

**INTERIM FINANCIAL REPORT  
AS AT SEPTEMBER 30, 2013**  
(Translation into English of the original Italian version)



JOINT-STOCK COMPANY - SHARE CAPITAL EURO 60,924,391.84  
MANTOVA COMPANY REGISTER AND TAX CODE 00607460201  
COMPANY SUBJECT TO POLICY GUIDANCE AND COORDINATION ON THE PART OF CIR S.p.A.  
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## **BOARD OF DIRECTORS' REPORT ON OPERATIONS AS AT SEPTEMBER 30, 2013**

During the first nine months of the year, Sogefi was able to achieve slightly higher revenues (+0.6%, +4.5% on a constant currency basis), while margins continued their upward trend started during the second quarter, with profitability improving significantly. This was made possible by a continued strategy of focusing on non-European countries, that now account for 35.8% of total Group revenues, up by 2.9 percentage points compared to the first nine months of 2012.

With regard to the overall performance of the automotive market during the first nine months of 2013, the increase in new registrations in North America (+5.7% compared to the first nine months of 2012), Mercosur (+2.6%) and China (13%) compensated for the slump in Europe (-4%).

In this scenario, the Sogefi Group recorded **Euro 1,010.6 million consolidated revenues** during the first nine months of the year, with a slight increase over the first nine months of 2012 (+0.6%).

This result was adversely affected by **exchange differences**. As a matter of fact, revenues would have recorded a **+4.5%** growth on a constant currency basis (**+9.6% during the third quarter alone**).

The largest contribution to growth during the nine months under review came from the **Engine Systems Business Unit**, with Euro 619.7 million revenues (+2.8%), Euro 203 million of which (+7%) generated during the third quarter alone. The **Suspension Components Business Unit** posted revenues of Euro 392.5 million (-2.8%), Euro 126.3 million of which earned during the third quarter 2013 (-2%), as it was hit more severely by slumping European markets.

One noteworthy fact is the continuing **growth recorded by the Group in North America**, with revenues close to Euro 140 million for the first nine months of the year (+20.8%), which now account for 13.7% of total Group sales revenues (2.3 percentage points up from last year). Particularly significant was **growth in Asia** as well, with revenues 31.4% higher than in the first nine months of 2012.

Lastly, the **Mercosur region** also recorded a **positive performance**, with revenue growth slightly outperforming the reference market at +2.8% in spite of the unfavourable effect of exchange rates.

In Europe Sogefi reported revenues of Euro 648.5 million, down 3.8% from last year, which

however are slightly better than market trends.

**Group net result** during the first nine months was **Euro 79.7 million, up +13%** compared to the first nine months of 2012. The driving factor was the **strong growth (+31.8%) recorded in the third quarter (Euro 28.4 million** compared to Euro 21.5 million), with an impact on revenues rising from 6.8% to 8.6%.

**Consolidated EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation)** for the first nine months was **Euro 108.4 million, up 9.8%** from Euro 98.7 million in the same prior year period. **Growth in the third quarter was 23.3% (Euro 37.2 million)** with impact on revenues basically stable at 11.3% compared to the second quarter and 1.8 percentage points better than in the third quarter 2012 (Euro 30.2 million).

**EBIT during the first nine months** was **Euro 65.8 million, up 24%** compared to the same prior year period (Euro 53 million). **Growth in the third quarter was 41.3% (up to Euro 22.5 million)** with an impact on revenues of 6.8%, namely 1.8 percentage points better than the third quarter 2012 (Euro 15.9 million with a 5% impact on revenues).

**Result before taxes and non-controlling interests** for the nine months **grew by 16.2%** from Euro 39 million in the previous year to **Euro 45.4 million**. The result for the third quarter amounts to Euro 14.8 million, up 29.3% from Euro 11.4 million in the previous year. The increase is all the more notable given that interest costs increased after debt was refinanced between late 2012 and early 2013 by negotiating new lines of credit at current market prices to replace those obtained before 2009.

