MITTEL S.p.A.

Registered office in Milan - Piazza A. Diaz 7
Share Capital EUR 87.907.017 fully paid-in
Listed in the Milan Register of Companies at no. 00742640154
www.mittel.it

Interim report on operations as at 30 June 2013 (from 1 October 2012 to 30 June 2013)

128th company year

Contents

This document is available on the website: www.mittel.it

Corporate bodies

Board of Directors
Chairman
Franco Dalla Sega
Deputy Chairman
Romain C. Zaleski (b)
Chief Executive Officer
Arnaldo Borghesi (b)
Directors
Enrico Benaglio (d) (e)
Maria Vittoria Bruno (a) (c)
Giorgio Franceschi (b)
Stefano Gianotti (a) (d)
Giambattista Montini (a)
Giuseppe Pasini (a)
Duccio Regoli (a) (c) (d)
Massimo Tononi (c)
General Manager
Maurizia Squinzi
Manager responsible for preparing the Company's financial reports
Pietro Santicoli

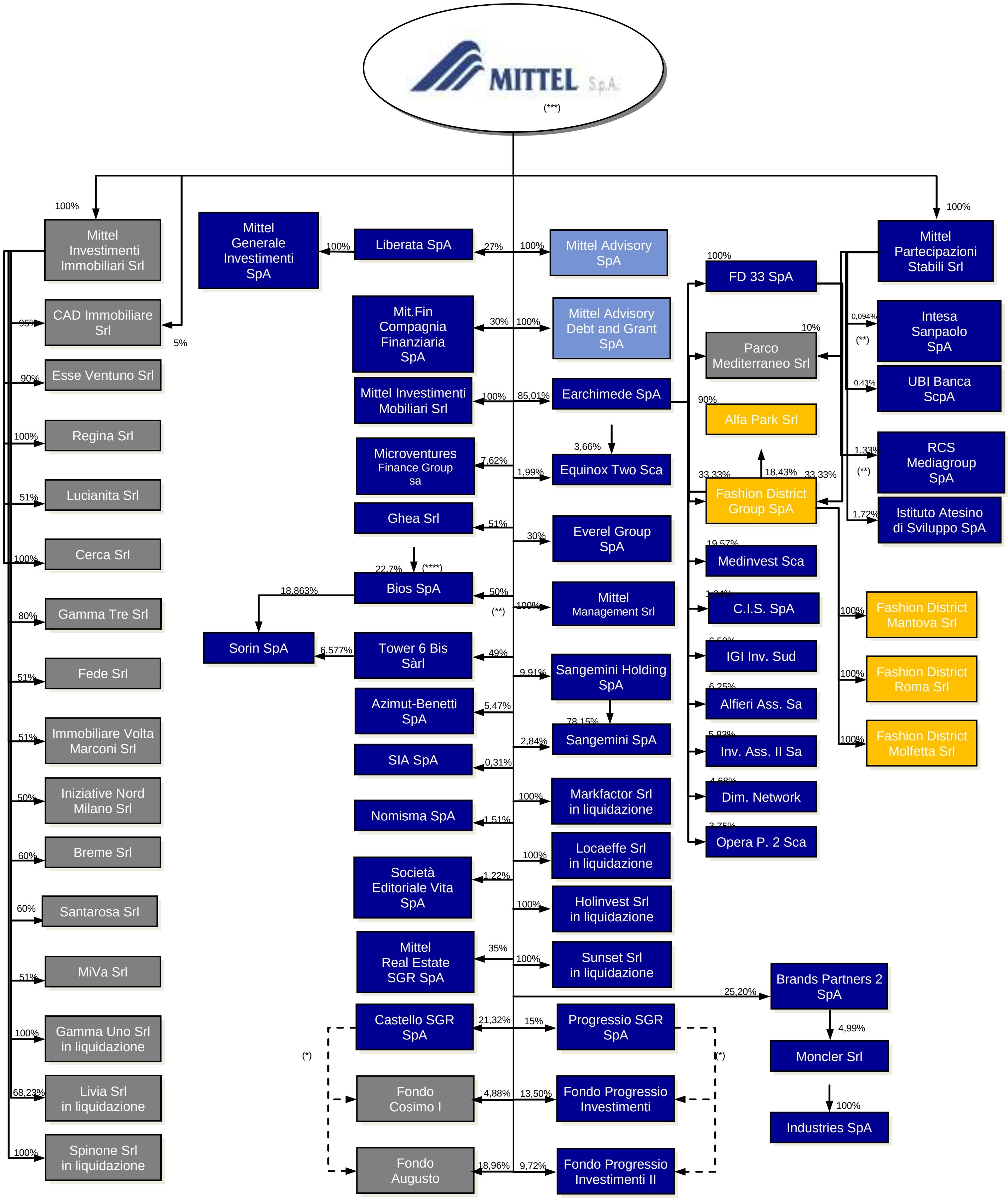
Board of Statutory Auditors
Standing auditors
Giovanni Brondi – Chairman
Maria Teresa Bernelli
Simone Del Bianco
Alternate auditors
Roberta Crespi
Giulio Tedeschi

Independent Auditors
Deloitte & Touche S.p.A.

(a) Independent Director
(b) Member of the Executive Committee
(c) Member of the Internal Control Committee
(d) Member of the Remuneration Committee
(e) Director co-opted on 29 April 2013

The duration of the company shall be until 31 December 2020, as stated in art. 4 of the Articles of Association.

Group structure
as at 30 July 2013



Real Estate

Investments and Private Equity

Advisory services and Grants Finance

Fixed Investments

(*) Asset Management services

(**) on Ordinary Share Capital

(***) Earchimede holds 17,414% of Mittel S.p.A. ordinary shares

(****) On Total Share Capital including preferred shares

INTRODUCTION

This Interim Report on Operations of the Mittel Group as at 30 June 2013, not subject to an audit, was drafted in compliance with international accounting standards (IAS/IFRS,) mandatory from 2005 for the preparation of the consolidated financial statements of Issuers of shares listed on regulated European markets.
The Interim Report on Operations was drafted according to art. 154-ter, paragraph 5 of Legislative Decree no.58 of 24 February 1998 and subsequent amendments (Consolidated Law on Finance (TUF)). Therefore, the provisions of IAS 34 ("Interim Financial Reporting") were not adopted.
The data set out in this Interim Report on Operations are stated in thousands of Euro, unless indicated otherwise.

