

INTERIM FINANCIAL REPORT

AT 30 SEPTEMBER 2017



COMPAGNIE INDUSTRIALI RIUNITE



COMPAGNIE INDUSTRIALI RIUNITE

Limited-liability corporation - Share capital € 397,146,183.50 - Registered Office: Via Ciovassino, 1 – 20121 Milan - www.cirgroup.it

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INTERIM REPORT ON OPERATIONS

1. Key figures

In the first nine months of 2017, the CIR group achieved **revenues** of € 2,056.6 million, up 5.6% compared with € 1,946.7 million in the same period of 2016, thanks to the positive trend on the part of all the subsidiaries.

The **consolidated gross operating profit** amounted to € 216.4 million (10.5% of revenues), an increase of 12.5% compared with € 192.4 million (9.9% of revenues) in the first nine months of last year. The growth is due to the higher gross operating margin achieved by the Sogefi group.

The **consolidated operating profit** was € 121.8 million (5.9% of revenues), an increase of 15.9% compared with € 105.1 million (5.4% of revenues) in the same period of 2016.

The **consolidated net result** of the Group was negative for € 26.0 million (compared with a profit of € 37.4 million in the first nine months of 2016) as a result of the significant extraordinary tax charge incurred by GEDI to settle litigation pending in the Supreme Court for events dating back to 1991. The impact of this charge on the Group's consolidated net result was € 70 million; excluding this tax charge, which is non-recurring, the consolidated net result would have been positive for € 44 million, showing good progress on the equivalent period in 2016.

The contribution made by the industrial subsidiaries to the consolidated net result, before this tax charge, came to € 32 million, an increase compared with € 27.2 million in the first nine months of last year, thanks to better results by the Sogefi and KOS groups.

Moving on to take a closer look at the individual investments, as mentioned earlier, on 29 September 2017, the Board of Directors of the publishing group GEDI decided to take advantage of the possibility offered by art. 11 of Decree Law 50/2017, converted into Law 96/2017, to settle a tax dispute for events dating back to 1991 by paying € 175.3 million.

It is also worth recalling that GEDI's scope of consolidation has changed significantly over the last year. In fact, towards the end of 2016, GEDI deconsolidated 5 local newspapers belonging to the group (Alto Adige, Il Trentino, Il Centro, La città di Salerno, La Nuova Sardegna) and then, on 27 June 2017, completed the integration of Italiana Editrice S.p.A., Publikompass S.p.A. and Nexta S.r.l. ("ITEDI group") in GEDI. As a result of this, GEDI acquired 100% control of the ITEDI group, consolidating its results from 1 July 2017.

Given the difference between the scope of the GEDI group during the first nine months of 2017 and the same period of 2016, in order to ensure comparability of the figures and a correct analysis of the operating result, we have prepared a pro-forma income statement for the first nine months of 2016

based on the same scope as the present one, i.e. excluding the newspapers that were sold and including the ITEDI group for the period 1 July to 30 September 2016.

In the first nine months of the year, despite another difficult period for the publishing industry, GEDI managed to achieve 3.7% growth in its revenues (stable based on the same scope); the gross operating profit amounted to € 34.1 million, in line with the corresponding period of the previous year, while rising based on the same scope.

Because of the additional tax charge, which had a net impact of € 154.5 million, the Group posted a loss of € 143.9 million (profit of € 11.5 million in the first nine months of 2016 based on the same scope). The loss is fully covered by available reserves in equity without affecting the share capital in any way. The Company has the resources to make this outlay financially sustainable, also taking into account the current net financial position, which is positive. The Board of Directors therefore decided that this settlement was in the Company's interests, as there were benefits in removing a potential tax risk that could have had significant consequences in the medium to long term, much more serious than the cost incurred as a result of this decision.

Sogefi recorded a 6.3% increase in revenues, with a performance higher than that of the industry in all geographical areas. The gross operating profit grew by 14.4% to € 131.0 million. Net income increased from € 15.8 million in the first nine months of 2016 to € 28.0 million in 2017. These results confirm the effectiveness of the actions taken by the company to improve profitability and cash generation.

Lastly, KOS achieved a 5.7% increase in revenues, thanks in particular to the organic growth in all of its activities and to the acquisition of 4 structures made in the period. The gross operating profit went from € 60.0 million in the first nine months of 2016 to € 63.0 million, and net income rose from € 17.4 million to € 19.0 million.

The Parent Company (including its non-industrial subsidiaries) contributed € 12.0 million of net income compared with € 10.2 million in the first nine months of 2016.

Consolidated net debt at 30 September 2017 was € 131.9 million (down on € 143.6 million at 31 December 2016 and € 165.3 million at 30 September 2016).

Total net debt of the industrial subsidiaries at 30 September 2017 amounted to € 459.4 million, a decrease compared with both 31 December 2016 (€ 477.9 million) and 30 September 2016 (€ 504.1 million), thanks to the cash generated by the Sogefi and GEDI groups. Note that during the fourth quarter of 2017, GEDI will pay a total of € 140.2 million to settle the tax dispute, which will result in a deterioration of the net financial position of the company and the CIR group for the same amount.

The net financial position of the Parent Company and its non-industrial subsidiaries at 30 September 2017 was positive for € 327.5 million, versus € 334.3 million at 31 December 2016 and € 338.8 million at 30 September 2016. The change in the first nine months of 2017 was due to the distribution of dividends (€ 25.1 million) and the purchase of treasury shares (€ 11.7 million) versus a significantly positive cash flow from operations of € 30.0 million.

Group equity at 30 September 2017 was € 949.3 million (€ 1,052.3 million at 31 December 2016). The decrease of € 103.0 million was essentially due to the loss for the period, the dilution resulting from the integration of the ITEDI group with GEDI, the distribution of dividends and the purchase of treasury shares.

The tables on the following pages provide a breakdown by business sector of the Group's results and financial position, a breakdown of the contribution made by the main subsidiaries and the aggregate results of CIR, the parent company, and the other non-industrial subsidiaries.