The **consolidated net result** for the first nine months was **positive at Euro 23.8 million, 9.4% up** from Euro 21.7 million in the corresponding period of 2012, while impact on revenues showed an improvement over the same period of 2012 (up from 2.2% to 2.4%). Net result for the third quarter grew by 23.6% to **Euro 7.6 million**, with 2.3% margin of revenues as against 1.9% in the third quarter 2012 (Euro 6.1 million).

**Net financial indebtedness** as at September 30, 2013 was **Euro 339 million** (vs. Euro 341.1 million as at June 30, 2013 and Euro 295.8 million as at December 31, 2012). The result for the quarter was achieved despite larger investment (Euro 22.7 million, +12.3% compared to the third quarter of 2012) thanks to good operating performance and an optimisation of working capital.

As at September 30, 2013, **consolidated equity including non-controlling interests** was

**Euro 195.1 million** (vs. Euro 200.2 million as at December 31, 2012).

### **PERFORMANCE OF THE ENGINE SYSTEMS BUSINESS UNIT**

The Engine Systems Business Unit realised revenues of Euro 619.7 million, up 2.8% from Euro 602.7 million in the first nine months of 2012.

In line with the increase in revenues, economic results also improved significantly as follows:

- The Business Unit's consolidated operating result grew by 20.5% up to Euro 52.8 million, with an impact on revenues of 8.5%, namely 1.2 percentage points better than the first 9 months of 2012 (Euro 43.9 million, 7.3% of revenues);
- EBITDA increased by 16.1% to Euro 69.2 million (it accounts for 11.2% of revenues) as against Euro 59.6 million (9.9% of revenues) in the same 2012 period;
- At Euro 45.4 million, EBIT grew by 27.4%, with average margin at 7.3% of revenues improving by 1.4 percentage points as against 5.9% in the same 2012 period (Euro 35.7 million).

Workforce (including temporary workers and excluding employees subject to flexible arrangements) totalled 4,504 at the end of the first nine months of the year against 4,377 twelve months earlier.

### **PERFORMANCE OF THE SUSPENSION COMPONENTS BUSINESS UNIT**

The Suspension Components Business Unit posted revenues of Euro 392.5 million (-2.8%), Euro 126.3 million of which earned during the third quarter 2013 (-2%), as it was hit more severely by slumping European markets.

This Business Unit was able to achieve increased profitability despite declining sales revenues in the nine months under review:

- Consolidated operating result stands at Euro 32.3 million, 5.6% up with an impact on revenues that is 0.6 percentage points better than the 7.6% recorded during the first 9 months of 2012 (Euro 30.6 million);
- EBITDA increased by 2% to Euro 44.1 million (it accounts for 11.2% of revenues) as against Euro 43.2 million (10.7% of revenues) in the same 2012 period;
- At Euro 27.8 million, EBIT grew by 16.6%, with average margin at 7.1% of revenues improving by 1.2 percentage points as against 5.9% in the same 2012 period (Euro 23.8 million).

At the end of the first nine months of 2013, workforce (as defined above for the Engine Systems Business Unit) totalled 2,888 employees, as against 2,831 employees at the end of September 2012.

#### **PERFORMANCE OF THE HOLDING COMPANY SOGEFI S.p.A.**

The **Holding Company Sogefi S.p.A.** realised a **net profit** of Euro 21.8 million, compared to Euro 13.3 million in the first nine months of 2012. The increase mainly comes from a higher dividend flow from subsidiaries, which was partly offset by rising net financial expense.

#### **DISCLOSURES PURSUANT TO ARTT. 70 AND 71 OF CONSOB RULES FOR ISSUERS**

Under a resolution of the Board of Directors of October 23, 2012, the Company adopted the simplified procedure provided for by artt. 70, paragraph 8 and art. 71, paragraph 1-bis of Consob Regulation issued under Consob Resolution no. 11971 of May 14, 1999 as amended, and made use of the exemption from the obligation to publish the information documents required for significant transactions consisting in mergers, spin-offs, capital increases by means of the conferral of assets in kind, takeovers and transfers.

#### **OUTLOOK FOR OPERATIONS**

A slight growth of the global automotive market is forecast for the whole year 2013, with manufacture remaining at the current low levels in Europe in the fourth quarter, continued stability in North American markets and Asia, and more moderate growth in Latin America.

