Wilson Sons Limited

Condensed consolidated interim financial information at 30 September 2014

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Independent Accountants' Review Report on the Condensed Consolidated Interim Financial Information

To
The Board of Directors and Shareholders of
Wilson Sons Limited
Hamilton – Bermuda

Introduction

We have reviewed the condensed consolidated interim financial information of Wilson Sons Limited ("the Company"), contained in the quarterly information form for the quarter ended September 30, 2014, which comprises the condensed consolidated statement of financial position as of September 30, 2014 and the respective condensed consolidated statements of profit or loss and comprehensive income for the three and nine-month periods ended at that date and changes in shareholders' equity and cash flows for the nine-month period ended at that date, as well as the explanatory notes.

Management is responsible for the preparation of the interim financial information in accordance with IAS 34 - Interim Financial Reporting, as issued by the International Accounting Standards Board (IASB), applicable to the preparation of quarterly information. Our responsibility is to express our conclusion on this condensed consolidated interim financial information based on our review.

Scope of the review

We have conducted our review in accordance with international interim information review standards (ISRE 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity). A review of interim information consists of making inquiries primarily to persons responsible for financial and accounting matters and applying analytical and other review procedures. The scope of a review is significantly less than that of an audit conducted in accordance with auditing standards and, accordingly, we were unable to obtain reasonable assurance that we were aware of all the material issues that would have been identified in an audit. Therefore, we do not express an audit opinion.

Conclusion on the condensed consolidated interim financial information

Based on our review, we are not aware of any fact that might lead us to believe that the condensed consolidated interim financial information included in the aforementioned quarterly information was not prepared, in all material respects, in accordance with IAS 34 applicable to the preparation of the interim information.

Emphasis

Without qualifying our report further, we draw attention to the fact mentioned in Note 2 that states that the Company presents its condensed interim financial information in two presentation currencies, being the United States dollar (US$) and the Brazilian Real (R$).

Rio de Janeiro, Brazil, November 13, 2014

KPMG Auditores Independentes
CRC SP-014428/O-6 F-RJ

Marcelo Luiz Ferreira
Accountant CRC RJ-087095/O-7

Wilson Sons Limited

Condensed consolidated interim statements of profit or loss and other comprehensive income

For the period ended 30 September 2014 and 2013 *(Unaudited)*

(Amounts expressed in thousands of U.S. Dollars and Brazilian Reais, unless otherwise noted)

	Notes	Three-month periods ended		Nine-month periods ended		Three-month periods ended		Nine-month periods ended	
		30 September 2014	30 September 2013	30 September 2014	30 September 2013	30 September 2014	30 September 2013	30 September 2014	30 September 2013
		US$	US$	US$	US$	R$	R$	R$	R$
Revenue	4	177,240	169,114	477,147	475,533	397,422	380,326	1,081,911	1,010,560
Raw materials and consumables used		(34,709)	(19,281)	(74,533)	(57,024)	(72,641)	(40,660)	(165,353)	(114,872)
Employee benefits expense	5	(50,364)	(51,180)	(151,651)	(156,020)	(113,310)	(116,591)	(344,679)	(329,980)
Depreciation and amortization expenses		(16,469)	(14,479)	(48,144)	(42,292)	(31,882)	(27,693)	(93,997)	(80,227)
Other operating expenses	6	(39,925)	(49,250)	(130,192)	(142,227)	(92,997)	(112,458)	(297,595)	(303,017)
Profit (loss) on disposal of property, plant and equipment		172	177	(70)	9,989	685	1,187	640	23,818
Results from operating activities		35,945	35,101	72,557	87,959	87,277	84,111	180,927	206,282
Share of result of joint ventures		1,301	(637)	2,913	(682)	2,412	(96)	8,876	1,633
Finance income	7	2,602	2,943	6,562	8,017	5,965	6,640	14,953	16,786
Finance costs	7	(12,691)	(3,272)	(14,386)	(14,587)	(29,654)	(7,866)	(33,919)	(32,118)
Exchange gain/(loss) on translation	7	(17,647)	(5,677)	(7,716)	(18,438)	(39,205)	(20,535)	(15,899)	(56,536)
Profit before tax		9,510	28,458	59,930	62,269	26,795	62,254	154,938	136,047
Income tax expense	8	(17,699)	(8,796)	(29,109)	(30,062)	(42,218)	(20,438)	(68,626)	(64,928)
Profit/Loss for the period		(8,189)	19,662	30,821	32,207	(15,423)	41,816	86,312	71,119
Profit for the period attributable to:									
Owners of the Company		(8,220)	18,284	29,292	29,715	(15,570)	38,558	82,557	65,611
Non controlling interests		31	1,378	1,529	2,492	147	3,258	3,755	5,508
		(8,189)	19,662	30,821	32,207	(15,423)	41,816	86,312	71,119
Other comprehensive income									
Items that are or may be reclassified to profit or loss									
Exchange differences on translating		(5,042)	(25)	639	(3,405)	115,801	9,347	40,542	82,843
Effective portion of changes in fair value of cash flow hedges		119	(1,256)	(365)	(1,256)	306	(2,836)	(843)	(2,836)
Total comprehensive income for the period		(13,112)	18,381	31,095	27,546	100,684	48,327	126,011	151,126
Total comprehensive income for the period attributable to:									
Owners of the Company		(12,736)	17,150	29,635	25,589	100,513	45,282	122,319	145,831
Non controlling interests		(376)	1,231	1,460	1,957	171	3,045	3,692	5,295
		(13,112)	18,381	31,095	27,546	100,684	48,327	126,011	151,126
Earnings per share from continuing operations									
Basic (cents per share)	21	(11.55c)	25.70c	41.17c	41.77c	(21.89c)	54.20c	116.04c	92.22c
Diluted (cents per share)	21	(11.11c)	25.70c	39.60c	41.77c	(21.05c)	54.20c	111.61c	92.22c

The accompanying notes are an integral part of the condensed consolidated interim financial information.

Wilson Sons Limited

Condensed consolidated interim statements of financial position

For the period ended 30 September 2014 and year ended 31 December 2013

(Amounts expressed in thousands of U.S. Dollars and Brazilian Reais, unless otherwise noted)

	Notes	30 September 2014 US$ Unaudited	31 December 2013 US$	30 September 2014 R$ Unaudited	31 December 2013 R$
Assets					
Non-current assets					
Goodwill	9	36,649	37,622	89,827	88,134
Other intangible assets	10	41,475	46,650	101,655	109,280
Property, plant and equipment	11	647,848	616,912	1,587,875	1,445,179
Deferred tax assets	16	29,383	30,099	72,018	70,510
Investment in joint ventures	23	7,977	2,577	19,552	6,036
Trade and other receivables	13	51,846	66,198	127,075	155,076
Other non-current assets		11,584	10,209	28,392	23,915
Total non-current assets		826,762	810,267	2,026,394	1,898,130
Current assets					
Inventories	12	26,946	29,090	66,045	68,145
Trade and other receivables	13	113,052	108,487	277,090	254,143
Short-term investments	14	16,000	33,000	39,216	77,306
Cash and cash equivalents	14	76,348	97,946	187,129	229,448
Total current assets		232,346	268,523	569,480	629,042
Total assets		1,059,108	1,078,790	2,595,874	2,527,172
Equity and liabilities					
Capital and reserves					
Share capital	21	9,905	9,905	26,815	26,815
Capital reserves		94,324	94,324	208,550	208,550
Profit reserve		469	807	(44)	737
Share Options		2,272	-	5,342	-
Retained earnings		411,572	409,315	859,563	837,083
Translation reserve		(371)	(1,052)	169,808	129,265
Equity attributable to owners of the Company		518,171	513,299	1,270,034	1,202,450
Non-controlling interests		3,920	3,699	9,612	8,670
Total equity		522,091	516,998	1,279,646	1,211,120
Non-current liabilities					
Bank loans	15	332,271	334,394	814,396	783,351
Derivatives	25	1,407	1,130	3,449	2,648
Post-employment benefits	20	2,391	2,251	5,862	5,273
Deferred tax liabilities	16	38,007	33,761	93,155	79,088
Provisions for tax, labour and civil risks	17	10,724	10,262	26,285	24,039
Obligations under finance leases	18	3,904	4,812	9,569	11,273
Total non-current liabilities		388,704	386,610	952,716	905,672
Current liabilities					
Trade and other payables	19	93,852	135,317	230,031	316,995
Derivatives	25	92	110	227	257
Current tax liabilities		1,872	211	4,583	492
Obligations under finance leases	18	1,447	1,547	3,547	3,623
Bank loans	15	51,050	37,997	125,124	89,013
Total current liabilities		148,313	175,182	363,512	410,380
Total liabilities		537,017	561,792	1,316,228	1,316,052
Total equity and liabilities		1,059,108	1,078,790	2,595,874	2,527,172

The accompanying notes are an integral part of the condensed consolidated interim financial information.

Wilson Sons Limited

Condensed consolidated interim statements of changes in equity

For the period ended 30 September 2014 and 2013 *(Unaudited)*

(Amounts expressed in thousands of U.S. Dollars and Brazilian Reais, unless otherwise noted)

	Notes	Share capital US$	Capital reserves Share premium US$	Capital reserves Others US$	Capital reserves Additional paid- in capital US$	Derivatives US$	Profit reserve US$	Contributed surplus US$	Share Options US$	Retained earnings US$	Translation Reserve US$	Attributable to owners of the Company US$	Non-controlling interests US$	Total US$
Balance at 1 January 2013	21	9,905	67,951	28,383	(2,010)	223	1,981	9,379	-	379,894	2,412	498,118	3,734	501,852
Profit for the period		-	-	-	-	-	-	-	-	29,715	-	29,715	2,492	32,207
Effective portion of changes in fair value of cash flow hedges		-	-	-	-	-	(1,162)	-	-	-	-	(1,162)	(94)	(1,256)
Other comprehensive income		-	-	-	-	-	-	-	-	-	(2,964)	(2,964)	(441)	(3,405)
Total comprehensive income for the period		-	-	-	-	-	(1,162)	-	-	29,715	(2,964)	25,589	1,957	27,546
Derivatives		-	-	-	-	(223)	-	-	-	-	-	(223)	-	(223)
Transfer to retained earnings		-	-	-	-	-	-	(9,379)	-	9,379	-	-	-	-
Dividends		-	-	-	-	-	-	-	-	(18,070)	-	(18,070)	(1,686)	(19,756)
Balance at 30 September 2013	21	9,905	67,951	28,383	(2,010)	-	819	-	-	400,918	(552)	505,414	4,005	509,419
Balance at 1 January 2014	21	9,905	67,951	28,383	(2,010)	(1,174)	1,981	-	-	409,315	(1,052)	513,299	3,699	516,998
Profit for the period		-	-	-	-	-	-	-	-	29,292	-	29,292	1,529	30,821
Effective portion of changes in fair value of cash flow hedges		-	-	-	-	(338)	-	-	-	-	-	(338)	(27)	(365)
Other comprehensive income		-	-	-	-	-	-	-	-	-	681	681	(42)	639
Total comprehensive income for the period		-	-	-	-	(338)	-	-	-	29,292	681	29,635	1,460	31,095
Share Options		-	-	-	-	-	-	-	2,272	-	-	2,272	-	2,272
Dividends		-	-	-	-	-	-	-	-	(27,035)	-	(27,035)	(1,239)	(28,274)
Balance at 30 September 2014	21	9,905	67,951	28,383	(2,010)	(1,512)	1,981	-	2,272	411,572	(371)	518,171	3,920	522,091

(continues)

Wilson Sons Limited

Condensed consolidated interim statements of changes in equity

For the period ended 30 September 2014 and 2013 *(Unaudited)*

(Amounts expressed in thousands of U.S. Dollars and Brazilian Reais, unless otherwise noted)

	Notes	Share capital R$	Capital reserves: Share premium R$	Capital reserves: Others R$	Capital reserves: Additional paid- in capital R$	Derivatives R$	Profit reserve R$	Contributed surplus R$	Share Options R$	Retained earnings R$	Translation Reserve R$	Attributable to owners of the Company R$	Non-controlling interests R$	Total R$
Balance at 1 January 2013	21	26,815	136,396	76,018	(3,864)	463	3,342	19,913	-	762,670	(3,851)	1,017,902	7,631	1,025,533
Profit for the period		-	-	-	-	-	-	-	-	65,611	-	65,611	5,508	71,119
Effective portion of changes in fair value of cash flow hedges		-	-	-	-	-	(2,623)	-	-	-	-	(2,623)	(213)	(2,836)
Other comprehensive income		-	-	-	-	-	-	-	-	-	82,843	82,843	-	82,843
Total comprehensive income for the period		-	-	-	-	-	(2,623)	-	-	65,611	82,843	145,831	5,295	151,126
Derivatives		-	-	-	-	(463)	-	-	-	-	-	(463)	-	(463)
Transfer to retained earnings		-	-	-	-	-	-	(19,913)	-	19,913	-	-	-	-
Dividends		-	-	-	-	-	-	-	-	(36,194)	-	(36,194)	(4,000)	(40,194)
Balance at 30 September 2013	21	26,815	136,396	76,018	(3,864)	-	719	-	-	812,000	78,992	1,127,076	8,926	1,136,002
Balance at 1 January 2014	21	26,815	136,396	76,018	(3,864)	(2,606)	3,342	-	-	837,083	129,266	1,202,450	8,670	1,211,120
Profit for the period		-	-	-	-	-	-	-	-	82,557	-	82,557	3,755	86,312
Effective portion of changes in fair value of cash flow hedges		-	-	-	-	(780)	-	-	-	-	-	(780)	(63)	(843)
Other comprehensive income		-	-	-	-	-	-	-	-	-	40,542	40,542	-	40,542
Total comprehensive income for the period		-	-	-	-	(780)	-	-	-	82,557	40,542	122,319	3,692	126,011
Share Options		-	-	-	-	-	-	-	5,342	-	-	5,342	-	5,342
Dividends		-	-	-	-	-	-	-	-	(60,077)	-	(60,077)	(2,750)	(62,827)
Balance at 30 September 2014	21	26,815	136,396	76,018	(3,864)	(3,386)	3,342	-	5,342	859,563	169,808	1,270,034	9,612	1,279,646

The accompanying notes are an integral part of the condensed consolidated interim financial information.