INCOME STATEMENT BY BUSINESS SECTOR AND CONTRIBUTIONS TO THE RESULTS OF THE GROUP

(in millions of euro)

	1/1-30/9 2017												1/1-30/9 2016	
CONSOLIDATED	Revenues	Costs of production	Other operating income and expense	Amortisation, depreciation and write-downs	Operating profit	Net financial income & expense	Dividends, net gains and losses on trading and the valuation of securities	Adjustments to the value of investments consolidated at equity	Income taxes	Income (loss) from assets held for sale	Minority interests	Net result of the Group	Net result of the Group	
AGGREGATE	(1)	(2)	(3)	(4)										
GEDI group	440.0	(407.3)	1.4	(11.4)	22.7	(6.8)	--	(0.8)	(160.1)	1.2	78.6	(65.2)	7.9	
Sogefi group	1,256.5	(1,104.0)	(21.5)	(60.8)	70.2	(19.2)	--		(20.1)	--	(15.0)	15.9	9.0	
KOS group	360.1	(287.3)	(12.8)	(21.4)	38.6	(8.1)	(0.1)	--	(10.2)	--	(8.9)	11.3	10.3	
Total for main subsidiaries	2,056.6	(1,798.6)	(32.9)	(93.6)	131.5	(34.1)	(0.1)	(0.8)	(190.4)	1.2	54.7	(38.0)	27.2	
Other subsidiaries	--	(2.9)	2.9	--	--	--	--	--	--	--	--	--	(0.4)	
Total subsidiaries	2,056.6	(1,801.5)	(30.0)	(93.6)	131.5	(34.1)	(0.1)	(0.8)	(190.4)	1.2	54.7	(38.0)	26.8	
CIR and other non-industrial subsidiaries														
Revenues	--											--	--	
Net operating costs		(9.2)										(9.2)	(12.2)	
Other operating income & expense			0.5									0.5	(0.5)	
Amortisation/depreciation and write-downs				(1.0)								(1.0)	(0.5)	
Operating profit					(9.7)									
Net financial income & expense						2.2						2.2	3.5	
Dividends and net gains from securities trading							18.4					18.4	18.5	
Adjustments to the value of investments consolidated at equity								--				--	--	
Income taxes									1.1			1.1	1.8	
Total CIR and other non-industrial subsidiaries	--	(9.2)	0.5	(1.0)	(9.7)	2.2	18.4	--	1.1	--	--	12.0	10.6	
Consolidated total for the Group	2,056.6	(1,810.7)	(29.5)	(94.6)	121.8	(31.9)	18.3	(0.8)	(189.3)	1.2	54.7	(26.0)	37.4	

1) This item is the sum of "changes in inventories", "costs for the purchase of goods", "costs for services" and "personnel costs" in the consolidated income statement. This item does not take into consideration the € (1.7) million effect of intercompany eliminations.

2) This item is the sum of "other operating income" and "other operating costs" in the consolidated income statement. This item does not take into consideration the € (1.7) million effect of intercompany eliminations.

3) This item is the sum of "financial income" and "financial expense" in the consolidated income statement.

4) This item is the sum of "dividends", "gains from trading securities", "losses from trading securities" and "adjustments to the change of financial assets" in the consolidated income statement.

CONSOLIDATED FINANCIAL POSITION BY BUSINESS SECTOR

(in millions of euro)

	30.09.2017							31.12.2016
	Fixed assets	Other net non-current assets and liabilities	Net working capital	Net financial position	Total equity	Minority interests	Group equity	Group equity
AGGREGATE	(1)	(2)	(3)	(4)				
GEDI Group	824.4	(183.7)	(143.3)	40.5	537.9	294.5	243.4	337.9
Sogefi Group	531.3	(61.9)	6.1	(266.7)	208.8	99.7	109.1	98.7
KOS Group	577.8	(22.1)	(38.6)	(234.0)	283.1	118.2	164.9	161.0
Other subsidiaries	--	(0.3)	0.3	0.8	0.8	--	0.8	0.8
Total subsidiaries	1,933.5	(268.0)	(175.5)	(459.4)	1,030.6	512.4	518.2	598.4
CIR and other non-industrial subsidiaries								
Fixed assets	18.6				18.6		18.6	19.5
Other net non-current assets and liabilities		98.1			98.1		98.1	112.5
Net working capital			(13.1)		(13.1)		(13.1)	(12.4)
Net financial position				327.5	327.5		327.5	334.3
Consolidated total for the Group	1,952.1	(169.9)	(188.6)	(131.9)	1,461.7	512.4	949.3	1,052.3

- 1) This item is the sum of "intangible assets", "tangible assets", "investment property", "investments in companies consolidated at equity" and "other equity investments" of the consolidated statement of financial position.
- 2) This item is the sum of "other receivables", "securities" and "deferred taxes" under non-current assets and of "other payables", "deferred taxes", "personnel provisions" and "provisions for risks and losses" under non-current liabilities of the consolidated statement of financial position. This item also includes the "Assets held for sale" and "Liabilities held for sale" in the consolidated statement of financial position.
- 3) This item is the sum of "inventories", "contract work in progress", "trade receivables" and "other receivables" under current assets, and of "trade payables", "other payables" and "provisions for risks and losses" under current liabilities in the consolidated statement of financial position.
- 4) This item is the sum of "financial receivables", "securities", "available-for-sale financial assets" and "cash and cash equivalents" under current assets, "bonds" and "other borrowings" under non-current liabilities, and "bank overdrafts", "bonds" and "other borrowings" under current liabilities in the consolidated statement of financial position.

2. Performance of the Group

Consolidated sales revenues for the first nine months of 2017 came in at € 2,056.6 million versus € 1,946.7 million in the same period of 2016, an increase of € 109.9 million (+5.6%). Sogefi recorded an increase in sales revenues of 6.3%, KOS one of 5.7% and GEDI one of 3.7% (stable based on the same scope of consolidation).

Consolidated revenues by business sector are as follows.

<i>(in millions of euro)</i>	1/1-30/09		1/1-30/09		Change	
	2017	%	2016	%	absolute	%
Media						
GEDI group	440.0	21.4	424.3	21.8	15.7	3.7
Automotive components						
Sogefi group	1,256.5	61.1	1,181.5	60.7	75.0	6.3
Healthcare						
KOS group	360.1	17.5	340.8	17.5	19.3	5.7
Other sectors	--		0.1	--	(0.1)	
Total consolidated revenues	2,056.6	100.0	1,946.7	100.0	109.9	5.6

The Group's economic performance in the first nine months of 2017 is summarized in the table below.

