

BRAZILIAN DISTRIBUTION CO COMPANHIA BRASILEIRA DE DISTR CBD

Form 6-K

July 24, 2013

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## FORM 6-K

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

### Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934

For the month of July, 2013

Brazilian Distribution Company

(Translation of Registrant's Name Into English)

Av. Brigadeiro Luiz Antonio,  
3142 São Paulo, SP 01402-901

Brazil

(Address of Principal Executive Offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F)

Form 20-F ☒ Form 40-F ☐

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b) (1)):

Yes ☐ No ☒

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b) (7)):

Yes ☐ No ☒

(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes ☐ No ☒

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## 2Q13 Earnings Release

### Net income up 35.8% to R\$ 327 million

**São Paulo, Brazil, July 23, 2013 - Grupo Pão de Açúcar** [BM&FBOVESPA: PCAR4 (PN); NYSE: CBD] and **Via Varejo** [BM&FBOVESPA: VVAR3] announce their results for the second quarter of 2013 (2Q13). The results are presented in the segments as follows: **GPA Food**, formed by supermarkets (Pão de Açúcar, Extra Supermercado and PA Delivery), hypermarkets (Extra Hiper), neighborhood stores (Minimercado Extra), cash-and-carry stores (Assaí), GPA Malls & Properties, gas stations and drugstores; and **GPA Consolidated**, formed by GPA Food and Viavarejo (Casas Bahia and Pontofrio brick-and-mortar stores) and Nova Pontocom's e-commerce operations: Extra.com.br, PontoFrio.com.br, Casasbahia.com.br, Barateiro.com.br, PartiuViagens.com.br, e-Plataforma and Atacado Pontofrio). More information on the results of the subsidiary Via Varejo S.A. can be found in its respective earnings release disclosed on this date.

## GPA Consolidated

### Gross sales revenue reached R\$ 14.919 billion

§ Gross sales revenue totaled R\$ 14.919 billion, up 10.4% over 2Q12. In 1H13, excluding the effect of early Easter, sales increased by 10.1%;

§ 33 new stores added 29,000 square meters to sales area in the period. Sales area increased 2.2% year-to-date;

§ Same-store growth reached 7.3%, benefited by Viavarejo's same-store growth increase;

§ EBITDA at R\$ 609 million, impacted by Other Operating Expenses and Revenues amounting to R\$ 350 million in the period. The EBITDA adjusted by these effects increased 20.6%, with margin at 7.2%;

§ Sales, general and administrative expenses as percentage of net sales revenue decline in all operations. In GPA Consolidated, it declined from 20.5% to 19.5% in 2Q13.

## GPA Food

### Gross sales revenue up 8.8% in 2Q13, with adjusted EBITDA margin at 7.0%

§ Gross sales revenue, excluding real estate projects, totaled R\$ 7.984 billion, up 8.8% over 2Q12;

§ Increase in expansion pace: 29 new stores in 2Q13. Sales area increased 2.9% year-to-date;

§ Same-store growth of 4.8% in food categories, due to the early Easter, which was in 1Q13;

§ EBITDA at R\$ 253 million, impacted by Other Operating Expenses and Revenues of R\$ 260 million in the period. EBITDA adjusted by these effects would be R\$ 512 million, with EBITDA margin at 7.0%.

|                                    | GPA Consolidated |              |                  |              |              |                  | GPA Food (ex. real estate projects) |              |                  | Viavarejo    |              |                 |
|------------------------------------|------------------|--------------|------------------|--------------|--------------|------------------|-------------------------------------|--------------|------------------|--------------|--------------|-----------------|
| (R\$ million) <sup>(1)</sup>       | 2Q13             | 2Q12         | Δ                | 1H13         | 1H12         | Δ                | 2Q13                                | 2Q12         | Δ                | 2Q13         | 2Q12         | Δ               |
| <b>Gross Sales Revenue</b>         | 14,919           | 13,512       | 10.4%            | 29,904       | 27,172       | 10.1%            | 7,984                               | 7,339        | 8.8%             | 6,936        | 6,075        | 14.2%           |
| <b>Net Sales Revenue</b>           | 13,383           | 12,037       | 11.2%            | 26,766       | 24,185       | 10.7%            | 7,321                               | 6,622        | 10.6%            | 6,062        | 5,318        | 14.0%           |
| Gross Profit                       | 3,550            | 3,229        | 9.9%             | 7,084        | 6,473        | 9.4%             | 1,812                               | 1,693        | 7.0%             | 1,739        | 1,438        | 20.9%           |
| <b>Gross Margin</b>                | <b>26.5%</b>     | <b>26.8%</b> | <b>-0.3 p.p.</b> | <b>26.5%</b> | <b>26.8%</b> | <b>-0.3 p.p.</b> | <b>24.7%</b>                        | <b>25.6%</b> | <b>-0.9 p.p.</b> | <b>28.7%</b> | <b>27.0%</b> | <b>1.7 p.p.</b> |
| EBITDA                             | 609              | 801          | -24.0%           | 1,471        | 1,577        | -6.7%            | 253                                 | 483          | -47.7%           | 356          | 220          | 61.5%           |
| <b>EBITDA Margin<sup>(2)</sup></b> | <b>4.5%</b>      | <b>6.7%</b>  | <b>-2.2 p.p.</b> | <b>5.5%</b>  | <b>6.5%</b>  | <b>-1.0 p.p.</b> | <b>3.4%</b>                         | <b>7.3%</b>  | <b>-3.9 p.p.</b> | <b>5.9%</b>  | <b>4.1%</b>  | <b>1.8 p.p.</b> |
| Adjusted EBITDA                    | 958              | 794          | 20.6%            | 1,829        | 1,565        | 16.9%            | 512                                 | 474          | 8.1%             | 446          | 222          | 100.5%          |
| <b>Adjusted EBITDA Margin</b>      | <b>7.2%</b>      | <b>6.6%</b>  | <b>0.6 p.p.</b>  | <b>6.8%</b>  | <b>6.5%</b>  | <b>0.3 p.p.</b>  | <b>7.0%</b>                         | <b>7.2%</b>  | <b>-0.2 p.p.</b> | <b>7.4%</b>  | <b>4.2%</b>  | <b>3.2 p.p.</b> |

|                   |             |             |             |             |             |             |              |             |                  |             |             |                  |
|-------------------|-------------|-------------|-------------|-------------|-------------|-------------|--------------|-------------|------------------|-------------|-------------|------------------|
| Net               |             |             |             |             |             |             |              |             |                  |             |             |                  |
| Financial         |             |             |             |             |             |             |              |             |                  |             |             |                  |
| Revenue           |             |             |             |             |             |             |              |             |                  |             |             |                  |
| (Expenses)        | (300)       | (285)       | 5.2%        | (554)       | (620)       | -10.7%      | (129)        | (121)       | 7.0%             | (170)       | (164)       | 3.9%             |
| <b>% of net</b>   |             |             |             |             |             |             |              |             |                  |             |             |                  |
| <b>sales</b>      |             |             | <b>-0.2</b> |             |             | <b>-0.5</b> |              |             |                  |             |             |                  |
| <b>revenue</b>    | <b>2.2%</b> | <b>2.4%</b> | <b>p.p.</b> | <b>2.1%</b> | <b>2.6%</b> | <b>p.p.</b> | <b>1.8%</b>  | <b>1.8%</b> | <b>0.0 p.p.</b>  | <b>2.8%</b> | <b>3.1%</b> | <b>-0.3 p.p.</b> |
| Company's         |             |             |             |             |             |             |              |             |                  |             |             |                  |
| net profit        | 77          | 245         | -68.6%      | 352         | 407         | -13.6%      | (18)         | 142         | -113.0%          | 95          | 5           | 1667.4%          |
| <b>Net</b>        |             |             | <b>-1.4</b> |             |             | <b>-0.4</b> |              |             |                  |             |             |                  |
| <b>Margin</b>     | <b>0.6%</b> | <b>2.0%</b> | <b>p.p.</b> | <b>1.3%</b> | <b>1.7%</b> | <b>p.p.</b> | <b>-0.3%</b> | <b>2.1%</b> | <b>-2.4 p.p.</b> | <b>1.6%</b> | <b>0.1%</b> | <b>1.5 p.p.</b>  |
| Adjusted Net      |             |             |             |             |             |             |              |             |                  |             |             |                  |
| Income            | 327         | 241         | 35.8%       | 610         | 400         | 52.6%       | 172          | 136         | 26.6%            | 155         | 7           | 2112.5%          |
| <b>Adjusted</b>   |             |             | <b>0.4</b>  |             |             | <b>0.6</b>  |              |             |                  |             |             |                  |
| <b>Net Margin</b> | <b>2.4%</b> | <b>2.0%</b> | <b>p.p.</b> | <b>2.3%</b> | <b>1.7%</b> | <b>p.p.</b> | <b>2.4%</b>  | <b>2.1%</b> | <b>0.3 p.p.</b>  | <b>2.6%</b> | <b>0.1%</b> | <b>2.5 p.p.</b>  |

(1) Totals and percentage changes are rounded off and all margins were calculated as percentage of net sales revenue.

(2) Earnings before Interest, Taxes, Depreciation, Amortization

*For better comparability of results, the following comments do not include the results of the real estate projects implemented by the Company in 2Q12 in partnership with construction companies, which generated non-recurring revenue of R\$ 98 million.*

### Sales Performance

| (R\$ million)                                      | Gross Sales Revenue |               |              |               |               |              | Net Sales Revenue |               |              |               |               |              |
|----------------------------------------------------|---------------------|---------------|--------------|---------------|---------------|--------------|-------------------|---------------|--------------|---------------|---------------|--------------|
|                                                    | 2Q13                | 2Q12          | Δ            | 1H13          | 1H12          | Δ            | 2Q13              | 2Q12          | Δ            | 1H13          | 1H12          | Δ            |
| <b>GPA Consolidated (ex-real estate projects )</b> | <b>14,919</b>       | <b>13,414</b> | <b>11.2%</b> | <b>29,904</b> | <b>27,074</b> | <b>10.5%</b> | <b>13,383</b>     | <b>11,939</b> | <b>12.1%</b> | <b>26,766</b> | <b>24,087</b> | <b>11.1%</b> |
| <b>GPA Food (ex-real estate projects)</b>          | <b>7,984</b>        | <b>7,339</b>  | <b>8.8%</b>  | <b>16,132</b> | <b>14,710</b> | <b>9.7%</b>  | <b>7,321</b>      | <b>6,622</b>  | <b>10.6%</b> | <b>14,703</b> | <b>13,278</b> | <b>10.7%</b> |
| <b>Retail</b>                                      | 6,425               | 6,197         | 3.7%         | 13,147        | 12,436        | 5.7%         | 5,887             | 5,579         | 5.5%         | 11,965        | 11,200        | 6.8%         |
| <b>Cash and Carry</b>                              | 1,558               | 1,142         | 36.4%        | 2,985         | 2,273         | 31.3%        | 1,434             | 1,043         | 37.5%        | 2,738         | 2,078         | 31.8%        |
| <b>GPA Non Food</b>                                | <b>6,936</b>        | <b>6,075</b>  | <b>14.2%</b> | <b>13,771</b> | <b>12,364</b> | <b>11.4%</b> | <b>6,062</b>      | <b>5,318</b>  | <b>14.0%</b> | <b>12,062</b> | <b>10,809</b> | <b>11.6%</b> |
| <b>Viavarejo - bricks and mortar stores</b>        | 5,873               | 5,236         | 12.2%        | 11,757        | 10,633        | 10.6%        | 5,113             | 4,552         | 12.3%        | 10,256        | 9,232         | 11.1%        |
| <b>Nova Pontocom</b>                               | 1,062               | 840           | 26.5%        | 2,014         | 1,731         | 16.4%        | 949               | 765           | 24.1%        | 1,806         | 1,577         | 14.6%        |
| <b>Real Estate Projects</b>                        | -                   | <b>98</b>     | -            | -             | <b>98</b>     | -            | -                 | <b>98</b>     | -            | -             | <b>98</b>     | -            |

### Gross 'Same-Store' Sales Revenue

|                         | 2Q13 | 1H13 |
|-------------------------|------|------|
| <b>GPA Consolidated</b> | 7.3% | 7.0% |
| <b>Food</b>             | 4.8% | 7.2% |

|          |      |      |
|----------|------|------|
| Non-food | 9.3% | 6.8% |
|----------|------|------|

**Consolidated gross sales revenue totaled R\$14.919 billion**, up 11.2% over 2Q12. GPA Food's gross revenue increased 8.8% and Viavarejo's increased 14.2%.

