EIFFAGE

Annual Report
2014

Contents

Shaping the everyday as the exceptional

€14 billion

revenues in 2014

€11.8 billion*

order book
at 1 January 2015

66,022

employees
at 31 December 2014
(excl. temporary staff)

100,000

projects per year

Eiffage stands out in France and around the world for its exceptionally wide range of skills and technical expertise.

The Group operates in the construction industry, real estate development, road construction, civil engineering, metallic construction, energy, concessions and public-private partnerships. It draws on the expertise of more than 66,000 employees to carry out more than 100,000 projects every year.

Eiffage is also known for its shareholder ownership model, unrivalled in Europe, with almost 61,000 employees and former employees owning 25.3% of its stock. This model contributes to the Group's independence, which in turn ensures stability.

Eiffage has a clear understanding of ecological and social challenges, going so far as to build its own sustainable urban development research programme, Phosphore. Through the Eiffage Foundation, the company is committed to supporting non-profit organisations that serve the community.

Eiffage has often been a trailblazer, its imagination spurred by its creative capabilities, resulting in an innovative company attuned to the challenges of its time.

* Unaudited figure.

Eiffage targets international growth

Pierre Berger, Chairman and Chief Executive Officer of Eiffage, wants Eiffage to step up its international activities. On 11 March 2015, in the first initiative of its kind, a panel of employees from various countries in which the Group operates gathered to interview him on this subject.

CHRISTOPH BLECKMANN, **Manager of Elomech, a German subsidiary of Eiffage Énergie. What is your strategy for leading Eiffage's internationalisation?**

PIERRE BERGER: The Group's strong balance sheet puts us in a good position to step up our international development across all our businesses, from Construction to Concessions. We are pursuing a two-pronged approach, focusing firstly on turnkey projects in partnership with a local contractor in the country in question, and secondly, on external growth, with Eiffage acquiring rapidly-expanding local construction companies. For example, in 2014 and early 2015, we acquired two non-European companies specialising in bridge construction: ICCI in North America (Canada) and Puentes y Torones in South America (Columbia).
To create more value, we must provide these companies with our Group's technical expertise and ability to manage large projects, and, where appropriate, our financial muscle and exceptional human resources.
In Poland, we broke ground in 2014 on a turnkey project to build one of the country's largest shopping centres, combining the Group's local resources (Eiffage Polska) with those of the French teams from Eiffage Construction Grands Projets.

CHRISTOPH BLECKMANN, **What synergies can be generated between Eiffage divisions in countries where the Group is already present?**

P.B.: In France, I am a firm supporter of Eiffage's integrated solutions, which combine several of the Group's fields of expertise to deliver superior technical performance at competitive cost. These solutions have paid dividends, for example, at Michelin's new global R&D centre in Clermont-Ferrand. Eiffage workers and engineers are involved across all trades, ensuring strict schedule compliance without the problems often encountered with subcontracting.
However, outside France and Belgium, some of our businesses must be developed further before we can offer such solutions in the future. They can only come after.

ANGEL VICENTE COTILLAS SORIA, **Technical Director, Eiffel Iberica. Three years ago, your focus was on Africa and the Middle East. Why the new emphasis on America?**

P.B.: Africa, where we are already doing business worth €300 million, remains a priority. We want to accelerate our growth on this continent, particularly in the area of power generation and distribution, which is emerging as its number one challenge. However, there is no reason not to seize other opportunities, as we have in Canada and Colombia, two countries where significant infrastructure investment is expected. Furthermore, we intend to step up the pace, with more acquisitions to come in several countries. Asia is the only continent where large-scale growth will be complicated for Eiffage, due to our small existing footprint and competition from a host of local companies.

ANGEL VICENTE COTILLAS SORIA, **What criteria do you assess when considering acquisitions?**

P.B.: I want to see managers who are passionate about their projects, who work with their own design offices and site teams, and who avoid cascade subcontracting.
At ICCI and Puentes y Torones, the works supervisors and many of the workers are company employees. We will not be buying companies that have activities outside France with which we are unfamiliar. We can grow internationally while staying focused on the Group's existing businesses. We already have a considerable number of businesses.

Pierre Berger, Chairman and CEO of Eiffage.

Christoph Bleckmann, Manager of Elomech, a German subsidiary of Eiffage Énergie.

BARTLOMIEJ KLOS, Regional manager (northern region) at Eiffage Polska Budownictwo. What strengths do you want to leverage?

P.B. : Eiffage has earned a solid reputation building engineering structures, with the Millau Viaduct being a shining example. However, we are not the only company with expertise in this field. Our know-how in the area of metallic construction is practically unique, on the other hand, and Eiffage Métal is the European number one. Our energy-related businesses are also very promising. We are working on several power plant construction projects around the world.
In any case, we want our clients to view the Eiffage brand as a sign of quality and guaranteed schedule and budget compliance. In short, we are focusing on the top end of the market – a "haute couture" range of infrastructure-related activities in general and construction businesses more specifically.

BARTLOMIEJ KLOS, Do you intend to expand the Group's real estate development business in Poland, which is currently experiencing a radical transformation?

P.B. : Real estate development generates higher margins than works activities, but it is a cash-intensive business that can be risky in the event of a market downturn. Consequently, we will be taking a prudent approach in Poland, moving forward one step at a time.

BELINDA HAYES, Management Controller with ICCI, a Canadian subsidiary. Does Eiffage hope to export its expertise in large turnkey projects, public-private partnerships and concessions?

P.B. : Canada has launched a major infrastructure investment programme. Eiffage will have access to this new business through ICCI's field network in Canada. We naturally intend to work with ICCI to win conventional bridge contracts, while also bidding for public-private partnership and concession projects that ICCI could not handle alone. This will be a win-win partnership. ICCI has the potential to considerably increase annual revenue from its current level of C$100 million.

BELINDA HAYES. Will ICCI employees come to France to hone their skills?

P.B. : Eiffage University offers special courses for international executives, covering the various profiles that must work together on a project, including financial managers, engineers and legal specialists. Trainees learn to manage turnkey projects. These courses are a useful tool for sharing our culture, values and organisational methods, so that we manage risks, cash and human resources in the same way in Canada as in Spain, Germany and Belgium. We want to combine our teams' talents, not simply juxtapose them.

Angel Vicente Cotillas Soria, (left) Technical Director at Eiffel Iberica in Spain, and **Didier Pawlaczyk,** Aube district Manager with APRR Rhin.

Johan Van den Broeck, Benelux Project Director at Eiffage Concessions.

ALIOUNE BADIANE, Chief Operations Officer at Eiffage Sénégal. Does Eiffage Sénégal – which is able to coordinate other Group subsidiaries with expertise in highly technical works – represent a good growth model?

P.B. : My answer is an unequivocal "Yes"! The practice of hiring, training and developing the Group's businesses locally is the surest route to growth. Senegal, where Eiffage has been operating for 89 years, offers a very solid platform from which we can take on large projects supported by French resources, such as the Dakar motorway, which has been an incredible success. For example, we are in discussions to build a thermal power plant for Senegal's national power utility (SNE), which will be a new diversification project for Eiffage in Senegal.

ALIOUNE BADIANE. The Dakar motorway is an exemplary project. Is it possible to reproduce this type of concession in other African countries?

P.B. : Africa faces many challenges relating to its road infrastructure. The big capitals tend to be very congested. The Dakar motorway is held up as a beacon project by its backers. More than 60,000 vehicles travel along it daily – more than 10 times the traffic volume carried by a newly-opened section of motorway in France! In this area, Eiffage has remained true to its reputation as a company able to achieve world firsts (or local firsts) such as the Millau Viaduct and the Pierre-Mauroy stadium in Villeneuve d'Ascq. We are interested in building two more toll motorways, in Benin and Ghana. The development process is a long one but I am sure it will bear fruit, considering our success in Dakar.

JOHAN VAN DEN BROECK, Benelux Project Director at Eiffage Concessions. Do you see PPPs or concessions as a growth driver for Eiffage in international markets?

P.B. : In France, where we have a portfolio of around 30 PPP and concession projects, we have developed the ability to win such contracts, and we can certainly export this expertise. These are complex operations that demand a very diverse skill set. Targeting them is a good way for the Group to grow in an area with fewer top-tier competitors.

JOHAN VAN DEN BROECK. Is teaming up with a local partner essential when bidding for major export projects?

P.B. : It is a *sine qua non* for obtaining access to high-quality local production resources. Although the success of a project clearly depends to an extent on the quality of its design and engineering, it is also influenced by the local environment, a crucial success factor in our businesses.

Bartlomiej Klos, Regional Manager (northern region) at Eiffage Polska Budownictwo.

Belinda Hayes, Management Controller at the Canadian subsidiary, ICCI, and **Alioune Badiane,** Chief Operating Officer at Eiffage Sénégal, take part in a meeting by video conference.

DIDIER PAWLACZYK, Aube district Manager at APRR Rhin and former district manager for Dakar in Senegal. Will Eiffage's focus on internationalisation lead to changes in the Group's practices?

P.B. : We will be working to change mentalities, employee training and our attitude to risk. We will also be learning to work together, communicate and encourage each other remotely. On the other hand, the Group values that we foster and have developed together remain unchanged. For instance, concepts such as setting an example for others, honesty, transparency, discipline and courage immediately spring to mind.

DIDIER PAWLACZYK. I spent five years in Senegal. When we ran up against bugs, we were forced to innovate to put suitable operating systems in place.

P.B. : It is true that you are "on your own" in the export market. You cannot always count on an immediate response from your French colleagues. Export projects are a good training ground in which to learn the well-rounded skill set essential to a company's operation and growth.

DIDIER PAWLACZYK. Employee share ownership is a core value for Eiffage. Could this programme be rolled out to include employees all over the world?

P.B. : Almost 30% of Eiffage equity is owned by the Group's employees, a unique feat among European companies of comparable size. I would like all subsidiaries to be able to participate. A new country will be included in the program each year, beginning, I hope, with Germany next year. We intend to move forward gradually. In France, employee share ownership is encouraged via a favourable tax regime. This must also be the case in countries where we plan to roll out the programme.

DIDIER PAWLACZYK. Eiffage operates its own sustainable urban development research programme, Phosphore, and is building the Ilot Allar pilot eco-neighbourhood in Marseille. Can this model be exported to other countries?

P.B. : Operating in a consortium, we have won a contract in Astana, Kazakhstan, which will raise awareness of the benefits of energy-efficient buildings among Kazakhs. All over the world, and in Europe in particular, there is growing demand for more environmentally friendly neighbourhoods. We will be inviting representatives of foreign local authorities to Marseille to demonstrate our expertise and encourage them to entrust us with the task of building equivalent neighbourhoods in their respective countries.

Eiffage campus in Vélizy-Villacoublay.

GROUP REVIEW

Eiffage around the world

Present in almost

70 countries

2014 international revenues

€2.4 billion

+8.5% year-on-year

20.7%

of 2014 Works divisions revenues generated outside France

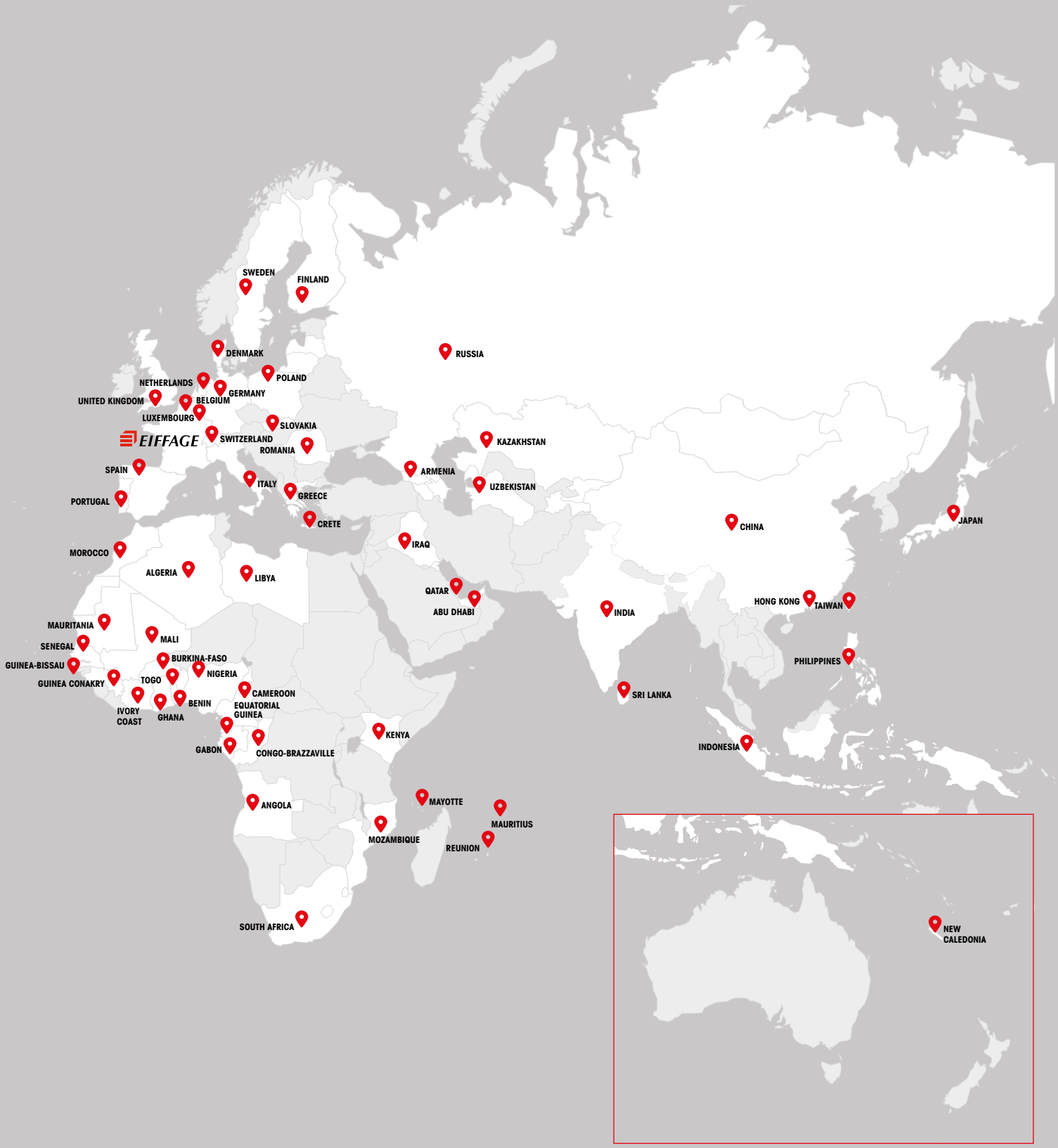
International orders

€2.3 billion

in 2014

12,548

employees outside France, at 31 December 2014


SWEDEN
FINLAND
DENMARK
RUSSIA
POLAND
NETHERLANDS
GERMANY
UNITED KINGDOM
BELGIUM
LUXEMBOURG
SLOVAKIA
EIFFAGE
SWITZERLAND
ROMANIA
KAZAKHSTAN
SPAIN
ARMENIA
ITALY
UZBEKISTAN
GREECE
PORTUGAL
CRETE
CHINA
JAPAN
IRAQ
MOROCCO
ALGERIA
LIBYA
QATAR
ABU DHABI
INDIA
HONG KONG
TAIWAN
MAURITANIA
MALI
SENEGAL
BURKINA-FASO
GUINEA-BISSAU
NIGERIA
PHILIPPINES
GUINEA CONAKRY
TOGO
CAMEROON
SRI LANKA
BENIN
EQUATORIAL GUINEA
IVORY COAST
GHANA
KENYA
INDONESIA
GABON
CONGO-BRAZZAVILLE
MAYOTTE
ANGOLA
MAURITIUS
MOZAMBIQUE
REUNION
SOUTH AFRICA
NEW CALEDONIA

2014 key figures

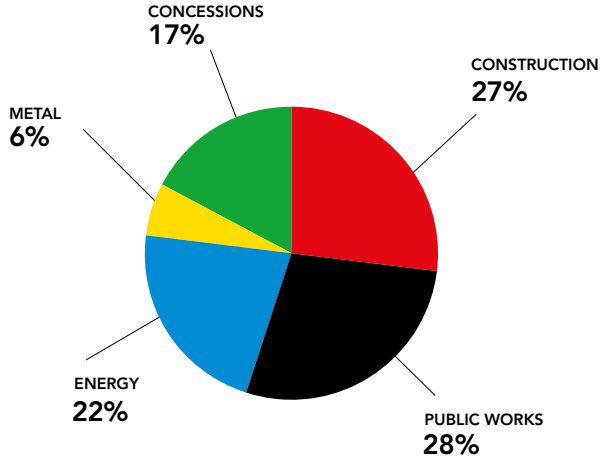
€13,987 million

revenues in 2014

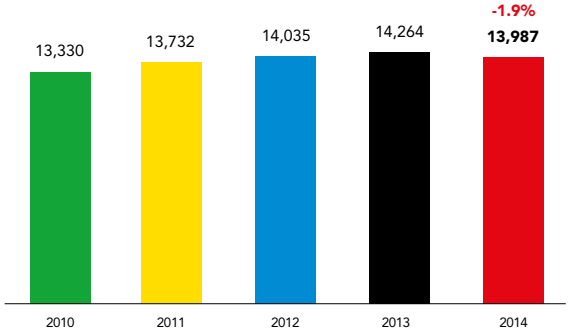
Consolidated revenue
by activity (excluding VAT)
(€ million)

	2013	2014	Change
Construction	3,715	3,733	(+0.5%)
Public works	4,215	3,957	(-6.1%)
Energy	3,159	3,025	(-4.2%)
Metal	914	894	(-2.2%)
Total Contracting	12,003	11,609	(-3.3%)
Concessions	2,261	2,378	(+5.2%)
Total Group	**14,264**	**13,987**	**(-1.9%)**
of which France	12,034	11,568	(-3.9%)
Europe (excl. France)	1,924	2,100	(+9.1%)
International (excl. Europe)	306	319	(+4.2%)

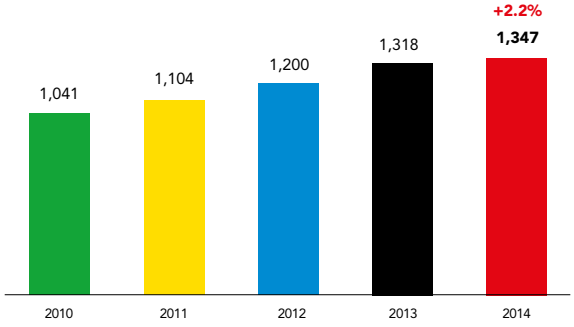
Breakdown of 2014 revenue
by activity



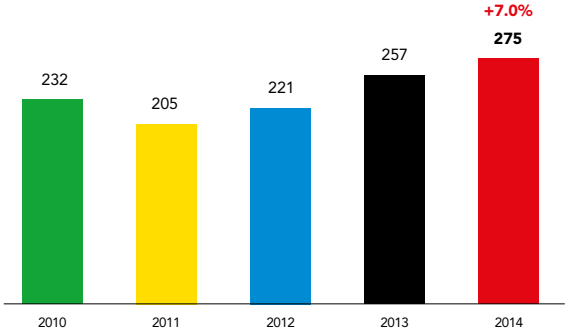
Consolidated revenue
(€ million)



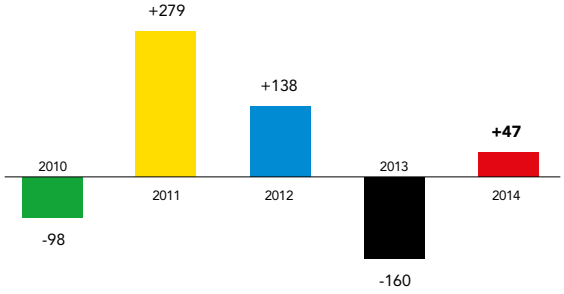
Operating profit on ordinary activities
(€ million)



Net profit, Group share
(€ million)



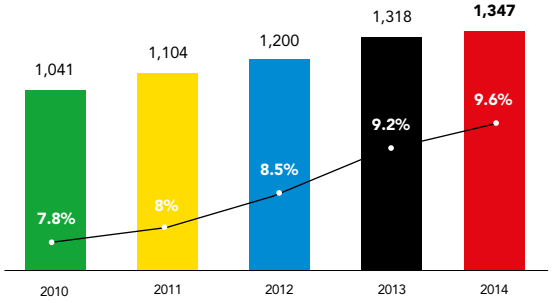
Working capital requirements
(€ million)



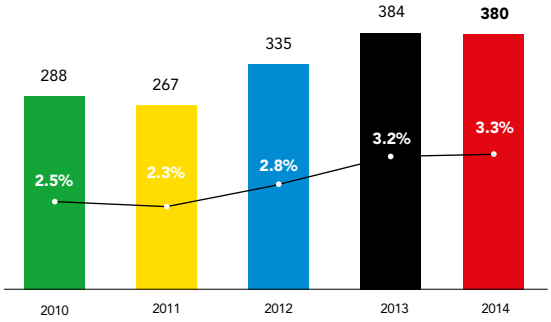
+ : cash generated
- : cash consumed

Operating margin

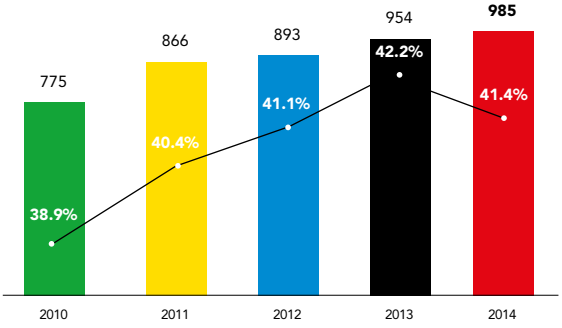
Steady growth in the Group's operating profit (€ million) and operating margin (%) over 5 years



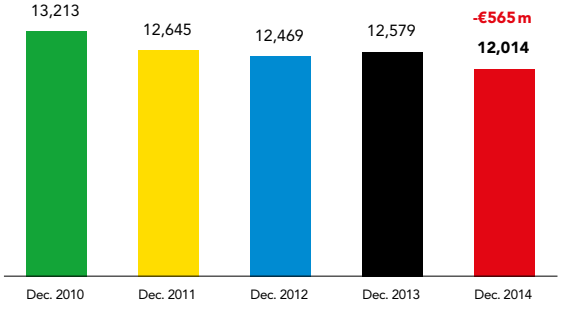
Contracting



Concessions

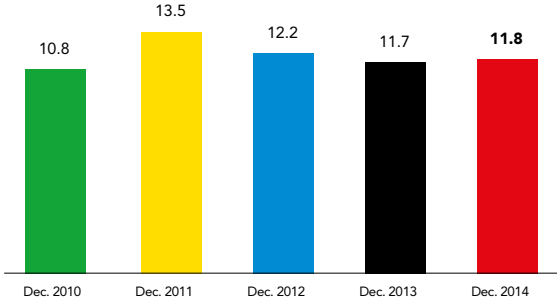


Net debt[1]
(€ million)



(1) Excluding fair value of CNA debt and swaps.

Order book[2]
(€ billion)



(2) Not audited.

Governance

A management team that is ready to meet new challenges.

Executive Committee

1. **PIERRE BERGER**, Chairman and Chief Executive Officer, Eiffage and Chairman, Energy division
2. **CHRISTIAN CASSAYRE**, Chief Financial Officer, Eiffage
3. **MICHEL GOSTOLI**, Chairman, Construction division
4. **JACQUES HUILLARD**, Director
5. **MARC LEGRAND**, Chairman, Eiffage Rail Express
6. **PHILIPPE NOURRY**, Chairman and Chief Executive Officer, APRR and Chief Executive Officer, AREA
7. **MAX ROCHE**, Deputy Chief Executive Officer, Eiffage, in charge of Concessions
8. **JEAN-LOUIS SERVRANCKX**, Chairman, Public Works division

The Executive Committee defines and implements the Group's general strategy. It meets twice a month to monitor the performance and results of the various divisions, steer strategic projects, define consolidated objectives, establish priorities and monitor the smooth running of the Group.

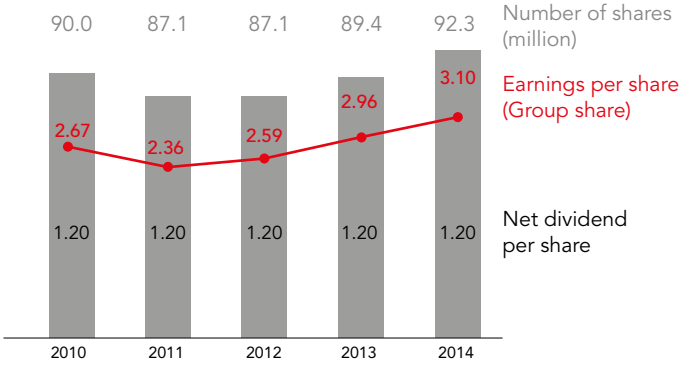
BOARD OF DIRECTORS

PIERRE BERGER, Chairman and Chief Executive Officer, Eiffage
JEAN-FRANÇOIS ROVERATO, Vice-Chairman and Senior Director
BÉATRICE BRÉNÉOL, Chair of Sicavas Eiffage 2000 and FCPE Eiffage Actionnariat
THÉRÈSE CORNIL, Former Chair of Conseil National de Valorisation Ferroviaire (CNVF)
LAURENT DUPONT, Director representing employee shareholders
BRUNO FLICHY, Honorary Chairman and Member of the Board of Directors, Crédit Du Nord
JEAN-YVES GILET, Executive Director, Bpifrance Investissement
JEAN GUÉNARD, Chairman, Eiffaime
MARIE LEMARIÉ, Head of Investments, Groupama
DOMINIQUE MARCEL, Chairman and Chief Executive Officer, La Compagnie des Alpes
DEMETRIO ULLASTRES, Chairman, Accesos de Madrid CESA
CAROL XUEREF, Secretary General, Essilor International SA

The Board of Directors represents all the shareholders. It defines the Group's business policies and oversees their implementation. It comprises 12 members, each appointed for a three-year term of office. The Board is renewed by rotation, and meets at least five times in the year.

Shareholder & market information

Earnings and dividend per share
(euros)



LISTING
Euronext Paris
Compartment A

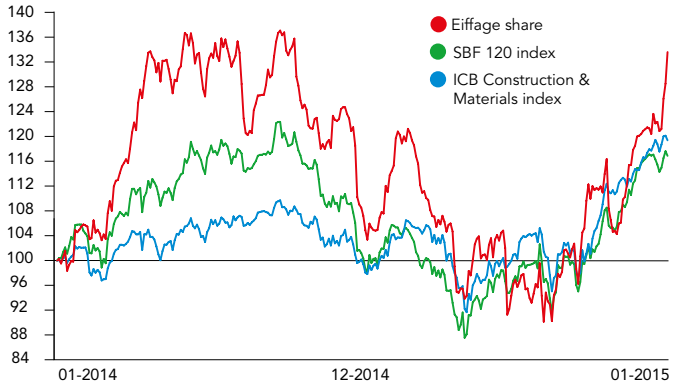
ISIN
FR 0000 130452

Eligible for inclusion in French personal equity plans (PEA) and for deferred settlement service (SRD)

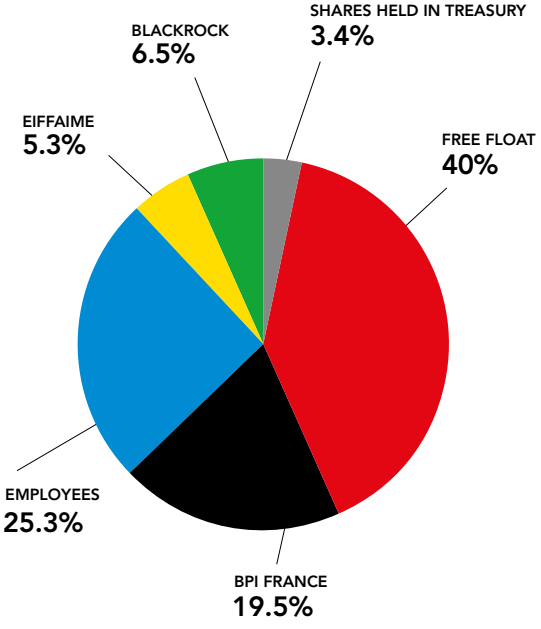
INDICES
SBF 120®
CAC Mid 60®
Euronext FAS IAS

CODES
Bloomberg: FGR FP
Reuters: FOUG. PA

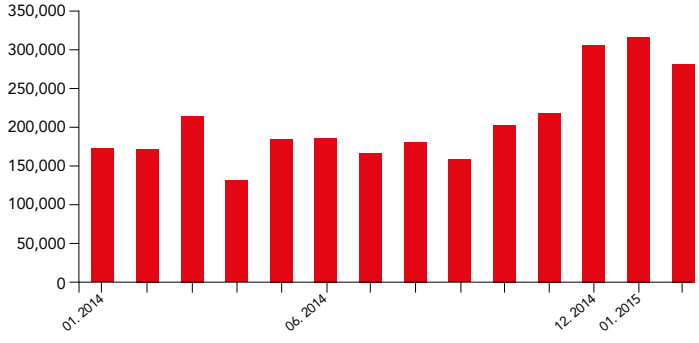
Eiffage share price performance since January 2014
(rebased to SBF 120 and ICB Construction & Materials indices)



Shareholder structure at 31 December 2014



Eiffage share monthly average daily trading volume since January 2014
(on Euronext Paris)



Employee share ownership: a lasting investment

The subscription campaign for FCPE Eiffage Actionnariat was a success in 2014. Some 34,000 employees subscribed (6,000 more than in 2013) for a total of nearly €103 million (€43 million more than 2013). This led to the creation of 2.8 million new Eiffage shares (3.17% of the capital). In particular, the 2014 subscription campaign was opened to the employees of Clemessy, as well as those of the Belgium, Luxembourg and Senegal subsidiaries. The very high level of participation by all entities in France and abroad has further strengthened employee share ownership, enabling Eiffage to preserve its independence and cohesion, all the while laying solid foundations for the Group's future and development.

FCPE EIFFAGE ACTIONNARIAT

SHARE CAPITAL INCREASE, WITH THE ISSUE OF A MAXIMUM OF 3,750,000 NEW SHARES RESERVED FOR EMPLOYEES

PERIOD OF SUBSCRIPTION
From 12 March to 4 April 2014

PERSONNEL CONCERNED
The employees of all Group entities having joined the Group employee share ownership plan

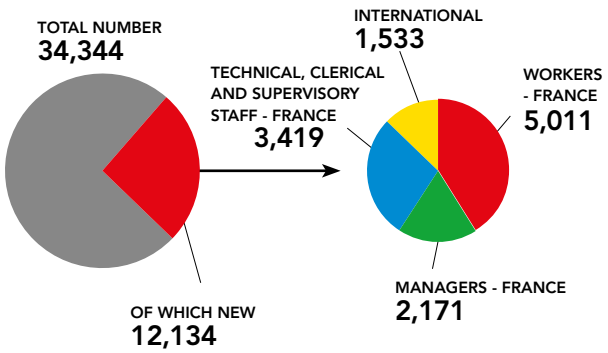
INVESTMENT CONDITIONS
- Transfer of incentive scheme and/or profit share scheme, personal contributions, reinvestment of available shares
- Option for advance on salary at no cost, within the limit of €800, repayable over 8 months.

Employee share ownership in 2014

Number of subscribers*	34,344
Proportion of subscribers* (% of eligible subscribers)	63%
Amount subscribed* (€ million)	103
Proportion of the capital held by employees	25.30%

* Solely for FCPE.

2014 subscribers | **Breakdown of new subscribers in 2014**



Investment
(by source of funds and by year)*
(€ million)

	2013	2014
Employee contributions	14	14
Eiffage advance	3	6
Incentive scheme	20	18
Profit sharing scheme	15	19
Reinvestment	17	46
Others	11	0
Total	80	103

* Solely for FCPE.

Subscription
(by division and by year)*
(€ million)

	2013	2014
Eiffage Construction	25	28
Eiffage Travaux Publics	22	29
Eiffage Énergie	14	19
Eiffage Métal	4	4
APRR	12	15
Holding company	3	3
International	–	2
Employees having left the Group	**	3
Total	80	103

* Solely for FCPE.

** Information not available before 2014.

Construction

The Construction division covers the full spectrum of activities relating to urban development, real estate, construction, maintenance and works & services. The division harnesses its wide-ranging expertise and comprehensive offering to great effect, even on the most complex projects. The Construction division is a respected player across all its businesses, working for public-sector and private clients alike. The company works with all employees to provide clients with a bespoke solution and appropriate follow-up for every project. Everyday activities are guided by watchwords such as energy performance, innovation, quality and budget and schedule compliance.

"We are always stronger in our core businesses."

The Construction division is faring remarkably well in challenging conditions. We are proud of our performance in 2014, even though certain regions and countries suffered. Our design offices and engineering teams went the extra mile in finding the right solutions for projects in complex environments. The Construction division Grands Projets, which operates as a separate department in the same way as the other regional department, is one of the pillars on which we build our integrated offerings.
In addition, our sustained drive for diversification is paying off, bearing in mind that our regional departments operate autonomously within their markets and their local networks are particularly effective at capitalising on opportunities to generate business.

The public sector accounted for 40% of our activity, with a particularly strong contribution from the social housing sector. In real estate development, revenue increased by 11.8% to €740 million, driven by housing projects and product diversification. Our real estate teams and construction design offices are closely integrated, giving us a major competitive advantage in the current economic climate. Our works & services units, which carry out small "all-trades" jobs for both new-build and renovation projects with support from multidisciplinary teams of craftsmen, are proving highly profitable. We have also worked tirelessly for many years to enhance productivity and competitiveness. This strategy has been taken to heart by employees, and is now bearing fruit. In 2015, we will continue to roll out our network in countries in which we already operate, and will be ramping up our real estate activities in the Benelux countries and Poland, where, as in France, we operate an integrated development and construction business for maximum efficiency. We are also looking for acquisition opportunities, either to extend our mix of businesses – as was the case in 2014 when we bought an Antwerp-based company specialising in industrial pollution cleanup – or to further expand our local network; specifically, we are interested in acquiring companies in Belgium and Poland. We are also pursuing our prospecting activities in Africa, particularly in Gabon and the Ivory Coast.

Michel Gostoli,
Chairman of the Construction division

€3.7 billion

revenues in 2014

12,537

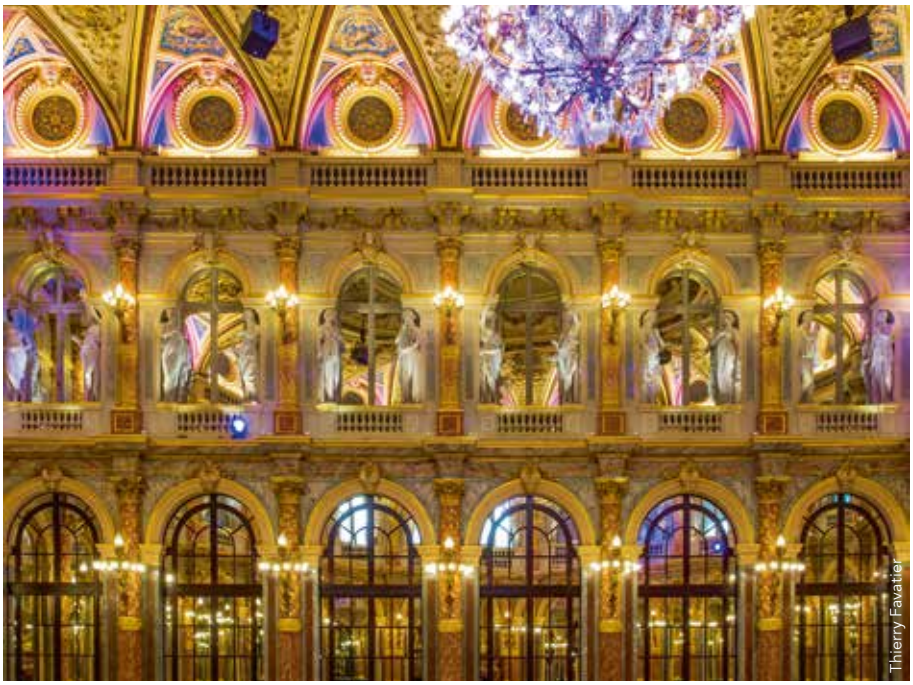
employees

€4.7 billion*

order book
(at 1 January 2015)


Studio 15

The Simone-Veil secondary school in Aulnay-sous-Bois – one of eight schools built for Seine-Saint-Denis General Council – was handed over in time for the start of the 2014 autumn term.


Thierry Favatier

The listed period Opera Lounge at the InterContinental Paris-Le Grand hotel in Paris has been restored to its former glory by the Pradeau & Morin teams.


Anthony Bechu

In December 2014, Eiffage Aménagement and Eiffage Immobilier won the contract to build the International gastronomy and wine centre (*Cité internationale de la gastronomie et du vin*) in Dijon, together with a 640-home eco-neighbourhood.

* Unaudited figure.

Public works

The Public Works division is the Group's road construction, civil engineering and steelwork division. Full-spectrum expertise in road and rail infrastructure design and build, civil engineering, drainage, earthworks and metallic construction enables the division to successfully handle orders of all sizes, from the simplest of jobs to highly complex turnkey projects. Excellence in all aspects of construction is the unchanging mantra of this division, as it strives to remain the preferred contractor of its public-sector and private clients.

"We promote excellence in all aspects of construction in order to remain our clients' preferred contractor."

2014 was a vintage year for the Public Works division, with highlights including the completion of earthworks and engineering structures along the Bretagne-Pays de la Loire high-speed rail link, Eiffage's largest ever project. Marking another major success, our civil engineering teams won the contract to extend line 14 of the Paris metro, the division's first major order for the Grand Paris strategic development project.
For maximum effectiveness, we have marshalled our civil engineering and earthworks teams by region and adjusted our organisation in the road construction market in response to the slowdown in public-sector orders. Our specialist companies operating in the oil and gas, water management, rail and structural renovation sectors, which require the same management methods, have been brought closer together. The major projects teams and the planning and pricing offices have been bolstered to support the ramp-up in turnkey projects. Eiffage Métal has been incorporated into the division and we will continue implementing the reorganisational measures announced in the second half of 2014 that will sharpen the company's competitive edge and enable us to provide upmarket, high added-value offerings. Our European subsidiaries' recovery is now well underway.
Adopting a prudent but determined approach, we have continued to redeploy to international markets. The division has a two-pronged strategy consisting of acquisitions in mature markets and project-centred growth in emerging countries. This strategy has already resulted in several contracts in the Ivory Coast, Togo, Congo and Senegal, as well as the acquisition (in mid-2014 and early 2015) of two companies specialising in engineering structures: ICCI (Canada) and Puentes y Torones (Columbia). Other targets are currently being assessed, potentially leading to further acquisitions in the coming months.
Last but not least, we are preparing to export our road-building expertise, leveraging our extensive patent portfolio and excellent international reputation in this area.

Jean-Louis Servranckx,
Chairman of the Public Works division

€4.4 billion*

revenues in 2014

23,381*

employees

€3.8 billion*

order book
(at 1 January 2015)

Roads
Teams from the Public Works division resurfaced the runways at Lyon-Saint-Exupéry airport using a special-purpose product named Aéroprène®.

Civil engineering
The Ring of Remembrance in Notre-Dame-de-Lorette, designed by the architect Philippe Prost, is the world's largest memorial, listing the names of 600,000 soldiers who fell during the First World War. This structure, which won an "Équerre d'argent" award in the "Arts, youth and sports" category, consists of 122 concrete sections cast with BSI®, the ultra high-performance, fibre-reinforced concrete developed by Eiffage.

