

**Autogrill Group**  
**Consolidated Half-year Financial Report at**  
**30 June 2016**  
*(Translation from the original version issued in Italian)*

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### **Definitions and symbols**

Exchange rates: more than half the Group's operations are located in countries which use a non-Euro currency, primarily the United States of America, the United Kingdom, Canada and Switzerland. Due to the local nature of the business, in each country revenue is generally expressed in the same currency as costs and investments. The Group also has a currency risk policy, financing most of its net assets in the principal non-Euro currencies with debt in the same currency, or entering into currency hedges that achieve the same effect. However, this does not neutralize the impact of exchange rate fluctuations when translating individual financial statement items. In comparisons with prior-year figures, the phrase "at constant exchange rates" may also be used, to signify the increase or decrease that would have occurred had the comparative figures of consolidated companies with functional currencies other than the Euro been calculated at the same exchange rates employed for the period under review.

Revenue: in the directors' report this refers to operating revenue, excluding fuel sales. Costs as a percentage of revenue are determined on this basis.

EBITDA: this is the sum of EBIT (earnings before interest and tax) and depreciation, amortization and impairment losses, and can be inferred directly from the consolidated financial statements, as supplemented by the notes thereto. Because it is not defined in IFRS, it could differ from and therefore not be comparable with the EBITDA reported by other companies.

Capital expenditure: this excludes investments in non-current financial assets and investments.

Symbols: Unless otherwise specified, amounts in the directors' report are expressed in millions of Euro (€m) and millions of US dollars (\$m). In the notes to the financial statements, unless otherwise specified, amounts are expressed in thousands (€k and \$k).

Where figures have been rounded to the nearest million, changes and ratios are calculated using figures extended to thousands for the sake of greater accuracy.

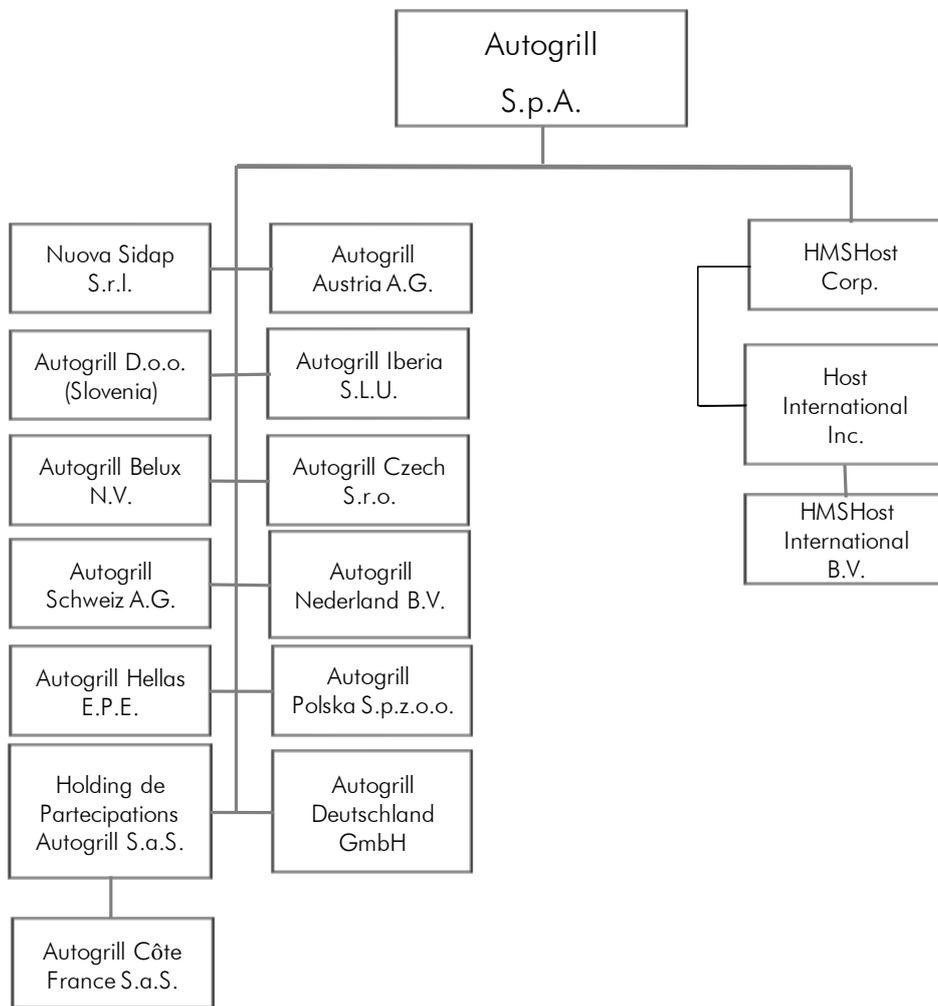
## **The Autogrill Group**

Autogrill is the world's largest provider of food & beverage services for travelers and is the recognized leader of the US and Italian markets.

Present in 30 countries with a workforce of around 57,000, it manages approximately 4,200 points of sale in approximately 1,000 locations. It operates mainly through concessions and subconcessions: at airports, along motorways and in railway stations, as well as on high streets and at shopping centers, trade fairs and cultural attractions.

The Group offers a highly varied selection, including proprietary brands and concepts (such as Bistrot, Puro Gusto, Ciao, Motta, Bubbles, Beaudevin and La Tapenade) and others owned by third parties. The latter include local brands (La Place, Brioche Dorée, Tim Hortons) as well as international household names (Starbucks Coffee, Burger King etc.). Autogrill manages a portfolio of more than 300 brands, directly or under license.

## Simplified Group structure



# 1. Interim report on operations

## 1.1 Highlights<sup>1</sup>

In early June 2016 the Group sold its foodservice business in French railway stations for €27.5m, generating a capital gain of €14.9m, recognized in the financial statements shown below. Please note that this business contributed to the Group's results for 5 months in first half 2016 versus 6 months in first half 2015 (please refer to paragraph 2.2.2 Disposals).

(€m)	First Half 2016	First Half 2015	Change	
			2015	at constant exchange rates
Revenue	2,056.6	1,966.6	4.6%	5.4%
EBITDA <i>Ebitda margin</i>	155.0 7.5%	124.1 6.3%	25.0%	25.8%
EBIT <i>Ebit margin</i>	60.4 2.9%	21.6 1.1%	180.3%	179.3%
Profit attributable to the owners of the parent	16.8	(15.6)	n.s	n.s
Earnings per share (€ cents)				
basic	6.6	(6.2)		
diluted	6.6	(6.2)		
Net cash flows from operating activities	101.1	92.0		
Free operating cash flows pre dividends	31.6	5.5		
Net Capital Expenditure <i>% of net sales</i>	85.5 4.2%	79.8 4.1%	7.2%	8.9%

(€m)	30/06/2016	31/12/2015	Change	
			2015	at constant exchange rates
Net invested capital	1,224.8	1,244.4	(19.6)	(9.8)
Net financial position	639.7	644.4	(4.7)	2.4

<sup>1</sup> Average exchange rates for the first half: 2016 €/€\$ 1.1159; 2015 €/€\$ 1.1158.  
 Exchange rate at 30 June 2016 €/€\$ 1.1102; current exchange rate at 31 December 2015 €/€\$ 1.0887

## 1.2 Group performance

### 1.2.1 Income statement review

#### Group condensed income statement<sup>2</sup>

	First Half 2016	% of revenue	First Half 2015	% of revenue	Change	
					2015	at constant exchange rates
(€m)						
Revenue	2,056.6	100.0%	1,966.6	100.0%	4.6%	5.4%
Other operating income	54.1	2.6%	59.1	3.0%	-8.5%	-8.2%
<b>Total revenue and other operating income</b>	<b>2,110.7</b>	<b>102.6%</b>	<b>2,025.8</b>	<b>103.0%</b>	<b>4.2%</b>	<b>5.0%</b>
Raw materials, supplies and goods	(644.9)	31.4%	(631.5)	32.1%	2.1%	2.9%
Personnel expense	(701.2)	34.1%	(673.8)	34.3%	4.1%	4.9%
Leases, rentals, concessions and royalties	(364.3)	17.7%	(342.6)	17.4%	6.4%	7.2%
Other operating expense	(260.1)	12.6%	(253.9)	12.9%	2.4%	3.2%
Gain on operating activity disposal	14.9	0.7%	-	0.0%	-	-
<b>EBITDA</b>	<b>155.0</b>	<b>7.5%</b>	<b>124.1</b>	<b>6.3%</b>	<b>25.0%</b>	<b>25.8%</b>
Depreciation, amortisation and impairment losses	(94.6)	4.6%	(102.5)	5.2%	-7.7%	-6.9%
<b>EBIT</b>	<b>60.4</b>	<b>2.9%</b>	<b>21.6</b>	<b>1.1%</b>	<b>180.3%</b>	<b>179.3%</b>
Net financial expense	(15.8)	0.8%	(19.1)	1.0%	-17.6%	-17.5%
Income (expenses) from investments	0.4	0.0%	0.6	0.0%	-35.8%	-35.8%
<b>Pre-tax Profit</b>	<b>45.0</b>	<b>2.2%</b>	<b>3.0</b>	<b>0.2%</b>	<b>1388.7%</b>	<b>1346.0%</b>
Income tax	(22.2)	1.1%	(13.8)	0.7%	60.2%	60.3%
<b>Profit attributable to:</b>	<b>22.9</b>	<b>1.1%</b>	<b>(10.8)</b>	<b>0.5%</b>	<b>n.s.</b>	<b>n.s.</b>
- owners of the parent	16.8	0.8%	(15.6)	0.8%	n.s.	n.s.
- non-controlling interests	6.0	0.3%	4.8	0.2%	25.1%	25.2%

<sup>2</sup>Revenue" and "Raw materials, supplies and goods" differ from the amounts shown in the consolidated income statement primarily because they do not include revenue from the sale of fuel and the related cost, the net value of which is classified as "Other operating income" in accordance with Group protocol for the operational analysis of figures. This revenue came to €199.8m in first half 2016 (€233.7m in first half 2015) and the cost to €189.3m in first half 2016 (€223.8m in first half 2015).

## Revenue

In the first half of 2016 the Group's consolidated revenue amounted to €2,056.6m, a 4.6% increase against the €1,966.6m realized in the same period of the previous year. At constant exchange rates the Group's revenue rose 5.4% against the comparative period.

The increase of 4.6% (€90m) realized in the first half reflects like-for-like growth of 2.4%, a net positive balance of new openings and closures of 3% and a decline of 0.6% linked to the sale of the US Retail segment<sup>3</sup> and the French railway station business. The translation into Euro of sales in other currencies (primarily the US dollar) had a negative impact of 0.8%, while the different calendar (leap year and reporting<sup>4</sup>) had a positive impact of 0.6%.

(€m)	First Half 2016	First Half 2015	Change	
			2015	at constant exchange rates
Airports	1,133.0	1,055.5	7.3%	8.4%
Motorways	749.6	745.2	0.6%	1.1%
Railway Stations	96.4	85.7	12.6%	13.4%
Other	77.6	80.2	-3.2%	-2.8%
<b>Total Revenue</b>	<b>2,056.6</b>	<b>1,966.6</b>	<b>4.6%</b>	<b>5.4%</b>

In the **airport channel**, sales grew by 7.3% (+8.4% at constant exchange rates), supported by the increase in revenue of the North American airports and the strong growth of the businesses operated by HMSHost International which also benefitted from the new openings made in 2015 and 2016.

Sales for the **motorway channel** increased 0.6% (+1.1% at constant exchange rates), with higher growth in North America than in Europe.

Revenue for the **railway station** channel rose 12.6% (+13.4% at constant exchange rates), thanks mainly to the new openings at Dutch railway stations.

Sales for **other channels** fell 3.2% (-2.8% at constant exchange rates) due to several closures in US shopping centers.

## EBITDA

The Group realized an EBITDA of €155.0m in first half 2016, an increase of 25% (+25.8% at constant exchange rates) against the €124.1m recorded in first half 2015. The EBITDA for 2016 includes the capital gain of €14.9m generated by the sale of the French railway station business and €1.5m in reorganization expenses (versus €7.5m in reorganization expenses in first half 2015).

Net of the above mentioned capital gain, in first half 2016 EBITDA would have amounted to €140.1m, an increase of 13.0% (13.8% at constant exchange rates) against the comparative

<sup>3</sup>The sale of the last four US Retail contracts to the World Duty Free group was finalized on 28 February 2015. This business generated revenue of \$ 7.4m in first quarter 2015.

<sup>4</sup>Beginning in January 2015 the operations in the United Kingdom, Ireland and Sweden/Denmark, previously part of "Other European countries" were subject to an intra-group transfer and are now part of the International area. As a result of this transfer, made to align the corporate structure with the organizing governance of these countries (which are managed by International), the reporting periods of these companies were adjusted and are now the same as HMSHost.

period, with the EBITDA margin rising from the 6.3% reported in first half 2015 to 6.8%. This result is attributable to a drop in the cost of goods sold and the increase in revenue which made it possible to exploit the business's operating leverage.

### **Depreciation, amortization and impairment losses**

These came to €94.6m in first half 2016, a decrease with respect to the €102.5m realized in the comparative period (-7.7%; -6.9% at constant exchange rates). The decrease reflects changes in the Group's concession portfolio. Many contracts, especially in Italy, reached their natural date of expiration at the end of 2015 and the relative investments were, therefore, fully amortized. While still generating revenue, the extensions granted pending the outcome of the renewal process will not result in additional amortization. Lastly, impairment losses amounted to €1.2m in first half 2016 (€2.3m in first half 2015).

### **Net financial expense**

Net financial expense came to €15.8m in first half 2016, down with respect to the €19.1m realized in first half 2015 (-17.6%, -17.5% at constant exchange rates), due to a drop in both the level and cost of debt which fell from the 4.3% recorded in first half 2015 to 3.8% in first half 2016. The figure recorded in first half 2015 included €1.3m in residual fees related to the revolving credit facilities (€700m) granted to Autogrill S.p.A., the cost of which was amortized over the duration of the contract, which was to have expired in July 2016, but was extinguished in advance in March 2015.

### **Income tax**

Tax amounted to €22.2m versus €13.8m in first half 2015, a slight increase linked to the increase in pre-tax profit<sup>5</sup>.

### **Net profit**

First half 2016 closed with a net profit attributable to the owners of the parent of €16.8m, an increase respect to the loss of €15.6m realized in the same period of the prior year. The result realized in the period reflects improved operating margins across all businesses and the capital gain of €14.9m generated by the sale of the French railway station business. Non-controlling interests<sup>6</sup> in profit came to €6m (€4.8m in the same period 2015).

<sup>5</sup> "Income tax" includes the tax charged on operating profit in Italy and France (IRAP and CVAE) which amounted to €0.3m and €0.8m, respectively (€0.2m and €0.9m in first half 2015).

<sup>6</sup> Non-controlling interests refer mainly to investments in US subsidiaries held by accredited Disadvantaged Business Enterprises (DBE), whose participation in the operation of concessions is regulated by local law.

## 1.2.2 Financial position

### Reclassified consolidated statement of financial position <sup>7</sup>

(€m)	30/06/2016	31/12/2015	Change	
			2015	at constant exchange rate
Intangible assets	894.9	921.3	(26.4)	(17.6)
Property, plant and equipment	859.4	876.0	(16.6)	(9.9)
Financial assets	17.2	17.3	(0.1)	(0.3)
<b>A) Non-current assets</b>	<b>1,771.5</b>	<b>1,814.6</b>	<b>(43.1)</b>	<b>(27.8)</b>
Inventories	111.7	136.4	(24.7)	(24.4)
Trade receivables	51.2	48.3	2.9	2.9
Other receivables	135.4	148.8	(13.5)	(14.1)
Trade payables	(348.8)	(389.9)	41.1	40.4
Other payables	(340.5)	(361.1)	20.6	17.6
<b>B) Working capital</b>	<b>(390.9)</b>	<b>(417.4)</b>	<b>26.5</b>	<b>22.4</b>
<b>Invested capital (A+B)</b>	<b>1,380.6</b>	<b>1,397.2</b>	<b>(16.6)</b>	<b>(5.4)</b>
<b>C) Other non-current non-financial assets and liabilities</b>	<b>(155.7)</b>	<b>(152.7)</b>	<b>(3.0)</b>	<b>(4.4)</b>
<b>D) Net invested capital (A+B+C)</b>	<b>1,224.8</b>	<b>1,244.4</b>	<b>(19.6)</b>	<b>(9.8)</b>
Equity attributable to owners of the parent	544.2	559.6	(15.4)	(12.9)
Equity attributable to non-controlling interests	40.9	40.4	0.5	0.7
<b>E) Equity</b>	<b>585.1</b>	<b>600.0</b>	<b>(14.9)</b>	<b>(12.2)</b>
Non-current financial liabilities	552.8	743.4	(190.6)	(181.7)
Non-current financial assets	(10.4)	(4.7)	(5.7)	(5.7)
<b>F) Non-current financial indebtedness</b>	<b>542.4</b>	<b>738.6</b>	<b>(196.3)</b>	<b>(187.4)</b>
Current financial liabilities	260.7	97.3	163.4	163.9
Cash and cash equivalents and current financial assets	(163.3)	(191.5)	28.1	25.8
<b>G) Current net financial indebtedness</b>	<b>97.4</b>	<b>(94.2)</b>	<b>191.5</b>	<b>189.8</b>
<b>Net financial position (F+G)</b>	<b>639.7</b>	<b>644.4</b>	<b>(4.7)</b>	<b>2.4</b>
<b>H) Total (E+F+G), as in D)</b>	<b>1,224.8</b>	<b>1,244.4</b>	<b>(19.6)</b>	<b>(9.8)</b>

The main differences at 30 June 2016 with respect to 31 December 2015 relate primarily to changes in working capital explained by business seasonality and the reclassification as short-term of both the portion of HMSHost Corp.'s debt falling due in May 2017 and a portion of a loan granted to Autogrill S.p.A.

<sup>7</sup> The figures in the reclassified consolidated statement of financial position are directly derived from the consolidated financial statements and notes, with the exception of "other receivables" and "other non-current non-financial assets and liabilities," which include deferred tax assets and liabilities (these are shown indistinctly under non-current assets in the consolidated statement of financial position).

## Cash flow

(€m)	1st Half 2016	1st Half 2015
EBITDA net of France Railway Stations disposal	140.2	124.1
Change in net working capital	(25.6)	(9.3)
Other non cash items	(0.1)	(0.7)
<b>Cash flows from operating activities</b>	<b>114.5</b>	<b>114.0</b>
Tax paid	(0.2)	(1.9)
Net interest paid	(13.1)	(20.2)
<b>Net cash flows from operating activities</b>	<b>101.1</b>	<b>92.0</b>
Net CAPEX paid	(97.1)	(109.8)
Disposal of France Railway Stations business	27.5	-
Disposal of US Retail business	-	23.4
<b>Free operating cash flows pre dividend</b>	<b>31.6</b>	<b>5.5</b>
Dividend payment	(30.5)	-
<b>Free operating cash flows</b>	<b>1.1</b>	<b>5.5</b>

Net cash flow amounted to €31.6m versus €5.5m in first half 2015.

