



## NOTICE TO THE MARKET

### Aliansce Shopping Centers (ALSC3) announces an agreement for the acquisition of additional controlling interest in its Salvador Property

**Rio de Janeiro, December 21, 2011 - Aliansce Shopping Centers S.A. (Bovespa: ALSC3)** announces an agreement to acquire an additional ownership of 7.87% in Shopping Iguatemi Salvador in the city of Salvador, in the state of Bahia. The Company will consolidate its ownership in the mall, reaching 53.12% stake, in terms of GLA.

#### Transaction Overview

- Aliansce has entered into a co-investment agreement with Canada Pension Plan Investment Board (CPPIB) to acquire Reishopping's ownership interest in the property. This agreement marks the beginning of the Company's strategic relationship with CPPIB, a large global institutional investor, with approximately US\$146 billion in assets as of September 30, 2011.
- Iguatemi Salvador is formed by the Naciguat and Riguat condominiums. The mall has 62,300 sq.m of total GLA. The GLA of Naciguat and Riguat is of 54,700 sq.m and 7,600 sq.m, respectively. Additionally, the mall has 15,000 sq.m of commercial area owned by tenants, among them Lojas Americanas and the area of the movie theaters.
- Aliansce will acquire 8.97% of Naciguat, representing 4,908 sq.m of GLA. The Company's owned GLA will reach 275,706 sq.m. CPPIB will acquire 13.46% of Naciguat and 18.10% of Riguat, representing a total GLA of 8,744 sq.m.
- The acquisition terms for Aliansce and CPPIB are the same. Aliansce will continue to receive management and leasing fees from the percentage acquired by CPPIB.
- The total acquisition price for Aliansce is of R\$81.4 million which will be paid 95,7% in cash and the remaining in one installment at the end of 2017 adjusted by CDI. This valuation represents a cap rate of 9.3% based on the expected net operating income (NOI) in 2012. The IRR for the acquisition is of 14.0%, real and unleveraged.
- The acquisition includes a construction potential of approximately 8,070 sq.m at share that will be used for future expansion and mix-use projects. Aliansce is currently negotiating a project that includes construction of approximately 70,000 sq.m of offices and an apart-hotel in the mall's site. The company estimates the present value of the real estate potential at share is of R\$8.5 million.
- Reishopping is owned by the brother of Mr. Renato Rique, President and Chairman of Aliansce. The Company will submit this acquisition to a shareholder vote this coming January 2012. The selling party is a related party and to provide the greatest transparency possible for the acquisition process and maintain best corporate governance practices, the following measures will be taken in order to approve the acquisition:
  - I. Abstaining from voting by related parties in the Board of Director's meeting that evaluated the transaction;
  - II. Convening of the Extraordinary Shareholders' Meeting to approve the acquisition;
  - III. Abstaining from voting by related parties at the Extraordinary Shareholders' Meeting that will approve the acquisition.
- In a Notice to the Market released on October 17, 2011, the Company stated that it was also negotiating with another seller who has decided since, not to sell interest in the mall.
- This acquisition allows Aliansce to consolidate ownership in one of the most dominant properties in Brazil. Aliansce and CPPIB will have a combined interest of 67.2%, in terms of GLA, in Shopping Iguatemi Salvador. The Company believes this acquisition will lead to a more efficient and streamlined decision making process for the mall.



## Mall's Shareholder Structure

### Pre-Acquisition



### Post-Acquisition



## The Mall

Iguatemi Salvador has 36 years of operating history and is located in the center of the third largest city in terms of population in Brazil. Salvador has a population of 2.6 million and a GDP per capita of R\$10,949 (2009). The mall has a total GLA is of 62,300 m<sup>2</sup>, plus approximately 15,000 m<sup>2</sup> of retail space owned by tenants.

There are 438 stores and approximately 3,300 parking spaces. Aliansce is responsible for its management and leasing.

In the last 12 months, the sales per sq.m per month in the mall reached approximately R\$1,660 per sq.m. The mall's current occupancy cost is of 11.5% and has a vacancy of 0.4%.

The mall has approximately 90,000 sq.m of excess land available for expansions and mix-use projects. Iguatemi Salvador's upcoming expansion, is scheduled to open in 4Q13 and will increase the total GLA by 8,500 sq.m.. The Company expects the mall will benefit from synergies between retail and mix-use projects.

At the end of 3Q11, Iguatemi Salvador represented 10.4% of the Company's owned GLA. The asset accounted for 14.9% of the Company's gross revenues for the first nine months of 2011.



*Current photo of the mall*



*Perspective with mixed-use Project and mall expansion*

For further information, please contact the Investor Relations Department:

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### **About Aliansce S.A.**

**Aliansce Shopping Centers S.A.** (Bovespa: ALSC3) is one of the leading shopping center developers and manages the second largest number of shopping centers in Brazil among the four publicly held companies in the sector. The Company's core business includes investments in shopping centers and provision of the following services: (i) management of shopping centers; (ii) lease of commercial spaces in shopping centers; and (iii) planning and development of shopping centers. Aliansce is a full service company operating in all development stages of a shopping center, from planning and preparation of the feasibility study, development of the project, commercialization and management of the shopping center.