Metal
In 2014, the Dutch company Van Oord Offshore Wind Projects awarded Smulders Group, a subsidiary of Eiffage Métal, a €55 million contract to build 150 "transition pieces" for the Dutch Gemini offshore wind farm in the North Sea.

* These unaudited figures include Eiffage Construction Métallique, renamed as Eiffage Métal, which was incorporated into the Public Works division on 1 January 2015.

Energy

The Energy division's businesses focus on the design, construction, integration, operation and maintenance of energy and telecommunication systems and equipment for public and private infrastructure, buildings and industrial facilities. Supported by a very dense network of local branches as well as specialist business units with state-of-the-art expertise, the Energy division works alongside the Group's other businesses on projects of all sizes, ranging from local jobs to major national development programmes. Eiffage Énergie, Clemessy and Eiffel Industrie are among the well-respected companies that make up the Energy division.

"We intend to pursue a strategy focused on supporting clients in 2015."

Despite weaker activity in public-sector and private markets alike, we won orders for a number of major turnkey projects in 2014, including supplying station blackout diesel generators for the 900 MW and 1450 MW power plants in the French nuclear fleet; building a solar power plant in Cestas; renovating the Grande Arche in Paris La Défense; and rolling out an optical fibre network across Paris for the telecom operator, Orange.
In local markets, the Energy division's constituent companies were careful to protect their prices and adopted a selective approach when bidding for new business. They also consolidated their specialty businesses, in which they have widely acknowledged expertise in industrial heating, air conditioning, nuclear ventilation systems, street lighting, power transmission and distribution, video surveillance, maintenance/operation, telecommunications, and industrial process equipment and systems. They also expanded into selected new businesses such as ventilation of underground facilities and maritime infrastructure works. Renewable energy and energy efficiency are two areas offering considerable growth potential.
In international markets, the division preserved and in some cases strengthened its market positions. In Europe, Germany, Belgium and Italy confirmed the strength of their electricity markets, and Spain experienced a powerful recovery. In the export market, commercial successes are strengthening the Group's base in Africa. Led by the division's Spanish subsidiaries, the Group moved into Chile, Brazil and Mexico.
In 2015, we intend to pursue a strategy focused on supporting clients and enhancing our expertise by acquiring high added-value offerings as well as through organic growth and acquisitions. The aim is to broaden our range of technical expertise and specialities, expand our local network and achieve continued growth in the export market, while also taking part in the coming decade's flagship programmes in areas such as nuclear power, next-generation energy, aviation and space programmes, large infrastructure projects, mobility and energy efficiency. We will also be focusing on generating internal synergies as a lever for competitive global offerings. Incorporating Eiffel Industrie into the Energy arm's Systems division should be another growth driver in the industrial services market.
In the international arena, we intend to capitalise on positive trends in energy-related markets in 2015 to further strengthen our positions in European countries, while remaining alert to acquisition opportunities.
In export markets, the division's recent participation in numerous competitive bidding processes is likely to yield further fine contracts in West Africa, particularly in the power transmission and distribution sectors.

Frédéric Carmillet,
Eiffage Énergie's Director General for the French regions

Patrick Guerbert,
Director General of Eiffage Énergie's Systems division and Chairman & CEO of Clemessy

€3.3 billion*

revenues in 2014

25,244*

employees

€3.1 billion*

order book
(at 1 January 2015)

A high-voltage switchyard in northwest France, installed by Eiffage Énergie.

In Lyon, Eiffage Énergie is managing an extensive programme of work to extend and renovate the urban heating network.

Eiffel Industrie continued its expansion in clean industries, achieving significant progress in the pharmaceutical sector in particular.

* These unaudited figures include Eiffel Industrie, which was incorporated into the Energy division on 1 January 2015.

Concessions

Eiffage Concessions – a market leader in public-private partnerships (PPP) and concessions in France and around the world – helps public-sector clients to develop complex projects. Eiffage Concessions harnesses its expertise in structuring and financing major projects and marshals the Group's resources in order to provide appropriate solutions to clients' requirements. Eiffage Concessions, via its subsidiary Eiffage Services, also operates and maintains facilities in many business sectors, including road and rail infrastructure, education, healthcare, energy performance and justice.

€229 million

revenues in 2014

31

projects in 2014

More than

€3 billion

in capital investment

In 2014, Eiffage Concessions won the contract to renovate the iconic Grande Arche building in Paris, La Défense.

"Encouraged by our success, we are seeking concession development and public-private partnership opportunities in Europe and Africa."

Eiffage Concessions notched up some notable commercial successes in 2014. We won two major contracts: a public-private partnership deal to build a new university campus in Aix (Eiffage's fourth PPP project under a national programme to renovate French university campuses); and a contract to partially renovate the Arche de La Défense, an iconic structure at the heart of the business district of the same name. We also successfully entered into an agreement covering extended financing for the A65 motorway between Langon and Pau. In Senegal, Eiffage secured the order to build a 16.5 km extension to the Dakar-to-Diamniadio motorway, providing convenient access to the AIBD international airport. The Group also renegotiated the A24 motorway concession agreement with the Portuguese State. In keeping with our portfolio management strategy, we disposed of several mature projects, including hospitals in Annemasse and Rennes, as well as the police barracks in Châteauroux.
We also negotiated a settlement to a three-year dispute concerning the Southern Paris Region Hospital, resulting in the amicable termination of the emphyteutic lease.
The Pierre-Mauroy stadium in Lille had a very busy year, firmly establishing its reputation by hosting major events such as the Davis Cup final. Moving into 2015, PPP projects have become more scarce in France as a result of regulatory changes that will restrict the use of this form of contracting, in particular by local authorities. We are harnessing our accumulated expertise as we follow up projects elsewhere in Europe – primarily in Germany and Belgium – and in Africa. In particular, we aim to capitalise on Eiffage's longstanding presence in the African energy sector. Returning to France, and more specifically, the biggest project in Eiffage's history, namely the Bretagne-Pays de la Loire high-speed rail link being built via a public-private partnership, 2015 will mark a turning point as the track is laid and the catenary masts and the first signalling buildings are installed.

Max Roche,
Deputy CEO of Eiffage,
in charge of Concessions


Max Lerouge / Elisa / Valode & Pistre Architectes / Atelier Farret Architecture

Pierre-Mauroy stadium in Villeneuve d'Ascq.
This arena stadium operated by Eiffage Concessions seats more than 50,000 spectators when configured for football matches, and 26,000 spectators in its "showcase" live entertainment configuration.


Patrice Grunenberger

Jean-Zay secondary school in Jarny
Phase 3 of the Jean-Zay secondary school project in Jarny was handed over in 2015 under a public-private partnership managed by Eiffage Concessions.

APRR

Through concession agreements with the French State, APRR built and operates a network of almost 2,300 km of motorways, including the A5, A6 and A39 between Paris and Lyon, the A31 and A36 in Burgundy, the motorways in the Rhône-Alpes region, including the A41 and A43, as well as the A77 and A71 in central France. APRR contributes to economic development by facilitating the movement of people and goods. Along the motorways and at service areas, APRR works around the clock, 365 days a year to assist clients, innovating and rolling out an extensive range of services.

"We intend to invest an additional €720 million through the motorway improvement plan."

€2.1 billion
revenues in 2014

3,778
employees

21,660
million kilometres travelled

Under the 2009/2013 planning contracts that formalise our commitments to the State, APRR & AREA commissioned several major infrastructure projects in 2014 and early 2015, as well as the new Vichy-to-Gannat section of the A719 motorway and several motorway widening projects along the A71, A43 and A46.

Only the new section of the A466 north of Lyon is still under construction, and scheduled to open to traffic during the summer of 2015. Furthermore, capital investment provided for under the new 2014-2018 planning contracts agreed in January 2014 is now being scaled up. A total of €500 million will be invested under this programme.

→ cont. on page 24

→ cont. from page 23

Five major infrastructure projects will be built, including the new A89-A6 link road north of Lyon. The project to redevelop the Chambéry motorway interchange will also get underway. Similarly, three motorway widening operations will be carried out on the A6 around Auxerre, the A71 near the Aire des Volcans service area north of Clermont-Ferrand and on the A41 north of Annecy.

In addition, a whole series of developments intended to improve the quality of service provided to users is planned, including upgrading facilities for heavy goods vehicles, renovating around 100 rest areas, safety improvements in tunnels on the A40 motorway and extending the use of speed control technology to reduce traffic congestion on the northern part of the A6 motorway. Work to more effectively blend the motorway network into the environment is also planned, as are projects to create car pooling car parks, install electric vehicle charging terminals, install noise abatement solutions and renovate drainage structures.

The motorway improvement plan, which should prompt a recovery in employment in the public works sector, was negotiated with government agencies and approved by the European Commission on 28 October 2014.
The plan requires the concession contracts to be amended and approved by the French Council of State before they can take effect. The plan put forward by our Group covers several large projects representing a total investment of €720 million. If the plan is implemented, it will offer us a genuine challenge in terms of building and operating new motorway sections.

Philippe Nourry,
Chairman and CEO of APRR

View of the A43 motorway linking Lyon and Albertville, which has been widened to a triple-carriageway, and the new Tour-du-Pin partial interchange.

Summertime entertainment at the Curney service area on the A6 motorway.

An APRR Group employee shows a customer how to use SOS Autoroute, the first "embedded" emergency telephone; this smartphone app was developed by the APRR Group.

Goyer

Goyer specialises in complex façades, typically carrying out large, highly technical new-build and renovation projects involving commercial property. As befits its status among the market leaders, Goyer designs façade components and aluminium exterior joinery products, which are then prefabricated at modern, high-performance production facilities and assembled on-site.

€97 million
revenues in 2014

585
employees

€145 million*
order book
(at 1 January 2015)

"We have achieved significant productivity gains."

Goyer specialises in prestige façades for office property. In 2014, the company worked on several flagship projects: the Grande Arche in Paris La Défense, the Veolia headquarters in Aubervilliers, and three separate buildings for Crédit Agricole, respectively located in Guyancourt, Montrouge and La Rochelle. Other ongoing projects include building façades for Nexity in Saint-Ouen and BNP Paribas in Levallois-Perret. More generally, 2014 has been a reasonably good year. Our façades are increasingly complex and we must comply with ever more stringent thermal performance specifications in a context of downward pressure on prices. However, we have achieved significant productivity gains and are working hard to enhance profitability.

In 2015, we will be carrying out a number of major projects in and around Paris: the Pont de Sèvres towers, the second phase of SFR's new headquarters in Saint-Denis and the Millénaire 4 building for the Ministry of Justice in Paris. We are also moving into other European markets. In particular, we will be carrying out targeted operations in Luxembourg and Switzerland, and we have set up Goyer UK in the United Kingdom, where we are conducting research and intensive sales prospecting activities.

Daniel Goyer,
Deputy CEO and Business Development Director of Goyer

Dominique Goyer,
Deputy CEO and Chief Operating Officer of Goyer

Goyer created the façades for the BNP Paribas building in Levallois-Perret.

* Unaudited figure.

Bretagne-Pays de la Loire high-speed rail link.

OVERVIEW

The Autoroute de l'Avenir motorway in Senegal – Another first by Eiffage

Building pioneering structures is in Eiffage's blood. The Autoroute de l'Avenir motorway between Dakar and Diamniadio in Senegal is West Africa's first toll motorway. Since February 2014, after building and opening the initial 25.5 km section, the Group, via its subsidiaries Eiffage Sénégal, Eiffage Travaux Publics and Eiffage Concessions, is designing, building and financing a 16.5 km extension to this infrastructure, running to the new Blaise Diagne international airport. When completed, the Group will operate and maintain the extension until 2039.

Abdoulaye NDAO / Layepro

Majunga Tower – a new skyscraper in Paris La Défense

With its bevelled shape and 20 loggias, the Majunga Tower, designed by the architect Jean-Paul Viguier and built for the real estate company Unibail-Rodamco, is undeniably a striking architectural achievement.
This 47-storey, 135,000-tonne structure took 40 months to build. At the project's busiest, 600 employees from all of the Group's businesses worked at the site.
The building is now the second-tallest tower in this prestigious business district.

Carole Barriquand-Treuille

Eiffage's largest project on track

The Bretagne-Pays de la Loire high-speed rail link, Eiffage's largest-ever project, involving all divisions, is taking the Group to the next level. The earthworks (26 million cu. m) are now complete and some 240 engineering structures, including 11 viaducts, have been built. The project enters a new phase in 2015, during which 820 km of track, 1.6 million tonnes of ballast and 680,000 sleepers will be laid and 3,000 km of cables and more than 8,500 catenary masts installed. Two electricity sub-stations will also be installed. The line will be officially opened on 15 May 2017.

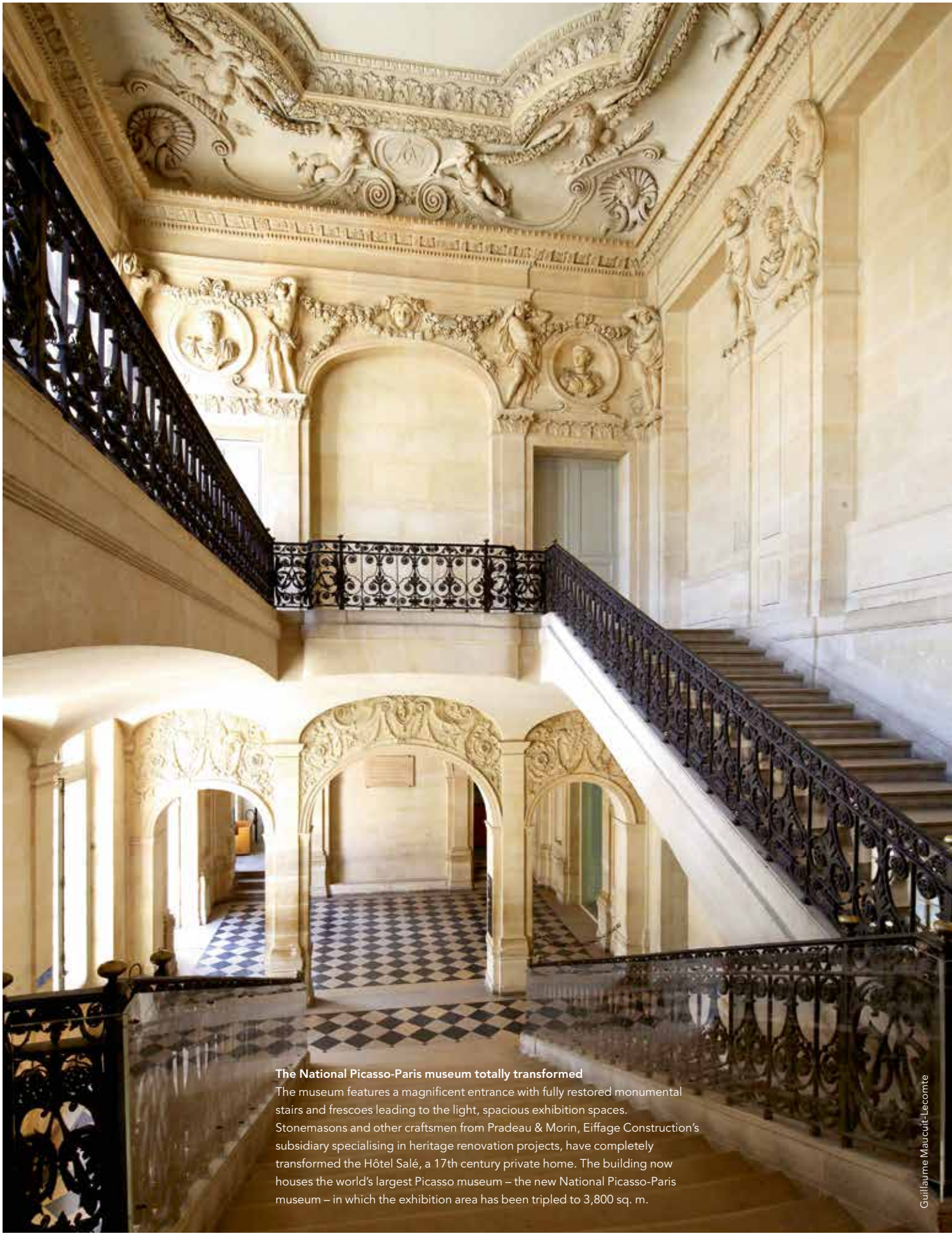

Gaël Arnaud

A new lease of life for the Royal Évian Resort hotel
The Royal Évian Resort hotel in Évian-les-Bains is one of the finest Lake Geneva hotels. This five-star luxury hotel features 152 guest rooms, including seven suites, three restaurants, two swimming pools and grounds extending over 15 hectares. The hotel has been boldly remodelled to a design by the chief architect for listed buildings François Chatillon, which required Eiffage Construction and Eiffage Travaux Publics to make numerous structural modifications to this hundred-year old building, while remaining true to the period style. Eiffage Énergie installed the high- and low-voltage electrical systems, façade lighting, heating, air conditioning, ventilation, smoke removal and plumbing systems.

Vincent Ramet

7 Croisette in the limelight
Overlooking the Palais des Festivals in Cannes, "7 Croisette", built by Eiffage Construction and handed over in late September 2014, features curving lines and transparent finishes.
This luxuriously-equipped and tastefully finished seven-storey property offers breathtaking views of the Mediterranean Sea.

Thierry Lavernos



The National Picasso-Paris museum totally transformed
The museum features a magnificent entrance with fully restored monumental stairs and frescoes leading to the light, spacious exhibition spaces. Stonemasons and other craftsmen from Pradeau & Morin, Eiffage Construction's subsidiary specialising in heritage renovation projects, have completely transformed the Hôtel Salé, a 17th century private home. The building now houses the world's largest Picasso museum – the new National Picasso-Paris museum – in which the exhibition area has been tripled to 3,800 sq. m.

Guillaume Maucuit-Lecomte

Glass panels at the Louis Vuitton Foundation
Resembling a giant steel and glass chrysalis, the Louis Vuitton Foundation building in Paris's Bois de Boulogne, designed by the US-Canadian architect Frank Gehry, was officially opened in October 2014. This exceptional building features 13,500 sq. m of glazing for which 3,430 glass panels, each curved and unique, were produced by the Eiffage Métal teams.


Iwan Baan

A strategic link for Vichy

APRR and AREA are opening the final sections of road built under their respective 2009-2013 management contracts. The 14 km strategic link road serving Vichy and the surrounding area was fully financed by APRR, at a cost of €100 million. This road, built by Eiffage Travaux Publics, was completed in October 2014 and opened to traffic in early January 2015. This connection extends the existing A719 motorway west of Vichy, enhancing users' comfort while also improving safety and traffic flow. Travel times between the Auvergne region's two largest urban centres – Clermont-Ferrand and Vichy – have never been shorter.

Ludovic Combe

A 26,000 sq. m sun canopy for Michelin's RDI campus
Michelin's new research, development and industrialisation (RDI) centre in Ladoux, north of Clermont-Ferrand, will be the largest complex ever built in the Auvergne region, measuring 320 m long by 130 m wide, providing 67,000 sq. m of floor space including eighty 300 sq. m modular decks and equipped with 400 km of electric wiring.
In November 2014, the new campus's eight core buildings were covered by a gigantic 26,000 sq. m steel and glass roof structure.
Eiffage Construction, Eiffage Énergie, Eiffage Métal and Eiffage Travaux Publics, after submitting a joint bid for the contract, are working together on this project.

Joël Damase

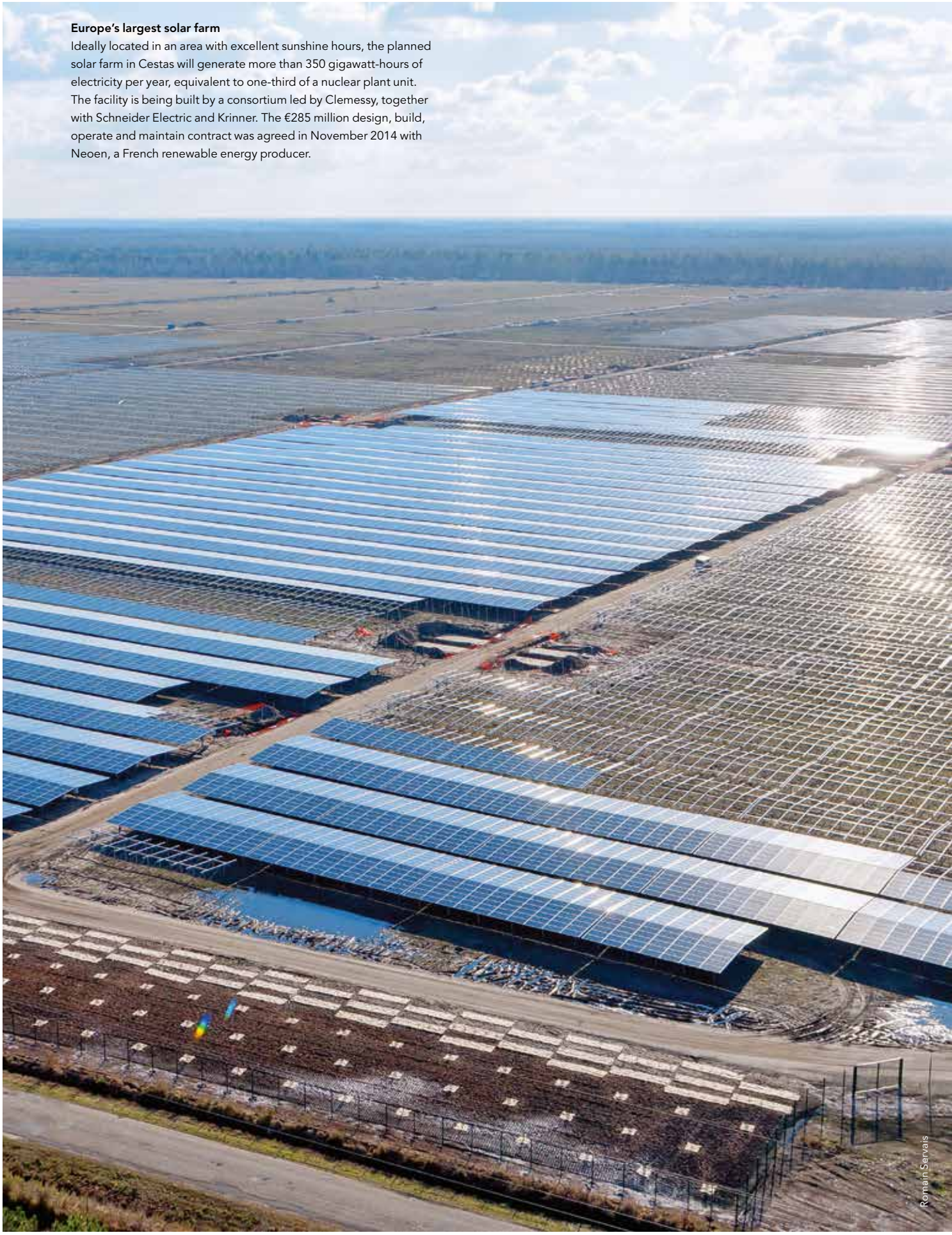
Pierre-Mauroy stadium – A true champion

Ideally suited for both live entertainment and indoor sports events, thanks to its opening roof and special "showcase" facilities, the Pierre-Mauroy stadium in Villeneuve d'Ascq is going from strength to strength. It was the venue for the celebrated singer Patrick Bruel in September 2014, and staged the Paris-Lille super-cross event and the Davis Cup final in November, breaking the world attendance record for a tennis match, with no fewer than 27,432 spectators. The stadium has also been chosen to host the final phase of the EuroBasket 2015, the Euro 2016 football competition and the 2017 handball world championship, as well as two concerts by the rock legend Johnny Hallyday in October 2015.

Jérôme Pouille / Elisa / Valode & Pistre Architectes / Atelier Ferret Architectures

Ofon – High point of a major project
For Eiffage Métal and its subsidiary Eiffel Nigeria, 2014 completed on a major project to build and then connect the living quarters to the Ofon offshore oil platform off the Nigerian coast near Port Harcourt. Working alongside two local design offices, the company has built a 7,000-tonne "floating hotel" for Total and its Nigerian partner NNPC, in which 127 people can live and work.

DR



Europe's largest solar farm

Ideally located in an area with excellent sunshine hours, the planned solar farm in Cestas will generate more than 350 gigawatt-hours of electricity per year, equivalent to one-third of a nuclear plant unit. The facility is being built by a consortium led by Clemessy, together with Schneider Electric and Krinner. The €285 million design, build, operate and maintain contract was agreed in November 2014 with Neoen, a French renewable energy producer.

Romain Servais

Biomass – Energy with a future

Eiffage Énergie, experts in industrial heat engineering, helped to build the biomass power plant in Rennes, which will generate electricity and hot water for an urban heating system. Burning a little over 100,000 tonnes of wood chips per year, this power plant heats the equivalent of 21,000 homes in Rennes and covers 7% of the city's electricity needs.

Bertrand Bechard

Régis Bouchu / Actophoto

The Eiffage Travaux Publics laboratory in Corbas.

INNOVATIONS

Paving the way to the future

Eiffage is a leading partner in research and innovation projects seeking to incorporate new functions into existing road infrastructure.

In an effort to create "fifth-generation" roads, demonstrators are being developed under the aegis of IFSTTAR (French institute of science and technology for transport, development and networks) at sites in Marne-la-Vallée and Saclay. Eiffage Travaux Publics will be a source of expertise and advice and work closely with these pilot projects. The company, which is a leading force in research and innovation in this area, will be able to implement a number of its most promising technical solutions.
These emerging technologies incorporate new functions into existing "fourth-generation" road infrastructure.

Infrastructure monitoring

Pressure or strain sensors can be installed to monitor the behaviour and evolution over time of road or rail infrastructure and engineering structures. Another benefit of this approach is to provide strategic data relating to structures that carry dense traffic. Such sensors are already used in several of the Group's flagship structures, such as the Millau viaduct and the A41 Nord motorway, with the Bretagne-Pays de la Loire high-speed rail link soon to follow.

Light-emitting diodes

The Group also intends to seize the opportunity offered by these trials to comprehensively demonstrate the benefits of the Luciole® LED technology developed jointly by Eiffage Travaux Publics and Eiffage Énergie. These lighting modules, which incorporate light-emitting diodes, can be inlaid into poured asphalt or concrete, creating patterns of lights that in turn can be used to indicate directions, mark out cycle paths and footpaths, or warn of pedestrian crossings. This application paves the way to dynamic, wired management of road markings. Phosphore, Eiffage's sustainable urban development research programme, applied this technology in its concept for a *rue nue*® that adapts during the day to accommodate changing vehicle and foot traffic flows.

Geothermal energy

By adapting geothermal energy techniques for road applications (specifically, embedding pipes in the ground to enable heat exchanges with the water table), the "black body" formed by the road's bituminous surface layer can be cooled in summer and heated in winter. This solution will prevent black ice, enhancing safety and maintaining access to strategic sites, healthcare institutions, first-responder centres and industrial and retail facilities during the cold-weather season. These techniques are being researched by Eiffage Travaux Publics in the Rhône-Alpes Auvergne region and by Eiffage Infraestructuras in Spain.

Agro-resources

So-called "intelligent" fifth-generation roads incorporating these new functions will also, importantly, be more sustainable, inasmuch as they will better withstand the test of time and require fewer and fewer fossil resources, which will gradually be phased out in favour of renewable, agro-sourced resources. At its research and engineering centres in Corbas and Ciry-Salsogne, Eiffage Travaux Publics has developed a comprehensive range of agro-sourced products that can be phased in as substitutes for oil-based products in road construction applications.

Eiffage Travaux Publics has developed a comprehensive range of agro-sourced products suitable for use in road applications. The aim is to gradually phase out oil-based products in favour of green equivalents such as Émulgreen®.

Luciole® technology was used by Phosphore (Eiffage's sustainable urban development research programme) in its concept for a *rue nue*® that adapts during the day to accommodate changing vehicle and foot traffic flows.

These products are marketed as Oleoflux®, a bitumen-thinning rapeseed oil derivative, Émulgreen®, a sugar beet and fatty alcohol-based emulsifier used for wearing courses, and Biophalt®, a translucent, pale-coloured binder made by processing pine derivatives.

Market reality

Nevertheless, Eiffage Travaux Publics is careful not to lose touch with the realities of the market: following on from the demonstrators, fifth-generation roads in France are expected to develop mainly in dense urban, suburban and motorway areas – namely, a few dozen French cities and 9,050 km of concession motorways. For the remaining road networks, which make up the bulk of French road assets and have an estimated combined length of almost a million kilometres, the initial objective, during this period of budget restrictions, is to keep the existing "fourth-generation" roads in good condition. Put differently, the aim is to "do better with less" by optimising products, techniques and processes, and proactively suggesting solutions for rational maintenance.
Such road construction techniques (EBT®, GB5®, BB5®, etc.) have won international recognition. Consequently, Eiffage Travaux Publics firmly intends to develop their use in export markets as well.

High-yield road surface inspection

AREA and Eiffage Travaux Publics are conducting full-scale trials on the A41 Nord motorway as part of a project to develop a motorway asset management and maintenance system. High-yield examination techniques have been improved and motorway surfaces modelled to better represent their condition as part of a joint scientific initiative with the national public works institute (*École nationale des travaux publics de l'État – ENTPE*).

Mobility – Looking ahead to 2020

Pursuing its goal of becoming the mobility market leader by 2020, APRR conducted a global analysis consistent with its strategic ambitions.

As part of the "Horizon 2020" global analysis, 110 APRR Group employees devoted 16 months to 10 themed "Start.labs". These working groups covered topics such as researching innovative solutions to urban saturation problems, designing infrastructure to manage the transition between motorways and urban environments, convergence between traffic management and toll systems, enhancing the appeal of motorways, harnessing vehicle tracking capabilities and developing applications that combine the use of communication and geolocation tools.
The goal of this programme is to assess how and in what areas APRR can establish itself as a leader in next-generation mobility solutions within five to ten years, allowing for foreseeable changes in its operating environment.

Innovation

APRR personnel strive to innovate in every area, stand out from competitors, diversify the Group's activities, drive revenue growth, transform customer relations through attractive service offerings tailored to each market segment and, last but not least, enhance APRR and AREA's brand image by developing innovative technologies.

Social and technological change

"These working groups were challenged to project themselves into the future and imagine how our role, our ambitions and our expertise could benefit from current and coming social and technological changes", explains Marc Moretti, who is leading the Horizon 2020 programme. Around 50 potential areas for innovation were studied. With unprecedented developments in robotics and artificial intelligence just around the corner, these topics prompted Start.lab members to look beyond the working group's initial scope and radically rethink the approach to motorway operation.

"These working groups were challenged to project themselves into the future and imagine how our role, our ambitions and our expertise could benefit from current and coming social and technological changes."

Marc Moretti,
Horizon 2020 programme manager

Sustainable cities – Eiffage in the vanguard

The Group strives for systemic sustainable development, acting across the full spectrum of parameters, including renewable energy solutions, eco-designed buildings, combined functionalities and urban agriculture.

As we face up to the challenge of global warming, the race for sustainable cities is gathering pace all around the world. In France, the vast majority of towns are looking to build eco-neighbourhoods. Eiffage is highly proactive in this area and a partner for innovation. In 2007, the Group set up Phosphore, its own sustainable urban development research programme.

From design to operation

Informed by Phosphore's in-depth research, Eiffage is currently building the Ilot Allar development in Marseille, a beacon eco-neighbourhood notable for its systemic[1] application of sustainable development. The Group's approach covers all aspects, from renewable energy solutions to eco-designed buildings, combined functionalities and urban agriculture, whereas early eco-neighbourhoods tended to focus predominantly on energy efficiency. The Group's drive for quality and avant-garde approach won over the Marseille city authority and the Euroméditerranée development corporation.
The Ilot Allar, also known as "smartseille", will act as a demonstrator for the planned ÉcoCité Euroméditerranée project certified by the Ministry for Ecology, Sustainable Development and Energy.

Multiple innovations

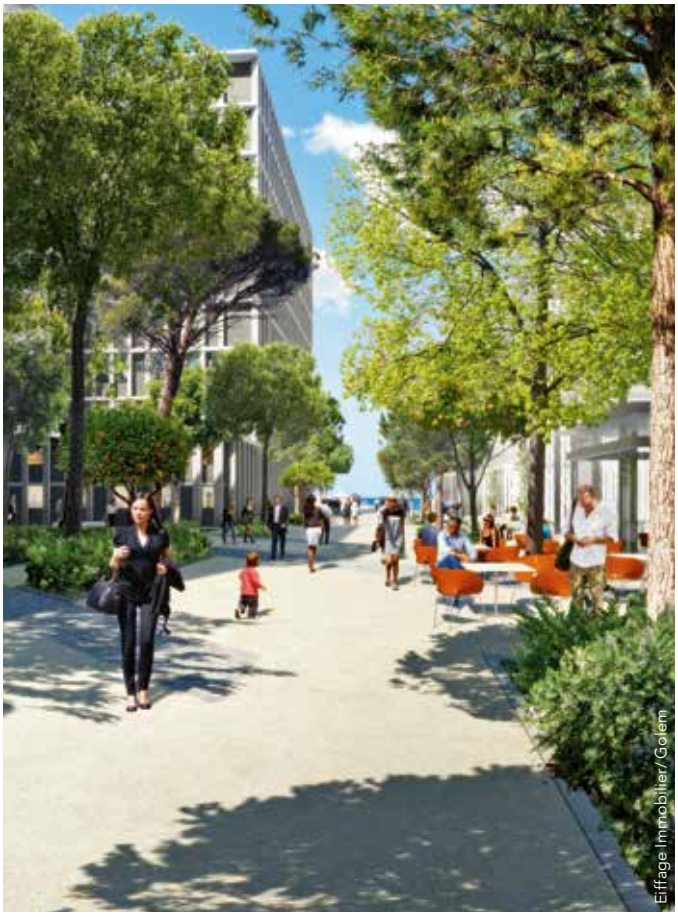
The importance placed on low-impact, clean modes of transport (bus rapid transit, metro, electric vehicles, etc.) will radically improve access to and from Ilot Allar, and the eco-neighbourhood will be in harmony with the surrounding Mediterranean basin. The buildings have been designed by architects from the region. Façade designs will vary according to their orientation. Some buildings will qualify for "Mediterranean sustainable buildings" status.


Thierry Lavernos

"Through this project, Eiffage underscores its potential as a partner for innovation while addressing the needs of residents and users, to whom we will be providing affordable homes and the best possible technologies."

Luc Bouvet,
Regional Director, Eiffage Immobilier Méditerranée

(1) In a systemic analysis, all parameters that characterise a territory are taken into consideration, including its geographic location, environment, economic activity and sociological profile.


Eiffage Immobilier/Golem

Eiffage is building the Ilot Allar development in Marseille, a beacon eco-neighbourhood notable for its systemic application of sustainable development.

HQVie® sustainable construction

Living together harmoniously is important. With this in mind, Ilot Allar breaks with the single-use development mantra that dominated the 1960s and 1970's, instead delivering a mixed-use area featuring offices, a hotel, social housing, affordable homes, a nursery, a school and a retirement home. Eiffage has also developed its *Haute Qualité de Vie*® (literally, "high quality-of-life") sustainable construction methodology to put into practice the Group's vision of sustainable urban planning, which makes people the central focus of the project. Some of the materials used will be bio-based and certified environmentally friendly.

To enhance their modularity, two apartments on each floor will have a "floating room" with an entrance onto the common areas. Façades will be designed to facilitate transformations, enabling an office building, for example, to be converted for residential use, thereby extending its service life.

Energy transfer loop

An energy transfer loop will be installed, to enable heat or cold to be transferred to and from an office building to an apartment property, sharing energy between buildings in an innovative concept (solidarité énergétique®) developed specifically by Eiffage. Despite these features, homes and services at Ilot Allar will be offered at affordable prices. Solutions have also been sought to manage and preserve the entire urban ecosystem, including aspects such as water, waste collection and recovery, and bringing nature back into the urban environment. In the same spirit, the seawater loop installed by EDF Optimal Solutions will be oversized to enable others in the vicinity of Ilot Allar to benefit as well. To minimise this live-in park's ground impact, the aim is to build as tall as possible, with certain properties featuring 16 or 17 storeys.

Eiffage is bringing its full range of expertise to bear on this project: Eiffage Aménagement helped to design the neighbourhood's overall layout; Eiffage Construction will build the various structures; Eiffage Énergie will handle the technical work packages for the commercial buildings; Eiffage Travaux Publics will take part in the exterior development works; and Eiffage Immobilier is in charge of development and marketing. Ground was broken in September 2014. The buildings will be delivered in phases between 2016 and the Ilot Allar's completion in 2018.


Franck Juery

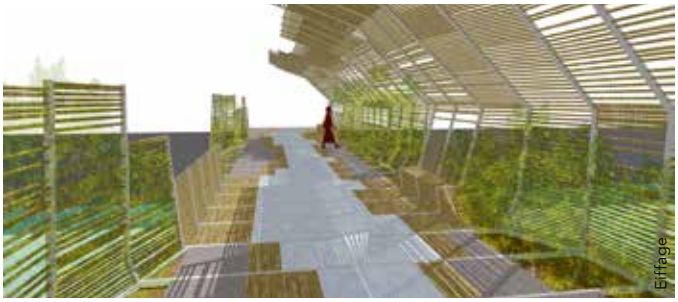
"The Allar eco-neighbourhood was borne out of Eiffage's proactive approach and prospective research into sustainable urban development carried out by the Group since 2007, via the Phosphore programme."

Valérie David,
Sustainable Development Director, Eiffage

Kazakhstan: – A "sustainable city simulator" for the capital, Astana

Eiffage's position as a trailblazer for "French-style" sustainable cities is a proving to be an additional strength as the Group redeploys to international markets. Leading a consortium that also includes Egis and GDF Suez, Eiffage is carrying out a pioneering project to develop a sustainable city simulator for the Kazakh Foreign Affairs Ministry. More specifically, the project for Astana, the capital city of Kazakhstan, concerns a digital urban design system that showcases a panel of solutions potentially able to shrink this booming city's ecological footprint while also introducing the principles of the HQVie® sustainable construction methodology.

An in-depth diagnostic analysis of the site is being carried out, focusing on appropriate engineering solutions for a region subject to severe climate conditions and geophysical hazards, as well as Astana's high urban growth rate. Furthermore, a 360° analysis is being performed that covers all aspects of the sustainable city, including sustainable construction, ecomobility and urban ecosystems, as well as water, energy and waste management.


Eiffage

Urbanbridge®, devised by the Phosphore research programme, can be used to increase the number of crossing points in urban environments.

Urbanbridge® – A custom-specified steel footbridge suitable for a wide range of urban applications

Teams from Eiffage Métal in Fos-sur-Mer have produced a rapid assembly/disassembly steel bridge called Urbanbridge®, designed under the Phosphore research programme. Such bridges, consisting of factory-prefabricated caisson sections that can be assembled in under 72 hours, can be used to create additional crossing points in urban environments, making it an appropriate solution for our constantly-evolving cities. The Urbanbridge® can be custom-finished with wood, steel mashrabiya, plant trellis or solar panels.

