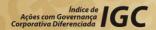
**São Paulo, August 14, 2013 -** General Shopping Brasil S/A [BM&FBovespa: GSHP3], a company with significant participation in the shopping mall industry, announces today its results for 2Q13. The following financial and operating information, except where indicated otherwise, is presented on a consolidated basis and in thousands of reais, according to accounting rules adopted in Brazil.



# **2013**









#### **INVESTOR RELATIONS**

Alessandro Poli Veronezi IR Officer

Marcio Snioka IR Superintendent

dri@generalshopping.com.br (55 11) 3159-5100

www.generalshopping.com.br

#### FIRB

Silvia Pinheiro (55 11) 3500-5564 silvia.pinheiro@firb.com

# Gross Revenue grows 30.9% over 2Q12, increases its own GLA to 19.8% and adjusted EBITDA margin of 70.0%

- Gross Revenue of General Shopping Brasil S/A in the second quarter of 2013 2Q13 reached R\$ 57.7 million, an increase of 30.9% compared to revenue of R\$ 44.1 million in the second quarter of 2012 2Q12. In the first half of 2013 1H13, gross revenue grew 32.1% compared to 1H12, reaching R\$ 112.2 million.
- Consolidated NOI in 2Q13 totaled R\$ 46.0 million, with a margin of 87.3%, up 29.1% from the R\$ 35.6 million reached in 2Q12. In 1H13, consolidated NOI was R\$ 89.6 million, with an 87.2% margin, up 29.5% as compared with 1H12.
- Gross Profit in 2Q13 hit R\$ 40.8 million, with a margin of 77.4% and a growth of 28.6% in comparison with R\$ 31.7 million in 2Q12. In 1H13, gross profit totaled R\$ 78.9 million, with a margin of 76.8%, up 27.9% compared to 1H12.
- Adjusted EBITDA in 2Q13 reached R\$ 36.9 million, with a margin of 70.0% and an increase of 30.1% as compared with the R\$ 28.4 million reached in 2Q12. In 1H13, adjusted EBITDA amounted to R\$ 71.4 million, representing a margin of 69.5% and an increase of 29.4% in relation to 1H12.

**Consolidated Financial Highlights** 

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R\$ thousand	2Q12	2Q13	Chg.	1H12	1H13	Chg.
Gross Revenue	44,052	57,684	30.9%	84,961	112,231	32.1%
Rent (Shopping Malls)	34,037	43,310	27.2%	66,061	84,604	28.1%
Services	10,015	14,374	43.5%	18,900	27,627	46.2%
NOI - Consolidated	35,647	46,031	29.1%	69,137	89,556	29.5%
Adjusted EBITDA	28,370	36,918	30.1%	55,161	71,367	29.4%
Adjusted Net Result	(77,430)	(76,984)	-0.6%	(70,603)	(84,248)	19.3%
Adjusted FFO	(73,414)	(71,163)	-3.1%	(62,634)	(72,371)	15.5%
NOI Margin	86.3%	87.3%	1.0 p.p.	87.1%	87.2%	0.1 p.p.
Adjusted EBITDA Margin	68.7%	70.0%	1.3 p.p.	69.5%	69.5%	-
Adjusted Net Result Margin	-187.4%	-146.0%	41.4 p.p.	-89.0%	-82.1%	6.9 p.p.
Adjusted FFO Margin	-177.7%	-134.9%	42.8 p.p.	-78.9%	-70.5%	8.4 p.p.
Gross Revenue per m²	206.83	226.15	9.3%	398.90	440.00	10.3%
NOI per m²	167.37	180.46	7.8%	324.60	351.10	8.2%
Adjusted EBITDA per m²	133.20	144.74	8.7%	258.99	279.79	8.0%
Adjusted Net Result per m²	(363.54)	(301.81)	-17.0%	(331.49)	(330.29)	-0.4%
Adjusted FFO per m²	(344.68)	(278.99)	-19.1%	(294.07)	(283.73)	-3.5%
Own GLA - Average in the Period (m <sup>2</sup> )	212,989	255,073	19.8%	212,989	255,073	19.8%
Own GLA - End of the Period (m <sup>2</sup> )	212,989	255,073	19.8%	212,989	255,073	19.8%

#### **MANAGEMENT COMMENTS**

The company's management reports the operating and financial performance of the company, according to its published reports at the end of the second quarter of 2013 (2Q13).

On the one hand, the company registered a 19.8% growth between the 2nd quarter of 2012 (2Q12) and the 2nd quarter of 2013 (2Q13) in its own gross leasable area (GLA), representing a total of  $255,000 \, \text{m}^2$ , and on the other, a total revenue increase of around 30.9%, as a result of organic growth in its previously existing operations (in "same areas"). Breaking down this growth one notices an increase in "rental revenues" of 27.2% and in "services revenue" of 43.5%.

By detailing the growth in "same areas" mentioned above, the increase in same area revenue (SAR) in 2Q13 over the same period last year was 9%. In turn, storeowner same area sales (SAS) rose 14%, noticing that most rental indexations are due on 4<sup>th</sup> quarter. Both indicators confirm the slowdown trend of the retail sector's growth as previously stated and pointed out by the Management.

In line with this growth, the Company's NOI on 2Q13 over 2Q12 rose around 29.1% with a margin expansion from 86.3% to 87.3%, reaching R\$ 46.0 million in the quarter. There was also a slight improvement in the vacancy areas, representing 3.3% of GLA.

Also in line with the growth, the adjusted EBITDA grew 30.1% to R\$ 36.9 million in the period, expanding the margin from 68.7% to 70.0%. Furthermore, the increase in general and administrative expenses (SG&A) were most noticed in the accounts related to the Company's activities expansion, such as publicity and advertising and commercialization.

In addition to the impact of the indebtedness cost on the capital structure of the company, the financial result was also impacted by R\$ 88.3 million due to the net exchange rate effect that, despite not affecting the next interest payments (coupons) of the bonds issued which are hedged, affects the principal balance of the debt (see item "Financial Instruments").