The Company's focus on expansion enabled the inauguration of 33 new stores in the quarter, of which 23 Minimercado Extra, four Casas Bahia three Assaí, two Pão de Açúcar and one drugstore. During the quarter, over 29,000 square meters were added to the GPA Consolidated's sales area, which represents an increase of 1.0% over the end of March. From January to June, the area growth was at 2.2%. The company reaffirms its commitment to the area expansion guidance of above 6% for GPA Food and between 2% and 3% for Viavarejo for 2013. Such guidance does not consider the settlement agreement (*Termo de Compromisso de Desempenho - TCD*) with Brazil's antitrust agency CADE (*Conselho Administrativo de Defesa Econômica*) -more information about TCD on page 7. Another highlight in the quarter was the performance of Nova Pontocom, which once again posted double-digit growth.

In 1H13, excluding the effect of early Easter, gross sales totaled R\$ 29.904 billion, up 10.5% over 1H12.

**Same-store sales increased 7.3%** in 2Q13, driven by the accelerated same-store growth of Viavarejo in the past quarters.

Sales of the Group's food categories posted same-store growth of 4.8%, impacted by the early Easter in 2013, which was celebrated in the first quarter. The Company estimates that the impact of the early Easter in the sales growth, in 2Q13, was approximately 300 basis points. Considering the calendar effect, same-store sales would increase by 7.8%, above inflation. Considering the six-month period, in which the calendar effect is not valid, same-store growth was 7.2%, which represents a real growth of 0.5% i.e. deflated by the IPCA inflation index for the last 12 months.

Minimercado Extra and Assaí banners posted double-digit growth in same-store sales.

Sales of the Group's non-food categories, which include Viavarejo and the non-food categories of Extra Hiper, posted same-store growth of 9.3%, spurred by Viavarejo's performance. The bricks-and-mortar stores posted 'same-store' sales growth of 9.5%, fueled by the effective marketing campaigns combined with the commercial strategy, in addition to sales related to Mother's Day. **Nova Pontocom** posted growth of 26.5% in the quarter, thanks to a price repositioning strategy in its different banners. In real terms, considering the inflation in the electronics, furniture and mattress categories in the past 12 months, as released by the Brazilian Institute of Geography and Statistics (IBGE), weighted by the product mix of the bricks-and-mortar stores and Nova Pontocom, gross revenue sales grew 8.7%.

In the second half of June, popular uprisings in Brazil forced the Company to shut certain stores for some hours at specific periods. The Management believes that the impacts on sales and other expenses were minor and did not significantly affect the 2Q13 performance.

Grupo Pão de Açúcar, through its banners Casas Bahia, Pontofrio and Extra Hiper, participate in the federal government's "Minha Casa Melhor" program, launched in June, which offer the beneficiaries of the "Minha Casa, Minha Vida" program **special credit facility to acquire furniture and home appliances**. All of the Company's businesses that sell the items included in the product basket subsidized by the credit facility are committed to meeting the demand of these new consumers.

## Operating Performance

|                                       | GPA Consolidated (ex. real estate projects) |         |           |         |         |           |
|---------------------------------------|---------------------------------------------|---------|-----------|---------|---------|-----------|
|                                       | 2Q13                                        | 2Q12    | Δ         | 1H13    | 1H12    | Δ         |
| <b>Gross Sales Revenue</b>            | 14,919                                      | 13,414  | 11.2%     | 29,904  | 27,074  | 10.5%     |
| <b>Net Sales Revenue</b>              | 13,383                                      | 11,939  | 12.1%     | 26,766  | 24,087  | 11.1%     |
| <b>Gross Profit</b>                   | 3,550                                       | 3,131   | 13.4%     | 7,084   | 6,375   | 11.1%     |
| <b>Gross Margin</b>                   | 26.5%                                       | 26.2%   | 0.3 p.p.  | 26.5%   | 26.5%   | 0.0 p.p.  |
| Selling Expenses                      | (2,249)                                     | (2,037) | 10.4%     | (4,536) | (4,098) | 10.7%     |
| General and Administrative Expenses   | (365)                                       | (416)   | -12.3%    | (768)   | (854)   | -10.1%    |
| Equity Income                         | 4                                           | (3)     | -         | 13      | 2       | 484.7%    |
| Other Operating Revenue (Expenses)    | (350)                                       | 7       | -         | (358)   | 12      | -         |
| <b>Total Operating Expenses</b>       | (2,960)                                     | (2,449) | 20.9%     | (5,650) | (4,937) | 14.4%     |
| <b>% of Net Sales Revenue</b>         | 22.1%                                       | 20.5%   | 1.6 p.p.  | 21.1%   | 20.5%   | 0.6 p.p.  |
| Depreciation (Logistic)               | 18                                          | 21      | -14.1%    | 37      | 40      | -9.2%     |
| <b>EBITDA <sup>(1) (2)</sup></b>      | 609                                         | 703     | -13.4%    | 1,471   | 1,478   | -0.5%     |
| <b>EBITDA Margin</b>                  | 4.5%                                        | 5.9%    | -1.4 p.p. | 5.5%    | 6.1%    | -0.6 p.p. |
| <b>Adjusted EBITDA <sup>(3)</sup></b> | 958                                         | 696     | 37.6%     | 1,829   | 1,467   | 24.7%     |
| <b>Adjusted EBITDA Margin</b>         | 7.2%                                        | 5.8%    | 1.4 p.p.  | 6.8%    | 6.1%    | 0.7 p.p.  |

(1) As of 4Q12, the results of Equity Income and Other Operating Income (Expenses) were included along with Total Operating Expenses in the calculation of EBITDA. Thus, the calculation of EBITDA complies with Instruction 527 dated October 4, 2012, issued by the Securities and Exchange Commission of Brazil (CVM).

(2) As from 1Q13, the depreciation recognized in the cost of goods sold, essentially consisting of the depreciation of distribution centers, began to be specified in the calculation of EBITDA.

(3) The explanation is available on page 11.

The Company's **gross margin increased by 30 basis points**, reflecting the price repositioning in food retail, which was supported by a reduction in expenses. As in 1Q13, Assaí banner adopted more competitive prices in the new stores, in line with the banner's strategy to generate traffic.

In terms of operational efficiency gains, the highlight was the reduction in the ratio between Viavarejo's selling, general and administrative expenses and net revenue, from 23.1% in

2Q12 to 21.5% in 2Q13, due to the gains of synergy from the Productivity Plan and the higher rationalization of staff, marketing and IT expenses.

In 2Q13, the Company incurred in Other Operating Expenses and Revenues of R\$ 350 million. It is worth mentioning the provisions for tax risks (R\$ 163 million), effects related to the association between Pontofrio and Casas Bahia <sup>(\*)</sup> (R\$ 67 million), restructuring expenses and results from fixed assets (R\$ 51 million) and provisions related to labor claims and others (R\$ 69 million).

EBITDA totaled R\$ 609 million, due to the recognition of Other Operating Expenses and Revenues, as mentioned above. **Adjusted EBITDA, which excludes such Other Operating Expenses and Revenues, would be R\$ 958 million, up 37.6%, with adjusted EBITDA margin 7.2%.**

In Viavarejo, the further gains of synergies and the implementation of new processes and elimination of operating expenses resulted in an EBITDA growth of 61.5%.

The six-month analysis, which excludes the calendar effect of Easter and the expense mentioned above, EBITDA increased by 24.7%, to R\$ 1.829 billion.

(\*) Refers to the effects related to the project by external consultants especially hired to analyze the accounting entries related to the association between Pontofrio and Casas Bahia.

**GPA Food (Retail and Cash-and-carry stores)****Food Retail (Extra and Pão de Açúcar)**

|                                     | Food Retail (ex. real estate projects) |         |           |         |         |           |
|-------------------------------------|----------------------------------------|---------|-----------|---------|---------|-----------|
|                                     | 2Q13                                   | 2Q12    | Δ         | 1H13    | 1H12    | Δ         |
| <b>Gross Sales Revenue</b>          | 6,425                                  | 6,197   | 3.7%      | 13,147  | 12,436  | 5.7%      |
| <b>Net Sales Revenue</b>            | 5,887                                  | 5,579   | 5.5%      | 11,965  | 11,200  | 6.8%      |
| <b>Gross Profit</b>                 | 1,611                                  | 1,535   | 5.0%      | 3,305   | 3,106   | 6.4%      |
| <b>Gross Margin</b>                 | 27.4%                                  | 27.5%   | -0.1 p.p. | 27.6%   | 27.7%   | -0.1 p.p. |
| Selling Expenses                    | (974)                                  | (945)   | 3.1%      | (1,987) | (1,883) | 5.6%      |
| General and Administrative Expenses | (186)                                  | (170)   | 9.2%      | (379)   | (353)   | 7.5%      |
| Equity Income                       | 3                                      | (2)     | -         | 10      | 2       | 380.2%    |
| Other Operating Revenue (Expenses)  | (261)                                  | 8       | -         | (284)   | (2)     | -         |
| <b>Total Operating Expenses</b>     | (1,418)                                | (1,109) | 27.9%     | (2,641) | (2,235) | 18.1%     |
| <b>% of Net Sales Revenue</b>       | 24.1%                                  | 19.9%   | 4.2 p.p.  | 22.1%   | 20.0%   | 2.1 p.p.  |
| Depreciation (Logistic)             | 11                                     | 10      | 4.7%      | 21      | 19      | 7.3%      |
| <b>EBITDA</b>                       | 204                                    | 436     | -53.3%    | 685     | 890     | -23.0%    |
| <b>EBITDA Margin</b>                | 3.5%                                   | 7.8%    | -4.3 p.p. | 5.7%    | 7.9%    | -2.2 p.p. |
| <b>Adjusted EBITDA</b>              | 465                                    | 428     | 8.6%      | 969     | 892     | 8.7%      |
| <b>Adjusted EBITDA Margin</b>       | 7.9%                                   | 7.7%    | 0.2 p.p.  | 8.1%    | 8.0%    | 0.1 p.p.  |

**Gross margin decreased by 10 basis points**, while selling, general and administrative expenses accounted for 19.7% of net sales revenue, down 30 basis points.

EBITDA was impacted by Other Operating Expenses and Revenues totaling R\$ 261.0 million. EBITDA totaled R\$ 204 million, down 53.3% over 2Q12. **EBITDA adjusted** by the above-mentioned effect was **R\$ 465 million**, with **margin at 7.9%**. Compared to 2Q12, growth would be 8.6%, higher than revenue growth.

Management expects further reductions on operating expenses over the year which may be converted into lower prices for consumers to increase store traffic. With such strategy, the Company's market share is expected to increase over the next quarters.

GPA Malls & Properties launched a new brand in June, **Conviva**, which is based on the **neighborhood malls** concept and aims to fill the gap between street stores and large commercial centers. Its first project, Conviva Américas, is anchored by an innovative concept of a Pão de Açúcar store, in addition to major sports, baby and gym retail chains, and another 35 satellite stores, including a food court. Conviva attracts customer traffic for the Pão de Açúcar store while diversifies the group's revenue with rental revenue. The project has a gross leasable area of 12,500 square meters. The Company expects to deliver at least 35,000 square meters of new gross leasable area in commercial centers this year.