Wilson Sons Limited

Condensed consolidated interim statements of cash flows

For the period ended 30 September 2014 and 2013 *(Unaudited)*

(Amounts expressed in thousands of U.S. Dollars and Brazilian Reais, unless otherwise noted)

	Note	2014 US$	2013 US$	2014 R$	2013 R$
Net cash generated by operating activities	27	60,258	72,274	120,547	141,990
Cash flow from investing activities					
Acquisition of Briclog less net cash included in the acquisition		-	(10,153)	-	(22,500)
Interest received		5,139	7,558	11,801	16,073
Proceeds on disposal of property, plant and equipment		1,937	16,369	4,461	35,638
Purchases of property, plant and equipment		(85,814)	(74,829)	(195,401)	(170,246)
Other intangible assets		(1,166)	(1,495)	(2,646)	(4,089)
Short term investment		17,000	(1,000)	38,090	(5,960)
Net cash used in investing activities		(62,904)	(63,550)	(143,695)	(151,084)
Cash flow from financing activities					
Dividends paid		(27,035)	(18,070)	(60,077)	(36,194)
Dividends paid-non controlling interest		(1,239)	(1,686)	(2,750)	(4,000)
Repayments of borrowings		(32,423)	(30,954)	(74,513)	(65,709)
Repayments of obligation under finance leases		(1,555)	(1,190)	(3,563)	(2,499)
Derivative paid		(114)	-	(261)	-
New bank loans raised		44,822	41,688	103,913	92,867
Net cash used in financing activities		(17,544)	(10,212)	(37,251)	(15,535)
Net decrease in cash and cash equivalents		(20,190)	(1,488)	(60,399)	(24,629)
Cash and cash equivalents at beginning of the period		97,946	116,018	229,448	237,083
Effect of foreign exchange rate changes		(1,408)	(6,400)	18,080	28,676
Cash and cash equivalents at end of the period		76,348	108,130	187,129	241,130

The accompanying notes are an integral part of the condensed consolidated interim financial information.

Notes to the condensed consolidated interim financial information

(Amounts expressed in thousands of U.S. Dollars and Brazilian Reais, unless otherwise noted) – Unaudited

1 General information

Wilson Sons Limited (the "Group" or "Company") is a limited company incorporated in Bermuda under the Companies Act 1981. The address of the registered office is Clarendon House, 2 Church Street, Hamilton, HM11, Bermuda. The Group is one of the largest providers of integrated port and maritime logistics and supply chain solutions in Brazil. Throughout over 176 years in the Brazilian market, the Company has developed a nation-wide network and provides a variety of services related to international trade and the oil and gas industry, particularly in the port and maritime sectors. The Company's principal activities are divided into the following segments: operation of port terminals, towage services, logistics, shipping agency, support to offshore oil and natural gas platforms and shipyards.

2 Significant accounting policies and critical accounting judgments

Statement of compliance

The condensed consolidated interim financial information have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board - IASB.

Basis of preparation

The condensed consolidated interim financial information is presented in US Dollars, which is the Company's functional currency, because that is the currency of the primary economic environment in which the Group operates. Entities with a functional currency other than US Dollars are included in accordance with the accounting policies described below. All financial information presented in dollar has been rounded to the nearest thousand, except when otherwise indicated.

The condensed consolidated interim financial information has been prepared on the historical cost basis except for derivatives that are measured at fair values, as explained in the accounting policies. The accounting policies and most significant judgments adopted by the Group's management were not modified in relation to those presented in the consolidated financial statements for the year ended 31 December 2013 approved on 27 March 2014.

As allowed by IAS 21 - The Effects of Changes in Foreign Exchange Rates, the Company also presents condensed consolidated interim financial information considering the Brazilian Real (R$) as presentation currency. The following procedures have been applied:

- Assets and liabilities for each statement of financial position presented have been translated at the closing rate at the date of that statement of financial position;
- Income and expenses for each statement of comprehensive income or separate income statement presented have been translated at historical exchange rates for the period; and
- All resulting exchange differences have been recognized in other comprehensive income.

Estimates
The preparation of interim financial information requires management to make judgments, estimates and assumptions that affect the applications of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

In preparing these condensed consolidated interim financial information, significant judgments made by management in applying the Group's accounting policies and the key source of estimation uncertainty were the same as those applied to the consolidated financial statements as at and for the year ended 31 December 2013.

3 Segment information

Reportable segments
For management purposes, the Group is currently organized into six reportable segments: towage, port terminals, ship agency, offshore, logistics and shipyards. These divisions are reported to the Group's chief operating decision maker for the purposes of resources allocation and assessment of segment performance.

Finance costs relating to liabilities were allocated to reporting segments based on the loans taken to finance the acquisition or the construction of fixed assets in that segment.

Finance income arising from bank balances held by Brazilian operating segments, including foreign exchange differences on such balances, were not allocated to the reporting segments as cash management is performed centrally by the corporate function. Administrative expenses are presented as non-segment activities.

Segment information relating to these businesses is presented below:

					2014				
30 September 2014	**Towage US$**	**Port terminals US$**	**Ship agency US$**	**Offshore US$**	**Logistics US$**	**Shipyard US$**	**Non segment activities US$**	**Elimination US$**	**Consolidated US$**
(Three-month period ended)									
Revenue	53,947	63,255	4,444	-	17,414	47,643	-	(9,463)	177,240
Operating profit	21,015	19,236	(145)	-	(1,532)	4,664	(7,824)	531	35,945
Finance costs	(1,588)	(9,498)	(2,105)	-	(263)	(260)	1,023	-	(12,691)
Operating profit adjusted by finance cost	19,427	9,738	(2,250)	-	(1,795)	4,404	(6,801)	531	23,254
Share of result of joint ventures	-	-	-	1,301	-	-	-	-	1,301
Finance income	-	-	-	-	-	-	-	-	2,602
Exchange gain / loss on translation	-	-	-	-	-	-	-	-	(17,647)
Profit before tax	-	-	-	-	-	-	-	-	9,510
Other information:									
Capital expenditures	(12,735)	(12,871)	(91)	-	(3,405)	(134)	(416)	-	(29,652)
Depreciation and amortisation	(4,699)	(8,905)	(186)	-	(1,325)	(310)	(1,044)	-	(16,469)

	2013								
30 September 2013	**Towage US$**	**Port terminals US$**	**Ship agency US$**	**Offshore US$**	**Logistics US$**	**Shipyard US$**	**Non segment activities US$**	**Elimination US$**	**Consolidated US$**
(Three-month period ended)									
Revenue	51,429	64,724	6,125	-	23,490	23,738	-	(392)	169,114
Operating profit	17,189	16,523	1,180	-	3,318	5,214	(8,422)	99	35,101
Finance costs	(1,613)	(2,062)	(1)	-	(299)	(302)	1,005	-	(3,272)
Operating profit adjusted by finance cost	15,576	14,461	1,179	-	3,019	4,912	(7,417)	99	31,829
Share of result of joint ventures	-	-	-	(637)	-	-	-	-	(637)
Finance income	-	-	-	-	-	-	-	-	2,943
Exchange gain / loss on translation	-	-	-	-	-	-	-	-	(5,677)
Profit before tax	-	-	-	-	-	-	-	-	28,458
Other information:									
Capital expenditures	(5,345)	(54,014)	(48)	-	(701)	(1,558)	(818)	-	(62,484)
Depreciation and amortisation	(3,350)	(7,868)	(152)	-	(1,631)	(519)	(959)	-	(14,479)

	2014								
30 September 2014	**Towage US$**	**Port terminals US$**	**Ship agency US$**	**Offshore US$**	**Logistics US$**	**Shipyard US$**	**Non segment activities US$**	**Elimination US$**	**Consolidated US$**
(Nine-month period ended)									
Revenue	155,586	176,563	13,265	-	56,921	113,210	-	(38,398)	477,147
Operating profit	50,040	41,439	(352)	-	(2,426)	6,851	(24,789)	1,794	72,557
Finance costs	(4,543)	(8,993)	(2,121)	-	(687)	(974)	2,763	169	(14,386)
Operating profit adjusted by finance cost	45,497	32,446	(2,473)	-	(3,113)	5,877	(22,026)	1,963	58,171
Share of result of joint ventures	-	-	-	2,913	-	-	-	-	2,913
Finance income	-	-	-	-	-	-	-	-	6,562
Exchange gain / loss on translation	-	-	-	-	-	-	-	-	(7,716)
Profit before tax	-	-	-	-	-	-	-	-	59,930
Other information:									
Capital expenditures	(42,077)	(39,136)	(151)	-	(4,923)	(1,303)	(776)	-	(88,366)
Depreciation and amortisation	(13,026)	(26,498)	(558)	-	(4,295)	(582)	(3,185)	-	(48,144)

	2013								
30 September 2013	**Towage US$**	**Port terminals US$**	**Ship agency US$**	**Offshore US$**	**Logistics US$**	**Shipyard US$**	**Non segment activities US$**	**Elimination US$**	**Consolidated US$**
(Nine-month period ended)									
Revenue	141,709	176,931	17,927	-	73,179	100,572	-	(34,785)	475,533
Operating profit	38,746	39,439	2,506	-	6,922	22,573	(16,643)	(5,584)	87,959
Finance costs	(4,883)	(11,340)	(18)	-	(1,154)	(435)	3,243	-	(14,587)
Operating profit adjusted by finance cost	33,863	28,099	2,488	-	5,768	22,138	(13,400)	(5,584)	73,372
Share of result of joint ventures	-	-	-	(682)	-	-	-	-	(682)
Finance income	-	-	-	-	-	-	-	-	8,017
Exchange gain / loss on translation	-	-	-	-	-	-	-	-	(18,438)
Profit before tax	-	-	-	-	-	-	-	-	62,269
Other information:									
Capital expenditures	(11,872)	(78,437)	(64)	-	(2,311)	(6,697)	(4,161)	-	(103,542)
Depreciation and amortisation	(10,388)	(22,242)	(509)	-	(5,261)	(1,126)	(2,766)	-	(42,292)

	2014								
30 September 2014	**Towage R$**	**Port terminals R$**	**Ship agency R$**	**Offshore R$**	**Logistics R$**	**Shipyard R$**	**Non segment activities R$**	**Elimination R$**	**Consolidated R$**
(Three-month period ended)									
Revenue	123,606	145,988	10,133	-	40,551	107,065	465	(30,386)	397,422
Operating profit	49,810	46,572	(353)	-	(2,826)	9,724	(17,266)	1,616	87,277
Finance costs	(3,654)	(22,421)	(4,776)	-	(604)	(597)	2,355	43	(29,654)
Operating profit adjusted by finance cost	46,156	24,151	(5,129)	-	(3,430)	9,127	(14,911)	1,659	57,623
Share of result of joint ventures	-	-	-	2,412	-	-	-	-	2,412
Finance income	-	-	-	-	-	-	-	-	5,965
Exchange gain / loss on translation	-	-	-	-	-	-	-	-	(39,205)
Profit before tax	-	-	-	-	-	-	-	-	26,795
Other information:									
Capital expenditures	(30,024)	(28,939)	(206)	-	(7,688)	(299)	(950)	-	(68,106)
Depreciation and amortisation	(8,847)	(17,835)	(401)	-	(2,545)	(628)	(1,626)	-	(31,882)

	2013								
30 September 2013	**Towage R$**	**Port terminals R$**	**Ship agency R$**	**Offshore R$**	**Logistics R$**	**Shipyard R$**	**Non segment activities R$**	**Elimination R$**	**Consolidated R$**
(Three-month period ended)									
Revenue	117,953	148,293	13,994	-	53,936	71,357	50	(25,257)	380,326
Operating profit	41,473	41,255	2,817	-	9,006	2,898	(18,544)	5,206	84,111
Finance costs	(3,695)	(5,109)	(13)	-	(686)	(481)	2,321	(203)	(7,866)
Operating profit adjusted by finance cost	37,778	36,146	2,804	-	8,320	2,417	(16,223)	5,003	76,245
Share of result of joint ventures	-	-	-	(96)	-	-	-	-	(96)
Finance income	-	-	-	-	-	-	-	-	6,640
Exchange gain / loss on translation	-	-	-	-	-	-	-	-	(20,535)
Profit before tax	-	-	-	-	-	-	-	-	62,254
Other information:									
Capital expenditures	(12,986)	(123,334)	(110)	-	(1,575)	(6,381)	(1,922)	-	(146,308)
Depreciation and amortisation	(6,213)	(15,577)	(337)	-	(3,084)	(1,067)	(1,415)	-	(27,693)

	2014								
30 September 2014	**Towage R$**	**Port terminals R$**	**Ship agency R$**	**Offshore R$**	**Logistics R$**	**Shipyard R$**	**Non segment activities R$**	**Elimination R$**	**Consolidated R$**
(Nine-month period ended)									
Revenue	356,051	404,897	30,339	-	130,634	253,640	465	(94,115)	1,081,911
Operating profit	119,443	103,292	(733)	-	(2,997)	11,799	(54,275)	4,398	180,927
Finance costs	(10,401)	(21,651)	(4,812)	-	(1,575)	(2,220)	6,324	416	(33,919)
Operating profit adjusted by finance cost	109,042	81,641	(5,545)	-	(4,572)	9,579	(47,951)	4,814	147,008
Share of result of joint ventures	-	-	-	8,876	-	-	-	-	8,876
Finance income	-	-	-	-	-	-	-	-	14,953
Exchange gain / loss on translation	-	-	-	-	-	-	-	-	(15,899)
Profit before tax	-	-	-	-	-	-	-	-	154,938
Other information:									
Capital expenditures	(95,727)	(89,019)	(343)	-	(11,094)	(3,129)	(1,883)	-	(201,195)
Depreciation and amortisation	(25,453)	(53,060)	(1,216)	-	(8,194)	(1,179)	(4,895)	-	(93,997)

30 September 2013	Towage R$	Port terminals R$	Ship agency R$	Offshore R$	Logistics R$	Shipyard R$	Non segment activities R$	Elimination R$	Consolidated R$
	2013								
(Nine-month period ended)									
Revenue	301,949	377,845	38,020	-	155,756	238,399	50	(101,459)	1,010,560
Operating profit	86,666	88,332	5,459	-	17,738	48,303	(32,829)	(7,387)	206,282
Finance costs	(10,382)	(25,256)	(37)	-	(2,427)	(1,004)	6,920	68	(32,118)
Operating profit adjusted by finance cost	76,284	63,076	5,422	-	15,311	47,299	(25,909)	(7,319)	174,164
Share of result of joint ventures	-	-	-	1,633	-	-	-	-	1,633
Finance income	-	-	-	-	-	-	-	-	16,786
Exchange gain / loss on translation	-	-	-	-	-	-	-	-	(56,536)
Profit before tax	-	-	-	-	-	-	-	-	136,047
Other information:									
Capital expenditures	(28,062)	(173,719)	(142)	-	(4,882)	(14,007)	(8,690)	-	(229,502)
Depreciation and amortisation	(19,544)	(43,686)	(1,049)	-	(9,830)	(1,786)	(4,332)	-	(80,227)

Geographical information

The Group's operations are mainly located in Brazil. The Group earns income on cash and cash equivalents and short-term investments in Bermuda and in Brazil and incurs expenses on its activities in the latter country. The Group, through its participation in an Offshore Vessel Joint Venture in Panama, earns income in that country and in Uruguay.