On June 28, 2013, the company sold to the Fundo de Investimento Imobiliário General Shopping Ativo e Renda - FII, managed by Socopa - Sociedade Corretora Paulista S.A and listed on the São Paulo Stock Exchange as FIGS11, 36.5% of the property of the Shopping Bonsucesso through its subsidiary SB Bonsucesso Administradora de Shoppings S.A for R\$ 79.0 million, as well as 36.5% of the property of the Parque Shopping Maia (under construction) and 36.5% of the Improvements to be delivered for the operation of such Mall, through the subsidiary VUL Administradora e Incorporadora Ltda, for R\$ 167.0 million.

This step confirms the Company's intention to set up possible structures for the sale of minority interest in some properties, such as through the sale to Real Estate Investment Funds (FII), to strengthen its cash position and reduce leverage, preparing it for new business cycles.

We would like to once again thank the employees, storeowners, customers and visitors of our shopping malls for their contribution.

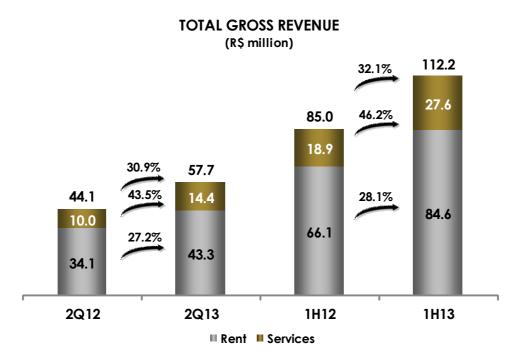
Alessandro Poli Veronezi, Investor Relations Officer

#### **GROSS REVENUE**

The company's total gross revenue totaled R\$ 57.7 million this quarter, up 30.9% over that in 2Q12. In 1H13, revenue hit R\$ 112.2 million, a 32.1% increase as compared with the same period in 2012.

Rental gross revenue in 2Q13 totaled R\$ 43.3 million, representing 75.1% of total gross revenue and an increase of 27.2% over 2Q12. The main factors that contributed to this growth were: the opening of the Outlet Premium Brasilia in Jul/12, the acquisition of the Shopping Bonsucesso in Aug/12, the expansion of the Parque Shopping Prudente and Unimart Shopping Campinas in 3Q12, in addition to real growth and annual adjustments of rentals. In 1H13, such revenue totaled R\$ 84.6 million, an increase of 28.1% as compared to 1H12.

Gross revenues from services in 2Q13 totaled R\$ 14.4 million, representing an increase of 43.5% as compared with 2Q12 and R\$ 27.6 million in 1H13, a 46.2% growth in the same-period comparison.



#### **RENTAL REVENUE**

The Company's rental revenue, which amounted to R\$ 43.3 million in 2Q13, is comprised of minimum rent, revenue exceeding percentage on sales, key money, advertising and straight-lining revenue.

Rental Revenue Breakdown - Management

R\$ million	2Q12	2Q13	Chg.	1H12	1H13	Chg.
Minimum Rent	25.0	31.3	25.5%	49.0	62.0	27.0%
Percentage on Sales	3.7	5.1	37.0%	6.6	9.1	37.4%
Key Money	1.6	1.7	6.4%	3.0	3.3	9.8%
Advertising	2.1	3.0	43.4%	4.1	5.8	40.8%
Straight-lining Revenue	1.7	2.2	30.5%	3.4	4.4	30.7%
Total	34.1	43.3	27.2%	66.1	84.6	28.1%

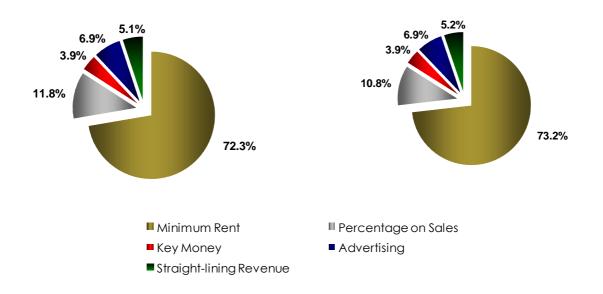
Minimum rent revenues in 2Q13 increased R\$ 6.3 million or 25.5% as compared with 2Q12. In the half-year comparison, the growth reached R\$ 13.0 million or 27.0%.

Revenue exceeding percentage on sales increased 37.0% in the comparable periods due to a portfolio increment combined with good retail performance. In the comparison between 1H13 and 1H12, the increase was 37.4%.

Temporary rentals (advertising) in 2Q13 totaled R\$ 3.0 million, a R\$ 0.9 million or 43.4% growth as compared with 2Q12 and R\$ 5.8 million in 1H13, an increase of 40.8% over 1H12.

Minimum rent revenue in 2Q13 accounted for 72.3% of total rental revenue, while in 2Q12, this revenue accounted for 73.2%. In 1H13, the minimum rent revenue represented 73.2% and 74.2% in 1H12.

#### RENTAL REVENUE BREAKDOWN - 2Q13 RENTAL REVENUE BREAKDOWN - 1H13



#### **SERVICES REVENUE**

Services revenue amounted to R\$ 14.4 million in 2Q13, representing a growth of 43.5% in comparison with that of the same year-ago period. In 1H13, such revenue totaled R\$ 27.6 million, an increase of 46.2% as compared to 1H12.

Services Revenue Breakdown - Managament

R\$ million	2Q12	2Q13	Chg.	1H12	1H13	Chg.
Parking	7.3	10.8	47.5%	13.5	19.8	46.7%
Energy	1.0	0.8	-18.2%	2.0	2.0	-0.3%
Water	1.0	1.5	47.7%	2.0	2.9	45.2%
Management	0.7	1.3	80.5%	1.4	2.9	106.9%
Total	10.0	14.4	43.5%	18.9	27.6	46.2%

Parking revenues in 2Q13 reached R\$ 10.8 million, an increase of R\$ 3.5 million or 47.5% as compared with 2Q12. This result was due to the acquisition of the Shopping Bonsucesso in Aug/12, in addition to the growth in revenue from other operations. In 1H13 revenue totaled R\$ 19.8 million, up 46.7% as compared with 1H12.

Energy supply management revenue amounted to R\$ 0.8 million in 2Q13, down R\$ 0.2 million or 18.2%. This result was due to an increase in purchase costs (spot), which reduced margins. In 1H13 registered R\$ 2.0 million, the same as in 1H12.