Comparability of the consolidated income statement with the corresponding period in the previous year following the transfer of Mittel Generale Investimenti S.p.A..

Consistent with the strategic objective of reducing credit granting activities, in 2011/2012, Mittel S.p.A. transferred the entire share capital of Mittel Generale Investimenti S.p.A. ("MGI") to Liberata S.p.A. for a price of EUR 75 million. Liberata S.p.A is 36,5% owned by Istituto Atesino di Sviluppo S.p.A. ("ISA"), 36,5% owned by Fondazione Cassa di Risparmio di Trento e Rovereto ("Fondazione CARITRO") and 27% owned by Mittel S.p.A., of which it is therefore an associate.

Following the sale and pursuant to IFRS 5 ("*Assets Held for Sale and Discontinued Operations*"), MGI's business is represented in the comparative income statement as at 30 June 2012 of this interim report on operations as discontinued operations.

Group performance

Dear Shareholders,

the consolidated economic result of the Mittel Group for the first nine months of the year 1.10.2012 - 30.09.2013 (128th year from the foundation of Mittel S.p.A.), posted a consolidated loss of EUR 15,8 million, compared to a consolidated loss of EUR 0,3 million in the corresponding period of the previous year and a consolidated loss of EUR 17,9 million for the entire 2011-2012 period.

It should be noted that the previous year benefitted from dividends (EUR 2,6 million) and the recognition of the pertinent portion of profit realised by the investee Brands Partners 2 S.p.A. (EUR 16,2 million) following the transfer of 8,51% of the share capital of Moncler S.r.l.. The first nine months of the year 2011–2012, net of the aforementioned component, would have recorded a Group loss of EUR 19,6 million.

Shareholders' equity pertaining to the Group, including the result for the period, totalled EUR 323,5 million as at 30 June 2013, compared to EUR 351,8 million in the corresponding period of the previous year and EUR 342,0 million as at 30 September 2012. Consolidated shareholders' equity includes the valuation reserve which books to shareholders' equity the variations in the fair value measurement of financial instruments classified as available for sale as at the reporting date, and amounted to EUR 21,4 million.

The consolidated economic result of the Mittel Group for the third quarter of the year 1.10.2012 - 30.09.2013 posted a consolidated loss of EUR 6,5 million, compared to a consolidated loss of EUR 13,9 million in the corresponding period of the previous year.

Financial highlights of the Mittel Group

Economic summary

The economic, equity and financial tables below are shown in reclassified form with respect to those contained in subsequent paragraphs, in order to highlight certain intermediate results and the equity and financial aggregates deemed most significant for understanding the Group's operating performances. These amounts, even though not provided for by IFRS/IAS, are supplied in compliance with the indications in Consob Communication no. 6064293 of 28 July 2006 and CESR Recommendation dated 3 November 2005 (CESR/05-178b).

This interim report on operations contains several financial ratios, deriving from financial statement tables, which provide an overview of the Group's economic, equity and financial performances, both in terms of the change with respect to comparative historical data and the incidence on other values for the same period. Details of economic items not taken directly from the financial statements, and comments and evaluations, also help to better qualify the trends in the different values.

Main economic, financial and equity figures of the Group

(Thousands of Euro)	30.06.2013	30.06.2012	30.09.2012
Revenues	**43.515**	**51.780**	**66.078**
Purchases, provision of services, sundry costs	(38.300)	(43.662)	(58.491)
Personnel costs	(7.543)	(7.311)	(9.625)
Operating costs	**(45.843)**	**(50.973)**	**(68.116)**
Income (expenses) from investments	3.556	6.016	6.240
Operating margin (EBITDA)	**1.228**	**6.823**	**4.202**
EBITDA %	*2,82%*	*13,18%*	*6,36%*
Amortisation/depreciation, allocations and adjustments to non-current assets	(10.526)	(10.525)	(22.756)
Value adjustments to financial assets and investments	(6.565)	(3.136)	(9.826)
Share of income (loss) of investments	(47)	17.168	18.076
Operating result (EBIT)	**(15.911)**	**10.330**	**(10.305)**
EBIT %	*(36,56)%*	*19,95%*	*(15,59)%*
Income (loss) from financial management	155	(3.947)	(4.519)
Income (loss) from trading of financial assets	(851)	(2.881)	(1.750)
Income (loss) before taxes	(16.606)	3.502	(16.574)
Taxes	(1.197)	(211)	214
Income (loss) from continuing operations	**(17.804)**	**3.291**	**(16.360)**
Income (loss) from discontinued operations	130	(5.957)	(5.748)
Net income (loss) for the year	**(17.674)**	**(2.666)**	**(22.108)**
Income (loss) pertainig to minority interests	1.892	2.410	4.187
Income (loss) pertainig to the Group	**(15.782)**	**(256)**	**(17.921)**

- Revenues: the item includes revenues, other income and the change in real estate inventories and amounted to EUR 43,5 million, compared to EUR 51,8 million as at 30 June 2012, marking a decrease totalling EUR 8,3 million (down 16,02% compared to the same period in the previous year). This decrease is mainly due to the fall in revenues, amounting to EUR 7,9 million, concerning the real estate sector, the decrease in other income, totalling EUR 2,5 million, comprised of the recognition of contingent assets during the previous year amounting to EUR 2,0 million and the decrease in the turnover of the Fashion District Group to EUR 2,0 million, partly offset by the increase in real estate inventories amounting to EUR 2,5 million and the increase in revenues generated by the activities performed by Mittel Advisory S.p.A., amounting to EUR 1,5 million and not present in the previous year. The item revenues from property sales is down compared to the same period in the previous year, mainly due to the negative economic situation which affected the construction sector in particular, already adversely impacted by the increase in taxes following the introduction of the IMU (Municipal Property Tax).

