)	200	471
Condomínio Unimart Campinas (c)	637	1,117
Condomínio Outlet Premium SP (c)	22	30
BR Partners Bahia Empreendimentos Imob.	149	146
Condomínio Outlet Premium RJ (c)	4,193	5,500
Condomínio Outlet Premium Salvador (c)	-	211
Condomínio Unimart Atibaia (c)	232	232
Condomínio Outlet Premium Brasília (c)	2,546	2,546
Condomínio do Vale (c)	1,146	1,146
Condomínio Prudente (c)	-	66
Condomínio ASG (c)	1,226	1,727
Condomínio Barueri (c)	316	316
Condomínio Shopping Light (c)	-	462
Condomínio Bonsucesso (c)	2,757	3,396
Condomínio Parque Shop Sulacap (c)	3,243	2,817
Condomínio Volunt. Civil Parque Shop Maia (c)	6,556	6,546
Condomínio ISG (c)	666	2,650
Fundo de Investimento Imobiliário Sulacap – FII	653	653
Golf Participações Ltda. (a)	24,193	22,120
Tenants	6,563	8,346
Nova Poli Shopping Center	102	102
Individuals (c)	1,780	1,780
PNA Empreendimentos Imobiliários Ltda.	146	146
Others (c)	66	500
<b>Total non-current</b>	<b>57,392</b>	<b>63,027</b>
	Consolidated	
	09/30/2016	12/31/2015
<b>Liabilities</b>		
SAS Venture LLC (b)	22,712	29,712
Others (c)	1,402	675
<b>Total current</b>	<b>24,114</b>	<b>30,387</b>
Nam pont Holdings S.A (d)	23,122	20,495
<b>Total - related parties</b>	<b>47,236</b>	<b>50,882</b>

- (a) The loan to the controlling shareholder is subject to financial charges of 1% per month. There is no timeframe to receive it;
- (b) Upon ownership reorganization, the capital stock of the subsidiary “Park Shopping Administradora” was reduced and has been being returned to the then shareholder SAS Ventures LLC, in equal, semi-annual installments, since September 14, 2007;
- (c) On the other loans no financial charges are levied and there are no maturity dates set forth;
- (d) Nam pont subscribed and paid on October 28, 2015 all 20 debentures of Cristal Administradora e Incorporadora S.A., according to the Explanatory Note number 12 (p).

## b) Management compensation

The managers fees, in the consolidated, have been appropriated in the income statements, under title “general and administrative expenses”, not exceeding the limit approved by the shareholders.

On the quarter ended on September 30, 2016 and 2015, were paid to the Company’s managers short-term benefits (salaries, wages, contributions to social security, profit sharing and medical insurance) in the amount of R\$ 3,944 and R\$ 4,530, respectively, as evidenced below:

	Consolidated	
	09/30/2016	09/30/2015
Director's fees	3,099	3,452
Variable compensation and charges	620	690
Benefits	225	388
<b>Total</b>	<b>3,944</b>	<b>4,530</b>

No amount was paid by way of: (i) post-employment benefits (pensions, other retirement benefits, post-employment life insurance and post-employment medical assistance); (ii) long-term benefits (leaves due to years of service or other leaves, jubilees or other benefits for years of service and benefits for long-term disability); and (iii) share-based compensation.

In the Ordinary and Extraordinary General Shareholders’ Meeting held on April 29, 2016, was approved the global remuneration of R\$ 11,615 for fiscal year 2016 (R\$ 10,491 for fiscal year 2015).

## 8. Investments

	% – Interests	Stocks /share quantity held	Corporate Capital	Profit (loss) of the year	Net worth (unsecured liabilities)	Results from equity adjustment	Balances of Investments	
							09/30/2016	12/31/2015
<b>Direct Subsidiaries - Investments</b>								
Levian	72.49	486,650,597	671,323	19,122	1,485,563	13,811	851,369	832,759
Securis	30.51	13,424,400	144,230	(57,592)	681,964	(17,598)	126,282	-
GS Investments	100	50,000	-	120,447	257,411	120,448	92,106	107,186
GS Finance II	100	50,000	81	(10)	53	(13)	50	63
			<b>815,634</b>	<b>80,967</b>	<b>2,424,991</b>	<b>116,648</b>	<b>1,069,807</b>	<b>940,008</b>
<b>Provision for losses on Investments</b>								
<b>Holdins</b>								
General								
Shopping								
Finance	100	50,000	81	72,104	(17,425)	71,108	(24,949)	(92,452)
			<b>81</b>	<b>72,104</b>	<b>(17,425)</b>	<b>71,108</b>	<b>(24,949)</b>	<b>(92,452)</b>
<b>Net Balance</b>			<b>815,715</b>	<b>153,071</b>	<b>2,407,566</b>	<b>187,756</b>	<b>1,044,858</b>	<b>847,556</b>

	% - Interests	Stocks /share quantity held	Corporate Capital	Profit (loss) of the year	Net equity (negative shareholder equity)
<b>Indirect Subsidiaries - Levian</b>					
ABK	99.70%	130,343,463	130,343	(1,888)	155,612
Atlas	100%	3,816,399	3,816	23,598	53,536
Bac	100%	10,000	10	(1)	(14,631)
Bot	100%	51,331,650	51,332	(387)	64,739
BR Outlet	100%	10,000	10	(6)	(3)
Brassul	100%	25,630,617	25,631	878	64,943
Bud	100%	10,000	10	(1)	(1)
Cly	100%	10,000	10	20,198	615,431
Delta	100%	72,870,112	72,870	(146)	70,261
FLK	100%	12,686,271	12,686	1,789	43,759
Fonte	100%	56,833,764	56,834	(8,316)	(49,488)
Intesp	100%	11,130,316	11,130	191	-
Jauá	100%	10,000	10	(1)	28
MAI	100%	1,409,558	1,410	(8)	1,599
Manzanza	100%	21,078,331	21,078	(247)	19,238
Nova União	100%	4,332,000	4,332	4,528	54,034
POL	100%	58,921,553	58,922	216	51,282
Poli	100%	596,608	425	592	13,352
Premium Outlet	100%	10,000	10	(1)	5
Sale	100%	14,702,069	14,702	970	65,280
Securis	15.3%	18,172,960	144,230	(57,593)	681,964
Send	100%	288,999,513	289,000	6,852	438,263
Uniplaza	100%	42,948,318	42,948	5,178	133,022
Vul	100%	57,271,567	57,272	(10,388)	(115,215)
Zuz	100%	58,139,780	58,140	(490)	91,821

	% - Interests	Stocks /share quantity held	Corporate Capital	Profit (loss) of the year	Net equity (negative shareholder equity)
<b>Indirect Subsidiaries - Atlas</b>					
Alte	100%	50,000	50	29	(1,791)
ASG Administradora	100%	20,000	20	(6)	106
Ast	100%	1,497,196	1,497	1,134	2,850
BR Brasil Retail	90%	100	-	(897)	(2,211)
BRR2 Administradora	90%	10,000	10	(102)	(20)
BRR3 Administradora	90%	10,000	10	(353)	(479)
BRR4 Administradora	90%	10,000	10	25	35
Energy	100%	10,000	10	5,168	30,328
GS Park	100%	10,000	10	958	214
GSB Administradora	100%	1,906,070	1,906	10,016	27,329
Ipark	100%	3,466,160	3,466	3,613	30,797
Vide	100%	10,000	10	(2)	(207)
Wass	100%	10,000	10	3,482	17,019

	% - Interests	Stocks /share quantity held	Corporate Capital	Profit (loss) of the year	Net equity (negative shareholder equity)
<b>Indirect subsidiaries - GS Investments</b>					
Andal	100%	5,068,000	5,068	5,031	161,437
Ardan	100%	10,000	10	(1)	8
Bail	100%	10,000	10	(42)	3,954
Bavi	100%	10,000	10	(1)	(21)
Cristal	100%	10,000	10	(2,462)	(2,814)
Eler	100%	10,000	10	(16,013)	218,318
ERS	100%	29,597,841	29,598	(24,956)	(16,139)
FII Top Center	100%	11,673,778	11,694	(97)	(10)
GAX	100%	10,000	10	1,006	72,476
Indui	100%	10,000	10	(910)	51,349
Pentar	100%	10,000	10	(1)	8
Rumb	100%	10,000	10	(1)	(7)
SB Bonsucesso	100%	93,292,158	93,292	(1,331)	251,104
Securis	15.3%	18,172,960	144,230	(57,593)	681,964
Tequs	100%	10,000	10	(1)	8
Vanti	100%	10,000	10	(1)	7
XAR	100%	786,849	787	(1,679)	(17,562)

The changes for the half ended on September 30, 2016 are the following:

<b>Balances on December 31, 2015</b>	<b>847,556</b>
Increase in investment in subsidiary	9,546
Equity accounting results	187,756
<b>Balances on September 30, 2016</b>	<b>1,044,858</b>

## 9. Investment property

	In operation	Consolidated "Greenfield" projects under construction (i)	Total
<b>Balances on 12/31/2015</b>	<b>2,614,272</b>	<b>206,690</b>	<b>2,820,962</b>
Acquisition / Additions	74,922	4,819	79,741
Capitalized financial charges	-	2,931	2,931
Alienation (ii)	(13,500)	-	(13,500)
<b>Balances on 09/30/2016</b>	<b>2,675,694</b>	<b>214,440</b>	<b>2,890,134</b>

- (i) Land for future construction and construction in progress.
- (ii) Alienation by the sale of 100% of Poli Shopping Osasco.

Investment properties given to guarantee loans are described in Explanatory Notes 12 and 13

### Evaluation at fair value

The fair value of each investment property under construction was determined by the appraisal performed by a specialist independent firm (CB Richard Ellis). For the period ended on September 30, 2016, the Management has not identified any need for reviewing the calculation of fair value.

The methodology adopted to appraise such investment properties at fair value is the one prescribed by The Royal Institution of Chartered Surveyors (R.I.C.S.), in Great Britain, and by the Appraisal Institute in the United States, which are internationally used and well known for appraisal cases and other analyses.

All of the calculations are based on the physical qualification analysis of the property studied and on the several pieces of information obtained in the market, which are properly treated to be used in determining the value of the undertaking.

For the appraisals, ten-year cash flows were prepared, not considering the inflation that might exist in that period. The average discount rate applied to the cash flow was 11.18% and the average capitalization rate (perpetuity) adopted in the 10th year was 8.10%.

## 10. Fixed Assets

	% - depreciation rate	Parent Company					
		09/30/2016			12/31/2015		
		Cost	Accumulated Depreciation	Net amount	Cost	Accumulated Depreciation	Net amount
Buildings	2 to 4	3,787	(1,012)	2,775	3,787	(897)	2,890
Furniture and fixtures	8 to 15	520	(207)	313	509	(180)	329
Machinery and equipment	8 to 15	1,385	(551)	834	1,333	(449)	884
Computers and Peripherals	15 to 25	1,350	(1,038)	312	1,281	(900)	381
Improvements on third parties properties	8 to 15	688	(195)	493	589	(149)	440
Suppliers advances	-	25,708	-	25,708	25,708	-	25,708
<b>Total</b>		<b>33,438</b>	<b>(3,003)</b>	<b>30,435</b>	<b>33,207</b>	<b>(2,575)</b>	<b>30,632</b>

	% - depreciation rate	Consolidated					
		09/30/2016			12/31/2015		
		Cost	Accumulated Depreciation	Net amount	Cost	Accumulated Depreciation	Net amount
Buildings	2 to 4	3,890	(1,112)	2,778	3,890	(1,000)	2,890
Furniture and fixtures	8 to 15	8,050	(3,891)	4,159	7,923	(3,352)	4,571
Machinery and equipment	8 to 15	2,897	(778)	2,119	2,526	(553)	1,973
Vehicles	15 to 25	143	(99)	44	143	(90)	53
Computers and Peripherals	8 to 15	3,031	(2,530)	501	2,880	(2,327)	553
Improvements on third parties properties	8 to 15	7,709	(5,499)	2,210	7,292	(5,036)	2,256
Suppliers advances	-	18,724	-	18,724	18,787	-	18,787
<b>Total</b>		<b>44,444</b>	<b>(13,909)</b>	<b>30,535</b>	<b>43,441</b>	<b>(12,358)</b>	<b>31,083</b>

Changes to Fixed assets, as show subsequently, for the quarter ended on September 30, 2016:

	Parent Company			
	12/31/2015	Additions	Depreciation	09/30/2016
Buildings	2,890	-	(115)	2,775
Furniture and fixtures	329	11	(27)	313
Machinery and equipment	884	52	(102)	834
Computers and Peripherals	381	69	(138)	312
Improvements on third parties properties	440	99	(46)	493
Suppliers advances	25,708	-	-	25,708
<b>Total</b>	<b>30,632</b>	<b>231</b>	<b>(428)</b>	<b>30,435</b>

	Consolidated				
	12/31/2015	Additions	Retirement	Depreciation	09/30/2016
Buildings	2,890	-	-	(112)	2,778
Furniture and fixtures	4,571	127	-	(539)	4,159
Machines, devices and equipment	1,973	387	(16)	(225)	2,119
Vehicles	53	-	-	(9)	44
Computers and Peripherals	553	151	-	(203)	501
Improvements on third parties properties	2,256	417	-	(463)	2,210
Suppliers advances	18,787	40	(103)	-	18,724
<b>Total</b>	<b>31,083</b>	<b>1,122</b>	<b>(119)</b>	<b>(1,551)</b>	<b>30,535</b>



	Consolidated					
	Useful life term	Amortization Method	12/31/2015	Additions	Amortization	09/30/2016
Undefined Useful Life						
Trademarks and patents	-	-	3,941	60	-	4,001
Defined Useful Life						
Software	5 years	Straight	10,366	306	(2,445)	8,227
Use Right Shopping Suzano	60 years	Straight	3,969	-	(19)	3,950
Agreements renewal right	10 years	Straight	5,380	1	(617)	4,764
Total			23,656	367	(3,081)	20,942

## 12. Loans and Financing

	Currency	%– Contractual Rates p.a.	Maturity date	Consolidated	
				09/30/2016	12/31/2015
<b>Loans and Financing</b>					
Perpetual credit bonds (a)	US\$	10%	-	540,449	650,097
Perpetual credit bonds (b)	US\$	12%	-	443,484	641,228
Senior debts bonds	US\$	10%/12%	2026	29,368	-
Banco Nacional de Desenvolvimento Econômico e Social (BNDES) PINE FINAME (c)	R\$	9%	2019	523	654
Banco Nacional de Desenvolvimento Econômico e Social (BNDES) HSBC FINEM (f)	R\$	6.5% + TJLP	2017	6,877	8,527
Banco Nacional de Desenvolvimento Econômico e Social (BNDES) HSBC FINEM (g)	R\$	5.5% + Selic	2017	4,545	8,069
Banco Nacional de Desenvolvimento Econômico e Social (BNDES) HSBC FINEM (n)	R\$	6.8% + TJLP	2021	36,680	41,836
Banco Nacional de Desenvolvimento Econômico e Social (BNDES) HSBC FINEM (o)	R\$	6.8% + Selic	2021	19,330	20,453
Banco HSBC (d)	R\$	3.2% + CDI	2017	2,118	5,360
BBM – CCB (m)	R\$	8.085% + CDI	2017	2,336	7,597
Debentures – SB Bonsucesso (e)	R\$	2.7% + CDI	2022	23,876	26,820
Debentures – SB Bonsucesso (e)	R\$	7.5% + IPCA	2022	35,031	31,859
Debentures – Cristal (p)	R\$	2.5% + CDI	2017	23,122	20,495
Banco Nordeste do Brasil (h)	R\$	3.53%	2025	19,787	20,065
Banco Itaú - FINEM (i)	R\$	5.3% + TJLP	2020	19,967	23,311
Banco Itaú – FINEM (j)	R\$	4.6% + SELIC	2020	5,829	6,228
Banco Itaú – FINEM (k)	R\$	3.5%	2020	686	809
Banco Votorantim (l)	R\$	3.9%+CDI	2016	-	6,268
<b>Total</b>				<b>1,214,008</b>	<b>1,519,676</b>
Current Liabilities				50,675	118,786
<b>Non-current liability</b>				<b>1,163,333</b>	<b>1,400,890</b>

(a) On November 9, 2010, the subsidiary General Shopping Finance obtained, by issuing perpetual bonds, the amount of US\$ 200,000 corresponding to R\$ 339,400, as of the date it was obtained. The perpetual bonds are denominated in US dollars, with quarterly payments of interest at the rate of 10% per year. General Shopping Finance has the option to repurchase the perpetual bonds as from November 9, 2015. According to the perpetual bond issue prospect, the funds obtained are intended for the advance settlement of the CCI and for investing in “Greenfields” and expansions. All of the subsidiaries, except for GSB Administradora, ASG Administradora and FII Top Center, have given sureties to guarantee the transaction. The cost of issue of the perpetual bonds was R\$ 11,483 and the effective cost of the transaction totaled 10.28%.