Water supply management revenue in 2Q13 amounted to R\$ 1.5 million and in 2Q12 this revenue reached R\$ 1.0 million. In 1H13, this revenue was R\$ 2.9 million, compared to R\$ 2.0 million from the same period last year.

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

Taxes, discounts and cancellations applicable to gross revenue totaled R\$ 4.9 million in 2Q13, representing 8.6% of gross revenue, while in 2Q12 it represented 6.2%. The figure reached in 1H13 was R\$ 9.6 million, 8.5% of gross revenue, and in 1H12 the percentage registered was 6.6%.

Sales taxes (PIS/COFINS/ISS) totaled R\$ 4.3 million in 2Q13, an increase of R\$ 2.0 million as compared with 2Q12. This variation is due to an increase in revenues, as well as a change in the regime of assumed profit to taxable income of certain subsidiaries of the Group. In 1H13, the amount was R\$ 8.3 million, an increase of R\$ 3.7 million compared to 1H12.

This quarter, discounts and cancellations registered R\$ 0.6 million, representing an increase of R\$ 0.2 million as compared with 2Q12. In 1H13, the company registered a slight increase of R\$ 0.2 million in comparison with 1H12.

#### **RENTAL AND SERVICES NET REVENUE**

Net Revenue amounted to R\$ 52.7 million in 2Q13, up 27.7% over that of the same period last year. In 1H13, net revenue totaled R\$ 102.6 million, representing an increase of 29.4% as compared with 1H12.

#### **RENTAL AND SERVICES COSTS**

Rental and services costs in 2Q13 increased 24.6% and reached R\$ 11.9 million. In the six-month period, these costs totaled R\$ 23.8 million, up 34.4% over those registered in the same period of the previous year (1H12).

#### Rental and Services Costs - Management

R\$ million	2Q12	2Q13	Chg.	1H12	1H13	Chg.
Personnel	0.6	0.8	34.8%	1.1	1.5	41.4%
Depreciation	3.9	5.2	33.6%	7.5	10.7	43.0%
Occupancy	3.0	3.3	8.4%	5.1	6.4	24.1%
Third parties	2.1	2.6	28.2%	4.0	5.2	29.9%
Total	9.6	11.9	24.6%	17.7	23.8	34.4%

#### **Personnel Costs**

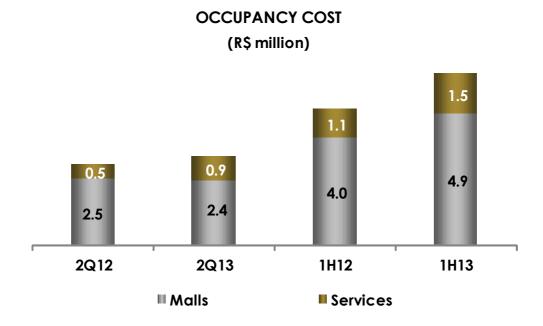
The personnel costs was R\$ 0.8 million this quarter, compared with R\$ 0.6 million in 2Q12. This cost increase was due to salary adjustments and the new operations implemented in the period. In 1H13, personnel costs accounted for R\$ 1.5 million, 41.4% higher than in 1H12.

#### **Depreciation Costs**

Depreciation costs amounted to R\$ 5.2 million in 2Q13, 33.6% higher than in 2Q12. In 1H13 such costs reached R\$ 10.7 million, up 43.0% as compared with 1H12.

#### **Occupancy Costs**

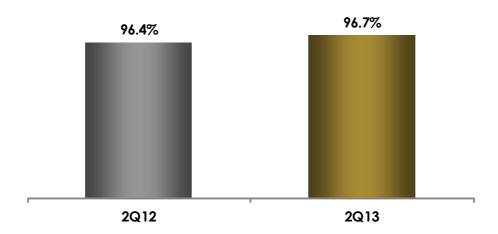
This quarter, occupancy costs totaled R\$ 3.3 million, R\$ 0.3 million higher than in 2Q12. In 1H13 these costs amounted to R\$ 6.4 million, an increase of R\$ 1.3 million or 24.1% in comparison with 1H12.



Occupancy costs of shopping malls totaled R\$ 2.4 million in 2Q13, representing a decline of R\$ 0.1 million as compared with 2Q12. In 1H13, occupancy cost reached R\$ 4.9 million, an increase of R\$ 0.9 million in relation to 1H12.

Occupancy costs of services totaled R\$ 0.9 million in 2Q13, an increase of R\$ 0.4 million compared to 2Q12. In 1H13 these costs reached R\$ 1.5 million, R\$ 0.4 million more than in 1H12.

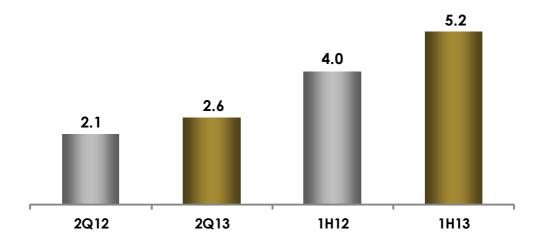
#### **OCCUPANCY RATE PERFORMANCE**



#### **Third-Parties Services Costs**

The costs of third-parties services in 2Q13, relating to parking lots, accounted for R\$ 2.6 million, an increase of R\$ 0.5 million in comparison with 2Q12. The main reasons for this increase were: the implementation of the parking operation at Shopping Bonsucesso as well as increases in other operations. In 1H13, such revenue totaled R\$ 5.2 million, R\$ 1.2 million more than in 1H12.