**Cash-and-carry stores (Assaí)**

|                                     | Cash and Carry |       |           |       |       |           |
|-------------------------------------|----------------|-------|-----------|-------|-------|-----------|
|                                     | 2Q13           | 2Q12  | Δ         | 1H13  | 1H12  | Δ         |
| <b>Gross Sales Revenue</b>          | 1,558          | 1,142 | 36.4%     | 2,985 | 2,273 | 31.3%     |
| <b>Net Sales Revenue</b>            | 1,434          | 1,043 | 37.5%     | 2,738 | 2,078 | 31.8%     |
| <b>Gross Profit</b>                 | 200            | 158   | 26.5%     | 375   | 304   | 23.5%     |
| <b>Gross Margin</b>                 | 14.0%          | 15.2% | -1.2 p.p. | 13.7% | 14.6% | -0.9 p.p. |
| Selling Expenses                    | (136)          | (102) | 32.6%     | (259) | (204) | 27.1%     |
| General and Administrative Expenses | (17)           | (10)  | 66.4%     | (33)  | (21)  | 57.7%     |
| Other Operating Revenue (Expenses)  | 1.2            | 0.8   | 48.8%     | 1.3   | 0.3   | 288.3%    |
| <b>Total Operating Expenses</b>     | (152)          | (112) | 35.6%     | (291) | (224) | 29.6%     |
| <b>% of Net Sales Revenue</b>       | 10.6%          | 10.7% | -0.1 p.p. | 10.6% | 10.8% | -0.2 p.p. |
| Depreciation (Logistic)             | 0.01           | 0.05  | -76.8%    | 0.08  | 0.07  | 18.5%     |
| <b>EBITDA</b>                       | 49             | 47    | 4.6%      | 85    | 80    | 6.5%      |
| <b>EBITDA Margin</b>                | 3.4%           | 4.5%  | -1.1 p.p. | 3.1%  | 3.8%  | -0.7 p.p. |
| <b>Adjusted EBITDA</b>              | 48             | 46    | 3.8%      | 84    | 79    | 5.4%      |
| <b>Adjusted EBITDA Margin</b>       | 3.3%           | 4.4%  | -1.1 p.p. | 3.1%  | 3.8%  | -0.7 p.p. |

Gross sales revenue totaled R\$ 1.558 billion, up 36.4% over 2Q12, while EBITDA increased 4.6%, with margin at 3.4%. The first stores launched in new states demand more investments in marketing and more competitive prices, which lead to a natural margin contraction in the first months of operation at the newly opened stores in these regions. The success of this strategy is reflected in the sales performance of the recently opened stores, which exceeded initial expectations.

Keeping the aggressive store-opening plan for 2013 and, as already mentioned in 1Q13, the Company in 2Q13 delivered three new Assaí stores - in Ceará, Mato Grosso do Sul and Paraná. In the first six months of 2013, six new stores were opened, of which five were the first stores in their respective states. These six new stores represent 33,160 square meters of sales area and 74,200 square meters of built-up area. In the last 10 months, Assaí doubled the number of states in which it operates, from six to 12. The inauguration of stores in new regions was concentrated in the first half and other eight stores will be delivered in the second half of the year.

**The increase in operating expenses continues to lag behind revenue growth.** The low-expense business model sustains the more competitive pricing strategy. Management believes that this model will bring operating expenses down to below 10% of net revenue in the medium term.



### Electronics and home appliances (Viavarejo bricks-and-mortar stores and Nova Pontocom)

|                                     | Viavarejo |         |           |         |         |           |
|-------------------------------------|-----------|---------|-----------|---------|---------|-----------|
|                                     | 2Q13      | 2Q12    | Δ         | 1H13    | 1H12    | Δ         |
| <b>Gross Sales Revenue</b>          | 6,936     | 6,075   | 14.2%     | 13,771  | 12,364  | 11.4%     |
| <b>Net Sales Revenue</b>            | 6,062     | 5,318   | 14.0%     | 12,062  | 10,809  | 11.6%     |
| <b>Gross Profit</b>                 | 1,739     | 1,438   | 20.9%     | 3,403   | 2,966   | 14.8%     |
| <b>Gross Margin</b>                 | 28.7%     | 27.0%   | 1.7 p.p.  | 28.2%   | 27.4%   | 0.8 p.p.  |
| Selling Expenses                    | (1,139)   | (990)   | 15.1%     | (2,290) | (2,011) | 13.9%     |
| General and Administrative Expenses | (162)     | (236)   | -31.3%    | (355)   | (480)   | -25.9%    |
| Equity Income                       | 1         | (0)     | -         | 3       | 0       | 2156.5%   |
| Other Operating Revenue (Expenses)  | (90)      | (2)     | 4276.0%   | (76)    | 13      | -         |
| <b>Total Operating Expenses</b>     | (1,390)   | (1,229) | 13.2%     | (2,718) | (2,478) | 9.7%      |
| <b>% of Net Sales Revenue</b>       | 22.9%     | 23.1%   | -0.2 p.p. | 22.5%   | 22.9%   | -0.4 p.p. |
| Depreciation (Logistic)             | 8         | 11      | -31.0%    | 16      | 21      | -24.6%    |
| <b>EBITDA</b>                       | 356       | 220     | 61.5%     | 701     | 509     | 37.8%     |
| <b>EBITDA Margin</b>                | 5.9%      | 4.1%    | 1.8 p.p.  | 5.8%    | 4.7%    | 1.1 p.p.  |
| <b>Adjusted EBITDA</b>              | 446       | 222     | 100.5%    | 776     | 495     | 56.7%     |
| <b>Adjusted EBITDA Margin</b>       | 7.4%      | 4.2%    | 3.2 p.p.  | 6.4%    | 4.6%    | 1.8 p.p.  |

**The operational improvement was coupled with the acceleration in sales.** The business posted higher sales growth than in previous quarters. The 180-basis-point increase in EBITDA margin is due to the gain in gross margin, which increased due to a more efficient logistics and increased penetration of sale of services, as well as a reduction in selling, general and administrative expenses as percentage of net revenue.

Furthermore, EBITDA was negatively impacted by Other Operating Expenses and Revenues, which totaled R\$ 90 million, mainly due to the adjustments recommended by external consultants especially hired to analyze the accounting entries related to the association between Pontofrio and Casas Bahia. **Adjusted EBITDA margin**, excluding the effects mentioned above, would be 7.4% in the 2Q13, up 320 basis point over 2Q12.

The 160-basis-point **decrease in selling, general and administrative expenses** as a percentage of net sales revenue was due to the synergies captured with the Productivity Plan, mainly due to the greater rationalization of personnel, marketing and IT expenses.

As a result of the settlement agreement (*Termo de Compromisso de Desempenho - TCD*) with

Brazil's antitrust agency CADE (*Conselho Administrativo de Defesa Econômica*), 74 stores are in the process of being divested, which together represent approximately 3% of Viavarejo's gross sales in 2012, as mentioned in a material fact released on 04/17/2013. The Company will keep its shareholders and the market informed about any developments related to the compliance with the TCD.

In 1H13, **EBITDA totaled R\$ 701 million, up 37.8%** over 1H12. EBITDA margin increased 110 basis points to 5.8%. Adjusted by Other Operating Expenses and Revenues, EBITDA would be R\$ 776 million, with margin at 6.4%. The Company reaffirms its EBITDA margin guidance above 6.6% in the year.

## Indebtedness

| (R\$ million)                          | GPA Consolidated |                | GPA Food       |                |
|----------------------------------------|------------------|----------------|----------------|----------------|
|                                        | 06.30.2013       | 03.31.2013     | 06.30.2013     | 03.31.2013     |
| <b>Short Term Debt</b>                 | <b>(2,112)</b>   | <b>(2,577)</b> | <b>(2,022)</b> | <b>(2,239)</b> |
| Loans and Financing                    | (1,083)          | (1,445)        | (1,005)        | (1,226)        |
| Debentures                             | (1,029)          | (1,132)        | (1,016)        | (1,014)        |
| <b>Long Term Debt</b>                  | <b>(4,545)</b>   | <b>(5,008)</b> | <b>(3,733)</b> | <b>(4,189)</b> |
| Loans and Financing                    | (1,649)          | (2,014)        | (1,637)        | (1,994)        |
| Debentures                             | (2,896)          | (2,995)        | (2,096)        | (2,195)        |
| <b>Total Gross Debt</b>                | <b>(6,657)</b>   | <b>(7,586)</b> | <b>(5,755)</b> | <b>(6,429)</b> |
| <b>Cash</b>                            | <b>5,060</b>     | <b>6,002</b>   | <b>2,707</b>   | <b>3,553</b>   |
| <b>Net Debt</b>                        | <b>(1,597)</b>   | <b>(1,584)</b> | <b>(3,048)</b> | <b>(2,875)</b> |
| <b>Net Debt / EBITDA<sup>(1)</sup></b> | <b>0.44x</b>     | <b>0.42x</b>   | <b>1.53x</b>   | <b>1.24x</b>   |
| Payment book - short term              | (2,463)          | (2,470)        | -              | -              |
| Payment book - long term               | (108)            | (115)          | -              | -              |
| <b>Net Debt with payment book</b>      | <b>(4,168)</b>   | <b>(4,168)</b> | <b>(3,048)</b> | <b>(2,875)</b> |
| <b>Net Debt / EBITDA<sup>(1)</sup></b> | <b>1.16x</b>     | <b>1.10x</b>   | <b>1.53x</b>   | <b>1.24x</b>   |

Net debt, including Viavarejo's payment book operation, totaled R\$ 4.168 billion at the end of June. Maturities of loans, financing and debentures are still concentrated in the long term, of which 70% mature in over 12 months.

In 2Q13, net reserves were down by R\$ 900 million for the purpose of debt payment, which decreased by the same amount. The net debt/EBITDA ratio stood at 1.16x on 06/30/2013. At the end of June, the Company had cash reserves close to R\$ 5 billion. For more information, see the Cash Flow section.

## Financial Result

|                                             |                               |           |
|---------------------------------------------|-------------------------------|-----------|
| GPA Consolidated (ex. real estate projects) | GPA Food<br>(ex. real estate) | Viavarejo |
|---------------------------------------------|-------------------------------|-----------|

| (R\$ million)                                   |              |              |                  |              |              |                  | projects)    |              |                 |              |              |                  |
|-------------------------------------------------|--------------|--------------|------------------|--------------|--------------|------------------|--------------|--------------|-----------------|--------------|--------------|------------------|
|                                                 | 2Q13         | 2Q13         | Δ                | 1S13         | 1S12         | Δ                | 2Q13         | 2Q13         | Δ               | 2Q13         | 2Q13         | Δ                |
| Financial Revenue                               | 128          | 151          | -15.2%           | 271          | 297          | -8.8%            | 83           | 123          | -32.9%          | 53           | 40           | 33.6%            |
| Financial Expenses                              | (428)        | (436)        | -1.8%            | (825)        | (917)        | -10.1%           | (212)        | (244)        | -13.1%          | (224)        | (204)        | 9.8%             |
| <b>Net Financial Revenue (Expenses)</b>         | <b>(300)</b> | <b>(285)</b> | <b>5.2%</b>      | <b>(554)</b> | <b>(620)</b> | <b>-10.7%</b>    | <b>(129)</b> | <b>(121)</b> | <b>7.0%</b>     | <b>(170)</b> | <b>(164)</b> | <b>3.9%</b>      |
| <b>% of Net Sales Revenue</b>                   | <b>2.2%</b>  | <b>2.4%</b>  | <b>-0.2 p.p.</b> | <b>2.1%</b>  | <b>2.6%</b>  | <b>-0.5 p.p.</b> | <b>2.2%</b>  | <b>2.2%</b>  | <b>0.0 p.p.</b> | <b>2.8%</b>  | <b>3.1%</b>  | <b>-0.3 p.p.</b> |
| Charges on Net Bank Debt                        | (57)         | (56)         | 2.6%             | (109)        | (122)        | -10.5%           | (69)         | (59)         | 16.7%           | 11           | 3            | 269.3%           |
| Cost of Discount of Receivables of Payment Book | (140)        | (116)        | 20.1%            | (260)        | (265)        | -1.9%            | (25)         | (23)         | 6.0%            | (115)        | (93)         | 23.6%            |
| Cost of Discount of Receivables of Credit Card  | (40)         | (41)         | -1.3%            | (62)         | (82)         | -24.4%           | (36)         | (38)         | -7.2%           | (4)          | (2)          | 101.7%           |
| Restatement of Other Assets and Liabilities     | (62)         | (72)         | -13.0%           | (123)        | (152)        | -18.8%           | -            | -            | -               | (62)         | (72)         | -13.0%           |
| <b>Net Financial Revenue (Expenses)</b>         | <b>(300)</b> | <b>(285)</b> | <b>5.2%</b>      | <b>(554)</b> | <b>(620)</b> | <b>-10.7%</b>    | <b>(129)</b> | <b>(121)</b> | <b>7.0%</b>     | <b>(170)</b> | <b>(164)</b> | <b>3.9%</b>      |

The ratio of **net financial income** to net revenue declined during yet another quarter, from 2.4% to 2.2% in 2Q13, for a total net expense of R\$ 300 million. Noteworthy was the reduction in expenses with the discount of receivables and charges on net debt, directly resulting from the lower annualized Selic rate in the period, of 7.32% and from the control on payment conditions offered to clients. The Company's net debt also decreased, due to the cash flow from the food and electronics and home appliances operations.

