



PRESS RELEASE

- **UPDATE ON COMPANY'S FINANCIAL RESTRUCTURING NEGOTIATIONS: CONSISTENTLY WITH RECENT DECISIONS ON INDEBTEDNESS, THE BOARD OF DIRECTORS RESOLVED NOT TO PAY DECEMBER'S SENIOR DEBT PRINCIPAL INSTALMENT AND INTEREST COUPON.**
- **MONTHLY REPORT PURSUANT TO ARTICLE 114, PARAGRAPH 5, LEGISLATIVE DECREE No.58/1998.**

Milan, 27 December 2011

UPDATE ON COMPANY'S FINANCIAL RESTRUCTURING NEGOTIATIONS

The Board of Directors of Seat Pagine Gialle has met today in order to examine, *inter alia*, in the context of on going negotiation with the various stakeholders of the Company, the issue relating to December's debt maturities, amounting to approximately Euro 55 million, for principal and interest due under the RBS facilities agreement, of which Euro 35 million of principal instalment on Tranche A and about Euro 20 million of interests.

The Company's Board of Directors - acknowledging the availability of sufficient financial resources and the fact that, as already communicated by means of the press release of 16 December, arrangements are in place between the Senior Lender and a number of interested parties, the effect of which is to create a forbearance on acceleration and enforcement action by the Senior Lender against the Company until 31 January 2012 - resolved not to proceed to the above-mentioned payment of approximately Euro 55 million.

This decision is consistent with recent resolutions taken by the Company, starting from the end of October, not to fund and/or pay amounts relating to debt maturities of the financing agreements in place, pending negotiations for the approval of all the relevant stakeholders of the agreed consensual restructuring transaction within the deadline of 16 January 2012.



MONTHLY REPORT PURSUANT TO ARTICLE 114, PARAGRAPH 5, LEGISLATIVE DECREE NO. 58/1998

In compliance with the request sent by Consob on September 7, 2011, Protocol No. 11076499, pursuant to Article 114, paragraph 5, Legislative Decree No. 58/1998 relating to monthly reporting of significant information on our Company and Group, we report the following as requested.

1) Net financial indebtedness of the SEAT Pagine Gialle group and SEAT Pagine Gialle S.p.A. with indication of the short-term components separate from the medium and long-term components according to the outline provided by ESMA Recommendation 81/2011

SEAT Pagine Gialle group

		As at 11.30.2011	As at 12.31.2010	Change	As at 10.31.2011	Change
(euro/thousand)				Nov'11/Dec'10	Nov/Oct'11	Nov/Oct'11
A	Cash	147,449	241,728	(94,279)	169,604	(22,155)
B	Cash equivalent	-	-	-	-	-
C	Trading securities	-	-	-	-	-
D=(A+B+C)	Liquidity	147,449	241,728	(94,279)	169,604	(22,155)
E.1	Current Financial Receivable to third parties	5,104	1,498	3,606	5,341	(237)
E.2	Current Financial Receivable to related parties	-	-	-	-	-
F	Current Bank debt	107,819	7,683	100,136	104,540	3,279
G	Current portion of non current debt	187,494	263,270	(75,776)	187,495	(1)
H.1	Other current financial debt to third parties	24,396	24,056	340	17,104	7,292
H.2	Other current financial debt to related parties	60,813	17,375	43,438	52,125	8,688
I=(F+G+H)	Current Financial Debt	380,522	312,384	68,138	361,264	19,258
J=(I-E-D)	Net Current Financial Indebtedness	227,969	69,158	158,811	186,319	41,650
K	Non current Bank loans	446,794	596,116	(149,322)	446,794	-
L	Bonds Issued	721,864	718,587	3,277	721,498	366
M.1	Other non current loans to third parties	47,161	49,339	(2,178)	47,116	45
M.2	Other non current loans to related parties	1,300,000	1,300,000	-	1,300,000	-
N=(K+L+M)	Non Current Financial Debt	2,515,819	2,664,042	(148,223)	2,515,408	411
O	Non Current Financial Receivable to third parties	2,446	2,168	278	2,472	(26)
P=(N-O)	Net non Current Financial Indebtedness	2,513,373	2,661,874	(148,501)	2,512,936	437
Q=(J+P)	Net Financial Indebtedness	2,741,342	2,731,032	10,310	2,699,255	42,087
Transaction costs on loans and securitization costs not yet amortized and Net market value of "cash flow hedge" instruments		(43,190)	(47,043)	3,853	(44,053)	863
Net Financial Indebtedness - book value		2,698,152	2,683,989	14,163	2,655,202	42,950

The Net Financial Indebtedness according to the outline provided by ESMA Recommendation 81/2011 does not include Non Current Financial Receivable to third parties

Q	Net Financial Indebtedness	2,741,342	2,731,032	10,310	2,699,255	42,087
O	Non Current Financial Receivable to third parties	2,446	2,168	278	2,472	(26)
R=(Q+O)	Net Financial Indebtedness (ESMA Recommendation 81/2011)	2,743,788	2,733,200	10,588	2,701,727	42,061

The net financial indebtedness of the SEAT Pagine Gialle group at November 30, 2011 amounted to € 2,741,342 thousand compared to € 2,731,032 at December 31, 2010.



