

SONAE COM

RESULTS
ANNOUNCEMENT
2013



Introductory notes

Until 26 August 2013, Optimus – SGPS, S.A. was fully owned by Sonaecom, SGPS, S.A.. Following the completion of the merger between Optimus – SGPS, S.A. and ZON - Serviços de Telecomunicações e Multimédia, SGPS, S.A, Sonaecom has held, since 27 August 2013, a 50% stake in ZOPT, SGPS, S.A., which in turn holds a 50.01% shareholding in ZON OPTIMUS, SGPS, S.A..

Additionally, Sonaecom also had, until 25 February 2014, a direct stake of 7.28% in the capital of ZON OPTIMUS, SGPS, S.A.. Since that date, following the tender offer for the general and voluntary acquisition of treasury shares launched by Sonaecom, Sonaecom's direct participation in ZON OPTIMUS was reduced to 2.14%.

Sonaecom's portfolio also comprises 100% of the Software and Systems Information (SSI) and Público businesses, which are fully consolidated.

The consolidated financial information contained in this report is based on audited financial statements and prepared in accordance with the International Financial Reporting Standards (IAS/IFRS) issued by the International Accounting Standards Board (IASB), as adopted by the European Union.

Following the consolidation operation between ZON – Serviços de Telecomunicações e Multimédia, SGPS, S.A. and Optimus – SGPS, S.A., Sonaecom, SGPS, S.A. adjusted the 2012 and 2013 financial statements taking into account Optimus SGPS, S.A.'s contribution as a discontinued operation. Since the end of August 2013, the equity method has been used to reflect the results of ZOPT, SGPS, S.A. and the 7.28% direct holding in ZON OPTIMUS, SGPS, S.A. is being recorded as an 'Investment at fair value through profit or loss'.

CEO message

Sonaecom achieved its primary strategic objective for 2013 with the completion of the merger between Optimus and Zon.

With this operation, the company was able to ensure a position of controlling influence on an operator which is clearly sustainable. The company's shareholding structure is strong and committed to the sector. The company has privileged conditions to aspire to a leadership position in Portugal and at the same time grow internationally.

The stock market reacted very positively, with Sonaecom share price increasing in 2013 by more than 73%.

As a result of this operation, the main asset of Sonaecom became a shareholding in a listed company, which, on 29 October 2013, led the Board of Directors to launch a Public Tender Offer for the Acquisition of Own Shares, in exchange for ZON OPTIMUS shares, thereby allowing shareholders to gain direct exposure to the stock closest to an investment in telecommunications.

Once more, the reaction of the market was very positive to the operation completed in 2014 with an acceptance level of over 62%, taking the free-float to close to 10%, which naturally resulted in Sonaecom's exclusion from the PSI 20.

In this way, a cycle in the life of Sonaecom has been closed in just over 15 years, having started from scratch, having "revolutionized" the telecommunications market in Portugal and having affirmed itself as the most non-conformist, active and innovative player in the market.

This result is due to the permanent support of shareholders, bringing high ambition, resilience and confidence, but is mostly due to the extraordinary team working at Sonaecom. The Sonaecom team made use of its enormous energy and expertise, did not wilt in the face of numerous difficulties encountered on the way, and has always believed in the merit of its mission.

Ângelo Paupério, CEO of Sonaecom

1. Main highlights

- Turnover up 12.1% to 117.0 million euros
- EBT improves significantly to 107.6 million euros, up 42.7% y.o.y.
- Net results up 37.7% to 103.8 million euros
- Net debt of minus 162.1 million euros (Cash position of 188.0 million euros)