In this scenario, Sogefi will pursue its mid-term development strategy through the following actions:

- continuing to expand the internationalisation of the Group;
- carrying on the group's integration process;
- enhancing the efficiency improvement measures, which may involve higher restructuring costs during the last portion of the year.

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(in millions of Euro)

ASSETS	09.30.2013	12.31.2012 (*) (**)
CURRENT ASSETS		
Cash and cash equivalents	102.9	85.2
Other financial assets	7.1	8.2
<i>Working capital</i>		
Inventories	150.3	148.6
Trade receivables	180.0	155.2
Other receivables	9.4	9.1
Tax receivables	22.1	21.8
Other assets	5.7	3.5
<i>TOTAL WORKING CAPITAL</i>	<i>367.5</i>	<i>338.2</i>
TOTAL CURRENT ASSETS	477.5	431.6
NON-CURRENT ASSETS		
Fixed Assets		
Land	15.5	15.7
Property, plant and equipment	218.8	231.2
Other tangible fixed assets	4.8	5.4
<i>Of wich: leases</i>	<i>7.6</i>	<i>5.2</i>
Intangible assets	258.6	239.6
TOTAL FIXED ASSETS	497.7	491.9
OTHER NON-CURRENT ASSETS		
Investments in joint ventures	0.3	0.3
Other financial assets available for sale	0.5	0.5
Long term trade receivables	-	-
Financial receivables	-	-
Other receivables	30.3	30.2
Deferred tax assets	59.1	60.2
TOTAL OTHER NON-CURRENT ASSETS	90.2	91.2
TOTAL NON-CURRENT ASSETS	587.9	583.1
NON-CURRENT ASSETS HELD FOR SALE	-	-
TOTAL ASSETS	1,065.4	1,014.7

(\*) Certain values for the year 2012 were revised after the application of the amendment to IAS 19 – Employee Benefits.

(\*\*) Amounts as at December 31, 2012 also include a re-exposure of € 23.4 million from “Other receivables” current assets to “Other receivables” non current assets.

<b>LIABILITIES</b>	<b>09.30.2013</b>	<b>12.31.2012 (*) (***)</b>
<b>CURRENT LIABILITIES</b>		
Bank overdrafts and short-term loans	11.5	8.4
Current portion of medium/long-term financial debts and other loans	-	-
<i>Of which: leases</i>	73.9	89.6
TOTAL SHORT-TERM FINANCIAL DEBTS	1.1	0.8
Other short-term liabilities for derivative financial instruments	85.4	98.0
TOTAL SHORT-TERM FINANCIAL DEBTS AND DERIVATIVE FINANCIAL INSTRUMENTS	0.1	1.0
Trade and other payables	85.5	99.0
Tax payables	294.3	282.0
Other current liabilities	9.9	12.2
	5.8	8.8
<b>TOTAL CURRENT LIABILITIES</b>	<b>395.5</b>	<b>402.0</b>
<b>NON-CURRENT LIABILITIES</b>		
<b>MEDIUM/LONG TERM FINANCIAL DEBTS AND DERIVATIVE FINANCIAL INSTRUMENTS</b>		
Financial debts to bank	223.0	267.8
Other medium/long-term financial debts	120.6	8.7
<i>Of which: leases</i>	7.0	4.9
TOTAL MEDIUM/LONG-TERM FINANCIAL DEBTS	343.6	276.5
Other medium/long term financial liabilities for derivative financial instruments	20.0	13.7
<b>TOTAL MEDIUM/LONG-TERM FINANCIAL DEBTS AND DERIVATIVE FINANCIAL INSTRUMENTS</b>	<b>363.6</b>	<b>290.2</b>
<b>OTHER LONG-TERM LIABILITIES</b>		
Long-term provisions	70.7	80.7
Other payables	0.2	0.3
Deferred tax liabilities	40.3	41.3
<b>TOTAL OTHER LONG-TERM LIABILITIES</b>	<b>111.2</b>	<b>122.3</b>
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>474.8</b>	<b>412.5</b>
<b>SHAREHOLDERS' EQUITY</b>		
Share capital	60.8	60.7
Reserves and retained earnings (accumulated losses)	91.1	91.3
Group net profit (loss) for the period	23.8	28.4
<b>TOTAL SHAREHOLDERS' EQUITY ATTRIBUTABLE TO THE HOLDING COMPANY</b>	<b>175.7</b>	<b>180.4</b>
Non-controlling interests	19.4	19.8
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>195.1</b>	<b>200.2</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>1,065.4</b>	<b>1,014.7</b>