4 Revenue

The following is an analysis of the Group's revenue from continuing operations for the period (excluding Finance income - Note 7).

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 US$	30 September 2013 US$	30 September 2014 US$	30 September 2013 US$
Sales of services	139,061	145,768	402,335	409,745
Revenue from construction contracts	38,179	23,346	74,812	65,788
Total	177,240	169,114	477,147	475,533

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 R$	30 September 2013 R$	30 September 2014 R$	30 September 2013 R$
Sales of services	320,744	333,335	922,412	869,872
Revenue from construction contracts	76,678	46,991	159,499	140,688
Total	397,422	380,326	1,081,911	1,010,560

5 Employee benefits expense

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 US$	30 September 2013 US$	30 September 2014 US$	30 September 2013 US$
Salaries and benefits	43,302	41,155	133,705	133,973
Payroll taxes	6,122	8,279	18,669	24,566
Pension costs	146	388	785	1,124
Long-term incentive plan	794	1,358	(1,508)	(3,643)
Total	50,364	51,180	151,651	156,020

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 R$	30 September 2013 R$	30 September 2014 R$	30 September 2013 R$
Salaries and benefits	97,151	93,810	303,927	282,669
Payroll taxes	13,965	18,853	42,533	52,172
Pension costs	340	881	1,808	2,388
Long-term incentive plan	1,854	3,047	(3,589)	(7,249)
Total	113,310	116,591	344,679	329,980

6 Other operating expenses

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 US$	30 September 2013 US$	30 September 2014 US$	30 September 2013 US$
Service cost	14,135	14,881	41,955	43,124
Rent of tugs	7,138	7,063	20,482	20,900
Freight	2,122	3,413	7,001	7,821
Other rentals	5,885	6,984	16,902	19,438
Energy, water and communication	4,862	5,091	15,797	17,494
Container handling	3,883	3,471	9,930	9,306
Insurance	1,394	1,337	4,158	4,296
Other taxes	2,224	2,133	7,707	8,261
Other expenses	(1,718)	4,877	6,260	11,587
Total	39,925	49,250	130,192	142,227

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 R$	30 September 2013 R$	30 September 2014 R$	30 September 2013 R$
Service cost	32,115	34,194	95,616	91,525
Rent of tugs	16,259	16,153	46,895	44,429
Freight	4,825	7,812	16,081	16,772
Other rentals	13,487	16,004	38,602	41,411
Energy, water and communication	11,198	11,666	36,261	36,928
Container handling	8,897	7,970	22,888	19,834
Insurance	3,106	2,920	9,252	8,931
Other taxes	5,091	5,068	17,680	17,689
Other expenses	(1,981)	10,671	14,320	25,498
Total	92,997	112,458	297,595	303,017

7 Finance income and finance costs

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 US$	**30 September 2013 US$**	**30 September 2014 US$**	**30 September 2013 US$**
Interest on investments	1,598	2,255	5,139	6,451
Exchange gain (loss) on investments	(41)	25	(816)	(403)
Other interest income	1,045	663	2,239	1,969
Total finance income	2,602	2,943	6,562	8,017
Interest on bank loans	(3,259)	(2,874)	(9,198)	(8,663)
Exchange loss on loans	(7,195)	(359)	(2,700)	(5,997)
Interest on obligations under finance leases	(217)	(197)	(723)	(489)
Total borrowing costs	(10,671)	(3,430)	(12,621)	(15,149)
Other interest	(2,020)	158	(1,765)	562
Total finance costs	(12,691)	(3,272)	(14,386)	(14,587)
Exchange loss on translation	(17,647)	(5,677)	(7,716)	(18,438)

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 R$	**30 September 2013 R$**	**30 September 2014 R$**	**30 September 2013 R$**
Interest on investments	3,674	5,175	11,803	13,770
Exchange gain (loss) on investments	(84)	(18)	(1,889)	(1,145)
Other interest income	2,375	1,483	5,039	4,161
Total investment income	5,965	6,640	14,953	16,786
Interest on bank loans	(7,509)	(6,594)	(21,073)	(18,374)
Exchange loss on loans	(17,115)	(1,188)	(7,247)	(13,918)
Interest on obligations under finance leases	(497)	(453)	(1,652)	(1,056)
Total borrowing costs	(25,121)	(8,235)	(29,972)	(33,348)
Other interest	(4,533)	369	(3,947)	1,230
Total finance costs	(29,654)	(7,866)	(33,919)	(32,118)
Exchange loss on translation	(39,205)	(20,535)	(15,899)	(56,536)

8 Income tax expense

Income tax recognized in profit or loss:

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 US$	**30 September 2013 US$**	**30 September 2014 US$**	**30 September 2013 US$**
Current				
Brazilian taxation				
Income tax	6,888	4,988	16,967	18,200
Social contribution	2,911	2,469	7,370	7,551
Total Brazilian current tax	9,799	7,457	24,337	25,751
Deferred tax				
Total deferred tax	7,900	1,339	4,772	4,311
Total income tax expense	17,699	8,796	29,109	30,062

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 R$	**30 September 2013 R$**	**30 September 2014 R$**	**30 September 2013 R$**
Current				
Brazilian taxation				
Income tax	16,223	11,543	39,332	38,758
Social contribution	6,885	5,823	17,071	16,301
Total Brazilian current tax	23,108	17,366	56,403	55,059
Deferred tax				
Total deferred tax	19,110	3,072	12,223	9,869
Total income tax expense	42,218	20,438	68,626	64,928

Brazilian income tax is calculated at 25% of the taxable profit for the period. Brazilian social contribution tax is calculated at 9% of the taxable profit for the period.

The income tax expense for the period can be reconciled to the accounting profit as follows:

	Three-month period ended		Nine-month period ended	
	30 September 2014 US$	**30 September 2013 US$**	**30 September 2014 US$**	**30 September 2013 US$**
Profit before tax	9,510	28,458	59,930	62,269
Tax at statutory Brazilian tax rate (34%)	3,233	9,676	20,376	21,171
Effect of exchange differences arising on translation - IAS 21	16,394	(586)	5,557	12,584
Long-term incentive plan	270	462	(513)	(1,239)
Effect of tax losses unrecognized in deferred tax assets	259	91	2,532	987
Effect of calculating tax on presumed profit	-	-	-	(2,891)
Others	(2,457)	(847)	1,157	(550)
Income tax expense	17,699	8,796	29,109	30,062
Effective rate for the period	186%	31%	49%	48%

	Three-month period ended		Nine-month period ended	
	30 September 2014 R$	**30 September 2013 R$**	**30 September 2014 R$**	**30 September 2013 R$**
Profit before tax	26,795	62,254	154,938	136,047
Tax at statutory Brazilian tax rate (34%)	9,110	21,166	52,679	46,256
Effect of exchange differences arising on translation - IAS 21	39,751	(372)	15,797	28,688
Long-term incentive plan	631	1,036	(1,220)	(2,465)
Effect of tax losses unrecognized in deferred tax assets	1,198	216	6,205	2,201
Effect of calculating tax on presumed profit	-	-	-	(6,497)
Others	(8,472)	(1,608)	(4,835)	(3,255)
Income tax expense	42,218	20,438	68,626	64,928
Effective rate for the period	158%	33%	44%	48%

The tax rate used for the 2014 and 2013 reconciliations above is the corporate tax rate of 34% payable by entities in Brazil under the tax law in that jurisdiction.

9 Goodwill

	30 September 2014 US$	**31 December 2013 US$**
Cost and carrying amount attributed to:		
Tecon Rio Grande	13,132	13,132
Tecon Salvador	2,480	2,480
Brazilian Intermodal Complex (Brasco Caju)	21,037	22,010
Total	36,649	37,622

	30 September 2014 R$	**31 December 2013 R$**
Cost and carrying amount attributed to:		
Tecon Rio Grande	32,187	30,763
Tecon Salvador	6,078	5,810
Brazilian Intermodal Complex (Brasco Caju)	51,562	51,561
Total	89,827	88,134

For the purposes of testing goodwill for impairment losses, the Group makes use its updated valuation model, for the relevant cash-generating units (Tecon Rio Grande and Tecon Salvador) derived from the most recent financial budget for the following year, extrapolates cash flows for the remaining life of the concession based on an estimated average growth rate of about 6% for Tecon Rio Grande and 6% for Tecon Salvador annually, and a discount rate of 10.07% for both business units. This rate does not exceed the average long-term historical growth rate for the relevant market. After testing goodwill as mentioned above, no impairment losses were recognised for the periods presented.

Brasco Caju's goodwill arose from the acquisition of Briclog and is composed partly of expectation for future profitability and partially for deferred tax on intangibles. This goodwill´s historical value is equivalent to US$23.3 million (R$51.6 million), with negative foreign exchange impact of US$2.3 million (2013: US$1.3 million) due to the translation effect. The goodwill will be tested for impairment annually. More details regarding this operation are presented in note 22.

10 Other intangible assets

	US$	R$
Cost		
At 1 January 2013	44,056	90,030
Additions	26,294	58,567
Disposals	(30)	(58)
Exchange differences	(3,469)	-
Foreign currency gain/(loss) in respect of translation into Brazilian Real	-	8,066
At 31 December 2013	66,851	156,605
Additions	1,166	2,646
Disposals	(90)	(172)
Exchange differences	(1,698)	-
Foreign currency gain/(loss) in respect of translation into Brazilian Real	-	3,248
At 30 September 2014	66,229	162,327
Accumulated amortisation		
At 1 January 2013	14,711	30,063
Charge for the year	6,508	12,034
Disposals	(23)	(46)
Exchange differences	(995)	-
Foreign currency gain/(loss) in respect of translation into Brazilian Real	-	5,274
At 31 December 2013	20,201	47,325
Charge for the period	5,217	9,838
Disposals	(89)	(169)
Exchange differences	(575)	-
Foreign currency gain/(loss) in respect of translation into Brazilian Real	-	3,678
At 30 September 2014	24,754	60,672
Carrying amount		
30 September 2014	41,475	101,655
31 December 2013	46,650	109,280

The breakdown of intangibles by type is as follows:

	30 September 2014 **US$**	**31 December 2013** **US$**
Lease right – Brasco Caju	19,984	21,454
Lease right - Tecon Salvador	8,296	9,263
Computer software - SAP	5,803	7,613
Other	7,392	8,320
Total	41,475	46,650

	30 September 2014 R$	31 December 2013 R$
Lease right – Brasco Caju	48,980	50,258
Lease right - Tecon Salvador	20,333	21,698
Computer software - SAP	14,223	17,835
Other	18,119	19,489
Total	101,655	109,280

11 Property, plant and equipment

	Land and buildings US$	Vessels US$	Vehicles, plant and equipment US$	Assets under construction US$	Total US$
Cost or valuation					
At 1 January 2013	272,359	313,861	243,447	15,876	845,543
Additions	50,840	7,197	33,525	19,091	110,653
Transfers	(5,033)	11,913	5,033	(11,913)	-
Exchange differences	(16,663)	-	(14,104)	-	(30,767)
Disposals	(2,006)	(11,809)	(16,282)	-	(30,097)
At 31 December 2013	299,497	321,162	251,619	23,054	895,332
Additions	34,187	11,261	11,182	30,570	87,200
Transfers	1,157	36,795	(1,157)	(36,795)	-
Exchange differences	(8,012)	-	(2,672)	-	(10,684)
Disposals	(114)	(6,445)	(11,093)	-	(17,652)
At 30 September 2014	326,715	362,773	247,879	16,829	954,196
Accumulated depreciation					
At 1 January 2013	45,932	115,758	88,990	-	250,680
Charge for the year	18,114	11,523	24,753	-	54,390
Elimination on construction contracts	-	3,744	-	-	3,744
Exchange differences	(3,188)	-	(6,012)	-	(9,200)
Disposals	(649)	(11,355)	(9,190)	-	(21,194)
At 31 December 2013	60,195	119,684	98,541	-	278,420
Charge for the period	14,850	9,796	18,281	-	42,927
Transfers	(65)	-	65	-	-
Elimination on construction contracts	-	1,376	-	-	1,376
Exchange differences	(2,186)	-	(2,466)	-	(4,652)
Disposals	(48)	(6,246)	(5,429)	-	(11,723)
At 30 September 2014	72,746	124,610	108,992	-	306,348
Carrying amount					
30 September 2014	253,969	238,163	138,887	16,829	647,848
31 December 2013	239,302	201,478	153,078	23,054	616,912

	Land and buildings R$	Vessels R$	Vehicles, plant and equipment R$	Assets under construction R$	Total R$
Cost or valuation					
At 1 January 2013	556,566	641,375	497,484	32,442	1,727,867
Additions	117,599	15,784	67,713	45,223	246,319
Transfers	(17,354)	24,436	17,354	(24,436)	-
Disposals	(4,849)	(30,482)	(30,289)	-	(65,620)
Foreign currency gain/(loss) in respect of translation into Brazilian Real	49,639	101,241	37,181	777	188,838
At 31 December, 2013	701,601	752,354	589,443	54,006	2,097,404
Additions	80,617	25,343	18,135	74,454	198,549
Transfers	2,814	83,703	(2,814)	(83,703)	-
Disposals	(219)	(16,818)	(20,594)	-	(37,631)
Foreign currency gain/(loss) in respect of translation into Brazilian Real	15,967	44,574	23,383	(3,508)	80,416
At 30 September 2014	800,780	889,156	607,553	41,249	2,338,738
Accumulated depreciation					
At 1 January 2013	93,833	236,580	181,851	-	512,264
Additions	35,883	20,221	48,261	-	104,365
Elimination on construction contracts	-	8,770	-	-	8,770
Disposals	(1,799)	(29,709)	(17,269)	-	(48,777)
Foreign currency gain/(loss) in respect of translation into Brazilian Real	13,095	44,510	17,998	-	75,603
At 31 December, 2013	141,012	280,372	230,841	-	652,225
Additions	29,647	18,521	35,991	-	84,159
Elimination on construction contracts	-	3,371	-	-	3,371
Transfers	(118)	-	118	-	-
Disposals	(90)	(16,288)	(10,222)	-	(26,600)
Foreign currency gain/(loss) in respect of translation into Brazilian Real	7,849	19,444	10,415	-	37,708
At 30 September 2014	178,300	305,420	267,143	-	750,863
Carrying amount					
30 September 2014	622,480	583,736	340,410	41,249	1,587,875
31 December 2013	560,589	471,982	358,602	54,006	1,445,179

The cost balance of the Group's vehicles, plant and equipment includes an amount of US$21.0 million (R$51.5 million) (2013: US$22.3 million (R$52.2 million)) in respect of assets held under finance leases.