Million euros	4Q12 ^(R)	4Q13	Δ 13/12	3Q13	q.o.q.	2012 ^(R)	2013	Δ 13/12
INCOME STATEMENT HIGHLIGHTS								
Turnover	26.1	30.2	15.9%	29.3	3.2%	104.3	117.0	12.1%
Service revenues	19.7	22.1	12.6%	20.7	6.9%	72.1	83.9	16.4%
Product sales	6.4	8.1	25.9%	8.5	-5.7%	32.2	33.1	2.5%
Operating costs	28.6	27.1	-5.2%	29.5	-8.2%	111.5	113.8	2.1%
EBITDA	21.0	0.7	-96.8%	19.7	-96.6%	103.5	71.7	-30.8%
Underlying EBITDA ⁽¹⁾	-1.6	3.3	-	1.5	121.7%	-5.1	5.9	-
Equity method ⁽²⁾	-0.4	-2.7	-	1.9	-	0.0	-0.5	-
Discontinued operations ⁽³⁾	22.9	0.0	-100.0%	16.2	-100.0%	108.6	66.2	-39.0%
Underlying EBITDA margin (%)	-6.0%	11.0%	17.0pp	5.1%	5.9pp	-4.9%	5.1%	9.9pp
Depreciation & Amortization	5.6	1.4	-75.2%	2.2	-35.0%	14.1	6.6	-53.0%
EBIT	15.4	-0.7	-	17.5	-	89.4	65.0	-27.3%
Net financial results	-4.0	37.6	-	11.6	-	-13.9	42.6	-
Other net financial results ⁽⁴⁾	0.0	37.5	-	9.1	-	0.0	46.6	-
EBT	11.3	36.8	-	29.1	26.7%	75.4	107.6	42.7%
Tax results	0.2	-1.1	-	-0.9	-27.0%	0.0	-3.9	-
Net Results (Group Share)	11.5	35.8	-	28.2	26.9%	75.4	103.8	37.7%

(1) Includes the businesses fully consolidated by Sonaecom; (2) Includes the 50% holding in Unipress, the 50% holding in Infosystems, the 45% holding in SIRS and, from the end of August 2013, the 50% holding in ZOPT; (3) Includes Optimus contribution before the closing of the merger between ZON and Optimus, i.e., until the end of August 2013; (4) This amount refers to the 7.28% holding in ZON OPTIMUS, recorded as 'Investment at fair value through profit or loss', being subject to share price changes; (R) The values were adjusted in order to reflect Sonaecom, SGPS, S.A. structure following the merger between ZON and Optimus.

Million euros	4Q12	4Q13	Δ 13/12	3Q13	q.o.q.	2012	2013	Δ 13/12
BALANCE SHEET HIGHLIGHTS								
Total net asset	1,898.9	1,227.1	-35.4%	1,195.2	2.7%	1,898.9	1,227.1	-35.4%
Investments	1.2	711.4	-	880.6	-19.2%	1.2	711.4	-
Liquidity	61.7	188.0	-	197.8	-4.9%	61.7	188.0	-
Shareholders' funds	1,083.2	1,136.8	4.9%	1,102.6	3.1%	1,083.2	1,136.8	4.9%
Total Liabilities	815.6	90.3	-88.9%	92.6	-2.5%	815.6	90.3	-88.9%
Gross Debt	376.5	25.9	-93.1%	29.5	-12.0%	376.5	25.9	-93.1%
Net Debt	251.2	-162.1	-	-168.3	3.7%	251.2	-162.1	-

Note: The 2012 and 2013 information was restated in order to consolidate the 50% holding in Unipress, the 50% holding in Infosystems and the 45% holding in SIRS through the equity method.

2. Sonaecom's performance in 2013

The year of 2013 was marked by the consolidation operation between ZON and OPTIMUS, in August 2013. As a result, Sonaecom adjusted its 2012 and 2013 financial statements to reflect the new structure following the merger.

Accordingly:

- The Sonaecom SSI and Público businesses remain fully consolidated;
- the 50% shareholding in ZOPT (which holds 50.01% of ZON OPTIMUS) is consolidated through the equity method from the end of August 2013;
- Optimus is registered as a discontinued operation until the end of August 2013;
- the 7.28% direct holding in ZON OPTIMUS is recorded as 'Investment at fair value through profit or loss', being subject to share price variations.

Sonaecom results in 2013 were particularly strong in turnover, growing 12.1% when compared with 2012, to 117.0 million euros. As for the operating profitability performance, the EBITDA reached 71.7 million euros, decreasing 30.8% y.o.y. **mostly due to discontinued operations' evolution.**

2.1. Consolidated results

Turnover

Consolidated turnover in 2013 stood at 117.0 million euros, up 12.1% compared to 2012.