As in previous quarters, the Company continues to sell its credit card receivables directly to acquirers or banks, without any right of recovery or related obligation. The volume of discounted receivables amounted to R\$ 13.742 billion.

Despite the recent increase in the expectations for the Selic base interest rate, the Company reaffirms its guidance released on 04/30/2013, according to which net financial expenses should represent at most 2.3% of the net sales revenue in the consolidated result. In GPA Food, the highest level expected for the year is 1.8%, while in Viavarejo the ceiling is 2.9%. In all cases, the numbers forecast for 2013 are lower than those reported in 2012.

### Net Income

|                                  | GPA Consolidated (ex. real estate projects) |             |                  |              |              |                 | GPA Food (ex. real estate projects) |             |                  |             |             |                  |
|----------------------------------|---------------------------------------------|-------------|------------------|--------------|--------------|-----------------|-------------------------------------|-------------|------------------|-------------|-------------|------------------|
| (R\$ million)                    | 2Q13                                        | 2Q12        | Δ%               | 1H13         | 1H12         | Δ%              | 2Q13                                | 2Q12        | Δ%               | 1H13        | 1H12        | Δ%               |
| <b>EBITDA</b>                    | <b>609</b>                                  | <b>703</b>  | <b>-13.4%</b>    | <b>1,471</b> | <b>1,478</b> | <b>-0.5%</b>    | <b>253</b>                          | <b>483</b>  | <b>-47.7%</b>    | <b>770</b>  | <b>970</b>  | <b>-20.6%</b>    |
| Depreciation (Logistic)          | (18)                                        | (21)        | -14.1%           | (37)         | (40)         | -9.2%           | (11)                                | (10)        | 4.3%             | (21)        | (19)        | 7.3%             |
| Depreciation and Amortization    | (195)                                       | (177)       | 10.0%            | (390)        | (352)        | 10.9%           | (161)                               | (146)       | 10.5%            | (321)       | (283)       | 13.4%            |
| Net Financial Revenue (Expenses) | (300)                                       | (285)       | 5.2%             | (554)        | (620)        | -10.7%          | (129)                               | (121)       | 7.0%             | (237)       | (263)       | -9.8%            |
| <b>Income Before Income Tax</b>  | <b>96</b>                                   | <b>220</b>  | <b>-56.5%</b>    | <b>490</b>   | <b>466</b>   | <b>5.2%</b>     | <b>(49)</b>                         | <b>206</b>  | <b>-123.6%</b>   | <b>190</b>  | <b>404</b>  | <b>-52.9%</b>    |
| Income Tax                       | (19)                                        | (73)        | -74.2%           | (138)        | (156)        | -11.8%          | 30                                  | (64)        | -                | (33)        | (115)       | -71.4%           |
| <b>Company's net income</b>      | <b>77</b>                                   | <b>147</b>  | <b>-47.7%</b>    | <b>352</b>   | <b>309</b>   | <b>13.9%</b>    | <b>(18)</b>                         | <b>142</b>  | <b>-113.0%</b>   | <b>158</b>  | <b>289</b>  | <b>-45.5%</b>    |
| <b>Net Margin</b>                | <b>0.6%</b>                                 | <b>1.2%</b> | <b>-0.6 p.p.</b> | <b>1.3%</b>  | <b>1.3%</b>  | <b>0.0 p.p.</b> | <b>0.3%</b>                         | <b>2.1%</b> | <b>-1.8 p.p.</b> | <b>1.1%</b> | <b>2.2%</b> | <b>-1.1 p.p.</b> |
| <b>Total Nonrecurring</b>        | <b>350</b>                                  | <b>(7)</b>  |                  | <b>358</b>   | <b>(12)</b>  |                 | <b>260</b>                          | <b>(9)</b>  |                  | <b>283</b>  | <b>1</b>    |                  |
| Income Tax from Nonrecurring     | (100)                                       | 2           |                  | (100)        | 4            |                 | (69)                                | 3           |                  | (75)        | (0)         |                  |
|                                  | <b>327</b>                                  | <b>143</b>  | <b>129.1%</b>    | <b>610</b>   | <b>302</b>   | <b>102.3%</b>   | <b>172</b>                          | <b>136</b>  | <b>26.6%</b>     | <b>365</b>  | <b>290</b>  | <b>26.0%</b>     |

**Adjusted Net  
Income**

**Adjusted Net  
Margin**

**2.4% 1.2% 1.2 p.p. 2.3% 1.3% 1.0 p.p. 2.4% 2.1% 0.3 p.p. 2.5% 2.2% 0.3 p.p.**

Income before income tax totaled R\$ 96 million, down 56.5% over the same period in 2012.

Adjusted net income, which excludes Other Operating Expenses and Revenues, as explained on page 4, was R\$ 327 million, up 129.1% over 2Q12.

Adjusted net income in 1H13 increased 102.3% to R\$ 610 million. The increase is due to sales growth, the brisk pace of store openings at GPA Food and improved profitability at Viavarejo. The control over financial expenses also positively impacted the first half results.

## Simplified cash flow

|                                                  | GPA Consolidated |         |         |         | GPA Food |       | Viavarejo |       |
|--------------------------------------------------|------------------|---------|---------|---------|----------|-------|-----------|-------|
| (R\$ million)                                    | 2Q13             | 2Q12    | 1H13    | 1H12    | 2Q13     | 2Q12  | 2Q13      | 2Q12  |
| <b>Cash Balance at beginning of period</b>       | 6,002            | 3,746   | 7,086   | 4,970   | 3,553    | 2,831 | 2,449     | 915   |
| <b>Cash Flow from operating activities</b>       | 887              | 623     | 603     | 61      | 603      | 655   | 284       | (33)  |
| EBITDA                                           | 609              | 802     | 1,471   | 1,577   | 253      | 582   | 356       | 220   |
| Cost of Discount of Receivables                  | (143)            | (126)   | (265)   | (282)   | (29)     | (30)  | (114)     | (96)  |
| Working Capital Assets and Liabilities Variation | (948)            | (1,089) | (1,597) | (2,077) | (80)     | (684) | (868)     | (405) |
| <b>Cash Flow from Investment Activities</b>      | (483)            | (342)   | (775)   | (544)   | (424)    | (274) | (59)      | (69)  |
| Net Investment Aquisition and Others             | (491)            | (311)   | (783)   | (547)   | (433)    | (243) | (59)      | (69)  |
|                                                  | 8                | (31)    | 8       | 3       | 8        | (31)  | -         | -     |
| <b>Change on net cash after investments</b>      | 404              | 280     | (172)   | (484)   | 178      | 382   | 226       | (101) |
| <b>Cash Flow from Financing Activities</b>       | (1,369)          | 1,447   | (1,877) | 987     | (1,024)  | 1,008 | (345)     | 439   |
| Dividends Payments and Others                    | (201)            | (131)   | (201)   | (131)   | (196)    | (131) | (5)       | -     |
| Net Proceeds                                     | (1,168)          | 1,578   | (1,676) | 1,118   | (828)    | 1,139 | (340)     | 439   |
| <b>Change on net cash</b>                        | (965)            | 1,727   | (2,049) | 503     | (846)    | 1,390 | (119)     | 338   |
| <b>Cash Balance at end of period</b>             | 5,037            | 5,473   | 5,037   | 5,473   | 2,707    | 4,221 | 2,330     | 1,253 |

At the end of 2Q13, the cash position was R\$ 5.037 billion. The decrease of R\$ 965 million was due to the payment of loans, debentures and dividends. As mentioned in prior quarters, the Company did not have to refinance or hire new debt operations.

The cash flow from operating activities was R\$ 887 million, positive in both GPA Food and Viavarejo, even discounting the invested amounts, mostly in new stores, which demonstrates

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the Company's ability to accelerate its organic growth without hiring new debt.

### Capex

| (R\$ million)                     | GPA Consolidated |            |              |            |            |              | GPA Food   |            |              |           |           |              |
|-----------------------------------|------------------|------------|--------------|------------|------------|--------------|------------|------------|--------------|-----------|-----------|--------------|
|                                   | 2Q13             | 2Q12       | Δ            | 1H13       | 1H12       | Δ            | 2Q13       | 2Q12       | Δ            | 2Q13      | 2Q12      | Δ            |
| New stores and land acquisition   | 201              | 155        | 29.7%        | 401        | 231        | 73.4%        | 184        | 119        | 55.1%        | 17        | 36        | -53.4%       |
| Store renovations and conversions | 118              | 107        | 9.8%         | 239        | 198        | 20.9%        | 80         | 98         | -18.0%       | 37        | 9         | 304.1%       |
| Infrastructure and Others         | 138              | 130        | 6.5%         | 212        | 204        | 3.8%         | 110        | 102        | 8.3%         | 28        | 28        | 0.0%         |
| <b>Total</b>                      | <b>457</b>       | <b>392</b> | <b>16.6%</b> | <b>851</b> | <b>633</b> | <b>34.6%</b> | <b>375</b> | <b>318</b> | <b>17.7%</b> | <b>82</b> | <b>74</b> | <b>11.8%</b> |

Consolidated investments totaled R\$ 457 million in the quarter, up 16.6% over 2Q12, mainly due to the opening of new stores and land acquisition, for which 44.0% of the investments of the period were directed. Compared to the same period in 2012, the amount was 29.7% higher. As explained in the previous sections, a total of 33 new stores were opened in 2Q13: 23 Minimercado Extra, four Casas Bahia three Assaí, two Pão de Açúcar and one drugstore.

Investments in GPA Food totaled R\$ 375 million, up 17.7% over 2Q12. In 2Q13, 49.2% of the total was invested in the opening of new stores and land acquisition, a result of the Company's strategy of increasing organic growth for this operation, which will deliver 500 new stores by 2015.

For 2013, the Company expects to invest up to R\$ 2 billion.

## **Dividends**

Interim dividends for the second quarter of 2013 will total R\$ 33.1 million, of which R\$ 21.3 million related to preferred shares and R\$ 11.8 million to common shares. Shareholders of record on July 31, 2013 will be entitled to receive dividends. As of August 01, 2013, the shares will trade ex-dividends until the payment date. The prepayment of dividends for 2Q13 will be on August, 13, 2013.

## Appendix I – Definitions used in this document

**Company's Business:** The Company's business is divided into four segments – food retail, cash and carry, electronics and home appliances retail (bricks and mortar) and e-commerce – grouped as follows:

**Same-store sales:** The basis for calculating same-store sales is defined by sales registered in stores open for at least 12 consecutive months. Acquisitions are not included in the same-store basis in the first 12 months of operation.

**Growth and changes:** The growth and changes shown in this document refer to the variation compared to the same period in the previous year, except when indicated otherwise.

**EBITDA:** As of 4Q12, the results of Equity Income and Other Operating Income (Expenses) were included along with Total Operating Expenses in the calculation of EBITDA. Thus, the calculation of EBITDA complies with Instruction 527 dated October 4, 2012, issued by the Securities and Exchange Commission of Brazil (CVM). As from 1Q13, the depreciation recognized in the cost of goods sold, essentially consisting of the depreciation of distribution centers, began to be specified in the calculation of EBITDA.

**Adjusted EBITDA:** Profitability measure calculated by EBITDA excluding Other Operating Revenues and Expenses. Management uses this measure because it reflects more faithfully the result of the Company's normal operations, eliminating, thus, extraordinary expenses and revenues and other extraordinary entries that may compromise result's comparability and analysis.