Net cash flow from operations improved against first half 2015 thanks to stable cash flow from operations and a drop in net interest paid. The increased absorption of net working capital in the period is tied to a change in the frequency of lease payments relative to a few concessions in Europe and different scheduling of payments to some suppliers in the United States. The significant decline in net interest payable recorded in the period is linked to the lower level of debt and, the non-recurring expenses incurred in first half 2015 due to the refinancing of Autogrill S.p.A.'s debt and the expiration of interest rate swaps hedging the Group's debt denominated in Euro.

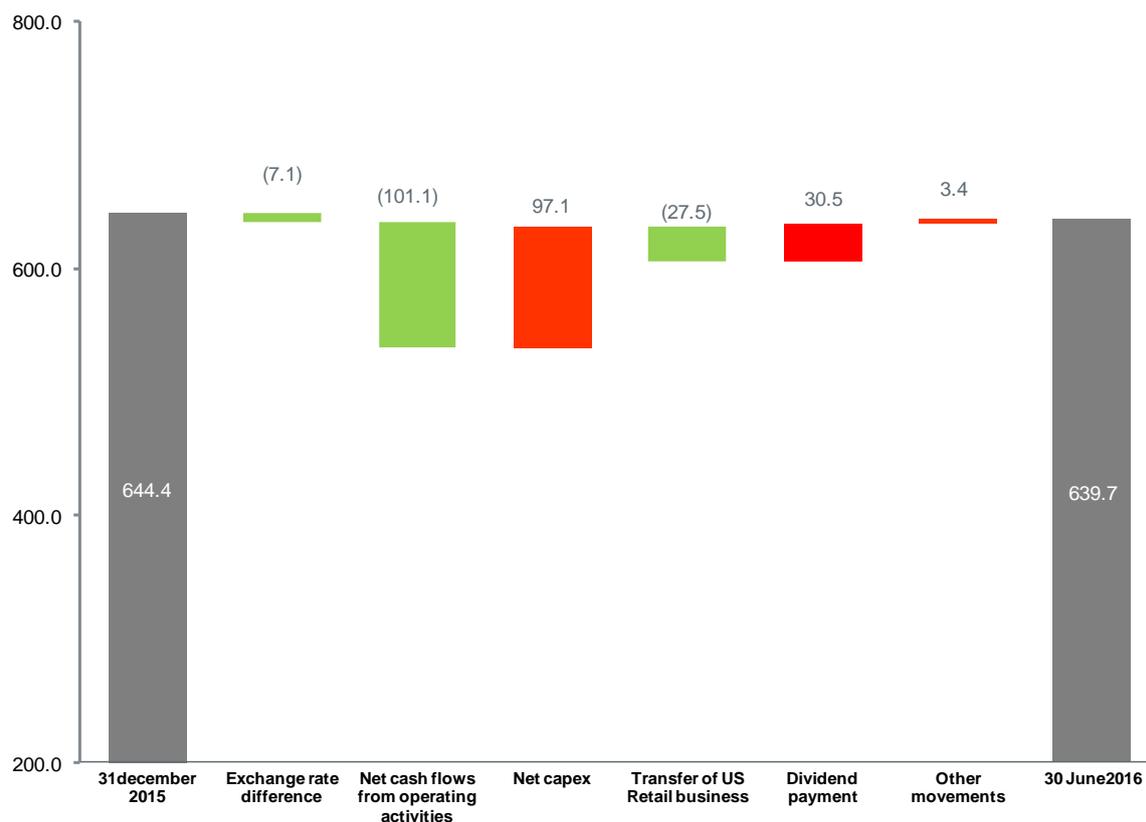
First half 2016 includes the proceeds from the sale of the French railway station business (€27.5m). First half 2015 benefitted, for \$25.5m (€23.4m), from the sale in February 2015 to World Duty Free Group of the remaining four contracts relating to the travel retail businesses managed in the United States

In June the Group paid €30.5m in dividends to shareholders (no dividends were paid in the prior year), which lowered the net cash flow generated in first half 2016 to €1.1m.

## Net financial position

The net financial position was €639.7m at 30 June 2016, a decrease of €4.7m against the €644.4m realized at 31 December 2015.

### Change in the net financial position (€m)



At 30 June 2016, 62% of net financial position was denominated in US dollars (down with respect to the 70% reported at 31 December 2015) and the rest in Euro, while 54% was fixed-rate, including by way of interest rate swaps (versus 55% at 31 December 2015).

The fair value of interest rate hedging derivatives at 30 June 2016 was € 6.2m, compared with €1.7m at 31 December 2015.

Debt consists mainly of “committed” non-current credit lines from banks and of long-term bonds. Loans had an average remaining life of around four years at 30 June 2016 versus four years and six months at 31 December 2015.

## Business segments

To better understand operating performances changes are indicated at constant exchange rates.

### Revenue by geographical area

(€m)	First Half 2016	First Half 2015	Change	
			2015	at constant exchange rates
North America	1,026.3	985.6	4.1%	5.0%
International	195.7	146.7	33.3%	37.6%
Italy	488.4	489.4	-0.2%	-0.2%
Other European countries	346.2	344.9	0.4%	1.2%
Total Europe	834.6	834.3	0.0%	0.4%
<b>Total Revenue</b>	<b>2,056.6</b>	<b>1,966.6</b>	<b>4.6%</b>	<b>5.4%</b>

### EBITDA by geographical area

(€m)	First Half 2016	% of revenue	First Half 2015	% of revenue	Change	
					2015	at constant exchange rates
North America	108.2	10.5%	102.9	10.4%	5.2%	5.6%
International	18.4	9.4%	14.1	9.6%	30.0%	31.8%
Italy	18.5	3.8%	14.0	2.9%	31.8%	31.8%
Other European Countries	26.5	7.6%	9.3	2.7%	184.4%	190.2%
Europe Structure	(4.6)	-	(4.6)	-	1.4%	1.4%
Total Europe	40.4	4.8%	18.7	2.2%	116.0%	118.2%
Corporate costs	(11.9)	-	(11.7)	-	-2.2%	-2.2%
<b>Total EBITDA</b>	<b>155.0</b>	<b>7.5%</b>	<b>124.1</b>	<b>6.3%</b>	<b>25.0%</b>	<b>25.8%</b>

## **HMSHost – North America**

The sale to World Duty Free Group of the remaining four contracts relating to the travel retail business was finalized on 28 February 2015. This business generated revenue of \$ 7.4m in the first half of 2015.

In the first six months of the year HMSHost generated **revenue** of \$1,145.3m in North America, an increase of 5.0% at constant exchange rates against the \$1,099.7m realized in the first half of 2015<sup>8</sup> (+4.1% at current exchange rates).

The increase of 4.1% (+\$45.6m) realized in the first half reflects like-for-like growth of 3.1% and the net positive balance of new openings and closures of 2.6%. The sale of the US Retail business and the translation in USD of sales made in Canada had a negative impact of 0.7% and 0.9%, respectively.

Revenue is broken down below by channel:

(\$m)	First Half 2016	First Half 2015	Change	
			2015	at constant exchange rates
Airports	946.2	895.2	5.7%	6.4%
Motorways	185.6	181.3	2.3%	4.0%
Other	13.5	15.8	-14.6%	-14.6%
<b>Total (excl. Transferred US Retail business)</b>	<b>1,145.3</b>	<b>1,092.3</b>	<b>4.9%</b>	<b>5.7%</b>
Transferred US Retail business	-	7.4	-100.0%	-100.0%
<b>Total</b>	<b>1,145.3</b>	<b>1,099.7</b>	<b>4.1%</b>	<b>5.0%</b>
<b>EBITDA</b>	<b>120.8</b>	<b>114.8</b>	<b>5.2%</b>	<b>5.6%</b>
% on revenue	10.5%	10.4%		

Sales in the **Airport channel**, net of the US Retail business, rose by 6.4% (+5.7% at current exchange rates): in both the United States and Canada good growth in the average purchase per customer was supported by the expansion of operations in a few airports (i.e. Houston and Toronto).

Revenue from US **motorways** increased by 4% (+2.3% at current exchange rates) thanks to an increase in the average purchase per customer and a few new openings. The performance was inconsistent in the period, above all in the United States, where the spring months were penalized by adverse weather conditions in the regions where the Group is present.

Sales for the **other channels** were down by 14.6% against the same period of the prior year, because of the Group's choice not to renew several contracts in shopping centers which had reached their natural expiration date.

**EBITDA** in North America came to \$120.8m, an increase of 5.6% compared with the \$114.8m reported in first half 2015 (+5.2% at constant exchange rates), and rose to 10.5% of revenue from the 10.4% recorded in first half 2015. The net effect of a reduced cost of goods sold and an increase in the cost of labor resulted in a slight increase in EBITDA with respect to first half 2015. The improvement in the cost of goods sold reflects both a decrease in the cost of raw materials and the initiatives undertaken by the Group to improve efficiency in past years. The increase in the cost of labor, which impacted the entire food and beverage sector, resulted in higher

<sup>8</sup> The area sales include the revenue generated by different Canadian airports, including Toronto, Montreal and Vancouver, and the Ontario motorways. The change at constant exchange rates (1H 2016: \$/CAD 1.3308; 1H 2015: \$/CAD 1.2348) reflects the impact of the strengthening of the US dollar against the Canadian dollar (-\$8.9m).

average hourly and indirect costs, the effects of which were mitigated by activities that made it possible to increase sales per employee.

The result includes \$0.6m in reorganization expenses (\$4.3m in first half 2015).

### **HMSHost – International**<sup>9</sup>

In first half 2016 the International area recorded revenue of €195.7m, an increase of 37.6% (+33.3% at current exchange rates), with respect to the €146.7m realized in the prior year.

The increase of 33.3% (+€49m) realized in the first half reflects like-for-like growth of 10.8% and the net positive balance of new openings and closures of 21%; the different calendar (leap year and reporting<sup>10</sup>) had a positive impact of 5.8% while the translation in Euro of sales made in other currencies had a negative impact of 4.3%.

(€m)	First Half 2016	First Half 2015	Change	
			2015	at constant exchange rates
Airports	118.8	94.0	26.3%	19.9%
Railway Station	22.0	5.7	283.2%	307.5%
Northern Europe	140.7	99.8	41.1%	42.6%
Rest of the world	54.9	47.0	16.9%	26.2%
<b>Total Revenue</b>	<b>195.7</b>	<b>146.7</b>	<b>33.3%</b>	<b>37.6%</b>
<b>EBITDA</b>	<b>18.4</b>	<b>14.1</b>	<b>30.0%</b>	<b>31.8%</b>
<i>% on revenue</i>	<i>9.4%</i>	<i>9.6%</i>		

In **Northern Europe**, revenue rose 42.6% (+41.1% at current exchange rates) due to the excellent performance of Amsterdam-Schiphol airport, driven by the increase in passenger traffic, the expansion of business in the United Kingdom and in Finland (Helsinki), as well as the entry into the railway station channel in the Netherlands.

In the **Rest of the world** revenue increased 26.2% (+16.9% at current exchange rates) as a result of the strong growth realized in Vietnam and in the Bangalore and Hyderabad airports in India, as well as the start-up of business in China (Beijing airport).

**EBITDA** for this area came to €18,4m, an improvement of 31.8% (+30% at current exchange rates) against the €14.1m recorded in first half 2015) thanks to the excellent performances of Amsterdam-Schiphol airport, as well as the operations in India and Vietnam. As a percentage of revenue EBITDA went from the 9.6% realized in the prior year to 9.4%; the positive impact of the locations opened in 2015 helped offsetting a large part of the effect of the most recent openings.

<sup>9</sup>This area covers international locations in Northern Europe (Schiphol Airport in Amsterdam, railways stations in the Netherlands, the United Kingdom, Ireland, Sweden/Denmark, Finland and Norway) and in the Rest of the world (United Arab Emirates, Turkey, Russia, India, Indonesia, Malaysia, Vietnam, Australia, New Zealand and China).

<sup>10</sup>Beginning in January 2015 the operations in the United Kingdom, Ireland and Sweden/Denmark, previously part of "Other European countries" were subject to an intra-group transfer and are now part of the International area. As a result of this transfer, made to align the corporate structure with the organizing governance of these countries (which are managed by International), the reporting periods of these companies were adjusted and are now the same as HMSHost.

## Italy

Revenue in Italy came to €488.4m in first half 2016, a slight drop against the €489.4m reported in first half 2015.

The decrease of 0.2% (€1m) realized in the period is explained by like-for-like growth of 0.1%, the negative balance of new openings and closures of 0.8% and the difference in the calendar (leap year) which had a positive effect of 0.5%.

Sales by channel are shown below:

	First Half 2016	First Half 2015	Change
(€m)			
Motorways	379.3	380.2	-0.2%
Airports	34.1	35.6	-4.2%
Railway Stations	18.2	17.7	2.5%
Other	56.8	55.8	1.7%
<b>Total Revenue</b>	<b>488.4</b>	<b>489.4</b>	<b>-0.2%</b>
<b>EBITDA</b>	<b>18.5</b>	<b>14.0</b>	<b>31.8%</b>
<i>% on revenue</i>	<i>3.8%</i>	<i>2.9%</i>	

**Motorway** revenue in Italy amounted to €379.3m, down 0.2% with respect to the €380.2m realized in first half 2015 due to a few closures. The sales performance recorded in the half reflects a first part of the year that benefitted from the leap year and an early Easter (the Group estimates a total impact of some €6m), while the adverse weather conditions that affected a few important holidays in the second part of the half penalized food & beverage sales, primarily beverage. On a like-for-like basis sales were in line with the same period of the prior year. More in detail, food & beverage sales were stable while market sales rose 0.9%. Revenue for complementary goods (tobacco products and lottery tickets) fell by 0.7%.

Sales at **airports**, totalling € 34.1m, were down against the comparative period (€ 35.6m): this result reflects the closures at the airport serving Bologna.

Sales for the **railway station** channel reached €18.2m, an increase of 2.5% against first half 2015 thanks to the good performance of Bistrot at Milano Centrale.

Sales in **other channels** which includes high street locations, shopping centers and trade fairs rose 1.7% against first half 2015.

**EBITDA** in Italy came to €18.5m, up against the €14m recorded in the first half of the prior year, thanks to the positive impact of the actions undertaken in prior years to recover profitability, as well as the increase in productivity. EBITDA rose as a percentage of revenue from 2.9% to 3.8%.

EBITDA for first half 2016 includes reorganization costs of €0.6m, versus €2.9m in 2015.

## Other European countries

*In early June 2016 the Group sold its foodservice business in French railway stations, generating a capital gain of €14.9m, recognized in the financial statements shown below. Please note that this business*

contributed to the Group's results for 5 months in first half 2016 versus 6 months in first half 2015 (please refer to paragraph 2.2.2 Disposals)

Other European countries generated revenue of €346.2m, an increase of 1.2% (+0.4% at current exchange rates) against the €344.9m realized in first half 2015.

The increase of 0.4% (+€1.3m) recorded in the first half is attributable to the stable like-for-like performance, the positive net impact of new openings and closures of 2.3%, while the sale of the French railroad station business had a negative impact of 1.6%. The calendar difference (leap year) had a positive effect of 0.5% while the translation in Euro of sales made in other currencies (mainly the Swiss franc) had a negative impact of 0.8%.

The overall sound performance of the businesses, particularly along motorways, and the opening of new locations in the Geneva airport made it possible to offset the change in the perimeter linked to the exit from French railroad stations in early June and the consequences of the terrorist attacks in Belgium.

Revenue by channel is shown below:

(€m)	First Half 2016	First Half 2015	Change	
			2015	at constant exchange rates
Motorways	195.7	194.4	0.6%	1.3%
Airports	77.2	69.9	10.4%	11.6%
Railway Stations	56.3	62.2	-9.5%	-9.1%
Other (*)	17.0	18.3	-7.2%	-5.5%
<b>Total Revenue</b>	<b>346.2</b>	<b>344.9</b>	<b>0.4%</b>	<b>1.2%</b>
(*) Town and shopping malls				
<b>EBITDA</b>	<b>26.5</b>	<b>9.3</b>	<b>184.4%</b>	<b>190.2%</b>
% on revenue	7.6%	2.7%		

Revenue for the **motorway** channel rose 1.3% (+0.6% at current exchange rates) from €194.4m in first half 2015 to € 195.7m, thanks to good performances in France, Germany and Spain which offset the impact of a few closures in Belgium.

**Airport** channel revenue, which rose 11.6% (+10.4% at current exchange rates), benefited from the opening of new locations in the Geneva airport which made it possible to amply offset the decrease recorded in Belgium as a result of the temporary closure of locations following the March 22<sup>nd</sup> terrorist attacks.

The decrease in revenue for the **railway station** channel (-9.5%; -9.1% at current exchange rates) reflects the change in the perimeter as a result of the sale of the French railway station business at the beginning of June 2016. Like-for-like revenue dropped 0.2% (-0.6% at current exchange rates).

**EBITDA** for Other European countries amounted to €26.5m in first half 2016, an increase compared to the €9.3m recorded in first half 2015: the variation of €17.2m includes the capital gain of €14.9m generated by the sale of the French railroad station business.

Net of this capital gain, EBITDA amounted to €11.6m in first half 2016, an increase of 27.4% (+24.9% at current exchange rates) attributable to the lower cost of goods sold and the improved productivity. Net of the capital gain, EBITDA came to 3.4% of sales versus 2.7% in first half 2015.

Reorganization expenses amounted to €0.4m in first half 2016 versus €0.7m in the same period 2015.

European support and corporate costs

European support costs amounted to €4.6m, in line with first half 2015.

Corporate costs amounted to €11.9m, basically in line with the €11.7m realized in the same period of the previous year .

## Capital expenditure

Capital expenditure by operating segment in first half 2016 is detailed below:

(€m)	First Half 2016	First Half 2015	Change	
			2015	at constant exchange rates
North America	41.9	38.5	9.0%	10.3%
International	8.7	13.7	-36.5%	-32.9%
Italy	19.2	18.5	3.5%	3.5%
Other European Countries	15.3	8.4	82.2%	83.0%
Europe Structure	0.4	0.7	-40.2%	-40.2%
Total Europe	34.8	27.6	26.4%	26.5%
<b>Total</b>	<b>85.5</b>	<b>79.8</b>	<b>7.2%</b>	<b>8.9%</b>

Net capital expenditure amounted to €85.5m versus € 79.8m in first half 2015. The biggest expenditures were made in North America (the airports of Los Angeles, Montreal, Tampa, Calgary and Houston), in the Amsterdam-Schiphol and Geneva airports, as well as in the rest areas Fiorenzuola d'Arda (opening of Bistrot) and Secchia (opening of Eataly) in Italy and Blois-Villerbon in France.

### 1.3 Related party transactions

Transactions with the Group's related parties, including intra-group transactions, do not qualify as atypical or unusual and fall within the Group's normal sphere of operations. They are conducted on an arm's length basis. Information on related party transactions during the first six months of the year is provided in Section 2.2.11 of the condensed consolidated interim financial statements to which reference should be made.