(\*) Certain values for the year 2012 were revised after the application of the amendment to IAS 19 – Employee Benefits.  
(\*\*\*) Amounts as at December 31, 2012 also include a re-exposure of € 25.9 million from “Trade and other current payables” to “Longterm provisions” for better posting the relevant liability.

## CONSOLIDATED INCOME STATEMENT FROM 1.1.2013 TO 30.09.2013

(in millions of Euro)

	Period 01.01 – 09.30.2013		Period 01.01 – 09.30.2012 (*)		Change	
	Amount	%	Amount	%	Amount	%
Sales revenues	1,010.6	100.0	1,005.1	100.0	5.5	0.6
Variable cost of sales	704.3	69.7	705.3	70.2	(1.0)	(0.1)
<b>CONTRIBUTION MARGIN</b>	<b>306.3</b>	<b>30.3</b>	<b>299.8</b>	<b>29.8</b>	<b>6.5</b>	<b>2.2</b>
Manufacturing and R&D overheads	101.4	10.0	102.7	10.3	(1.3)	(1.4)
Depreciation and amortization	42.8	4.2	44.0	4.4	(1.2)	(2.7)
Distribution and sales fixed expenses	29.9	3.0	29.6	2.9	0.3	1.1
Administrative and general expenses	52.5	5.2	52.9	5.2	(0.4)	(0.8)
<b>OPERATING RESULT</b>	<b>79.7</b>	<b>7.9</b>	<b>70.6</b>	<b>7.0</b>	<b>9.1</b>	<b>13.0</b>
Restructuring costs	1.9	0.2	3.0	0.3	(1.1)	(36.9)
Losses (gains) on disposal	(1.6)	(0.2)	(0.6)	(0.1)	(1.0)	-
Exchange losses (gains)	2.8	0.3	(0.2)	-	3.0	-
Other non-operating expenses (income)	10.8	1.1	15.4	1.5	(4.6)	(29.0)
<b>EBIT</b>	<b>65.8</b>	<b>6.5</b>	<b>53.0</b>	<b>5.3</b>	<b>12.8</b>	<b>24.0</b>
Financial expenses (income), net	20.4	2.0	14.0	1.4	6.4	45.9
Losses (gains) from equity investments	-	-	-	-	-	0.0
<b>RESULT BEFORE TAXES AND NON-CONTROLLING INTERESTS</b>	<b>45.4</b>	<b>4.5</b>	<b>39.0</b>	<b>3.9</b>	<b>6.4</b>	<b>16.2</b>
Income taxes	19.0	1.9	15.0	1.5	4.0	26.6
<b>NET RESULT BEFORE NON-CONTROLLING INTERESTS</b>	<b>26.4</b>	<b>2.6</b>	<b>24.0</b>	<b>2.4</b>	<b>2.4</b>	<b>9.6</b>
Loss (income) attributable to non-controlling interests	(2.6)	(0.2)	(2.3)	(0.2)	(0.3)	(11.3)
<b>GROUP NET RESULT</b>	<b>23.8</b>	<b>2.4</b>	<b>21.7</b>	<b>2.2</b>	<b>2.1</b>	<b>9.4</b>

(\*) Certain values for the year 2012 were revised after the application of the amendment to IAS 19 – Employee Benefits.