<i>(in millions of euro)</i>	1/1-30/09 2017	1/1-30/09 2016
Revenues	2,056.6	1,946.7
Consolidated gross operating profit	216.4	192.4
Consolidated operating profit	121.8	105.1
Financial management	(14.4)	(8.9)
Income taxes	(189.3)	(35.4)
Income (loss) from assets held for sale	1.2	1.0
Net income including minority interests	(80.7)	61.8
Minority interests	54.7	(24.4)
Net result of the Group	(26.0)	37.4

The **consolidated gross operating profit** amounted to € 216.4 million (10.5% of revenues), an increase of 12.5% compared with € 192.4 million in the first nine months of 2016 (9.9% of revenues), mainly thanks to the increase in Sogefi's gross operating profit.

The **consolidated operating profit** was € 121.8 million (5.9% of revenues), compared with € 105.1 million (5.4% of revenues) in the same period of 2016 (+15.9%); the increase reflects the positive trend in the gross operating profit and is essentially thanks to Sogefi.

Financial management generated a net charge of € 14.4 million compared with one of € 8.9 million in the first nine months of 2016. In detail:

- net financial expense fell to € 31.9 million compared with € 33.9 million in the first nine months of last year;

- net gains on trading of securities, gains from minority interests and adjustments to the value of financial assets came to € 18.3 million compared with € 22.1 million, which included income of € 4.0 million relating to the recovery of tax credits on foreign dividends;
- the effect of the valuation of equity investments carried at equity went from € 2.9 million to - € 0.8 million for the amortization of the fair value of frequencies in GEDI recorded from 31 December 2016.

Taxes amounted to € 189.3 million (€ 35.4 million in the corresponding period of 2016) due to the non-recurring tax charge registered by GEDI, for a total of € 154.5 million.

The **consolidated net result** was a loss of € 26.0 million compared with a profit of € 37.4 million in the same period of last year. The impact, net of minority interests, of GEDI's extraordinary tax charge amounts to € 70 million; without this cost, the net result would have come to € 44 million.

The **condensed consolidated statement of financial position** of the CIR group at 30 September 2017, with comparative figures at 30 June 2017 and 31 December 2016, is as follows:

<i>(in millions of euro) (1)</i>	30.09.2017	30.06.2017	31.12.2016
Fixed assets	1,952.1	1,941.3	1,813.4
Other net non-current assets and liabilities	(169.9)	(183.7)	(133.4)
Net working capital	(188.6)	0.6	(17.9)
Net invested capital	1,593.6	1,758.2	1,662.1
Net debt	(131.9)	(163.0)	(143.6)
Total equity	1,461.7	1,595.2	1,518.5
Group equity	949.3	1,006.8	1,052.3
Minority interests	512.4	588.4	466.2

These figures are the result of a different aggregation of the items in the financial statements. For a definition, see the notes to the "Consolidated statement of financial position by business sector" shown earlier.

Net invested capital at 30 September 2017 amounted to € 1,593.6 million compared with € 1,662.1 million at 31 December 2016 and € 1,758.2 million at 30 June 2017.

The **consolidated net financial position** at 30 September 2017 showed net debt of € 131.90 million (compared with € 143.6 million at 31 December 2016 and € 163 million at 30 June 2017) caused by:

- a financial surplus for CIR and its non-industrial subsidiaries of € 327.5 million, which compares with € 334.3 million at 31 December 2016. The difference of € 6.8 million was caused mainly by the decrease due to net outlay of € 25.1 million for the distribution of dividends and by the purchase of treasury shares made during the period of € 11.7 million and the increase for cash flow from operations of € 30.0 million;
- a total debt of the industrial subsidiaries of € 459.4 million compared with € 477.9 million at 31 December 2016. The reduction of € 18.5 million is the result of improvements in the financial position of the Sogefi group and the GEDI group (€ 32.3 million and € 8.8 million respectively) and the increase in the KOS group's debt for € 20.4 million, attributable to investments in new facilities for € 28.6 million and dividends of € 13 million.

Total equity at 30 September 2017 comes to € 1,461.7 million, compared with € 1,518.5 million at 31 December 2016, a net decrease of € 56.8 million.

Group equity at 30 September 2017 amounted to € 949.3 million compared with € 1,052.3 million at 31 December 2016, a net reduction of € 103.0 million. The change is essentially due to the loss for the period, the dilution following the integration of the ITEDI group with GEDI, the distribution of dividends and the purchase of treasury shares.

Minority interests at 30 September 2017 amounted to € 512.4 million compared with € 466.2 million at 31 December 2016, a net increase of € 46.2 million substantially due to the integration of the ITEDI group with GEDI.

The **consolidated statement of cash flows** for the first nine months of 2017, prepared according to a managerial format which shows the changes in net financial position, can be summarised as follows.

<i>(in millions of euro)</i>	<i>1/1-30/09</i>	<i>1/1-30/09</i>
	<i>2017</i>	<i>2016</i>
SOURCES OF FUNDS		
Result for the period including minority interests from continuing	(81.9)	60.8
Amortisation, depreciation, write-downs and other non-monetary	51.2	71.2
Self-financing	(30.7)	132.0
Change in working capital	175.0	25.8
CASH FLOW GENERATED BY OPERATIONS FROM CONTINUING	144.3	157.8
Capital increases	1.5	11.4
TOTAL SOURCES OF FUNDS FROM CONTINUING OPERATIONS	145.8	169.2
APPLICATION OF FUNDS		
Net investment in fixed assets	(57.1)	(72.7)
Price paid for business combinations	(28.6)	(9.8)
Net financial position of acquired companies	(4.2)	0.1
Purchase of minority interests	--	(64.3)
Buy-back of own shares	(11.4)	(18.4)
Payment of dividends	(33.6)	(47.6)
Other changes	(0.4)	(1.1)
TOTAL APPLICATION OF FUNDS FROM CONTINUING OPERATIONS	(135.3)	(213.8)
FINANCIAL SURPLUS (DEFICIT) FROM CONTINUING OPERATIONS	10.5	(44.6)
CASH FLOW / NET FINANCIAL POSITION FROM DISCONTINUED	1.2	1.0
FINANCIAL SURPLUS (DEFICIT)	11.7	(43.6)
NET FINANCIAL POSITION AT THE BEGINNING OF THE PERIOD	(143.6)	(121.7)
NET FINANCIAL POSITION AT THE END OF THE PERIOD	(131.9)	(165.3)

In the first nine months of 2017 the Group posted a financial surplus of € 10.5 million (deficit of € 44.6 million in the corresponding period in 2016) resulting from sources of funds of € 145.8 million and application of funds totalling € 135.3 million.

