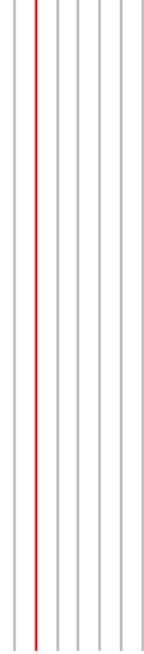




SEA GROUP  
2015 HALF-YEAR REPORT





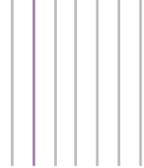
**SEA GROUP**  
**2015 HALF-YEAR REPORT**



The SEA Group's focus on environmental protection, through the adoption of targeted initiatives, has significantly reduced direct and indirect CO<sub>2</sub> emissions.

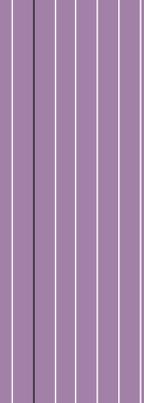


SEA - Società per Azioni Esercizi Aeroportuali  
Milan Linate Airport – 20090 Segrate, Milan  
Tax Code and Milan Companies Registration Office No. 00826040156  
Milan REA no.: 472807 – Share Capital: Euro 27,500,000 fully paid-in  
[www.seamilano.eu](http://www.seamilano.eu)

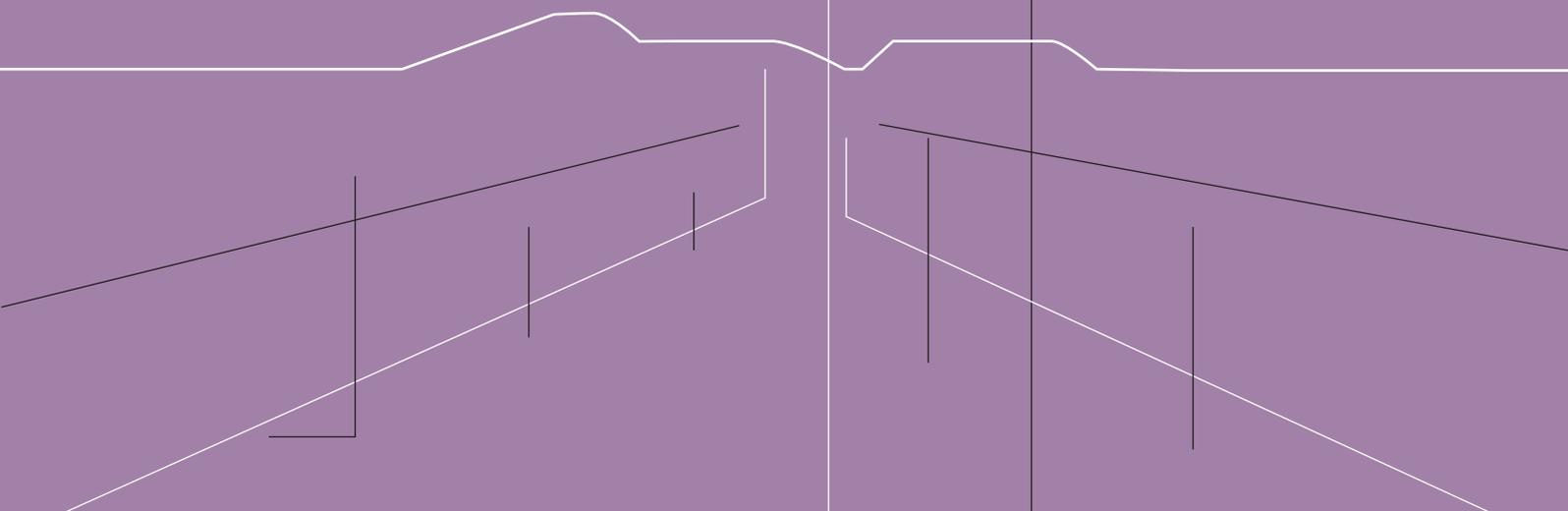


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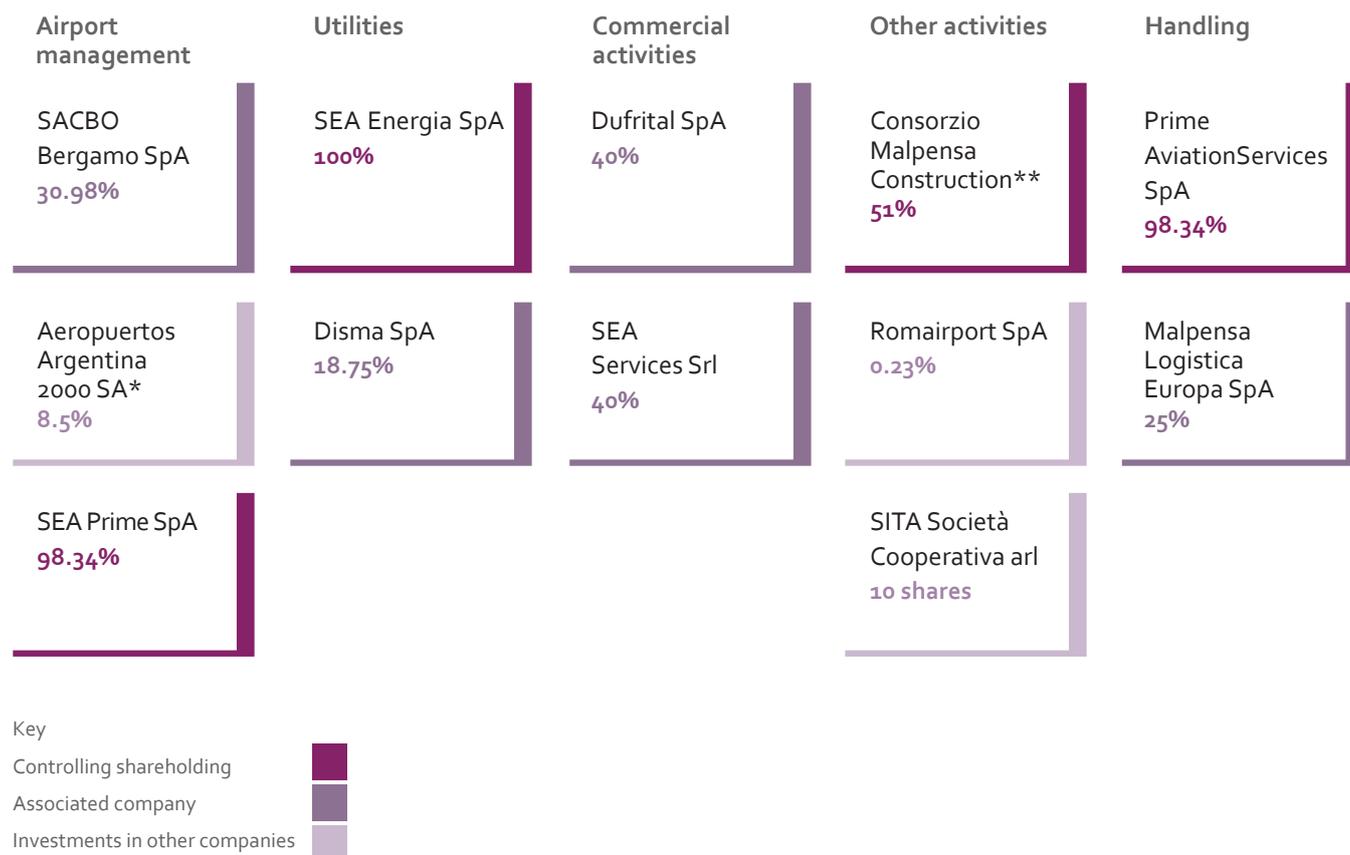


# GENERAL INFORMATION



## THE SEA GROUP – GROUP STRUCTURE AT JUNE 30, 2015

## SEA SPA



The SEA Group at June 30, 2015 includes the following companies in liquidation:

- SEA Handling SpA in liquidation (100% SEA SpA)
- Consorzio Milano Sistema in liquidation (10% SEA SpA)

\* In relation to the holding of SEA in AA2000, on June 30, 2011 SEA SpA and Cedcor S.A. in execution of the agreement of August 9, 2006, signed a contract concerning the sale by SEA of the above-stated investment in AA2000, subject to the approval of the Regulator del Sistema Nacional de Aeropuertos, which has not yet been issued at the approval date of the present Half-Year Report.

\*\* The Board of Directors on November 6, 2014 confirmed the conclusion of the consortium for December 31, 2014. In accordance with Article 5 of the By-Laws, the Consortium will continue operations until the complete discharge of all contractual commitments undertaken.

## CORPORATE BOARDS

<p><b>Board of Directors</b></p> <hr/> <p>CHAIRMAN DIRECTORS</p>	<p>(for the three-year period 2013/2015, appointed by the Shareholders' Meeting of June 24, 2013)</p> <p><b>Pietro Vitale Antonio Modiano</b>  <b>Armando Brunini</b> <sup>(1)</sup> <sup>(2)</sup> *  <b>Mario Anastasio Aspesi</b> <sup>(3)</sup> <sup>(5)</sup>  <b>Salvatore Bragantini</b> <sup>(2)</sup> <sup>(4)</sup>  <b>Stefano Mion</b> <sup>(3)</sup> *  <b>Susanna Stefani</b> <sup>(3)</sup>  <b>Susanna Zucchelli</b> <sup>(2)</sup></p>
<p><b>Board of Statutory Auditors</b></p> <hr/> <p>CHAIRMAN STANDING MEMBERS</p> <p>ALTERNATE MEMBERS</p>	<p>(for the three-year period 2013/2015, appointed by the Shareholders' Meeting of June 24, 2013)</p> <p><b>Rita Cicchiello</b>  <b>Andrea Galli</b>  <b>Paolo Giovanelli</b>  <b>Antonio Passantino</b>  <b>Ezio Maria Simonelli</b>  <b>Andrea Cioccarelli</b>  <b>Ilaria Moretti</b></p>
<p><b>Independent Audit Firm</b></p> <hr/>	<p>(for the three-year period 2013/2015, appointed by the Shareholders' Meeting of June 24, 2013)</p> <p><b>Deloitte &amp; Touche SpA</b></p>

(1) Vice Chairman

(2) Member of the Control and Risks Committee

(3) Member of the Remuneration Committee

(4) Member of the Ethics Committee

(5) Member of the Supervisory Board

\* Armando Brunini and Stefano Mion were appointed Directors at the Shareholders' Meeting of April 30, 2015, in replacement of the resigning Mauro Maia and Renato Ravasio. The Board of Directors, meeting after the Shareholders' Meeting, appointed Armando Brunini as Vice Chairman of the company.

## SEA GROUP NUMBERS

### Introduction

The present Half-Year Report at June 30, 2015 comprises the Directors' Report and the Condensed Consolidated Half-Year Financial Statements at June 30, 2015; the Condensed Consolidated Half-Year Financial Statements, prepared in thousands of Euro, is compared with the Consolidated Half-Year Financial Statements and Annual Accounts of the previous year and comprises the Financial Statements (Consolidated Statement of Financial Position, Consolidated Income Statement, the Consolidated Comprehensive Income Statement, the Statement of changes in Shareholders' Equity and the Consolidated Cash Flow Statement) and the Explanatory Notes.

The Half-Year Report at June 30, 2015 was prepared in accordance with International Accounting Standards ("IFRS"), issued by the International Accounting Standards Board ("IASB"), approved by the European Union and in particular according to IAS 34 – Interim Financial Reporting; in accordance with paragraphs 15 and 16 of this standard, such Condensed Consolidated Half-Year Financial Statements do not require the extent of disclosure necessary for the Annual Financial Statements and must be read together with the 2014 Annual Financial Statements. In their preparation, the same

accounting principles were adopted as in the preparation of the Consolidated Financial Statements at December 31, 2014. Following the application of IFRS 5, the restated H1 2014 Income Statement in the tables does not include the figures of SEA Handling SpA in liquidation and Airport Handling SpA, which are recorded in the line "Discontinued Operations profit/(loss)", in order to ensure comparability between the periods. As outlined in greater detail in the 2014 Consolidated Financial Statements, with reference to the exit from a strategic sector (with the commercial aviation "handling" sector defined as such from 2014), IFRS 5 requires that the income statement of the discontinued business is not included in the period's consolidated result line-by-line for each cost and revenue item, but the total result of the discontinued business line is recorded on a separate line in the account "Discontinued operations profit/(loss)"; the same treatment is applied to the assets and liabilities of the discontinued business, which are not included in the assets and liabilities of the continuing operations but are recorded in separate accounts under assets and liabilities. IFRS 5 also requires that the comparative income statement is restated in order to render comparable and uniform continuing operations and discontinued operations disclosure in the two periods presented in the financial communication.

## Consolidated Financial Highlights

The results for the first Half-Year were not impacted, as was the case in H1 2014, by a Discontinued Operations loss. On September 1, 2014, the company SEA Handling concluded

activities and is no longer operational; therefore, the discontinued operations result pertains only to the winding-up of the company, scheduled for conclusion in 2016.

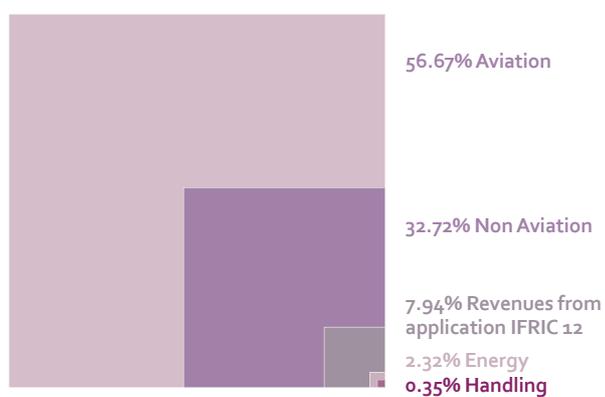
(in thousands of Euro)	H1 2015	H1 2014 (restated)	Change	FY 2014
Revenues	333,535	334,631	(1,096)	685,100
EBITDA <sup>1</sup>	101,376	95,186	6,190	205,883
EBIT	64,840	57,626	7,214	129,697
Pre-tax profit	58,268	45,871	12,397	108,605
Discontinued Operations' profit/(loss)	17	(16,004)	16,021	(21,304)
Group Net Profit	38,123	19,239	18,884	54,858

(in thousands of Euro)	June 30, 2015	December 31, 2014	Change	June 30, 2014
Fixed asset (A)	1,300,933	1,287,120	13,813	1,242,549
Working capital (B)	(169,448)	(181,059)	11,611	(189,660)
Provision for risks and charges (C)	(177,171)	(174,567)	(2,604)	(200,839)
Employee benefit provisions (D)	(47,683)	(50,505)	2,822	(50,891)
<b>Net capital employed (A+B+C+D)</b>	<b>906,631</b>	<b>880,989</b>	<b>25,642</b>	<b>801,159</b>
Group shareholders' equity	299,336	309,200	(9,864)	275,371
Minority interest shareholders' equity	578	600	(22)	610
Net Debt	606,717	571,189	35,528	525,178
<b>Total sources of financing</b>	<b>906,631</b>	<b>880,989</b>	<b>25,642</b>	<b>801,159</b>

(in thousands of Euro)	June 30, 2015	December 31, 2014	Change	June 30, 2014 (restated)
Investments in tangible and intangible assets	43,815	97,728	(53,913)	42,941
Employees HDC (at period-end)	2,852	2,684	168	2,689

<sup>1</sup> EBITDA is calculated as the difference between total operating revenues and total operating costs, including provisions and write-downs and excluding the restoration and replacement provision.

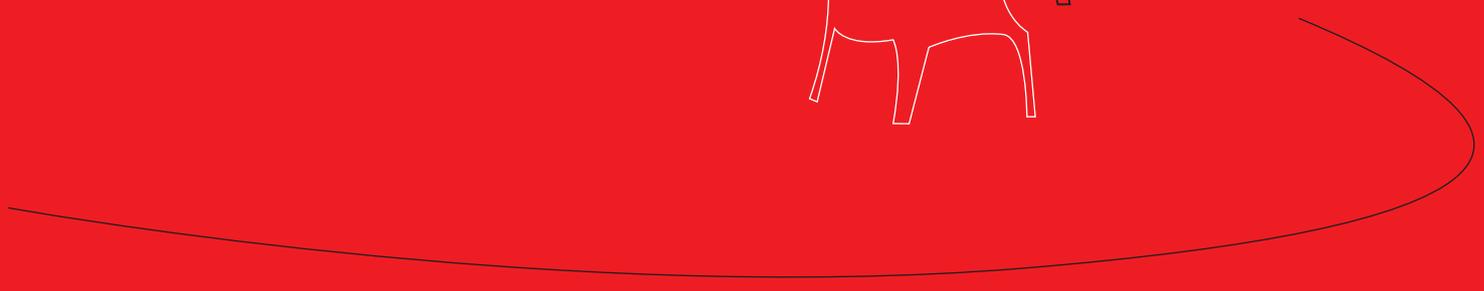
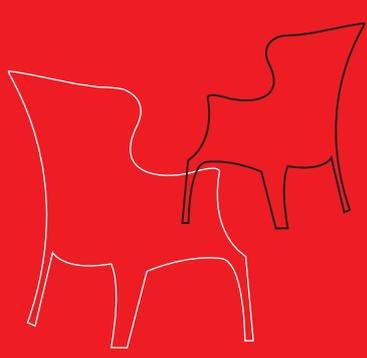
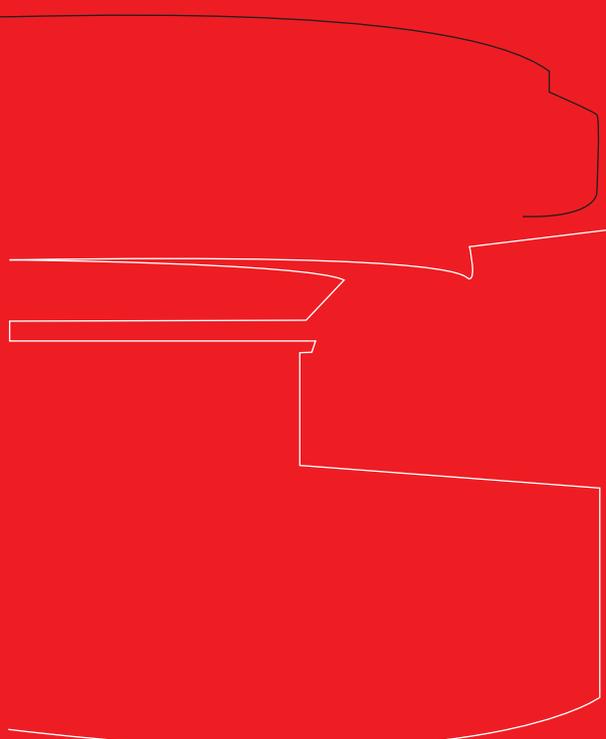
## H1 2015 Consolidated Revenues



H1 Consolidated Revenues	in thousands of Euro	% of total revenues
Aviation	188,998	56.67%
Non Aviation	109,142	32.72%
Handling	1,167	0.35%
Energy	7,751	2.32%
Revenues from application IFRIC 12	26,477	7.94%
<b>Total Revenues</b>	<b>333,535</b>	<b>100%</b>



# DIRECTOR'S REPORT



## H1 2015: SIGNIFICANT EVENTS

### **Emini SpA/Va.Fra Srl dispute: enforcement of Assicurazioni Generali issued surety**

In 2007, SEA awarded the contract for the construction of the New Southern Link Road of Malpensa airport to ATI Emini SpA/Va.Fra Srl. In 2008, SEA communicated the dissolution of the contract to the contractor, awarding the works to the party classed second in the tender. Although SEA repeatedly requested Assicurazioni Generali SpA, guarantor of the obligations undertaken by the contractor, to enforce the bond, comprising an "on demand" surety policy, this request has to date not been satisfied, with SEA therefore in 2009 claiming damages against both the contractor and Assicurazioni Generali. The case, after the bankruptcy declaration of Emini SpA, is still pending before the Milan Court and on May 29, 2015 enforcement was judged against the above-stated surety: Assicurazioni Generali settled the sum of Euro 2,200 thousand and, following this payment, the case continues only against Emini SpA/Va.Fra Srl.

### **Judgement 7241/2015 issued by the Milan Court**

With judgement No. 7241 published on 11.6.2015, the Milan Court fully accepted the application put forward by SEA against the Ministry for Infrastructure and Transport, establishing against this latter the payment of damages to SEA in the amount of Euro 31,618 thousand, in addition to revaluations according to the ISTAT indices and legal interest on the amounts revalued on a year-by-year basis, running from the individual annual maturities until the passing of judgment, in addition to interest at the legal rate of the judgement on the balance and on legal expenses. The judgment set the amount of compensation for damage, fully accepting SEA's applications and approving the interpretation passed by the Court of Cassation, United Sections No. 20566/13, to which the case was forwarded on the basis of applicable jurisdiction (at first and second level the Court and the Milan Appeal Court established jurisdiction as the Regional Administrative Court in relation to such matters as concerning the application of fees). In re-stating the jurisdiction of the Ordinary Court, the Court established that the obligation to issue fee adjustment decrees at the rate of inflation stems directly from Law (Article 2, 1901. 662/1996) and the administration does not have any discretionary or authorisation power, but rather is obliged to issue the above-stated measures annually. The Ministry had failed to do such since 2000, therefore giving rise to the request for compensation for damages from such conduct.

On 23.6.2015, SEA notified of the writ of execution in order to ensure the short-term of appeal (60 days +45 for vacation suspension); following 120 days from the notification, the writ will be enforced in the absence of voluntary payment by the Ministry.

Considering the uncertainties surrounding the subsequent levels of judgements, no income was recognised in the current Half-Year Report.

### **ACI Awards, Milan Malpensa judged best airport in Europe**

In June, Malpensa airport was awarded the prestigious ACI Award as the best European airport in the 10 to 25 million passenger category for the excellent performances achieved across all operating areas, excelling particularly in terms of the quality of services and infrastructure and for the objectives delivered in terms of customer service, security, shopping and in the welcoming of international passengers through the Chinese Friendly Airport initiative.

Specifically, we highlight the preparation of mobile boarding bridges for A380 passengers, the new security controls area, *Piazza del Lusso* and *Piazza del Gusto*, in addition to the extensive number of digital services such as Apps, Virtual Desks and unlimited free WiFi and the restyling of the airport ahead of Expo 2015.

The association which conferred the award represents 450 airports and 90% of European commercial air traffic.

### **The New "Mxperience"**

The extension works on the new commercial areas and the review of the security and passport control layout of Terminal 1 are already in the concluding stages. In the first half of the year the majority of the extended areas were made usable, including the new centralised security controls area, common to all passengers – both Schengen and Non-Schengen. The construction of the large Dufrital duty free shop was a particularly significant development – positioned on the departures floor and covering the full length of the building, its structure maximises visibility and the usability of sales spaces. Covering 2,000 sq. m., it is one of the largest walk-through shops in Europe and is expected to significantly boost SEA's retail revenues.

The entirely new structure of Terminal 1 and the commercial areas will introduce a completely different customer experience for passengers and allow the use of all areas

– without any segregation between Schengen and Non-Schengen destination passengers. With the transfer of passport controls in fact to a point slightly before access to the satellite, passengers may avail of a much wider range and complete offer of goods and services.

### **O.T.E.L.L.O. System (Online Tax refund at Exit: Light Lane Optimization)**

SEA launched in the first half of 2015 the new electronic tax refund service, developed with the tax refund enterprise Global Blue and the Customs Agency.

This will allow the speeding up of all VAT refund applications by operators of the tax refund service, improving the service and the image of the airport with airlines and international tour operators and particularly those from Asia, who have always been very cognisant of this issue.

### **Restyling of the airports and plant upgrading**

The restyling of the arrivals floor and the Terminal 1 check-in area is currently being completed, in order to bring the level of finishing of the existing spaces in line with the newly constructed areas. The restyling works of the Linate airport check-in areas were however completed and the departing passenger security control areas are currently being developed. In terms of the upgrading of plant both at Linate and Malpensa, we highlight the putting into place of the ASMGCS (Advanced Surface Movement Guidance and Control System), in order not only to more clearly highlight the paths which taxiing aircrafts must follow, but also to improve the usage of the taxiing runway lights, guaranteeing in this manner a reduction in the times in which they are switched on and consequently reducing light pollution and effectively saving energy.

In the first half of 2015 the construction works on the new

train station at Terminal 2 and the extension of the rail line continued, with construction work of two new warehouses planned for the Cargo area from the third quarter of 2015.

### **SEA-SACBO merger assessment**

In June SEA and SACBO mandated the University of Bergamo to assess the possibility of the establishment of a single company which would undertake, possibly indirectly, the management of the Milan Malpensa, Milan Linate and Bergamo Orio al Serio airports, currently managed by the two companies. The person in charge of executing the mandate is the Dean of Bergamo University Stefano Paleari. The merger assessment involves micro and macro-economic, regulatory, ownership structure, economic-financial benefit, market development and industrial plan analysis.

### **SEA Group debt restructuring operations**

In the first half of 2015 the SEA Group carried out a number of operations to further strengthen the Group's financial structure, through lengthening the average residual debt duration and reducing the relative cost. In this regard, we highlight (i) the repayment of a Euro 50 million line maturing in May 2015, (ii) its replacement at the end of June 2015 by new loans of Euro 60 million in the form of EIB credit lines subscribed in December 2014. These loans were issued with a 20-year duration and a grace period of 4 years and simultaneous bank guarantees to cover the contractual obligations between SEA and EIB.

The particular market conditions in addition permitted renegotiation in July 2015 of the terms of the RCF line subscribed in April 2014, extending the maturity to 2020, with a significant cost reduction (-30% of the average spread).

## OUTLOOK

The recovery of the global economy and the more contained price of oil are good indicators for the second half of 2015. The latest IATA (International Air Transport Association) estimates for the global air transport sector forecast the generation of profits by sector enterprises of over USD 29.3 billion for 2015 – almost doubling on 2014. According to the IATA, an average load factor of approx. 80.2% is forecast, with a total of more than 3.5 billion passengers. The price of fuel in 2015 should report a 15.6% reduction on 2014. There are significant differences among the various regions: in North America the IATA estimates a net margin of 7.5%, for total profits of USD 15.7 billion, against

margins of 2.5% and 2.8% respectively for Asia and Europe. Amid a contained improvement in the European general economic picture, the SEA Group confirms its commitment to the development of the business areas managed, in order to achieve further efficiencies and develop the capacity of traffic, passengers and cargo. According to the operating forecasts of airlines in terms of utilised capacity, increased passenger traffic numbers are expected. The effect of these dynamics in the countries and sectors in which the Group is engaged indicates for the current year an overall improvement in operating results.

## ECONOMIC OVERVIEW AND 2015 FORECAST

Global economic activity continues to recover in 2015, but shows signs of slowdown – caused by temporary factors in the advanced economies and more persistent issues in the emerging economies.

The major international organisations forecast a pick-up in global trade on 2014. Global economic prospects remain conditioned by the difficulties which may arise on the increasing of US interest rates, possible shocks to the Chinese economy from an unstable stock market, the outcome of the Greek crisis and oil price developments – which should remain contained amid continued excess supply.

The International Monetary Funds forecast issued in July 2015 indicates a slight drop off in global economic activity in the current year, followed by an acceleration in 2016. Compared to last April, the projections for 2015 have been marginally revised downwards for the advanced economies. The review was more extensive for the United States (at +2.5%), while projections for the Eurozone remained unchanged.

The IMF's estimates for the current year remain optimistic, forecasting an improvement in global trade of 4.1%. Oil prices fluctuated around the USD 65 per barrel for Brent and USD 60 for WTI in May and June, the highest levels since the lows at the beginning of the year. At the beginning of July they reduced approx. USD 5, impacted by high production in the United States and the OPEC countries and expectations of a positive outcome to the negotiations with Iran.

Consumer price inflation remained low, impacted by raw material price contractions. In May it slightly rose in the United States (from -0.2% in April), while in the Eurozone and the United Kingdom returning to positive territory (0.3% and 0.1%, from 0.0% and -0.1% respectively). In Japan, it however sharply fell in April and May (to 0.6% and 0.5% respectively, from 2.2% in March), following the neutralisation of the effect from the consumer goods tax increase introduced in April 2014. In June, nearly all emerging economies reported slight increases in inflation. China reported +1.4%, with Indian inflation rising 5.4% due to the increase in food goods prices. In

Brazil it rose 8.9%, impacted by the weakness of the currency and higher prices applied. On the other hand, Russia saw a 15.3% drop (from a maximum 16.9% in March), also due to the stabilisation of the currency.

The global economic outlook remains subject to monetary policy developments and in particular the pace of official interest rate increases in the United States.

In the first quarter of 2015, Eurozone GDP improved at the same rate as the end of the previous year (+0.4% on the preceding period), supported by household and business spending.

According to the available data, the economy is expected to expand in the second quarter – at a relatively uniform pace across the zone. In June, the €-coin indicator, which estimates the baseline performance of Eurozone GDP, registered its seventh consecutive slight increase, confirming the consolidation of the recovery.