- Operating costs: the item includes costs for purchases, costs for services, other costs and personnel costs and amounted to EUR 45,8 million, compared to EUR 51,0 million as at 30 June 2012, marking a decrease totalling EUR 5,2 million (down 10,20% compared to the same period in the previous year). This decrease is mainly due to the EUR 3,3 million fall in costs for purchases compared to the same period in the previous year, as a result of minor purchase costs incurred by the real estate sector and a decrease of EUR 2,5 million in other costs, partly offset by an increase in costs for services (up EUR 0,5 million) and personnel costs (up EUR 0,2 million). As regards the latter, it should be noted that staff numbers increased by an average of 13, mainly as a result of the acquisition of Borghesi Advisory S.r.l. (now Mittel Advisory S.p.A.) occurred on 11 January 2013;

- Operating margin (EBITDA): amounted to EUR 1,2 million, compared to a positive EUR 6,8 million as at 30 June 2012, marking a decrease of EUR 5,6 million compared to the corresponding period in the previous year. It should be noted that, in the previous year, EBIT benefitted from dividends of EUR 2,6 million deriving from the Fondo Progressio Investimenti following the transfer of 8,51% of the share capital of Moncler S.r.l.;

- Operating result (EBIT): was a negative EUR 15,9 million compared to a positive result of EUR 10,3 million as at 30 June 2012, marking a decrease of EUR 26,2 million; this reduction is due not only to the above reasons, but the decrease of EUR 16,2 million deriving from the recognition of the pertinent portion of profit realised in the corresponding period in the previous year by the investee Brands Partners 2 S.p.A. following the transfer of 8,51% of the share capital of Moncler S.r.l. (transfer took place in October 2011);

- Income (loss) from discontinued operations: amounted to a positive EUR 0,1 million, compared to a negative EUR 6,0 million as at 30 June 2012. It should be noted that in the 1 October 2011 - 30 June 2012 period, said item included (i) the combined effect of operating expenses of EUR 9,5 million, deriving from the alignment to the realisable value of the loan portfolio of ex-subsidiary Mittel Generale Investimenti S.p.A., involved in the transfer as part of the sale of the latter to Liberata S.p.A. and (ii) the profit for the 1 October 2011 - 30 June 2012 period of EUR 3,5 million, recorded by Mittel Generale Investimenti S.p.A..

Main financial and equity figures of the Group

(Thousands of Euro)	**30.06.2013**	**30.09.2012**
Intangible assets	29.889	21.751
Property, plant and equipment	140.209	147.376
Investments	48.021	39.099
Non-current financial assets	251.156	300.220
Non-current assets (liabilities) held for sale	-	2.356
Provisions for risks, employee severance indemnity and employee benefits	(4.000)	(6.011)
Other non-current assets (liabilities)	(1.914)	(1.570)
Tax assets (liabilities)	(10.977)	(9.701)
Net working capital (*)	117.152	100.869
Net invested capital	**569.536**	**594.389**
Shareholders' equity	(331.471)	(342.009)
Non controlling interests	(56.172)	(55.525)
Total shareholders' equity	**(387.644)**	**(397.534)**
Net financial position	**(181.892)**	**(196.855)**

(*) comprised of the sum of sundry receivables (payables) and other current assets (liabilities)

Intangible assets amounted to EUR 29,9 million, compared to EUR 21,8 million in the previous year, marking an increase of EUR 8,1 million. These refer to the intangible assets with an indefinite life (EUR 21,8 million), relating to the value assigned to the authorisation licences to carry out retail trade activities via the concentration of points of sale for outlet use in a purpose built extra-urban commercial complex (factory outlet village), located in the province of Mantua and in Molfetta; while the remaining EUR 8,1 million (increase in the period) is attributable mainly to the temporary allocation of goodwill (EUR 8,0 million) generated as a result of the purchase, on 11 January 2013, of 100% of the share capital of the financial consultancy company Borghesi Advisory S.r.l. (now Mittel Advisory S.p.A.) for a consideration of EUR 4.750.000 in cash, on closing of the transaction, and 2,5 million Mittel S.p.A. shares.

Property, plant and equipment totalled EUR 140,2 million compared to EUR 147,4 million in 2011-2012, representing a decrease of EUR 7,2 million, attributable primarily to the depreciation of the properties owned by the subsidiary Fashion District Group S.p.A., relating to the Mantua and Molfetta outlets.

Investments amounted to EUR 48,0 million, marking an increase of EUR 8,9 million in the half. The increase is primarily due to the higher value of the Bios S.p.A. investment (EUR 15,5 million), marking an increase of EUR 6,1 million, and Tower 6 Bis S.à r.l. (EUR 20,2 million), up by EUR 2,9 million; both increases reflect the higher value of the asset Sorin S.p.A. held by the two companies.

Non-current financial assets amounted to EUR 251,2 million, marking a decrease of EUR 49,0 million. The decrease is essentially due to the reclassification, from non-current to current, of certain receivables from loans, due to the approaching contractual expiry (less than 12 months) and their consequent recognition in the net financial position.

Other assets held for sale, amounting to EUR 2,4 million as at 30 September 2012, relate to the total net amount of the assets of the investee Mittel Real Estate SGR S.p.A. (MiRe SGR S.p.A.). These were no longer present as at 30 June 2013, given that a stake of 65% in MiRe SGR S.p.A. was transferred on 8 March 2013, 50% to Vantu S.p.A. and 15% to Fintrading S.p.A. respectively, for a total consideration of roughly EUR 1,8 million. It should be pointed out that Vantu S.p.A. is a company controlled by the heirs of the deceased Angelo Rovati, who was a Director of Mittel S.p.A. and Chairman of MiRe SGR S.p.A. and of Mittel Management S.r.l..

Provisions for risks, employee severance indemnity and employee benefits amounted to EUR 4,0 million, marking a decrease of EUR 2,0 million attributable to the settlement, with the Italian Inland Revenue, of tax liabilities, as per the settlement report dated 23 January 2013, signed with the Direzione Provinciale I di Milano (Milan Provincial Tax Commission) regarding the tax assessment notices issued to former subsidiary Mittel Generale Investimenti S.p.A. for the 2004-2005 and 2005-2006 tax years, within the competence of Mittel S.p.A. due to the full guarantee given in the sale of all of Mittel Generale Investimenti S.p.A.. This settlement involved the recognition of the liability settled under the item sundry payables and other current liabilities which, in the present reclassification, appear under net working capital.