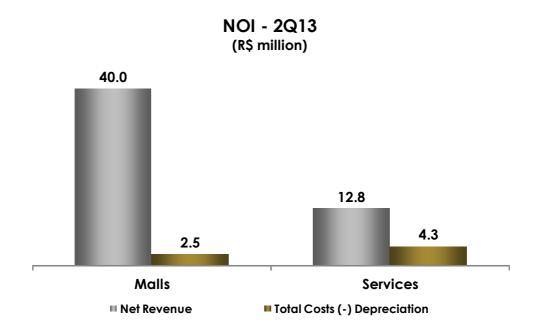




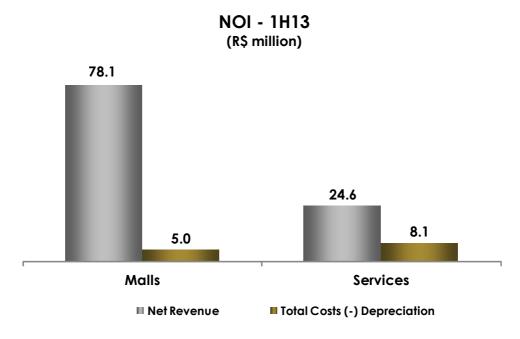
#### **GROSS PROFIT**

Gross profit in 2Q13 was R\$ 40.8 million, with a margin of 77.4% and a growth of 28.6% as compared with the R\$ 31.7 million in 2Q12. In 1H13 gross profit registered R\$ 78.9 million, with a margin of 76.8% and an increase of 27.9% as compared with 1H12.

In 2Q13, the Company's consolidated NOI totaled R\$ 46.0 million. NOI for shopping mall operations amounted to R\$ 37.5 million, while services reached R\$ 8.5 million.



In 1H13, NOI was R\$ 89.6 million and the NOI for shopping mall operations represented R\$ 73.1 million and that for services amounted to R\$ 16.5 million.



#### **GENERAL AND ADMINISTRATIVE EXPENSES**

The general and administrative expenses in 2Q13 totaled R\$ 14.0 million, representing an increase of 52.1% compared to 2Q12. In 1H13 this value was R\$ 25.1 million, 32.4% higher than in 1H12.

General and Administrative Expenses - Management

R\$ million	2Q12	2Q13	Chg.	1H12	1H13	Chg.
Publicity and Advertising	(0.3)	(2.1)	-	(1.2)	(2.9)	146.6%
Provision for Doubtful Accounts	(0.4)	-	-	(0.4)	-	-
Personnel	(3.9)	(4.7)	16.4%	(7.0)	(9.0)	28.4%
Third Parties	(2.3)	(2.2)	-2.3%	(4.8)	(4.2)	-13.1%
Commercialization Expenses	(0.8)	(1.5)	78.7%	(1.8)	(3.1)	68.0%
Non-recurring Expenses	(0.6)	(0.2)	-60.7%	(1.0)	(0.2)	-78.6%
Other Expenses	(0.9)	(3.3)	286.3%	(2.8)	(5.7)	112.4%
Total	(9.2)	(14.0)	52.1%	(19.0)	(25.1)	32.4%

This quarter registered a net increase of R\$ 4.8 million in administrative expenses as a result of (i) an increase in publicity and advertising expenses, (ii) personnel expenses due to annual adjustments, as well as a staff increment due to new operations, (iii) an increase in sales expenses as a result of new ventures, and (iv) an increase in other expenses.

#### **OTHER OPERATING REVENUES**

Other operating revenues are comprised mainly of recovery of costs and expenses incurred by the Company which should have been borne by tenants and other recoveries in general. In 2Q13, other operating revenues reached R\$ 38.8 million, while in 2Q12 these revenues accounted for R\$ 1.3 million. This increase was due to result from the sale of 36.5% of Shopping Bonsucesso for the Fundo de Investimento Imobiliário General Shopping Ativo e Renda - FII (non-recurring transaction). In 1H13 it totaled R\$ 40.2 million and in 1H12, R\$ 3.5 million.

Other Operating Revenues - Management

R\$ million	2Q12	2Q13	Chg.	1H12	1H13	Chg.
Recovery of Condominium Expenses	-	2.0	-	0.2	2.9	-
Gain on Investment Properties Sale	-	34.7	-	-	34.7	-
Recovery (other)	1.3	2.1	61.3%	3.3	2.6	-19.6%
Total	1.3	38.8	-	3.5	40.2	-

#### **NET FINANCIAL RESULT**

Net financial result in 2Q13 was a negative R\$ 100.1 million and in 2Q12, the net financial result was a negative R\$ 93.4 million. This increase of R\$ 6.7 million resulted from exchange rate variations which mainly impacted the principal of the perpetual debt, but this is not a cash effect. In 1H13, the company posted a negative R\$ 130.5 million, compared to a negative R\$ 105.9 million in 1H12.

Interest expenses relating to loans contracted for greenfield projects are being capitalized during the construction period and will be amortized after the startup of the operations of the shopping malls.

#### Net Financial Result - Management

R\$ million	2Q12	2Q13	Chg.	1H12	1H13	Chg.
Revenues	10.7	27.2	153.2%	28.3	64.0	126.2%
Interest on financial investments	9.0	1.5	-83.9%	10.1	9.3	-8.3%
Exchange Variation - Asset	(6.1)	1.2	-	9.2	30.2	229.9%
Monetary Variation - Asset	0.9	-	-	1.7	-	-
Derivative Operational Gain	6.9	0.3	-95.8%	6.9	0.3	-95.8%
Swap Operational Gain	-	13.6	-	-	13.6	-
Hedging Operational Gain	-	10.6	-	-	10.6	-
Other	-	-	-	0.4	-	-
Expenses	(104.1)	(127.3)	22.3%	(134.2)	(194.5)	44.9%
Interest on loans, financing and CCIs	(4.2)	(14.3)	243.8%	(8.0)	(26.6)	231.8%
Perpetual Bonds Debt	(21.4)	(22.9)	7.0%	(34.3)	(44.3)	29.4%
Derivative Operational Loss	-	4.6	-	(4.6)	(6.3)	34.9%
Swap Operational Loss	-	(1.2)	-	-	(1.2)	-
Hedging Operational Loss	-	(5.5)	-	-	(5.5)	-
Exchange Variation - Liability	(69.6)	(89.5)	28.6%	(73.1)	(107.7)	47.2%
Monetary Variation - Liability	(1.3)	1.9	-	(1.3)	(1.3)	-3.0%
Charges of taxes in installments	(1.2)	(0.1)	-90.2%	(1.8)	(0.3)	-80.5%
Other	(6.4)	(0.3)	-97.4%	(11.1)	(1.3)	-89.5%
	(93.4)	(100.1)	7.2%	(105.9)	(130.5)	23.2%

#### **FINANCIAL INSTRUMENTS**

The Risk Management Policy seeks to protect the company against changes that could affect liquidity through the use of derivative financial instruments or investments in dollars. The Board monitors and decides on policy changes.