### 1.4 Subsequent events

Since 30 June 2016, no events have occurred that if known in advance would have entailed an adjustment to the figures reported or required additional disclosures.

### 1.5 Outlook

Sales in the first 28 weeks<sup>11</sup> of the year<sup>12</sup> rose 4.6% (+3.8% at current exchange rates) against the comparative period 2015.

The guidance announced last May for 2016 did not include the impact of the sale of the French railroad station business in June and the acquisition of the CMS business announced at the end of the half.

The sale of the French railway station business will cause revenue to drop by around €35m and EBITDA to increase by €11m, namely the amount of the capital gain generated by the sale of €14.9m less the forecasted margins of the businesses sold, estimated at around €4m; there was no material impact on capex as a percentage of the Group's sales.

It is not yet possible to quantify the impact on 2016 of the consolidation of CMS's business, since completion of the acquisition is still in progress.

Given the effects described above, the objectives for the year, at a €/€ exchange rate of 1.10, are therefore updated as follows: revenues in a range of €4,465-4,565m; the range forecast for EBITDA moves up to €411-426m; capital expenditure at around 5% of revenues for the year.

### 1.6 Main risks and uncertainties for the remaining six months of the year

The forecasts set by the Group are based on the most up-to-date information available. However, economic conditions around the world are highly unstable, making predictions less reliable than usual.

Barring, however, any significant unforeseen disruptions (see the 2015 Annual Report for a description of the main risks to which the Group is exposed), the principal uncertainties for the second half of the year concern the global market conditions, the geopolitical environment, traffic trends, travelers' attitude to consume and the price of a few raw materials which, directly or indirectly, have an impact on the sector.

<sup>11</sup> Average exchange rates: 2016: €/€ 1.1155 ; 2015: €/€ 1.1152.

<sup>12</sup> The figure is shown net of the Business to Business (franchisee and wholesale retail) activities. Revenue from the points of sale represent about 98% of the Group's total revenue.

## **2. Condensed interim consolidated financial statements**

## 2.1 Consolidated financial statements

### 2.1.1 Statement of financial position

Note	(€k)	30.06.2016	<i>Of which related parties</i>	31.12.2015	<i>Of which related parties</i>
<b>ASSETS</b>					
	<b>Current assets</b>	<b>461,663</b>		<b>525,048</b>	
I	Cash and cash equivalents	132,600		161,834	
II	Other financial assets	30,733		29,618	
III	Tax assets	3,310		11,234	
IV	Other receivables	132,048	13,884	137,615	15,739
V	Trade receivables	51,249	1,004	48,314	1,472
VI	Inventories	111,723		136,433	
	<b>Non current assets</b>	<b>1,838,605</b>		<b>1,876,539</b>	
VII	Property, plant and equipment	859,391		875,984	
VIII	Goodwill	843,126		864,469	
IX	Other intangible assets	51,807		56,877	
X	Investments	5,547		6,836	
XI	Other financial assets	22,022		15,169	
XII	Deferred tax assets	44,871		45,511	
XIII	Other receivables	11,841		11,693	
	<b>TOTAL ASSETS</b>	<b>2,300,268</b>		<b>2,401,587</b>	
<b>LIABILITIES AND EQUITY</b>					
	<b>LIABILITIES</b>	<b>1,715,173</b>		<b>1,801,615</b>	
	<b>Current liabilities</b>	<b>949,945</b>		<b>848,310</b>	
XIV	Trade payables	348,759	36,328	389,902	32,648
XV	Tax liabilities	21,367		6,320	
XVI	Other payables	301,457	1,065	335,555	1,970
XIX	Bank loans and borrowings	113,166		87,989	
XVII	Other financial liabilities	10,450		9,288	
XXI	Bonds	137,079		-	
XXIII	Provision for risks and charges	17,667		19,256	
	<b>Non-current liabilities</b>	<b>765,228</b>		<b>953,305</b>	
XVIII	Other payables	30,321		31,392	
XIX	Loans, net of current portion	225,780		276,291	
XX	Other financial liabilities	7,380		5,357	
XXI	Bonds	319,609		461,713	
XII	Deferred tax liabilities	41,706		41,456	
XXII	Defined benefit plans	102,030		100,195	
XXIII	Provision for risks and charges	38,402		36,901	
XXIV	<b>EQUITY</b>	<b>585,095</b>		<b>599,972</b>	
	- attributable to owners of the parent	544,153		559,572	
	- attributable to non-controlling interests	40,942		40,400	
	<b>TOTAL LIABILITIES AND EQUITY</b>	<b>2,300,268</b>		<b>2,401,587</b>	

## 2.1.2 Income statement

Note	(€k)	First Half 2016	<i>Of which related parties</i>	First Half 2015	<i>Of which related parties</i>
XXV	Revenue	2,256,447	24	2,200,285	23
XXVI	Other operating income	43,502	277	49,298	2,307
	<b>Total revenue and other operating income</b>	<b>2,299,949</b>		<b>2,249,583</b>	
XXVII	Raw materials, supplies and goods	834,182		855,316	
XXVIII	Personnel expense	701,163	2,417	673,766	2,457
XXIX	Leases, rentals, concessions and royalties	364,331	37,082	342,556	36,383
XXX	Other operating expense	260,093	1,824	253,878	1,961
XXXI	Depreciation and amortization	93,449		100,172	
XXXI	Impairment losses on property, plant and equipment and intangible assets	1,166		2,340	
XXXII	Gain on operating activity disposal	14,856		-	
	<b>Operating profit</b>	<b>60,421</b>		<b>21,555</b>	
XXXIII	Financial income	552	-	842	15
XXXIII	Financial expense	(16,321)	(478)	(19,977)	(632)
	Income (expense) from investments	388		605	
	<b>Pre-tax profit</b>	<b>45,040</b>		<b>3,025</b>	
XXXIV	Income tax	(22,175)		(13,839)	
XXXV	<b>Profit for the period</b>	<b>22,865</b>		<b>(10,814)</b>	
	Profit for the year attributable to:				
	- owners of the parent	16,832		(15,638)	
	- non-controlling interests	6,033		4,824	
XXXV	<b>Earnings per share (in € cents)</b>				
	- basic	6.6		(6.2)	
	- diluted	6.6		(6.2)	

## 2.1.3 Statement of other comprehensive income

Note (€k)	First Half 2016	First Half 2015
<b>Profit for the period</b>	<b>22,865</b>	<b>(10,814)</b>
<b>Items that will never be reclassified to profit or loss</b>		
XXIV Remeasurements of the defined benefit (liabilities)/asset	(3,753)	-
XXIV Tax on items that will never be reclassified to profit or loss	964	-
	<b>(2,789)</b>	<b>-</b>
<b>Items that may be subsequently reclassified to profit or loss</b>		
XXIV Effective portion of fair value change in cash flow hedges	-	2,649
XXIV Equity-accounted investee - share of other comprehensive income	285	(170)
XXIV Gain/(loss) on fair value of available-for-sale financial assets	-	629
XXIV Foreign currency translation differences for foreign operations	294	42,949
XXIV Gain/(loss) on net investment hedge	163	(7,720)
XXIV Tax on items that may be subsequently reclassified to profit or loss	(39)	1,222
	<b>703</b>	<b>39,559</b>
<b>Total other comprehensive income for the period</b>	<b>20,779</b>	<b>28,745</b>
- attributable to owners of the parent	15,065	23,045
- attributable to non-controlling interests	5,714	5,700

## 2.1.4 Statement of changes in equity

(note XXIV)

	Share capital	Legal reserve	Hedging reserve	Translation reserve	Other reserve and retained earnings	Treasury shares	Available-for-sale financial assets reserve	Profit/(loss) for the period	Equity attributable to owners of the parent	Equity attributable to non-controlling interests
<b>(€k)</b>										
<b>31.12.2015</b>	68,688	13,738	-	56,278	358,162	(1,447)	-	64,153	559,572	40,400
<b>Total other comprehensive income for the period</b>										
Profit for the period	-	-	-	-	-	-	-	16,832	16,832	6,033
Foreign currency translation differences for foreign operations	-	-	-	613	-	-	-	-	613	(319)
Gain/(loss) on net investment hedge, net of the tax effect	-	-	-	124	-	-	-	-	124	-
Equity-accounted investee - share of other comprehensive income	-	-	-	285	-	-	-	-	285	-
Remeasurements of the defined benefit (liabilities)/asset, net of the tax effect (XXI)	-	-	-	-	(2,789)	-	-	-	(2,789)	-
<b>Total other comprehensive income for the period</b>	-	-	-	1,022	(2,789)	-	-	16,832	15,065	5,714
<b>Transaction with owners of the parent, recognised directly in equity</b>										
<b>Contributions by and distributions to owners of the parent</b>										
Allocation of 2015 profit to reserves	-	-	-	-	64,153	-	-	(64,153)	-	-
Capital increase	-	-	-	-	-	-	-	-	-	6,780
Dividend distribution	-	-	-	-	(30,484)	-	-	-	(30,484)	(11,952)
<b>Total contributions by and distributions to owners of the parent</b>	-	-	-	-	33,669	-	-	(64,153)	(30,484)	(5,172)
<b>Total transactions with owners of the parent</b>	-	-	-	-	33,669	-	-	(64,153)	(30,484)	(5,172)
<b>30.06.2016</b>	68,688	13,738	-	57,300	389,042	(1,447)	-	16,832	544,153	40,942

	Share capital	Legal reserve	Hedging reserve	Translation reserve	Other reserve and retained earnings	Treasury shares	Available-for-sale financial assets reserve	Profit/(loss) for the period	Equity attributable to owners of the parent	Equity attributable to non-controlling interests
<b>(€k)</b>										
<b>31.12.2014</b>	<b>68,688</b>	<b>13,738</b>	<b>(1,921)</b>	<b>25,528</b>	<b>331,265</b>	<b>(3,450)</b>	<b>(421)</b>	<b>25,107</b>	<b>458,534</b>	<b>32,125</b>
<b>Total other comprehensive income for the period</b>										
Profit for the period	-	-	-	-	-	-	-	(15,638)	(15,638)	4,824
Effective portion of fair value change in cash flow hedges, net of tax effect	-	-	1,921	-	-	-	-	-	1,921	-
Foreign currency translation differences for foreign operations	-	-	-	42,073	-	-	-	-	42,073	876
Gain/(loss) on net investment hedge, net of the tax effect	-	-	-	(5,597)	-	-	-	-	(5,597)	-
Equity-accounted investee - share of other comprehensive income	-	-	-	(170)	-	-	-	-	(170)	-
Gain/(loss) on fair value of available-for-sale financial assets, net of the tax effect	-	-	-	-	-	-	-	-	-	-
<b>Total other comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>1,921</b>	<b>36,306</b>	<b>-</b>	<b>-</b>	<b>456</b>	<b>(15,638)</b>	<b>23,045</b>	<b>5,700</b>
<b>Transaction with owners of the parent, recognised directly in equity</b>										
<b>Contributions by and distributions to owners of the parent</b>										
Allocation of 2014 profit to reserves	-	-	-	-	25,107	-	-	(25,107)	-	-
Capital increase	-	-	-	-	-	-	-	-	-	6,700
Dividend distribution	-	-	-	-	-	-	-	-	-	(9,813)
Effect due to stock option exercise	-	-	-	-	101	2,004	-	-	2,105	-
Other movements (disposal of US Retail division net of tax effect)	-	-	-	-	2,412	-	-	-	2,412	-
<b>Total contributions by and distributions to owners of the parent</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>27,620</b>	<b>2,004</b>	<b>-</b>	<b>(25,107)</b>	<b>4,517</b>	<b>(3,113)</b>
<b>Changes in ownership interests in subsidiaries</b>										
Sale of non-controlling interests	-	-	-	-	27,620	2,004	-	(25,107)	4,517	(4,834)
<b>30.06.2015</b>	<b>68,688</b>	<b>13,738</b>	<b>(0)</b>	<b>61,834</b>	<b>358,885</b>	<b>(1,446)</b>	<b>35</b>	<b>(15,638)</b>	<b>486,096</b>	<b>32,992</b>

## 2.1.5 Statement of cash flows

(€k)	First Half 2016	First Half 2015
<b>Opening net cash and cash equivalents</b>	<b>108,845</b>	<b>142,814</b>
Pre-tax profit and net financial expense for the period	60,808	22,160
Amortisation, depreciation and impairment losses on non-current assets, net of reversals	94,616	102,512
Adjustment and (gains)/losses on disposal of financial assets	(388)	(605)
(Gain)/losses on disposal of non-current assets	(52)	(712)
Gain on operating activity disposal	(14,856)	-
Change in working capital	(28,849)	(8,810)
Net change in non-current non-financial assets and liabilities	3,215	(537)
<b>Cash flow from operating activities</b>	<b>114,494</b>	<b>114,008</b>
Taxes paid	(249)	(1,872)
Interest paid	(13,103)	(20,178)
<b>Net cash flow from operating activities</b>	<b>101,142</b>	<b>91,958</b>
Acquisition of property, plant and equipment and intangible assets paid	(99,053)	(113,038)
Proceeds from sale of non-current assets	1,972	3,221
Acquisition of consolidated equity investments	-	(435)
Disposal of french stations division	27,500	-
Disposal of US Retail division	-	23,358
Net change in non-current financial assets	543	518
<b>Net cash flow used in investing activities</b>	<b>(69,038)</b>	<b>(86,376)</b>
Issue of new non-current loans	-	319,416
Repayments of non-current loans	(22,896)	(335,786)
Repayments of current loans, net of new loans	(19,477)	(31,536)
Dividends paid	(30,484)	-
Exercise of stock options	-	2,105
Other cash flows <sup>(1)</sup>	(1,589)	(12,059)
<b>Net cash flow used in financing activities</b>	<b>(74,446)</b>	<b>(57,860)</b>
<b>Cash flow for the period</b>	<b>(42,342)</b>	<b>(52,278)</b>
Effect of exchange on net cash and cash equivalents	(1,069)	2,742
<b>Closing net cash and cash equivalents</b>	<b>65,434</b>	<b>93,277</b>

### Reconciliation of net cash and cash equivalents

(€k)		
<b>Opening - net cash and cash equivalents - balance as of 1st January 2016 and as of 1st January 2015</b>	<b>108,845</b>	<b>142,814</b>
Cash and cash equivalents	161,834	183,241
Current account overdrafts	(52,989)	(40,427)
<b>Closing - net cash and cash equivalents - balance as of 30 June 2016 and as of 30 June 2015</b>	<b>65,434</b>	<b>93,277</b>
Cash and cash equivalents	132,600	130,053
Current account overdrafts	(67,166)	(36,776)

(1) Includes dividend paid to minority shareholders in subsidiaries

## 2.2 Notes to the condensed interim consolidated financial statements

### *Group operations*

The Autogrill Group operates in the food & beverage industry at airports, motorway rest stops and railway stations, under contracts known as concessions.

### 2.2.1 Accounting policies and basis of consolidation

#### *General standards*

The condensed interim consolidated financial statements at 30 June 2016 have been prepared in accordance with Art. 154-ter of Legislative Decree 58 of 24 February 1998 (Italy's Consolidated Finance Act), as amended, and with IAS 34 "Interim financial reporting". They do not include all disclosures required by IFRS in the annual financial statements, and should therefore be read jointly with the consolidated financial statements as at and for the year ended 31 December 2015.

In the condensed interim consolidated financial statements, the accounting standards and consolidation methods are the same, except as indicated below, as those used in the 2015 annual consolidated financial statements, which should be consulted for further description and those used in the condensed interim consolidated financial statements at 30 June 2015.

The preparation of the condensed interim consolidated financial statements and the relative notes in application of IFRS require the Directors to 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 30 June, 2016. 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.

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.

Due to the terrorist attacks in Belgium on 22 March 2016 and the sale of the French railway station business it was deemed necessary to update the impairment test on the recoverability of the goodwill allocated to these Cash Generating Units "CGU" (Note VIII). Given the nature and the limited size of the business in the United Kingdom, the outcome of the "Brexit" vote is not expected to impact the recoverability of assets in the country.

The valuation of assets/liabilities connected to defined benefit plans is usually performed, at the end of each year unless specific indicators suggest the need to update estimates earlier; during the half ending 30 June 2016 the need to update the discount rate applied to defined benefit plan assets/liabilities in a few European countries materialized; the estimates were, therefore adjusted to reflect the applicable discount rates and adjustments to liabilities were recognized directly in equity (Note XXIV).

Finally, the estimate of tax expenses, in accordance with IAS 34, is calculated using the accurate calculation option for the liabilities at 30 June 2016.

It should be noted that on 9 June 2016 Autogrill S.p.A. (through its french subsidiary Holding de Partecipaciones Autogrill S.a.s.) entered into an agreement with Elixor Group for the sale of the whole investment in Autogrill Restauration Services S.a.s., that operates in Autogrill Group food &

beverage industry in some French railways stations. For this purpose, a portion of the goodwill has been allocated to the cash-generating unit (“CGU”) France, measured on the basis of the relative values of the disposed operation and the retained portion of the cash-generating unit, in accordance with IAS 36.86 (see section 2.2.2 “Disposals”).

In the condensed interim consolidated financial statements, income statement and statement of cash flow for the first half 2016 are compared with those for the first half of the previous year. Net financial position and statement of financial position at 30 June 2016 are compared with the figures at 31 December 2015.

The condensed interim consolidated financial statements are prepared on a going-concern basis using the Euro as the presentation currency. Unless otherwise specified, the figures in the financial statements and notes are in thousands of euros (€k).

With respect to the 2015 financial statements, for the sake of clarity, deferred income and payables for dividend to minority shareholders (€ 8,900k) have been reclassified from “Trade payable” to “Other current payable”.

Below are the accounting standards, amendments and interpretations issued by the IASB and endorsed by the European Union for mandatory adoption in financial statements for years beginning on 1 January 2016:

Amendments to IAS 19 Employee benefits: employee contributions

Annual improvements to IFRS (2010-2012 cycle)

Amendments to IAS 1: Disclosure initiative

Annual improvements to IFRS (2011-2014 cycle)

Amendments to IAS 16 and IAS 38: Clarification of acceptable methods of depreciation and amortization

Amendments to IFRS 11: Accounting for acquisitions of interests in joint operations.

The application of the new standards had no significant impact on these condensed interim consolidated financial statements.

In February 2016, European Union adopted the accounting standard for leases (IFRS 16).

Below are the exchange rates used to translate the financial statements of the main subsidiaries with a functional currency other than the euro:

	2016		2015		
	Rate on 30 June	Average rate for the period	Rate on 30 June	Average rate for the year	Rate on 31 December
US Dollar	1.1102	1.1159	1.1189	1.1158	1.0887
Canadian Dollar	1.4384	1.4844	1.3839	1.3774	1.5116
Swiss Franc	1.0867	1.0960	1.0413	1.0567	1.0835
British Sterling	0.8265	0.7788	0.7114	0.7323	0.7340

### *Basis of consolidation*

With respect to the 31 December 2015, consolidation perimeter has been changed for the sale of food & beverage industry in some French railways stations, as abovementioned.