The item other non-current net liabilities amounted to EUR 1,9 million, marking an increase of EUR 0,3 million. The item mainly includes the advance received for the transfer of a piece of land located in the Municipality of Naples.

The item tax liabilities amounted to EUR 11,0 million, marking an increase of EUR 1,3 million. This item is attributable to the sum of current and non-current tax assets amounting to EUR 23,3 million and current and non-current tax liabilities totalling EUR 34,3 million. Non-current prepaid tax assets, which amounted to EUR 7,5 million, relate predominantly due to the consolidation of the Fashion District Group, while the item current tax assets (EUR 15,8 million), is made up primarily of receivables due from the tax authorities (EUR 12,4 million) deriving from tax withholdings and payments on account made as of today relating to Mittel S.p.A. and deriving from National Tax Consolidation – former Hopa S.p.A.. Non-current deferred tax liabilities, which totalled EUR 32,8 million, are composed of the temporary differences between the book values and the tax values of operating properties and other fixed assets (EUR 28,8 million), and mainly of the valuation performed on the basis of IAS 39 of financial assets and liabilities (EUR 4,0 million).

Net working capital amounted to EUR 117,2 million, marking an increase of EUR 16,3 million. The item net working capital is composed of the value of real estate inventories of EUR 127,0 million (EUR 117,6 million in the financial statements as at 30 September 2012) and the algebraic sum of sundry receivables and other current assets totalling EUR 23,7 million (EUR 18,2 million in the financial statements 30 September 2012) and sundry payables and other current liabilities amounting to EUR 33,5 million (EUR 35,0 million in the financial statements as at 30 September 2012).

Shareholders' equity pertaining to the Group amounted to EUR 331,5 million, marking a decrease of EUR 10,5 million (EUR 342,0 million in the financial statements as at 30 September 2012), while minority interests came to EUR 56,2 million, marking an increase of EUR 0,7 million (EUR 55,5 million in the financial statements as at 30 September 2012). Total shareholders' equity amounted to EUR 387,6 million, marking a decrease of EUR 9,9 million (EUR 397,5 million in the financial statements as at 30 September 2012). The decrease in shareholders' equity pertaining to the Group, not only includes the negative result for the period (EUR 15,8 million), but includes the valuation reserve which mainly recognises an increase related to the higher value of Sorin S.p.A. shares for EUR 8,9 million (held via Bios S.p.A. and Tower 6 Bis S.à r.l.) and to the effect of the payment from Borghesi Advisory S.r.l. (now Mittel Advisory S.p.A.) through the use of treasury shares for EUR 3,2 million, and a decrease connected to the impairment of RCS Mediagroup S.p.A. shares (EUR 6,2 million).

The net financial position amounted to a negative EUR 181,9 million, marking an improvement of EUR 15,0 million compared to the figure as at 30 September 2012. In particular, payables due to the banking system fell by around EUR 8 million, against an increase of EUR 18,9 million in current financial receivables and a reduction of EUR 14,5 million in other cash equivalents, of which EUR 6,6 million relates to cash and cash equivalents and EUR 7,9 million to the decrease in receivables classified under current financial receivables in the financial statements; they are classified in this item to reflect the fact that the receivables can readily be converted to a known amount of cash, with no risk of a change in the value.

Statement relating to the net financial position

(Thousands of Euro)	**30.06.2013**	**30.09.2012**	**30.06.2012**
Cash	49	14	135
Other cash equivalents	11.208	25.678	34.490
Securities held for trading	5	-	11.810
Current liquidity	**11.261**	**25.692**	**46.435**
Current financial receivables	**56.732**	**37.819**	**94.373**
Bank payables	(228.500)	(236.405)	(406.968)
Other financial payables	(21.386)	(23.961)	(13.070)
Financial debt	**(249.886)**	**(260.366)**	**(420.039)**
Net financial position	**(181.892)**	**(196.855)**	**(279.231)**

The item other cash equivalents as at 30 June 2013 includes EUR 2,9 million in receivables classified under current financial receivables in the financial statements; this inclusion reflects the fact that the receivables can readily be converted to a known amount of cash, with no risk of a change in the value (as at 30 September 2012, this item amounted to EUR 10,9 million). The improvement in the net financial position of EUR 15,0 million compared to 30 September 2012 is mainly due to the positive effect of the reclassification of certain financial receivables from non-current to current as their contractual expiry will soon be less than 12 months.

Significant events in the third quarter of the year 2012-2013

On 10 April 2013, Brands Partners 2 S.p.A., following the resolution of the shareholders' meeting on 13 March 2013, distributed a total of EUR 1,2 million to holders of equity instruments, reducing the retained earnings reserve. In respect of said resolution, Mittel S.p.A. collected around EUR 0,8 million.

On 10 April 2013, in the name and on behalf of its wholly-owned subsidiary Mittel Partecipazioni Stabili S.r.l., Mittel S.p.A. undertook, in respect of RCS MediaGroup S.p.A., to exercise the option rights held by said entity in relation to the planned recapitalisation of the investee and, therefore, to fully subscribe its entire portion of the share capital increase.

On 19 April 2013, the Mittel Group and Roland Berger Strategy Consultants signed a strategic partnership with the objective of developing the Rexelera private equity fund, focussing on the restructuring and turnaround of Italian industrial companies. The Rexelera Fund has a collection target of EUR 300 million, which will be given to leading financial institutions, foundations, pension funds and other Italian and foreign institutional investors, and will be promoted and managed by Mittel Management S.r.l., an advisory company of the Mittel Group dedicated to the direct offering of private equity investment management services. The Rexelera Fund adopts a general approach, geared primarily towards the Italian manufacturing sector and excludes investments in start-ups, companies operating in the real estate sector, unethical sectors, etc.

Director Mr. Angelo Rovati, who joined the Mittel Group in 2009, and who had held various roles on the Boards of Directors of certain Group companies, and who was appointed Director of Mittel S.p.A. on 27 March 2012, passed away on 19 April 2013. The Group fondly remembers Angelo Rovati and is grateful for the highly valuable professional and personal contribution he made in an enthusiastic and friendly manner.
On 23 April 2013, Mittel S.p.A. received the resignation of Director Enrico Zobele, effective as of the same date.