Application of funds includes the payment of dividends totalling € 33.6 million, buy-back of own shares for € 11.4 million and application of funds in business combinations for € 32.8 million, mainly related to the KOS group.

For a breakdown of the items making up the net financial position, reference should be made to the section containing the financial statements.

At 30 September 2017 the Group had 15,596 employees, compared with 14,329 at 31 December 2016.

The CIR group's **key income statement figures** for the third quarter of 2017, with comparatives, are as follows.

<i>(in millions of euro)</i>	<i>3rd quarter 2017</i>	<i>3rd quarter 2016</i>
Revenues	664.2	627.5
Consolidated gross operating profit	68.2	67.4
Consolidated operating profit	38.7	38.8
Financial management	(2.3)	(0.4)
Income taxes	(164.6)	(18.4)
Income (loss) from assets held for sale	0.2	--
Net income including minority interests	(128.0)	20.0
Minority interests	74.9	(8.5)
Net result of the Group	(53.1)	11.5

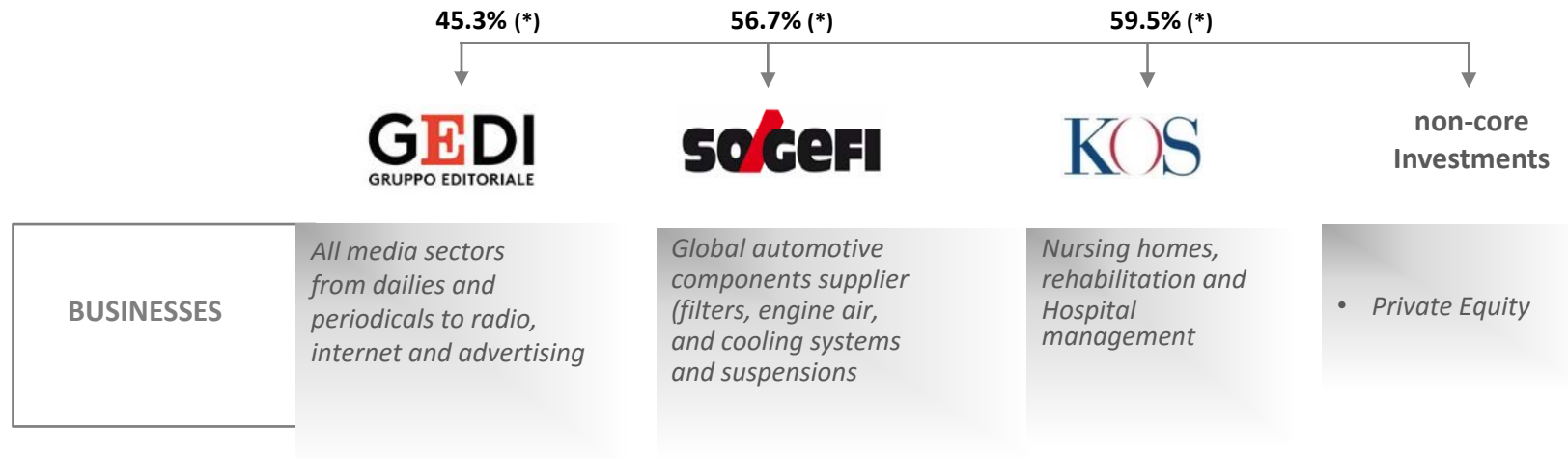
Consolidated revenues came to € 664.2 million, an increase of 5.8% compared with € 627.5 million in the same period of 2016, because of the growth in sales on the part of the GEDI, Sogefi and KOS groups.

The **consolidated gross operating profit** was € 68.2 million (10.3% of revenues) versus € 67.4 million (10.7% of revenues) in the same period of 2016.

The **consolidated operating profit** amounted to € 38.7 million compared with € 38.8 million in the same period of 2016.

The **net result** was a loss of € 53.1 million compared with a profit of € 11.5 million in the corresponding period of 2016, for the tax charge of € 154.5 million of the GEDI group in the third quarter of 2017, which had an impact of € 70 million on the net result of the group.

Main Group investments
at 30 September 2017



(*) the percentage is calculated net of treasury shares

3. Performance of the business sectors

■ MEDIA

The main performance indicators of the GEDI group for the current year are shown below, with comparative figures for the equivalent period last year.

<i>Results for the 1st 9 months (in millions of euro)</i>	<i>1/1-30/9</i>		<i>Change</i>	
	<i>2017</i>	<i>2016</i>	<i>absolute</i>	<i>%</i>
Revenues	440.0	424.3	15.7	3.7
Net result	(143.9)	14.0	n.s.	n.s.

<i>Results of the quarter (in millions of euro)</i>	<i>3rd quarter</i>		<i>Change</i>	
	<i>2017</i>	<i>2016</i>	<i>absolute</i>	<i>%</i>
Revenues	152.7	131.4	21.3	16.2
Net result	(151.2)	1.9	n.s.	n.s.

Situation at 30 September 2017

	<i>30.09.2017</i>	<i>30.06.2017</i>	<i>31.12.2016</i>
Net financial position	40.5	26.4	31.7
No. of employees	2,475	1,956	1,940

The results at 30 September 2017 reflect the significant extraordinary tax charge arising from the settlement of litigation concerning events dating back to 1991. In fact, while reiterating its conviction as to the legality of the transaction being challenged by the Tax Authorities, on 29 September 2017 the Board of Directors of GEDI Gruppo Editoriale S.p.A. decided to take advantage of the possibility offered by art. 11 of Decree Law 50/2017, converted into Law 96/2017, to settle the tax dispute involved in the Rome Regional Tax Commission's judgement no. 64/9/2012.