The main changes that occurred in the period are detailed as follows:

- termination of the securitization program. The program, which had started with an initial issue of *Asset-backed* securities amounting to € 256 million, was gradually reduced and, with the last repayment of € 3.5 million made on June 15, 2011, upon the expiration of the five-year term, the exposure on these debt instruments was completely extinguished; in view of the low level of market propensity for securitization transactions it was deemed preferable not to renew this operation but, rather, to make use of the funding ensured by the *revolving* line of credit available to the company, as detailed below;
- use, starting from April 21, 2011, of a € 90 million *revolving* credit line to cover working capital requirements of SEAT Pagine Gialle S.p.A. or of its subsidiaries, available until June 8, 2012, within the framework of the *Senior* Loan with The Royal Bank of Scotland;
- repayment of € 35,196 thousand at the end of April 2011 applied against the remaining installment of tranche A on the Senior Loan with The Royal Bank of Scotland, due in June 2011 by contract.

In addition, with respect to the net financial indebtedness as at October 31, 2011 communicated last month, the difference is mainly due to the tax payment made by Seat Pagine Gialle S.p.A. with reference to art.23 paragraph 4 of Legislative Decree no. 98/2011 (approximately € 33 million).

SEAT Pagine Gialle S.p.A.

	As at 11.30.2011	As at 12.31.2010	Change Nov'11/Dec'10	As at 10.31.2011	Change Nov/Oct'11
Cash	93,901	133,698	(39,797)	115,232	(21,331)
Cash equivalent	-	-	-	-	-
Trading securities	-	-	-	-	-
Liquidity	93,901	133,698	(39,797)	115,232	(21,331)
Current Financial Receivable to third parties	4,415	670	3,745	4,491	(76)
Current Financial Receivable to related parties	32,301	85,081	(52,780)	31,449	852
Current Bank debt	107,819	7,683	100,136	104,525	3,294
Current portion of non current debt	187,494	73,254	114,240	187,494	-
Other current financial debt to third parties	24,396	22,466	1,930	17,104	7,292
Other current financial debt to related parties	67,191	184,486	(117,295)	64,598	2,593
Current Financial Debt	386,900	287,889	99,011	373,721	13,179
Net Current Financial Indebtedness	256,283	68,440	187,843	222,549	33,734
Non current Bank loans	446,794	596,116	(149,322)	446,794	-
Bonds Issued	721,864	718,587	3,277	721,498	366
Other non current loans to third parties	47,161	49,336	(2,175)	47,116	45
Other non current loans to related parties	1,300,000	1,300,000	-	1,300,000	-
Non Current Financial Debt	2,515,819	2,664,039	(148,220)	2,515,408	411
Non Current Financial Receivable to third parties	2,039	1,619	420	2,065	(26)
Net non Current Financial Indebtedness	2,513,780	2,662,420	(148,640)	2,513,343	437
Net Financial Indebtedness	2,770,063	2,730,860	39,203	2,735,892	34,171
Transaction costs on loans and securitization costs not yet amortized and Net market value of "cash flow hedge" instruments	(43,190)	(47,043)	3,853	(44,053)	863
Net Financial Indebtedness - book value	2,726,873	2,683,817	43,056	2,691,839	35,034

The Net Financial Indebtedness according to the outline provided by ESMA Recommendation 81/2011 does not include Non Current Financial Receivable to third parties

Net Financial Indebtedness	2,770,063	2,730,860	39,203	2,740,682	29,381
Non Current Financial Receivable to third parties	2,039	1,619	420	1,745	294
Net Financial Indebtedness (ESMA Recommendation 81/2011)	2,772,102	2,732,479	39,623	2,742,427	29,675

The net financial indebtedness of SEAT Pagine Gialle S.p.A. at November 30, 2011 amounted to € 2,770,063 thousand compared to € 2,730,860 at December 31, 2010.

For the main changes occurring in the period, refer to the above mentioned breakdown on the net financial indebtedness of the SEAT Pagine Gialle Group.