On April 19, 2011, the subsidiary General Shopping Finance obtained, by issuing perpetual bonds, the amount of US\$ 50,000 corresponding to R\$ 78,960, as of the date it was obtained. The perpetual bonds are denominated in US dollars, with quarterly payments of interest at the rate of 10% per year. General Shopping Finance has the option to repurchase the perpetual bonds as from November 9, 2015. All of the subsidiaries, except for GSB Administradora, ASG Administradora and FII Top Center, have given sureties to guarantee the transaction. The cost of issue of the perpetual bonds was R\$ 758 and the effective cost of the transaction totaled 10.28%.

On October 27, 2015, part of the “Perpetual Bonds” were repurchased for US\$ 85,839 corresponding to R\$ 335,750 on the date of repurchase.

- (b) On March 20, 2012, the subsidiary GS Investments Limited obtained, by issuing perpetual bonds, the amount of US\$ 150,000 corresponding to R\$ 271,530, as of the date it was obtained. The perpetual bonds are denominated in US dollars, with interest of 12% per year paid every six months up to the 5th year counting from the date of issue, after the 5th year through the 10th year counting from the date of issue, 5 Year US Treasury Constant Maturity plus 11.052% per year, paid every six months, and from the 10th year onwards, USD LIBOR rate for three months plus 10.808% and 1% paid every quarter. The Company will be able to opt to defer interest, indefinitely on the deferred amounts will bear interest at the applicable rate indicated above, plus 1% per annum. In any deferral of interest, the Company should distribute only the equivalent of 25% net profit for the mandatory minimum dividend provided for in Brazilian legislation. GS Investments Limited may totally or partially redeem the bonds at its own discretion in the 5th year counting from the date of issue, in the 10th year counting from the date of issue, and at each interest payment date after then. The bonds will be guaranteed by the sureties from General Shopping and from the following subsidiaries: General Shopping do Brasil S.A., Ast Administradora e Incorporadora Ltda., BOT Administradora e Incorporadora Ltda., BR Outlet Administradora e Incorporadora Ltda., Brassul Shopping Administradora e Incorporadora Ltda., Bud Administradora e Incorporadora Ltda., Cly Administradora e Incorporadora Ltda., Delta Shopping Empreendimentos Imobiliários Ltda., ERS Administradora e Incorporadora Ltda., FLK Administradora e Incorporadora Ltda., Intesp Shopping Administradora e Incorporadora Ltda., I Park Estacionamentos Ltda., Levian Participações e Empreendimentos Ltda., MAI Administradora e Incorporadora Ltda., Manzanha Consultoria e Administração de Shopping Centers Ltda., Poli Shopping Center Empreendimentos Ltda., PP Administradora e Incorporadora Ltda., Premium Outlet Administradora e Incorporadora Ltda., Sale Empreendimentos e Participações Ltda., Securis Administradora e Incorporadora Ltda., Send Empreendimentos e Participações Ltda., Sulishopping Empreendimentos Ltda., Uniplaza Empreendimentos, Participações e Administração de Centros de Compra Ltda., Vide Serviços e Participações Ltda., Vul Administradora e Incorporadora Ltda., and Zuz Administradora e Incorporadora Ltda. The cost of issue of the perpetual bonds was R\$ 12,581.

There are no financial covenants in the perpetual bond issue transactions. The covenants refer to: (i) the limitation of encumbrances on the assets (except for the encumbrances allowed, including the BNDES financing, the refinancing of existing transactions and certain securitizations, among others), where the proportion of the non-encumbered assets/unsecuritized debts should be maintained *pari passu* with the conditions given to encumbered assets/securitized debts; (ii) limitation of sale and lease-back transactions concerning current assets with maturity exceeding three years, under the same conditions of (i) above and (iii) limitation of transactions with affiliates, building in, merging, or transferring of assets.

On August 10, 2016, the amount of US\$ 34,413 was settled in the exchange offer. For this operation, new senior debt bonds were issued in the amount of US\$ 8,923 with guarantee and maturity in 2026 (10% / 12% Senior Secured PIK Toggle Notes due 2016) and 34,413 Global Depositary Share (GDS) as the Issued by the Company in the proportion of 73 common shares for each 1 GDS, totaling 2,512,149 common shares. The Perpetual Bonds that were exchanged under the Exchange Offer were canceled;

- (c) Financing obtained during the last quarter of 2011 for the acquisition of equipment to build Parque Shopping Barueri through the FINAME line of credit of the BNDES in the amount of R\$ 937 and the rate of 8.7% per year. In January 2012, R\$ 105 was added to the existing agreement. The duration of the agreement is 96 months, with a grace period of 24 months and 72 months of amortization;



- (d) On June 13, 2012, the amount of R\$ 11,400 plus charges of 100% of the changes in the CDI rate, plus 3.202% interest per year was obtained through a Bank Credit Bill from Banco HSBC. The agreement duration is 60 months, with a grace period of 12 months for the payment of the principal and the payment of quarterly interest.  
As disclosed in Note 27, the Company entered into swap instrument against interest rate risks. Thus, the active index edge is denominated at the CDI rate plus 3.202% per year. However, the passive index edge is denominated at the IPCA rate plus 7.590% per year. The net effect of the debt considering the derivative financial instrument entered into produces the same effect as that of the changes in the IPCA rate plus 4.453% interest per year;
- (e) On October 26, 2012, the Debenture Trust Deed of the 1<sup>st</sup> issue of unsecured bonds SB Bonsucesso Administradora de Shoppings S.A, not convertible into shares, with additional security interest and personal guarantee, into two types (DI and IPCA) for public distribution with restricted placement efforts, was signed. The total amount of the debentures is R\$ 78,000, debts in the DI series of R\$ 39,000 with the rate of 2.75% per year + CDI rate, with monthly amortization of the principal and interest and a total duration of 120 months. The IPCA series in the amount of R\$ 39,000 has a 7.5% rate per year + IPCA, with monthly payments and annual amortization and a total 10 years term (120 months);
- (f) On October 30, 2012, R\$ 13,685 was released by means of a FINEM/BNDES financing transaction. Such transaction was performed by HSBC Bank Brasil S.A., at the rate of 6.5% per year + TJLP with total duration of 60 months, where 12 months refer to the grace period and 48 months refer to amortization.  
As disclosed in Note 25, the Company entered into swap instrument against interest rate risks. Thus, the active index edge is denominated at 6.5% per year + TJLP. However, the passive index edge is denominated at IPCA plus 6.9% per year. The net effect of the debt considering the derivative financial instrument entered into produces the same effect as that of the changes in the IPCA rate plus 4.319% interest per year;
- (g) On October 30, 2012, the amount of R\$ 10,264 with charges of 100% of the changes in the CDI rate plus 5.5% interest per year was obtained through Bank Credit Bill from Banco HSBC. The duration of the agreement is 60 months, with a 12-month grace period to pay the principal and to pay the quarterly interest.  
As disclosed in Note 25, the Company entered into swap instrument against interest rate risks. Thus, the active index edge of the derivative instrument is denominated at 100% of the changes in the CDI rate plus 5.5% per year. However, the passive index edge is denominated at IPCA plus 7.97% per year. The net effect of the debt considering the derivative financial instrument entered into produces the same effect as that of the changes in the IPCA rate plus 6.456% of interest per year;
- (h) On November 13, 2013, the amounts of R\$ 15,344 and R\$ 7,942, totalizing R\$ 23,286 were obtained through Brazilian Northeast Fund of Financing (FNE) from Banco do Nordeste do Brasil S.A, at the rate of 3.53% interest per year. The duration of the agreement is 139 months;
- (i) On February 24, 2014, R\$ 28,009 was released. On April 23, 2014, R\$ 199 was released, totalizing the amount of R\$ 28,208. These amounts were obtained by means of a FINEM/BNDES financing transaction. Such transaction was performed by Banco Itaú BBA S.A., at the rate of 5.3% per year + TJLP with total duration of 84 months, where 12 months refer to the grace period and 72 months refer to amortization;
- (j) On February 24, 2014, R\$ 7,002 was released. On April 24, 2014 R\$ 50 was released, totalizing the amount of R\$ 7,052. These amounts were obtained by means of a FINEM/BNDES financing transaction. Such transaction was performed by Banco Itaú BBA S.A., at the rate of 4.6% per year + SELIC with total duration of 84 months, where 12 months refer to the grace period and 72 months refer to amortization;

- (k) On April 22, 2014, R\$ 985 was raised through the financing operation under FINEM/BNDES program. This operation was carried out by Banco Itaú BBA S/A at 3.5% rate per annum and has 83 months term as follows 11 months grace period and 72 months amortization.
- (l) On February 28, 2014, the amount of R\$ 25,000 was obtained through the issuance of a Bank Credit Bill from Votorantim S.A, at the rate of 3.90% interest and changes in the CDI rate per year. The duration of the agreement is 24 months, where 12 months refer to the grace period and four quarterly amortization installments, paid on February 25, 2016;
- (m) On August 29, 2014, the amount of R\$ 12,000 was obtained by issuing a Bank Credit Bill from Banco BBM S.A. at the rate of 7.122% interest per year and changes in the CDI rate. The duration of the agreement is 12 months, where 3 months refer to the grace period. Transaction settled in August 2015. On July 13, 2015, R\$ 9,300 was raised at 8.085 rate per year + CDI. The agreement term is 18 months, which has 2 months grace period and 72 months amortization;
- (n) On November 25, 2014, R\$ 25,900 was released, R\$ 9,100 was released on March 11, 2015, R\$ 7,700 was released on May 18, 2015, R\$ 1,494 was released on July 28, 2015, totaling the amount of R\$ 44,194. Such amounts were raised through the financing operation under FINEM/BNDES program. This operation was carried out by HSBC Bank Brazil SA, at 6.8% rate per annum. + TJLP and it has a total 84 months term, which has 12 months grace period and 72 months amortization.
- (o) On November 25, 2014 were transferred R\$ 11,100, on March 11, 2015, R\$ 3,900, was released, R\$ 3,300 was released on May 18, 2015, R\$ 640 was released on July 28, 2015, totaling the amount of R\$ 18,940. These amounts were raised through a financing operation transacted in modality FINEM/ BNDES. This operation was transacted by HSBC Bank Brasil S.A., at the rate of 6.8% p.a. + SELIC for the total period of 84 months, 12 of grace period and 72 months of amortization.;
- (p) On October 28, 2015, Private Deed of the 1st simple debentures issue, not convertible into stocks, unsecured with surety, for public distribution in kind (DI) of Cristal Administradora e Incorporadora S.A. The total debentures amount is R\$ 20,000, at 2.50% rate per annum. + CDI and biannual interest payment and principal amortization on 10/28/2017.

The agreements do not provide for the maintenance of financial indicators (borrowing rate, coverage of expenses with interest etc.).

The composition of the installments as of September 30, 2016, by year of maturity, is composed in the following manner:

	Consolidated
<b>Year</b>	
2016	24,711
2017	62,519
2018	28,805
2019	28,762
2020 onwards	1,069,211
	<b>1,214,008</b>

Because the obtainments through the issuance of perpetual bonds do not have a maturity date, such obtainments were classified as debt payable from 2020 onwards.

Changes in loans and financing for the half ended on September 30, 2016 are the following:

	Consolidated
<b>Balances on December 31, 2015</b>	<b>1,519,676</b>
Raising funds	1,910
Raising cost	(600)
Raising cost amortization	2,821
Payment – principal	(65,664)
Payment – Interest	(57,778)
Gain on the settlement of the Perpetual Bonus	(98,464)
Exchange variation	(224,419)
Financial burdens	136,526
<b>Balances on September 30, 2016</b>	<b>1,214,008</b>

### Financial charges and transaction costs

Financial charges and transaction costs of loans and financing are capitalized and allocated to P&L because the duration of the instrument entered into has been elapsing according to the amortized cost, using the effective interest rate method.

### 13. Real estate credit bills

	Currency	% - Rate	Maturity date	Consolidated	
				09/30/2016	12/31/2015
<b>Subsidiary</b>					
ABK (a)	R\$	11% + TR	2018	32,489	42,556
Levian (a)	R\$	11% + TR	2018	32,489	42,556
Andal (b)	R\$	11% + TR	2022	44,974	48,263
Send (c)	R\$	7% + IPCA	2024	67,228	66,749
Bot (d)	R\$	6.95% + IPCA	2024	52,586	52,282
Pol (e)	R\$	6.9%+IPCA	2025	37,206	36,750
Eler (f)	R\$	9.9%+TR	2026	271,398	263,642
Ers (g)	R\$	9.9%+TR	2026	70,213	70,815
				<b>608,583</b>	<b>623,613</b>
Current Liabilities				58,635	57,785
<b>Non-current liability</b>				<b>549,948</b>	<b>565,828</b>

- (a) In June 2008, subsidiaries ABK and Levian obtained resources by issuing CCIs, to securitize the rents receivable referring to the property where Internacional Guarulhos Shopping Center is located. The total amount of the CCIs issued is R\$ 180,000. The amount obtained will be paid in 119 monthly installments (until June 2018), plus 11% interest per year and annual inflation adjustments according to the changes in the Referential Rate (TR). The following were granted to guarantee the CCIs: (i) secured fiduciary sale of the property, with book value of R\$ 201,829; (ii) collateral transfers of credits arising from the agreement; and (iii) statutory lien of the quotas of the subsidiary Cly. The costs of obtainment in the amount of R\$ 376 of the CCIs were deducted from the principal and are being amortized in 120 installments on a straight-line basis;
- (b) In June 2012, the subsidiary Andal obtained resources by issuing CCIs. The total amount of the CCIs issued is R\$ 63,911. The amount obtained will be paid in 120 monthly installments, plus 11% interest per year and annual inflation adjustments according to the changes in the TR rate. The following were granted to guarantee the CCIs: (i) secured fiduciary sale of the property called Shopping Suzano; and (ii) statutory lien of Shopping Suzano's receivables. The cost of the obtainment was R\$ 959. The effective cost of the transaction was TR + 11.17%;

- (c) On November 13, 2012, the subsidiary SEND obtained resources by issuing CCIs on behalf of HABITASEC Securitizadora S.A. in the amount of R\$ 67,600, with a 7% interest rate per year + IPCA. The duration of the transaction is 144 months. The following were granted to guarantee the CCIs: (i) statutory lien of the ideal fraction of the property called Parque Shopping Barueri and (ii) statutory lien of Parque Shopping Barueri's receivables;
- (d) On January 8, 2013, the subsidiary Bot Administradora e Incorporadora Ltda. obtained resources by issuing CCIs on behalf of Habitasec Securitizadora S.A. in the amount of R\$ 50,814 with a 6.95% interest rate per year + IPCA. The duration of the transaction is 144 months. The following were granted to guarantee the CCIs: (i) statutory lien of the ideal fraction of the property called Outlet Premium and (ii) statutory lien of Outlet Premium's receivables;
- (e) On June 20, 2013, the subsidiary Pol Administradora e Incorporadora Ltda. obtained resources by issuing CCIs on behalf of HABITASEC Securitizadora S.A. in the amount of R\$ 36,965 with a 6.95% interest rate per year + IPCA. The duration of the transaction is 144 months. The following were granted to guarantee the CCIs: (i) statutory lien of the ideal fraction of the property called Outlet Premium Brasília and (ii) statutory lien of Outlet Premium Brasília's receivables;
- (f) On March 26, 2014, the subsidiary Eler obtained resources by issuing CCIs, to securitize the rents receivable referring to the property where Internacional Guarulhos Shopping Center is located. The total amount of the CCIs issued is R\$ 275,000. The amount obtained will be paid in 144 monthly installments (until April 2026), plus 9.90% interest per year and annual inflation adjustments according to the changes in the Referential Rate (TR). The following were granted to guarantee the CCIs: (i) secured fiduciary sale of the property, with book value of R\$ 201,829; (ii) collateral transfers of credits arising from the agreement; and (iii) statutory lien of the shares and quotas of the subsidiaries Nova União and Eler. The costs of obtainment in the amount of R\$ 10,706 of the CCIs were deducted from the principal and are being amortized in 144 installments on a straight-line basis. On August 1, 2014 Itaú Unibanco assigned the CCIs to Ápice Securitizadora;
- (g) On January 13, 2015, subsidiary Ers Administradora e Incorporadora Ltda., through issue of Real Estate Credit Bills (CCI) in favor of Ápice Securitizadora, has raised R\$ 75,000, at the rate of 10% per annum + TR. This operation has a 145 month term. As collateral for the CCIs, where given: (i) statutory lien of the ideal fraction of the property called Outlet Premium Rio de Janeiro and (ii) partial statutory lien of receivables of Gsb Administradora e Serviços.