This rise was fuelled by an increase of 16.4% in service revenues, thanks to SSI's business, and a 2.5% increase in product sales.

Operating costs

Operating costs amounted to 113.8 million euros, 2.1% above 2012. Despite the decrease of 1.3% in commercial costs, personnel costs and other operating costs increased between 2012 and 2013, driven by increased activity in the SSI division.

EBITDA

Total EBITDA stood at 71.7 million euros, down 30.8% compared to 2012, primarily as a result of discontinued operations.

As for the EBITDA attributable to Sonaecom, resulting from the companies being consolidated through the equity method, the figure has decreased from 0.0 million euros to minus 0.5 million euros, driven by ZOPT contribution, that in turn is impacted by the evolution of ZON OPTIMUS's net income, which decreased 44.5% y.o.y.. It should be noted that this contribution to Sonaecom's EBITDA totalled negative 0.5 million euros in 2013.

The underlying EBITDA stood at 5.9 million euros, an improvement of more than 10 million euros compared with the negative 5.1 million euros registered in 2012.

The underlying EBITDA margin reached 5.1%, up 9.9pp y.o.y., benefiting from the increased volume of service revenues in the total turnover, which grew from 69.1% to 71.7%.

Net results

Despite the lower level of depreciation and amortization (D&A), Sonaecom's EBIT decreased 27.3% y.o.y. to 65.0 million euros.

Net financial results showed a very positive performance, totalling 42.6 million euros in 2013 thanks to higher income combined with lower expenses. The direct participation in ZON OPTIMUS registered a gain of 37.5 million euros between 30 September and 31 December 2013, driven by an increase in ZON OPTIMUS's share price from 4.40 euros to 5.40 euros.

Sonaecom's earnings before tax (EBT) improved significantly from 75.4 million euros to 107.6 million euros, up by 42.7% y.o.y..

Net results, group share, stood at 103.8 million euros, up 37.7% compared to 2012.

Operating CAPEX

Sonaecom's operating CAPEX increased from 5.8 million euros to 7.9 million euros, reflecting the operating CAPEX trend at Sonaecom's SSI division.

Capital structure

Gross debt reached 29.5 million euros versus 376.5 million euros in 2012.

Net debt stood at a very comfortable negative 162.1 million euros – a positive cash position – versus 251.2 million euros in 2012. This was thanks to the acquisition of 50% of Sonaecom's shareholder loans to ZOPT from Kento Holding Limited and Unitel International Holdings, B.V..

2.2. ZON OPTIMUS

- New organizational structure in place since the end of the year and restructuring process initiated and well underway
- Very high customer enthusiasm for convergent offer with ZON4i reaching 300 thousand RGUs just 3 months after launch
- EBITDA was almost flat yoy at 536.6 million euros, representing an EBITDA margin of 37.6%, an increase of 0.9 pp in comparison with the previous year
- Net Income impacted by non-recurrent costs, primarily driven by the merger, which in total amounted to 60.9 million euros in FY13
- Very positive performance in Recurrent FCF which grew by 10.7% yoy to 147.6 million euros

Million euros	4Q12	4Q13	Δ 13/12	3Q13	q.o.q.	2012	2013	Δ 13/12
ZON OPTIMUS PRO-FORMA HIGHLIGHTS								
Operating Revenues	370.0	356.3	-3.7%	361.6	-1.5%	1473.7	1426.8	-3.2%
EBITDA	127.9	118.3	-7.5%	139.9	-15.4%	541.4	536.6	-0.9%
EBITDA margin (%)	34.6%	33.2%	0.2pp	38.7%		36.7%	37.6%	1.5pp
Net Income	21.5	-13.1	-	18.4	-	114.3	63.4	-44.5%
CAPEX	80.7	80.7	0.0%	61.6	31.0%	297.2	269.5	-9.3%
EBITDA-CAPEX	47.2	37.6	-20.3%	78.3	-52.0%	244.2	267.1	9.4%

ZON OPTIMUS operating revenues reached 1.4 billion euros in 2013, decreasing 3.2% when compared to 2012.