Speculative transactions are prohibited by the Policy and any instrument used should aim at mitigating risks. All operations are controlled through the daily monitoring of mark-to-market and of risk limits, informed by a third-party firm to the Financial Board.

No derivative is classified as a hedge in the definition of CPC 38, and therefore, is not booked according to Hedge Accounting practices.

#### **FOREIGN EXCHANGE RISK**

Since the bond issue, the company's strategy is to maintain at least two years of interest payment hedged against currency risk. This hedging can be achieved with operations in Brazil or abroad, which may include derivative instruments and that comply with the criteria of cost and profitability.

In the quarter that ended June 30, 2013, the Company decided to replace part of its futures contracts at BM&FBovespa - related to the payment of interest on Perpetual Bonds with call in 2015 - for a cash flow swap that replaces the exchange rate variation for the IGP-M price index with top tier institutions.

To protect the payments related to the Perpetual Bonds with a 12% coupon, the company continues using futures contracts on the Brazilian Securities, Commodities and Futures Exchange (BM&FBovespa), whose daily adjustments in 2Q13 already had an effect on the Company's cash flow.

On June 30, 2013, the exchange rate exposure map of the company for the next 30 months was:

#### **Financial Instruments**

US\$ thousand	2013	2014	2015	Total
Exposure	21,500	43,000	34,000	98,500
Total hedge with derivative instruments	21,500	43,000	34,000	98,500
Coverage	100%	100%	100%	100%

Derivative Instrument - Future Dollar BM&FBovespa	2013	2014	2015	Total
Initial price - R\$/US\$*	2.1068	2.0875	2.0138	2.0739
Notional value in US\$ thousands	9,000	18,000	9,000	36,000
Fair value in R\$ thousands	385	771	385	1,541

Derivative Instrument - Swap USD x IGP-M	2013	2014	2015	Total
Initial price - R\$/US\$**	2.0000	2.0000	2.0000	2.0000
Notional value in US\$ thousands	12,500	25,000	25,000	62,500
Fair value in R\$ thousands	1,237	4,944	6,146	12,327

<sup>\*</sup>The initial price is calculated by the input price in the operation plus the differences of the rolls made every month.

#### **INTEREST RATE RISK**

The company made interest rate swaps to convert debts pegged to the CDI and the TJLP long-term interest rate to the IPCA. These contracts mature and have amortization percentages identical to the corresponding loan agreements.

Swap Start Data	Notional Remaining In R\$	Swap Maturity Date	Long Position	Short Position	Fair Value at 6/28/2013
Jun/2012	11,167	Jun/2017	CDI + 3.202%	IPCA + 7.59%	(758)
Oct/2012	10,264	Oct/2017	CDI + 5.5%	IPCA + 7.97%	(80)
Oct/2012	13,685	Oct/2017	TJLP + 6.5%	IPCA + 6.9%	(1,025)
TOTAL	35,116				(1,863)

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

Income tax and social contribution totaled R\$ 10.1 million in 2Q13 and in 2Q12 this amount stood at R\$ 8.4 million. The effective tax rate was impacted by the sale of the Shopping Bonsucesso which caused the income tax/social contribution to account for R\$ 2.1 million (non-recurring). Income tax and social contribution totaled R\$ 15.4 million in 1H13, up R\$ 3.5 million in comparison with 1H12.

#### **ADJUSTED NET RESULT**

In 2Q13, the company reported a negative adjusted net loss of R\$ 77.0 million, compared to an adjusted net loss of R\$ 77.4 million in 2Q12. In 1H13, the adjusted net loss was a negative R\$ 84.2 million, compared to an adjusted net loss of R\$ 70.6 million in 1H12.

<sup>\*\*</sup> Exchange rate negotiated to convert the amount in dollars for real.

Adjusted Net Result Reconciliation - Management

R\$ million	2Q12	2Q13	Chg.	1H12	1H13	Chg.
Net result	(78.0)	(44.6)	-42.8%	(71.6)	(51.8)	-27.6%
(+) Non-Recurring	0.6	(34.5)	-	1.0	(34.5)	-
(+) IRPJ/CSLL (Non-Recurring)	-	2.1	-	-	2.1	-
Adjusted Net Result	(77.4)	(77.0)	-0.6%	(70.6)	(84.2)	19.3%
Adjusted Net Result Margin	-187.4%	-146.0%	41.4 p.p.	-89.0%	-82.1%	6.9 p.p.

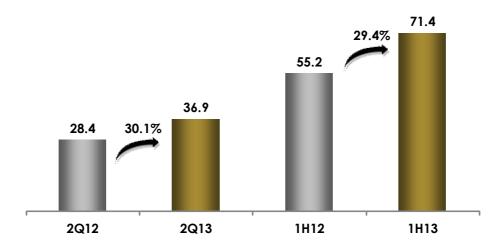
#### **ADJUSTED EBITDA**

Adjusted EBITDA reached R\$ 36.9 million in 2Q13, with margin at 70.0% and a 30.1% increase as compared with the previous year, when it amounted to R\$ 28.4 million. In 1H13, this value was R\$ 71.4 million, a margin of 69.5% and a 29.4% increase compared to 1H12.