As widely communicated to the market in the Company's various financial reports, the dispute pending at the Supreme Court referred to challenges in terms of tax avoidance regarding the tax benefits arising from the reorganisation of Gruppo Editoriale L'Espresso carried out in 1991 through the merger of Editoriale La Repubblica S.p.A. with Cartiera di Ascoli S.p.A. If the outcome of the dispute pending at the Supreme Court had been unfavourable, it would have cost the Company a total of € 388.6 million, as of today. For the Company, acceptance of the assessment means paying € 175.3 million, of which € 70.1 million was paid on 2 October 2017, with € 70.1 million to be paid by 30 November and the balance of € 35.1 million by 30 June 2018. The loss resulting from settling the dispute under these terms, which was recognised at 30 September 2017, amounts to € 154.5 million and is fully covered by available reserves in equity without affecting the share capital in any way. Given that the Company has the resources to make this outlay financially sustainable, also taking into account the current net financial position, which is positive, the Board of Directors decided that this settlement was in the Company's interests because of the benefits of removing a potential tax risk that could have had significant consequences in the medium to long term, much more serious than the cost incurred as a result of this decision.

On 27 June 2017, the integration of Italiana Editrice S.p.A., Publikompass S.p.A. and Nexta S.r.l. ("ITEDI group") into GEDI was completed. This transaction was carried out through an increase in capital reserved for Fiat Chrysler Automobiles N.V. ("FCA") and Ital Press Holding S.p.A. ("IPH"), which was paid up by means of a contribution in kind of shareholdings representing the entire share capital of Italiana Editrice S.p.A. As a result of this transaction, GEDI acquired control of the ITEDI group.

When assessing the results for the first nine months of 2017 and comparing them with the same period of 2016, in addition to the above transaction whose economic effects are being implemented from 1 July 2017, account should also be taken of the deconsolidation during the fourth quarter of 2016 of 5 local newspapers belonging to the group (Alto Adige, Il Trentino, Il Centro, La città di Salerno and La Nuova Sardegna). In order to ensure comparability, we have prepared a pro-forma income statement for the first nine months of 2016 based on the same scope as the present one, i.e. excluding the newspapers that were sold and including the ITEDI group for the period 1 July to 30 September 2016.

As regards the trend in the publishing market, after a slight recovery of 2016, advertising expenditure in first eight months of 2017 fell by 4.0% compared with the same period last year (Nielsen Media Research figures). Radio confirmed the positive trend already in place since 2015, posting an increase of 3.2% over the same period of 2016; television slid by 3.5%; internet (excluding Search and Social) generated almost the same revenue as the corresponding period of 2016 (-1.0%); printing declined by 9.1%, daily newspapers -10.5% (-13.7% for national revenues and -7.8% for local revenues) and magazines -7.0%. As for newspaper circulation, according to the figures published by ADS (Accertamento Diffusione Stampa), in the period from January to August 2017 sales by news-stands and subscription fell by 8.8%, in line with the previous year.

In the first nine months of 2017 the GEDI group had consolidated **revenues** of € 440.0 million, 3.7% up on the same period of the previous year and substantially stable based on the same scope of consolidation (-0.2%).

The group's circulation revenues amounted to € 145.0 million, a decrease of 5.6% on the first nine months of 2016 and -6.3% on a comparable basis, in a market that, as stated above, is continuing to see a significant reduction in the circulation of daily newspapers (-8.8%).

Advertising revenues grew by 11% compared with the same period of 2016; the growth based on the same scope was 6.0%, a 4.5% decrease on the group's media and a significant increase in third-party concessions, thanks to the new concessions for Radio Italia and the newspapers La Stampa and Il Secolo XIX (for national advertising in the first six months of the year).

As regards the group's media, radio revenue grew by 2.8%, confirming the positive trend observed in the previous year. Internet revenue rose slightly (+1.6%), which was better than the market (-1.0%). Lastly, print advertising revenue reported a significant decrease (-8.3%), penalised by the negative trend in the newspaper advertising revenue, which in August was down by 10.5%.

Costs, excluding add-ons and third-party concessions, fell by 4.5% (-6.1% based on the same scope); the decrease involved both the fixed personnel costs (-4.4%) and other costs (-7.4%).

The gross operating profit amounted to € 34.1 million in line with that recorded in the first nine months of 2016 and improved compared with the figure based on the same scope (€ 32.9 million), despite adverse developments in the sector.

The operating profit amounted to € 22.7 million, in line with the corresponding period of 2016 (€ 22.8 million) and higher than the result based on the same scope of consolidation (€ 20.5 million).

The total tax charge amounted to € 160.1 million due to the extraordinary charge incurred in settling the dispute mentioned above, for a total of € 154.5 million.

Due to the tax charge mentioned previously, the consolidated **net result** was a loss of € 143.9 million, versus a profit of € 11.5 million in the first nine months of 2016 based on the same scope of consolidation.

The **net financial position** at 30 September 2017 was positive for € 40.5 million and improved compared with the end of 2016 (€ 31.7 million), despite the fact that the integration with the ITEDI group during the year resulted in the consolidation of its net financial position, which was negative for € 8.4 million. Taking into account the settlement of the tax dispute, as outlined above, the Company will make payments during the fourth quarter of 2017, namely on 2 October and 30 November, for a total of € 140.2 million, after which it will have net debt of around € 100 million.

The group had 2,475 employees at 30 September 2017, including those on fixed-term contracts, with the addition of 532 employees from the ITEDI group.

On 11 October, GEDI Gruppo Editoriale acquired 10% of Radio Italia from Mario Volanti, its majority shareholder. Radio Italia is one of the top 5 Italian radio stations, with nearly 4.4 million listeners on an average day. It has a format based on Italian music, it is the owner of the TV channel Radio Italia TV and organises important events such as concerts and music tours. Its editorial content and listener profile are highly complementary with those of the broadcasters owned by GEDI, which, by acquiring this investment, intends to develop collaborations with Radio Italia, consolidating its presence in a segment that for years has seen advertising revenues grow, in contrast to the traditional media scene.

With regard to prospects for 2017, based on the trends recorded in the first nine months, there is no sign of improvement in the trend that has been affecting the newspaper and magazine sector for years now, while radio's positive trend continues; in this context, the group continues to make every effort in the radio sector, to develop digital activities, where it is a leader, and to hold down costs. In the absence of unpredictable events, we think that, without taking into account the impact of the tax settlement, the group will turn in a positive result at the end of the year and that the integration with ITEDI will open up new opportunities.