HMSHost Corporation and its subsidiaries, following common practice in English-speaking countries, close their fiscal year on the Friday closest to 31 December and divide it into 13 four-week periods, which in turn are grouped into 12-week quarters with the exception of the last which is a 16-week quarter. As a result, the accounts included in the condensed interim consolidated financial statements at 30 June 2016 cover the period 2 January 2016 to 17 June 2016, while the

previous year's accounts covered the period 3 January 2015 to 19 June 2015. This practice has no significant impact on the statement of financial position at 30 June 2016 and on the profit/(loss) for the period.

## 2.2.2 Disposals

In order to focus on the motorway channel in France, on 9 June 2016 Autogrill S.p.A. (through its French subsidiary Holding de Participaciones Autogrill S.a.s.) entered into an agreement with Elior Group for the sale of the whole investment in Autogrill Restauration Services S.a.s., which operates Autogrill Group's food & beverage business in several French railway stations, for €27.5m. The sale generated a capital gain of €14.9m which was recognized directly in the Income statement under "Gain on operating activity disposal".

In the first five months of the 2016 the business sold generated revenue of € 26.4m versus €31.9m in the first six months of 2015. EBIT amounted to €1.1m in the first five months of 2016, versus €0.4m in the first six months of 2015.

The French railway station business does not represent a major line of business or geographic area for the Group as defined under IFRS 8; therefore the sale is outside the scope of IFRS 5 – Non-current assets held for sale and discontinued operations.

## 2.2.3 Notes to the statement of financial position

### Current assets

#### **I. Cash and cash equivalents**

(€k)	30.06.2016	31.12.2015	change
Bank and post office deposits	83,138	109,959	<b>(26,821)</b>
Cash and equivalents on hand	49,462	51,875	<b>(2,413)</b>
<b>Total</b>	<b>132,600</b>	<b>161,834</b>	<b>(29,234)</b>

"Bank and post office deposits" decreased with respect to 31 December 2015 due to a better and efficient management of bank account balances.

"Cash and equivalents on hand" include cash floats at stores and amounts in the process of being credited to bank accounts. The amount may vary substantially depending on the frequency of pick-ups for deposit, which are generally handled by specialized third-party carriers.

The statement of cash flows presents the various sources and uses of cash that contributed to the change in this item.

## II. Other financial assets

(€k)	30.06.2016	31.12.2015	change
Financial receivables from third parties	29,417	27,607	1,810
Fair value of interest rate hedging derivatives	1,288	1,495	(207)
Fair value of exchange rate hedging derivatives	28	516	(488)
<b>Total</b>	<b>30,733</b>	<b>29,618</b>	<b>1,115</b>

"Financial receivables from third parties" consists mostly of current receivables due from the non-controlling shareholders of some North American subsidiaries. The change is due to business expansion.

"Fair value of interest rate hedging derivatives" includes the current portion of the fair value measurement of derivatives outstanding as at 30 June 2016 and 31 December 2015, with a combined notional value of \$ 100m.

"Fair value of exchange rate hedging derivatives" refers to the fair value measurement of the derivatives entered into to hedge exchange rate risk as at 30 June 2016, in particular to the forward purchase and/or sale of currency, in connection with intercompany loans and dividends.

## III. Tax assets

These amount to € 3,310k (€11,234k at 31 December 2015) and refer to income tax advances and credits. The balance at 31 December 2015 was due to the excess advances paid in the United States in 2015 on the basis of US legislation in force at the time, with respect to what was actually owed as a result of new legislation approved in December 2015. The decrease of this item is mainly due to the reimbursement related to these advances.

## IV. Other receivables

(€k)	30.06.2016	31.12.2015	change
Suppliers	27,646	29,503	(1,857)
Lease and concession advance payments	18,111	16,498	1,613
Inland revenue and government agencies	19,929	18,648	1,281
Receivables from credit card companies	17,139	15,487	1,652
Advances to grantors for investments	3,005	9,609	(6,604)
Sub-concessionaires	2,921	2,289	632
Receivables from the parent for tax consolidation	12,725	14,472	(1,747)
Personnel	562	695	(133)
Other	30,010	30,414	(404)
<b>Total</b>	<b>132,048</b>	<b>137,615</b>	<b>(5,567)</b>

"Suppliers" refers to amounts receivable for promotional contributions and supplier bonuses awaiting settlement, as well as advances for services to be received.

"Lease and concession advance payments" consist of lease instalments paid in advance, as required by contract.

Receivables from "Inland revenue and government agencies" relate mostly to indirect taxes.

"Receivables from credit card companies" increased due to the seasonality of the business.

"Advances to grantors for investments" concern commercial investments carried out on behalf of concession grantors, as required by contract. Change reflects the collection during the first half.

Amounts due from "Sub-concessionaires" refer to businesses licensed to others and consist mainly of rent receivable.

"Receivables from the parent for tax consolidation" concern the amount due from Edizione S.r.l. to the Italian companies in the Group that participate in the domestic tax consolidation scheme. The decrease concerns the refund received in January 2016 (€1,484k) for the IRES refund due to the consolidating company Edizione S.r.l. on behalf of Autogrill S.p.A., for the reduction from taxable income of the portion of IRAP concerning personnel expenses paid from 2004-2007 (ex D.L. 185/2008);

"Other" consists mainly of prepayments for maintenance and insurance policies and advances on local taxes.

## V. Trade receivables

(€k)	30.06.2016	31.12.2015	change
Third parties	57,628	54,691	<b>2,937</b>
Allowance for impairment	(6,379)	(6,377)	<b>(2)</b>
<b>Total</b>	<b>51,249</b>	<b>48,314</b>	<b>2,935</b>

"Third parties" refers mainly to catering service agreements and accounts with affiliated companies.

## VI. Inventories

Inventories, totalling € 111,723k at 30 June 2016 (there was noted a decrease as compared to €136,433k of the previous year), are shown net of the write-down provision of € 1,057k (€1,317k at 31 December 2015), determined considering the updated estimated recoverability of slow-moving goods.

Inventories are concentrated mostly in Italy (where the Group uses centralized warehouses to handle logistics) and the United States, and consist chiefly of food raw materials, drinks, packaged products, and goods sold under government monopoly. At 31 December 2015 the higher amount was due to different seasonal patterns and purchasing dynamics at the end of the year.

### Non-current assets

## VII. Property, plant and equipment

The following tables show movements in "Property, plant and equipment" at 30 June 2016 and at 31 December 2015.

(€k)	30.06.2016			31.12.2015			change
	Gross carrying amount	Accumulated depreciation and impair. losses	Carrying amount	Gross carrying amount	Accumulated depreciation and impair. losses	Carrying amount	
Land and buildings	164,340	(89,717)	<b>74,623</b>	162,425	(87,764)	<b>74,661</b>	<b>(38)</b>
Leasehold improvements	1,118,905	(732,940)	<b>385,965</b>	1,107,934	(722,385)	<b>385,549</b>	<b>416</b>
Plant and machinery	191,648	(165,598)	<b>26,050</b>	203,158	(172,647)	<b>30,511</b>	<b>(4,461)</b>
Industrial and commercial equipment	853,088	(662,433)	<b>190,655</b>	847,096	(651,131)	<b>195,965</b>	<b>(5,310)</b>
Assets to be transferred free of charge	374,113	(306,450)	<b>67,663</b>	398,209	(323,322)	<b>74,887</b>	<b>(7,224)</b>
Other	51,511	(47,017)	<b>4,494</b>	51,011	(46,352)	<b>4,659</b>	<b>(165)</b>
Assets under construction and payments on account	109,941	-	<b>109,941</b>	109,752	-	<b>109,752</b>	<b>189</b>
<b>Total</b>	<b>2,863,546</b>	<b>(2,004,155)</b>	<b>859,391</b>	<b>2,879,585</b>	<b>(2,003,601)</b>	<b>875,984</b>	<b>(16,593)</b>

Investments in the first half 2016 amounted to € 84,125k, while the net carrying amount of disposals was € 358k. The disposals generated net gains of € 52k. The directors' report contains a more detailed analysis of capital expenditure.

In addition to depreciation of € 85,522k, impairment testing of individual locations resulted in net impairment losses of € 1,136k, including the reversal of losses charged in previous years (up to historical amortized cost as of the reversal date) where the reasons for impairment no longer exist. Consistently with the method followed in 2015, impairment testing was based on the estimated future cash flows for each location (without incorporating any assumed efficiency gains), discounted at the average cost of capital, which reflects the cost of money and the specific business risk associated with each country.

Leasehold improvements refer to expenses incurred to set up or adapt leased premises and concessions. This includes costs for the development of locations managed at airports, at shopping centers in North America, and at several motorway locations.

In accordance with the financial lease accounting, this item includes the contractual value of the following property, plant and equipment held under finance leases:

(€k)	30.06.2016			31.12.2015		
	Gross amount	Accumulated depreciation and impairment losses	Carrying amount	Gross amount	Accumulated depreciation and impairment losses	Carrying amount
Land and buildings	6,213	(4,332)	<b>1,881</b>	5,536	(3,623)	<b>1,913</b>
Assets to be transferred free of charge	5,108	(3,448)	<b>1,660</b>	5,108	(3,356)	<b>1,752</b>
Industrial and commercial equipment	711	(438)	<b>273</b>	688	(368)	<b>320</b>
<b>Total</b>	<b>12,032</b>	<b>(8,218)</b>	<b>3,814</b>	<b>11,332</b>	<b>(7,347)</b>	<b>3,985</b>

The financial payable for these goods amounts to € 5,368k and is included under "Other financial liabilities" (current) for € 460k (€639k at the end of 2015) and "Other financial liabilities" (non-current) for € 4,908k (€5,036k the previous year) (Notes XVII and XX). Future lease payments due after 30 June 2016 amounted to € 8,222k (€8,692k at the end of 2015).

## VIII. Goodwill

At 30 June 2016 goodwill amounted to € 843,126k, compared with € 864,469k the previous year. The cash-generating units (CGUs) were identified on the basis of business segment, following a geographical/operational logic, consistently with the minimum level at which goodwill is monitored for internal management purposes.

The carrying amounts of CGUs grouped by geographical area are presented below:

(€k)	30.06.2016	31.12.2015	change
HMSHost North America	456,130	463,487	<b>(7,357)</b>
HMSHost International	62,574	63,506	<b>(932)</b>
Italy	83,631	83,631	<b>0</b>
Switzerland	134,172	134,566	<b>(394)</b>
Belgium	47,136	47,136	<b>0</b>
France	52,616	65,276	<b>(12,660)</b>
Other	6,867	6,867	<b>0</b>
<b>Total</b>	<b>843,126</b>	<b>864,469</b>	<b>(21,343)</b>

The difference with respect to 2015 is explained by exchange differences (€ 8,683k) and the reduction in goodwill for France CGU (€12.660k), due to the sale of French railways station business (2.2.2 Disposals).

Subsequent to the terrorist attacks in Belgium on 22 March 2016 (Bruxelles) and the sale of the French railway station business it was deemed necessary to update the impairment test on the recoverability of the goodwill allocated to these CGUs; no goodwill impairment emerged. The details of the test will be provided year-end as required under the reference accounting standards.

The economic and financial patterns noted during the first half and the updated forecasts of future macroeconomic trends are consistent with the assumptions used to test the recoverability of goodwill upon preparation of the annual report at 31 December 2015. Therefore, no indicators of potential impairment were identified during the preparation of the consolidated half-year financial report and early impairment tests were not run with the exception of the above.

## IX. Other intangible assets

(€k)	30.06.2016			31.12.2015			change
	Gross carrying amount	Accumulated depreciation and impair. losses	Carrying amount	Gross carrying amount	Accumulated depreciation and impair. losses	Carrying amount	
Concessions, licenses, trademarks and similar rights	140,898	(106,056)	<b>34,842</b>	143,593	(105,089)	<b>38,504</b>	<b>(3,662)</b>
Other	77,785	(65,851)	<b>11,934</b>	75,636	(62,976)	<b>12,660</b>	<b>(726)</b>
Assets under development and payments on account	5,031	-	<b>5,031</b>	5,713	-	<b>5,713</b>	<b>(682)</b>
<b>Total</b>	<b>223,714</b>	<b>(171,907)</b>	<b>51,807</b>	<b>224,942</b>	<b>(168,065)</b>	<b>56,877</b>	<b>(5,070)</b>

Investments in the first-half of 2016 came to € 3,374k, mostly for business software, while amortization totalled € 7,927k. The directors' report contains a more detailed analysis of capital expenditure.

Impairment testing of individual locations, carried out in conjunction with the property, plant and equipment testing mentioned in Note VII, led to net impairment losses of € 30k.

All "Other intangible assets" have finite useful lives.

## X. Investments

This item is mainly comprised of associates and joint ventures, measured using the equity method. The increase for the year is therefore explained by the exchange effect and the Group's share of net profit.

Any surplus of an investment's carrying amount over pro rata equity represents future profitability inherent in the investment.

Finally, it is to be noted that using the equity method, a positive € 388k was recognized in the income statement under "Adjustments to the value of financial assets" and € 285k for exchange gains was recorded in the statement of other comprehensive income.

## XI. Other financial assets

(€k)	30.06.2016	31.12.2015	change
Interests-bearing sums with third parties	3,959	2,412	1,547
Guarantee deposits	7,657	8,016	(359)
Other financial receivables from third parties	5,459	4,522	937
Fair value of interest rate hedging derivatives	4,947	219	4,728
<b>Total</b>	<b>22,022</b>	<b>15,169</b>	<b>6,853</b>

"Other financial receivables from third parties" consist primarily of amounts due from the non-controlling shareholders of some North American subsidiaries for capital advances, taking account of their ability to pay the sums back with future earnings.

"Fair value of interest rate hedging derivatives" includes the non-current portion of the fair value measurement of derivatives outstanding as at 30 June 2016 and 31 December 2015, with a combined notional value of \$ 100m. Movements reflect the variable interests rates volatility.

## XII. Deferred tax assets and liabilities

Deferred tax assets, shown net of offsettable deferred tax liabilities, amounted to € 44,871k (€ 45,511k at 31 December 2015). At 30 June 2016, "Deferred tax liabilities" not offsettable against deferred tax assets amounted to € 41,706k (€ 41,456k at 31 December 2015).

Deferred tax assets, shown net of offsettable deferred tax liabilities, refer mainly to the different amortization and depreciation periods and to the recognition of fiscal losses carried forward. In the period deferred tax assets due to defined benefit plan changed for €964k (Note XXIV).

Deferred tax liabilities, not offsettable with the deferred tax assets, refer mainly to the different amortization and depreciation periods.

## XIII. Other receivables

Most of the other non-current receivables of € 11,841k (€11,693k at 31 December 2015) consist of rent paid in advance.

### Current liabilities

## XIV. Trade payables

Trade payables at 30 June 2016 amount to € 348,759k. The decrease with respect to a value of €389,902k at 31 December 2015 is primarily due to the dynamics of supplier payments and to seasonal supply strategy.

## XV. Tax liabilities

At 30 June 2016, tax liabilities amounted to € 21,367k, these increased by € 15,047k compared to 31 December 2015 and refer to taxes accrued during the year net of offsettable credits. The income tax balance of the Italian companies participating in the domestic tax consolidation scheme of the ultimate parent, Edizione S.r.l., is recognized under "Other receivables" in current assets. The increase is due to the timing of tax liabilities accruals and advance payments not regularly associated.

## XVI. Other payables

(€k)	30.06.2016	31.12.2015	change
Personnel expense	123,531	134,819	<b>(11,288)</b>
Due to suppliers for additions of capital expenditure	64,823	78,517	<b>(13,694)</b>
Social security and defined contribution plans	39,637	45,780	<b>(6,143)</b>
Indirect taxes	22,363	25,429	<b>(3,066)</b>
Withholding taxes	9,095	14,294	<b>(5,199)</b>
Other	42,008	36,716	<b>5,292</b>
<b>Total</b>	<b>301,457</b>	<b>335,555</b>	<b>(34,098)</b>

Most of the change in "Personnel expense" is due to the payment of the incentives related to 2015.

The changes in "Due to suppliers for additions of capital expenditure" reflects the seasonality of the additions, typically for the Group, in the last quarter of the year.

The change in "Withholding taxes" reflects the payment, in the first half year 2016, of the withholding on the dividends declared by the subsidiary HMSHost Corporation (\$ 5m) in the previous year.

The heading "Other" includes amounts due to Directors and statutory auditors, as well as deferred promotional contribution from suppliers and accrued liabilities for insurance, utilities and maintenance pertaining to the first half.

## XVII. Other financial liabilities

(€k)	30.06.2016	31.12.2015	change
Accrued expense and deferred income for interest on loans	8,044	7,918	<b>126</b>
Lease payments due to others (note VII)	460	639	<b>(179)</b>
Fair value of exchange rate hedging derivatives	1,924	340	<b>1,584</b>
Other financial accrued expense and deferred income	22	391	<b>(369)</b>
<b>Total</b>	<b>10,450</b>	<b>9,288</b>	<b>1,162</b>

"Fair value of exchange rate hedging derivatives" refers to the fair value measurement of the derivatives entered into to hedge currency risk, in particular to the forward sale and/or purchase of currency, in connection with intercompany loans and dividends.

## Non-current liabilities

### XVIII. Other payables

These amount to € 30,321k (€ 31,392k at 31 December 2015) and include mainly the liability to personnel for long-term incentives and for defined contribution plans.

### XIX. Loans

(€k)	30.06.2016	31.12.2015	change
Current account overdrafts	67,166	52,989	14,177
Unsecured bank loans (current)	46,000	35,000	11,000
<b>Total current</b>	<b>113,166</b>	<b>87,989</b>	<b>25,177</b>
Unsecured bank loans (non-current)	229,007	280,000	(50,993)
Commissions on loans	(3,227)	(3,709)	482
<b>Total non-current</b>	<b>225,780</b>	<b>276,291</b>	<b>(50,511)</b>
<b>Total</b>	<b>338,946</b>	<b>364,280</b>	<b>(25,334)</b>

During the first half 2016 no new committed credit facilities has been terminated or obtained.

The breakdown of “Unsecured bank loans” at 30 June 2016 and at 31 December 2015 is shown below:

	Expiry	30.06.2016		31.12.2015	
		Amount (€k)	Drawdowns in €k <sup>(1)</sup>	Amount (€k)	Drawdowns in €k <sup>(1)</sup>
Revolving Facility Agreement - HMS Host Corporation <sup>(2)</sup>	March 2020	225,185	9,007	229,632	-
<b>2013 Line</b>		<b>225,185</b>	<b>9,007</b>	<b>229,632</b>	<b>-</b>
Multicurrency Revolving Facility - Autogrill S.p.A.	March 2020	600,000	250,000	600,000	280,000
<b>2015 Syndicated lines</b>		<b>600,000</b>	<b>250,000</b>	<b>600,000</b>	<b>280,000</b>
<b>Total</b>		<b>825,185</b>	<b>259,007</b>	<b>829,632</b>	<b>280,000</b>
<b>of which current portion</b>		<b>30,000</b>	<b>30,000</b>	<b>-</b>	<b>-</b>
<b>Total lines of credit net of current portion</b>		<b>795,185</b>	<b>229,007</b>	<b>829,632</b>	<b>280,000</b>

<sup>(1)</sup> Drawdowns in currency are measured based on exchange rates at 30 June 2016 and 31 December 2015

<sup>(2)</sup> Original line of \$ 300m, reduced to \$ 250m as per term agreement. On March 2015 the loan maturity was extended from March 2016 to March 2020

At 30 June 2016 the Group's committed credit facilities had been drawn down by about 31%.