Ilot Allar – An exemplary eco-neighbourhood

58,000 sq. m
of housing, offices and other facilities on a 2.4 hectare site

385 homes,
of which 100 social housing units

Retirement home
for around 100 residents

Nursery
with 35 beds

3,000 sq. m
of retail and service outlets

27,000 sq. m
of office space, including 10,000 sq. m for Marseille city government

Hotel
with 90 guest rooms

Fungal soil decontamination pilot

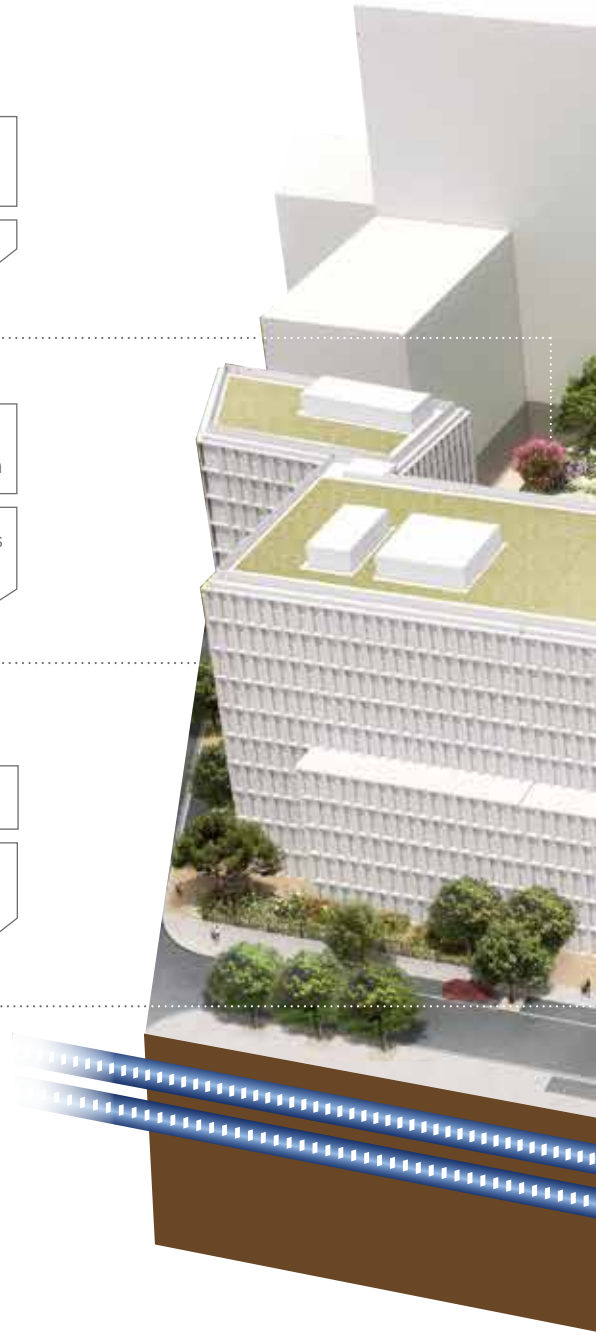
A pilot experimental programme is being conducted using the mycoremediation technique.

***"Bâtiment durable méditerranéen"* sustainable construction certification**

The buildings were designed by architects from the region.
Façades will vary according to exposure.

Luciole® illuminated signage

LEDs and electronics modules cast into asphalt to illuminate self-service electric vehicle parking spaces.



Energy sharing system

The energy transfer loop enables heat or cold to be transferred from an office building to a residential property, and vice versa.

Évolutile® futureproof homes

Two apartments on each floor will have a "floating room" with an entrance into the common areas, for superior modularity.

Énergietecture®

Studying local winds and sunshine exposure is the key to optimising the building configuration, in particular to limit vortex winds and mitigate the impact of strong summertime sunshine.

Green roofs

Certain rooftops will be planted to create a cool screen.

Self-service electric vehicles

Car-sharing electric vehicles will be provided for the eco-neighbourhood's residents and users.

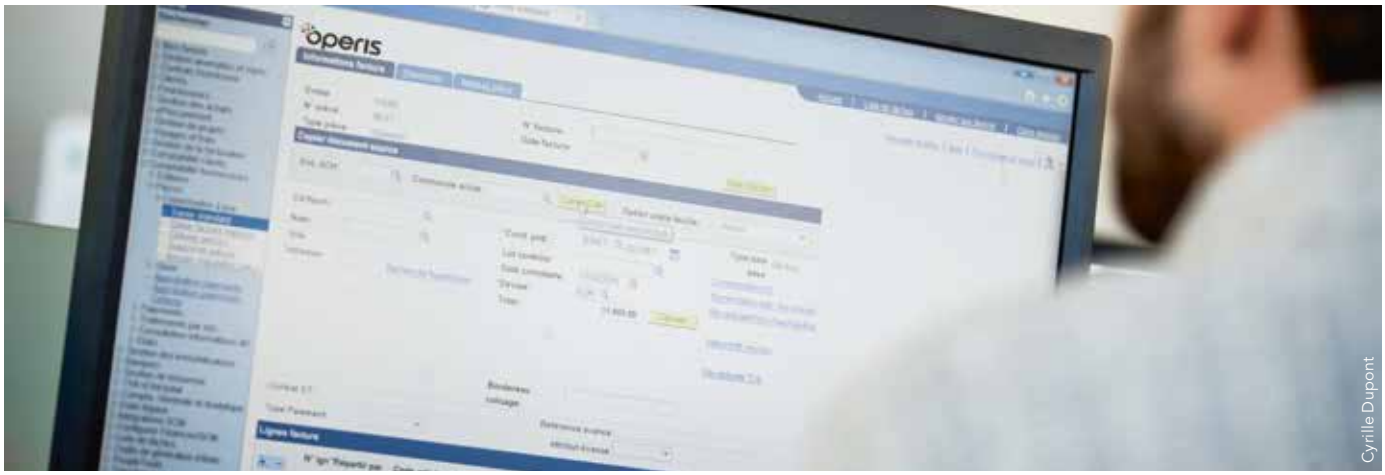
Sea water energy loop

The seawater energy loop installed by EDF Optimal Solutions is a heating and cooling network.

With effect from April 2015, the Ilot Allar development will be renamed "smartseille", the Ecocité Euroméditerranée *demonstrator.*

Enhancing performance by harnessing digital technologies

Eiffage intends to enhance operational efficiency by moving to electronic processing of many documents and invoices.



Opéris, Eiffage's ERP information system, has helped to standardise company practices across all businesses.

As part of an ongoing drive to improve competitiveness and operational efficiency, Eiffage intends to make digital technologies a performance lever. Electronic billing and documents can deliver efficiency gains. Numerous business applications also enhance operational efficiency.

Electronic document management

From a human resources management perspective, many processes are suitable for electronic processing, including managing employees' personal data, requests for leave and payslips.
Electronic solutions for managing payslips and subscriptions to the Group's employee share ownership programme are in the process of being implemented. For the first time in 2015, the annual subscription to the company investment fund (FCPE) is being managed online in Eiffage Construction's subsidiaries in the Paris region, in the holding company and in the IT department. The process is expected to be rolled out across France in 2016.

Unified information system

Digital technology can also be used to streamline accounting and administrative management processes. Opéris, a unified enterprise resource planning system deployed across all businesses, uses shared processes and a single repository. This system has been rolled out across France in most Group subsidiaries, enabling all businesses to standardise their practices. This approach also simplifies accounting and financial reporting, as well as management of turnkey projects, which generally involve multiple businesses. Another benefit is that the Opéris system facilitates comprehensive procurement tracking and provides information essential for business negotiations with suppliers and service providers.

Electronic data interchange

With the migration to EDI now complete, the conversion to electronic processing of supplier invoices (document scanning, approval workflow, automated reconciliation and electronic invoice storage) is now complete in Opéris and is in the process of being rolled out by Eiffage Construction. Like electronic customer billing, implementing electronic data interchanges with major suppliers will eventually provide another lever for efficiency gains.

Collaborative tools

A digital library has been created to assist field sales departments and capitalise more effectively on the experience gained in the course of the Group's activities on almost 100,000 projects each year.
Furthermore, a dedicated smartphone application is being developed to facilitate communication within the Group. Online collaborative workspaces and tools will also be systematically used for turnkey projects and by specialist professionals (legal personnel, buyers, sustainable development experts, etc.).

Using tablet PCs to manage the final phases of projects

Reservation lifting processes – a key part of the final phase of projects – are increasingly being managed using electronic devices.

Efficiency can be increased by reducing the number of reservations (i.e. changes or corrections that must be implemented during a structure's final handover phase) lodged at project sites, and hence the time spent on pre-acceptance activities. Eiffage has invested in tablet PCs to help achieve this goal.
For example, in western France, Eiffage Construction uses a software solution developed by a Rennes-based company to input and instantly send site meeting reports and manage reservations.

Location and identification

Reservations are located and identified, work package by work package, on a digital layout plan. They are then photographed and sent to the relevant subcontractor, thereby making it easier to verify that the appropriate remedial action has been taken.
Information is processed in real time, improving communication with the client, project manager and architects.

Time savings

The IT specialists at Eiffage Systèmes d'Information have partnered with Microsoft France to develop an electronic reservation management software application.

Similarly, IT specialists at Eiffage Systèmes d'Information have developed a software application for electronic reservation management.

This application, suitable for larger projects, was deployed at an Eiffage Construction work site in Arcueil, yielding a time saving of at least 20% compared with the paper-based process used previously.

Eiffage Construction uses tablet PCs at project sites to enter and instantly send site meeting reports and manage reservations more easily.

The Eiffage Campus goes digital

At the construction site of the iconic Eiffage Campus in Vélizy-Villacoublay, a 3D digital model developed by Eiffage Construction has been systematically used, enabling, for example, teams from Eiffage Énergie to view the scheduled work in advance and manage any resource conflicts between trades very early in the process. The site plans were saved to tablet PCs, allowing any problems detected during site inspections to be logged in directly. Supporting photos and email messages were immediately sent to the relevant trades or subcontractors. Similarly, all reservations and self-inspections were managed electronically by Eiffage Énergie and Eiffage Construction staff, shortening response times.

Grand Hôtel-Dieu in Lyon.

THE EIFFAGE OFFERING

Integrated offering – Eiffage's trump card

Many clients, particularly public contracting authorities, are ordering a wider range of services from the contractors with which they work. Eiffage has developed integrated offerings that comprehensively address clients' requirements even in upscale buildings and engineering structures.

The Group's decision to submit an integrated proposal including services by construction, energy, steelwork and public works teams was instrumental in winning the contract to build Michelin's new RDI centre in Ladoux, north of Clermont-Ferrand.

Fostering cross-divisional relationships and further strengthening the synergies between teams from the various businesses in order to more effectively bid for major turnkey projects are two major thrusts of Eiffage's strategy.

More extensive services

The construction sector and clients' expectations have been changing in recent years. Although "bread-and-butter" construction services remain the norm, many clients, particularly public contracting authorities, are ordering a wider range of services from the contractors with which they work. Integrated offerings comprehensively address clients' requirements even in upscale buildings and engineering structures.

Project mode

The Group's ability to work in project mode right from the consultation phase and submit an integrated proposal including services by the construction, steelwork, energy and public works teams – ensuring that the most highly technical work packages would be expertly handled – was a key factor in securing the contract to build Michelin's new RDI centre in Ladoux, north of Clermont-Ferrand. Similarly, for the Bretagne-Pays de la Loire high-speed rail link, which is Eiffage's largest-ever project, all of the Group's businesses are working together within an integrated framework.

Single site

Crowning this strategy, Eiffage is building a corporate campus in Vélizy-Villacoublay, to which all businesses will relocate beginning in the autumn of 2015. The aim is to further enhance the synergies between teams and facilitate communication between Group employees, with the goal of offering clients ever more advanced solutions.

Synergies at the construction site for Michelin's new research, development and industrialisation centre set a shining example…

From the initial response to the consultation process launched by Michelin regarding the creation of its new research, development and industrialisation (RDI) centre in Ladoux, north of Clermont-Ferrand, the Group chose to submit a competitive, high-quality integrated proposal involving its Construction, Energy, Public Works and Metal teams.
The same applies to the performance phase. Eiffage Construction, Eiffage Métal (with its subsidiary Laubeuf), the façade specialist Goyer and Eiffage Énergie are working together on what will be the largest complex ever built in the Auvergne region. Final handover of the RDI Campus is slated for early 2019.

Eiffage Construction and Eiffage Services pool their expertise for the Grande Arche project in Paris La Défense

In 2014, Eiffage won the contract to partially renovate the Grande Arche in La Défense over a period of 27 months. The Group, which has agreed a 20-year emphyteutic administrative lease representing an investment of €192 million, is reaping the benefits of its ability to effectively marshal its multiple areas of expertise via an integrated offering. Eiffage Construction, in partnership with the architects Valode & Pistre, will produce the design and carry out the structural works. Eiffage Énergie will convert the building, which will comply with the HQE Rénovation Bâtiments Tertiaires quality standard and qualify for the BBC Rénovation energy performance label. The façade specialist and Eiffage subsidiary, Goyer, will restore all the façades to as-new condition using components supplied by its plant in Fougères-sur-Bièvre. Eiffage Concessions assembled the financial package and will schedule entertainment and manage the public areas with its partner City One, a specialist public facility operator. Eiffage Services is to maintain the shell until the lease expires in 2034.

… and on the Bretagne-Pays de la Loire high-speed rail link

Along the construction site of the Bretagne-Pays de la Loire high-speed rail link that will cut journey times between Paris and Rennes to under 90 minutes when services begin in 2017, Eiffage has clearly demonstrated its ability to manage large projects and act as an integrator. Multiple subsidiaries and all of the Group's business lines are working on this project within the framework of an Eiffage integrated proposal. All teams from the Public Works division have been particularly busy, as have those from Eiffage Métal (which has built 14 viaducts and motorway crossings) and from the Construction division (which built the operations and maintenance buildings as well as road and rail bridges).
The first stage of the site work, which involved moving 26 million cubic metres of earth, is now complete. No fewer than 240 engineering structures have been built, enabling the line to cross valleys, rail track, rivers and motorways along the route between Le Mans and Rennes.
The project reaches a turning point in 2015, entering its second phase, during which Eiffage Rail and Eiffage Énergie are to lay 820 km of rails, 1.6 million tonnes of ballast and 680,000 sleepers, as well as 3,000 km of cable and more than 8,500 catenary masts. Two electrical sub-stations will also be installed. The Group has recruited heavily, had a track-laying train specially outfitted and set up two rail works centres, in Auvers-le-Hamon and Saint-Berthevin.

All the Group's business lines are taking part in Eiffage's largest-ever project: the Bretagne-Pays de la Loire high-speed rail link.

The Eiffage Campus in Vélizy-Villacoublay – Assurance of performance and efficiency

Eiffage clients are increasingly requesting comprehensive offerings. The Group has been bidding for a growing number of turnkey projects that require combined expertise in multiple areas. Effective communication between the Group's businesses and design offices is therefore essential to producing the best offerings, particularly as the various activities have different business models. Accordingly, Eiffage will be centralising all of its businesses in the Paris region at a single site with effect from September 2015.
The new headquarters at the "Eiffage Campus" in Vélizy-Villacoublay will allow staff to work together more effectively and derive synergies from areas of expertise that were often previously in juxtaposition.

The Eiffage Campus will foster cross-divisional relationships and enhance efficiency.

Eiffage – "Haute couture" for the construction industry

Eiffage's thousands of engineers and craftsmen provide the necessary broad-based expertise to build highly complex, architecturally iconic structures, while also carrying out renovation projects that meticulously apply traditional construction techniques.

Harnessing our engineers' advanced technical expertise and our craftsmen's know-how, Eiffage masters state-of-the-art technology without sacrificing the noblest traditions. Detail view of the glazed roof at the Louis Vuitton Foundation in Paris.

Achievements such as the glass roof over the Louis Vuitton Foundation in Paris, the National Picasso-Paris museum and the Royal Évian Resort Hotel in Évian-les-Bains illustrate how Eiffage has gradually grown to symbolise the construction industry equivalent of haute couture, both in France and further afield. Harnessing our engineers' advanced technical expertise and our craftsmen's know-how, Eiffage masters state-of-the-art technology without sacrificing the noblest traditions.

Complex glazed surfaces
Eiffage Métal produced and installed the 13,500 sq. m glazed roof for the Louis Vuitton Foundation building designed by the architect Frank Gehry, which officially opened in October 2014.
Engineers from Eiffage Métal spent 150,000 hours designing the mathematical model for the roofs and installing 3,430 glazing panels, each curved and unique. Never before had such complex glazed areas been produced on a comparable scale. Modern materials such as high-strength steel, laminated glass and engineered wood have been combined to brilliant effect.

New materials
"Eiffage Métal has been building iconic structures featuring metallic architecture since the 1970's,

"Eiffage Métal has been building iconic structures featuring metallic architecture since the 1970's, successfully combining new materials and traditional techniques."

Loïc Penel,
Structural Engineering Manager,
Eiffage Métal

Luma Arles – A unique institution in the heart of the Camargue

The architect Frank Gehry, celebrated for his mastery of bold forms – as exemplified in the Guggenheim museum in Bilbao, northern Spain, and the Louis Vuitton Foundation in Paris – has been commissioned for a new project for the Luma Foundation in Arles, which promotes the production of new art forms.
Located within a few hundred metres of Roman heritage sites and the city's historic centre, this extraordinary institution co-designed by Frank Gehry and Maja Hoffmann, chairman of the Luma Foundation, will be finished in 2018. With its glass rotunda and stainless steel panels, it will dominate the entrance to the Parc des Ateliers development, which also includes a number of 19th century buildings that will be redeveloped to plans produced by the architect Annabelle Selldorf, as well as a park designed with the landscape gardener Bas Smets.
Operating in a consortium, Eiffage Métal emerged from a competitive bidding process with the contract to build this 56 m tall building featuring 5,000 sq. m of façades, 300 welded metal panels and 11,000 stainless steel blocks. A large glazed shell around the base of the building will provide shelter for the visiting public. Two Eiffage Métal design offices are working on the project alongside engineering offices at Setec Bâtiment and Tess, carrying out some 40,000 hours of design studies in all. In the next phase of the project, beginning in the summer of 2015, the metal components will be manufactured, requiring an additional 35,000 hours of work.
Work to install the first panels is scheduled to begin in January 2016.


Gehry architecture

Eiffage Métal is to take part in building an extraordinary tower structure for the Luma Foundation in Arles.

Pradeau & Morin – A trump card for heritage renovation projects

One thing that the Palais de Chaillot, the Ecole Boulle applied arts centre, the Sorbonne University library, the north tower of Saint-Sulpice Church and the Palais Royal peristyle all have in common is that they have been expertly restored by elite craftsmen and stone masons from Pradeau & Morin, an Eiffage Construction subsidiary specialising in heritage renovation operations. The company is certified for façade restoration work, structural work and masonry on listed buildings. Uniquely, Pradeau & Morin employs around 40 master craftsmen (*compagnons*), including 25 stone masons, and works on exceptional projects. The company's widely-acknowledged expertise has been instrumental in winning such orders, in a general contracting role, in both the public and private sectors.

The Arts

Pradeau & Morin has its roots in the Paris region, which is home to no fewer than half of France's 3,500 listed buildings as well as all the major contracting authorities in the cultural arena. Its teams are also able to operate in support of other Eiffage Construction subsidiaries in provincial France.


Guillaume Maucuit-Lecomte

All of the craftsmen working at the National Picasso-Paris museum project site meticulously applied traditional construction techniques.

successfully combining new materials and traditional techniques," notes Loïc Penel, Structural Engineering Manager, Eiffage Métal. *Projects such as the Villette glass houses – which as far back as the 1980's already used bolted glass and cable techniques – the Louvre pyramid, the Simone de Beauvoir and Léopold Sédar Senghor footbridges in Paris, and the roof over the Roman theatre in Orange offer visible proof that our engineers love building complex structures and working with ambitious architects."*
Metal is an ideal material for experiments. It can be modified, lightened, rejuvenated, and used to remodel or strengthen structures.

Fine craftsmanship

In the renovation market, Eiffage has a trump card in the form of Pradeau & Morin, a subsidiary of Eiffage Construction. For example, the Hôtel Salé – a listed 17th century private home where works by the painter, illustrator and sculptor Pablo Ruiz Picasso have been on display since 1985 – has been totally renovated in a turnkey operation by 70 master craftsmen and around 10 engineers from the company. Under the direction of architectural firm Bodin & Associés and the senior architect for listed buildings, Stéphane Thouin, a steady stream of stone masons, carpenters, locksmiths and metalsmiths worked at the site, painstakingly renovating the structure using period construction techniques. The magnificent entrance, with its monumental staircase and fully restored frescoes, is a stunning success. The sheer scale and majesty of the new premises, which re-opened to the public in the autumn of 2014, has taken many visitors by surprise. Eiffage Énergie has not stood idle, installing bespoke illuminations to highlight heritage and architectural treasures such as the fountain on Place des Jacobins in Lyon and the Porte des Allemands in Metz.

International markets – A new growth driver

The Group pursued its redeployment to international markets. Eiffage Travaux Publics made two acquisitions, opening up the Canadian and Columbian markets. Meanwhile, the Group continued to grow in its traditional heartlands.

Puentes y Torones, established in 1992, has many prestigious projects to its credit, including the El Tigre viaduct in the Columbian Andes.

Eiffage is steadfastly continuing the Group's international redeployment. Each business has set up an international development department and adopted a specific strategy, suited to the types of structures built and the corresponding markets.
Eiffage Construction intends to target privately negotiated design-and-build projects worldwide, proposing turnkey buildings for which it delivers the most added value.
The company is focusing in particular on the tourism sector (luxury hotels and holiday resorts), healthcare (hospitals) and education (universities).

Two acquisitions
In international markets, Eiffage Travaux Publics is focusing on complex, high added-value projects that local contractors are unable to carry out by themselves. Examples include projects commissioned by mine operators, which require the development of transport, water production and energy infrastructure, as well as accommodation for mining communities. Working deposits, an activity often similar to earthworks, can also be an attractive outlet. The company also targets major projects that involve building viaducts, tunnels and other large structures. For example, in 2014 and early 2015, Eiffage Travaux Publics bought two companies specialising in engineering structures: ICCI in Canada and Puentes y Torones in Columbia.
Innovative Civil Constructors Inc. (ICCI), which employs nearly 100 people, gives the company a foothold in the very large and particularly dynamic Canadian infrastructure market. This acquisition is already being reflected in the figures. Eiffage Travaux Publics recorded revenues of €175 million outside Europe in 2014, a year-on-year increase of 25.9%, of which €48 million were generated by ICCI.

Columbian market
Puentes y Torones, which was founded in 1992, has 500 employees and generates almost €20 million in annual revenues, both in Columbia (where the company has handled many prestigious projects, including the El Tigre viaduct in the Columbian Andes) and in neighbouring countries such as Bolivia (where it helped to build the Trillizos bridges). This acquisition gives Eiffage a gateway to South America – a continent in dire need of transport infrastructure – and to Columbia in particular, which is launching what will be South America's most ambitious programme of fourth-generation (4G) motorways over the next 10 years.

Solid foundations in Europe and further afield

Alongside the Group's redeployment to international markets worldwide, Eiffage continues to expand in countries in which it already operates.

Construction

In the European construction sector, Eiffage revenues remained broadly stable at €694 million (+ 0.3%), with a 4% decline in the Benelux countries offset by a strong increase in Poland (+ 18.4%). In the Benelux region, several large projects were handed over, including the Up-Site tower in Brussels. Work continued on the world's largest ship lock, in Antwerp, and ground was broken on a number of new projects, including a hospital in Chirec. Activity levels in the residential property market recovered.

In Poland, revenues from building construction rose 10% to €120 million. Significant contracts were secured for projects such as a Hilton hotel in Wroclaw and an extension to a Michelin plant in Olsztyn. Work also got underway at the Posnania shopping centre in Poznań and the Angel Wavel luxury apartment development in Kraków. The Kraków Hilton hotel, the 300-apartment Art Éco development in Warsaw and the Amber shopping centre in Kalice have now been handed over.

Public works

Revenues from public works in Europe increased 3% to €546 million. In Spain, the local subsidiaries reported an increase in sales for the first time in five years. Eiffage Infraestructuras, the country's largest coated aggregate producer, acquired an interest in a quarry near Valencia. The company also continued to export its flat concrete expertise to Armenia and Uzbekistan.

Eiffage Travaux Publics' German subsidiaries also reported increased revenues, driven by projects for numerous local authorities, the European Central Bank and Deutsche Bahn. In Asia, Eiffage Rail completed a client support assignment for the Shanghai-Kunming high-speed rail project.

Turning to Africa, Eiffage Sénégal teamed up with Eiffage Concessions to begin work extending the Autoroute de l'Avenir motorway, and also carried out a major programme of civil engineering works for the Emissaire du Delta drainage project. In Togo, work creating earth platforms at the port of Lomé was completed in early 2015.

In Europe, Eiffage Métal did business worth €325 million, up from €180 million in 2013; the acquisition of Smulders, a specialist in the construction of foundations and sub-stations for offshore wind turbines in the North Sea was partially responsible for this increase. In Spain, Eiffage Métal also had a very busy year manufacturing wind turbine masts. In Germany, Eiffel Deutschland Stahltechnologie, which operates in a wide range of markets, continued to enjoy a very high level of activity and, in particular, built the Hochmosel bridge over the Moselle River, one of the largest steel viaducts ever built in the country. The accommodation module for the Ofon platform was connected in Nigerian coastal waters and the company won an order to build two technical modules that will enable production to be increased in Total's Moho Nord oilfield off the coast of Congo. In Sri Lanka, all 50 Unibridge® modular bridges have now been delivered. In the Middle East, the Iraqi authorities have chosen Eiffage Métal to produce the steel frame for the new sports stadium in Nassiriya. The company's staff were also closely involved in preparatory operations for EDF's project to build two EPR nuclear power plant units in Hinkley Point, United Kingdom.

Energy

Activity in the Group's energy businesses increased by 2.3% to €535 million in Europe and by 5.3% to €80 million in the rest of the world. The strong dynamic in the German, Belgian and Italian electricity markets was confirmed, and activity bounced back strongly on the Iberian Peninsula. The company established a foothold in South America (with operations in Chile, Brazil and Mexico). The Energy division also strengthened its market positions by acquiring interest in two companies offering a good fit with the existing offering, one in Germany and the other in Belgium.

Several notable commercial successes were achieved in the export market, including contracts for the Ain Oussera electrical sub-station in Algeria and a diesel generator plant at Nouakchott airport in Mauritania, consolidating the subsidiaries' presence in Africa. The division will also be installing high-voltage power lines and poles in Ghana and Burkina Faso. Operating through its subsidiary RMT, Clemessy won a major rural electrification contract in the Congo. In Kourou in French Guiana, Clemessy personnel completed a third year maintaining and operating the technical centre and launch assemblies for the Ariane 5, Soyuz and Vega space launch vehicles. Also in 2014, Eiffel Industrie extended its footprint in Germany and Belgium, in particular at the major industrial estate in Antwerp. Outside Europe, the division consolidated its locations in Morocco, Nigeria and Libya.

Energy in Africa – A development challenge

Africa has resumed investing in its energy infrastructure. Its needs are enormous, offering Eiffage opportunities to provide new solutions encompassing the Group's full range of expertise, including concessions.

In November 2014, Eiffage Énergie switched on the 225,000 volt power loop in Dakar, Senegal, bringing to a close a project worth more than €30 million.

Eiffage Énergie is well established in Algeria, where, for example, it built a sub-station in the northern town of Rouissat.

Africa is picking up the pace. On the back of a decade of strong economic growth, reflected in a mean annualised rise in gross domestic product exceeding 5%, the continent is stepping up its development.
Dynamic internal consumption has spurred a marked upturn in capital investment. A report by the African Development Bank highlighted planned foreign capital investment totalling a record-breaking USD 80 billion in 2014.
In many regions, inadequate infrastructure remains a major obstacle to development. This is particularly true of electricity: only 22% of African households have access to electric power. Furthermore, the existing facilities do not have the capacity to cover either the demand from a booming population or the needs of large industrial clients such as ports, airports, mines, cement plants and sugar refineries.

Major contracts

The Energy division's constituent companies have a long track record in Africa, where they generate annual revenues of around €100 million, and have a strong hand to play on this continent. In 2014, Eiffage Énergie strengthened its positions in traditional strongholds such as Algeria and Senegal. More specifically, in Senegal, Eiffage Énergie commissioned Dakar's 225,000 volt loop in November 2014, setting the seal on a €30 million project. The company also rehabilitated 63 km of extra-high voltage power lines, handed over West Africa's first shielded electrical sub-station[1] in Dakar, and is in the process of building a 225,000 volt spur that will supply the Senegalese capital's new international airport. Clemessy also won several large contracts, including a €16.5 million order to electrify four rural districts in the Congo, and another €7 million deal to build power lines and transformer facilities for seven cities in Benin. Clemessy's ongoing projects include orders totalling nearly €30 million for facilities at two dock terminals at the port of Lomé in Togo (Eiffage Travaux Publics developed the earth platforms for one of the two terminals).
Looking ahead, the Energy division's member companies intend to coordinate their approaches as they roll out their geographical coverage in Africa, in order to more effectively address very strong local demand for infrastructure. They are also prospecting jointly in certain countries such as the Republic of the Congo, and provide mutual support for large projects. They are also applying an offensive strategy in the power generation and transmission sector.

Eiffage Énergie puts down strong roots in Algeria

In June 2014, Eiffage Énergie won a €56.5 million order from the Algerian grid operator GRTE to build an electrical sub-station in Ain Oussera, 200 km south of Algiers. This 400 kV sub-station, scheduled for handover in 2016, will transmit the 1,250 MW of power generated by the planned combined-cycle power plant in Djelfa.
This contract will be performed within the framework of a broader plan to develop Algeria's electricity infrastructure covering the period to 2023.
Eiffage Énergie is well-placed to secure orders for many of the 400 new sub-stations that the national utility Sonelgaz intends to bring online over the next four years.

Power transmission – Interconnection solutions are a promising market

One of the most promising markets in the energy transmission sector concerns the interconnection of extra-high voltage lines between neighbouring countries, which is essential for optimising the balance between electricity supply and demand at regional level rather than at country level, particularly as some countries are isolated and lacking in power generation capabilities. Having already built interconnections between Mali, Senegal and Mauritania, between Burkina Faso and Ivory Coast, between Ghana and Togo and between Benin and Nigeria, the Group is interested in all new interconnection projects. Financed by multilateral packages, the most ambitious of these projects entails installing 1,700 km of lines between Guinea, Gambia, Guinea Bissau and Senegal.

Power generation – More all-inclusive turnkey solutions

Activity in the power generation sector was also very dynamic. Africa is working on multiple projects, in particular in the area of renewable energy, including hydro power along river basins, wind power near the coast, geothermal energy in East Africa and solar power in North and sub-Saharan Africa. Certain smaller (10-20 MW) photovoltaic projects are already beginning to come onstream, and preparatory work is underway for a number of much larger facilities in North Africa.
"*The photovoltaic power plant in Cestas, the largest such farm ever built in Europe, will be an excellent showcase for the Group's expertise in this area*", notes Jean-Martin Meyer, Clemessy's export manager for Africa.
The Group intends to compete for some of these projects, proposing turnkey offerings, potentially including operation and maintenance of the plant, with the generated power being sold to an industrial customer or local electricity utility. Eiffage's broad spectrum of businesses gives the Group the requisite expertise to deliver solutions in which it acts as an independent electricity operator: civil engineering via Eiffage Travaux Publics, which is expanding in Africa from its stronghold in Senegal; electrical and mechanical equipment installation; as well as the design of complex projects and financing packages for concession or public-private partnership projects via the expertise of Eiffage Concessions. Africa is proving receptive to such innovative solutions. Although not concerning the Energy sector, the concession granted to Eiffage for the Dakar-Diamniadio motorway in Senegal is a good example of this open-minded attitude.

(1) A "shielded" sub-station consists of a transformer in an extremely compact metal housing; the resulting small footprint is a significant advantage in locations where land costs are high.


Jean Chiscano

"How can we stand out from our Chinese and other competitors in Africa? Our strategy is simple: we play the quality card with our clients. In Senegal, we installed our first 90 kV electrical sub-station back in 1986 and it has not suffered a single failure since."

Mustapha Kamar,
Sales Director, Eiffage Énergie Export


Racine Talbabasuik

In December 2014, teams from Eiffage Énergie installed and handed over West Africa's first metal-encased, "shielded"[1] electrical substation, in Dakar, Senegal.

Hydroelectric power – An ace in the hole for Eiffage Travaux Publics

Already operating in all businesses relating to public works, Eiffage Travaux Publics is well placed to play a part in expanding power generating capacity in Africa. Whereas civil engineering accounts for only a small share of the cost of building a solar or geothermal power plant, it can represent half or more of the required investment in the case of a hydroelectric dam. Consequently, Eiffage Travaux Publics has decided to target turnkey design-and-build projects for hydroelectric dams, which are easy to finance due to their relatively small size. An initial project is at the design stage in Uganda. Guinea, the Congo, Kenya and Tanzania are also considering building such dams.

Real Estate – A sound business model

Eiffage Immobilier's hybrid business model as a builder and developer was vindicated in 2014 by an 11.8% increase in revenues to €740 million. The company enhanced its multi-product activities and expanded its geographic coverage, gaining additional market share.


Jean-Luc Girod

Eiffage Immobilier handed over many developments in 2014, including the Villa Juliette residence in Montpellier, which qualifies for the BBC® energy efficiency label.

Growing the Group's real estate business features among Eiffage's strategic priorities. Eiffage Immobilier operates in numerous market segments (housing, managed accommodation, commercial property, commercial planning and hotels), and has the wherewithal to increase its market share without undue risk.

Growth levers

In 2015, Eiffage Immobilier intends to harness a number of different growth levers. In the housing market, the company operates across all segments, improving growth prospects in a potentially stronger market boosted by a combination of low interest rates and momentum generated by the Pinel buy-to-let incentive scheme. Eiffage Immobilier will also increase production of managed accommodation (including student residences as well as tourist and business accommodation) in response to growing demand in the Paris region and several other large cities. The company has also developed Cocoon'Âges, a new concept in intergenerational developments, featuring appropriate architecture that facilitates independent living by the elderly, together with a range of activities and concierge services. Eiffage Immobilier is also expanding its operating scope, with financing currently being arranged for a development in Luxembourg and several projects at the design stage in Poland.

3,400 reservations in 2014

With 3,400 homes booked in 2014, a figure practically unchanged from 2013, and revenues up 11.8% to €740 million, Eiffage Immobilier held up well despite challenging economic conditions and the impact of municipal elections, which delayed the sale of 1,000 homes in the Paris region. Eiffage Immobilier developments cover the whole market, from affordable homes (H2CO and EcoEco ranges) to luxury apartments such as those in the 7 Croisette building in Cannes. The company also energetically targets off-plan bulk sales to housing associations, which absorb more than a third of its production.

Complex projects and urban development

Eiffage Immobilier is also carrying out increasingly complex projects involving many different types of products, such as combinations of apartments, offices, retail space, hotels and underground car parks. The 30,000 sq. m development in Rezé, near Nantes, is a good example, featuring shops as well as 500 apartments for the private and public sectors, including student and retirement flats. Eiffage Aménagement, an Eiffage entity that provides support to local authorities wishing to redevelop town centres or build new neighbourhoods, is also working on ambitious projects such as the planned 45,000 sq. m mixed-use development at the Châteauneuf site in Guyancourt, near Paris.


Lawrence Perquis

"Working in perfect synergy with the construction contractor saves time and enhances efficiency, increasing profitability."

Philippe Plaza,
Managing Director, Eiffage Immobilier

Commercial property and hotels

Eiffage Immobilier handed over several commercial properties, including the 3,545 sq. m headquarters of Sopra Group near Toulouse. In the Paris region, work is currently in progress for projects such as the 13,600 sq. m headquarters of the CRIT Group in Saint-Ouen. Reflecting the need for more accommodations in the French hotel industry, the company is redeploying to the sector across its full product range. In Lyon, for example, as well as building a B&B hotel, Eiffage Immobilier is also building an InterContinental hotel as part of the Grand-Hôtel Dieu conversion project.

Change of use

Converting obsolete office property for use as homes or serviced accommodation is another growth driver: the Paris Open project in Paris involves converting the Le Palatino tower block into 600 apartments.

In Vélizy-Villacoublay, the Vélizy Europe office property will be redeveloped as a 10,000 sq. m complex featuring a car dealership, a hotel and a hostel for young workers.

Building contractor and developer

Unlike pure player developers, Eiffage Immobilier can count on the expertise of Eiffage Construction to support its hybrid positioning as a building contractor and developer. "*Working in synergy with the building contractor in an integrated approach that includes the design offices saves time and enhances efficiency, increasing profitability*", notes Philippe Plaza, Eiffage Immobilier's Managing Director. "*The construction and real estate teams work in synergy from the design phase, which enables effective financial management at every stage of the operation and ensures that excessively costly developments are not brought to market*".

Teams working in synergy

Teams from all Group businesses pool their expertise and share information and networks to ensure that urban development and real estate projects are completed successfully.

Harnessing synergies between the Group's businesses is a strategic focus area for Eiffage. Teams pool their expertise, share their information and networks, and regularly collaborate from the earliest stages of a project. This approach makes it possible to provide a turnkey offering and ensures the necessary agility and technical expertise at each stage of the project. Certain entities refer business to other Eiffage Group entities; this applies to Eiffage Aménagement, for example, when it develops ZAC mixed development zones as well as Eiffage Immobilier for its housing, commercial and hotel projects.
Eiffage Travaux Publics installs runoff and waste water drainage systems, and carries out exterior development work, including car parks and green spaces, for projects to develop new urban districts or restructure city centres. For example, Eiffage Travaux Publics developed the approaches to the Grange Dame Rose neighbourhood in Vélizy-Villacoublay, and carried out the exterior works for Eiffage Construction Nord-Ouest's new offices, built by Eiffage Immobilier.

Optimised technical and financial choices

Similarly, Eiffage Énergie works closely with Eiffage Immobilier on projects such as the restructuring of the Morane tower in Vélizy-Villacoublay and the headquarters of the CRIT Group currently under construction in Saint-Ouen. The company sometimes also plays a role in the early stages of special projects, advising Eiffage Immobilier and producing technical and financial forecasts relating to the energy requirements of its buildings during the operational phase. Lastly, the façade specialist Goyer mainly contributes to Eiffage Immobilier's commercial property projects. Its design offices seek the best technical and financial trade-offs between the overall structure and the façades. Working directly with Eiffage Immobilier, they give appropriate consideration to project budgets and communicate with the architects to verify technical feasibility aspects, prices and lead times relating to façades and interfaces with the building shell. For example, they took part in Eiffage Immobilier's project to build hotels in Roissy-en-France for off-plan sale to the Accor Group.

Eiffage Travaux Publics developed the approaches for the Happy Vélizy project and the Morane tower in Vélizy-Villacoublay, built by Eiffage Immobilier.

Energy sector – Cutting edge, multi-energy expertise

Eiffage has a comprehensive offering for the energy sector, including turnkey thermal power plants for EDF on Reunion Island, Guadeloupe and Martinique, as well as a larger market footprint for the various forms of renewable energy.

Operating in a consortium with Man, Eiffage built the thermal power plant in Bellefontaine, Martinique.

As the saying goes: "Good things come in threes!" On 11 October 2013, EDF officially opened its new thermal power plant in Port Est, on Reunion Island. Less than a year later, on 27 June 2014, the company commissioned an equivalent facility in Bellefontaine, Martinique. Now, in mid-2015, EDF will receive the keys to a third plant, this time at its Jarry Sud site in Guadeloupe. The aim of these investments is to ensure that reliable power supplies are available on these islands, where electricity consumption is steadily increasing, and to replace obsolete power plants with new, more fuel-efficient oil-fired facilities equipped with state-of-the-art environmental protection technologies.

Turnkey contracts

These three turnkey contracts required a total of 378,000 hours of design work as well as 2 million production hours. The contracts have a combined value of €1.4 billion, divided equally between Eiffage and our German partner Man, which supplied the diesel generators and industrial processes. To ensure that the plants were completed on schedule, Eiffage enlisted the assistance of Eiffage Travaux Publics for the civil engineering work and Clemessy for the electrical and instrumentation and control facilities. Local teams from Eiffage Énergie also played their part.