Adjusted EBITDA Reconciliation - Management

Adjusted Epito A Recommend - Mariage	<b>.</b>					
R\$ million	2Q12	2Q13	Chg.	1H12	1H13	Chg.
Netincome	(78.0)	(44.6)	-42.8%	(71.6)	(51.8)	-27.6%
(+) Income Tax and Social Contribution	8.4	10.1	20.2%	11.9	15.4	29.6%
(+) Net Financial Income	93.4	100.1	7.2%	105.9	130.5	23.2%
(+) Depreciation and Amortization	4.0	5.8	44.9%	8.0	11.8	49.0%
EBITDA	27.8	71.4	156.8%	54.2	105.9	95.5%
(+) Non-Recurring Expenses	0.6	(34.5)	-	1.0	(34.5)	-
Adjusted EBITDA	28.4	36.9	30.1%	55.2	71.4	29.4%
Adjusted EBITDA Margin	68.7%	70.0%	1.3 p.p.	69.5%	69.5%	

# ADJUSTED EBITDA (R\$ million)

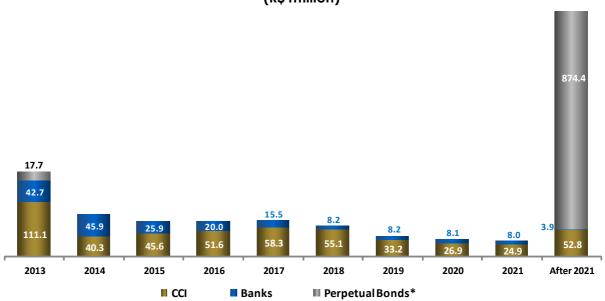


#### **CAPITAL STRUCTURE**

The Company's gross debt on June 30, 2013 amounted to R\$ 1,578.3 million. On March 31, 2013, this debt stood at R\$ 1,423.8 million.

Taking into consideration cash availability (cash and cash equivalents and other financial investments) of R\$ 535.2 million on June 30, 2013, total net debt was R\$ 1,043.1 million. In 1Q13, net debt was R\$ 1,108.6 million.

# AMORTIZATION SCHEDULE (R\$ million)



Financial Institution	Maturity	Index	Interest	6/30/2013	2013	2014	2015	2016	2017	2018	2019	2020	2021	After 2021
BANCO HSBC S.A.	Jun-17	CDI	3.2%	11.3	1.5	2.8	2.8	2.8	1.4	-	-	-	-	
BNDES - PINE FINAME	Sep-19	-	8.7%	1.1	-	0.2	0.2	0.2	0.2	0.2	0.1	-	-	
BNDES - HSBC FINEM	Oct-17	SELIC	5.5%	11.6	0.9	2.9	2.8	2.9	2.1	-	-	-	-	
BNDES - HSBC FINEM	Oct-17	TJLP	6.5%	15.0	1.2	3.7	3.7	3.7	2.7	-	-	-	-	
BNDES - ABC FINEM	May-17	TJLP	5.3%	5.5	0.7	1.4	1.4	1.4	0.6	-	-	-	-	
BNDES - ABC FINEM	May-17	USD	5.3%	3.8	0.5	1.0	1.0	1.0	0.3	_	-	-	-	
BANCO PAULISTA - CCB	Aug-13	CDI	105% CDI	20.0	20.0	-	_	_	_	_	-	-	-	
PANAMERICANO - CCB	Mar-15	CDI	5.8%	17.5	5.0	10.0	2.5	-	-	-	_	-	-	
NDUSVAL - CCB	Jun-15	CDI	5.7%	11.9	1.7	6.8	3.4	_	_	_	-	-	-	
BBM - CCB	Oct-14	CDI	5.6%	14.5	5.4	9.1	-	-	-	-	_	-	-	
DEBÊNTURES - SB BONSUCESSO	Oct-22	CDI	2.8%	34.8	1.9	3.9	4.0	3.8	4.0	3.8	3.9	3.9	3.9	1.5
DEBÊNTURES - SB BONSUCESSO	Oct-22	IPCA	7.5%	39.4	3.9	4.1	4.1	4.2	4.2	4.2	4.2	4.2	4.1	2.2
CCI - ITAÚ BBA	Jun-18	TR	11.0%	133.8	7.8	20.0	23.2	26.9	31.0	24.9	_	-	-	
CCI - RB CAPITAL	Apr-20	IPCA	9.9%	59.6	2.2	6.1	7.1	8.2	9.3	10.6	12.1	4.0	-	
CCI - ITAÚ BBA	Sep-13	IPCA	8.0%	94.8	94.8	-	-	-	-	-	-	-	-	
CCI - SANTANDER	Jun-22	TR	11.0%	57.8	2.0	4.5	4.9	5.5	6.1	6.8	7.5	8.3	9.3	2.9
CCI - HABITASEC	Nov-24	IPCA	7.0%	65.8	1.9	4.2	4.6	4.9	5.2	5.7	6.0	6.5	6.9	19.9
CCI - HABITASEC	Jun-25	IPCA	7.0%	36.2	1.0	2.2	2.3	2.4	2.6	2.8	3.0	3.2	3.5	13.2
CCI - HABITASEC	Dec-24	IPCA	7.0%	51.8	1.4	3.3	3.5	3.7	4.1	4.3	4.6	4.9	5.2	16.8
SENIOR PERPETUAL BONDS*		USD	10.0%	557.7	7.9	-	-	-	-	-	-	-	-	549.8
SUBORDINATED PERPETUAL BONDS*		USD	12.0%	334.4	9.8	-	-	-	-	-	-	-	-	324.6

<sup>\*</sup> Perpetual with call possibility

For the criteria of Ratings agencies that monitor the Company (Fitch and Moody's), 50% of the issuance of Perpetual Subordinated Bonds are considered as Capital.