The agreements do not provide for the maintenance of financial indicators (indebtedness, coverage of expenses with interest etc.).

The breakdown of installments as of September 30, 2016, by year of maturity, is the following:

Consolidated at 09/30/2016	
2016	14,454
2017	58,281
2018	43,421
2019	64,175
2020 onwards	428,252
<b>Total</b>	<b>608,583</b>

The changes in the CCIs for the half ended on September 30, 2016 is the following:

	Consolidated
<b>Balances on December 31, 2015</b>	<b>623,613</b>
Raising Cost amortization	2,436
Payment - principal	(34,081)
Payment – Interest	(45,807)
Financial burdens	62,422
<b>Balances on September 30, 2016</b>	<b>608,583</b>

#### 14. Other accounts payable

	Parent Company		Consolidated	
	09/30/2016	12/31/2015	09/30/2016	12/31/2015
Transfer of key money and rentals - partners (a)	-	-	2,445	4,366
Losses unrealized from transactions with derivative instruments (Explanatory Note no. 25)	-	-	3,890	4,008
Transfers to condominium	-	-	125	314
Advances from customers	-	-	4,838	288
Others	1,041	1,033	579	849
<b>Total</b>	<b>1,041</b>	<b>1,033</b>	<b>11,877</b>	<b>9,825</b>

- (a) It refers to key money and rents to be transferred to the partners of the following ventures: Parque Shopping Barueri, Poli Shopping, Cascavel JL Shopping, Shopping Bonsucesso, Parque Shopping Sulacap, Parque Shopping Maia, Internacional Shopping Guarulhos, Outlet Premium São Paulo, Outlet Premium Brasília, Outlet Premium Salvador and Outlet Rio de Janeiro.

#### 15. Tax installment plans

	Parent Company		Consolidated	
	09/30/2016	12/31/2015	09/30/2016	12/31/2015
PIS and COFINS	176	182	31,613	40,666
INSS	871	1,026	871	1,026
ISS	-	-	4,628	4,826
Income Tax And Social Contribution	-	-	19,812	22,350
<b>Total</b>	<b>1,047</b>	<b>1,208</b>	<b>56,924</b>	<b>68,868</b>
Current Liabilities	370	336	14,801	13,734
<b>Non-current liability</b>	<b>677</b>	<b>872</b>	<b>42,123</b>	<b>55,134</b>

In 2009 and 2014, the Company adhered to the tax installment plan under Law No. 11.941/2009 (REFIS), Law No. 12.996/2014 (REFIS) and to the simplified tax installment plan.

The Company's Management estimate is that the balance, as of September 30, 2016, of the aforementioned installments of REFIS and simplified taxation system are settled within 180 and 60 months, respectively, using the flat number of installments, adjusted through the Liquidation Special System for Settlement and Custody Rate (SELIC).

The Company is required to regularly pay current taxes and tax installment plans for it is an essential condition to continue to be entitled to the above-mentioned tax installment plans. As of September 30, 2016, the Company is up to date with all payments.

The change of debts for the quarter ended on September 30, 2016, projected by the Company, in connection to tax-installments pay plan, contemplating the amount of the principal added of interests and fines in the period, is the following:

	Consolidated
<b>Balances on December 31, 2015</b>	<b>68,868</b>
New Installments plans	1,395
Payment - principal	(8,737)
Payment - Interest	(1,794)
Financial burdens	(2,808)
<b>Balances on September 30, 2016</b>	<b>56,924</b>

#### 16. Revenues from transfers of property rights to be appropriated

The Company controls, in liabilities, revenues from transfer of property rights to be appropriated.

Revenues from assignment of rights to shopkeepers and right of use are appropriated in the income statement according to the term of the lease agreement, or according to the agreement of right use.

The change in the agreements and recognition of revenue in the nine-month period ended September 30, 2016 is the following:

	Consolidated
<b>Balances on December 31, 2015</b>	<b>34,534</b>
New agreements	101,261
Revenue recognition	(14,244)
Cost of sessions	(5,824)
Income recognition	194
<b>Balances on September 30, 2016</b>	<b>115,921</b>
Current Liabilities	17,989
<b>Non-current liability</b>	<b>97,932</b>

#### 17. Provision for civil and labor risks

For all matters in litigation, a provision is made in an amount considered sufficient to cover probable losses, based on the assessment of external legal advisors. The amounts reserved include those referring to tax, labor and civil matters.

There are no deposits in court escrow accounts linked to these reserves. The breakdown of the reserves/provisions are the following:

	Consolidated	
	09/30/2016	12/31/2015
Civil (a)	1,289	1,373
Labor	31	-
<b>Total</b>	<b>1,320</b>	<b>1,373</b>

- (a) It refers to the lawsuits due to pecuniary injury and pain and suffering damages, lawsuits referring to the renewal of lease agreements, lawsuits regarding collection of amounts owed, and lawsuits concerning contractual termination.

On September 30, 2016, Company as other proceedings in progress approximately R\$ 15,753 (R\$ 13,741 in December 31, 2015), with loss probabilities classified as possible by external legal advisors. No provision was recorded thereto on the financial statements.

From time to time, proceedings are evaluated and reserves are supplemented when necessary.

The changes in reserves for these risks, as of the quarter ended on September 30, 2016, are the following:

	Consolidated		
	12/31/2015	Inclusion	Reversal
Labor	-	31	-
Civil	1,373	114	(198)
<b>Total</b>	<b>1,373</b>	<b>145</b>	<b>(198)</b>

## 18. Equity

### Share Capital

Company's capital on September 30, 2016 is R\$ 389,625, represented by 76,000,000 common stocks, and on December 31, 2015 was R\$ 375,746, represented by 65,000,000 common shares without par value, as follows:

	09/30/2016	12/31/2015
Golf Participações	48,267,707	48,267,707
General Shopping Investments Limited	8,487,851	-
Teton Capital Partners L.P	6,115,100	6,115,100
Explorador Capital Management	2,539,900	2,539,900
Directors	8,689	8,689
Officers	253	12,253
Stockholders ballast in GDS's	2,512,149	-
Other stockholders	8,068,351	8,056,351
<b>Total shares</b>	<b>76,000,000</b>	<b>65,000,000</b>
Treasury shares	(8,487,851)	-
<b>Total outstanding stocks</b>	<b>67,512,149</b>	<b>65,000,000</b>

The Company may, through a decision made by the Board of Directors and in accordance with the plan approved by the Shareholders at a Shareholders' Meeting, grant stock option or share subscription, without shareholders being entitled to preemptive right, on behalf of Management, employees or individuals that provide services to the Company, or the Company's direct or indirect subsidiaries.

The Ordinary and Extraordinary General Meeting on April 29, 2016 amended Article 6 of the Company's Bylaws, in order to increase the limit of the Company's authorized share capital by 30,000,000 (thirty million) of new common shares, nominative, book-entry and with no par value, which may be issued by the deliberation of the Company's Board of Directors, regardless of corporate statutory reform, so that the share capital of the Company may be represented by up to 95,000,000 (ninety-five million) common shares

On July 22, 2016, the Extraordinary General Meeting was approved: The merged by the Company of its indirect subsidiary, Druz Administradora e Incorporadora Ltda., accordingly, occurred the extinction of the Druz ( "Merger"). As a result, of the merged, the Company's capital stock was increased in the amount of R\$ 13,880, through the issuance of 11,000,000 (eleven million) new common shares, all nominative, book-entry shares with no par value, so that the Company increased to R\$ 389,626, divided into 76,000,000 (seventy-six million) common shares, all registered, book-entry shares with no par value. Such new shares were delivered to General Shopping Investments Limited, the sole partner of Druz, replacing the shares held by it in Druz, and the remaining amount of Druz net assets, corresponding to R\$ 130,000, allocated to the Company's capital reserve account .

On August 10, 2016, the Company announced that, in connection with the settlement of the Exchange Offer, US\$ 34,413 Perpetual Bonds were exchanged for: (i) US\$ 8,923 new senior and guaranteed debt bonds maturing in 2026 (10% / 12 % Senior Secured PIK Toggle Notes due 2026), issued abroad on that date by GS Investments ( "New Bonds") (see note 12); And (ii) 34,413 (thirty four thousand, four hundred and thirteen) Global Depositary Share ( "GDS") with each GDS as the common shares issued by the Company in the proportion of 73 (seventy three) common shares for each 1 ) GDS, totaling 2,512,149 (two million, five hundred and twelve thousand, one hundred and forty nine) common shares issued by the Company. In the total amount of R\$ 9,546, where R\$ 3,170 was recorded as capital increase and R\$ 6,376 as capital reserve.

The balance of the Company's shares held by the subsidiary GS Investment and which did not serve as the basis for issuing the GDSs will be treated as treasury shares until they are repurchased and canceled.

#### **Capital reserve**

Corresponds to the variation of the nominal value of the 2,512,149 shares issued at the time of the perpetual Bonds exchange, in relation to their effective value at the date of the transaction.

#### **Legal reserve**

Legal reserve shall be created in conformity to the Corporate Law and Bylaws, at the basis of 5% of the net profit of each year up to 20% of capital stock. Legal reserve is intended to assure the integrity of the capital stock and can only be used to compensate losses and increase capital.

#### **Profit reserve to realize**

On December 31, 2014, due to a change in accounting policies regarding measurement of investment properties, the Company withheld the adjustment at fair value payment of investment properties, recorded in the opening balance sheet (January 01, 2013). Consequently, the Company's Management proposed that the amount to be paid of R\$ 958,644 of accumulated profit was withhold by the Company to set up the account profit reserve to realize

#### **Diluted earnings/ (loss) per share**

The Company does not have any debts convertible into shares, neither stock option granted; therefore, it did not calculate the diluted loss per share.



The table below shows the basic loss per share:

	09/30/2016	09/30/2015
<b>Basic numerator</b>		
Results of the year	174,535	(595,105)
<b>Denominator</b>		
Weighted average of the stocks - basic	65,804	50,481
<b>Basic loss per stock in (R\$)</b>	<b>2.65</b>	<b>(11.79)</b>

## 19. Net revenues of rent, service and others

	Consolidated			
	Period of 07/01/16 to 09/30/16	Period of 01/01/16 to 09/30/16	Period of 07/01/15 to 09/30/15	Period of 01/01/15 to 09/30/15
<b>Gross Operational Income</b>				
Rental	49,676	151,442	48,538	144,727
Services	19,455	69,035	21,494	64,121
	<b>69,131</b>	<b>220,477</b>	<b>70,032</b>	<b>208,848</b>
<b>Deductions</b>				
Taxes on Rentals and Services	(5,940)	(19,021)	(5,317)	(15,874)
Deductions and discount	(3,558)	(8,647)	(2,008)	(4,289)
<b>Net operational income from rentals, services and others</b>	<b>59,633</b>	<b>192,809</b>	<b>62,707</b>	<b>188,685</b>

## 20. Cost of rents and services provided per nature

	Consolidated			
	Period of 07/01/16 to 09/30/16	Period of 01/01/16 to 09/30/16	Period of 07/01/15 to 09/30/15	Period of 01/01/15 to 09/30/15
Personnel Cost	(1,239)	(3,092)	(882)	(2,641)
Depreciation cost	(596)	(1,822)	(617)	(2,195)
Occupation cost	(4,010)	(12,363)	(3,379)	(9,541)
Third-party services cost	(1,967)	(9,467)	(3,738)	(11,296)
Other costs	(686)	(2,156)	-	-
<b>Total</b>	<b>(8,498)</b>	<b>(28,900)</b>	<b>(8,616)</b>	<b>(25,673)</b>

## 21. General and administrative expenses by nature

	Parent Company				Consolidated			
	Period of 07/01/16 to 09/30/16	Period of 01/01/16 to 09/30/16	Period of 07/01/15 to 09/30/15	Period of 01/01/15 to 09/30/15	Period of 07/01/16 to 09/30/16	Period of 01/01/16 to 09/30/16	Period of 07/01/15 to 09/30/15	Period of 01/01/15 to 09/30/15
IPTU	(21)	(63)	(27)	(150)	(124)	(338)	(78)	(489)
Commercialization	-	-	-	-	(1,397)	(4,051)	(445)	(2,729)
Allowance for doubtful accounts	-	-	-	-	(2,300)	(4,496)	(1,144)	(2,281)
Publicity and Advertising	(38)	(514)	(93)	(293)	(298)	(1,984)	(360)	(1,353)
Facilities conservation	-	-	-	-	(30)	(53)	(22)	(38)
Materials	(43)	(120)	(34)	(118)	(94)	(281)	(89)	(328)
Electric power	(18)	(76)	(29)	(90)	(43)	(159)	(80)	(150)
Personnel expenses	(3,351)	(9,089)	(3,754)	(12,350)	(4,185)	(11,509)	(4,474)	(14,469)
Expenses from third parties services	(1,367)	(3,953)	(1,495)	(5,663)	(3,385)	(9,946)	(3,351)	(11,158)
Depreciation and Amortization expenses	(916)	(2,731)	(877)	(2,619)	(943)	(2,763)	(877)	(2,619)
Rental	(113)	(352)	(337)	(1,039)	(292)	(724)	(365)	(1,099)
Fees and contributions	(32)	(159)	(68)	(90)	(475)	(1,241)	(607)	(1,043)
Telephony	(137)	(367)	(124)	(356)	(200)	(484)	(148)	(486)
Travels and lodging	(90)	(265)	(42)	(117)	(156)	(472)	(207)	(462)
Insurances	(45)	(136)	-	-	(96)	(271)	(55)	(295)
Courier service	(64)	(167)	(47)	(132)	(67)	(179)	(56)	(146)
Legal expenses	(28)	(121)	(12)	(15)	(308)	(1,066)	(59)	(369)
Others	(56)	(184)	(12)	(100)	(1,630)	(2,096)	(917)	(1,910)
<b>Total</b>	<b>(6,319)</b>	<b>(18,297)</b>	<b>(6,951)</b>	<b>(23,132)</b>	<b>(16,023)</b>	<b>(42,113)</b>	<b>(13,334)</b>	<b>(41,424)</b>

## 22. Financial income

	Parent Company				Consolidated			
	Period of 07/01/16 to 09/30/16	Period of 01/01/16 to 09/30/16	Period of 07/01/15 to 09/30/15	Period of 01/01/15 to 09/30/15	Period of 07/01/16 to 09/30/16	Period of 01/01/16 to 09/30/16	Period of 07/01/15 to 09/30/15	Period of 01/01/15 to 09/30/15
<b>Financial income</b>								
Interests on investments	67	188	77	167	3,331	6,545	3,954	24,021
Gains on operations - derivatives	-	-	33,492	72,462	37	3,623	81,539	142,210
Assets Exchange Rate variation	2	8	-	3	4,184	339,965	12,858	139,906
Assets Monetary variations	-	-	6	120	-	-	1,734	4,699
Others	3	8	945	3,060	81,855	85,174	945	2,601
	<b>72</b>	<b>204</b>	<b>34,520</b>	<b>75,812</b>	<b>89,407</b>	<b>435,307</b>	<b>101,030</b>	<b>313,437</b>
<b>Financial expenses</b>								
Interest on Loans, Financing and CCLs	-	-	-	(161)	(55,722)	(173,365)	(72,950)	(172,825)
Losses on derivative transactions	-	-	-	(18,945)	(1,216)	(21,616)	(16,114)	(51,442)
Liabilities Monetary variations	-	-	(33)	(154)	(7)	(22)	(2,314)	(6,383)
Liability Exchange Rate Change	(2)	(7)	(5)	(17)	(13,511)	(116,366)	(390,285)	(712,313)
Penalty on taxes in arrears	(317)	(617)	(2)	(65)	(3,957)	(10,631)	(128)	(582)
Others	(21)	(155)	(590)	(1,236)	(9,314)	(24,242)	(8,646)	(16,354)
	<b>(340)</b>	<b>(779)</b>	<b>(630)</b>	<b>(20,578)</b>	<b>(83,727)</b>	<b>(346,242)</b>	<b>(490,437)</b>	<b>(959,899)</b>
<b>Total</b>	<b>(268)</b>	<b>(575)</b>	<b>33,890</b>	<b>55,234</b>	<b>5,680</b>	<b>89,065</b>	<b>(389,407)</b>	<b>(646,462)</b>