This project illustrates how a cross-divisional organisation by several businesses can supplement the regional organisational structure in the context of "haute couture" projects. Clemessy also provided EDF with the benefits of its experience for a project to build a smaller thermal power plant in Lucciana, Corsica.

Looking beyond these unusual projects, Eiffage clients can count on a task force of more than 23,000 employees in energy-related businesses, working day in day out across a network of 400 locations.

Solar power, biogas and geothermal energy

Already active across all segments of the power generation market, the Group is also increasing its footprint in new forms of energy, both in France and elsewhere. For example, in the photovoltaic solar power sector, the Spanish subsidiary Eiffage Energia successfully completed its first project in Chile, handing over the civil engineering works for the San Andrès plant featuring 200,000 panels with a generating power of 50 MW in April 2014. This contract was worth €9 million.
In biogas, Eiffage Énergie built a plant in Plessis-Gassot for Dalkia; this new facility will produce energy from gas released by domestic waste. In geothermal energy,

Clemessy is a founding member of the new Geodeep cluster. The purpose of this organisation, whose members include 12 companies operating in the French energy industry and two trade organisations, is to facilitate the financing of geothermal heat and power generating projects in France and other countries. The potential market is estimated at €2 billion.

Offshore wind power

Claiming expertise across all forms of energy would be impossible without considering offshore wind power.
In the summer of 2013, Eiffage made its largest acquisition since Clemessy joined the Group in 2008, taking over the main companies in the Belgian group Smulders. Smulders ranks among the European leaders in steel foundations for offshore wind turbines, generating annual revenues in excess of €200 million. Smulders, which also builds wind turbine masts, transition pieces and sub-stations to connect them to the power grid, has the necessary resources to bid for contracts from large European energy companies.

150 transition pieces

In 2014, the Dutch company Van Oord Offshore Wind Projects awarded Smulders Group a €55 million contract to build 150 transition pieces for the Gemini wind farm in the North Sea, which will feature a total of 150 wind turbines, each having a generating capacity of 4 MW. Each transition piece weighs nearly 260 tonnes. The first piece produced for this project will be the thousandth unit manufactured at the Smulders plant in the Hoboken district of Antwerp, Belgium. Iemants, a Smulders Group company, is also taking part in the project, building two offshore sub-stations for the wind farm via the FICG consortium.

An innovative gravity foundation equipped with a meteorology mast, built by Eiffage, was successfully submerged off the coast of Fécamp on 8 February 2015.

A major innovation in offshore wind power

An innovative gravity foundation equipped with a meteorology mast, built by Eiffage via its subsidiary Eiffage TP, was successfully submerged off the coast of Fécamp on 8 February 2015. This 90 m tall structure weighing 1,800 tonnes was built during 2014 and launched on 15 November 2014. It was towed into position on 8 February 2015 by a conventional ship and then sunk in a controlled manoeuvre by the Danish company MT Højgaard, which used a remotely-operated robot to open valves that allowed sea water to gradually ballast the structure.
This pre-stressed concrete structure, named Cranefree Gravity® and patented by Seatower, a Norwegian offshore wind turbine foundation designer, is topped with a steel mast manufactured by a unit of the Smulders group, which is an Eiffage subsidiary.

The Cestas solar farm will generate more than 350 gigawatt-hours of electricity per year.

Cestas – A giant solar farm built at the speed of light

This will be Europe's largest photovoltaic solar power plant. Ideally located in a region with excellent sunshine hours, the new 300 hectare facility in Cestas is only 20 km from a major electric power consumer: the city of Bordeaux. The Cestas PV farm will have a generating capacity of 300 megawatts-peak[1] and is situated near a high voltage transmission line. By way of comparison, the output from this solar farm will be the equivalent of one-third of a nuclear power plant unit, generating more than 350 gigawatt-hours of electricity, enough to cover Bordeaux's daytime power requirements.

A €285 million turnkey contract

This solar farm is being built by a consortium led by Eiffage, via its subsidiary Clemessy, in partnership with Schneider Electric and a German company, Krinner. Neoen, the French renewable energy company, awarded the €285 million contract covering the design, construction, operation and maintenance of the plant in November 2014. More specifically, Eiffage is responsible for the design studies via RMT, a subsidiary of Clemessy; the earthworks via Eiffage Travaux Publics; and the connection works, to be carried out by Eiffage Énergie through its Spanish subsidiary and local teams. Schneider Electric is supplying the electric power conversion chain and Krinner is contributing the bolted foundations and photovoltaic structures.
This project showcases wide-ranging expertise, which it will be possible to roll out to other countries.
In addition to its impressive scale, this project is notable for the speed with which it is being implemented. Work began as soon as the contract was signed, and the plant is scheduled to be connected to the grid in October 2015.

(1) One megawatt-peak (MWp) corresponds to 1 million watts-peak.
The watt-peak is the unit used to measure the power of photovoltaic panels; it corresponds to the generation of 1 watt of electricity.

Nuclear Power – A comprehensive offering and forty-year track record

Eiffage has the necessary technical expertise and qualifications to address the requirements of large clients in the nuclear sector. The Group provides a comprehensive offering covering everything from turnkey building construction services to upkeep maintenance.

The Group applied its expertise at the power plant in Nogent-sur-Seine.

Eiffage has been involved in the French nuclear development programme since the early 1970's. Drawing on these decades of experience, the Group supports traditional large clients by providing services ranging from construction to upkeep maintenance. Eiffage has the necessary technical expertise, permits and qualifications to ensure compliance with the standard of quality, safety and security required in this sector. The Group also provides support to major clients in areas such as general electrical installations and electrical safety systems, instrumentation, pipe systems and electromechanical engineering.

Wide-ranging services

Since 1970, when the first plant was built in Fessenheim, Eiffage Travaux Publics has carried out almost 30% of the civil engineering work for France's nuclear power plants, including earthworks and building turbine halls, nuclear facilities and structures relating to the heat sinks used to cool reactors.

The range of services remains extensive today, even though the Group no longer builds the actual power plants. Eiffage Travaux Publics is building gas storage facilities for EDF, carrying out exterior works for the French radioactive waste disposal agency, ANDRA, as part of a project to build a waste repository and reconnaissance tunnels at a site in Bure.

Concerning heat sink systems, the Group's personnel are providing turnkey water treatment buildings, maintaining cooling towers as at Nogent-sur-Seine, where they repaired the upper section of the cooling tower, and also provide fire risk management services, to prevent the spread of fire at power plants. Eiffage teams also help to build safeguard buildings and auxiliary structures.

In addition, Eiffage Travaux Publics has developed and patented a dry core sampling technique that can be used to remove samples of concrete, iron, steel or graphite in order to identify and characterise any concrete radio-activation before dismantling buildings.

Post-Fukushima programme

As part of the power plant safety improvement programme initiated by EDF following the Fukushima accident, Eiffage Travaux Publics is building a new local emergency operations centre in Flamanville. Clemessy is installing the general, miscellaneous and security electrical facilities (IEG, IED and IES, respectively) and carrying out electro-mechanical works. The company is also installing complex, special-purpose fencing.

Eiffel Industrie supports EDF with maintenance and works contracts at nuclear plants on an everyday basis. All of the company's locations across France are approved by EDF's Corporate Technical Support department and the company's 200 employees are appropriately certified.
Eiffel Industrie operates in a variety of fields, including mechanical engineering, valve systems, machining, pipe systems, welding, tank covers, metalwork, metal joinery and boilermaking.
The company's recognised expertise in the management of complex and multi-technical projects puts it in a strong position to bid for post-Fukushima modification works and major refits[1].
Teams from Eiffage Métal are building bunkers to protect sensitive equipment in the event of extreme winds.
This project, scheduled to run over a ten-year period, concerns 20 reactors in the 1,300 MW plant series at eight different sites. The first plant unit to be upgraded under this programme will be Paluel 2, in 2015.

EPR nuclear power plants

Eiffage Métal is also manufacturing key components for the EPR third-generation nuclear power plants in Flamanville, France, Olkiluoto, Finland and Taishan, China. These include the polar cranes, used for heavy handling inside the reactor building; the equipment access hatches, through which large components are moved into and out of the reactor building; and nuclear transport packaging designed for the transport and disposal of end-of-life radioactive waste.
Eiffage Métal teams also provide maintenance services at nuclear power plants, in particular renovating feedwater plants by "detubing" and "retubing" the tubesheets in which steam is condensed upon exiting the turbine. Munch, based in Maizières-lès-Metz, is the leader in this niche market.
Dismantling end-of-life facilities is another area in which Eiffage Métal operates, upgrading equipment to ensure that sensitive lifting operations can be carried out safely, as at the Chooz "A" nuclear power plant.

A one-third scale mockup of a nuclear reactor containment structure

As part of a major refitting campaign that will extend the service lives of French nuclear power plants, a consortium consisting of Eiffage Travaux Publics, Eiffage Métal and Eiffage Énergie is building a one-third scale nuclear reactor containment mock-up at EDF's R&D laboratory Renardières in Moret-sur-Loing. This mock-up, code-named Vercors, will be used to perform realistic reactor containment verification tests in partnership with the Materials Ageing Institute.
The containment's outer dome is scheduled to be sealed during the summer of 2015. Eiffage Énergie personnel will then take over, installing lighting, heating, ventilation and air conditioning equipment in order to hand over this experimental facility to EDF in October 2015.

Clemessy, via its Tabelec unit, is installing the low-voltage electrical distribution systems under a turnkey contract for the Flamanville EPR.

A record-breaking contract for Clemessy

In 2014, Clemessy won the contract to supply, install and provide upkeep maintenance for the station blackout diesel generators for all plant units in the 900 and 1,450 MW series, representing a total of 38 units (of which two are options) in the French fleet. This €548.7 million turnkey contract awarded by EDF, of which the Group's share is worth €250 million, will be performed by a project consortium.
Clemessy, which is leading the consortium, will carry out the design studies, take charge of electromechanical procurement, and install the electrical equipment, instrumentation and control systems and diesel engines.
The station blackout diesel generators are a feature of the post-Fukushima safety improvement programme. They will harden the on-site power supplies to cope with extreme conditions.

Major refit and maintenance

Clemessy Nucléaire's 500 qualified, certified employees are taking part in the campaign to extend the service lives of power plants and provide maintenance services across the entire French nuclear fleet. This department carries out new-build work as well as maintenance. This dedicated organisation is present at all plants where it performs work at facilities in operation, and carries out maintenance and modification work to keep plants safe and secure as well as preventing equipment obsolescence. Its service offering covers all general electrical facilities (instrumentation and control, lighting and fire protection systems) and security electrical facilities (site protection, video surveillance, telecommunications and optical fibre systems). Clemessy Nucléaire also has expertise in automatic control systems and nuclear instrumentation.
Clemessy is also working at the Flamanville EPR site, installing the security electrical facilities. Tabelec, a department specialising in the construction of electrical switchboards, is supplying the low-voltage electrical distribution systems on a turnkey basis.

(1) EDF has commissioned the "*Grand Carénage*" (major refit) investment programme to extend the life of its nuclear fleet.

Operation and maintenance – A broad-based approach for superior performance

Eiffage's operation and maintenance teams were reorganised in 2014 in order to better anticipate and address customer needs by coordinating various areas of expertise from across the Group.

Clients in both the public and private sectors are increasingly demanding turnkey design, financing, construction and maintenance services for their major structures. Whether provided, from a legal perspective, via a concession or a public-private partnership, such services emphasise the whole-life cost of a facility's use, rather than the more restrictive and less appropriate criterion of its construction cost alone.
For Eiffage, this shift provided an opportunity to secure several major orders in 2014. In Aix-en-Provence, for example, the Group won a €120 million contract to modernise the main university campus designed for 30,000 students, and then maintain the facilities for 25 years. This is Eiffage's fourth PPP order within the framework of the "Campus" plan to renovate French universities. Also in 2014, the Group won the contract to renovate the roof and south wall of the Grande Arche building in the La Défense business district near Paris; the order also includes a 20-year maintenance services component. In January 2015, Eiffage was awarded a €54 million contract to build a new conference centre (*Centre de congrès*) in Metz; this order includes operating and maintenance services over 25 years at a cost of €10 million. With regard to other projects covered by earlier contracts, operation and maintenance teams took over from construction teams on schedule. For example, following the September 2014 handover of eight secondary schools serving a total of 5,000 students in Seine-Saint-Denis, Group personnel have begun performing maintenance, heavy servicing and equipment replacement services under the terms of a €280 million, 20-year public-private partnership agreement.

Eiffage Services reports to Eiffage Concessions

In order to address these new requirements more effectively, it was decided that Eiffage Services would report to Eiffage Concessions with effect from January 2014. As a result, Eiffage Services supports Eiffage Concessions from the preparatory phase of projects, providing assistance with understanding the respective requirements of the client and end user, and with defining the "operation and maintenance" aspect of contracts. Eiffage Services also helps Eiffage's works divisions to prepare project proposals. This proactive approach makes for superior performance by the finished structure, facilitates its operation and enhances customer satisfaction at every stage of the contract. Lastly, Eiffage Services assists Eiffage works divisions with the development of new contracting formulas, such as "design, build, operate, maintain" (DBOM) contracts.

In February 2015, Eiffage won the contract to design, build, operate and maintain the new conference centre (*Centre de Congrès*) in Metz.

A new approach via Eiffage Énergie Services

This search for a more effective multilateral approach to a shared project by teams responsible for different businesses is not restricted to large concession and PPP contracts.
At their respective scales and using different tools, teams from Eiffage Énergie tasked with operating and maintaining commercial and industrial buildings adopted the same approach in 2014, aided by the creation of Eiffage Énergie Services. This new unit's mission is to foster collaboration between regional divisions whenever some or all of them need to address shared issues. The coordination provided by this national unit is essential, with large private-sector companies with multiple locations in France increasingly outsourcing operation and maintenance of their real estate assets to a smaller number of partners in order to achieve economies of scale.
As well as encouraging experience sharing, this coordination facilitates the rollout of new tools, such as computer-aided maintenance management solutions, and offers the teams involved in such issues greater visibility in a fiercely competitive sector.


Romain Servais

"Whatever the nature of the project, we must have a clear understanding of the end user's needs and address the client's requirements. It is important to take the performance angle into account from the design stage, when considering everything from construction methods and building uses to equipment choices, energy consumption and facility maintenance."

Christophe Ribal,
Deputy Manager, Eiffage Services


Tangram Architectes

Eiffage has won a €120 million order to modernise the main university campus in Aix-en-Provence and then maintain it for 25 years.

New developments for Eiffel Industrie

The industrial maintenance specialist is expanding its customer portfolio, penetrating foreign markets and developing commercial synergies with Eiffage's other energy-related businesses.

Eiffel Industrie is broadening its horizons. Already a longstanding partner to large companies such as Total (oil refining), Arkema (chemicals) and EDF (power generation), the Eiffage subsidiary, which specialises in maintenance at industrial facilities, won a major contract in 2014 from the giant Sanofi, cementing the Group's strong growth in the pharmaceuticals sector.

Focus on "clean" industries

This three-year contract to provide general maintenance services at a site in Vertolaye reflects Eiffel Industrie's effort to diversify its portfolio, building on its traditional activities in the refining and chemicals sectors. The long-term goal is for the company's activity to be spread equally across three sectors: energy (oil refining, nuclear power, hydroelectric power and thermal power generation), traditional industries (paper-making, chemicals, shipbuilding, etc.) and lastly, "clean" industries (pharmaceuticals, cosmetics, food processing, aviation) and niche businesses.

Opening up new frontiers in the international arena

The company is adjusting its deployment by region as well as by sector. Eiffel Industrie intends to generate 20% of revenues from its international activities by 2017, compared with 5% currently. The company is using two levers to achieve this goal. The first of these consists in supporting the international activities of major clients, the largest of which, based on revenues, is Total. In France, Eiffel Industrie already operates at Total refineries in Feyzin, Grandpuits, Donges and Gonfreville-l'Orcher, where the company secured a five-year maintenance contract in 2014, and is now studying maintenance service requirements at Total refineries in Leuna, Germany and Antwerp, Belgium. The second international growth lever concerns niche businesses such as turbomachinery maintenance, which requires extremely specialised expertise.

Strong fit between services

To support this growth strategy, Eiffel Industrie joined the Energy division in 2014, facilitating the development of commercial synergies across all of the Group's energy-related businesses. The constituent companies of the Energy division typically serve the same types of industrial clients and benefit from the strong fit between their respective areas of expertise in mechanical engineering, pipe systems, metalworking, electricity, industrial heating, automatic control and instrumentation.

Advances in digital modelling

Building information modelling (BIM) is revolutionising the building industry. Eiffage is rolling out its use of this technology and encouraging all business lines to adopt these new collaborative working platforms. Several landmark projects have already been carried out using a BIM approach.

With a BIM approach, all partners can work together at each stage of the project, from design to operation of the finished structure.

The technical overview for the initial phase of Michelin's RDI Campus in Ladoux, near Clermont-Ferrand, was produced using BIM.

To encourage fair competition and greater value for money, the European Parliament adopted a new regulation governing public procurement processes in early 2014. Article 22 of this regulation authorises the 28 EU member States to encourage, specify or make mandatory by 2017 the use of building information modelling (BIM) for building and other construction projects financed by public funds. This article is expected to be implemented into French law with effect from 1 January 2016.

Revolution

Digital modelling is revolutionising building design, construction and operation, making it possible to drill down to the smallest details of a structure in 3D. Exhaustive technical data relating to components (walls, windows, staircases, beams, equipment, etc.) is stored in a database. All partners – architects, engineers, construction contractors, clients and operators – can use the BIM solution to work together at each stage of the project, from design to operation of the finished structure.

Radical change

Eiffage is developing its capabilities in this area to ensure that the Group is ready when BIM becomes compulsory for public procurement processes. A working group with representatives from all businesses, led by the Group's Scientific Committee, is ensuring that BIM is being successfully adopted and used correctly. A data exchange platform and a structured procedures system have been implemented in partnership with the IT department.

Preparatory phases

The Group's design offices are engaged in some profound changes. As a result, at Eiffage Construction, all project preparation phases overseen by the representation and optimisation department are now carried out using digital modelling. The specialist turnkey projects unit is including BIM solutions in its designs; for that reason, a significant proportion of public-private partnerships is now studied using a BIM approach. Structural design offices and process planning departments are also using digital modelling.

Construction studies

Similarly, at Eiffage Travaux Publics, digital modelling is required for the construction studies concerned by the competitive bidding process

relating to two work packages for the Eole project to extend line E of the RER rail network serving the Paris region. A geographic information system (GIS) has been designed and implemented at construction sites along the Bretagne-Pays de la Loire high-speed rail link, Eiffage's largest-ever project, with the specific aim of facilitating maintenance when this infrastructure begins operating in 2017.
BIM is being used for design studies for the gigantic HighSpeed 2 rail project that will link London and Birmingham in the UK.

Standardisation

Eiffage is also proactively working on BIM in the context of IREX (institute for applied research and experimentation in civil engineering), in particular for the MINnD national project, which focuses on modelling interoperable data for sustainable infrastructure, with the aim of rolling out the BIM concept to infrastructure. Eiffage is also addressing this issue as a member of EGF-BTP, the French construction industry trade association, contributing to the Delcambre report produced by the task force on digital technology for building construction. The Group also represents the profession at European level in its capacity as a member of the standardisation committees, tasked with supporting and regulating the use of digital modelling.

Digital tools are also being used to design more "bread-and-butter" projects, such as the new library in Vitrolles.

BIM for everyday projects

Digital tools are also being used to design more run-of-the-mill projects. For example, digital modelling was used for the 2014 construction of a new library as part of an urban regeneration programme in Vitrolles. Featuring perforated, curving façades in exposed concrete, this very ambitious structure is both a building and a work of art. The library has tall (over 11 m) concrete walls, façades with no fewer than 22 different curve radiuses and a very marked overhang: the building has a footprint of 1,700 sq. m, but an area of 2,250 sq. m on the first of its four above-ground floors.

BIM for flagship projects

The BIM concept was applied when producing the technical overview for the initial phase of Michelin's RDI Campus in Ladoux, near Clermont-Ferrand. This development, designed by architects Chaix & Morel et associés and featuring 67,000 sq. m of floor area, 400 km of electric cables and 80 modular 300 sq. m decks, will be the largest building ever constructed in Auvergne. The glass chrysalis and steel frame at the Louis Vuitton Foundation in Paris – a brainchild of architect Frank Gehry – were also designed using BIM. Three-dimensional modelling was used for all aspects and all stages of this project, including design, manufacturing, inspection and assembly.

The Eiffage Campus wins a Golden BIM award

In September 2014, the new Eiffage Campus in Vélizy-Villacoublay, which when complete will bring together all of the Group's businesses, won a Golden BIM award in the 1,000-40,000 sq. m project category. Some 40 entries involving 27 different projects were submitted for the inaugural year of these awards, sponsored by trade magazines *Le Moniteur* and *Les Cahiers techniques du bâtiment*. Eiffage teams led by Eiffage Construction's Technical department and the design and structural engineering office were tasked with producing construction drawings based on the collaborative digital model, without reworking them using conventional tools. This approach ensured that the models thus created, generated and coordinated, would faithfully reflect the built structure as a result of the respective contributions of the participants in this design study management process.

The new Eiffage Campus in Vélizy-Villacoublay was awarded the 2014 Golden BIM award.

"The digital modelling working group set up by the Group's Scientific Committee is overseeing the rollout of BIM use. A 'best practices' guide has been produced for operational teams, who can also consult a network of expert advisors."

Valérie Boniface,
Member of Eiffage Métal's Technical department and chair of the working group set up by the Group's Scientific Committee.

Playing our part in the historic Grand Paris project

Eiffage has been chosen to build one of the first sections of the Grand Paris strategic project and one of the first development areas that will be created around one of 69 new stations in the planned "Super Métro" transport system.

Ground was broken on the first section of the project to extend line 14 of the Paris metro underground railway in June 2014. The ceremony was attended by Pierre Berger, Eiffage's Chairman and Chief Executive Officer.

The historic Grand Paris project aims to transform the everyday lives of 8.5 million people by building 205 km of public transport routes and 69 new stations. All Eiffage business lines will be playing their part, whether in public works, development, real estate, construction, concessions, energy or service activities. A Grand Paris team meets regularly to identify the most appropriate solutions for the various areas of the Paris region concerned by this major project.
In the spring of 2014, RATP (the Paris public transport corporation) selected the consortium led by Eiffage's Public Works division to build the first section of the extension to line 14 of the Paris metro, which will ultimately terminate at the Mairie de Saint-Ouen station. This €220 million order – the first salvo in the Grand Paris works campaign – concerns the excavation of 3.6 km of tunnel between the existing Saint-Lazare station and the planned Clichy/Saint-Ouen station as well as the creation of two new stations (Pont Cardinet and Porte de Clichy).

A historic project

Eiffage Travaux Publics is capitalising on its extensive experience. The company, via the civil engineering firms from which it emerged (Borie, Fougerolle, Ballot and Quillery), has been involved in the construction of almost all of the French capital's underground railway lines over the past 100 years, and is totally familiar with the Paris region's geological make-up. Recently, Eiffage Travaux Publics led the work to extend line 12 of the Métro, built the new Rosa-Parks station on the RER E regional railway line and excavated the tunnel for tram line T6, between Châtillon-Montrouge and Viroflay. For maximum performance, Eiffage Travaux Publics has set up a subsidiary specialising in deep foundations, Eiffage TP Fondations. This subsidiary will carry out ground improvement works and cast the 55 m deep moulded walls for the Porte de Clichy station.
Always attentive to sustainable development considerations, Eiffage Travaux Publics studied the possibility of disposing of spoil from some of the planned lines by river barge, developed the necessary material supply chains and decided to have the concrete vault segments that line and support the tunnels manufactured as close as possible to their point of use, to limit truck rotations.

Pole position

The company is in pole position for the new calls for bids expected by the end of 2015 and in subsequent years, concerning the Eole extension to the west, the eastward extension of Métro line 11 to Rosny, lines 15, 16, 17 and 18, not forgetting the other public transport improvement projects planned for the Paris region, such as the CDG Express line between Gare de l'Est and Roissy Charles-de-Gaulle airport. For its part, Eiffage Métal will leverage its experience in station facilities: Val-de-Fontenay in 2010; the new Rosa-Parks station on RER line E; the façades at Nanterre Université station (RER A) and stations along the "Tangentielle Nord" line to the north of Paris.

Eiffage Énergie is expanding its activities in ventilation solutions for underground structures such as stations and tunnels; this is a strategic activity as almost all of the 205 km of track for the planned Grand Paris network will be underground. Adequate tunnel ventilation is crucial in case of fire to facilitate safe evacuation of users and enable emergency responders to work effectively.
In normal operating conditions, the ventilation system preserves air quality and controls the air temperature. Last but not least, optimising ventilation flows has a major impact on the layout and cost of the civil engineering structures themselves.

Super Métro – A boon for the property market, redeveloping and opening up Paris suburbs

The Grand Paris Express will break down barriers between areas of the Paris region, releasing pent-up real estate development potential. Against this backdrop, Eiffage is committed to delivering the most appropriate solutions to the specific needs and issues of each of these areas.

The goal of the Grand Paris project is to make the Paris region an appealing 21st century city. Building the "Super Métro" underground railway network will be a key factor in fully harnessing the respective strengths of Roissy in the Val-d'Oise department, Saclay in Essonne and Saint-Denis in Seine-Saint-Denis.

A differentiated vision

In this context, Eiffage will adopt a specific approach with a differentiated vision based on the area concerned. A detailed analysis regarding the requirements in terms of housing and sustainable mobility around the 69 new stations, while also taking into account the technology clusters that will be developed. Eiffage will include architects, city planners, investors and operators from an early stage. The Group will also partner with SMEs that have specialist expertise in services, construction and sustainable development.

Real estate potential

In December 2013, teams from Eiffage Immobilier and five other property developers were chosen to produce the first "macro-packages" for the Ardoines area of Vitry-sur-Seine, one of the first developments planned around a station in the Grand Paris programme.
The two companies can point to numerous reference projects in the region. Eiffage Aménagement has previously worked on complete neighbourhoods and in Wissous, for example, built property with a combined floor area of no less than 55,000 sq. m, including 680 homes, on a seven hectare site, while also creating a hectare of public green spaces and an ornamental pond, in accordance with the HQVie® sustainable construction methodology developed by Eiffage's Phosphore sustainable urban development research programme.

The Val-de-Fontenay multimodal station built by Eiffage Métal.

"Digital Grand Paris" – The other major challenge

Designing the first underground railway system of the digital age and reducing the digital divide between Paris and its suburbs is the second major goal of the Grand Paris project. The contracting authority, Société du Grand Paris, is seeking to implement the most appropriate infrastructure solutions for optical fibre and telephony networks and datacentres, and is researching ways to use stations as co-working or teleworking centres, for example. Accordingly, Eiffage Énergie has set up a working group to develop a digital services offering and devise a related strategy.

Eiffage Immobilier will adopt a specific approach with a differentiated vision for the Grand Paris project, as for the Quartier de Seine mixed-use development area in Asnières.

Max Lerouge / Elisa / Valode & Pistre Architectes / Atelier Ferret Architectures

EIFFAGE PEOPLE

Eiffage Trade Skills Challenge – Celebrating expertise and excellence

In 2014, Eiffage inaugurated its first Business Challenge. The idea is to shine a spotlight on and reward field personnel, without whom none of the Group's structures could exist.

Eiffage's field personnel, who carry out 100,000 projects each year, are crucial to the Group's value. They are instrumental in determining productivity, performance and profit margins. This explains why Pierre Berger, the Group's Chairman and CEO, introduced the Eiffage Business Challenge – to support and train these invaluable employees and help them realise their career potential. This competition, which involves all of the Group's divisions and projects, offers Eiffage an opportunity to highlight the expertise and excellence of its field teams, and the importance of individuals doing the right thing to help projects proceed smoothly. This initiative aims to set a virtuous circle in motion: by focusing on the basics, Eiffage can enhance productivity and schedule compliance.
This event, held for the first time in 2014, will henceforth take place every two years, alternating with the Eiffage Innovation Awards. "*Although less in the media spotlight than the Millau viaduct, which celebrated its tenth anniversary in December 2014, or Eiffage's recent order to renovate the Grande Arche building in La Défense, these bread-and-butter projects are essential to the Group's performance and staying power*", noted Berger at the Eiffage Business Challenge award ceremony, held in Paris in January 2015.

Strong participation
This maiden event elicited a high level of participation and a positive competitive spirit. In all, more than 100 entries were received and 110 teams from six different entities competed, representing 17 business areas.
The jury congratulated the teams for their motivation and their entries' high standards. The absence of industrial accidents was a common factor shared by all the award-winning projects. Safety compliance is a *sine qua non*. These projects were also profitable: productivity is a watchword. Similarly, they stood out for their high-quality teamwork and innovations in terms of project management, construction methods or customer relationship management. Schedule compliance was another factor taken into consideration.

Safety, quality, schedule compliance and customer satisfaction are the five assessment criteria adopted for the Eiffage Business Challenge (alongside achieving financial targets).

110 teams from six different entities, representing 17 business areas, competed in the inaugural Eiffage Business Challenge.

The team from Eiffage Construction, which won the Grand Prize in the Eiffage Business Challenge, is building a development in Marseille.

Effective preparation
The Grand Prize was awarded to Eiffage Construction's Prado David housing development in Marseille. This project concerned the construction of 47 new apartments to the BBC® energy efficiency standard, for which the productivity/quality/safety/environment methodology was meticulously followed, to the extent that the buildings inspectorate congratulated the team for its performance. The jury's second prize was awarded jointly to three entries, the first of which was Clemessy's workshop in Épinal in recognition of its ability to mass produce control cabinets for air conditioning units within 48 hours per unit, a level of performance attributable in part to the use of a computer-aided production management system. This prize was shared with the Eiffage Travaux Publics project on the RD 924 secondary road in western France (concerning a new, 1,100 m section of dual carriageway road in the Orne department), commended for the preparatory work not least the decision to use an extra-wide paver, resulting in superior quality and productivity. The jury also congratulated the APRR team from the Vals de l'Yonne district for its exemplary approach to risk prevention, and in particular, the policy of thoroughly analysing even very minor incidents.

Striving for productivity and performance

The Business Challenge sets in motion a virtuous circle: by focusing on the basics, Eiffage encourages people to "get the little things right", which in turn enhances productivity and schedule compliance.

In a challenging, uncertain business climate, the Group must optimise production facilities in order to increase margins on works contracts.
Each of Eiffage's businesses has initiated a productivity strategy to minimise down time on small projects, resulting in an immediate gain in terms of the Group's financial performance. Optimising the shifts of craftsmen working on a housing construction project in the 15th *arrondissement* of Paris yielded a 17% saving in working hours.

Productivity
Eiffage Énergie has introduced the *Cap productivité* productivity guide featuring 12 golden rules for preparing and managing projects, together with the key points to remember when carrying out works and the main errors to avoid. Communication, training, a field-oriented approach and coordination with employee representatives are the four pillars underpinning this strategy. Kickoff meetings presenting the approach and related objectives were held in all regions for the 300 most senior managers.

Competitiveness
The "Master Chef" training courses for site supervisors and team leaders, initially introduced by Eiffage Travaux Publics and subsequently rolled out across all Group businesses, also demonstrated their effectiveness.
In a challenging economic climate, marked by low prices and Eiffage's determination to identify new profit sources, enhancing the site supervisor role is essential to ensuring that the company remains competitive. Site supervisors ensure that work is carried out safely, to the required standard and on schedule. They personify the Group's image in the field. As they participate in the preparatory phase before site work begins, they also bear responsibility for ensuring that contracts are consistent with budgets. Two 2.5-day bespoke training modules have been developed for the Roads activity. The first module focuses on topics such as work site management, focusing on schedule drafting and the importance of regular schedule updates, determining and optimising human and equipment requirements, and notifying and monitoring additional works requested by clients. The second module is dedicated to effective communication between on-site teams and local residents.

The *Cap productivité* guide produced by Eiffage Énergie features 12 golden rules for preparing and managing projects.

Eiffage University – A strategic resource

Eiffage is completely overhauling its training services. Beginning in 2015, the company university will offer five Group Master's courses to employees from all divisions encompassing all Eiffage training courses. Priority will be given to in-house trainers, who will find it easier to make the link between theoretical knowledge and the practical realities of the Group.

In time, 1,000 employees from within the Group will take on a teaching role with the university.

"Sharing core training modules and using the same methods can help us to work together more effectively, and maintain and strengthen a shared culture."

Xavier Lanthiez,
Eiffage Human Resources Development Director

To preserve its status as an industry-leading construction contractor, Eiffage must enhance its competitive capabilities while allowing individual employees to develop their skills and ensure that they remain employable. Therefore, the Group is setting up its own university to ensure that in-house training is both more visible and more appropriate. Sharing core training modules and the same methods can help employees to work together more effectively and maintain and strengthen a common culture.

From craftsman to senior executive
Eiffage University is intended for all employees without exception, including field operatives and executives, craftsmen and works supervisors, engineers and financial specialists.

Prototypes
The business of construction contractor and concession operator is highly dependent on employees' motivation and expertise, as well as their ability to work as a team. This reality is much more prominent than in other industries. In some respects, every project, however large or small, is a prototype and the Group always provides a bespoke solution. Furthermore, even during tough periods, a company such as Eiffage must continue to recruit and

facilitate mobility between its businesses and within a particular business, particularly in cases where certain specialities are less in demand than in the past but others are forecast to grow. As a result, the annual training budget for young recruits and experienced employees alike, which already amounts to approximately €50 million (one million training hours, of which 500,000 for managers and supervisory staff, and 500,000 for blue collar workers), is being further increased.

Training for specific needs

Existing courses are being standardised and new ones developed. For example, an introduction to the basics of contract management is taught to enable all works supervisors, contract managers and sales engineers to properly understand the contract governing their project and adopt the appropriate conduct to ensure that it remains economically viable.

Priority to in-house trainers

Priority will be given to trainers drawn from within the Group. Insourcing training provision makes it easier to control both content and costs. In-house trainers are more familiar with the realities of field work and are better placed to make the connection between theoretical learning and the Group's actual circumstances. Ultimately, 1,000 teachers from within the Group will provide training via the university. This type of knowledge sharing will enrich and strengthen the Group.

Clemessy's business institute, staffed by 60 in-house trainers teaching a range of courses, some of which lead to formal qualifications, sets a fine example in this area. The same is true of the classroom and online training facilities that have long been operated by the motorway concession specialist APRR with the aim of passing on its collective knowledge and expertise. Courses are designed and run by volunteer in-house experts – both managerial and non-managerial staff – and are constantly updated to reflect the company's changing requirements and businesses.

"Master's" courses for all job categories

Five "Master's" courses have been introduced to cover all of the Group's training needs, from craftsmen to senior executives. The Master Prod, Master Chef, Master Socle, Master Spé' and Master Sup' courses form the basic architecture of Eiffage University.

Upskilling and career development

Master Prod' courses are designed for craftsmen and operators, and feature a combination of upskilling and career development modules. Topics include basic technical knowledge, placing coated aggregate, working with reinforced concrete, installing shuttering, placing rebars and winter road clearance operations. They also cover basic safety skills.
Master Chef courses are intended for site supervisors and team leaders, who are key links in ensuring that work is performed to an appropriate standard of quality.
Master Socle is designed for all employees.
The programme covers basic skills (reading, writing and numeracy), office technology and mentoring.
Master Spé' targets operational and support function managers as well as office-based and field-based clerical, technical and supervisory staff. It consists of a mix of general training (contract management, for example) and business-specific training. This training can be organised either as modules (in a single session lasting one or more days) or as several courses serving a common teaching goal (Purchasing, for example). The Master Sup' programme aimed at project management, facility operation and site management executives includes courses in turnkey projects and profit centre management.


Gilles Galoyer

The APRR group has introduced bespoke training courses, such as this module on the use of robotic equipment.


Gérard Cordiman

"The APRR group has set up its own classroom and online training facilities to pass on knowledge and expertise within the company."

Salvatore Santoro,
Training Manager, APRR

Appropriate training offer

MASTERS PROD'

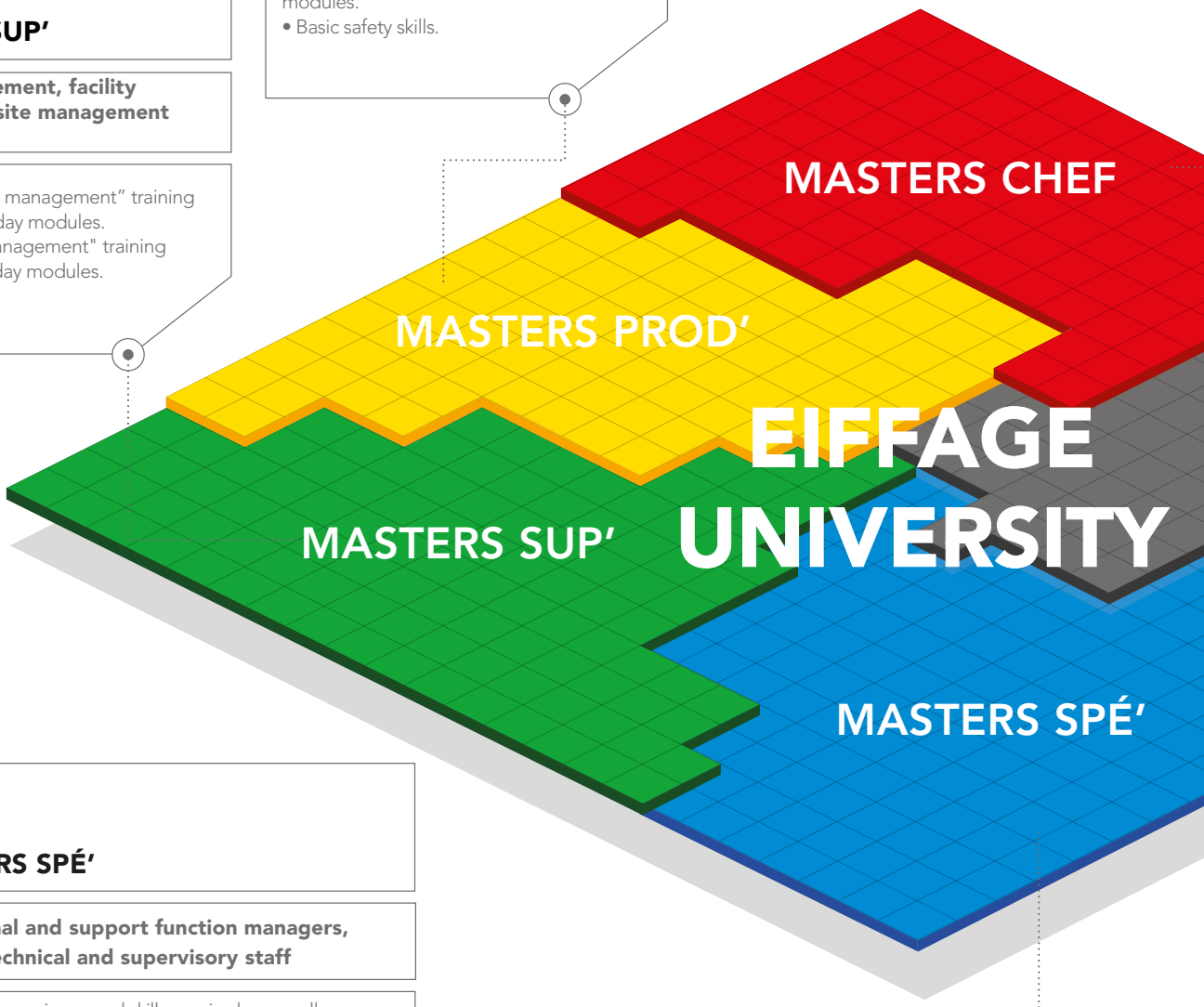
Craftsmen and labourers

- Training in technical skills, e.g. placing coated aggregate, working with reinforced concrete, installing shuttering, placing rebars and winter road clearance operations.
- Upskilling and career development modules.
- Basic safety skills.