The projection of the Eurosystem staff released in June indicates a growth acceleration to 1.5% in 2015 (from 0.8% in 2014) and to 1.9% in 2016. Fears of a prolonged period of low inflation eased, although not entirely disappearing. In June year-on-year consumer inflation stood at 0.2%, after returning to positive territory in May (0.3%) for the first time since the end of the preceding year. The drop in energy prices (-5.1%) continues to contribute to weak general inflation. Excluding the more volatile components, consumer inflation was 0.8%. In more recent months, professional operators surveyed by Consensus Economics have gradually lowered their Eurozone inflation expectations, which in June stood at 0.2% for the current year and 1.3% for 2016.

The recovery of the Italian economy continues. In Q1 2015, Italian GDP improved 0.3% on the preceding period, after stabilising at the end of the previous year. In June, the Ita-coin indicator of the Bank of Italy, which estimates quarterly GDP movement in Italy (eliminating short-term movements) increased for the fourth consecutive month. According to Bank of Italy estimates, GDP is expected to grow in the second quarter at a similar rate to the beginning of the year.

## Air transport and airports

### Global air transport market performance in the first five months of 2015

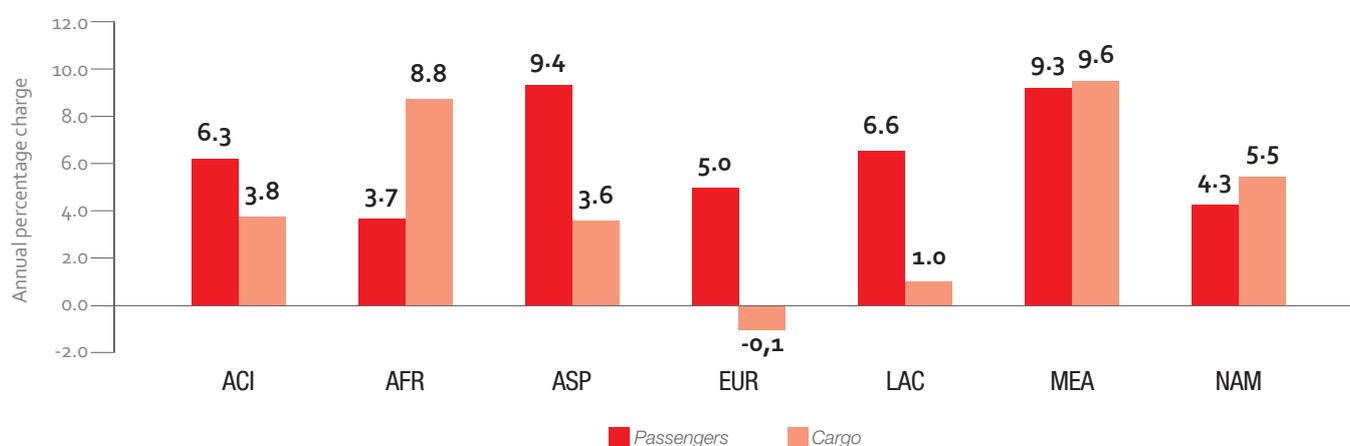
In the first five months of 2015 (latest available figures), global air traffic grew 6.3% in passenger terms, with growth also for the cargo segment, which saw a traffic increase of 3.8%.

Strong signs of recovery were evident for passenger traffic

across all regions: in particular, Asia and the Middle East both reported increases of 9.4%.

Latin American numbers were up 6.6%, with North America increasing 4.3%. Europe also saw passenger numbers improve (+5%).

For the cargo segment, the regions reporting the best growth were the Middle East (+9.6%) and North America (+5.5%); Asia reported a 3.6% improvement, with Latin America up 1.1%; European numbers were in line with 2014.



Source: ACI World (Pax Flash & Freight Flash - May 2015)

Key: ACI (Airport Council International), AFR (Africa), ASP (Asia Pacific), EUR (Europe), LAC (Latin America), MEA (Middle East), NAM (North America).

### European airport traffic performance for the first five months of 2015

European air traffic, in the first five months of 2015 (latest available data), reported an improvement on the same period of 2014. In particular, the ACI Europe associated airports on average reported passenger growth of 4.4%, with the cargo segment performance in line with H1 2014 (-0.4%).

In Italy, the airports managed by SEA reported a contraction of 4.1% in passenger numbers. This result was significantly impacted by the temporary transfer of Bergamo airport flights in May 2014. The cargo segment however reported strong results, with growth of 5.9%.

Aeroporti di Roma (ADR), which manages the Rome airport system, reported a 7.9% increase for passenger traffic and a 1% decrease for cargo.

## SEA Group airport traffic performance in the first half of 2015

	Movements			Passengers <sup>1</sup>			Cargo (tonnes) <sup>2</sup>		
	2015	2014	%	2015	2014	%	2015	2014	%
Malpensa	75,527	81,879	-7.8%	8,627,577	9,226,852	-6.5%	245,952	230,616	6.7%
Linate	46,964	44,789	4.9%	4,554,305	4,370,627	4.2%	6,195	6,353	-2.5%
<b>Total commercial traffic</b>	<b>122,491</b>	<b>126,668</b>	<b>-3.3%</b>	<b>13,181,882</b>	<b>13,597,479</b>	<b>-3.1%</b>	<b>252,147</b>	<b>236,968</b>	<b>6.4%</b>
General Aviation	12,760	12,884	-1.0%	27,794	28,967	-4.0%	-	-	-
<b>SEA Group Airport system</b>	<b>135,251</b>	<b>139,552</b>	<b>-3.1%</b>	<b>13,209,676</b>	<b>13,626,446</b>	<b>-3.1%</b>	<b>252,147</b>	<b>236,968</b>	<b>6.4%</b>

<sup>1</sup> Arriving + departing passengers.

<sup>2</sup> Cargo in transit not included.

The airports managed by the SEA Group in the first half of 2015 reported a reduction both for passenger traffic (-3%) and for aircraft movements (-3.3%).

Malpensa airport saw a reduction in passenger traffic (-6.5%), while Linate reported growth on H1 2014 (+4.2%).

The results were – excluding the temporary transfer of flights to Bergamo in May 2014 – in line with 2014, both in terms of passenger traffic (+0.5%) and movements (-0.5%), with the size and the relative weight of aircraft used significantly increasing (+3.4% for aircraft tonnage).

### Malpensa

Passengers at Malpensa airport numbered 8.6 million, with a reduction in aircraft movements of 7.8%, principally due to the temporary transfer of Bergamo airport flights in 2014, but also due to the gradual down-scaling by Alitalia and the transfer of airberlin and Fly Niki to Linate. This transfer follows the Lupi Ministerial Decree in force from winter 2014/2015, which permits the redistribution of traffic among the Milan airports, with connections permitted to all EU destinations following the lifting of the Linate airport restrictions.

### Malpensa Terminal 1

The transfer of the airlines airberlin and Fly Niki and the down-scaling by Alitalia resulted in a 12.1% decrease in passenger traffic. The result was also impacted by the reduced operations in the winter season by American Airlines, both with Miami and New York, of Austrian, with a decrease in passenger traffic of 21% and by the Lufthansa Group which lost traffic share (-22 thousand passengers) and a reduction of 4%; Tunisair and Czech both saw passenger reductions of 15 thousand.

Inter-continental traffic reported strong growth of 3.1%, principally relating to Emirates (passenger numbers up 16.6%): the airline in fact from June 2015 developed its network with the introduction of Airbus 380's with over 500 seats also on the Malpensa-New York route, following its launch in December 2014 on the Dubai route.

In addition to Emirates, Air India and Air Canada were also not present in the same period of the previous year. We highlight *i)* the increase by Qatar on the Doha route, increasing passenger numbers by approx. 20%; *ii)* Oman Air, which from the preceding winter season increased number of movements, establishing a daily connection with Muscat and improving passenger numbers 50%.

From the summer season, Alitalia introduced two new inter-continental destinations, a daily flight with Abu Dhabi from April and a twice-weekly flight with Shanghai in May, immediately achieving excellent passenger numbers; the airline also increased the Tokyo Narita connection to a daily flight.

In the leisure segment, we particularly highlight the performance of Neos (+16%).

### Malpensa Terminal 2

easyJet has become the leading operator at Malpensa: the airlines passenger traffic has majorly contributed to the airport's results, reporting growth of approx. 5% to 3.3 million passengers served in H1 2015 and replicating the aircraft load factor of 90% reported in the previous year.

International traffic grew 10%, while domestic traffic and inter-continental traffic respectively reported decreases of 1.6% for Southern Italy and 17.9% for Egypt and Morocco.

The principal airports contributing to growth are those with

which connections were not in place in H1 2014, such as Munich, Tenerife and Stuttgart, with 100 thousand passengers served.

In terms of passengers transported the connections with Hamburg, Paris Charles de Gaulle, Amsterdam, London Gatwick, Tel Aviv and Naples reported strong results.

Passenger numbers with Sharm el Sheik (cancelled flight), Fiumicino (connection also from Linate from March 2013), Belgrade, Casablanca and Brindisi reduced.

**Linate**

Passenger numbers at Linate increased 4.2% following not only the transfer of airberlin and Fly Niki – contributing 200 thousand passengers in H1 2015 – but also the contribution of Blue Air, which introduced a connection with Bucharest Otopeni and reporting 29 thousand passengers served, in addition to those of

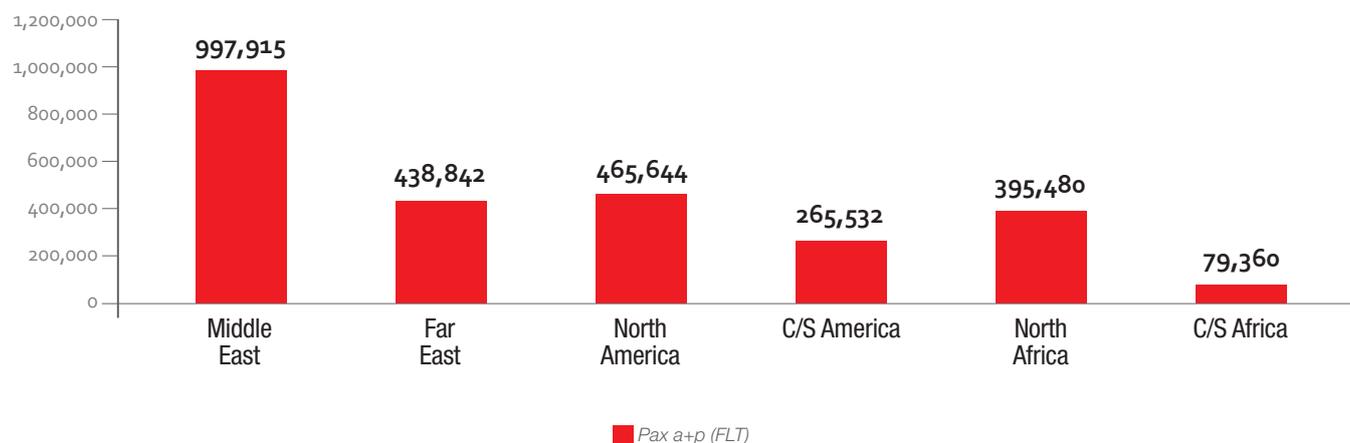
Alitalia, Air France and Swiss, these latter through connections with Paris and Zurich.

Alitalia which in the first half of 2015 reported a 58% share of the city airport's passenger numbers, reduced aircraft movements against an improved load factor, resulting in a higher number of passengers transported, principally with destinations such as Berlin, Catania, Amsterdam, Düsseldorf, London City, Cagliari and Varsavia.

The airline reduced movements in order to favour the introduction of the airlines airberlin and Fly Niki, Etihad partners, to respectively operate with Germany and Austria under the Lupi Ministerial Decree.

From May 2015, easyJet, after the events surrounding the fire at the Rome airports, gradually reduced its connections with Fiumicino.

Passenger traffic on inter-continental routes by Region



### Milano Malpensa Cargo

In H1 2015 Milan Malpensa Cargo reported growth of 8.9%, with 246 thousand tonnes of cargo transported.

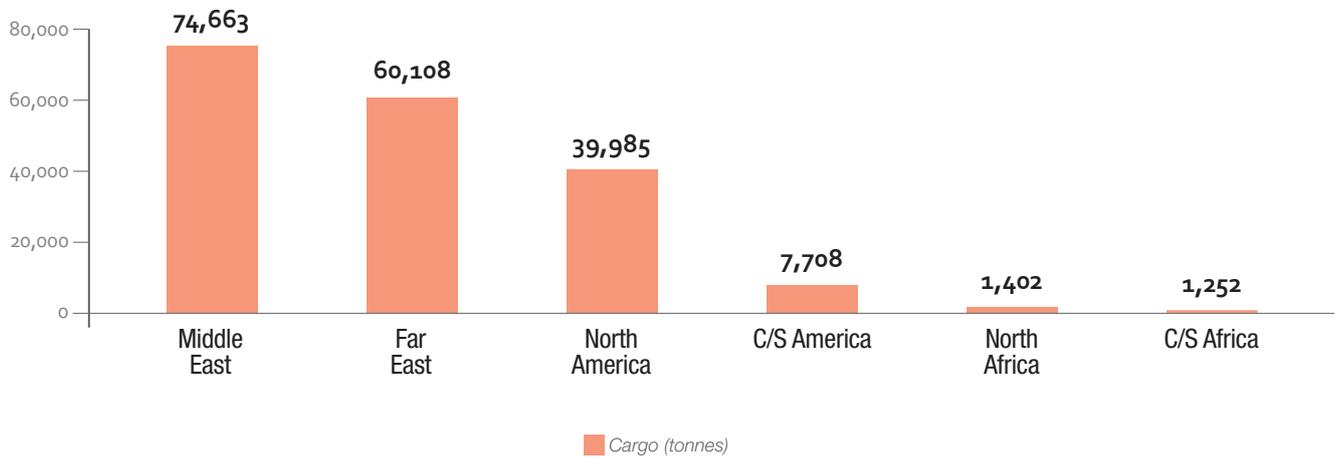
The all-cargo airlines contributed to this excellent result with 15 thousand tonnes of cargo (+9.4%). The largest contributors included Air Bridges Cargo and Atlas Air, not present in Q1 2014, Nippon Cargo and Saudi Arabian.

We particularly highlight from January the contribution of SW Italia to the strong H1 2015 performance. The airline created as a joint-venture between Silk Way Airlines, held by the state of Azerbaijan and the British Cargo Invest, moved in the period

10.6 thousand tonnes of cargo, with 3 weekly flights to Baku. Particular attention was focused on the courier airlines, particularly DHL, which gradually identified its key base as the Varese-located airport, European Air Transport and Aerologic Germany, which contributed with an additional 10.7 thousand tonnes.

Emirates, among the mixed configuration aircraft airlines, was the largest airline in terms of quantities of cargo moved, with 14 thousand tonnes, while the principal increases concerned Qatar, Alitalia, Korean, Air Canada and Air India, not present at the airport in Q1 2014.

Cargo traffic on inter-continental routes by Region



## REGULATORY FRAMEWORK

There are no updates to report from that outlined in the 2014 Annual Accounts, to which reference should be made.

## OPERATING PERFORMANCE

### Aviation

#### Key results

The Aviation business, comprising the “core” airport activities in support of passenger and cargo aviation, in H1 2015 reported net revenues of Euro 188,998 thousand (including General Aviation revenues following the acquisition of SEA Prime SpA on December 18, 2013), slight decrease of 0.2% on H1 2014.

#### Traffic development: increase in airlines, frequencies and services

The SEA Group continued to promote the development of passenger and cargo traffic in the first half of 2015 through focusing on the extension of the routes and frequencies operated both by airlines already present at the airports and by new airlines.

Commercial Aviation activity is developed through an ongoing, daily contact with the airlines, participation at international sector events and the use of specific marketing tools such as “welcome packages” and initiatives to support and communicate the programmes undertaken by the airlines. We cite also the intense lobbying within the negotiations for the review of the Bilateral Agreements.

In the first half of 2015, a number of long haul airlines extended their capacities: Oman Air increased frequencies to a daily connection with Muscat; Korean Air now operates three direct flights with Seoul, the first combined with Rome – and added a fourth flight from the summer season; Air China developed its connections with Malpensa, now operating a daily flight with Beijing, in addition to that with Shanghai, Thai added a fourth flight with Bangkok; Qatar increased offered capacity 30% through introducing the A330 also on the second daily flight, with United also increasing capacity through a B777 rather than the B767 previously used.

Alitalia, on the occasion of the Expo, developed long-haul

flights from Malpensa with a new daily flight to Abu Dhabi, three weekly flights with Shanghai, two with Algiers and increased to a daily frequency the service with Tokyo, from four weekly flights. The service upgrades include the introduction by Emirates from June 1 of the A380 on flights with New York. The private Iranian airline Mahan Air introduced from June two new flights with Tehran.

New European destinations were added: Anversa (Jetairfly), Tallin (Estonian Air), Izmir (Sun Express), Southampton and Cardiff (Fly Be).

The low-cost market expanded with the entry of the new Turkish airline Pegasus with Istanbul (4 weekly flights), the increase in frequencies with Budapest (from 11 to 14 weekly flights) by Wizzair, the new flight operated by Vueling with Paris Orly and the introduction of the new Stuttgart connection by easyJet.

For the cargo segment, we highlight the entry of the new Italian COA airline Silk Way Italia, an associated company of a zero Silk Way West, the doubling of capacity of Saudi Cargo with Malpensa with the introduction of direct flights, no longer combined with Brussels and the introduction by Cargolux Italia of two major new destinations (Novosibirsk and Zhengzhou) served for the first time by a direct Malpensa flight.

#### New bilateral agreements in the half-year and granting of fifth freedom traffic rights

In the initial months of 2015, new bilateral agreements were signed with China, Seychelles and Tanzania, establishing an increase both in passenger and cargo flight numbers.

In April, negotiations were held in Abu Dhabi with the UAE aeronautic authorities, which led to the signing of a new major bilateral agreement, whose main new elements were:

- open sky regime (frequencies, destinations and free

designations) from the winter season for flights between the two countries;

- an increase, during the transitory phase, from 56 to 147 weekly passenger flights;
- increase from 10 to 21 all-cargo weekly flights for both parties; consolidation of fifth freedom rights, previously granted provisionally (7/7 MIL/NYC of Emirates), +7/7 all-cargo with America and Africa for Etihad and a further 4/7 passengers for Emirates and Etihad.

ENAC also granted extra-bilateral authorisation to the Iranian airline Mahan Air for two new weekly flights with Teheran from June.

### ViaMilano: the innovative self hubbing strategy of the SEA Group

In the first half of 2015, the promotion of the ViaMilano services continued – in particular through the launching of an online social media campaign. The content, which is sponsored, principally relates to new flight openings and provides information on routes operating out of Malpensa.

### Chinese friendly Airport and destination development

The first half of 2015 saw an important development for the Chinese Friendly Airport project. In April in fact, the SEA Group was awarded “gold” level for the “Service Quality” category at the COTRI AWARDS (China Outbound Travel & Tourism Market).

Throughout the first half of 2015, the activities undertaken to improve the experience of Chinese passengers continued, with various dedicated promotions.

### Investments/Aviation spaces development

On April 1, 2015 the space for the construction of the new 495 sq. m. lounge was delivered to Etihad – adjacent to that of Emirates and with direct access to the loading-bridge together with Emirates. The opening of the lounge is scheduled for March 2016.

From June 1, 2015, together with the introduction of the two Emirates A380's on flights to/from JFK, the 130 sq. m. Emirates Lounge extension entered into use. The total space occupied now by the Emirates Lounge is 1,062 sq. m.

In June 2015 an agreement was signed with Emirates for the provision of a new arrivals Lounge reception of 94 sq. m., with 8 dedicated parking spaces at exit 10. This facility will be used from September 2015 for the “chauffeur-drive” service reserved for Emirates' first and business class passengers.

## Non Aviation

### Key results

The Non-Aviation segment, which offers a wide and segmented range of commercial services for passengers, operators and visitors, in the first half of 2015 reports net revenues of Euro 109,142 thousand (including the General Aviation revenues following the acquisition of SEA Prime SpA), growth of 4.1% on H1 2014.

The increase in retail revenues contributed to this performance, supported by increased income in the shops following the introduction of a commercial offer strategy focused on the needs of the various passenger categories at each airport and supported by the new Malpensa commercial layout, designed to offer a complete and increasingly attractive commercial proposal.

### Commercial performance

The results of the main sector commercial activities are reported below.

#### Shops

Revenues from Shops in the first quarter of 2015 totalled Euro 20,951 thousand, up 14.2% on the same period of 2014.

Following a reduction in Q1 2015 due to the refurbishment and restyling of the Malpensa Terminal 1 commercial areas which impacted the sales of a number of stores, a strong performance was seen in the second quarter of the year, achieved, on completion of works, by the sales points in the “Piazza del Lusso”.

The opening of the new Dufrital duty free shop, open to both Schengen and Non-Schengen passengers, has certainly boosted the commercial result.

Compared to H1 2014 we report an increase in sales to Chinese passengers and a significant drop in Russian passengers spend.

#### Food & Beverage

Compared to the first half of 2014, in the first six months of 2015 catering revenues increased 4.1%.

Improvement is due to the extension of the offer and an improvement in the quality of formats available, an example of which being “The Italian market & Kitchen” of My Chef. Also highlighting innovation as a strategic value, in Terminal 2 the Bianco & Nero ice cream bar was converted into a “Juice bar” healthy food option. In addition, an agreement was signed for the opening of the “King's chips” kiosk, offering a street food type outlet, one of the latest food consumption trends.

At Linate, also with a view to establishing outlets which reflect

consumer demand as closely as possible, the opening of a Ferrari Spazio Bollicine (wine bar) is planned in replacement of the current Wine & Food.

#### Bank services

In the first half of 2015, revenues increased significantly (+32.7%) on the previous year, relating both to currency exchange and VAT reimbursement activities. In relation to this latter, to simplify the non-EU resident passenger reimbursement procedures, the O.T.E.L.L.O. (Online Tax refund at Exit: Light Lane Optimization) system was conceived of and developed by SEA in partnership with the Customs Agency. This system digitalises the process for obtaining customs clearance for VAT reimbursements, in order to speed up the entire process and consequently improve the image of the airport with airlines and international tour operators - who have always been very cognisant of this issue.

#### Parking

Parking management revenues were in line with the same period of the previous year. Following the initiation of works for the Malpensa Terminal 2 rail station, which in fact restricted the number of available spaces by more than 50%, revenues, excluding Bergamo parking management, reduced 6.3% on the same period of the previous year.

Strong pricing policies and the partial transfer of customers to Terminal 1 parking contained the contraction to 38% for Terminal 2 Parking P5 revenues.

We highlight the good parking management performance by SEA at Orio al Serio, whose operation began in February 2014 (with revenues increasing 50.6% on the same period of the previous year).

In particular, at Orio al Serio during the half-year the ViaMilano Parking branding works were completed, the P3 shuttle introduced and the Telepass portal installed, which will be operational in July.

#### Advertising

The improving revenues of this segment were confirmed again in H1 2015 (+16.6% on H1 2014), supported by the Expo related infrastructural investments at Malpensa Terminal 1, using also innovative promotions such as the Temporary shops.

## Handling

### Key results

As extensively outlined in the 2014 Annual Report – to which reference should be made – within the negotiations with the European Union, SEA took the decision in 2014 to dispose of the commercial aviation Handling business line, proceeding on the one hand with the liquidation of SEA Handling SpA on July 1 (with provisional operations until August 31, 2014) and on the other assigning on August 27, 2014 the investment in Airport Handling Srl to the Milan Airport Handling Trust. For the exit from a strategic sector (as per IFRS 8 the “handling” sector is defined as such), IFRS 5 requires that the 2015 income statement of the discontinued business is not included in the results line-by-line for each cost and revenue item, but the total result of the Discontinued Operations business line is recorded on a separate line in the account “Discontinued operations profit/(loss)”. IFRS 5 also requires that the comparative income statement is restated in order to render comparable and uniform continuing operations and discontinued operations disclosure in the two periods presented in the financial communication. In 2015 the Handling business only concerned the general aviation handling of the subsidiary Prime Aviation Services SpA (previously ATA Ali Servizi SpA), acquired by the Group at the end of 2013, which operates outside of the commercial aviation handling business. Its impact on total revenues, assets and margins is not significant. Segment revenues totalled Euro 1,167 thousand in H1 2015, up 24.8% on H1 2014. At national level, general aviation activities recovered on 2014 (movements +12.1%, passengers -9.4%). In particular, focusing on the airports in which Prime Aviation Services SpA operates, increases were reported at Linate and Venice on the back of the Expo and Biennial events, although Prime Aviation Services operations followed the national trend only at Venice, while reducing on the same period of the previous year at Linate and Ciampino airports. The company was no longer present at Catania from March, following the insignificant amount of traffic managed, while in May 2015 it obtained an extension of its certification to operate also out of Malpensa, with operations due to begin in the coming months.

## Energy

### Key results

The Energy business, concerning the production and sale of electric and thermal energy, in H1 2015 reported net revenues of Euro 7,751 thousand (up 18% on H1 2014). The Energy sector EBIT totalled Euro 873 thousand, improving on the EBIT loss reported in H1 2014 of Euro 194 thousand.

### Production and Sale of Energy

#### Electricity

In the first half of 2015 the production of electricity for sale increased 3.9% (+ 6 million kWh) compared to the same period of 2014 to 158.1 million kWh, of which over 56% allocated to serve the needs of the airports managed by the SEA Group.

This increase follows increased electricity production at the Linate station following the re-entry into service of motor 1, which had been stopped for almost the entirety of 2014 due to a serious breakdown. In the first half of 2015 electricity sales increased 12.4% on the same period of 2014 (+7.6 million kWh).

The production of electricity for sale through the Electricity Exchange (Borsa Elettrica) increased 54.4% on the first half of 2014. The increase follows the greater usage of "co-generative" motors at the Linate station which, following the greater demand for thermal energy, produced increased amounts of electricity and guaranteed a sufficient financial return. The quantities of electricity sold through the Exchange increased (+121% compared to the first half of 2014), amounting to 5.9 million kWh.

Sales under bilateral contracts (from 2013 concerning electricity surpluses produced under co-generation) in H1 2015 continued – particularly to Florence and Cagliari airports, zi Rete Gas and the Sheraton hotel at Malpensa for approx. 22.6 million kWh (-28.1% on H1 2014).

#### Thermal energy

In the first six months of 2015 electricity production increased by 10.9% on the same period of 2014 (+17.9 million kWh) to 182.2 million kWh, of which approx. 80% serving the needs of Linate and Malpensa airports.

The increase in production principally follows the beginning of supply to civil users within the vicinity of Linate airport as from 2015 the station was connected by pipeline to the "Canavese" station (located at Viale Forlanini and owned by a2a) in order to supply additional heat to the city of Milan. Consequently, sales to third party clients increased over 10.4 million kWh (+40% on H1 2014).

In relation to the SEA/SEA Energia Agreement for the awarding of the management of the co-generation stations of Milan Linate and Milan Malpensa airports, the new tariff structure for the supply of electricity and thermal energy is under review.

## Other information

### Customer care

#### Quality of airport services provided: European context and positioning of our airports

The 2015 punctuality figures available (latest update May 2015) indicate a slight deterioration in Europe on the first five months of the previous year. The first five months of 2015 were heavily impacted by typical winter conditions at the major Northern and Central European airports and by air sector strikes in Germany, Italy, France, Norway and Belgium.

Particular issues emerged at Düsseldorf airport in terms of the security service and at Stockholm in April, as was the case at Milan Malpensa in May, due to heavy rainfalls which caused the partial temporary closure of the passenger terminals. Finally, at Rome Fiumicino on May 7 a major fire rendered the Terminal 3 airside area unusable.

The European flight punctuality averages were respectively 83% for arriving flights and 82% for departing flights, against 87% and 86% in the previous year.

Linate, with approx. 90% commercial flights departing punctuality, places first among airports in its size category, with Athens, Vienna, Copenhagen and Bologna also among the leading airports. Malpensa, whose punctuality numbers consolidated at approx. 85%, was above the European average and in line with European airports of similar sizes (including Düsseldorf and Dublin). This number is significantly better than the major Hubs and larger airports, such as Rome Fiumicino, Zurich, London Heathrow and Barcelona. Rome Fiumicino was last in its airport category due to the limited operations following the fire in May.

At Malpensa, passenger flight departing punctuality for the first half of the year improved 2.2% to 84.8%. The analysis by Terminal also highlights a similar performance: Terminal 1 reported departing punctuality of 84.8% (+2.5%), with Terminal 2 reporting 84.9% (+1.8%). Despite the recovery in punctuality at the airport, compared to the previous year departing punctuality reduced, impacted by the significant deterioration in arriving punctuality.

The baggage delivery times reported were well ahead also in the first half of 2015 of those set by the Services Charter: at

Terminal 1 the delivery of the first bag within 27 minutes was achieved for 96.6% of flights, while the delivery of the last bag within 37 minutes was achieved for 92.8%; at Terminal 2 the delivery of the first bag within 26 minutes was achieved for 96.9% of flights, while the delivery of the last bag within 37 minutes was reported for 98.5% of flights.

The hand baggage security screening waiting times were comfortably within that required by the Regulatory Agreement: 7'25" (weighted average of the two terminals) in the first six months of the year against a required standard of 9'42".

For the individual terminals, the Services Charter was complied with both at Terminal 1 (7'07" vs 10'30") and at Terminal 2 (7'58" vs 9'00").