EBITDA stood at 536.6 million euros, virtually decreasing 0.9% when compared to 2012. CAPEX decreased from 297.2 million euros to 269.5 million euros, less 9.3%.

As a consequence of EBITDA and CAPEX evolution, EBITDA-CAPEX grew 9.4% y.o.y., to 267.1 million euros.

With the integration process in place, Net income reached 63.4 million euros, less 44.5% when compared to 2012.

2.3. Software and Systems Information (SSI)

Having achieved consistent growth since its launch at the end of 2002 by following a dynamic approach to portfolio management, our SSI division currently comprises four companies in the IT/IS sector focused on international expansion.

WeDo Technologies, the worldwide market leader in providing revenue assurance and fraud management solutions to telecoms operators, continued to expand in 2013 its international footprint by winning new projects in the business assurance market. By the end of the year, international revenues accounted for 77.4% of its turnover, up 16.3% compared to 2012. The business won 20 new customers and entered five new countries, ending 2013 with over 200 customers across 90 countries in five continents. WeDo Technologies has also signed group global agreements with two major telecommunications operators, bringing its total number of group deals to 12.

Saphety reinforced its position in the local market in purchase-to-pay solutions, process optimization and data and media synchronization. Growing its list of enterprise clients, it launched one of the most widely implemented solutions for electronic documents associated with transportation: SaphetyDrive. The business also achieved certification from the national tax authorities for its SaphetyDoc software, SaphetyDoc+.

Internationally, the company remained focused on South America and Europe. During 2013, Saphety invested strongly in expanding into new countries, opening new offices in Brazil and Colombia. In parallel, it signed partnership agreements in the Baltic, Kazakhstan, Mexico and Kenya.

Mainroad's focus is IT outsourcing. Its comprehensive offer includes IT managed services, IT security, business continuity and cloud computing. Backed by its data centers, Mainroad assures the maximum availability of the applications, systems and networks that support its customers' critical business processes. With more than 120 customers worldwide, Mainroad provided in 2013 services to customers in four continents from its offices in Lisbon, Porto and Madrid. Continuing the upward trend set throughout the year, Mainroad grew its orders more than 5% between 2012 and 2013.

In 2013, Bizdirect retained its leadership position for delivering multi-brand IT solutions and managing corporate software licensing contracts. The strategic areas developed in 2013 reinforced the business' market positioning as a specialised player in the integration of Microsoft solutions and software asset management consulting. Although the macroeconomic landscape remained challenging, the company successfully increased its service revenues by 14.3% between 2012 and 2013.

Operating indicators

MAIN OPERATING KPI's	4Q12	4Q13	Δ 13/12	3Q13	q.o.q.	2012	2013	Δ 13/12
IT Service Revenues/Employee ⁽¹⁾ ('000 euros)	35.8	31.4	-12.3%	32.9	-4.6%	139.3	136.5	-2.0%
Equipment Sales as % Turnover	18.8%	21.6%	2.8pp	24.0%	-2.5pp	21.7%	20.7%	-1.0pp
Equipment Sales/Employee ⁽²⁾ ('000 euros)	162.7	179.3	10.2%	218.7	-18.0%	960.4	725.6	-24.4%
EBITDA/Employee ('000 euros)	7.5	5.9	-22.0%	5.3	9.9%	19.9	21.5	8.3%
Employees	641	675	5.3%	683	-1.2%	641	675	5.3%

(1) Excluding employees dedicated to Equipment Sales; (2) Bizdirect.

IT service revenues per employee reached 136.5 thousand euros in 2013, 2.0% below 2012. The 6.9% growth in service revenues did not totally offset the 5.3% headcount increase. The EBITDA per employee reached 21.5 thousand euros, growing 8.3% y.o.y, driven by the very positive EBITDA evolution.

Equipment sales as percentage of turnover decreased y.o.y. from 21.7% to 20.7%, driven by Bizdirect's equipment sales.