Land and buildings with a net carrying amount of US$0.2 million (R$0.5 million) (2013: US$0.2 million (R$0.5 million)) and tugboats with a net carrying amount of US$1.9 million (R$4.7 million) (2013: US$2.0 million (R$4.7 million) have been pledged as guarantee of various lawsuits (tax cases).

The Group has pledged assets with a carrying amount of approximately US$219.2 million (R$537.3 million) (2013: US$234.1 million (R$548.3 million)) to secure loans granted to the Group (please refer to note 15).

The amount of borrowing costs capitalized in 2014 is US$1.0 million (R$2.0 million) (2013: US$1.5 million (R$4.0 million)), at an average interest rate of 2.92% (2013: 3.05%).

On 30 September 2014, the Group had contractual commitments to suppliers for the acquisition and construction of property, plant and equipment amounting to US$1.7 million (R$4.3 million) (2013: US$5.5 million (R$12.8 million)). The amount mainly refers to the expansion of Tecon Salvador and Tecon Rio Grande.

12 Inventories

	30 September 2014 US$	**31 December 2013 US$**
Operating materials	13,704	13,433
Raw materials for construction contracts (external customers)	13,242	15,657
Total	26,946	29,090

	30 September 2014 R$	**31 December 2013 R$**
Operating materials	33,589	31,467
Raw materials for construction contracts (external customers)	32,456	36,678
Total	66,045	68,145

13 Trade and other receivables

	30 September 2014 US$	**31 December 2013 US$**
Receivables for services rendered	60,318	65,541
Allowance for doubtful debts	(1,491)	(1,718)
Income tax and social contribution recoverable	9,356	14,956
Recoverable taxes and levies	36,123	32,755
Prepayment	18,911	7,089
Intergroup Loans	31,041	42,200
Other	10,640	13,862
Total	164,898	174,685
Total current	113,052	108,487
Total non-current	51,846	66,198

	30 September 2014 R$	31 December 2013 R$
Receivables for services rendered	147,839	153,536
Allowance for doubtful debts	(3,654)	(4,025)
Income tax and social contribution recoverable	22,932	35,036
Recoverable taxes and levies	88,537	76,732
Prepayment	46,351	16,607
Intergroup Loans	76,081	98,857
Other	26,079	32,476
Total	404,165	409,219
Total current	277,090	254,143
Total non-current	127,075	155,076

Trade receivables disclosed are classified as financial assets measured at amortised cost.

Non-current trade receivables with maturities over 365 days refer principally to: (i) recoverable taxes related to PIS, COFINS, ISS and INSS; and (ii) receivables from Intermarítima. There is no impairment evidence related to these receivables.

As a matter of routine, the Group reviews taxes and levies impacting its business to ensure that payments of such amounts are correctly made and that no amounts are paid unnecessarily. The Group is developing a plan to use its tax credits, respecting the legal term for use of tax credits from prior years and, if the inability to recover by compensation is evidenced, requesting reimbursement of these values from the *Receita Federal do Brasil* (Brazilian Revenue Service).

The aging list of receivables for services rendered is as follows:

	30 September 2014 US$	31 December 2013 US$
Current	49,688	50,991
Overdue but not impaired:		
01 to 30 days	5,717	9,046
31 to 90 days	1,458	3,015
91 to 180 days	1,964	771
Impaired:		
More than 180 days	1,491	1,718
Total	60,318	65,541

	30 September 2014 R$	**31 December 2013 R$**
Current	121,785	119,452
Overdue but not impaired:		
01 to 30 days	14,012	21,190
31 to 90 days	3,574	7,063
91 to 180 days	4,814	1,806
Impaired:		
More than 180 days	3,654	4,025
Total	147,839	153,536

Generally, interest of one percent per month plus a two-percent penalty is charged on overdue balances. The Group has recognized an allowance for doubtful debts of 100% against all receivables over 180 days because historical experience shows that receivables that are past due beyond 180 days are not recoverable. Allowances for doubtful debts are recognized as a reduction of receivables, and are recognized whenever a loss is identified, based on estimated unrecoverable amounts determined by reference to past default experience of the counterparty and based on an analysis of the counterparty's current financial position.

Changes in allowance for doubtful debts are as follows:

	US$	**R$**
At 1 January 2013	2,506	5,122
Decrease in allowance	(650)	(1,097)
Exchange difference	(138)	-
At 31 December 2013	1,718	4,025
Decrease in allowance	(138)	(371)
Exchange difference	(89)	-
At 30 September 2014	1,491	3,654

Management believes that no additional accrual is required for the allowance for doubtful debts.

14 Cash and cash equivalents and short-term investments

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, bank accounts and short-term investments that are highly liquid and readily convertible to known amounts of cash, and which are subject to an immaterial risk of changes in value.

US dollar-denominated cash and cash equivalents refer principally to investments in deposit certificates placed with major financial institutions, Real-denominated cash and cash equivalents refer principally to investments in deposit certificates and Brazilian treasury bonds.

Short-term investments
Short-term investments comprise investments with maturity dates of more than 90 days but less than 365 days.

The breakdown of cash and cash equivalents and short-term investments is as follows:

	30 September 2014	**31 December 2013**
	US$	**US$**
Denominated in US dollar:		
Cash and cash equivalents	23,624	13,943
Short-term investments	16,000	33,000
Total	39,624	46,943
Denominated in Brazilian Real:		
Cash and cash equivalents	52,724	84,003
Total	92,348	130,946
Total cash and cash equivalents	76,348	97,946
Total short-term investments	16,000	33,000

	30 September 2014	**31 December2013**
	R$	**R$**
Denominated in US dollar:		
Cash and cash equivalents	57,902	32,663
Short-term investments	39,216	77,306
Total	97,118	109,969
Denominated in Brazilian Real:		
Cash and cash equivalents	129,227	196,785
Total	226,345	306,754
Total cash and cash equivalents	187,129	229,448
Total short-term investments	39,216	77,306

Private investment fund
The Group has investments in a private investment fund called Hydrus Fixed Income Private Credit Investment Fund that is consolidated in this interim financial information. This private investment fund comprises deposit certificates, financial notes and debentures, with final maturities ranging from September 2014 to January 2019. The Private Investment Fund portifolio is marked to fair value on a daily basis against current earnings. This private investment fund does not have significant financial obligations. Any financial obligations are limited to service fees to the asset management company employed to execute investment transactions, audit fees and other similar expenses.

15 Bank loans

	Interest rate - % p.a.	30 September 2014 US$	31 December 2013 US$
Secured borrowings			
BNDES - FMM linked to US Dollar[1]	2.07% - 6.00%	204,037	214,826
BNDES - Real[2]	6.76% - 7.16%	19,836	9,849
BNDES - linked to US Dollar[2]	5.07% -5.36%	9,957	11,591
BNDES - FINAME Real[3]	3.50% - 12.00%	5,270	10,366
BNDES - FMM Real[4]	5.90% - 8.71%	2,976	3,247
Total BNDES		242,076	249,879
IFC - US Dollar[5]	3.08%	67,286	75,296
BB - FMM linked to US Dollar[6]	2.00% - 3.00%	44,388	24,387
Itaú - US Dollar linked to Real[7]	11.89%	12,866	-
Eximbank - US Dollar[8]	2.03%	9,413	11,563
Finimp - US Dollar[9]	1.96% - 4.13%	6,223	9,528
IFC – Real[5]	14.09%	1,069	1,738
Total others		141,245	122,512
Total		383,321	372,391

	Interest rate - % p.a.	30 September 2014 R$	31 December 2013 R$
Secured borrowings			
BNDES - FMM linked to US Dollar[1]	2.07% - 6.00%	500,094	503,251
BNDES - Real[2]	6.76% - 7.16%	48,618	23,072
BNDES - linked to US Dollar[2]	5.07% -5.36%	24,405	27,153
BNDES - FINAME Real[3]	3.50% - 12.00%	12,917	24,283
BNDES - FMM Real[4]	5.90% - 8.71%	7,294	7,606
Total BNDES		593,328	585,365
IFC - US Dollar[5]	3.08%	164,918	176,388
BB - FMM linked to US Dollar[6]	2.00% - 3.00%	108,795	57,133
Itaú - US Dollar linked to Real[7]	11.89%	31,535	-
Eximbank - US Dollar[8]	2.03%	23,071	27,087
Finimp - US Dollar[9]	1.96% - 4.13%	15,253	22,320
IFC – Real[5]	14.09%	2,620	4,071
Total others		346,192	286,999
Total		939,520	872,364

1. As an agent of Fundo da Marinha Mercante's (FMM), BNDES finances the construction of tugboats and shipyard facilities.
2. Through FINEM credit line, BNDES is also financing improvements in Tecon Rio Grande, modernization of support bases of Brasco in Niterói and Guaxindiba, Logistics equipment, implementation of Wilport's yard and enlargement of the container storehouse in Salvador Depot.
3. FINAME credit line, through a variety of financial agents, finances Logistics and Port operation equipment.
4. As an agent of Fundo da Marinha Mercante's (FMM), BNDES finances the construction of tugboats.
5. International Finance Corporation (IFC) finances projects in container terminal - Tecon Salvador. The amortisation and interest payment are semi-annual.
6. Banco do Brasil ("BB") as a Fundo da Marinha Mercante's (FMM) agent, finances the construction of tugboats, with monthly amortisation and interest payment.
7. Itaú bridge 4131 - Loan acquired with Itaú to finance part (third installment) of the Briclog Acquisition. The amortisation and interest payment are bullet.
8. The Export-Import Bank of China (Eximbank) finances Tecon Rio Grande's equipment acquisition, with semi-annual amortisation and interest payment.
9. Banco Itaú BBA S.A finances Tecon Rio Grande's equipment acquisition through an Import Finance Facility ("FINIMP"), with semi-annual amortisation and interest payment.

The breakdown of bank overdrafts and loans by maturity is as follows:

	30 September 2014 US$	31 December 2013 US$
Within one year	51,050	37,997
In the second year	38,375	37,370
In the third to fifth years (including)	115,293	110,115
After five years	178,603	186,909
Total	383,321	372,391
Total current	51,050	37,997
Total non-current	332,271	334,394

	30 September 2014 R$	31 December 2013 R$
Within one year	125,124	89,013
In the second year	94,057	87,543
In the third to fifth years (including)	282,583	257,955
After five years	437,756	437,853
Total	939,520	872,364
Total current	125,124	89,013
Total non-current	814,396	783,351

The analysis of borrowings by currency is as follows:

	Real US$	US Dolar linked to Real US$	Real linked to US Dollars US$	US Dollars US$	Total US$
30 September 2014					
Bank loans	29,151	12,866	258,382	82,922	383,321
Total	29,151	12,866	258,382	82,922	383,321
31 December 2013					
Bank loans	25,200	-	250,804	96,387	372,391
Total	25,200	-	250,804	96,387	372,391

	Real R$	US Dolar linked to Real R$	Real linked to US Dollars R$	US Dollars R$	Total R$
30 September 2014					
Bank loans	71,449	31,535	633,294	203,242	939,520
Total	71,449	31,535	633,294	203,242	939,520
31 December 2013					
Bank loans	59,032	-	587,537	225,795	872,364
Total	59,032	-	587,537	225,795	872,364

Guarantees
Loans with BNDES rely on a corporate guarantee from Wilson Sons de Administração e Comércio Ltda. For some contracts, the corporate guarantee is additional to: (i) pledge of the respective financed tug boat, (ii) lien of logistics and port operations equipment financed.

Loans with Banco do Brasil rely on a corporate guarantee from Wilson, Sons de Administração e Comércio Ltda. and pledge of the respective financed tug boat.

The loans that Tecon Salvador holds with IFC are guaranteed by shares of the company, projects' cash flows, equipment and buildings.

The loan with "The Export-Import Bank of China" is guaranteed by a "Standby Letter of Credit" issued for Tecon Rio Grande by Itaú BBA S.A., with the financing bank as beneficiary, as counter-guarantee, Tecon Rio Grande pledged the equipment funded by "The Export-Import Bank of China" to Itaú BBA S.A.

The loan with Itaú BBA S.A. is guaranteed by the corporate guarantee from Wilson Sons de Administração e Comércio Ltda and the pledge of the respective financed equipment. One contract is additionally guaranteed by a promissory note.

Undrawn credit facilities
At 30 September 2014, the Group had available US$111.1 million (R$272.4 million) of undrawn borrowing facilities. For each disbursement, there is a set of precedent conditions that must be satisfied.

Fair value
Management estimates the fair value of the Group's borrowings as follows:

	30 September 2014 US$	**31 December 2013 US$**
Bank loans		
BNDES	242,076	249,879
IFC	68,355	77,034
BB	44,388	24,387
Itaú	12,866	-
Eximbank	9,413	11,563
Finimp	6,223	9,528
Total	383,321	372,391

	30 September 2014 R$	**31 December 2013 R$**
Bank loans		
BNDES	593,328	585,365
IFC	167,538	180,459
BB	108,795	57,133
Itaú	31,535	-
Eximbank	23,071	27,087
Finimp	15,253	22,320
Total	939,520	872,364

Covenants

According to BNDES loans, the holding Wilson, Sons de Administração e Comércio Ltda. ("WSAC") has to comply with specific financial covenants.

According to IFC loans, the subsidiary Tecon Salvador has specific restrictive clauses. These covenants are mainly related to the maintenance of specific liquidity ratios and capital structure.

According to the BNDES loan, the subsidiary Tecon Rio Grande has specific restrictive clauses. These covenants are mainly related to the maintenance of specific liquidity ratios and capital structure.

16 Deferred taxes

The following are the major deferred tax assets and liabilities recognized by the Group during the current and prior reporting periods:

	Accelerated depreciation US$	Exchange Differences on loans US$	Timing differences US$	Non-monetary items US$	Total US$
At 1 January 2013	(17,873)	5,405	34,145	(7,073)	14,604
(Charge)/credit to income	(1,320)	11,768	(416)	(18,740)	(8,708)
Deferred tax booked in acquired investment	-	-	(7,793)	-	(7,793)
Exchange differences	-	(166)	(1,599)	-	(1,765)
At 31 December 2013	(19,193)	17,007	24,337	(25,813)	(3,662)
(Charge)/credit to income	(1,338)	2,624	(501)	(5,557)	(4,772)
Exchange differences	-	(9)	(181)	-	(190)
At 30 September 2014	(20,531)	19,622	23,655	(31,370)	(8,624)

	Accelerated depreciation R$	Exchange Differences on loans R$	Timing differences R$	Non-monetary items R$	Total R$
At 1 January 2013	(36,523)	11,046	69,774	(14,454)	29,843
(Charge)/credit to income	(2,576)	27,112	(1,282)	(43,297)	(20,043)
Deferred tax booked in acquired investment	-	-	(17,377)	-	(17,377)
Translation adjustment to real	(5,862)	1,684	5,896	(2,719)	(1,001)
At 31 December 2013	(44,961)	39,842	57,011	(60,470)	(8,578)
(Charge)/credit to income	(2,636)	7,468	(1,258)	(15,797)	(12,223)
Translation adjustment to real	(2,724)	784	2,225	(621)	(336)
At 30 September 2014	(50,321)	48,094	57,978	(76,888)	(21,137)

Certain tax assets and liabilities have been offset on an entity-by-entity basis. After offset, deferred tax balances are disclosed in the balance sheet as follows:

	30 September 2014 US$	**31 December 2013 US$**
Deferred tax liabilities	(38,007)	(33,761)
Deferred tax assets	29,383	30,099
Total	(8,624)	(3,662)

	30 September 2014 R$	**31 December 2013 R$**
Deferred tax liabilities	(93,155)	(79,088)
Deferred tax assets	72,018	70,510
Total	(21,137)	(8,578)

At the end of the reporting period, the Group has unutilized tax loss carry forwards of US$51.5 million (R$126.0 million) (2013: US$42.0 million (R$98.4 million)) available for offset against future taxable income.