On 29 April 2013, the ordinary shareholders' meeting of Mittel S.p.A., in line with the announcement to the market by means of the press release circulated on 19 March 2013, and mentioned in the previous paragraph, resolved the authorisation for the purchase of a maximum of 17.059.155 ordinary treasury shares with a nominal value of EUR 1,00 each, to be completed through a public exchange offer pursuant to art. 144-bis, paragraph 1, letter a) of Consob Regulation no. 1197/1999.
On 29 April 2013, the Board of Directors resolved the issuing of a bond pursuant to and in accordance with art. 2410 of the Italian Civil Code, in line with the announcement to the market by means of the press release circulated on 19 March 2013, whose details are summarised in the previous paragraph.

On 29 April 2013, Mittel S.p.A.'s Board of Directors acknowledged the resignation of Giampiero Pesenti from the position of Director and, subsequently, from the role of Chairman of the Remuneration Committee. The Board of Directors co-opted Mr. Enrico Benaglio as Director, Head of Investments and Interests at Italmobiliare S.p.A..
Mr. Enrico Benaglio was appointed a new member of the Remuneration Committee, replacing Giampiero Pesenti, a committee which, at said date, is composed of Mr. Stefano Gianotti (Chairman), Mr. Duccio Regoli and Mr. Enrico Benaglio.

On 14 June 2013, Mittel S.p.A. announced that Consob, on 13 June 2013, approved the Prospectus relating to the public subscription offer and the simultaneous admittance to listing on the Mercato Telematico delle Obbligazioni e dei Titoli di Stato (Screen-based bond market), organised and managed by Borsa Italiana S.p.A..
The Prospectus was published on the website of the Placement Manager (Equita SIM S.p.A.) and of the Placement Agents and, together with additional documentation on the offer and listing, including therein the Loan Regulations, on the websites of Borsa Italiana S.p.A. and Mittel S.p.A. (www.mittel.it, in the dedicated section "Public Subscription Offer of Bonds").
The notice of publication of the Offer Document was published, according to art. 38, paragraph 2 of the Issuers' Regulation, on 15 June 2013 in the nationally circulated daily newspaper "Milano Finanza".

On 17 June 2013, Mittel S.p.A. launched the voluntary partial public exchange on own ordinary shares, promoted on 29 April 2013, pursuant to and in accordance with art. 102, paragraph 1, of Legislative Decree no. 58 of 24 February 1998, as subsequently amended and supplemented (Consolidated Law on Finance (TUF)) and art. 37 of the Issuers' Regulation, regarding a maximum of 17,059,155 shares, with consideration in Mittel bonds ("OPSC" - public exchange offer) and the public subscription offer of a maximum of 57,059,155 Mittel bonds ("OPSO" - public subscription offer) deriving from said bond loan.

Significant events after 30 June 2013
On 2 July 2013, in the name and on behalf of wholly-owned subsidiary Mittel Partecipazioni Stabili S.r.l., which, at the reference date, held a stake in RCS MediaGroup S.p.A. equal to 1,28% of ordinary share capital, Mittel S.p.A. communicated the exercise of 1.408.881 option rights on 1.408.881 ordinary shares tied to the Block Voting Shareholders Agreement and Consultation which entitle the company to subscribe 4.226.643 ordinary RCS shares for a total investment of EUR 5.219.904,11.

On 5 July 2013, Mr. Mauro Gambaro was appointed as Chairman of the Board of Directors of Mittel Management S.r.l., a company wholly-owned by Mittel, responsible for the management of private equity investments.

On 5 July 2013, Mittel S.p.A. communicated the conclusion of the OPSC: given that the subscriptions to the OPSC involved a lower quantity of shares than the maximum of 17.059.155 ordinary Mittel shares, the company stated that the "pro-rata" distribution procedure described in the offer document would not be applied, but that all 14.767.258 ordinary Mittel shares offered for the OPSC would be recalled, for a total value (calculated on the basis of the nominal value of the Bonds offered for exchange) of EUR 25.842.701,50.

On 8 July 2013, Mittel communicated that, with reference to the OPSO, requests were received for 51.178.144 bonds, equal to around 4,5 times the Quantity Offered. In consideration of the high number of

subscriptions received, Mittel S.p.A. communicated that it had availed itself, in agreement with the Placement Manager, of the right to increase the total maximum nominal value of the OPSO to EUR 73.977.219,75 (increase including the so-called clawback mechanism).
A total of 42.272.697 bonds were assigned, of which 29.205.000 bonds as part of the Public Offer and 13.067.697 bonds as part of the Institutional Offer. As regards the 29.205.000 bonds assigned to the Public Offer, a total of 7.995.000 bonds were assigned to ordinary public requests for subscriptions to the Minimum Lot and 21.210.000 bonds assigned to ordinary public requests for subscriptions to the Increased Minimum Lot.
The bonds involved in the OPSO were offered and issued at a price equal to 98,500% of their nominal value ("Offer Price"). The bonds accrue interest, from the Loan Use Date (12 July 2013) to the Loan Expiry Date (12 July 2019), at the gross definitive fixed annual nominal rate (the "Nominal Interest Rate") of 6,000%.
The gross effective annual rate of return on expiry of the Bonds involved in the OPSO, (i) calculated on the basis of the Nominal Interest Rate of the Bonds of 6,000% and the Offer Price equal to 98,500% of the nominal value of said Bonds and (ii) assuming that the Issuer does not make any early redemption of the Bonds, is equal to 6,304%.
The amount of expenses relating to the OPSO amounted to around EUR 3,1 million.

On 8 July 2012, Mittel communicated that, on the date of closure of the OPSC, a total of 14.786.458 ordinary Mittel shares were offered, equal to 16,821% of the Issuer's share capital and 86,678% of the ordinary Mittel shares involved in the OPSC, for a total value (calculated on the basis of the nominal value of the bonds offered for exchange) equal to EUR 25.876.301,50. These definitive figures required the provisional results communicated on 5 July 2013 to be revised upwards. The residual bonds offered for exchange were used to increase the OPSO, based on the above (so-called clawback mechanism).