Financial indicators

Million euros								
SSI CONSOLIDATED INCOME STATEMENT	4Q12	4Q13	Δ 13/12	3Q13	q.o.q.	2012	2013	Δ 13/12
Turnover	26.9	25.8	-4.1%	28.2	-8.7%	103.8	109.6	5.5%
Service Revenues	21.8	20.2	-7.4%	21.4	-5.8%	81.3	86.9	6.9%
Equipment Sales	5.0	5.6	10.2%	6.8	-18.0%	22.6	22.7	0.5%
Other Revenues	0.7	0.8	20.6%	1.4	-43.4%	1.5	2.7	82.1%
Operating Costs	22.7	21.9	-3.5%	26.0	-15.7%	93.3	97.3	4.3%
Personnel Costs	6.9	8.1	17.1%	8.9	-9.3%	30.7	34.5	12.3%
Commercial Costs ⁽¹⁾	5.1	5.3	2.3%	7.1	-25.8%	23.7	23.1	-2.7%
Other Operating Costs ⁽²⁾	10.7	9.3	-13.0%	10.0	-7.3%	38.8	40.4	4.0%
EBITDA	4.8	4.0	-17.9%	3.6	8.6%	12.0	14.4	19.2%
EBITDA Margin (%)	18.0%	15.4%	-2.6pp	12.9%	2.5pp	11.6%	13.1%	1.5pp
Operating CAPEX ⁽³⁾	3.2	2.8	-12.7%	1.3	120.2%	4.9	6.9	-
Operating CAPEX as % of Turnover	11.9%	10.9%	-1.1pp	4.5%	6.4pp	4.7%	6.3%	1.5pp
EBITDA - Operating CAPEX	1.6	1.2	-28.3%	2.4	-51.0%	7.2	7.5	4.9%
Total CAPEX	3.2	2.8	-12.8%	1.3	120.1%	14.9	7.3	-51.3%

(1) Commercial Costs = COGS + Mktg & Sales; (2) Other Operating Costs = Outsourcing Services + G&A + Provisions + others; (3) Operating CAPEX excludes Financial Investments.

Turnover

Turnover continued to benefit from the international expansion of SSI companies, growing 5.5% in 2013 to 109.6 million euros, driven by the very positive performance of service revenues, which increased from 81.3 million euros to 86.9 million euros, a growth of 6.9% y.o.y.. The evolution of equipment sales was relatively stable, increasing 0.5% compared to 2012, a clear recovery when compared with last quarters' performances.

Operating costs

Operating costs increased 4.3% versus 2012 to 97.3 million euros, impacted by higher personnel and other operating costs. Personnel costs increased 12.3% to 34.5 million euros, driven by headcount growth, especially at WeDo Technologies, designed to support increased activity levels across the subsidiaries. Other operating costs increased 4.0% y.o.y. to 40.4 million euros, impacted mostly by the higher outsourcing costs, aligned with the increased level of international activity.

Commercial costs stood at 23.1 million euros, 2.7% below 2012, impacted by the lower cost of goods.

EBITDA

EBITDA continued its positive trend fuelled by the growth of service revenues, which more than offset the higher operating costs. Between 2012 and 2013, SSI EBITDA increased 19.2%, reaching 14.4 million euros.

Benefiting from the increased volume of service revenues in the total turnover, the EBITDA margin was 13.1%, 1.5pp above 2012.

EBITDA-operating CAPEX

As a result of EBITDA and operating CAPEX performances, EBITDA-operating CAPEX stood at 7.5 million euros, improving 4.9% compared to 7.2 million euros in 2012.

3. Main corporate developments in 4Q13

Goldman Sachs qualified holding

On 23 October 2013, Goldman Sachs Inc. informed Sonaecom about the completion, on 18 October, of a qualifying holding of 2.12% in Sonaecom, corresponding to 7,780,349 shares and voting rights.

Preliminary announcement on Sonaecom tender offer for the acquisition of treasury shares

On 29 October 2013, Sonaecom announced the decision taken by its Board of Directors to make a partial and voluntary tender offer for the acquisition of a maximum of 88,479,803 shares, representing 24.16% of its own share capital.

Sonaecom's shareholders were given the option to sell, in equal standing conditions, their Sonaecom shares for consideration of the directly held 37,489,324 ZON OPTIMUS shares, which are not necessary to the pursuit of Sonaecom's business purposes, thereby giving Sonaecom shareholders direct exposure to ZON OPTIMUS.