Also a deferred tax asset in the amount of US$6.6 million (R$16.0 million) (2013: US$7.2 million (R$16.9 million)) has not been recognized due to the unpredictability of this portion of future flows of related taxable income. The amount of US$6.6 million (R$16.0 million) (2013: US$6.5 million (R$15.2 million)), refers to unutilized tax loss carry forwards generated by the operational entities of the group. In 2013, the amount of US$0.7 million (R$1.7 million) referred to unutilized tax loss carry forwards generated by the holding entities of the group.

Deferred tax assets and liabilities arise on Brazilian property, plant and equipment, inventories and prepaid expense held in US Dollar functional currency businesses. Deferred taxes are calculated on the difference between the historical US Dollar balances recorded in the Group's accounts and the Real balances used in the Group's Brazilian tax calculations.

Deferred tax liabilities arise from exchange gains on the Group's US dollar-denominated borrowings and the real-denominated loans pegged to the US dollar that are taxable when settled and not in the period in which the gains arise.

Due to a timing difference arisen from the amortisation of the intangible asset from the Brasco Caju acquisition (Notes 10 and 22), the Group recognized a deferred tax liability in the amount of US$7.0 million (R$17.4 million), in accordance to IFRS 3.

17 Provisions for tax, labour and civil risks

	US$	**R$**
At 1 January 2013	10,966	22,409
Addition to provision	3,992	9,352
Reversal of provision	(3,297)	(7,722)
Exchange difference	(1,399)	-
At 31 December 2013	10,262	24,039
Addition to provision	5,142	12,603
Reversal of provision	(4,226)	(10,357)
Exchange difference	(454)	-
At 30 September 2014	10,724	26,285

The breakdown of the provision by type of claims is as follows:

	30 September 2014 US$	**31 December 2013 US$**
Civil cases	2,403	2,078
Tax cases	1,779	1,822
Labour claims	6,542	6,362
Total	10,724	10,262

	30 September 2014 R$	**31 December 2013 R$**
Civil cases	5,890	4,868
Tax cases	4,360	4,268
Labour claims	16,035	14,903
Total	26,285	24,039

In the normal course of business in Brazil, the Group remains exposed to numerous local legal claims. It is the Group's policy to vigorously contest such claims, many of which appear to have little substance in merit, and to manage such claims through its legal counsels.

In addition to the cases for which the Group booked the provision there are other tax, civil and labour disputes amounting to US$163.2 million (R$400.0 million) (2013: US$133.4 million (R$312.5 million)) with probability of loss was estimated by the legal counsels as possible.
The breakdown of possible claims is described as follows:

	30 September 2014 US$	**31 December 2013 US$**
Civil cases	11,713	10,174
Tax cases	86,163	56,799
Labour claims	65,328	66,416
Total	163,204	133,389

	30 September 2014 R$	**31 December 2013 R$**
Civil cases	28,708	23,833
Tax cases	211,185	133,057
Labour claims	160,120	155,586
Total	400,013	312,476

The main probable and possible claims against the Group are described below:

Civil and environmental cases - Indemnification claims involving material damages, environmental and shipping claims and other contractual disputes.

Labour claims - Most claims involve payment of health risks, additional overtime and other allowances.

Tax cases -The Group litigates against governments in respect of assessments considered inappropriate.

Procedure for classification of legal liabilities as probable, possible or remote loss by the external lawyers:

Upon receipt of the notification of a new judicial lawsuit, the external lawyer generally classifies it as a possible claim, recording the total amount involved. Exceptionally, if there is sufficient knowledge from the beginning that there is very high or very low risk of loss, the lawyer may classify the claim as probable loss or remote loss.

During the course of the lawsuit and considering, for instance; its first judicial decision, legal precedents, arguments of the claimant, thesis under discussion, applicable laws, documentation for the defense and other variables, the lawyer may re-classify the claim as probable loss or remote loss.

When classifying the claim as probable loss, the lawyer estimates the amount at risk for such claim.

The Group considers as relevant causes involving amounts, assets or rights over US$2.0 million (R$5 million).

18 Obligations under finance leases

	Minimum lease payments		Present value of minimum lease payments	
	30 September 2014 US$	**31 December 2013 US$**	**30 September 2014 US$**	**31 December 2013 US$**
Amounts payable under finance leases:				
Within one year	1,846	2,018	1,447	1,547
From second to fifth years (including)	5,410	6,463	3,904	4,812
	7,256	8,481	5,351	6,359
Less future finance charges	(1,905)	(2,122)	-	-
Present value of lease obligations	5,351	6,359	-	-
Total current	1,447	1,547	-	-
Total non-current	3,904	4,812	-	-

	Minimum lease payments		Present value of minimum lease payments	
	30 September 2014 R$	**31 December 2013 R$**	**30 September 2014 R$**	**31December 2013 R$**
Amounts payable under finance leases:				
Within one year	4,525	4,727	3,547	3,623
From second to fifth years (including)	13,262	15,140	9,569	11,273
	17,787	19,867	13,116	14,896
Less future finance charges	(4,671)	(4,971)	-	-
Present value of lease obligations	13,116	14,896	-	-
Total current	3,547	3,623	-	-
Total non-current	9,569	11,273	-	-

It is the Group's policy to lease certain of its vehicles and equipment under finance leases. The average lease term is 58 months, of which an average of 30 months remained outstandin at the end of September 2014.

For the period ended 30 September 2014, the average effective leasing interest rate was 13.97% (2013: 13.61%). Interest rates are set at contract date.

All leases include a fixed repayment and a variable finance charge linked to the Brazilian interest rate. The interest rates ranges from 13.04% a.a. to 17.70% a.a. Leases are denominated in Reais.

There is a non significant difference between the fair value and the present value of the Group's lease obligations. The present value is calculated with its own interest rate over the future installments of each contract.

The Group's obligations under finance leases are secured by the lessors' rights to the leased assets.

19 Trade and other payables

	30 September 2014 US$	31 December 2013 US$
Trade payables	73,067	102,242
Taxes	9,872	12,437
Share - based payment (provision)	-	10,898
Accruals and other payables	10,913	9,740
Total	93,852	135,317

	30 September 2014 R$	31 December 2013 R$
Trade payables	179,087	239,513
Taxes	24,196	29,135
Share - based payment (provision)	-	25,530
Accruals and other payables	26,748	22,817
Total	230,031	316,995

The Group has financial risk management policies in place to ensure that payables are paid within the credit timeframe.

Construction contracts in progress at the end of each reporting period:

	30 September 2014 US$	31 December 2013 US$
Contract costs incurred plus recognized revenues less recognized losses to date	105,386	81,995
Less unbilled services	(128,582)	(110,540)
Net liability included in suppliers	(23,196)	(28,545)

	30 September 2014 R$	31 December 2013 R$
Contract costs incurred plus recognized revenues less recognized losses to date	258,301	192,081
Less unbilled services	(315,154)	(258,952)
Net liability included in suppliers	(56,853)	(66,871)

20 Cash-settled share-based payments, stock option plan and post - employment benefits

20.1 Cash-settled share-based payments

The changes on the accrual for the plan are as follows:

	US$	R$
Liability at 1 January 2013	12,328	25,192
Charge for the year	(1,430)	(3,350)
Foreign currency gains in respect of translation into Brazilian Real	-	3,688
Liability at 31 December 2013	10,898	25,530
Charge/Reversal for the period	(3,780)	(8,836)
Payment for the period	(7,118)	(16,881)
Foreign currency loss in respect of translation into Brazilian Real	-	187
Liability at 30 September 2014	-	-

On the 10 January 2014 eligible participants exercised a total of 2,338,750 options generating a payment liability of R$14.6 million (US$6.6 million).

On the 30 May 2014 the last 114,760 options were exercised generating a payment liability of R$1.0 million (US$0.5 million).

20.2 Stock option plan

On 13 November 2013, the board of Wilson Sons Limited approved a Share Option Plan, which allowed for the grant of options to eligible participants to be selected by the board. The shareholders in special general meeting approved such plan on the 8 January 2014 including increase in the authorized capital of the Company through the creation of up to 4,410,927 new shares. The options provide participants with the right to acquire shares via Brazilian Depositary Receipts ("BDR") in Wilson Sons Limited at a predetermined fixed price not less than the three day average mid price for the days preceding the date of option issuance.

On 10 January 2014 options for the acquisition 2,914,100 were granted under the Share Option Plan with an exercise price of R$31.23 as detailed below:

Options series	Number	Grant date	Vesting date	Expiry date	Exercise price (R$)
07 ESO - 3 Year	931,920	10/1/2014	10/1/2017	10/1/2022	31.23
07 ESO - 4 Year	931,920	10/1/2014	10/1/2018	10/1/2023	31.23
07 ESO - 5 Year	960,160	10/1/2014	10/1/2019	10/1/2024	31.23

The options terminate on the expiry date or immediately on the resignation of the director or senior employee, whichever is earlier. Options lapse if not exercised within 6 months of the date that the participant ceases to be employed or hold office within the Group by reason of, amongst others: injury, disability or retirement; or dismissal without just cause. In the period between granting and 30 September 2014 a total of 90,100 options lapsed.

The following Fair Value expense of the grant, to be recorded liability in the respective accounting periods, was determined using the Binomial model based on the assumptions detailed below:

Period	**Projected IFRS2 Fair Value expense R$**	**Projected IFRS2 Fair Value expense US$ (*)**
2014	7,507	3,063
2015	7,506	3,062
2016	7,506	3,062
2017	4,408	1,798
2018	2,011	820
Total	28,938	11,805

(*) Amounts in Dollars converted at R$2.4510/US$1.00

	10 Janeiro 2014
Closing share price (in Real)	R$30.05
Expected volatility	28%
Expected life	10 years
Risk free rate	10.8%
Expected dividend yield	1.7%

Expected volatility was determined by calculating the historical volatility of the Group's share price. The expected life used in the model has been adjusted based on management´s best estimate for exercise restrictions and behavioural considerations.

20.3 Post-employment benefits

The Group operates a private medical insurance scheme for its employees which require the eligible employees to pay fixed monthly contributions. In accordance with regulation of the Brazilian law, eligible employees with greater then ten years serviceacquire the right to remain in the plan following retirement or termination of employment, generating a post-employment commitment for the Group. Ex-employees remaining in the plan will be liable for paying the full cost of their continued scheme membership. The future actuarial liability for the Group relates to the potential increase in plan costs resulting from additional claims as a result of the expanded membership of the scheme:

	30 September 2014	**31 December 2013**	**30 September 2014**	**31 December 2013**
	US$	**US$**	**R$**	**R$**
Present value of actuarial liabilities	2,391	2,251	5,862	5,273
Total	2,391	2,251	5,862	5,273

The calculation of the benefit expense for the period:

	Three-month period ended		Nine-month period ended	
	30 September 2014 US$	**30 September 2013 US$**	**30 September 2014 US$**	**30 September 2013 US$**
Post-employment benefit expense	80	-	256	-
Total	80	-	256	-

	Three-month period ended		Nine-month period ended	
	30 September 2014 R$	**30 September 2013 R$**	**30 September 2014 R$**	**30 September 2013 R$**
Post-employment benefit expense	201	-	589	-
Total	201	-	589	-

Actuarial assumptions

The calculation of the liability generated by the post-employment commitment involves actuarial assumptions. The following are the principal actuarial assumptions at the reporting date:

Economic and Financial Assumptions

	30 September 2014
Annual interest rate	12.38%
Estimated inflation rate in the long-term	5.50%
Aging Factor	2.50% a.a
Medical cost trend rate	2.50% a.a

Biometric and Demographic Assumptions

	30 September 2014
Employee turnover	22%
Mortality table	AT-2000
Mortality table for disabled	IAPB-1957
Disability table	Álvaro Vindas
Retirement Age	100% at 62
Employees who opt to keep the health plan after retirement and termination	23%
Family composition before retirement	
Probability of marriage	90% of the participants
Age difference for active participants	Man 4 years older than the woman
Family composition after retirement	Composition of the family group

Sensitivity analysis

The present value of future liabilities may change depending on market conditions and actuarial assumptions. Changes on a relevant actuarial assumption, keeping the other assumptions constant, would have affected the defined benefit obligation as shown below:

	30 September 2014 US$	31 December 2013 US$	30 September 2014 R$	31 December 2013 R$
CiPBO(*) – discount rate + 0,5%	(273)	(273)	(669)	(640)
CiPBO(*) – discount rate - 0,5%	325	325	797	763
CiPBO(*) – Health Care Cost Trend Rate + 1,0%(*)	732	732	1,794	1,714
CiPBO(*) – Health Care Cost Trend Rate - 1,0%	(520)	(520)	(1,275)	(1,219)

(*) CiPBO means Change in projected benefit obligation

21 Equity

Share capital

	30 September 2014 US$	31 December 2013 US$
71,144,000 common shares issued and fully paid	9,905	9,905

	30 September 2014 R$	31 December 2013 R$
71,144,000 common shares issued and fully paid	26,815	26,815

Dividends

At the meeting on the 27 and 28 March the Board of Directors approved a new dividend policy of an amount of approximately 50% of the Company's net profit, provided that:

- The dividend policy will be reevaluated annually so as to not compromise the policy for growth of the Company whether it be, through acquisition of other companies, or by reason of development of new business; and
- The Board of Directors considers that the payment of such dividend would be in the interests of the Company and in compliance with the laws to which the Company is subject.

At the Annual General Meeting of the Company held on 30 April 2014 the shareholders of the Company resolved to set aside US$27.0 million (2013: US$18.0 million) to be distributed to shareholders at the discretion of the Board of Directors in accordance with the Bye-laws. The dividends represent US$0.38 per share (2013: US$0.254 cents per share) and were paid on 2 May 2014 to Shareholders of record as at 30 April 2014.