2) Group debt positions due, distributed by type (financial, commercial, tax, pension, and to employees) and any related initiatives in response from the creditors of the Group (requests, demands, suspensions of funding, etc.)



At November 30, 2011, trade payables to suppliers of the SEAT Pagine Gialle Group amounted to € 123,015 thousand; the amount of these payables due by November 30, 2011 is equal to € 26,158 thousand, of which € 11,508 thousand was paid in December.

This situation is to be viewed as representative of the normal scope of commercial relations with SEAT Group suppliers; in this respect none of the Group's suppliers has taken action to recover amounts due (demands, suspensions of supply, etc.) that could be considered detrimental to the continuation of normal business.

The SEAT Pagine Gialle Group has no positions due as of November 30, 2011 with respect to finance, tax, pensions, or to employees or agents.

3) Related parties transactions of the SEAT Pagine Gialle group and SEAT Pagine Gialle S.p.A.

Transactions with related parties carried out by Group Companies, including intra-group transactions, and by the Parent Company SEAT Pagine Gialle S.p.A. come under ordinary operating activities and are subject to market conditions or specific legislative provisions. There were no atypical or unusual transactions to report, nor any giving rise to potential conflict of interest.

SEAT Pagine Gialle group

STATEMENT OF OPERATIONS

(euro/thousand)	Associates	Companies with significant influence	Other related parties (*)	Total related parties as at 09.30.2011
Cost of material and external services	-	-	(395)	(395)
Salaries, wages and employee benefits	-	-	(7,779)	(7,779)
Non-recurring costs	-	-	(936)	(936)
Interest expense	(95,562)	-	-	(95,562)

(*) Directors, statutory auditors and executives with strategic responsibility.

STATEMENT OF FINANCIAL POSITION

(euro/thousand)	Associates	Companies with significant influence	Other related parties (*)	Total related parties as at 09.30.2011
Other non current loans to related parties	(1,300,000)	-	-	(1,300,000)
Non-current reserves to employees	-	-	(388)	(388)
Other current financial debt to related parties	(60,813)	-	-	(60,813)
Trade payables	(29)	-	(972)	(1,001)
Payables for services to be rendered and other current liabilities	-	-	-	-

(*) Directors, statutory auditors and executives with strategic responsibility.

SEAT Pagine Gialle S.p.A.

STATEMENT OF OPERATIONS

(euro/thousand)	Subsidiaries	Associates	Companies with significant influence	Other related parties (*)	Total related parties as at 09.30.2011
Revenues from sales and services	47,205	-	-	-	47,205
Other income and revenues	2,905	-	-	-	2,905
Costs of materials and external services	(14,832)	-	-	(395)	(15,227)
Salaries, wages an employee benefits	(76)	-	-	(7,779)	(7,855)
Adjustments	(1,152)	-	-	-	(1,152)
Other operating costs	(53)	-	-	-	(53)
Non-recurring and restructuring costs	(2)	-	-	(936)	(938)
Interest income	9,675	-	-	-	9,675
Interest expense	(3,131)	(95,562)	-	-	(98,693)
Income taxes	(6)	-	-	-	(6)

(*) Directors, statutory auditors and executives with strategic responsibility.

STATEMENT OF FINANCIAL POSITION

(euro/thousand)	Subsidiaries	Associates	Companies with significant influence	Other related parties (*)	Total related parties as at 09.30.2011
Other non current loans to related parties	-	(1,300,000)	-	-	(1,300,000)
Non-current reserves to employees	-	-	-	(388)	(388)
Other current financial debt to related parties	(6,378)	(60,813)	-	-	(67,191)
Trade payables	(3,008)	(29)	-	(972)	(4,009)
Payables for services to be rendered an other current liabilities	(1,517)	-	-	-	(1,517)
Trade receivables	14,887	-	-	-	14,887
Other current assets	7,292	-	-	-	7,292
Current Financial Receivable to related parties	32,878	-	-	-	32,878
Investments	181	-	-	-	181

(*) Directors, statutory auditors and executives with strategic responsibility.



DECLARATION PURSUANT TO ARTICLE 154-BIS, PARAGRAPH 2, LEGISLATIVE DECREE NO. 58, FEBRUARY 24, 1998

The manager responsible for preparation of the financial statements, Massimo Cristofori, Head of the Administration, Finance and Control Department of SEAT Pagine Gialle S.p.A., declares, pursuant to Article 154-bis, paragraph 2, Legislative Decree No. 58, February 24, 1998, that the accounting information contained in this press release corresponds to the accounting records, documents and books of the company.

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This press release is a translation. The Italian version will prevail.