From April 8, at Malpensa Terminal 1 the new security lanes for departing passengers at the check-in floor were operational. This new layout resulted in a significant reduction in waiting times, from 9'44" (maximum time in 90% of cases) in the January 1-April 7 period to 4'31" in the April 8-June 30 period. At Linate, passenger flight punctuality in the first half was 85.7%. The capacity to recover arriving delays was 1.9 points. The delivery of the first bag within 18 minutes was achieved for 95.9% of flights, while the delivery of the last bag within 25 minutes was achieved for 96.2% of flights. These numbers comfortably satisfy the Services Charter standards.

In relation to hand baggage screening waiting times, the numbers for the first six months (11'06") deteriorated compared to the previous year and exceeded the Services Charter standards. This result was impacted also by a differing make-up of traffic and the passengers "presentation curve", with a change on established passenger behaviour.

In the first two months of the year (May and June), actions were taken on shifts and the use of staff between Linate and Malpensa, which enabled the lowering of waiting times to 7'33", more in line with the established standards. Further improvements to the infrastructural capacity of the control areas have been planned for the summer season.

### Overall passenger satisfaction

SEA further developed its overall passenger satisfaction assessment methodology, incorporating that established by ENAC in the Airport Manager Services Charter.

This method utilises a causal model which links:

- perceived quality on differing aspects on the product/service
- approval/satisfaction and relationship with expectations
- future Customer intentions

through the key CSI index (Customer Satisfaction Index).

The 2013 and 2014 figures highlighted that this index is a valid indicator of the link between perceived passenger quality and the reality of services offered.

The initial findings in 2015 were positive and in line with expectations with regard to the major infrastructural and process actions taken in particular at Malpensa Terminal 1. The CSI index value in H1 2015 was in fact 71/100, +2% for the Linate and Malpensa system.

### Customer Relationship Management

At June 30, 2015, approx. 1,070,000 subscribers were registered on the CRM database. Registration numbers in H1 2015 were in line with 2014.

The increase in the number of personalised calls to the call center (customers automatically recognised by their registered telephone number) is confirmed by our call center, which represent 10% of total calls (in H1 2015 totalling 4,000 – the majority concerning parking).

Complaints in the first half of 2015 increased to 343, +22% compared to 2014.

### New passenger information in the Malpensa Terminal 1 security area

In April 2015 the new departing passenger security area at Malpensa Terminal 1 was opened. In this area, communication with the public was developed to better manage the passenger's journey from the barrier to the security filters at Malpensa Terminal 1. The communication solutions adopted in this area were identified to improve passenger satisfaction and the quality of the perceived service, meeting the passenger information disclosure obligations, improving passenger preparation for the security controls and linking effective communication, design and an integrated use of technology.

### Perceived quality: satisfaction expressed by passengers and the positioning of our airports internationally

In the first half of 2015, over 250 airports globally and over 90 in Europe participated in the ACI ASQ (Airport Service Quality) programme.

The programme is based on the results of interviews with departing passengers at the participating airports. A common questionnaire is used for all airports, enabling a uniform benchmark in terms of satisfaction expressed for the services received at the various airports throughout the world and the identification of excellence and Best Practice – of which SEA is

increasingly cognisant in order to introduce new services and improve the passenger travel experience at the Milan airports. In particular, in the first half of 2015 the Shopping Experience offered at Malpensa Terminal 1 was highly ranked by passengers at a European level. The opinions expressed for other commercial services concerning parking and catering were also notable and in line with the major European airports. We highlight that all of the major actions taken by SEA to improve infrastructure and services have in turn improved passenger satisfaction (new Malpensa 1 security area

infrastructure, innovative services such as the Virtual Desk, the Chinese Friendly Airport initiative and commercial areas with shops and restaurants).

#### **2015 Passengers Services Charter**

In June, ENAC approved the Services Charter developed for the Linate and Malpensa airports. The 2015 edition incorporates part of the new requirements introduced by circular January 2006, including in particular the publication of the 2014 performance results.

## GROUP OPERATING & FINANCIAL RESULTS

### Income Statement

(in thousands of Euro)	H1 2015	%	H1 2014 (restated)	%	Change % 2015/2014
Operating revenues	307,058	92.1%	301,667	90.1%	1.8%
Revenues for works on assets under concession	26,477	7.9%	32,965	9.9%	-19.7%
<b>Total revenues</b>	<b>333,535</b>	<b>100.0%</b>	<b>334,631</b>	<b>100.0%</b>	<b>-0.3%</b>
<b>Operating costs</b>					
Personnel costs	(86,438)	-25.9%	(86,674)	-25.9%	-0.3%
Consumable materials	(23,214)	-7.0%	(22,773)	-6.8%	1.9%
Other operating costs	(102,422)	-30.7%	(96,459)	-28.8%	6.2%
Provisions & write-downs	4,634	1.4%	(2,568)	-0.8%	-280.4%
Costs for works on assets under concession	(24,719)	-7.4%	(30,970)	-9.3%	-20.2%
<b>Total operating costs</b>	<b>(232,159)</b>	<b>-69.6%</b>	<b>(239,445)</b>	<b>-71.6%</b>	<b>-3.0%</b>
<b>Gross Operating Margin / EBITDA</b>	<b>101,376</b>	<b>30.4%</b>	<b>95,186</b>	<b>28.4%</b>	<b>6.5%</b>
Restoration & replacement provision	(7,146)	-2.1%	(9,000)	-2.7%	-20.6%
Amortisation & depreciation	(29,390)	-8.8%	(28,561)	-8.5%	2.9%
<b>EBIT</b>	<b>64,840</b>	<b>19.4%</b>	<b>57,626</b>	<b>17.2%</b>	<b>12.5%</b>
Investment income (charges)	2,991	0.9%	1,367	0.4%	118.8%
Financial charges	(9,835)	-2.9%	(13,858)	-4.1%	-29.0%
Financial income	272	0.1%	736	0.2%	-63.1%
<b>Pre-tax profit</b>	<b>58,268</b>	<b>17.5%</b>	<b>45,871</b>	<b>13.7%</b>	<b>27.0%</b>
Income taxes	(20,184)	-6.1%	(10,629)	-3.2%	89.9%
<b>Discontinued operations profit/(loss)</b>	<b>17</b>		<b>(16,004)</b>		
<b>Net profit</b>	<b>38,101</b>	<b>11.4%</b>	<b>19,238</b>	<b>5.7%</b>	<b>98.1%</b>
Minority interest profit	(22)	n.s.	(1)	n.s.	n.s.
<b>Group profit</b>	<b>38,123</b>	<b>11.4%</b>	<b>19,239</b>	<b>5.7%</b>	<b>98.2%</b>

Group revenues (operating revenues and revenues for works on assets under concession) amounted to Euro 333,535 thousand in H1 2015, compared to Euro 334,631 thousand in the first half of the previous year, decreasing therefore Euro 1,096 thousand (-0.3%).

Operating revenues, analysed in detail by segment below, totalled Euro 307,058 thousand, increasing 1.8% on the first six months of 2014 (Euro 301,667 thousand); they include Aviation revenues for Euro 188,998 thousand (Euro 189,334 thousand in the first half of 2014), Non-Aviation revenues of Euro 109,142 thousand (Euro 104,804 thousand in the first half of 2014), Handling revenues of Euro 1,167 thousand (Euro 935 in the first half of 2014) and Energy revenues of Euro 7,751

thousand (Euro 6,594 thousand in the first half of 2014).

Revenues for works on assets under concession decreased from Euro 32,965 thousand in the first half of 2014 to Euro 26,477 thousand in the first half of 2015, reducing 19.7% and related to the amount of investment in assets held under concession.

EBITDA amounted to Euro 101,376 thousand, compared to Euro 95,186 thousand in the first half of 2014 (+6.5%). This result is impacted by the reversal from the doubtful debt provision of Euro 8,427 thousand, net of provisions. In addition, the half-year EBITDA benefitted from the non-recurring enforcement of the surety issued by Assicurazioni Generali in guarantee of the obligations undertaken by ATI Emini SpA/Va.Fra Srl and

amounting to Euro 2,200 thousand, offset by the cost of the administrative penalty issued by the Anti-trust Authority for abuse of a dominant position of Euro 3,365 thousand. EBIT totalled Euro 64,840 thousand in H1 2015, compared to Euro 57,626 thousand in the first half of 2014 – improving Euro 7,214 thousand (+12.5%), principally due to that described above. Net financial charges, including the results of associates and dividends from other companies, amounted to Euro 6,572

thousand in H1 2015 and Euro 11,755 thousand in H1 2014. Income taxes of Euro 20,184 thousand in the first half of 2015 and Euro 10,629 thousand in the first half of 2014, estimated on the assessable base at period-end, result in a tax rate respectively of 34.4% and 22.8%. The Net Profit in the first half of 2015 amounts to Euro 38,101 thousand compared to Euro 19,238 thousand in the first six months of 2014.

### Reclassified Group statement of financial position

(in thousands of Euro)	at June 30, 2015	at December 31, 2014	Change
Intangible assets	989,910	978,171	11,739
Property, plant & equipment	194,905	192,733	2,172
Property investments	3,413	3,414	(1)
Investments in associated companies	42,927	41,882	1,045
Available-for-sale investments	26	26	0
Deferred tax assets	45,417	46,558	(1,141)
Other non-current financial assets	23,966	23,966	0
Other non-current receivables	369	370	(1)
<b>Fixed assets (A)</b>	<b>1,300,933</b>	<b>1,287,120</b>	<b>13,813</b>
Trade receivables	131,496	118,526	12,970
Other current receivables	16,263	16,938	(675)
Tax receivables	14,850	16,110	(1,260)
Inventories	5,098	5,793	(695)
<b>Current assets</b>	<b>167,707</b>	<b>157,367</b>	<b>10,340</b>
<b>Assets held-for-sale</b>	<b>9,137</b>	<b>16,010</b>	<b>(6,873)</b>
Trade payables	168,679	170,711	(2,032)
Other payables	108,206	98,753	9,453
Income tax payables	65,532	59,529	6,003
<b>Current liabilities</b>	<b>342,417</b>	<b>328,993</b>	<b>13,424</b>
<b>Liabilities related to assets held-for-sale</b>	<b>3,875</b>	<b>25,443</b>	<b>(21,568)</b>
<b>Working capital (B)</b>	<b>(169,448)</b>	<b>(181,059)</b>	<b>11,611</b>
Provision for risks and charges (C)	(177,171)	(174,567)	(2,604)
Employee benefit provision (D)	(47,683)	(50,505)	2,822
<b>Net capital employed (A+B+C+D)</b>	<b>906,631</b>	<b>880,989</b>	<b>25,642</b>
Group shareholders' equity	(299,336)	(309,200)	9,864
Minority interest shareholders' equity	(578)	(600)	22
Net debt	(606,717)	(571,189)	(35,528)
<b>Total source of financing</b>	<b>(906,631)</b>	<b>(880,989)</b>	<b>(25,642)</b>

Net capital employed at June 30, 2015 amounted to Euro 906,631 thousand, an increase of Euro 25,642 thousand on December 31, 2014.

At June 30, 2015, fixed assets, amounting to Euro 1,300,933 thousand, include investments in tangible and intangible fixed assets of Euro 1,184,815 thousand, property investments of

Euro 3,413 thousand, investments in associated companies of Euro 42,927 thousand, AFS investments of Euro 26 thousand, deferred tax assets of Euro 45,417 thousand, other non-current financial assets of Euro 23,966 thousand and other non-current receivables of Euro 369 thousand. Fixed assets increased by Euro 13,911 thousand compared to December 31, 2014, principally due to the net investments in the period of Euro 43,814 thousand (including the mark-up and capitalised financial charges), partially offset by amortisation/depreciation in the period of Euro 29,390 thousand and the increase in financial fixed assets following the measurement at equity of the investments in associated companies for Euro 1,045 thousand.

Working capital amounted to Euro 169,448 thousand, increasing by Euro 11,611 thousand compared to December 31, 2014, principally due to the following:

- the increase in other payables of Euro 9,453 thousand,

principally due to the increase in airport fire protection services payables, increasing Euro 3,081 thousand, the increase in accrued liabilities and deferred income concerning future year revenues and costs in the period, increasing Euro 8,167 thousand, and the reduction in employee payables and payables to social security institutions, reducing overall Euro 6,362 thousand;

- the increase in tax payables of Euro 6,003 thousand, including the payable for the additional on boarding rights, VAT payables, employee withholding tax payables and other tax payables;
- the increase in trade payables of Euro 12,970 thousand is partially offset by the reduction in other receivables and tax receivables for Euro 1,953 thousand.

The following table illustrates the principle components of Net Working Capital.

(in thousands of Euro)	at June 30, 2015	at December 31, 2014	Change
Inventories	5,098	5,793	(695)
Trade receivables	131,496	118,526	12,970
Trade payables	(168,679)	(170,711)	2,032
Other receivables / (payables)	(142,625)	(125,234)	(17,391)
Assets held for sale	9,137	16,010	(6,873)
Liabilities held for sale	(3,875)	(25,443)	21,568
<b>Total net working capital</b>	<b>(169,448)</b>	<b>(181,059)</b>	<b>11,611</b>

The movements in the risks and charges provisions are commented upon at *Note 9.14*.

## Net financial position

At June 30, 2015, the net debt amounted to Euro 606,717 thousand – Euro 571,189 thousand at December 31, 2014. In the first six months of 2015 the SEA Group therefore absorbed financial resources for a total of Euro 35,528 thousand.

The net debt was affected by a number of factors, including:

- a) the drawdown at the end of June 2015 of new medium/long-term loans of Euro 60 million from the EIB at variable interest rates and for duration of twenty years (grace period 4 years);
- b) repayment of Euro 50 million of the 2013 Mediobanca Term Loan, maturity in May 2015;
- c) recourse to short-term funding (hot money and current account

overdrafts) of Euro 109,874 thousand for operational needs, including the payment of dividends and repayment of the Term Loan as per point b) above, while awaiting drawdown of the EIB loan as per point a). In relation to the request from the EIB, given the particular volatility of the markets following the Greek crisis in May/June 2015, the financing was only requested when interest rates returned to end of April 2015 levels;

- d) the continuation of the repayment of part of the EIB loans (principal repaid in the year totalling Euro 6,723 thousand);
- e) lower IAS adjustments for Euro 7,723 thousand, which were mainly impacted by (i) the improvement in the fair value of the derivatives for Euro 1,605 thousand, which impacts the loan repayments and an expected rise in the interest rate curve, in particular in the long-term period (ii) lower accruals on loans for Euro 5,098 thousand following the annual payment of the bond coupon in April (iii) lower lease payables of Euro 552 thousand;

f) higher liquidity for Euro 69,985 thousand, deriving from the drawdown of the EIB funding, as per point a), utilised for the funding needs at the beginning of July.

The level of net debt was also impacted by financial payments related to the Handling restructuring process, completed in 2014, with payments in the first half of 2015 of Euro 15,170 thousand.

## Cash Flow Statement

(in thousands of Euro)	June 30, 2015	June 30, 2014 (restated)
Cash flow from operating activities	62,391	41,005
Cash flow from investing activities	(39,730)	(40,010)
Cash flow from financing activities	46,911	43,126
Increase / (decrease) in cash and cash equivalents	69,572	44,121
Cash and cash equivalents at beginning of period	31,514	60,720
– of which cash and cash equivalent included in assets held for sale and Discontinued Operation	928	0
Cash and cash equivalent at beginning of period	30,586	60,720
Cash and cash equivalents at end of period	101,086	104,841
– of which cash and cash equivalent included in assets held for sale and Discontinued Operation	515	1,592
<b>Cash and cash equivalents at end of period reported in the accounts</b>	<b>100,571</b>	<b>103,249</b>

The principle factors impacting the cash flows in H1 2015 are illustrated below.

### Net cash flow from operating activities

Operating activities generated liquidity of Euro 62,391 thousand in the first six months of 2015. Specifically, operating activities before changes in working capital generated cash of Euro 87,961 thousand, principally due to the pre-tax profit of Euro 58,268 thousand, adjusted for non-cash items, principally amortisation and depreciation of Euro 29,390 thousand.

The changes in working capital on the other hand absorbed cash of Euro 16,113 thousand as a result of the combined effect of: *i)* cash absorbed by Discontinued Operation working capital movements of Euro 20,164 thousand; *ii)* the increase in trade payables and other payables, adjusted by non-cash changes, for Euro 7,532 thousand; *iii)* the reduction in trade receivables and other receivables of Euro 4,177 thousand and *iv)* the decrease in inventory of Euro 695 thousand.

### Net cash flow from investing activities

Cash flow absorbed from investing activities amounted to Euro 39,730 thousand at June 30, 2015, of which: *i)* Euro 31,541 thousand for intangible asset investment, net of mark-ups on leasehold improvements and financial charges capitalised; *ii)* Euro 10,373 thousand for capital expenditure; *iii)* Euro 1,758 thousand for dividends received from associated companies and *iv)* Euro 426 thousand generated from Discontinued Operations.

### Net cash flow from financing activities

Financing activities in the first six months of 2015 generated cash flows of Euro 46,911 thousand, principally relating to: *i)* recourse to short-term funding (hot money and current account overdrafts) of Euro 109,874 thousand; *ii)* the drawdown at the end of June of new medium/long-term loans for Euro 60 million from the EIB; *iii)* the repayment on the Mediobanca 2013 Term Loan of Euro 50 million, maturing in May 2015; *iv)* the continued repayment of instalments on part of the EIB loans for Euro 6,723 thousand; *v)* the distribution of dividends of Euro 50,857 thousand and *vi)* the payment of financial charges of Euro 14,290 thousand (of which Euro 9,375 thousand concerning the annual instalment on the bond loan paid in April).

## OTHER INFORMATION

### Human Resources Management

#### Workforce

At June 30, 2015, SEA Group employees numbered 2,852, increasing 168 on the end of 2014 (+6.3%). The total number of Full time equivalent employees in the first half of 2015 compared to the full year 2014 increased 71 from 2,678 to 2,749 (+2.7%).

Females at the SEA Group represent 28% of the Headcount at June 30, 2015, equally distributed across classifications.

#### Development and training

In the first half of 2015, the activities continued surrounding the launch of SEAnet, the new SEA intranet, online definitively from April 2015.

The hiring and training activities continued following the survey carried out at the company with regards to SEA's positioning in terms of equality and gender diversity. Specifically, a Female Counselling project was launched: individual meetings dedicated to a number of female managers in order to encourage awareness around their style of leadership, providing self-improvement and development instruments, developing a managerial style which can overcome stereotypes and strengthen integrative and inclusive conduct.

Professional training focused on the management and control processes for the obligatory updating in terms of the National Civil Aviation Security Programme and the Dangerous Goods Regulations, in fulfilment of the obligations under national and international regulations. In the first half of 2015, over 330 employees participated at courses at the two airports.

In terms of Workplace Safety, a number of sessions concerning specific training for the use of equipment were scheduled, as established by the Agreement approved by the State – Regions conference. At Linate and Malpensa, participations at the theoretical-practical sessions dedicated to Forklifts, Elevating Work Platforms, Mobile Cranes and Trucks, Excavators and Diggers numbered over 950.

The major organisational and training commitment together with the Security Area Managers for the provision of the Security Employee training courses continued. In addition to the assessment of professional skills and the theoretical-practical technical sector training, English for Security, Workplace safety, Radio-protection, Ground Safety, Fire Protection training, Dangerous Goods Regulations and PRM

Training courses were scheduled. Over 120 participants have been involved since the beginning of the year.

#### Industrial relations

Negotiations continued during the period with the Trade Unions, with the signing on March 30 of an agreement which establishes at company level an effective alternative to the simple application of the weekly work hours increase established by the National Labour Contract (CCNL). This agreement introduces for personnel hired from April 1, 2015 a contract including, with resetting, for the first four years, the company supplement and the recognition from the fifth year of the company supplement in a reduced measure to that currently applicable and however connected to the effective amount of service.

Simultaneously, negotiations concerning issues within the individual departments continued, such as for example the availability of resources for specific operational needs; the restructuring of specific activities between operating departments; the drawing up of guidelines for the placement of personnel not suitable for security operations.

With regard to this final issue, on May 20 an agreement was signed with the Trade Unions applying the guidelines for the placement of personnel from SEA Handling considered on the basis of medical or psycho-behavioural tests not appropriate for Security Guard duties. The agreement guarantees on the one hand full job protection of personnel and on the other takes account of the company's organisational needs for replacement to operational areas (for example the maintenance of terminals, in replacement of temporary staff).

#### Workplace health and safety

In H1 2015 the SEA Group confirmed its commitment to workplace safety with a view to continual improvement of health and safety conditions of activities carried out within the airport, also through the promotion of a culture based on increased awareness and involvement of all parties, at all levels, on prevention issues.

In fact, in compliance with the guidelines of a specific State-Region agreement, the provision continued of operational personnel training courses utilising particular workplace equipment for which specific skills are required.

The Workplace Health and Safety Management System activities were implemented in line with the annual programme.

In addition, the above-stated system was OHSAS 18001:2007 certified and the internal audit checks were correctly applied, maintained and functional for the achievement of company Workplace health and safety objectives, in addition to ensuring the involvement and consultation with directly affected workers. Events classified as "omissive accidents" were analysed in order to plan corrective and preventative actions to improve working conditions and reduce the number of accidents. The training and education programme of employees for the management of emergencies and the emergency exercises and evacuation plan for all buildings was fully implemented. In collaboration with qualified radiological protection experts, the monitoring activity in protection of workers safety continued, through specific environmental and personal

dosimeters of ionised radiation, related to the transit of radioactive packages within the airports and the use of x-ray equipment and the provision of training updates for personnel exposed to ionised radiation.

The verification of the upgrading and alignments to new technology projects continued for mobile telephone plant at the company airports, in order to ensure compliance with the electromagnetic emission regulatory limits established for the protection of employee health.

Finally, the SEA Group prevention and protection service prepared a workplace health and safety documentation for the most recently acquired companies SEA Prime and Prime AviationServices, in order to align their standards with the parent company.

## SEA GROUP RISK FACTORS

The SEA Group focuses greatly upon the correct management of the risks related to corporate activities and focuses its objectives in order to maximise opportunities and reduce potential risks from unforeseen events and in order to protect over the long-term the creation of economic value and the tangible and intangible assets of stakeholders. Group risks may be broken down into five categories: strategic, operational, financial, commodity and compliance related.

### Strategic risks

The strategic risk factors to which the SEA Group is subject may also have particularly significant effects on the long-term performance, with a consequent possible review of the development policies at the SEA Group.

#### **Air transport market structure and development**

The performance of the airport sector is strongly influenced by the overall volume growth of air traffic, which in turn is related to a number of factors such as, for example, the performance of the economy and the development of fast and alternative transport means, in particular rail.

#### **Risks related to airline company choices**

As for the other airport operators, the future development of activities depends significantly on the strategic choices of airlines, which are dependent also on the global economic-financial performance. In particular, in recent years traditional airlines have undertaken processes to create international alliances which strengthen their market position and in general alter the demand structure; in the same period a significant shift has also taken place in demand, generated by the increased presence of low cost airlines with a consequent increase in terminal competition, allowing the development of decentralised and smaller airports.

#### **Risks related to a reduction of passenger numbers or the quantity of cargo transported at the airports managed by the SEA Group**

The volume of passenger traffic and cargo in transit at the Linate and Malpensa airports represents a key factor in the results achieved by the Group. Any reduction or interruption to flights by one or more airlines, operating out of the airports managed by the SEA Group, also as a result of the continued

weak economic-financial position of the airlines, in addition to any stoppage or a change in connections with a number of destinations with significant passenger traffic may result in a reduction in the above-stated traffic, with consequent impacts on activities and Group results.

The Group considers itself, based on experience gained over the years, although not being certain in this regard, to be able to offset the risk of a reduction or interruption in flights, through the redistribution of passenger traffic between airlines operating on the market and the capacity to attract new airlines. Any redistribution of traffic may require a certain period of time, temporarily influencing traffic volumes.

#### **Uncertainties relating to regulatory developments**

SEA Group activities, as is the case for all Italian Airport Managers, are subject to a high level of regulation which impacts in particular the allocation of slots, the control of air traffic and the establishment of fees concerning services which may be provided only by the Airport Manager (airport fees, security control fees, fees for the use of common use assets and centralised infrastructure for handling services).

In addition, as for the other sector companies, the activities of the SEA Group are subject to a number of environmental protection laws and regulations at EU, national, regional and local level.

#### **Risk related to the European Commission Decision of 19.12.2012 concerning presumed State Aid to SEA Handling and the Decision of July 9, 2014 to explore the establishment of a newly incorporated and capitalised company Airport Handling**

With decision of December 19, 2012, the European Commission judged that the share capital increases carried out by SEA in favour of its subsidiary SEA Handling in the 2002-2010 period for approx. Euro 360 million, constituted State Aid incompatible with the internal market, and consequently imposed upon the Italian State the obligation to demand restitution of the presumed State Aid from SEA Handling.

In relation to the above-mentioned decision three independent appeals were made before the European Union Court, by the Italian State, by SEA Handling and by the Milan Municipality. These appeals are in an advanced state of negotiation, as the written procedure phase has concluded some months ago; a ruling by the Court is therefore expected by the end of the year.

In the meantime, although fully committed – as re-confirmed by external consultants representing the Group in the procedures – that the appeals were founded and consequently that no restitution of the presumed State Aid should take place, and given the impossibility for SEA Handling – in the case of a negative outcome of the procedures, considered possible – to comply with a monetary restitution of such large amounts as established by the decision, a discussion phase commenced – through the Italian Authorities – with the European Commission, in order to

- (i) represent the incapacity of SEA Handling to meet this repayment and consequently the impossibility of the Italian State to execute the decision;
- (ii) identify an agreed upon path to guarantee the definitive exit from the market of SEA Handling, in order that the Commission indirectly obtains the same result that would have been achieved through the execution of the decision, in accordance with alternative methods to the monetary restitution of the presumed aid. At the same time this solution would have permitted the resolution of the problems related to the interruption of transport services at the Milan Airports and the identification of alternative socially acceptable solutions for the placement of approx. 2,300 employees of SEA Handling.

The meetings between the Italian authorities and the European Commission commenced with the presentation on November 28, 2013 of a formal 'alternative execution' project to the decision which, in line with some important precedents in state aid law, provided for:

- (i) the liquidation and definitive exit from the market of SEA Handling, with the disposal of all residual assets through an open and transparent tender process;
- (ii) the possibility for SEA to continue to offer handling assistance services through the incorporation of a new company, under full competitive conditions with other handling companies and in full economic discontinuation with SEA Handling; the "economic discontinuation" represents in fact, in accordance with community law, the essential condition in order that the restitution obligation of State Aid is not "transferred" to the newly incorporated company.

During negotiations, this scenario was supplemented by a series of further commitments undertaken by the Italian Authorities, in order to reassure the Commission of the inexistence of any economic continuation between SEA Handling and the new operator; among these, the commitment

of SEA to transfer its entire shareholding of the new handling operator into a trust, as guarantee of the full management and operational segregation of the new company from SEA and/or SEA Handling, as well as the commitment of SEA to establish as the scope of the Trust to open the shareholding of the new company of the Handling division to a significant minority shareholder (and, in a second phase, also majority shareholder).

In line with the plan proposed to the European Commission,

- (i) on June 9, 2014, the Extraordinary Shareholders' Meeting of SEA Handling approved the placement into liquidation of the company on July 1, 2014, and the company, assigned to the sole liquidator Mr. Marco Reboa, definitively ceased operations on August 31, 2014, on conclusion of a transitory period of two months necessary for the signing of agreements with the Trade Unions;
- (ii) in the meantime, SEA incorporated Airport Handling and, in accordance with the commitments undertaken with the European Commission, on August 27, 2014 assigned its entire holding in the share capital of Airport Handling to a trust called "Milan Airport Handling Trust", set up on June 30, 2014 and registered in Jersey, Channel Islands. "Crowe Horwath Trustee Services It Srl" was appointed Trustee of the Trust, an ad hoc company incorporated and considered entirely independent from SEA, and all companies belonging to the SEA Group.

The creation of the Trust, a key element guaranteeing economic discontinuation, established a structural and operational basis which excludes SEA from any form of control on the conclusion of the mandate conferred over Airport Handling and continuity between SEA Handling and Airport Handling. In relation to the termination of control of Airport Handling due to the transfer of the investment to the Milan Airport Handling Trust, a consistent accounting treatment was applied also in terms of its consolidation; in fact, as better described in Note 9.7 "Other non-current financial assets" of the Explanatory Notes, in accordance with IFRS 10, with the assignment to the Trust and the removal of the "power of control" of SEA over Airport Handling – although the "risk & reward" element in relation to the Trust remained applicable to SEA – the investment in Airport Handling was consequently deconsolidated.

At the same time, the Trust is required, in accordance with its incorporation deeds, to ensure the discontinuation on a structural basis (therefore also beyond the term of its mandate), providing as a guarantee the opening of the share

capital of Airport Handling to a third party investor.

Against this background, and despite the developments of the institutional dialogue, on July 9, 2014 the European Commission decided to commence – in relation to the powers conferred to them concerning State Aid – a formal investigation, in order to best appreciate some aspects relating to the execution of the 2012 decision, particularly concerning the economic discontinuation between SEA Handling and Airport Handling and the possible occurrence of (further) presumed State Aid in the capitalisation, by SEA, of the new company.