## 23. Income tax and social contribution

Income tax and social contribution debited against the income for the period are composed as follows:

	09/30/2016		09/30/2015	
	Parent Company	Consolidated	Parent Company	Consolidated
Profit/(Loss) before Legal Entity Income Tax (IRPJ) and the Social Contribution on Net Profits (CSLL)	174,320	194,570	(591,469)	(569,837)
Combined rate in force	34%	34%	34%	34%
Estimated credits of income tax and social contribution	(59,268)	(66,153)	201,100	193,745
<b>IRPJ and CSLL effects on</b>				
Equity accounting	63,837	-	(218,691)	-
Other net permanent differences	36	(528)	1,556	(9,548)
Deferred IRPJ and CSLL on tax losses and non-established temporary differences	(4,390)	(45,525)	12,399	8,013
IRPJ and CSLL effects of companies assessed by notional profit	-	92,171	-	(217,478)
<b>Income tax and social contribution debited to the results</b>	<b>215</b>	<b>(20,035)</b>	<b>(3,636)</b>	<b>(25,268)</b>
Current	215	(22,248)	(3,636)	(29,042)
(Deferred)	-	2,213	-	3,774

Deferred Income Tax and Social Contribution are composed as below:

	Consolidated	
	09/30/2016	12/31/2015
<b>Calculation Base</b>		
Assessing the fair value of investment properties and properties intended for sale	2,600,772	2,673,572
Presumption for Income Tax 8%-25% rate for income tax	2%	2%
Presumptive Social Contribution 12%- 9% of rate for Social Contribution	1.08%	1.08%
<b>Deferred income tax and social contribution, liabilities on investment properties for sale</b>	<b>(80,104)</b>	<b>(82,346)</b>
Deferred Income tax and social contribution, liabilities on agreements renewal rights	(1,064)	(1,064)
<b>Liabilities Deferred income tax and social contributions</b>	<b>(81,168)</b>	<b>(83,410)</b>

## Basis for realizing Deferred Income Tax and Social Contribution

- Realization of deferred tax liabilities on adjustment at fair value of investment properties based on the taxation according to assumed profit as of its respective disposal.

## 24. Other net operating revenues

	Parent Company				Consolidated			
	Period of 07/01/16 to 09/30/16	Period of 01/01/16 to 09/30/16	Period of 07/01/15 to 09/30/15	Period of 01/01/15 to 09/30/15	Period of 07/01/16 to 09/30/16	Period of 01/01/16 to 09/30/16	Period of 07/01/15 to 09/30/15	Period of 01/01/15 to 09/30/15
Investment property sales revenue	-	-	-	-	-	60,500	-	141,145
Sale cost of Investment property – fair value	-	-	-	-	-	(60,500)	-	(141,145)
Adjustment of properties for investment at fair value					(1,118)	(19,794)	-	(46,031)
Other Income (expenses)	4	4	2,366	18,358	2,217	3,163	94	(1,818)
Recovering expenses	87	5,432	66	1,281	126	340	928	2,886
<b>Total</b>	<b>91</b>	<b>5,436</b>	<b>2,432</b>	<b>19,639</b>	<b>1,225</b>	<b>(16,291)</b>	<b>1,022</b>	<b>(44,963)</b>

## 25. Financial instruments by category

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

	Consolidated				Consolidated			
	09/30/2016				12/31/2015			
	Fair value by the result	Loans and receivables	Other liabilities	Total	Fair value by the result	Loans and receivables	Other liabilities	Total
<b>Assets</b>								
Cash and Cash Equivalents	-	83,910	-	83,910	-	111,240	-	111,240
Financial investments and related investments	1,443	-	-	1,443	6,028	-	-	6,028
Derivative financial instruments	-	-	-	-	920	-	-	920
Accounts receivable and other receivable	-	94,423	-	94,423	-	97,202	-	97,202
<b>Total</b>	<b>1,443</b>	<b>178,333</b>	<b>-</b>	<b>179,776</b>	<b>6,948</b>	<b>208,442</b>	<b>-</b>	<b>215,390</b>
<b>Liability</b>								
Loans and Financing	-	1,214,008	-	1,214,008	-	1,519,676	-	1,519,676
CCIs	-	608,583	-	608,583	-	623,613	-	623,613
Derivative financial instruments	3,890	-	-	3,890	4,008	-	-	4,008
Suppliers	-	-	17,219	17,219	-	-	21,945	21,945
Other Accounts Payable	-	-	11,877	11,877	-	-	9,825	9,825
<b>Total</b>	<b>3,890</b>	<b>1,822,591</b>	<b>29,096</b>	<b>1,855,577</b>	<b>4,008</b>	<b>2,143,289</b>	<b>31,770</b>	<b>2,179,067</b>

### 25.1. Risk factors

The Company's main source of revenues, as well as of its subsidiaries is rents from tenants in shopping malls.

The Company and its subsidiaries have a risk management policy to manage market risks through financial instruments. The main market risks to which the Company is exposed are translation adjustments and the flotation of inflation indexes inherent to its operations. The policy is monitored by the Board of Directors ensuring that the financial instruments do not exceed the limits of the policy, in consonance with the best corporate governance practices. The primary objective of risk management is to protect the Company's cash flows, where the operations must respect the limits of exposure, coverage, maturity and instrument, thus minimizing operating costs. According to their nature, financial instruments may involve known risks, or unknown risks, so it is important to the Company to assess potential risks according to the Company's and its subsidiaries' judgment. Therefore, there may be risks with guarantees or without guarantees, depending on circumstantial or legal aspects. The policy allows the Company to use derivative financial instruments only for hedging purposes. The Company is forbidden to enter into any derivatives that result in the net sale of options and structured financial transactions with embedded derivatives.

The main market risk factors that can affect the business of the Company and its subsidiaries are presented below:

**a) Credit risk**

The client portfolio is broadly diversified. By means of internal controls, the Company and its subsidiaries permanently monitor the level of their accounts receivable, which limits the risk of bad debt.

The Company's risk management policy allows transactions where cash funds are invested only with first line counterparties, that is, with low credit risk, according to the international rating agencies. The policy allows derivative financial instrument transactions to be directly entered into at BM&FBOVESPA. Both the financial institutions and the brokers must be previously approved by the Risks Management Committee.

**b) Liquidity risk**

The forecast of the cash flow is performed at the operating entities of the Company by financial professionals that continually monitor liquidity in order to ensure that the Company has sufficient cash to meet its operating needs. Such forecast takes into consideration the plans for financing the debt, the achievement of the internal goals of the balance sheet quotient and, if applicable, external or legal regulatory requisites.

The cash and cash equivalents held by the operating entities, in addition to the balance required for managing working capital, is transferred to the treasury, which substantially invests cash and cash equivalents in CDBs, LTNs (Federal Treasury Bonds) and investment funds with their yield linked to the changes in the CDI rate and by choosing instruments with appropriate maturity dates or sufficient liquidity to provide the necessary margin, as established by the above-mentioned provisions.

**c) Capital risk**

The Company and its subsidiaries manage their capital to make sure that the companies will be able to continue their going concern at the same time that they maximize the return to all of the interested parties or all those involved in their operations by optimizing the balance of the debts and equity.

The capital structure of the Company and of its subsidiaries is formed by net indebtedness (loans and financing and CCIs described in Explanatory Notes 12 and 13 deducted from cash and cash equivalents and actives financial instruments) and by the consolidated shareholders' equity (which includes capital issued and reserves, as presented in Explanatory Note 18).

The Company's Management periodically reviews the capital structure of the Company. As a part of such review, it considers the cost of capital and the risks associated to each class of capital. The Company's borrowing rate, as of September 30, 2016, was of 180%, as detailed below:

- **Borrowing levels**

The borrowing rate, as of September 30, 2016 and December 31, 2015 is the following:

	Consolidated	
	09/30/2016	12/31/2015
Debt (i)	1,822,591	2,143,288
Cash and Cash Equivalents	(83,910)	(111,240)
<b>Net debt</b>	<b>1,738,681</b>	<b>2,032,048</b>
Equity (ii)	964,381	780,300
<b>Net Indebtedness Index</b>	<b>180%</b>	<b>260%</b>

(i) Debt is defined as loans and financing and short and long-term CCIs;

(ii) Shareholders' equity includes all of the Company's capital and reserves, managed as capital.

**d) Liquidity risk management**

The Company and its subsidiaries manage liquidity risk by maintaining appropriate reserves, bank credit lines e credit lines to obtain loans they deem appropriate, by continually monitoring the forecast and actual cash flows, and by combining the maturity profiles of financial assets and liabilities.

**Interest and liquidity risk table**

The table below shows the details of the remaining contractual maturity term of the bank liabilities of the Company and its subsidiaries and the contractual amortization periods. The tables have been prepared in accordance with the cash flows not discounted of financial liabilities, based on the closer date on which the Company and its subsidiaries must settle their respective liabilities. The tables include the cash flows of the interest and principal amount. While the interest flows were post-fixed, the amount not discounted was obtained on the basis of the interest curves at the end of the quarter. The contractual maturity is based on the most recent date in which the Company and its subsidiaries must settle their respective liabilities:

Consolidated	%-Weighted Average Effective Interest Rate	Less than one month	From one to three months	From three months to one year	From one to five years	Over five years	Total
Loans and Financing (*)	14.61%	4,721	29,160	78,980	309,859	1,301,895	1,724,615
CCI	13.11%	8,703	17,407	81,733	302,564	532,478	942,885
<b>Total</b>		<b>13,424</b>	<b>46,567</b>	<b>160,713</b>	<b>612,423</b>	<b>1,834,373</b>	<b>2,667,500</b>

(\*) So as to obtain perpetual bonds, the interest to be incurred up to the date of the purchase option and the principal amount were considered and, because they have no maturity dates, they were classified as debt maturing after more than 05 years.

### e) Interest rate risk

- **Loans for working capital and CCIs:** the Company's subsidiaries also have a series of loan and financing obtained for working capital, as described in Explanatory Notes 12 and 13, on which average interest rates are levied of up to 14.11% per year.

The Company entered into a set of interest rate swap transactions with Banco HSBC, intended to protect it from the risk of changes in the TJLP and CDI rates associated to the loans described in Explanatory Note 12, items "d", "f" and "g", respectively. Such agreements have maturity dates and amortization percentages that are identical to the corresponding loan agreements.

The derivative financial instruments are presented as follows:

Swap Start Date	Nocional (R\$ thousands)	Swap Maturity Date	Long Position	Short Position	Fair Value		Swap position on 09/30/2016
					Long Position	Short Position	
06/13/2012	2,094	06/05/2017	CDI + 3.202%	IPCA + 7.590%	2,141	(2,865)	(724)
10/31/2012	2,780	10/16/2017	CDI + 5.500%	IPCA + 7.970%	2,879	(3,761)	(882)
10/31/2012	3,706	10/16/2017	TJLP + 6.500%	IPCA + 6.900%	3,752	(4,987)	(1,235)
	<b>8,580</b>				<b>8,772</b>	<b>(11,613)</b>	<b>(2,841)</b>

The Company's derivatives obey the hierarchy of inputs, as described in CPC 40, and are classified as Level 2 in such hierarchy. In other words, they are obtained by means of prices quoted in active markets for similar instruments, prices quoted for identical or similar instruments in non-active markets and evaluation models for which inputs can be observed.

### f) Foreign currency exchange rate risk

The Company, through its subsidiary, has financing and amounts payable to non-related parties entered into in foreign currency in the amount of R\$ 1,035,890 in September 30, 2016 (R\$ 1,291,325 in December 31, 2015).

The Company measures its exposures according to the Company's own forecasting and budgeting model. Through its subsidiary, the Company enters into derivatives, such as NDFs, with the purpose of protecting its exposure to exchange variation. The main risk that the Company intends to reduce is the exposure to translation adjustments linked to its liabilities in foreign currency.

On September 30, 2016, the Company is using derivatives for protecting exchange rate variation risks in connection to the issue of perpetual bonds.

The Company does not have derivative or non-derivative instrument transactions to hedge the balance of the principal amount of the perpetual bonds.

For protecting from exchange rate variation in payment of interests on perpetual bonds, the Company uses exchange NDFs classified as level 2, as described at CPC 40.

Instrument	Notional	Maturity date	Fair value on 09/30/2016
NDFs	16,500	11/01/2016	(1,049)
<b>TOTAL</b>	<b>16,500</b>		<b>(1,049)</b>

The Company manages and monitors its derivative position on a daily basis, suiting itself to the best hedge strategy with less cost in relation to others. The financial investments in foreign currency have characteristics that are the opposite of those of liabilities in foreign currency. Therefore, the Company uses natural hedge as a hedging instrument.

### Sensitivity analysis - derivative

In R\$ thousands				Interest Swap				Effect on IPCA curve			
				Effect on DI/TJLP curve							
Notional	Long position	Short position	Fair value	-25% Adjustment	-50% Adjustment	-25% Fair value	-50% Fair value	25% Adjustment	50% Adjustment	25% Fair value	50% Fair value
2,094	CDI + 3.202%	IPCA + 7.590%	(724)	(21)	(42)	(744)	(766)	(12)	(24)	(736)	(748)
2,780	CDI + 5.500%	IPCA + 7.970%	(882)	(42)	(85)	(924)	(967)	(27)	(54)	(909)	(936)
3,706	TJLP + 6.500%	IPCA + 6.900%	(1,235)	(34)	(70)	(1,271)	(1,306)	(36)	(71)	(1,271)	(1,306)
<b>8,580</b>			<b>(2,841)</b>	<b>(97)</b>	<b>(197)</b>	<b>(2,939)</b>	<b>(3,039)</b>	<b>(75)</b>	<b>(149)</b>	<b>(2,916)</b>	<b>(2,990)</b>

In R\$ thousands				Dollar NDF - over the counter			
				Effect on DI/TLPJ curve			
Notional (US\$ thousands)	Contracted price	Price on 09/30/2016	Fair value	-25% Adjustment	-50% Adjustment	-25% Fair value	-50% Fair value
16,500	R\$3.3387/US\$	R\$3.2745/US\$	(1,049)	(13,360)	(30,492)	(14,408)	(31,540)
<b>16,500</b>			<b>(1,049)</b>	<b>(13,360)</b>	<b>(30,492)</b>	<b>(14,408)</b>	<b>(31,540)</b>

Financial assets, except for those designated at fair value through profit or loss, are evaluated by impairment indicator at the end of each fiscal year. Impairment losses are recognized when there is objective evidence of a reduction in the recoverable amount of a financial asset, as a result of one or more events that have occurred after their initial recognition, with an impact on the estimated future cash flows of such asset.

The criteria that the Company and its subsidiaries use to determine whether there is objective evidence of impairment of a financial asset include:

- significant financial difficulties of issuer or debtor;
- contract breach, such as nonperformance or late payments of interest or principal amount;
- the probability of the debtor declaring bankruptcy or financial reorganization;
- extinguishment of the active market for that financial asset by virtue of financial problems.

The book value of financial assets is directly reduced by impairment losses for all of the financial assets, except for the accounts receivable, where the book value is reduced by using a provision. Subsequent recoveries of amounts previously written off are credited to the provision. Changes in the book value of the provision are recognized in P&L.