Earnings per share

The calculation of the basic and diluted earnings per share is based on the following data:

	30 September 2014 US$	30 September 2013 US$	30 September 2014 R$	30 September 2013 R$
Profit for the period attributable to owners of the Company	29,292	29,715	82,557	65,611
Weighted average number of common shares	71,144,000	71,144,000	71,144,000	71,144,000
Basic earnings per share (cents per share)	41.17	41.77	116.04	92.22
Weighted average number of common shares	73,968,000	71,144,000	73,968,000	71,144,000
Diluted earnings per share (cents per share)	39.60	41.77	111.61	92.22

Capital reserves
The capital reserves arise principally from transfers from revenue which in prior periods were required by law to be transferred to capital reserves and other profits not available for distribution, share premium on incoming IPO issues and gains/losses on purchase and sale of non-controlling interest.

Profit reserve
An amount equal to 5% of the Company’s net profit for the current year is to be credited to a retained earnings account to be called “Profit Reserve” until such account equals 20% of the Company’s paid up share capital. The Company does not recognize any further profit reserve, because it has already reached the limit of 20% of share capital.

Additional paid in capital
The additional paid in capital arise from purchase of non-controlling interests in Brasco and sales of shares to non-controlling interests of Tecon Salvador.

Translation reserve
The translation reserve arises from exchange differences on the translation of operations with a functional currency other than the US Dollar.

22 Subsidiaries

Details of the Company’s subsidiaries, and other entities and operations under its control, at the end of the reporting period are as follows:

		Proportion of ownership interest	
	Place of incorporation and operation	**30 September 2014**	**31 December 2013**
Holding company			
Wilson, Sons de Administração e Comércio Ltda.	Brazil	100%	100%
Vis Limited	Guernsey	100%	100%
WS Participações S.A.	Brazil	100%	100%
WS Participaciones S.A.	Uruguay	100%	100%
Towage			
Saveiros Camuyrano Serviços Marítimos S.A.	Brazil	100%	100%
Sobrare-Servemar Ltda.	Brazil	100%	100%
Wilson, Sons Operações Marítimas Especiais Ltda.	Brazil	100%	100%
Shipyard			
Wilson, Sons Comércio, Indústria, e Agência de Navegação Ltda.	Brazil	100%	100%
Wilson, Sons Estaleiro Ltda.	Brazil	100%	100%
Ship Agency			
Wilson, Sons Agência Marítima Ltda.	Brazil	100%	100%
Transamérica Visas Serviços de Despachos Ltda.	Brazil	100%	100%
Logistics			
Wilson, Sons Logística Ltda.	Brazil	100%	100%
EADI Santo André Terminal de Carga Ltda.	Brazil	100%	100%
Allink Transportes Internacionais Ltda (*)	Brazil	50%	50%
Consórcio EADI Santo André.	Brazil	100%	100%
Port terminal			
Brasco Logística Offshore Ltda.	Brazil	100%	100%
Tecon Rio Grande S.A.	Brazil	100%	100%
Tecon Salvador S.A.	Brazil	92.5%	92.5%
Wilport Operadores Portuários Ltda.	Brazil	100%	100%
Wilson, Sons Operadores Portuários Ltda.	Brazil	100%	100%
Brazilian Intermodal Complex S.A	Brazil	100%	100%
Non- Segmented Activities			
Wilson, Sons Administração de Bens Ltda	Brazil	100%	100%

(*) Considers having control of the Subsidiary, despite having 50% of shares

The Group also holds 100% of ownership interest in a Brazilian Private Investment Fund called the Hydrus Fixed Income Private Credit Investment Fund. This fund is managed by Itaú bank and its policies and objectives are determined by the Group's treasury (Note 14).

Acquisition of subsidiaries and non-controlling interests

Business combinations

Brasco Logística Offshore Ltda ("Brasco") completed the acquisition of all the shares representing the capital of Brazilian Intermodal Complex S/A ("Briclog" or "Brasco Caju"), concluding the acquisition on 1 July 2013.

	Amounts in millions	
Business combination breakdown	**US$(*)**	**R$**
Closing Price	40.5	89.8
Monetary adjustment	1.4	3.3
Advance on June 2011	(4.5)	(10.0)
Payment on closing	(10.2)	(22.5)
Payment on 2014	(26.8)	(59.6)
Outstanding Debt on September 2014	0.4	1.0

(*)Amounts converted at transaction rate

The major asset of the acquisition relates to a 30-year lease right to operate a sheltered area at Guanabara Bay, Rio de Janeiro, Brazil with privileged location to attend Campos and Santos oil producing basins.

Goodwill and other intangible assets

Goodwill and other intangible assets recognized as a result of the acquisition are as follows:

	30 June 2013	
	R$	**US$**
Lease intangible asset	51,744	23,353
Goodwill for expected future profitability	51,561	23,272
Deferred tax	(17,377)	(7,843)
	85,928	38,782

Identifiable assets acquired and liabilities assumed

	30 June 2013	
Assets	**R$**	**US$**
Cash and cash equivalents	41	19
Trade and other receivables	962	434
Recoverable taxes	791	357
Other assets	608	274
Property, plant and equipment	30,997	13,990
Intangible	133	60
Total assets	33,532	15,134

	30 June 2013	
Liabilities	**R$**	**US$**
Trade and other payables	13,639	6,156
Advances	3,956	1,785
Tax payable	7,931	3,580
Provisions for contingencies	2,296	1,036
Other payables	1,875	846
Total liabilities	29,697	13,403
Total net identifiable assets	3,835	1,731

Exchange rate: 30 June 2013 – R$2.2156 / US$1.00

Other information

- There is no contingent consideration involved in the purchase agreement;
- All the fair values involved in the combination were determined on a provisional basis; and
- There are no material acquisition costs incurred by the Group including legal fees and due diligence costs.

23 Joint arrangements

The Group holds the following significant interests in joint operations and joint ventures at the end of the reporting period:

	Place of incorporation and operation	Proportion of ownership interest 30 September 2014	Proportion of ownership interest 31 December 2013
Towage			
Consórcio de Rebocadores Barra de Coqueiros (***)	Brazil	50%	50%
Consórcio de Rebocadores Baia de São Marcos (***)	Brazil	50%	50%
Logistics			
Porto Campinas, Logística e Intermodal Ltda (***)	Brazil	50%	50%
Offshore			
Wilson, Sons Ultratug Participações S.A. (*)	Brazil	50%	50%
Atlantic Offshore S.A. (**)	Panamá	50%	50%

(*) Wilson, Sons Ultratug Participações S.A. controls Wilson, Sons Offshore S.A. and Magallanes Navegação Brasileira S.A. These latter two companies are indirect joint ventures of the Company.
(**) Atlantic Offshore S.A. controls South Patagonia S.A. This company is indirect joint venture of Wilson Sons Limited.
(***) Joint Operations.

23.1 Joint operations

The following amounts are included in the Group's financial information as a result of proportionate consolidation of joint operations listed in the previous chart:

	30 September 2014 US$	31 December 2013 US$	30 September 2014 R$	31 December 2013 R$
Inventories	430	413	1,053	968
Trade and Other Receivables	3,055	2,808	7,487	6,579
Cash and Cash equivalents	508	898	1,246	2,103
Other intangible Assets	1	2	3	4
Property, Plant & Equipment	2,146	2,018	5,260	4,726
Total assets	6,140	6,139	15,049	14,380
Trade and Other payables	(6,001)	(6,035)	(14,709)	(14,136)
Deferred tax liabilities	(139)	(104)	(340)	(244)
Total liabilities	(6,140)	(6,139)	(15,049)	(14,380)

	Three-month periods ended		**Nine-month periods ended**	
	30 September 2014 US$	**30 September 2013 US$**	**30 September 2014 US$**	**30 September 2013 US$**
Income	3,665	3,344	10,303	9,097
Expenses	(3,665)	(3,344)	(10,303)	(9,097)

	Three-month periods ended		**Nine-month periods ended**	
	30 September 2014 R$	**30 September 2013 R$**	**30 September 2014 R$**	**30 September 2013 R$**
Income	8,491	7,723	23,612	19,540
Expenses	(8,491)	(7,723)	(23,612)	(19,540)

23.2 Joint ventures

The following amounts are not consolidated in the Group's financial information as they are considered as joint ventures. The Group´s interests on joint ventures are equity accounted.

	Three-month periods ended		**Nine-month periods ended**	
	30 September 2014 US$	**30 September 2013 US$**	**30 September 2014 US$**	**30 September 2013 US$**
Revenue	41,715	25,967	112,963	75,524
Raw materials and consumable used	(2,205)	(861)	(4,844)	(4,552)
Employee benefits expense	(12,639)	(10,307)	(36,690)	(31,110)
Depreciation and amortization expenses	(8,556)	(6,491)	(25,539)	(18,534)
Other operating expenses	(6,163)	(4,069)	(15,412)	(10,136)
Results from operating activities	12,152	4,239	30,478	11,192
Finance income	871	(144)	688	848
Finance costs	(4,629)	(3,590)	(13,870)	(11,191)
Exchange gain (loss) on translation	(5,473)	(57)	(1,813)	3,741
Profit/Loss before tax	2,921	447	15,483	4,589
Income tax expense	(319)	(1,725)	(9,657)	(5,955)
Profit for the period	2,602	(1,278)	5,826	(1,366)
Participation	50%	50%	50%	50%
Equity result	1,301	(637)	2,913	(682)

	Three-month periods ended		Nine-month periods ended	
	30 September 2014 R$	**30 September 2013 R$**	**30 September 2014 R$**	**30 September 2013 R$**
Revenue	97,131	59,994	259,615	161,922
Raw materials and consumable used	(5,141)	(2,007)	(11,062)	(9,874)
Employee benefits expense	(28,778)	(23,546)	(83,708)	(65,813)
Depreciation and amortization expenses	(17,001)	(12,124)	(50,621)	(34,261)
Other operating expenses	(14,177)	(9,121)	(35,273)	(21,379)
Results from operating activities	32,034	13,196	78,951	30,595
Finance income	2,022	(77)	1,638	2,168
Finance costs	(10,585)	(8,683)	(31,604)	(24,128)
Exchange gain (loss) on translation	(13,378)	(409)	(5,300)	7,576
Profit before tax	10,093	4,027	43,685	16,211
Income tax expense	(5,268)	(4,219)	(25,932)	(12,945)
Profit for the period	4,825	(192)	17,753	3,266
Participation	50%	50%	50%	50%
Equity result	2,412	(96)	8,876	1,633

	30 September 2014 US$	**31 December 2013 US$**	**30 September 2014 R$**	**31 December 2013 R$**
Other non-current Assets	1,129	465	2,767	1,090
Property, plant and equipment	600,360	603,137	1,471,482	1,412,909
Long-term investment	2,140	2,131	5,245	4,992
Other current assets	2,086	864	5,113	2,024
Trade and other receivables	37,080	33,607	90,883	78,728
Derivatives	217	-	532	-
Cash and cash equivalents	16,490	23,401	40,417	54,819
Total assets	659,502	663,605	1,616,439	1,554,562
Bank overdrafts and loans	494,641	501,713	1,212,365	1,175,313
Other non-current liabilities	18,690	8,878	45,809	20,798
Trade and other payables	90,114	102,782	220,869	240,778
Equity	56,057	50,232	137,396	117,673
Total liabilities	659,502	663,605	1,616,439	1,554,562

Guarantees

Loans with BNDES are guaranteed by a pledge over the financed supply vessels and corporate guarantee from Wilson Sons Adminisração e Comércio and/or Remolcadores Ultratug Ltda.

Loans with Banco do Brasil are guaranteed by a pledge over the financed supply vessels, “Standby Letter of Credit”, fiduciary assignment of Petrobras long-term contracts and corporate guarantee from Remolcadores Ultratug Ltda. The Magallanes Navegação Brasileira S.A. subsidiary, in accordance to this Financing Agreement with Banco do Brasil, constituted a restricted cash account, accounted for under Long term investments, in the amount of US$2.1 million (R$5.0 million). This reserve will be retained until financing settlement, with minimum remuneration as savings account or by other financial instrument with similar risk, at the financial institution’s discretion, and operated exclusively by the financial institution.

Covenants

The joint venture Magallanes Navegação Brasileira S.A. has to comply with specific financial covenants.

Provisions for tax, labour and civil risks

The breakdown of the provision by type of risk is as follows:

	30 September 2014 US$	**31 December 2013 US$**
Labour claims	-	5
Total	-	5

	30 September 2014 R$	**31 December 2013 R$**
Labour claims	-	12
Total	-	12

In the normal course of business in Brazil, the Group remains exposed to numerous local legal claims. It is the Group's policy to vigorously contest such claims, many of which appear to have little substance in merit, and to manage such claims through its legal counsel.

In addition to the cases for which the Group booked the provision, there are other tax, civil and labour disputes amounting to US$12.9 million(R$31.6 million) (2013: US$1.9 million (R$4.4 million)), whose probability of loss was estimated by the legal counsel as possible.

The breakdown of possible losses is described as follows:

	30 September 2014 US$	**31 December 2013 US$**
Civil cases	8	9
Tax cases	9,646	639
Labour claims	3,235	1,231
Total	12,889	1,879

	30 September 2014 R$	**31 December 2013 R$**
Civil cases	20	20
Tax cases	23,641	1,498
Labour claims	7,928	2,884
Total	31,589	4,402

23.3 Investments in joint ventures

The investments valued by using the equity accounting method are shown as follows:

	30 September 2014								
	Currency	**Number of shares**	**Ownership interest - %**	**Share capital**	**Investee's adjusted shareholders' equity**	**Elimination of profit on Construction Contracts**	**Investee's adjusted profit or loss**	**Equity in subsidiaries**	**Book value of investment**
Wilson, Sons Ultratug Participações S.A.	US$	45,816,550	50.00	25,131	47,775	(40,105)	3,732	1,866	3,836
Atlantic Offshore S.A.	US$	10,000	50.00	8,010	8,282	-	2,094	1,047	4,141
Total					56,057	(40,105)	5,826	2,913	7,977
Wilson, Sons Ultratug Participações S.A.	R$	45,816,550	50.00	45,817	117,097	(98,297)	12,954	6,477	9,400
Atlantic Offshore S.A.	R$	10,000	50.00	19,633	20,300	-	4,797	2,399	10,152
Total					137,397	(98,297)	17,751	8,876	19,552

	31 December 2013								
	Currency	**Number of shares**	**Ownership interest - %**	**Share capital**	**Investee's adjusted shareholders' equity**	**Elimination of profit on Construction Contracts**	**Investee's adjusted profit or loss**	**Equity in subsidiaries**	**Book value of investment**
Wilson, Sons Ultratug Participações S.A.	US$	45,816,550	50.00	25,131	44,043	(45,080)	6,605	3,302	(518)
Atlantic Offshore S.A.	US$	10,000	50.00	8,010	6,189	-	(1,821)	(910)	3,095
Total					50,232	(45,080)	4,784	2,392	2,577
Wilson, Sons Ultratug Participações S.A.	R$	45,816,550	50.00	45,817	103,175	(105,605)	25,358	12,679	(1,214)
Atlantic Offshore S.A.	R$	10,000	50.00	17,862	14,498	-	(4,239)	(2,120)	7,250
Total					117,673	(105,605)	21,119	10,559	6,036

The reconciliation of the investment in joint ventures balance, including the impact of profit recognized by Wilson, Sons Ultratug Participações S.A:

	Investment	
	US$	**R$**
At 1 January 2013	27	56
Share of result of joint ventures	2,392	10,559
Capital Increase through material agreement - Atlantic Offshore	4,000	8,920
Elimination of profit on Construction Contracts	(3,619)	(14,148)
Derivatives	(223)	(463)
Foreign currency gains/(loss) in respect of translation into Brazilian Reais	-	1,112
At 31 December 2013	2,577	6,036
Share of result of joint ventures	2,913	8,876
Elimination on Construction Contracts	2,487	3,654
Foreign currency gains/(loss) in respect of translation into Brazilian Reais	-	986
At 30 September 2014	7,977	19,552

24 Operating lease arrangements and other obligations

The Group as lessee

	30 September 2014 US$	**31 December 2013 US$**	**30 September 2014 R$**	**31 December 2013 R$**
Minimum lease payments under operating leases recognized in income for the year	14,756	13,966	36,168	32,693

On 30 September 2014, the minimum amount due by the Group for future lease payments under cancellable operating leases was US$11.5 million (R$28.1 million) (2013: US$12.5 million (R$29.4 million)).

