



## **Consolidated half-year financial report at 30 June, 2013**

**Manutencoop Facility Management S.p.A.**  
**with registered office in Zola Predosa (Bologna) – Via U. Poli no. 4**  
Tax ID and VAT - Bologna Register of Companies no. 02402671206  
share capital: € 109,149,600.00 fully paid-up  
"Company subject to the management and coordination of  
Manutencoop Società Cooperativa – Zola Predosa (BO)"

**CONTENTS**

<b>General information</b>	<b>3</b>
----------------------------	----------

<b>Half-year Management Report</b>	<b>4</b>
------------------------------------	----------

Group corporate structure .....	4
Results of operations .....	4

<b>Half-Year condensed consolidated financial statements at 30 June 2013 ...</b>	<b>19</b>
--	-----------

Consolidated half-year statement of financial position .....	19
Consolidated half-year statement of income .....	21
Consolidated half-year statement of comprehensive income () .....	22
Consolidated Statement of changes in shareholders' equity .....	23
Consolidated half-year statement of cash flows .....	24

<b>CONDENSED EXPLANATORY NOTES .....</b>	<b>25</b>
--	-----------

1. General information .....	25
2. Accounting standards and basis of presentation .....	25
3. Business combinations .....	31
4. Property, plant and equipment .....	32
5. Intangible assets .....	33
6. Impairment testing of goodwill .....	33
7. Investments accounted for under the equity method .....	35
8. Other elements of non-current assets .....	35
9. Trade receivables and other current receivables .....	36
10. Share capital and reserves .....	38
11. Net financial indebtedness .....	39
12. Management of financial risks: objective and criteria .....	44
13. Employee termination indemnity .....	46
14. Provisions for risks and charges .....	48
15. Trade payables and other current liabilities .....	51
16. Operating segments .....	52
17. Related parties transactions .....	55

<b>ANNEXES</b>	<b>57</b>
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## **INTERIM MANAGEMENT REPORT**

### **GENERAL INFORMATION**

#### **Registered Office**

Via U. Poli no. 4  
Zola Predosa (Bo)

#### **Management Board**

Appointed by the Supervisory Board  
of 29.04.2013

**Chairman and Managing Director**  
Claudio Levorato

#### **Management Board**

Benito Benati  
Leonardo Bruzzichesi  
Marco Bulgarelli  
Marco Canale  
Giuliano Di Bernardo  
Massimo Ferlini  
Mauro Masi  
Marco Monis  
Stefano Caspani  
Luca Stanzani

#### **Supervisory Board**

Appointed by the Shareholders' Meeting  
of 29.04.2011

**Chairman**  
Fabio Carpanelli

**Deputy Chairman**  
Antonio Rizzi

#### **Supervisory Board Directors**

Stefano Caselli  
Roberto Chiusoli  
Guido Giuseppe Maria Corbetta  
Massimiliano Marzo  
Massimo Scarafuggi  
Pierluigi Stefanini  
Giovanni Toniolo

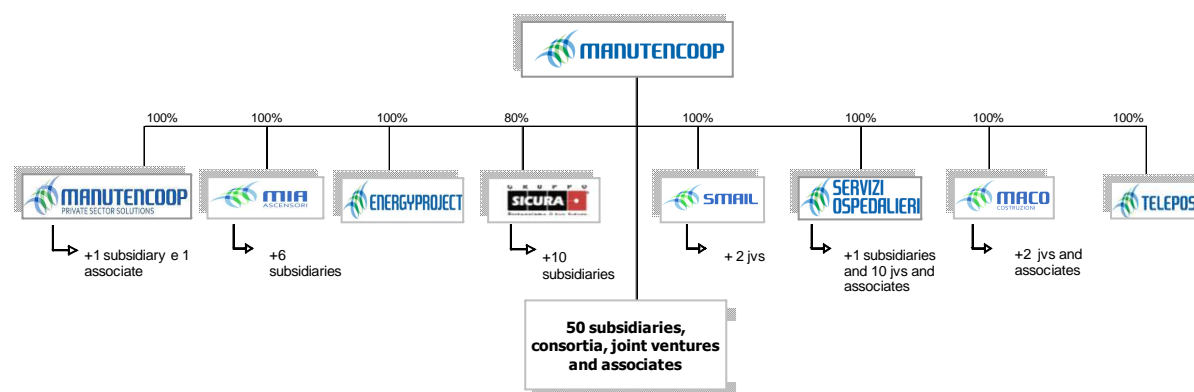
#### **Independent Auditors**

Reconta Ernst & Young S.p.A.

## HALF-YEAR MANAGEMENT REPORT

### Group corporate structure

At 30 June 2013 the Group controlled by Manutencoop Facility Management S.p.A. ("MFM Group" and "MFM S.p.A.", respectively) was made up as follows:



The MFM Group is structured around a single operating holding company which combines so-called "traditional" facility management production resources with those related to supporting the whole Group's business. At the same time a diversification strategy has been pursued which, through a series of acquisitions, has placed some "specialist" facility management services beside the historical core business (hygiene services, green spaces and technical and maintenance services): these services involve fire prevention and safety products and systems, maintenance services for lifting equipment (lifts and hoists) and operating lighting systems, in addition to linen rental and laundry services and sterilising surgical equipment at healthcare facilities.

### Results of operations

#### 1. Factors that characterised the first half of 2013

On 1 February 2013 became effective the sale, from MIA Elevatori S.r.l.<sup>1</sup> to KONE S.p.A., of a business unit concerning the maintenance and repair of elevators systems in the local market.

At the time MIA S.p.A. also sold to KONE S.p.A. certain maintenance contracts regarding the same regional territory.

These operations fall within the framework of rationalization project of the corporate structures and the governance of the sub-groups MIA and Sicura, that will continue in the second half of the year.

On 30 May 2013 Manutencoop Private Sector Solutions S.p.A. (a wholly-owned subsidiary of MFM S.p.A.) has acquired from Auchan S.p.A. a branch related to the maintenance services for the Italian retail network of Auchan. This branch was transferred with effect from 1st June 2013 and consists of materials used for the business activities, employment contracts and valid contracts related to its business. Simultaneously with the acquisition of the branch, the company has been entered into a contract for facility management services to be provided to the national retail stores.

#### 2. Commercial development

The commercial activities of Manutencoop Group's remains aimed at retaining the market share that is already in its portfolio and diversifying its customers throughout the national territory.

<sup>1</sup> The company changed its name from MIA Servizi Torino S.r.l. to MIA Elevatori S.r.l. in April 2013.

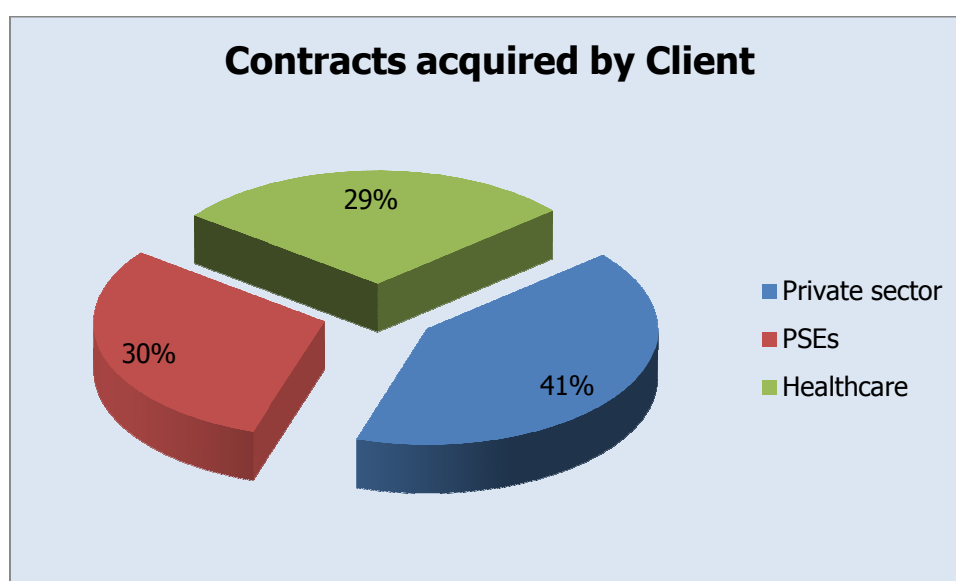
## HALF-YEAR MANAGEMENT REPORT

The Group is still the leading player on the national market, but finds itself facing a persistent and increasingly vast economic crisis in which potential customers, both in the public and in the private sectors, are constantly aiming at cutting their operating costs and current expenditure.

The new acquisitions of long-term contracts and the renewed ones brought a total contract value of about € 420 million into the Group's commercial portfolio in the first half of 2013, € 253 million of which are newly awarded contracts. € 82 million of this amount will already contribute to the Group's operating result in the current year.

However, it should be noted that this figure only regards long-term contracts obtained in the context of services for "traditional" facility management, for lighting, for linen rental and for laundry services as well as for the sterilization of surgical instruments. In fact, it was decided not to report the commercial portfolios of the companies that offer the so-called "specialist services", particularly those for retail customers, since this kind of contracts often have average terms shorter than a calendar year and mainly involve private sector customers, with contract acquisition and renewal features that significantly differ from those of the other Group companies, being them obtained more frequently as a result of long-standing local connections and loyalty relationships that are typical of a retail market. In addition, in some cases, these companies are sub-suppliers of the parent company MFM or of other Group companies and thus contribute to the management of their contracts.

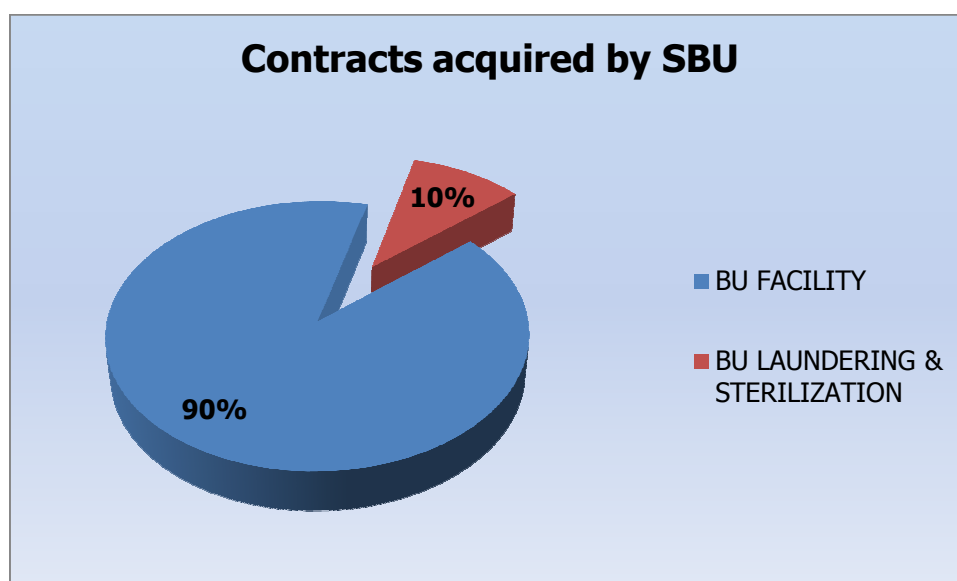
Below is the breakdown of contracts acquired by type of customer:



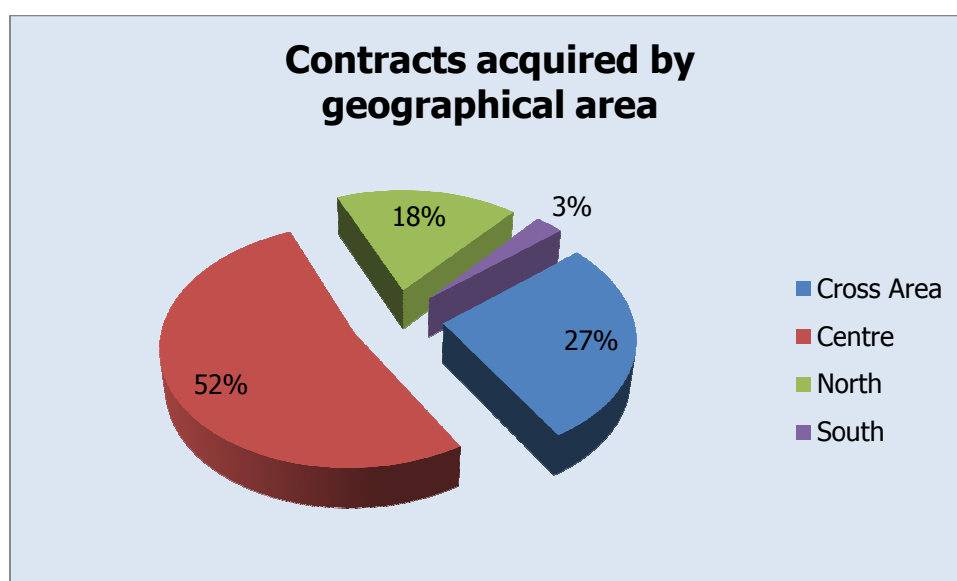
Regarding the new orders in terms of Strategic Business Unit (SBU), the Laundering & Sterilization (which relates almost entirely to Servizi Ospedalieri S.p.A.) obtained contracts of € 42 million. On the other hand, the Facility Management segment reported new orders for € 378 million, € 108 million of which related to the so-called "network customers". An important one, among these, was the recent acquisition of maintenance services to be provided for Auchan's Italian retail network (Auchan S.p.A. is a leading company in the sector of large-scale retail trade) and the Galleria Auchan shopping malls managed by Gallerie Commerciali Italia S.p.A., both belonging to the same french group.

Below is the breakdown of contracts acquired in terms of SBU:

## HALF-YEAR MANAGEMENT REPORT



Finally, a geographical distribution of the commercial portfolio of new acquisitions is provided:



### Consolidated half-year performance of operations

Below are reported the main income figures relating to the half-year ended 30 June 2013, compared to the figures of the corresponding period of the previous year, and the comparison between the income figures for the half-year ended 30 June, 2013, and the figures for the second quarter of 2012.

<i>(in thousands of Euro)</i>	Half-year ended 30 June		Quarter ended 30 June	
	2013	2012	2013	2012
Total revenues	541,243	540,988	256,713	256,557
Total costs of production	(480,684)	(481,712)	(231,519)	(231,683)

**HALF-YEAR MANAGEMENT REPORT**

<b>EBITDA <sup>2</sup></b>	<b>60,559</b>	<b>59,276</b>	<b>25,194</b>	<b>24,874</b>
<b>EBITDA %</b>	<b>11.2%</b>	<b>11.0%</b>	<b>9.8%</b>	<b>9.7%</b>
Amortization, depreciation, write-downs and write-backs of assets	(18,279)	(19,815)	(9,317)	(11,127)
Accrual of provisions for risks and charges	(1,718)	(3,605)	(160)	(2,363)
<b>Operating Income</b>	<b>40,562</b>	<b>35,856</b>	<b>15,717</b>	<b>11,384</b>
<b>Operating Income %</b>	<b>7.5%</b>	<b>6.6%</b>	<b>6.1%</b>	<b>4.4%</b>
Share of net profit of associates	1,456	1,230	762	701
Net financial charges	(9,248)	(9,950)	(5,006)	(6,050)
<b>Profit before taxes from continuing operations</b>	<b>32,770</b>	<b>27,136</b>	<b>11,473</b>	<b>6,035</b>
<b>Profit before taxes from continuing operations %</b>	<b>6.1%</b>	<b>5.0%</b>	<b>4.5%</b>	<b>2.4%</b>
Income taxes	(16,422)	(15,984)	(6,316)	(4,810)
<b>Profit from continuing operations</b>	<b>16,348</b>	<b>11,152</b>	<b>5,157</b>	<b>1,225</b>
Profit (loss) for the period from discontinued operation	0	(1)	0	0
<b>NET PROFIT</b>	<b>16,348</b>	<b>11,151</b>	<b>5,157</b>	<b>1,225</b>
<b>NET PROFIT %</b>	<b>3.0%</b>	<b>2.1%</b>	<b>2.0%</b>	<b>0.5%</b>
Minority interests	(187)	(217)	(118)	(104)
<b>Net profit for the period attributable to equity holders of the parent</b>	<b>16,161</b>	<b>10,934</b>	<b>5,039</b>	<b>1,121</b>
<b>Net profit for the period attributable to equity holders of the parent %</b>	<b>3.0%</b>	<b>2.0%</b>	<b>2.0%</b>	<b>0.4%</b>

*Revenues*

We provide a details of revenues for the half-year ended 30 June, 2013 and the three months ended 30 June 2013, compared with the same periods of the previous year, broken down by segment of activities:

<i>(in thousands of Euro)</i>	<b>Revenues by segment</b>			
	<b>Half-year ended</b>		<b>Quarter ended</b>	
	<b>30 June</b>		<b>30 June</b>	
	<b>2013</b>	<b>2012</b>	<b>2013</b>	<b>2012</b>
<i>Facility Management</i>	470,445	468,309	220,723	220,360
<i>Laundrying &amp; Sterilization</i>	68,326	66,093	34,497	33,052
<i>Other</i>	4,955	7,265	3,309	3,496
<i>Intra-group elimination</i>	(2,483)	(680)	(1,816)	(351)
<b>Consolidated revenues</b>	<b>541,243</b>	<b>540,988</b>	<b>256,713</b>	<b>256,557</b>

In the first half of 2013 the MFM Group's revenues are equal to € 541.2 million, substantially unchanged with respect to € 541.0 million of the same period in the previous year.

The trend that was already noted in the first quarter of 2013 continued: consolidated revenues remained unchanged as a result of the combined effect of a slight increase in *facility management* and *laundrying & sterilisation* business volumes, which was partially offset by a reduction in revenues in the *Other* segment.

<sup>2</sup> EBITDA represents the operating profit (loss) before allocations to the Accrual of provisions for risks and charges and amortization/depreciation, write-downs and write-backs of assets. EBITDA is a measure used by the company's management to monitor and assess its operating performance and it is not identified as an accounting measure under IFRS. Therefore, it must not be considered an alternative measurement for evaluating the trend in the Group's profit/loss. Given that the breakdown of EBITDA is not regulated by the accounting standards, the calculation criteria applied by the Group may not be comparable.

## HALF-YEAR MANAGEMENT REPORT

Revenues in the *facility management* segment increased from € 468.3 million in the half-year ended 30 June 2012 to € 470.4 million in the half-year ended 30 June 2013, showing an increase of € 2.1 million (+0.5%), which was mainly attributable to an organic growth in the sector.

The result should be considered above all in the light of the fact that the scope of consolidation did not undergo significant changes compared to the same period in the previous year. In the second half of 2012, MIA sub-holding company acquired two small companies (SIE S.r.l., which was then merged into MIA S.p.A., and EP Servizi S.r.l.), whose contribution to the consolidated result was negligible, while both the Parent Company MFM and Gruppo Sicura reported an increase in revenues, which more than offset the slight decrease recorded in the private customers of Manutencoop Private Sector Solution S.p.A.. The segment in the first half of 2013, therefore, was due to the commercial strategies that proved to be an effective response to the lasting economic crisis.

Revenues in the *laundrying & sterilisation* segment increased of € 2.2 million compared to the same period in the previous year (+3.4%): this increase was fully attributable to surgical instrument sterilisation's activities, mainly as a result of some new contracts becoming operative during the first half of 2013.

The downward trend in revenues in the *other activities* segment (project management, energy management and building construction activities) continued. This trend began in 2011 and continued in 2012 as a result of the management's decision not to invest in the business units of this segment any further. In fact revenues from *Other activities* for the half-year ended 30 June 2013 amount to € 5.0 million, decreased by € 2.3 million (-31.8%) compared to € 7.3 million in the half-year ended 30 June 2012.

We provide the following details of revenues for the half-year ended 30 June, 2013 and the three months ended 30 June 2013, compared with the same periods of the previous year, broken down by kind of Client:

(in thousands of Euro)	Revenues by Client			
	Half-year ended 30 June		Quarter ended 30 June	
	2013	2012	2013	2012
<i>PSE</i>	142,033	148,700	57,525	65,027
<i>Healthcare</i>	202,816	190,673	99,853	91,020
<i>Privat sector</i>	196,394	201,615	99,335	100,510
<b>Total revenues</b>	<b>541,243</b>	<b>540,988</b>	<b>256,713</b>	<b>256,557</b>

In the half-year ended 30 June 2013, the breakdown of turnover by type of customer confirmed an increase in revenues from customers in the *Healthcare* segment, both in absolute value (+ € 12.1 million, +6.4%) and percentage (passing from 35.2% to 37.5% of total revenues) terms, as a result of the 2012 contracts acquisition trend.

Against such data, a reduction was reported in both revenues from *Public sector entities* (- € 6.7 million) and revenues from *Private sector customers* (- € 5.2 million).

### EBITDA and Operating Income

Below is the breakdown of costs of production by nature:

(in thousands of Euro)	Cost of production			
	Half-year ended 30 June		Quarter ended 30 June	
	2012	2013	2012	2013
Consumption of raw materials and Consumables	92,095	89,365	34,204	36,056
Costs for services and use of third-party assets	187,939	199,235	94,791	100,054



**HALF-YEAR MANAGEMENT REPORT**

Personnel costs	197,405	188,345	100,289	93,689
Other operating costs	4,588	4,767	3,010	1,884
Capitalized internal construction costs	(1,343)	0	(775)	0
<b>Total Cost of production</b>	<b>480,684</b>	<b>481,712</b>	<b>231,519</b>	<b>231,683</b>

The analysis of costs of production, amounting to € 480.7 million in the half-year ended 30 June 2013, with a decrease of € 1.0 million compared to € 481.7 million in the half-year ended 30 June 2012, shows the existence of a continuing trend, also during the first half of 2013, to carrying out production activities in house aimed at raising productivity and improving profit margins.