■ AUTOMOTIVE COMPONENTS

The main performance indicators of the Sogefi group for the current year are shown below, with comparative figures for the equivalent period last year.

Results for the 1st 9 months (in millions of euro)	1/1-30/9	1/1-30/9	Change	
	2017	2016	absolute	%
Revenues	1,256.5	1,181.5	75.0	6.3
Net result	28.0	15.8	12.2	77.7

Results of the quarter (in millions of euro)	3rd quarter	3rd quarter	Change	
	2017	2016	absolute	%
Revenues	390.5	383.0	7.5	2.0
Net result	8.1	7.4	0.7	8.3

Situation at 30 September 2017

	30.09.2017	30.06.2017	31.12.2016
Net financial position	(266.7)	(280.4)	(299.0)
No. of employees	6,900	6,799	6,801

In the first nine months of 2017, the world automotive market recorded an increase in production of 2.6%, thanks to the growth in Asia (+3.2%) and South America (+22.2%), while substantially stable in Europe (-0.1%) and heavily down in North America (-3.7%).

In this context, the Sogefi group's **revenues** amounted to € 1,256.5 million, up 6.3% from € 1,181.5 million in the first nine months of 2016 (+6.6% at constant exchange rates).

After sustained growth in the first quarter (+12.6%), which was still significant in the second (+4.5%), the group recorded a more moderate trend (+2.0%) in the third quarter, mainly due to adverse exchange rates. Based on the same rates, quarterly growth was more balanced during the year: +11% and +4.6% in the first and second quarter, respectively, and +4.2% in the third quarter.

All geographical areas contributed to a significant increase in sales in the first nine months of the year. In Europe, revenues grew by 2.8%, with a better performance than the market in general (-0.1%) in the first nine months of 2017. Activities in North America grew again (+3.3%), despite the market slowdown in the third quarter (-9.7%) and Asia (+25.2%): the two regions today account for 27.5% of the group's sales. Lastly, in South America, revenue increased by 19.8%, reflecting the market recovery and the positive effect of exchange rates (+17.1% at constant exchange rates).

In the nine months, all business units reported growth: +6.7% for *Suspensions* (+7.1% at constant exchange rates and up 7.9% in the third quarter of 2017), +6.9% for *Filtration* (+7.3% at constant exchange rates) and +5.3% for *Air and Cooling*. The *Air and Cooling* business unit in the third quarter of 2017 posted a decrease (-3.1%) in revenues at constant exchange rates, due to market contractions in the United States and Canada.

The **gross operating profit** amounted to € 131.0 million, up 14.4% from € 114.5 million in the corresponding period of 2016. The increase was due to revenue growth and to the improvement in profitability, rising from 9.7% to 10.4%.

The increase in profitability is the result of a stable profit margin, despite higher raw material costs, and a decline in the proportion of fixed costs. It is worth noting that overall payroll cost as a

proportion of revenues decreased from 21.5% in the first nine months of 2016 to 20.8% in the same period of 2017.

The **operating profit** amounted to € 70.2 million, an increase of 19.6% compared with the first nine months of 2016 (€ 58.7 million), representing 5.6% of revenues. The result includes € 6 million of write-downs of Brazilian fixed assets following impairment tests.

Net income amounted to € 28.0 million, compared with € 15.8 million in the first nine months of 2016.

As regards the risk of claims of Sogefi Air & Cooling S.A.S. (formerly Systèmes Moteurs S.A.S.), there were no significant changes in the first nine months of 2017.

Net financial debt at 30 September 2017 amounted to € 266.7 million, with a rise of € 32.3 million compared with 31 December 2016 (€ 299 million) and of € 47.4 million compared with 30 September 2016 (€ 314.1 million). Free cash flow for the first nine months of 2017 was positive for € 32.5 million and up compared with € 12.3 million in the same period of 2016, which included € 11.2 million of extraordinary income relating to product warranties and tax disputes. This increase is attributable to a better operating performance of the group.

The Sogefi group had 6,900 employees at 30 September 2017 compared with 6,801 at 31 December 2016.

In relation to the global automotive market, forecasts for the last quarter of 2017 show a slight positive development, albeit to a lesser extent compared with the first nine months of 2017. Europe is expected to grow, while North America is expected to decline further. Nevertheless, for the whole of 2017 Sogefi expects revenue growth in line with the first nine months of the year. Profitability should confirm the improvement on 2016 recorded up to now, despite the increase in the cost of raw materials.

■ HEALTHCARE

The main performance indicators of the KOS group for the current year are shown below, with comparative figures for the equivalent period last year:

Results for the 1st 9 months (in millions of euro)	1/1-30/9	1/1-30/9	Change	
	2017	2016	absolute	%
Revenues	360.1	340.8	19.3	5.7
Net result	19.0	17.4	1.6	9.4

Results of the quarter (in millions of euro)	3rd quarter	3rd quarter	Change	
	2017	2016	absolute	%
Revenues	121.0	113.2	7.8	6.9
Net result	7.7	7.8	(0.1)	0.9

Situation at 30 September 2017

	30.09.2017	30.06.2017	31.12.2016
Net financial position	(234.0)	(231.6)	(213.6)
No. of employees	6,193	5,831	5,560

The KOS group currently manages 79 facilities, mainly in central and northern Italy, for a total of around 7,500 beds in use, operating in three strategic areas:

- 1) *Care homes*: management of residential care homes for the elderly, with 49 nursing facilities, for a total of 5,409 beds in use;
- 2) *Rehabilitation*: management of 28 rehabilitation facilities, for a total of 1,768 beds, and 15 hospitals;
- 3) *Hospital management*: management of two hospitals, for a total of 308 beds, and services relating to cancer cure and diagnostics in 34 public and private facilities.

In the first nine months of 2017, the KOS group achieved consolidated **revenues** of € 360.1 million, up 5.7% from € 340.8 million in the same period last year; growth was 2.8% based on the same scope of consolidation, which involved all areas of group activity, in addition to the contribution of four facilities acquired during the period.

The **consolidated gross operating profit** amounted to € 63.0 million, up 5% compared with € 60.0 million in the first nine months of 2016.

The **consolidated operating profit** came to € 38.6 million, compared with € 37.2 million in the same period last year.

Consolidated **net income** amounts to € 19.0 million compared with € 17.4 million in the first nine months of 2016.