Sonaecom offered an overall price equivalent to 2.45 euros per Sonaecom share, to be composed of ZON Optimus shares and, where applicable, a remaining cash amount. To determine the Sonaecom/ZON OPTIMUS share trade ratio, a ZON OPTIMUS price of 5.08 euros was considered.

Shareholders' Extraordinary General Meeting

On 18 November 2013, at Sonaecom Shareholders' Extraordinary General Meeting, the sole item of the agenda was approved with a majority of 99.31% of the voting rights represented. The sole item on the agenda consisted in the reduction of the share capital in the amount corresponding to the product of the number of company shares purchased through the tender offer for the acquisition of treasury shares, by the amount of 2.45 euros, by cancelling the treasury shares so acquired and reducing the nominal value of the remaining company shares, with the purpose of releasing the necessary funds to execute the offer, thereby accordingly amending paragraphs one and two of article five of the Articles of Association.

4. Subsequent events

Announcement on transaction by persons discharging managerial responsibilities

On 23 and 24 January 2014, under terms previously authorized by the Portuguese Securities Market Commission, CMVM, Sonae – SGPS, S.A. (Sonae) acquired over the counter 1,454,134 Sonaecom shares from Sonaecom directors and related parties.

The consideration of this acquisition was determined and settled on 20 February 2014, the date of calculation of the results of the tender offer, by the same amount paid to the shareholders who accepted the offer. Following this transaction, Sonae became the direct holder of 78,133,508 shares and the indirect holder of 194,063,119 shares, giving Sonae a total participation of 272,196,627 Sonaecom shares.

Announcement on Sonaecom tender offer for the acquisition of treasury shares

On 5 February 2014, Sonaecom made public the decision to launch a general and voluntary tender offer for the acquisition of shares representing the share capital of Sonaecom.

The offer was general and voluntary, with the offerer obliged to acquire all the shares that were the object of the offer and were, until the end of the respective period, subject to valid acceptance by the recipients.

The period of the offer, during which sales orders were received, ran for two weeks, beginning on 6 February and ending on 19 February 2014.

On 20 February 2014, the results of the offer were released. The level of acceptance reached 62%, corresponding to 54,906,831 Sonaecom shares. Euronext announced Sonaecom exclusion from the PSI-20 from 24 February 2014.

The physical and financial settlement of the offer occurred on 25 February 2014, being the consideration of the offer composed by 26,476,792 ZON OPTIMUS shares and 19,631 euros.

Following the offer, Sonaecom became the holder of 11,012,532 ZON OPTIMUS shares, corresponding to 2.14% of the company's share capital.

Goldman Sachs qualified holding

On 28 February 2014, Goldman Sachs Inc. informed Sonaecom about the reduction of its qualifying holding, on 25 February 2014, from 2.12% to 0.79% of its share capital, corresponding to 2,881,353 shares and voting rights.

Director's Transactions

Sonae-SGPS, S.A. informed Sonaecom on the acquisition, from 24 February to 7 March 2014, of shares representing the share capital and voting rights of Sonaecom. After the completion of this transaction, Sonae is the direct holder of 79,097,818 shares of Sonaecom, and the 194,063,119 voting rights corresponding to the shares held by its subsidiary Sonae Investments, B.V. will continue to be attributable to it.