In the belief that the decision to commence the investigation recently adopted by the European Commission is illegitimate, SEA – and at the same time, independently, the presumed beneficiary Airport Handling and the Italian State – presented an appeal before the EU Court, requesting cancellation of the commencement of the investigation.

While awaiting this appeal, SEA chose to participate at the preliminary phase instigated by the European Commission through the publication of the decision of July 9, 2014 in the EU Official Gazette of February 6, 2015 and the simultaneous invitation to interested third parties to present observations in relation to the decision on Airport Handling. In this context, SEA presented on March 30, 2015 to the Commission its observations, which confirmed its position that (i) there was no economic continuation between SEA Handling and Airport Handling, with consequent non-admission of any restitution of presumed State Aid from this latter company; (ii) the initial capitalisation of Airport Handling does not represent in any manner further State Aid.

In greater detail, and with reference to the absence of economic continuation, SEA's arguments can be summarised as follows:

- the creation of the Trust and the assignment of the entire shareholding of SEA to Airport Handling should firstly be recalled, a circumstance which, in accordance with community best practice, ensures full economic and operational discontinuation: the Trust in fact, as illustrated above, represents the best guarantee of the operating and ownership autonomy between Airport Handling and the SEA Group, on the one hand, and between Airport Handling and SEA Handling on the other; the Board of Directors, appointed by the Trust, acts independently in executing actions to ensure the operational viability of the company on the free market;
- secondly, it is recalled the overall mechanisms of the plan communicated by the Italian Authorities to the Commission, and relating to the exit from the market of SEA Handling and

the entry of the new operator in the handling sector. This appears fully compliant with the requirements of European practice in similar cases, as there was no automatic transfer of goods and judicial relationships between SEA Handling and Airport Handling, or in relation to employee contracts or contracts with carriers/clients. The equipment lease contract of SEA Handling, of limited duration (concluding August 2015) and concluded at market prices, is not considered – in view of similar precedents – as an indicator of economic continuation and consequently also from this viewpoint the utilisation of the leased equipment may not be taken by the European Commission as an indicator of economic continuation.

Within the liquidation procedure of SEA Handling SpA, the liquidator undertook a tender process for transport vehicles, broken down into 9 similar lots. This tender was declared void as there were no requests for participation or in compliance with the tender conditions and terms.

Also following the negative outcome of the tender process, Airport Handling proposed to SEA Handling the purchase – at market conditions and based on independent valuation reports – of approx. 6 of the 9 used vehicle lots for sale by the liquidator of SEA Handling. In this context therefore – differing from that highlighted by the Commission – the full acquisition of the equipment was at market values; similarly, the SEA Handling equipment has an average age of approx. 20 years and therefore by definition could not imply any undue use of presumed aid granted by SEA to SEA Handling in the 2002-2010 period.

In relation to the non-consideration of the initial capitalisation of Airport Handling as State Aid, the considerations of SEA are summarised below:

- firstly, the capitalisation of Airport Handling does not appear in any manner related to the wishes of the Public Authorities, being an independent commercial choice of SEA. It is therefore not possible to conceive how the investigation could reach the conclusion of a state origin (an essential condition for the qualification of State Aid) as the issues raised in the commencement decision were not sufficient under past jurisprudence, or rather were based on declarations by politicians – the Transport Minister and the Mayor of Milan – and in any case were out of context and not relating to the capitalisation of Airport Handling. On this point, therefore and in the absence of further evidence, it is considered that the Commission must review its position; it should also be noted that the subscription

of the equity financial instruments was undertaken in view of the minimum capital requirements as per Article 13 Legislative Decree 18/1999 for the operational activities of the company;

- secondly, also on the basis of an economic study, SEA considers that it may demonstrate that the investment satisfies the MEIP (Market Economy Investment Principle), therefore excluding any undue advantage gained by Airport Handling from SEA's investment. For this purpose, SEA will prove to the European Commission that, at the time of the investment, the industrial plan of Airport Handling appeared fully credible and capable of guaranteeing the independent economic equilibrium of the company in the medium-term and in any case so as not to impact the capital contributions made, including through subscription of share capital increases and equity financial instruments; the performance in the first months of the company is in line with the forecast of the industrial plan for losses decisively more contained than those of SEA Handling.

Based on that outlined above, restating the belief that the appeals presented by the Italian State, SEA Handling and the Municipality of Milan to the European Court are well founded and, consequently, that the presumed State Aid should not be repaid, it is considered – and supported by our legal experts – that the conditions under which the operation which resulted in SEA Handling's exit from the market and the entry of the new operator Airport Handling satisfy all the requirements imposed under European Commission common practice, and establish therefore the full economic discontinuity between the two companies. Therefore it is considered that on the completion of its investigation which commenced on July 9, the European Commission may only find its doubts concerning economic continuation and the existence of new aid as unfounded and consider the decision of 2012 correctly implemented.

For these reasons, it is considered correct to confirm the criteria adopted in the previous annual report and interim financial reports to not recognise any accrual in the provision for risks and charges in the financial statements of SEA Handling in liquidation and/or receivables from the company in the Financial Statements of SEA, with reference to the restitution obligations of SEA Handling to SEA of presumed State Aid and/or the recording of a receivable for the restitution of State Aid by SEA; similarly, with reference to the sums transferred by SEA to the share capital of Airport Handling and to the subscription of the equity financial instruments by SEA, it is considered that these may be recovered through the disposal of the investment or in the participation in future profits of the company (for the residual holding) and

which are considered realisable and not affected by the decision of the European Commission. In this regard, we report that in December 2014 SEA together with the Trustee mandated an independent financial advisor to identify potential investors for the acquisition of a shareholding in Airport Handling. At the date of the present half-year report, based on the preliminary negotiations and indications received from the Trustee, which is today the only party responsible for the sale of the investment, the Directors consider that the negotiations may conclude in the second half of the year and currently there are no indications for an adjustment to the value of the assets recorded in the present report.

In the meantime, the Government is pursuing discussions with the Commission, also in light of the initiatives introduced by the Trustee (including principally the sale of a portion of Airport Handling), confirming the position expressed by the company in its observations presented to the Commission on March 30, 2015.

### **Risks relating to the A474 procedure before the Anti-trust Authority**

The Anti-trust Authority initiated the proceeding following the complaint by Cedicor Sociedad Anonima ("CEDICOR").

The Authority alleged that SEA abused its dominant position in violation of Article 102 of the Treaty for the Functioning of the European Union ("TFEU") within the tender for the sale of ATA Ali Trasporti Aerei SpA (hereafter also "ATA"). According to the reconstruction of the Anti-trust Authority, SEA, exploiting its dominant position in the management of airport infrastructure, is accused of invoking the resolution of the Regulatory Agreement with ATA for the management of general aviation infrastructures, in order to impede CEDICOR being awarded the acquisition of the company and thus prevent access to the market of a potential competitor in the infrastructure management and general aviation handling services.

SEA, supported by its legal team, sustains the correctness of its conduct.

However, despite the defence put forward by SEA, on April 2 the Anti-trust Authority concluded the process, establishing:

- that SEA carried out an abuse of a dominant position against Article 102 of the Treaty for the Functioning of the European Union ("TFEU"), having impeded the tender put in place for the sale of ATA Ali Trasporti Aerei SpA and ATA Ali Servizi SpA, in order to prevent the entry into the General Aviation Airport infrastructure market and the General Aviation Handling services market of CEDICOR;
- the issue to SEA of a total monetary penalty of Euro 3,365 thousand, to be paid within 30 days from the notification of the Provision, therefore by May 1, 2015.

SEA filed an appeal against this Provision at the Regional Administrative Court ("TAR"). The above-stated appeal cites the legitimacy and correctness of the Provision.

Although considering, in light of the above-stated circumstances, that there are strong arguments to overturn the provision at subsequent levels of judgement, SEA decided to proceed with the payment of the penalty, taking account that the extension of the procedural timings following the notification of the appeal to Cedicor, make it highly improbable that a hearing will be set in the short-term. The penalty was paid on July 8, 2015, in compliance with the deadline, to ensure that further interest does not mature.

### **Risk related to the citation of ATA Handling**

In May 2015, ATA Handling in liquidation and subject to administration notified SEA SpA and the Municipality of Milan of a citation, by which ATA Handling, referring to the decision of the European Commission of 19.12.2012 concerning alleged State Aid in favour of SEA Handling, requested compensation for damages suffered as a result of the above-stated aid, issued in the form of share capital increases, alleging that such gravely affected ATA Handling's operations: it was alleged in fact that SEA Handling through the systematic coverage of losses applied significantly lower tariffs than those which would have been applied in the absence of such aid. It was put forward that ATA Handling was forced also to apply lower tariffs than would have been applied in an undistorted market and on the other that ATA Handling was prevented from acquiring a greater market share. This situation, it was alleged, restricted ATA Handling from operating under balanced conditions and led to its liquidation.

In September 2013 and, for a second time in July 2014, ATA Handling requested compensation for damages due to alleged State Aid, although both these requests did not receive a response and therefore ATA Handling notified the citation, quantifying damages, through a differential analysis of two situations (SEA Handling with share capital increases and SEA Handling without share capital increases), as Euro 93.1 million. The first hearing is fixed for October 15, 2015.

SEA, for its part, produced documentation to invalidate the argument of predatory pricing. In line with the previously adopted closings in terms of the European Commission decision of 19.12.2012, also for the dispute taken by ATA Handling – directly based on the above-stated decision and to which it explicitly refers – no risks and charges provisions were accrued in the SEA Financial Statements.

## **Operating Risks**

The operating risk factors are strictly related to the carrying out of airport activities and may impact the short and long-term performances.

### **Risks related to safety and security management**

The occurrence of accidents would have consequent impacts on Group activity and may also impact passengers, local residents and employees. The risk management instruments are: safety management system, progressive investments in safety and security, staff training activities and control and monitoring of security standard activities.

### **Risks related to the interruption of activities**

Group activities may be interrupted through: strikes by personnel, by those of the airlines, of personnel dedicated to air traffic control services and of the public emergency service operators; the incorrect and non-punctual provision of services by third parties; adverse weather conditions (snow, fog etc.).

The risk management instruments are: emergency procedures and plans, highly prepared and competent staff; insurance plans.

### **Risks related to the management of human resources**

The reaching of Group objectives depends on internal resources and relations with employees. The non-ethical or inappropriate behaviour of employees may have legal and financial consequences on company activities. The risk management instruments are: optimal workplace environment, talent development plans, ongoing dialogue and cooperation with the Trade Unions, Ethics Code, procedure 231.

### **Risk related to dependence on third parties**

Airport management activities depend on third parties, for example: local authorities, airlines, handlers etc. Any interruption in their activities or unacceptable conduct by third parties may damage the reputation and activities of the Group.

The risk management instruments are: continuous updating of agreement with trade parties, selection of partners based on economic – financial and sustainability criteria, adequate contract management activity.

## Financial Risks

The management of financial risks is carried out by the Parent Company which identifies, evaluates and implements actions to prevent and limit the consequences of the occurrence of the above-stated risk factors. For further information, reference should be made to paragraph 4 "Risk management" of the Explanatory Notes to the Condensed Consolidated Half-Year Financial Statements.

## Commodity risks

The SEA Group is exposed to changes in prices, and the relative currencies, of the energy commodities handled, i.e. gas and minimally electricity. These risks, however contained due to the self-consumption by the Group of energy produced by SEA Energia, are based on the acquisition of the above-stated energy commodities. For further information, reference should be made to paragraph 4 "Risk management" of the Explanatory notes to the Condensed Consolidated Half-Year Financial Statements.

## Compliance risks

The Group operates in a sector regulated at a national, EU and international level.

### Contract system

A significant part of SEA Group revenues derives from the activities carried out based on the agreement signed between Società per Azioni Esercizi Aeroportuali SEA and ENAC, with duration until May 4, 2041. The Agreement provides for a series of obligations relating to the management and development of

the Milan airport system, in addition to advanced withdrawal in the case of serious non-fulfilment by SEA and dissolution conditions in the case of a delay for more than 12 months in the payment of the fee due by SEA, or in the case of a declaration of bankruptcy by SEA. The conformity of the processes and procedures to national and international standards leads to the consideration that the risk of non-compliance with the concession rules is remote. At the conclusion of the Agreement SEA must return state assets forming part of the Malpensa and Linate airports and freely provide to the State all plant, works and infrastructure created by SEA through these assets. The application of IFRIC 12 in the recognition of investments and for the refurbishment obligation enables consideration of the overall charge for depreciation and refurbishment each year in the income statement, in view of the obligations undertaken by SEA under the concession.

### Risks associated to safety and security management

The SEA Group, fulfilling the obligations established for airport managers by ENAC Regulation of October 21, 2003 for the Construction and Operation of Airports, through the Safety Management System guarantees that airport operations are carried out under pre-established security conditions and evaluates the efficacy of the system in order to correct any conduct deviations by any of the airport operators.

In this regard the SEA Group guarantees that the flight infrastructure, plant, equipment and the operational processes and procedures comply with national and international standards; an ongoing training programme for personnel is implemented in order to guarantee maximum safety protection, quality levels and the punctuality and efficiency of the service. For further information, reference should be made to the "Workplace Health and Safety" paragraph of the "Human Resources management" section.

## CORPORATE GOVERNANCE SYSTEM

### Profile

The Corporate Governance system of the company is based on the traditional administration and control model as per Articles 2380-*bis* and subsequent of the Civil Code, therefore with two corporate boards appointed by the Shareholders' Meeting – the Board of Directors, which undertakes the management of the Company, and the Board of Statutory Auditors, which is required to ensure financial control, together with the Shareholders' Meeting itself, which represents the common interests of Shareholders.

SEA SpA, although not listed on a market regulated by Borsa Italiana SpA, has voluntarily implemented from June 27, 2001 the Self-Governance Code for listed companies, approved by the Corporate Governance Committee of Borsa Italiana SpA in March 2006, as subsequently amended and supplemented (the "Self-Governance Code" or the "Code").

SEA SpA considers that the adoption of a Corporate Governance Model – such as that outlined by the Self-Governance Code – based on the principles of transparency and a balance between management and control, constitutes an essential requisite and an effective instrument to implement the values of the Company's mission.

The company is not subject to management and co-ordination pursuant to Article 2497 and subsequent of the Civil Code.

### Shareholders' Meeting

The Shareholders' Meeting is the body that, through its resolutions, expresses the shareholders wishes.

The Shareholders' Meeting approves the most important decisions of the Company, among which, the appointment of the Corporate Boards, the approval of the financial statements, and changes to the Company By-laws.

### Board of Directors

The Board of Directors of the Company in office at the date of the present Report comprises seven members, five of which appointed by the Shareholders' Meeting of June 24, 2013 and two by the Shareholder' Meeting of April 30, 2015 in replacement of two resigning Directors.

The Board of Directors of SEA SpA has set up internally two Committees established under the Self-Governance Code undertaking proposing and consultation functions (the Control

and Risks Committee and the Remuneration Committee). An Ethics Committee was also established which ensures compliance with the Ethics Code).

### Committees established within the Board of Directors

The Committees comprise non-executive Directors.

The prerogatives of the Committees are established by motions of the Board of Directors, based on the recommendations and principles of the Self-Governance Code; at the Committee meetings minutes are prepared and maintained by the Company.

### Internal Control System

The Internal Control and Risk Management System is based on the recommendations of the Self-Governance Code and applicable best practice.

The procedures and organisation subject to the Internal Control and Risk Management System is implemented in order to ensure:

- compliance with law, regulations, the By-Laws and internal procedures;
- the safeguarding of the company's assets;
- the efficiency and effectiveness of the business processes;
- the reliability of financial disclosure.

The Board of Directors utilises the support of the Control and Risks Committee, which carries out consultation and proposing functions in relation to Internal Control and Risk Management, in addition to the approval of the periodic financial reports and in relation to Related Party transactions; the Committee reports to the Board of Directors on activities carried out and on the adequacy of the internal control and risk management system, in addition to the effectiveness and adequacy of the Organisational and Management Model as per Legislative Decree 231/2001.

### Board of Statutory Auditors

The Board of Statutory Auditors in office at the date of the present report was appointed by the Shareholders' Meeting of June 24, 2013 in accordance with the Company By-Laws and remains in office until the approval of the 2015 Annual Accounts.

## Transactions with Related Parties Procedure

The Board of Directors at the meetings of 18.12.2014 and 29.01.2015 approved the "Related party transactions procedure" (the "RPT Procedure"), in force since February 2, 2015. The RPT Procedure is also available on the company's website [www.seamilano.eu](http://www.seamilano.eu).

The Board of Directors, in assessing the substantial and procedural correctness of the transactions with Related Parties, is assisted by the Related Parties Committee which liaises, according to the issues dealt with, with the Control and Risks Committee and the Remuneration Committee.

## Ethics Code

In April 2000, SEA adopted an "Ethics Code" which establishes the ethics and principles which the Company, through its personnel and members of the Corporate Boards, bases its operations, both in terms of internal dealings within the company and those with third parties outside the organisation. In 2011, SEA updated its Ethics Code (Second Edition), to align with applicable "best practices" and on September 25, 2014 adopted the updated Third Edition, which particularly incorporated the provisions of Law 190/2012 in relation to the prevention of corruption. The Company appointed an "Ethics Committee" to promote the circulation and supervision of compliance with the Ethics Code, comprising a SEA Director and the heads of the "Human Resources and Organisation", "Legal and Corporate Affairs" and "Auditing" departments. The Ethics Code is available on the website [www.seamilano.eu](http://www.seamilano.eu) in the Governance section.

## Anti-corruption contact person

The Company identified, with effect from January 31, 2014, its Anti-Corruption contact person, also a member of the Ethics Committee, in accordance with Law No. 190 of November 6, 2012. Through the Anti-Corruption contact person, SEA wishes to introduce and consolidate the process for the disclosure and coordination with the Anti-Corruption Plan manager of the Municipality of Milan, the majority shareholder, in addition to fulfil, as far as compatible, the indications of the National Anti-Corruption Plan.

## Corporate Governance Report

The Company annually prepares on a voluntary basis the Corporate Governance and ownership structure report, which outlines the Corporate Governance structure adopted by SEA and provides information on the means for the implementation of the recommendations of the Self-Governance Code for listed companies, approved by the Corporate Governance Committee of Borsa Italiana SpA in March 2006, as subsequently amended and supplemented; the report is available on the website [www.seamilano.eu](http://www.seamilano.eu).

## Organisation and management model as per Legislative Decree 231/01

The Organisation and Management Model (the "Model") was adopted in compliance with Legislative Decree No. 231/01, enacting the "*Governance of the administrative responsibility of legal persons, of companies and of associations, also without legal personality*" and with the "Guidelines for the construction of organisation, management and control models as per Legs. Decree No. 231/01" published by Confindustria (last edition March 2014). The "Model" was approved by the Board of Directors of SEA with motion of December 18, 2013 and subsequently amended and supplemented, latterly through Board of Directors motion of May 29, 2014 (VIII edition). The Model is broken down into a "General Part" and a "Special Part", this latter principally concerning the categories of offenses considered by Legislative Decree 231/01.

The Organisational and Management Model as per Legislative Decree 231/01 was adopted also by the Corporate Boards of the SEA subsidiaries, with the exception of SEA Prime (previously Ali Trasporti Aerei ATA SpA) and its subsidiary Prime Aviation Services (previously ATA Ali Servizi SpA), for whom it is currently in the preparation phase. The review on the effectiveness and adequacy of the Organisation and Management "Model" is undertaken by the Supervisory Board, appointed by the Board of Directors of the Company, and comprising 4 members (1 Board of Directors member without operating duties, 2 external independent members and the Auditing Director).

## SIGNIFICANT EVENTS AFTER JUNE 30, 2015

### SEA Group airport traffic performance – July 1-July 21, 2015

In the first 21 days of July 2015, the SEA Group managed airports reported a significant boost to passenger numbers on the same period of the previous year (+5.1%) and improved aircraft movement numbers (+2.1%).

The strong passenger result follows both the performance of Linate (+8.9%) and the good results delivered at Malpensa, with 40 thousand additional passengers compared to the previous year (up more than 3%).

#### Malpensa

Malpensa passengers numbered 1.2 million, in line with the preceding summer season.

#### Malpensa Terminal 1

Passenger numbers were up 2.7%, with an additional 21 thousand compared to the same period of 2014.

We particularly highlight the inter-continental connections result, which from a 3.4% improvement in the first half of the year, jumped 9.7% in the first three weeks of July 2015. The main contributors were the airlines Emirates, Alitalia with Abu Dhabi and Shanghai, Qatar with Doha and Air China with Beijing and Shanghai. In particular, Emirates reports strong performances both with Dubai (8 thousand passengers) and New York (6 thousand passengers) – numbers which continue to improve, despite a particularly competitive marketplace both in terms of airlines and the number of daily connections. British Airways also reported vibrant performances, increasing both the number of movements connecting Malpensa with the British capital and in terms of a 5% increase in the aircraft load factor, with approx. 5 thousand additional passengers.

Vueling also reports strong numbers, introducing to its network a new connection to Paris Orly, increasing the number of travellers, with 9.7 thousand transported on the new route and improving its performance on existing routes such as Barcelona and Ibiza.

In the leisure sector, Blue Panorama and Neos increased passenger numbers by approx. 7 thousand in the period.

In addition to airberlin and Fly Niki transferring to Linate, Alitalia, although achieving good results on inter-continental connections, also saw reductions (-16 thousand passengers),

principally due to the cancellation of the flights with Catania and Cairo, present in the same period of 2014.

#### Malpensa Terminal 2

easyJet reports growth of 4.7% on the first three weeks of July 2014, with 438 thousand passengers served. The satisfactory results relate to the connections with Munich, Stuttgart and Tenerife, not operational in the first three weeks of July 2014 and the good performances with London Luton, Lamezia Terme, Olbia, Corfù, Amsterdam and Brindisi.

Compared to July 2014, the connection with Belgrade is no longer present and reduced numbers were reported for Fiumicino, Casablanca, Athens, Barcelona and Marrakesh.

#### Milano Malpensa Cargo

In the first 21 days of July 2015, Milan Malpensa Cargo reported significant growth of 14.1%, with 32 thousand tonnes of cargo transported. Excellent export traffic results were reported (+18%) and strong signs were evident also in the month for import traffic (+9%).

The all-cargo airlines report excellent performances, with growth of 14.7% and 23 thousand tonnes of cargo transported. The largest contributors include SW Italia, Cargolux Group, Air Bridge Cargo and the courier DHL with European Air Transport, Aerologic Germany and Atlas Air.

The airlines with mixed configuration aircraft reported a 13% increase; the highest ranked airlines for cargo increases include Qatar, Alitalia and Korean.

#### Linate

At Linate, passenger numbers rose 9%, with a particularly strong international traffic result (+24.4%), against a reduction in domestic traffic (-2.0%).

The Alitalia Group saw the number of passengers served rise 2.6%, following the introduction of new routes such as Berlin, Düsseldorf, Copenhagen and Ancona and the strong results with Cagliari, Amsterdam, Fiumicino and Catania.

Meridiana Fly reported a recovery (+6.2 thousand passengers), supported by the connections with Olbia and Naples.

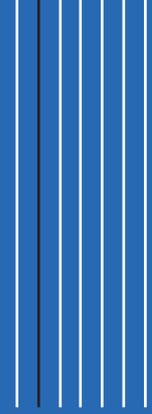
easyJet cancelled the Linate-Fiumicino route, with a loss of 6 thousand passengers; the results with the European destinations Paris Orly and London Gatwick were in line with the previous year.

## TRANSACTIONS WITH RELATED PARTIES

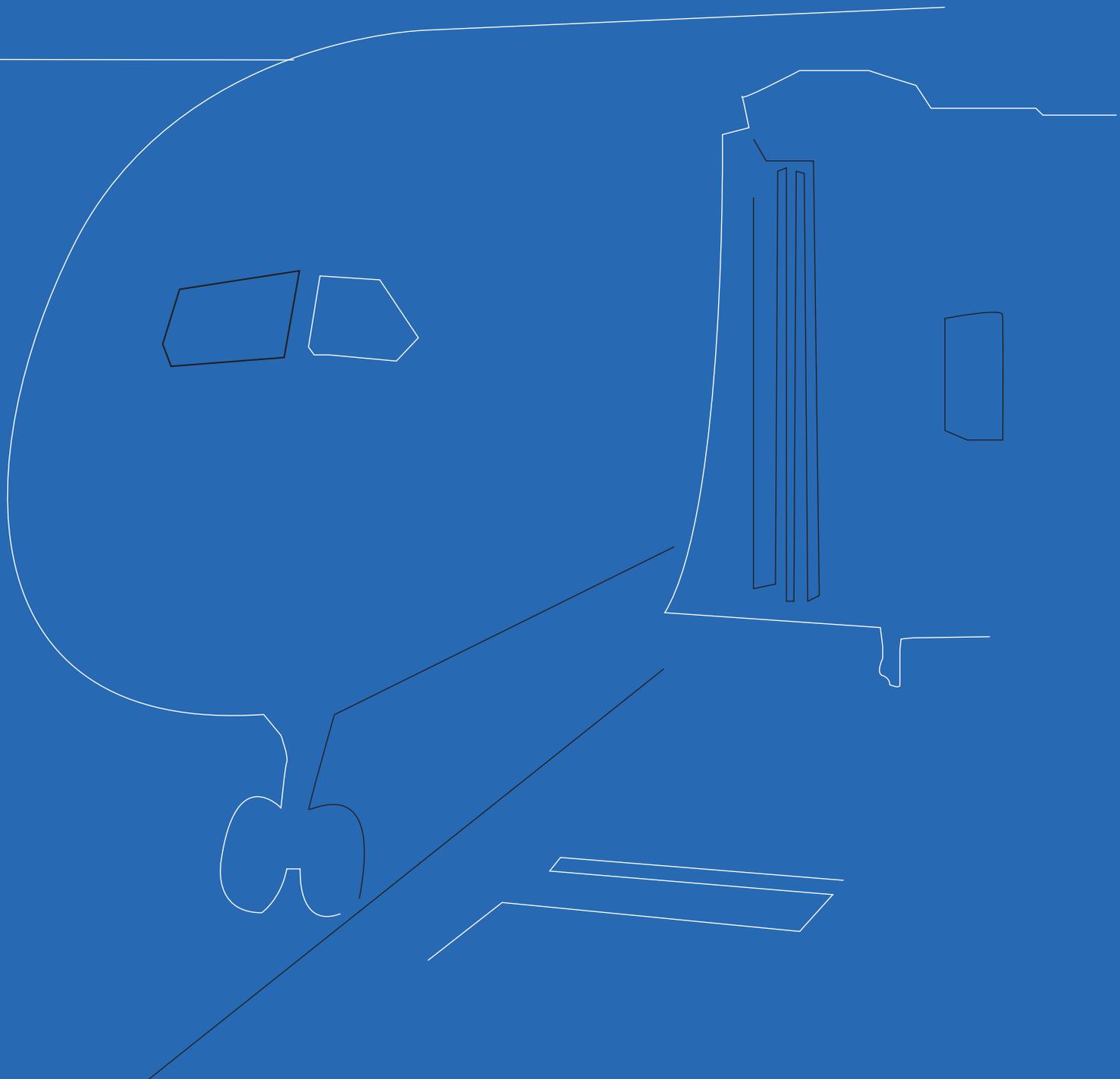
The transactions with Related Parties are not atypical or unusual and form part of the ordinary business activities of the companies of the Group.

These operations are regulated at market conditions and take account of the characteristics of the goods and services provided.

For greater details, reference should be made to paragraph 13 “Transactions with related parties” of the Explanatory Notes to the 2015 Condensed Consolidated Half-Year Financial Statements.