This is reflected in the reduction in the *costs for services and use of third-party assets*, which passed from € 199.2 million in the half-year ended 30 June 2012 to € 187.9 million in the half-year ended 30 June 2013 (-5.7%). This reduction was partially offset by an increase, for € 9.1 million (+4.8%), in *Personnel costs*, which came to € 197.4 million for the half-year ended 30 June 2013.

*Consumption of raw materials and consumables* rose by € 2.7 million (+3.1%), passing from € 89.4 million in the half-year ended 30 June 2012 to € 92.1 million in the half-year ended 30 June 2013, mainly due both to the higher proportion of heating management contracts over the total services rendered since this activity typically requires massive quantities of fuels and to the increased costs of fuels.

*Capitalized internal construction costs* (€ 1.3 million in the half-year ended 30 June 2013) related to the work of the construction of a property to be used as a laundry plant of Servizi Ospedalieri S.p.A., in progress in Lucca. These works, in fact, have been carried out by MACO S.p.A. and are thus considered as having been performed on a time and materials basis, net of the intra-group margin obtained.

Among the "*Other operating costs*" are recognized € 837 thousand of penalties requested by the Tax Authority. On 4 March 2013 the Emilia Romagna Regional Head Office of the Italian Tax Authority ("*Agenzia delle Entrate*") started a full tax audit on the Parent Company, MFM S.p.A., in connection with the tax year 2010. The tax audit ended on 30 May 2013 with the serving of two PVCs (*Processi Verbali di Constatazione*), in which the only remark was the noncompliance with VAT provision reduced rate, that had been wrongly applied in the invoices related to a specific contract. On 27 June 2013, after a thorough and careful analysis, also conducted with the help of tax advisors, of whether or not it was advisable to take action against the tax authorities, the management has filed with the competent tax offices the formal notices of acceptance of the PVCs. Afterwards, the Agenzia delle Entrate sent to the Company the related "*atti di definizione*", with a formal request of the payment of € 4,019 thousand VAT, a penalty for € 837 thousand and € 376 thousand as interests. MFM S.p.A. requests its client, to which was invoiced the reduced rate instead of the standard rate, the reimbursement of tax involved (€ 4,019 thousand), applying the so called *rivalsa* principle, provided by article 93, paragraph 1, of Decree Law no. 1 of 24 January 2012, as converted by Law no. 27 of 24 March 2012.

In the half-year ended 30 June 2013, the Group's gross operating income (EBITDA) came to € 60.6 million, up by € 1.3 million (+2.2%) compared to that recorded in the same period in the previous year. As already noted in the first quarter, the main reason for the positive performance is a general cost restraint policy. The profitability came to 11.2% of revenues, also improving with respect to 11.0% for the half-year ended 30 June 2012.

There is pressure in the traditional *facility management* market to lower costs and profit margins which the management counters by combining carefully planned commercial activities that, up to now, have led to volumes holding substantially stable, with continuous efforts to keep down costs in order to protect margins.

We have seen increased margins, both absolute and relative, in *facility management* specialist services, mainly due to the fact that we have passed the start-up phase in the maintenance of

## HALF-YEAR MANAGEMENT REPORT

elevator plants (MIA sub-group) and for the effect of the reorganization of mailing services after the acquisition of Telepost.

The *laundrying & sterilisation* segment also performed well, above all owing to the new contracts for the sterilisation of surgical instruments, in which profit margins were higher than the average for the segment. The profits, however, were completely absorbed, at EBIT level, by the higher amortization, depreciation, and write-downs carried out in the half-year ended 30 June 2013 compared to the half-year ended 30 June 2012.

Finally, the gross operating losses in the activities involved in the photovoltaic and building markets, which the management no longer considers as strategic, worsened significantly, also as a result of a non recurring write-down of € 1.9 million of the Energyproject S.r.l. photovoltaic plants (recognized under inventories of finished products) to adjust their carrying amount to market value, also in view of their possible sale during the second half of 2013.

Below is the breakdown of the Operating Income by segment of business:

(in thousands of Euro)	Operating Income by segment			
	Half-year ended		Quarter ended	
	30 June		30 June	
	2013	2012	2013	2012
<i>Facility Management</i>	37,779	33,464	14,854	11,208
<i>Laundrying &amp; Sterilization</i>	5,878	5,923	3,111	2,985
<i>Other</i>	(3,095)	(3,531)	(2,248)	(2,809)
<b>Operating income</b>	<b>40,562</b>	<b>35,856</b>	<b>15,717</b>	<b>11,384</b>

At Operating Income (EBIT) level, which came to € 40.6 million (equal to 7.5% of revenues) in the first half of 2013, an increase was reported compared to € 4.7 million (+13.1%) recorded in the same period in the previous year.

In addition to the increase of € 1.3 million recorded in EBITDA above mentioned, there was a decrease of € 1.5 million in *amortization, depreciation, write-downs and write-backs of assets* and a decrease of € 1.8 million in provisions for risks and charges (net of any reversals).

In particular, the reduction in *amortization, depreciation, write-downs and write-backs of assets* was attributable to the lower write-downs of trade receivables reported in the half-year ended 30 June 2013 compared to the same period in the previous year when some situations had emerged involving private customers that required considerable write-downs.

The lower net provisions for risks and charges (€ 1.7 million) in the half-year ended 30 June 2013 compared to the half-year ended 30 June 2012 (€ 3.6 million), were particularly affected by releases of € 1.6 million, mainly owing to the settlement, with favorable outcomes, of some litigations for which substantial provisions had been allocated in previous financial years.

### *Non-recurring events and transactions in the period*

In the course of the first half of 2013, the Group carried out some transactions that originated "non-recurring" costs, that impacted on the normal dynamics in the gross operating income (EBITDA) as above defined.

In the first half of 2013 the Group incurred non-recurring costs for:

- Services and consultancy connected to the bond issue, which was in progress at 30 June 2013 and was completed on 2 August 2013, for € 389 thousand (for a description of the bond issue, see par. *Subsequent events*)
- Voluntary redundancy and mobility schemes for € 1,389 thousand, the costs of which were higher than the amount allocated in the company reorganization plans launched by the Group

## HALF-YEAR MANAGEMENT REPORT

companies and reflected in their respective financial statements in previous years. Against the same, costs of € 1,497 thousand were incurred in the first half of 2012.

- Penalties of € 837 thousand imposed on MFM after the tax audit already described.
- A non recurring write-down for € 1,883 thousand related to two photovoltaic plants recognized under inventories of Energy-Project in order to adjust their carrying amount at their market value, also in view of their possible sale during the second half of 2013.
- Non recurring refurbishing and maintenance of the Group's operating offices for € 271 thousand, related to the earthquakes that struck Emilia Romagna during 2012 and in relation to which inquiries are still in progress for obtaining grants from the competent authorities.
- M&A for potential acquisitions by Group companies of major national and international businesses (due diligence, advisory and consultancy) amounting to € 20 thousand (€ 123 thousand at 30 June 2012).

In the half-year ended 30 June 2013, EBITDA came to Euro 65,348 thousand (€ 61,448 thousand in the first half of 2012), net of those costs.

### *Profit before taxes*

Adding to the EBITDA € 1,456 thousand for the revaluation of investments valued at equity (equal to € 1,230 thousand in the half-year ended 30 June 2012), less net financial charges of € 9.2 million (equal to € 9.9 million in the half-year ended 30 June 2012), we obtain a profit before taxes equal to € 32.8 in the half-year ended 30 June 2013, increased by € 5.6 million (+20.8%) compared to the same period in the previous year.

Share of net profit of associates reflect, among other things, the income for the year of the (45.47%-owned) associated company Roma Multiservizi S.p.A., which reported a positive pro-quota result of € 1.1 million in the half-year ended 30 June 2012, in line with that achieved in the same period of the 2012 financial year.

We provide the following details of financial charges for the half-year ended 30 June 30, 2013 and the three months ended 30 June 2013, compared with the same periods of the previous year, broken down by type nature:

<i>(in thousands of Euro)</i>	Net financial charges			
	Half-year ended 30 June		Quarter ended 30 June	
	2013	2012	2013	2012
Dividends, income and charges from sale of investments	367	119	128	119
Financial income	920	2,602	620	912
Financial expenses	(10,536)	(12,670)	(5,755)	(7,081)
Gains / (losses) on exchange rate	1	(1)	1	0
<b>Net financial charges</b>	<b>(9,248)</b>	<b>(9,950)</b>	<b>(5,006)</b>	<b>(6,050)</b>

In the half-year ended 30 June 2013 *Financial income* amounted to € 0.9 million, decreasing by € 1.7 million compared to € 2.6 million of the half-year ended 30 June 2012, particularly correlated to the recognition in the first half of 2012 of non recurring financial income arising regarding interests on late payments.

In the half-year ended 30 June 2013 *financial expenses* amounted to € 10.5 million, down by € 2.1 million compared to € 12.7 million in the half-year ended 30 June 2012. The reduction was mainly attributable to the recognition, under financial expenses in the first half of 2012, of about € 1.8 million of "non-recurring" financial expenses as interest discount coming from the augmentation of the credit line of the Intesa Sanpaolo factoring program. The interest discount for the half-year ended 30 June 2013 amount to € 2.3 million compared to € 4.8 million in the half-year ended 30 June 2012. In

## HALF-YEAR MANAGEMENT REPORT

addition to this, in the first half of 2013 short-term interest rates (1-month, 3-month and 6-month EURIBOR) were, on average, more than over 60 basis points lower than in the same period in the previous year.

### *Net profit for the period*

The profit before taxes for the first half of 2013 must be deducted of taxes of € 16.4 million, with a tax rate of 50.1% on consolidated basis (58.9% at 30 June 2012), showing a net profit for the half-year (arising from continuing operations) of € 16.3 million (€ 11.2 million at 30 June 2012).

The tax rate for the period decreased by 8.8 percentage points compared to the first half of 2012, as a result of the combination of two effects: i) firstly, the lower incidence of IRAP (*Imposta Regionale sulle Attività Produttive*) on the *profit before taxes*: in fact, since the IRAP was recorded with a lower rate to a broad and not very variable tax base, whose main component is labour cost, it undergoes minimum changes as the profit before taxes *ranges*, thus making the tax rate very sensitive to the performance of profit before taxes; ii) on the other hand, in estimating the tax charges for the first half of 2012, unlike the first half of 2013, the effects of the so-called "Save Italy Decree" (*Decreto Salva Italia*) had not yet completely taken shape. This Decree enabled the Group companies, among others, to deduct more IRAP tax from the IRES (*Imposta sul Reddito delle Società*) tax base and boosted the effects of the so-called "tax wedge".

The consolidated statement of income for the half-year ended 30 June 2013 showed a net total result of € 16.3 million, increased by € 5.2 million in comparison with the net result of € 11.2 million in the first half of 2012.

### **Analysis of the statement of financial position as at 30 June 2013 and 31 December 2012**

The table below provides information on the performance of the main equity and financial indicators of the Group as at 30 June 2013, compared to the same values as of 31 December 2012.

<i>(in thousands of Euro)</i>	<b>30 June 2013</b>	<b>31 December 2012</b>	<b>Change</b>
<b>USES</b>			
Trade receivables and advances to suppliers	693,831	655,497	38,334
Inventories	9,256	11,240	(1,984)
Trade payables and advances from customers	(445,365)	(441,551)	(3,814)
Other element of working capital	(156,708)	(132,078)	(24,630)
<i>Net working capital</i>	<i>101,014</i>	<i>93,108</i>	<i>7,906</i>
Tangible assets	86,550	86,272	278
Intangible assets	445,609	445,643	(34)
Investments accounted for under the equity method	28,090	27,881	209
Other non-current assets	45,074	39,792	5,282
<i>Fixed assets</i>	<i>605,323</i>	<i>599,588</i>	<i>5,735</i>
Non current liabilities	(51,109)	(55,131)	4,022
<b>Net invested capital</b>	<b>655,228</b>	<b>637,565</b>	<b>17,663</b>
<b>SOURCES</b>			
Minority interests	2,290	2,500	(210)
Equity attributable to equity holders of the parent	326,464	309,485	16,979

**HALF-YEAR MANAGEMENT REPORT**

<i>Shareholders' equity</i>	328,754	311,985	16,769
Net financial indebtedness	326,474	325,580	894
<b>Total financing sources</b>	<b>655,228</b>	<b>637,565</b>	<b>17,663</b>

*Net working capital*

At 30 June 2013 consolidated net working capital amounted to € 101.0 million, increased by € 7.9 million compared to 31 December 2012.

At 30 June 2013 net commercial working capital, composed of trade receivables and inventories, net of trade payables, was equal to € 257.7 million against € 225.2 million at 31 December 2012. The overall increase of € 32.5 million mainly related to the reduction in the benefits of the assignments of *trade receivables* without recourse which took in place in the half-year, resulting in an outstanding balance of € 113.0 million of receivables assigned by the Group and not yet collected by the factoring agencies at 30 June 2013, against € 199.0 million at 31 December 2012. This engendered an increase of € 38.3 million in the amount of *trade receivables*.

Therefore, gross of the effect of the factoring facilities at 30 June 2013, the amount of *trade receivables* shows a decrease by € 47.8 million, confirming the a positive trend towards shorter collection times had already started in 2012.

Concerning the other elements of net commercial working capital, namely *inventories* and *trade payables and advances from customers*, the figures show a reduction of € 2.0 million in the balance of inventories, mainly due to the non recurring write-down of € 1.9 million of the carrying amount of two photovoltaic plants recognized under inventories of Energyproject S.r.l. (in this regard, see the subparagraph *Non-recurring events and transactions in the period* in the previous par. *Consolidated half-year performance of operations*), while *trade payables*, amounting to € 445.4 million at 30 June 2013, were substantially in line with the balance at 31 December 2012 (+ € 3.8 million, equal to 0.9%).

The balance of the other elements in working capital at 30 June 2013 was a net liability of € 156.7 million, increased by € 24.6 million compared to a net liability of € 132.1 million at 31 December 2012.

This increase in net liability was due to a combination of factors, the main ones of which are listed below: (i) the recognition of the current portion of the estimated income taxes for the half-year ended 30 June 2013 for € 16.4 million; (ii) the seasonal movements of payables to/receivables from employees and the relative payables to/receivables from social security institutions and withholding tax payables to the tax authorities, which accounted for an increase in net liabilities of more than € 18 million partially offset by (iii) a decrease of € 3.8 million in the short-term portion of provisions for risks and charges and (iv) the recognition of prepaid expenses, recorded under other current operating receivables, for € 2.1 million relating to the *high-yield* bond issue, that was already accounted for at 30 June 2013, but was held under prepaid expenses pending allocation to financial liabilities after a subsequent measurement at amortized cost. The bond issue, which was completed on 2 August 2013, is fully described in the next par. "*Subsequent events*".

*Net financial indebtedness and free cash-flow*

Details of net financial indebtedness at 30 June 2013 are shown below, compared to the figures at 31 December 2012, as determined on the basis of the instructions laid down in CONSOB Communication no. DEM/6064293 of 28 July 2006.

<i>(in thousands of Euro)</i>	<b>30 June 2013</b>	<b>31 December 2012</b>	<b>Change</b>
A. Cash	76	115	(39)
B. c/a, bank deposits and consortia – non-proprietary accounts	48,688	51,872	(3,184)

**HALF-YEAR MANAGEMENT REPORT**

<b>D. Cash and cash equivalent (A) + (B) + (C)</b>	<b>48,764</b>	<b>51,987</b>	<b>(3,223)</b>
E. Current financial assets	21,375	11,202	10,173
F. Current bank overdraft	(189,565)	(147,100)	(42,465)
G. Current portion of non-current debt	(59,028)	(85,957)	26,929
H. Other current financial liabilities	(52,207)	(35,277)	(16,930)
<b>I. Current financial indebtedness (F)+(G)+(H)</b>	<b>(300,800)</b>	<b>(268,334)</b>	<b>(32,466)</b>
<b>J. Current net financial indebtedness (I) + (E) + (D)</b>	<b>(230,661)</b>	<b>(205,145)</b>	<b>(25,516)</b>
K. Long term bank debts	(77,879)	(81,671)	3,792
L. Other non-current financial liabilities	(17,228)	(37,542)	20,314
M. Derivatives	(706)	(1,222)	516
<b>N. Non-current financial indebtedness (K) + (L) + (M)</b>	<b>(95,813)</b>	<b>(120,435)</b>	<b>24,622</b>
<b>O. Net financial indebtedness (J) + (N)</b>	<b>(326,474)</b>	<b>(325,580)</b>	<b>(894)</b>

In the first half of 2013 the consolidated net financial debt substantially remained unchanged, passing from € 325.6 million at 31 December 2012 to € 326.5 million at 30 June 2013.

We also report the synthetic financial data relating to cash flows for the half-year ended 30 June 2013 and the quarter ended June 30, 2013, compared with the same periods of the previous year:

<i>(in thousands of Euro)</i>	<b>Half-year ended 30 June</b>		<b>Quarter ended 30 June</b>	
	<b>2013</b>	<b>2012</b>	<b>2013</b>	<b>2012</b>
<b>Profit before taxes from continuing operations</b>	<b>32,770</b>	<b>27,136</b>	<b>11,473</b>	<b>6,035</b>
Cash flow from current operations	52,992	51,159	21,566	24,440
Change in assets and liabilities for the period	(32,204)	16,813	20,911	72,040
<b>Net cash flow from operating activities</b>	<b>20,788</b>	<b>67,972</b>	<b>42,477</b>	<b>96,480</b>
Net cash flow used in investing activities	(31,975)	(82,070)	(23,949)	(67,790)
Net cash flow from/(used in) financing activities	7,964	47,683	(26,349)	(50,800)
<b>Changes in cash and cash equivalents</b>	<b>(3,223)</b>	<b>33,585</b>	<b>(7,821)</b>	<b>(22,110)</b>
<i>Cash and cash equivalents at the beginning of the period</i>	<b>51,987</b>	<b>42,656</b>	<b>56,585</b>	<b>98,351</b>
<b>Cash and cash equivalents at the end of the period</b>	<b>48,764</b>	<b>76,241</b>	<b>48,764</b>	<b>76,241</b>

Overall cash flows mainly reflected the net effect of:

- a positive cash flow from current operations for € 53.1 million
- an absorption of net working capital (excluding short-term provisions for risks and the employee termination indemnity – “T.F.R”) for € 21.9 million
- utilization of provisions for risks and payments of T.F.R. for € 10.4 million;
- net investments in property, plant and equipment and intangible assets for € 16.9 million, of which € 12.2 million related to the Laundering&Sterilization SBU
- amounts on current accounts restricted against guarantees issued according to programs for the assignment of trade receivables without recourse for € 4.8 million, classified as current financial assets.



## HALF-YEAR MANAGEMENT REPORT

In terms of composition mix, short-term borrowing was still the main element over the total. Long-term debt included a new loan executed by the Parent Company for € 18.0 million, against the repayment of a short-term loan of € 30 million. Instead, the remaining credit lines already reported as of 31 December 2012 decreased by € 19.5 million, because some scheduled payments on loans raised by the Group companies (and in particular by the controlling company MFM), due on a six-monthly basis, were paid just before the reporting date of the consolidated half-year financial report.

The substantial recourse to very short-term bank loans just before the end of the quarter (€190.0 million at 30 June 2013 against € 147.1 million at 31 December 2012) was necessary to satisfy contingent cash needs.

The following is the detail of the financial exposure for net bank credit lines and obligations for financial leases ("*Net interest bearing financial indebtedness*"):

<i>(in thousands of Euro)</i>	<b>30 June 2013</b>	<b>31 December 2012</b>
Cash and cash equivalent	48,764	51,987
Current bank overdraft	(189,565)	(147,100)
Current portion of non-current bank debts	(56,757)	(84,455)
Long term bank debts	(77,879)	(81,671)
Financial lease obligations	(2,741)	(2,387)
Derivatives	(706)	(1,222)
<b>Net interest bearing financial indebtedness</b>	<b>(278,884)</b>	<b>(264,850)</b>

After the half-year reporting date the Group issued an high-yield bond through its Parent Company MFM S.p.A. which proceeds made a substantial change to the structure of consolidated indebtedness. Specifically, it is given over to the repayment of all the very short-term credit lines and of medium- and long-term loans for an exposure equal to € 52.7 million at 30 June 2013. The existing derivative contracts were also settled.

### *Capital expenditures*

In the first half of 2013 the MFM Group made net investments in property, plant and equipment and intangible assets which totaled € 16.9 million, € 12.9 million of which in property, plant and equipment.

These investments mainly refer to the purchase of linen by Servizi Ospedalieri S.p.A. for the laundry activity, in which frequent periodic replacements are necessary (€ 7.0 million). During the half-year additional investments were also made in the industrial building that this company owns in Lucca, not yet used but necessary for the laundry services provided in the area in connection with the business development, for an overall amount of € 1.3 million.

In the first half of 2013 disposals of property, plant and equipment amounted to € 0.3 million.

Investments in intangible assets amounted to € 4.0 million and mainly related to improvements on the company's IT systems.