MASTERS SUP'

Project management, facility operation and site management executives

- "Turnkey project management" training session: four four-day modules.
- "Profit centre management" training session: six three-day modules.



MASTERS SPÉ'

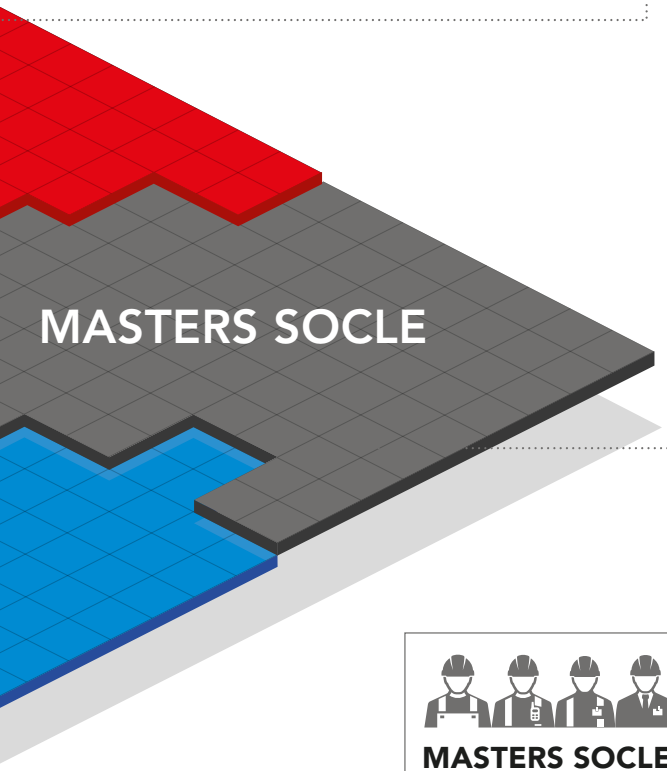
Operational and support function managers, clerical, technical and supervisory staff

- "Basic" courses in general skills required across all businesses: Basic Contract Management, Basic Design Studies and Variants.
- Business-specific courses: contract manager, purchasing manager; dedicated modules ("Best practices for reinforced concrete structures" for Eiffage Construction, "Hot-process coated aggregate" for Eiffage Travaux Publics, etc.).

947,424 hours
of training in 2014

Target of
1,000 "teachers"
drawn from within the Group

Training budget:
almost **€50 million**
in 2014



MASTERS CHEF

Site supervisors and team leaders

- Site management skills.
- Team management.
- Risk prevention and safety.

MASTERS SOCLE

All employees

- Basic skills (reading, writing, numeracy).
- Office technology (using software).
- Knowledge transfer (mentoring).

Safety – A top priority

All Eiffage Group businesses are committed to preventing occupational accidents and strive continuously to improve performance in this area. This sustained effort is bearing fruit.

Accident risks are a fact of life in the construction industry. As a result, preventing injury to Eiffage employees and protecting their health are essential for the Group. All businesses strive for continuous improvement in the area of safety, and are working towards the target of zero-accident performance.
The tireless efforts in the field led by company departments and networks of "risk preventers" and the constant mobilisation at every level are bearing fruit. Occupational accident frequency and severity rates continue to fall.
At Eiffage Construction, the frequency rate decreased by two basis points to 16.9 in 2014 (from 18.9 in 2013): 14.1 for Europe excluding France and 17.5 in France. The severity rating was low (1.35), resulting in an average of 42 days of sick leave, an improvement of around 5%. Similarly, at Eiffage Travaux Publics, the frequency rate decreased by almost 3 points (to 14.27 from 16.94 in 2013). The severity rating also decreased significantly (lost-time days fell by 26% year-on-year); the percentage of establishments with no lost-time accidents increased significantly (44% compared with 34% in 2013).
In the Energy division, the frequency rate was brought down to 10.05 from 11.35 in 2013 and 51% of entities reported no lost-time accidents.

Risk prevention management
In 2014, Eiffage Construction's risk prevention department provided risk prevention management training to the division's executives, including regional directors, directors of local entities and chief operating officers. "*Although there is sometimes a tendency to reduce safety shortcomings to behavioural issues in the field, we wanted to reverse the reasoning and work on risk prevention management. The division's managers reviewed their level of requirements, standards and discipline in this area and adopted detailed commitments reflecting their specific circumstances*", explained Jean-Louis Marotel, Eiffage Construction's risk prevention director. Furthermore, a risk prevention reference database has been set up to give works supervisors easy access to the Group's procedures for each workstation.

The spirit of progress
Similarly, risk prevention teams at Eiffage Travaux Publics pursued their campaign (launched in 2013) focusing on safety management and discipline, aimed at managers. "*Managers are the people who put the backbone into risk prevention*", notes Erick Lemonnier, Eiffage Travaux Publics risk prevention director. "*It is crucial that they uphold safety policy and set an example for others to follow. We are also continuing to run special training courses, promoting self-inspections, fostering best practices and, if necessary, applying disciplinary measures.*" Our techniques to incorporate safety considerations from the earliest possible stage of the manufacturing process are naturally included.
On 28 October 2014, Eiffage Travaux Publics employees took part in a national initiative – under the banner "Live life safely" – to promote solidarity and build team spirit. Participants were grouped into pairs and asked to observe the safety behaviour of their coworker(s) with the aim of complying to the fullest possible extent with the division's 20 golden safety rules.

All Eiffage Group businesses are committed to preventing occupational accidents, as illustrated by this example at Eiffage Énergie.

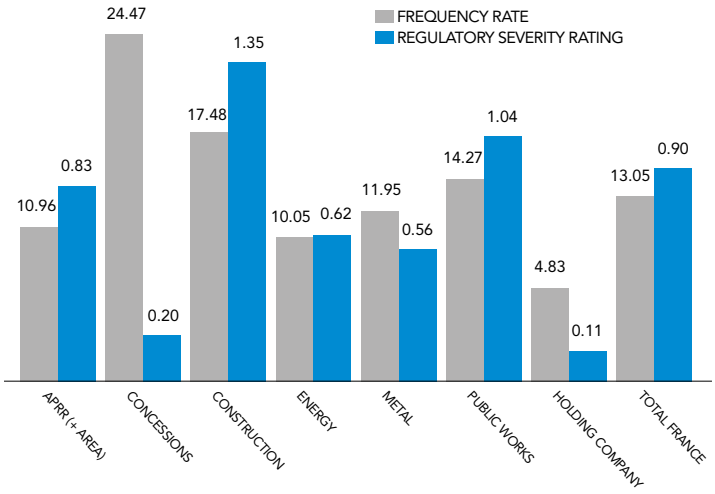
Situations involving risk
In a similar vein, on 17 October 2014, Clemessy and its specialist subsidiary Secauto staged an event devoted to workplace health and safety, attended by 120 people. The organisers ran five workshops addressing seven risk prevention themes: noise, vibrations, first aid, manual handling, overhead work, and organisation and countermeasures against fire and physical activity-related risks. The workshops were run by the two entities' occupational physicians as well as organisations such as

Graphito, a risk prevention consultancy, and Eurofeu, a fire safety specialist.
For its part, Eiffage Énergie has produced a video promoting its safety induction sessions for employees and trainees, an essential component of the division's occupational accident prevention strategy. The film features a dozen sequences presenting the various risk situations encountered at work sites.

The division continues to train new recruits in risk prevention management, and a dedicated module has been included in the Master Spé training course for contract managers.
Eiffage Métal organised a "safety week" focusing on behaviour. This event, which ran from 17-21 November 2014, covered topics such as driving risks, shared vigilance and life-saving behaviour.

APRR is researching solutions for decreasing the risk of cone laying-related accidents involving workers.

Occupational accident frequency and severity rates in France in 2014, by entity



APRR and AREA remain committed to risk prevention

For APRR, although occupational accident performance in 2013 did not live up to the standard of excellence set in 2012, encouraging results were obtained in 2014, with a total of 64 lost-time, work-related accidents, compared with 66 in 2013. This is no cause for complacency, however, and initiatives are being carried out at several levels.
The APRR Group remains committed to risk prevention, operating a continuous programme of training for its maintenance personnel. As the majority of occupational accidents relate to travel and handling operations, AREA has introduced several new tools, including training in proper movements and postures tailored to each business. The company is also trialling video-based risk prevention at two road maintenance centres, enabling employees to analyse their own practices.
APRR and AREA also organise joint events with other motorway companies, such as the gathering held in October 2014 to share best practices with Cofiroute.
At this convention, 25 risk prevention managers presented their assessment of the accident situation across the network, discussed the solutions adopted to prevent accidents and shared the results of ongoing trials, such as the automatic cone-layer/collector currently being tested, which makes employees' work less arduous and reduces their exposure to risk.

Safety awareness

Traffic cone-laying is an activity that potentially places the lives of motorway workers at risk. Recent regulatory changes required the manual governing temporary signage to be updated. All categories of personnel affected by this issue contributed to the review: representatives of functional departments with activities relating to traffic safety, risk prevention and training, as well as district managers and operatives. APRR echoes the position of the French Ministry of Ecology, Sustainable Development and Energy as well as local government, relaying worker safety awareness initiatives near work sites at its rest areas during busy holiday driving periods. During the summer of 2014, nearly 400 motorists learned more about this issue in a one-day event at four APRR Group motorway areas.

Certification

APRR's subsidiary AREA has confirmed its commitment to the Group's deep-rooted safety culture, seeking and obtaining triple certification covering quality, safety and environmental performance. Three certification audits were conducted: ISO 14001 (environment), ISO 9001 (quality) and OHSAS 18001 (occupational risk prevention).

Employee share ownership – A cornerstone of Eiffage's identity

Employee share ownership is in Eiffage's blood, underwriting the Group's independence and rallying employees to a common cause in addition to boosting personal savings.

Each year, nearly 500 "messengers" representing the Eiffage Group's employees gather in Paris to kick off the annual subscription campaign.

Gérard Tordjman

"Becoming an employee shareholder – even with only a few shares – means being a part of the Group's history, upholding its values and having confidence in the future. The Eiffage employee share ownership programme is celebrating its 25th anniversary. And the desire to continue strengthening its foundations has never been stronger."

Béatrice Brénéol,
Chairman, FCPE Eiffage Actionnariat

As in previous years, the 2014 Eiffage share subscription campaign among Group employees was a resounding success. Employees contributed nearly €103 million, which was used to increase shareholder equity and finance acquisitions. The campaign was also a popular success: 34,000 employees – nearly half of the Group's personnel – took part in 2014 (5,000 more than in 2013), with subscribers contributing an average of €2,980. For the first time in 2014, the subscription was rolled out to include the Belgian subsidiaries, Eiffage Sénégal and Clemessy.

Eiffage's genetic make-up

This result is anything but a coincidence – such is the extent to which employee share ownership is part of the Group's DNA. Through this programme, which is open to all social and professional categories and celebrates its 25th anniversary in 2015, nearly 61,000 employees and former employees together own a 25.30% equity share. Throughout Eiffage's history, this massive investment by employees has enabled the Group to fend off hostile takeover bids, particularly the most recent attempt, by a Spanish competitor, Sacyr, in 2006-2007.

Specific culture

Employees number among Eiffage's shareholders on a scale unmatched in Europe for a company this size. This distinguishing feature not only safeguards the Group's independence but also enhances cohesion and stimulates growth. Extensive employee share ownership is instrumental in preserving Eiffage's organisational model and maintaining the commitment to give priority to teams from within the Group on collaborative projects.
Naturally, the programme has also enabled individual employee shareholders to build long-term nest eggs. It has even helped to forge a specific corporate culture. Moreso than in other companies, Eiffage's management team must convince employees – who have the same rights as other shareholders – that its strategic choices are sound.
This can be a tricky task at times, when business is slack or the share price lags behind expectations, but is well worthwhile over the long term, given the extent to which employee share ownership helps to rally the whole Eiffage community around shared goals. Pierre Berger, Eiffage's Chairman and CEO, describes employee share ownership as *"a guarantee of stability that also enables employees to benefit from the company's performance over the long term"*.

Solid foundations

For the past 25 years, Eiffage's employees have played their part in building a uniquely long-lived employee share ownership model with an exceptionally high employee participation rate. The employee buyout at Fougerolle, launched in 1990 by then-CEO Jean-François Roverato in order to protect the company's independence, was the first milestone in the history of Eiffage employee share ownership. These foundations were strengthened over the years and no external attack has ever succeeded in shaking them. The hostile takeover bid launched by Sacyr was fended off at the Shareholders' Meeting in 2007, thanks to the significant equity share held by employee shareholders, Eiffage managers and the Caisse des Dépôts.
Upon being appointed to lead the Group in 2011, Berger let it be known that he would continue to promote and expand the employee share ownership that is an integral part of the Group's genetic make-up. He described this shareholder community as providing defensive value by protecting the Group's independence, offensive value by providing the Group, via subscriptions, with resources to fund growth, and last but not least, capital growth, underscored by the fact that in 25 years in operation, no employee investing regularly over an extended period has ever failed to recoup their investment.

The construction sector leads the way in employee share ownership

Employee share ownership has historically been very prevalent among building and public works contractors large and small. Turnover in this sector was high, with workers tending to stay with a particular employer only for the duration of a project. Offering shares was among the solutions devised to retain the best employees. Over time, companies that went down this route developed a specific culture informed by the link between work and equity ownership. This link also helped such companies to safeguard their independence.
Eiffage has taken this model further than any other Group of its size.
At a smaller scale, some 600 French SMEs operating in the construction sector have adopted a status as a workers' cooperative (*société coopérative et participative – SCOP*), with their employees owning at least 51% of the company's capital.

Employee shareholders are celebrating the 25th anniversary of Eiffage's creation in 2015.

"It's like saving money in the bank, except that we invested in Eiffage shares instead. My wife and I have now bought a house and I'm delighted we made this investment. Without it, I don't think I would have been able to set enough money aside each month."

Romuald Reginac,
Plant Operator, Eiffage Travaux Publics

SUSTAINABLE DEVELOPMENT

Sustainable development strategy

Controlling our impacts while increasing our competitive advantages is at the core of Eiffage's innovation and sustainable development strategy.

View from the Ilot Allar demonstrator – The central passageway.

Although the overall European economic picture was mixed in 2014, with economic activity at moderate levels and a slight increase in gross domestic product (GDP), business in the construction and concessions sector fared worse, with below-average order books and significant layoffs.
These tough conditions in no way obviated the challenges in the areas of innovation and sustainable development, such as reducing our dependence on fossil energy, relieving pressure on natural resources, preserving biodiversity and systematically recovering resources, whether by recycling materials or restoring natural environments degraded by human activity. The booming market for sustainable cities is confirming this model and consolidating the sustainable development strategies directly related to it.

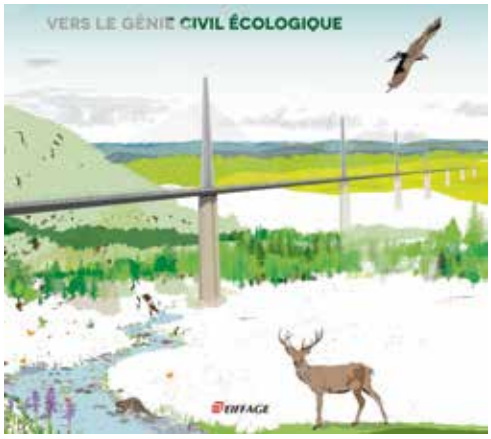
A systemic method and multidisciplinary expertise for sustainable cities

Supporting the trends observed in recent years, demand for "sustainable cities" is becoming more pressing, fuelled by urgency in three areas:
• environmental urgency relating to the damaging consequences of rampant urban development;
• social urgency, resulting from cohabitation and in some cases confrontation between populations that migrate to cities out of economic necessity rather than by choice;
• economic urgency, characterised by the requirement to build better, faster and at lower cost, for financially constrained populations and local authorities.

Eiffage's sustainable city strategy, which was initiated in 2007 and consolidated by its Phosphore sustainable urban development research programme, focused on two major projects in 2014:
• building the Ilot Allar eco neighbourhood in Marseille, which put into practice the results of the Phosphore research programme via the HQVie® sustainable construction methodology;
• designing an urban design digital tool to export "French-style sustainable cities", uniting French skills in the various components of a sustainable city under a common banner.

Corporate ecosystems reliant on the physical ecosystem

The fortunate respite in the artificial fall in Brent oil prices in 2014 merely confirms the need to guard against economic shocks resulting from commodity price manipulations as global reserves slowly but inexorably dwindle. This lack of visibility further vindicates



In April 2014, Eiffage published the second book in its *Stratégie d'avenir* (Strategy for the Future) series, entitled *Vers le génie civil écologique* (Towards Green Civil Engineering).

the strategy of finding substitute fossil energy use in favour of substitutes.
After identifying and measuring a city's greenhouse gas emissions, a necessary prerequisite for change management in this area, Eiffage focuses on three types of action in addition to its overall sustainable city strategy:
• research programmes relating to fossil energy substitute products and processes, particularly for use in public works;
• duplication of the carbon technical and economic arbitration funds for public works in the light of positive initial feedback from the Bretagne-Pays de la Loire high speed rail link, for which this financial approach was adopted for the first time in France;
• perfecting and promoting expertise in sustainable construction and energy renovation, backed by systematically applying for energy savings certificates for clients.

The "biodiversity" issue is now an integral aspect of the construction and concession businesses. Not only is preserving biodiversity increasingly being stipulated as a criterion for obtaining administrative licenses, but is acquiring a status as a competitive strength.
In April 2014, Eiffage published a book on the subject of the related change management. *Vers le génie civil écologique* (Towards Green Civil Engineering) uses examples from three major public works projects to illustrate the progress and knowledge achieved by applying the AMO sequence: Avoid impacts, Mitigate unavoidable impacts, Offset residual impacts.
In a similar vein, Eiffage has published annual progress updates since 2012 for its 28 initiatives within the framework of the national biodiversity strategy.
The association Humanité et Biodiversité produces an independent analytical assessment of the progress achieved.

In December 2013, Eiffage became an approved member of the Business and Biodiversity Offset Programme (BBOP), an international initiative to offset environmental impacts with no net loss of biodiversity. The Group made a presentation to the BBOP's International Conference in London on the theme of sustainable development governance and biodiversity preservation, illustrated with examples from the Bretagne-Pays de la Loire high speed rail way.

As materials appear likely to become scarcer, rational extraction and more extensive waste recycling and recovery are areas in which Eiffage divisions are investing, in particular the Public Works division, which is developing technical and industrial solutions to considerably increase the proportion of recycled inert waste in its products.

Companies are a living social ecosystem that adapts to change

The construction and concessions sectors are subject to multiple social factors relating to a variety of longstanding and emerging themes at different stages of maturity.
For example, work-related accident prevention policies are supported by long-established and clearly-defined procedures, dedicated professional resources and tools enabling them to be precisely managed. To more effectively address key training needs, Eiffage overhauled the Group's training infrastructure. All corporate and division-level training is now provided via Eiffage University, which serves all employees, from craftsmen to senior executives.
Proactive company policies are rolling out active collaboration between the divisions and local work integration partners, and the Group has made formal commitments in the area of equal opportunities.
The dynamic efforts in relation to disabilities and the employability of older workers have been sustained and formalised through action plans. Equal opportunities for male and female workers is a clearly-identified but not yet fully mature topic, and bridging the historical gap is no easy task.

Strategic focus on operational activities

Implementing sustainable development at operational level when bidding for contracts is an absolute priority for the Group. Eiffage must foster a mentality in which sustainable development becomes a component of the Group's business offerings in the same way as innovation.
In 2014, as in previous years, this integration strategy was supported by operational tools, including:
• Univers HQVie® (high quality of life) – A proprietary digital platform designed to enable the HQVie® sustainable construction methodology to be rapidly rolled out across all operational units;
• The enhanced third version of GEODE, the operational environmental management software application, which has been deployed across all divisions and is used by 500 employees responsible for sustainable development and environmental issues.

Building differently – A multidisciplinary approach

The goal of building differently reflects a fundamental shift in construction businesses, highlighting the principle of restraining consumption at every stage of a project, upskilling in the area of ecodesign, adapting to different use cases and, last but not least, taking the consequences of climate change into account when designing buildings and neighbourhoods using a life cycle analysis approach.

ARM 2500® in action (Eiffage Travaux Publics).

A wealth of expertise must be brought to bear on design, build, operate, maintain contracts for turnkey structures. Such projects deliver practical solutions for clients and users, and contribute to the emergence of the sustainable city.

Exclusive expertise applied to sustainable construction

Eiffage has focused its efforts to develop an innovative, structured offering featuring concepts, processes and products that deliver a winning combination of energy performance, environmental precaution and user comfort at best cost.
For example, the Construction division has developed Concept Lignum®, which advantageously combines engineered wood and concrete, and HVA Concept™ prefabricated bespoke bathroom modules, which can be either mass-produced or, with effect from 2014, supplied as customisable standard products. Eiffage Énergie is rolling out its Expercité® online asset management solution, a web application for geolocation and management of urban facilities and networks that enables authorities to map all networks and facilities in a city or region and manage the activities of works and maintenance teams.

In addition to its expertise in complex, energy-efficient façades, the Metal division markets special-purpose products to facilitate local development, such as the Unibridge®, a modular bridge (patented in partnership with Matière®) designed for fast assembly and disassembly with no need for welding.
The Public Works division's road construction and maintenance solutions systematically include non-technical requirements in their specifications. These relate to improving working conditions, preserving natural resources, enhancing the comfort of users and local residents, blending structures into their surroundings, etc. For example, the Biocold® range of cold-process coated aggregate for road maintenance applications is produced at a temperature below 100°C and can be formulated with up to 100% recycled aggregate and organically sourced binders. The division also develops special processes that optimise raw material consumption, such as in situ road surface recycling. The new ARM 2500® system was introduced in 2014.

Eco-design for a greener offering

Eco-design can be a useful tool for reducing greenhouse gas emissions and excessive consumption of resources during the construction and subsequent operation of buildings. As a result, the Construction division not only applies the environmental precautionary principle when selecting construction materials or managing ISO 14001-certified work sites, but also strives to improve services to users, particularly by optimising work site procurement flows, considering changing building uses and facilitating disassembly and material separation activities.
For several years, the division has been designing and building affordable, energy-efficient homes. The success of these competitive products can be attributed to a trio of factors: streamlined design, industrialised production for zero-defect quality and energy efficiency. The division now

has a varied, proven housing offering, including the H2CO social housing range and EcoEco affordable homes, as well as Vivalib for senior independent living and Ehpad Évolution long-term care homes for the elderly.
The Flexi+ approach has been developed in response to the emerging need to adapt to change, and the Evolutile® concept – an HQVie® solution – focuses on homes designed to meet the needs of the family and adapt to changes in occupants' uses, such as the arrival and departure of children, teleworking, looking after a parent, etc.
Eiffage Construction has adopted a non-dogmatic approach to encouraging the use of wood, by combining it with concrete in floors, for its inertial properties and comfort during the summer months, and with metal for its load-bearing properties when used in overhangs in dry-build applications. The Concept Lignum® programme is being rolled out across the housing range (H2CO, EcoEco and Flexi+). Furthermore, the division is supporting the plan to revitalise the wood and timber construction sector being led by ADIVBois (*Association pour le développement des immeubles à vivre en bois*), reflecting Eiffage's willingness to make best use of this resource and share its know-how.
The life-cycle analysis approach, already widely used by Eiffage Construction, is being rolled out to the Energy division, albeit with the emphasis on systems – utilities, heating, lighting and cooling – rather than products. The aim is to reconcile user comfort and quality with environmental and health considerations by, for example, opting for greener utilities, implementing measures to enhance indoor air quality and recycling more waste.
A systemic approach to comparing systems and performance is appropriate in this context.

Methodology for a systemic approach to sustainable development issues

The HQVie® sustainable construction methodology, which was developed as part of Eiffage's Phosphore sustainable urban development research programme and is compatible with the HQE® high environmental quality concept, reflects the complexity of a systemic approach to sustainable development issues in urban projects at the building, block and neighbourhood levels. Many themes are analysed and incorporated into the project's HQVie® profile, including ecomobility, intensifying and changing uses, the energy mix and prevention of climate change-related risks. The Construction and Energy divisions have begun applying this approach to competitive bidding processes for Écocité-certified development projects, sporting, hospital and educational facilities, university campuses and housing, office and service business developments.
In order to roll out this innovative methodology in a consistent manner, an online platform designed for operational units was implemented in 2014. The Univers HQVie® platform, as it is known, serves several purposes, including rolling out the HQVie® approach and the Group's solutions, delivering an innovative response to development projects, sharing innovations, offering affordable, reproducible solutions and fostering partnerships with attractive stakeholders (clusters, start-ups), etc.

Adapting and developing urban transport infrastructure

Eiffage has a cross-cutting offering in the area of urban transport infrastructure, backed by the full spectrum of related expertise. Such projects in dense urban areas are very demanding in terms of safety requirements, schedule compliance and impacts on the environment and nearby residents and businesses. The Public Works division has undeniable environmental expertise in underground works in urban surroundings, with particular skills in the treatment and disposal of the large volumes of earth generated by tunnel digging operations in confined spaces, management and prevention of groundwater pollution, and the issue of noise and other inconveniences to nearby populations.

Pushed Slab office complex – Rungis mixed-use development area.


The Ambiance range developed by Eiffage Travaux Publics (including the Color'Art® coloured coated aggregate shown here) adapts to suit the vast range of applications in urban environments.

Energy performance through expertise and innovation

Faced with the strategic, socioeconomic and environmental challenge of reducing our energy consumption, Eiffage operates a three-pronged energy performance policy that aims to continuously improve its technical and commercial offering, make best use of renewable energy-related techniques and optimise the Group's own energy performance.

Honing Eiffage's expertise and developing a shared energy performance culture throughout the Group cannot be achieved without training and the formation of networks in each division:
• networks of energy advisors have been set up in the regional divisions;
• organisational structures have been optimised to tackle energy performance issues more effectively;
• Eiffage Construction has set up an Energy Engineering and Technical Work Packages department;
• Eiffage Énergie is coordinating its expertise, business by business;
• Eiffage Travaux Publics set up a new Quarries industrial division in 2014 to ensure that performance at its material extraction sites is monitored consistently. In late 2014, the Roches Bleues quarry in Saint-Thibéry was the first quarry in mainland France to receive ISO 50001 certification.

Innovative offering

The Group's ambitions in terms of energy performance are demonstrated most clearly through its development of innovative, high-performance offerings. For example, the HQVie® sustainable construction methodology resulting from the Phosphore sustainable urban development research programme sets very ambitious energy performance targets and encourages projects to move beyond existing construction standards. Using renewable energy, expanding the energy mix and designing energy-efficient buildings and city blocks based on passive- or positive-energy concepts have become the rule rather than the exception.
Eiffage Métal continues to develop – via its subsidiaries Goyer and Laubeuf – the cutting-edge expertise that has made its reputation in the area of energy-efficient structural shells and complex façades, as showcased by two remarkable projects in 2014: the Majunga and D2 towers in the La Défense business district near Paris. Also in 2014, Eiffage Construction began fast-track development of the Ilot Allar eco-neighbourhood in Marseille.
The energy aspect of this project is strategically central: the division, in partnership with EDF Optimal Solutions, is researching the suitability and reproducibility of a Mediterranean city block model, incorporating local renewable energy via a seawater-based heat transfer loop and fully reflecting the user behaviour dimension, in particular via the EiffyConso™ real-time consumption and alert management offering.
At Eiffage Énergie, the Operation and Maintenance activity has been reorganised with the aim of developing a multi-technical, multi-site offering focused on optimising the energy performance of structures. Clemessy uses its ClemSEE energy efficiency-oriented building management system (BMS), which is suitable for specialised infrastructures such as hospitals and educational facilities. The company also provides its clients with sustainable maintenance services to improve the energy efficiency of their existing engines.

Role of renewable energy in energy performance

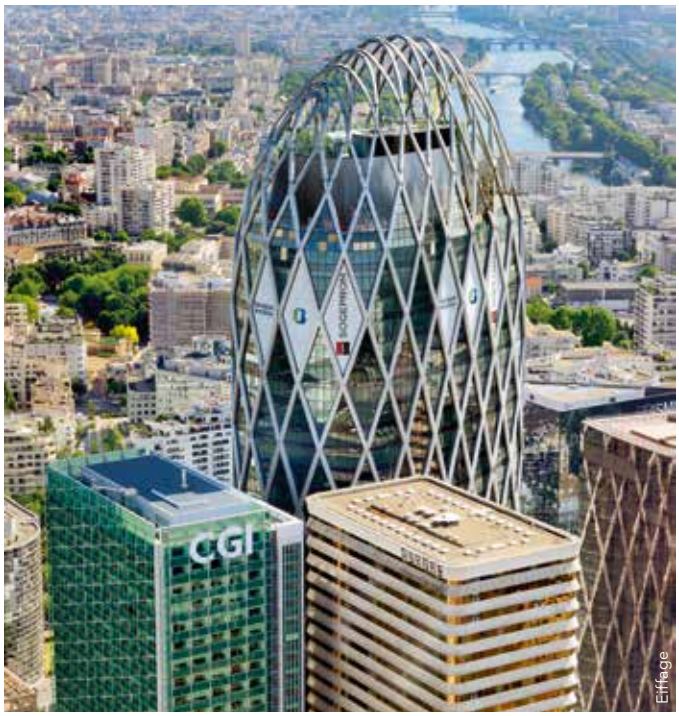
The divisions specialising in power generation and energy systems maintenance are leveraging their expertise to promote renewable energy, designing and implementing state-of-the-art technical solutions in this area.
As experts in solar power, Energy division companies work on public and private-sector installations, developing optimised, bespoke solutions. For example, the division is providing its services at the Arsac photovoltaic solar farm, which features 330,000 panels with a capacity of 84 MWp. Clemessy is also building a geothermal energy business, in particular through its participation in the GEODEEP cluster.
Eiffage Métal draws on its experience in the area of offshore renewable energy and is taking part in projects to build the offshore HV transformer sub-stations for the Gemini and Gode Wind farms, respectively situated in Dutch and German waters.
Eiffage Énergie is more focused on the onshore wind power market. For example, in southwest France, a partnership has been in place for several years with Eole-Res, which develops, builds and operates renewable power generating facilities in countries

around the Mediterranean basin and in the Middle East. Biomass heating and cogeneration are attractive energy solutions in which Eiffage Énergie teams have expertise spanning everything from design to maintenance. Other divisions are helping to build boiler plants and anaerobic digestion facilities, such as Eiffage Travaux Publics, which is building anaerobic digestion and biogas purification units for farmers in the Champagne region.

Optimising the Group's energy performance

All divisions continue to take action to improve their internal structures:

- APRR and AREA are striving to optimise the operation of HVAC facilities at their sites and to decrease energy consumption at motorway areas, where a renovation effort is underway. In particular, this includes switching to LED lighting technology at small rest areas and installing more efficient lamps and astronomical clocks at larger rest areas.
- Eiffage Construction continued to gather and process feedback from pilot real estate development projects. The design-and build project for the Group's future headquarters, to be built in accordance with the HQVie® sustainable construction methodology, has been informed by experience gained during earlier projects. BREEAM® and HQE® (exceptional standard) environmental certification will be sought.
- Eiffage Énergie is seeking ISO 50001 certification for all companies in the division.
- Eiffage Travaux Publics is implementing a nationwide programme to modernise its aggregate coating plants and binder depots. R&D efforts continue, including ongoing development work for EBT® low-temperature coated aggregate.



The D2 tower in Paris La Défense.

Photovoltaic panel array in São de Julião do Tojal, Portugal (Eiffage Énergie).

Exemplary new-build and renovation projects

New-build and renovation projects involving the Construction and Energy divisions, which are particularly active in this area, target exemplary energy performance standards, often associated with the BBC® energy efficiency or other labels, or certified for compliance with HQE® environmental criteria, among others. For example, as a result of a partnership between the two divisions, the Mauges secondary school in Beaupréau will qualify for NF Bâtiments Tertiaires certification under HQE® environmental criteria and for BBC-Effinergie BEPOS energy performance label for positive-energy buildings. Other divisions are also helping to build energy-efficient projects, including the Metal division, which built the façades for the Pushed Slab (ZAC de Rungis), Urbagreen (Joinville) and Westplaza (Colombes) complexes, which qualified for the BBC® and HQE® labels, and even the BREEAM® Excellent label in the latter two cases. Unlocking significant energy efficiency-related gains, building renovation market is a booming market characterised by high technical added value. Eiffage Construction is currently working on a design-and-build energy renovation project for 70 occupied social housing units located in Colombes. The division is applying for dual BBC-Effinergie Rénovation® (50 kWhPE per sq. m per yr) and Passivhaus Rénovation certificat EnerPHit labels (max. heating requirement of 25 kWh per sq. m per year).

Reducing our ecological footprint

The Group's businesses continue to evolve in step with realities on the ground. Responsibility, acceptability and business sustainability are among the reasons for these transformations, which are necessary if the company is to be able to tackle multiple challenges including exponentially increasing pressure on natural resources, ongoing harm to the living world and the foreseeable consequences of climate change.

Sunrise over the glacier – 2010 photography contest.

Issues relating to the environment and the living world must be given proper consideration at every stage in the business chain. The Group's environmental strategy – which includes integrating relevant expertise and know how into the core businesses – focuses on three main areas:
• controlling the environmental impact of construction and operating activities;
• developing a range of environmentally friendly products and services;
• harnessing the Group's ability to innovate in response to these challenges.
The strategy is based on a combination of fundamental commitments and appropriate resources provided to or used by member companies.

Risk prevention and management of risks relating to the environmental aspects of activities focus not only on decreasing the Group's ecological footprint but also on preventing financial, criminal and reputational risks relating to the company's internal scope or to its business offering.

Internally, this involves action focused on measuring impacts, optimising our ecological and energy footprint – consumption, greenhouse gas emissions, waste management, etc. – providing training to promote excellence on environmental issues, and obtaining ISO 14001 certification for all entities. As well as anticipating environmental risks when bidding for contracts and taking them into account when calibrating the technical and financial aspects of the Group's proposals, Eiffage uses operational tools that enable clients to choose green solutions with measured, verifiable impacts.

In order to implement eco-friendly solutions, Eiffage performs a systemic analysis of the challenges and solutions in accordance with the HQVie® sustainable construction methodology, assesses the environmental performances of structures and shares best practices.

Innovation has been centred on "Build differently" techniques by focusing R&D efforts on techniques and processes that feature lean natural resource consumption, reduced greenhouse gas emissions, and the lowest possible direct and diffuse environmental impacts, by capitalising on the Group's expertise in biodiversity preservation at all stages of projects – including early in the bidding process by applying the Avoid, Reduce, Offset strategy – and by anticipating the consequences of climate change for the Group's businesses (informed by the Phosphore forward-looking research programme), with the aim of:
• creating a disruptive shift from current processes in favour of approaches and solutions appropriate to post-carbon cities, making maximum use of renewable energy;
• promoting the systemic analysis of requirements and seeking solutions that do not address urban issues (mobility, energy, new construction and renovation, urban ecosystem services, etc.) in isolation from each other.

The HQVie® collaborative platform

The *Haute Qualité de Vie*® (HQvie®) methodology, devised in 2009 as part of the Phosphore sustainable urban development research programme, is based on a systemic approach to sustainable development issues in land development and construction projects. A digital platform devoted to the operational rollout of HQvie®, solutions arising out of Phosphore and innovations developed by the divisions was implemented in 2014. This platform, named Univers HQvie®, is an upgradeable learning tool intended for use by all Group employees responsible for producing tenders.

Founding commitments

Company policies

Biodiversity Charter (2009)
Water and Aquatic Habitats Charter (2011)
Division-level policies signed off by their Chairmen

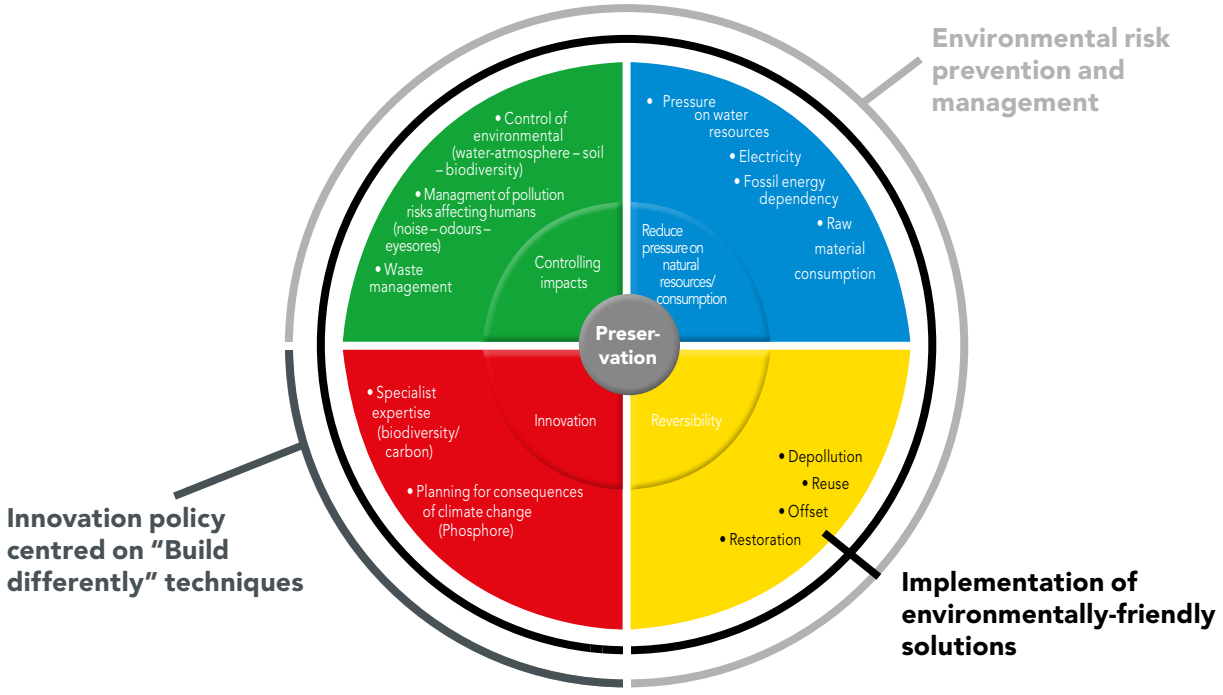
Voluntary commitments

Business and Biodiversity Offset Programme (2013)
Recognised commitments under the National Biodiversity Strategy (2012)
Carbon Disclosure Project (since 2009)
Greenhouse gas emissions assessment (BEGES) (2008)
Commitment under the Global Compact (since 2005)

Major environmental themes embodied in policies

Biodiversity, water, natural resources, carbon and miscellaneous impacts are among the themes addressed in the environmental policies at Group and division levels. Aware that the Group is exposed to the risks associated with declining biodiversity, such as overconsumption of natural spaces, the multiple sources of pressure on water resources and the use of mineral and fossil resources, Eiffage regularly brings in new expertise, renews its design and construction methods and shares its experience with environmental players. The Group's water policies, which since 2011 have been governed by the Water & Aquatic Habitats Charter, support efforts to promote rational water management and preserve this precious resource. Group companies, irrespective of their businesses, are directly involved in the issue of managing the environmental impacts of their activities and production facilities, and are implementing appropriate solutions to tackle waste, discharges into the ground and atmosphere, noise pollution, eyesores and unpleasant odours, etc. Eiffage has chosen a carbon strategy that covers the Group's own resources as well as those of its clients, making selling points of its efforts to measure and decrease the carbon footprint of its activities and cut greenhouse gas emissions.
Lastly, sustainable resource use is helping to reduce the Group's ecological footprint and will make it easier to adapt as raw materials become scarcer. Eiffage Travaux Publics, which is particularly affected by this issue, is developing increasingly lean processes and products.