# SEA GROUP CONSOLIDATED FINANCIAL STATEMENTS



## CONSOLIDATED FINANCIAL STATEMENTS

### Consolidated Statement of Financial Position

(in thousands of Euro)	Note	at June 30, 2015		at December 31, 2014	
		Total	of which Related Parties	Total	of which Related Parties
<b>ASSETS</b>					
Intangible assets	9.1	989,910		978,171	
Property, plant and equipment	9.2	194,905		192,733	
Property investments	9.3	3,413		3,414	
Investments in associated companies	9.4	42,927		41,882	
Available-for-sale investments	9.5	26		26	
Deferred tax assets	9.6	45,417		46,558	
Other non-current financial assets	9.7	23,966		23,966	
Other non-current receivables	9.8	369		370	
<b>Total non-current assets</b>		<b>1,300,933</b>		<b>1,287,120</b>	
Inventories	9.9	5,098		5,793	
Trade receivables	9.10	131,496	11,017	118,526	9,522
Tax receivables	9.11	14,850		16,110	
Other receivables	9.11	16,263		16,938	
Cash and cash receivables	9.12	100,571		30,586	
<b>Total current assets</b>		<b>268,278</b>	<b>11,017</b>	<b>187,953</b>	<b>9,522</b>
<b>Assets held-for-sale</b>		<b>9,137</b>		<b>16,010</b>	
<b>Elim. of dis. operations' receivables &amp; payables</b>		<b>(2,515)</b>		<b>(13,704)</b>	
<b>TOTAL ASSETS</b>		<b>1,575,833</b>	<b>11,017</b>	<b>1,477,379</b>	<b>9,522</b>
<b>LIABILITIES</b>					
Share capital	9.13	27,500		27,500	
Other reserves	9.13	233,713		226,842	
Net profit	9.13	38,123		54,858	
<b>Group Shareholders' equity</b>		<b>299,336</b>		<b>309,200</b>	
<b>Minority interest shareholders' equity</b>	9.13	<b>578</b>		<b>600</b>	
<b>Group &amp; minority interest shareholders' equity</b>		<b>299,914</b>		<b>309,800</b>	
Provision for risks & charges	9.14	177,171		174,567	
Employee provisions	9.15	47,683		50,505	
Non-current financial liabilities	9.16	577,745		527,856	
<b>Total non-current liabilities</b>		<b>802,599</b>		<b>752,928</b>	
Trade payables	9.17	168,679	3,226	170,711	2,556
Income tax payables	9.18	65,532		59,529	
Other payables	9.19	108,206		98,753	
Current financial liabilities	9.16	129,543		73,919	
<b>Total current liabilities</b>		<b>471,960</b>	<b>3,226</b>	<b>402,912</b>	<b>2,556</b>
<b>Liabilities related to assets held-for-sale</b>		<b>3,875</b>		<b>25,443</b>	
<b>Elim. of dis. operations' receivables &amp; payables</b>		<b>(2,515)</b>		<b>(13,704)</b>	
<b>TOTAL LIABILITIES</b>		<b>1,275,919</b>	<b>3,226</b>	<b>1,167,579</b>	<b>2,556</b>
<b>TOTAL LIABILITIES &amp; SHARE, EQUITY</b>		<b>1,575,833</b>	<b>3,226</b>	<b>1,477,379</b>	<b>2,556</b>

## Consolidated Income Statement

(in thousands of Euro)	Note	H1 2015		H1 2014 (restated)	
		Total	of which Related Parties	Total	of which Related Parties
Operating revenues	10.1	307,058	17,341	301,667	17,900
Revenues for works on assets under concession	10.2	26,477		32,965	
<b>Total revenues</b>		<b>333,535</b>	<b>17,341</b>	<b>334,631</b>	<b>17,900</b>
<b>Operating costs</b>					
Personnel costs	10.3	(86,438)		(86,674)	
Consumable materials	10.4	(23,214)		(22,773)	
Other operating costs	10.5	(102,422)		(96,459)	
Provisions & write-downs	10.6	4,634		(2,568)	
Costs for works on assets under concession	10.7	(24,719)		(30,970)	
<b>Total operating costs</b>		<b>(232,159)</b>	<b>(5,153)</b>	<b>(239,445)</b>	<b>(4,516)</b>
<b>Gross operating margin / EBITDA *</b>		<b>101,376</b>	<b>12,188</b>	<b>95,186</b>	<b>13,384</b>
Restoration & replacement provision	10.8	(7,146)		(9,000)	
Amortisation & Depreciation	10.9	(29,390)		(28,561)	
<b>EBIT</b>		<b>64,840</b>	<b>12,188</b>	<b>57,626</b>	<b>13,384</b>
Investment income (charges)	10.10	2,991	2,991	1,367	1,367
Financial charges	10.11	(9,835)		(13,858)	
Financial income	10.11	272		736	
<b>Pre-tax profit</b>		<b>58,268</b>	<b>15,179</b>	<b>45,871</b>	<b>14,751</b>
Income taxes	10.12	(20,184)		(10,629)	
<b>Continuing operations' profit</b>		<b>38,084</b>	<b>15,179</b>	<b>35,242</b>	<b>14,751</b>
<b>Discontinued operations' profit/(loss)</b>	11	<b>17</b>	<b>0</b>	<b>(16,004)</b>	<b>0</b>
Net profit		38,101		19,238	
Minority interest profit		(22)		(1)	
<b>Group net profit</b>		<b>38,123</b>	<b>15,179</b>	<b>19,239</b>	<b>14,751</b>
Basic earnings per share (in Euro)	12	0.15		0.08	
Diluted earnings per share (in Euro)	12	0.15		0.08	

\* EBITDA was defined by the Group as the difference between total revenues and total operating costs, including provisions and write-downs and excluding the restoration and replacement provision.

In accordance with IFRS 5, the H1 2014 figures were reclassified.

## Consolidated Statement of Comprehensive Income

(in thousands of Euro)	H1 2015		H1 2014 (restated)	
	Total	of which Related Parties	Total	of which Related Parties
<b>Group net profit</b>	<b>38,123</b>	<b>15,179</b>	<b>19,239</b>	<b>14,751</b>
- Items reclassifiable in future periods to the net result				
Fair value measurement of derivative financial instruments	1,617		(2,556)	
Tax effect from fair value measurement of derivative financial instruments	(444)		703	
<b>Total items reclassifiable, net of the tax effect</b>	<b>1,173</b>		<b>(1,853)</b>	
- Items not reclassifiable in future periods to the net result				
Actuarial profit / (loss) on employee leaving indemnity	2,434		(3,216)	
Tax effect from Actuarial Profit / (Loss) on Employee Leaving Indemnity	(669)		884	
<b>Total items not reclassifiable, net of the tax effect</b>	<b>1,765</b>		<b>(2,332)</b>	
<b>Total other comprehensive income items</b>	<b>2,938</b>		<b>(4,185)</b>	
<b>Total comprehensive profit</b>	<b>41,039</b>		<b>15,053</b>	
Attributable to:				
- Parent company shareholders	41,061		15,054	
- Minority interest	(22)		(1)	

*In accordance with IFRS 5, the H1 2014 figures were reclassified.*

## Consolidated Cash Flow Statement

(in thousands of Euro)	H1 2015	of which Related Parties	H1 2014 (restated)	of which Related Parties
<b>Cash flow from operating activities</b>				
Pre-tax profit	58,268		45,871	
Adjustments:	0		0	
Amortisation & depreciation of tangible & intangible assets	29,390		28,561	
Net change in provisions (ex. employee provisions)	2,887		576	
Change in employee provisions	(713)		(1,009)	
Change in doubtful debt provision	(6,693)		3,999	
Net financial charges	9,563		13,121	
Investment income	(2,991)		(1,367)	
Other non-cash items	(1,546)		863	
Cash flow absorbed from operating activities before changes in working capital of Discontinued Operations	(204)		(37,195)	
<b>Cash flow generated from operating activities before changes in work capital</b>	<b>87,961</b>		<b>53,420</b>	
Change in inventories	695		334	
Change in trade receivables & other receivables	(4,177)	(1,557)	(38,222)	(2,030)
Change in other non-current assets	1		41	
Change in trade payables & other payables	7,532	670	13,009	470
Cash flow generated (absorbed) from changes in working capital of Discontinued Operations	(20,164)		32,211	
<b>Cash flow generated from changes in working capital</b>	<b>(16,113)</b>	<b>(887)</b>	<b>7,373</b>	<b>(1,560)</b>
Income taxes paid	(14,661)		(21,630)	
Cash flow generated from operating activities of Discontinued Operations	5,204		1,842	
<b>Cash flow generated from operating activities</b>	<b>62,391</b>	<b>(887)</b>	<b>41,005</b>	<b>(1,560)</b>
Investments in fixed assets:				
- intangible	(31,541)		(34,313)	
- tangible	(10,373)		(7,378)	
Divestments:				
- financial			80	
Dividends received	1,758	1,758	1,697	1,697
Cash flow generated (absorbed) by investing activities of Discontinued Operations	426		(96)	
<b>Cash flow absorbed from investactivities</b>	<b>(39,730)</b>	<b>1,758</b>	<b>(40,010)</b>	<b>1,697</b>
Change in gross financial debt				
- increases / (decreases) in short-term & medium/long-term debt	113,236		(219,489)	
- increases / (decreases) in advances on state grants			300,000	
Share capital increase and shareholders' equity reserves			(1,250)	
Change in other financial assets / liabilities	(1,178)		(3,445)	
Dividends distributed	(50,857)		(26,480)	
Interest paid	(14,290)		(9,507)	
Interest received			(23)	
Cash flow generated from financing activities of Discontinued Operations			3,320	
<b>Cash flow generated from financing activities</b>	<b>46,911</b>		<b>43,126</b>	
<b>Increase / (decrease) in cash and cash equivalents</b>	<b>69,572</b>	<b>871</b>	<b>44,121</b>	<b>137</b>
Cash and cash equivalent at beginning of period	31,514		60,720	
- of which, cash and cash equivalents included under Discontinued Operations	928			
Cash and cash equivalent at beginning of period reported in fin. stats.	30,586			
Cash and cash equivalent at end of period	101,086		104,841	
- of which, cash and cash equivalents included under Discontinued Operations	515		1,592	
Cash and cash equivalent at end period reported in fin. stats.	100,571		103,249	

In accordance with IFRS 5, the H1 2014 figures were reclassified.

## Statement of changes in consolidated shareholders' equity

(in thousands of Euro)	Share capital	Legal reserve	Other reserves & retained earnings	Actuarial profit / (losses) reserve	Derivative contracts hedge acctg. reserve	Net profit	Consol. share equity	Minority interest capital & reserves	Group & minority interest consol. share equity
<b>Balance at 31/12/2013</b>	27,500	5,500	229,486	(2,755)	(6,672)	33,707	286,766	611	287,377
Allocation of net profit			33,707			(33,707)			
Dividends distributed			(26,450)				(26,450)		(26,450)
<b>Other movements</b>									
Result of comprehensive income items				(3,641)	(2,311)		(5,952)		(5,952)
Change in consolidation scope			(22)				(22)		(22)
Net profit						54,858	54,858	(11)	54,847
<b>Balance at 31/12/2014</b>	27,500	5,500	236,721	(6,396)	(8,983)	54,858	309,200	600	309,800
Allocation of net profit			54,858			(54,858)			
Dividends distributed			(50,925)				(50,925)		(50,925)
<b>Other movements</b>									
Result of comprehensive income items				1,765	1,173		2,938		2,938
Net profit						38,123	38,123	(22)	38,101
<b>Balance at 30/06/2015</b>	27,500	5,500	240,654	(4,631)	(7,810)	38,123	299,336	578	299,914

## NOTES TO THE CONDENSED CONSOLIDATED HALF-YEAR FINANCIAL STATEMENTS

### 1. General information

Società per Azioni Esercizi Aeroportuali SEA is a limited liability company, incorporated and domiciled in Italy according to Italian Law (the “Company”).

The Company’s headquarters are located at Milan Linate Airport in Segrate (Milan).

The Company manages Milan Malpensa Airport and Milan Linate Airport under the 2001 Agreement signed between SEA and ENAC with a forty year duration (renewing the previous agreement of May 7, 1962).

SEA and the Group companies, in the running of the airports, are involved in the management, development and maintenance of the infrastructure and plant at the airports and offer customers all flight related services and activities, such as the landing and departure of aircraft and the airport security services (Aviation business); these companies in addition provide a wide and specialised range of commercial services for passengers, operators and visitors, both managed directly and outsourced (Non-Aviation business).

The SEA Group, through the company SEA Energia, produces electric and thermal energy both to serve the requirements of its airports and for sale on the external market (energy activities).

In addition, through SEA Handling (in liquidation), a subsidiary of SEA, the SEA Group provided also land-side assistance services for aircraft, passengers, baggage, cargo and mail (commercial aviation handling business) until August 31, 2014. In particular, as described in the Directors’ Report in relation to the negotiations with the European Union in the section “Risk Factors of the SEA Group”, SEA took the decision in 2014 to dispose of the commercial aviation Handling business, proceeding on the one hand with the liquidation of SEA Handling SpA – on July 1 (with provisional operations until August 31, 2014) – and on the other assigning on August 27, 2014 the investment in Airport Handling Srl to the Milan Airport Handling Trust. The above-mentioned decisions therefore resulted in the exit from the consolidation scope of Airport Handling, as the assignment to the Trust resulted in the loss of control of SEA on the company and, pursuant to IFRS 5, the inclusion of the commercial aviation handling sector (for the year 2014 comprising SEA Handling in liquidation for the entire year and Airport Handling until the assignment date to the Trust and for the first-half of 2015 only SEA Handling in

liquidation) under discontinued operations. Consequently, in H1 2015 as for the full year 2014, the Handling business only concerned the general aviation handling of the subsidiary SEA Prime SpA, acquired by the Group at the end of 2013, and of the associated company Malpensa Logistica Europa SpA (held 25%), which operates outside of the commercial aviation handling business.

At the preparation date of the present document, the Company has a 51% holding in Malpensa Construction Consortium, which provides engineering services and airport construction and infrastructure works. It is recalled that the Board of Directors on November 6, 2014 confirmed the conclusion of the consortium as December 31, 2014. In accordance with Article 5 of the Consortium By-Laws the consortium’s activities will continue until the discharge of all contractual obligations in force.

It is also reported that the Group (i) through a 40% holding of SEA in the share capital of Dufrital, also undertakes commercial activities at other Italian airports, including Bergamo, Genoa and Verona; (ii) through the investee company Malpensa Logistica Europa (in which SEA holds 25% of the share capital) undertakes integrated logistics activities; (iii) through the shareholding (40% of the share capital) in SEA Services operates in the catering sector for the Milan airports and (iv) through an investment in Disma (18.75% of the share capital) manages a plant for the storage and distribution of aviation fuel at Milan Malpensa Airport.

The Company, with a shareholding of 30.98%, is also the largest shareholder of SACBO, which manages the Bergamo airport, Orio al Serio.

The activities carried out by the SEA Group, as outlined above, are therefore structured into the following major areas, corresponding to the individual segments, with the Group sourcing revenues from each as follows:

- Aviation business (“core” airport business in support of passenger and cargo transport); the revenues generated are based on a regulated tariff system and stem from airport rights, fees for the use of centralised infrastructure and of shared use assets, in addition to security fees and tariffs for the exclusive use of spaces by airlines and Handlers. The rights and fees for security are set by Ministerial Decrees, while the fees for the use of centralised infrastructure and shared assets are monitored and verified by ENAC;
- Non-Aviation business (commercial services offered

to passengers and users of the Milan Airports), whose revenues derive from market fees for the Non-Aviation business directly carried out by SEA, and/or from the above-stated business carried out by sub-contractors, from royalties based on a percentage of revenues of third party operators, with minimum guarantees where established;

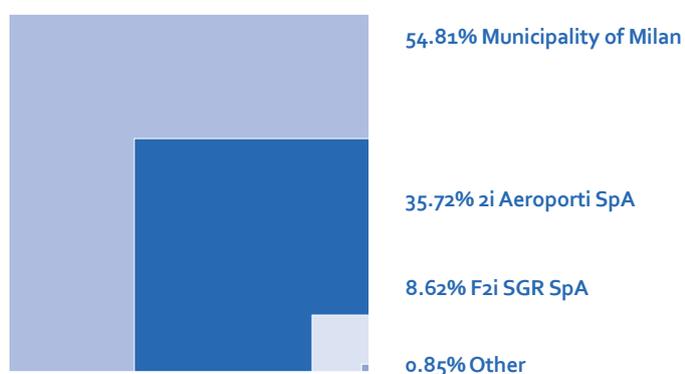
- Handling business, relating only to the general aviation handling of the subsidiary Prime Aviation Services SpA. and the associated company Malpensa Logistica Europa SpA

(held 25%), which operates outside of the concessionary core business of passenger handling at Linate and Malpensa;

- Energy (generation and sale of electric and thermal energy) whose revenues stem from market fees set by unit, multiplied by quantity of energy supplied.

At the preparation date of the present document, the shareholder structure was as follows:

## Shareholders



Public shareholder		
12 entities/comp.	Municipality of Milan*	54.81%
	Province of Varese	0.64%
	Municipality of Busto Arsizio	0.06%
	Other public shareholders	0.11%
<b>Total</b>		<b>55.62%</b>

Private shareholders		
	zi Aeroporti SpA**	35.72%
	F2i Sgr SpA***	8.62%
	Other private shareholders	0.04%
<b>Total</b>		<b>44.38%</b>

\* Holder of Class A shares

\*\* "F2i Aeroporti SpA" changed its name to "zi Aeroporti SpA" as at April 24, 2015

\*\*\* On behalf of zi – second Italian Fund for infrastructure

## 2. Compliance with International Accounting Standards

The present Condensed Consolidated Half-Year Financial Statements were prepared in accordance with the IFRS in force, issued by the International Accounting Standards Board and approved by the European Union. Account was also taken of the interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"), previously the Standing Interpretations Committee ("SIC"). In particular, the present Condensed Consolidated Half-Year Financial Statements were prepared in accordance with IAS 34 Interim Financial Reporting; in accordance with paragraphs 15 and 16 of the standard, these Condensed Consolidated Half-Year Financial Statements therefore do not include all the information published in the annual report and must be read together with the consolidated financial statements at December 31, 2014, with particular reference to the analysis of the individual accounts, with the disclosure in the present Half-Year Report, as per IAS 34, and the explanations for the changes to the comparative accounts. In the preparation of the condensed consolidated financial statements at June 30, 2015, the same accounting principles were adopted as in the preparation of the Consolidated Financial Statements at December 31, 2014, updated as indicated below to take account of those issued recently.

The preparation of the Condensed Consolidated Half-Year Financial Statements and the relative notes in application of IFRS require that the Directors make estimates and assumptions on the values of revenues, costs, assets and liabilities in the half-year report and on the disclosures relating to the assets and contingent liabilities at June 30, 2015. If in the future, these estimates and assumptions, which are based on the best valuations made by the Directors, should be different from the actual results recorded, they will be modified appropriately in the period in which the circumstances occur. The estimates and assumptions are reviewed periodically and the effects of all variations are immediately recognised in the income statement.

It should also be noted that some valuation processes, in particular the most complex, such as the determination of any loss in value of non-current assets, are generally made on a complete basis on the preparation of the annual accounts, when all the necessary information is available, except where there are specific indications of impairment which require an immediate valuation of any loss in value.

For the present Half-Year Report, indicators of impairment

requiring advanced testing from the usual year-end test did not emerge.

### 2.1 Recently issued accounting standards

#### Accounting standards, amendments and IFRS interpretations applicable from January 1, 2015

The following IFRS accounting standards, amendments and interpretations were applied for the first time by the Group from January 1, 2015. The adoption of these amendments and interpretations has not had any impact on the financial position or on the result of the Group:

- On May 20, 2013, the interpretation IFRIC 21 – *Levies* was published, which provides clarification on when to recognise a liability related to state taxes (other than on income). The standard concerns both liabilities for levies within the application of IAS 37 – Provisions, contingent liabilities and contingent assets and for levies whose timing and amount are certain. The interpretation is applied retrospectively for the periods beginning at the latest from June 17, 2014 or subsequently.
- On December 12, 2013, the IASB published the "Annual Improvements to IFRSs: 2011-2013 Cycle" document, which includes the amendments to a number of standards within the annual improvement process. The principal changes relate to:
  - IFRS 3 Business Combinations – Scope exception for joint ventures.
  - IFRS 13 Fair Value Measurement – Scope of portfolio exception (par. 52).
  - IAS 40 Investment Properties – Interrelationship between IFRS 3 and IAS 40.

The amendments will be applied from periods beginning January 1, 2015 and thereafter. The introduction of these amendments do not have any effects on the Group consolidated financial statements.

#### IFRS and IFRIC accounting standards, amendments and interpretations approved by the EU, not yet mandatory and not adopted in advance by the Group at June 30, 2015

- On November 21, 2013, the IASB published the amendment to IAS 19 "Defined Benefit Plans: Employee Contributions", which proposes the presentation of contributions (relating only to the service provided by employees in the year) by employees or third parties to defined benefit plans in reduction of the service cost in the year in which this contribution is paid.
- On December 12, 2013, the IASB published the "Annual Improvements to IFRSs: 2010-2012 Cycle" document, which includes the amendments to a number of standards within the

annual improvement process. The principal changes relate to:

- IFRS 2 Share Based Payments – Definition of vesting conditions.
- IFRS 3 Business Combination – Accounting for contingent consideration.
- IFRS 8 Operating segments – Aggregation of operating segments.
- IFRS 8 Operating segments – Reconciliation of total of the reportable segments' assets to the entity's assets.
- IFRS 13 Fair Value Measurement – Short-term receivables and payables.
- IAS 16 Property, plant and equipment and IAS 38 Intangible Assets – Revaluation method: proportionate restatement of accumulated depreciation/amortization.
- IAS 24 Related Parties Disclosures – Key management personnel.

The amendments will be applied at the latest from periods beginning February 1, 2015 and thereafter.

#### **IFRS standards, amendments and interpretations not yet approved by the European Union**

At the date of the present Half-Year Report, the relevant bodies of the European Union have not yet concluded the process necessary for the implementation of the amendments and standards described below.

- On May 6, 2014, the IASB issued a number of amendments to IFRS 11 – “Joint Arrangements – Accounting for acquisitions of interests in joint operations” concerning the recognition of the acquisition of interest in joint operations.
- On May 12, 2014, the IASB issued a number of amendments to IAS 16 Property, plant and equipment and to IAS 38 Intangible Assets – “Clarification of acceptable methods of depreciation and amortisation”. The amendments to IAS 16 establish that depreciation based on revenue recognition is not appropriate, as according to the amendment revenues generated by an asset which includes the use of an asset subject to depreciation generally reflects factors other than the sole consumption of economic benefits from the asset itself. The amendments to IAS 38 introduce a presumption that depreciation criteria based on revenues are usually inappropriate for the same reasons as those introduced to IAS 16.
- On May 28, 2014, the IASB published IFRS 15 Revenue from Contracts with Customers which will replace IAS 18 Revenue and IAS 11 Construction Contracts, in addition to the interpretations IFRIC 13 Customer Loyalty Programmes, IFRIC 15 Agreements for the Construction of Real Estate,

IFRIC 18 Transfers of Assets from Customers and SIC 31 Revenues-Barter Transactions Involving Advertising Services. The standard establishes a new revenue recognition model, which will apply to all contracts signed with clients, with the exception of those falling under the application of other IAS/IFRS such as leasing, insurance contracts and financial instruments. The essential issues for the recognition of revenues according to the new model are:

- the identification of the contract with the client;
- the identification of the performance obligations of the contract;
- the establishment of the price;
- the allocation of the price to the performance obligations of the contract;
- the recognition criteria of the revenue where the entity satisfies the performance obligations.

The standard is applicable from January 1, 2017 (in May 2015, the IASB issued an Exposure Draft proposing to defer the date of first application to January 1, 2018).

- On July 24, 2014, the IASB published IFRS 9 – *Financial instruments*. The document incorporates the results of the Classification and measurement, Impairment and Hedge accounting phases of the IASB project to replace IAS 39. The new standard, which replaces the previous version of IFRS 9, must be applied for financial statements beginning January 1, 2018 or subsequently.
- On September 11, 2014, the IASB published an amendment to IFRS 10 and IAS 28 Sales or Contribution of Assets between an Investor and its Associate or Joint Venture. The document was published in order to resolve the current conflict between IAS 28 and IFRS 10.
- On September 25, 2014, the IASB published the “*Annual Improvements to IFRSs: 2012-2014 Cycle*”. The amendments introduced by the document must be applied from periods beginning January 1, 2016 or subsequently. The document introduces amendments to the following standards:
  - IFRS 5 – Non-current Assets Held for Sale and Discontinued Operations;
  - IFRS 7 – Financial Instruments: Disclosure;
  - IAS 19 – Employee benefits;
  - IAS 34 – Interim Financial Reporting.
- On December 18, 2014, the IASB issued an amendment to IAS 1 – Disclosure Initiative. The amendments seek to clarify the disclosure elements which may be considered impediments to a clear preparation of the financial statements.

## 2.2 Financial Statements

The present Condensed Consolidated Half-Year Financial Statements, as part of the Half-Year Report, include the consolidated statement of financial position at June 30, 2015 and at December 31, 2014, the comprehensive consolidated income statement, the consolidated cash flow statement, the change in consolidated shareholders' equity at June 30, 2015 and December 31, 2014 and the relative Explanatory notes.

In relation to the presentation method of the Financial Statements "the current/non-current" criterion was adopted for the statement of financial position while the classification by nature was utilised for the Comprehensive Income Statement and the indirect method for the cash flow statement.

The Condensed Consolidated Half-Year Financial Statements were prepared in accordance with the historical cost convention, except for the measurement of financial assets and liabilities, including derivative instruments, where the obligatory application of the fair value criterion is required.

The Condensed Consolidated Half-Year Financial Statements

were prepared in accordance with the going concern concept, as the Directors verified the non-existence of financial, operational or other indicators which could indicate difficulties in the capacity of the Group to meet its obligations in the foreseeable future and in particular in the next 12 months.

The Half-Year Report at June 30, 2015 was prepared in thousands of Euro, as were the tables reported in the Explanatory notes.

The Half-Year Report at June 30, 2015 was subject to limited audit by the Independent Audit Firm Deloitte & Touche SpA, the Auditor of the Company and of the Group and approved by the Board of Directors of the Parent company SEA SpA on July 30, 2015.

## 2.3 Consolidation scope and changes in the year

The registered office and the share capital of the companies included in the consolidation scope at June 30, 2015 under the full consolidation method and equity method are reported below:

Company	Registered Office	Share capital at 30/06/2015 (Euro)	Share capital at 31/12/2014 (Euro)
SEA Handling SpA (in liquidation) <sup>1</sup>	Malpensa Airport - Terminal 2 - Somma Lombardo (VA)	10,304,659	10,304,659
SEA Energia SpA	Milan Linate Airport - Segrate (MI)	5,200,000	5,200,000
SEA Prime SpA (prev. Ali Trasporti Aerei ATA SpA) <sup>2</sup>	Viale dell'Aviazione, 65 - Milan	2,976,000	2,976,000
Prime Aviation Services SpA (prev. Ata Ali Servizi SpA) <sup>3</sup>	Viale dell'Aviazione, 65 - Milan	420,000	420,000
Consorzio Malpensa Construction	Via del Vecchio Politecnico, 8 - Milan	51,646	51,646
Dufrital SpA	Via Lancetti, 43 - Milan	466,250	466,250
SACBO SpA	Via Orio al Serio, 49/51 - Grassobbio (BG)	17,010,000	17,010,000
SEA Services Srl	Via Caldera, 21 - Milan	105,000	105,000
Malpensa Logistica Europa SpA	Milan Linate Airport - Segrate (MI)	6,000,000	6,000,000
Disma SpA	Milan Linate Airport - Segrate (MI)	2,600,000	2,600,000

1. The Extraordinary Shareholders' Meeting of SEA Handling SpA in liquidation on June 9, 2014 approved the advance winding up of the Company and its placement into liquidation from July 1, 2014, while also authorising the provisional exercise of operations after July 1, for the minimum period necessary (the provisional exercise was confirmed in the Shareholders' Meeting of SEA Handling in liquidation of July 30, 2014 for the period July 1-August 31, 2014). The decision to dispose of the commercial aviation handling business did not result in the exit from the consolidation scope of the Group but the application of IFRS 5 for the discontinued operations; reference should be made to the paragraph "Introduction" for the impact of the application of IFRS 5 on the 2015 Financial Statements and 2014 comparative Financial Statements.
2. The company Ali Trasporti Aerei ATA SpA changed its name to SEA Prime SpA with Shareholders' Meeting motion of March 2, 2015.
3. Controlled indirectly through SEA Prime SpA.

The companies included in the consolidation scope at June 30, 2015 and the respective consolidation methods are reported below:

Company	Consolidation method at 30/06/2015	% held at 30/06/2015	% held at 31/12/2014
SEA Handling SpA (in liquidation) <sup>1</sup>	(1)	100%	100%
SEA Energia SpA	Line-by-line	100%	100%
SEA Prime SpA (prev. Ali Trasporti Aerei ATA SpA) <sup>2</sup>	Line-by-line	98.34%	98.34%
Prime Aviation Services SpA (prev. ATA Ali Servizi SpA) <sup>3</sup>	Line-by-line	98.34%	98.34%
Consorzio Malpensa Construction	Line-by-line	51%	51%
Dufrital SpA	Equity	40%	40%
SACBO SpA	Equity	30.979%	30.979%
SEA Services Srl	Equity	40%	40%
Malpensa Logistica Europa SpA	Equity	25%	25%
Disma SpA	Equity	18.75%	18.75%

1. The Extraordinary Shareholders' Meeting of SEA Handling SpA in liquidation on June 9, 2014 approved the advance winding up of the Company and its placement into liquidation from July 1, 2014, while also authorising the provisional exercise of operations after July 1, for the minimum period necessary (the provisional exercise was confirmed in the Shareholders' Meeting of SEA Handling in liquidation of July 30, 2014 for the period July 1-August 31, 2014). The decision to dispose of the commercial aviation handling business did not result in the exit from the consolidation scope of the Group but the application of IFRS 5 for the discontinued operations; reference should be made to the paragraph "Introduction" for the impact of the application of IFRS 5 on the 2015 Financial Statements and 2014 comparative Financial Statements.
2. The company Ali Trasporti Aerei ATA SpA changed its name to SEA Prime SpA with Shareholders' Meeting motion of March 2, 2015.
3. Controlled indirectly through SEA Prime SpA.

### 3. Accounting policies and consolidation methods

In the preparation of the present Condensed Half-Year Report, the same accounting policies and consolidation methods adopted for the preparation of the 2014 Annual Financial Statements were applied.

### 4. Risk Management

The risk management strategy of the Group is based on minimising potential negative effects related to the financial and operating performance. Some types of risk are offset through recourse to derivative instruments. The management of the above-mentioned risks is undertaken by the parent company which identifies, evaluates and undertakes hedging of financial risks, in close collaboration with other entities of the Group.