### **Subsequent Events**

On 1 July 2013 new agreements were subscribed between Manutencoop Società Cooperativa (Parent Company of MFM S.p.A.) and the investment funds that hold the minority interests in MFM S.p.A., replacing the previous Investment Agreement signed in December 2008. On the same date the minority shareholders transferred, on a pro-rata basis, 7,671,580 shares to MFM S.p.A. (representing 7.0285% of its share capital) to Manutencoop Società Cooperativa. The shares were transferred with retention of title ("*riserva di proprietà*") pursuant to and for the purposes of article 1523 of the Italian Civil Code, therefore Manutencoop Cooperativa may only exercises financial and administrative rights

## HALF-YEAR MANAGEMENT REPORT

over them (including, but not limited to, voting rights at shareholders' meetings). The final transfer of the shares is expected to take place when their contractually agreed price has been paid within 3 years, i.e. on 1 July 2016.

On 5 July 2013 the subsidiary Energyproject S.r.l. acquired from Verde Vivo S.a.r.l. (a company incorporated under Luxembourg law) a total shareholding in Mowbray S.r.l., a company incorporated under Italian law and based in Milan and active in the construction and management of photovoltaic projects and plants. The company is at present the only owner of the "Modena Fiere Pensiline" photovoltaic plant, whose construction it commissioned. The plant was constructed and managed by Energyproject as EPC contractor. The shares of capital were transferred at an overall price of € 705 thousand.

On 5 July 2013 it has been also incorporated United Facility Solutions S.a., based in Bruxelles, of which MFM S.p.A. as founder shareholder, together with its French partner Atalian Holding Development and Strategy S.a.r.l. and its Spanish partner Clece S.a.. The aim of this special purpose vehicle is to foster a European alliance among leading companies in their respective national facility management markets that can capture market shares by acquiring customers with cross-border distribution businesses, at the moment out of reach of single members or associates. The main commercial targets are multinationals and transnational public customers (e.g. the European Community, the United Nations, etc.).

On 24 July 2013 the subsidiary MIA S.p.A. signed a deed of sale with the minority shareholders of Lenzi S.p.A. for all the shares they held, partially amending and supplementing the investment agreement executed during 2010. The new agreement set the price for the transfer of the shares at € 8.6 million, to be paid within 15 January 2014, carrying interest at 7.9%. After the execution of this agreement, MIA S.p.A. has total control over Lenzi S.p.A..

On the same date MIA S.p.A. also signed a preliminary agreement for the purchase of a business unit organised and managed by Lenzi Impianti S.r.l., a company which manufactures, installs and sells elevators and hoists. The price was initially set at € 820 thousand, subject to adjustments, and it is to be paid within October 2014. The effective date of the transfer was set as 1 August 2013.

Finally, on 29 July 2013 it has been established of EOS Hijyen Tesis Hizmetleri Saglik Insaat Servis Muhendislik A.S., a company incorporated under Turkish law, with a share capital of 250,000 Turkish Liras, of which the subsidiary Servizi Ospedaliari S.p.A. holds a stake of 50%. This project envisages a partnership with a Turkish operator also working in the local healthcare sector in order to take part in two projects for the construction and management of hospital sterilisation systems, with the prospect of possible further activities in the Turkish public and private healthcare sterilisation sector.

### *High-Yield bond issue by the Parent Company MFM S.p.A.*

On 22 July 2013 Parent Company MFM S.p.A. announced the plan to issue bonds (*Senior Secured Notes*) due 2020, to be offered solely to qualified investors, mainly in order to reimburse most of the existing bank loans and to finance net working capital, also replacing the assignments of revolving credit previously made for this purpose.

From a broader viewpoint, MFM embarked on the process of issuing these bonds in order to provide the Group with the financial cover necessary to conduct its business over a long-term time horizon.

On 26 July MFM set the amount of the bond issue at € 425 million and set the issue price at 98.713% and the coupon at an annual fixed rate of 8.5% (payable on a six-monthly basis), through the publication of the *Offering Memorandum*.

The bond, which was issued on 2 August 2013, is listed on the Euro MTF Market of the Luxembourg Stock Exchange and on the Extra MOT Pro Segment of the Italian Stock Exchange.

In relation to the issue and placement process, which was regulated by the law of the State of New York (Rule 144A and Regulation S of the Security Act 1933), a purchase agreement was signed between the initial purchasers (J.P. Morgan Securities plc, UniCredit Bank AG, Banca IMI S.p.A. and



## HALF-YEAR MANAGEMENT REPORT

Mediobanca – Banca di Credito Finanziario S.p.A.), which were also institutional investors, the issuer (MFM) and the *guarantors* (i.e. companies owned by the issuer that guarantee the bonds: Servizi Ospedalieri S.p.A. and Manutencoop Private Sector Solution S.p.A.).

The bond was then placed by the initial purchasers only as specified below:

- With qualified institutional investors in the U.S.A., in application of Rule 144A of the U.S. Security Act;
- With qualified institutional investors outside the U.S.A., as defined by Regulation S of the U.S. Security Act.

Accordingly, a *global bond certificate* was published in application of Rule 144A and a *global bond certificate* was published in application of Regulation S.

The bond issue was guaranteed as follows:

- A personal security on the part of Servizi Ospedalieri S.p.A. and Manutencoop Private Sector Solution S.p.A.;
- A pledge on the shares of Servizi Ospedalieri S.p.A. and Manutencoop Private Sector Solution S.p.A.;
- A pledge on the MFM's receivables arising from infra-group loans to subsidiaries;
- A pledge on the MFM's trade receivables from some selected customers;
- A Special Lien over the personal property owned by MFM S.p.A..

On 2 August 2013 the *Indenture* was also signed between the issuer, the guarantors, The Law Debenture Trust Corporation p.l.c., in its capacity as *trustee* and Common Representative of bondholders (the "*Rappresentante Comune*"), The Bank of New York Mellon – London Branch, in its capacity as *paying agent* and *transfer agent*, The Bank of New York Mellon (Luxembourg) S.A., in its capacity as *registrar* and Unicredit Bank AG – Milan Branch, in its capacity as *security agent*.

The placement was led by J.P.Morgan, UniCredit Bank, Banca IMI and Mediobanca in their capacity as *joint bookrunners*.

On 5 August 2013, within the same process, the Parent Company also signed a 3-year Revolving Credit Facility (RCF) agreement for a nominal amount of € 30.0 million with a pool made up of UniCredit S.p.A., J.P. Morgan Chase Bank S.A. Milan Branch, Cassa di Risparmio in Bologna S.p.A. and Mediobanca – Banca di Credito Finanziario S.p.A.. This line was activated to meet possible temporary cash requirements and thus gave the Group additional financial flexibility. To date it has not yet been utilised.

### Business Outlook

The second quarter of 2013 confirmed the encouraging results achieved in the previous quarter.

Profitability during the half-year was higher than in the same period in the previous year and in line with forecasts, which leads one to think that the Group will retain its capacity to respond to the difficulties in the macroeconomic scenario and its reference market during the rest of the year, obtaining favorable results.

The same holds for the financial performance related to the management of net commercial working capital, even in the absence, or near absence, of any positive effects arising from the implementation of Legislative Decree 192/2012 ("...full transposition into Italian law of Directive 2011/7/EU on combating late payment in commercial transactions...") and Decree Law 35/2013 (containing "Urgent provisions for the payment of overdue public authority debts..."). These effects, however, should be seen during the second half of this year and in the following financial year.

In fact, work continued during the half-year on implementing a plan to pay more attention to trade receivables, particularly focused on making the invoicing-collection cycle more efficient, which confirmed the favorable effects that had already been noted during the first quarter.

## HALF-YEAR MANAGEMENT REPORT

Furthermore, consistently with the objectives announced in the annual report, the Group embarked on a process of putting its sources of finance on a broader footing, which led to the issue of bonds on 2 August 2013 (the previous paragraph on *Subsequent events* should be consulted for full information). The management considers that the rationalization of sources of finance that this instrument provides gives the Group the financial stability necessary to enable it to concentrate all its efforts on carrying out the operations fundamental to fulfill its growth and development objectives.

## HALF-YEAR CONDENSED CONSOLIDATED FINANCIAL STATEMENTS AT 30 JUNE 2013

### Consolidated half-year statement of financial position

<i>(in thousands of Euro)</i>	Notes	30 June 2013	31 December 2012
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	4	80,256	80,276
Property, plant and equipment under lease	4	6,294	5,996
Goodwill	5.6	418,234	418,724
Other intangible assets	5	27,375	26,919
Investments accounted for under the equity method	7	28,090	27,881
Other investments	8	3,039	3,041
Non-current financial assets	8	16,677	11,455
Other non-current assets	8	1,819	1,746
Deferred tax assets		23,539	23,550
<b>Total non-current assets</b>		<b>605,323</b>	<b>599,588</b>
<b>Current assets</b>			
Inventories		9,256	11,240
Trade receivables and advances to suppliers	9	693,831	655,497
Current taxes receivables		10,820	24,747
Other current assets	9	34,312	23,690
Current financial assets	11	21,375	11,202
Cash and cash equivalents	11	48,764	51,987
<b>Total current assets</b>		<b>818,358</b>	<b>778,363</b>
Assets classified as held for sale		130	130
<b>Total assets classified as held for sale</b>		<b>130</b>	<b>130</b>
<b>Total assets</b>		<b>1,423,811</b>	<b>1,378,081</b>

## HALF-YEAR CONDENSED CONSOLIDATED FINANCIAL STATEMENTS AT 30 JUNE 2013

### Consolidated half-year statement of financial position

<i>(in thousands of Euro)</i>	Notes	30 June 2013	31 December 2012
<b>Shareholders' equity</b>			
Share capital		109,150	109,150
Reserves		166,080	144,221
Retained earnings		35,073	23,540
Profit for the period attributable to equity holders of the parent		16,161	32,574
<i>Equity attributable to equity holders of the parent</i>	10	<i>326,464</i>	<i>309,485</i>
Capital and reserves attributable to non-controlling interests		2,103	1,772
Profit for the period attributable to non-controlling interests		187	728
<i>Equity attributable to non-controlling interests</i>		<i>2,290</i>	<i>2,500</i>
<b>Total shareholders' equity</b>		<b>328,754</b>	<b>311,985</b>
<b>Non-current liabilities</b>			
Employee termination indemnity	13	30,144	31,321
Provisions for risks and charges, non-current	14	9,034	11,797
Derivatives	11	706	1,222
Long-term debt	11	95,107	119,213
Deferred tax liabilities		11,924	12,006
Other non-current liabilities		7	7
<b>Total non-current liabilities</b>		<b>146,922</b>	<b>175,566</b>
<b>Current liabilities</b>			
Provisions for risks and charges, current	14	25,525	29,297
Trade payables and advances from customers	15	445,365	441,551
Current tax payables		4,810	2,922
Other current liabilities	15	171,574	148,362
Bank borrowings, including current portion of long-term debt, and other financial liabilities	11	300,800	268,334
<b>Total current liabilities</b>		<b>948,074</b>	<b>890,466</b>
Liabilities directly associated with assets classified as held for sale	14	61	64
<b>Total liabilities directly associated with assets classified as held for sale</b>		<b>61</b>	<b>64</b>
<b>Total Shareholders' equity and liabilities</b>		<b>1,423,811</b>	<b>1,378,081</b>

## HALF-YEAR CONDENSED CONSOLIDATED FINANCIAL STATEMENTS AT 30 JUNE 2013

### Consolidated half-year statement of income

<i>(in thousands of Euro)</i>	Notes	Half-year ended 30 June 2013	Half-year ended 30 June 2012
<b>Revenue</b>			
Revenue from sales and services		540,364	540,147
Other revenue		879	841
<b>Total revenue</b>		<b>541,243</b>	<b>540,988</b>
<b>Operating costs</b>			
Costs of raw materials and consumables		(92,095)	(89,365)
Costs for services and use of third party assets		(187,939)	(199,235)
Personnel costs		(197,405)	(188,345)
Other operating costs		(4,588)	(4,767)
Capitalized internal construction costs		1,343	0
Amortization, depreciation, write-downs and write-backs of assets	4,5,9	(18,279)	(19,815)
Accrual of provisions for risks and charges	14	(1,718)	(3,605)
<b>Total operating costs</b>		<b>(500,681)</b>	<b>(505,132)</b>
<b>Operating income</b>		<b>40,562</b>	<b>35,856</b>
<b>Financial income and expenses</b>			
Share of net profit of associates		1,456	1,230
Dividend and income (loss) from sale of investments		367	119
Financial income		920	2,602
Financial expenses		(10,536)	(12,670)
Gains / (losses) on exchange rate		1	(1)
<b>Profit (loss) before taxes from continuing operations</b>		<b>32,770</b>	<b>27,136</b>
Income taxes		(16,422)	(15,984)
<b>Profit (loss) from continuing operations</b>		<b>16,348</b>	<b>11,152</b>
Profit (loss) from discontinued operation		0	(1)
<b>Net profit (loss) for the period</b>		<b>16,348</b>	<b>11,151</b>
Net profit (loss) for the period attributable to non controlling interests		(187)	(217)
<b>Net profit (loss) for the period attributable to equity holders of the parent</b>		<b>16,161</b>	<b>10,934</b>

<i>(amounts in Euro)</i>	30 June 2013	30 June 2012
Basic earnings per share	0.148	0.100
Diluted earnings per share	0.148	0.100
Basic earnings per share from continuing operations	0.148	0.100
Diluted earnings per share from continuing operations	0.148	0.100

## HALF-YEAR CONDENSED CONSOLIDATED FINANCIAL STATEMENTS AT 30 JUNE 2013

### Consolidated half-year statement of comprehensive income <sup>(3)</sup>

<i>(in thousands of Euro)</i>	Notes	Half-year ended 30 June 2013	Half-year ended 30 June 2012
<b>Net profit for the period</b>		<b>16,348</b>	<b>11,151</b>
<i><b>Other components of the comprehensive income, which will be subsequently reclassified under profit/loss for the year:</b></i>			
<i>Net gain/(loss) on Cash Flow Hedge</i>		517	(10)
<i>Income taxes on Cash Flow Hedge</i>		(142)	3
<b>Net effect on gains (losses) of cash flow hedge for the period</b>	11	375	(7)
<b>Share of other comprehensive income of entities accounted for using the equity method, which will be subsequently reclassified under profit/loss for the year</b>	7	443	(425)
<i><b>Other components of the comprehensive income for the period, which will be subsequently reclassified under profit/loss for the year</b></i>		<b>818</b>	<b>(432)</b>
<i><b>Other components of the comprehensive income, which will not be subsequently reclassified under profit/loss for the year:</b></i>			
<i>Actuarial gains (losses) on defined benefit plans</i>		0	(1,695)
<i>Income taxes</i>		0	466
<b>Net effect of actuarial gains/(losses)</b>	13	0	(1,229)
<b>Share of other comprehensive income of entities accounted for using the equity method, which will not be subsequently reclassified under profit/loss for the year</b>	7	0	(95)
<i><b>Other components of the comprehensive income for the period, which will not be subsequently reclassified under profit/loss for the year</b></i>		<b>0</b>	<b>(1,324)</b>
<b>Total profit (loss) in the Statement of Comprehensive Income, net of taxes</b>		<b>818</b>	<b>(1,756)</b>
<b>Total comprehensive income (loss), net of tax</b>		<b>17,166</b>	<b>9,395</b>
<i>Attributable to:</i>			
Equity holders of the Parent		16,979	9,178
Non-controlling interests		187	217

<sup>3</sup> With effect from the financial years that beginning on 1 January 2013 or later, the statement of comprehensive income is required to identify and group any items which, upon the occurrence of specific conditions, will be subsequently reclassified to the income statement and, separately, any items which will not be reclassified to the income statement. Accordingly, MFM Group has recognized, for the first time in this interim report, the items of the statement of comprehensive income in the two abovementioned subgroups.

## HALF-YEAR CONDENSED CONSOLIDATED FINANCIAL STATEMENTS AT 30 JUNE 2013

### Consolidated Statement of changes in shareholders' equity

<i>(in thousands of Euro)</i>	Issued capital	Reserves	Retained earnings	Result of the period	Group's shareholders' equity	Non-controlling interests	Total shareholders' equity
<b>1 January 2013</b>	<b>109,150</b>	<b>144,221</b>	<b>23,540</b>	<b>32,574</b>	<b>309,485</b>	<b>2,500</b>	<b>311,985</b>
Dividends distribution					<b>0</b>	<i>(393)</i>	<b>(393)</b>
Allocation of prior year result		21,041	11,533	(32,574)	<b>0</b>	<i>0</i>	<b>0</b>
Change in scope of consolidation					<b>0</b>	<i>(4)</i>	<b>(4)</b>
Total comprehensive income for the period		818		16,161	<b>16,979</b>	<i>187</i>	<b>17,166</b>
<b>30 June 2013</b>	<b>109,150</b>	<b>166,080</b>	<b>35,073</b>	<b>16,161</b>	<b>326,464</b>	<b>2,290</b>	<b>328,754</b>

<i>(in thousands of Euro)</i>	Issued capital	Reserves	Retained earnings	Result of the period	Group's shareholders' equity	Non-controlling interests	Total shareholders' equity
<b>1 January 2012</b>	<b>109,150</b>	<b>139,053</b>	<b>20,185</b>	<b>11,124</b>	<b>279,512</b>	<b>13,242</b>	<b>292,754</b>
Dividends distribution					<b>0</b>	<i>(755)</i>	<b>(755)</b>
Allocation of prior year result		8,224	2,901	(11,124)	<b>0</b>	<i>0</i>	<b>0</b>
Acquisition/ transfer of minority interests in subsidiaries			456		<b>456</b>	<i>(10,654)</i>	<b>(10,198)</b>
Total comprehensive income for the period		(1,756)		10,934	<b>9,178</b>	<i>217</i>	<b>9,395</b>
<b>30 June 2012</b>	<b>109,150</b>	<b>145,521</b>	<b>23,540</b>	<b>10,934</b>	<b>289,145</b>	<b>2,050</b>	<b>291,195</b>

## HALF-YEAR CONDENSED CONSOLIDATED FINANCIAL STATEMENTS AT 30 JUNE 2013

### Consolidated half-year statement of cash flows

(in thousands of Euro)	Notes	Half-year ended 30 June	
		2013	2012
Profit before taxes from continuing operations		32,770	27,136
Amortization, depreciation, write-downs and (write-backs) of assets		18,279	21,161
Accrual to provisions for risks and charges		1,718	3,605
Employee termination indemnity provision		774	1,024
Share of net profit of associates		271	83
Income tax paid		(820)	(1,850)
<b>Cash flow from current operations</b>		<b>52,992</b>	<b>51,159</b>
Decrease (increase) of inventories		1,984	1,264
Decrease (increase) of trade receivables and advances to suppliers		(39,960)	16,220
Decrease (increase) of other current assets		(10,695)	(806)
Increase (decrease) of trade payables and advances from customers		3,814	(1,392)
Increase (decrease) of other current liabilities		23,003	14,360
Payments of employee termination indemnity		(2,097)	(3,564)
Utilization of provisions		(8,253)	(9,269)
<b>Change in operating assets and liabilities</b>		<b>(32,204)</b>	<b>16,813</b>
<b>Net cash flow from operating activities</b>		<b>20,788</b>	<b>67,972</b>
Purchase of intangible assets, net of sales		(3,958)	(2,807)
Purchase of property, plant and equipment		(13,260)	(17,611)
Proceeds from sales of property, plant and equipment		321	408
Acquisition of investments		(35)	(10,450)
(Decrease) increase of non-current assets		(14,973)	(46,755)
Net cash used in business combination	3	(70)	(4,847)
Gain/(loss) from sales of assets classified as held for sale		0	(8)
<b>Net cash flow used in investing activities</b>		<b>(31,975)</b>	<b>(82,070)</b>
Net proceeds from/(reimburse of) borrowings		8,361	47,982
Dividends paid		(393)	(755)
Change in scope of consolidation		(4)	456
<b>Net cash flow from / (used in) financing activities</b>		<b>7,964</b>	<b>47,683</b>
<b>Changes in cash and cash equivalents</b>		<b>(3,223)</b>	<b>33,585</b>
Cash and cash equivalents at the beginning of the period		51,987	42,656
Changes in cash and cash equivalents		(3,223)	33,585
<b>Cash and cash equivalents at the end of the period</b>		<b>48,764</b>	<b>76,241</b>
<b>Details of cash and cash equivalents</b>			
Cash and bank current account		48,764	76,241
<b>Total cash and cash equivalents</b>		<b>48,764</b>	<b>76,241</b>

Supplementary information - in thousands of Euro	30 June 2013	30 June 2012
Interest paid	(9,086)	(12,211)
Interest received	623	1,442
Dividends received	2,094	1,432



## CONDENSED EXPLANATORY NOTES

### 1. General information

The publication of the condensed Half-year Financial Report of the Manutencoop Facility Management group ("the MFM Group") for the half-year ended 30 June 2013 was authorized by resolution of the Management Board of 30 August 2013.

The Group is 71.89% owned by Manutencoop Società Cooperativa, with registered office in Zola Predosa (BO), which in turn exercises management and coordination activities over the Group.

### 2. Accounting standards and basis of presentation

The condensed consolidated half-year financial statements at 30 June 2013 comprises the *Consolidated statement of financial position*, the *Consolidated Statement of Income*, the *Consolidated Statement of Comprehensive Income*, the *Consolidated Statement of changes in shareholders' equity*, the *Consolidated Statement of cash flows* and the *Condensed explanatory notes*.

The amounts presented in the statements and in the explanatory notes are compared with those as at 31 December 2012, while the economic values included in the statement of comprehensive income and in the statement of cash flows are compared with those as at the first half of 2012.

The condensed consolidated half-year financial statements at 30 June 2013 were prepared on a historical cost basis, except for the derivative financial instruments that have been measured at fair value.