### g) Sensitivity analysis– loans, financing and CCI

Considering the aforementioned financial instruments, the Company developed a sensitivity analysis, as provided for by Instruction No. 475/2008 issued by the CVM, which requires the presentation of two other scenarios with 25% and 50% impairment of the risks variable considered. Those scenarios may generate impacts on the Company's profit or loss and/ or on the future cash flows as described below:

- **base scenario:** maintenance of the levels of interest at the same levels observed as of September 30, 2016;
- **adverse scenario:** impairment of 25% in the principal risk factor of the financial instrument in relation to the levels verified on September 30, 2016;
- **remote scenario:** impairment of 50% in the principal risk factor of the financial instrument in relation to the levels verified on September 30, 2016.

### h) Loans, financing and CCI

#### Premises

As described above, the Company understands that it is primarily exposed to risks referring to the changes in the TR and IPCA rates, US-dollar translation adjustments, which are the basis for updating a substantial part of the loans, financing and CCIs and perpetual bonds it has entered into. Thus, the table below demonstrates the rates used to calculate the sensitivity analysis:

Premises	Base scenario	Adverse scenario	Remote scenario
Increase of IPCA rate	0.68%	0.85%	1.02%
TJLP increase	0.60%	0.76%	0.91%
DI increase	1.11%	1.38%	1.66%
Real devaluation against US Dollar	10.00%	12.50%	15.00%

The net exposure in US Dollars, without considering the effects of derivative instruments is demonstrated below:

	Consolidated No effect of derivative operations – 09/30/2016
Loans and Financing	1,013,301
Related Parties	22,713
Cash and Cash Equivalents	(124)
<b>Net exposition</b>	<b>1,035,890</b>

Operation	Risk	Scenarios		
		Base	Adverse	Remote
Interest on Loans subject to IPCA variation	IPCA increase	177,847	194,244	210,641
Interest on Loans subject to TR variation	TR increase	383,317	397,199	411,081
US\$ forward agreements (*)	Dollar increase	238,076	267,836	273,788

(\*) Calculated on the net exposure of the Company, without considering the effects of derivative instruments.

The table above shows the effects of interest and changes in the indices up to the maturity of the contracts.



The interest on the perpetual bonds are flat. Thus, the sensitivity analysis was not carried out.

#### i) Cash and cash equivalents

##### Premises

As described above, the Company understands that it is mainly exposed to the changes in the CDI rate and in foreign exchange rates. Thus, the table below demonstrates the indexes and the rates used to calculate the sensitivity analysis:

Premises	Base scenario	Adverse scenario	Remote scenario
Deterioration of CDI rate	14.13%	10.60%	7.07%

Operation		Consolidated		
Risk factors	Risk	Base scenario	Adverse scenario	Remote scenario
Subject to CDI variation	Reduction of CDI rate	11.856	8.892	5.928

The exchange variation sensitivity analysis of cash and cash equivalents indexed to USD was presented net of other liabilities indexed to the USD, as mentioned in item (i).

#### 26. Insurance coverage

The Companies and its subsidiaries take out insurance to cover possible risks on their assets and/or civil liabilities.

As of September 30, 2016, the insurance coverage is the following:

Modality	Insured amount
Civil responsibility	84,550
Comprehensive Usual fire	3,733,082
Loss of Profit	664,716
Windstorm/Smoke	144,234
Shopping Mall Operations	114,551
Pain and suffering	51,782
Material Damage	874,349
Employer	24,200

The risk assumptions adopted, given their nature, are not part of the scope of the audit of financial statements, and therefore, have not been audited by our independent auditors.

#### 27. Information per segment

The information per segment are used by the Company's Management for decision making concerning the allocation of resources and performance assessment.

The accounting practices for the reportable segments are the same as those of the Company, described in Explanatory Note 2. The P&L per segment consider the items that are directly attributable to the segment, as well as those that may be allocated on a reasonable basis. The assets and liabilities per segment are not being presented, once they are not the subject matter of analyses for Management's strategic decision-making.

Therefore, the reportable segments of the Company are the following:

**a) Rent**

Rent refers to the lease of space to tenants and other commercial spaces such as sales stands, lease of commercial spaces for publicity and promotion, exploitation of parking lots, and fees concerning the transfer of rights to use property spaces.

**b) Services**

Services provided refer to the revenue from managing the energy and power supply of shopping malls.

The Company's total revenues are realized in Brazil.

**Statement of Income per segment**

	Consolidated					
	09/30/2016			Elimination		09/30/2016
	Rental	Service	Corporate	Debt	Credit	Consolidated
Net Income	143,991	69,156	-	-	(20,338)	192,809
Cost of rentals and services	(10,205)	(33,368)	-	14,673	-	(28,900)
Gross profit	133,786	35,788	-	14,673	(20,338)	163,909
Operational (Expenses) / Income	(59,996)	21,455	173,108	452	(193,423)	(58,404)
Operational Profit Before The Financial Results	73,790	57,243	173,108	15,125	(213,761)	105,505
Financial Income	(122,698)	(889)	212,652	-	-	89,065
Operational profit / (loss) before income tax and social contribution	(48,908)	56,354	385,760	15,125	(213,761)	194,570
Income Tax And Social Contribution	(14,732)	(5,519)	216	-	-	(20,035)
Net profit of the period	(63,640)	50,835	385,976	15,125	(213,761)	174,535

	Consolidated					
	09/30/2015			Elimination		09/30/2015
	Rental	Service	Corporate	Debt	Credit	Consolidated
Profit from Services	285,396	66,113	-	-	(162,824)	188,685
Cost of rentals and services	(8,810)	(36,432)	-	19,569	-	(25,673)
Gross profit	276,586	29,681	-	19,569	(162,824)	163,012
Operational (Expenses) / Income	(157,240)	13,471	(591,687)	649,069	-	(86,387)
Operational Profit Before The Financial Results	119,346	43,152	(591,687)	668,638	(162,824)	76,625
Financial Income	(72,841)	(495)	(573,126)	-	-	(646,462)
Operational profit / (loss) before income tax and social contribution	46,505	42,657	(1,164,813)	668,638	(162,824)	(569,837)
Income Tax And Social Contribution	(17,776)	(3,855)	(3,637)	-	-	(25,268)
Net profit /(loss) of the year	28,729	38,802	(1,168,450)	668,638	(162,824)	(595,105)

## 28. Statement of Cash Flow

The Company has transacted the following operations, which have not involved cash and cash equivalents:

	Consolidated	
	09/30/2016	09/30/2015
Interest capitalized in the property for investment.	2,931	23,926

## 29. Explanation added to the translation for the English version

The accompanying financial statements were translated into English from the original Portuguese version prepared for local purposes. Certain accounting practices applied by the Company that conform to those accounting practices adopted in Brazil may not conform to the generally accepted accounting principles in the countries where these financial statements may be used.

\* \* \*

**Alexandre Lopes Dias**  
Chief Executive Officer.

**Marcio Snioka**  
Chief Investors Relation Officer

**Vicente de Paula da Cunha**  
Chief Financial Officer

**Francisco José Ritondaro**  
Chief Planning and Expansion Officer

**Francisco Antonio Antunes**  
Accountant  
CRC 1SP-149.353/O-2

**São Paulo, November 11, 2016** – General Shopping Brasil S/A [BM&FBovespa: GSHP3], a company with a significant share of the shopping center industry in Brazil, today announces its result for the third quarter - 3Q16. Except where otherwise stated, the following financial and operational information is presented on a consolidated basis and in thousands of Reais.



## 3Q16

### Total Gross Revenue rises 5.6% and reaches R\$ 220.5 million in 9M16

- General Shopping Brasil S/A reported third quarter 2016 - 3Q16 - Gross Revenue of R\$ 69.1 million, a decrease of 1.3% compared with R\$ 70.0 million for the same quarter in 2015 - 3Q15. In the first nine months of 2016 - 9M16 - Gross Revenue increased year-on-year by 5.6% to reach R\$ 220.5 million.
- Consolidated Net Operating Income (NOI) in 3Q16 amounted to R\$ 51.7 million, corresponding to a margin of 86.7%, a decrease of 5.4% in relation to the R\$ 54.7 million recorded in 3Q15. Consolidated NOI in 9M16 was R\$ 165.7 million, equivalent to a margin of 86.0% or a growth of 0.3% compared with 9M15.
- Gross Profit in 3Q16 was R\$ 51.1 million, representing a margin of 85.7% and a decline of 5.5% compared to the R\$ 54.1 million posted by the Company in 3Q15. In 9M16, Gross Profit amounted to R\$ 163.9 million, equivalent to a margin of 85.0% and growth of 0.6% in relation to 9M15.
- Adjusted EBITDA in 3Q16 was R\$ 40.2 million, a margin of 67.4% and a decrease of 7.7% in relation to the R\$ 43.6 million in 3Q15. In 9M16, Adjusted EBITDA was R\$ 133.5 million, representing an EBITDA margin of 69.2% or a growth of 1.2% over 9M15.

Consolidated Financial Highlights						
R\$ thousand	3Q15	3Q16	Chg.	9M15	9M16	Chg.
<b>Gross Revenue</b>	<b>70,032</b>	<b>69,130</b>	<b>-1.3%</b>	<b>208,849</b>	<b>220,477</b>	<b>5.6%</b>
Rent (Shopping Malls)	48,537	49,675	2.3%	144,727	151,442	4.6%
Services	21,495	19,455	-9.5%	64,122	69,035	7.7%
<b>NOI - Consolidated</b>	<b>54,708</b>	<b>51,731</b>	<b>-5.4%</b>	<b>165,207</b>	<b>165,731</b>	<b>0.3%</b>
<b>Adjusted EBITDA</b>	<b>43,587</b>	<b>40,215</b>	<b>-7.7%</b>	<b>131,989</b>	<b>133,509</b>	<b>1.2%</b>
<b>Adjusted Net Result</b>	<b>(358,650)</b>	<b>42,909</b>	<b>-</b>	<b>(543,685)</b>	<b>199,817</b>	<b>-</b>
<b>Adjusted FFO</b>	<b>(357,157)</b>	<b>44,448</b>	<b>-</b>	<b>(538,871)</b>	<b>204,402</b>	<b>-</b>
NOI Margin	87.2%	86.7%	-0,5 p.p.	87.6%	86.0%	-1,6 p.p.
Adjusted EBITDA Margin	69.5%	67.4%	-2,1 p.p.	70.0%	69.2%	-0,8 p.p.
Adjusted Net Result Margin	-571.9%	72.0%	-	-288.1%	103.6%	-
Adjusted FFO Margin	-569.6%	74.5%	-	-285.6%	106.0%	-
Gross Revenue per m <sup>2</sup>	271.32	282.69	4.2%	812.75	876.33	7.8%
NOI per m <sup>2</sup>	211.95	211.54	-0.2%	642.91	658.73	2.5%
Adjusted EBITDA per m <sup>2</sup>	168.86	164.45	-2.6%	513.64	530.66	3.3%
Adjusted Net Result per m <sup>2</sup>	(1,389.47)	175.47	-	(2,115.78)	794.22	-
Adjusted FFO per m <sup>2</sup>	(1,383.69)	181.76	-	(2,097.05)	812.44	-
Own GLA - Average in the Period (m <sup>2</sup> )	258,120	244,540	-5.3%	256,966	251,590	-2.1%
Own GLA - End of the Period (m <sup>2</sup> )	258,120	244,540	-5.3%	258,120	244,540	-5.3%

### INVESTOR RELATIONS

Marcio Snioka  
IR Officer

Rodrigo Lepski Lopes  
IR Coordinator

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Índice de  
Ações com Tag Along  
Diferenciado **ITAG**

Índice de  
Ações com Governança  
Corporativa Diferenciada **IGC**

**abrasca**  
companhia associada

## MANAGEMENT COMMENTS

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The management of the Company is pleased to report on the operational and financial performance for the third quarter of the 2016 fiscal year (3Q16) as shown in the respective reports and statements.

Initially, we highlight the average reduction in GLA (Gross Leasable Area) of 5.3% compared with 3Q15 following the divestment of Parque Shopping Prudente, Poli Shopping Osasco and the sale of a 10% stake in Internacional Shopping Guarulhos, but offset by the opening of Outlet Premium Rio de Janeiro in November 2015 .

The Company was able to report R\$ 69.1 million in Gross Revenue in this period. In 9M16, General Shopping recorded increase of 5.6% to R\$ 220.5 million year-on-year.

Based on Same Areas Performance, Same Area Rentals reported growth of 3.5%, surpassing Same Area Sales of 2.3%, a reflection of the economic downturn and weak performance of the retail sector overall.

Occupancy rates fell in the quarter to 95.0% compared with the 96.4% reported for 3Q15 although better than the 94.1% for the preceding quarter.

In 3Q16, Rental and Services Costs fell by 1.4% to R\$ 8.5 million compared with 3Q15, the result of declining third parties services. NOI reached R\$ 51.7 million, a year-on-year decline of 5.4% and equivalent to a margin of 86.7%, the result of a reduction in GLA in the period.

Conversely, General and Administrative Expenses reported an increase of 20.2% in relation to 3Q15, amounting to R\$ 16.0 million, which R\$ 2.0 million are from non current expenses. Adjusted EBITDA was R\$ 40.2 million, corresponding to an Adjusted EBITDA margin of 67.4%.

The Company's Net Financial Result was affected principally by the Dollar x Real currency variation in the quarter, reverting from a negative R\$ 389.4 million to a positive R\$ 5.7 million.

On August 10, 2016, we concluded an exchange offer for part of the Subordinated Perpetual Bonds.

We would like to take this opportunity to thank our employees, tenants, customers and visitors for their contributions to the Company's performance.

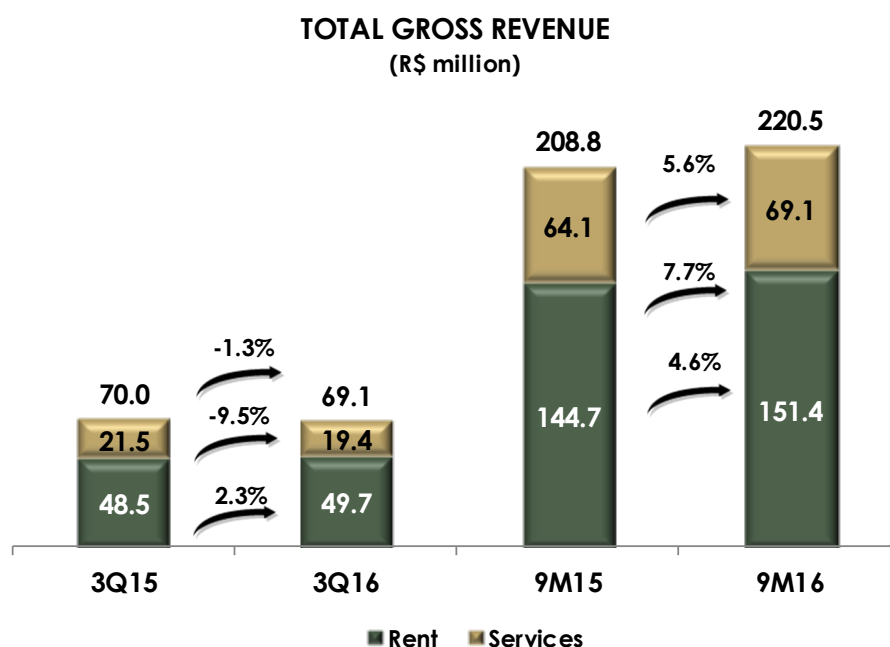
**Marcio Snioka,**  
**Investor Relations Officer**

## GROSS REVENUE

The Company's total gross revenue during the quarter amounted to R\$ 69.1 million, reflecting a year-on-year decrease of 1.3%. In 9M16, gross revenue amounted to R\$ 220.5 million, an increase of 5.6% in relation to 9M15.

Gross revenue from rents in 3Q16 was R\$ 49.7 million, representing 71.9% of total gross revenue and an increase of 2.3% relative to 3Q15. The following combination of critical factors contributed to this increase: the opening of Outlet Premium Rio de Janeiro as well as an effective increase in rents in addition to the annual restatement of rental agreements, these factors partially offset by the sale of Parque Shopping Prudente and Poli Shopping Osasco as well as the Company's stake in the Internacional Shopping Guarulhos. In 9M16, gross revenue was R\$ 151.4 million, an increase of 4.6% compared with 9M15.

Gross revenue from services in 3Q16 totaled R\$ 19.4 million, representing a decrease of 9.5% in relation to the 3Q15, and R\$ 69.1 million in 9M16, a 7.7% improvement on 9M15.