#### **CONSOLIDATED INCOME STATEMENT**

R\$ thousand	M	ANAGEMENT		Adjustment and CP		ACCOUNTING		
	2Q12	2Q13	Chg.	2Q12	2Q13	2Q12	2Q13	Chg.
Gross Operating Revenue	44,052	57,684	30.9%	(275)	(294)	43,777	57,390	31.1%
Revenue from Rents	34,037	43,310	27.2%	(275)	(294)	33,762	43,016	27.4%
Revenue from Services	10,015	14,374	43.5%	-	-	10,015	14,374	43.5%
Revenue Deductions	(2,739)	(4,943)	80.5%	9	10	(2,730)	(4,933)	80.7%
Pis / Cofins	(1,922)	(3,707)	92.9%	8	11	(1,914)	(3,696)	93.1%
ISS	(434)	(641)	47.7%	-	(1)	(434)	(642)	47.9%
Discounts	(383)	(595)	55.4%	1	-	(382)	(595)	55.8%
Net Operating Revenue	41,313	52,741	27.7%	(266)	(284)	41,047	52,457	27.8%
Rents and Services Costs	(9,565)	(11,921)	24.6%	156	192	(9,409)	(11,729)	24.7%
Personnel	(633)	(853)	34.8%	(9)	-	(642)	(853)	32.9%
Depreciation	(3,899)	(5,211)	33.6%	75	76	(3,824)	(5,135)	34.3%
Occupancy	(3,009)	(3,263)	8.4%	90	116	(2,919)	(3,147)	7.8%
Third Parties	(2,024)	(2,594)	28.2%	-	-	(2,024)	(2,594)	28.2%
Gross Profit	31,748	40,820	28.6%	(110)	(92)	31,638	40,728	28.7%
Operating Expenses	(7,944)	24,789	-	18	59	(7,926)	24,848	-
General and Administrative	(9,260)	(14,089)	52.1%	118	6	(9,142)	(14,083)	54.0%
Other Operating Revenues	1,316	38,878	-	1	2	1,317	38,880	-
Equity Income Result	-	-	-	(101)	51	(101)	51	-
Income Before Financial Result	23,804	65,609	175.6%	(92)	(33)	23,712	65,576	176.6%
Financial Results	(93,388)	(100,138)	7.2%	58	-	(93,330)	(100,138)	7.3%
Result Before Income Tax and Social Contribution	(69,584)	(34,529)	-50.4%	(34)	(33)	(69,618)	(34,562)	-50.4%
Income Tax and Social Contribution	(8,396)	(10,090)	20.2%	34	33	(8,362)	(10,057)	20.3%
Net Result in the period	(77,980)	(44,619)	-42.8%			(77,980)	(44,619)	-42.8%

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#### **CONSOLIDATED INCOME STATEMENT**

R\$ thousand	MANAGEMENT			Adjustment and CP		ACCOUNTING		
	1H12	1H13	Chg.	1H12	1H13	1H12	1H13	Chg.
Gross Operating Revenue	84,961	112,231	32.1%	(515)	(563)	84,446	111,668	32.2%
Revenue from Rents	66,061	84,604	28.1%	(515)	(563)	65,546	84,041	28.2%
Revenue from Services	18,900	27,627	46.2%	-	-	18,900	27,627	46.2%
Revenue Deductions	(5,606)	(9,582)	70.9%	17	19	(5,589)	(9,563)	71.1%
Pis / Cofins	(3,787)	(7,103)	87.6%	18	19	(3,769)	(7,084)	88.0%
ISS	(823)	(1,241)	50.8%	(1)	-	(824)	(1,241)	50.6%
Discounts	(996)	(1,238)	24.3%	-	-	(996)	(1,238)	24.3%
Net Operating Revenue	79,355	102,649	29.4%	(498)	(544)	78,857	102,105	29.5%
Rents and Services Costs	(17,692)	(23,780)	34.4%	316	378	(17,376)	(23,402)	34.7%
Personnel	(1,051)	(1,486)	41.4%	(1)	-	(1,052)	(1,486)	41.3%
Depreciation	(7,474)	(10,687)	43.0%	152	151	(7,322)	(10,536)	43.9%
Occupancy	(5,176)	(6,423)	24.1%	165	227	(5,011)	(6,196)	23.6%
Third Parties	(3,991)	(5,184)	29.9%	-	-	(3,991)	(5,184)	29.9%
Gross Profit	61,663	78,869	27.9%	(182)	(166)	61,481	78,703	28.0%
Operating Expenses	(15,481)	15,133	-	64	98	(15,417)	15,231	-
General and Administrative	(18,996)	(25,153)	32.4%	128	49	(18,868)	(25,104)	33.1%
Other Operating Revenues	3,515	40,286	-	(38)	2	3,477	40,288	-
Equity Income Result	-	-	-	(26)	47	(26)	47	-
Income Before Financial Result	46,182	94,002	103.5%	(118)	(68)	46,064	93,934	103.9%
Financial Results	(105,895)	(130,465)	23.2%	53	5	(105,842)	(130,460)	23.3%
Result Before Income Tax and Social Contribution	(59,713)	(36,463)	-38.9%	(65)	(63)	(59,778)	(36,526)	-38.9%
Income Tax and Social Contribution	(11,900)	(15,420)	29.6%	65	63	(11,835)	(15,357)	29.8%
Net Result in the period	(71,613)	(51,883)	-27.6%	-	-	(71,613)	(51,883)	-27.6%

#### **CONSOLIDATED BALANCE SHEET**

R\$ thousand	MANA	MANAGEMENT		nts CPC 18 PC 19	ACCOUNTING		
ASSETS	6/30/2013	12/31/2012	6/30/2013	12/31/2012	6/30/2013	12/31/2012	
CURRENT ASSETS							
Cash and Cash Equivalents	316,169	252,778	(263)	(100)	315,906	252,678	
Restricted Cash	215,979	88,570	-	-	215,979	88,570	
Accounts Receivable	63,241	53,171	(372)	(459)	62,869	52,712	
Recoverable Taxes	11,284	8,608	(21)	(21)	11,263	8,587	
Other Receivables	30,902	7,864	(457)	(398)	30,445	7,466	
Total Current Assets	637,575	410,991	(1,113)	(978)	636,462	410,013	
NON-CURRENT ASSETS							
Accounts Receivable	654	936	-	-	654	936	
Related Parties	39,259	40,664	(1,937)	(1,932)	37,322	38,732	
Deposits and Guarantees	1,717	1,633	(26)	(22)	1,691	1,611	
Restricted Cash	3,008	3,008	-	-	3,008	3,008	
Other Accounts Receivable	2,131	566	-	-	2,131	566	
Investments	-	-	8,867	8,820	8,867	8,820	
Investment Property	1,437,497	1,277,774	(7,650)	(7,737)	1,429,847	1,270,037	
Property, Plant and Equipment	75,029	69,419	(1,532)	(1,597)	73,497	67,822	
Intangible	78,193	78,050	(4)	(4)	78,189	78,046	
Total Non-Current Assets	1,637,488	1,472,050	(2,282)	(2,472)	1,635,206	1,469,578	
Total Assets	2,275,063	1,883,041	(3,395)	(3,450)	2,271,668	1,879,591	
						-	
LIABILITIES AND SHAREHOLDERS' EQUITY							
CURRENT LIABILITIES							
Suppliers	39,798	10,577	(220)	(202)	39,578	10,375	
Loans and Financing	82,095	38,828	(24)	(22)	82,071	38,806	
Payroll, Related Charges and Profit Sharing	2,521	2,105	(96)	(84)	2,425	2,021	
Taxes and Contributions	27,574	23,790	(48)	(44)	27,526	23,746	
Taxes to be paid in Installments	5,616	5,806	(95)	(98)	5,521	5,708	
Real Estate Credit Notes - CCI	132,397	28,435	-	_	132,397	28,435	
Related Parties	18,934	16,389	(188)	(208)	18,746	16,181	
Other Payables	231,448	31,259	40	(86)	231,488	31,173	
TOTAL CURRENT LIABILITIES	540,383	157,189	(631)	(744)	539,752	156,445	
NON-CURRENT LIABILITIES							
Loans and financing	996,402	919,268	-	-	996,402	919,268	
Cession revenues to be recognized	36,397	31,148	(153)	(53)	36,244	31,095	
Taxes to be paid in Installments	9,410	12,151	(133)	(175)	9,277	11,976	
Deferred Taxes and Social Contribution	34,507	34,539	(2,478)	(2,478)	32,029	32,061	
Provision for Labor and Civil Risks	4,586	5,141	-	-	4,586	5,141	
Real Estate Credit Notes - CCI	367,397	387,422	-	-	367,397	387,422	
Other Payables	94,991	93,310	-	_	94,991	93,310	
Total Non-Current Liabilities	1,543,690	1,482,979	(2,764)	(2,706)	1,540,926	1,480,273	
Shareholders Equity	190,990	242,873	•		190,990	242,873	
Total Liabilities and Shareholders Equity	2,275,063	1,883,041	(3,395)	(3,450)	2,271,668	1,879,591	