The statement of financial position sets forth assets and liabilities distinguishing between current and non-current. The statement of income classifies costs by nature and the statement of comprehensive income sets forth the result for the period added with income and expenses, that in accordance with IFRS, are directly recognized in the shareholders' equity. The statement of cash flows has been prepared on the basis of the indirect method and presented in accordance with IAS 7, distinguishing between cash flow from operating, investing and financing activities.

The condensed consolidated half-year financial statements at 30 June 2013 have been presented in Euro, which is Group's functional currency. All values showed in the statements and in the condensed explanatory notes are in thousands of Euro, unless otherwise stated.

#### 2.1 Statement of compliance with international accounting standards (IFRS)

The condensed consolidated half-year financial statements at 30 June 2013 have been prepared in compliance with IAS 34 - *Interim Financial Reporting*.

The condensed consolidated interim financial statements does not include all the information required for the complete annual financial statements prepared according to IAS 1, and must be read together with the Consolidated Financial Statements as at 31 December 2012.

#### 2.2 Changes in accounting standards and disclosures

The criteria adopted for the preparation of the condensed consolidated half-year Financial Statements at 30 June 2013 are consistent with those used to prepare the annual consolidated financial statements as at 31 December 2012, to which reference is made for their detailed presentation, with the exception of the aspects detailed below for the determination of the taxes and standards and interpretations which are newly issued and applicable from 1 January 2013.

These include IAS 19 - Employee Benefits, IFRS 13 - Fair Value Measurement, and the amendments to IAS 1 - Presentation of Financial Statements. The nature and effects of these changes are described below as required by IAS 34.

## CONDENSED EXPLANATORY NOTES

Various other new standards and amendments came into force for the first time in 2013, but they have no significant impact on the condensed consolidated interim financial statements. The nature and impact of all new standards/amendments are listed below.

*IAS1 Presentation of Financial Statements – Presentation of items of other comprehensive income (OCI).* The amendment to IAS introduces the grouping together of the items presented in items of other comprehensive income. The items that might be reclassified in the income statement in future (e.g. net profit on hedges of net investments, differences arising from translation of financial statements in foreign currency, net profit on cash flow hedges and net profit/loss from financial assets available for sale) must now be presented separately from the items that will never be reclassified (e.g. actuarial gains/losses from defined-benefit plans and the revaluation of land and buildings). The amendment only regards the method of presentation and has had no impact on the Group's financial position or results.

*IAS12 Deferred Tax: Recovery of Underlying Assets.* This amendment clarifies the calculation of deferred tax on investment property measured at fair value. It introduces the rebuttable presumption that the carrying amount of an investment property measured using the fair value model set out in IAS 40 must be recovered through sale and, consequently, that the relative deferred tax should be calculated on a sale basis. The presumption is rebutted if the investment property is depreciable and is held with the aim of consuming all the rewards deriving from the investment itself over time instead of recovering these rewards through sale. The amendment has had no impact on the Group's financial position, its results or its disclosures.

*IAS34 Interim financial reporting and segment information for total assets and liabilities.* The amendment clarifies the requirements under IAS 34 relating to segment information, to improve consistency with the requirements in IFRS8 *Operating Segments*. It becomes necessary to give information on the total assets and liabilities for reportable segment only when the amounts are regularly provided to the higher operating decision level (CODM - chief operating decision maker) and there has been a material change in the total costs presented in previous annual consolidated financial statements of the entity for the specific reportable segment. As a result of this change, the Group now also includes information on the total liabilities by segment, as these are provided to the CODM.

*IFRS7 Disclosures – Offsetting financial assets and liabilities – Amendments to IFRS 7.* These amendments require the entity to disclose information regarding rights of set-off and related agreements (e.g. security). The information will give the reader of the financial statements the necessary information for assessing the effect of offsetting agreements on the entity's financial position. The new disclosures are required for all financial instruments subject to offsetting in accordance with IAS 32, *Financial Instruments: Presentation*. These disclosures are also required for financial instruments that are subject to master netting agreements or similar arrangements regardless of whether they are or are not offset in accordance with IAS 32. These amendments have had no impact on the Group's financial position or results.

*IAS19 (revised) – Employee Benefits.* IAS 19 (revised) contains substantial amendments to accounting for defined-benefit plans, including actuarial gains and losses, which are now obligatorily recognized under items of other comprehensive income and are permanently excluded from the income statement. The expected return on plan assets is no longer recognized in the income statement, while it is necessary to recognize interest on the net liabilities (assets) of the plan (interest that is to be calculated using the same rate of interest as that applied to discount the obligation) and past-service cost, which is now recognized in the income statement on the earlier of (i) the date on which the plan is subject to amendments or curtailments; or (ii) the date on which the related costs for the restructuring or termination of the employment relationship are recognized. Other amendments include new disclosures, such as those regarding sensitive qualitative information. The change to IAS 19 (revised) has had no impact on the net obligation of the defined-benefit plan arising from the difference in accounting for interest on the plan assets and past service cost inasmuch as, in the past, the MFM Group already chose the option of accounting for actuarial gains and losses under items of other comprehensive income.

*IFRS13 Fair Value Measurement.* IFRS 13 introduces unequivocal guidance for all fair value measurements under IFRS. IFRS 13 does not affect cases in which the utilisation of fair value is required, but provides guidance on how to measure fair value in the context of IFRS when the application of fair value is required or allowed by these international accounting standards. The

## CONDENSED EXPLANATORY NOTES

application of IFRS 13 has not had any material impact on the fair value measurements carried out by the Group. IFRS 13 also requires specific disclosures regarding fair value, some of which replace the information requirements at present envisaged by other standards, including IFRS 7, Financial Instruments: Disclosures.

*IFRIC20 Stripping Costs in the Production Phase of a Surface Mine.* This interpretation applies to stripping costs in the production phase of a surface mine. The interpretation regards accounting for the benefits arising from stripping activities. The new interpretation has not had any impact on the Group's condensed consolidated half-year financial statements.

In addition to the amendments and new accounting standards summarized above, IFRS 1, First-time Adoption of International Financial Reporting Standards, has also been amended. The amended version is effective for the financial years starting on 1 January 2013 or afterwards. This amendment is not relevant to the Group, which is not a first-time user of IFRS.

The Group did not provide for the early adoption of any standard, interpretation or improvement issued but still not obligatorily in force.

More specifically, the following accounting standards must be applied starting from 1 January 2014, but on a voluntary basis starting from 1 January 2013:

- *IFRS 10 – Consolidated Financial Statements.* The new accounting standard redefines the concept of control, expanding its scope and introducing new application rules for the identification of companies that must be consolidated. New accounting rules are also established for the drafting of the consolidated financial statements, replacing the so-called "proportional method".
- *IFRS 11 – Joint Arrangements.* The new standard requires an evaluation of the substance of entities that were "jointly-controlled entities" according to IAS 31 and provides operating guidelines for performing said valuation. The accounting method used for the consolidation of joint-ventures is the equity method.
- *IFRS 12 – Disclosure of Interests in Other Entities.* The new standard provides a general overview of the information relating to interests in other entities, such as joint arrangements, equity investments in subsidiaries, associates and other interests not falling within the consolidation area.

The Group is currently analyzing the standards indicated and assessing their impact on its Consolidated Financial Statements.

### 2.3 Discretionary assessments and significant accounting assumptions

The preparation of the condensed consolidated interim Financial Statements requires Management Boards to make discretionary assessments, estimates and assumptions that affect the amounts of revenues, costs, assets and liabilities, and the indication of contingent liabilities at the date of the financial statements. However, the uncertainty of these assumptions and estimates could lead to outcomes which may require a significant adjustment to the carrying amount of said assets and/or liabilities in the future.

#### Discretionary assessments

The main decisions taken by the Directors, on the basis of discretionary assessments (excluding those relating to accounting estimates), in the application of the accounting standards of the Group, with a significant effect on the values recognized in the accounts are the following:

- the adoption, starting from 2007, of the *continuity of values* principle for the recognition of business combinations under common control.

Application of this principle gives rise to the recognition in the statement of financial position of values equal to those that would be recorded if the companies involved in the business combination had always been combined. The net assets of the acquired entity are therefore

## CONDENSED EXPLANATORY NOTES

recorded on the basis of the carrying amounts included in their respective accounts before the transaction.

- The application, starting from 2005 which is the first year in which the Group drafted the Consolidated Financial Statements in compliance with IAS/IFRS, of the full proportional consolidation method to companies held under a joint ventures with other shareholders, in accordance with IAS 31.

### Uncertainty of estimates

The key assumptions regarding the future and other significant sources of uncertainty relating to estimates as at the period ending date of the condensed consolidated half-year financial statements are detailed below.

#### *Impairment test*

Goodwill is subject to impairment test at least annually, or more frequently if there is an indication of potential impairment in the carrying amounts; this requires an estimate of the value in use of the CGU (cash-generating unit) to which the goodwill is allocated, in turn based on an estimate of expected cash flows from the CGU and their discounting on the basis of a suitable discount rate.

At 30 June 2013, the carrying amount of the goodwill stood at € 418,234 thousand (31 December 2012: € 418,724 thousand). More details are given in note 6.

#### *Recognition of the present value of liabilities for Put Options on minority shares of subsidiaries and of the present value of liabilities for Earn-outs on acquisitions made*

The Group holds majority interests in two subsidiaries in relation to which the minority shareholders hold PUT options, which can be exercised in the future at prices determined on the basis of certain parameters that require estimates from management for the purposes of reliable valuation.

Similarly, the contract for the purchase of certain majority interests in subsidiaries provided for the transferors, i.e. the currently minority shareholders, to be granted an earn-out upon the fulfilment of given conditions on a certain future date. In this case, the correct recognition in the financial statements of the related liability requires management to make some estimates to determine the expected relevant parameters.

#### *Income taxes for the period*

The income taxes for the half-year have been recognized by applying the best estimate of the expected weighted-average tax rate for the entire current financial year to the results for the period. A separate estimate is determined for IRES and IRAP, as provided by IAS 34 B.14.

The amounts allocated for taxes in the interim period are adjusted in subsequent interim periods of the same year pursuant to any changes in the estimated annual tax rate.

#### *Other financial position items*

Management also needed to use estimates in determining:

- accruals to bad debt provision and provisions for future risks and charges;
- main assumptions applied to the actuarial valuation of the TFR (employee benefits), such as the future turnover rate and discount financial rates;
- inventories of contract work in progress, particularly in relation to the total amount of estimated costs to complete used to determine the percentage of completion.

### Consolidation principles

The condensed consolidated half-year Financial Statements include the financial statements of Manutencoop Facility Management S.p.A. (the "Parent Company, "MFM S.p.A." or simply "MFM") and its subsidiaries, prepared as at 30 June 2013. The financial statements of the subsidiaries have been

## CONDENSED EXPLANATORY NOTES

prepared by adopting for each closing date the same accounting standards as those applied for the parent company.

All Intra-Group balances and intercompany transactions, including unrealized profits and losses arising from intra-Group transactions, which are recognized under assets, are eliminated in full.

Subsidiaries are fully consolidated starting from the acquisition date, i.e. the date on which the Group acquires control, and are deconsolidated on the date in which control is transferred out of the Group.

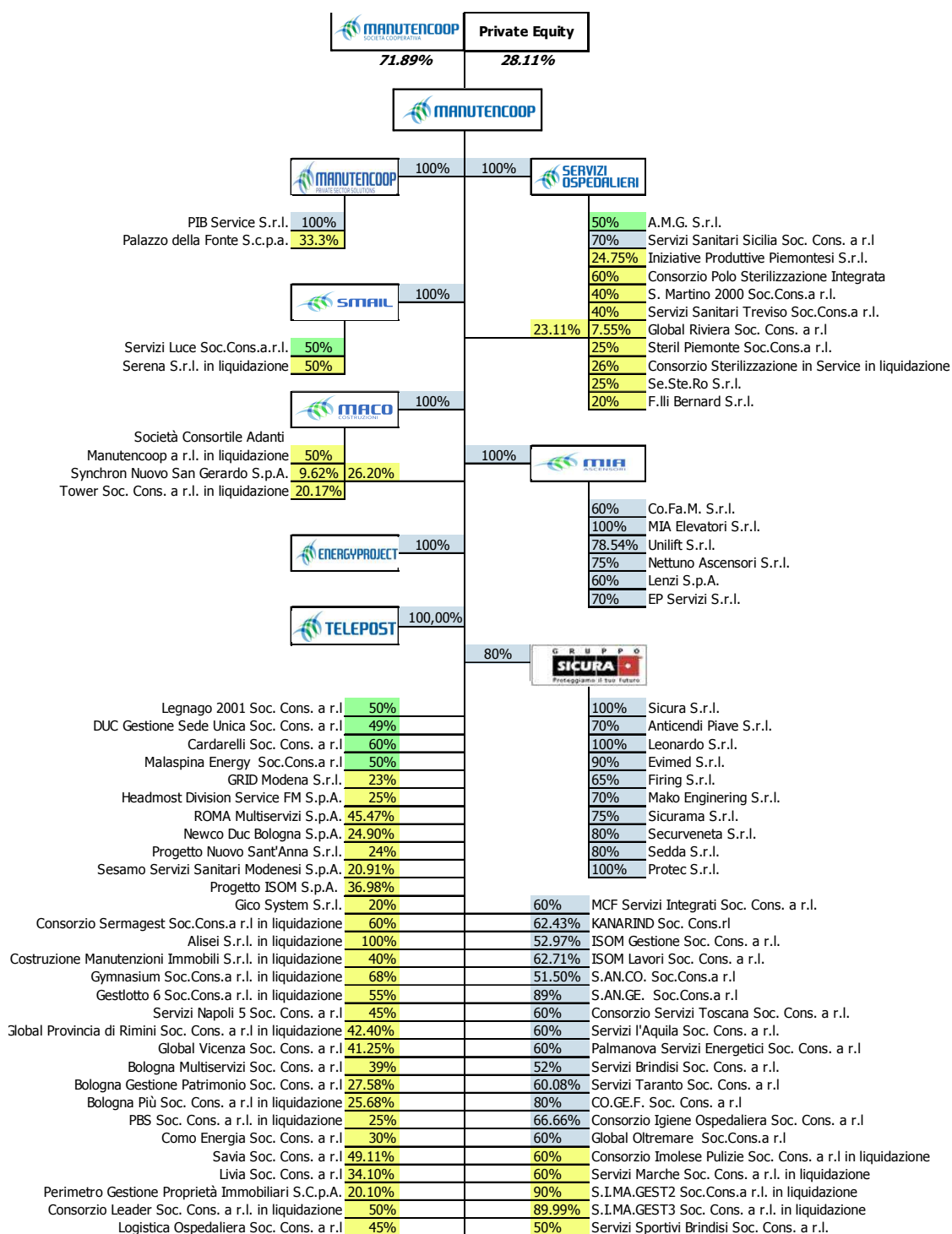
Acquisitions of subsidiaries, with the exception of those deriving from combinations of entities subject to common control, are accounted for using the purchase method. This involves the allocation of the cost of the business combination to the fair values of assets, liabilities and contingent liabilities acquired at the acquisition date and the inclusion of the result of the company acquired starting from the date of acquisition until the end of the fiscal year. Joint-venture with other shareholders are consolidated proportionally, whereas associates are accounted for under equity method.

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

Minority interests represent the portion of profits or losses and net assets not held by the Group and are disclosed under a separate item in the consolidated statement of income and in the consolidated statement of financial position under equity items, separately from the Group's equity.

The consolidation area as at 30 June 2013 is shown below.

## CONDENSED EXPLANATORY NOTES



Legend:

	Subsidiaries consolidated by full consolidation method
	Subsidiaries consolidated by full proportional method
	Subsidiaries consolidated by equity method

## CONDENSED EXPLANATORY NOTES

In the first half of 2013 no significant changes were recorded in the scope of consolidation of the Group.

It should be noted that, on 6 April 2013, the shareholders' meeting of MIA Servizi Torino S.r.l. (a single shareholder company) resolved to change its company name to MIA Elevatori S.r.l. and moved its registered office from Turin (TO) to Modena (MO). Furthermore, on 12 April 2013, the shareholders' meeting of Energyproject S.p.A. (a sole-shareholder company) resolved to transform the company into a Limited Liability Company ("*Società a responsabilità limitata*"). The resolution became effective on 26 April 2013.

### 3. Business combinations

#### Acquisition of the "Auchan" business unit

On 30 May 2013 Auchan S.p.A. sold to Manutencoop Private Sector Solutions S.p.A. (a wholly-owned subsidiary of MFM S.p.A.) a business unit providing maintenance services for Auchan retail network. This business unit was transferred with effect from 1 June 2013 and consists of materials used for the business activities, the employees' employment contracts and valid contracts related to its business.

This transaction was carried out against a consideration of € 70 thousand.

#### *Accounting effects of the acquisition*

The acquisition had the nature of a business combination and the Group therefore applied IFRS 3 in accounting for it.

The transaction was carried out against an overall consideration of € 70 thousand, fully paid up after completion. There was also provision for future adjustments related to the half-year period of management of the business unit.

The value of the assets and liabilities acquired on the acquisition date, the difference between purchase value and carrying amount and the net cash flow for the acquisition are presented in the table below:

	Recognized value	Book value
<b>Assets</b>		
Current financial assets	422	422
<b>Total assets</b>	<b>422</b>	<b>422</b>
<b>Liabilities</b>		
Employee termination indemnity	146	146
Payables to employees	206	206
<b>Total liabilities</b>	<b>352</b>	<b>352</b>
<b>Fair value of net assets</b>	<b>70</b>	<b>70</b>
<b>Goodwill</b>	0	
<b>Consideration paid</b>	<b>70</b>	
Consideration paid	70	
<b>Total value of business combination</b>	<b>70</b>	
<b>Cash flow of the transaction</b>		
Consideration paid	(70)	
<b>Net cash flow used in the transaction</b>	<b>(70)</b>	

## CONDENSED EXPLANATORY NOTES

The fair value of the assets and liabilities acquired through the business combination was determined as € 70 thousand and the total consideration for the combination is € 70 thousand.

The net liquidity used in the combination is € 70 thousand.

### 4. Property, plant and equipment

The table below shows the movements in property, plant and equipment (owned and under a financial lease) in the half-year ended 30 June 2013:

	Properties	Plant and equipment	Properties under lease	Plant and equipment under lease	Total
<b>At 1 January 2013, net of accumulated depreciation and impairment</b>	5,249	75,027	243	5,753	<b>86,272</b>
Additions due to business combination	0	0	0	0	<b>0</b>
Additions from acquisition	1,343	11,158	0	759	<b>13,260</b>
Impairment losses	0	(2)	0	0	<b>(2)</b>
Disposal	0	(321)	0	0	<b>(321)</b>
Depreciation for the period	(134)	(12,081)	(9)	(451)	<b>(12,675)</b>
Other	0	17	0	(1)	<b>16</b>
<b>At 30 June 2013</b>	<b>6,458</b>	<b>73,798</b>	<b>234</b>	<b>6,060</b>	<b>86,550</b>
<b>At 1 January 2013</b>					
Cost	7,409	277,833	375	9,969	<b>295,586</b>
Accumulated depreciation and impairment losses	(2,160)	(202,806)	(132)	(4,216)	<b>(209,314)</b>
<b>Net Book Value</b>	<b>5,249</b>	<b>75,027</b>	<b>243</b>	<b>5,753</b>	<b>86,272</b>
<b>At 30 June 2013</b>					
Cost	8,775	287,373	375	10,562	<b>307,085</b>
Accumulated depreciation and impairment losses	(2,317)	(213,575)	(141)	(4,502)	<b>(220,535)</b>
<b>Net Book Value</b>	<b>6,458</b>	<b>73,798</b>	<b>234</b>	<b>6,060</b>	<b>86,550</b>

The additions from acquisition in the half-year refer for € 12,022 thousand to investments made by Servizi Ospedalieri and its subsidiaries, mainly due to the purchase of linen to be used in laundering activities (€6,950 thousand) and to the purchases of plant, machinery and specific equipment relating to same activities (€1,024 thousand). Furthermore, during the period the construction and restructuring activities continued, for a total amount of € 1,343 thousand, at the laundering and sterilization site in Lucca, connected to the linen rental and industrial laundering services provided in the territory and acquired in the previous financial year. Finally, € 1,589 thousand was specifically invested in surgical instrumentation sterilization activities.

The residual amount mainly refers to the purchase of machinery and equipment used in the facility management services.



## CONDENSED EXPLANATORY NOTES

Other minor variation are made of reclassifications from one class of assets to another, above all after the purchase of leased goods and equipment. There were also other movements arising from the deconsolidation of controlled consortia starting from 2013.

### 5. Intangible assets

The table below shows the movements in intangible assets in the half-year ended 30 June 2013:

	Other intangible assets	Goodwill	Total
<b>At 1 January 2013, net of accumulated amortization and impairment</b>	<b>26,919</b>	<b>418,724</b>	<b>445,643</b>
Additions due to business combination	0	0	0
Additions from acquisition	4,513	0	4,513
Disposal	(65)	(490)	(555)
Amortization of the period	(3,938)	0	(3,938)
Impairment losses	(1)	0	(1)
Other	(53)	0	(53)
<b>At 30 June 2013</b>	<b>27,375</b>	<b>418,234</b>	<b>445,609</b>
<b>At 1 January 2013</b>			
Cost	73,069	421,117	494,186
Accumulated amortization and impairment losses	(46,150)	(2,393)	(48,543)
<b>Net Book Value</b>	<b>26,919</b>	<b>418,724</b>	<b>445,643</b>
<b>At 30 June 2013</b>			
Cost	77,213	420,627	497,840
Accumulated amortization and impairment losses	(49,838)	(2,393)	(52,231)
<b>Net Book Value</b>	<b>27,375</b>	<b>418,234</b>	<b>445,609</b>

Goodwill is annually tested for impairment, for more details please refer to note 6.