Focuses of the Group's environmental preservation efforts



Preparing for the future

The Grenelle environmental summit advocated a revolution in development practices, particularly in the area of urban planning. We must tackle the twin challenges of adopting a systemic analysis-based approach to our cities and designing solutions that address different yet interdependent issues.

View from the Ilot Allar eco-neighbourhood interactive demonstrator.

As befits the Group's status as a city development all-rounder, Eiffage is committed to an applied research programme that focuses on change management in its businesses, with the aim of reducing the ecological footprint of its activities.
The Group is helping sustainable cities to emerge in France and other countries, in particular through initiatives such as the Phosphore forward-looking sustainable urban development research programme set up in 2007, the Astainable® urban design software application that is spearheading the excellent French urban offering in international markets, and the HQVie® design methodology for sustainable urban development. Whether branded as post-carbon cities, low-carbon cities, sustainable cities or smart cities, the desirable sustainable cities of the future present significant challenges in terms of adapting to the consequences of climate change and to the profound sociological transformations already underway.

The Ilot Allar eco neighbourhood – an exemplary, innovative development acknowledged by the ÉcoCité label

Marseille's 112th village, the Ilot Allar eco neighbourhood, which was the focus of the first two sessions of the Phosphore research programme from 2007-2009, is now becoming a reality. The project embodies the convergence between the sustainable development dynamic initiated in an area of Marseille by the city authorities via the Euroméditerranée project, and Eiffage's own commitment as a sustainable development stakeholder. This pioneering eco neighbourhood project is a proving ground for the concepts developed by Phosphore, not only for the innovations that will be implemented but also in terms of the design methodology applied. The Ilot Allar eco neighbourhood takes an innovative, reproducible approach well suited to the Mediterranean context

and its challenges in terms of density, development schedules, architectural quality, environmental performance and the relationship with public and outdoor spaces. Despite the challenging economic and social environment, the project promises a low-cost/easy tech approach and fosters innovation and experimentation with new energy solutions, environmental preservation and social integration.

Astainable® – the digital demonstrator for the French vision of the sustainable city

The Astainable® project – from the words sustainable and Astana – embodies the French sustainable cities offering for the export market. In the first initiative carried out under the Vivapolis umbrella brand, the request for proposals issued on 26 July 2013 by the Foreign Trade Ministry and the Treasury and Economic Policy Department (DGTPE) aimed to provide a virtual shop window, contextualised in a real-life location, for the full spectrum of French expertise available to support the emergence of a sustainable city. This know-how ranges from engineering skills to industrial, technical and technological expertise. The contract was awarded to Astainable®, a consortium led by Eiffage, together with EGIS and GDF Suez, supported by their partners Poma, Safège, Enodo and PGA. The consortium's role is to promote French excellence in the various "bricks" that make up a sustainable city, including ecomobility, energy expertise, responsible water and waste management, sustainable construction, digital and information technologies, and farming and nature in urban environments. This initiative is providing considerable exposure for exportable French solutions by adopting use cases and configurations that reflect the requirements of a real-life location, namely Astana, the capital of Kazakhstan and an iconic example of a modern city subject to the pressures associated with strong appeal and booming expansion. The project, featuring a 3D image-based urban design software application, provides a digital platform delivering an immersive experience that helps viewers to understand how the proposed technical and technological solutions will be used.

French expertise, both from a design perspective (planning, architecture and engineering considerations) and in terms of the proposed products and services, is of a sufficiently high standard to generate profitable activity that is sustainable from all points of view. Through Astainable®, the Group is helping to shape the French vision of the sustainable city, characterised by the following three components:

- all-round systemic analysis, taking into consideration all aspects of the sustainable city, to ensure that requirements are comprehensively determined and to identify any synergies between or side effects of investments before they are made;
- respect for location engineering and the in-depth diagnostic audit of the urban project site, in order to provide multiple responses to its climate-related, geographical, cultural, human and economic characteristics. Understanding the location also means anticipating sociological shifts, such as foreseeable changes in the need for housing and urban services attributable to socioeconomic factors such as divorce rates, life expectancy, increasing self-employment, teleworking, etc;
- top priority for usage and quality of life, and to the use of new technologies for the benefit of residents: making a city sustainable implies making its inhabitants' quality of life the focal point of the approach, rather than promoting technical solutions for their own sake. The overall urban solution can be enhanced by taking the behavioural dimension into consideration and choosing solutions that favour social cohesion.

View from the Astainable® interactive demonstrator.

Unprecedented organisation

One of the main objectives of the Astainable® project is to create a French industrial club for sustainable cities. This not only entails targeting all business sectors that contribute to the "bricks" comprising a sustainable city, but also identifying partner organisations able to rally those companies around Astainable® goals, playing the role of official intermediaries between partner companies and the consortium.

The Industrial Club (*club industriel*), launched in 2014, includes competitiveness clusters, technology research centres, business clusters and companies of all sizes from all regions of France; members contribute to the various themes associated with sustainable cities and are willing to present the solutions promoted through the software platform. The only requirement is that such solutions must be French, in the sense that they correspond to jobs based in France. In 2014, the Astainable® Industrial Club had members from 16 different competitiveness clusters.

Preserving our values

Since 2011, the fundamental principles underpinning Eiffage's stance on ethical business practices are recorded in the Ethics & Commitments Guide, which sets out the rights and obligations of all employees, as well as the Group's commitments with respect to its stakeholders and specific issues, such as sustainable development and the environment.

Eiffage Sénégal employees attending the 2014 International Women's Day celebrations.

In signing the Global Compact in 2005, Eiffage made a commitment to uphold, spread and advance the basic principles laid down by the United Nations. In France and all other countries in which the Group has operations, employee representative organisations have been set up and operate in accordance with applicable national regulations.

Multi-facetted employment policies

Eiffage operates a dynamic employment policy – made possible in part by mobility within the Group – and strives to keep people in work and training through a range of initiatives including partnerships with students receiving basic training and work integration schemes.

The recruitment and employment strategies employed by the divisions are informed by employment and expertise plans or agreements, generational contract agreements or action plans, training plans and mobility policies.

Internal and international mobility is a key tool for safeguarding jobs; this is specifically communicated to employees.

Mobility processes have been more widely encouraged in the metal and energy business lines. To make the Group's businesses easier to understand and to inspire by example, long-term partnerships are forged with engineering academies and universities, such as the École Polytechnique and the École Nationale Supérieure des Arts et Métiers. Events enabling Eiffage to reach out to students and teaching staff are held regularly.

Certain divisions promote their businesses through strategies primarily aimed at younger workers, to attract them to activities sometimes subject to labour shortages.

Eiffage is a stakeholder in numerous partnerships and corporate philanthropy initiatives that help people in difficulty find work. The Group supports a network of regional work integration clubs (CREPI), the members of which include regional companies that carry out pro bono back-to-work programmes.

The Eiffage Foundation provides support to work integration projects for people coping with difficulties of all kinds. Eiffage is a signatory to the Companies and Neighbourhoods Charter.

Training enhances employability

Eiffage's training programme satisfies two goals: develop in-house resources by taking into consideration employees' career aspirations and

retain employees through upskilling and by helping them to adapt to new needs. Eiffage University, created as part of a major reorganisation of the Group's training programme in 2014, illustrates the Group's determination to enhance its competitive capabilities by developing employees' skills, maintaining their employability and enhancing their versatility.
Training courses target a number of focus areas, including risk prevention, business skills, adaptation to structural or cyclical changes and training that leads to qualifications. Improving the managerial skills of executives and preparing high-potential employees for management positions are two other major objectives, for which corresponding training programmes have been developed.
The divisions operate an active work-study policy, as they have long understood the value of this type of training, which is a major source of recruitment opportunities.
Supplementing the university, the divisions operate their own training centres – fully-fledged academies that provide a route into long-term employment.

Ambitious diversity and equal opportunities action plans

The Eiffage Charter of Values upholds diversity and equal opportunities for all, without distinction based on gender, age, nationality, religious conviction, social background or state of health, as fundamental principles of company life. Diversity, Equal Opportunities and Generational Contract agreements and action plans implemented by the divisions in response to these commitments and regulatory changes are regularly renewed. Numerous internal communication initiatives are helping in the fight against prejudice, and a proactive training policy on preventing discrimination has been rolled out for managers.
Although the workplace remains predominantly male, a raft of agreements and action plans to promote gender equality has been implemented. A number of targets have been set in terms of the number of women in operational management positions; parity in training, pay and promotions; and a good work-life balance. Generational Contract agreements and action plans have incorporated the divisions' targets in terms of employment of seniors: retaining employees aged 55 and over; assigning seniors to positions as mentors and apprenticeship instructors; continuing to provide training and career development; and offering attractive job opportunities.
Disability action plans aim to help employees with disabilities find their place in a team or working with other teams. Their provisions include recruitment, job retention efforts, support and integration of employees with disabilities, career management and enhanced cooperation with the supported and sheltered sector.
Lastly, combating illiteracy is a major issue for companies – due to the safety implications, in particular – and dedicated basic skills training is provided to employees on a voluntary basis.


Eiffage

Risk prevention for a zero-accident workplace

The determination to protect the health and physical integrity of employees is reflected in the Group's target of a zero-accident workplace. The divisions allocate operational and managerial resources to achieving the goals defined in their safety action plans: training for employees of all grades, multi-factor accident analyses, operational audits, sharing best practices and investing in the safest equipment and facilities. Each division operates a Risk Prevention network, staffed mainly by regional risk prevention professionals.
Effective communication that motivates and unites teams remains a priority for the divisions. Risk prevention is addressed from several perspectives, including efforts to make work less arduous, occupational diseases, substitution of toxic products and the fight against psychosocial risks and addictions.
Temporary employees are subject to the same safety rules as permanent employees and receive either the same training and safety awareness information or alternative sessions developed specifically for them.

Expanding our social footprint

The Group is an active driver of socioeconomic development in the areas in which it operates, through its many locations and work sites, its wide variety of projects and strong commitment to training and work integration, as well as the continuous dialogue maintained with third-party stakeholders.

Quarry tour (Eiffage Travaux Publics).

As an all-rounder in land development and urban solutions, Eiffage bears, by delegation, considerable responsibility towards the public. The Group has a duty to make exemplary choices in the areas of development, support, environmental protection and people's lifestyles, and to maintain an open and ongoing dialogue with all interested parties.
Eiffage's social policy revolves around the identified impacts of the Group's activities on civil society and the solutions adopted when those impacts are negative.

Regional development
Through their role in modernising facilities and infrastructure, the Group's activities contribute to regional economic development. As motorists' use of the existing motorway network intensifies, motorway links and network access points are a natural focal point for the dialogue with local authorities and the State, as they represent major investments that boost the areas they serve. The design of a motorway can be a spur to economic and tourist development initiatives, and systematically showcases the historical, geographic and cultural environment of the areas through which it passes, safeguarding and enhancing them.
Internationally, when projects are carried out in developing nations, the divisions support economic and technical development in the host country, and work to upskill local workers, in particular by arranging training and passing on expertise through the support provided at work sites.

Access to employment
In addition to complying with the employment-related clauses included in certain contracts, proactive company policies promote widespread, active cooperation between the divisions and local work integration partners, both on a year-round basis and for all major projects. Eiffage's in-house training centres offer struggling youngsters courses leading to qualifications in areas in which the Group has recruitment needs.
The Group also supports related initiatives benefitting employment and work integration – such as the divisions' recurrent financial and logistics support for the CREPI federation of regional work integration clubs – and more recently, via the Eiffage Foundation, a priority initiative benefitting social and work integration projects.

Civil society – Impacts and dialogue
Faced with social acceptability issues posed when carrying out activities in the immediate vicinity of the public, the Group's business lines strive to constantly increase the consideration given to other stakeholders' needs and expectations, control their impacts more effectively and prevent any risks arising out of mutual misunderstandings, through consultation and communication strategies backed by initiatives suited to local circumstances. For example, the divisions strive to decrease noise or odour nuisances caused by their activities, work sites or facilities by installing noise abating walls, decreasing pollutant emissions and odours released from aggregate coating facilities, optimising travel and deliveries to work sites, etc.
Regular consultation and communication with the general public are standard practice and a key factor in ensuring that projects and activities are acceptable. Accordingly, all motorway projects include a thorough information campaign aimed at a broad audience, and certain Eiffage Travaux Publics quarries frequently open their doors for educational tours.
When work sites are in occupied premises it is particularly important to give proper consideration to all needs and constraints of the customer or occupants, and to maintain a flawless organisation and a particularly proactive

dialogue. Specifically, as energy renovation projects become more common, a social mediation process is becoming an essential prerequisite for work in homes. The Construction division therefore implements consultation processes aimed at residents and neighbours. Other opportunities can be taken to initiate dialogue with stakeholders or to share expertise, such as attending national or international trade shows, contributing to working groups or participating in a variety of other events.

User comfort and safety

Protecting users is the central focus of APRR and AREA policies, which implement this key goal through initiatives to manage risks as effectively possible. These include organising entertaining activities at motorway areas to encourage motorists to take breaks, measures to combat driver fatigue, risk prevention campaigns, etc. The two companies also operate a continuous improvement strategy in the area of road-related risk management, while certain technologies developed by the Public Works division – such as Sécuripène® – enhance user safety.
In contrast to the Group's other activities, end users benefit from the reliability and safety of facilities only at a later time. Eiffage strives to make its own locations, its work sites and the structures it builds safer by choosing more environmentally friendly materials, through the divisions' eco-design approaches and by decreasing the impacts and nuisances associated with the Group's activities.
More generally, through the French vision of the sustainable city embodied by the Ilot Allar and Astainable® projects, Eiffage prioritises users' needs and quality of life over the promotion of technical solutions for their own sake.

Eiffage Sénégal financed much of the construction of the Maison des Artistes gallery in Ziguinchor.

Work for the Orly One Roof project is being organised in 12 phases to avoid disrupting airport operations (Eiffage Travaux Publics).

Partnerships and corporate philanthropy

As well-recognised economic partners in the regions in which they operate, the Group's divisions and companies have a long track record of cultural and social partnerships and philanthropy. For example, the Construction division has been a partner of the Abbé Pierre charitable foundation since 2005.
For its part, the Eiffage Foundation conducts a wide range of partnership and corporate philanthropy activities, winning a *Trophée* environmental and sustainable development award from the French Ministry of Ecology, Sustainable Development and Energy three years in a row. The *Trophée* won in 2014 concerned a project with the Nubian Vault Association to develop a programme to explain and promote this sustainable construction technique in Senegal.

Relations with subcontractors and suppliers

The Group Purchasing coordination team manages the Group-wide procurement portfolio and ensures consistency between the purchasing policies operated by the various divisions, which have different objectives depending on the specific characteristics of their respective businesses.
The Group comprehensively educates and professionalises its buyers to ensure that they are well equipped to tackle the wide range of challenges entailed by their business. Purchasing managers are careful to build fair, transparent relationships with suppliers, in particular by negotiating framework agreements and upholding the Purchasing Code of Conduct, which includes the 10 Global Compact principles as well as the 10 commitments of the Business Mediation Charter signed in 2010. For the past four years, Eiffage has been using the ACESIA platform to conduct a corporate social responsibility (CSR) assessment of its suppliers.

Learn more
Additional information is available in the relevant section of our website:
www.eiffage.com

GENERAL INFORMATION AND FINANCIAL HIGHLIGHTS

Directors' report

(The Directors' Report as submitted to the General Meeting includes all documents included in the reference document)

Consolidated revenue reported by the Group came to €14.0 billion in the year ended 31 December 2014 compared with €14.26 billion the previous year, down slightly by 1.9%, reflecting the difficult economic environment in France, particularly for the contracting businesses, which were affected by a decline in orders from the public sector after the country's municipal elections. In this context, revenue declined slightly at the contracting businesses, down 3.3%, whereas it increased sharply at the concessions business, up 5.2%. Revenue contributed by international operations increased by 8.5%.

The order book remained solid, reaching €11.8 billion at 1 January 2015, up 0.2% from 1 January 2014. Offers combining the wide-ranging expertise of the Group's different businesses (Eiffage integrated offer) generated significant additional revenue, helping to keep the order book at a high level.

Operating profit on ordinary activities increased to €1,347 million, the operating margin improving to 9.6% from 9.2% in 2013. There was another increase in the operating margin of the contracting businesses to 3.3% in 2014 thanks to the efficient execution of ongoing projects and to the tight management of overheads at those activities having experienced a significant decline in their volume of activity, in particular in France.

The operating margin of the concessions business remained high at 41.4%, mainly as a result of traffic having held up on the APRR network and a ramping up of the A65 motorway in France, the Autoroute de l'Avenir in Senegal and the Pierre-Mauroy stadium in Lille.

Net debt (amounts due to banks and bond holders less cash and cash equivalents) reached €12 billion, declining by €565 million despite significant investments in concessions and public-private partnerships totalling €642 million, with notably the ramping up of the construction of the Bretagne-Pays de la Loire high-speed rail line and of public-private partnerships in the building sector.

As regards financing, APRR staged three bond issues totalling €2.4 billion at historically low margins. The proceeds of these bond issues will be applied to the repayments of maturing bond issues and to preparing the refinancing of the credit facilities of APRR and Eiffarie, completed on 19 February 2015.

On 26 November 2014, Standard & Poor's upgraded APRR's credit rating to BBB+ (stable outlook), APRR still being rated BBB+ by Fitch.

Revenue generated by **Concessions** (excluding IFRIC 12) increased by 5.2% to €2,378 million.

Revenue contributed by the APRR network increased by 2.4% to €2,149 million. Overall traffic, as measured by the number of kilometres travelled, recorded another rise in 2014, up 1.6%, with increases for both light vehicles and heavy goods vehicles of 1.6% and 1.5%, respectively. The EBITDA margin improved to 70.7% from 70.3% in 2013, operating profit on ordinary activities reaching €1,079 million.

This operating performance was due notably to the tight management of operating costs.

Net profit contributed to Eiffage's consolidated profit by the APRR group (including the contribution of the group's holding company, Financière Eiffarie, and the amount attributable to non-controlling interests) came to €420 million.

Investments came to €332 million in 2014. In addition to the ordinary maintenance of the networks, investments include work carried out by APRR and AREA in fulfilment of commitments arising from the contract-based plans for the periods 2009 to 2013 and 2014 to 2018.

APRR went to the bond market on three occasions:

- in January, with a €500 million issue of six-year fixed-rate bonds offering a 2.25% coupon;
- in April, with a €500 million issue of five-year variable rate bonds at a 75bp margin; and finally
- in November, with two issues of fixed-rate bonds each amounting to €700 million, one at six years offering a coupon of 1.125% and one at ten years offering a 1.875% coupon.

Meanwhile, throughout the year APRR and Eiffarie made preparations for the refinancing of their respective credit facilities, aimed at lowering finance costs, the benefits of which are expected to be moderate in 2015 but more significant from 2016.

The transaction, for a total amount of €3.3 billion, was signed on 19 February 2015 and comprises two new credit facilities with the following characteristics:

- a revolving credit facility for APRR in an amount of €1.8 billion, with a five-year term (plus two possible extensions of one year each) and an interest rate of Euribor +45bp (one-third the margin for the previous revolving credit facility); and
- a term loan for Eiffarie in an initial amount of €1.5 billion, with a five-year term (plus two possible extensions of one year each) and an interest rate of Euribor +100bp (one-third the margin for the previous revolving credit facility); this new credit facility will be progressively amortised with a fixed back ended schedule of €100 million per year on average with the remaining balance repaid on expiry.

In an unprecedented environment, the success of this refinancing, oversubscribed by 25%, illustrates the renewed confidence of the Eiffarie-APRR group's banking partners and confirms the group's ability to raise new finance. It also enables it to significantly lengthen the average maturity of its debt whilst taking advantage of market conditions and the improvement in APRR's credit rating to reduce the cost of that debt. APRR is currently rated BBB+ (stable outlook) by both Standard & Poor's and Fitch.

At operating level, the modernisation of toll collection continued, the proportion of automated transactions increasing to 95.1% in 2014, up from 93.3% in 2013.

The rollout of non-stop toll collection at all toll barriers encouraged the development of remote toll collection in general, as a result of which it increased to account for 52.7% of transactions, while the number of active Liber-t badges managed by the Group now exceeds 1.7 million.

In 2014, there was another increase (+4.3%) in traffic on the northern section of the A41 motorway between Annecy and Geneva operated by APRR's subsidiary Adelac, which bodes well for the future of this concession brought into service on 22 December 2008.

Concerning the network's safety record, the situation was contrasting in 2014, as the number of accidents resulting in bodily injuries increased by 10%, whereas the number of fatalities fell sharply to 36 from 47 in 2013.

Several major infrastructure projects contained in the contract-based plans for the period 2009 to 2013 were commissioned: widening of the northern section of the A46 motorway (brought into service on 14 November 2014), the A43 motorway between Coiranne and Chambéry (19 December 2014), the A71 motorway at Clermont-Ferrand (22 December 2014) and the new section of the A719 motorway between Vichy and Gannat (12 January 2015). Work is continuing on the new section A466 motorway (north of Lyon), which is due to be commissioned in the summer of 2015.

APRR continued to develop its customer offer, bringing into service a number of new-generation rest areas that are more modern and comfortable, pressing ahead with the broad-level rollout of the "SOS Autoroutes" free smartphone application (providing users with a real onboard emergency call terminal), and ramping up the dedicated customer phone line (3620 "Mon Autoroute").

Tariffs were increased by 0.80% on 1 February 2014 on the network operated by APRR and by 0.84% on the network operated by AREA, applying the terms contained in the plan-related contracts for the period 2014 to 2018.

Riders to the concession agreements were cleared by France's State Council and a related decree was published in the Official Gazette on 26 January 2014. These contracts call for investments amounting to around €500 million in return for the application of new tariff formulas.

A programme to re-launch the development of France's motorway infrastructures and so boost employment in the public works sector was negotiated with the government departments concerned. This works programme was endorsed by the European Commission on 29 October 2014. This entails drafting riders to the concession agreements and their validation by the State Council before this programme can come into force.

Following the publication by the French competition authority of its opinion on the motorway sector on 17 September 2014, the government indicated it wanted changes to be made to the motorway concession agreements. After a first round of discussions, resulting in motorway concession operators drawing up proposals taking into account the financial equilibrium of their concessions as well as the government's stated objectives that were submitted at the end of 2014, the government decided to freeze toll rates on 1 February 2015 pending the outcome of these discussions.

At the start of February 2015, APRR and its subsidiary AREA initiated proceedings challenging the legality of the toll rate freeze and applying for compensation, in addition to which they are applying for compensation over the government's decision in May 2013 to increase the fee for the use of public property, which remains uncompensated.

As regards other concessions and public-private partnerships, the highlight in 2014 was undoubtedly the agreement reached to the satisfaction of all parties settling the dispute between Eiffage and the public authorities over the Centre Hospitalier Sud Francilien (CHSF). This outcome contributed to the rotation of the Group's portfolio of concessions and public-private partnerships, with nearly €1 billion of divestments having been completed since 2011.

Revenue contributed by the Millau viaduct increased by 6.3% thanks to a 1.8% rise in overall traffic (with increases of 1.2% for light vehicles and 8.3% for heavy goods vehicles) and an increase in toll rates. Heavy goods vehicle traffic benefited from the ban in place in the town of Millau since 19 July 2013. The development of toll automation at the Saint-Germain gate continued in 2014, with the proportion of automated transactions increasing to 80.1% (from 76.7% in 2013) and that of remote toll collection reaching 36.7%. The Millau viaduct's reputation is undiminished: the two tourist sites – "Viaduc Expo" and "Viaduc Espace Infos" – remain major attractions, with nearly 450,000 visitors in 2014.

Traffic on the A'Liénor-operated A65 motorway recorded another increase in 2014, up by 5.1% for light vehicles and by 57% for heavy goods vehicles (as a result of the decree published by the local prefecture banning heavy goods vehicles from using certain alternative highway networks, which came into force on 18 November 2013). This paved the way for a 12.6% increase in revenue to €48.1 million in 2014.

The five-year extension until January 2020 of the maturity of A'Liénor's bank borrowings agreed to with the lenders, along with a new hedging agreement over the same period negotiated at a keenly competitive yearly rate of 0.767%, will lead to a significant reduction in the company's finance costs.

Société Marseillaise du Tunnel Prado Carénage set a new record, with 17.2 million vehicles using its tunnel, leading to an 8.9% increase in revenue to €40 million. The opening of the Prado Sud tunnel boosted traffic, which increased by 5.8% in 2014.

Société Prado Sud, the concession operator of the Prado Sud tunnel and owned for 41.5% by Eiffage, inaugurated this infrastructure on 15 November 2013, thereby extending its service offer for Marseille road users.

In the first full year of operation since its opening, traffic in this tunnel averaged 9,786 vehicles a day, generating revenue of €5.5 million. Discussions are under way over a further extension of the Prado-Carénage tunnel in connection with urban development projects for the Marseille-Provence-Métropole urban community.

The operation of the Perpignan-Figueras high-speed rail line by concession operator TP Ferro (which is 50% owned by Eiffage) took place in what were particularly difficult financial conditions given delays connecting the international section to the national rail networks on each side on the Pyrenees mountain range, the limited offer of passenger train services by the incumbent public sector operators, the absence of competition from private rail operators (the sector not having been liberalised) and, finally, the particularly severe economic crisis in Spain (affecting demand for freight services). Discussions are ongoing with the two awarding authorities and TP Ferro's lenders over the refinancing of the company's debt maturing at the end of March 2015. Further arbitration proceedings have been initiated by TP Ferro against the awarding authorities over the delays in launching rail services between Figueras and Barcelona by ADIF. Unless a lasting solution can be found rapidly that restores the financial equilibrium of the TP Ferro concession, the ability of TP Ferro to remain a going concern will be uncertain.

Concerning the A24 motorway concession in Portugal, negotiations continued throughout 2014 between concession operator Norscut (which is 36% owned by Eiffage), the Portuguese State, private lenders and the European Investment Bank. An agreement was signed on 28 January 2015, a prelude to the imminent ratification of a rider to the concession agreement. The revised concession agreement will enshrine definitively the introduction of a physical toll system, with no risk exposure for Norscut, whose obligations since the start of 2014 are confined to the operation of the 150-kilometre motorway, its ordinary maintenance and major repairs, other than to the road course.

As regards the fibre optic networks developed under public service delegations, most of these projects have seen a stabilisation in their financial equilibrium as a result of tailoring the marketing approach to the intensely competitive environment, of the measures taken in 2013 to cut operating costs, and of the renegotiation of the contracts with local authorities.

Connectic 39, which operated the broadband network in the Jura region under financial conditions that proved irremediably undermined despite the company's every effort, was wound up, with the concession agreement terminated by decision of the commercial court. Connectic 39 and its shareholders (including Eiffage, 80% of the capital) will continue to pursue legal remedies to obtain reparation for the losses incurred as a result.

Furthermore, following the decision of the Yvelines General Council to terminate the public service delegation awarded to Yvelines Connectic (a wholly-owned subsidiary of Eiffage), negotiations are under way over the amount of the compensation to be paid by the local authority.

In the first full year of operation since the entire motorway linking Dakar and Diamniadio has been in service, Société Eiffage de la Nouvelle Autoroute Concédée (SENAC) recorded a strong increase in traffic (55,144 paying vehicles a day), with this wholly-owned subsidiary of Eiffage generating revenue of €18.3 million.

2014 was marked by the signing and financial close of the contract for the extension of the motorway to link Dakar to the future Blaise-Diagne international airport, confirming the success of this, the first toll motorway in Western Africa.

SENAC holds the finance, design, build and operate contract for the new motorway section, which is expected to come into service in 2016 and will be operated under a 25-year concession.

Event staging at the Pierre-Mauroy stadium is continuing to be ramped up. The stadium has become an established venue for events promoters, notably for concerts, taking advantage of the different stage configurations. In addition to the fixtures of the Lille Olympique Sporting Club (LOSC), the resident association football club playing its home games in the stadium, five events were hosted over a period of ten days, culminating with the final of the tennis Davis Cup. The conciliation commission formed in 2013 to resolve the disputes between stadium operator Élisa and Métropole Européenne de Lille reported back at the end of January 2014. The political and electoral agenda in 2014 prevented parties from making any progress, but they did agree to resume discussions in 2015 to arrive at a workout agreement.

Concerning ongoing construction projects, work on the Bretagne-Pays de la Loire high-speed rail line – the biggest-ever partnership agreement in France – is running slightly ahead of schedule. Earthmoving and work on the engineering structures are nearing completion and the installation of the rail infrastructure is progressing to plan. The track-laying train was brought into operation at the end of 2014, ahead of schedule.

In August 2014, Eiffage Concessions successfully completed the handover of eight secondary schools as part of the public-private partnership with the Seine-Saint-Denis General Council. The official inaugurations took place last autumn. The inauguration of the Noisy-le-Grand secondary school was attended by France's Prime Minister, President of the National Assembly and Education Minister.

The second phase of the development project at the Jarny secondary school, for a gymnasium and other dedicated sports facilities, was delivered to schedule on 8 October 2014, to the satisfaction of the Lorraine Regional Council.

The public-private partnership at the Lille campus got under way to plan, after the building permit was secured.

Finally, Eiffage Concessions enjoyed further commercial successes, with the signing in May 2014 of a public-private partnership agreement with the University of Aix-Marseille for the Aix-en-Provence Faculties District campus, followed in September by the signing of a long-term administrative lease for the renovation and operation of the south side and the roof of the Grande Arche in the La Défense business district. In October 2014, Eiffage Concessions was designated as a preferred bidder for the public-private partnership for the Lorraine university campus in Metz.

Since 2013, the **Energy** division is organised around Eiffage Energie Systèmes, which specialises in integrated systems and turnkey projects, and the regional activities in France, through which the division achieves dense coverage of the entire French territory and thereby offers a reliable, responsive local service.

Revenue contributed by the Energy division amounted to €3,025 million in 2014, down slightly by 4.2% from the previous year. The order book reached €2,908 million at 1 January 2015, up sharply year-on-year.

The operating margin improved sharply to 3.7% in 2014, up from 3.2% in 2013.

In France, the reorganisation of underperforming regions and subsidiaries was the main factor behind the improvement in the operating margin. A productivity-focused programme was launched in 2014 that involved all business and worksite managers. The measures initiated as part of this programme will carry over into 2015. As for the Systems division, it recorded a further improvement in its profitability, which was already high in 2013.

Amongst the significant contracts signed in 2014, two major orders deserve mention:

- the DUS contract awarded by EDF to the Clemessy teams as part of a consortium. This €548 million contract covers the supply and assembly of emergency diesel generator sets along with their maintenance in a constant state of readiness, this for all of France's 900MW and 1,450MW nuclear reactors (38 units in total, two being optional). Clemessy's share of this contract amounts to €246 million; and

- a contract worth €285 million to design, build, operate and maintain Europe's largest solar photovoltaic farm at Cestas, near Bordeaux. This contract was won by a consortium headed up Clemessy/RMT, whose share amounts to €208 million.

With these two contracts, Eiffage confirms its expertise in energy generation, ranging from nuclear power plants to thermal power plants and renewable energy power plants.

On the export market, several major orders were won, illustrating the Group's international development:

- a contract worth €56.5 million signed by the Eiffage subsidiary Eiffage Énergie Transport & Distribution with Algerian transmission system operator GRTE for the construction of the Ain Oussera electricity substation as part of the 2023 development plan for the country's electricity infrastructures; this project is scheduled for delivery in 2016;
- a contract worth €3 million for the diesel power plant that will supply the Nouakchott airport in Mauritania;
- two contracts worth €6.6 million in total for high voltage lines and stations representing 161KV in Ghana and 90KW in Burkina Faso, on which Eiffage Energie will work for Asanko Gold and Roxgold;
- a contract signed by Eiffage and its subsidiary RMT worth €16.5 million for a rural electrification programme covering the four district capitals of the Lekoumou department in the Republic of Congo; and
- a contract worth €7 million for station and power line renovation, construction and laying in seven of Benin's largest cities was awarded to Eiffage Énergie by Béninoise d'Eau et d'Électricité.

The main orders taken in 2014 in France illustrate the breadth of Eiffage's expertise in the energy sector:

- a contract worth €34 million for the renovation of the Grande Arche at La Défense in Île-de-France, working alongside Eiffage Construction;
- a contract worth €20 million to design and build a data centre for Banque de France at Noisiel in Seine-et-Marne;
- an energy performance contract worth €7 million for the renovation of the public lighting installations and the traffic signalling installations at Champs-sur-Marne, as well as the illumination of historic buildings and the city centre, and Christmas illuminations;
- a contract worth €2 million awarded by EDF subsidiary Sodetrel for the installation of electric vehicle recharging stations on the motorway networks operated by Sanef, AREA and APRR; and
- in the telecommunication sector, a major contract awarded by Orange for the rollout of a fibre-to-the-home (FTTH) network in Paris, with plans for around 140,000 connections over two years.

In systems and equipment maintenance, the know-how mastered by Eiffage was confirmed by the award of several contracts:

- the comprehensive laboratory equipment maintenance contract between Clemessy and Sanofi has been renewed and broadened; the new three-year contract concerns more than 5,000 items of equipment at five sites; and
- for the third successive year, Clemessy teams are operating and maintaining the technical centre as well as the installations for the Ariane 5, Soyouz and Vega heavy-lift launchers at the Kourou Space Centre; the contract covers security and protection systems and energy generation and distribution systems as well as the launchers' control-command systems.

The Energy division is continuing work on several major projects.

The biggest-ever contract awarded to the Eiffage group, the construction of the Bretagne-Pays de la Loire high-speed rail line, is also the largest project on which Eiffage Énergie has worked, worth around €400 million in total. Work on the Orléans hospital is continuing, with delivery of the new facility scheduled in the first half of 2015. In Clermont-Ferrand, work is under way on Michelin's Research, Development and Innovation Centre, a vast campus of 14 buildings totalling 67,000 square metres. In Paris, the renovation of the famous Ritz hotel is expected to be completed in 2015 after three years of work.

In southern France, the construction of the 700-bed Pasteur II teaching hospital in Nice (12 floors, 110,000 square metres in total) is continuing. Eiffage Énergie was awarded the macro-lot for the heating, ventilation and air conditioning work. For the Lille Métropole urban community, it is estimated that two years of work, undertaken at night, will be necessary to increase the capacity of the city's metro and bring into service trains with twice their current length at the start of 2017. In Spain, the high voltage department of Eiffage Énergia is involved in most major projects to modernise or extend Spain's electricity infrastructures, with orders totalling more than €30 million. In Milan, Galli worked on the electrical installations for the Isozaki tower that, when it is delivered in the summer of 2015, will be Italy's tallest skyscraper.

Of the 50,000 energy projects completed each year by Eiffage, the following were delivered in France in 2014:

- in central eastern France, the restoration of the fountain located at Place des Jacobins in Lyon and the renovation of the prestigious Hôtel Royal Resort in Évian-les-Bains were completed, in addition to which work was carried out at the Musée des Confluences in Lyon.
- in Île-de-France, Eiffage Énergie was awarded the electricity lots for the Majunga tower in La Défense, which was delivered to Unibail Rodamco at the end of May;
- in Seine-et-Marne, more than 310 execution plans were required to lay the high voltage and low voltage electricity systems for new trackless 3D ride at Disneyland Paris based on cartoon character Ratatouille, a new attraction eagerly awaited by the public;
- in Brittany, the new Pays de Retz secondary school in Pornic opened its doors in September, a project executed to the very highest environmental standards, Eiffage Énergie being responsible for the technical lots alongside the Eiffage Construction teams; and
- In Normandy, all high voltage and low voltage systems for Le Havre hospital's chronic care unit were installed by Eiffage Énergie.

Revenue contributed **Eiffage Travaux Publics** came to €3,957 million, down 6.1%, performances in 2014 having been affected by a slump in road construction and maintenance on account of the municipal elections in France as well as uncertainties arising from the reform of local authorities.

On the other hand, there was another increase in the operating margin to 2.4% in 2014, up from 2.2% in 2013, the less favourable market conditions having been offset by continuing efforts to improve worksite productivity, particularly for road construction and maintenance, and by the satisfactory execution of large projects. The reorganisation of the division to focus even more on core activities (effective 1 January 2015) and the proactive policy for rolling out international operations are aimed at consolidating the division's profitability.

At €3,221 million at the year-end, down 8% from last year, the order book represented ten months of activity.

Work continued at brisk pace on the Bretagne-Pays de la Loire high-speed rail line. With a total of 26 million tonnes of earth having been moved and the construction of several hundred engineering works, nearly all of the large-scale earthmoving and civil engineering was completed in 2014, enabling the track-laying to begin. Eiffage has opted for an innovative approach, laying a crushed stone sub-ballast along more than half the route, using a track laying vehicle operated by the company's rail teams from Germany, where the equipment was tested. The Corbigny quarry, owned by the Group and "TGV Ballast" accredited since 1985, is supplying 20% of the ballast needed for the project. Production started in September 2014, with deliveries through to February 2016, work being scheduled for completion in the autumn of 2016 and the line to come into service in the spring of 2017.

As regards public transit systems, the highlight in 2014 was the decision by RATP and Syndicat des Transports d'Île-de-France (STIF) to award the contract for the first section of the Greater Paris development plan to the consortium led by Eiffage Travaux Publics. This concerns the extension of line 14 of the Paris Metro and involves digging 3,600 metres of tunnels using TBMs and building two new stations (Pont Cardinet and Porte de Clichy), with the installation of moulded slabs at a depth of 57 metres along with concrete injections and jet grouting. This led to the decision to start up a Foundations department in order to have an ad-hoc entity capable of assessing precisely the costs and risks inherent to such a specific undertaking and of harnessing the resources needed for the project's execution.

Concurrently, work on several tramway projects calling upon the division's full range of expertise continued in Bordeaux and Grenoble, while projects in Valenciennes and Épinay-sur-Seine got under way.

A 1,600-metre tunnel between Vélizy and Viroflay in Les Yvelines was completed, which will enable the entire T6 tramway line to be opened to the public in 2015, work having now switched to fitting out the stations. In the 19th arrondissement of Paris, work is progressing to plan on the Rosa Parks station on line E of the RER, with the opening scheduled in December 2015.

Three other underground projects are under way in Monaco. The first involves an electrical source station and is scheduled for completion in 2015. The second, scheduled to be completed in 2016, is for a descending road tunnel between the Middle Corniche and Lower Corniche to avoid transiting through the city. The third, which is being carried out in two stages, involves the renovation of the rail tunnel, which when completed will enable trains to travel once again at the authorised speed.

At the end of 2014, Eiffage was awarded the contract to bring up to standard the Chat tunnel in the Savoie, with the work expected to be completed in 30 months by the teams of Eiffage Travaux Publics.

As regards engineering works, besides the many projects undertaken for the Bretagne-Pays de la Loire high-speed rail line, work in Normandy on the Scie viaduct and the Mont-Saint-Michel footbridge was completed as was that on the Sormonne viaduct on the A304 motorway in the Ardennes region. These three projects were carried out jointly with teams from Eiffage Construction Métallique.

Meanwhile, work started on the Grande Chaloupe viaduct on Reunion Island, the Pointe des Sables interchange in Martinique and the Rennes metro viaduct.

As regards civil engineering, work overhauling the biological line at the Seine Aval wastewater treatment plant in Yvelines is continuing. Work on the project, which started at the end of 2013, is expected to peak in the spring of 2015, when around one thousand workers will be on site.