#### **CONSOLIDATED CASH FLOW**

CONSOLIDATED CASH FLOW		
R\$ thousand	06/30/2013	06/30/2012
CASH FLOW FROM OPERATING ACTIVITIES		
Net profit in the period	(51,883)	(71,613)
Adjustments for reconciliating net profit in the period with net cash		
generated (used) by operating activities:		
Depreciation and Amortization	11,723	7,816
Provision for Doubtful Accounts	-	351
Recognition for labor and civil risks	(555)	8
Revenue from rental to be billed	-	(3,376)
Income taxes and Social Contribution deferred	(32)	(32)
Income taxes and Social Contribution	15,389	11,932
Financial charges on loans, financing, CCI and perpetual bonds	85,618	42,284
Financial charges on taxes paid in installments	650	1,789
Exchange Variation	69,731	63,986
Gain or loss on investment properties sale	(36,974)	-
(Loss) or gain unrealized in derivative instruments transactions	(14,624)	5,839
Equity Pick Up	(47)	26
(Increase) Decrease in Operating Assets:	(0.075)	001
Accounts Receivable	(9,875)	201
Recoverable Taxes	(2,676)	(2,581)
Other receivables	(10,677)	4,630
Deposits and Guarantees	(80)	980
Increase (Decrease) in Operating Liabilities: Suppliers	29,203	(0.0/0)
	4,063	(8,868) (1,524)
Taxes, Charges and Contributions Salaries and Social Charges	4,083	(1,324)
Cession Revenue to be recognized	5,149	1,556
Other Payables	202,753	3,091
Net Cash Generated from Operating Activities	297,260	56,914
Payment of Interest	(67,999)	(30,473)
Income taxes and Social Contribution paid	(15,672)	(6,626)
Net Cash Generated from Operating Activities	213,589	19,815
·		
CASH FLOW FROM INVESTMENT ACTIVITIES		
Financial assets	_	(12,893)
Restricted Cash	(127,409)	(489)
Acquisition of property and equipment and intangible assets	(219,326)	(143,945)
Investment properties sale	78,950	-
Net Cash Used in Investment Activities	(267,785)	(157,327)
CASH FLOW FROM FINANCING ACTIVITIES		
Issuance of Loans, Financing and CCI	143,326	451,841
Costs on issuance of Loans, Financing and CCI and Perpetual Bonds	1,395	(14,786)
Amortization of principal of loans, financing and CCI	(28,699)	(18,083)
Payment of principal on installment of taxes	(2,573)	(2,557)
Accounts Payable - Properties purchase	-	(4,956)
Related Parties	3,975	(7,271)
Net Cash Generated (Used) from Financing Activities	117,424	404,188
Effect of exchange rate changes on cash and cash equivalents	_	9,158
	/0.000	
NET (REDUCTION) INCREASE OF CASH AND CASH EQUIVALENTS	63,228	275,834
Cash and Cash Equivalents		
Closing period	252,678	121,646
Begining period	315,906	397,480

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

#### **GLOSSARY**

Adjusted EBITDA Gross profit less operating expenses, plus depreciation and amortization

added to non-recurring expenses

Adjusted EBITDA per m2 Adjusted EBITDA divided by average own GLA in the period

**Adjusted FFO** Funds from operations: Adjusted net profit + depreciation + amortization

Adjusted net results Net results plus non recurring expenses

Adjusted net results per m2 Adjusted net results divided by average own GLA in the period

**Advertising** Rental of marketing space for the promotion of products and services

Anchor Stores Large and well-known stores that carry special marketing and structural

features and that represent an attraction force for consumers for they ensure a permanent flow and uniform traffic of consumers in all areas of the

shopping mall

CPC 06 statement Statement issued by the Brazilian Committee on Accounting

Pronouncements which refers to straight-lining revenue

**FFO per m2** FFO divided by average own GLA in the period

Malls Common areas at the shopping malls for the leasing of stands and kiosks

Minimum Rent Base rent, defined under the rental contract

NOI Net Operating Income: Net revenue less cost of rents and services, plus

depreciation and amortization

NOI per m2 NOI divided by average own GLA in the period

Own GLA Gross leasable area weighted by the company's interest in the shopping

centers

**Percentage of Sales Rent**Difference between minimum rent and the rent from sales percentage

Satellite Stores Small and specialized stores intended for general commerce

**Total GLA**Gross leasable area is the sum total of all the areas available for leasing in

the shopping malls, except for kiosks and third-party areas

Occupancy Rate GLA rented at the shopping center

Vacancy Rate GLA not rented at the shopping center