#### 4.1 Credit risk

The credit risks represent the exposure of the SEA Group to potential losses deriving from the non-compliance of obligations by trading and financial partners.

This risk is primarily of an economic/financial nature, or rather the possibility of the default of a counterparty, and also factors of a technical/commercial or administrative/legal nature.

For the SEA Group the credit risk exposure is largely related to the deterioration of a financial nature of the principle airline companies which incur on the one hand the effects of the seasonality related to aviation operations, and on the other consequences of geopolitical events which impact upon the air transport sector (wars, epidemics, atmospheric events, rise in oil prices and economic/financial crises).

In order to control this risk, the SEA Group has implemented procedures and actions to monitor the expected cash flows and recovery actions.

In accordance with the internal policy on receivables the client is required to provide guarantees: this typically relates to bank

or insurance guarantees issued by primary credit institutions or deposit guarantees.

In relation to the payment terms applied for the majority of the clients, credit terms are largely concentrated within 30 days from the relative invoicing.

Trade receivables are reported in the Financial Statements net of doubtful debt provisions, which are prudently made based on the underlying disputes at the balance sheet date. The doubtful debt provision necessary to adjust the nominal value to the

realisable value is determined analysing all receivables and utilising all available information on the debtor. The SEA Group, against overdue receivables, receivables in dispute, or for which there is a legal or administrative procedure, utilises the same write-down percentages.

A summary of the trade receivables and the relative doubtful debt provisions is reported below:

#### Trade receivables

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Customer receivables	201,195	198,746
- of which overdue	84,506	115,344
Doubtful debt provision	(80,716)	(89,742)
Trade receivables from associated companies	11,017	9,522
<b>Total net trade receivables</b>	<b>131,496</b>	<b>118,526</b>

The aging of the overdue receivables is as follows:

#### Trade receivables

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
overdue less than 180 days	5,454	39,121
overdue more than 180 days	79,052	76,223
<b>Total trade receivables</b>	<b>84,506</b>	<b>115,344</b>

The table below illustrates the gross trade receivables at June 30, 2015, as well as the breakdown of receivables from counterparties under administration and in dispute, with

indication of the bank and insurance sureties and deposit guarantees provided.

#### Trade receivables

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Customer receivables	212,212	208,268
(i) receivables from parties in administration	44,061	43,544
(ii) dispute receivables	24,679	23,618
<b>Total trade receivables net of receivables at (i) and (ii)</b>	<b>143,472</b>	<b>141,106</b>
Receivables due other than receivables at (i) and (ii)	15,766	48,182
Sureties and guarantee deposits	72,103	68,932
Percentage of receivables guaranteed by sureties and guarantee deposits compared to the total trade receivables net of receivables at (i) and (ii)	50.3%	48.9%

## 4.2 Market risks

The market risk to which the SEA Group is exposed comprises all types of risks directly and indirectly related to market prices. In H1 2015, the market risks to which the SEA Group were subject were:

- interest rate risk;
- currency risk;
- commodity risk, related to the volatility of the energy commodity prices, in SEA Energia.

### a) Interest rate risk

The SEA Group is exposed to the risk of changes in interest rates in relation to the necessity to finance its operating activities and the use of available liquidity. The changes in interest rates may impact positively or negatively on the results of the SEA Group, modifying the costs and returns on financial and investment operations.

The SEA Group manages this risk through an appropriate mixture between fixed and variable rate loans, with the objective to mitigate the economic effect of the volatility of the interest rates.

Variable interest loans exposes the SEA Group to a risk originating from the volatility of the interest rates (cash flow risk). In order to hedge this risk, the SEA Group makes recourse to derivative contracts, which converts the variable rate to a fixed rate or limits the fluctuations in variable rates over a range, in this manner reducing the risk originating from the volatility of the rates. We highlight that these derivative contracts, underwritten exclusively for the purposes of hedging market rate volatility, are recorded through the cash flow hedge method.

At June 30, 2015 the gross financial debt of the SEA Group was comprised of medium/long-term loans (medium/long term portions of loans) and short-term loans (the medium/long-term portion of loans maturing within 12 months and short-term loans).

The medium/long-term debt at June 30, 2015 is reported in the following table, which shows each loan at the nominal value (which includes a spread of between 0.20% and 1.62%, not considering the effect of the hedging operations and the cost of the relative guarantees):

(in thousands of Euro)	Maturity	June 30, 2015		December 31, 2014	
		Amount	Average rate	Amount	Average rate
<b>Bonds</b>	<b>2021</b>	<b>300,000</b>	<b>3.125%</b>	<b>300,000</b>	<b>3.125%</b>
<b>EIB loans</b>	<b>dal 2015 al 2035</b>	<b>284,170</b>	<b>1.37%</b>	<b>230,893</b>	<b>1.68%</b>
at fixed rate		60,000	3.90%	60,000	3.90%
at variable rate *		224,170	0.69%	170,893	0.91%
<b>Other Bank loans</b>	<b>2020</b>	<b>85</b>	<b>0.50%</b>	<b>50,000</b>	<b>2.39%</b>
at fixed rate		85	0.50%	-	-
at variable rate		-	-	50,000	2.39%
<b>Gross medium / long-term financial debt</b>		<b>584,255</b>	<b>2.27%</b>	<b>580,893</b>	<b>2.49%</b>

\* Includes (i) tranche at variable rate subject to interest rate hedging operation (approx. 41% at 30.06.2015 and 56% at 31.12.2014);  
(ii) Euro 60 million of EIB loans with specific bank guarantee.

The total medium/long-term debt at June 30, 2015 amounted to Euro 584,255 thousand, an increase of Euro 3,362 thousand compared to December 31, 2014, with the average cost reducing 12 basis points to 2.27% at the reporting date. The cost of this debt, after the interest hedging operations and

cost of the bank guarantees on the EBI loans, amounts to 2.91%, a reduction on 3.00% at the end of December 2014 (-9 basis points).

At June 30, 2015 the Group has the following bond issue with a total nominal value of Euro 300 million.

Description	Issuer	Listin market	ISIN Code	Duration (years)	Expiry	Nominal value (in Euro MM)	Coupon	Annual rate
SEA SpA 3 <sup>1</sup> / <sub>8</sub> 04/17/21	SEA SpA	Irish Stock Exchange	XS 1053334373	7	17/04/2021	300	Fixed, annual	3.125%

The fair value of the overall bank and bond medium/long-term Group debt at June 30, 2015 amounted to Euro 600,988 thousand (Euro 602,023 thousand at December 31, 2014) and was calculated as follows:

- for the loans at fixed interest rates, the capital portion and interest were discounted utilising the spot rates for each contractual maturity, extrapolated from the market rates;
- for the bond listed on a regulated market the market value refers to June 30, 2015;
- for the loans at variable interest rates, the interest portion

was calculated utilising the estimate of the expected rates at the end of each contractual maturity, increased by the spread defined contractually. The interest portion defined as outlined above and the capital on maturity was discounted utilising the spot rate for each contractual maturity, extrapolated from the market rate.

The following table reports the derivative instruments utilised by the SEA Group to cover the interest rate risk (measured based on the cash flow hedge method).

### Interest rate hedges

	Notional on signing	Residual debt at 30/06/2015	Signing date	Start date	Maturity	Fair value at 30/06/2015	Fair value at 31/12/2014
IRS	10,000	10,000	18/5/2011	15/9/2012	15/9/2021	(1,547)	(1,741)
	5,000	5,000	18/5/2011	15/9/2012	15/9/2021	(773)	(871)
	15,000	13,966	18/5/2011	15/9/2012	15/9/2021	(2,084)	(2,358)
	11,000	9,103	18/5/2011	15/9/2011	15/9/2016	(380)	(498)
	10,000	8,571	6/6/2011	15/9/2012	15/9/2021	(1,191)	(1,352)
	11,000	9,103	6/6/2011	15/9/2012	15/9/2021	(1,262)	(1,433)
	12,000	9,517	6/6/2011	15/9/2012	15/9/2021	(1,300)	(1,476)
	12,000	9,517	6/6/2011	15/9/2012	15/9/2021	(1,300)	(1,476)
Collar	10,000	8,571	6/6/2011	15/9/2011	15/9/2021	(923)	(1,048)
	11,000	8,724	6/6/2011	15/9/2011	15/9/2021	(917)	(1,041)
<b>Total</b>		<b>92,072</b>				<b>(11,677)</b>	<b>(13,293)</b>

"-" indicates the cost for SEA Group for advance settlement of the operation.

"+" indicates the benefit for the SEA Group for advance settlement of the operation.

The fair value of the derivative financial instruments at June 30, 2015 and December 31, 2014 was determined in accordance with IFRS 13. The fair value includes accrued financial charges on derivatives for the "effective" part of the cash flow hedge reported in the Comprehensive Income Statement and of the "ineffective" part classified to financial charges.

### b) Currency risk

The SEA Group, with the exception of the commodity risk, is subject to a low currency fluctuation risk as, although operating in an international environment, the transactions are principally in Euro. Therefore, the SEA Group does not consider it necessary to implement specific hedging against this risk as the amounts in currencies other than the Euro are insignificant and the relative receipts and payments generally offset one another.

### c) Commodity risk

The SEA Group, limited to only SEA Energia, is exposed to changes in prices, and the relative currency fluctuations, of the energy commodities utilised i.e. gas. These risks derive from the purchase of the above-mentioned energy commodities, which are principally impacted by fluctuations in the prices of the underlying fuels, denominated in US Dollars. These fluctuations arise both directly and indirectly, through formulas and indexations utilised in the pricing structures. The risks also arise in the sales phase, in relation to the fluctuations in the electricity market prices sold to third parties.

In the first half of 2015, the SEA Group did not undertake any hedging of this risk, although not excluding the possibility in the future. It is also highlighted that the SEA Group, through the subsidiary SEA Energia, signed bilateral contracts for the supply of electricity and heat to third parties which ties the sales price to the cost of methane, thereby implementing an implicit hedge

of the commodity risk. The hedging strategy of commodity risk was also strengthened through the signing of procurement contracts which, in order to reduce the exposure to methane price movements, set a fixed price for part of the needs.

### 4.3 Liquidity risk

The liquidity risk for the SEA Group may arise where the financial resources available are not sufficient to meet the financial and commercial commitments within the agreed terms and conditions.

The liquidity, cash flows and financial needs of the SEA Group are managed through policies and processes with the objective to minimise the liquidity risk. Specifically, the SEA Group:

- centrally monitors and manages, under the control of the Group Treasury, the financial resources available, in order to ensure an efficient management of these resources, also in forward budgeting terms;
- maintains adequate liquidity in treasury current accounts;
- obtains committed credit lines (revolving and non), which covers the financial commitments of the Group in the coming 12 months deriving from the investment plan and debt repayments;
- monitors the liquidity position, in relation to the business planning

At the end of June 2015, the SEA Group had irrevocable

unutilised credit lines of Euro 200 million, of which Euro 120 million relating to a revolving line available until April 2020 (“RCF Line”) and Euro 80 million relating to a new EIB loan (“New EBI Loan”), of which utilisation is expected by December 2017, for a total duration between 15 and 20 years. At June 30, 2015, the SEA Group also had a further Euro 82,443 thousand of uncommitted credit lines available for immediate cash requirements.

The SEA Group has available committed and uncommitted credit lines which guarantee respectively the covering of future financial needs and current operational needs, with an average maturity of medium/long-term debt above 5 years, including the bond issued in 2014. Over 65% of Bank Loans are due beyond 5 years (28% beyond 10 years).

Trade payables are guaranteed by the SEA Group through careful working capital management which largely concerns trade receivables and the relative contractual conditions established (also utilising indirect factoring which provides further financial credit lines to guarantee adequate cash flexibility).

The tables below illustrates for the SEA Group the breakdown and maturity of the financial debt (capital, medium/long-term interest, financial charges on derivative instruments and leasing) and trade payables at June 30, 2015 and December 31, 2014:

#### At June 30, 2015

(in millions of Euro)	< 1 year	> 1 year < 3 years	> 3 years < 5 years	> 5 years	Total
Gross debt	32	69	73	524	697
Trade payables	169				169
<b>Total debt</b>	<b>201</b>	<b>69</b>	<b>73</b>	<b>524</b>	<b>866</b>

#### At December 31, 2014

(in millions of Euro)	< 1 year	> 1 year < 3 years	> 3 years < 5 years	> 5 years	Total
Gross debt	82	66	68	479	695
Trade payables	171				171
<b>Total debt</b>	<b>253</b>	<b>66</b>	<b>68</b>	<b>479</b>	<b>866</b>

Loans due within one year mainly relate to the capital portion to be paid on some of the EIB loans and interest due on the total debt. The loan repayment scheduling reflects that

previously illustrated relating to the capacity of the SEA Group funding to cover medium/long-term needs.

#### 4.4 Sensitivity

In consideration of the fact that for the SEA Group the currency risk is almost non-existent, the sensitivity analysis refers to statement of financial position accounts which could incur changes in value due to changes in interest rates.

In particular, the analysis considered:

- bank deposits;
- loans;
- interest risk derivative hedge instruments.

The assumptions and calculation methods utilised in the sensitivity analysis undertaken by the SEA Group were as follows:

a) The effect was analysed on the SEA Group income statement for H1 2015 and H1 2014 of a change in market rates of +50 or -50 basis points.

b) Calculation method:

- the remuneration of the bank deposits is related to

the interbank rates. In order to estimate the increase/decrease of interest income to changes in market conditions, the change was assumed as per point a) on the average period balance of bank deposits of the SEA Group;

- the loans measured were those at variable interest rates, which incur interest payable linked to the Euribor at 6 months. The increase/decrease of the interest payable to changes in market conditions was estimated applying the changes assumed as per point a) on the capital portion of the loans held during the period;
- the interest risk derivative hedge instruments were measured both in terms of cash flows and fair value (in terms of changes compared to the same period of the previous year). In both cases, the values were estimated applying the changes as per point a) to the forward curve expected for the period.

The results of the sensitivity analysis are reported below:

(in thousands of Euro)	June 30, 2015		June 30, 2014	
	-50 bp	+50 bp	-50 bp	+50 bp
Current accounts (interest income)	-131.07	172.90	-250.88	281.72
Loans (interest expense) <sup>1</sup>	555.99	-555.99	996.70	-996.70
Derivative hedging instruments (cash flow) <sup>2</sup>	-240.55	240.55	-255.38	255.38
Derivative hedging instruments (fair value)	-1,898.03	1,934.53	-2,408.91	2,364.75

1. += lower interest expense; -= higher interest expense.

2. += hedging income; -= hedging cost.

It should be noted that the results of the sensitivity analysis undertaken on some accounts of the previous tables are impacted by the low level of the market interest rates, which in the case of a change of -50 basis points would result as negative, and therefore are recorded as equal to zero.

Some loans include covenant conditions, relating to the capacity of the SEA Group to meet annual and/or half year financial commitments (net of financial resources available

and receivables from the State) from operating activities. It should be noted that, for some loans, non-compliance of the covenant terms results in, for the following half-year period, the application of a correlated predetermined spread (in accordance with a contractually defined pricing grid).

At the present moment the SEA Group is not aware of any default situations related to the loans held or violations of any of the above-mentioned covenants.

## 5. Classification of the financial instruments

The following tables provide a breakdown of the financial assets and liabilities by category at June 30, 2015 and at December 31, 2014 of the Group.

(in thousands of Euro)	June 30, 2015					Total
	Financial assets and liabilities valued at fair value	Investments held-to-maturity	Loans and receivables	Available-for-sale financial assets	Financial liabilities at amortised cost	
Available-for-sale investments				26		26
Other non-current financial assets			23,966			23,966
Other non-current receivables			369			369
Trade receivables			131,496			131,496
Tax receivables			14,850			14,850
Other current receivables			16,263			16,263
Cash and cash equivalents			100,571			100,571
<b>Total</b>	<b>-</b>	<b>-</b>	<b>287,515</b>	<b>26</b>	<b>-</b>	<b>287,541</b>
Non-current fin. liabilities excl. leasing	11,677				566,008	577,685
- of which bondholder payables					297,361	297,361
Non-current fin. liabilities for leasing					60	60
Trade payables					168,679	168,679
Tax payables					65,532	65,532
Other current payables					108,206	108,206
Current financial liabilities excl. leasing					128,529	128,529
Current financial liabilities for leasing					1,014	1,014
<b>Total</b>	<b>11,677</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,038,028</b>	<b>1,049,705</b>

The values resulting from the utilisation of the amortised cost method approximates the fair value of the category.

(in thousands of Euro)	December 31, 2014					Total
	Financial assets and liabilities valued at fair value	Investments held-to-maturity	Loans and receivables	Available-for-sale financial assets	Financial liabilities at amortised cost	
Available-for-sale investments				26		26
Other non-current financial assets			23,966			23,966
Other non-current receivables			370			370
Trade receivables			118,526			118,526
Tax receivables			16,110			16,110
Other current receivables			16,936			16,936
Cash and cash equivalents			30,586			30,586
<b>Total</b>	<b>-</b>	<b>-</b>	<b>206,494</b>	<b>26</b>	<b>-</b>	<b>206,520</b>
Non-current fin. liabilities excl. leasing	13,293				514,153	527,446
- of which bondholder payables					297,159	297,159
Non-current fin. liabilities for leasing					410	410
Trade payables					170,711	170,711
Tax payables					59,529	59,529
Other current payables					98,752	98,752
Current fin. liabilities excl. leasing					72,704	72,704
Current fin. liabilities for leasing					1,215	1,215
<b>Total</b>	<b>13,293</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>917,475</b>	<b>930,768</b>

## 6. Disclosure on fair value

In relation to financial instruments measured at fair value, the table below reports information on the method chosen by the Group to measure the fair value. The methods applied are broken down into the following levels, based on the information available, as follows:

- level 1: prices practiced in active markets;
- level 2: valuation techniques based on observable market information, both directly and indirectly;
- level 3: altre informazioni.

The following table shows the Group assets and liabilities measured at fair value at June 30, 2015 and at December 31, 2014:

(in thousands of Euro)	at June 30, 2015		
	Level 1	Level 2	Level 3
Available-for-sale investments			26
Derivative financial instruments		11,677	
<b>Total</b>		<b>11,677</b>	<b>26</b>

(in thousands of Euro)	at December 31, 2014		
	Level 1	Level 2	Level 3
Available-for-sale investments			26
Derivative financial instruments		13,293	
<b>Total</b>		<b>13,293</b>	<b>26</b>

## 7. Assets and liabilities held-for-sale and Discontinued Operations profit/(loss)

The present section reports a breakdown of the Discontinued Operations' accounts presented in the Income Statement, the Statement of Financial Position and the Consolidated Cash Flow Statement. In relation to the presentation of the "Discontinued Operations" under IFRS 5, such were included in the Group consolidation scope of the SEA Group at June 30, 2015.

It is recalled that at June 30, 2015, the assets and liabilities and net result of the discontinued operations concern SEA Handling, given that Airport Handling is not included in the consolidation scope due to the allocation to the Milan Airport Handling Trust. The comparison illustrated below is therefore between the H1 2015 income statement of SEA Handling in liquidation and the H1 2014 income statement comprising SEA Handling and Airport Handling. We highlight the limits

in the comparability of the two periods as in H1 2014 SEA Handling in liquidation was an operating company while in H1 2015 the company was no longer operating. In fact, SEA Handling was placed in liquidation on June 30, 2014 and its operational activities continued until August 31, 2014. On the other hand, the impact on the H1 2014 income statement of Airport Handling was very limited as the company was non-operational in the period and its contribution to the discontinued operations was therefore substantially immaterial compared to that of SEA Handling.

The Income Statement and Statement of Financial Position of the discontinued operations illustrated below were not audited by Deloitte & Touche SpA. In relation to the Cash Flow Statement of the discontinued operations, reference should be made to the Consolidated Cash Flow Statement which illustrates the relevant accounts of the discontinued operations.

## Discontinued Operations' Income Statement

(in thousands of Euro)	H1 2015	H1 2014	Change	Change %
Operating revenues	704	57,856	(57,152)	-98.8%
<b>Total revenues</b>	<b>704</b>	<b>57,856</b>	<b>(57,152)</b>	<b>-98.8%</b>
<b>Operating costs</b>				
Personnel costs	(676)	(77,209)	76,533	-99.1%
Consumable materials	0	(1,095)	1,095	-100.0%
Other operating costs	(311)	(11,340)	11,029	-97.3%
Provisions & write-downs	556	11,209	(10,653)	-95.0%
<b>Total operating costs</b>	<b>(431)</b>	<b>(78,435)</b>	<b>78,004</b>	<b>-99.5%</b>
<b>EBITDA</b>	<b>273</b>	<b>(20,579)</b>	<b>20,852</b>	<b>-101.3%</b>
Restoration & replacement provision	0	0	0	
Amortisation & depreciation	(348)	(381)	33	-8.7%
<b>EBIT</b>	<b>(75)</b>	<b>(20,960)</b>	<b>20,885</b>	<b>-99.6%</b>
Investment income (charges)	0	0	0	
Financial charges	0	0	0	
Financial income	0	24	(24)	-100.0%
<b>Pre-tax loss</b>	<b>(75)</b>	<b>(20,936)</b>	<b>20,861</b>	<b>-99.6%</b>
Income taxes	92	4,932	(4,840)	n.s.
<b>Discontinued Operations' profit/(loss)</b>	<b>17</b>	<b>(16,004)</b>	<b>16,021</b>	<b>-100.1%</b>

Operating revenues in H1 2015 amounted to Euro 704 thousand and refer for Euro 697 thousand to rental income from Airport Handling of equipment and transport vehicles owned by the Company and for Euro 7 thousand to other income.

Operating costs in H1 2015 amounted to Euro 431 thousand and included personnel and administration costs.

Personnel costs principally refer to SEA personnel seconded to SEA Handling and provisions for employee disputes.

In H1 2015 administration costs amounted to Euro 311 thousand and mainly refer to administrative services,

professional consultancy and legal fees and Board of Statutory Auditor fees.

Write-downs (Euro -556 thousand) relate to the reversal of receivables considered non-recoverable in the past and for which prior provisions were excessive.

Amortisation/depreciation in H1 2015 amounted to Euro 348 thousand and related to property, plant and equipment. It should be noted depreciation was calculated in 2015 despite the liquidation of the company, based on the rental of the assets.

## Discontinued Operations' Statement of Financial Position

(in thousands of Euro)	at June 30, 2015	at December 31, 2014	Change	Change %
	Total	Total		
<b>ASSETS</b>				
Intangible assets	0	0	0	
Property, plant & equipment	1,505	1,853	(348)	-19%
Property investments	0	0	0	
Investments in associated companies	0	0	0	
Available-for-sale investments	0	0	0	
Deferred tax assets	144	1,329	(1,185)	-89%
Other non-current assets	0	0	0	
Other non-current receivables	0	0	0	
<b>Total non-current assets</b>	<b>1,649</b>	<b>3,182</b>	<b>(1,533)</b>	<b>-48%</b>
Inventories	0	0	0	
Trade receivables	1,753	2,300	(547)	-24%
Tax receivables	0	0	0	
Other receivables	5,220	9,600	(4,380)	-46%
Cash and cash equivalents	515	928	(413)	-45%
<b>Total current assets</b>	<b>7,488</b>	<b>12,828</b>	<b>(5,340)</b>	<b>-42%</b>
<b>Total assets held-for-sale</b>	<b>9,137</b>	<b>16,010</b>	<b>(6,873)</b>	<b>-43%</b>
<b>LIABILITIES</b>				
Share capital	10,305	10,305	0	0%
Other reserves	(5,060)	1,567	(6,627)	-423%
Net profit/(loss)	17	(21,304)	21,321	-100%
Group Shareholders' equity	5,262	(9,432)	14,694	-156%
Minority interest shareholders' equity	0	0	0	
<b>Group &amp; min. int. share. equity of Disc. Op.</b>	<b>5,262</b>	<b>(9,432)</b>	<b>14,694</b>	<b>-156%</b>
Provision for risks & charges	2,546	9,232	(6,686)	-72%
Employee provisions	0	0	0	
Non-current financial liabilities	0	0	0	
<b>Total non-current liabilities</b>	<b>2,546</b>	<b>9,232</b>	<b>(6,686)</b>	<b>-72%</b>
Trade payables	669	1,211	(542)	-45%
Income tax payables	3	582	(579)	-99%
Other payables	657	14,417	(13,760)	-95%
Current financial liabilities	0	0	0	
<b>Total current liabilities</b>	<b>1,329</b>	<b>16,210</b>	<b>(14,881)</b>	<b>-92%</b>
<b>Liabilities related to assets held-for-sale</b>	<b>3,875</b>	<b>25,442</b>	<b>(21,567)</b>	<b>-85%</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY RELATED TO ASSETS HELD-FOR-SALE</b>	<b>9,137</b>	<b>16,010</b>	<b>(6,873)</b>	<b>-43%</b>

Within the liquidation procedure of SEA Handling SpA, the liquidator undertook a tender process for transport vehicles broken down into 9 similar lots. This tender was declared void as there were no requests for participation or in compliance with the tender conditions and terms.

Also following the negative outcome of the tender process, Airport Handling proposed to SEA Handling the purchase – at market conditions and based on independent valuation

reports – of approx. 6 of the 9 used vehicle lots for sale by the liquidator of SEA Handling. Reference should be made to the paragraph "Risk related to the European Commission Decision of 19.12.2012 concerning presumed State Aid to SEA Handling and the Decision of July 9, 2014 to explore the establishment of a newly incorporated and capitalised company Airport Handling" in the section operating risks.

## 8. Disclosure by operating segment

Following the issue of the fixed rate bond of Euro 300 million in April 2014, SEA SpA joins the category of companies with listed securities on regulated markets required to provide disclosure as per IFRS 8.

Therefore, the present half-year report includes the figures for the operating segment in H1 2015 and the relative comparative figures for H1 2014.

It is important to highlight that due to the type of activities undertaken by the Group, "traffic" is conditioned by the results of all activities.

The SEA Group has identified four operating segments, as further described in the Directors' Report and specifically: (i) Aviation, (ii) Non-Aviation, (iii) Handling, (iv) Energy.

In particular, a project to appropriately set an economic performance indicator for the Aviation and Non-Aviation sectors within the Legal Entity SEA SpA, and for which currently only the separate Revenue figures as reported in the Directors' Report, is in the completion phase. Therefore, as per IFRS 8, the provisional aggregate figures of the Aviation and Non-Aviation operating sectors were presented for the first half of 2014.

The information currently available concerning the principal operating sectors identified is presented below.

**Aviation and Non Aviation:** the Aviation business consists of the "core" passenger and cargo aviation support activities. This concerns the management, development and maintenance of infrastructure and plant within the airports and the offer to SEA Group customers of services and activities related to the arrival and departure of aircraft, in addition to airport safety services. The revenues generated by these activities are established by a regulated tariff system and comprise airport fees, fees for the use of centralised infrastructure, in addition to security fees and tariffs for the use of check-in desks and spaces by airlines and handlers.

The Non-Aviation business however provides a wide and segregated offer, managed both directly and under license to third parties, of commercial services for passengers, operators and visitors to the Milan Airports, in addition to real estate activities. The revenues from this area consist of the market fees for activities directly carried out by SEA and from activities carried out by third parties under license and of royalties based on a percentage of revenues generated by the licensee, usually with the provision of a guaranteed minimum. The Aviation activities include in addition the General Aviation activities which are carried out through the subsidiary SEA

Prime SpA (formerly Ali Trasporti Aerei ATA SpA) acquired in 2013 and which supplies the entire range of services related to business traffic (commercial and general aviation) at the Western section of Linate airport.

**Handling:** in 2015 the Handling business relates to the sole activities of general aviation handling of the subsidiary SEA Prime Aviation Services SpA (formerly ATA Ali Servizi SpA) acquired by the Group at the end of 2013 and the associated company Malpensa Logistica Europa SpA (held 25% and consolidated under the equity method), which therefore operates outside of the commercial aviation handling business. As described in the Directors' Report with reference to the exit from a strategic sector (as per IFRS 8 the "handling" sector is defined as such), IFRS 5 requires that the 2014 income statement of the Discontinued Operations is not included in the 2014 results line by line for each cost and revenue item, but the total result of the Discontinued Operations business line is recorded on a separate line in the account "Discontinued operations profit/(loss)"; the same treatment is applied to the assets and liabilities of the Discontinued Operations, which are not included in the assets and liabilities of the continuing operations but are recorded in separate accounts under assets and liabilities. IFRS 5 also requires that the comparative income statement is restated in order to render comparable continuing operations and discontinued operations in the two years stated in the financial communication. The segment information illustrated below refers only to continuing operations. The income statement and statement of financial position figures of the discontinued operations are illustrated and reported upon at paragraph 7 "Assets and liabilities held-for-sale and Discontinued Operations profit/(loss)". In accordance with IFRS 5, the comparative segment information was restated taking account of the exit of the Group from the commercial aviation handling business.

**Energy:** these activities – provided by the company SEA Energia, a subsidiary of SEA – concern the generation and sale of electric and thermal energy, providing coverage of the Milan Malpensa and Milano Linate energy requirements and which is also sold on the external market.