**Adjusted net income:** Profitability measure calculated by net income excluding Other Operating Revenues and Expenses, discounting the effects on Income Tax and Social Contribution. Management uses this measure because it reflects more faithfully the result of Company's normal operations, eliminating, thus, extraordinary expenses and revenues and other extraordinary entries that may compromise result's comparability and analysis.

| BALANCE SHEET                                     |                  |               |               |               |               |               |
|---------------------------------------------------|------------------|---------------|---------------|---------------|---------------|---------------|
| ASSETS                                            |                  |               |               |               |               |               |
|                                                   | GPA Consolidated |               |               | GPA Food      |               |               |
|                                                   | 06.30.2013       | 03.31.2013    | 06.30.2012    | 06.30.2013    | 03.31.2013    | 06.30.2012    |
| <b>Current Assets</b>                             | 14,910           | 15,886        | 16,694        | 6,566         | 7,772         | 9,019         |
| Cash and Marketable Securities                    | 5,060            | 6,002         | 5,473         | 2,707         | 3,553         | 4,221         |
| Accounts Receivable                               | 2,486            | 2,822         | 2,253         | 310           | 686           | 260           |
| Credit Cards                                      | 343              | 782           | 389           | 191           | 572           | 181           |
| Payment book                                      | 2,127            | 2,078         | 1,961         | -             | -             | -             |
| Sales Vouchers and Others                         | 226              | 155           | 105           | 116           | 110           | 76            |
| Post-Dated Checks                                 | 3                | 4             | 4             | 3             | 4             | 4             |
| Allowance for Doubtful Accounts                   | (214)            | (197)         | (205)         | (0)           | (0)           | (1)           |
| Resulting from Commercial Agreements              | 15               | 25            | 389           | 15            | 25            | 389           |
| Receivables Fund (FIDC)                           | -                | -             | 2,381         | -             | -             | 1,056         |
| Inventories                                       | 5,896            | 5,676         | 4,939         | 2,992         | 3,041         | 2,603         |
| Recoverable Taxes                                 | 958              | 834           | 826           | 317           | 239           | 270           |
| Assets Available for Sale                         | 51               | -             | -             | 25            | -             | -             |
| Expenses in Advance and Other Accounts Receivable | 443              | 527           | 432           | 199           | 228           | 219           |
| <b>Noncurrent Assets</b>                          | <b>18,492</b>    | <b>18,352</b> | <b>17,261</b> | <b>15,333</b> | <b>15,116</b> | <b>14,278</b> |
| Long-Term Assets                                  | 4,716            | 4,733         | 4,405         | 2,806         | 2,759         | 2,564         |
| Accounts Receivables                              | 99               | 98            | 556           | -             | -             | 462           |
| Paes Mendonça                                     | -                | -             | 462           | -             | -             | 462           |
| Payment Book                                      | 99               | 106           | 102           | -             | -             | -             |
| Others                                            | 8                | -             | -             | -             | -             | -             |
| Allowance for Doubtful Accounts                   | (8)              | (8)           | (7)           | -             | -             | -             |
| Inventories                                       | 172              | 172           | 111           | 172           | 172           | 111           |
| Recoverable Taxes                                 | 1,258            | 1,280         | 1,030         | 261           | 265           | 212           |
| Fair Value Bartira                                | 361              | 360           | 355           | 361           | 360           | 355           |
| Deferred Income Tax and Social Contribution       | 1,057            | 1,047         | 1,185         | 387           | 381           | 426           |
| Amounts Receivable from Related Parties           | 199              | 187           | 146           | 314           | 216           | 178           |
| Judicial Deposits                                 | 950              | 968           | 899           | 714           | 769           | 730           |

|                                |               |               |               |               |               |               |
|--------------------------------|---------------|---------------|---------------|---------------|---------------|---------------|
| Expenses in Advance and Others | 619           | 621           | 123           | 596           | 597           | 92            |
| Investments                    | 374           | 371           | 269           | 280           | 277           | 176           |
| Property and Equipment         | 8,506         | 8,295         | 7,554         | 7,485         | 7,260         | 6,617         |
| Intangible Assets              | 4,897         | 4,953         | 5,032         | 4,761         | 4,820         | 4,920         |
| <b>TOTAL ASSETS</b>            | <b>33,402</b> | <b>34,238</b> | <b>33,955</b> | <b>21,899</b> | <b>22,888</b> | <b>23,297</b> |

|                                             | <b>LIABILITIES</b>      |                   |                   |                   |                   |                   |
|---------------------------------------------|-------------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
|                                             | <b>GPA Consolidated</b> |                   |                   | <b>GPA Food</b>   |                   |                   |
|                                             | <b>06.30.2013</b>       | <b>03.31.2013</b> | <b>06.30.2012</b> | <b>06.30.2013</b> | <b>03.31.2013</b> | <b>06.30.2012</b> |
| <b>Current Liabilities</b>                  | <b>13,310</b>           | <b>13,675</b>     | <b>11,297</b>     | <b>6,573</b>      | <b>6,984</b>      | <b>6,149</b>      |
| Suppliers                                   | 5,857                   | 5,769             | 4,570             | 2,716             | 2,874             | 2,533             |
| Loans and Financing                         | 1,083                   | 1,445             | 1,581             | 1,005             | 1,226             | 1,406             |
| Payment Book (CDCI)                         | 2,463                   | 2,470             | 2,227             | -                 | -                 | -                 |
| Debentures                                  | 1,029                   | 1,132             | 792               | 1,016             | 1,014             | 679               |
| Payroll and Related Charges                 | 776                     | 710               | 837               | 397               | 355               | 372               |
| Taxes and Social Contribution Payable       | 586                     | 578               | 180               | 143               | 180               | 81                |
| Dividends Proposed                          | 1                       | 169               | 1                 | 1                 | 166               | 1                 |
| Financing for Purchase of Fixed Assets      | 102                     | 105               | 14                | 102               | 105               | 14                |
| Rents                                       | 48                      | 49                | 44                | 48                | 49                | 44                |
| Acquisition of Companies                    | 68                      | 68                | 58                | 68                | 68                | 58                |
| Debt with Related Parties                   | 49                      | 78                | 52                | 426               | 400               | 522               |
| Advertisement                               | 82                      | 84                | 85                | 47                | 44                | 40                |
| Provision for Restructuring                 | 3                       | 20                | 9                 | 3                 | 20                | 9                 |
| Tax Payments                                | 143                     | 148               | 169               | 139               | 144               | 166               |
| Advanced Revenue                            | 85                      | 90                | 77                | 9                 | 11                | 8                 |
| Others                                      | 935                     | 762               | 601               | 451               | 328               | 217               |
| <b>Long-Term Liabilities</b>                | <b>8,672</b>            | <b>9,205</b>      | <b>12,151</b>     | <b>7,096</b>      | <b>7,641</b>      | <b>9,338</b>      |
| Loans and Financing                         | 1,649                   | 2,014             | 1,844             | 1,637             | 1,994             | 1,754             |
| Payment Book (CDCI)                         | 108                     | 115               | 116               | -                 | -                 | -                 |
| Receivables Fund (FIDC)                     | -                       | -                 | 2,437             | -                 | -                 | 1,194             |
| Debentures                                  | 2,896                   | 2,995             | 3,814             | 2,096             | 2,195             | 3,012             |
| Acquisition of Companies                    | 163                     | 158               | 199               | 163               | 158               | 199               |
| Deferred Income Tax and Social Contribution | 1,111                   | 1,136             | 1,104             | 1,108             | 1,133             | 1,104             |
| Tax Installments                            | 1,109                   | 1,185             | 1,244             | 1,068             | 1,144             | 1,201             |
| Provision for Contingencies                 | 1,078                   | 795               | 721               | 869               | 628               | 552               |
| Advanced Revenue                            | 441                     | 454               | 375               | 40                | 37                | 23                |
| Others                                      | 116                     | 354               | 298               | 115               | 353               | 298               |
| <b>Shareholders' Equity</b>                 | <b>11,421</b>           | <b>11,357</b>     | <b>10,507</b>     | <b>8,230</b>      | <b>8,262</b>      | <b>7,810</b>      |

|                          |               |               |               |               |               |               |
|--------------------------|---------------|---------------|---------------|---------------|---------------|---------------|
| Capital                  | 6,759         | 6,711         | 6,702         | 5,077         | 5,077         | 5,278         |
| Capital Reserves         | 214           | 242           | 202           | 214           | 242           | 202           |
| Profit Reserves          | 1,801         | 1,792         | 1,147         | 1,801         | 1,792         | 1,147         |
| Minority Interest        | 2,647         | 2,612         | 2,456         | 1,138         | 1,151         | 1,183         |
| <b>TOTAL LIABILITIES</b> | <b>33,402</b> | <b>34,238</b> | <b>33,955</b> | <b>21,899</b> | <b>22,888</b> | <b>23,297</b> |

|                                                  | INCOME STATEMENT      |                |               |                                             |                |               |                                     |                |               |                                        |                |               |                |
|--------------------------------------------------|-----------------------|----------------|---------------|---------------------------------------------|----------------|---------------|-------------------------------------|----------------|---------------|----------------------------------------|----------------|---------------|----------------|
|                                                  | GPA Consolidated IFRS |                |               | GPA Consolidated (ex. real estate projects) |                |               | GPA Food (ex. real estate projects) |                |               | Food Retail (ex. real estate projects) |                |               | Ca             |
|                                                  | 2Q13                  | 2Q12           | Δ             | 2Q13                                        | 2Q12           | Δ             | 2Q13                                | 2Q12           | Δ             | 2Q13                                   | 2Q12           | Δ             | 2Q13           |
| <b>R\$ - Million</b>                             |                       |                |               |                                             |                |               |                                     |                |               |                                        |                |               |                |
| <b>Gross Sales Revenue</b>                       | <b>14,919</b>         | <b>13,512</b>  | <b>10.4%</b>  | <b>14,919</b>                               | <b>13,414</b>  | <b>11.2%</b>  | <b>7,984</b>                        | <b>7,339</b>   | <b>8.8%</b>   | <b>6,425</b>                           | <b>6,197</b>   | <b>3.7%</b>   | <b>1,55</b>    |
| <b>Net Sales Revenue</b>                         | <b>13,383</b>         | <b>12,037</b>  | <b>11.2%</b>  | <b>13,383</b>                               | <b>11,939</b>  | <b>12.1%</b>  | <b>7,321</b>                        | <b>6,622</b>   | <b>10.6%</b>  | <b>5,887</b>                           | <b>5,579</b>   | <b>5.5%</b>   | <b>1,43</b>    |
| <b>Cost of Goods Sold</b>                        | <b>(9,814)</b>        | <b>(8,787)</b> | <b>11.7%</b>  | <b>(9,814)</b>                              | <b>(8,787)</b> | <b>11.7%</b>  | <b>(5,499)</b>                      | <b>(4,918)</b> | <b>11.8%</b>  | <b>(4,265)</b>                         | <b>(4,034)</b> | <b>5.7%</b>   | <b>(1,233)</b> |
| Depreciation (Logistic)                          | (18)                  | (21)           | -14.1%        | (18)                                        | (21)           | -14.1%        | (11)                                | (10)           | 4.3%          | (11)                                   | (10)           | 4.7%          | (0.01)         |
| <b>Gross Profit</b>                              | <b>3,550</b>          | <b>3,229</b>   | <b>9.9%</b>   | <b>3,550</b>                                | <b>3,131</b>   | <b>13.4%</b>  | <b>1,812</b>                        | <b>1,693</b>   | <b>7.0%</b>   | <b>1,611</b>                           | <b>1,535</b>   | <b>5.0%</b>   | <b>20</b>      |
| Selling Expenses                                 | (2,249)               | (2,037)        | 10.4%         | (2,249)                                     | (2,037)        | 10.4%         | (1,110)                             | (1,047)        | 6.0%          | (974)                                  | (945)          | 3.1%          | (136)          |
| General and Administrative Expenses              | (365)                 | (416)          | -12.3%        | (365)                                       | (416)          | -12.3%        | (203)                               | (180)          | 12.5%         | (186)                                  | (170)          | 9.2%          | (17)           |
| Equity Income                                    | 4                     | (3)            | -             | 4                                           | (3)            | -             | 3                                   | (2)            | -             | 3                                      | (2)            | -             |                |
| Other Operating Revenue (Expenses)               | (350)                 | 7              | -             | (350)                                       | 7              | -             | (260)                               | 9              | -             | (261)                                  | 8              | -             | 1.             |
| <b>Total Operating Expenses</b>                  | <b>(2,960)</b>        | <b>(2,449)</b> | <b>20.9%</b>  | <b>(2,960)</b>                              | <b>(2,449)</b> | <b>20.9%</b>  | <b>(1,570)</b>                      | <b>(1,221)</b> | <b>28.6%</b>  | <b>(1,418)</b>                         | <b>(1,109)</b> | <b>27.9%</b>  | <b>(152)</b>   |
| Depreciation and Amortization                    | (195)                 | (177)          | 10.0%         | (195)                                       | (177)          | 10.0%         | (161)                               | (146)          | 10.5%         | (148)                                  | (135)          | 9.6%          | (13)           |
| <b>Earnings before interest and Taxes - EBIT</b> | <b>395</b>            | <b>603</b>     | <b>-34.4%</b> | <b>395</b>                                  | <b>505</b>     | <b>-21.7%</b> | <b>81</b>                           | <b>327</b>     | <b>-75.3%</b> | <b>45</b>                              | <b>291</b>     | <b>-84.5%</b> | <b>3</b>       |
| Financial Revenue                                | 128                   | 151            | -15.2%        | 128                                         | 151            | -15.2%        | 83                                  | 123            | -32.9%        | 77                                     | 120            | -35.8%        |                |
| Financial Expenses                               | (428)                 | (436)          | -1.8%         | (428)                                       | (436)          | -1.8%         | (212)                               | (244)          | -13.1%        | (202)                                  | (235)          | -14.1%        | (10)           |