The contract for the € 600m credit facility taken out by Autogrill S.p.A. requires it to uphold certain financial ratios: a leverage ratio (net debt/EBITDA) of 3.5 or less and an interest coverage ratio (EBITDA/net financial expense) of at least 4.5, referring to the Group as a whole.

The contract for the \$ 250m facility contracted by HMSHost requires it to uphold a leverage ratio (gross debt/EBITDA) of 3.5 or less and interest coverage ratio (EBITDA/net financial expense) of at least 4.5, referring solely to the companies headed up by HMSHost Corporation.

For the calculation of these ratios, net and gross debt, EBITDA and financial charges are measured according to contractual definitions and therefore differ from the amounts valid for financial reporting purposes. Thus, the final ratios are not readily apparent from the financial statements.

At 30 June 2016 all of the above covenants were satisfied. Forecasts of 2016 confirm that they will continue to be met over the next 12 months.

## XX. Other financial liabilities

(€k)	30.06.2016	31.12.2015	change
Lease payments due to others (note VII)	4,908	5,036	(128)
Liabilities due to others	2,472	321	2,151
<b>Total</b>	<b>7,380</b>	<b>5,357</b>	<b>2,023</b>

Liabilities due to other refers mainly to loans to the non-controlling shareholders of some subsidiaries.

## XXI. Bonds

(€k)	30.06.2016	31.12.2015	change
Bonds (current)	137,305	-	137,305
Commissions on bond issues	(226)	-	(226)
<b>Total current</b>	<b>137,079</b>	<b>-</b>	<b>137,079</b>
Bonds (non-current)	321,162	463,738	(142,576)
Commissions on bond issues	(1,553)	(2,025)	472
<b>Total non-current</b>	<b>319,609</b>	<b>461,713</b>	<b>(142,104)</b>
<b>Total</b>	<b>456,688</b>	<b>461,713</b>	<b>(5,025)</b>

"Bonds" refer to private placements issued by HMSHost Corporation:

- in May 2007 for a total of \$ 150m, maturing in May 2017 and paying interest half-yearly at a fixed annual rate of 5.73%. For this private placement, the interest rate may be adjusted depending on the trend in the leverage ratio of the group headed up by HMSHost Corporation. The redemption of these bonds at maturity is easily covered by the subsidiary's existing credit lines and generation of cash;

- in January 2013 for a total of \$ 150m, maturing in January 2023 and paying interest half-yearly at a fixed annual rate of 5.12%;

- in March 2013 for a total of \$ 200m, paying interest half-yearly and split into tranches as summarized in the table below:

Nominal Amount (m\$)	Issue date	Annual Fixed rate	Expiry
25	March 2013	4.75%	September 2020
40	March 2013	4.97%	September 2021
80	March 2013	5.40%	September 2024
55	March 2013	5.45%	September 2025

On the whole, at 30 June 2016 this item amounted to € 456,688k, compared with € 461,713k at the end of 2015. The change is essentially due to the appreciation of the US dollar against the Euro (€ - 8,921k) and the change in the fair value of hedging instruments (Notes II and XX).

At 30 June 2016 the bond issued in 2007 reflects a fair value change of € 3,295k (\$ 3,659k), recognized in relation to the outstanding fair value hedge and referring to Interest Rate Swaps that were terminated ahead of their maturity in December 2014. The difference resulting from the early

termination is accounted for using the amortized cost method; at 30 June 2016 there was a positive impact of € 1,094k (\$ 1,221k) recognized under "Interest expense".

In December 2014, new Interest Rate Swaps were negotiated on some of the bonds issued in 2013, for a notional value of \$ 100m. At 30 June 2016 there was a loss on the hedged item of € 4,781k (\$ 5,336k) and a profit of a similar amount on the hedge, so the effect on the income statement was essentially nil (Note XXXII).

The fair value of the bonds outstanding is measured using valuation techniques based on parameters other than price that can be observed in the open market. They can therefore be classified in level 2 of the fair value hierarchy (as defined by IFRS 7), with no change on the previous year.

The regulations for these bonds require the maintenance of certain financial ratios: a leverage ratio (gross debt/EBITDA) of 3.5 or less and interest coverage ratio (EBITDA/net financial expense) of at least 4.5, calculated solely with respect to HMSHost Corporation and its subgroup. For the calculation of these ratios, gross debt, EBITDA and financial charges are measured according to contractual definitions and therefore differ from the amounts valid for financial reporting purposes. Thus, they are not readily apparent from the financial statements. At 30 June 2016 these contractual requirements were satisfied. Forecasts for 2016 confirm that they will continue to be met over the next 12 months.

## **XXII. Defined benefit plans**

At 30 June 2016 this item amounted to € 102,030k (€100,195k at 31 December 2015).

The valuation of assets/liabilities connected to defined benefit plans is done regularly, at the end of each year unless specific indicators suggest the need to update estimates earlier; during the period under examination the need to update the discount rate applied to defined benefit plan assets/liabilities in a few European countries materialized; the discount rate was, therefore, adjusted, as a result of which an increase of €3,753k, net of the tax effect of €964k (Note XII), in the estimated liabilities for defined plans in Italy and France was recognized in the statement of other comprehensive income.

In the countries where assets are held to service defined benefit plans, there was no change in the value of these assets that was disproportionate to changes in the value of the liabilities such that the estimates of the net position had to be revised.

## **XXIII. Provision for risks and charges**

The change is due to normal allocations and utilizations for the period, and to the release of provisions as described below.

(€k)	30.06.2016	31.12.2015	change
Provision for taxes	2,696	2,642	54
Other provisions	12,971	13,228	(257)
Provision for legal disputes	2,000	3,384	(1,384)
Onerous contracts provision	(0)	2	(2)
<b>Total provisions for current risks and charges</b>	<b>17,667</b>	<b>19,256</b>	<b>(1,589)</b>
Provision for taxes	95	132	(37)
Other provisions	25,621	23,219	2,402
Provision for legal disputes	2,495	2,696	(201)
Provision for the refurbishment of third party assets	7,074	7,310	(236)
Onerous contracts provision	3,117	3,544	(427)
<b>Total provisions for non-current risks and charges</b>	<b>38,402</b>	<b>36,901</b>	<b>1,501</b>

### Provision for taxes

The current portion relates primarily to disputes over US companies' direct and indirect tax obligations and reflects the advice of the Group's tax advisors.

### Other provisions

These refer almost entirely to a United States "self-insurance" provision covering the deductibles on third-party liability contained in insurance plans, settled on an annual basis. In the first half 2016, € 7,311k was allocated to this provision on the basis of track records and forecasts regarding accidents, while settlements for the first half 2016 amounted to € 4,909k (including € 322k from the non-current portion).

### Provision for legal disputes

This provision covers the risk of losing lawsuits brought against Group companies, and takes account of the opinions of the Group's legal advisors. Utilizations concern actual payments. Allocations for the first half 2016 amounted to € 641k.

### Provision for the refurbishment of third party assets

This represents the estimated liability for ensuring that leased assets are returned in the contractually agreed condition.

### Onerous contracts provision

This refers to long-term leases or concession agreements on commercial units that are not profitable enough to cover the rent. Estimates were calculated using profitability projections as of 30 June 2016.

## XXIV. Equity

Movements in equity items during the year are detailed in the statement of changes in shareholders' equity.

### Share capital

At 30 June 2016 the share capital of Autogrill S.p.A., fully subscribed and paid in, amounts to € 68,688k and consists of 254,400,000 ordinary shares.

On 6 June 2013, the General Meeting of shareholders of Autogrill S.p.A. approved a change to Art. 5 ("Share capital") of the company's by-laws which eliminates the par value of shares.

At 30 June 2016 Schematrentaquattro S.p.A., wholly owned by Edizione S.r.l., held 50.1% of the share capital.

### Legal reserve

The "Legal reserve" (€ 13,738k) is the portion of Autogrill S.p.A. profits that cannot be paid out as dividends, in accordance with art. 2430 of the Italian Civil Code.

### Translation reserve

Translation differences are generated by the translation into euros of the foreign currency financial statements of companies consolidated on a line-by-line basis or using the equity method, net of the fair value of instruments designated as net investment hedges. The increase is due to € 613k concerns exchange rate gains from the translation of financial statements in foreign currencies, the portion of other comprehensive income for investments valued using the equity method (€ 285k) (Note X) and the change in the fair value of instruments designated as net investment hedges, net of the tax effect (€ 124k).

### Other reserves and retained earnings

These include the profits of subsidiaries not distributed as dividends and the amount set aside in connection with the recognized costs of the Stock Option Plans.

Other reserves and retained earnings also include unrealized actuarial gains and losses (net of the tax effect) arising from the remeasurement defined benefit plan assets and liabilities (Note XXII).

The increase in this item was caused by the allocation to reserves of the 2015 profit on the basis of the shareholders' meeting resolution of 26 May 2016 and by the dividend distribution on 8 June 2016 (€ 30,484k).

### Treasury shares

At 30 June 2016 the parent owned 365,212 treasury shares with a carrying amount of € 1.447k and an average carrying amount of € 3.96 per share, unchanged from December 31 2015.

The Annual General Meeting of 26 May 2016, pursuant to arts. 2357 *et seq.* of the Italian Civil Code and after revoking the authorization granted on 28 May 2015, authorized the purchase and subsequent disposal of ordinary shares up to a maximum of 12,720,000 shares.

The Board of Directors subsequently resolved to adopt a buyback program to purchase up to 12,720,000 of its ordinary shares (5% of share capital) pursuant to the authorization given by the Shareholders' Meeting on 26 May 2016. At 30 June 2016 and subsequently, up to the date of this document, no treasury shares were purchased based on this resolution.

### Non-controlling interests

Non-controlling interests amount to € 40,942k, compared with € 40,400k at 31 December 2015. Most of the increase is due to the profit the year (€ 6,033k) and capital injections (€ 6,780k), net of dividends paid (€ 11,952k).

## Other comprehensive income

The following table shows the components of other comprehensive income and the relative tax effect:

(€k)	First Half 2016			First Half 2015		
	Gross amount	Tax benefit/ (expense)	Net amount	Gross amount	Tax benefit/ (expense)	Net amount
Remeasurements of the defined benefit (liabilities)/asset (*)	(3,753)	964	(2,789)	-	-	-
<b>Items that will never be reclassified to profit or loss</b>	<b>(3,753)</b>	<b>964</b>	<b>(2,789)</b>	<b>-</b>	<b>-</b>	<b>-</b>
Effective portion of fair value change in cash flow hedges	-	-	-	2,649	(728)	1,921
Equity-accounted investee - share of other comprehensive income	285	-	285	(170)	-	(170)
Gain/(loss) on fair value of available-for-sale financial assets	-	-	-	629	(173)	456
Foreign currency translation differences for foreign operations	294	-	294	42,949	-	42,949
Gain/(loss) on net investment hedge	163	(39)	124	(7,720)	2,123	(5,597)
<b>Items that may be subsequently reclassified to profit or loss</b>	<b>742</b>	<b>(39)</b>	<b>703</b>	<b>38,337</b>	<b>1,222</b>	<b>39,559</b>
<b>Total other comprehensive income</b>	<b>(3,011)</b>	<b>925</b>	<b>(2,086)</b>	<b>38,337</b>	<b>1,222</b>	<b>39,559</b>

Other comprehensive income as of June 30, 2016 reflects the present value discounting of the asset/liability obligation on European defined benefit plan, net of the related tax effect (Note XXII).

## 2.2.4 Notes to the income statement

### XXV. Revenue

Revenue for the first half 2016 was made up as follows:

(€k)	First Half 2016	First Half 2015	change
Food & Beverage sales	2,056,603	1,966,622	<b>89,981</b>
Oil sales	199,844	233,663	<b>(33,819)</b>
<b>Total</b>	<b>2,256,447</b>	<b>2,200,285</b>	<b>56,162</b>

The change reflects higher business volumes, related to North America and some countries managed by HMSHost International.

The sale of fuel takes place mainly at rest stops in Italy and Switzerland. Most of the decrease was caused by the lower price of fuel at the pump.

For details, see section 2.2.8 (Segment reporting) and the Directors' Report.

### XXVI. Other operating income

(€k)	First Half 2016	First Half 2015	change
Bonus from suppliers	20,085	24,236	<b>(4,151)</b>
Income from business leases	3,589	4,001	<b>(412)</b>
Affiliation fees	1,201	1,257	<b>(56)</b>
Gain on sales of property, plant and equipment	63	733	<b>(670)</b>
Other revenue	18,564	19,071	<b>(507)</b>
<b>Total</b>	<b>43,502</b>	<b>49,298</b>	<b>(5,796)</b>

"Other revenue" includes € 9.4m (€ 9.6m the first half 2015) in commissions from the sale of goods and services for which the Group acts as an agent (mostly telephone cards, fuel and lottery tickets). It also includes income from services, reimbursements from third parties and insurance payments.

### XXVII. Raw materials, supplies and goods

(€k)	First Half 2016	First Half 2015	change
Purchases	833,205	841,006	<b>(7,801)</b>
Change in inventories	977	14,310	<b>(13,333)</b>
<b>Total</b>	<b>834,182</b>	<b>855,316</b>	<b>(21,134)</b>

The change is mainly due to the reduction of the fuel cost connected to the abovementioned reduction of the correspondent sales prices.

**Personnel expense**

(€k)	First Half 2016	First Half 2015	change
Wages and salaries	543,261	514,688	<b>28,573</b>
Social security contribution	95,080	95,190	<b>(110)</b>
Employee benefits	13,349	12,963	<b>386</b>
Other costs	49,473	50,925	<b>(1,452)</b>
<b>Total</b>	<b>701,163</b>	<b>673,766</b>	<b>27,397</b>

The increase is due to business expansion and, in some countries, higher average hourly.

"Other costs" include the portion of the Stock Option Plans pertaining to the year and fees paid to the Board of Directors, as detailed in Section 2.2.12 below, as well as reorganization costs of € 1,517k (€ 7,522k the first half 2015).

**XXVIII. Leases, rentals, concessions and royalties**

(€k)	First Half 2016	First Half 2015	change
Leases, rentals and concessions	313,724	295,836	<b>17,888</b>
Royalties	50,607	46,720	<b>3,887</b>
<b>Total</b>	<b>364,331</b>	<b>342,556</b>	<b>21,775</b>

The increase is due to business expansion.

**XXIX. Other operating expense**

(€k)	First Half 2016	First Half 2015	change
Utilities	44,240	44,413	(173)
Maintenance	39,131	36,340	2,791
Cleaning and disinfestations	24,811	24,341	470
Consulting and professional services	16,789	17,933	(1,144)
Commissions on credit card payments	21,990	20,806	1,184
Storage and transport	7,802	7,569	233
Advertising	6,656	6,803	(147)
Travel expenses	13,325	13,097	228
Telephone and postal charges	8,421	8,462	(41)
Equipment hire and lease	3,616	3,681	(65)
Insurance	2,667	2,503	164
Surveillance	1,616	1,683	(67)
Transport of valuables	2,352	2,320	32
Banking services	2,095	2,468	(373)
Sundry materials	16,970	16,473	497
Other services	18,685	19,588	(903)
<b>Costs for materials and services</b>	<b>231,166</b>	<b>228,480</b>	<b>2,686</b>
<b>Impairment losses on receivables</b>	<b>500</b>	<b>831</b>	<b>(331)</b>
For taxes	188	188	0
For legal disputes	641	773	(132)
For onerous contracts	(2)	(26)	24
For other risks	8,790	5,130	3,660
<b>Allocation to provisions for risks</b>	<b>9,617</b>	<b>6,065</b>	<b>3,552</b>
<b>Indirect and local taxes</b>	<b>13,016</b>	<b>13,101</b>	<b>(85)</b>
<b>Other operating expense</b>	<b>5,794</b>	<b>5,401</b>	<b>393</b>
<b>Total</b>	<b>260,093</b>	<b>253,878</b>	<b>6,215</b>

Most of the change in "Commissions on credit card payments" results from the greater use of cards.

"Sundry materials" refer to the purchase of inexpensive equipment and to various consumables such as uniforms, office supplies, and advertising materials.

"Consulting and professional services" were received primarily in Italy and the United States.

The item "Other services" includes miscellaneous items such as medical check-ups, public relations, general services, and personnel recruitment and training.

"Allocation for other risks" increases mainly due to higher accruals to the United States "self-insurance" provision covering the deductibles on third-party liabilities contained in insurance plans.

**XXX. Depreciation, amortization and impairment losses**

In detail by type of assets:

(€k)	First Half 2016	First Half 2015	change
Other intangible assets	7,927	8,282	<b>(355)</b>
Property, plant and equipment	76,994	80,442	<b>(3,448)</b>
Assets to be transferred free of charge	8,528	11,448	<b>(2,920)</b>
<b>Total</b>	<b>93,449</b>	<b>100,172</b>	<b>(6,723)</b>

Impairment losses (net of reversals) were recognized in the amount of € 1,166k, following tests of the recoverability of carrying amounts on the basis of the projected cash flows of each cash generating unit.

**XXXI. Gain on operating activity disposal**

The item reflects the gain from the disposal of French railways station (€ 14,856k) in June 2016. For further information see section 2.2.2 – Disposal.

**XXXII. Financial income and expense**

(€k)	First Half 2016	First Half 2015	change
Interest income	391	455	(64)
Ineffective portion of hedging instruments	-	40	(40)
Other financial income	161	347	(186)
<b>Total financial income</b>	<b>552</b>	<b>842</b>	<b>(290)</b>

(€k)	First Half 2016	First Half 2015	change
Interest expense	13,307	16,502	(3,195)
Discounting of long-term liabilities	596	554	42
Exchange rate losses	1,478	747	731
Interest differential on exchange rate hedges	68	1	67
Fees paid on loans and bonds	69	1,407	(1,338)
Ineffective portion of hedging instruments	82	-	82
Other financial expense	721	766	(45)
<b>Total financial expense</b>	<b>16,321</b>	<b>19,977</b>	<b>(3,656)</b>
<b>Total net financial expense</b>	<b>(15,769)</b>	<b>(19,135)</b>	<b>3,366</b>

The reduction in interest expense reflects the decrease in the average cost of debt, due to both expiry at June 2015 of fixed interest rate hedge and to the conditions on new loans taken out during the year 2015. First half 2015 figure includes € 1,332k in banking fees not yet fully amortized on the € 500m loan that was paid back early in March 2015.

**XXXIII. Income tax**

The balance of € 22,175k (€ 13,839k in the first half year 2015) includes € 19,224k in current taxes (€ 20,269k the previous year) and € 1,818k in net deferred tax liabilities (deferred tax assets € 6,810k in the first half year 2015).