The following tables present the segment income statements and statement of financial positions, reconciled with the figures presented in the present Report. The accounting standards utilised for the recognition and measurement of segment disclosure are the same as those used for the preparation of the SEA Group Financial Statements.

## Segment disclosure: H1 Income statement &amp; Statement of Financial Position at June 30, 2015

(in thousands of Euro)	Aviation & Non Aviation	Energy	Handling	IC eliminations	Consolidated Fin. Stats.
Revenues	300,675	20,764	1,167	(15,547)	307,058
- of which Intercompany	(2,473)	(13,013)	(61)	15,547	
<b>Total operating revenues (from third parties)</b>	<b>298,202</b>	<b>7,751</b>	<b>1,106</b>	<b>0</b>	<b>307,058</b>
Revenues IFRIC 12	26,477				26,477
<b>Total revenues</b>	<b>324,679</b>	<b>7,751</b>	<b>1,106</b>		<b>333,536</b>
Amortisation, depreciation & provisions	30,558	1,247	96		31,901
<b>EBIT</b>	<b>64,127</b>	<b>873</b>	<b>(161)</b>		<b>64,840</b>
Investment income (charges)					2,991
Financial charges					(9,835)
Financial income					272
<b>Pre-tax profit</b>					<b>58,269</b>
<b>Investments</b>	<b>42,423</b>	<b>1,390</b>	<b>2</b>		<b>43,815</b>
Tangible	8,997	1,390	2		10,389
Intangible	33,426	0	0		33,426

## Segment disclosure: H1 2014 Income statement (restated) &amp; Statement of Financial Position at December 31, 2014

(in thousands of Euro)	Aviation & Non-Aviation	Energy	Handling	IC eliminations	Consolidated Fin. Stats.
Revenues	296,605	22,308	1,019	(18,265)	301,667
- of which Intercompany	(2,467)	(15,714)	(84)	18,265	
<b>Total operating revenues (from third parties)</b>	<b>294,138</b>	<b>6,594</b>	<b>935</b>	<b>0</b>	<b>301,667</b>
Revenues IFRIC 12	32,965				32,965
<b>Total revenues</b>	<b>327,103</b>	<b>6,594</b>	<b>935</b>		<b>334,632</b>
Amortisation, depreciation & provisions	36,986	2,936	208		40,129
<b>EBIT</b>	<b>58,312</b>	<b>(194)</b>	<b>(492)</b>		<b>57,626</b>
Investment income (charges)					1,367
Financial charges					(13,858)
Financial income					736
<b>Pre-tax profit</b>					<b>45,871</b>
<b>Investments</b>	<b>96,260</b>	<b>756</b>	<b>8</b>		<b>97,024</b>
Tangible	17,635	756	6		18,397
Intangible	78,625		2		78,627

## 9. Notes to the Statement of Financial Position

### 9.1 Intangible assets

The following table summarises the movements in intangible fixed assets between December 31, 2014 and June 30, 2015.

(in thousands of Euro)	at December 31, 2014	Increases in the period	Reclass. / transfers	Destruc. / obsolete / sale	Amortisation	at June 30, 2015
<b>Gross value</b>						
Assets under concession	1,331,788	45	26,596	(330)		1,358,099
Assets under concession in progress & advances	45,497	29,533	(26,749)			48,281
Industrial patents and intellectual property rights	54,838		270	(277)		54,831
Assets in progress & advances	1,258	3,848	(285)			4,821
Other	17,583		15			17,598
<b>Gross value</b>	<b>1,450,964</b>	<b>33,426</b>	<b>(153)</b>	<b>(607)</b>		<b>1,483,630</b>
<b>Accumulated amortisation</b>						
Assets under concession	(415,458)		(20)	136	(17,727)	(433,069)
Assets under concession in progress & advances						
Industrial patents and intellectual property rights	(41,979)				(3,270)	(45,249)
Assets in progress & advances						
Other	(15,356)				(46)	(15,402)
<b>Accumulated amortisation</b>	<b>(472,793)</b>		<b>(20)</b>	<b>136</b>	<b>(21,043)</b>	<b>(493,720)</b>
<b>Net value</b>						
Assets under concession	916,330	45	26,576	(194)	(17,727)	925,030
Assets under concession in progress & advances	45,497	29,533	(26,749)			48,281
Industrial patents and intellectual property rights	12,859		270	(277)	(3,270)	9,582
Assets in progress & advances	1,258	3,848	(285)			4,821
Other	2,227		15		(46)	2,196
<b>Intangible assets (net value)</b>	<b>978,171</b>	<b>33,426</b>	<b>(173)</b>	<b>(471)</b>	<b>(21,043)</b>	<b>989,910</b>

As per IFRIC 12, rights on assets under concession amount to Euro 925,030 thousand at June 30, 2015 and Euro 916,330 thousand at December 31, 2014. These assets are amortised on a straight-line basis over the duration of the concession from the State. Amortisation in the first six months of 2015 amounted to Euro 17,727 thousand.

On these assets, as per IFRIC 12, the SEA Group has the obligation to record a restoration and replacement provision. The investments related to the application of IFRIC 12, which are classified as assets under concession and current airport concessions, principally related to:

- the construction of the Malpensa Terminal 2 railway station;
- completion of the third satellite at the Terminal 1 passenger terminal of Malpensa;
- the restyling of Terminal 1 at Malpensa;
- the updating of mobility plant at the third satellite.

The reclassification of Euro 26,749 thousand from "Assets

under concession in progress and advances" to "Assets under concession" principally relates to the opening of new areas at the third satellite of Malpensa.

The intellectual property rights, with a net residual value of Euro 9,582 thousand at June 30, 2015, principally relate to company software licenses concerning both airport and operational management and to the purchase of software components. The amortisation amounts to Euro 3,270 thousand.

With reference to the Technical Agreement underwritten in 2009 with the Ministry of Defence and the Ministry for Infrastructure, in order to procure the land necessary for the development of Milan Malpensa Airport and the construction of the Linate Multi-level Parking, SEA committed, against the land and buildings ceded by the Ministry of Defence, to undertake works with a total tender value of Euro 25.9 million. All the works have already been planned by SEA and approved by the Ministry of Defence.

In relation to Linate, the areas have already been transferred to SEA and work is in progress for the construction of apartments for the Ghedi Aeronautical military base.

For Malpensa, the transfers have not yet been activated, while awaiting the definition of the new Master Plan. However, it is now necessary to acquire land of approx. 5 hectares (of a total of 21 hectares) in the western area close to the "Cascina Malpensa" to permit restoration works on existing buildings and the disposal of asbestos roofing; an area has already been provisionally transferred to SEA, in a number of phases between 1990 and 2000 of approx. 60 hectares (of a total of 300) south of the airport area to permit expansion related to

cargo and aviation initiatives.

The partial acquisition, which was already informally authorised by the Air Force, was undertaken ahead of the completion of the general expansion project of the airport within the Technical Agreement. Similar to Linate, against the transfer of the land, buildings will be constructed outside of the airport area for the Air Force.

## 9.2 Property, plant and equipment

The following tables summarises the movements in property, plant and equipment between December 31, 2014 and June 30, 2015:

(in thousands of Euro)	at December 31, 2014	Increases in the period	Reclass.	Destruc./ obsolete / sale	Depreciation	at June 30, 2015
<b>Gross value</b>						
Land and buildings	194,797	128	3,274	(40)		198,159
Plant and machinery	108,719	1,132	(3)	(2)		109,846
Industrial & commercial equipment	35,642	1,413				37,055
Other assets	102,846	1,643	2,803	(377)		106,915
Assets in progress and advances	11,662	6,073	(5,747)			11,988
<b>Total gross values</b>	<b>453,666</b>	<b>10,389</b>	<b>327</b>	<b>(419)</b>		<b>463,963</b>
<b>Accumulated depreciation</b>						
Land and buildings	(75,816)		(152)	23	(3,139)	(79,084)
Plant and machinery	(64,808)		(2)	2	(1,322)	(66,130)
Industrial & commercial equipment	(33,529)				(799)	(34,328)
Other assets	(86,780)			351	(3,087)	(89,516)
Assets in progress and advances						
<b>Accumulated depreciation</b>	<b>(260,933)</b>		<b>(154)</b>	<b>376</b>	<b>(8,347)</b>	<b>(269,058)</b>
<b>Net values</b>						
Land and buildings	118,981	128	3,122	(17)	(3,139)	119,075
Plant and machinery	43,911	1,132	(5)		(1,322)	43,716
Industrial & commercial equipment	2,113	1,413			(799)	2,727
Other assets	16,066	1,643	2,803	(26)	(3,087)	17,399
Assets in progress and advances	11,662	6,073	(5,747)			11,988
<b>Total Net Values</b>	<b>192,733</b>	<b>10,389</b>	<b>173</b>	<b>(43)</b>	<b>(8,347)</b>	<b>194,905</b>

Investments relating to property, plant and equipment principally regard:

- execution of works concerning the completion of the third satellite at the Terminal 1 passenger terminal of Malpensa, for those not included under assets under concession;
- the restyling of Malpensa Terminal 1, for that not included

under assets under concession and assets under concession in progress.

## 9.3 Investment property

The account includes buildings not utilised in the operating activities of the Group.

#### 9.4 Investments in associated companies

The change in the account "Investments in associated companies" at December 31, 2014 and at June 30, 2015 is shown below:

##### Investments in associated companies

(in thousands of Euro)	at December 31, 2014	Movements		at June 30, 2015
		Increases / revaluations	Decreases / write-downs	
SACBO SpA	27,786	1,491	(1,361)	27,916
Dufrital SpA	8,559	949		9,508
Disma SpA	2,540	112	(329)	2,323
Malpensa Logistica Europa SpA	2,102	251		2,353
SEA Services Srl	895	188	(256)	827
<b>Total</b>	<b>41,882</b>	<b>2,991</b>	<b>(1,946)</b>	<b>42,927</b>

The companies held are all resident in Italy. The net equity of the associated companies was adjusted to take account of the Group accounting principles and the measurement of investments as per IAS 28. The adjusted net equity share of the SEA Group at June 30,

2015 amounts to Euro 42,927 thousand compared to Euro 41,882 thousand at December 31, 2014.

#### 9.5 AFS Investments

The investments available for sale are listed below:

Company	% Held at	
	at June 30, 2015	at December 31, 2014
Consorzio Milano Sistema in liquidation	10%	10%
Romairport SpA	0.227%	0.227%
Aereopuertos Argentina 2000 SA	8.5%	8.5%

The following table summarises the movements in AFS investments between December 31, 2014 and June 30, 2015:

##### Available-for-sale investments

(in thousands of Euro)	at December 31, 2014	Movements		at June 30, 2015
		Increases / revaluations / reclass.	Decreases / write-downs	
Consorzio Milano Sistema in liquidation	25			25
Romairport SpA	1			1
Aereopuertos Argentina 2000 SA				
<b>Total</b>	<b>26</b>			<b>26</b>

In relation to the investment in Aeropuertos Argentina 2000 SA recognised for Euro 1 at June 30, 2015 and at December

31, 2014, reference should be made to the 2014 Consolidated Annual Accounts.

## 9.6 Deferred tax assets

The breakdown of the net deferred tax assets is reported below:

### Net deferred tax assets

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Deferred tax assets	90,481	78,912
Deferred tax liabilities	(45,064)	(32,354)
<b>Total net deferred tax assets</b>	<b>45,417</b>	<b>46,558</b>

The movement in net deferred tax assets in the first six months of 2015 was as follows:

### Net deferred tax assets

(in thousands of Euro)	at December 31, 2014	Release / recognition to P & L	Release / recognition to equity	at June 30, 2015
Deferred tax assets	78,912	12,683	(1,114)	90,481
Deferred tax liabilities	(32,354)	(12,710)		(45,064)
<b>Total net deferred tax assets</b>	<b>46,558</b>	<b>(27)</b>	<b>(1,114)</b>	<b>45,417</b>

At June 30, 2015 no deferred tax assets were recorded on tax losses.

## 9.7 Other non-current financial assets

The account "Other Non-current financial assets" of Euro 23,966 thousand relates to the capital paid in favour of Airport Handling less write-downs made in 2013 and 2014 totalling Euro 1,034 thousand, against the losses generated before the disposal to the trust. The company was incorporated on September 9, 2013 with a share capital of Euro 10 thousand, fully paid-in by the sole shareholder SEA on September 27, 2013. On October 30, 2013, the Extraordinary Shareholders' Meeting of Airport Handling approved the share capital increase up to a maximum of Euro 90 thousand, to be offered as options to the shareholder SEA – entirely subscribed with the payments in November 2013 and February 2014. On April 3, 2014, the Ordinary Shareholders' Meeting of Airport Handling (incorporated on September 9, 2013) approved the share capital increase up to a maximum of Euro 2,500 thousand to be offered in options to the shareholder SEA. The first tranche of Euro 500 thousand was subscribed at the shareholders meeting and paid-in simultaneously by the shareholder SEA.

The two subsequent tranches were paid by SEA in June (Euro 710 thousand) and July 2014 (Euro 1,290 thousand), on the request of the Board of Directors of Airport Handling. On June 30, 2014, the Board of Directors of SEA SpA approved the incorporation of the "Milan Airport Handling Trust", registered in Jersey, Channel Islands, in order to adopt the best possible procedure to implement the discontinuation of the handling activities, previously undertaken by SEA Handling SpA, in accordance with the terms and conditions of the incorporation deed of the Milan Airport Handling Trust. On August 27, 2014, the Shareholders' Meeting of the subsidiary Airport Handling Srl approved the share capital increase to Euro 5,000 thousand through the use of future share capital payments. On the same date, SEA, the sole shareholder of Airport Handling, with the signing of the Trust Deed transferred to the "Milan Airport Handling Trust": (i) the entire nominal investment of Euro 5,000 thousand; (ii) all rights to this latter relating to the share capital increase of Airport Handling. This was undertaken without any consideration and in accordance with the Trust Deed. Subsequent to this transfer of ownership, on August 27, 2014, Airport Handling Srl was converted into a limited liability company, with the appointment of new corporate boards and

appointment of new corporate boards and the issue of 20,000 Equity Financial Instruments (EFI) of a value of Euro 1 thousand each, subscribed by SEA SpA, with the approval of the sole shareholder Milan Airport Handling Trust. These instruments are equity-based (therefore not subject to any repayment obligation of the amount contributed by SEA), without administrative rights but similar to shares in terms of equity rights; in particular these instruments provide profit-sharing and reserve rights and rights to other equity items, also on the winding up of the company. The "Equity Financial Instrument contribution reserve", following the contribution made by SEA with the undertaking of the equity instruments, satisfies the capitalisation requirements of Article 13 of Legislative Decree 18/1999 for operating activities. On August 28, 2014, SEA executed the payment of Euro 20,000 thousand. We also

report that in December 2014 SEA together with the Trustee conferred the mandate to an independent financial advisor in order to identify potential investors for the acquisition of a shareholding in Airport Handling. At the date of the present half-year report, based on the preliminary negotiations and indications received from the Trustee, which is today the only party responsible for the sale of the investment, the Directors consider that the conclusion of the negotiations may take place in the second half of the year and currently there are no indications for an adjustment to the value of the assets recorded in the present report.

### 9.8 Other non-current receivables

The table below shows the breakdown of other non-current receivables:

#### Other non-current receivables

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Other receivables	369	370
<b>Total non-current receivables</b>	<b>369</b>	<b>370</b>

Other receivables, amounting to Euro 369 thousand at June 30, 2015 (Euro 370 thousand at December 31, 2014), mainly relates to employee receivables and deposit guarantees.

### 9.9 Inventories

The following table reports the breakdown of the account "Inventories":

#### Inventories

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Raw materials, consumables and supplies	5,098	5,793
<b>Total inventories</b>	<b>5,098</b>	<b>5,793</b>

The account principally comprises consumable goods held for airport activities. At June 30, 2015 no goods held in inventories comprised

guarantees on loans or concerning other commitments. The Company did not consider it necessary to record an inventory obsolescence provision.

## 9.10 Trade receivables

The breakdown of the trade receivables is reported in the table below:

### Trade receivables

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Customer receivables	120,479	109,004
Trade receivables from associated companies	11,017	9,522
<b>Total net trade receivables</b>	<b>131,496</b>	<b>118,526</b>

Trade receivables, shown net of the doubtful debt provision, mainly include receivables from clients and provisions for invoices and credit notes to be issued.

The criteria for the adjustment of receivables to their realisable

value takes account of evaluations regarding the state of the dispute.

The changes in the doubtful debt provision were as follows:

### Doubtful debt provision

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Opening provision	(89,743)	(112,478)
IFRS 5 reclassification	-	34,652
(Increases) / reversals	8,427	(14,416)
Utilisations	600	2,499
<b>Closing doubtful debt provision</b>	<b>(80,716)</b>	<b>(89,743)</b>

The provision amounted to Euro 8,427 thousand for the first six months of 2015 (Euro -14,416 thousand in 2014). The doubtful debt provision was calculated to take into account the risk in deterioration of the financial positions of the principle operators with which disputes exist and write-downs for receivables under administration. The utilisations/reversals

refer to the closure during the year of disputes in which the provisions were accrued to cover such risks in previous years.

## 9.11 Other current receivables

The following table provides the breakdown of other current receivables:

### Other current receivables

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Tax receivables	14,850	16,110
Other receivables	16,263	16,936
<b>Total other current receivables</b>	<b>31,113</b>	<b>33,046</b>

Tax receivables, amounting to Euro 14,850 thousand at June 30, 2015, principally refer to:

- for Euro 10,414 thousand (Euro 10,414 thousand at

December 31, 2014) to the recalculation of IRES income tax for the years 2007-2011 following the recognition of the deductibility for IRES purposes of IRAP regional tax relating

- to personnel costs in accordance with Article 2, Paragraph 1, of Legislative Decree No. 201/2011 (converted into Law No. 214/2011) with consequent presentation of the request for reimbursement;
- for Euro 2,610 thousand (Euro 3,405 thousand at December 31, 2014) current income tax receivables;
- for Euro 433 thousand the Robin tax credit;
- for Euro 883 thousand (Euro 1,728 thousand at December 31, 2014) VAT receivables;

- for Euro 16 thousand (Euro 16 thousand at December 31, 2014) reimbursement request of 10% of the IRAP paid in previous years;
- and for Euro 494 thousand (Euro 547 thousand at December 31, 2014) other tax receivables.

The account "Other receivables", reported net of the relative provision, is broken down as follows:

### Other receivables

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Receivables from Energy Regulator for white & green certificates	3,264	3,866
Employee & social security institution receivables	707	1,110
Receivables from the State under SEA / Min. Infr. & Transp. case	3,889	3,889
Insurance company receivables	2,961	1,545
Receivables from the State for grants under Law 449/85	1,389	1,387
Receivables for various payments	1,071	348
Receivables for dividends from investments	188	
Stamps and duties	15	3
Receivables from the Ministry for Communications for radio bridge	3	3
Other receivables	6,796	7,070
Doubtful debt provision	(4,020)	(2,285)
<b>Total other receivables</b>	<b>16,263</b>	<b>16,936</b>

The Receivables from the Energy Regulator for white and green certificates include SEA Energia receivables from the Energy Service Operator based on an estimate of the "green certificates" and "white certificates" matured in 2014 (Euro 650 thousand) and during the first half of 2015 (Euro 2,614 thousand).

Employee and social security institution receivables, amounting to Euro 707 thousand at June 30, 2015 (Euro 1,110 thousand at December 31, 2014), mainly refer to the receivable from the "Fondo Volo" and from INPS for the Solidarity Contract for advances paid to employees on behalf of the institution.

Receivables from the State under SEA/Ministry for Infrastructure and Transport case, following the judgement of the Court of Cassation, which recognised to the Company the non-adjustment of handling tariffs for the period 1974-1981, in addition to interest and expenses incurred by the Company,

for Euro 3,889 thousand at June 30, 2015 (Euro 3,889 thousand at December 31, 2014), relate to the residual amount not yet received from the Ministry for Infrastructure and Transport, in addition to interest up to December 31, 2014.

Receivables from the State for grants under Law 449/85, amounting to Euro 1,389 thousand at June 30, 2015, concern receivables from the State, based on the "Regulatory Agreement" between ENAC and SEA in January 1995 and revised in December 2004, which established the partial funding, pursuant to Law 449/85, of some infrastructure projects at Malpensa Airport.

Other receivables principally concerns accrued income related to revenues accrued in the year and costs relating to future years. The account also includes reimbursements, supplier advances, arbitration with sub-contractors and other minor positions.

The changes in the doubtful debt provision were as follows:

#### Doubtful debt provision

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Opening provision	(2,285)	(2,112)
(Increases) / reversals	(1,735)	(173)
Utilisations		
<b>Closing doubtful debt provision</b>	<b>(4,020)</b>	<b>(2,285)</b>

#### 9.12 Cash and cash equivalents

The breakdown of the account "Cash and cash equivalents" is shown in the table below:

#### Cash and cash equivalents

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Bank and postal deposits	100,491	30,466
Cash in hand and at bank	80	120
<b>Total</b>	<b>100,571</b>	<b>30,586</b>

The liquidity available at June 30, 2015 increased Euro 69,985 thousand compared to December 31, 2014, mainly due to the drawdown, at the end of June 2015, of Euro 60 million of EIB credit lines agreed in December 2014 utilised, at the beginning of July, to repay part of the uncommitted lines utilised between May and June 2015 to cover the financial commitments of the SEA Group concentrated in this period (between dividend payments and repayment of the 2013 Mediobanca Term Loan). The breakdown of liquidity at June 30, 2015 was as follows: bank and postal deposits on demand for Euro 98,548 thousand (Euro 28,584 thousand at December 31, 2014), restricted bank deposits of Euro 2,023 thousand, of which Euro 1,917 thousand cover the quota of European Investment Bank loans due in the coming 12 months

(Euro 1,773 thousand at December 31, 2014) and cash amounts for Euro 80 thousand (Euro 120 thousand at December 31, 2014).

#### 9.13 Share capital and reserves

At June 30, 2015, the share capital of SEA SpA totalled Euro 27,500 thousand, comprising 250,000,000 shares of Euro 0.11 each.

The changes in shareholders' equity in the year are shown in the statement of financial position.

#### 9.14 Provisions for risks and charges

The account "Provisions for risks and charges" is broken down as follows:

#### Provision for risks and charges

(in thousands of Euro)	at December 31, 2014	Provisions / increases	Utilisations / reclass.	Releases	at June 30, 2015
Prov. for restoration & replacement	134,136	7,146	(4,991)		136,291
Prov. for future charges	40,431	4,602	(1,609)	(2,544)	40,880
<b>Total prov. for risks &amp; charges</b>	<b>174,567</b>	<b>11,748</b>	<b>(6,600)</b>	<b>(2,544)</b>	<b>177,171</b>

The provision for restoration & replacement on assets under concession, created in accordance with IFRIC 12, amounting to Euro 136,291 thousand at June 30, 2015 (Euro 134,136 thousand at December 31, 2014), refers to the best estimate

of the amount matured relating to the maintenance on assets under concession from the State which will be undertaken in future years. The breakdown of the provision for future charges is shown in the table below:

#### Provision for future charges

(in thousands of Euro)	at December 31, 2014	Provision / increases	Utilisations / reclass.	Releases	at June 30, 2015
Employment provision	8,391		(1,288)	(353)	6,750
Disputes with contractors	550				550
Insurance excess	2,476	760	(51)	(340)	2,845
Tax risks	2,548	2,000			4,548
Other provision	26,466	1,842	(270)	(1,851)	26,187
<b>Total provision for future charges</b>	<b>40,431</b>	<b>4,602</b>	<b>(1,609)</b>	<b>(2,544)</b>	<b>40,880</b>

The account "Other provisions" for Euro 26,187 thousand at June 30, 2015 is composed of the following items:

- Euro 11,808 thousand for legal disputes related to the operational management of the airports;
- Euro 5,498 thousand for risks relating to revocatory actions taken against the Company and relating to airline companies declared bankrupt;
- Euro 8,000 thousand relating to charges from the acoustic zoning plan of the peripheral areas to the Milan Airports (Law No. 447/95 and subsequent Ministerial Decrees);

- Euro 881 thousand for disputes with ENAV.

Based on the updated state of advancement of disputes at the preparation date of the present interim report, and also based on the opinion of the consultants representing the Group in the disputes, the provisions are considered sufficient to cover potential liabilities.

#### 9.15 Employee provisions

The changes in the employee provisions are shown below:

#### Employee provisions

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Opening provision	50,505	77,155
Change consol. scope *		(29,159)
Financial (income) / charges	325	1,195
Utilisations	(713)	(3,709)
Actuarial profit / (loss)	(2,434)	5,023
<b>Total employee provisions</b>	<b>47,683</b>	<b>50,505</b>

\* The changes in 2014 refer to the balance at December 31, 2013 of the post-employment benefit provision of SEA Handling SpA, whose statement of financial position accounts were reclassified to the account "Assets held-for-sale" pursuant to IFRS 5.

The actuarial calculation of the employee leaving indemnity takes into account the effects of the reform of Law No. 296 of December 27, 2006 and subsequent decrees and regulations.

The principal actuarial assumptions, utilised for the determination of the pension obligations, are reported below:

#### Principal actuarial assumptions

	at June 30, 2015	at December 31, 2014
Annual discount rate	2.06%	1.49%
Annual inflation rate	0.60%	0.60%
Annual employee leaving indemnity increase	1.95%	1.95%

Assumptions undertaken in the Actuarial Report. The annual discount rate utilised for the present value of the bond was based on the Iboxx 10+ Eurozone Corporate AA index (2.06% at June 30, 2015 against 1.49% at December 31, 2014) according to the provisions of ESMA; this increase resulted in a significant increase in the actuarial gain,

recognised directly to equity, with a consequent decrease in the liability.

#### 9.16 Current and non-current financial liabilities

The table below provides a breakdown of current and non-current financial liabilities at June 30, 2015 and December 31, 2014.

(in thousands of Euro)	at June 30, 2015		at December 31, 2014	
	Current portion	Non-current portion	Current portion	Non-current portion
Long-term loans	14,894	268,562	63,845	216,994
Short-term loans	113,635		8,859	
Fair value derivatives		11,677		13,293
<b>Bank payables</b>	<b>128,529</b>	<b>280,239</b>	<b>72,704</b>	<b>230,287</b>
Bondholder payables		297,361		297,159
Leasing payables	1,014	60	1,215	410
Subsidised loan payables		85		
<b>Payables to other lenders</b>	<b>1,014</b>	<b>297,506</b>	<b>1,215</b>	<b>297,569</b>
<b>Total current and non-current liabilities</b>	<b>129,543</b>	<b>577,745</b>	<b>73,919</b>	<b>527,856</b>

The financial debt of the Group at year end, as illustrated in the table below, is comprised for 83% of medium/long-term debt, of which over half concerning the "SEA 3 1/8 2014-2021" bond issue (expressed at amortised cost). The remainder of the medium/long term debt is comprised of Euro 85 thousand EIB subsidised loans (of which 67% with maturity beyond 5 years and approx. 5% due in the next 12 months). The residual quota

of the debt comprises short-term loans (hot money and bank overdrafts).

At the end of June 2015, Euro 60 million was drawn down on the EIB credit lines underwritten at December 2014. These loans were issued at variable interest rates with a 20-year duration and a grace period of 4 years and simultaneous bank guarantees to cover the contractual obligations between SEA and EIB.

The breakdown of the Group net debt at June 30, 2015 and December 31, 2014 is reported below:

### Net debt

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
A. Cash	(100,571)	(30,586)
B. Other liquidity		
C. Held-for-trading securities		
<b>D. Liquidity (A) + (B) + (C)</b>	<b>(100,571)</b>	<b>(30,586)</b>
<b>E. Financial Receivables</b>		
F. Current financial payables	113,635	8,859
G. Current portion of medium/long-term bank loans	14,893	63,845
H. Other current financial payables	1,014	1,215
<b>I. Payables and other current financial liabilities (F) + (G) + (H)</b>	<b>129,542</b>	<b>73,919</b>
<b>J. Net current financial debt (D) + (E) + (I)</b>	<b>28,971</b>	<b>43,333</b>
K. Non-current portion of medium/long-term bank loans	268,563	216,994
L. Bonds issued	297,361	297,159
M. Other non-current financial payables	11,822	13,703
<b>N. Payables &amp; other non-current financial liabilities (K) + (L) + (M)</b>	<b>577,746</b>	<b>527,856</b>
<b>O. Net Debt (J) + (N)</b>	<b>606,717</b>	<b>571,189</b>

At the end of June 2015, the net debt amounted to Euro 606,717 thousand, increasing Euro 35,528 thousand compared to the end 2014 (Euro 571,189 thousand).

The net debt was affected by a number of factors, including:

- a) the drawdown at the end of June 2015 of new medium/long-term loans of Euro 60 million from the EIB at variable interest rates and for duration of twenty years (grace period 4 years);
- b) repayment of Euro 50 million of the 2013 Mediobanca Term Loan, maturity in May 2015;
- c) recourse to short-term funding (hot money and current account overdrafts) of Euro 109,874 thousand for operational needs, including the payment of dividends and repayment of the Term Loan as per point b) above, while awaiting drawdown of the EIB loan as per point a). In relation to the request from the EIB, given the particular volatility of the markets following the Greek crisis in May/June 2015, the financing was only requested when interest rates returned to end of April 2015 levels;
- d) the continuation of the repayment of part of the EIB loans (principal repaid in the year totalling Euro 6,723 thousand);
- e) lower IAS adjustments for Euro 7,723 thousand, which were mainly impacted by (i) the improvement in the fair value

- of the derivatives for Euro 1,605 thousand, which impacts the loan repayments and an expected rise in the interest rate curve, in particular in the long-term period (ii) lower accruals on loans for Euro 5,098 thousand following the annual payment of the bond coupon in April (iii) lower lease payables of Euro 552 thousand;
- f) higher liquidity for Euro 69,985 thousand, deriving from the drawdown of the EIB funding, as per point a), utilised for the funding needs at the beginning of July.