No additions were reported in the half-year as a result of business combinations, while the disposal in the related item relates to the sale of a business unit, previously managed by MIA Servizi Torino S.r.l. to Kone S.p.A..

*Other intangible assets*, amounting to € 27,375 thousand at 30 June 2013, mainly consist of investments in software carried out as part of the projects aimed at upgrading and enhancing the corporate information systems. The additions from acquisitions made in the half-year (€ 4,513 thousand) were attributable almost entirely to the investments in software used in the corporate IT systems within the Facility Management SBU.

### 6. Impairment testing of goodwill

The Group SBUs identified and their composition, in corporate terms, are defined as follows.

## CONDENSED EXPLANATORY NOTES

### ***SBU – Facility Management***

The SBU is identified with:

- Manutencoop Facility Management S.p.A.
- Manutencoop Private Sector Solutions S.p.A.
- SMAIL S.p.A. and the groups controlled by Gruppo Sicura S.r.l. and by MIA S.p.A., operating in the facility management segment as suppliers of more specialist services.
- Telepost S.p.A. which provides internal mailing services for the Telecom Italia Group.
- other minor investee companies operating in the same segment.

### ***SBU – Laundering & Sterilization***

The SBU is identified with:

- Servizi Ospedalieri S.p.A., operating in the linen rental and industrial laundering segment for hospitals and the sterilization of linen and surgical instruments
- A.M.G. S.r.l., held under a joint venture (50%) with Servizi Ospedalieri S.p.A..
- other minor investee companies operating in the same segment.

### ***SBU – Other***

The SBU is identified with:

- Energyproject S.p.A., which manufactures and sells photovoltaic plants; this business has been progressively wound down starting from 2011.
- MACO S.p.A., to which the business unit relating to Group “building” activities was conferred in 2009; this company has also been progressively wound down since Group Management does not consider it to be strategic any longer.
- Other minor investee companies operating in the same segment.

The MFM Group’s management believes the above-mentioned SBU structure is consistent with the provisions of the accounting standards, with regard to the identification of the CGUs used for impairment testing.

This breakdown into CGUs is, in fact, fully consistent with the requirements set forth in IAS 36 itself, which requires the impairment test calculations used to be consistent with the reports used by the key decision makers monitoring the company performances and determining future development strategies.

The table below sets forth the carrying amounts of the goodwill recognized in the consolidated Financial Statements, and the relative attributions of the CGUs:

<b>Book value of consolidated goodwill</b>	<b>At 30 June 2013</b>	<b>At 31 December 2012</b>
Goodwill allocated to Facility Management CGU	405,424	405,914
Goodwill allocated to Laundering/Sterilization CGU	12,810	12,810
<b>Total goodwill</b>	<b>418,234</b>	<b>418,724</b>

## CONDENSED EXPLANATORY NOTES

Goodwill is subject to impairment testing on an annual basis or more frequently if there are indications that the asset may have suffered an impairment loss.

At 30 June 2013, the Management did not identify any elements for impairment on the cash generating units and, therefore, it did not proceed to update the impairment test performed under the preparation of the consolidated financial statements as at 31 December 2012.

### 7. Investments accounted for under the equity method

The Group holds some investments in associates, which for the purpose of consolidation are accounted under the equity method. A complete list of these investments and the related identification data are provided in Annex II attached to this consolidated half-year Financial Report.

At 30 June 2013 the balance of the balance sheet item relating to investments valued at Equity amounted to € 28,090 thousand.

The breakdown and changes occurred during the first half of 2013 are shown in Annex II attached to this Consolidated half-year Financial Report.

In the course of the half-year investments accounted for under the equity method overall recorded a positive result equal to € 1,456 thousand, for the share attributable to the Group, as the algebraic sum of revaluations of € 1,490 thousand and write-downs of € 33 thousand. Furthermore, positive effects have been recognized directly in the shareholders' equity to an overall amount of € 443 thousand.

### 8. Other elements of non-current assets

The table below sets forth is reported the breakdown of other non-current assets at 30 June 2013 and at 31 December 2012:

	At 30 June 2013	At 31 December 2012
Other investments	3,039	3,041
Non-current financial assets	16,677	11,455
Other non-current assets	1,819	1,746
	<b>21,535</b>	<b>16,242</b>

The financial assets accounted for as "Other investments" refer to investment in companies in which are not subsidiaries nor associates of the Group and that have been acquired for strategic/production purposes. There are also investments in National Cooperative Consortia as well as investments in production sites, or in other minor activities such as industrial laundry services, performed by minor companies that may also act as sub-contractors. The other investments are measured at purchase or establishment cost, since there is no active market in the securities concerned, which for the most part cannot be freely transferred to third parties due to limitations and restrictions preventing their free circulation.

*Non-current financial assets*, amounting to € 16,677 thousand at 30 June 2013 (€ 11,455 thousand at 31 December 2012), are composed of:

- € 9,655 thousand of non-current financial receivables due from associates or affiliates (€ 9,402 thousand at 31 December 2012). Some of these are non-interest bearing since they were drawn down from each consortium partner and are thus discounted on the basis of their expected residual maturity, applying Eurirs as the reference interest rate, plus a spread. The face value of these receivables is € 10,146 thousand, while the discounting fund amounts to € 481 thousand.

## CONDENSED EXPLANATORY NOTES

- € 6,849 thousand of non-current financial receivables from third parties (€ 1,890 thousand at 31 December 2012). During the half-year, € 4,814 thousand was reported as blocked amounts as security provided in the framework of contracts for the assignment of trade receivables without recourse with Crédit Agricole Corporate and Investment Bank.
- € 163 thousand of securities held to maturity (unvaried from 31 December 2012).

*Other non-current assets*, amounting to € 1,819 thousand (€ 1,746 thousand at 31 December 2012), mainly consist of security deposits related to long-term income-generating manufacturing contracts (€ 1,034 thousand) and long-term prepaid expenses (€ 493 thousand).

### 9. Trade receivables and other current receivables

The following table includes the detail of the breakdown of *Trade receivables, advances to suppliers* and *Other current operating receivables* at 30 June 2013 and 31 December 2012:

	At 30 June 2013	of which from related parties	At 31 December 2012	of which from related parties
Work in progress on order	28,038	0	27,421	6
Trade receivables, gross	685,561	19,930	643,599	14,127
Allowance for doubtful accounts	(33,625)	0	(33,083)	0
Provision for discounting of trade receivables	(304)	0	(220)	0
<b>Trade receivables due from third parties</b>	<b>679,670</b>	<b>19,390</b>	<b>637,717</b>	<b>14,133</b>
Work in progress on order from associate	232	232	20	20
Trade receivable from parent companies	48	48	80	80
Trade receivable from associates	11,400	11,400	15,033	15,033
Trade receivable from affiliates	605	605	380	380
<b>Trade receivables due from Related parties</b>	<b>12,285</b>	<b>12,285</b>	<b>15,513</b>	<b>15,513</b>
Advances to suppliers	1,876	0	2,267	0
<b>Trade receivables and advances to suppliers</b>	<b>693,831</b>	<b>31,675</b>	<b>655,497</b>	<b>29,646</b>
Current tax assets within 12 months	7,479	0	10,286	0
Other current assets due from third parties	17,603	0	8,256	0
Due from social security institutions	3,662	0	2,856	0
Due from employees	524	0	535	0
<b>Other current assets from third parties</b>	<b>29,268</b>	<b>0</b>	<b>21,933</b>	<b>0</b>
Current assets from Manutencoop Società Cooperativa	165	165	16	16
Current assets from associates	83	83	78	78
<b>Other current assets from related parties</b>	<b>248</b>	<b>248</b>	<b>94</b>	<b>94</b>
Accrued income	118	0	2	0
Prepaid expenses	4,678	0	1,661	0
<b>Accrued income and prepaid expenses</b>	<b>4,796</b>	<b>0</b>	<b>1,663</b>	<b>0</b>

**CONDENSED EXPLANATORY NOTES**

<b>Other current assets</b>	<b>34,312</b>	<b>248</b>	<b>23,690</b>	<b>94</b>
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The balance of trade receivables and advances to suppliers, which also includes inventories of contract work in progress, amounted to € 693,831 thousand as at 30 June 2013, showing an increase of € 38,334 thousand compared to the amount of € 655,497 thousand recorded as at 31 December 2012.

The variation is mainly due to the increase in gross trade receivables, which amounted to € 685,561 thousand at 30 June 2013 (31 December 2012: € 643,599 thousand), against the related adjustment provisions that showed a balance of € 33,625 thousand at 30 June 2013 (31 December 2012: € 33,083 thousand).

During the half-year non-recourse factoring on a revolving basis continued with Crédit Agricole Corporate & Investment Bank and Intesa San Paolo, for a total nominal value of € 175.7 million. Furthermore, a non-recurring assignment was carried out in relation to the receivables due from a public entity with Credemfactor S.p.A –Credito Emiliano Banking Group, for € 1.1 million.

Given the characteristic of the transactions, the receivables were derecognized and costs for credit discount for an overall amount of € 602 thousand and for interest discount for € 2,306 thousand were accounted.

At 30 June 2013, the total receivables transferred through factoring by the Group to factoring agencies and still not collected amounted to € 113.0 million (€146.3 million at 31 December 2012, including € 52,7 million related to non-recurring assignments of receivables due from the client Telecom).

A specific allowance for doubtful accounts was recorded in connection with difficulties to fully recover, which amounted at 30 June 2013 to € 33,625 thousand (at 31 December 2012: € 33,083 thousand). Changes in the provision during the half-year are detailed as follows:

	<b>At 31 December 2012</b>	<b>Increases</b>	<b>Utilizations</b>	<b>Releases</b>	<b>Business combinations</b>	<b>Other</b>	<b>At 30 June 2013</b>
Allowance for doubtful accounts	33,083	2,093	(1,174)	(464)	0	87	33,625

The other movements relate to amounts previously classified as provisions for future charges that for the purpose of clarification have been reclassified and directly deducted from the items to which they referred.

Due to the fact that some payments are constantly delayed by certain Group customers (in particular the Public Administrations), trade receivables due from third parties are discounted.

At 30 June 2013, the provision for discounting of trade receivables amounted to € 304 thousand (31 December 2012: € 220 thousand).

Changes in the provision during the period are detailed as follows:

	<b>At 31 December 2012</b>	<b>Increases</b>	<b>Utilizations</b>	<b>Releases</b>	<b>Business combinations</b>	<b>Other</b>	<b>At 30 June 2013</b>
Provision for discounting of trade receivables	220	168	0	(84)	0	0	304

*Other current assets*, equal to € 34,312 thousand (€ 23,690 thousand at 31 December 2012), increased by an overall amount of € 10,622 thousand in the half-year.

## CONDENSED EXPLANATORY NOTES

This item includes the receivables arising from the periodic VAT settlements of some Group companies (€ 7,188 thousand compared to € 7,423 thousand at 31 December 2012). As of 30 June 2013, prepaid expenses for € 4,796 thousand (€ 1,663 thousand at 31 December 2012) were also reported, € 2,127 thousand of which represent costs already incurred in connection with the bond issue transaction that has already been mentioned, not yet completed at the reporting date.

*Other current assets due from third parties* also includes the portion of tax (€ 4,019 thousand), requested by the tax authorities after the tax audit that has already been referred to, which MFM S.p.A. will request to the customer.

### 10. Share capital and reserves

	At 30 June 2013	At 31 December 2012
Share Capital - Ordinary shares	109,150	109,150

Ordinary shares have a nominal value of Euro 1 each.

Ordinary shares issued and fully paid up at 30 June 2013 amounted to 109,149,600. The Parent Company does not hold own shares.

#### Reserves and Retained Earnings

The table below shows movements in shareholders' equity reserves:

	Share premium reserve	Legal reserve	SE reserves companies valued at SE	Cash flow hedge reserve	SORIE reserve	Other reserves	Total reserves
<b>1 January 2012</b>	<b>145,018</b>	<b>15,811</b>	<b>(995)</b>	<b>(1,035)</b>	<b>(2,977)</b>	<b>(16,769)</b>	<b>139,053</b>
Allocation of profits of previous years		346	1,326			6,555	<b>8,227</b>
Change in the consolidation area						0	<b>0</b>
Economic effects on shareholders' equity			(821)	150	(2,388)		<b>(3,059)</b>
<b>31 December 2012</b>	<b>145,018</b>	<b>16,157</b>	<b>(490)</b>	<b>(885)</b>	<b>(5,365)</b>	<b>(10,214)</b>	<b>144,221</b>
Allocation of profits of previous years		1,312				19,729	<b>21,041</b>
Change in the consolidation area							<b>0</b>
Economic effects on shareholders' equity			443	375	0		<b>818</b>
<b>30 June 2013</b>	<b>145,018</b>	<b>17,469</b>	<b>(47)</b>	<b>(510)</b>	<b>(5,365)</b>	<b>9,515</b>	<b>166,080</b>

The item *Other reserves* includes the following items, among the others:

- The *reserve originating from the recognition of transactions under common control*, which includes the differences between the purchase cost and the net carrying amount of the assets acquired under business combinations between entities under common control, for a negative amount of € 45,400 thousand as at 30 June 2013.
- The Parent Company's *extraordinary reserve* (€55,861 thousand).

The table below shows movements in Retained earnings:

**CONDENSED EXPLANATORY NOTES**

	Accumulated profits (losses) of the Parent Company	Consolidation reserve	<b>Total retained earnings</b>
<b>1 January 2012</b>	<b>3,809</b>	<b>16,376</b>	<b>20,185</b>
Allocation of profits of previous years		2,897	<b>2,897</b>
Change in the consolidation area		458	<b>458</b>
<b>31 December 2012</b>	<b>3,809</b>	<b>19,731</b>	<b>23,540</b>
Allocation of profits of previous years		11,533	<b>11,533</b>
Change in the consolidation area			<b>0</b>
<b>30 June 2013</b>	<b>3,809</b>	<b>31,264</b>	<b>35,073</b>

**11. Net financial indebtedness**

Net financial indebtedness as of 30 June 2013 amounted to € 326,474 thousand, compared to € 325,580 thousand as of 31 December 2012.

Below is the related breakdown by balance sheet lines:

	<b>At 30 June 2013</b>	<b>At 31 December 2012</b>	<b>change</b>
Long-term financial debt	(95,107)	(119,213)	24,106
Bank borrowings, including current portion of long-term debt, and other financial liabilities	(300,800)	(268,334)	(32,466)
<b><i>Financial liabilities</i></b>	<b>(395,907)</b>	<b>(387,547)</b>	<b>(8,360)</b>
Derivatives	(706)	(1,222)	516
<b><i>Gross financial indebtedness</i></b>	<b>(396,613)</b>	<b>(388,769)</b>	<b>(7,844)</b>
Cash and cash equivalents	48,764	51,987	(3,223)
Current financial assets	21,375	11,202	10,173
<b>Net financial indebtedness</b>	<b>(326,474)</b>	<b>(325,580)</b>	<b>(894)</b>

It should be noted that, in August 2013, while the Parent Company MFM S.p.A. was issuing the already mentioned bonds (Senior Secured Notes) listed on the Euro MTF Market of the Luxembourg Stock Exchange and on the Extra MOT ProSegment of the Italian Stock Exchange, some medium/long-term bank loans were prepaid and some existing short-term credit lines were closed.

***Bank borrowings, including current portion of long-term debt and other financial liabilities***

The items *Long-term financial debt* and *Bank borrowings, including current portion of long-term debt, and other financial liabilities* includes both the non-current and current portion of loans from credit institutions and consortium members, respectively.

Certain loans obtained by the Group companies from credit institutions are subject to compliance with covenants to be calculated on the basis of the consolidated Financial Statements as at and for the year ending 31 December and the half-year ending 30 June. All the aforementioned covenants had been complied with at the date of the consolidated Financial Statements as at 31 December 2012 and as at 30 June 2013.

Furthermore, in application with the financial method of recognizing leases, debts to other lenders are included as well as other current outstanding balances of a financial nature such as, for example, the debt for the acquisition of investments or business units and the liability for dividends to be paid.

**CONDENSED EXPLANATORY NOTES**

The tables below set forth the qualitative breakdown by current and non-current financial liabilities at 30 June 2013 and at 31 December 2012:

	Total	At 30 June 2013		
		within 1 year	from 1 to 5 years	after 5 years
BNL/BNP loan	31,500	21,000	10,500	
C.C.F.S. loan	17,990		17,990	
Unicredit (formerly Teckal) loan	2,823	2,823		
BPCI- UBI Group loan	7,480	2,988	4,492	
BPV loan	37,917	18,707	19,210	
MPS loan	24,975	7,493	17,482	
BPER loan	10,900	3,628	7,272	
Other bank loans	259	28	231	
S.Paolo IMI loan	354	72	282	
Banca Bologna – fotovoltaic	438	18	85	335
<b>Long term bank borrowings and current portion of long term bank borrowings</b>	<b>134,636</b>	<b>56,757</b>	<b>77,544</b>	<b>335</b>
Current bank overdrafts	189,565	189,565		
Financial leasing obligations	2,741	928	1,670	143
Loans from syndicated shareholders	2,304	690	1,530	84
Loan from the parent company (Manutencoop Cooperativa)	107	107		
Other current financial liabilities	215	215		
Due to factoring agencies	26,971	26,971		
Obligations to factoring agencies	260	260		
Debt for the acquisition of investments	2,233	751	1,482	
Potential debt for the acquisition of non controlling interests	33,482	21,163	12,319	
Capital contribution to be paid	2,197	2,197		
Financial liabilities measured at fair value through profit and loss	114	114		
Prepaid expenses on financial interest within 12 months	(7)	(7)		
Accrued interest expense within 12 months	661	661		
Dividends to be paid	428	428		
<b>Total financial liabilities</b>	<b>395,907</b>	<b>300,800</b>	<b>94,545</b>	<b>562</b>



**CONDENSED EXPLANATORY NOTES**

	<b>Total</b>	<b>At 31 December 2012</b>		
		<b>within 1 year</b>	<b>from 1 to 5 years</b>	<b>after 5 years</b>
BNL/BNP loan	42,000	21,000	21,000	
C.C.F.S. loan	29,993	29,993		
Unicredit (formerly Teckal) loan	5,568	5,568		
BPCI- UBI Group loan	8,972	2,986	5,986	
BPV loan	37,888	12,394	25,494	
MPS loan	23,949	4,788	19,161	
BPER loan	12,713	3,626	9,087	
Banco San Geminiano and San Prospero loan	3,852	3,852		
Other bank loans	391	158	233	
S.Paolo IMI loan	353	72	281	
Banca Bologna - fotovoltaic	447	18	82	347
<b>Long term bank borrowings and current portion of long term bank borrowings</b>	<b>166,126</b>	<b>84,455</b>	<b>81,324</b>	<b>347</b>
Current bank overdrafts	147,100	147,100		
Financial leasing obligations	2,387	800	1,560	27
Loans from syndicated shareholders	2,316	703	1,530	83
Loan from the parent company (Manutencoop Cooperativa)	66	66		
Other current financial liabilities	384	384		
Due to factoring agencies	31,371	31,371		
Debt for the acquisition of investments	2,442	500	1,942	
Potential debt for the acquisition of non controlling interests	32,728	328	32,400	
Capital contribution to be paid	2,197	2,197		
Financial liabilities measured at fair value through profit and loss	237	237		
Prepaid expenses on financial interest within 12 months	(104)	(104)		
Accrued interest expense within 12 months	103	103		
Dividends to be paid	194	194		
<b>Total financial liabilities</b>	<b>387,547</b>	<b>268,334</b>	<b>118,756</b>	<b>457</b>

Following are some details on significant items comprising on the above financial liabilities.

*CCFS loan (MFM S.p.A.)*

During the half-year, the Parent Company MFM entered into a loan agreement of € 18,000 thousand with Consorzio Cooperativo Finanziario per lo Sviluppo (CCFS) for a debt on account of capital of € 18,000 thousand, falling due in January 2016. The loan has a variable interest rate plus a spread and replaced the credit facility granted to the Company by the same bank, and that had a residual debt of € 30,000 thousand as at 31 December 2012, falling due in July 2013.

*Banco San Geminiano and San Prospero loan (Servizi Ospedalieri S.p.A.)*

The unsecured loan from Banco San Geminiano e San Prospero was disbursed to Servizi Ospedalieri S.p.A. on 13 March 2008, and was repayable in 8 six-monthly instalments in arrears. This loan was paid off on the 30 June 2013 maturity date (the balance at 31 December 2012 was € 3,852 thousand).

*BNL/BNP loan (MFM S.p.A.)*

## CONDENSED EXPLANATORY NOTES

To meet the financial requirements arising from the acquisition of Pirelli IFM S.p.A (afterwards Altair IFM S.p.A. and now merged into MFM S.p.A.), in December 2008 MFM S.p.A. executed a pool loan agreement with Banca Nazionale del Lavoro as Agent, repayable in six-monthly instalments up to 23 December 2014. The residual exposure as of 30 June 2013 was € 31,500 thousand (€ 42,000 thousand at 31 December 2012).

As at 31 December 2012 and as at 30 June 2013 the financial covenants governing the loan had been complied with.

After the issue of the Senior Secured Notes on 2 August 2013, this loan was prepaid .