## RENTAL REVENUE

The Company's 3Q16 rental revenue amounted to R\$ 49.7 million, comprising minimum rent, percentage on sales, key money and advertising and straight-line revenue.

### Rental Revenue Breakdown

R\$ million	3Q15	3Q16	Chg.	9M15	9M16	Chg.
Minimum Rent	35.0	36.7	4.7%	102.5	110.6	7.8%
Percentage on Sales	5.2	4.7	-10.1%	15.4	14.2	-7.5%
Key Money	2.9	3.5	20.8%	9.4	10.9	15.7%
Advertising	3.7	3.4	-7.3%	11.9	10.3	-13.0%
Straight-lining Revenue	1.7	1.4	-18.8%	5.5	5.4	-1.6%
<b>Total</b>	<b>48.5</b>	<b>49.7</b>	<b>2.3%</b>	<b>144.7</b>	<b>151.4</b>	<b>4.6%</b>

General Shopping's rental revenue increased by R\$ 1.7 million in 3Q16 or 4.7% in relation to 3Q15, due

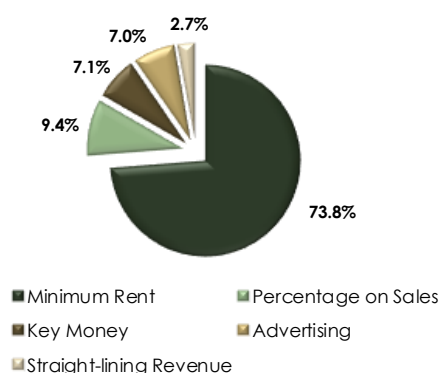
to the foregoing factors. Comparing 9M16 with 9M15, growth was R\$ 8.1 million, or 7.8%.

The percentage on sales revenue decreased 10.1% when comparing the two quarters under analysis, a reflection of the factors already discussed. Year-on-year results for the nine month period were down by 7.5%.

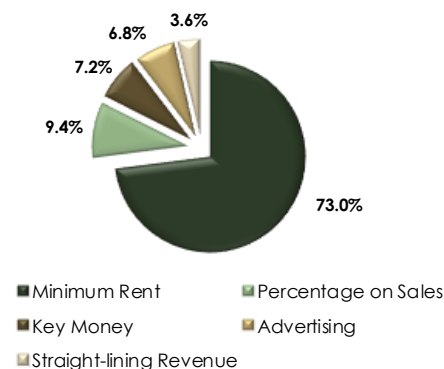
Temporary rentals (Advertising) in 3Q16 totaled R\$ 3.4 million, a decrease of R\$ 0.3 million or 7.3% compared with 3Q15. Again, this same item was R\$ 10.3 million in 9M16, a decrease of 13.0% compared with 9M15.

Minimal rental revenue in 3Q16 accounted for 73.8% of total rental revenue compared with 72.2% in 3Q15. In 9M16, this same item corresponded to 73.0% compared with 70.9% in 9M15.

**Rental Revenue Breakdown - 3Q16**



**Rental Revenue Breakdown - 9M16**



## SERVICES REVENUE

In 3Q16, services revenue amounted to R\$ 19.4 million, corresponding to a decrease of 9.5% compared to the same period in 2015. In 9M16, these services revenues were R\$ 69.1 million, a growth of 7.7% compared with 9M15.

### Services Revenue Breakdown

R\$ million	3Q15	3Q16	Chg.	9M15	9M16	Chg.
Parking	13.9	12.6	-9.2%	41.8	44.3	5.9%
Energy	2.9	2.0	-31.3%	8.3	9.6	15.5%
Water	1.8	1.7	-6.2%	5.2	5.8	11.3%
Management	2.9	3.1	9.2%	8.8	9.4	6.7%
<b>Total</b>	<b>21.5</b>	<b>19.4</b>	<b>-9.5%</b>	<b>64.1</b>	<b>69.1</b>	<b>7.7%</b>

Parking lot revenue in 3Q16 was R\$ 12.6 million, a decline of R\$ 1.3 million or 9.2% in relation to 3Q15. This result reflected sales of stakes in commercial developments during the period as well as a variation in vehicle flow in some of our operations, partially offset by the rollout of Outlet Premium Rio de Janeiro. In 9M16, parking revenues were R\$ 44.3 million, a growth of 5.9% compared with 9M15.

Revenue from the management of energy supply was R\$ 2.0 million in 3Q16, a reduction of R\$ 0.9 million or 31.3%. This result was a reflection of an improvement in spot purchase prices which squeezed margins as well as the sale of stakes in existing commercial developments described above. In 9M16, this item posted R\$ 9.6 million, an increase of 15.5% compared with 9M15.

Revenue from the management of water supplies accounted for R\$ 1.7 million in 3Q16, a decrease of R\$ 0.1 million or 6.2%. In 9M16, this same revenue was R\$ 5.8 million, a year-on-year increase of 11.3% compared with 9M15.

#### REVENUE DEDUCTIONS (TAXES, DISCOUNTS AND CANCELLATIONS)

Taxes, discounts and cancellations against gross revenue totaled R\$ 9.5 million in 3Q16, corresponding to 13.7% of gross revenue, while these deductions in 3Q15 represented 10.5%. In 9M16, this item amounted to R\$ 27.7 million, 12.5% of gross revenue, while in 9M15, the percentage was 9.7%.

Sales taxes (PIS/COFINS/ISS) totaled R\$ 5.9 million in 3Q16, R\$ 0.6 million higher than 3Q15. This variation is due to the increased billing of rents, offset by the change in tax regime for some group companies. In 9M16, sales taxes amounted to R\$ 19.0 million, an increase of R\$ 3.1 million compared with 9M15.

During the quarter, discounts and cancellations were R\$ 3.6 million, an increase of R\$ 1.6 million when compared with 3Q15. In 9M16, we recorded R\$ 8.6 million, an increase of R\$ 4.3 million when compared with 9M15.

#### RENTAL AND SERVICES NET REVENUE

Net Revenue was R\$ 59.6 million in 3Q16, a decrease of 4.9% when compared with the same period in 2015. In 9M16, the Company recorded net revenue of R\$ 192.8 million, 2.2% greater than 9M15.

#### RENTAL AND SERVICES COST

In 3Q16, rental and services costs registered a decrease of 1.4% to R\$ 8.5 million. For the first nine months of the year, these costs amounted to R\$ 28.9 million, 12.6% higher when compared with 9M15.

Rental and Services Costs						
R\$ million	3Q15	3Q16	Chg.	9M15	9M16	Chg.
Personnel	0.9	1.2	40.6%	2.7	3.1	17.1%
Depreciation	0.6	0.6	-3.4%	2.2	1.8	-17.0%
Occupancy	3.4	4.0	18.7%	9.5	12.4	29.6%
Third parties	3.7	2.7	-29.0%	11.3	9.4	-16.2%
Other Costs	-	-	-	-	2.2	-
<b>Total</b>	<b>8.6</b>	<b>8.5</b>	<b>-1.4%</b>	<b>25.7</b>	<b>28.9</b>	<b>12.6%</b>

#### Personnel Costs

Personnel costs were R\$ 1.2 million during the quarter, a growth of 40.6% compared with 3Q15. In 9M16, personnel costs were R\$ 3.1 million, 17.1% greater than 9M15.

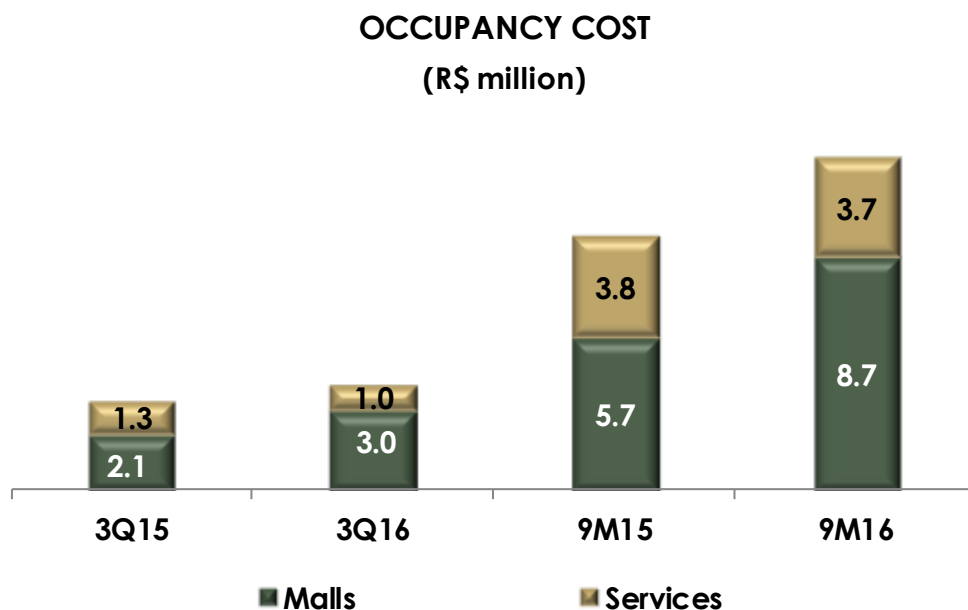
#### Depreciation Costs

In 3Q16, depreciation costs were R\$ 0.6 million, the same level as 3Q15. In 9M16, this same item accounted for R\$ 1.8 million, a decrease of R\$ 0.4 million when compared with 9M15.



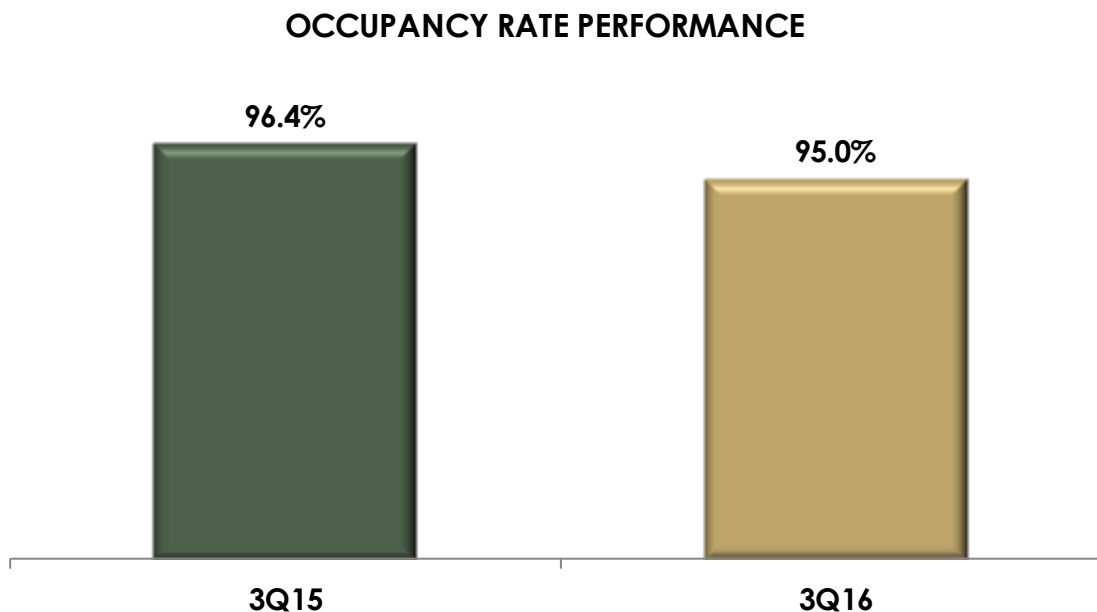
## Occupancy Costs

During the quarter, occupancy costs were R\$ 4.0 million, R\$ 0.6 million higher than 3Q15. In 9M16, this amount was R\$ 12.4 million, an increase of R\$ 2.9 million or 29.6% when compared with 9M15.



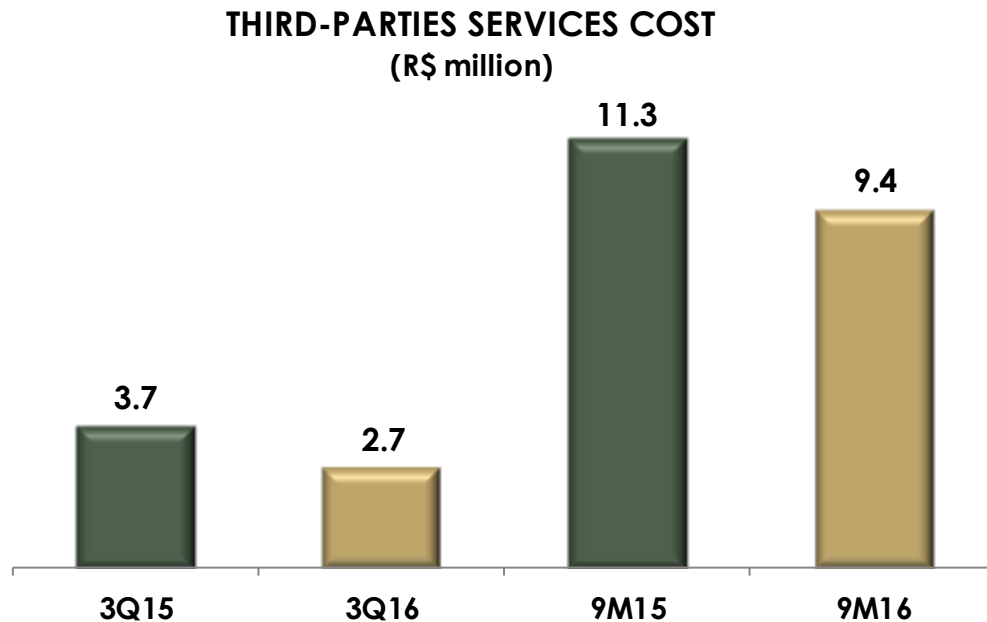
Shopping center occupancy costs were R\$ 3.0 million in 3Q16, an increase of R\$ 0.9 million in relation to 3Q15. In 9M16, occupancy costs were R\$ 8.7 million, a rise of R\$ 3.0 million when compared with 9M15.

Occupancy costs of services totaled R\$ 1.0 million in 3Q16, a decline of R\$ 0.3 million on the figure for 3Q15. In 9M16, the Company reported R\$ 3.7 million, a decrease of R\$ 0.1 million over the same item for 9M15.



### Third Party Services Costs

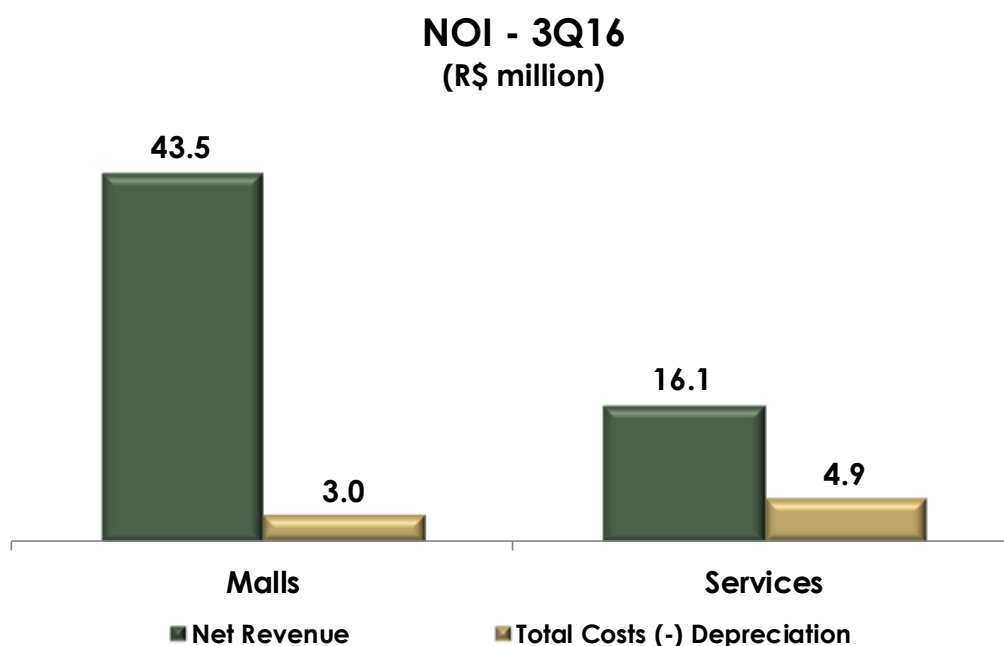
Third party services costs in 3Q16, principally those relating to parking lot overheads, were R\$ 2.7 million, a decrease of R\$ 1.0 million when compared with 3Q15. In 9M16, we reported these costs at R\$ 9.4 million, a R\$ 1.9 million decrease in relation to 9M15.