Lease commitments for land and buildings with a term of over 5 years are recognized as an expense on a straight-line basis over the lease term. These operating lease arrangements are entered into between Tecon Rio Grande and the Rio Grande port authority, and between Tecon Salvador and the Salvador port authority. The Tecon Rio Grande minimum period extends to 2022 and the Tecon Salvador minimum period extends to 2025. Both have an option to renew the concession for a maximum period of 25 years.

The Tecon Rio Grande guaranteed payments consist of two elements: a fixed rental, and fee per 1,000 containers moved based on minimum forecast volumes.

Tecon Salvador guaranteed payments consist of three elements: a fixed rental, a fee per container handled based on minimum forecast volumes and a fee per ton of non-containerized cargo handled based on minimum forecast volumes.

At the end of the reporting period, the Group had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	30 September 2014 US$	31 December 2013 US$	30 September 2014 R$	31 December 2013 R$
Within one year	24,749	25,223	60,660	59,087
In the second to fifth year inclusive	84,824	90,634	207,904	212,319
Greater than five years	92,322	108,516	226,281	254,210
Total	201,895	224,373	494,845	525,616

25 Financial instruments and risk assessment

a. Capital risk management

The Group manages its capital to ensure that its entities will be able to continue as going concerns, while maximizing the return to stakeholders through the optimization of the debt and equity balance. The Group’s capital structure consists of debt (which includes the borrowing disclosed in Note 15), cash and cash equivalents and short-term investments disclosed in Note 14, and equity attributable to owners of the parent comprising issued capital, reserves, and retained earnings as disclosed in Note 21.

b. Categories of financial instruments

	Fair value		Book value	
	30 September 2014 US$	31 December 2013 US$	30 September 2014 US$	31 December 2013 US$
Financial instruments classified as loans and receivables				
Cash and cash equivalents	76,348	97,946	76,348	97,946
Short Term Investments	16,000	33,000	16,000	33,000
Trade and other receivables	164,898	174,685	164,898	174,685
	257,246	305,631	257,246	305,631
Financial instruments classified as amortized cost				
Bank loans	383,321	372,391	383,321	372,391
Trade and other payables	93,852	135,317	93,852	135,317
Total Financial instruments - amortized cost	477,173	507,708	477,173	507,708
Financial instruments classified as cash flow hedge				
Derivatives	1,499	1,240	1,499	1,240
	478,672	508,948	478,672	508,948

	Fair value		Book value	
	30 September 2014 R$	**31 December 2013 R$**	**30 September 2014 R$**	**31 December 2013 R$**
Financial instruments classified as loans and receivables				
Cash and cash equivalents	187,129	229,448	187,129	229,448
Short Term Investments	39,216	77,306	39,216	77,306
Trade and other receivables	404,165	409,219	404,165	409,219
	630,510	715,973	630,510	715,973
Financial instruments classified as amortized cost				
Bank loans	939,520	872,364	939,520	872,364
Trade and other payables	230,031	316,995	230,031	316,995
Total Financial instruments - amortized cost	1,169,551	1,189,359	1,169,551	1,189,359
Financial instruments classified as cash flow hedge				
Derivatives	3,676	2,905	3,676	2,905
	1,173,227	1,192,264	1,173,227	1,192,264

c. Financial risk management objectives

The Group's Structured Finance Department monitors and manages financial risks related to the operations. These risks include market risk, credit risk and liquidity risk. The primary objective is to keep a minimum exposure to those risks by using financial instruments and by assessing and controlling the credit and liquidity risks. The Group only operates financial instruments with the goal of protection (hedging).

d. Foreign currency risk management

The operating cash flows are exposed to currency fluctuations because they are denominated part in Brazilian Real and part in US Dollars. These proportions vary according to the characteristics of each business.

Cash flows from investments in fixed assets are denominated in Brazilian Real and US Dollars. These investments are subject to currency fluctuations between the time that price of goods or services are settled and the actual payment date. The resources and their application are monitored with purpose of matching the currency cash flows and due dates.

The Group has contracted US Dollar-denominated and Brazilian Real-denominated debt, and the cash and cash equivalents balances are also US Dollar-denominated and Brazilian Real-denominated.

In general terms, for operating cash flows, the Group seeks to neutralize the currency risk by matching assets (receivables) and liabilities (payments). Furthermore, the Group seeks to generate an operating cash surplus in the same currency in which the debt service of each business is denominated.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the reporting dates are as follows:

	Assets		Liabilities	
	30 September 2014 US$	31 December 2013 US$	30 September 2014 US$	31 December 2013 US$
Amounts denominated in dollar	233,257	259,404	149,080	172,404

	Assets		Liabilities	
	30 September 2014 R$	31 December 2013 R$	30 September 2014 R$	31 December 2013 R$
Amounts denominated in Real	571,712	607,680	365,395	403,874

Foreign currency sensitivity analysis

The sensitivity analysis presented in the following sections, which refers to the position on 30 September 2014, seeks to simulate how a stress on the risk variability may impact the Group. The first step was to identify the main factors that have potential to generate losses in the results, which in the case of the Group, summed up the exchange rate. The analysis commenced with a baseline scenario, represented by the carrying value of the operations, considering the PTAX ruling at 30 September 2014. Additionally, three scenarios were drawn: the likely scenario (Probable) and two possible scenarios of deterioration of 25% (Possible) and 50% (Remote) in the exchange rate. The Group uses Focus report published by the Brazilian Central Bank (BACEN) to parameterize the probable scenario.

30 September 2014

Exchange rates (i)

Probable scenario	Possible scenario (25%)	Remote scenario (50%)
R$2.400 / US$1.00	R$3.000 / US$1.00	R$3.600 / US$1.00

Operation	Risk	Amount US$	Result	Probable scenario	Possible scenario (25%)	Remote scenario (50%)
Total assets	R$	233,257	Exchange Effects	4,957	(42,686)	(74,448)
Total liabilities	R$	149,080	Exchange Effects	(3,168)	27,282	47,581
				1,789	(15,404)	(26,867)

Operation	Risk	Amount R$	Result	Probable scenario	Possible scenario (25%)	Remote scenario (50%)
Total assets	R$	571,712	Exchange Effects	12,149	(104,623)	(182,471)
Total liabilities	R$	365,395	Exchange Effects	(7,765)	66,867	116,622
				4,384	(37,756)	(65,849)

(i) Information source: Focus BACEN, report from 17 October 2014

31 December 2013

Exchange rates (i)

	Probable scenario R$2.450 / US$1.00			**Possible scenario (25%)** R$3.062 / US$1.00		**Remote scenario (50%)** R$3.675/ US$1.00

Operation	**Risk**	**Amount US$**	**Result**	**Probable scenario**	**Possible scenario (25%)**	**Remote scenario (50%)**
Total assets	R$	259,404	Exchange Effects	(11,371)	(60,978)	(94,049)
Total liabilities	R$	172,404	Exchange Effects	7,558	40,527	62,506
			Net Effect	(3,813)	(20,451)	(31,543)

Operation	**Risk**	**Amount R$**	**Result**	**Probable scenario**	**Possible scenario (25%)**	**Remote scenario (50%)**
Total assets	R$	607,680	Exchange Effects	(26,639)	(142,847)	(220,319)
Total liabilities	R$	403,874	Exchange Effects	17,705	94,938	146,428
			Net Effect	(8,934)	(47,909)	(73,891)

(i) Information source: Focus BACEN, report from 24 January 2014

e. Interest rate risk management

The Group holds most of its debts linked to fixed rates. Most of the Group's fixed rates loans are with the FMM.

Other loans exposed to floating rates are as follows:

- TJLP (Brazilian Long Term Interest Rate) for Brazilian Real-denominated funding through FINAME credit line to Port Operations and Logistics operations;
- DI (Brazilian Interbank Interest Rate) for Brazilian Real-denominated funding in Logistics operations; and
- 6-month Libor (London Interbank Offered Rate) for US Dollar-denominated funding for Port Operations (Eximbank).

The Brazilian Real-denominated investments yield interest rates corresponding to the DI daily fluctuation for privately-issued securities and/or “Selic-Over” government-issued bonds. The US Dollar-denominated investments are part in time deposits, with short-term maturities.

Interest rate sensitivity analysis

The Group does not account for any financial asset or liability interest rate at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not change the result. The Group uses two important information sources to estimate the probable scenario, BM&F (*Bolsa de Mercadorias e Futuros*) and Bloomberg.

The following analysis concerns a possible fluctuation of revenue or expenses linked to the transactions and scenarios shown, without considering their fair value.

			30 September 2014
			Libor(i) and CDI(ii)
Transaction	**Probable scenario**	**Possible scenario 25%**	**Remote scenario 50%**
Loans - Libor	0.55%	0.69%	0.83%
Investments - Libor	0.32%	0.40%	0.48%
Investments - CDI	11.62%	14.53%	17.43%

Transaction	**Risk**	**Amount US$**	**Result**	**Probable scenario**	**Possible scenario (25%)**	**Remote scenario (50%)**
Loans – Libor	Libor	82,922	Interest	(94)	(152)	(211)
Investments	Libor	39,624	Income	29	48	67
Investments	CDI	50,777	Income	567	2,166	3,765
			Net Income	502	2,062	3,621

Transaction	**Risk**	**Amount R$**	**Result**	**Probable scenario**	**Possible scenario (25%)**	**Remote scenario (50%)**
Loans – Libor	Libor	203,242	Interest	(230)	(373)	(518)
Investments	Libor	97,118	Income	71	118	164
Investments	CDI	124,454	Income	1,390	5,309	9,228
			Net Income	1,231	5,054	8,874

(i) Information source: Bloomberg

(ii) Information source: BM&F (Bolsa de Mercadorias e Futuros)

The net effect was obtained by assuming a 12 month period starting 30 September 2014 in which interest rates vary and all other variables are held constant.

Other loans have fixed rates and represent a total of 67.9%.

The investment rate risk mix is 43.8% Libor, 56.2% CDI.

			31 **December 2013**
			Libor(i) and CDI(ii)
Transaction	**Probable scenario**	**Possible scenario 25%**	**Remote scenario 50%**
Loans – Libor	0.57%	0.72%	0.86%
Investments - Libor	0.33%	0.42%	0.50%
Investments - CDI	10.95%	13.69%	16.43%

Transaction	**Risk**	**Amount US$**	**Result**	**Probable scenario**	**Possible scenario (25%)**	**Remote scenario (50%)**
Loans – Libor	Libor	95,120	Interest	182	131	81
Investments	Libor	46,944	Income	(105)	(45)	14
Investments	CDI	79,125	Income	2,590	5,178	7,766
			Net Income	2,667	5,264	7,861

Transaction	**Risk**	**Amount R$**	**Result**	**Probable scenario**	**Possible scenario (25%)**	**Remote scenario (50%)**
Loans – Libor	Libor	222,828	Interest	426	307	190
Investments	Libor	109,971	Income	(246)	(105)	33
Investments	CDI	185,357	Income	6,067	12,129	18,194
			Net Income	6,247	12,331	18,417

(i) Information source: Bloomberg
(ii) Information source: BM&F (Bolsa de Mercadorias e Futuros)

The net effect was obtained by assuming a 12 month period starting 31 December 2013 in which interest rates vary and all other variables are held constant.

Other loans have fixed interest rates and represent a total of 81.50%.

The investment rate risk mix is 37.24% Libor, 62.76%CDI.

Derivative financial instruments
The Group may enter into derivatives contracts to manage risks arising from interest rate fluctuations. All such transactions are carried out within the guidelines set by the Risk Management Committee. Generally the Group seeks to apply hedge accounting in order to manage volatility in profit or loss.

The Group uses cash flow hedges to limit its exposure that may result from the variability of floating interest rates. On 16 September 2013, its subsidiary, Tecon Salvador, entered into an interest rate swap agreement with a notional amount of US$74.4 million to hedge a portion of its outstanding floating-rate debt with IFC. This swap converts floating interest rate based on the London Interbank Offered Rate, or LIBOR, into fixed-rate interest and expires in March 2020.The derivatives were entered into with Santander Brasil as counterparty, whose credit rating was AAA, as of 30 September 2014, according to Standard& Poor’s Brazilian local rating scale.

Tecon Salvador is required to pay the counterparty a stream of fixed interest payments at rates fixed from 0.553% to 4.250%, according to the schedule agreement, and in turn, receives variable interest payments based on 6-month LIBOR. The net receipts or payments from the swap are recorded as financial expense.

	Outflows	**Net effect**
Within one year	(92)	(92)
In the second year	(667)	(667)
In the third to fifth years (including)	(711)	(711)
After five years	(29)	(29)
	(1,499)	(1,499)
Fair value		(1,499)

The fair value of the swap was estimated based on the yield curve as of 30 September 2014, and represents its carrying value. As of 30 September 2014, the interest rate swap balance in other non-current liabilities was US$1.5 million; and the balance in accumulated other comprehensive income on the consolidated balance sheets was US$1.5 million. The net change in fair value of the interest rate swap recorded as other comprehensive income for the year ended 30 September 2014 was an after-tax loss of US$1.5 million.