The Bonds paid during the OPSC have the same characteristics as the bonds involved in the OPSO and, therefore, accrue interest, from the Loan Use Date (12 July 2013) to the Loan Expiry Date (12 July 2019), at the gross definitive fixed annual nominal rate (the "Nominal Interest Rate") of 6,000%.
The gross annual rate of return on expiry of the Bonds offered for exchange, (i) calculated on the basis of the Nominal Interest Rate and of the issue price of the Bonds offered for exchange equal to 100% of the nominal value and (ii) assuming that the Issuer does not make any early redemption, is equal to 6,000%, and, therefore, coincides with the Nominal Interest Rate.

The Bonds were listed on the MOT from 12 July 2013.

During the OPSC Subscription Period, Mittel did not carry out any direct or indirect purchases of ordinary Mittel shares outside of the OPSC.
After the OPSC, taking account of the 522.248 treasury shares corresponding to 0,594% of the share capital of Mittel S.p.A. already held in the portfolio, Mittel S.p.A. holds 15.308.706 treasury shares corresponding to 17,415% of its share capital.
The total nominal value of the Bonds issued in service of the OPSC and OPSO amounted to EUR 99.853.521,25, with the issuing of 57.059.155 Bonds with a nominal value of EUR 1,75 each.

On 23 July 2013, following the press release transmitted by MediaGroup S.p.A. for the purposes of the certification of the performance of the share capital increase, resolved by the extraordinary shareholders' meeting of said entity on 30 May 2013, Mittel Partecipazioni Stabili S.r.l., after the share capital increase, holds 1,33% of share capital with voting rights and 1,06% of existing share capital.

Business outlook for the year

In a still recessionary economic and financial market situation, persisting throughout 2013, which constitutes the context in which the Mittel Group operates, an essentially balanced EBITDA is forecast for the current year; this result does not include any extraordinary transactions and/or the effect of fair value measurements of assets.

Transactions with related parties of the Group

In terms of transactions with related counterparties identified on the basis of art. 2359 of the Italian Civil Code and IAS 24, it should be noted that, in the first nine months of 2012-2013, transactions were entered into with said counterparties as part of ordinary Group operations and that no atypical and unusual transactions were carried out. All transactions were performed on arm’s length basis and refer:

- to the supply of general and administrative services between the Group companies;
- to intercompany loan relationships and surety obligations;
- to the purchase/sale of securities and investments between Group companies;
- to the intercompany transfer of IRES (corporate income tax)/VAT receivables;
- to the issuing of guarantees from Group companies to investees.

In particular, as regards the most significant related party transactions, it should be noted that, on 10 January 2013, the Board of Directors of Mittel S.p.A. approved the acquisition of 100% of the share capital of financial consultancy company Borghesi Advisory S.r.l. (now Mittel Advisory S.p.A.) for a consideration di EUR 4.750.000 in cash and 2,5 million Mittel S.p.A. shares. The operation was completed on 11 January 2013, by means of a notarial deed. The agreed consideration is consistent with the fair value range of Borghesi Advisory S.r.l. (now Mittel Advisory S.p.A.), expressed by the independent advisors appointed by the Board of Directors of Mittel S.p.A. to issue a fairness opinion. Mr. Borghesi was confirmed as Chairman of Mittel Advisory S.p.A., committing himself to maintaining said office for at least 5 years. In consideration of the office of Managing Director of Mittel S.p.A. covered by Mr. Borghesi, the transaction qualifies as a related party transaction pursuant to the related party transaction procedure of Mittel S.p.A.. Therefore, the transaction was subject to the prior approval of the Related Party Committee which, at the meeting of the Board of Directors of the Parent Company, held on 10 January, expressed a favourable opinion regarding the company’s interest in completing the transaction and on the convenience and substantive correctness of the associated conditions. Lastly, given that the transaction did not exceed the materiality thresholds, it qualifies as a related party transaction of “lesser importance” pursuant to art. 3 of the aforementioned procedure and therefore, did not require the publication of any information document (Consob Regulation no. 17221 of 12 March 2010 and subsequently amended by means of resolution no. 17389 of 23 June 2010).

Transactions with related parties other than Group companies

Other transactions with related parties other than Group companies refer to:

- activities connected with Group treasury services performed by associate Mittel Generale Investimenti S.p.A.;
- billing of administrative and consultancy services, falling under ordinary operations, by associate Mittel Generale Investimenti S.p.A. and Mittel S.p.A. to natural persons and companies falling within the wider definition of related parties.

All transactions with related parties were conducted on an arm’s length basis and, therefore, there are no atypical and unusual transactions to report.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
(amounts in thousands of Euro)

	30.06.2013	30.09.2012
Non-current assets		
Intangible assets	29.889	21.751
Property, plant and equipment	140.209	147.376
Investments accounted for using the equity method	48.021	39.099
Financial receivables	118.369	156.971
Other financial assets	132.787	143.249
Sundry receivables and other assets	282	330
Prepaid tax assets	7.498	9.456
Total non-current assets	**477.055**	**518.232**
Current assets		
Property inventories	127.011	117.641
Financial receivables	59.674	48.621
Other financial assets	5	-
Tax assets	15.808	16.581
Sundry receivables and other assets	23.687	18.214
Cash and cash equivalents	8.314	14.890
Total current assets	**234.499**	**215.947**
Assets held for sale	-	2.550
Total assets	**711.554**	**736.729**
Shareholders' equity		
Share capital	87.907	87.907
Share premium	53.716	53.716
Treasury shares	(1.452)	(9.875)
Reserves	207.082	228.182
Profit (loss) for the year	(15.782)	(17.921)
Shareholders' equity pertaining to the Group	**331.471**	**342.009**
Non controlling interests	56.172	55.525
Total shareholders' equity	**387.643**	**397.534**
Non-current liabilities		
Financial payables	111.565	109.923
Other financial liabilities	83	402
Provisions for personnel	2.232	1.501
Deferred tax liabilities	32.827	34.998
Provisions for risks and charges	1.769	4.510
Sundry payables and other liabilities	2.196	1.900
Total non-current liabilities	**150.672**	**153.234**
Current liabilities		
Financial payables	134.315	142.992
Other financial liabilities	3.923	7.049
Tax liabilities	1.456	740
Sundry payables and other liabilities	33.546	34.985
Total current liabilities	**173.240**	**185.766**
Liabilities held for sale	-	195
Total shareholders' equity and liabilities	**711.555**	**736.729**