### GROSS PROFIT

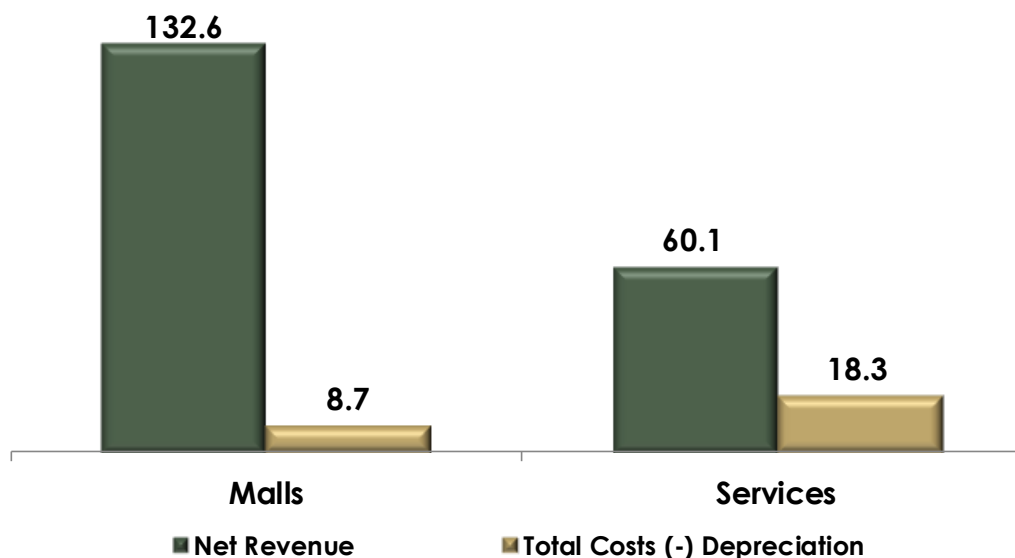
Gross profit in 3Q16 was R\$ 51.1 million, a decrease of 5.5% compared with R\$ 54.1 million in 3Q15. In 9M16, we reported R\$ 163.9 million, equivalent to a margin of 85.0% and an increase of 0.6% compared with 9M15.

In 3Q16, the Company's consolidated NOI, was R\$ 51.7 million. NOI generated from shopping center operations was R\$ 40.5 million and from Services, R\$ 11.2 million.



For this same item in 9M16, we reported R\$ 165.7 million, of which NOI from shopping center operations was R\$ 123.9 million and from Services, R\$ 41.8 million.

### NOI - 9M16 (R\$ million)



## GENERAL AND ADMINISTRATIVE EXPENSES

General and administrative expenses in 3Q16 totaled R\$ 16.0 million, representing an increase of 20.2%, compared with 3Q15. In 9M16, this same item posted R\$ 42.1 million, 1.7% higher than 9M15.

General and Administrative Expenses						
R\$ million	3Q15	3Q16	Chg.	9M15	9M16	Chg.
Publicity and Advertising	(0.4)	(0.3)	-17.2%	(1.4)	(2.0)	46.6%
Provision for Doubtful Accounts	(1.2)	(2.3)	100.0%	(2.3)	(4.5)	96.6%
Personnel	(4.5)	(4.2)	-6.5%	(14.4)	(11.5)	-19.8%
Third Parties	(3.4)	(3.3)	-7.6%	(10.1)	(8.4)	-17.7%
Commercialization Expenses	(0.4)	(1.4)	213.6%	(2.7)	(4.0)	48.4%
Non-recurring Expenses	(0.3)	(2.0)	537.5%	(1.6)	(3.5)	122.3%
Other Expenses	(3.1)	(2.5)	-15.9%	(8.9)	(8.2)	-8.7%
<b>Total</b>	<b>(13.3)</b>	<b>(16.0)</b>	<b>20.2%</b>	<b>(41.4)</b>	<b>(42.1)</b>	<b>1.7%</b>

In the quarter under review, the Company recorded a rise of R\$ 2.7 million in administrative expenses, reflecting an increase in (i) provisions for doubtful debts (ii) commercialization and (iii) non-recurring expenses, partially offset by the decrease in (iv) personnel expenses, (v) publicity and advertising (vi) third party services and (vii) other expenses.

## OTHER OPERATING REVENUE AND EXPENSES

Operating revenue and expenses reflect principally the recovery of costs and expenses paid by the Company for account of shopping center tenants as well as other recoveries in general. In 3Q16,

other operating revenues and expenses were R\$ 1.2 million as against R\$ 1.0 million in 3Q15. In 9M16, the amount was a negative R\$ 16.3 million and in 9M15, a negative R\$ 45.0 million.

#### Other Operating Revenues

R\$ million	3Q15	3Q16	Chg.	9M15	9M16	Chg.
Recovery of Condominium Expenses	0.8	0.1	-88.1%	2.1	0.3	-85.2%
Gain/Loss on Investment Properties Sale	-	(0.3)	-	(49.0)	(19.9)	-59.4%
Recovery (other)	0.2	1.4	808.9%	1.9	3.3	75.5%
<b>Total</b>	<b>1.0</b>	<b>1.2</b>	<b>19.8%</b>	<b>(45.0)</b>	<b>(16.3)</b>	<b>-63.8%</b>

#### NET FINANCIAL RESULT

In 3Q16, the net financial result was positive at R\$ 5.7 million while in 3Q15, the same item was a negative R\$ 389.4 million. We would point out that the currency translation effect on the principal of our perpetual debt has a non-cash impact. In 9M16, the net financial result reported a positive R\$ 89.1 million compared with a negative R\$ 646.5 million in 9M15.

Interest charges for the financing of greenfield projects are capitalized during the course of construction work and are then amortized once the commercial developments become operational.

#### Net Financial Result

R\$ million	3Q15	3Q16	Chg.	9M15	9M16	Chg.
<b>Revenues</b>	<b>101.0</b>	<b>89.4</b>	<b>-11.5%</b>	<b>313.4</b>	<b>435.3</b>	<b>38.9%</b>
Interest on financial investments	4.0	3.3	-15.8%	24.0	6.5	-72.8%
Exchange Variation - Asset	12.9	4.2	-67.5%	139.9	340.0	143.0%
Monetary Variation - Asset	1.7	-	-	4.7	-	-
Derivative Operational Gain	81.5	-	-	142.2	3.6	-97.5%
Other	0.9	81.9	-	2.6	85.2	-
<b>Expenses</b>	<b>(490.4)</b>	<b>(83.7)</b>	<b>-82.9%</b>	<b>(959.9)</b>	<b>(346.2)</b>	<b>-63.9%</b>
Interest on loans, financing and CCI's	(30.1)	(28.5)	-5.1%	(88.3)	(88.8)	0.6%
Perpetual Bonds Debt	(42.9)	(27.2)	-36.6%	(84.5)	(84.5)	-
Derivative Operational Loss	(16.1)	(1.2)	-92.5%	(51.4)	(21.6)	-58.0%
Exchange Variation - Liability	(390.3)	(13.5)	-96.5%	(712.3)	(116.4)	-83.7%
Monetary Variation - Liability	(2.3)	-	-	(6.4)	-	-
Fine on Overdue Taxes	(0.1)	(4.0)	-	(0.6)	(10.6)	-
Other	(8.6)	(9.3)	7.7%	(16.4)	(24.3)	48.7%
<b>Total</b>	<b>(389.4)</b>	<b>5.7</b>	<b>-</b>	<b>(646.5)</b>	<b>89.1</b>	<b>-</b>

#### FINANCIAL INSTRUMENTS

The Risk Management Policy involves the use of financial derivatives or financial investments in US dollars to protect the Company against variations that can affect liquidity. The Board of Directors is responsible for monitoring and deciding on eventual policy changes.

Speculative transactions are not permitted under the Policy and any instrument used must be for risk mitigation only. All operations are controlled through daily marking-to-market monitoring and risk limits, information for which is supplied by a third party consultancy independent of the Company's Financial Department.

No derivative is classified as a hedge instrument under the Brazilian Accounting Standards Committee's CPC 38 definition and therefore is not booked according to Hedge Accounting practices.

## EXCHANGE RISK

General Shopping holds at least one year's interest payments hedged against currency risk. To this end, hedging may be conducted through operations both in Brazil or overseas and include derivative instruments. The Company adheres strictly to set criteria for costs and profitability.

The Company manages and monitors its derivatives position daily, adjusting it in accordance with the best hedging strategy at below market costs.

General Shopping uses non-deliverable forward contracts (NDF) from first class financial institutions to protect interest payments on its currency-denominated liabilities.

The Company's currency exposure position as at September 30, 2016 for the next 12 months is shown in the following chart:

Exchange Hedge Scenario			
US\$ thousands	2016	2017	12 months
Exposure	4,104	12,396	16,500
Total hedge with derivative instruments	4,150	12,350	16,500
<b>Coverage</b>	<b>100%</b>		

Types of Hedge Instruments			
Derivative Instrument - Exchange NDF	2016	2017	12 months
Initial price - R\$/US\$*	3.3387	3.3387	3.3387
Notional value in US\$ thousands	4,150	12,350	16,500
Fair value in R\$ thousands	(264)	(785)	(1,049)

(\*)For the currency NDF, the price reflects the operation's entry price

## INTEREST RATE RISK

The Company has executed interest rate swaps in order to transform debt indexed to the CDI (Interbank Deposit Rate) and TJLP (Long Term Interest Rate) to the IPCA (Amplified Consumer Price Index). These swap agreements carry maturity dates and percentages of amortization, which exactly match the corresponding loan agreements.

Swap Start Data	Notional Remaining In R\$ thousand	Swap Maturity Date	Long Position	Short Position	Fair Value at 09/30/2016
jun/12	2,094	jun/17	CDI + 3.202%	IPCA + 7.590%	(724)
oct/12	2,780	oct/17	CDI + 5.500%	IPCA + 7.970%	(882)
oct/12	3,706	oct/17	TJLP + 6.500%	IPCA + 6.900%	(1,235)
<b>TOTAL</b>	<b>8,580</b>				<b>(2,841)</b>

## INCOME TAX AND SOCIAL CONTRIBUTION (CURRENT AND DEFERRED)

The Company reported income tax and social contribution in 3Q16 of R\$ 1.4 million compared with R\$ 11.3 million in 3Q15. In 9M16, the income tax and social contribution take amounted to R\$ 20.0 million, a reduction of R\$ 5.3 million compared with 9M15.

## NET ADJUSTED RESULT

In 3Q16, the Company recorded a positive net adjusted result of R\$ 42.9 million compared with the negative net adjusted result of R\$ 358.7 million in 3Q15. In 9M16, the net adjusted result was a positive R\$ 199.8 million compared to the negative net adjusted result of R\$ 543.7 million in 9M15.

### Adjusted Net Result Reconciliation

R\$ million	3Q15	3Q16	Chg.	9M15	9M16	Chg.
<b>Net Result</b>	<b>(359.0)</b>	<b>40.6</b>	-	<b>(595.1)</b>	<b>174.5</b>	-
(+) Non-Recurring	0.3	2.3	-	50.5	23.4	-53.7%
(+) IRPJ/CSLL (Non-Recurring)	-	-	-	0.9	1.9	114.1%
<b>Adjusted Net Result</b>	<b>(358.7)</b>	<b>42.9</b>	-	<b>(543.7)</b>	<b>199.8</b>	-
<b>Adjusted Net Result Margin</b>	<b>-571.9%</b>	<b>72.0%</b>	-	<b>-288.1%</b>	<b>103.6%</b>	-

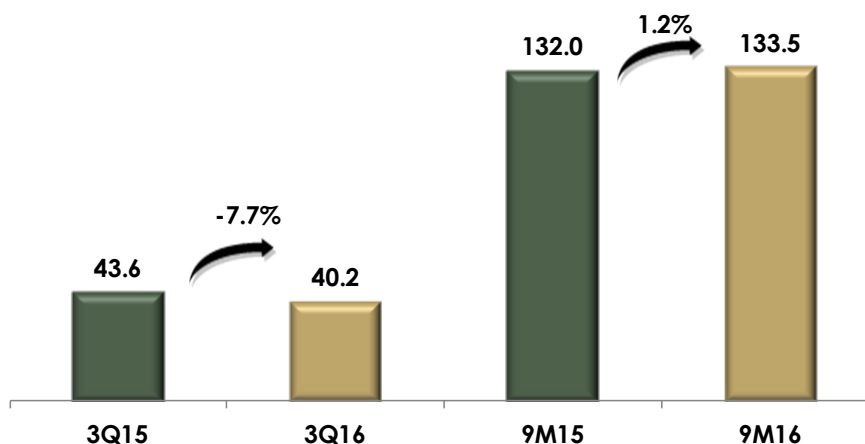
## ADJUSTED EBITDA

Adjusted EBITDA in 3Q16 was R\$ 40.2 million, equivalent to a margin of 67.4% and a decrease of 7.7% on the Adjusted EBITDA of R\$ 43.6 million in the same quarter for 2015. In 9M16, this item posted an amount of R\$ 133.5 million, a margin of 69.2% and a year-on-year increase of 1.2%.

### Adjusted EBITDA Reconciliation

R\$ million	3Q15	3Q16	Chg.	9M15	9M16	Chg.
<b>Net Result</b>	<b>(359.0)</b>	<b>40.6</b>	-	<b>(595.1)</b>	<b>174.5</b>	-
(+) Income Tax and Social Contribution	11.4	1.4	-87.2%	25.3	20.0	-20.7%
(+) Net Financial Result	389.4	(5.7)	-	646.5	(89.1)	-
(+) Depreciation and Amortization	1.5	1.6	3.1%	4.8	4.7	-4.8%
<b>EBITDA</b>	<b>43.3</b>	<b>37.9</b>	<b>-12.5%</b>	<b>81.5</b>	<b>110.1</b>	<b>35.2%</b>
(+) Non-Recurring	0.3	2.3	-	50.5	23.4	-53.7%
<b>Adjusted EBITDA</b>	<b>43.6</b>	<b>40.2</b>	<b>-7.7%</b>	<b>132.0</b>	<b>133.5</b>	<b>1.2%</b>
<b>Adjusted EBITDA Margin</b>	<b>69.5%</b>	<b>67.4%</b>	<b>-2.1 p.p.</b>	<b>70.0%</b>	<b>69.2%</b>	<b>-0.8 p.p.</b>

ADJUSTED EBITDA  
(R\$ million)

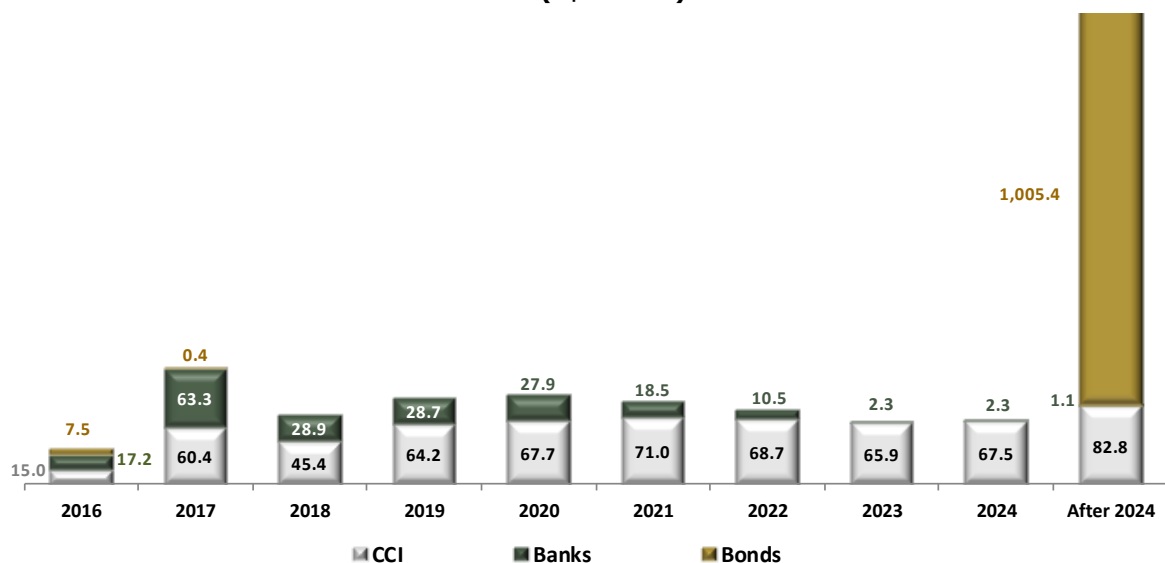


## CAPITAL STRUCTURE

The Company's gross debt as at September 30, 2016 amounted to R\$ 1,822.6 million. On June 30, 2016, gross debt stood at R\$ 1,908.6 million.