30 September 2014	**Notional Amount US$**	**Maturity**	**US$ Fair Value**	**R$ Fair Value**
Financial Assets				
Interest Rate Swap	67,200	Mar/2020	1,499	3,676
Total			1,499	3,676

Derivative Sensitivity Analysis

This analysis is based on 6-month libor interest rate variances that the Group considered to be reasonably possible at the end of the reporting period. The analysis assumes that all other variables, in particular foreign exchange rates, remain constant and ignores any impact of forecast sales and purchases. Three scenarios were simulated: the likely scenario (Probable) and two possible scenarios of reduction of 25% (Possible) and 50% (Remote) in the interest rate. Even if the Group has to pay adjustments in future fixings, the swap contract fixes the total interest amount that the Group will pay is equal as the rate agreed. In this case in both scenarios the risk associated on 30 September 2014 is US$1.5 million (R$3.7 million).

Cash Flow Hedge

The Group applies hedge accounting for transactions in order to manage the volatility in earnings. The swap is designated and qualifies as a cash flow hedge. As such, the swap is accounted for as an asset or a liability in the accompanying consolidated balance sheets at fair value. The effective portion of changes in fair value of the derivative is recognized in other comprehensive income and presented as an asset revaluation reserve in equity. Any ineffective portion of changes in fair value of the derivative is recognized immediately in the profit or loss.

If the hedging instrument no longer meets the criteria for hedge accounting operations, expires or is sold, terminated or exercised, or the designation is revoked, the model accounting hedges (hedge accounting) is discontinued prospectively when there is no more expectation for the forecasted transaction, and then the amount stated in the equity is reclassified to the profit or loss.

On the initial designation of the derivative as a hedging instrument, the Group formally documents the relationship between the hedging instrument and the hedged transaction, including the risk management objective and strategy on the implementation of the hedge and the hedged risk, together with the methods that will be used to evaluate the effectiveness of the hedging relationship. The Group is utilizing the dollar offset method to assess the effectiveness of the swap, analyzing whether the hedging instruments are highly effective in offsetting changes in fair values or cash flows of the respective hedged items attributable to the hedged risk, and if the actual results for each coverage are within the range from 80 - 125 percent.

Under this methodology, the swap was deemed to be highly effective for the period ended 30 September 2014. There was no hedge ineffectiveness recognized in profit or loss for the period ended 30 September 2014.

f. Liquidity risk management

The Group manages liquidity risk by maintaining adequate cash reserves, banking facilities and reserve borrowing facilities, continuously monitoring forecast and actual cash flows, and matching the maturity profiles of financial assets and liabilities.

Liquidity risk is the risk that the Group will encounter difficulty in fulfilling obligations associated with its financial liabilities that are settled with cash payments or other financial asset. The Group's approach in managing liquidity is to ensure that the Group always has sufficient liquidity to fulfil the obligations that expire, under normal and stress conditions, without causing unacceptable losses or risk damage to the reputation of the Group.

The Group uses costing based on activities to price the products and services. This assists in monitoring cash flow requirements and optimizing there turn on cash investments.

Normally, the Group ensures it has sufficient cash reserves to meet the expected operational expenses, including financial obligations. This practice excludes the potential impact of extreme circumstances that cannot be reasonably foreseen, such as natural disasters.

The following tables detail the Group's remaining contractual maturity for its non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

30 September 2014	**Weighted average effective interest rate %**	**Less than 12 months US$**	**1-5 years US$**	**More than 5 years US$**	**Total US$**
Variable interest rate instruments	2.75%	28,663	73,762	15,055	117,480
Fixed interest rate instruments	3.00%	22,388	79,905	163,548	265,841
		51,051	153,667	178,603	383,321

30 September 2014	Weighted average effective interest rate %	Less than 12 months R$	1-5 years R$	More than 5 years R$	Total R$
Variable interest rate instruments	2.75%	70,253	180,791	36,902	287,946
Fixed interest rate instruments	3.00%	54,873	195,847	400,854	651,574
		125,126	376,638	437,756	939,520

31 December 2013	Weighted average effective interest rate %	Less than 12 months US$	1-5 years US$	More than 5 years US$	Total US$
Variable interest rate instruments	3.02%	16,354	68,708	25,518	110,580
Fixed interest rate instruments	3.06%	21,646	78,775	161,391	261,813
		38,000	147,483	186,909	372,393

31 December 2013	Weighted average effective interest rate %	Less than 12 months R$	1-5 years R$	More than 5 years R$	Total R$
Variable interest rate instruments	3.02%	38,311	160,955	59,778	259,044
Fixed interest rate instruments	3.06%	50,708	184,538	378,075	613,321
		89,019	345,493	437,853	872,365

g. Credit risk

The Group's credit risk can be attributed mainly to balances such as cash and cash equivalents and trade receivables. Trade and other receivables disclosed in the balance sheet are shown net of the allowance for doubtful debts.

The allowance is booked whenever a loss is identified, which based on past experience is an indication of impaired cash flows.

The Group invests temporary cash surpluses in government and private bonds, according to regulations approved by management, which follow the Group policy on credit risk concentration. Credit risk on investments in non-government backed bonds is mitigated by investing only in assets issued by leading financial institutions.

The Group's sales policy follows the criteria for credit sales set by management, which seeks to mitigate any loss due to customer default.

			US$		R$
	Note	30 September 2014	31 December 2013	30 September 2014	31 December 2013
Cash and cash equivalents	14	76,348	97,946	187,129	229,448
Short term investments	14	16,000	33,000	39,216	77,306
Trade and other receivables	13	164,898	174,686	404,165	409,219
Exposed to credit risk		257,246	305,632	630,510	715,973

h. Fair value of financial instruments

The Group's financial instruments are recorded in balance sheet accounts at 30 September 2014 and 31 December 2013 at amounts similar to the fair value at those dates. These instruments are managed though operating strategies aimed to obtain liquidity, profitability and security. The control policy consists of ongoing monitoring of rates agreed versus those in force in the market, and confirmation of whether its short-term financial investments are being properly marked to market by the institutions dealing with its funds.

The Group does not make speculative investments in derivatives or in any other risk assets. The determination of estimated realization values of Group's financial assets and liabilities relies on information available in the market and relevant assessment methodologies.
Nevertheless, considerable judgment is required when interpreting market data to derive the most adequate estimated realization value.

IFRS 7 establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There were no amounts related to levels 1 and 3 at 30 September 2014 and 31 December 2013. The table below analyses financial instruments carried at fair value.

	Financial instruments hierarchy	
	Level 2	**Level 2**
	US$	**R$**
30 September 2014		
Short term investments	16,000	39,216
Derivatives	1,499	3,676
Post-employment benefits	2,391	5,862
Bank Loans	383,321	939,520
	403,211	988,274
31 December 2013		
Short term investments	33,000	77,306
Derivatives	1,240	2,905
Post-employment benefits	2,251	5,273
Bank Loans	372,391	872,364
	408,882	957,848

i. Criteria, assumptions and limitations used when computing market values

Cash and cash equivalents
The market values of the bank current account balances are consistent with book balances.

Investments
The carrying amounts of short-term investments approximate their fair value.

Trade and other receivables/payables
According to the Group's management the book balances of trade and other receivables and payables approximate fair values.

Bank and loans
Fair value of loan arrangements were calculated at their present value determined by future cash flows and at interest rates applicable to instruments of similar nature, terms and risks or at market quotations of these securities. Fair value measurements recognized in the consolidated interim financial information are grouped into levels based on the degree to which the fair value is observable.

The fair values of BNDES, BB, IFC, Finimp, and Eximbank financing arrangements are similar to their carrying amounts since there are no similar instruments, with comparable maturity dates and interest rates.

26 Related-party transactions

Transactions between the Company and its related party subsidiaries have been eliminated on consolidation and are not disclosed in this note. Transactions between the group and its associates, joint ventures, other investments, and other related parties are disclosed below.

	Current assets (liabilities) US$	**Revenues US$**	**Expenses US$**
Joint ventures:			
1. Allink Transportes Internacionais Ltda.	2	22	-
2. Consórcio de Rebocadores Barra de Coqueiros	111	245	-
3. Consórcio de Rebocadores Baía de São Marcos	2,012	93	26
4. Wilson Sons Ultratug and subsidiaries	23,267	598	-
5. Atlantic Offshore S.A.	5,997	-	-
Other:			
6. Gouvêa Vieira Advogados	-	-	91
7. CMMR Intermediação Comercial Ltda.	-	-	182
Nine-month period ended 30 September 2014	31,389	958	299
Three-month period ended 30 September 2014	-	(227)	(1,626)
At 31 December 2013	25,743	56,043	1,613
Nine-month period ended 30 September 2013	14,252	49,818	471
Three-month period ended 30 September 2013	-	15,443	(983)

	Current assets (liabilities) R$	**Revenues R$**	**Expenses R$**
Joint ventures:			
1. Allink Transportes Internacionais Ltda.	5	51	-
2. Consórcio de Rebocadores Barra de Coqueiros	272	560	-
3. Consórcio de Rebocadores Baía de São Marcos	4,931	217	62
4. Wilson Sons Ultratug and subsidiaries	57,027	1,323	-
5. Atlantic Offshore S.A.	14,698	-	-
Other:			
6. Gouvêa Vieira Advogados	-	-	210
7. CMMR IntermediaçãoComercial Ltda.	-	-	415
Nine-month period ended 30 September 2014	76,933	2,151	687
Three-month period ended 30 September 2014	-	(593)	(3,575)
At 31 December 2013	60,306	131,286	3,779
Nine-month period ended 30 September 2013	31,782	100,102	1,028
Three-month period ended 30 September 2013	-	23,940	(2,193)

1. Allink Transportes Internacionais Ltda, is 50% owned by the Group and rents terminal warehousing from the Group.
2-3. The transactions with the joint ventures are disclosed as a result of proportionate amounts not eliminated on consolidation.
4. Intergroup loan with Wilson Sons Ultratug (interest - 0.3% per month with no maturity) and trade payables from Wilson, Sons Offshore and Magallanes to Wilson Sons shipyards relate to proportionate amounts of vessel construction not eliminated on consolidation.
5. Intergroup loan with Atlantic Offshore S.A.
6. Mr. J.F. Gouvea Vieira is a partner with the law firm Gouvea Vieira Advogados. Fees were paid to Gouvea Vieira Advogados for legal services.
7. Mr. C.M. Marote is a shareholder and director of CMMR Intermediação Comercial Ltda. Fees were paid to CMMR Intermediação Comercial Ltda. for consultancy services to the Wilson, Sons towage segment.

The Company has adopted the policy of netting the assets and liabilities of the group related party transactions.

27 Notes to the consolidated statement of cash flows

	30 September 2014 US$	30 September 2013 US$	30 September 2014 R$	30 September 2013 R$
Profit before tax	59,930	62,269	154,938	136,047
Less: Finance Income	(6,562)	(8,017)	(14,953)	(16,786)
Add: Exchange gain/loss on translation	7,716	18,438	15,899	56,536
Less: Share of result of joint ventures	(2,913)	682	(8,876)	(1,633)
Add: Finance costs	14,386	14,587	33,919	32,118
Operating profit from operations	72,557	87,959	180,927	206,282
Adjustments for:				
Depreciation and amortization expenses	48,144	42,292	93,997	80,227
(Gain) Loss on disposal of property, plant and equipment	70	(9,989)	(640)	(23,818)
Cash-settled share-based payment	(7,118)	-	(16,881)	-
Reversal for cash-settled share-based payment	(1,508)	(3,643)	(3,589)	(7,249)
Increase (decrease) in provisions	235	(1,083)	1,875	111
Operating cash flows before movements in working capital	112,380	115,536	255,689	255,553
(Increase) decrease in inventories	2,144	(17,378)	2,100	(45,573)
(Increase) decrease in trade and other receivables	8,257	28,419	(707)	24,354
(Decrease) in trade and other payables	(37,685)	(19,870)	(78,315)	(13,684)
(Decrease) in other non-current assets	(1,375)	(839)	(4,477)	(3,600)
Cash generated by operations	83,721	105,868	174,290	217,050
Income taxes paid	(11,202)	(23,018)	(25,651)	(52,694)
Interest paid - borrowings	(9,516)	(9,843)	(21,894)	(20,828)
Interest paid - leasing	(371)	(348)	(850)	(742)
Interest paid - others	(2,374)	(385)	(5,348)	(796)
Net cash from operating activities	60,258	72,274	120,547	141,990

Non-cash transactions

During the current period, the Group entered into the following non-cash investing and financing activities which are not reflected in the consolidated statement of cash flows:

	30 September 2014 US$	30 September 2013 US$	30 September 2014 R$	30 September 2013 R$
Additions to fixed assets				
Equipment acquisition through finance leases	529	3,670	1,198	8,171
Tecon Rio Grande equipment through loans	-	916	-	1,863
Write Off of inventories through claims	-	11,454	-	25,377
Write Off of property, plant and equipment through claims	-	1,252	-	2,773
Capitalized interest	857	1,181	1,950	2,674
Briclog acquisition				
Briclog's net impact	-	25,867	-	57,311
Taxes settlement				
Income tax compensation	6,468	1,661	14,813	3,704

28 Compensation of key management personnel

Compensation, of the Group's key management personnel, is set out below in aggregate for each of the categories:

	Three-month period ended		Nine-month period ended	
	30 September 2014 US$	**30 September 2013 US$**	**30 September 2014 US$**	**30 September 2013 US$**
Short-term employee benefits	754	1,640	10,269	7,619
Post-employment benefits and social charges	262	465	1,209	1,272
Stock Option	795	-	2,272	-
Share-based payment	-	-	7,118	-
Share-based payment provision	-	1,358	(3,780)	(3,643)
Total	1,811	3,463	17,088	5,247

	Three-month period ended		Nine-month period ended	
	30 September 2014 R$	**30 September 2013 R$**	**30 September 2014 R$**	**30 September 2013 R$**
Short-term employee benefits	4,213	3,743	25,169	16,991
Post-employment benefits and social charges	879	2,028	2,964	2,836
Stock Option	1,949	-	5,342	-
Share-based payment	-	-	16,881	-
Share-based payment provision	-	3,047	(8,836)	(7,249)
Total	7,041	8,818	41,520	12,578

29 Approval of the condensed consolidated interim financial information

The condensed consolidated interim financial information were approved by the board of directors and authorized for issue on 13 November 2014.

Directors Declaration

In compliance with article 25, section V of CVM Instruction 480 of 7 December 2009, the Directors of WILSON SONS LTD, a publicly traded company, registered at the Brazilian Ministry of Finance under the CNPJ 05.721.735/0001-28, based in Clarendon House, 2 Church Street, Hamilton HM 11 - Bermuda, declare that they have reviewed, discussed and agreed with the Financial information and the views expressed in the review report of the independent auditors.