|                                                                             |              |              |               |              |              |               |              |              |                |              |              |                |            |
|-----------------------------------------------------------------------------|--------------|--------------|---------------|--------------|--------------|---------------|--------------|--------------|----------------|--------------|--------------|----------------|------------|
| <b>Net Financial Revenue (Expenses)</b>                                     | <b>(300)</b> | <b>(285)</b> | <b>5.2%</b>   | <b>(300)</b> | <b>(285)</b> | <b>5.2%</b>   | <b>(129)</b> | <b>(121)</b> | <b>7.0%</b>    | <b>(125)</b> | <b>(116)</b> | <b>8.4%</b>    | <b>(4)</b> |
| <b>Income Before Income Tax</b>                                             | <b>96</b>    | <b>318</b>   | <b>-69.9%</b> | <b>96</b>    | <b>220</b>   | <b>-56.5%</b> | <b>(49)</b>  | <b>206</b>   | <b>-123.6%</b> | <b>(80)</b>  | <b>175</b>   | <b>-145.7%</b> | <b>3</b>   |
| Income Tax                                                                  | (19)         | (73)         | -74.2%        | (19)         | (73)         | -74.2%        | 30           | (64)         | -              | 41           | (61)         | -              | (11)       |
| <b>Net Income - Company</b>                                                 | <b>77</b>    | <b>245</b>   | <b>-68.6%</b> | <b>77</b>    | <b>147</b>   | <b>-47.7%</b> | <b>(18)</b>  | <b>142</b>   | <b>-113.0%</b> | <b>(39)</b>  | <b>115</b>   | <b>-134.1%</b> | <b>2</b>   |
| <b>Minority Interest - Noncontrolling</b>                                   | <b>35</b>    | <b>(9)</b>   | <b>-</b>      | <b>35</b>    | <b>(9)</b>   | <b>-</b>      | <b>(24)</b>  | <b>(27)</b>  | <b>-12.5%</b>  | <b>(24)</b>  | <b>(27)</b>  | <b>-12.5%</b>  |            |
| <b>Net Income - Controlling Shareholders (1)</b>                            | <b>42.1</b>  | <b>255</b>   | <b>-83.5%</b> | <b>42</b>    | <b>157</b>   | <b>-73.1%</b> | <b>5</b>     | <b>169</b>   | <b>(0.97)</b>  | <b>(15)</b>  | <b>142</b>   | <b>-</b>       | <b>2</b>   |
| Net Income per Share                                                        | 0            | 1            | -83.5%        | 0            | 1            | -73.6%        |              |              |                |              |              |                |            |
| Nº of shares (million) ex-treasury shares                                   | 264          | 263          | 0.4%          | 264          | 263          | 0.4%          |              |              |                |              |              |                |            |
| <b>Earnings before Interest, Taxes, Depreciation, Amortization - EBITDA</b> | <b>609</b>   | <b>801</b>   | <b>-24.0%</b> | <b>609</b>   | <b>703</b>   | <b>-13.4%</b> | <b>253</b>   | <b>483</b>   | <b>-47.7%</b>  | <b>204</b>   | <b>436</b>   | <b>-53.3%</b>  | <b>4</b>   |
| <b>Adjusted EBITDA</b>                                                      | <b>958</b>   | <b>794</b>   | <b>20.6%</b>  | <b>958</b>   | <b>696</b>   | <b>37.6%</b>  | <b>512</b>   | <b>474</b>   | <b>8.1%</b>    | <b>465</b>   | <b>428</b>   | <b>8.6%</b>    | <b>4</b>   |

| % Net Sales Revenue                 | GPA Consolidated IFRS |       | GPA Consolidated (ex. real estate projects) |       | GPA Food (ex. real estate projects) |       | Food Retail (ex. real estate projects) |       | Cas C |      |
|-------------------------------------|-----------------------|-------|---------------------------------------------|-------|-------------------------------------|-------|----------------------------------------|-------|-------|------|
|                                     | 2Q13                  | 2Q12  | 2Q13                                        | 2Q12  | 2Q13                                | 2Q12  | 2Q13                                   | 2Q12  | 2Q13  | 2Q12 |
| <b>Gross Profit</b>                 | 26.5%                 | 26.8% | 26.5%                                       | 26.2% | 24.7%                               | 25.6% | 27.4%                                  | 27.5% | 14.0% |      |
| Selling Expenses                    | 16.8%                 | 16.9% | 16.8%                                       | 17.1% | 15.2%                               | 15.8% | 16.5%                                  | 16.9% | 9.5%  |      |
| General and Administrative Expenses | 2.7%                  | 3.5%  | 2.7%                                        | 3.5%  | 2.8%                                | 2.7%  | 3.2%                                   | 3.0%  | 1.2%  |      |
| Equity Income                       | 0.0%                  | 0.0%  | 0.0%                                        | 0.0%  | 0.0%                                | 0.0%  | 0.0%                                   | 0.0%  | 0.0%  |      |
| Other Operating Revenue (Expenses)  | 2.6%                  | 0.1%  | 2.6%                                        | 0.1%  | 3.5%                                | 0.1%  | 4.4%                                   | 0.1%  | -0.1% |      |

|                                                  |       |       |       |       |       |       |       |       |       |
|--------------------------------------------------|-------|-------|-------|-------|-------|-------|-------|-------|-------|
| <b>Total Operating Expenses</b>                  | 22.1% | 20.3% | 22.1% | 20.5% | 21.4% | 18.4% | 24.1% | 19.9% | 10.6% |
| <b>Depreciation and Amortization</b>             | 1.5%  | 1.5%  | 1.5%  | 1.5%  | 2.2%  | 2.2%  | 2.5%  | 2.4%  | 0.9%  |
| <b>EBIT</b>                                      | 3.0%  | 5.0%  | 3.0%  | 4.2%  | 1.1%  | 4.9%  | 0.8%  | 5.2%  | 2.5%  |
| <b>Net Financial Revenue (Expenses)</b>          | 2.2%  | 2.4%  | 2.2%  | 2.4%  | 1.8%  | 1.8%  | 2.1%  | 2.1%  | 0.3%  |
| <b>Income Before Income Tax</b>                  | 0.7%  | 2.6%  | 0.7%  | 1.8%  | 0.7%  | 3.1%  | 1.4%  | 3.1%  | 2.2%  |
| <b>Income Tax</b>                                | 0.1%  | 0.6%  | 0.1%  | 0.6%  | 0.4%  | 1.0%  | 0.7%  | 1.1%  | 0.8%  |
| <b>Net Income - Company</b>                      | 0.6%  | 2.0%  | 0.6%  | 1.2%  | 0.3%  | 2.1%  | 0.7%  | 2.1%  | 1.4%  |
| <b>Minority Interest - noncontrolling</b>        | 0.3%  | 0.1%  | 0.3%  | 0.1%  | 0.3%  | 0.4%  | 0.4%  | 0.5%  | 0.0%  |
| <b>Net Income - Controlling Shareholders (1)</b> | 0.3%  | 2.1%  | 0.3%  | 1.3%  | 0.1%  | 2.6%  | 0.3%  | 2.5%  | 1.4%  |
| <b>EBITDA</b>                                    | 4.5%  | 6.7%  | 4.5%  | 5.9%  | 3.4%  | 7.3%  | 3.5%  | 7.8%  | 3.4%  |
| <b>Adjusted EBITDA</b>                           | 7.2%  | 6.6%  | 7.2%  | 5.8%  | 7.0%  | 7.2%  | 7.9%  | 7.7%  | 3.3%  |

(1) Net Income after noncontrolling shareholders

|                                                  | INCOME STATEMENT         |                 |               |                                                |                 |               |                                        |                |               |                                                 |                |               |
|--------------------------------------------------|--------------------------|-----------------|---------------|------------------------------------------------|-----------------|---------------|----------------------------------------|----------------|---------------|-------------------------------------------------|----------------|---------------|
|                                                  | GPA Consolidated<br>IFRS |                 |               | GPA Consolidated<br>(ex. real estate projects) |                 |               | GPA Food<br>(ex. real estate projects) |                |               | Food Retail (excl.<br>empreendimentos<br>imob.) |                |               |
| R\$ - Million                                    | 1H13                     | 1H12            | ?             | 1H13                                           | 1H12            | ?             | 1H13                                   | 1H12           | ?             | 1H13                                            | 1H12           | ?             |
| <b>Gross Sales Revenue</b>                       | <b>29,904</b>            | <b>27,172</b>   | <b>10.1%</b>  | <b>29,904</b>                                  | <b>27,074</b>   | <b>10.5%</b>  | <b>16,132</b>                          | <b>14,710</b>  | <b>9.7%</b>   | <b>13,147</b>                                   | <b>12,436</b>  | <b>5.7%</b>   |
| <b>Net Sales Revenue</b>                         | <b>26,766</b>            | <b>24,185</b>   | <b>10.7%</b>  | <b>26,766</b>                                  | <b>24,087</b>   | <b>11.1%</b>  | <b>14,703</b>                          | <b>13,278</b>  | <b>10.7%</b>  | <b>11,965</b>                                   | <b>11,200</b>  | <b>6.8%</b>   |
| <b>Cost of Goods Sold</b>                        | <b>(19,645)</b>          | <b>(17,671)</b> | <b>11.2%</b>  | <b>(19,645)</b>                                | <b>(17,671)</b> | <b>11.2%</b>  | <b>(11,002)</b>                        | <b>(9,849)</b> | <b>11.7%</b>  | <b>(8,639)</b>                                  | <b>(8,075)</b> | <b>7.0%</b>   |
| Depreciation (Logistic)                          | (37)                     | (40)            | -9.2%         | (37)                                           | (40)            | -9.2%         | (21)                                   | (19)           | 7.3%          | (21)                                            | (19)           | 7.3%          |
| <b>Gross Profit</b>                              | <b>7,084</b>             | <b>6,473</b>    | <b>9.4%</b>   | <b>7,084</b>                                   | <b>6,375</b>    | <b>11.1%</b>  | <b>3,681</b>                           | <b>3,410</b>   | <b>7.9%</b>   | <b>3,305</b>                                    | <b>3,106</b>   | <b>6.4%</b>   |
| Selling Expenses                                 | (4,536)                  | (4,098)         | 10.7%         | (4,536)                                        | (4,098)         | 10.7%         | (2,246)                                | (2,086)        | 7.7%          | (1,987)                                         | (1,883)        | 5.6%          |
| General and Administrative Expenses              | (768)                    | (854)           | -10.1%        | (768)                                          | (854)           | -10.1%        | (412)                                  | (374)          | 10.3%         | (379)                                           | (353)          | 7.5%          |
| Equity Income                                    | 13                       | 2               | 4.85          | 13                                             | 2               | 4.85          | 10                                     | 2              | 3.80          | 10                                              | 2              | 3.80          |
| Other Operating Revenue (Expenses)               | (358)                    | 12              | -             | (358)                                          | 12              | -             | (283)                                  | (1)            | -             | (284)                                           | (2)            | -             |
| <b>Total Operating Expenses</b>                  | <b>(5,650)</b>           | <b>(4,937)</b>  | <b>14.4%</b>  | <b>(5,650)</b>                                 | <b>(4,937)</b>  | <b>14.4%</b>  | <b>(2,931)</b>                         | <b>(2,459)</b> | <b>19.2%</b>  | <b>(2,641)</b>                                  | <b>(2,235)</b> | <b>18.1%</b>  |
| Depreciation and Amortization                    | (390)                    | (352)           | 10.9%         | (390)                                          | (352)           | 10.9%         | (321)                                  | (283)          | 13.4%         | (296)                                           | (263)          | 12.7%         |
| <b>Earnings before interest and Taxes - EBIT</b> | <b>1,044</b>             | <b>1,184</b>    | <b>-11.8%</b> | <b>1,044</b>                                   | <b>1,086</b>    | <b>-3.9%</b>  | <b>428</b>                             | <b>667</b>     | <b>-35.9%</b> | <b>368</b>                                      | <b>608</b>     | <b>-39.4%</b> |
| Financial Revenue                                | 271                      | 297             | -8.8%         | 271                                            | 297             | -8.8%         | 177                                    | 229            | -22.6%        | 166                                             | 218            | -26.6%        |
| Financial Expenses                               | (825)                    | (917)           | -10.1%        | (825)                                          | (917)           | -10.1%        | (415)                                  | (492)          | -15.7%        | (395)                                           | (462)          | -14.5%        |
| <b>Net Financial Revenue</b>                     | <b>(554)</b>             | <b>(620)</b>    | <b>-10.7%</b> | <b>(554)</b>                                   | <b>(620)</b>    | <b>-10.7%</b> | <b>(237)</b>                           | <b>(263)</b>   | <b>-9.8%</b>  | <b>(229)</b>                                    | <b>(244)</b>   | <b>-3.6%</b>  |