The level of net debt was also impacted by financial payments related to the handing restructuring process, completed in 2014, with payments in the first half of 2015 of Euro 15,170 thousand.

Some loans include covenant conditions, relating to the capacity of the SEA Group to meet annual and/or half year financial commitments (net of financial resources available and receivables from the State) from operating activities.

At the present moment the SEA Group is not aware of any default situations related to the loans held or violations of any of the above-mentioned covenants.

The finance leasing debt principally relates to radiogenic equipment.

The table below shows the reconciliation between the finance lease payables and the future lease instalments at June 30, 2015:

(in thousands of Euro)	at June 30, 2015
Future lease instalments (principal + interest)	973
Implied interest	(67)
<b>Present value of instalments until contract maturity</b>	<b>906</b>
Amounts for unpaid invoices	169
<b>Total payables for leasing (current and non-current)</b>	<b>1,075</b>

### 9.17 Trade payables

The breakdown of trade payables is follows:

#### Trade payables

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Supplier payables	155,657	157,137
Advances	9,796	11,018
Payables to associated companies	3,226	2,556
<b>Total trade payables</b>	<b>168,679</b>	<b>170,711</b>

Trade payables (which includes invoices to be received of Euro 63,181 thousand at June 30, 2015 and Euro 90,967 thousand at December 31, 2014) refer to the purchase of goods and services relating to operations and Group investments.

The payables for advances at June 30, 2015 amounting to Euro 9,796 thousand (Euro 11,018 thousand at December 31, 2014) principally refer to advances from clients.

Payables to associated companies relate to services and charges.

by Laws No. 166/2008, No. 350/2003, No. 43/2005 and No. 296/2006 for Euro 51,086 thousand (Euro 48,120 thousand at December 31, 2014), employee and consultant's withholding taxes for Euro 3,569 thousand (Euro 4,227 thousand at December 31, 2014), direct tax payables for Euro 6,662 thousand (Euro 6,818 thousand at December 31, 2014), the VAT payable for Euro 3,608 thousand at June 30, 2015 (Euro 283 thousand at December 31, 2014) and other taxes for Euro 607 thousand (Euro 81 thousand at December 31, 2014).

### 9.18 Income tax payables

Payables for income taxes amounting to Euro 65,532 thousand at June 30, 2015 (Euro 59,529 thousand at December 31, 2014), mainly relate to additional landing right charges created

### 9.19 Other current payables

The table below reports the breakdown of the account "Other current payables".

#### Other current payables

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Payables to social security institutions	10,433	11,602
Other payables	97,774	87,151
<b>Total other current payables</b>	<b>108,207</b>	<b>98,753</b>

The breakdown of “Other payables” is as follows:

### Other payables

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
Airport fire protection service	43,633	40,552
Payables due to employees for amounts accrued	7,197	12,390
Payables due to employees for untaken holidays	4,186	3,822
Payables due to the State for concession charges	11,473	11,311
Payables due to third parties for ticket collection	1,224	1,188
Payables due to the State for security concession services	89	69
Payables due to shareholders for dividends - current portion	124	56
Other	29,848	17,763
<b>Total other payables</b>	<b>97,774</b>	<b>87,151</b>

In relation to the Group’s payables for airport fire protection services, the appeal made before the Rome Civil Court by the Parent Company against the payment of this contribution is still pending.

The account “Other payables”, amounting to Euro 29,848 thousand at June 30, 2015 (Euro 17,763 thousand at December 31, 2014), mainly relates to deferred income from clients for future periods and other minor payables.

## 10. Notes to the Income Statement

### 10.1 Operating revenues

The table below shows the breakdown of operating revenues for H1 2015 and 2014 (restated).

#### Operating revenues by Business Unit

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Aviation	188,998	189,334
Non-Aviation	109,142	104,804
Handling	1,167	935
Energy	7,751	6,594
<b>Total operating revenues</b>	<b>307,058</b>	<b>301,667</b>

In the first six months of 2015 operating revenues totalled Euro 307,058 thousand, increasing 1.8% on H1 2014. Operating revenues include Aviation revenues, Non-Aviation revenues,

Handling revenues and Energy revenues.

The breakdown of Aviation operating revenues is reported below.

#### Aviation operating revenues

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Centralised infrastructure and rights	158,648	156,319
Operating revenues from security controls	22,822	23,995
Use of regulated spaces	7,528	9,020
<b>Total Aviation operating revenues</b>	<b>188,998</b>	<b>189,334</b>

The breakdown of Non-Aviation operating revenues is reported below.

#### Non-Aviation operating revenues

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Retail	40,086	36,099
Parking	28,266	28,118
Cargo spaces	5,801	5,537
Services and other revenues	34,989	35,050
<b>Total Non-Aviation operating revenues</b>	<b>109,142</b>	<b>104,804</b>

The breakdown of Retail revenues is reported below.

#### Retail revenues

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Shops	20,951	18,343
Food & Beverage	7,885	7,573
Car rental	6,372	6,507
Banks	4,878	3,676
<b>Total Retail</b>	<b>40,086</b>	<b>36,099</b>

The breakdown of Energy operating revenues is reported below.

#### Energy operating revenues

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Sale of electric energy	4,370	4,014
Sale of thermal energy	1,484	1,164
Other revenues and services	1,897	1,416
<b>Total Energy operating revenues</b>	<b>7,751</b>	<b>6,594</b>

### 10.2 Revenue for works on assets under concession

Revenues for works on assets under concession decreased from Euro 32,965 thousand in the first six months of 2014 to Euro 26,477 thousand in H1 2015 (-19.7%). These revenues refer to construction work on assets under concession increased by a mark-up of 6% representing the remuneration of the internal cost for the management of the works and design activities undertaken by the Company, which corresponds to a mark-up

which a general constructor would request to undertake such activities, and are included in the business unit aviation. This account is strictly related to investment and infrastructure upgrading activities.

### 10.3 Personnel costs

The breakdown of personnel costs is as follows:

#### Personnel costs

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Wages, salaries and social security charges	80,234	77,668
Employee leaving indemnity	3,721	4,092
Other personnel costs	2,483	4,914
<b>Total</b>	<b>86,438</b>	<b>86,674</b>

In the first six months of 2015, Group personnel costs decreased Euro 236 thousand (-0.3%) compared to the same period of 2014.

The decrease is due on the one hand to higher costs arising from the completion of the benefits deriving from recourse to social security provisions and the increase in the average number of employees and on the other hand lower employee leaving incentive costs. In H1 2014, the recourse to the solidary contract generated cost recoveries of Euro 1,599 thousand

while the provision for the mobility agreement leaving incentives amounted to Euro 2,835 thousand. The Full Time equivalent average workforce increased from 2,715 in H1 2014 to 2,749 in H1 2015.

The following table outlines the average FTE by category at June 30, 2015 and June 30, 2014.

#### Number of employees at period-end (FTE)

	H1 2015	%	H1 2014 (restated)	%
Executives	57	2%	56	2%
Managers	262	10%	268	10%
White-collar	1,714	63%	1,673	62%
Blue-collar	694	25%	718	26%
<b>Total Employees</b>	<b>2,727</b>	<b>100%</b>	<b>2,715</b>	<b>100%</b>
Agency employees	22	0%	0	0%
<b>Total employees</b>	<b>2,749</b>	<b>100%</b>	<b>2,715</b>	<b>100%</b>

#### 10.4 Consumable materials

The breakdown of the account "Consumable materials" is as follows:

##### Consumable material costs

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Raw materials, consumables and supplies	22,519	22,439
Changes in inventories	695	334
<b>Total</b>	<b>23,214</b>	<b>22,773</b>

In the first six months of 2015 consumable material costs increased Euro 441 thousand (1.94%) compared to the same period of 2014, from Euro 22,773 thousand to Euro 23,214 thousand, mainly due to higher costs for the purchase of

anti-freeze, given the unfavourable climatic conditions at the beginning of the year compared to the previous year, and for the purchase of spare parts and miscellaneous materials, only in part offset by lower costs for fuel and methane.

## 10.5 Other operating costs

The breakdown of “Other operating costs” is as follows:

### Other operating costs

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Commercial costs & traffic development contributions	20,221	20,448
Airport services	14,758	11,564
Public charges	14,190	14,329
Ordinary maintenance costs	13,824	13,579
Cleaning	6,692	6,227
Other operating costs	9,634	10,216
Professional services	5,699	5,333
Tax charges	3,971	4,029
Utilities and security	3,068	2,921
Hardware and software charges and rent	2,324	2,520
Insurance	1,063	1,309
Emoluments & costs of Board of Statutory Auditors & BoD	534	604
Other administrative costs	5,820	2,634
Other costs	624	746
<b>Total other operating costs</b>	<b>102,422</b>	<b>96,459</b>

In the first half of 2015 these costs increased Euro 5,963 thousand compared to H1 2014 (+6.2%), from Euro 96,459 thousand to Euro 102,422 thousand.

The net increase of Euro 5,963 is principally due to:

- higher airport service costs of Euro 3,194 thousand, in particular emergency/contingency services, snow emergency services, de-icing services and assistance to passengers with reduced mobility;
- higher ordinary maintenance costs of Euro 245 thousand for maintenance of runways and roads;
- higher cleaning costs of Euro 465 thousand due to the new areas at Terminal 1;

- higher administration costs for the payment of sanctions issued to SEA by the Anti-trust Authority as described in detail in the Directors’ Report, see paragraph “Risk factors of the SEA Group”;
- reduction in insurance costs of Euro 246 thousand, following the renegotiation of the expiring contract;
- reduction of commercial costs of Euro 227 thousand following an increase in marketing costs and reduction in traffic incentive costs.

## 10.6 Provisions and write-downs

The breakdown of provisions and write-downs is as follows:

### Provisions and write-downs

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Write-downs / (reversals) of current assets and cash & cash equivalents	(6,693)	3,999
Provisions / (releases) of future charges provisions	2,059	(2,035)
Write-down of property	0	604
<b>Total provisions and write-downs</b>	<b>(4,634)</b>	<b>2,568</b>

In the first six months of 2015, provisions and write-downs decreased Euro 7,202 thousand on the same period of the previous year, from Euro +2,568 thousand in the first six months of 2014 to Euro -4,634 thousand in H1 2015.

In the first six months of 2015 greater reversals were recorded, only in part offset by provisions for the period, calculated in line with previous years to take into account the risk in deterioration of the financial positions of the principle operators with which disputes exist and write-downs for receivables under administration.

The net allocations to future charge provisions of Euro 2,059 thousand in H1 2015 (net release of Euro 2,035 thousand in H1

2014), principally refer to the provisions for pending litigation.

### 10.7 Costs for works on assets under concession

Costs for works on assets under concession decreased from Euro 30,970 thousand in the first half of 2014 to Euro 24,719 thousand in the first half of 2015.

These refer to, in accordance with IFRIC 12, the costs for the works undertaken on assets under concession. This movement is strictly related to investment activities.

### 10.8 Restoration and replacement provision

#### Restoration & replacement provision

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Restoration & replacement provision	(7,146)	(9,000)

The restoration and replacement provision amounting to Euro 7,146 thousand in H1 2015 and Euro 9,000 thousand in H1 2014 include provisions for maintenance and replacements in order to ensure the functioning of the infrastructure held under concession.

### 10.9 Amortisation and depreciation

The account "Amortisation and depreciation" is comprised of:

#### Amortisation and depreciation

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Amortisation of intangible assets	21,043	19,469
Depreciation of prop., plant & equipment & property investment	8,347	9,092
<b>Total amortisation and depreciation</b>	<b>29,390</b>	<b>28,561</b>

In the first half of 2015 amortisation and depreciation increased Euro 829 thousand compared to the same period of 2014 (+2.9%), from Euro 28,561 thousand to Euro 29,390 thousand. Amortisation and depreciation in the period relates to tangible

and intangible assets held based on the estimated useful life by the Group, which however does not exceed the duration of the concession.

### 10.10 Investment income and charges

The breakdown of investment income and charges is as follows:

#### Investment income (charges)

(in thousands of Euro)	H1 2015	H1 2014 (restated)
SACBO SpA	1,490	146
Dufrital SpA	949	935
Malpensa Logistica Europa SpA	252	39
Disma SpA	111	174
SEA Services Srl	189	73
<b>Investments valued at equity</b>	<b>2,991</b>	<b>1,367</b>
<b>Other income from investments</b>		
<b>Total investment income (charges)</b>	<b>2,991</b>	<b>1,367</b>

In the first half of 2015 net investment income increased by Euro 1,624 thousand, from Euro 1,367 thousand in the first half of 2014 to Euro 2,991 thousand in H1 2015.

### 10.11 Financial income and charges

The breakdown of the account "Financial income and charges" is as follows:

#### Financial income (charges)

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Currency gains	1	2
Other financial income	271	734
<b>Total financial income</b>	<b>272</b>	<b>736</b>
Interest expense on medium/long-term loans	(7,055)	(7,325)
Loan commissions	(923)	(4,417)
Currency losses	(26)	(11)
<b>Other interest expenses:</b>	<b>(1,831)</b>	<b>(2,105)</b>
- financial charges on leaving indemnity	(325)	(687)
- financial charges on leasing	(90)	(158)
- financial charges on derivatives	(1,490)	(1,389)
Other	74	129
<b>Total financial charges</b>	<b>(9,835)</b>	<b>(13,858)</b>
<b>Total financial income (charges)</b>	<b>(9,563)</b>	<b>(13,122)</b>

Net financial charges in the first half of 2015 totalled Euro 9,563 thousand, decreasing Euro 3,559 thousand on the same period of the previous year.

This reduction derives from a number of factors, among which: (i) lower interest on medium/long-term loans of Euro 270 thousand deriving from the significant decrease in the average cost of debt, despite the higher average gross debt levels (ii) lower commissions on loans of Euro 3,494 thousand

due to the recording, in first half of 2014, of some additional non-recurring charges related to the Group debt restructuring operation in April 2014.

In the same period financial income decreased by Euro 464 thousand following the decrease in market rates. In the first half of 2014 the issue of the bond resulted in higher levels of contingent liquidity on the accounts of the Group.

## 10.12 Income taxes

The breakdown of the account is as follows:

### Income tax

(in thousands of Euro)	H1 2015	H1 2014 (restated)
Current income taxes	20,157	22,276
Deferred income taxes	27	(11,647)
<b>Total</b>	<b>20,184</b>	<b>10,629</b>

In the first six months of 2015 income taxes increased Euro 9,555 thousand, from Euro 10,629 thousand in H1 2014 to Euro 20,184 thousand in H1 2015.

The reconciliation between the theoretical and effective tax rate is shown below:

(in thousands of Euro)	H1 2015	Tax rate	H1 2014 (restated)	Tax rate
Continuing operations' pre-tax profit	58,268		45,871	
Discontinued operations' pre-tax profit/loss	(75)		(20,933)	
<b>Pre-tax profit</b>	<b>58,343</b>		<b>24,937</b>	
Theoretical income taxes	16,044	27.5%	6,858	27.5%
Tax effect of permanent differences	657	1.1%	334	1.3%
IRAP	2,078	3.6%	5,847	23.4%
Other	1,312	2.2%	(7,341)	-29.4%
<b>Total</b>	<b>20,092</b>	<b>34.4%</b>	<b>5,698</b>	<b>22.8%</b>
Income taxes on continuing operations	(20,184)		(10,629)	
Income taxes on discontinued operations	92		4,932	
<b>Total Group income taxes</b>	<b>(20,092)</b>		<b>(5,698)</b>	

The difference between the actual Tax Rate of the condensed half-year consolidated Financial Statements in H1 2014 restated compared to H1 2015 is entirely due to the significant tax effect of the changes of an extraordinary nature deriving from the restructuring/liquidation charges of SEA Handling in 2014. The decrease in the IRAP charge derives from the lower charges for IRAP for the period following the regulatory

changes introduced by paragraph 20, Article 1 of the 2015 Stability Law, which amended Article 11 of Legislative Decree No. 446 of December 15, 1997 ("IRAP Decree"): in fact, from tax year 2015, the difference between the total cost for full time employees and the other deductions relating to personnel costs are deductible for IRAP purposes, with consequent tax savings for the Group of Euro 2.5 million.

## 11. Discontinued Operations profit/(loss)

The Discontinued Operations report a profit of Euro 17 thousand. The account includes the result of the company SEA Handling SpA in liquidation, following its classification as discontinued operations during 2014. For further information, reference should be made to "Assets and liabilities and net result of Discontinued Operations" in the Explanatory notes.

as that utilised for the establishment of the basic earnings per share.

Therefore the earnings per share in the first half of 2015 was Euro 0.15 (net profit for the period of Euro 38,123 thousand/number of shares in circulation 250,000,000).

The earnings per share in the first half of 2014 was Euro 0.08 (net profit for the period of Euro 19,239 thousand/number of shares in circulation 250,000,000).

## 12. Earnings per share

The basic earnings per share is calculated by dividing the Group net profit by the weighted average number of ordinary shares outstanding in the period. For the diluted earnings per share, as no equity instruments were issued by the parent company, the weighted average of the shares in circulation is the same

## 13. Transactions with Related Parties

The following table reports the income statement and statement of financial position values with related parties at June 30, 2015 and for the first half of the year, with indication of the percentage of the relative account:

### Group transactions with Related Parties

(in thousands of Euro)	at June 30, 2015			
	Trade receivables	Trade payables	Operating revenues	Operating costs (excl. costs for works on assets under concession)
<b>Investments in associated companies</b>				
SACBO	208	678	271	3,927
Dufrital	8,557	889	13,475	11
Malpensa Logistica Europa	1,640	1,020	2,042	(20)
SEA Services	500	548	1,432	1,235
Disma	112	91	121	0
<b>Total Related Parties</b>	<b>11,017</b>	<b>3,226</b>	<b>17,341</b>	<b>5,153</b>
Total financial statements	131,496	168,679	307,058	207,440
<b>% of total financial statements</b>	<b>8.38%</b>	<b>1.91%</b>	<b>5.65%</b>	<b>2.48%</b>

The table below shows the cash flows from the transactions of the Group with related parties for the period ended June 30, 2015, with indication of the percentage of the relative account:

### Cash flow generated from Group trans. with Related Parties

(in thousands of Euro)	at June 30, 2015				
	Investments in associated companies	Investments in other companies	Total transactions with Related Parties	Consolidated balance	%
A) Cash flow generated from operating activities	(887)		(887)	62,391	-1.4%
B) Cash flow generated from investing activities	1,758		1,758	(39,730)	-4.4%
C) Cash flow generated from financing activities				46,911	0.0%

Transactions with Related Parties in the period to June 30, 2015 principally concern:

- commercial transactions with reference to the recognition to SEA of royalties on sales (Dufrital and SEA Services);
- rental of premises (Malpensa Logistica Europa);
- supply to SEA of catering services (SEA Services);
- costs related to parking spaces (SACBO);

- commercial transactions deriving from the concession for the distribution of fuel (Disma);
  - supply by SEA Energia of electricity to Dufrital.
- The above-mentioned transactions were within the ordinary activities of the Group and undertaken at market values.

The comparative data is reported below:

#### Group transactions with related parties

(in thousands of Euro)	at December 31, 2014		at June 30, 2014	
	Trade receivables	Trade payables	Operating revenues	Operating costs (excl. costs for work on assets under concession)
<b>Investments in associated companies</b>				
SACBO	913	512	3,851	3,358
Dufrital	6,873	324	10,818	
Malpensa Logistica Europa	942	858	2,035	12
SEA Services	771	763	1,057	1,146
Disma	23	99	139	
<b>Total Related Parties</b>	<b>9,522</b>	<b>2,556</b>	<b>17,900</b>	<b>4,516</b>
Total financial statements	118,526	170,711	301,667	208,475
<b>% of total Financial Statements</b>	<b>8.03%</b>	<b>1.50%</b>	<b>5.93%</b>	<b>2.17%</b>

#### Cash Flow generated from Group trans. with related parties

(in thousands of Euro)	at June 30, 2014				
	Investments in associated companies	Investments in other companies	Total transactions with related parties	Consolidated balance	%
A) Cash flow generated from operating activities	(1,560)		(1,560)	41,005	-3.8%
B) Cash flow dgenerated from investing activities	1,697		1,697	(40,010)	-4.2%
C) Cash flow generated from financing activities				(43,126)	0.0%

## 14. Other transactions with related parties

No other transactions with related parties are reported for the first six months of 2015.

## 15. Directors fees

Fees paid by the Company and/or by other Group companies, of any type and in any form, for the first six months of 2015 to the Board of Directors totalled Euro 376 thousand.

### Breakdown of commitments by project

(in thousands of Euro)	at June 30, 2015	at December 31, 2014
R.T.I. CODELFA SPA / COIVER CONTRACT	3,602	9,210
R.T.I. GEMMO SPA / ELETTRMECCANIC	840	2,764
R.T.I. CEFLA SOC. COOP. / GRUPPO P.S.	119	1,941
R.T.I. TADDEI / GEMMO/MONTAGNA	5,643	12,008
COIVER CONSTRECT SRL	847	1,864
ITINERA SPA	1,247	1,713
R.T.I. CONSORZIO COSTRUZIONI INFRASTRUTTURE	236	248
R.T.I. ITINERA SPA CAPOGRUPPO	21,558	25,161
General aviation terminal restyling	-	1,501
Lambro river works design	24	164
General aviation image and website design	26	48
New hangar	39	-
<b>Total</b>	<b>34,181</b>	<b>56,622</b>

### 17.2. Guarantees

The secured guarantees, amounting to Euro 2,033 thousand at June 30, 2015, relate to the lien on receivables against loans provided by credit institutions on European Investment Bank funds.

At June 30, 2015, the sureties in favour of third parties were as follows:

- two Bank Sureties on the first two tranches drawn down in June 2015 on the EIB line in December 2014 of respectively Euro 31,500 thousand and Euro 34,500 thousand;
- surety issued by a pool of leading insurance companies in favour of ENAC, amounting to Euro 22,900 thousand as guarantee of the concession fee;
- surety of Euro 25,000 thousand to Banca Popolare di Milano

## 16. Statutory auditors' fees

In the first half of 2015 the remuneration for the Board of Statutory Auditors, including welfare and accessory charges, amounted to Euro 158 thousand.

## 17. Commitments and guarantees

### 17.1 Investment commitments

The Group has investment contract commitments of Euro 34,181 thousand at June 30, 2015 (Euro 56,622 thousand at December 31, 2014), which is reported net of the works already realised and invoiced to the Group, as follows:

to guarantee credit lines received from companies within the centralised treasury system;

- surety of Euro 4 million in favour of the Ministry of Defence for utilisation by SEA of land owned by the Ministry following the road access works undertaken for the opening of the new multi-storey parking at Milan Linate Airport. This guarantee is within the technical agreement which SEA signed on June 4, 2009 with the Ministry of Defence and with ENAC which establishes that the Ministry of Defence transfers to ENAC some state buildings no longer of military interest adjacent to the Milan Airport. SEA, having the necessity to utilise these assets to improve and develop the airport infrastructures, acquired the concession to utilise these assets until 2041 against the realisation of a series of works in favour of

the Ministry of Defence for a total amount of Euro 25,900 thousand;

- sureties of Euro 2,000 thousand in favour of SACBO in guarantee of the parking management at Bergamo Orio al Serio airport;
- surety of Euro 343 thousand in favour of the supplier Contract GmbH for the rental of airport buses;
- surety of Euro 1,214 thousand of the subsidiary SEA Energia in favour of Terna SpA to guarantee the provision of electricity;
- surety of Euro 1,600 thousand of the subsidiary SEA Energia in favour of Enel Distribuzione to guarantee the provision of electricity;
- Euro 1,383 thousand for other minor sureties.

## 18. Seasonality

The Group business is characterised by revenue seasonality, which are normally higher in the periods of August and December due to increased flights by the airlines at its airports. It should be noted that the airports of Milan Malpensa and Milan Linate are to a certain degree complementary from a seasonality viewpoint, in view of the different profile of the indirect customers (i.e. leisure vs. business). This feature limits the seasonal peaks from an overall consolidated operational and financial viewpoint.

## 19. Non-recurring transactions

During the first half of 2015 the Group undertook the following non-recurring transactions:

- enforcement of the surety of Euro 2.2 million provided by Assicurazioni Generali to cover the obligations of Ati Emini SpA/Va.Fra Srl for the construction of the New Southern Link Road of Malpensa airport; reference should be made to the paragraph "*H1 2015: significant events*";
- payment of penalties of Euro 3.3 million by SEA to the Anti-

trust Authority against the accusation of abuse of dominant position. For further information, reference should be made to paragraph "*Risks related to the A474 procedure before the Anti-trust Authority*" in the operating risks section.

## 20. Transactions relating to atypical or unusual operations

In accordance with Consob Communication of July 28, 2006, the Company did not undertake for the period ended June 30, 2015 any transactions relating to atypical or unusual operations, as set out in the communication.

## 21. Other information

On April 30, 2015, the Shareholders' Meeting of the Parent Company SEA approved the distribution of dividends of Euro 50,925 thousand relating to the 2014 net profit, which was paid out in June 2015.

## 22. Contingent liabilities and disputes

Reference should be made to the "SEA Group risks factors" paragraph.

## 23. Contingent assets

With reference to judgment 7241/2015 of the Milan Court, as not all appeals have been made this contingent asset was not recognised in the income statement as per IAS 37.

## 24. Subsequent events to the end of the period

Reference should be made to the Directors' Report.

*The Chairman of the Board of Directors  
Pietro Modiano*

## AUDITOR'S REPORT



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### REPORT ON REVIEW OF THE HALF-YEARLY CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

**To the Shareholders of  
SOCIETÀ PER AZIONI ESERCIZI AEROPORTUALI – SEA S.p.A.**

#### INTRODUCTION

We have reviewed the accompanying half-yearly condensed interim consolidated financial statements of Società per Azioni Esercizi Aeroportuali – SEA S.p.A. and subsidiaries (the “SEA Group”), which comprise the consolidated statement of financial position as of June 30, 2015, the consolidated income statement, consolidated statement of comprehensive income, statement of changes in consolidated shareholders’ equity and consolidated cash flow statement for the six-month period, and the related explanatory notes. The Directors are responsible for the preparation of this interim financial information in accordance with the International Accounting Standard applicable to the interim financial reporting (IAS 34) as adopted by the European Union. Our responsibility is to express a conclusion on this interim financial information based on our review.

#### SCOPE OF REVIEW

We conducted our review in accordance with the criteria recommended by the Italian Regulatory Commission for Companies and the Stock Exchange (“CONSOB”) for the review of the half-yearly interim financial statements under Resolution n° 10867 of July 31, 1997. A review of half-yearly condensed interim consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing (ISA Italia) and, consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the accompanying half-yearly condensed interim consolidated financial statements of the SEA Group as at June 30, 2015 are not prepared, in all material respects, in accordance with the International Accounting Standard applicable to the interim financial reporting (IAS 34) as adopted by the European Union.

Ancona Bari Bergamo Bologna Brescia Cagliari Firenze Genova Milano Napoli Padova  
Palermo Parma Roma Torino Treviso Verona

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Partita IVA: IT 03049560166

**EMPHASIS OF MATTER**

Without qualifying our conclusion in respect of these matters for a better understanding of the half-yearly condensed interim consolidated financial statements of the SEA Group as of June 30, 2015, we draw attention to the information provided by the Directors in the Directors' report, and in particular to paragraph "SEA Group Risk Factors – Strategic risks - Risk related to the European Commission decision of 19.12.2012 concerning presumed State Aid to SEA Handling and the decision of July 9, 2014 for the set-up of a new procedure on the incorporation and capitalization of Airport Handling" for the Directors' considerations (i) on the status of the legal and extra – judicial initiatives undertaken against the European Commission with reference to the investigation procedures of such latter entity on alleged State Aid in favor of SEA Handling S.p.A. with particular reference to the subsidiary liquidation procedure, to the initiatives undertaken by the Trustee regarding the planned transfer of a portion of the equity of Airport Handling S.p.A. and to the future developments related to the decision of the European Commission of July 9, 2014, published on February 6, 2015, (ii) on the conditions to consider that, after the attribution of the investment in Airport Handling S.p.A. to the Trust "Milan Airport handling Trust", according to the legal and extra – judicial initiatives abovementioned, SEA Group has no longer control on the subsidiary, thus resulting in its exclusion from the consolidation scope, as well as (iii) on the effects of the decision to discontinue the business *Handling* commercial aviation in compliance with IFRS 5 with the consequent reclassification of certain comparative data related to the prior period's half-yearly condensed interim consolidated financial statements, as reported in the explanatory notes.

DELOITTE & TOUCHE S.p.A.

*Signed by*  
Marco Pessina  
Partner

Milan, Italy  
July 31, 2015

*This report has been translated into the English language solely for the convenience of international readers.*