IRAP, which is charged on Italian operations and whose basis is essentially EBIT plus short-term personnel expense, went from € 218k in the first half year 2015 to € 316k. In the first half year 2015, the balance also included the reversal of an accrual for the previous year in the amount of € 745k.

CVAE, charged on French operations and calculated on the basis of revenue and value added, amounted to € 817k (€ 907k in the first half year 2015).

Below is a reconciliation between the tax charge recognized in the consolidated financial statements and the theoretical income tax. The latter was determined by applying the theoretical tax rate to the gross income earned in each jurisdiction.

(€k)	First Half 2016	First Half 2015
<b>Theoretical income tax</b>	<b>20,097</b>	<b>6,073</b>
Reduced tax due to the direct taxation of minority partners in fully consolidated US joint ventures	(2,216)	(1,767)
Net effect of unrecognised tax losses, of utilization of unrecognised prior-year tax losses and the revision of estimates on the taxability/deductibility of temporary differences	8,256	11,800
Gain on operating activity disposal no-taxable	(4,952)	-
Permanent differences	(143)	(2,647)
<b>Income tax, excluding IRAP and CVAE</b>	<b>21,042</b>	<b>13,459</b>
IRAP and CVAE	1,133	380
<b>Recognised income tax</b>	<b>22,175</b>	<b>13,839</b>

**XXXIV. Basic and diluted earnings per share**

Basic earnings per share is calculated as the Group's share of net profit divided by the weighted average number of ordinary Autogrill S.p.A. shares outstanding during the year; treasury shares held by the Group are therefore excluded from the denominator.

Diluted earnings per share takes account of dilutive potential shares deriving from Stock Option Plans when determining the number of shares outstanding.

Below is the calculation of basic earnings (or loss) per share:

	<b>First Half 2016</b>	<b>First Half 2015</b>
Profit/(loss) for the period attributable to owners of the parent (€k)	16,832	(15,638)
Weighted average no. of outstanding shares (no./000)	254,035	253,822
<b>Basic earning per share (€/cent.)</b>	<b>6.6</b>	<b>(6.2)</b>

	<b>First Half 2016</b>	<b>First Half 2015</b>
Profit/(loss) for the period attributable to owners of the parent (€k)	16,832	(15,638)
Weighted average no. of outstanding shares (no./000)	254,035	253,822
Dilution effect of shares included in stock option plans (no./000)	82	90
Weighted average no. of ordinary shares outstanding, after dilution (no./000)	254,117	253,912
<b>Diluted earning per share (€/cent.)</b>	<b>6.6</b>	<b>(6.2)</b>

## 2.2.5 Net financial position

Details of the net financial position at 30 June 2016 and 31 December 2015 are as follows:

Note (€m)	30.06.2016	31.12.2015	change
I A) Cash on hand	49.5	51.9	(2.4)
I B) Cash equivalents	83.1	110.0	(26.8)
C) Securities held for trading	-	-	-
<b>D) Cash and cash equivalent (A)+(B)+(C)</b>	<b>132.6</b>	<b>161.9</b>	<b>(29.2)</b>
<b>II E) Current financial assets</b>	<b>30.7</b>	<b>29.6</b>	<b>1.1</b>
XIX F) Bank loans and borrowings, current	(113.2)	(88.0)	(25.2)
XXI G) Bond issued	(137.1)	-	(137.1)
XVII H) Other financial liabilities	(10.5)	(9.3)	(1.2)
<b>I) Current financial indebtedness (F+G+H)</b>	<b>(260.7)</b>	<b>(97.3)</b>	<b>(163.4)</b>
<b>J) Net current financial indebtedness (I+E+D)</b>	<b>(97.4)</b>	<b>94.2</b>	<b>(191.5)</b>
XIX K) Bank loans and borrowings, net of current portion	(225.8)	(276.3)	50.5
XXI L) Bond issued	(319.6)	(461.7)	142.1
XX M) Due to others	(7.4)	(5.4)	(2.0)
<b>N) Non-current financial indebtedness (K+L+M)</b>	<b>(552.8)</b>	<b>(743.4)</b>	<b>190.6</b>
<b>O) Net financial indebtedness (J+N)<sup>(1)</sup></b>	<b>(650.1)</b>	<b>(649.2)</b>	<b>(0.9)</b>
<b>XI P) Non-current financial assets</b>	<b>10.4</b>	<b>4.7</b>	<b>5.7</b>
<b>Net financial position - total</b>	<b>(639.7)</b>	<b>(644.4)</b>	<b>4.7</b>

<sup>(1)</sup> As defined by CONSOB communication 28 luglio 2006 and ESMA/2011/81 recommendations

For further commentary, see the notes indicated for each item.

At 30 June 2016 and at 31 December 2015 there were no financial liabilities or assets due to or from related parties.

## 2.2.6 Financial instruments - fair value and risk management

The objectives, policies, and procedures of financial risk management did not change during the first half of the year. They are described in the 2015 Annual Report. In addition, there were no changes in the fair value hierarchy used in measuring of financial instruments compared with the most recent annual consolidated financial statements, and the methods used in measuring level fair value are consistent with those used in the 2015 Annual Report.

## 2.2.7 Disclosure of non-controlling interests

Non-controlling interests refer mainly to investments in US subsidiaries held by accredited Disadvantaged Business Enterprises (DBE), whose participation in the operation of concessions is regulated by state and federal law. The Group maintains control of these companies and is principally responsible for the concession fees due to the grantor.

At 30 June 2016, these companies had net assets of \$ 127.3m (\$ 116.9m at 31 December 2015), revenue of \$ 322.5m (\$ 292.4m in the first half 2015) and profit for the period of \$ 34.1m (\$ 30.2m in the first half 2015). The equity attributable to non-controlling interests amount to \$ 28.7m (\$ 25.3m at 31 December 2015) and the profit to \$ 7.3m (\$ 5.9m in the previous period).

## 2.2.8 Segment reporting

The Group operates in the food & beverage industry at airports, motorway rest stops and railway stations, serving a local and international clientele. The business is conducted in Europe by Autogrill S.p.A. (directly in Italy and through subsidiaries in other European countries), and in North America, Scandinavia, the Middle East and Asia by HMSHost Corporation and its subsidiaries. The Group serves its own proprietary brands as well as third-party brands under license. The operational levers are typically assigned to local organizations and coordinated, at the European level, by central facilities.

Performance is monitored separately for each organization, which corresponds to the country served. "Italy," "HMSHost North America," and "HMSHost International" (its own operating segment since the fourth quarter of 2014) are presented on their own, while the remaining European entities (each of them quite small) are grouped together under the heading "Other European countries".

Costs are shown separately for "European Central Structure," which mostly takes care of marketing, purchasing, engineering, human resources, organization, and ICT regarding operations in Europe, and for "Corporate" functions, which include the centralized units in charge of administration, finance and control, strategic planning, legal and corporate affairs, communications, human resources and organization for the Group as a whole.

Key information on operating segments is presented below. The accounting policies used for segment reporting are the same as those applicable to the consolidated financial statements.

First Half 2016							
Segment	HMShost		Europe			Corporate	Consolidated
	North America	International	Italy	Other European Countries	European central structure		
(€k)							
<b>Total revenue and other operating income</b>	<b>1,027,885</b>	<b>196,259</b>	<b>706,778</b>	<b>369,027</b>	-	-	<b>2,299,949</b>
Depreciation, amortisation and impairment losses on property, plant, equipment and intangible assets	(46,018)	(11,815)	(19,595)	(16,319)	(792)	(76)	(94,615)
<b>Operating profit/(loss)</b>	<b>62,199</b>	<b>6,538</b>	<b>(1,129)</b>	<b>10,166</b>	<b>(5,348)</b>	<b>(12,004)</b>	<b>60,421</b>
Net financial expense							(15,769)
Adjustment to the value of financial assets							388
<b>Pre-tax profit</b>							<b>45,040</b>
Income tax							(22,175)
<b>Profit for the year</b>							<b>22,865</b>
30.06.2016							
Segment	HMShost		Europe			Corporate	Consolidated
	North America	International	Italy	Other European Countries	European central structure		
(€k)							
Goodwill	456,130	62,574	83,631	240,791	-	-	843,126
Other intangible assets	10,871	9,021	15,985	12,866	2,679	385	51,807
Property, plant and equipment	448,963	77,748	163,409	168,808	259	204	859,391
Financial assets	8,992	2,921	22	3,494	1,734	-	17,163
<b>Non-current assets</b>	<b>924,956</b>	<b>152,264</b>	<b>263,047</b>	<b>425,959</b>	<b>4,671</b>	<b>590</b>	<b>1,771,487</b>
Net working capital	(188,266)	(36,632)	(69,259)	(84,264)	(3,673)	(8,823)	(390,917)
Other non-current non financial assets and liabilities	(65,047)	(3,081)	(46,483)	(31,131)	(3,663)	(6,343)	(155,748)
<b>Net invested capital</b>	<b>671,643</b>	<b>112,551</b>	<b>147,305</b>	<b>310,564</b>	<b>(2,665)</b>	<b>(14,576)</b>	<b>1,224,822</b>
First Half 2015							
Segment	HMShost		Europe			Corporate	Consolidated
	North America	International	Italy	Other European Countries	European central structure		
(€k)							
<b>Total revenue and other operating income</b>	<b>989,719</b>	<b>147,829</b>	<b>742,843</b>	<b>369,192</b>	-	-	<b>2,249,583</b>
Depreciation, amortisation and impairment losses on property, plant, equipment and intangible assets	(51,352)	(9,850)	(21,292)	(18,277)	(1,665)	(76)	(102,511)
<b>Operating profit/(loss)</b>	<b>51,566</b>	<b>4,271</b>	<b>(7,282)</b>	<b>(8,964)</b>	<b>(6,287)</b>	<b>(11,749)</b>	<b>21,556</b>
Net financial expense							(19,135)
Adjustment to the value of financial assets							605
<b>Pre-tax profit</b>							<b>3,025</b>
Income tax							(13,829)
<b>Profit for the year</b>							<b>(10,814)</b>
31.12.2015							
Segment	HMShost		Europe			Corporate	Consolidated
	North America	International	Italy	Other European Countries	European central structure		
(€k)							
Goodwill	463,487	63,506	83,631	253,845	-	-	864,469
Other intangible assets	11,757	10,118	12,702	14,418	7,802	80	56,877
Property, plant and equipment	458,477	80,030	162,160	174,287	762	268	875,984
Financial assets	9,998	1,868	22	3,727	1,649	(0)	17,264
<b>Non-current assets</b>	<b>943,719</b>	<b>155,522</b>	<b>258,515</b>	<b>446,277</b>	<b>10,213</b>	<b>348</b>	<b>1,814,594</b>
Net working capital	(273,288)	(43,209)	(89,624)	(90,626)	(1,638)	80,948	(417,437)
Other non-current non financial assets and liabilities	(62,731)	(1,646)	(45,106)	(31,124)	(4,238)	(7,894)	(152,739)
<b>Net invested capital</b>	<b>607,700</b>	<b>110,667</b>	<b>123,785</b>	<b>324,527</b>	<b>4,337</b>	<b>73,402</b>	<b>1,244,418</b>

As already anticipated in the Section 2.2.2., the French railway station business does not represent a major line of business or geographic area for the Group as defined under IFRS 8; therefore the sale is outside the scope of IFRS 5 – Non-current assets held for sale and discontinued operations. Net invested capital at the date of sale was €14,6m, including €12,7m of goodwill.

## 2.2.9 Seasonal patterns

The Group's volumes are closely related to the flow of travellers, which is highly seasonal in some businesses, and this in turn affects consolidated results. A breakdown of 2015 results by quarter shows that volumes are concentrated in the second half of the year, and particularly in the third quarter, when business is at a peak due to summer holidays.

€m	2015			
	First quarter	First half	First nine months	Full year
Revenue	893.5	1,966.6	3,173.0	4,369.2
<i>% of full year</i>	<i>20.4%</i>	<i>45.0%</i>	<i>72.6%</i>	<i>100.0%</i>
Operating profit/(loss)	(26.0)	21.6	135.2	151.9
<i>% of full year</i>	<i>n.s.</i>	<i>14.2%</i>	<i>89.0%</i>	<i>100.0%</i>
Pre-tax profit/(loss)	(45.6)	3.0	102.4	113.0
<i>% of full year</i>	<i>n.s.</i>	<i>n.s.</i>	<i>90.6%</i>	<i>100.0%</i>
Profit/(loss) attributable to owners of the parent	(46.8)	(15.6)	56.2	64.2
<i>% of full year</i>	<i>n.s.</i>	<i>n.s.</i>	<i>87.6%</i>	<i>100.0%</i>

Notes:

- In order to compare data with the figures shown in the Report on operations, revenue does not include fuel sales made primarily in Swiss and Italian motorway service areas

The percentages shown are general indicators only and should not be used to predict results or the generation of cash. Indeed, seasonal trends are further impacted by cash flows, with the first quarter seeing a concentration of annual payments (namely concession fees), both as settlement of amounts accrued in the previous year and as advances on the year in course.

## 2.2.10 Guarantees given, commitments and contingent liabilities

At 30 June 2016 the guarantees given by the Autogrill Group amounted to € 276,217k (€253,828k at the close of 2015). The increase is primarily attributable to sureties and other personal guarantees issued in favour of grantors in Italy.

With regard to commitments, there are no significant changes with respect to 31 December 2015.

At 30 June 2016, there were no contingent liabilities as described in IAS 37.

## 2.2.11 Operating leases

The table below gives details by due date of the Group's future minimum operating lease payments at 30 June 2016:

(€k)

Year	Total future minimum lease payments	Future minimum sub-lease payment <sup>(1)</sup>	Net future minimum lease payments
2 <sup>o</sup> half 2016	185,833	10,249	175,584
2017	345,702	16,832	328,870
2018	325,467	15,371	310,096
2019	284,908	13,977	270,931
2020	241,104	12,217	228,887
After 2020	950,241	21,878	928,363
<b>Total</b>	<b>2,333,255</b>	<b>90,524</b>	<b>2,242,731</b>

<sup>(1)</sup> Refers to part of the sub-concessions granted mainly in the USA and Italy, as agreed with the grantor

In the first half year 2016, the fees recognized in the income statement amount to € 313,724k (Note XXIX) for operating leases (including € 202,537k in guaranteed minimums), net of € 26,811k for sub-leases (including € 9,566k in guaranteed minimums).

In February 2016, the European Union adopted the new accounting standard relating to the recognition of operating leases (IFRS 16). This accounting policy provides a new definition of lease and introduces a standard based on control (right of use) of an asset, in order to distinguish leases from service contracts, and establishes a single accounting model based on which the lessee must recognize the lease (including operating leases) as an asset, along with a corresponding financial liability. The new standard will have an impact on the reporting of these contracts as of 1 January 2019; the Group is currently analysing the contracts and assessing the impact associated with the new standard.

## 2.2.12 Other information

### Related party transactions

Autogrill S.p.A. is controlled by Schematrentaquattro S.p.A., which owns 50.1% of its ordinary shares. Schematrentaquattro S.p.A. is a wholly-owned subsidiary of Edizione S.r.l.

All related-party transactions are carried out in the Company's interest and at arm's length.

In the first half year 2016 Autogrill S.p.A. had no transactions with its direct parent, Schematrentaquattro S.p.A.

Income statement	Revenue		Other operating income		Leases, rentals, concessions		Other operating expense		Personnel expense		Financial (expense)/income	
	First Half 2016	First Half 2015	First Half 2016	First Half 2015	First Half 2016	First Half 2015	First Half 2016	First Half 2015	First Half 2016	First Half 2015	First Half 2016	First Half 2015
<b>€k</b>												
<b>Parent:</b>												
Edizione S.r.l.	-	-	13	13	-	-	65	27	55	54	-	-
<b>Other related parties:</b>												
Atlantia Group	19	20	58	98	37,082	36,383	1,644	1,786	-	-	(478)	(632)
Benetton Group S.r.l.	-	-	196	220	-	-	-	-	-	-	-	-
Verde Sport S.p.A.	5	3	6	2	-	-	23	23	-	-	-	-
Olimpias Group S.r.l.	-	-	-	-	-	-	3	19	-	-	-	-
World Duty Free Group (*)	-	-	-	1,974	-	-	-	-	-	-	-	15
Edizione Property S.p.a.	-	-	4	-	-	-	-	-	-	-	-	-
Other related parties (**)	-	-	-	-	-	-	89	106	2,362	2,403	-	-
<b>Total Related parties</b>	<b>24</b>	<b>23</b>	<b>277</b>	<b>2,307</b>	<b>37,082</b>	<b>36,383</b>	<b>1,824</b>	<b>1,961</b>	<b>2,417</b>	<b>2,457</b>	<b>(478)</b>	<b>(617)</b>
<b>Total Group</b>	<b>2,256,447</b>	<b>2,200,285</b>	<b>43,502</b>	<b>49,298</b>	<b>364,331</b>	<b>342,556</b>	<b>260,093</b>	<b>253,878</b>	<b>701,163</b>	<b>673,766</b>	<b>(15,769)</b>	<b>(19,135)</b>
<b>Incidence</b>	<b>0.0%</b>	<b>0.0%</b>	<b>0.6%</b>	<b>4.7%</b>	<b>10.2%</b>	<b>10.6%</b>	<b>0.7%</b>	<b>0.8%</b>	<b>0.3%</b>	<b>0.4%</b>	<b>3.0%</b>	<b>3.2%</b>

Statement of financial position	Trade receivables		Other receivables		Trade payables		Other payables	
	30.06.2016	31.12.2015	30.06.2016	31.12.2015	30.06.2016	31.12.2015	30.06.2016	31.12.2015
<b>€k</b>								
<b>Parent:</b>								
Edizione S.r.l.	-	-	12,725	14,492	0	-	528	563
<b>Other related parties:</b>								
Atlantia Group	888	1,242	1,159	1,247	36,327	32,630	0	-
Benetton Group S.r.l.	113	222	-	-	-	-	-	-
Verde Sport S.p.A.	3	-	-	-	-	-	-	-
Olimpias Group S.r.l.	-	-	-	-	1	18	-	-
World Duty Free Group (*)	-	-	-	-	-	-	-	-
Edizione Property S.p.a.	-	-	-	-	-	-	-	-
Other related parties (**)	-	-	-	-	-	-	537	1,407
<b>Total Related parties</b>	<b>1,004</b>	<b>1,472</b>	<b>13,884</b>	<b>15,739</b>	<b>36,328</b>	<b>32,648</b>	<b>1,065</b>	<b>1,970</b>
<b>Total Group</b>	<b>51,249</b>	<b>48,314</b>	<b>132,048</b>	<b>137,615</b>	<b>348,759</b>	<b>398,802</b>	<b>301,457</b>	<b>326,655</b>
<b>Incidence</b>	<b>2.0%</b>	<b>3.0%</b>	<b>10.5%</b>	<b>11.4%</b>	<b>10.4%</b>	<b>8.2%</b>	<b>0.4%</b>	<b>0.6%</b>

(\*) World Duty Free Group has been sold by Schematrentaquattro S.p.A. in August 2015

(\*\*) The Other related parties refer to transactions with directors and executives with strategic responsibilities

**Edizione S.r.l.:** "Other operating income" refers to services rendered by the parent concerning the use of equipped premises at the Rome offices.