In the light of General Shopping's cash position (cash and cash equivalents and other financial investments) as at September 30, 2016 of R\$ 85.4 million, total net debt amounted to R\$ 1,737.2 million. In 2Q16, net debt amounted to R\$ 1,782.5 million.

### AMORTIZATION SCHEDULE (R\$ million)



R\$ million															
Financial Institution	Maturity	Index	Interest	09/30/2016	2016	2017	2018	2019	2020	2021	2022	2023	2024	After 2024	
BANCO HSBC S.A.	Jun-17	CDI	3.2%	2.1	0.7	1.4	-	-	-	-	-	-	-	-	-
BNDES - PINE FINAME	Sep-19	-	8.7%	0.5	-	0.2	0.2	0.1	-	-	-	-	-	-	-
BNDES - HSBC FINEM	Oct-17	SELIC	5.5%	4.5	1.1	3.4	-	-	-	-	-	-	-	-	-
BNDES - HSBC FINEM	Oct-17	TJLP	6.5%	6.9	0.9	6.0	-	-	-	-	-	-	-	-	-
BNDES - HSBC FINEM	Aug-21	SELIC	6.8%	19.3	1.1	3.9	3.9	3.9	3.9	2.6	-	-	-	-	-
BNDES - HSBC FINEM	Aug-21	TJLP	6.8%	36.8	2.1	7.5	7.5	7.4	7.4	4.9	-	-	-	-	-
BNDES - ITAÚ CCB	Nov-20	TJLP	6.3%	20.0	1.2	4.8	4.8	4.8	4.4	-	-	-	-	-	-
BNDES - ITAÚ CCB	Nov-20	SELIC	4.6%	5.8	0.4	1.3	1.4	1.4	1.3	-	-	-	-	-	-
BNDES - ITAÚ CCB	Nov-20	-	3.5%	0.7	-	0.2	0.2	0.2	0.1	-	-	-	-	-	-
BBM - CCB	Jan-17	SELIC	8.1%	2.3	1.8	0.5	-	-	-	-	-	-	-	-	-
DEBÊNTURES - SB BONSUCESSO	Oct-22	CDI	2.8%	23.9	1.1	3.9	3.9	3.9	3.9	3.9	3.3	-	-	-	-
DEBÊNTURES - SB BONSUCESSO	Oct-22	IPCA	7.5%	35.0	6.2	4.8	4.8	4.8	4.7	4.8	4.9	-	-	-	-
DEBÊNTURES - CRISTAL	Oct-17	CDI	2.5%	23.1	-	23.1	-	-	-	-	-	-	-	-	-
BNB	Jun-25	-	3.5%	19.8	0.6	2.3	2.2	2.2	2.2	2.3	2.3	2.3	2.3	1.1	-
CCI - ITAÚ BBA	Jun-18	TR	11.0%	65.0	8.3	36.8	19.9	-	-	-	-	-	-	-	-
CCI - SANTANDER	Jun-22	TR	11.0%	45.0	1.5	6.1	6.8	7.6	8.5	9.4	5.1	-	-	-	-
CCI - HABITASEC	Nov-24	IPCA	7.0%	67.2	1.8	6.4	6.9	7.4	7.9	8.5	9.0	9.7	9.6	-	-
CCI - HABITASEC	Jun-25	IPCA	7.0%	37.2	0.9	3.3	3.5	3.7	4.0	4.3	4.6	4.8	5.3	2.8	-
CCI - HABITASEC	Dec-24	IPCA	7.0%	52.6	1.4	5.1	5.3	5.7	6.2	6.5	7.0	7.5	7.9	-	-
CCI - ITAÚ	Sep-26	TR	9.9%	271.4	0.3	-	-	35.6	35.6	35.6	35.5	35.6	35.5	57.7	-
CCI - ITAÚ BBA	Jan-27	TR	10.0%	70.2	0.8	2.7	3.0	4.2	5.5	6.7	7.5	8.3	9.2	22.3	-
BONDS 2016	Aug-26	USD	10%/12%	29.4	-	0.4	-	-	-	-	-	-	-	29.0	-
BONDS 2010/2011	-	USD	10.0%	540.4	7.5	-	-	-	-	-	-	-	-	532.9	-
BONDS 2012	-	USD	12.0%	443.5	-	-	-	-	-	-	-	-	-	443.5	-
<b>Total Debt</b>				<b>1,822.6</b>	<b>39.7</b>	<b>124.1</b>	<b>74.3</b>	<b>92.9</b>	<b>95.6</b>	<b>89.5</b>	<b>79.2</b>	<b>68.2</b>	<b>69.8</b>	<b>1,089.3</b>	

The rating agencies, which monitor the Company (Fitch and Moody's), adopt the criterion of considering 50% of the Bonds 2012 as capital.

**CONSOLIDATED INCOME STATEMENT**

R\$ thousand	3Q15	3Q16	Chg.	9M15	9M16	Chg.
<b>Gross Operating Revenue</b>	<b>70,032</b>	<b>69,130</b>	<b>-1.3%</b>	<b>208,849</b>	<b>220,477</b>	<b>5.6%</b>
Revenue from Rents	48,537	49,675	2.3%	144,727	151,442	4.6%
Revenue from Services	21,495	19,455	-9.5%	64,122	69,035	7.7%
<b>Revenue Deductions</b>	<b>(7,325)</b>	<b>(9,497)</b>	<b>29.7%</b>	<b>(20,164)</b>	<b>(27,668)</b>	<b>37.2%</b>
Pis / Cofins	(4,335)	(5,185)	19.6%	(12,996)	(16,202)	24.7%
ISS	(981)	(755)	-23.0%	(2,879)	(2,818)	-2.1%
Discounts	(2,009)	(3,557)	77.1%	(4,289)	(8,648)	101.6%
<b>Net Operating Revenue</b>	<b>62,707</b>	<b>59,633</b>	<b>-4.9%</b>	<b>188,685</b>	<b>192,809</b>	<b>2.2%</b>
<b>Rents and Services Costs</b>	<b>(8,616)</b>	<b>(8,498)</b>	<b>-1.4%</b>	<b>(25,673)</b>	<b>(28,900)</b>	<b>12.6%</b>
Personnel	(881)	(1,239)	40.6%	(2,641)	(3,092)	17.1%
Depreciation	(617)	(596)	-3.4%	(2,195)	(1,822)	-17.0%
Occupancy	(3,379)	(4,010)	18.7%	(9,541)	(12,363)	29.6%
Third Parties	(3,739)	(2,653)	-29.0%	(11,296)	(9,467)	-16.2%
Other Costs	-	-	-	-	(2,156)	-
<b>Gross Profit</b>	<b>54,091</b>	<b>51,135</b>	<b>-5.5%</b>	<b>163,012</b>	<b>163,909</b>	<b>0.6%</b>
<b>Operating Expenses</b>	<b>(12,312)</b>	<b>(14,798)</b>	<b>20.2%</b>	<b>(86,387)</b>	<b>(58,404)</b>	<b>-32.4%</b>
General and Administrative	(13,334)	(16,023)	20.2%	(41,424)	(42,113)	1.7%
Other Operating Revenues and Expenses	1,022	1,225	19.9%	(44,963)	(16,291)	-63.8%
<b>Income Before Financial Result</b>	<b>41,779</b>	<b>36,337</b>	<b>-13.0%</b>	<b>76,625</b>	<b>105,505</b>	<b>37.7%</b>
Financial Results	(389,407)	5,680	-	(646,462)	89,065	-
<b>Result Before Income Tax and Social Contribution</b>	<b>(347,628)</b>	<b>42,017</b>	<b>-</b>	<b>(569,837)</b>	<b>194,570</b>	<b>-</b>
Income Tax and Social Contribution	(11,337)	(1,447)	-87.2%	(25,268)	(20,035)	-20.7%
<b>Net Result in the period</b>	<b>(358,965)</b>	<b>40,570</b>	<b>-</b>	<b>(595,105)</b>	<b>174,535</b>	<b>-</b>



**CONSOLIDATED BALANCE SHEET**

<b>ASSETS R\$ thousand</b>	<b>09/30/2016</b>	<b>12/31/2015</b>
<b>CURRENT ASSETS</b>		
Cash and Cash Equivalents	83,910	111,240
Accounts Receivable	64,777	69,924
Recoverable Taxes	13,376	20,664
Investment Properties destined to sale	-	59,300
Accounts receivable from sold properties	6,333	-
Other Receivables	16,041	20,673
<b>Total Current Assets</b>	<b>184,437</b>	<b>281,801</b>
<b>NON-CURRENT ASSETS</b>		
Financial Application	1,443	1,133
Accounts Receivable	5,487	3,063
Recoverable Taxes	4,467	4,703
Related Parties	57,392	63,027
Deposits and Guarantees	1,877	2,613
Other Accounts Receivable	1,785	3,542
Investment Property	2,890,134	2,820,962
Property, Plant and Equipment	30,535	31,083
Intangible	20,942	23,656
<b>Total Non-Current Assets</b>	<b>3,014,062</b>	<b>2,953,782</b>
<b>Total Assets</b>	<b>3,198,499</b>	<b>3,235,583</b>

**LIABILITIES AND SHAREHOLDERS' EQUITY**

<b>CURRENT LIABILITIES</b>		
Suppliers	17,219	21,945
Loans and Financing	50,675	118,786
Payroll and Related Charges	3,287	2,581
Taxes and Contributions	99,697	59,071
Taxes to be paid in Installments	14,801	13,734
Real Estate Credit Notes - CCI	58,635	57,785
Related Parties	24,114	30,387
Cession revenues to be recognized	17,989	10,388
Other Payables	11,877	9,825
<b>TOTAL CURRENT LIABILITIES</b>	<b>298,294</b>	<b>324,502</b>
<b>NON-CURRENT LIABILITIES</b>		
Loans and financing	1,163,333	1,400,890
Cession revenues to be recognized	97,932	24,146
Taxes to be paid in Installments	42,123	55,134
Deferred Taxes and Social Contribution	81,168	83,410
Provision for Labor and Civil Risks	1,320	1,373
Real Estate Credit Notes - CCI	549,948	565,828
<b>Total Non-Current Liabilities</b>	<b>1,935,824</b>	<b>2,130,781</b>
<b>Shareholders Equity</b>	<b>964,381</b>	<b>780,300</b>
<b>Total Liabilities and Shareholders Equity</b>	<b>3,198,499</b>	<b>3,235,583</b>

**Note:** The operating and financial indicators have not been audited by our external auditors.

CONSOLIDATED CASH FLOW		
R\$ thousand	09/30/2016	09/30/2015
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Profit / (loss) in the period</b>	<b>174,535</b>	<b>(595,105)</b>
<b>Adjustments for reconciling net profit in the period with net cash generated (used) by operating activities:</b>		
Depreciation and Amortization	4,632	4,814
Provision for doubtful accounts	4,496	2,281
Provision / (Recognition) for labor and civil risks	(53)	(478)
Gain on Perpetual Bonds Buyback	(98,464)	-
Income taxes and Social Contribution deferred	(2,242)	(3,774)
Income taxes and Social Contribution	22,248	29,042
Financial charges on loans, financing, CCI and perpetual bonds	204,205	202,669
Loss/(Gain) not realized with derivatives instruments	3,890	(35,859)
(Gain) or loss on disposal of investments properties	-	(771)
Financial charges on taxes paid in installments	(2,808)	4,172
Exchange Variation	(224,419)	542,662
Fair Value Adjustments	12,300	-
<b>(Increase) Decrease in Operating Assets:</b>		
Accounts Receivable	(1,773)	(1,110)
Recoverable Taxes	7,524	(711)
Accounts Receivable from sold properties	(6,333)	-
Other receivables	6,389	1,771
Deposits and Guarantees	736	(298)
<b>Increase (Decrease) in Operating Liabilities:</b>		
Suppliers	(4,726)	5,467
Taxes, Charges and Contributions	18,378	3,211
Salaries and Social Charges	706	398
Cession Revenue to be recognized	81,387	(3,349)
Other Payables	(1,838)	(150,858)
<b>Cash (Applied in) / Generated from Operating Activities</b>	<b>198,770</b>	<b>4,174</b>
Payment of Interest	(105,379)	(161,266)
Income taxes and Social Contribution paid	-	(36,647)
<b>Net Cash (Applied in) / Generated from Operating Activities</b>	<b>93,391</b>	<b>(193,739)</b>
<b>CASH FLOW FROM INVESTMENT ACTIVITIES</b>		
Asset write off	119	205,334
Financial Application and Restricted Cash	(310)	55,761
Acquisition of property and intangible assets	(84,161)	(202,298)
Proceeds from sale of investments properties	60,500	141,145
<b>Net Cash Generated from Investment Activities</b>	<b>(23,852)</b>	<b>199,942</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Issuance of Loans, Financing and CCI	1,910	110,435
Costs on issuance of Loans, Financing and CCI and Perpetual Bonds	(600)	(5,752)
Increase of Capital Stock	9,546	-
Amortization of principal of loans, financing and CCI	(99,745)	(100,316)
New taxes installments	1,395	-
Payment of principal on installment of taxes	(8,737)	(7,523)
Related Parties	(638)	(5,775)
<b>Net Cash (Applied in) / Generated from Financing Activities</b>	<b>(96,869)</b>	<b>(8,931)</b>
<b>NET (REDUCTION)/INCREASE OF CASH AND CASH EQUIVALENTS</b>	<b>(27,330)</b>	<b>(2,728)</b>
<b>Cash and Cash Equivalents</b>		
Beginning period	111,240	178,048
Closing period	83,910	175,320

**Note:** The operating and financial indicators have not been audited by our external auditors.

## GLOSSARY

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<b>Adjusted EBITDA</b>	Gross profit less operating expenses, plus depreciation and amortization together with non-recurring expenses.
<b>Adjusted EBITDA per m<sup>2</sup></b>	Adjusted EBITDA divided by average own GLA in the period.
<b>Adjusted FFO</b>	Funds From Operations: Adjusted Net Profit + Depreciation + Amortization.
<b>Adjusted net results</b>	Net Results plus non-recurring expenses.
<b>Adjusted net results per m<sup>2</sup></b>	Adjusted Net Results divided by average own GLA in the period.
<b>Advertising</b>	Rental of marketing space for the promotion of products and services.
<b>Anchor Stores</b>	Large and well known stores that carry special marketing and structural features, representing an attraction to consumers, ensuring a permanent flow and uniform consumer traffic in all areas of shopping centers.
<b>CPC 06</b>	Statement issued by the Brazilian Committee on Accounting Pronouncements which refers to straight-lining revenue.
<b>CPC 38</b>	Statement issued by the Brazilian Committee on Accounting Pronouncements which refers to recognition and measurement of financial instruments.
<b>FFO per m<sup>2</sup></b>	FFO divided by average own GLA in the period.
<b>Malls</b>	Common areas of shopping centers (corridors) for the leasing of stands, kiosks and similar.
<b>Minimum Rent</b>	Base rent as defined under the rental contract.
<b>NOI</b>	Net Operating Income: Net Revenue less cost of rents and services, plus depreciation and amortization.
<b>NOI per m<sup>2</sup></b>	NOI divided by average own GLA in the period.
<b>Occupancy Rate</b>	Rented GLA at the shopping center.
<b>Own GLA</b>	Gross leasable area weighted by the Company's interest in the shopping centers.
<b>Percentage of Sales Rent</b>	Difference between minimum rent and the rent from sales percentage.
<b>Satellite Stores</b>	Small and specialized stores intended for general commerce.
<b>Total GLA</b>	Gross leasable area is the sum total of all the areas available for leasing in the shopping centers except for kiosks and third party areas.
<b>Vacancy Rate</b>	Unrented GLA at the shopping center.