Finally, three atypical projects deserved to be mentioned:

- the Notre-Dame-de-Lorette memorial in Pas-de-Calais, inaugurated by the French President on 11 November and on which are engraved the names of the nearly 600,000 soldiers who died on nearby battlefields between 1914 and 1918. This memorial was designed by architect Philippe Prost, in the form a huge oval-shaped loop. Built using the ultra-high performance BSI® fibre concrete developed by Eiffage, the project was awarded the Équerre d'Argent (Culture, Youth and Sport category) by the Moniteur newspaper;
- the construction to a 1:3 scale of a double-walled nuclear reactor chamber at EDF's R&D centre as part of the Vercors project for the realist verification of reactor confinement. This replica will be used to demonstrate the robustness of the design in the event of a severe accident and to improve the understanding of certain phenomena (material ageing and transfers through the concrete). The project, undertaken alongside the Group's Metal and Energy divisions, is scheduled for delivery in the autumn of 2015;
- the innovative Cranefree Gravity® foundation (concrete cone designed to anchor wind turbines), which was lowered into the sea at Le Havre on 15 November. In 2015, it will be towed by a conventional vessel off Fécamp and then carefully lowered by gradually filling its ballast tanks with seawater. The 1,800-tonne, 50-metre-high structure, fitted with meteorological measuring instruments, will be used for tests prior to the development of the future Fécamp offshore wind energy plant.

While road construction and maintenance experienced a slump, due in particular to the municipal elections in France, they remain nonetheless the main activity of Eiffage Travaux Publics.

Accordingly, a very large number of projects involving the application of coated materials and surface dressings were undertaken throughout France, along with a number of urban development projects.

Amongst the most significant were: the 14-kilometre section of the new A719 motorway between Gannat and Vichy for APRR, inaugurated mid-January 2015, on which the division's civil engineering and earthmoving teams worked; several projects at airports (Le Mans, Lille, Lyon and Paris Orly), involving flat-cast concrete teams until 31 May 2015; a major project in Seine-et-Marne for Villages Nature (joint venture between Euro Disney SCA and Pierre & Vacances-Center Parcs) involving earthmoving along with roads and utilities services for a new-generation holiday resort spread over 180 hectares, due to be completed in 2016; a vast project undertaken by the ETMF teams at the former Saint-Mandrier-sur-Mer naval airbase in Toulon bay, to multiply by five the local handling capacity of IMS Shipyard, which is specialised in the refitting of super yachts.

The road and earthmoving teams will also work on the rerouting of the A9 motorway in Montpellier for Vinci Autoroutes, which concerns a ten-kilometre section (widening along 5.5 kilometres and new road surfaces along 4.5 kilometres). This involves moving one million cubic metres of earth, building several engineering works, installing 15 kilometres of noise barriers as well carrying out a major drainage programme and applying 250,000 tonnes of coated material, with delivery scheduled in 2017.

Overseas, Eiffage Travaux Publics is present notably in Reunion and Guyana. In the second of these overseas territories, where the division is involved mainly in road surfacing and networks, projects included work on the runways of the Félix-Eboué airport in Cayenne, several mixed housing development zones and the RN1 highway in the commune of Sinnamary. In the Indian Ocean, activity was refocused on hydraulic engineering through local subsidiary Hydrotech. Technic Water Services (TWS), a small firm based in Mauritius and also specialised in hydraulic engineering, was acquired in 2014.

In Spain, where an economic recovery is taking shape, the local subsidiaries of Eiffage Travaux Publics recorded an increase in revenue for the first time in five years. Eiffage Infraestructuras, which is the country's leading producer of coated material and is looking to share in the pick-up in business, acquired a participating interest in a quarry located near Valencia and remains on the lookout for opportunities in this sector of activity.

Eiffage Infraestructuras also continued to export its expertise in flat-cast concrete solutions. After completing the delivery of a project in Armenia at the start of the year, it worked on a road renovation project in Uzbekistan, some 350 kilometres north east of Samarkand. It also secured an order for an aircraft parking at a US military base on the island of Crete, located near Chania, 100 kilometres from Heraklion.

The local subsidiaries of Eiffage Travaux Publics recorded an increase in revenue in Germany too.

Significant projects were under way at the four German companies – Heinrich Walter Bau, Faber Bau, Wittfeld and Eiffage Rai – which recorded an equivalent volume of new orders, received from many local authorities, the European Central Bank, and Deutsch Bahn (Europaviertel project in Frankfurt am Main).

Eiffage Rail also completed an assignment in Asia providing technical assistance to the building contractor in charge of the construction of the Shanghai-Kunming high-speed rail line.

In Africa, Eiffage Sénégal started work extending the Avenir motorway between Diamniadio and the future Blaise-Diagne international airport (this new 16.5-kilometre section, when completed, will to be operated by Eiffage under a concession agreement). It also completed a major civil engineering project on the main delta drainage channel to have a spillway, two siphons and a pumping station, with delivery scheduled at the start of 2015. In the Autonomous Port of Dakar, work backfilling the oil wharf is continuing.

At the end of November 2014, on the sidelines of the summit staged by Organisation Internationale de la Francophonie in Dakar, Eiffage Sénégal inaugurated the former residence of President Léopold-Sédar-Senghor (renovated by the company as part of its CSR policy) in the presence of Senegal's President, Macky Sall, and France's President, François Hollande. In 2015, Eiffage Sénégal will build a church and a stadium in Nianing, in the Mbour department.

In Togo, yard works for the modernisation and expansion of the container terminal at the port of Lomé, awarded to Eiffage Travaux Publics by Togo Terminal (a subsidiary of Bolloré Africa Logistics) continued, with a partial delivery in the spring, the project being scheduled for completion at the start of 2015.

Turning to North America, in June 2014 Eiffage Travaux Publics acquired 70% of the capital of Innovative Civil Constructors Inc. (ICCI), a Canadian company specialising in the construction and renovation of civil engineering structures. Founded in 2011, ICCI generated nearly CAD 95 million (just under €65 million) in revenue in 2014. With a workforce of around 100 people, the company, headquartered in Niagara Falls, Ontario, serves public and private-sector clients across the entire Canadian territory.

This acquisition represents a new step forward in the Eiffage Group's international redeployment. It opens the door for Eiffage Travaux Publics to the vast and dynamic Canadian infrastructure market and holds out the promise of major synergies for major, high-value projects.

This was followed in the first weeks of 2015 by the acquisition of Puentes y Torones, a Colombian company specialising in civil engineering structures. This company offers Eiffage Travaux Publics privileged access to the South American continent, which has huge needs for transport infrastructures, particularly in Colombia, which has just launched a programme for the construction of so-called fourth-generation motorways, which is the most ambitious of its type in South America over the next decade.

Eiffage Construction recorded another strong performance in 2014. Revenue generated by this division reached €3,733 million in the year ended 31 December 2014, up slightly from the previous year. At 4.2%, the operating margin is one of the highest in the sector. Revenue contributed by property increased by 11.8% to €740 million for an operating profit of €53 million. Bookings for housing units reached 3,395 (of which 3,231 in France). This good marketing performance, with levels nearing their 2013 highs (3,414 units, of which 3,267 in France), was attributable to strong block sales of housing units, notably to social landlords, as well as the development of the property business in France's regions and the Benelux countries.

The order book held at an excellent level, virtually unchanged over 12 months at €4,663 million, which represents 15 months of activity. Many new contracts were signed in 2014, notably as part of the part of the public-private partnerships to which the Group is party. One example is the Grande Arche in La Défense, which is to be renovated by a consortium led by Eiffage Construction. Contracts for the Aix and Lille campuses (2014) and the Metz campus (start of 2015) were awarded under France's university development plan. Eiffage Construction was also chosen for the new conference facility in Metz, the construction of Crédit Agricole's future regional headquarters in La Rochelle and the transformation of the RATP bus centre at Porte d'Orléans in Paris, with the creation of 650 housing units. As regards urban development, Eiffage Aménagement was chosen for the construction of the International City of Gastronomy, a 20,000-square metre project in Dijon. As regards property development, several major projects got under way in 2014, notably for 500 housing units for the Espace Confluent project in Rezé and 220 housing units for the Îlot Chanterelle project in Marseille, making the outlook good for this activity.

The reorganisation of Eiffage Construction, under way since 2013, continued in the year ended. Operations in Île-de-France are now structured around two large departments serving customers in the public and private sectors. A new entity was also started up to manage large-scale projects across Europe, which took charge of a first project for the construction of the Poznania shopping centre in Poland.

Preparations are under way for several major development and/or complex projects, which potentially could total nearly 400,000 square metres, notably for a 50,000-square metre project at the Ardoines mixed housing development zone in Vitry-sur-Seine, one of first Greater Paris development plan projects. Eiffage Aménagement and Eiffage Immobilier are also working on the Allar Îlot demonstration project in Marseille, the first concrete application of the work by the Phosphore Laboratory. Work on this project kicked off in 2014. Other mixed housing development projects continued in Besançon (Passages Pasteur), Saint-Ouen (les Docks) and Joinville-le-Pont (Hauts de Joinville).

Again in 2014, housing development was a major engine of growth for Eiffage Immobilier. More than 2,400 housing units were handed over in 2014, while pre-marketing started for 50 programmes, representing 3,520 units in total. There were next to no unsold completed units at 31 December 2014. Taking advantage of its unique positioning as a builder and property developer, and drawing on the success of the Paris Open project in the capital and the Morane tower project in Vélizy, Eiffage Immobilier started on new projects for the transformation of office buildings into apartments in Marseille and Compiègne.

In the service sector, 2014 was marked by the handover of 5,630 square metres of offices (of which 3,420 square metres for Eiffage Construction Nord-Ouest) in Lezennes and a further 3,545 square metres in Toulouse (for Sopra Group). Work on the Eiffage Campus in Vélizy-Villacoublay (scheduled for delivery in the summer of 2015) and on two office property development projects in Chessy (Vega) and Nantes (Kanoa) is continuing. At the start of the year, Eiffage Immobilier exchanged contracts with Groupe Crit for the construction of a 13,615-square metre building in the Porte de Saint-Ouen mixed housing development zone. At 31 December 2014, Eiffage Immobilier was marketing nearly 200,000 square metres of office properties.

With France's hotel stock in need of being upgraded and given the increasing demand from investors, Eiffage Immobilier strengthened its presence in this market segment in 2014. At the heart of Roissy airport, a four-star Pullman hotel and a three-star Ibis Style hotel (600 rooms in total, under construction) were sold to Foncière des Régions and Crédit Agricole Assurances. Activity was also brisk in the regions, with work for several hotel chains, notably on the four-star Okko hotel project in Bayonne. Another market segment in which Eiffage Immobilier has acknowledged expertise is serviced accommodation (tourist residences, serviced apartments for business people and student halls of residence). This activity accounted for 22% of reservations in 2014, when several tourist residences and student halls of residence were delivered: Residhome in Nanterre, Estudia in Reims and Grand Emeraude in Pléneuf-Val-André. Many projects are under construction or development, notably the four-star Cœur des Loges residence in Les Ménuires.

Eiffage Construction, pursuant to the strategy pursued for several years already, maintained a high level of activity in housing in 2014. This activity accounted for 40% of the division's revenue. Eiffabitat and now Flexi+ contributed to the good performances of Eiffage Construction in the residential property market. In 2014, nearly 1,000 housing units were under construction to the EcoECo or H2CO standards, two concepts for affordable housing. Eiffage Construction was also involved in several renovation programmes under design-build or design-build-operate-maintain contracts. The renovation of 698 occupied housing units under an energy performance contract for Habitat 76 is a perfect example of the application of the Renovalis global assistance concept developed by Eiffage Construction to meet the its customers' needs. All in all, contracts have been signed for the renovation of nearly 8,000 units over the next few years.

In the service and commercial property sectors, the highlights in 2014 were the handovers of the 70,000 square metres of offices at the Majunga tower in La Défense to Unibail-Rodamco and of the Mérignac shopping centre in Bordeaux to Ségécé Klépierre. Work is continuing on several standout projects that include the Société Générale offices in Fontenay-sous-Bois and also the Michelin Research, Development and Innovation Centre in Clermont-Ferrand.

Eiffage Construction has also established a prominent presence in the construction and renovation of public and private infrastructures. Besides the renovation of the Grande Arche in La Défense, new contracts awarded this year include the Aix-Marseille and Lille university campuses, the Metz conference centre, and the restructuring and extension of the Strasbourg law courts. Work on eight secondary schools in Seine-Saint-Denis (undertaken under a public-private partnership), the Biology department of the Limoges teaching hospital, the Nice train station and the Nancy conference centre were completed in 2014, while work is continuing on the Cannes Festival Palace, the Grenoble Research and University Education Centre (GreEn-ER) and the UEB digital campus in Brittany. In the healthcare sector, major hospital projects being fewer and further between, Eiffage Construction has adapted its offer to work on a large number of medium-sized projects in the hospital sector as well as projects in the medico-social sector. All in all, projects that are ongoing or for which an order has been taken represent nearly 5,000 beds.

In 2014, Eiffage Construction, which also has acknowledged expertise in the restoration and development of classified monuments and historical buildings, completed the renovation of the Picasso Museum in Paris, with part of the work carried out under a skills-based sponsorship. The renovation of the Salon Opéra at the Paris Intercontinental Hotel was also completed, as was that of two mansions in Paris: Hôtel de Bourbon-Condé in the 7th arrondissement and Lauzun mansion on Île Saint-Louis. Other high-profile projects are continuing, notably the renovation of the Richelieu quadrangle in Paris.

In the Benelux countries, 2014 was marked by the delivery of several large-scale projects, including the Up-Site tower in Brussels and the Paradis tower in Liège. Work continued on the construction of Europe's largest port lock in Antwerp. New projects got under way, including the construction of the new Chirec hospital in Brussels and several schools in Oudenaarde. As regards property development, Eiffage Benelux ramped up its activity in the housing sector, launching the marketing of the Greenwood-Woluwe, Prince de Ligne and Clos Brugmann programmes in Brussels. The company also expanded its property development activity in Flanders (with the launch of the BouwHuis programme in Antwerp) and in Luxembourg (putting together a programme there).

In Poland, Eiffage Construction completed a large number of projects in 2014, notably the Hilton Hotel in Cracow and the Green Italia housing estate and 300 apartments of the ArtEco residence in Warsaw. The year ended was also marked by the handover of the Amber shopping mall in Kalisz, while work started on Poznania, which will be the country's largest shopping mall. As regards order intake, several major contacts were penned in 2014, notably for the construction of a shopping mall in Wolomin and a five-star Hilton Hotel in Wroclaw, and for the extension of the Michelin plant in Olsztyn, to name but a few.

In 2014, Eiffage Construction won a number of awards and distinctions, notably the *BIM d'Or* for the Eiffage Campus in Vélizy, the *Équerre d'Argent* for the Hermès workshops in Pantin and the *Trophée de la Construction 2014* (renovation of service-sector buildings) for the France Bleu Drôme Ardèche station refurbishment in Valence. In Poland, Eiffage Polska was the recipient of the 2014 *Build Safely Award* for an auditorium construction at a Warsaw school. In property development, the Îlot Allar project in Marseille won the 2014 Sustainable Programme of the Year award in the *Trophées du Logement* et *des Territoires Immoweek.* In the category new building of more than 5,000 square metres, the *Grand Prix SIMI* went to the Majunga tower in La Défense. In the category best renovated building, *the MIPIM Award 2014* went to the Hôtel-Dieu de Marseille project, now home to a five-star Intercontinental Hotel.

Revenue contributed by the **Metal division** amounted to €894 million in the year ended 31 December 2014, down 2.2% from the previous year.

Operating profit reached €17 million, for an operating margin of 1.9% (compared with 4.0% in 2013), the consequence of the lower level of manufacturing activity in France.

The order book amounted to €973 million on 1 January 2015, representing 13 months of activity.

Revenue contributed by Metallic Construction was stable thanks to the good level of activity enjoyed by European subsidiaries. Smulders, which was acquired in 2013, confirmed it was a key player in the construction of foundations (monopile, jacket, etc.) and sub-stations for offshore wind energy projects in the North Sea. In 2014, Smulders stood out for having completed complex projects (including the Stinger for the heavy lift and piping vessel Pieter Schelte) and for winning a number of major contracts (notably for the Gode Wind offshore wind farm). In Spain, Eiffage Metal recorded a sharp increase in its activity manufacturing wind turbines. Finally, activity held on high at Eiffel Deutschland Stahltechnologie thanks to the diversity of its markets and the execution of major contracts, including the Hochmosel viaduct and Botlek lift bridge. Finally, in the United Kingdom, the Wigan workshop of Eiffel Steelworks was sold.

In France, activity and profitability were affected by the end of two exceptional projects: the construction of the living quarters for the Total platform at the Ofon offshore field in Nigeria (fitting continued on site in 2014) and the glass roof of the Louis Vuitton Foundation for Creation in Paris.

Several contracts were signed, notably for the construction of the Citadelle bridge in Strasbourg (Bas-Rhin) and the Luma foundation in Arles (Bouches-du-Rhône), for which the architect is Franck Gehry. During the year, production started on two major projects: the Michelin Research, Development and Innovation Centre in Clermont-Ferrand (Puy-de Dôme) and the Vill'Up development in La Villette (Paris). Work on the metal bridge building connecting the two parts of the future Eiffage Campus in Vélizy is under way.

As regards international development, which is of strategic importance, Eiffage Metal was chosen for the construction of two technical modules needed to increase the production of Total's Moho Nord subsea oilfield project off Congo. In the Middle East, Eiffage Metal was chosen for the construction of the Nassiriya stadium in Iraq and is in contention for several major projects in the region.

As regards Facades, despite a slight dip in activity, Goyer's profitability improved sharply. The order book represents 15 months of activity, thanks to several major projects: renovation of La Grande Arche in La Défense, the Dassault Campus in Vélizy and the Véolia headquarters, along with offices for Crédit Agricole and BNP Paribas. Goyer's Polish subsidiary, Defor, turned in good performances, with an increase in revenue and profitability, having worked on several major projects, including an office tower in Warsaw and a shopping mall in Poznan.

At Eiffel Industrie, the order book increased sharply thanks to the contracts awarded in the first half of 2014 to carry out maintenance for industrial customers during scheduled stoppages and to a series of contracts to fit out A34 Oasis, the world's largest cruise liner. Activity stabilised in 2014, with Eiffel Industrie having diversified considerably, establishing a solid presence in the petrochemical sector, the nuclear sector and the thermal energy sector (2035 CapFlam Plan) as well as in clean industries. Eiffel Industrie won several multi-year contracts for which work started, notably for the maintenance of the sites of Sanofi in Vertolaye (Puy-de-Dôme) and Total Petrochemicals in Gonfreville L'Orcher (Seine-Maritime), and of Shell's storage tanks in Nanterre (Hauts-de-Seine). Eiffel Industrie put the finishing touches to its international presence, starting up EI Anvers (Antwerp, Belgium) and EI GmbH (Leuna, Germany), and performing maintenance work during the stoppage of Total's Feluy petrochemical plant (Belgium) and Varo's Cressier refinery (Switzerland).

The operating profit of the Group's contracting activities was stable at €380 million despite the decline in revenue. There follows that the operating margin improved to 3.3% in 2014 from 3.2% in 2013 (having reached 2.8% in 2012 and 2.3% in 2011). The Public Works and Energy divisions contributed to this positive momentum, while the Construction division's operating profit was stable at a high level.

The operating profit contributed by the concessions activities increased, up 3.2% to €985 million in 2014 from €954 million in 2013. The operating margin of the concessions activities reached 41.4% in 2014 compared with 42.2% in 2013. This dip in the operating margin is temporary, due exclusively to the recognition of one-off revenue generating a nil margin, arising from the settlement of the dispute concerning the Centre Hospitalier Sud Francilien (CHSF).

The Group's overall operating profit increased by 2.2% to €1,347 million in 2014, the operating margin improving to 9.6% from 9.2% in 2013 (having reached 8.5% in 2012 and 8% in 2011).

Other expenses from operations, which are in the nature of exceptional items, amounted to €67 million (including restructuring costs for €63 million). Net finance costs reached €726 million compared with €727 million in 2013, with a pronounced downturn in the second half of 2014.

Income tax expense amounted to €172 million in 2014 compared with €167 million in 2013.

Profit attributable to the equity holders of the parent increased by 7% to €275 million in 2014 compared with €257 million in 2013.

In 2014, Eiffage pressed ahead with its investment strategy for public-private partnerships and concessions: APRR invested €309 million, while Eiffage invested €333 million in such projects as the Bretagne-Pays de la Loire high-speed rail line and PPPs for the construction of secondary schools in Seine-Saint-Denis.

It should be noted that negotiations with Centre Hospitalier Sud Francilien (CHSF) resulted in the hospital coming back under State ownership, with as corollary a €332 million reduction in the Group's debt.

On 30 September 2014, Eiffage SA arranged a €1 billion syndicated credit line for a five-year period, with two possible extensions for one year each. Closed under excellent conditions, this operation was 25%-oversubscribed. This syndicated credit line replaces the existing €700 million credit line maturing December 2015.

With this undrawn credit line, and given the €1.5 billion of cash and cash equivalents, the Group has €2.5 billion in liquidity at 31 December 2014. This liquidity is available to meet seasonal increases in the working capital requirements of its contracting activities and to fund any investments, notably provide equity financing and shareholder advances for work undertaken in connection with concessions and public-private partnerships.

The breakdown of the capital and voting rights at 31 December 2014 is provided below:

	Theoretical percentage of capital and voting rights 2013	Theoretical percentage of capital and voting rights 2014	Actual voting rights 2013*	Actual voting rights 2014*
BPI France Participations SA	20.1%	19.5%	20.6%	20.2%
BlackRock	5.7%	6.5%	5.8%	6.8%
Group employees:	28.1%	25.3%	28.8%	26.2%
*Owned collectively***	*27.7%*	*24.9%*	*28.4%*	*25.8%*
Owned directly	*0.4%*	*0.4%*	*0.4%*	*0.4%*
Eiffaime	5.5%	5.3%	5.6%	5.5
Shares held in treasury	2.4%	3.4%		

** Voting rights were calculated by deducting from the theoretical voting rights those rights attached to the shares held in treasury.*

*** Sicavas Eiffage 2000, Eiffage Classique and FCPE Eiffage Actionnariat.*

In 2014, the Eiffage share price traded between a high of €55.46 and a low of €37.695 to close the year at €42.12, up 0.65% year-on-year, bearing in mind the CAC 40 was down 0.54% over the same period whereas the SBF 120 was up 0.69%.

In 2014, volumes traded on the NYSE Euronext, which on average accounted for 40% of trading in the Eiffage share, increased sharply, representing 53% of the capital compared with 40% in 2013.

Pursuant to the authorisations granted by the Shareholders' General Meetings of 17 April 2013 and 16 April 2014, Eiffage purchased 3,806,187 of its own shares and sold 2,554,425 in 2014, of which respectively 2,596,734 and 2,554,425 under the liquidity contract entered into on 6 December 2012, which took effect on 1 January 2013. Of these shares, 246,278 were transferred to employees in connection with the exercise of stock options.

The table below summarises the various transactions completed in 2014:

		% of the capital
Number of shares purchased in 2014	3,806,187 shares	4.1%
Number of shares transferred in 2014	246,278 shares	0.3%
Number of shares sold in 2014	2,554,425 shares	2.8%
Number of shares cancelled in 2014	0	0.0%
Average purchase price	€45.53	
Average sale price	€45.46	
Transaction fees excluding taxes	€101,915	
Number of shares registered on 31 December 2014	€3,139,125	3.4%
Cost of the shares held in treasury	€101,415,858	
Nominal value of the shares held in treasury	€12,556,500	

As part of the Group savings plan, a mutual fund *(Fonds Commun de Placement - FCP)* was set up in the first half of 2014 for the purpose of collecting subscriptions from Group employees as part of the employee savings scheme. Savings collected by this ad-hoc vehicle were fully invested in Eiffage shares through a capital increase reserved for employees, with the application of a 20% discount to the reference share price. On the other hand, there was no employer's contribution on top of investments by employees. The decision to increase the capital was approved by the Board of Directors on 26 February 2014, further to the authorisation granted to it at the Shareholders' General Meeting of 17 April 2013.

This operation is being renewed in 2015. The decision to increase the capital was approved by the Board of Directors on 25 February 2015, further to the authorisation granted to it at the Shareholders' General Meeting of 16 April 2014.

In its company financial statements, Group parent company Eiffage SA reported a net profit of €286 million for the year ended 31 December 2014, compared with €119 million for 2013 and €178 million for 2012.

The General Meeting is invited to approve the payment of an annual dividend at €1.20 per share, to be distributed in respect of all 92,271,466 shares in issue at 31 December 2014 and of the shares that will be created in connection with the capital increase reserved for employees decided by the Board of Directors on 25 February 2015. The unpaid dividend corresponding to the shares held in treasury will be carried forward for subsequent appropriation.

Details of dividends paid in respect of the three previous financial years are provided in the table below:

	2011	2012	2013
Number of shares	87,162,131	89,438,630	92,271,466
Revenues eligible to tax allowance	€104,594,557.20	€107,326,356.00	€110,725,759.20
Revenues not eligible to tax allowance	–	–	–

The Board of Directors held five meetings in 2014. These meetings were prepared by three committees: the Audit Committee, the Appointments and Compensation Committee and the Strategy Committee.

Details of the offices and positions held by the Directors are presented below.

At 25 February 2015, the 12 members of the Board of Directors were:

	Position	Term of office ends	Independent director	Gender	Date of birth	Nationality	Audit Committee	Appointments and Compensation Committee	Strategy Committee	Number of shares owned
Pierre Berger	Chairman Chief Executive Officer	2015	No	Man	09/07/1968	French			Member	1,000
Jean-François Roverato	Vice Chairman Senior Director	2016	No	Man	10/09/1944	French			Member	200 (1)
Béatrice Brénéol	Director Employee shareholder	2015	No	Woman	21/03/1953	French		Member		600
Thérèse Cornil	Director	2017	Yes	Woman	27/02/1943	French		Member		100
Laurent Dupont	Director Employee shareholder	2015	No	Man	29/01/1965	French	Member			220
Bruno Flichy	Director	2015	Yes	Man	25/08/1938	French	Président		Member	5,500
Jean-Yves Gilet	Director	2017	No	Man	09/03/1956	French		Member	Chairman	100
Jean Guénard	Director	2016	No	Man	11/04/1947	French			Member	36,220
Marie Lemarié	Director	2017	Yes	Woman	04/01/1972	French	Member			1,000
Dominique Marcel	Director	2017	No	Man	08/10/1955	French	Member			100
Demetrio Ullastres	Director	2015	Yes	Man	15/01/1945	Spanish		Chairman		18,400
Carol Xueref	Director	2017	Yes	Woman	09/12/1955	Britain		Membre		300
TOTAL	**12**		**5/10 (excluding directors representing employee shareholder)**	**4/12**			**4 of which 2 independent**	**5 of which 3 independent**	**5 of which 1 independent**	

(1) Taking into account his participating interests in Eiffage, Eiffage 2000 and Eiffaime, Mr Roverato owns directly and indirectly 0.98% of the capital of Eiffage SA, which reaches 1.02% taking into account his beneficial interest in split ownership shares of one of these companies.

This section of the Directors' Report contains the resolutions that will be put to the vote at the Ordinary and Extraordinary General Meeting convened on 15 April 2015.

- The General Meeting is invited to approve the company financial statements for the year ended 31 December 2014, as presented, showing a net profit of €285,790,869, as well as the consolidated financial statements for the year ended 31 December 2014, as presented, showing a net profit attributable to the equity holders of the parent of €275,099,000.
- The appropriation of the net profit, such as proposed, would result in the distribution of a dividend of €1.20 per share. The coupon will be detached on 18 May 2015, with payment of the dividend taking place on 20 May 2015.
- The General Meeting is also invited, as applicable, to approve each of the agreements regulated by Article L. 225-38 of the French Commercial Code (Code de Commerce) authorised by the Board of Directors, bearing in mind this resolution is limited to new agreements entered into in the year ended 31 December 2014. These agreements are also presented in the Statutory Auditors' special report (see page 197 of the 2014 Reference Document), as submitted to the General Meeting.
- It is recalled that the Board of Directors has twelve members: five independent directors, three directors representing the main shareholders, two directors representing employee shareholders, along with two executives of the Company in the Chairman and Chief Executive Officer and the Vice-Chairman. As four directors are women, the Board's composition complies with the provisions of the Law of 27 January 2011 regarding gender parity.

  The terms of office of Ms Béatrice Brénéol and Messrs Pierre Berger, Bruno Flichy, Demetrio Ullastres and Laurent Dupont end at the close of this General Meeting.

Further to the recommendations of the Appointments and Compensation Committee, the General Meeting is invited to:

- reappoint Ms Béatrice Brénéol and Messrs Pierre Berger, Demetrio Ullastres and Laurent Dupont; and
- appoint Ms Isabelle Salaün to the Board of Directors, in replacement of Mr Bruno Flichy.

They will serve a four-year term, which will expire at the end of the Ordinary General Meeting held in 2019 to approve the financial statements for the year ended 31 December 2018, if the General Meeting passes the resolution lengthening the term of office for board members from three to four years. If not, their term of office will expire at the end of the Ordinary General Meeting held in 2018 to approve the financial statements for the year ended 31 December 2017.

As regards the candidates put forward by the Appointments and Compensation Committee, the Board of Directors reached the following conclusions as to their independence: Ms Isabelle Salaün and Mr Demetrio Ullastres fulfil the criteria of independence defined in the AFEP-Medef Code. Therefore, if the resolution is passed by the General Meeting, the Board of Directors will continue to be composed in majority of independent members (not taking into account board members representing employee shareholders) and five directors will be women (or more than 40% of board members).

- In accordance with the recommendations of Article 24.3 of the AFEP-Medef Code of Corporate Governance for listed companies, as updated in June 2013, by which the Company abides, we present for your perusal information concerning the compensation due or paid in respect of the year ended 31 December 2014 to Mr Pierre Berger, Chairman and Chief Executive Officer. Details are provided in the table below.

Elements of the compensation due or paid in respect of the year ended	Amount or accounting valuation put to the vote	Presentation
Fixed compensation	€900,000	Amount is unchanged since the appointment of Mr Pierre Berger
Annual variable compensation	€680,000	The variable compensation paid to Mr Pierre Berger is based on quantitative and qualitative criteria
Deferred variable compensation	N/A	No deferred variable compensation has been paid or is payable to Mr Pierre Berger
Multi-annual variable compensation	N/A	No multi-annual variable compensation has been paid or is payable to Mr Pierre Berger
Extraordinary compensation	N/A	No extraordinary compensation has been paid or is payable to Mr Pierre Berger
Stock options, performance shares and any other element of long-term compensation	€936,375	100,000 stock options were awarded to Mr Pierre Berger
	N/A	No performance shares or any other element of long-term compensation have been awarded to Mr Pierre Berger
Directors' fees	N/A	No directors' fees have been paid or are payable to Mr Pierre Berger
Benefits in kind	€2,006	Mr Pierre Berger has been provided with a company car
Indemnities payable on termination of office	N/A	The Company has no commitment to pay any indemnities in the event Mr Pierre Berger is removed from office as Chairman and Chief Executive Officer
Non-compete indemnities	N/A	There is no non-compete agreement
Supplementary pension scheme	N/A	Mr Pierre Berger is not a beneficiary of a supplementary pension scheme

- There are three quantitative and qualitative criteria that influence the variable compensation paid to Mr Pierre Berger:
  - the first is based on the operating profit on ordinary activities over and above a specified amount;
  - the second is based on the return on equity (as measured by the profit attributable to the equity holders of the parent in relation to average shareholders' equity during the year) over and above a specified level;
  - the third being at the discretion of the Board of Directors, who consider external circumstances outside the control of Mr Berger having influenced the Company's results; in addition, the Board may consider various criteria such as the Company's work safety record, personnel motivation, absenteeism, etc.
- For the exercise of the stock options awarded to Mr Pierre Berger, the criterion is the Group's debt ratio (i.e. net debt-to-EBITDA) at exercise date.
- As regards financial matters, the General Meeting is invited to pass resolutions delegating powers and authorisations enabling the Board of Directors, should it consider this useful, to repurchase shares, cancel shares held in treasury and make such issues as may be needed in connection with the Company's development (see in the appendix a summary of current delegations of powers and authorisations, as well as the delegations of powers and authorisations put to the vote). As such, the General Meeting is invited to:
  - Renew, for a period of 18 months, the authorisation given to the Board of Directors to buy back Company shares within the limit of 10% of the share capital and for a maximum price of €80 per share, meaning therefore that the maximum amount is set at €738,171,680 in total, for the purposes of maintaining the liquidity of the Eiffage share, financing acquisitions, covering employee shareholding needs and those relating to any transferable securities providing access to the capital, and cancelling the acquired shares within the limits and conditions set by applicable regulations. Company shares shall not be repurchased during a takeover.
  - Authorise the Board of Directors, for a period of 24 months, to cancel, as and when it sees fit, on one or more occasions, within the limit of 10% of the capital (determined on the date of cancellation, taking into account any shares cancelled during the previous 24 months), Company shares that are held or come to be held in treasury in connection with the share buyback programme, and reduce the share capital accordingly, in accordance with applicable laws and regulations.
  - Delegate, for a period of 26 months, authority to the Board of Directors to increase the share capital by capitalising reserves, profits and/or premiums and issuing and allotting bonus shares to the shareholders and/or increasing the nominal value of the shares, within the limit of €80 million.
  - Delegate, for a period of 26 months, authority to the Board of Directors to increase the share capital by issuing ordinary shares giving, when applicable, access to ordinary shares and/or other instruments giving access to ordinary shares to be issued with the application of preferential subscription rights, within a nominal limit of €150 million. This ceiling will be reduced by the nominal amount of any capital increases made pursuant to the fifteenth, sixteenth and eighteenth resolutions.

When issuing transferable securities representing claims against the Company and giving access to the capital, the nominal value of these transferable securities shall not exceed €1.5 billion. This ceiling will be reduced by the nominal amount of any capital increases made pursuant to the fifteenth, sixteenth and eighteenth resolutions.

- Delegate, for a period of 26 months, authority to the Board of Directors to increase the share capital by issuing ordinary shares giving, when applicable, access to ordinary shares and/or other instruments giving access to ordinary shares to be issued waiving preferential subscription rights, with the Board of Directors being given the possibility to offer shareholders the possibility to exercise pre-emptive rights.

The total nominal value of all capital increases, now or in the future, under the above delegation of powers shall not exceed €35,775,452. All such issues shall count towards the €150 million ceiling stipulated in the fourteenth resolution.

When issuing transferable securities representing claims against the Company and giving access to the capital, the nominal value of these transferable securities shall not exceed €1.5 billion. All such issues shall count towards the €1.5 billion ceiling stipulated in the fourteenth resolution.

In the event securities are issued as remuneration for securities tendered to a public exchange offer, the Board of Directors shall be authorised, within the limits fixed above, to draw up the list of securities tendered to the offer, set their issuance conditions, the exchange parity and, when applicable the amount of the balancing cash payment to be paid, and determine the related terms of issuance.

- Delegate, for a period of 26 months, authority to the Board of Directors to increase the share capital by issuing ordinary shares giving, when applicable, access to ordinary shares and/or other instruments giving access to ordinary shares to be issued waiving preferential subscription rights, when making a share offering governed by Section II of Article L.411-2 of the French Monetary and Financial Code dealing with private placements.

The total nominal value of all capital increases, now or in the future, under the above delegation of powers shall not exceed €35,775,452. All such issues shall count towards the €150 million ceiling stipulated in the fourteenth resolution.

When issuing transferable securities representing claims against the Company and giving access to the capital, the nominal value of these transferable securities shall not exceed €1.5 billion. All such issues shall count towards the €1.5 billion ceiling stipulated in the fourteenth resolution.

It is stipulated that, in the event shares are issued with the waiver of preferential subscription rights further to these two delegations of power, the amount paid or to be paid to the Company in respect of each of the ordinary shares shall be determined in accordance with applicable laws and regulations and will therefore be at least equal to the minimum amount required by Article R.225-119 of the French Commercial Code (weighted average share price during the three preceding trading sessions, possibly reduced by the application of a 5% discount) at the time the Board of Directors exercises the delegation of authority.

- Authorise the Board of Directors, in connection with the aforementioned delegations of power for public offerings and private placements, maintaining or waiving preferential subscription rights, to increase the number of securities to be issued within a limit of 15% of the number of securities in the initial issue, under the terms and conditions laid down by applicable laws and regulations at the time of the issue and subject to the overall ceilings mentioned above.
- Delegate, for a period of 26 months, authority to the Board of Directors to increase the share capital by issuing ordinary shares or other transferable securities giving access to the capital within the limit of 10% of the capital at the time of issue, as remuneration as for securities tendered to the Company and consisting of equity instruments or transferable securities giving access to the capital. The nominal value of all such capital increases shall count towards the €150 million ceiling stipulated in the fourteenth resolution.

- In connection with employee share ownership, the General Meeting is invited:
  - In accordance with applicable laws, to delegate, for a period of 26 months, authority to the Board of Directors to increase the capital, on one or more occasions, by issuing ordinary shares or transferable securities giving access to the capital to employees of the Company or affiliated companies who are members of employee savings plans, in the conditions set out in Article L.225-180 of the French Commercial Code and Article L.3344-1 of the French Employment Code *(Code du travail)*, within the nominal limit of €15 million, this ceiling being independent of any other that may be set by the resolutions passed by the General Meeting. This supposes shareholders will waive their preferential subscription rights in favour of the employees concerned.

The General Meeting is informed that the price at which any shares are issued shall be determined in accordance with the conditions and limits set by applicable laws and regulations.

- To authorise, for a period of 38 months, the Board of Directors to grant stock options to Group employees and corporate officers, entitling the holders to purchase up to 1,000,000 Eiffage shares, it being stipulated that, within this ceiling, the total number of stock options allocated to the Company's executive officers shall not entitle the holders to obtain more than 250,000 shares (this specific ceiling being set in accordance with Article 23.2.4 of the AFEP-Medef Code) and that their exercise shall be tied to one or more performance criteria.

In accordance with existing plans, which concern a total of 681 employees, the purpose of these options would be to allow operational managers, and younger employees in particular, to benefit from the Group's performances. No discount will be applied to the options, which will have a ten-year term, and the Board of Directors will ensure, assisted in this by the Appointments and Compensation Committee and as it did with the most recent stock option plans, that such allocations follow the principles recommended by AFEP-Medef for rewarding performance in a way that is consonant with the total compensation received by each beneficiary and at an appropriate frequency.

- To authorise the Board of Directors, for a period of 38 months, to grant existing shares as bonus shares to Group employees and/or corporate officers, pursuant to Article L.225-197-1 of the French Commercial Code.

The total number of shares that may be granted as bonus shares by the Board of Directors under this authorisation shall not exceed 1,000,000 shares of the Company's share capital at the grant date, it being stipulated that, within this ceiling, the total number of

shares granted to the Company's executive officers shall not exceed 250,000 shares (this specific ceiling being set in accordance with Article 23.2.4 of the AFEP-Medef Code) and that their grant shall be tied to one or more performance criteria.

The vesting periods and, when applicable, holding periods shall at least be equal to the minimum period as required by law.

- The General Meeting is invited to increase from three years to four years the term of office of the members of the Board of Directors appointed at this General Meeting and thereafter, the term of office for the other members expiring as stipulated before, and to modify accordingly Article 18 of the Memorandum and Articles of Association.
- The General Meeting is invited to authorise the Board of Directors to appoint up to three observers, tasked with monitoring the proper application of the Memorandum and Articles of Association, laws and regulations and providing advice, for a renewable term of office of four years, and accordingly to insert a new Article 20 bis in the Memorandum and Articles of Association.
- The General Meeting is invited to authorise changes to bring the Memorandum and Articles of Association in line with Article R.225 85 of the French Commercial Code as amended, dealing with the record date, and Article L.225-123 of the French Commercial Code as amended, dealing with voting rights, and accordingly amend Article 30 of Memorandum and Articles of Association. As required by law, all fully paid-up shares that have been registered in the name of the same shareholder for at least two years from the date Act 2014-384 of 29 March 2014 ('Florange Act') came into force will have double voting rights.