|                                                                      |       |       |        |       |       |        |      |       |        |      |       |        |
|----------------------------------------------------------------------|-------|-------|--------|-------|-------|--------|------|-------|--------|------|-------|--------|
| (Expenses)                                                           |       |       |        |       |       |        |      |       |        |      |       |        |
| Income Before Income Tax                                             | 490   | 564   | -13.1% | 490   | 466   | 5.2%   | 190  | 404   | -52.9% | 139  | 365   | -63.3% |
| Income Tax                                                           | (138) | (156) | -11.8% | (138) | (156) | -11.8% | (33) | (115) | (0.71) | (15) | (110) | (0.87) |
| Net Income - Company                                                 | 352   | 407   | -13.6% | 352   | 309   | 13.9%  | 158  | 289   | -45.5% | 125  | 255   | -53.3% |
| Minority Interest - Noncontrolling                                   | 74    | (14)  | -      | 74    | (14)  | -      | (24) | (27)  | -12.5% | (24) | (27)  | -12.5% |
| Net Income - Controlling Shareholders (1)                            | 278.7 | 421   | -33.8% | 279   | 323   | -13.8% | 181  | 316   | (0.43) | 148  | 282   | (0.49) |
| Net Income per Share                                                 | 1     | 2     | -34.1% | 1     | 1     | -16.2% |      |       |        |      |       |        |
| N° of shares (million) ex-treasury shares                            | 264   | 263   | 0.4%   | 264   | 263   | 0.4%   |      |       |        |      |       |        |
| Earnings before Interest, Taxes, Depreciation, Amortization - EBITDA | 1,471 | 1,577 | -6.7%  | 1,471 | 1,478 | -0.5%  | 770  | 970   | -20.6% | 685  | 890   | -23.0% |
| Adjusted EBITDA                                                      |       |       |        |       |       |        |      |       |        |      |       |        |

|                                     | <b>GPA Consolidated IFRS</b> |             | <b>GPA Consolidated (ex. real estate projects)</b> |             | <b>GPA Food (ex. real estate projects)</b> |             | <b>Food Retail (excl. empreendimentos imob.)</b> |             |             |
|-------------------------------------|------------------------------|-------------|----------------------------------------------------|-------------|--------------------------------------------|-------------|--------------------------------------------------|-------------|-------------|
| <b>% Net Sales Revenue</b>          | <b>1H13</b>                  | <b>1H12</b> | <b>1H13</b>                                        | <b>1H12</b> | <b>1H13</b>                                | <b>1H12</b> | <b>1H13</b>                                      | <b>1H12</b> | <b>1H12</b> |
| <b>Gross Profit</b>                 | 26.5%                        | 26.8%       | 26.5%                                              | 26.5%       | 25.0%                                      | 25.7%       | 27.6%                                            | 27.7%       | 1H12        |
| Selling Expenses                    | 16.9%                        | 16.9%       | 16.9%                                              | 17.0%       | 15.3%                                      | 15.7%       | 16.6%                                            | 16.8%       | 9           |
| General and Administrative Expenses | 2.9%                         | 3.5%        | 2.9%                                               | 3.5%        | 2.8%                                       | 2.8%        | 3.2%                                             | 3.2%        |             |
| Equity Income                       | 0.0%                         | 0.0%        | 0.0%                                               | 0.0%        | 0.1%                                       | 0.0%        | 0.1%                                             | 0.0%        | 0           |
| Other Operating Revenue (Expenses)  | 1.3%                         | 0.0%        | 1.3%                                               | 0.0%        | 1.9%                                       | 0.0%        | 2.4%                                             | 0.0%        | 0           |

|                                                  |       |       |       |       |       |       |       |       |       |
|--------------------------------------------------|-------|-------|-------|-------|-------|-------|-------|-------|-------|
| <b>Total Operating Expenses</b>                  | 21.1% | 20.4% | 21.1% | 20.5% | 19.9% | 18.5% | 22.1% | 20.0% | 10.0% |
| <b>Depreciation and Amortization</b>             | 1.5%  | 1.5%  | 1.5%  | 1.5%  | 2.2%  | 2.1%  | 2.5%  | 2.3%  | 0.0%  |
| <b>EBIT</b>                                      | 3.9%  | 4.9%  | 3.9%  | 4.5%  | 2.9%  | 5.0%  | 3.1%  | 5.4%  | 1.0%  |
| <b>Net Financial Revenue (Expenses)</b>          | 2.1%  | 2.6%  | 2.1%  | 2.6%  | 1.6%  | 2.0%  | 1.9%  | 2.2%  | 0.0%  |
| <b>Income Before Income Tax</b>                  | 1.8%  | 2.3%  | 1.8%  | 1.9%  | 1.3%  | 3.0%  | 1.2%  | 3.3%  | 0.0%  |
| <b>Income Tax</b>                                | 0.5%  | 0.6%  | 0.5%  | 0.6%  | 0.2%  | 0.9%  | 0.1%  | 1.0%  | 0.0%  |
| <b>Net Income - Company</b>                      | 1.3%  | 1.7%  | 1.3%  | 1.3%  | 1.1%  | 2.2%  | 1.0%  | 2.3%  | 0.0%  |
| <b>Minority Interest - noncontrolling</b>        | 0.3%  | 0.1%  | 0.3%  | 0.1%  | 0.2%  | 0.2%  | 0.2%  | 0.2%  | 0.0%  |
| <b>Net Income - Controlling Shareholders (1)</b> | 1.0%  | 1.7%  | 1.0%  | 1.3%  | 1.2%  | 2.4%  | 1.2%  | 2.5%  | 0.0%  |
| <b>EBITDA</b>                                    | 5.5%  | 6.5%  | 5.5%  | 6.1%  | 5.2%  | 7.3%  | 5.7%  | 7.9%  | 0.0%  |
| <b>Adjusted EBITDA</b>                           | 6.8%  | 6.5%  | 6.8%  | 6.1%  | 7.2%  | 7.3%  | 8.1%  | 8.0%  | 0.0%  |

(1) Net Income after noncontrolling shareholders

| STATEMENT OF CASH FLOW                             |                  |              |
|----------------------------------------------------|------------------|--------------|
| (R\$ million)                                      | GPA Consolidated |              |
|                                                    | 06.30.2013       | 06.30.2012   |
| <b>Net Income for the period</b>                   | <b>352</b>       | <b>407</b>   |
| <u>Adjustment for Reconciliation of Net Income</u> |                  |              |
| Deferred Income Tax                                | (5)              | 53           |
| Income of Permanent Assets Written-Off             | 14               | 3            |
| Depreciation and Amortization                      | 427              | 392          |
| Interests and Exchange Variation                   | 464              | 563          |
| Adjustment to Present Value                        | 2                | (1)          |
| Equity Income                                      | (13)             | (2)          |
| Provision for Contingencies                        | 288              | 67           |
| Provision for low and losses of fixed assets       | 3                | (0)          |
| Share-Based Compensation                           | 24               | 19           |
| Allowance for Doubtful Accounts                    | 23               | 195          |
| Net profit/loss on shareholder interest            | -                | (24)         |
| Provision for Obsolescence and Retail Loss         | (16)             | (27)         |
| Swap revenue                                       | -                | (97)         |
| Deferred Revenue                                   | (31)             | (24)         |
| Extraordinary Expenses                             | 188              | -            |
|                                                    | <b>1,720</b>     | <b>1,524</b> |
| <b>Asset (Increase) Decreases</b>                  |                  |              |
| Accounts Receivable                                | 116              | 299          |
| Inventories                                        | (136)            | 572          |
| Taxes recoverable                                  | (146)            | (215)        |
| Financial Instrument - Rede Duque                  | -                | (51)         |
| Other assets                                       | (111)            | (82)         |
| Related Parties                                    | (83)             | (59)         |
| Judicial Deposits                                  | <b>(156)</b>     | <b>(96)</b>  |
|                                                    | (516)            | 367          |
| <b>Liability (Increase) Decrease</b>               |                  |              |
| Suppliers                                          | (371)            | (1,653)      |
| Payroll and Charges                                | 47               | 78           |
| Taxes and Contributions                            | (155)            | (200)        |
| Other Accounts Payable                             | (99)             | (55)         |

|                                                        |              |                |
|--------------------------------------------------------|--------------|----------------|
| Marketable Securities                                  | (23)         | -              |
|                                                        | <b>(602)</b> | <b>(1,830)</b> |
| Net Cash Generated from (Used in) Operating Activities | <b>602</b>   | <b>61</b>      |