### *Unicredit (MFM S.p.A., formerly Teckal) loan*

At the time of the acquisition of the merged company Teckal S.p.A. in 2007, the Group paid off a preceding loan of € 18,437 thousand from Unicredit to the acquired company and the previously existing vendor loan of € 11,438 thousand, taking out a nominal loan of € 25,000 thousand from Unicredit.

The residual debt from this loan as of 30 June 2013 was € 2,823 thousand. After the issue of the Senior Secured Notes on 2 August 2013, this loan was extinguished.

### *BPCI -UBI Group (MFM S.p.A.) loan*

On 30 November 2010 the Group executed a loan agreement of € 15 million with Banca Popolare del Commercio e Industria of the UBI Banca Group. This loan carried variable interest at 1-month Euribor plus a spread, expiring on 30 November 2015 and was to be repaid at six-monthly intervals. The loan agreement also envisaged the annual examination of the consolidated accounts to verify compliance with financial covenants. At 31 December 2012 these had been complied with.

The residual debt from this loan as of 30 June 2013 was € 7,480 thousand. After the issue of the Senior Secured Notes on 2 August 2013, this loan was prepaid.

### *Banca Popolare Emilia Romagna loan (MFM S.p.A.)*

The loan of € 12,750 thousand taken out from Banco Popolare Emilia Romagna, expiring on 23 June 2016, envisaged a six-monthly repayment plan on variable rates of interest. The loan agreement also envisages the annual examination of the consolidated accounts to verify compliance with financial covenants. At 31 December 2012 these had been complied with.

The residual debt from this loan as of 30 June 2013 was € 10,900 thousand. After the issue of the Senior Secured Notes on 2 August 2013 this loan was prepaid.

### *Current bank overdrafts*

Current bank overdrafts are not backed by any guarantee. On 2 August a part of the proceeds from the issue of the Senior Secured Notes was used to close existing short-term credit lines for Parent Company MFM and its subsidiaries.

### *Loan from the Parent Company (Manutencoop Cooperativa)*

The Parent Company MFM holds a financial account on which transactions with its controlling company Manutencoop Società Cooperativa are settled. The account accrues interest at the 3-month Euribor rate plus a spread and is repayable on demand. The agreement related to this financial account is renewable by tacit agreement.

### *Capital contribution to be paid*

The Group recognized obligations for capital contribution to be paid to unconsolidated companies for € 2,197 thousand, € 2,192 thousand of which relates to the incorporation of Synchron Nuovo San Gerardo S.p.A..

### *Debt for the acquisition of investments*

This line, amounting to € 2,233 thousand at 30 June 2013 (€ 2,442 thousand at 31 December 2012) relates to the amounts still not paid to the transferor within business combinations.

## CONDENSED EXPLANATORY NOTES

In particular, MIA S.p.A. holds commitments to deposit amounts in escrow for a total of € 2,173 thousand, against the already deposited € 691 thousand with the contractually identified parties, recognized under *Other current financial assets*. Lastly, commitments by Manutencoop Private Sector Solutions S.p.A. were recorded for € 60 thousand.

### *Potential debt for the acquisition of non-controlling interests*

Any potential debt for the acquisition of investments, recognized to an amount of € 33,482 thousand, related to:

- the current value of the earn-out to be paid to the minorities of Gruppo Sicura S.r.l., that has been estimated at € 12,239 thousand. The liability is expected to be paid in the course of the 2014 financial year: therefore, it was reclassified as a short-term liability. Furthermore, a present value of € 7,719 thousand was also recognized for the Put option held by the minorities of the same company in relation to 20% of the share capital that is still owned by them.
- the current value of the Put option granted to the minorities of Cofam S.r.l. (acquired by MIA S.p.A. at the beginning of 2009), relating to the 40% stake in share capital that they still own, estimated at € 3,459 thousand;
- the current value of the earn-out to be paid in relation to the acquisition of ABM S.r.l. by MIA S.p.A. (merged by incorporation into Unilift S.r.l. during 2012) estimated at € 217 thousand;
- the current value of the Put option granted to the minorities of Unilift S.r.l. (merged by incorporation into ABM S.r.l. in 2012) estimated at € 924 thousand.
- the value of € 8,596 of the option granted to the minorities Lenzi S.p.A., concerning the acquisition of its residual shares on the part of the direct parent company, MIA S.p.A.. In 2012, in fact, a liability was recognized for the put option granted to minorities on the residual 40% held by third parties, in accordance with the 2010 investment agreement underlying the business combination transaction. This investment agreement was supplemented on 24 July 2013: the time of the sale of the shares was brought forward and the sale price and method of payment (to be carried out within January 2014) were established. The value of the liability has therefore already been adjusted in the consolidated half-year financial statements and it has been reclassified as a short-term liability.
- the current value of the earn-out to be paid to the previous quotaholders of SIE S.r.l., acquired in 2012 by MIA S.p.A. and subsequently merged by incorporation into it, estimated at € 37 thousand.
- the current value of the earn-out to be paid to the previous owners of MIND S.r.l., acquired in 2012 by MIA S.p.A. and subsequently merged by incorporation into it, estimated at € 291 thousand.

In connection with the fair value measurement of the items described above, the Group recognized net financial charges against their fair value for € 952 thousand.

### **Derivatives**

The BNL/BNP pool loan agreement provides for the subscription of one or more hedging derivatives on variable interest rate of the initial loan for a nominal amount of € 165,000 thousand.

The Group entered into 3 different interest rate swaps for an overall notional amount of € 31,500 thousand at 30 June 2013, in relation to which a fixed interest rate is paid out against the collection of the variable basic rate paid on the loan itself.

The fair value (mark-to-market) measurement of the related liability was € 706 thousand at 30 June 2013 compared to € 1,222 thousand at the end of the previous year.

Since its original design, such derivative was built as a hedge instrument, consequently any change in its fair-value is directly recognized in a shareholders' equity reserve, net of the relative tax effect.

It should be noted that, following the above-mentioned issue of Senior Secured Notes and the early repayment of the loan entered into with BNL/BNP, the abovementioned IRS contracts were subject to unwind, on the basis of the mark-to-market value recorded as at 1 August 2013. The overall

## CONDENSED EXPLANATORY NOTES

unwinding value, equal to € 721 thousand, was credited to respective participating banks at the value date of 5 August 2013.

### ***Cash and cash equivalents***

The table below sets forth the breakdown of the cash and cash equivalents:

	<b>At 30 June 2013</b>	<b>At 31 December 2012</b>
Bank deposits on demand	43,532	39,557
Cash on hand	76	115
Deposit with Consortia	5,156	12,315
	<b>48,764</b>	<b>51,987</b>

Bank deposits accrue interest at the respective short-term interest rates.

Amounts deposited at Consorzio Cooperativo Finanziario Per Lo Sviluppo (C.C.F.S.) and Consorzio Cooperative Costruzioni (C.C.C.), which constitute a part of the balance of deposit with Consortia have the nature of deposit on demand and accrue interest.

### ***Current financial assets***

At 30 June 2013 *Current financial assets* amounted to € 21,375 thousand (at 31 December 2012: € 11,202 thousand).

This item is mainly composed of:

- the pledged current accounts related to the collection service of the receivables transferred without recourse to Banca IMI (€11,089 thousand).
- escrow amounts paid as part of business combinations for € 691 thousand.
- € 927 thousand of receivables originated by the transfer of contracts and business units to third parties, € 241 thousand of which related to the sub-group MIA and € 332 to the recent acquisition of the "Auchan" business unit.
- € 5,814 thousand relating to current accounts restricted against guarantees issued under programmes for the assignment of trade receivables without recourse with Crédit Agricole Corporate and Investment Bank, which the assignee has arranged to release in early July 2013;
- € 1,395 thousand of receivables from short-term loans and financial accounts held with non-consolidated companies belonging to the Group, € 956 thousand of which to associates.

## **12. Management of financial risks: objective and criteria**

The management of borrowing and the relative risks (mainly interest rate and liquidity risks) is carried at a centralised level in the Group Treasury on the basis of guidelines that are approved by the Parent Company's Management Board and which are reviewed periodically. The main aim of these guidelines is to ensure that the liabilities structure is in line with the composition of the balance sheet assets in order to maintain a high degree of financial solidity.

The most used financing instruments are:

- short-term loans and revolving assignment of trade receivables without recourse transactions with the aim of funding working capital;
- medium- and long-term loans with long-term amortization plans to cover investments in non-current assets and in acquisitions of companies and business units.

The Group also uses trade payables deriving from operations as financial instruments. It is not Group policy to trade in financial instruments.

## CONDENSED EXPLANATORY NOTES

The Group's financial instruments involves a classification at the three levels stated in IFRS 7. The fair value hierarchy has the following three levels:

- Level 1: prices quoted on active markets for similar liabilities and assets;
- Level 2: prices calculated through information obtained from observable market data;
- Level 3: prices calculated through information other than observable market data.

The table below shows the hierarchical levels for each class of financial asset measured at fair value on 30 June 2013 and 31 December 2012:

	At 30 June 2013	Hierarchy			At 31 December 2012	Hierarchy		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
<i>Financial assets measured at fair value through profit or loss</i>								
Financial assets, securities and other non-current financial assets	163		163		163		163	
<i>of which securities</i>	163		163		163		163	
<i>Available for sale financial assets</i>								
Financial assets and other current financial assets	0		0		0		0	
<i>of which hedging derivatives</i>	0		0		0		0	
<i>of which non-hedging derivatives</i>	0		0		0		0	
<b>Total financial assets</b>	<b>163</b>		<b>163</b>		<b>163</b>		<b>163</b>	

Any additional financial assets resulting from the Statement of Financial Position have not been measured at fair value.

The table below shows the hierarchical levels for each class of financial liability measured at fair value on 30 June 2013 and 31 December 2012:

	At 30 June 2013	Hierarchy			At 31 December 2012	Hierarchy		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
<i>Non-current financial liabilities</i>	706		706		1,222		1,222	
<i>of which hedging derivatives</i>	706		706		1,222		1,222	
<i>of which non-hedging derivatives</i>	0		0		0		0	
<i>Current financial liabilities</i>	114		114		237		237	
<i>of which hedging derivatives</i>	0		0		0		0	
<i>of which non-hedging derivatives</i>	0		0		0		0	
<i>of which other liabilities</i>	114		114		237		237	
<b>Total financial liabilities</b>	<b>820</b>		<b>820</b>		<b>1,459</b>		<b>1,459</b>	

In the half-year there were no transfers from one fair value measurement level to another.

## CONDENSED EXPLANATORY NOTES

There were no changes in the designation of financial assets that entailed any being classified differently.

The Group has no credit security instruments to mitigate credit risk. The carrying amount of the financial assets, therefore, represents its potential credit risk.

### *Management of capital*

The main objective of the Group's policy for the management of its capital is to ensure that a solid credit rating and sound capital ratios are maintained in order to support its activities and maximize shareholder value.

The Group manages and modifies capital structure according to changes in economic conditions. In order to maintain or adjust capital structure, the Group may change the amounts of shareholder dividends, repay capital or issue new shares.

The Group checks its indebtedness ratio comparing its net debt with the sum of its total assets and its net liabilities. The Group also includes interest-paying loans, trade payables, other payables and the employee termination indemnity in its net liabilities, net of cash and cash equivalents.

	<i>At 30 June 2013</i>	<i>At 31 December 2012</i>
Employee termination indemnity	30,144	31,321
Interest-bearing financial loans	343,593	350,232
Trade payables and advances from customers	445,365	441,551
Other current liabilities	171,574	148,362
Other current financial liabilities	52,314	37,315
Cash and cash equivalents	(48,764)	(51,987)
Current financial assets	(21,375)	(11,202)
Net debt	<u>972,851</u>	<u>945,592</u>
Equity attributable to equity holders of the parent	326,464	309,485
Profit of the period attributable to equity holders of the parent	(16,161)	(32,574)
Total Capital	<u>310,303</u>	<u>276,911</u>
<b>Equity and net debt</b>	<b><u>1,283,154</u></b>	<b><u>1,222,503</u></b>
Indebtedness ratio	75.8%	77.3%

At 30 June 2013 a change was recorded in the debt/equity ratio in favour of the latter.

### 13. Employee termination indemnity

Changes in employee termination indemnity ("T.F.R.") occurred during the first half of 2013 are shown below, compared with movements in the same period of the last year.

	<b>For half-year ended in</b>
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**CONDENSED EXPLANATORY NOTES**

	<b>30 June 2013</b>	<b>30 June 2012</b>
<b>At 1 January</b>	<b>31,321</b>	<b>31,356</b>
Increases for personnel acquired in business combinations	146	172
Current service cost	348	271
Interest costs on benefit obligation	426	612
Curtailement	0	0
Settlements	0	0
Benefits paid	(2,097)	(3,424)
Net actuarial (gains)/ losses recognized in the period	0	1,695
Other	0	0
<b>At 30 June</b>	<b>30,144</b>	<b>30,683</b>

Any increases for business combinations related to the staff acquired with the so-called "Auchan" business unit, as referred to in note 3 above.

Below is reported the breakdown of the net cost of employee benefits relating to the termination indemnity:

	<b>For half-year ended in</b>	
	<b>30 June 2013</b>	<b>30 June 2012</b>
Curtailement	0	0
Current service cost	348	271
Interest costs on benefits obligation	426	612
<b>Net cost of the benefits recognized in the statement of income</b>	<b>774</b>	<b>883</b>
Net actuarial (gains)/ losses recognized in the period	0	1,695
<b>Total</b>	<b>774</b>	<b>2,578</b>

As of 30 June 2013 no actuarial gains or losses were reported under equity reserves, since the market borrowing rates observed on the reporting date of the consolidated accounts and used in the actuarial measurement of liabilities were unvaried from those utilised for the 31 December 2012 measurement.

The main financial and demographic assumptions adopted in the actuarial measurement of the employee termination indemnity are set out below:

	<b>At 30 June 2013</b>	<b>At 31 December 2012</b>
Discount rate	2.90%	2.90%
Inflation rate	2.00%	2.00%
Estimated employee turnover	From 1.5% to 11.50%	From 1.5% to 11.50%

## **CONDENSED EXPLANATORY NOTES**

The estimated employee turnover rate is presented in the form of a range since the actuary whom the Group companies appointed to prepare an actuarial estimate of its liability used different turnover rates for the various companies.

### **14. Provisions for risks and charges**

Below are reported the breakdown and changes in provisions for risks and charges for the half-year ended 30 June 2013:



**CONDENSED EXPLANATORY NOTES**

	<b>Risk on investments</b>	<b>Risk on job orders</b>	<b>Pending litigations</b>	<b>Tax disputes</b>	<b>Agents' indemnity leave</b>	<b>Severance provision</b>	<b>Bonuses</b>	<b>Other provisions</b>	<b>Total</b>
<b>At 1 January 2013</b>	<b>153</b>	<b>12,055</b>	<b>8,109</b>	<b>1,112</b>	<b>141</b>	<b>14,374</b>	<b>4,963</b>	<b>188</b>	<b>41,094</b>
Addition due to business combinations	0	0	0	0	0	0	0	0	<b>0</b>
Accruals	3	509	1,707	22	0	0	1,096	0	<b>3,337</b>
									<b>(8,322)</b>
Utilizations (payments)	(105)	(817)	(535)	(26)	0	(4,369)	(2,359)	(111)	<b>(1,619)</b>
Unusued and reversed	0	(60)	(1,393)	(115)	0	0	(49)	(2)	<b>(1,619)</b>
Other	0	68	0	0	0	0	0	0	<b>68</b>
<b>At 30 June 2013</b>	<b>51</b>	<b>11,755</b>	<b>7,888</b>	<b>993</b>	<b>141</b>	<b>10,005</b>	<b>3,651</b>	<b>75</b>	<b>34,559</b>
<b>At 30 June 2013:</b>									
Current	51	11,377	809	993	0	10,005	2,289	1	<b>25,525</b>
Non current	0	378	7,079	0	141	0	1,362	74	<b>9,034</b>
<b>At 31 December 2012:</b>									
Current	153	10,873	586	1,112	0	14,374	2,105	94	<b>29,297</b>
Non current	0	1,182	7,523	0	141	0	2,858	94	<b>11,797</b>

## CONDENSED EXPLANATORY NOTES

### *Provision for risks on investments*

The item, amounting to € 51 thousand as at 30 June 2013, includes the provision for unrecoverable future losses of Group companies and related to the subsidiary Alisei S.r.l. in liquidation. The half-year saw the use of the provision following recapitalization to cover any unrecoverable losses carryforwards of the associate GRID S.r.l. for € 105 thousand.

### *Provision for risks on job orders*

This provision includes, at consolidated level:

- estimated risks relating to potential disputes with customers, on the report of works
- estimated penalties charged by customers
- estimated costs to complete job orders, in respect of which no additional revenues will be paid.

At the end of the half-year this provision amounted to € 11,755 thousand, against accruals of € 509 thousand, in addition to uses and releases to an overall amount of € 877 thousand. Furthermore, there were net reclassifications from other balance sheet items for € 68 thousand.

Accruals were made in connection to job order mainly carried by MFM S.p.A. (€ 162 thousand) and MACO S.p.A. (€ 320 thousand).

### *Provision for pending litigations*

At the end of the financial year, the company assess the risk of having to pay future compensation in the event of unsuccessful legal disputes with customers, suppliers and employees.

During the half-year the provision increased by € 1,707 thousand due to the accrual of the period.

Accruals were mainly recognized to cover risks of MFM S.p.A. for € 1,256 thousand, of Servizi Ospedalieri S.p.A. for € 196 thousand and of Manutencoop Private Sector Solutions S.p.A. for € 241 thousand.

Utilization and reversal in the half-year, totaling € 1,928 thousand, refer to the provisions recorded in previous years due to the settlement of disputes with suppliers and legal proceedings with other parties.

### *Provision on Tax dispute*

In 2013 uses and releases totalled € 141 thousand, as a result of the conclusion of some tax inspections and the provision was adjusted by € 22 thousand.

### *Severance provision*

This provision relates to the amounts due for severance and employee redundancy costs, as part of the restructuring plans implemented by some Group companies over the last few years.

At 31 December 2012 the Group had recognized provisions totaling € 14,374 thousand, € 5,638 thousand of which in Telepost S.p.A., € 6,750 thousand in Manutencoop Private Sector Solutions S.p.A., € 732 thousand in Energyproject S.p.A. and € 1,254 thousand in MACO S.p.A.. In 2013 there were uses of € 4,369 thousand, € 115 thousand of which in Energyproject S.r.l., € 315 thousand in MACO S.p.A., € 576 thousand in Telepost S.p.A. and € 3,363 in Manutencoop Private Sector Solutions S.p.A.. The restructuring plans are expected to be completed by 2014.

### *Provision for bonuses*

This provision includes accrual for future payments to the Group's management, in relation to the medium and long-term bonus system adopted by the Group.

Changes that occurred during the first half of 2013 comprised new accruals for € 1,096 thousand and uses and releases for € 2,408 thousand.

**CONDENSED EXPLANATORY NOTES****15. Trade payables and other current liabilities**

The table below sets forth the breakdown of the item as at 30 June 2013 and 31 December 2012.

	<b>At 30 June 2013</b>	<b><i>of which to related parties</i></b>	<b>At 31 December 2012</b>	<b><i>of which to related parties</i></b>
Trade payables	404,833	638	408,549	696
<b>Trade payables to third parties</b>	<b>404,833</b>	<b>638</b>	<b>408,549</b>	<b>696</b>
Trade payables to Manutencoop Cooperativa	10,269	10,269	5,470	5,470
Trade payables to associates within 12 months	20,322	20,322	21,167	21,167
<b>Trade payables to related parties</b>	<b>30,591</b>	<b>30,591</b>	<b>26,637</b>	<b>26,637</b>
Advances from customers and payables for work to be performed	9,941	2	6,365	0
<b>Trade payables and advances from customers</b>	<b>445,365</b>	<b>31,231</b>	<b>441,551</b>	<b>27,333</b>
Payables to directors and statutory auditors	679	0	495	0
Tax payables	80,485	0	66,420	0
Payables to social security within 12 months	13,245	0	9,326	0
Collections on behalf of ATI ("Associazione temporanea di Imprese")	10,377	0	17,802	0
Payables to employees within 12 months	56,352	0	44,662	0
Other payables within 12 months	4,055	0	4,297	0
Property collection on behalf of customers	2,176	0	2,176	0
<b>Other current operating payables to third parties</b>	<b>167,369</b>	<b>0</b>	<b>145,178</b>	<b>0</b>
Other payables to Manutencoop Cooperativa	3	3	0	0
Other payables to associates	172	172	171	171
<b>Other current operating payables to the related parties</b>	<b>175</b>	<b>175</b>	<b>171</b>	<b>171</b>
Accrued expenses	258	0	107	0
Prepaid income	3,772	0	2,906	0
<b>Accrued expenses and prepaid income</b>	<b>4,030</b>	<b>0</b>	<b>3,013</b>	<b>0</b>
<b>Other current liabilities</b>	<b>171,574</b>	<b>175</b>	<b>148,362</b>	<b>171</b>

*Terms and conditions*

Trade payables do not accrue interest and are settled for, on average, 90/120 days from the invoice date. The other are non-interest bearing payables and are settled, on average, after 30 days, excluding payables due to employees for accrued 13th and 14th monthly pay and holidays paid at 6 months on average, and the amounts due to the Tax Authorities for deferred VAT payments settled at the moment of collection of the related trade receivables.

Trade payables and advances from customers as at 30 June 2013 amounted to € 445,365, against a balance of € 441,551 at 31 December 2012.