## CONSOLIDATED NET FINANCIAL POSITION

(in millions of Euro)

	09.30.2013	12.31.2012	09.30.2012
A. Cash	102.9	85.2	79.1
B. Other cash at bank and on hand ( included held-to-maturity investments )	7.1	8.2	6.5
C. Financial instruments held for trading	-	-	-
<b>D. Liquid funds (A) + (B) + (C)</b>	<b>110.0</b>	<b>93.4</b>	<b>85.6</b>
<b>E. Current financial receivables</b>	<b>0.1</b>	<b>-</b>	<b>-</b>
F. Current payables to banks	(11.5)	(8.4)	(7.4)
G. Current portion of non-current indebtedness	(73.9)	(89.6)	(253.6)
H. Other current financial debts	(0.1)	(1.0)	(1.4)
<b>I. Current financial indebtedness (F) + (G) + (H)</b>	<b>(85.5)</b>	<b>(99.0)</b>	<b>(262.4)</b>
<b>J. Current financial indebtedness, net (I) + (E) + (D)</b>	<b>24.6</b>	<b>(5.6)</b>	<b>(176.8)</b>
K. Non-current payables to banks	(223.0)	(267.8)	(126.5)
L. Bonds issued	(110.0)	-	-
M. Other non-current financial debts	(30.6)	(22.4)	(21.9)
<b>N. Non-current financial indebtedness (K) + (L) + (M)</b>	<b>(363.6)</b>	<b>(290.2)</b>	<b>(148.4)</b>
<b>O. Net indebtedness (J) + (N)</b>	<b>(339.0)</b>	<b>(295.8)</b>	<b>(325.2)</b>
Non-current financial receivables	-	-	-
<b>Financial indebtedness, net including non-current financial receivables</b>	<b>(339.0)</b>	<b>(295.8)</b>	<b>(325.2)</b>



## CONSOLIDATED CASH FLOW STATEMENT

(in millions of Euro)

	September 30, 2013	December 31, 2012	September 30, 2012
SELF-FINANCING	58.7	89.2	67.6
Change in net working capital	(23.8)	22.1	(10.4)
Other medium/long-term assets/liabilities	(1.1)	(1.2)	(0.7)
<b>CASH FLOW GENERATED BY OPERATIONS</b>	<b>33.8</b>	<b>110.1</b>	<b>56.5</b>
Sale of equity investments	-	-	-
Net decrease from sale of fixed assets	1.5	3.4	0.1
<b>TOTAL SOURCES</b>	<b>35.3</b>	<b>113.5</b>	<b>56.6</b>
Increase in intangible assets	35.9	39.2	27.1
Purchase of tangible assets	23.6	45.2	31.0
Purchase of equity investments	-	-	-
<b>TOTAL APPLICATION OF FUNDS</b>	<b>59.5</b>	<b>84.4</b>	<b>58.1</b>
Net financial position of subsidiaries purchased/sold during the period	-	-	-
Exchange differences on assets/liabilities and equity	0.2	(1.4)	(0.6)
<b>FREE CASH FLOW</b>	<b>(24.0)</b>	<b>27.7</b>	<b>(2.1)</b>
Holding Company increases in capital	0.6	0.1	(1.2)
Net purchase of treasury share	-	(1.4)	-
Increase in share capital of consolidated subsidiaries	-	0.2	0.3
Dividends paid by the Holding Company to shareholders	(14.7)	(14.7)	(14.7)
Dividends paid by subsidiaries to non-controlling interests	(2.6)	(2.5)	(2.5)
<b>CHANGES IN SHAREHOLDERS' EQUITY</b>	<b>(16.7)</b>	<b>(18.3)</b>	<b>(18.1)</b>
Change in fair value derivative instruments	(2.5)	(5.4)	(5.2)
<b>Change in net financial position</b>	<b>(43.2)</b>	<b>4.0</b>	<b>(25.4)</b>
<b>Opening net financial position</b>	<b>(295.8)</b>	<b>(299.8)</b>	<b>(299.8)</b>
<b>CLOSING NET FINANCIAL POSITION</b>	<b>(339.0)</b>	<b>(295.8)</b>	<b>(325.2)</b>

## CONSOLIDATED INCOME STATEMENT FOR THE THIRD QUARTER

(in millions of Euro)