5. Appendix

5.1. Consolidated income statement

Million euros

CONSOLIDATED INCOME STATEMENT	4Q12 ^(R)	4Q13	Δ 13/12	3Q13	q.o.q.	2012 ^(R)	2013	Δ 13/12
Turnover	26.1	30.2	15.9%	29.3	3.2%	104.3	117.0	12.1%
Service Revenues	19.7	22.1	12.6%	20.7	6.9%	72.1	83.9	16.4%
Product Sales	6.4	8.1	25.9%	8.5	-5.7%	32.2	33.1	2.5%
Other Revenues	1.0	1.0	-2.1%	1.8	-46.4%	2.0	3.5	72.5%
Operating Costs	28.6	27.1	-5.2%	29.5	-8.2%	111.5	113.8	2.1%
Personnel Costs	12.0	10.8	-9.5%	10.9	-0.9%	42.6	43.3	1.6%
Commercial Costs ⁽¹⁾	5.5	6.3	14.5%	8.7	-28.4%	28.7	28.4	-1.3%
Other Operating Costs ⁽²⁾	11.1	10.7	-3.7%	9.9	8.8%	40.1	42.9	6.9%
EBITDA	21.0	0.7	-96.8%	19.7	-96.6%	103.5	71.7	-30.8%
Underlying EBITDA ⁽³⁾	-1.6	3.3	-	1.5	121.7%	-5.1	5.9	-
Equity method ⁽⁴⁾	-0.4	-2.7	-	1.9	-	0.0	-0.5	-
Discontinued operations ⁽⁵⁾	22.9	0.0	-100.0%	16.2	-100.0%	108.6	66.2	-39.0%
Underlying EBITDA Margin (%)	-6.0%	11.0%	17.0pp	5.1%	5.9pp	-4.9%	5.1%	9.9pp
Depreciation & Amortization	5.6	1.4	-75.2%	2.2	-35.0%	14.1	6.6	-53.0%
EBIT	15.4	-0.7	-	17.5	-	89.4	65.0	-27.3%
Net Financial Results	-4.0	37.6	-	11.6	-	-13.9	42.6	-
Financial Income	0.7	33.6	-	15.5	116.7%	2.6	49.7	-
Financial Expenses	4.7	-4.0	-	3.9	-	16.5	7.1	-57.1%
EBT	11.3	36.8	-	29.1	26.7%	75.4	107.6	42.7%
Tax results	0.2	-1.1	-	-0.9	-27.0%	0.0	-3.9	-
Net Results	11.5	35.7	-	28.2	26.7%	75.4	103.8	37.6%
Group Share	11.5	35.8	-	28.2	26.9%	75.4	103.8	37.7%
Attributable to Non-Controlling Interests	0.0	-0.1	-	0.0	-	0.0	-0.1	-

(1) Commercial Costs = COGS + Mktg & Sales Costs; (2) Other Operating Costs = Outsourcing Services + G&A + Provisions + others; (3) Includes the businesses fully consolidated by Sonaecom; (4) Includes the 50% holding in Unipress, the 50% holding in Infosystems, the 45% holding in SIRS and, from the end of August 2013, the 50% holding in ZOPT; (5) Includes Optimus contribution before the closing of the merger between ZON and Optimus, i.e., until the end of August 2013; (R) The values were adjusted in order to reflect Sonaecom structure following the merger between ZON and Optimus.