## CONDENSED EXPLANATORY NOTES

*Other current operating payables* passed from € 148,361 at 31 December 2012 to € 171,574 at 30 June 2013. The increase was mainly attributable to the net effect of the following changes:

- an increase in payables to employees of € 11,690 thousand: at 30 June 2013 the same included higher amounts accrued for the additional monthly salary to be paid (the 14th salary, to be paid in the month of July, and a portion of the 13th salary already accrued in 2013) with respect to the end of the financial year (when only about ½ of the 14th salary was recorded, and the 13th salary was paid in advance in December). Furthermore, there is a higher balance referring to the holiday pay, since holidays are normally taken by employees during the summer months. Likewise, payables to social security increased by € 3,919 thousand;
- an increase in payables due to tax authorities for € 14,065 thousand, mainly related to the balance of the VAT payables due from subsidiaries of the Group;
- a decrease in collections on behalf of Temporary Associations of Companies for € 7,425 thousand.

### 16. Operating segments

The services provided by the MFM Group can be divided into three primary areas of business, which coincide with the Strategic Business Units (SBU) where business is channelled. The latter is not affected by significant seasonality factors in the course of the half year.

The SBUs identified coincide with the CGU where the Group's activities are conducted and are described below.

#### ***Facility Management***

The Facility Management Segment offers a collection of logistic and organizational support services targeted at users of properties and aimed to optimize the management of property-related activities.

The so-called "traditional" Facility Management services provided by the MFM Group include the following activities:

- Cleaning;
- Technical Services;
- Landscaping.

Cleaning activity includes cleaning and hygiene services, sanitation, disinfection, pest control and rat extermination, collection, transport and disposal of hospital waste and employs the highest number of Group employees.

The so-called Technical Services encompass the management, running and maintenance services of property-related systems (including heating and air conditioning systems, electrical systems, lifts, fire prevention and safety systems), including therein:

- design and implementation of redevelopment and adjustment work into line with the safety legislation;
- design and installation of devices for energy saving and for the reduction of emissions of polluting agents into the atmosphere.

Finally, a third type of activities attributable to the Facility Management service rendered by the Group is the so-called Landscaping, i.e. a service for the maintenance of green spaces, which include both the planning and implementation of maintenance of properties' green areas, and services for the area.

## CONDENSED EXPLANATORY NOTES

Starting from 2008, as a consequence of the diversification and horizontal integration strategy, the Group expanded its range of services through a series of acquisitions, providing certain specialist facility management services alongside its "traditional" Facility Management services, such as:

- installation and maintenance services of elevating system;
- services related to building security;
- public lighting services;
- mail services;
- document management.

### ***Laundrying&Sterilization***

The so-called Laundrying and Sterilization is an industrial activity given in support of health care activities. The activity, provided by the MFM Group, in particular through Servizi Ospedalieri S.p.A. and its subsidiaries, mainly involves (i) the rental and industrial laundering of bed linens, packaged linen and mattress provider (linen rental and industrial laundering), (ii) sterilization of linen and (iii) sterilization of surgical equipment.

Laundrying & Sterilization services provided by the Group include the following activities:

- collection and distribution of linen in the individual departments;
- management of the linen rooms in the health care facilities;
- supply of disposable items;
- rental of linen with special materials for operating rooms;
- acceptance, treatment, sterilization and redelivery of surgical instruments;
- rental of surgical instruments;
- creation and management of sterilization systems.

### ***Other***

The Other Segment includes the complementary activities listed below:

- the so-called Project Management that consists of a group of activities involving the technical design, planning, procurement management and supervision of construction job orders, restructuring or reconversion of properties.
- the so-called Energy Management that consists of a group of activities involving the technical design, construction and management of photovoltaic and cogeneration systems, from the feasibility study to completion, as well as the management and maintenance of systems to provide customers with energy efficiency solutions.
- the Building activities that consist of construction projects, not particularly significant in respect of total Group production, also carried out on behalf of other Manutencoop Group companies, as well as, on occasion, to support facility management activities where, as part of non-ordinary maintenance works, small building works are also necessary.

It should be noted that the Management does not consider the Energy Management, Project Management and Building activities to be strategic any longer. The Group has therefore decided not to develop those areas of business any further, and it will just manage, in the near future, the commitments it has already taken on with respect to ongoing contracts with customers until they will be completed.

The following table shows the economic results by segment for the half-years ended 30 June 2013 and 30 June 2012:

<b>At 30 June 2013</b>	<b>Facility Management</b>	<b>Laundrying Sterilization</b>	<b>Other Activities</b>	<b>Eliminations</b>	<b>Total</b>
<b>Revenues and results for the half-year ended 30 June 2013</b>					
<b>Segment revenues</b>	<b>470,445</b>	<b>68,326</b>	<b>4,955</b>	<b>(2,483)</b>	<b>541,243</b>
Segment costs	(432,666)	(62,448)	(8,051)	2,483	(500,681)

**CONDENSED EXPLANATORY NOTES**

<b>Operating income (loss) by segment</b>	<b>37,779</b>	<b>5,878</b>	<b>(3,095)</b>	<b>40,562</b>
Share of net profit of associates	1,377	79		1,456
Net financial charges				(9,248)
<b>Profit before taxes</b>				<b>32,770</b>
Income taxes				(16,422)
Profit from discontinued operations				0
<b>Net profit for the half-year ended 30 June 2013</b>				<b>16.348</b>

<b>At 30 June 2012</b>	<b>Facility Management</b>	<b>Laundering Sterilization</b>	<b>Other Activities</b>	<b>Eliminations</b>	<b>Total</b>
<b>Revenues and results for the half year ended 30 June 2012</b>					
<b>Segment revenues</b>	<b>468,309</b>	<b>66,093</b>	<b>7,265</b>	<b>(680)</b>	<b>540,988</b>
Segment costs	(434,845)	(60,170)	(10,797)	680	(505,132)
<b>Operating income (loss) by segment</b>	<b>33,464</b>	<b>5,923</b>	<b>(3,531)</b>		<b>35,856</b>
Share of net profit of associates	1,155	75			1,230
Net financial charges					(9,950)
<b>Profit before taxes</b>					<b>27,136</b>
Income taxes					(15,984)
Profit from discontinued operations	(1)				(1)
<b>Net profit for the half-year ended 30 June 2012</b>					<b>11,151</b>

The revenues of the Facility Management for the half-year 2013 amounted to € 470,445, compared to € 468,309 thousand in the same period of the last year. The operating income for the segment amounted to € 37,779, equal to 8.0% of the related revenues, against € 33,464 recorded for the same period in 2012 (7.1% of the related revenues).

The Laundering & Sterilization segment reports an increase in revenues for the period, which came to € 68,326 thousand in the first half of 2013 (€ 66,093 thousand in the first half of 2012). The operating income fell slightly, standing at € 5,878 thousand in the first half of 2013 (€ 5,923 thousand in the first half of 2012).

"Other activities" showed a decrease in revenues which fell from € 7,265 thousand in the first half of 2012 to € 4,955 thousand in the first half of 2013, and an operating loss of € 3,095 thousand, compared to an operating loss in the first half of 2012 of € 3,531 thousand.

The following is the information on the volume of the activities of the operating segments within the MFM Group as at 30 June 2013 and 31 December 2012:

<b>At 30 June 2013</b> <i>(in thousands of Euro)</i>	<b>Facility Management</b>	<b>Laundering Sterilization</b>	<b>Complement. Activities</b>	<b>Eliminations</b>	<b>Total</b>
<b>Assets and liabilities at 30 June 2013</b>					
Segment assets	660,696	176,211	18,660	(4,244)	851,324
Goodwill	405,424	12,810			418,234
Investments accounted for under the Equity Method and Other Investments	27,399	2,894	836		31,129

**CONDENSED EXPLANATORY NOTES**

Assets classified as held for sale					130
Other assets not allocated and related taxes					122,995
<b>Assets</b>	<b>1,093,519</b>	<b>191,915</b>	<b>19,496</b>	<b>(4,244)</b>	<b>1,423,811</b>
Segment liabilities	589,749	80,894	15,241	(4,244)	681,640
Liabilities classified as held for sale					61
Other liabilities not allocated and related taxes					413,356
<b>Liabilities</b>	<b>589,749</b>	<b>80,894</b>	<b>15,241</b>	<b>(4,244)</b>	<b>1,095,057</b>

<b>At 31 December 2012</b>	<b>Facility Management</b>	<b>Laundering Sterilization</b>	<b>Complement. Activities</b>	<b>Eliminations</b>	<b>Total</b>
<b>Assets and liabilities at 31 December 2012</b>					
Segment assets	626,598	149,815	19,966	(4,771)	791,608
Goodwill	405,914	12,810			418,724
Investments accounted for under the Equity Method and Other Investments	27,282	2,815	825		30,922
Assets classified as held for sale					130
Other assets not allocated and related taxes					136,695
<b>Assets</b>	<b>1,059,794</b>	<b>165,440</b>	<b>20,791</b>	<b>(4,771)</b>	<b>1,378,079</b>
Segment liabilities	557,508	80,065	15,728	(4,721)	648,580
Liabilities classified as held for sale					64
Other liabilities not allocated and related taxes					417,451
<b>Liabilities</b>	<b>557,508</b>	<b>80,065</b>	<b>15,728</b>	<b>(4,721)</b>	<b>1,066,095</b>

**17. Related parties transactions***Terms and conditions of transactions with related parties*

Related party transactions were performed under normal market conditions, i.e. in line with conditions that would be applied between aware and independent parties. Market prices are applied to both commercial and financial transactions.

Non-interest bearing loans are only disbursed in the case of pro-quota financing granted by syndicated shareholders to consortium companies. These loans were, however, discounted in the financial statements of the Parent Company MFM S.p.A.. The Parent Company not only provides technical-production services relating to the core business, but also administrative and IT services for certain Group companies.

The Parent Company also has some administrative, financial and lease service contracts in place with its parent company Manutencoop Società Cooperativa.

No guarantees were given or received in relation to receivables and payables with related parties. In the first half of 2013, the Group did not make any accrual to the bad debt provision for amounts due from related parties.

The main contracts in place with other MFM Group companies, controlled by Manutencoop Società Cooperativa, with the latter and its subsidiaries, are shown below.

**CONDENSED EXPLANATORY NOTES**

- MFM signed a contract with associate Roma Multiservizi S.p.A. on the basis of which it is committed to providing an Information System service. The contract, expiring on 30 August 2013, makes provision for an annual consideration of € 1,250 thousand.
- Manutencoop Cooperativa sub-leased to MFM S.p.A. the part of the property located in Zola Predosa, via Poli no. 4 (BO), for office use. The duration of the lease has a 5-year term and is tacitly renewable, except in the event of termination by one of the parties. Annual rent is expected to be € 1,715 thousand, to be paid in 12 monthly instalments.
- The subsidiary company Manutencoop Immobiliare S.p.A. leased to MFM S.p.A. the part of the property located in Mestre (VE), via Porto di Cavergnago no. 6, for office use. The duration of the lease has a 6-year term and is tacitly renewable, except in the event of termination by one of the parties. Annual rent is expected to be € 348 thousand, to be paid in 12 monthly instalments.
- On 6 July 2007, MFM S.p.A. signed a framework agreement with its parent company, Manutencoop Cooperativa, in order to regulate the essential contents of subsequent personnel leases from Manutencoop Cooperativa to MFM S.p.A, pursuant to Title III, Chapter I of Legislative Decree 276/2003. The contract has a five-year term, and is tacitly renewed, unless terminated by one of the parties. As a result of said agreement, which has the legal nature of a legislative contract that does not provide rights to third parties, MFM and the parent company Manutencoop Cooperativa set out the conditions that regulate any future contracts for the leasing of shareholding personnel of Manutencoop Cooperativa, and the operating rules for establishing and resolving said contracts.
- Manutencoop Cooperativa is committed, on the basis of contracts stipulated with the individual companies of the MFM Group, to preparing pay packets.
- MFM S.p.A. signed agreements with Manutencoop Cooperativa and its subsidiaries, for the provision of tax consultancy services.

The breakdown of the balances relating to the transactions carried out by the Parent Company with related parties is provided in Annex III attached to the condensed consolidated half-year Financial Statements.

The MFM Group is subject to the management and coordination activities of Manutencoop Società Cooperativa.

The Chairman of the Management Board  
Claudio Levorato



## ANNEXES

### ANNEX I – Group Companies

Parent Company		
Name	Registered office	City
Manutencoop Facility Management S.p.A.	Via Poli n. 4	Zola Predosa (BO)

Subsidiaries				
consolidated on a line-by-line basis				
Name	Registered office	City	% held	Type
Antincendi Piave S.r.l.	Via Zamenhof n. 363	Vicenza	70%	Subsidiary
CO.GE.F. Soc. Cons. a r.l	Via Poli n. 4	Zola Predosa (BO)	80%	Subsidiary
COFAM S.r.l.	Via A. Pica n. 160	Modena	60.00%	Subsidiary
Consorzio Igiene Ospedaliera Soc. Cons. a r.l	Via Poli n. 4	Zola Predosa (BO)	66.66%	Subsidiary
Consorzio Servizi Toscana Soc. Cons. a r.l	Via Poli n. 4	Zola Predosa (BO)	60%	Subsidiary
EnergyProject S.r.l.	Via Poli n. 4	Zola Predosa (BO)	100%	Subsidiary
EP Servizi S.r.l.	Via A. Pica n. 170	Modena	70%	Subsidiary
Evimed S.r.l.	Via Zamenhof n. 363	Vicenza	90%	Subsidiary
Firing S.r.l.	Via Luigi Meraviglia n. 31	Lainate (MI)	65%	Subsidiary
Global Oltremare Soc.Cons. r.l.	Via Poli n. 4	Zola Predosa (BO)	60%	Subsidiary
Gruppo Sicura S.r.l.	Via Zamenhof n. 363	Vicenza	80%	Subsidiary
ISOM Lavori Soc. Cons.rl	Via Poli n. 4	Zola Predosa (BO)	62.71%	Subsidiary
ISOM Gestione Soc. Cons.rl	Via Poli n. 4	Zola Predosa (BO)	52.97%	Subsidiary
KANARIND Soc. Cons.rl	Via Poli n. 4	Zola Predosa (BO)	62.43%	Subsidiary
Lenzi S.p.A.	Via Kravogl n. 6	Bolzano	60%	Subsidiary
Leonardo S.r.l.	Via Zamenhof n. 363	Vicenza	100%	Subsidiary

**ANNEXES**

<b>Subsidiaries</b>				
<b>consolidated on a line-by-line basis</b>				
<b>Name</b>	<b>Registered office</b>	<b>City</b>	<b>% held</b>	<b>Type</b>
Mako Engineering S.r.l.	Via Ferruccio Parri n. 7	Treviglio (BG)	70%	Subsidiary
MACO S.p.a.	Via Poli n. 4	Zola Predosa (BO)	100%	Subsidiary
Manutenzione Installazione Ascensori S.p.A.	Via A. Pica n. 170	Modena	100%	Subsidiary
Manutencoop Private Sector Solutions S.p.A.	Via Poli n. 4	Zola Predosa (BO)	100%	Subsidiary
MCF Servizi Integrati Soc. Cons. a r.l.	Via Poli n. 4	Zola Predosa (BO)	60%	Subsidiary
MIA Elevatori S.r.l.	Via A. Pica n. 170	Modena	100%	Subsidiary
Nettuno Ascensori S.r.l.	Via Marzabotto 11	Quarto inferiore (BO)	75%	Subsidiary
Palmanova Servizi Energetici Soc. Cons. a r.l.	Via Poli n. 4	Zola Predosa (BO)	60%	Subsidiary
PIB Service S.r.l.	Via Poli n. 4	Zola Predosa (BO)	100%	Subsidiary
Protec S.r.l.	Via Zamenhof n. 363	Vicenza	100%	Subsidiary
S.AN.CO S.c.a.r.l.	Viale Piero e Alberto Pirelli n. 21	Milano	51.50%	Subsidiary
S.AN.GE S.c.a.r.l.	Viale Piero e Alberto Pirelli n. 21	Milano	89%	Subsidiary
Securveneta S.r.l.	Via Zamenhof n. 363	Vicenza	80%	Subsidiary
Sedda S.r.l.	Via Zamenhof n. 363	Vicenza	80%	Subsidiary
Servizi Brindisi Soc. Cons. a r.l.	Via Poli n. 4	Zola Predosa (BO)	52%	Subsidiary
Servizi l'Aquila Soc. Cons. a r.l.	Via Poli n. 4	Zola Predosa (BO)	60%	Subsidiary
Servizi Ospedalieri S.p.A.	Via Calvino n. 33	Ferrara	100%	Subsidiary
Servizi Sanitari Sicilia Soc.Cons.a r.l.	Via Calvino n. 33	Ferrara	70%	Subsidiary
Servizi Taranto Soc.Cons. a.r.l.	Via Poli n. 4	Zola Predosa (BO)	60.08%	Subsidiary
Sicura S.r.l.	Via Zamenhof n. 363	Vicenza	100%	Subsidiary
Sicurama S.r.l.	Via G. di Vittorio n. 9	Casalecchio di Reno (BO)	75%	Subsidiary
Società Manutenzione Illuminazione S.p.A. (SMAIL)	Via Poli n. 4	Zola Predosa (BO)	100%	Subsidiary
Telepost S.p.A.	Via Poli n. 4	Zola Predosa (BO)	100%	Subsidiary
Unilift S.r.l.	Piazzale Giustiniani n. 11/A	Mestre (VE)	78.54%	Subsidiary

**ANNEXES**

<b>Joint ventures accounted for using proportionate consolidation</b>				
<b>Name</b>	<b>Registered office</b>	<b>City</b>	<b>% held</b>	<b>Type</b>
AMG S.r.l.	SS Laghi di Avigliana 48/a	frazione Roata Raffo Busca (CN)	50%	Joint Venture
Cardarelli Soc.cons.r.l.	S.S. Appia 7 bis Km. 11,900 Zona A.s.i. Aversa Nord	Carinaro (CE)	60%	Joint Venture
DUC Gestione Sede Unica Soc.cons.r.l.	Via Poli n. 4	Zola Predosa (BO)	49%	Joint Venture
Legnago 2001 Soc.cons.r.l.	Via Poli n. 4	Zola Predosa (BO)	50%	Joint Venture
Malaspina Energy Soc.cons.r.l.	Via Varesina n. 118	Lurate Caccivio (CO)	50%	Joint Venture
Servizi Luce Soc.Cons.r.l.	Via Poli n. 4	Zola Predosa (BO)	50%	Joint Venture

<b>Associates and Other companies accounted for under the Equity Method</b>				
<b>Name</b>	<b>Registered office</b>	<b>City</b>	<b>% held</b>	<b>Type</b>
Alisei S.r.l. in liquidation	Via Cesari n. 68/1	Modena	100%	In liquidation
Bologna Gestione Patrimonio Soc.Cons. r.l.	Via della Cooperazione n. 9	Bologna	27.58%	Associate
Bologna Multiservizi Soc.Cons. r.l.	Via Del Lavoro n. 23/4	Casalecchio di Reno (BO)	39%	Associate
Bologna Più' Soc.Cons. r.l. in liquidation	Via M.E. Lepido n. 182/2	Bologna	25.68%	In liquidation
Consorzio Imolese Pulizie Soc. Cons. a r.l. in liquidation	Via Poiano n. 22	Imola (BO)	60%	In liquidation
CO.M.I. S.r.l. in liquidation	Piazza De Calderini 2/2	Bologna	40%	In liquidation
CO.S.I.S. a r.l. in liquidation	Via Adolfo Gandiglio n. 27	Roma	26.33%	In liquidation
Como Energia Soc.Cons. r.l.	Via Pietro Strazzi n. 2	Como	30%	Associate
Consorzio Leader Soc.Cons. r.l. in liquidation	Via Poli n. 4	Zola Predosa (BO)	50%	In liquidation

**ANNEXES**

<b>Associates and Other companies accounted for under the Equity Method</b>				
<b>Name</b>	<b>Registered office</b>	<b>City</b>	<b>% held</b>	<b>Type</b>
Consorzio Polo Sterilizzazione Integrata a r.l.	Via Facciolati n. 84	Padova	60%	Associate
Consorzio Sermagest Soc.Cons. r.l. in liquidation	Via Filippo Corridoni 23	Roma	60%	In liquidation
F.lli Bernard S.r.l.	Stradella Aquedotto n. 21	Bari	20%	Associate
Geslotto6 Soc.Cons. r.l. in liquidation	Via Poli n. 4	Zola Predosa (BO)	55%	In liquidation
Gico System S.r.l.	Via Finelli n. 8	Calderara di Reno (BO)	20%	Associate
Global Provincia Di Rimini Soc.Cons. r.l. in liquidation	Via Poli n. 4	Zola Predosa (BO)	42.40%	In liquidation
Global Riviera Soc.Cons. r.l.	Via Poli n. 4	Zola Predosa (BO)	30.66%	Associate
Global Vicenza Soc.Cons.a r.l.	Via Grandi n. 39	Concordia Sulla Secchia (MO)	41.25%	Associate
Gymnasium Soc.Cons. r.l. in liquidation	Via Poli n. 4	Zola Predosa (BO)	68%	In liquidation
GRID Modena S.r.l.	Via Divisione Acqui, n. 129	Modena (MO)	23%	Associate
Headmost Division Service FM S.p.A. in liquidation	Via Rimini n. 5/a	Pomezia (RM)	25%	In liquidation
Iniziative Produttive Piemontesi S.r.l.	Corso Einaudi n. 18	Torino	24.75%	Associate
Livia Soc.Cons. a r.l.	Via Roma n. 57/B	Zola Predosa (BO)	34.10%	Associate
Logistica Ospedaliera Soc. Cons. a r.l.	Via Carlo Alberto Dalla Chiesa 23/i	Caltanissetta (CL)	45%	Associate
Newco Duc Bologna S.p.A.	Via M.E. Lepido n. 182/2	Bologna	24.90%	Associate
Palazzo della Fonte S.c.p.a.	Via Calamandrei, 255	Arezzo (AR)	33.3%	Associate
PBS Soc.Cons. r.l. in liquidation	Via G. Negri n. 10	Milano	25%	Associate
Perimetro Gestione Proprietà Immobiliari S.C.p.A.	Via del Giglio n. 14	Siena	20.10%	Associate
Progetto ISOM S.p.A.	Via Poli n. 4	Zola Predosa (BO)	36.98%	Associate
Progetto Nuovo Sant'Anna S.r.l.	Viale Piero e Alberto Pirelli n. 21	Milano	24%	Associate
Roma Multiservizi S.p.A.	Via Tiburtina n. 1072	Roma	45.47%	Associate
San Martino 2000 Soc.Cons. a r.l.	Via al Molo Vecchio	Calata Gadda (GE)	40%	Associate
Savia Soc.Cons. a r.l.	Via B. Vanzetti n. 1	Forlì	49.11%	Associate