	Period 07.01 – 09.30.2013		Period 07.01 – 09.30.2012 (*)		Change	
	Amount	%	Amount	%	Amount	%
Sales revenues	328.9	100.0	318.2	100.0	10.7	3.3
Variable cost of sales	228.1	69.4	224.6	70.6	3.5	1.6
<b>CONTRIBUTION MARGIN</b>	<b>100.8</b>	<b>30.6</b>	<b>93.6</b>	<b>29.4</b>	<b>7.2</b>	<b>7.6</b>
Manufacturing and R&D overheads	32.0	9.7	31.5	9.9	0.5	1.2
Depreciation and amortization	14.6	4.5	14.2	4.5	0.4	3.0
Distribution and sales fixed expenses	9.6	2.9	9.4	2.9	0.2	2.0
Administrative and general expenses	16.2	4.9	17.0	5.3	(0.8)	(4.4)
<b>OPERATING RESULT</b>	<b>28.4</b>	<b>8.6</b>	<b>21.5</b>	<b>6.8</b>	<b>6.9</b>	<b>31.8</b>
Restructuring costs	0.4	0.1	1.6	0.5	(1.2)	(72.2)
Losses (gains) on disposal	-	-	-	-	-	-
Exchange losses (gains)	1.8	0.6	(0.4)	(0.1)	2.2	509.6
Other non-operating expenses (income)	3.7	1.1	4.4	1.4	(0.7)	(19.7)
<b>EBIT</b>	<b>22.5</b>	<b>6.8</b>	<b>15.9</b>	<b>5.0</b>	<b>6.6</b>	<b>41.3</b>
Financial expenses (income), net	7.7	2.3	4.5	1.4	3.2	71.4
Losses (gains) from equity investments	-	-	-	-	-	-
<b>RESULT BEFORE TAXES AND NON-CONTROLLING INTERESTS</b>	<b>14.8</b>	<b>4.5</b>	<b>11.4</b>	<b>3.6</b>	<b>3.4</b>	<b>29.3</b>
Income taxes	6.4	2.0	4.7	1.5	1.7	37.3
<b>NET RESULT BEFORE NON-CONTROLLING INTERESTS</b>	<b>8.4</b>	<b>2.5</b>	<b>6.7</b>	<b>2.1</b>	<b>1.7</b>	<b>23.8</b>
Loss (income) attributable to non-controlling interests	(0.8)	(0.2)	(0.6)	(0.2)	(0.2)	(26.4)
<b>GROUP NET RESULT</b>	<b>7.6</b>	<b>2.3</b>	<b>6.1</b>	<b>1.9</b>	<b>1.5</b>	<b>23.6</b>

(\*) Certain values for the year 2012 were revised after the application of the amendment to IAS 19 – Employee Benefits.

## **CONTENT AND FORMAT OF THE CONSOLIDATED FINANCIAL STATEMENTS**

### **1. INTRODUCTION**

The consolidated Interim financial report as at September 30, 2013, which has not been externally audited, has been prepared in compliance with International Accounting Standards (IAS/IFRS) and to this end, the financial statements of consolidated investee companies have been appropriately reclassified and adjusted.

The interim financial report has been drawn up in accordance with the provisions of art. 154-ter, paragraph 5 of Legislative Decree no. 58 of 2/24/98 (Consolidated Law on Finance) and subsequent amendments. Therefore, the provisions of the international accounting standard regarding interim financial information (IAS 34 "Interim financial reporting") have not been adopted.

### **2. CONSOLIDATION PRINCIPLES**

Consolidation is performed on a line-by-line basis. The criteria adopted for the application of this method have not changed with respect to those used as at December 31, 2012.

### **3. ACCOUNTING STANDARDS APPLIED**

The accounting standards applied in the preparation of the financial statements as at September 30, 2013 are the same as those applied to the financial statements as at December 31, 2012, the one exception being the amendment to IAS 19 "Employee Benefits", which has been adopted for the first time in the year 2013. This amendment eliminates the option to defer the recognition of gains and losses, known as the "corridor method", and requires all actuarial gains and losses to be booked to "Other comprehensive income" immediately, so that the full net amount of the provisions for the defined benefits (net of plan assets) is recognised in the consolidated financial position. The amendment further requires any changes in the defined benefit provision and plan assets over the previous period to be subdivided into three components: the cost components of work performed during the reporting period must be recognised in the Income Statement as service costs; net interest costs calculated by applying the appropriate discount rate to the opening net balance of defined benefit provision net of assets must be booked to Income Statement as net financial expenses and the actuarial gains and losses resulting from the remeasurement of assets and liabilities must be booked to "Other comprehensive income". In addition, the return on assets included in net interest costs must be

calculated using the discount rate applicable to liabilities and no longer the expected return on the assets.