"Personnel expense" refers to the accrual at 30 June 2016 for fees due to a director of Autogrill S.p.A., to be recharged to Edizione S.r.l. where he serves as executive manager.

"Other payables" include mainly € 424k in IRES (corporate income tax) due by the subsidiary Nuova Sidap S.r.l. for 2015.

"Other receivables" consist of:

- € 12,437k for IRES refunds due to Autogrill S.p.A. (€ 12,423k) and Nuova Sidap S.r.l. (€ 14k), which is included in Autogrill's domestic tax consolidation scheme, thanks to the retroactive recognition of the deductibility of IRAP (regional tax) pertaining to personnel expense for the years 2007-2011 (Art. 2 of Law 201/2011);

- € 288k for taxes withheld in 2014 and transferred to the consolidating company Edizione S.r.l. In accordance with the regulations, the amount will be reimbursed after its use.

The decrease of the period concerns mainly the refund, in January 2016, for the IRES refund for the reduction from taxable income of the portion of IRAP (€ 1,484k) concerning personnel expense paid from 2004 to 2007 (ex D.L. 185/2008), and interests for € 184k.

**Atlantia group:** "Other operating income" refers mainly to the recovery of extraordinary maintenance costs incurred at a rest area and commissions on sales of Viacards (automatic toll collection cards).

"Other operating expense" refers chiefly to the management of motorway locations.

"Leases, rentals, concessions and royalties" refer to concession fees and accessory costs pertaining to the year.

"Financial expense" reflects interest accrued at the annual rate of 4.35% in relation to the revised payment schedule for concession fees.

"Other receivables" consist mainly of fees for cleaning services at rest stops and co-marketing fees for customer discounts and promotions.

"Trade payables" originate from the same transactions.

**Benetton Group S.r.l.:** "Other operating income" refers to rent and related charges for the sublet of premises in Milan.

**Olimpias Group S.r.l.:** costs refer to the purchase of uniforms for sales personnel and the purchase of sundry materials.

**Verde Sport S.p.A.:** "Other operating expense" concerns the commercial sponsorship of youth sports at the facilities housed at "La Ghirada - Città dello Sport".

"Revenue" refers to the sale of products relating to the commercial affiliation contract for the operation of an outlet at those facilities.

#### Remuneration of Directors and Executives with strategic responsibilities

The following remuneration accrued to members of the Board of Directors and to executives with strategic responsibilities in the first half year 2016:

Name	Office held	Term of office	Remuneration	Non-monetary benefits	Other fees
<b>(€)</b>					
Gilberto Benetton	Chairman	2014/2016	29,800	-	-
Tondato da Ruos Gianmario	CEO	2014/2016	259,800	28,793	201,099
Alessandro Benetton	Director	2014/2016	28,600	-	-
Paolo Roverato	Director	2014/2016	55,200	-	-
Gianni Mion	Director	2014/2016	42,200	-	-
Tommaso Barracco	Director	2014/2016	42,200	-	-
Stefano Orlando	Director	2014/2016	47,200	-	-
Massimo Fasanella D'Amore di Ruffano	Director	2014/2016	55,200	-	-
Carolyn Dittmeier	Director	2014/2016	48,400	-	-
Neriman Ulsever	Director	from 28/5/2014 to 2016	29,200	-	-
Francesco Chiappetta	Director	from 28/5/2014 to 2016	42,800	-	-
Ernesto Albanese	Director	from 28/5/2014 to 2016	29,200	-	-
Giorgina Gallo	Director	from 28/5/2014 to 2016	48,400	-	-
<b>Total directors</b>			<b>758,200</b>	<b>28,793</b>	<b>201,099</b>
Key managers with strategic responsibilities (8 people)				92,492	1,281,479
<b>Total</b>			<b>758,200</b>	<b>121,285</b>	<b>1,482,577</b>

The CEO's remuneration includes his executive salary from Autogrill S.p.A., which is shown under "Other fees".

The CEO's contract states that if he resigns with just cause or is dismissed by the Company without just cause, the Company will top up to € 2m the standard indemnity in lieu of notice provided for in the national collective managers' contract for the commercial sector, when less than this amount.

In 2010, the CEO received 425,000 options under the 2010 Stock Option Plan; 330,073 of the options vested on 20 April 2014. In addition, under the 2014 phantom Stock Option Plan described below, he received 883,495 options in Wave 1, 565,217 options in Wave 2 and 505,556 options in Wave 3.

Regarding the Phantom Stock Option 2016, the chief executive officer received 679,104 options in "Wave 1".

A significant portion of the variable compensation received by the CEO and by the 8 executives with strategic responsibilities is tied to the achievement of specific targets established in advance by the Board, due to their inclusion in the management incentive plans. In particular, the CEO and top managers were included during the year in an annual bonus system involving earnings and financial targets and other strategic objectives for the Group and/or the relevant business unit, as well as individual objectives.

See the section "Incentive plans for directors and executives with strategic responsibilities" for a description of the plans in force.

### Statutory auditors' fees

The following fees accrued to members of the Board of Statutory Auditors in the first half year 2016:

<b>Name</b>	<b>Office held</b>	<b>Term of office</b>	<b>Fees</b>
<b>(€)</b>			
Marco Giuseppe Maria Rigotti	Chairman	01.01.2015-31.12.2017	39,000
Eugenio Colucci	Standing auditor	01.01.2015-31.12.2017	25,000
Antonella Carù	Standing auditor	28.05.2015-31.12.2017	25,000
<b>Total Statutory Auditors</b>			<b>89,000</b>

### **Incentive plans for directors and executives with strategic responsibilities**

#### 2010 Stock Option Plan

On 20 April 2010, the Annual General Meeting approved a Stock Option Plan entitling executive directors and employees with strategic responsibilities of Autogrill S.p.A. and/or its subsidiaries to subscribe to or purchase ordinary Autogrill shares at the ratio of one share per option granted. The options are granted to beneficiaries free of charge and once the vesting period has elapsed, may be exercised between 20 April 2014 and 30 April 2015 (later extended to 30 April 2018, as explained below) at a strike price calculated as the average stock market price for the month preceding the grant date.

The extraordinary Annual General Meeting of 20 April 2010 also approved a capital increase against payment to service the plan, valid whether subscribed in full or in part, and excluding subscription rights pursuant to art. 2441(5) and (8) of the Italian Civil Code and art. 134(2) of Legislative Decree 58 of 24 February 1998, by a maximum par value of € 1,040,000 (plus share premium), to be carried out no later than 30 May 2015 through the issue of up to 2,000,000 ordinary Autogrill shares in one or more tranches. The capital increase did not take place.

The Stock Option Plan approved by the Annual General Meeting states that the options assigned only vest if, at the end of the vesting period, the terminal value of Autogrill shares is € 11 or higher. The terminal value is defined as the average official price of Autogrill S.p.A. ordinary shares during the three months prior to the last day of the vesting period, plus the dividends paid during the period lasting from the grant date until the end of the vesting period.

The number of options vested then corresponds to a percentage of the options assigned, ranging from 30% for a terminal value of € 11 per share to 100% for a terminal value of € 17 per share or higher. For each beneficiary there is also a "theoretical maximum capital gain" by virtue of which, regardless of other estimates, the number of options exercisable is limited to the ratio "theoretical

maximum capital gain"/(fair value - strike price)\*. The plan does not allow beneficiaries to request cash payments in alternative to the assignment of shares.

On 10 November 2010, the Board of Directors granted 1,261,000 options, out of the 2,000,000 available, to 11 beneficiaries meeting the requirements of the plan. The options are exercisable at a strike price of € 9.34 per share. On 29 July 2011 the Board of Directors assigned an additional 188,000 options to two other beneficiaries meeting the plan requirements; these can be exercised at a strike price of € 8.91.

On 16 February 2012, the Board of Directors assigned 120,000 options to a new beneficiary at a strike price of € 8.19 per share.

#### *Changes to the 2010 Stock Option Plan*

On 6 June 2013 the Annual General Meeting approved the proportional partial demerger of Autogrill S.p.A., and as a result made some changes to the Stock Option Plan approved on 20 April 2010. In accordance with these changes:

- the plan's beneficiaries are entitled to receive one ordinary Autogrill share and one ordinary World Duty Free S.p.A. share for every vested option against payment of the strike price;
- terminal value, the condition allowing the options to be converted into Autogrill and World Duty Free shares, has been redefined as the sum of the average official price of the two shares (Autogrill and WDF) during the three months preceding the last day of the vesting period, plus the dividends paid between the date the options were assigned and the end of the vesting period;
- the strike price is split proportionally between the Autogrill S.p.A. share price and the World Duty Free S.p.A. share price on the basis of the average official stock market price of the two securities during the first 30 days following the listing of World Duty Free S.p.A. The strike price of Autogrill shares is between € 3.50 and € 4.17, while the strike price for World Duty Free shares is between € 4.33 and € 5.17, depending on the beneficiary and the strike price originally set for each;
- the deadline for exercising the options has been extended from 30 April 2015 to 30 April 2018, without altering the start date of 20 April 2014.

An independent external advisor has been hired to calculate the fair value of the stock options, based on the value of shares on the grant date, volatility, estimated dividend payments, the term of the plan and the risk-free rate of return. The calculation was performed using the binomial method.

As a result of the demerger and the changes made to the Plan, the average fair value of the options outstanding at 30 June 2016 is € 0.96 for Autogrill shares.

On 20 April 2014, in accordance with the Stock Option Plan regulations, the vesting period ended and 1,209,294 assigned options were converted into 823,293 "vested options".

Between 1 April 2015 and 31 December 2015, 505,806 Autogrill S.p.A. options and 532,324 World Duty Free S.p.A. options were exercised by various beneficiaries.

The CEO exercised 330,073 Autogrill S.p.A. options during the period.

Movements in options during the period are shown below:

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\* As defined by Art. 9(4) of Presidential Decree 917 of 22 December 1986.

	Autogrill shares		World Duty Free shares	
	Number of options	Fair value existing options (€)	Number of options	Fair value existing options (€)
<b>Vested options at 20 April 2014</b>	<b>823,293</b>	<b>0.96</b>	<b>823,293</b>	<b>3.99</b>
Options exercised in 2014	(134,136)	-	(290,969)	-
<b>Options at 31 December 2014</b>	<b>689,157</b>	<b>0.96</b>	<b>532,324</b>	<b>3.23</b>
Options exercised in 2015	(505,586)	-	(532,324)	-
<b>Options at 31 December 2015</b>	<b>183,571</b>	<b>0.96</b>	-	-
Options exercised in the first half of 2015	-	-	-	-
<b>Options at 30 June 2016</b>	<b>183,571</b>	<b>0.96</b>	-	-

Thorough information on the 2010 Stock Option Plan is provided in the Disclosure Document prepared in accordance with Art. 84 *bis* (1) and Annex 3A (Schedule 7) of CONSOB Regulation 11971/1999, which is available to the public at [www.autogrill.com](http://www.autogrill.com), Section Governance-Shareholders' meeting.

### 2014 Phantom Stock Option Plan

On 28 May 2014, the general meeting of shareholders approved a new incentive plan referred to as the "2014 Phantom Stock Option Plan". The options will be assigned free of charge to executive directors and employees with strategic responsibilities of the company and/or its subsidiaries or to members of the management team as named, on one or more occasions, by the Board of Directors.

This plan, which expires on 30 June 2021, is split into three sub-plans or "Waves" which grant each beneficiary the right to receive, for each option exercised, a gross cash amount equal to the difference between the terminal value and the grant value of the Autogrill shares (the "Bonus"), subject to certain conditions and in any case not exceeding a given cap. Specifically, the terminal value of the shares is defined as the average official closing price of the company's shares at the end of each trading session of the Italian Stock Exchange in the month prior to and inclusive of the exercise date, plus dividends paid from the grant date until the date of exercise. The grant value is defined as the average official closing price of the company's shares at the end of each trading session of the Italian Stock Exchange in the month prior to and inclusive of the grant date.

On 16 July 2014, the plan was implemented and the terms and conditions of Wave 1 and Wave 2 were defined. Under Wave 1 (vesting period from 16 July 2014 to 15 July 2016), a total of 3,268,995 options were assigned, 883,495 of which to the chief executive officer. Under Wave 2 (vesting period from 16 July 2014 to 15 July 2017), a total of 2,835,967 options were assigned, 565,217 of which to the chief executive officer.

Again under Wave 2, in 2015 an additional 144,504 options were assigned and 30,400 options were cancelled.

On 12 February 2015, under Wave 3 (vesting period from 12 February 2015 to 11 February 2018), a total of 2,752,656 options were assigned, 505,556 of which to the chief executive officer. During the year 27,270 options were cancelled under Wave 3.

An independent external advisor has been hired to calculate the fair value of the phantom stock options, based on the value of shares on the grant date, volatility, estimated dividend payments, the term of the plan and the risk-free rate of return. The calculation was performed using the binomial method.

For the first half year 2016, the total costs recognized for this plan amounted to € 450k.

Thorough information on the 2014 phantom Stock Option Plan is provided in the Disclosure Document prepared in accordance with Art. 84 *bis* (1) and Annex 3A (Schedule 7) of CONSOB Regulation 11971/1999, which is available to the public at [www.autogrill.com](http://www.autogrill.com), Section Governance-Shareholders'meeting.

### 2016 Phantom Stock Option Plan

On 26 May 2016, the general meeting of shareholders approved a new incentive plan referred to as the "2014 Phantom Stock Option Plan". The options will be assigned free of charge to executive directors and employees with strategic responsibilities of the company and/or its subsidiaries or to members of the management team as named, on one or more occasions, by the Board of Directors.

This plan, which expires on 30 June 2024, is split into three sub-plans or "Waves" which grant each beneficiary the right to receive, for each option exercised, a gross cash amount equal to the difference between the terminal value and the grant value of the Autogrill shares (the "Bonus"), subject to certain conditions and in any case not exceeding a given cap. Specifically, the terminal value of the shares is defined as the average official closing price of the company's shares at the end of each trading session of the Italian Stock Exchange in the month prior to and inclusive of the exercise date, plus dividends paid from the grant date until the date of exercise. The grant value is defined as the average official closing price of the company's shares at the end of each trading session of the Italian Stock Exchange in the month prior to and inclusive of the grant date.

On 26 May 2016, the plan was implemented and the terms and conditions of Wave 1 were defined. Under Wave 1 (vesting period from 26 May 2016 to 25 September 2019) a total of 4,825,428 options were assigned, 679,104 of which to the chief executive officer.

An independent external advisor has been hired to calculate the fair value of the phantom stock options, based on the value of shares on the grant date, volatility, estimated dividend payments, the term of the plan and the risk-free rate of return. The calculation was performed using the binomial method.

For the first half year 2016, the total costs recognized for this plan amounted to € 128k.

Thorough information on the 2014 phantom Stock Option Plan is provided in the Disclosure Document prepared in accordance with Art. 84 *bis* (1) and Annex 3A (Schedule 7) of CONSOB Regulation 11971/1999, which is available to the public at [www.autogrill.com](http://www.autogrill.com), Section Governance-Shareholders'meeting.

### **2.2.13 Significant non-recurring events and transactions**

In the first half 2016, there were no significant non-recurring events or transactions as defined by CONSOB Resolution 15519 of 27 July 2006 and CONSOB Communication DEM/6064293 of 28 July 2006.

### **2.2.14 Atypical or unusual transactions**

In the first half 2016, there were no atypical and/or unusual transactions as defined by CONSOB Communication DEM/6064293 of 28 July 2006.

### **2.2.15 Events after the reporting period**

Since 30 June 2016, no events have occurred that if known in advance would have entailed an adjustment to the figures in the condensed interim consolidated financial statements or required additional disclosures in these notes.

### **2.2.16 Information pursuant to Arts. 70 and 71 of CONSOB Regulation no. 11971/1999**

On 24 January 2013 the Board of Directors of Autogrill S.p.A. voted to take the option provided for by CONSOB Resolution 18079 of 20 January 2012 that removes the obligation to make available to the public the disclosure documents required by Arts. 70 and 71 of the Listing Rules (CONSOB Regulation 11971/1999) in the case of significant mergers, demergers, increases in share capital through contributions in kind, acquisitions and disposal.

### **2.2.17 Authorization for publication**

The Board of Directors authorized the publication of these consolidated financial statements at its meeting of 29 July 2016.