**ANNEXES**

<b>Associates and Other companies accounted for under the Equity Method</b>				
<b>Name</b>	<b>Registered office</b>	<b>City</b>	<b>% held</b>	<b>Type</b>
Società Consortile Adanti Manutencoop a r.l. in liquidation	Via Poli n. 4	Zola Predosa (BO)	50%	In liquidation
Serena S.r.l. in liquidation	Via Poli n. 4	Zola Predosa (BO)	50%	In liquidation
Se.Ste.Ro S.r.l.	Via San Pietro n. 59/B	fraz. Castellina - Soragna (PR)	25%	Associate
Servizi Marche Soc. Cons. a r.l. in liquidation	Via Poli n. 4	Zola Predosa (BO)	60%	In liquidation
Servizi Napoli 5 Soc.Cons. a r.l.	Via Poli n. 4	Zola Predosa (BO)	45%	Associate
Servizi Sanitari Treviso Soc.Cons.a r.l.	Via al Molo Vecchio	Calata Gadda (GE)	40%	Associate
Servizi Sportivi Brindisi Soc.cons.r.l.	Via Licio Giorgieri n. 93	Roma	50%	Joint Venture
Sesamo S.p.A.	Via C. Pisacane n. 2	Carpi (MO)	20.91%	Associate
Simagest 2 Soc. Cons. a r.l in liquidation	Via Poli n. 4	Zola Predosa (BO)	90%	In liquidation
Simagest 3 Soc. Cons. a r.l in liquidation	Via Poli n. 4	Zola Predosa (BO)	89.99%	In liquidation
Synchron Nuovo San Gerardo S.p.A.	Via Poli n. 4	Zola Predosa (BO)	35.82%	Associate
Steril Piemonte Soc.Cons. r.l.	Corso Einaudi n. 18	Torino	25%	Associate
Tower Soc.Cons. a r.l. in liquidation	Via Zanardi n. 372	Bologna	20.17%	In liquidation

**ANNEXES****ANNEX II – Valuation of equity investments using the Equity Method**

	%	Net book value 31 dec 2012	Changes for the period					Net book value 30 jun 2013	Book value	Investme nt reserves
			Additions/Dis posals	Dividends	Share of net profit / Write downs	Investment Provision	Investme nt reserves			
Alisei s.r.l. in liquidation	100%	(47)				(3)		(51)	0	(51)
Bologna Gestione Patrimonio	27.58%	6						6	6	
Bologna Multiservizi Soc.Cons. a R.L.	39%	4						4	4	
Bologna Più Soc.Cons. a R.L.	25.68%	5						5	5	
Co.S.I.S. Soc.Cons. a r.l.	26.33%	9						9	9	
Como Energia Soc.Cons. a R.L.	30%	11						11	11	
Consorzio Imolese Pulizie Soc. Cons. a r.l in liquidation	60%	0	6					6	6	
Consorzio Leader Soc.Cons. a r.l. in liquidation	50%	5						5	5	
Consorzio Polo sterilizzazione Integrata	60%	23						23	23	
Consorzio Sermagest in liquidation	60%	0						0	0	
Costruzione Manutenzione Immobili	40%	84						84	84	
F.lli Bernard S.r.l.	20%	692			45			737	737	
Geslotto 6 soc. cons. a r.l.	55%	50						50	50	
GICO Systems S.r.l.	20%	39						39	39	
Global Provincia di Rimini Soc.Cons. a r.l.	42.40%	4						4	4	
Global Riviera Soc.Cons. a R.L.	30.66%	9						9	9	
Global Vicenza	41.25%	4						4	4	
Gymnasium soc. cons. a r.l. in liq.	68%	7						7	7	
GRID Modena S.r.l.	23%	(106)	23		1	105		23	23	
Headmost Division Service FM S.p.A.	25%	0						0	0	
IPP s.r.l.	24.75%	484			(3)			480	480	

**ANNEXES**

	%	Net book value 31 dec 2012	Changes for the period					Net book value 30 jun 2013	Book value	Investme nt reserves
			Additions/Disp osals	Dividends	Share of net profit / Write downs	Investment Provision	Investme nt reserves			
LIVIA SOC CONS R.L.	34.10%	3						3	3	
Logistica Ospedaliera Soc. Cons. a r.l.	45.00%	5						5	5	
MCB Emirates LLC	49%	0						0	0	
Newco DUC Bologna S.p.A.	24.90%	(155)			(6)		290	128	128	
P.B.S. Soc.Cons. a r.l. in liquidation	25%	25						25	25	
Palazzo della Fonte S.c.p.a.	33.3%	8,000						8,000	8,000	
Perimetro Gestione Proprietà Immobiliari Soc.Cons.a.r.l.	20.10%	1,111						1,111	1,111	
Progetto ISOM S.p.A.	36.98%	2,457			(12)			2,445	2,445	
Progetto Nuovo Sant'Anna S.r.l.	24%	1,141			160		153	1,453	1,453	
ROMA Multiservizi S.p.A.	45.47%	8,856		(1,727)	1,111			8,239	8,239	
San Martino 2000 Soc.Cons. a r.l.	40%	4						4	4	
Savia soc.cons.a.r.l.	49.11%	5						5	5	
Società Consortile Adanti Manutencoop a r.l. in liquidation	50%	0	10					10	10	
SE.SA.MO. S.p.A.	20.91%	814			139			953	953	
Se.Ste.Ro S.r.l.	25%	117			38			156	156	
Serena S.r.l.	50%	9						9	9	
Servizi Marche soc.Cons. a r.l. in liquidation	60%	6						6	6	
Servizi Napoli 5 Soc. Cons. a r.l.	45%	5						5	5	
Servizi Sanitari Treviso (SE.SA.TRE)	40%	8						8	8	
Servizi Sportivi Brindisi	50%	5						5	5	
Simagest 2 Soc.Cons.a r.l.	90%	45						45	45	
Simagest 3 Soc.Cons.a r.l.	89.99%	45						45	45	
Synchron Nuovo San Gerardo S.p.A.	35.82%	2,919			(15)			2,904	2,904	
Steril Piemonte Soc. Cons. a r.l.	25%	1,000						1,000	1,000	
Tower Soc.Cons. a r.l.	20.17%	20						20	20	
<b>Net book value</b>		<b>27,728</b>	<b>39</b>	<b>(1,727)</b>	<b>1,456</b>	<b>102</b>	<b>443</b>	<b>28,039</b>	<b>28,090</b>	<b>(51)</b>

**ANNEXES****ANNEX III – Related party transactions**

<b>Parent Company</b>		<b>Revenues</b>	<b>Costs</b>	<b>Financial Income</b>	<b>Financial expenses</b>		<b>Trade receivables</b>	<b>Financial assets</b>	<b>Trade payables</b>	<b>Financial liabilities and other</b>
Manutencoop	30-jun-12	68	19,400	0	38	31-dec-12	101	16,902	5,443	151
Cooperativa	30-jun-13	52	20,691	0	106	30-jun-13	273	17,601	10,269	379

<b>Associates</b>		<b>Revenues</b>	<b>Costs</b>	<b>Financial Income</b>	<b>Financial Expenses</b>		<b>Trade receivables</b>	<b>Financial assets</b>	<b>Trade payables</b>	<b>Financial liabilities and other</b>
Roma Multiservizi S.p.A.	30-jun-12	749	3,164	0	0	31-dec-12	443	6	6,625	0
	30-jun-13	826	2,667	0	0	30-jun-13	535	5	4,040	0
Gico Systems S.r.l.	30-jun-12	4	153	0	0	31-dec-12	3	32	171	0
	30-jun-13	3	205	0	0	30-jun-13	5	0	212	0
Se.Sa.Mo. S.p.A.	30-jun-12	2,614	0	17	0	31-dec-12	4,056	622	6	0
	30-jun-13	2,610	0	31	0	30-jun-13	3,429	622	6	0
S.I.MA.GEST2 Soc. Cons. r.l. in liquidation	30-jun-12	0	0	0	0	31-dec-12	208	106	4	0
	30-jun-13	0	5	0	0	30-jun-13	208	106	8	0
Global Provincia di RN Soc.Cons.a r.l. in liquidation	30-jun-12	217	928	0	0	31-dec-12	251	170	18	0
	30-jun-13	1	0	0	0	30-jun-13	252	170	18	0
Bologna Più Soc.Cons.a r.l. in liquidation	30-jun-12	0	5	0	0	31-dec-12	0	39	11	0
	30-jun-13	0	0	0	0	30-jun-13	(2)	39	9	0
Global Riviera Soc.Cons.a r.l.	30-jun-12	710	2,737	0	0	31-dec-12	573	0	0	0
	30-jun-13	7	0	0	0	30-jun-13	437	0	(245)	0
Como Energia Soc.Cons.a r.l.	30-jun-12	0	392	0	0	31-dec-12	0	0	426	0
	30-jun-13	0	444	0	0	30-jun-13	0	0	908	0
Newco DUC Bologna S.p.A	30-jun-12	79	57	0	0	31-dec-12	2,448	0	17	69
	30-jun-13	69	1	0	0	30-jun-13	2,495	0	4	0
P.B.S. Soc.Cons. a r.l. in liquidation	30-jun-12	0	0	0	0	31-dec-12	6	0	0	0
	30-jun-13	0	0	0	0	30-jun-13	0	0	14	0



**ANNEXES**

<b>Associates</b>		<b>Revenues</b>	<b>Costs</b>	<b>Financial Income</b>	<b>Financial Expenses</b>		<b>Trade receivables</b>	<b>Financial assets</b>	<b>Trade payables</b>	<b>Financial liabilities and other</b>
Tower Soc.Cons. a r.l. in liquidation	<i>30-jun-12</i> <i>30-jun-13</i>	0 0	0 1	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	54 33	35 35	0 (18)	5 0
Bologna Multiservizi Soc.Cons. a r.l.	<i>30-jun-12</i> <i>30-jun-13</i>	906 939	1,958 2,405	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	1,967 1,412	0 0	4,821 4,930	0 0
Global Vicenza Soc.Cons. a r.l.	<i>30-jun-12</i> <i>30-jun-13</i>	162 130	853 742	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	426 65	0 0	484 133	0 0
Bologna Gestione Patrimonio Soc.Cons. a r.l.	<i>30-jun-12</i> <i>30-jun-13</i>	38 38	49 51	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	324 243	0 0	75 138	0 0
Progetto Nuovo Sant'Anna S.r.l.	<i>30-jun-12</i> <i>30-jun-13</i>	83 85	50 61	80 59	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	5,295 5,612	5,282 5,341	157 252	13,149 7,417
S.I.MA.GEST3 Soc. Cons. r.l in liquidation	<i>30-jun-12</i> <i>30-jun-13</i>	0 0	0 2	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	2 2	0 0	3 5	0 0
Steril Piemonte Soc. cons. a.r.l	<i>30-jun-12</i> <i>30-jun-13</i>	0 0	438 428	9 4	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	7 7	1,163 1,154	306 351	0 0
HEADMOST in liquidation	<i>30-jun-12</i> <i>30-jun-13</i>	0 0	0 0	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	454 454	0 0	0 0	0 0
IPP S.r.l.	<i>30-jun-12</i> <i>30-jun-13</i>	128 183	186 218	1 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	295 256	100 99	296 246	0 0
Alisei s.r.l. in liquidation	<i>30-jun-12</i> <i>30-jun-13</i>	0 0	0 0	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	3 3	0 0	0 0	0 0
San Martino 2000 Soc.Cons. r.l.	<i>30-jun-12</i> <i>30-jun-13</i>	913 845	1,717 1,682	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	1,079 885	0 0	755 628	0 0
Livia Soc. cons. a r.l.	<i>30-jun-12</i> <i>30-jun-13</i>	78 116	450 535	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	658 794	0 0	1,236 1,356	0 0
Gymnasium Soc. cons. a r.l in liquidation	<i>30-jun-12</i> <i>30-jun-13</i>	0 0	0 0	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	1 1	7 7	33 33	5 5
Geslotto 6 Soc. cons. a r.l in liquidation	<i>30-jun-12</i> <i>30-jun-13</i>	0 0	2 2	0 0	0 0	<i>31-dec-12</i> <i>30-jun-13</i>	6 6	20 20	39 41	0 0
Fr.Ili Bernard s.r.l.	<i>30-jun-12</i>	18	168	0	0	<i>31-dec-12</i>	69	0	161	0

**ANNEXES**

<b>Associates</b>		<b>Revenues</b>	<b>Costs</b>	<b>Financial Income</b>	<b>Financial Expenses</b>		<b>Trade receivables</b>	<b>Financial assets</b>	<b>Trade payables</b>	<b>Financial liabilities and other</b>
	<i>30-jun-13</i>	18	171	0	0	<i>30-jun-13</i>	31	0	166	0
SESATRE S.cons. a r.l.	<i>30-jun-12</i>	5	2,143	40	40	<i>31-dec-12</i>	0	3,331	3,349	0
	<i>30-jun-13</i>	5	2,220	20	0	<i>30-jun-13</i>	(12)	3,284	4,289	0
Savia Soc. Cons. a r.l.	<i>30-jun-12</i>	377	659	0	0	<i>31-dec-12</i>	336	0	951	0
	<i>30-jun-13</i>	269	834	0	0	<i>30-jun-13</i>	408	0	1,369	0
Consorzio Sermagest Soc.Cons.a r.l in liquidation	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	6	0	0	0
	<i>30-jun-13</i>	0	0	0	0	<i>30-jun-13</i>	6	0	0	0
Se.Ste.Ro S.r.l.	<i>30-jun-12</i>	0	226	0	0	<i>31-dec-12</i>	11	50	432	0
	<i>30-jun-13</i>	0	237	0	0	<i>30-jun-13</i>	11	0	507	0
Servizi Napoli 5 Soc.Cons. a r.l.	<i>30-jun-12</i>	730	649	0	0	<i>31-dec-12</i>	2,774	0	1,304	0
	<i>30-jun-13</i>	693	650	0	0	<i>30-jun-13</i>	1,701	0	1,095	0
Serena S.r.l. - in liquidation	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	52	3	1	0
	<i>30-jun-13</i>	0	0	0	0	<i>30-jun-13</i>	49	3	0	0
Servizi Marche Soc. Cons. r.l. in liquidation	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	12	0	5	0
	<i>30-jun-13</i>	0	0	0	0	<i>30-jun-13</i>	12	0	3	0
Consorzio Leader Soc. Cons. a r.l. in liquidation	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	13	0	6	0
	<i>30-jun-13</i>	0	0	0	0	<i>30-jun-13</i>	13	0	6	0
Progetto ISOM S.p.A.	<i>30-jun-12</i>	113	14	0	0	<i>31-dec-12</i>	6,873	0	101	0
	<i>30-jun-13</i>	117	14	2	0	<i>30-jun-13</i>	10,807	187	115	0
Grid Modena S.r.l.	<i>30-jun-12</i>	63	0	0	0	<i>31-dec-12</i>	199	0	0	0
	<i>30-jun-13</i>	26	0	0	0	<i>30-jun-13</i>	103	0	0	0
Logistica Ospedaliera Soc. Cons. a r.l.	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	0	0	75	0
	<i>30-jun-13</i>	0	196	0	0	<i>30-jun-13</i>	0	0	120	0
Consorzio Imolese Pulizie soc.Cons. in liquidation	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	0	0	0	0
	<i>30-jun-13</i>	0	12	0	0	<i>30-jun-13</i>	138	36	60	0
Palazzo della Fonte S.c.p.a.	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	0	0	0	0
	<i>30-jun-13</i>	534	0	0	0	<i>30-jun-13</i>	486	0	0	0
Società Consortile	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	0	0	0	0

**ANNEXES**

<b>Associates</b>		<b>Revenues</b>	<b>Costs</b>	<b>Financial Income</b>	<b>Financial Expenses</b>		<b>Trade receivables</b>	<b>Financial assets</b>	<b>Trade payables</b>	<b>Financial liabilities and other</b>
Adanti Manutencoop in liquidation	<i>30-jun-13</i>	0	0	0	0	<i>30-jun-13</i>	36	0	12	0
Cons.Energia	<i>30-jun-12</i>	0	4	0	0	<i>31-dec-12</i>	0	0	0	0
Servizi Bologna	<i>30-jun-13</i>	0	0	0	0	<i>30-jun-13</i>	0	0	0	0
Soc.Cons. a r.l.										
Synchron Nuovo	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	1	0	0	0
San Gerardo S.p.A.	<i>30-jun-13</i>	0	0	0	0	<i>30-jun-13</i>	1	0	0	0
Perimetro Gestione	<i>30-jun-12</i>	214	0	0	0	<i>31-dec-12</i>	95	0	0	0
Proprietà Immobiliari Soc. Cons. p.A.	<i>30-jun-13</i>	251	0	0	0	<i>30-jun-13</i>	142	0	0	0

<b>Subsidiaries of Manutencoop Cooperativa</b>		<b>Revenues</b>	<b>Costs</b>	<b>Financial Income</b>	<b>Financial Expenses</b>		<b>Trade receivables</b>	<b>Financial assets</b>	<b>Trade payables</b>	<b>Financial liabilities and other</b>
Manutencoop Immobiliare S.p.A.	<i>30-jun-12</i>	110	1.049	0	0	<i>31-dec-12</i>	61	0	2	0
	<i>30-jun-13</i>	14	1.256	0	0	<i>30-jun-13</i>	25	0	125	0
Nugareto Società Agricola Vinicola S.r.l.	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	195	0	0	0
	<i>30-jun-13</i>	0	0	0	0	<i>30-jun-13</i>	0	0	0	0
Manutencoop Servizi Ambientali S.p.A.	<i>30-jun-12</i>	13	0	0	0	<i>31-dec-12</i>	36	0	0	0
	<i>30-jun-13</i>	16	1	0	0	<i>30-jun-13</i>	6	0	0	0
Sies S.r.l.	<i>30-jun-12</i>	28	0	0	0	<i>31-dec-12</i>	93	0	0	0
	<i>30-jun-13</i>	2	0	0	0	<i>30-jun-13</i>	95	0	0	0
Cerpac S.r.l. in liquidation	<i>30-jun-12</i>	0	0	0	0	<i>31-dec-12</i>	1	0	0	0
	<i>30-jun-13</i>	0	0	0	0	<i>30-jun-13</i>	1	0	0	0

<b>Associates of Manutencoop Cooperativa and other related parties</b>		<b>Revenues</b>	<b>Costs</b>	<b>Financial Income</b>	<b>Financial Expenses</b>		<b>Trade receivables</b>	<b>Financial assets</b>	<b>Trade payables</b>	<b>Financial liabilities and other</b>
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**ANNEXES**

Consorzio Karabak	<i>30-jun-12</i>	34	0	0	0	<i>31-dec-12</i>	15	0	2	0
Soc. Cooperativa	<i>30-jun-13</i>	31	0	0	0	<i>30-jun-13</i>	13	0	2	0
Consorzio Karabak	<i>30-jun-12</i>	1	0	0	0	<i>31-dec-12</i>	1	0	0	0
Tre Società	<i>30-jun-13</i>	1	0	0	0	<i>30-jun-13</i>	0	0	0	0
Cooperativa										
Consorzio Karabak	<i>30-jun-12</i>	2	0	0	0	<i>31-dec-12</i>	1	0	0	0
Due Società	<i>30-jun-13</i>	1	0	0	0	<i>30-jun-13</i>	1	0	0	0
Cooperativa										
Sacoa S.r.l.	<i>30-jun-12</i>	22	0	0	0	<i>31-dec-12</i>	142	0	18	0
	<i>30-jun-13</i>	27	16	0	0	<i>30-jun-13</i>	197	0	24	0

		<b>Revenues</b>	<b>Costs</b>	<b>Financial Income</b>	<b>Financial expenses</b>		<b>Trade receivables</b>	<b>Financial assets</b>	<b>Trade payables</b>	<b>Financial liabilities and other</b>
<b>Total related parties</b>	<i>30-jun-12</i>	8,479	37,451	147	78	<i>31-dec-12</i>	29,646	27,868	27,333	13,379
	<i>30-jun-13</i>	7,909	35,747	116	106	<i>30-jun-13</i>	31,675	28,709	31,231	7,801