In accordance with IAS 8 “Accounting Policies, Changes in Accounting Estimates and Errors”, the amendment was applied retrospectively adjusting Shareholders' equity as at December 31, 2012 for the amount of Euro 15 million (net of tax effect) and income statement as at September 30, 2012 for the amount of Euro 0.7 million (net of tax effect).

## COMMENTS ON THE FINANCIAL STATEMENTS

The change in Group's consolidated shareholders' equity and in total shareholders' equity is as follows:

(in millions of Euro)	Consolidated shareholders' equity - Group	Capital and reserves pertaining to non-controlling interests	Total Group and non-controlling shareholders' equity
Balance at December 31, 2012 (*)	180.4	19.8	200.2
Paid share capital increase	0.6	-	0.6
Dividends	(14.7)	(2.6)	(17.3)
Currency translation differences and other changes	(14.4)	(0.4)	(14.8)
Net result for the period	23.8	2.6	26.4
Balance at September 30, 2013	175.7	19.4	195.1

(\*) Certain values for the year 2012 were revised after the application of the amendment to IAS 19 – Employee Benefits.

Revenues amounted to Euro 1,010.6 million, slightly up compared to the first nine months of 2012 (+0.6%). This result was adversely affected by exchange differences. As a matter of fact, revenues would have recorded a +4.5% growth on a constant currency basis (+9.6% during the third quarter alone).

The breakdown of revenues by business area is as follows:

(in millions of Euro)	Period		Period		Change	
	01.01 – 09.30.2013		01.01 – 09.30.2012			
	Amount	%	Amount	%	Amount	%
Engine systems	619.7	61.3	602.7	59.9	17.0	2.8
Suspension components	392.5	38.8	403.9	40.2	(11.4)	(2.8)
Intercompany eliminations	(1.6)	(0.1)	(1.5)	(0.1)	(0.1)	1.5
<b>TOTAL</b>	<b>1,010.6</b>	<b>100.0</b>	<b>1,005.1</b>	<b>100.0</b>	<b>5.5</b>	<b>0.6</b>

The breakdown of revenues by geographical area is as follows:

(in millions of Euro)	Period		Period		Change	
	01.01 – 09.30.2013		01.01 – 09.30.2012			
	Amount	%	Amount	%	Amount	%
Europe	648.5	64.2	674.0	67.1	(25.5)	(3.8)
Mercosur	177.2	17.5	172.4	17.2	4.8	2.8
NAFTA	138.8	13.7	114.9	11.4	23.9	20.8
Asia	42.5	4.2	32.3	3.2	10.2	31.4
Rest of the World	3.6	0.4	11.5	1.1	(7.9)	(68.5)
<b>TOTAL</b>	<b>1,010.6</b>	<b>100.0</b>	<b>1,005.1</b>	<b>100.0</b>	<b>5.5</b>	<b>0.6</b>

At the end of the first nine months of 2013, the Sogefi Group's **workforce** was **6,840**, compared to 6,735 as at December 31, 2012.

	09.30.2013	12.31.2012	09.30.2012
Managers	107	111	116
Clerical staff	1,855	1,821	1,826
Blue collar workers	4,878	4,803	4,785
<b>TOTAL</b>	<b>6,840</b>	<b>6,735</b>	<b>6,727</b>

Milan, October 22, 2013

THE BOARD OF DIRECTORS

**DECLARATION PURSUANT TO ART. 154 BIS, PARAGRAPH 2, LEGISLATIVE DECREE  
NO. 58/1998**

**Subject: Interim financial report as at September 30, 2013**

The undersigned, Mr. Giancarlo Coppa - Manager responsible for preparing the Company's financial reports -

declares

pursuant to paragraph 2 of article 154-bis of the Consolidated Law on Finance that the accounting information contained in this document corresponds to the document results, books and accounting records.

Milan, October 22, 2013

SOGEFI S.p.A.  
(Giancarlo Coppa)