## Annexes

### List of consolidated companies and other investments

Company	Registered office	Currency	Share/quota capital	% held at 30.06.2016	Shareholders/quota holders
<b>Parent:</b>					
Autogrill S.p.A.	Novara	EUR	68,688,000	50.100%	Schematrentaquattro S.p.a.
<b>Companies consolidated line-by-line:</b>					
Nuova Sidap S.r.l.	Novara	EUR	100,000	100.0000%	Autogrill S.p.A.
Autogrill Austria A.G.	Gottesbrunn	EUR	7,500,000	100.0000%	Autogrill S.p.A.
Autogrill Czech Šro	Prague	CZK	154,463,000	100.0000%	Autogrill S.p.A.
Autogrill D.o.o.	Ljubljana	EUR	1,342,670	100.0000%	Autogrill S.p.A.
Autogrill Hellas E.P.E.	Avlonas	EUR	3,696,330	100.0000%	Autogrill S.p.A.
Autogrill Polska Sp. z o.o.	Katowice	PLN	14,050,000	100.0000%	Autogrill S.p.A.
Autogrill Iberia S.L.U.	Madrid	EUR	7,000,000	100.0000%	Autogrill S.p.A.
Autogrill Deutschland GmbH	Munich	EUR	205,000	100.0000%	Autogrill S.p.A.
Autogrill Belux N.V.	Antwerp	EUR	10,000,000	99.9900%	Autogrill S.p.A.
				0.0100%	Ac Restaurants & Hotels Beheer N.V.
Ac Restaurants & Hotels Beheer N.V.	Antwerp	EUR	3,250,000	99.9900%	Autogrill Belux NV
				0.0100%	Autogrill Nederland BV
Autogrill Schweiz A.G.	Olten	CHF	23,183,000	100.0000%	Autogrill S.p.A.
Restoroute de Bavois S.A.	Bavois	CHF	2,000,000	73.0000%	Autogrill Schweiz A.G.
Restoroute de la Gruyère S.A.	Pont-en-Ogoz	CHF	1,500,000	54.3300%	Autogrill Schweiz A.G.
Autogrill Nederland B.V.	Oosterhout	EUR	41,371,500	100.0000%	Autogrill S.p.A.
Autogrill Nederland Hotels BV	Oosterhout	EUR	1,500,000	100.0000%	Autogrill Nederland B.V.
Autogrill Nederland Hotel Amsterdam BV	Oosterhout	EUR	150,000	100.0000%	Autogrill Nederland B.V.
Holding de Participations Autogrill S.a.s.	Marseille	EUR	84,581,920	100.0000%	Autogrill S.p.A.
Autogrill Aéroports S.a.s.	Marseille	EUR	2,207,344	100.0000%	Holding de Participations Autogrill S.a.s.
Autogrill Coté France S.a.s.	Marseille	EUR	31,579,526	100.0000%	Holding de Participations Autogrill S.a.s.
Société Berrichonne de Restauration S.a.s. (Soberest)	Marseille	EUR	288,000	50.0000%	Autogrill Coté France S.a.s.
Société Porte de Champagne S.A. (SPC)	Perrogney-les-Fontaines	EUR	153,600	53.3330%	Autogrill Coté France S.a.s.
Société de Restauration de Bourgogne S.a.s. (Sorebo)	Marseille	EUR	144,000	50.0000%	Autogrill Coté France S.a.s.
Société de Restauration de Troyes-Champagne S.A. (SRTC)	Marseille	EUR	1,440,000	70.0000%	Autogrill Coté France S.a.s.
Volcares S.A.	Champs	EUR	1,050,144	50.0000%	Autogrill Coté France S.a.s.
Autogrill Restauration Carrousel S.a.s.	Marseille	EUR	2,337,000	100.0000%	Holding de Participations Autogrill S.a.s.
Société de Gestion Petrolière Autogrill S.a.r.l. (SGPA)	Marseille	EUR	8,000	100.0000%	Autogrill Coté France S.a.s.
Autogrill Commercial Catering France S.a.r.l.	Marseille	EUR	361,088	100.0000%	Holding de Participations Autogrill S.a.s.
Autogrill FFH Autoroutes S.a.r.l.	Marseille	EUR	375,000	100.0000%	Autogrill Coté France S.a.s.
Autogrill FFH Centres Villes S.a.r.l.	Marseille	EUR	375,000	100.0000%	Autogrill Restauration Carrousel S.a.s.
Carestel Nord S.a.r.l. (in liquidation)	Marseille	EUR	76,225	99.8000%	Autogrill Commercial Catering France S.a.s.
HMSHost Corporation	Delaware	USD	-	100.0000%	Autogrill SpA
HMSHost International, Inc.	Delaware	USD	-	100.0000%	HMSHost Corporation
HMSHost USA, LLC	Delaware	USD	-	100.0000%	HMSHost Corporation
Host International, Inc.	Delaware	USD	-	97.0000%	HMSHost Corporation
HMS Host Tollroads Inc.	Delaware	USD	-	100.0000%	HMSHost Corporation
HMS Airport Terminal Services, Inc.	Delaware	USD	1,000	100.0000%	Host International, Inc.
Host International of Maryland, Inc.	Maryland	USD	1,000	100.0000%	Host International, Inc.
Michigan Host, Inc.	Delaware	USD	1,000	100.0000%	Host International, Inc.
Host Services of New York, Inc.	Delaware	USD	1,000	100.0000%	Host International, Inc.
Host International of Kansas, Inc.	Kansas	USD	1,000	100.0000%	Host International, Inc.
Host Services Inc.	Texas	USD	-	100.0000%	Host International, Inc.
HMSHost USA, Inc.	Delaware	USD	-	100.0000%	Host International, Inc.
Anton Airfood of Cincinnati, Inc.	Kentucky	USD	-	100.0000%	Anton Airfood, Inc.
Anton Airfood, Inc.	Delaware	USD	1,000	100.0000%	HMSHost Corporation

Company	Registered office	Currency	Share/quota capital	% held at 30.06.2016	Shareholders/quota holders
Anton Airfood of Texas, Inc.	Texas	USD	-	100.000%	Anton Airfood, Inc.
Anton Airfood of Newark, Inc.	New Jersey	USD	-	100.000%	Anton Airfood, Inc.
Anton Airfood of JFK, Inc.	New York	USD	-	100.000%	Anton Airfood, Inc.
Anton Airfood of Minnesota, Inc.	Minnesota	USD	-	100.000%	Anton Airfood, Inc.
Palm Springs AAJ, Inc.	California	USD	-	100.000%	Anton Airfood, Inc.
Fresno AAJ, Inc.	California	USD	-	100.000%	Anton Airfood, Inc.
Anton Airfood of Seattle, Inc.	Washington	USD	-	100.000%	Anton Airfood, Inc.
Anton Airfood of Tulsa, Inc.	Oklahoma	USD	-	100.000%	Anton Airfood, Inc.
Islip AAJ, Inc.	New York	USD	-	100.000%	Anton Airfood, Inc.
Host International (Poland) Sp.zo.o. (in liquidation)	Warsaw	USD	-	100.000%	Host International, Inc.
Shenzhen Host Catering Company, Ltd. (in liquidation)	Shenzhen	USD	-	100.000%	Host International, Inc.
Host Services Pty, Ltd.	North Cairns	AUD	11,289,358	100.000%	Host International, Inc.
Host International of Canada, Ltd.	Vancouver	CAD	75,351,237	100.000%	Host International, Inc.
Hareca Exploitatie Maatschappij Schiphol, B.V.	Haarlemmermeer	EUR	45,400	100.000%	HMSHost International B.V.
Marriott Airport Concessions Pty, Ltd.	North Cairns	AUD	3,910,102	100.000%	Host International, Inc.
HMSHost Services India Private, Ltd.	Bangalore	INR	668,441,680	99.990%	Host International, Inc.
				0.010%	HMSHost International, Inc.
HMSHost Singapore Private, Ltd.	Singapore	SGD	9,053,750	100.000%	Host International, Inc.
Host (Malaysia) Sdn.Bhd.	Kuala Lumpur	MYR	2	100.000%	Host International, Inc.
HMSHost New Zealand Ltd.	Auckland	NZD	1,520,048	100.000%	Host International, Inc.
HMSHost (Shanghai) Enterprise Management Consulting Co., Ltd. (in liquidation)	Shanghai	CNY	-	100.000%	Host International, Inc.
HMSHost International B.V.	Haarlemmermeer	EUR	18,090	100.000%	Host International, Inc.
HMSHost Hospitality Services Bharath Private, Ltd.	Karnataka	INR	500,000	99.000%	HMSHost Services India Private Ltd
				1.000%	Host International, Inc.
NAG B.V.	Haarlemmermeer	EUR	100	60.000%	HMSHost International B.V.
Autogrill Russia LLC	St. Petersburg	RUB	10,000	100.000%	NAG B.V.
HMSHost Finland Oy	Helsinki	EUR	2,500	100.000%	HMSHost International B.V.
Host -Chelsea Joint Venture #3	Texas	USD	-	63.800%	Host International, Inc.
Host Bush Lubbock Airport Joint Venture	Texas	USD	-	90.000%	Host International, Inc.
Host/Diversified Joint Venture	Michigan	USD	-	90.000%	Host International, Inc.
Airside C F&B Joint Venture	Florida	USD	-	70.000%	Host International, Inc.
Host of Kahului Joint Venture Company	Hawaii	USD	-	90.000%	Host International, Inc.
Host/ Coffee Star Joint Venture	Texas	USD	-	50.010%	Host International, Inc.
Southwest Florida Airport Joint Venture	Florida	USD	-	78.000%	Host International, Inc.
Host Honolulu Joint Venture Company	Hawaii	USD	-	90.000%	Host International, Inc.
Host/Forum Joint Venture	Baltimore	USD	-	70.000%	Host International, Inc.
HMS/Blue Ginger Joint Venture	Texas	USD	-	55.000%	Host International, Inc.
Host/Java Star Joint Venture	Texas	USD	-	50.010%	Host International, Inc.
Host & Garrett Joint Venture	Mississippi	USD	-	75.000%	Host International, Inc.
Tinsley/Host - Tampa Joint Venture Company	Florida	USD	-	49.000%	Host International, Inc.
Host-Chelsea Joint Venture #1	Texas	USD	-	65.000%	Host International, Inc.
Host-Tinsley Joint Venture	Florida	USD	-	84.000%	Host International, Inc.
Host/Tarra Enterprises Joint Venture	Florida	USD	-	75.000%	Host International, Inc.
Host D&D STL FB, LLC	Missouri	USD	-	75.000%	Host International, Inc.
Host/LJA Joint Venture	Missouri	USD	-	85.000%	Host International, Inc.
Seattle Restaurant Associates	Olympia	USD	-	70.000%	Host International, Inc.
Bay Area Restaurant Group	California	USD	-	49.000%	Host International, Inc.
HMS Host Coffee Partners Joint Venture	Texas	USD	-	50.010%	Host International, Inc.
Host/JV Ventures McCarran Joint Venture	Nevada	USD	-	60.000%	Host International, Inc.
Host/ Howell - Mickens Joint Venture	Texas	USD	-	65.000%	Host International, Inc.
Miami Airport FB Partners Joint Venture	Florida	USD	-	70.000%	Host International, Inc.
Host FJJD Jacksonville Joint Venture	Florida	USD	-	51.000%	Host International, Inc.
Host/JQ RDU Joint Venture	North Carolina	USD	-	75.000%	Host International, Inc.
Host CTI Denver Airport Joint Venture	Colorado	USD	-	90.000%	Host International, Inc.
HMS - D/FW Airport Joint Venture	Texas	USD	-	65.000%	Host International, Inc.
Host Shellis Atlanta Joint Venture	Atlanta	USD	-	70.000%	Host International, Inc.
Host-TFC-RSL, LLC	Kentucky	USD	-	65.000%	Host International, Inc.
Host -Chelsea Joint Venture #4	Texas	USD	-	63.000%	Host International, Inc.
Host-CMS SAN F&B, LLC	Delaware	USD	-	65.000%	Host WAB SAN FB, LLC
Host GRL LHH F&B, LLC	Delaware	USD	-	85.000%	Host International, Inc.
Host Fox PHX F&B, LLC	Delaware	USD	-	75.000%	Host International, Inc.
Host FDY ORF F&B, LLC	Delaware	USD	-	90.000%	Host International, Inc.
LTL ATL JV, LLC	Delaware	USD	-	70.000%	Host International, Inc.
Host ATLChefs JV 3, LLC	Delaware	USD	-	95.000%	Host International, Inc.
Host ATLChefs JV 5, LLC	Delaware	USD	-	85.000%	Host International, Inc.
Host LGO PHX F&B, LLC	Delaware	USD	-	80.000%	Host International, Inc.
Host H8 Terminal E F&B, LLC	Delaware	USD	-	60.000%	Host International, Inc.

Company	Registered office	Currency	Share/quota capital	% held at 30.06.2016	Shareholders/quota holders
Host-Love Field Partners I, LLC	Delaware	USD	-	51.000%	Host International, Inc.
Host-True Flavors SAT Terminal A.FB	Delaware	USD	-	65.000%	Host International, Inc.
Host Havana LAX F&B, LLC	Delaware	USD	-	90.000%	Host International, Inc.
Host-CTI DEN F&B II, LLC	Delaware	USD	-	80.000%	Host International, Inc.
Host Lee JAX FB, LLC	Delaware	USD	-	80.000%	Host International, Inc.
Host/DFW AF, LLC	Delaware	USD	-	50.010%	Host International, Inc.
Host Havana LAX TBIT FB, LLC	Delaware	USD	-	70.000%	Host International, Inc.
Host Houston 8 IAH Terminal B, LLC	Delaware	USD	-	60.000%	Host International, Inc.
HHL Cole's LAX F&B, LLC	Delaware	USD	-	80.000%	Host Havana LAX F&B, LLC
Host CMS LAX TBIT F&B, LLC	Delaware	USD	-	70.000%	Host International, Inc.
Host WAB SAN FB, LLC	Delaware	USD	-	95.000%	Host International, Inc.
Host JQE RDU Prime, LLC	Delaware	USD	-	85.000%	Host International, Inc.
Host Howell Terminal A F&B, LLC	Delaware	USD	-	65.000%	Host International, Inc.
Host MCA TEI FLL FB, LLC	Delaware	USD	-	76.000%	Host International, Inc.
Host MCA SRQ FB, LLC	Delaware	USD	-	90.000%	Host International, Inc.
HOST ECI ORD FB, LLC	Delaware	USD	-	51.000%	Host International, Inc.
Host Aranza Howell DFW B&E FB, LLC	Delaware	USD	-	55.000%	Host International, Inc.
Host MG V IAD FB, LLC	Delaware	USD	-	65.000%	Host International, Inc.
Host MG V DCA FB, LLC	Delaware	USD	-	70.000%	Host International, Inc.
Host CTI DEN F&B STA, LLC	Delaware	USD	-	80.000%	Host International, Inc.
Host MG V DCAKT, LLC	Delaware	USD	-	51.000%	Host International, Inc.
Host MBA LAX SB, LLC	Delaware	USD	-	70.000%	Host International, Inc.
Host HB IAH FB I, LLC	Delaware	USD	-	60.000%	Host International, Inc.
Host BGV IAH FB, LLC	Delaware	USD	-	55.000%	Host International, Inc.
Host MCA ATL FB, LLC	Delaware	USD	-	64.000%	Host International, Inc.
Host TBL TPA FB, LLC	Delaware	USD	-	71.000%	Host International, Inc.
Host JQE CVG FB, LLC	Delaware	USD	-	90.000%	Host International, Inc.
Host MBA CMS LAX, LLC	Delaware	USD	5,593,000	60.000%	Host International, Inc.
HMSHost Family Restaurants, Inc.	Maryland	USD	2,000	100.000%	Host International, Inc.
Autogrill Catering UK Ltd.	London	GBP	217,063	100.000%	HMSHost International B.V.
Restair UK Ltd.	London	GBP	1	100.000%	Autogrill Catering UK Ltd.
HMSHost Sweden A.B.	Stockholm	SEK	2,500,000	100.000%	HMSHost International B.V.
HMSHost Ireland Ltd.	Cork	EUR	13,600,000	100.000%	HMSHost International B.V.
HMSHost Nederland B.V.	Haarlemmermeer	EUR	100	100.000%	HMSHost International B.V.
HMSHost Huazhuan (Beijing) Catering Management Co., Ltd.	Beijing	CNY	12,239,987	60.000%	HMSHost International B.V.
SMSI Travel Centres, Inc.	Vancouver	CAD	10,800,100	100.000%	Host International of Canada, Ltd.
Hms Host Yiyecok Ve Icecek Hizmetleri A.S.	Istanbul	TRL	10,271,734	100.000%	HMSHost International B.V.
Autogrill VFS F&B Co. Ltd.	Ho Chi Minh City	USD	5,000,000	70.000%	HMSHost International B.V.
PT Autogrill Taurus Gemilang Indonesia	Jakarta	USD	1,000,000	70.000%	HMSHost International B.V.
HMS Host Family Restaurants, LLC	Delaware	USD	-	100.000%	HMSHost Family Restaurants, Inc.
HMSHost Motorways L.P.	Winnipeg	CAD	-	100.000%	SMSI Travel Centres, Inc.
HMSHost Motorways, Inc.	Vancouver	CAD	-	0.000%	HMSHost Motorways, Inc.
HMSHost Antalya Yiyecok Ve Icecek Hizmetleri A.S.	Antalya	TRL	2,140,000	51.000%	SMSI Travel Centres, Inc.
HK Travel Centres GP, Inc.	Toronto	CAD	-	51.000%	Hms Host Yiyecok Ve Icecek Hizmetleri A.S.
HK Travel Centres L.P.	Winnipeg	CAD	-	51.000%	HMSHost Motorways, Inc.
Host VDV CMH FB, LLC	Delaware	USD	-	0.0001%	HMSHost Motorways L.P.
Host OHM GSO FB, LLC	Delaware	USD	-	85.0000%	HK Travel Centres GP, Inc.
Host JQE LIT FB, LLC	Delaware	USD	-	80.000%	Host International, Inc.
Host JVI PDX FB, LLC	Delaware	USD	-	70.000%	Host International, Inc.
Host JVI PDX FB, LLC	Delaware	USD	-	84.000%	Host International, Inc.
Host TFC SDF FB, LLC	Delaware	USD	-	60.0000%	Host International, Inc.
HMSHost-UMOE F&B Company AS	Oslo	NOK	30,000	51.0000%	Host International, Inc.
HMSHost-UMOE F&B Company AS	Oslo	NOK	30,000	51.0000%	HMSHost International B.V.
<b>Companies consolidated using the equity method:</b>					
Company	Registered office	Currency	Share/quota capital	% held at 30.06.2016	Shareholders/quota holders
Caresquick N.V.	Brussels	EUR	3,300,000	50.000%	Autogrill Belux N.V.
Autogrill Middle East, LLC	Abu Dhabi	AED	100,000	50.000%	HMSHost International B.V.
Dewina Host Sdn. Bhd.	Kuala Lumpur	MYR	350,000	49.000%	Host International, Inc.
HKSC Opco L.P.	Winnipeg	CAD	-	49.000%	HMSHost Motorways LP
HKSC Developments L.P.	Winnipeg	CAD	-	49.000%	HMSHost Motorways LP
HMS Host (Shanghai) Catering Management Co., Ltd.	Shanghai	CNY	1,300,000	51.000%	HMSHost International B.V.
HMS Host and Lite Bite Pte. Ltd.	Bangalore	INR	100,000	51.000%	HMS Host Services India Private Limited
Arab Host Services LLC	Qatar	QAR	200,000	49.000%	Autogrill Middle East, LLC

## **Certification by the CEO and manager in charge of financial reporting**

### **STATEMENT** **about the condensed consolidated interim financial statements** **pursuant to Art. 81 *ter* of Consob Regulation 11971** **of 14 May 1999 (as amended)**

1. We, the undersigned, Gianmario Tondato Da Ruos as Chief Executive Officer and Alberto De Vecchi as manager in charge of Financial Reporting of Autogrill S.p.A., hereby declare, having also taking into account the provision of Art. 154-bis (3) and (4) of Legislative Decree no. 58 of 24 February 1998:

- the adequacy in relation to the characteristics of the business; and
- the effective implementation of the administrative and accounting procedures for the preparation of the condensed consolidated interim financial statements during the first half of 2016.

2. No significant findings have come to light in this respect.

3. We also confirm that:

3.1 the condensed consolidated interim financial statements:

- a) have been prepared in accordance with the applicable International Accounting Standards endorsed by the European Union pursuant to Regulation 1606/2002/EC of the European Parliament and the Council of 19 July 2002;
- b) correspond to the ledgers and accounting entries;
- c) provide a true and fair view of the financial position and results of operations of Autogrill S.p.A. and of companies included in the consolidation.

3.2. The interim report on operations contains information on the key events that took place during the first six months of the year and their impact on the condensed consolidated interim financial statements, as well as a description of the main risks and uncertainties for the remaining six months of the year. The interim report also discloses significant related party transactions.

Milan, 29 July 2016

Gianmario Tondato Da Ruos  
 Chief Executive Officer

Alberto De Vecchi  
 Manager in charge of Financial Reporting

## Independent Auditors' Report



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

**To the Shareholders of  
 AUTOGRILL S.p.A.**

#### Introduction

We have reviewed the accompanying half-yearly condensed interim consolidated financial statements of Autogrill S.p.A. and subsidiaries (the "Autogrill Group"), which comprise the statement of financial position as of June 30, 2016, the income statement, statement of other comprehensive income, statement of changes in equity and statement of cash flows for the six month period then ended, and 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 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.

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

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**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 Autogrill Group 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.

DELOITTE & TOUCHE S.p.A.

*Signed by*  
Ernesto Lanzillo  
Partner

Milan, Italy  
July 29, 2016

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