At 30 September 2017 the KOS group had **net debt** of € 234.0 million, compared with € 213.6 million at 31 December 2016; during the period, the group distributed dividends of € 13 million and invested € 28.6 million in new facilities.

Following the absorption of Residenze Anni Azzurri by Istituto di Riabilitazione Santo Stefano, KOS Care s.r.l. was set up on 1 July; it operates in the field of care homes for the elderly and rehabilitation centres in eight Italian regions through the Santo Stefano (rehabilitation), Anni Azzurri (care homes) and Neomesia (psychiatry) brands.

Lastly, on 26 July the KOS group, through its subsidiary Medipass (oncology, diagnostics and hospital management), acquired the Tuscan company Ecomedica, which specializes in diagnostics and radiotherapy with annual revenues of around € 9 million.

The group had 6,193 employees at 30 September 2017 compared with 5,560 at 31 December 2016.

As regards the outlook for the rest of 2017, KOS will continue its development, especially in Italy.

4. Non-core investments

They are represented by private equity fund investments, minority interests and other investments amounting to € 100.9 million at 30 September 2017, compared with € 114.7 million at 31 December 2016.

▶ PRIVATE EQUITY

CIR International, a group company, manages a diversified portfolio of investments in private equity funds. The overall fair value of the portfolio at 30 September 2017, based on the NAVs provided by the various funds, came to € 47.2 million, a decrease of € 10.9 million compared with 31 December 2016, due to the effect of distributions, writedowns and exchange differences. Total distributions in the period amounted to € 10.4 million and generated a capital gain of € 7 million. Outstanding commitments at 30 September 2017 amounted to € 12.0 million.

▶ OTHER INVESTMENTS

During the third quarter, CIR sold a non-strategic investment, making a capital gain of € 7.9 million. As a result of this disposal, at 30 September 2017 the portfolio of non-strategic investments directly and/or indirectly held by CIR amounted to € 18.6 million.

At 30 September 2017, CIR had a portfolio of non-performing loans (NPLs) for a total of € 35.1 million. An agreement for the sale of a portion of the portfolio (book value: € 17 million) to a company specializing in the management of NPLs was signed on 20 October 2017 for a consideration in line with the book value.

5. Significant events subsequent to 30 September 2017 and outlook for operations

Excluding the tax charge incurred by GEDI, the CIR group expects to confirm the positive result achieved in the first nine months for the entire year, barring extraordinary events which are not currently foreseeable.

6. Other information

CIR S.p.A. – Compagnie Industriali Riunite has registered office in Via Ciovassino 1, Milan, Italy. CIR shares have been listed on the Milan Stock Exchange since 1973 (Reuters code: CIRX.MI, Bloomberg code: CIR IM).

This report for the period 1 January - 30 September 2017 was approved by the Board of Directors on 27 October 2017.

CIR S.p.A. is subject to management and coordination by Cofide – Gruppo De Benedetti S.p.A.

CIR GROUP

CONSOLIDATED FINANCIAL STATEMENTS AT 30 SEPTEMBER 2017

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

CONSOLIDATED INCOME STATEMENT

CONSOLIDATED NET FINANCIAL POSITION

1. Consolidated statement of financial position

(in thousands of euro)

ASSETS	30.09.2017	30.06.2017	31.12.2016
NON-CURRENT ASSETS	2,157,996	2,172,520	2,056,164
INTANGIBLE ASSETS	1,129,246	1,108,989	988,003
PROPERTY, PLANT AND EQUIPMENT	672,615	681,868	670,775
INVESTMENT PROPERTY	18,772	18,915	19,292
INVESTMENTS ACCOUNTED USING THE EQUITY METHOD	124,962	125,041	129,987
OTHER EQUITY INVESTMENTS	6,526	6,547	5,323
OTHER RECEIVABLES	58,702	78,345	78,980
SECURITIES	61,712	64,436	72,069
DEFERRED TAXES	85,461	88,379	91,735
CURRENT ASSETS	1,374,855	1,362,467	1,335,311
INVENTORIES	144,331	145,052	137,406
CONTRACT WORK IN PROGRESS	40,311	43,034	40,947
TRADE RECEIVABLES	435,483	462,697	414,370
OTHER RECEIVABLES	111,183	108,272	92,669
FINANCIAL RECEIVABLES	11,892	19,211	30,183
SECURITIES	50,285	53,111	54,892
AVAILABLE-FOR-SALE FINANCIAL ASSETS	232,573	232,571	234,012
CASH AND CASH EQUIVALENTS	348,797	298,519	330,832
ASSETS HELD FOR SALE	25,747	3,418	3,418
TOTAL ASSETS	3,558,598	3,538,405	3,394,893
LIABILITIES AND EQUITY	30.09.2017	30.06.2017	31.12.2016
EQUITY	1,461,703	1,595,242	1,518,476
ISSUED CAPITAL	397,146	397,146	397,146
less TREASURY SHARES	(68,154)	(67,261)	(64,283)
SHARE CAPITAL	328,992	329,885	332,863
RESERVES	271,437	273,148	310,850
RETAINED EARNINGS (LOSSES)	374,820	376,638	374,811
NET INCOME (LOSS) OF THE PERIOD	(25,954)	27,104	33,751
GROUP EQUITY	949,295	1,006,775	1,052,275
MINORITY INTERESTS	512,408	588,467	466,201
NON-CURRENT LIABILITIES	1,016,826	986,492	938,119
BONDS	265,837	266,201	283,742
OTHER LOANS AND BORROWINGS	354,446	302,002	274,819
OTHER PAYABLES	15,406	15,356	15,140
DEFERRED TAXES	179,578	180,622	149,683
PERSONNEL PROVISIONS	140,498	140,186	131,058
PROVISIONS FOR RISKS AND CHARGES	61,061	82,125	83,677
CURRENT LIABILITIES	1,075,106	956,671	938,298
BANK OVERDRAFTS	16,078	18,273	12,771
BONDS	20,258	19,979	20,980
OTHER LOANS AND BORROWINGS	118,862	159,980	201,179
TRADE PAYABLES	438,283	454,933	432,507
OTHER PAYABLES	402,654	214,143	198,084
PROVISIONS FOR RISKS AND CHARGES	78,971	89,363	72,777
LIABILITIES HELD FOR SALE	4,963	--	--
TOTAL LIABILITIES AND EQUITY	3,558,598	3,538,405	3,394,893