5.2. Consolidated balance sheet

Million euros								
CONSOLIDATED BALANCE SHEET								
	4Q12	4Q13	Δ 13/12	3Q13	q.o.q.	2012	2013	Δ 13/12
Total Net Assets	1,898.9	1,227.1	-35.4%	1,195.2	2.7%	1,898.9	1,227.1	-35.4%
Non Current Assets	1,583.2	767.3	-51.5%	935.3	-18.0%	1,583.2	767.3	-51.5%
Tangible and Intangible Assets	960.5	22.2	-97.7%	19.5	13.5%	960.5	22.2	-97.7%
Goodwill	518.0	28.4	-94.5%	29.6	-4.0%	518.0	28.4	-94.5%
Investments	1.2	711.4	-	880.6	-19.2%	1.2	711.4	-
Deferred Tax Assets	101.1	5.2	-94.9%	5.5	-6.0%	101.1	5.2	-94.9%
Others	2.4	0.0	-98.3%	0.0	0.0%	2.4	0.0	-98.3%
Current Assets	315.7	459.8	45.6%	259.9	76.9%	315.7	459.8	45.6%
Trade Debtors	144.9	36.4	-74.9%	29.6	23.0%	144.9	36.4	-74.9%
Liquidity	61.7	188.0	-	197.8	-4.9%	61.7	188.0	-
Others	109.0	235.3	115.8%	32.5	-	109.0	235.3	115.8%
Shareholders' Funds	1,083.2	1,136.8	4.9%	1,102.6	3.1%	1,083.2	1,136.8	4.9%
Group Share	1,082.9	1,136.5	5.0%	1,102.3	3.1%	1,082.9	1,136.5	5.0%
Non-Controlling Interests	0.4	0.3	-30.4%	0.3	-16.6%	0.4	0.3	-30.4%
Total Liabilities	815.6	90.3	-88.9%	92.6	-2.5%	815.6	90.3	-88.9%
Non Current Liabilities	296.0	29.3	-90.1%	31.3	-6.5%	296.0	29.3	-90.1%
Bank Loans	196.2	24.8	-87.4%	25.7	-3.4%	196.2	24.8	-87.4%
Provisions for Other Liabilities and Charges	43.7	3.1	-93.0%	4.3	-28.1%	43.7	3.1	-93.0%
Others	56.1	1.4	-97.4%	1.4	2.4%	56.1	1.4	-97.4%
Current Liabilities	519.6	61.0	-88.3%	61.2	-0.4%	519.6	61.0	-88.3%
Bank Loans	187.2	1.0	-99.5%	3.7	-72.7%	187.2	1.0	-99.5%
Trade Creditors	168.8	21.8	-87.1%	18.1	20.6%	168.8	21.8	-87.1%
Others	163.7	38.2	-76.6%	39.5	-3.3%	163.7	38.2	-76.6%
Operating CAPEX ⁽¹⁾	3.6	3.4	-4.7%	1.4	142.2%	5.8	7.9	36.5%
Operating CAPEX as % of Turnover	13.9%	11.4%	-2.5pp	4.9%	6.6pp	5.5%	6.7%	1.2pp
Total CAPEX	3.6	3.4	-4.8%	1.4	142.2%	15.8	8.3	-47.5%
EBITDA - Operating CAPEX	-5.2	-0.1	97.6%	0.1	-	-10.9	-2.0	82.0%
Gross Debt	376.5	25.9	-93.1%	29.5	-12.0%	376.5	25.9	-93.1%
Net Debt	251.2	-162.1	-	-168.3	3.7%	251.2	-162.1	-

(1) Operating CAPEX excludes Financial Investments.

Note: The 2012 and 2013 information was restated in order to consolidate the 50% holding in Unipress, the 50% holding in Infosystems and the 45% holding in SIRS through the equity method.

5.3. Consolidated levered FCF

Million euros								
LEVERED FREE CASH FLOW								
	4Q12 ^(R)	4Q13	Δ 13/12	3Q13	q.o.q.	2012 ^(R)	2013	Δ 13/12
Pro-forma EBITDA-Operating CAPEX ⁽¹⁾	-3.1	-0.1	96.0%	1.2	-	-2.3	3.0	-
Change in WC	-0.3	-8.5	-	-1.9	-	-4.4	-8.4	-92.8%
Non Cash Items & Other	1.9	-0.1	-	-0.8	90.0%	3.8	-0.6	-
Operating Cash Flow	-1.6	-8.7	-	-1.5	-	-2.9	-6.0	-105.1%
Investments	0.0	0.0	100.0%	115.0	-100.0%	-6.0	113.8	-
Own shares	0.0	0.0	-	0.0	-	-3.4	-2.5	26.1%
Financial results	1.5	1.0	-32.0%	10.3	-90.2%	-2.8	16.5	-
Income taxes	-0.5	-0.8	-65.3%	-1.2	34.3%	-0.6	-3.2	-
FCF ⁽²⁾	-0.6	-8.5	-	122.5	-	-15.7	118.6	-

(1) Pro-forma EBITDA-Operating CAPEX does not include the balances and transactions with Optimus; (2) FCF Levered after Financial Expenses but before Capital Flows and Financing related up-front Costs. FCF is calculated based on pro-forma EBITDA-Operating CAPEX and does not consider intercompany dividends; (R) The values were adjusted in order to reflect Sonae.com, SGPS, S.A. structure following the merger between ZON and Optimus.

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These forward-looking statements are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements, including, but not limited to, changes in regulation, the telecommunications industry and economic conditions; and the effects of competition. Forward-looking statements may be identified by words such as "believes", "expects", "anticipates", "projects", "intends", "should", "seeks", "estimates", "future" or similar expressions.

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