**CASH FLOW FROM INVESTMENT AND FINANCING ACTIVITIES**

|                                                                        | <b>GPA Consolidated</b> |                   |
|------------------------------------------------------------------------|-------------------------|-------------------|
|                                                                        | <b>06.30.2013</b>       | <b>06.30.2012</b> |
| Aquisição de empresas                                                  | 8                       | 3                 |
| Aumento de capital em controladas                                      | -                       | 0                 |
| Aquisição de bens do ativo imobilizado                                 | (768)                   | (555)             |
| Aumento do ativo intangível                                            | (59)                    | (30)              |
| Venda de bens do imobilizado                                           | 44                      | 37                |
| Caixa líquido de aquisições                                            | -                       | 0                 |
| <b>Caixa líquido gerado (utilizado nas) atividades de investimento</b> | <b>(774)</b>            | <b>(544)</b>      |
| <b>Cash Flow from Financing Activities</b>                             | -                       | -                 |
| Increase (Decrease) of Capital                                         | 11                      | 13                |
| Funding and Refinancing                                                | 2,408                   | 4,567             |
| Payments                                                               | (3,782)                 | (3,326)           |
| Interest Paid                                                          | (313)                   | (136)             |
| Dividend Payments                                                      | (201)                   | (131)             |
| <b>Net Cash Generated from (used in) Financing Activities</b>          | <b>(1,877)</b>          | <b>987</b>        |
| Cash and Cash Equivalents at the Beginning of the Year                 | 7,086                   | 4,970             |
| Cash and Cash Equivalents at the End of the Year                       | 5,037                   | 5,473             |
| <b>Change in Cash and Cash Equivalent</b>                              | <b>(2,049)</b>          | <b>503</b>        |

| (R\$ million)               | BREAKDOWN OF GROSS SALES BY BUSINESS |        |        |        |       |        |        |        |        |       |
|-----------------------------|--------------------------------------|--------|--------|--------|-------|--------|--------|--------|--------|-------|
|                             | 2Q13                                 | %      | 2Q12   | %      | Δ     | 1H13   | %      | 1H12   | %      | Δ     |
| Pão de Açúcar               | 1,462                                | 9.8%   | 1,374  | 10.2%  | 6.4%  | 2,965  | 9.9%   | 2,722  | 10.0%  | 8.9%  |
| Extra Hiper                 | 3,307                                | 22.2%  | 3,313  | 24.5%  | -0.2% | 6,827  | 22.8%  | 6,671  | 24.6%  | 2.3%  |
| Minimercado Extra           | 103                                  | 0.7%   | 55     | 0.4%   | 88.0% | 196    | 0.7%   | 108    | 0.4%   | 81.9% |
| Extra Supermercado          | 1,166                                | 7.8%   | 1,084  | 8.0%   | 7.5%  | 2,397  | 8.0%   | 2,228  | 8.2%   | 7.6%  |
| Assaí                       | 1,558                                | 10.4%  | 1,142  | 8.5%   | 36.4% | 2,985  | 10.0%  | 2,273  | 8.4%   | 31.3% |
| Others Business (1)         | 387                                  | 2.6%   | 370    | 2.7%   | 4.6%  | 762    | 2.5%   | 708    | 2.6%   | 7.7%  |
| <b>GPA Food</b>             | 7,984                                | 53.5%  | 7,339  | 54.3%  | 8.8%  | 16,133 | 53.9%  | 14,709 | 54.1%  | 9.7%  |
| <b>Real Estate Projects</b> | -                                    | -      | 98     | 0.7%   | -     | -      | -      | 98     | 0.4%   | -     |
| Pontofrio                   | 1,433                                | 9.6%   | 1,279  | 9.5%   | 12.0% | 2,916  | 9.8%   | 2,658  | 9.8%   | 9.7%  |
| Casas Bahia                 | 4,441                                | 29.8%  | 3,957  | 29.3%  | 12.2% | 8,841  | 29.6%  | 7,975  | 29.4%  | 10.9% |
| Nova Pontocom               | 1,062                                | 7.1%   | 840    | 6.2%   | 26.5% | 2,014  | 6.7%   | 1,731  | 6.4%   | 16.3% |
| <b>Viavarejo (2)</b>        | 6,935                                | 46.5%  | 6,075  | 45.0%  | 14.2% | 13,771 | 46.1%  | 12,364 | 45.5%  | 11.4% |
| <b>GPA Consolidated</b>     | 14,919                               | 100.0% | 13,512 | 100.0% | 10.4% | 29,904 | 100.0% | 27,172 | 100.0% | 10.1% |

(1) Includes Gas Station and Drugstores sales.

(2) Includes Ponto Frio, Nova Casas Bahia and Nova Pontocom sales.

| (R\$ million)           | BREAKDOWN OF NET SALES BY BUSINESS |        |        |        |       |        |        |        |        |       |
|-------------------------|------------------------------------|--------|--------|--------|-------|--------|--------|--------|--------|-------|
|                         | 2Q13                               | %      | 2Q12   | %      | Δ     | 1H13   | %      | 1H12   | %      | Δ     |
| Pão de Açúcar           | 1,334                              | 10.0%  | 1,232  | 10.2%  | 8.3%  | 2,689  | 10.0%  | 2,445  | 10.1%  | 10.0% |
| Extra Hiper             | 2,988                              | 22.3%  | 2,941  | 24.4%  | 1.6%  | 6,124  | 22.9%  | 5,922  | 24.5%  | 3.4%  |
| Minimercado Extra       | 97                                 | 0.7%   | 51     | 0.4%   | 89.9% | 184    | 0.7%   | 100    | 0.4%   | 82.9% |
| Extra Supermercado      | 1,084                              | 8.1%   | 988    | 8.2%   | 9.8%  | 2,215  | 8.3%   | 2,031  | 8.4%   | 9.0%  |
| Assaí                   | 1,434                              | 10.7%  | 1,043  | 8.7%   | 37.5% | 2,738  | 10.2%  | 2,078  | 8.6%   | 31.8% |
| Others Business (1)     | 384                                | 2.9%   | 367    | 3.0%   | 4.7%  | 755    | 2.8%   | 701    | 2.9%   | 7.6%  |
| <b>GPA Food</b>         | 7,321                              | 54.7%  | 6,621  | 55.0%  | 10.6% | 14,703 | 54.9%  | 13,278 | 54.9%  | 10.7% |
|                         | -                                  | -      | 98     | 0.8%   | -     | -      | -      | 98     | 0.4%   | -     |
| Pontofrio               | 1,246                              | 9.3%   | 1,121  | 9.3%   | 11.2% | 2,535  | 9.5%   | 2,328  | 9.6%   | 8.9%  |
| Casas Bahia             | 3,866                              | 28.9%  | 3,432  | 28.5%  | 12.7% | 7,721  | 28.8%  | 6,904  | 28.5%  | 11.8% |
| Nova Pontocom           | 949                                | 7.1%   | 765    | 6.4%   | 24.1% | 1,806  | 6.7%   | 1,577  | 6.5%   | 14.6% |
| <b>Viavarejo (2)</b>    | 6,062                              | 45.3%  | 5,318  | 44.2%  | 14.0% | 12,062 | 45.1%  | 10,809 | 44.7%  | 11.6% |
| <b>GPA Consolidated</b> | 13,383                             | 100.0% | 12,037 | 100.0% | 11.2% | 26,766 | 100.0% | 24,185 | 100.0% | 10.7% |

(1) Includes Gas Station and Drugstores sales.

(2) Includes Ponto Frio, Nova Casas Bahia and Nova Pontocom sales.

**SALES BREAKDOWN (% of Net Sales)**

|                     | GPA Consolidated |       |       |       | GPA Food |       |       |       |
|---------------------|------------------|-------|-------|-------|----------|-------|-------|-------|
|                     | 2Q13             | 2Q12  | 1H13  | 1H12  | 2Q13     | 2Q12  | 1H13  | 1H12  |
| <b>Cash</b>         | 41.1%            | 40.0% | 41.8% | 37.7% | 52.9%    | 52.8% | 53.3% | 53.0% |
| <b>Credit Card</b>  | 48.5%            | 49.2% | 48.1% | 45.9% | 38.8%    | 39.8% | 38.5% | 39.5% |
| <b>Food Voucher</b> | 4.4%             | 4.0%  | 4.4%  | 3.7%  | 8.2%     | 7.3%  | 8.1%  | 7.3%  |
| <b>Credit</b>       | 6.0%             | 6.9%  | 5.7%  | 6.4%  | 0.1%     | 0.1%  | 0.1%  | 0.1%  |
| Post-Dated          |                  |       |       |       |          |       |       |       |
| Checks              | 0.0%             | 0.1%  | 0.0%  | 0.1%  | 0.1%     | 0.1%  | 0.1%  | 0.1%  |
| Payment Book        | 5.9%             | 6.8%  | 5.7%  | 6.3%  | -        | -     | -     | -     |

|                              | STORES OPENINGS/CLOSINGS PER BANNER |           |          |              |
|------------------------------|-------------------------------------|-----------|----------|--------------|
|                              | 03/31/2012                          | Opened    | Closed   | 06/30/2013   |
| Pão de Açúcar                | 163                                 | 2         | -        | 165          |
| Extra Hiper                  | 138                                 | -         | -        | 138          |
| Extra Supermercado           | 209                                 | -         | -        | 209          |
| Minimercado Extra            | 119                                 | 23        | 1        | 141          |
| Assaí                        | 64                                  | 3         | -        | 67           |
| Other Business               | 241                                 | 1         | -        | 242          |
| <i>Gas Satation</i>          | 85                                  | -         | -        | 85           |
| <i>Drugstores</i>            | 156                                 | 1         | -        | 157          |
| <b>GPA Food</b>              | <b>934</b>                          | <b>29</b> | <b>1</b> | <b>962</b>   |
| Pontofrio                    | 396                                 | -         | 1        | 395          |
| Casas Bahia                  | 572                                 | 4         | -        | 576          |
| <b>GPA Consolidated</b>      | <b>1,902</b>                        | <b>33</b> | <b>2</b> | <b>1,933</b> |
| <b>Sale Area ('000 m2)</b>   |                                     |           |          |              |
| GPA Food                     | 1,589                               |           |          | 1,614        |
| GPA Consolidated             | 2,997                               |           |          | 3,026        |
| <b># of employees ('000)</b> |                                     |           |          |              |
|                              | 151                                 |           |          | 151          |

## **2Q13 Results Conference Call and Webcast**

Wednesday, July 24, 2013

11:00 a.m. (Brasília time) | 10:00 a.m. (New York) | 3:00 p.m. (London)

### **Conference call in Portuguese (original language)**

55 11 2188-0155

### **Conference call in English (simultaneously translated)**

1 646 843-6054

Webcast: <http://www.gpari.com.br>

### **Replay**

+55 (11) 2188-0155

Access code for Portuguese audio: 23975738

Access code for English audio: 23975739

<http://www.gpari.com.br>

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<http://imprensa.grupopaodeacucar.com.br/category/gpa/>

### **Twitter - Imprensa**

@imprensagpa

The financial information contained in the financial statements is presented in accordance with the accounting practices adopted in Brazil and refers to the second quarter of 2013 (2Q13), except where otherwise noted, with comparisons made over the same period last year.

Any and all information derived from non-accounting or not accounting numbers

### **About Grupo Pão de Açúcar and Viavarejo:**

Grupo Pão de Açúcar is Brazil's largest retailer, with a distribution network comprising approximately 1,810 points of sale and electronic channels. The Group's multiformat structure consists of GPA Food and Viavarejo.

**GPA Food's** operations comprise supermarkets (Pão de Açúcar and Extra Supermercado), hypermarkets (Extra), neighborhood stores (Minimercado Extra), cash-and-carry stores (Assaí), gas stations and drugstores. GPA Food's business is classified as

has not been reviewed by independent auditors.

For the calculation of EBITDA Earnings Before Interest, Taxes, Depreciation and Amortization, According to the table on page 6. The basis for calculating same-store sales is defined by the sales registered in stores open for at least 12 consecutive months and were not closed for seven consecutive days or more in this period. Acquisitions are not included in the same-store calculation base in the first 12 months of operation.

Food and Non-Food (electronics/home appliances, clothing, general merchandise, drugstore and gas stations). **Viavarejo's** operations consist of bricks-and-mortar stores selling electronics/home appliances and furniture (Ponto Frio and Casas Bahia) and online stores (Nova Pontocom: Extra.com.br, PontoFrio.com.br, Casasbahia.com.br, Barateiro.com.br, Partiu Viagens and e-Hub). Founded in 1948 in São Paulo, the Group is present in 20 of the 27 Brazilian states, which jointly account for 94.1% of the country's GDP.

Grupo Pão de Açúcar adopts the IPCA consumer price index as its benchmark inflation index, which is also used by the Brazilian Supermarkets Association (ABRAS), since it more accurately reflects the mix of products and brands sold by the Company. The IPCA in the 12 months ended June 2013 was 6.70%.

**Disclaimer:** Statements contained in this release relating to the business outlook of the Company, projections of operating/financial results, the growth potential of the Company and the market and macroeconomic estimates are mere forecasts and were based on the expectations of Management in relation to the Company's future. These expectations are highly dependent on changes in the market, Brazil's general economic performance, the industry and international markets, and are therefore subject to change.

**SIGNATURES**

Pursuant to the requirement of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**COMPANHIA BRASILEIRA DE DISTRIBUIÇÃO**

Date: July 24, 2013

By: /s/ Enéas César Pestana Neto  
Name: Enéas César Pestana Neto  
Title: Chief Executive Officer

By: /s/ Daniela Sabbag  
Name: Daniela Sabbag  
Title: Investor Relations Officer

**FORWARD-LOOKING STATEMENTS**

This press release may contain forward-looking statements. These statements are statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.

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