CONSOLIDATED INCOME STATEMENT
(amounts in thousands of Euro)

	3 months 01/04/2013 30.06.2013	9 months 01/10/2012 30.06.2013	3 months 01/04/2012 30.06.2012	9 months 01/10/2011 30.06.2012	12 months 01/10/2011 30.09.2012
Revenues	10.675	30.572	13.685	38.896	47.071
Other income	775	2.370	1.555	4.824	3.908
Variations in property inventories	2.507	10.572	1.598	8.059	15.098
Costs for purchases	(2.156)	(9.700)	(3.398)	(12.977)	(19.937)
Costs for services	(8.146)	(24.236)	(7.213)	(23.744)	(32.044)
Personnel costs	(2.693)	(7.543)	(2.968)	(7.311)	(9.625)
Other costs	(880)	(4.364)	(1.797)	(6.941)	(6.510)
Dividends	1.145	1.881	1.709	6.016	6.081
Profit (loss) from management of financial activities and investments	479	1.674	-	-	159
Gross operating margin (EBITDA)	**1.706**	**1.228**	**3.171**	**6.823**	**4.202**
Amortisation and value adjustments to intangible assets	(3.521)	(10.500)	(3.532)	(10.533)	(18.899)
Allocations to the provision for risks	-	(25)	9	9	(3.857)
Value adjustments to financial assets and receivables	(4.843)	(6.565)	136	(3.136)	(9.826)
Share of income (loss) of investments accounted for using the equity method	(42)	(47)	254	17.168	18.076
Operating result (EBIT)	**(6.700)**	**(15.911)**	**37**	**10.330**	**(10.305)**
Financial income	3.244	9.181	1.727	6.641	9.075
Financial expenses	(3.098)	(9.025)	(3.555)	(10.588)	(13.594)
Profit (loss) from trading of financial assets	611	(851)	(1.165)	(2.881)	(1.750)
Income (loss) before taxes	**(5.943)**	**(16.606)**	**(2.957)**	**3.502**	**(16.574)**
Income taxes	(922)	(1.197)	(1.752)	(211)	214
Income (loss) from continuing operations	**(6.865)**	**(17.804)**	**(4.709)**	**3.291**	**(16.360)**
Income (loss) from assets held for sale	(160)	130	(9.863)	(5.957)	(5.748)
Profit (loss) for the year	**(7.025)**	**(17.674)**	**(14.571)**	**(2.666)**	**(22.108)**
Attributable to:					
Income (loss) pertaining to non controlling interests	490	1.892	659	2.410	4.187
Income (loss) pertaining to the Group	**(6.535)**	**(15.782)**	**(13.912)**	**(256)**	**(17.921)**

Consolidation principles

Consolidation is performed using the line-by-line method. The criteria adopted for the application of said method remained unchanged with respect to those used as at 30 September 2012. The consolidated interim report on operations as at 30 June 2013, as with the consolidated financial statements as at 30 September 2012, derive from the consolidation, at said dates, of the accounting positions and the financial statements of Parent Company Mittel and all direct and indirect subsidiaries, jointly controlled companies or associates. Asset and liabilities relating to the companies which are expected to be disposed of are reclassified under asset and liability items set aside to highlight said operations.

Accounting standards applied

The accounting standards applied to draft the interim report on operations as at 30 June 2013 are the same as those applied to the financial statements as at 30 September 2012, to which reference should be made for more details.

Area of consolidation

The consolidated financial statements are prepared on the basis of the accounting situations as at 30 June 2013 drafted by the respective consolidated companies, adjusted, where necessary, in order to align these to the Group classification criteria and accounting standards compliant with IFRS.

The area of consolidation as at 30 June 2013 is as follows:

Company name	Office / Country	Consolidation method	Investment relationship			
			Participating company	Direct interest %	Direct availability of votes - %	Total interest %
Parent Company						
Mittel S.p.A.						
A. Companies fully consolidated						
Direct subsidiaries:						
1 Mittel Partecipazioni Stabili S.r.l.	Milano	Integrale	Mittel S.p.A.	100.00%	100.00%	100.00%
2 Mittel Investimenti Mobiliari S.r.l.	Milano	Integrale	Mittel S.p.A.	100.00%	100.00%	100.00%
3 Mittel Advisory Debt and Grant S.p.A. (già Mittel Corporate Finance S.p.A.)	Milano	Integrale	Mittel S.p.A.	100.00%	100.00%	100.00%
4 Mittel Investimenti Immobiliari S.r.l.	Milano	Integrale	Mittel S.p.A.	100.00%	100.00%	100.00%
5 Mittel Advisory S.p.A.	Milano	Integrale	Mittel S.p.A.	100.00%	100.00%	100.00%
6 Mittel Management S.r.l.	Milano	Integrale	Mittel S.p.A.	100.00%	100.00%	100.00%
7 CAD Immobiliare S.r.l.	Milano	Integrale	Mittel S.p.A. - MII S.r.l.	100.00%	100.00%	100.00%
8 Locaeffe S.r.l. in liquidazione	Brescia	Integrale	Mittel S.p.A.	100.00%	100.00%	100.00%
9 Markfactor S.r.l. in liquidazione	Brescia	Integrale	Mittel S.p.A.	100.00%	100.00%	100.00%
10 Sunset S.r.l. in liquidazione	Brescia	Integrale	Mittel S.p.A.	100.00%	100.00%	100.00%
11 Holinvest S.r.l. in liquidazione	Milano	Integrale	Mittel S.p.A.	100.00%	100.00%	100.00%
12 Earchimede S.p.A.	Milano	Integrale	Mittel S.p.A.	85.01%	85.01%	85.01%
13 Ghea S.r.l.	Milano	Integrale	Mittel S.p.A.	51.00%	51.00%	51.00%
Indirect subsidiaries:						
14 Cerca S.r.l.	Milano	Integrale	MII S.r.l.	100.00%	100.00%	100.00%
15 Spinone S.r.l. in liquidazione	Milano	Integrale	MII S.r.l.	100.00%	100.00%	100.00%
16 Gamma Uno S.r.l. in liquidazione	Milano	Integrale	MII S.r.l.	100.00%	100.00%	100.00%
17 Regina S.r.l.	Milano	Integrale	MII S.r.l.	100.00%	100.00%	100.00%
18 Esse Ventuno S.r.l.	Milano	Integrale	MII S.r.l.	90.00%	90.00%	90.00%
19 Gamma Tre S.r.l.	Milano	Integrale	MII S.r.l.	80.00%	80.00%	80.00%
20 Livia S.r.l. in liquidazione	Milano	Integrale	MII S.r.l.	68.23%	68.23%	68.23%
21 Breme S.r.l.	Milano	Integrale	MII S.r.l.	60.00%	60.00%	60.00%
22 Santarosa S.r.l.	Milano	Integrale	MII S.r.l.	60.00%	60.00%	60.00%
23 Fede S.r.l.	Milano	Integrale	MII S.r.l.	51.00%	51.00%	51.00%
24 Immobiliare Volta Marconi S.r.l.	Milano	Integrale	MII S.r.l.	51.00%	51.00%	51.00%
25 Lucianita S.r.l.	Milano	Integrale	MII S.r.l.	51.00%	51.00%	51.00%
26 MiVa S.r.l.	Milano	Integrale	MII S.r.l.	51.00%	51.00%	51.00%
27 FD33 S.p.A.	Brescia	Integrale	Earchimede S.p.A.	100.00%	100.00%	85.01%
28 Fashion District Group S.p.A.	Brescia	Integrale	Earchimede S.p.A. - FD33 S.p.A.	66.66%	66.66%	56.67%
29 Fashion District Roma S.r.l.	Brescia	Integrale	Fashion District Group	100.00%	100.00%	56.67%
30 Fashion District Molfetta S.r.l.	Brescia	Integrale	Fashion District Group	100.00%	100.00%	56.67%
31 Fashion District Mantova S.r.l.	Brescia	Integrale	Fashion District Group	100.00%	100.00%	56.67%
32 Parco Mediterraneo S.r.l.	Brescia	Integrale	FD33 – Fashion District G	100.00%	100.00%	59.50%
B. Companies consolidated using the equity method						
Direct associates:						
1 Bios S.p.A.	Milano	Patrimonio netto (*)	Mittel S.p.A.	50.00%	50.00%	50.00%
2 Tower 6 Bis S.à r.l.	Lussemburgo	Patrimonio netto	Mittel S.p.A.	49.00%	49.00%	49.00%
3 Mittel Real Estate SGR S.p.A.	Milano	Patrimonio netto	Mittel S.p.A.	35.00%	35.00%	35.00%
4 Everel Group S.p.A.	Verona	Patrimonio netto	Mittel S.p.A.	30.00%	30.00%	30.00%
5 Mit.Fin. SpA	Milano	Patrimonio netto	Mittel S.p.A.	30.00%	30.00%	30.00%
6 Liberata S.p.A.	Milano	Patrimonio netto	Mittel S.p.A.	27.00%	27.00%	27.00%
7 Brands Partners 2 S.p.A.	Milano	Patrimonio netto	Mittel S.p.A.	25.20%	25.20%	25.20%
8 Castello SGR S.p.A.	Milano	Patrimonio netto	Mittel S.p.A.	21.32%	21.32%	21.32%
9 Chase Mittel Capital Holding II NV in liquidazione	Antille Olandesi	Patrimonio netto	Mittel S.p.A.	21.00%	21.00%	21.00%
Indirect associates:						
10 Mittel Generale Investimenti SpA	Milano	Patrimonio netto	Liberata S.p.A.	100.00%	100.00%	27.00%
11 Iniziative Nord Milano S.r.l.	Milano	Patrimonio netto (*)	MII S.r.l.	50.00%	50.00%	50.00%

(*) Investment subject to joint control

Main criteria adopted for the definition of the area of consolidation and in the application of the investment valuation principles

The Group consolidation area includes investments in associates if the investor holds a stake of more than 20%, given that said percentage presumes the recognition of a significant influence by the investor, understood as the investor’s ability to determine the financial and management decisions of the investee without having control of it except where, in the presence of said shareholding, the non-existence of a significant influence can be clearly demonstrated.

Investments in associates defined in this way are valued according to the equity method.

Main changes in the area of consolidation with respect to the previous year.

The area of consolidation as at 30 June 2013 showed no changes with respect to that outlined in the consolidated half-yearly financial report as at 31 March 2013 to which reference should be made.

Certification of the consolidated interim report on operations as at 30 June 2013 pursuant to art. 81-ter of Consob Regulation no. 11971 of 14 May 1999 and subsequent amendments and additions

The undersigned Arnaldo Borghesi, Managing Director and Pietro Santicoli, Manager responsible for preparing the company financial reports of Mittel S.p.A., also taking into account the provisions of art. 154-bis, paragraphs 3 and 4 of Legislative Decree no. 58 of 24 February 1998, attest to the adequacy of the characteristics of the company and the effective application of administrative and accounting procedures for the preparation of the consolidated interim report on operations as at 30 June 2013.

It is also certified that the consolidated interim report on operations as at 30 June 2013:

a) was drafted in compliance with the international accounting standards recognised in the European Union pursuant to regulation (EC) no. 1606/2002 of the European Parliament and Council of 19 July 2002;
b) corresponds to the book results and accounting records;
c) provides a true and fair view of the equity, economic and financial situation of the issuer and of the group of consolidated companies.

The consolidated interim report on operations includes a reliable analysis of the references to significant events which occurred in the first nine months of the year and their impact on the balance sheet and income statement. The consolidated interim report on operations also includes a reliable analysis of information on significant related party transactions.

Milan, 30 July 2013

The Managing Director

Arnaldo Borghesi

The Manager responsible for preparing the company's financial reports

Pietro Santicoli