2. Consolidated income statement

(in thousands of euro)

	1/1-30/9 2017	1/1-30/9 2016	3rd quarter 2017	3rd quarter 2016
SALES REVENUES	2,056,543	1,946,673	664,183	627,527
CHANGE IN INVENTORIES	72	5,910	(2,415)	4,585
COSTS FOR THE PURCHASE OF GOODS	(782,551)	(740,813)	(245,850)	(242,774)
COSTS FOR SERVICES	(488,288)	(452,360)	(162,240)	(144,887)
PERSONNEL COSTS	(538,189)	(529,515)	(175,372)	(165,574)
OTHER OPERATING INCOME	20,608	17,673	7,471	5,805
OTHER OPERATING EXPENSE	(51,778)	(55,197)	(17,554)	(17,303)
AMORTISATION, DEPRECIATION & WRITEDOWNS	(94,629)	(87,301)	(29,471)	(28,545)
EARNINGS BEFORE INTEREST AND TAXES	121,788	105,070	38,752	38,834
FINANCIAL INCOME	7,676	9,374	2,424	3,440
FINANCIAL EXPENSE	(39,582)	(43,238)	(13,370)	(12,840)
DIVIDENDS	61	11,949	21	3,996
GAINS FROM TRADING SECURITIES	17,672	8,620	8,969	3,111
LOSSES FROM TRADING SECURITIES	(33)	(563)	--	(25)
ADJUSTMENTS TO THE VALUE OF INVESTMENTS CONSOLIDATED AT EQUITY	(743)	2,890	(79)	704
ADJUSTMENTS TO THE VALUE OF FINANCIAL ASSETS	571	2,060	(288)	1,215
INCOME BEFORE TAXES	107,410	96,162	36,429	38,435
INCOME TAXES	(189,265)	(35,345)	(164,592)	(18,433)
INCOME (LOSS) AFTER TAXES FROM OPERATING ACTIVITY	(81,855)	60,817	(128,163)	20,002
INCOME/(LOSS) FROM ASSETS HELD FOR DISPOSAL	1,161	1,000	161	--
NET INCOME FOR THE PERIOD INCLUDING MINORITY INTERESTS	(80,694)	61,817	(128,002)	20,002
- (NET INCOME) LOSS OF MINORITY INTERESTS	54,740	(24,404)	74,944	(8,472)
- NET INCOME (LOSS) OF THE GROUP	(25,954)	37,413	(53,058)	11,530

3. Consolidated net financial position

(in thousands of euro)

	30.09.2017	30.06.2017	31.12.2016
A. Cash and bank deposits	348,797	298,519	330,832
B. Other cash equivalents	232,573	232,571	234,012
C. Securities held for trading	50,285	53,111	54,892
D. Cash and cash equivalents (A)+(B)+(C)	631,655	584,201	619,736
E. Current financial receivables	11,892	19,211	30,183
F. Current bank payables	(85,938)	(113,819)	(168,647)
G. Bonds	(20,258)	(19,979)	(20,980)
H. Current portion of non-current debt	(49,002)	(64,434)	(45,303)
I. Other current loans and borrowings	--	--	--
J. Current financial indebtedness (F)+(G)+(H)+(I)	(155,198)	(198,232)	(234,930)
K. Current net financial position (J)+(E)+(D)	488,349	405,180	414,989
L. Non-current bank loans and borrowings	(273,193)	(208,809)	(170,915)
M. Bonds issued	(265,837)	(266,201)	(283,742)
N. Other non-current payables	(81,253)	(93,193)	(103,904)
O. Non-current financial indebtedness (L)+(M)+(N)	(620,283)	(568,203)	(558,561)
P. Net financial position (K)+(O)	(131,934)	(163,023)	(143,572)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. Introduction

This consolidated quarterly report at 30 September 2017 (unaudited) was prepared in accordance with IAS/IFRS international accounting standards, which since 2005 have been mandatory for consolidated financial statements of companies listed on European regulated markets.

The figures provided for comparison purposes were also determined in accordance with IAS/IFRS.

This interim report was prepared in compliance with the provisions of art. 154/ter paragraph 5 of Legislative Decree no. 58 of 24 February 1998 and subsequent amendments (TUF). The instructions contained in the international accounting standard on interim reporting (IAS 34 "Interim Financial Statements") have therefore not been adopted.

2. Consolidation principles

Consolidation is on a line-by-line basis. The criteria adopted in applying this method are the same as those used at 31 December 2016.

The consolidated interim financial statements of the Group as of 30 September 2017, like those as of 31 December 2016, are the result of the consolidation at those dates of the financial statements of CIR, the parent company, and all of the companies directly or indirectly controlled, joint ventures or associates, except for those in liquidation. The assets and liabilities of companies due to be sold are reclassified to assets and liabilities held for sale in order to disclose them separately.

3. Accounting policies

The accounting policies adopted for the preparation of the interim financial statements as of 30 September 2017 are the same as those adopted for the financial statements for the year ended 31 December 2016.

4. Share capital

The share capital at 30 September 2017 amounts to € 397,146,183.50, the same as at 31 December 2016, and is made up of 794,292,367 shares with a nominal value of € 0.50 each).

At 30 September 2017 the Company held 136,308,405 treasury shares (17.161% of the share capital) for a value of € 192,645 thousand, compared with 128,567,177 treasury shares (16.186% of the share capital) for a value of € 182,528 thousand at 31 December 2016.

In application of IAS 32, treasury shares held by the Parent Company are deducted from total equity.

The share capital is fully subscribed and paid up. None of the shares are subject to any rights, privileges or limitations on the distribution of dividends, with the exception of treasury shares.

Note that for a period of five years from 30 June 2014 the Board of Directors was authorised to increase the share capital once or more by a maximum of € 500 million (nominal value) and for a further maximum of € 20 million (nominal value) in favour of directors, employees of the Company, its subsidiaries and parent companies.

Regarding stock option plans and stock grants, at 30 September 2017 there were 27,394,565 options outstanding, corresponding to an equivalent number of shares.

The notional cost of the stock options granted to employees, which is shown in a separate item of equity, amounted to € 1,553 thousand at 30 September 2017.