SUMMARY OF CURRENTLY VALID AUTHORISATIONS TO INCREASE THE CAPITAL AND TO GRANT STOCK OPTIONS AND SHARES FOR A NIL CONSIDERATION

Nature of the delegation or authorisation	Date of Extraordinary General Meeting	Authorisation expiration date	Nominal amount of capital increase authorised	Increase(s) in previous years	Increase(s) in 2014	Remaining nominal amount by which the capital may be increased at 31 December 2014
Delegation of authority to increase the share capital by capitalising reserves, profits and/or premiums	17 April 2013	16 June 2015	€80 million	None	None	€80 million
Delegation of authority to issue ordinary shares and/or transferable securities, maintaining preferential subscription rights	16 April 2014	15 June 2016	€150 million (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital)	None	None	€150 million (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital)
Delegation of authority to issue ordinary shares and/or transferable securities, with waiver of preferential subscription rights, by way of a public offering	16 April 2014	15 June 2016	€35,775,452 (*) (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital) (*)	None	None	€35,775,452 (*) (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital) (*)
Delegation of authority to issue ordinary shares and/or transferable securities, with waiver of preferential subscription rights, by way of a private placement	16 April 2014	15 June 2016	€35,775,452 (*) (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital) (*)	None	None	€35,775,452 (*) (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital) (*)

** Counts towards ceiling for the delegation of authority to issue shares with the application of preferential subscription rights.*

Nature of the delegation or authorisation	Date of Extraordinary General Meeting	Authorisation expiration date	Nominal amount of capital increase authorised	Increase(s) in previous years	Increase(s) in 2014	Remaining nominal amount by which the capital may be increased at 31 December 2014
Authority to increase issue in the event of excess demand	16 April 2014	15 June 2016	15% of the amount of the initial issue, within the limit of the ceiling for the delegation of authority	None	None	15% of the amount of the initial issue, within the limit of the ceiling for the delegation of authority
Delegation of authority to increase the capital in order to remunerate contributions of shares or transferable securities	16 April 2014	15 June 2016	10% of the share capital*	None	None	10% of the share capital*
Delegation of authority to increase the share capital by the issue of shares reserved for members of a company savings plan, with waiver of preferential subscription rights	16 April 2014	15 June 2016	€15 million	None	None	€15 million
Authorisation to issue stock options	16 April 2014	15 June 2017	1,000,000 (maximum number of shares that stock option holders may subscribe to) 250,000 (maximum number of shares that stock option holders may subscribe to, when these are the Company's executive officers)	None	None	1,000,000 (maximum number of shares that stock option holders may subscribe to) 250,000 (maximum number of shares that stock option holders may subscribe to, when these are the Company's executive officers)
Authorisation to grant existing shares as bonus shares	16 April 2014	15 June 2017	1,000,000 (maximum number of shares that may be granted for a nil consideration) 250,000 (maximum number of shares that may be granted for a nil consideration to the Company's executive officers)	None	None	1,000,000 (maximum number of shares that may be granted for a nil consideration) 250,000 (maximum number of shares that may be granted for a nil consideration to the Company's executive officers)

** Counts towards ceiling for the delegation of authority to issue shares with the application of preferential subscription rights.*

TABLE SUMMARISING AUTHORISATIONS TO INCREASE THE CAPITAL AND TO GRANT STOCK OPTIONS AND SHARES FOR A NIL CONSIDERATION SUBMITTED TO THE GENERAL MEETING OF 15 APRIL 2015

Nature of the delegation or authorisation submitted to the General Meeting of 15 April 2015	Date of Extraordinary General Meeting	Authorisation expiration date	Nominal amount of ceiling for capital increase
Delegation of authority to increase the share capital by capitalising reserves, profits and/or premiums	15 April 2015	14 June 2017	€80 million
Delegation of authority to issue ordinary shares and/or transferable securities, maintaining preferential subscription rights	15 April 2015	14 June 2017	€150 million (€1.5 billion for transferable securities representing claims against the Company and giving)
Delegation of authority to issue ordinary shares and/or transferable securities, waiving preferential subscription rights, by way of a public offering	15 April 2015	14 June 2017	€35,775,452 (*) (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital) (*)
Delegation of authority to issue ordinary shares and/or transferable securities, waiving preferential subscription rights, by way of a private placement	15 April 2015	14 June 2017	€35,775,452 (*) (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital) (*)
Authority to increase issue in the event of excess demand	15 April 2015	14 June 2017	15% of the amount of the initial issue, within the limit of the ceiling for the delegation of authority
Delegation of authority to increase the capital in order to remunerate contributions of shares or transferable securities	15 April 2015	14 June 2017	10% of the share capital*
Delegation of authority to increase the share capital by the issue of shares reserved for members of a company savings plan, with waiver of preferential rights	15 April 2015	14 June 2017	€15 million
Authorisation to grant stock options	15 April 2015	15 June 2018	1,000,000 (maximum number of shares that stock option holders may subscribe to) 250,000 (maximum number of shares that stock option holders may subscribe to, when these are the Company's executive officers)
Authorisation to grant existing shares as bonus shares	15 April 2015	15 June 2018	1,000,000 (maximum number of shares that may be granted for a nil consideration) 250,000 (maximum number of shares that may be granted to the Company's executive officers for a nil consideration)

** Counts towards ceiling for the delegation of authority to issue shares with the application of preferential subscription rights.*

The General Meeting of 15 April 2015 is invited to renew all these delegations of authority and authorisations.

The Statutory Auditors having submitted their reports on these various matters as presented to you, the Board duly invites you to approve the resolutions put to you.

The Board of Directors

Financial highlights

EIFFAGE GROUP: CHANGE IN CONSOLIDATED REVENUE

(€ million)	2012	2013	2014
Revenue by activity			
Construction	3,798	3,715	3,733
Public Works	3,941	4,215	3,957
Energy	3,229	3,159	3,025
Metal	892	914	894
Concessions (excluding IFRIC 12)	2,175	2,261	2,378
TOTAL	**14,035**	**14,264**	**13,987**
Revenue by geographical area			
France	11,889	12,034	11,568
Rest of Europe	1,903	1,924	2,100
Benelux	691	737	870
Germany	657	642	654
Spain	307	265	285
Poland	126	144	169
Other European countries	122	136	122
Rest of the world	243	306	319
TOTAL	**14,035**	**14,264**	**13,987**

Revenue referred to in this reference document and in the reports and publications relating to the Group's activity corresponds to production for the year calculated at its sale value and comprises:

- the works and services carried out directly by consolidated companies; and
- works carried out in partnership with other companies for the part accruing to the consolidated company.

It does not include construction revenue from public service concession activities within the meaning of IFRIC 12.

GROUP EMPLOYEES

The tables below indicate the average number of employees under contract during the year.

Average number of employees per socio-professional category	2012	2013	2014
Managers	11,093	11,273	11,190
Technical, clerical and supervisory staff	19,773	19,756	19,766
Workers	37,973	36,399	35,514
TOTAL	**68,839**	**67,428**	**66,470**

Average number of employees per operating segment	2012	2013	2014
Construction	14,072	14,012	13,140
Public Works	22,489	21,638	21,181
Energy	23,449	22,853	22,728
Metal	4,937	4,968	5,427
Concessions	3,892	3,957	3,994
TOTAL	**68,839**	**67,428**	**66,470**

Average number of employees per geographic area	2012	2013	2014
France	57,020	55,478	53,949
Rest of Europe	9,956	10,232	10,819
Rest of the world	1,863	1,718	1,702
TOTAL	**68,839**	**67,428**	**66,470**

OPERATING PROFIT ON ORDINARY ACTIVITIES ANALYSED BY OPERATING SEGMENT

(€ million)	2012	2013	2014
Construction	160	156	156
Public Works	51	93	95
Energy	96	98	112
Metal	28	37	17
Concessions	893	954	985
Holding company	(29)	(20)	(18)
TOTAL	**1,199**	**1,318**	**1,347**

NON-CURRENT ASSETS ANALYSED BY OPERATING SEGMENT

(€ million)	2012	2013	2014
Construction	650	662	638
Public Works	1,056	1,078	1,094
Energy	692	695	700
Metal	168	194	190
Concessions	15,758	15,798	15,488
Holding company	277	243	250
TOTAL GROUP	**18,601**	**18,670**	**18,360**

CAPITAL EXPENDITURE

(€ million)	2012	2013	2014
Intangible assets	21	29	14
Property, plant and equipment	132	99	112
Concessions and public-private partnerships	526	845	642
Acquisitions and other financial investments	76	43	28
TOTAL	**755**	**1,016**	**796**

Property, plant and equipment
Spending on property, plant and equipment is mainly for the recurrent renewal of existing equipment and production installations operated by Group companies.

Concessions and public-private partnerships
Investments reported under this heading include investments in intangible assets, property, plant and equipment and financial assets by companies operating concessions or party to public-private partnerships.

- Since 2000, the Group's strategy of developing first the Concessions activity and then public-private partnerships has yielded concrete results, with the award of many contracts in France as well as abroad. Total assets held in connection with these activities amounted to €15.488 billion in the balance sheet as at 31 December 2014.
- In 2006, Eiffage completed the acquisition of a controlling interest in APRR through Eiffarie, a consortium created by Eiffage and certain Macquarie investment funds that acquired 81.5% of APRR's capital for a total net investment of €4.6 billion. In 2010, Eiffarie increased its interest to more than 95% by buying shares held by arbitrage funds and launched a public repurchase offer followed by a squeeze-out procedure to buy any shares it did not yet own. This offer is the object of an appeal and a related stay of execution pending the ruling of the Paris Court of Appeal, which is expected in October 2012. At 31 December 2010, Eiffarie thus owned 98.2% of APRR's capital, having invested a further €975 million. In September 2011, the squeeze-out procedure was re-opened temporarily, as a result of which this shareholding was increased to 98.9%, based on a further investment of €41 million. In 2012, Eiffarie completed the compulsory acquisition of the remaining shares it did not own in APRR for €52 million, concurrently with which APRR was delisted from the NYSE Euronext Paris.
- In 2012, a total of €267 million was invested by APRR, in addition to which €110 million was invested in the construction of the Lille stadium and €79 million in the Brittany-Loire valley high-speed rail line *(Ligne à Grande Vitesse Bretagne-Pays de la Loire - BPL)*.
- In 2013, a total of €355 million was invested by APRR, in addition to which €331 million was invested in the Brittany-Loire valley high-speed rail line and a further €105 million in the construction of secondary schools.

- In 2014, a total of €309 million was invested by APRR, in addition to which €222 million was invested in the Brittany-Loire valley high-speed rail line.

Acquisitions and other financial investments (other than Concessions):

- In 2012, the Public Works division acquired a group of quarries in Isère.
- In 2013, the Metal division acquired Smulders Group.
- In 2014, the Public Works division acquired Innovative Civil Constructors Inc. (ICCI).

Furthermore, in February 2015, the Public Works division acquired Puentes y Torones, a Columbian company specialised in the construction of civil engineering structures.

RISK FACTORS

(The management of financial risks is described in Note 3 to the consolidated financial statements on page 148).

Operational risks

The Group's core activity being mainly to design and execute construction projects, exposure to operational risks exists at each phase of the process.

When an order is booked, operational risk may arise because labour costs to complete the construction have been underestimated or because the quantities of materials have been incorrectly estimated. Similarly, a poor assessment of a customer's needs may result in a significant operational risk. The environment at the construction site (access to the site, neighbourhood constraints, regulatory issues, etc.) is also an important criterion that must be taken into account in the conduct of the project.

To mitigate these risks, each contract considered must pass a customer selection process and its feasibility and technical content must be analysed. This process includes a detailed review of the offer in light of legal and financial criteria relating to the project and customer.

Each costing goes through a validation process based on materiality levels. The purpose of this validation is to check and approve the costing options selected. A counter-analysis is performed by the Works department for significant projects that represent a major investment in terms of man hours.

The delegation of powers in place within the Group mitigates the financial impact of this risk.

During the construction phase, hazards may arise linked to the weather conditions or soil composition (foundations, earthmoving, etc.), for example, as well as accidents. The quality of the constructions (lead times, delivery, etc.) depends on the ability to master these operational risks.

The Group's absolute priority is the safety of its employees and of all other people working on construction sites. To this end, significant resources are devoted to training the personnel, to replacing equipment, and to analysing regularly construction site risk with the supervisors. Work at construction sites proceeds satisfactorily when the teams possess the required expertise, and are fully aware of and alert to the existence of these risks. Similarly, the planning of a construction project is based on the principle that each and every staff member must be adequately prepared and assume responsibility. Progress reports are prepared at regular intervals during the construction to ensure compliance with objectives in terms of deadlines, customer satisfaction and cost.

The Group's requirements extend to its partners, i.e. to the subcontractors and suppliers with which it has a business relationship. These partners are assessed at regular intervals based on precise criteria to ensure compliance with the Group's values and principles.

Materials purchasing risks

The Group is exposed to sporadic fluctuations in the cost of certain materials used in its manufacturing processes, notably petroleum products (fuel, lubricants and bitumen), cement, steel, aluminium and copper. To mitigate this risk, a Purchasing department has been set up in each division that works in coordination with the staff at the regional offices. These departments seek to anticipate possible fluctuations by negotiating framework agreements featuring effective price revision clauses so as to provide additional protection to the revision clauses contained in the public procurement contracts. The Group's size and capacity for purchasing in bulk lend it significant clout when negotiating prices as well as delivery and payment conditions.

For certain major long-term projects, the Group may deem it necessary to enter into agreements to hedge primary and secondary raw materials such as copper, fuel or bitumen.

Competition risk

The heads of each operating unit have been provided with documents and individualised training on the risks arising from combination in restraint of trade between competitors and from arrangements entered into with customers, and each has undertaken formally to comply with the Group's directives. In accordance with its code of ethics and the demand made to each employee to behave in exemplary fashion, the Group has spelled out its commercial practices to all members of staff and increased sanctions for any breaches.

Industrial risks

Given the nature of its activities, the Group has relatively little exposure to industrial risks.

There is a risk linked to accidental exposure to hazardous chemical products. There is also the risk that customers will experience business interruptions as a result of work carried out by Group companies.

Environmental risks
At environmental level, particular regulations govern the activities of the Group's various divisions, concerning notably the processing of materials recovered from demolition or building sites and of materials produced for road construction, the protection of the environment and biodiversity during the construction and operation of motorway and rail infrastructures, etc.

Measures taken by the Group to manage these risks and the cost of the investments related to preventive measures and to measures to implement applicable standards and regulations are presented in the section of this report dealing with employee and environmental matters.

Concerning risks linked to the emission of carbon dioxide and other greenhouse gases, the Sustainable Development department distinguishes between:

- regulations relating to the European Union Carbon Emissions Trading System, applicable to the Bocahut quarry in Aisne, which is the only entity at Eiffage Travaux Publics to have been allocated carbon emission quotas; and
- the implementation of the so-called Grenelle II Law on the national commitment for the environment, which requires notably the preparation of a carbon balance statement for the Group's activities by 31 December 2012. The Group is continuing to strengthen its in-house expertise in this area and has rolled out a software application to draw up carbon balance statements as required by regulations and also for those entities not concerned by disclosure requirements (establishments, subsidiaries, regional entities, etc.).

Concerning risks associated with biodiversity protection, during the construction phase and later during the operating phase, the Group remains committed to achieving excellence in this area, notably by:

- receiving recognition from the French Ministry of Ecology, Sustainable Development and Energy for its specific contribution towards the country's National Biodiversity Strategy for the period 2011 to 2020;
- implementing the Group Biodiversity Charter signed by the Chairman and ensuring its promotion at partner institutions and companies;
- providing further training in connection with the first Business Chair dedicated to "the Environment, Biodiversity and Major Infrastructures" created in partnership with Paris 1 Panthéon-La Sorbonne university; and
- compiling an in-house biodiversity risk prevention and management pack for all the operating departments of the Group's divisions, setting out notably the regulatory requirements arising from the Grenelle I and II laws as well as ecological engineering solutions during the construction and operating phases.

Market risks
Not taking into account the non-recourse debt of the concession operators included in its consolidation scope, the Group has no debt (net cash position of €31 million at 31 December 2014). Of the Concessions activity's non-recourse net debt (€12,038 million at 31 December 2014 excluding the fair value of the CNA loans and financial instruments entered into to hedge interest rate risks) part - of which most bears fixed rates - is carried by the APRR group and its holding company Eiffarie, part by the holding company controlling concession operator Compagnie Eiffage du Viaduc de Millau, all of this debt being at fixed rates, with the capital indexed to inflation, part by A'Liénor, the operator of the Pau-Langon A65 motorway, at mostly fixed rates, and part by companies that are party to public-private partnerships having entered the operating phase, nearly all of which is at fixed rates. The information necessary to form an opinion as to the level of the Group's exposure to fluctuations in interest rates is provided in the notes to the consolidated financial statements (Note 3, page 148, and page 165).

The Group has very little exposure to foreign exchange risk as 97% of its revenue is generated within the euro zone.

The Group is not exposed to any equity risk since all surplus cash is held in the form of money market UCITS (invested exclusively in very short-dated money market instruments), bank certificates of deposit or term deposit accounts.

Liquidity risks
At 31 December 2014, Eiffage had a confirmed credit line of €1 billion, which was not being used at that date and has been made available until 2019, as well as a net cash position of €1,534 million at the level of the holding company and contracting businesses. Furthermore, Eiffage has completed several private placements totalling €175 million (€75 million due in 2017 and €100 million due in 2018), both strengthening its liquidity and diversifying its sources of funding, which also include its trade receivables securitisation programme, renewed for a period of five years at the start of 2011, which provides the Group with access to additional liquidity of up to €400 million. Eiffage has also put into place a commercial paper programme in an amount of up to €500 million, in respect of which it had issued €285 million at 31 December 2014.

As for APRR, a Euro Medium Term Note (EMTN) programme has been in place since 2007, initially for a maximum of €6 billion, which was increased to €8 billion in 2014.

In 2014, APRR completed three bond issues:

- in January, it issued €500 million of fixed-rate bonds maturing in January 2020;
- in April, it issued €500 million issue of variable-rate bonds maturing in March 2019; and
- in November, it issued €1,400 million of fixed-rate bonds, consisting of two tranches of €700 million each, one maturing in January 2021 and the other in January 2025.

The amount available under this programme reached €1,850 million at 31 December 2014.

In 2013, APRR arranged a seven-year, variable-interest rate loan amounting to €75 million with the European Investment Bank, used to finance its investment programme. This complements a first tranche for the same amount arranged at the end of 2012. In addition, APRR has access to a five-year revolving credit line amounting to €720 million, which was not used at 31 December 2014. Finally, APRR has put into place a commercial paper programme to further improve its short-term liquidity, in respect of which it had issued €120 million at 31 December 2014.

Note that, on 26 November 2014, Standard & Poor's upgraded APRR's credit rating by one notch to BBB+ (stable outlook) from BBB (positive outlook). As a result, APRR is rated BBB+ (Stable outlook) by both Standard & Poor's and Fitch.

As regards Eiffarie, its bank borrowings were refinanced in February 2012 with a five-year maturity. Amounting to €2,765 million when arranged initially, this debt amounted to €2,515 million at 31 December 2014 given repayments made in the interval.

The covenants applicable to these loans and compliance with these covenants at 31 December 2014 are detailed in Note 23 to the consolidated financial statements on page 166.

The ageing of the Group's financial assets and financial liabilities is provided in Note 22 to the consolidated financial statements on page 165.

Legal risks

A significant part of the Group's activities is governed by regulations applicable to public contracts in France and, in the case of building works, the ten-year contractors' guarantee.

Some activities are governed by authorisations granted in respect of classified installations. This concerns notably road construction, for coating stations, binder production plants and quarries (in the latter case with the requirement to provide financial guarantees to cover site rehabilitation).

Some contracts may contain confidentiality clauses, notably when pertaining to national defence.

Insurance

The Group's policy with regard to insurance cover is scaled to take into account the size effect.

First, certain risks characterised by a high-frequency rate but low severity are covered through self-insurance (e.g. auto insurance) or the application of appropriate deductibles (e.g. ten-year contractors' guarantee).

Second, particular attention is paid to risks presenting high severity by taking out policies providing substantial cover (third-party liability).

The construction activity is subject to specific regulations and legal requirements in terms of insurance cover (ten-year contractors' guarantee). All these aspects are monitored by the Legal departments of each division.

The Group insurance manager ensures that the measures taken are appropriate at a global level, notably as regards self-insurance and coverage limits.

Description of insurance policies taken out by the Group:

- Various third-party insurance lines provide overall cover of €85 million by claim, and an additional line subscribed since 2003 has raised this to €155 million per claim and per year. This insurance covers APRR and its subsidiaries since their integration into the Group;
- Insurance in respect of the ten-year contractors' guarantee is taken out almost exclusively for the French businesses. Cover complies with Law no. 78-12 of 4 January 1978 and the relevant implementing decrees, and accordingly provides insurance against damage to buildings for the ten years following delivery within the limit of the costs of any deficiencies detected;
- Various annual policies have been taken out at Group or subsidiary level, including by APRR and its subsidiaries, to cover property and operating assets, including contractors' all-risks insurance (for damage during construction work), comprehensive property insurance (for offices, housing and workshops) and auto insurance (third-party liability, fire and theft);
- Insurance cover has been taken out since 2003 for the third-party liability of directors and corporate officers at the level of the Company and its subsidiaries;
- Lastly, risks concerning accidental environmental damage are covered by the third-party liability contracts referred to above. Specific policies have been taken out for classified installations (coating stations, etc.).

In total, insurance premiums paid by the Group in respect of the aforementioned policies amounted to €56 million in 2014 compared with €54 million in 2013 and €56 million in 2012.

ASSETS PLEDGED AS COLLATERAL - OFF BALANCE SHEET COMMITMENTS

In 2002, the Group arranged a trade receivables securitisation programme to provide a source of medium-term financing, which it renewed in 2011. The impact of this programme on the financial statements is given in Note 23 to the consolidated financial statements on page 166.

In 2003, as part of the refinancing of Société Marseillaise du Tunnel du Prado Carénage (SMTPC), Eiffage pledged 505,920 shares in this company, representing 8.7% of the capital, to its lenders as collateral.

All the shares held by Eiffarie in APRR (113,038,156 shares representing the entire capital, acquired mainly in 2006, then gradually from 2010 to 2012) has been pledged in favour of banks.

In 2007, in connection with the refinancing of Compagnie Eiffage du Viaduc de Millau and its holding company VP2, all the shares of Compagnie Eiffage du Viaduc de Millau were pledged in favour of the lenders and their insurers. This refinancing falls due in 2051.

As a rule, project financing for concessions or public-private partnerships is provided on the condition that the shares of the ad-hoc entities party to the financing agreements are pledged to the lenders and their guarantors.

There are no significant off balance sheet commitments other than the items referred to above or detailed in Note 44 to consolidated financial statements on page 180.

PATENTS, LICENCES AND SUPPLY AGREEMENTS

The Group is not dependent to any significant extent on any patents, licences or supply agreements.

DISPUTES AND ARBITRATIONS

To the Company's knowledge, no governmental, judicial, arbitration or other proceeding has been or could be initiated against the Group that could have or, during the last 12 months, has had, a material impact on the Group's financial situation or profitability. The change in the provisions for disputes and penalties is indicated in Note 26 to the consolidated financial statements.

PROSPECTS

In 2014, the Group strengthened its financial structure, paving the way for a significant reduction in finance costs in coming years. The order book was renewed, increasing by 0.2% to €11.8 billion, which is equivalent to 12.2 months of activity at the Contracting divisions, although the proportion scheduled for completion in 2015 is slightly lower. Under these conditions, expectations are that revenue will decline slightly in 2015 but that that there will be a further increase in net profit.

Order book at 1 January 2013 (unaudited)

(€ million)	At 1 January 2014	At 1 January 2015	% change
Construction	4,707	4,663	- 0.9%
Public Works	3,488	3,221	- 7.7%
Energy	2,603	2,908	+ 11.7%
Metal	944	973	+ 3.1%
TOTAL	**11,742**	**11,765**	**+ 0.2%**

The order book includes the portion of contracts signed by Contracting businesses that was still ongoing at 1 January.

Quarterly data for the first and third quarters of 2015 will be published on 11 May and 9 November 2015, respectively. The first-half financial report and the financial statements to 30 June 2015 will be published on 26 August 2015.

SIGNIFICANT EVENTS SINCE THE END OF THE REPORTING PERIOD

Since the end of the reporting period, Eiffarie and its subsidiary APRR have refinanced the credit lines arranged in 2012, which were available until February 2017. The transaction, for a total amount of €3.3 billion, was signed on 19 February 2015 and comprises two new credit facilities with the following characteristics:

- a revolving credit facility for APRR in an amount of €1.8 billion, with a five-year term (plus two possible extensions of one year each) and an interest rate of Euribor +45bp; and
- a term loan for Eiffarie in an initial amount of €1.5 billion, with a five-year term (plus two possible extensions of one year each) and an interest rate of Euribor +100bp.

No other significant event having a bearing on the Group's financial or commercial situation occurred between the end of the reporting period and the date this document was filed.

Consolidated financial statements

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AT 31 DECEMBER 2014

Assets

(€ million)	Notes	31 December 2014	31 December 2013
Non-current assets			
Property, plant and equipment	7	1,463	1,474
Investment property	7	5	6
Concession intangible assets	7-8	12,069	12,415
Goodwill	9	2,873	2,849
Other intangible assets	7	175	172
Equity-method investments	7-10	102	107
Non-current financial assets	7-8-11	1,673	1,647
Deferred tax assets	18	308	303
Total non-current assets		**18,668**	**18,973**
Current assets			
Inventories	12	518	556
Trade and other receivables	13-14-21	3,962	4,151
Current tax assets	18	90	5
Current financial assets		17	15
Other current assets	17	1,299	1,496
Cash and cash equivalents	19-21	4,265	2,097
Assets classified as held for sale	30	49	83
Total current assets		**10,200**	**8,403**
TOTAL ASSETS		**28,868**	**27,376**

Equity and liabilities

(€ million)	Notes	31 December 2014	31 December 2013
Equity			
Share capital	24	369	358
Consolidated reserves		2,617	2,429
All other comprehensive income items		(359)	(340)
Profit for the year		275	257
Equity attributable to equity holders of the parent company		**2,902**	**2,704**
Non-controlling interests	25	87	4
Equity		**2,989**	**2,708**
Non-current liabilities			
Borrowings	21-22-23	14,140	13,261
Deferred tax liabilities	18	1,091	1,063
Non-current provisions	26	599	529
Other non-current liabilities		51	52
Total non-current liabilities		**15,881**	**14,905**
Current liabilities			
Trade and other payables	21-28	2,884	3,169
Loans and other borrowings	21-22	1,337	1,184
Non-current borrowings due within one year	21-22	1,601	1,091
Current income tax liabilities	18	65	74
Current provisions	26	477	475
Other liabilities	29	3,614	3,716
Liabilities directly associated with assets classified as held for sale	30	20	54
Total current liabilities		**9,998**	**9,763**
TOTAL EQUITY AND LIABILITIES		**28,868**	**27,376**

Notes 1 to 44 form an integral part of the consolidated financial statements.

CONSOLIDATED INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2014

(€ million)	Notes	31 December 2014	31 December 2013
Revenue [1]	6	13,948	14,272
Other operating income		6	6
Raw materials and consumables used		(2,463)	(2,627)
Employee benefits expense		(3,314)	(3,357)
Other operating expenses		(5,631)	(5,767)
Taxes (other than income tax)		(408)	(398)
Depreciation and amortisation		(858)	(845)
Net increase (decrease) in provisions		(53)	(20)
Change in inventories of finished goods and work in progress		(49)	(25)
Other operating income (expenses) on ordinary activities	36	169	79
Operating profit on ordinary activities		**1,347**	**1,318**
Other income (expenses) from operations	37	(67)	(56)
Operating profit		**1,280**	**1,262**
Income from cash and cash equivalents		44	34
Finance costs		(770)	(761)
Net finance costs	**38**	**(726)**	**(727)**
Other financial income (expenses)	39	(26)	(51)
Share of profit (loss) of equity-method investments		(2)	5
Income tax	18	(172)	(167)
Profit for the year		**354**	**322**
- Holders of the parent		275	257
- Non-controlling interests		79	65
Earnings per share attributable to the holders of the parent (in euros)			
Basic	41	3.10	2.96
Diluted	41	3.02	2.90
(1) Of which construction revenue of concessions (IFRIC 12)		267	264

Notes 1 to 44 form an integral part of the consolidated financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2014

(€ million)	Notes	31 December 2014	31 December 2013
Profit for the year		**354**	**322**
Items that will not be reclassified subsequently to profit or loss			
Actuarial gains and losses on employee benefits		(43)	4
Tax on items that will not be reclassified subsequently to profit or loss		15	(2)
Share of gains and losses of equity-method investments that will not be reclassified subsequently to profit or loss		-	-
Items that are or may be reclassified subsequently to profit or loss			
Translation differences		(3)	(1)
Re-measurement of derivative hedging instruments [1]		33	351
Tax on items that are or may be reclassified subsequently to profit or loss		(12)	(118)
Share of gains and losses of equity-method investments that are or may be reclassified subsequently to profit or loss		3	16
Items of other comprehensive income		(7)	250
Comprehensive income for the period		347	572
- Equity holders of the parent company		257	436
- Non-controlling interests		90	136
(1) Of which, amount reclassified to profit or loss in the period		(219)	(220)

Notes 1 to 44 form an integral part of the consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2014

(€ million)	Share capital	Share premium	Reserves	Currency translation difference	Financial instruments	Employee benefits	Attributable to holders of the parent company	Non-controlling interests	Total
Equity at 1 January 2013	**349**	**198**	**2,257**	**8**	**(505)**	**(22)**	**2,285**	**(80)**	**2,205**
Capital increase/ reduction	9	51	-	-	-	-	60	-	60
Treasury shares	-	-	(13)	-	-	-	(13)	-	(13)
Share-based payments	-	-	4	-	-	-	4	1	5
Dividends	-	-	(105)	-	-	-	(105)	(6)	(111)
Buyouts and other changes in non-controlling interests [1]	-	-	37	-	-	-	37	(47)	(10)
Transactions with shareholders	**9**	**51**	**(77)**	**-**	**-**	**-**	**(17)**	**(52)**	**(69)**
Profit for the year	-	-	257	-	-	-	257	65	322
Items of other comprehensive income	-	-	-	(1)	178	2	179	71	250
Comprehensive income	**-**	**-**	**257**	**(1)**	**178**	**2**	**436**	**136**	**572**
Equity at 31 December 2013	**358**	**249**	**2,437**	**7**	**(327)**	**(20)**	**2,704**	**4**	**2,708**
Capital increase/ reduction	11	92	-	-	-	-	103	-	103
Treasury shares	-	-	(46)	-	-	-	(46)	-	(46)
Share-based payments	-	-	5	-	-	-	5	-	5
Dividends	-	-	(108)	-	-	-	(108)	(6)	(114)
Buyouts and other changes in non-controlling interests	-	-	(12)	-	-	-	(12)	(1)	(13)
Transactions with shareholders	**11**	**92**	**(161)**	**-**	**-**	**-**	**(58)**	**(7)**	**(65)**
Profit for the year	-	-	275	-	-	-	275	79	354
Items of other comprehensive income	-	-	-	(3)	10	(26)	(19)	11	(8)
Comprehensive income	**-**	**-**	**275**	**(3)**	**10**	**(26)**	**256**	**90**	**346**
EQUITY AT 31 DECEMBER 2014	**369**	**341**	**2,551**	**4**	**(317)**	**(46)**	**2,902**	**87**	**2,989**

(1) Mainly the acquisition of non-controlling interests in Los Serranos not involving a change of control.

Notes 1 to 44 form an integral part of the consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2014

(€ million)	Notes	2014	2013
Cash and cash equivalents at the beginning of the year		**1,844**	**1,829**
Effect of foreign exchange rate changes		(1)	(1)
Restated cash and cash equivalents at the beginning of the year		**1,843**	**1,828**
Profit for the year		354	322
Profit (loss) of equity-method investments		2	(6)
Dividends from equity-method investments		7	9
Depreciation, amortisation and net increase (decrease) in provisions		801	776
Other non-cash items		5	(29)
Gain or loss on disposals		(26)	(17)
Cash-flows from (used in) operations before interest and taxes		**1,143**	**1,055**
Net interest expense		720	719
Interest paid		(745)	(817)
Income tax		172	167
Income tax paid		(242)	(194)
Changes in working capital requirement	20	47	(160)
Net cash from (used in) operating activities (I)		**1,095**	**770**
Intangible assets		(28)	(44)
Concession intangible assets		(219)	(332)
Property, plant and equipment		(160)	(147)
Investments		(380)	(491)
Total purchases of non-current assets [1]		**(787)**	**(1,014)**
Proceeds from disposal of non-current assets [2]		380	43
Cash and cash equivalents of entities bought or sold		(10)	(8)
Net cash from (used in) investing activities (II)		**(417)**	**(979)**
Dividends paid to shareholders		(115)	(111)
Capital increase		103	60
Purchases/disposals of non-controlling interests		(9)	(2)
Repurchase and resale of treasury shares	24	(46)	(13)
Repayments of borrowings [3]		(1,491)	(774)
New borrowings [4]		3,157	1,065
Net cash from (used in) financing activities (III)		**1,599**	**225**
Net increase (decrease) in cash and cash equivalents (I + II + III)		**2,277**	**16**
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	**19**	**4,120**	**1,844**

(1) Of which €608 million of investment subsidies in 2014 and €452 million in 2013.

(2) Of which €332 million in proceeds arising from the sale of the long-term lease for Centre Hospitalier Sud Francilien in 2014.

(3) Of which €311 million in repayments arising from the sale of the long-term lease for Centre Hospitalier Sud Francilien in 2014.

(4) Of which €2,400 million from three bond issues completed by APRR in 2014.

Notes 1 to 44 form an integral part of the consolidated financial statements.

Notes to the consolidated financial statements for the year ended 31 december 2014

(in millions of euros unless otherwise indicated)

1. GENERAL INFORMATION

The registered office of Eiffage SA is located at 163 Quai du Docteur Dervaux, Asnières-sur-Seine, France.

The shares of Eiffage SA are listed in Compartment A of the market organised by Euronext in Paris.

The consolidated financial statements for the year ended 31 December 2014 were approved by the Board of Directors on 25 February 2015 and will be submitted for the shareholders' approval at the General Meeting to be held on 15 April 2015.

Significant events in 2014
Eiffage SA staged a capital increase reserved for the Group's employees in France, which resulted in the issue of 2,832,836 shares with a nominal value of €4 each. Following this increase, the share capital of Eiffage SA amounted to €369,085,864.

The Public Works division of Eiffage acquired 70% of the capital of Innovative Civil Constructors Inc. (ICCI), a Canadian company specialising in the construction and rehabilitation of civil engineering structures.

An out-of-court agreement was reached settling all disputes over the long-term lease of Centre Hospitalier Sud Francilien (CHSF). It resulted in the transfer of the ownership of the building and the related borrowing to CHSF. Maintenance services will be transferred progressively, with this process expected to be completed by 30 September 2015.

2. ACCOUNTING POLICIES AND METHODS

2.1. Preparation basis

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union.

The consolidated financial statements are drawn up in euro, which is parent company Eiffage's functional and reporting currency. Amounts are stated in millions of euros unless otherwise indicated.

Changes in International Financial Reporting Standards (IFRS) up to the balance sheet date
The following new standards and amendments adopted by the European Union were applied with effect from 1 January 2014:

- IFRS 10, "Consolidated Financial Statements";
- IFRS 11, "Joint Arrangements";
- IFRS 12, "Disclosure of Interests in Other Entities";
- IAS 27 (revised), "Separate Financial Statements";
- IAS 28 (revised), "Investments in Associates and Joint Ventures";
- amendments to IFRS 10, IFRS 11 and IFRS 12, "Transitional Guidance";
- amendments to IFRS 10, IFRS 12 and IAS 27, "Investment Entities";
- amendments to IAS 32, "Financial Instruments: Presentation" concerning the offsetting of financial assets and financial liabilities;
- amendments to IAS 36 – "Impairment of Assets" concerning recoverable amount disclosures for non-financial assets; and
- amendments to IAS 39 – "Financial Instruments: Recognition and Measurement" concerning the novation of derivatives and continuation of hedge accounting.

These new standards and amendments did not have a material impact on the Group's consolidated financial statements.

A number of new standards, interpretations and amendments adopted by the European Union will be effective for annual periods beginning on or after 1 January 2015 or 1 February 2015. These were not applied for the preparation of these financial statements:

- annual improvements process, 2011-2013 cycle (January 2015);
- IFRIC 21, "Levies" (January 2015);
- annual improvements process, 2010-2012 cycle (February 2015); and
- amendment to IAS 19, "Defined Benefit plans: Employee Contributions" (February 2015).

These new standards, interpretations and amendments are not expected to have a material impact on the Group's financial statements.

An analysis is currently under way of the impacts of the following standards that have not yet been adopted by the European Union:

- IFRS 9, "Financial Instruments"; and
- IFRS 15, "Revenue from Contracts with Customers".

2.2 Consolidation basis and methods

2.2.1 Consolidation basis

The financial statements have been prepared on the historical cost basis (taking into account depreciation, amortisation and impairment, as appropriate) except for the following items, which are reported at fair value as required by IFRS:

- Financial instruments available for sale;
- Investment property; and
- Financial derivatives.

2.2.2 Consolidation methods

Pursuant to IFRS 10, "Consolidated Financial Statements", entities controlled directly or indirectly by Eiffage SA are consolidated under the full consolidation method.

Control is established if Eiffage SA has all the following elements:

- substantive rights enabling it to direct the activities that significantly affect the investee's returns;
- exposure to variable returns from its involvement with the investee; and
- the ability to use its power over the investee to affect the amount of the variable returns.

For each company held directly or indirectly, it was assessed whether or not the Group controls the investee in light of all relevant facts and circumstances.

IFRS 11, "Joint Arrangements", sets out the accounting treatment to be applied when two or more parties have joint control of an investee. Joint control is established if decisions relating to relevant activities require the shareholders' unanimous agreement.

A joint arrangement falls into one of two categories, generally dependent on the legal form of investee:

- joint ventures: parties that have joint control of the arrangement have rights to its net assets, and are consolidated using the equity method; or
- joint operations: parties that have joint control of the arrangement have direct rights to the assets and direct obligations for the liabilities of the arrangement, the joint operator recognising its share of the assets, liabilities, revenue and expenses of the joint operation.

Most of the joint arrangements to which the Public Works division is party are through joint-venture companies *(Société en Participation - SEP)* that, given their characteristics, fall into the category of joint operations.

As required by IAS 28 (revised), entities over which Eiffage SA exercises significant influence are consolidated using the equity method.

The results of enterprises acquired or sold during the year are included in the consolidated financial statements, as from the date of acquisition in the first case or until the date of disposal in the second.

2.2.3 Translation of financial statements in foreign currencies

The individual financial statements of entities or establishments whose functional currency is not the euro are prepared in the local currency. The financial statements are translated into the presentation currency, i.e. the euro, at the rate of exchange prevailing at the year-end in the case of the balance sheet and at the weighted average monthly exchange rate in the case of the income statement and the cash flow statement. The use of the average monthly exchange rate ensures a value close to the exchange rate on the transaction date in the absence of significant exchange rate fluctuations. Exchange differences arising from these translations are recognised as other comprehensive income items in the comprehensive income statement.

2.2.4 Foreign currency transactions

Foreign currency transactions are converted into the respective functional currencies of the Group's entities applying the exchange rate ruling on the date of the transactions. At the end of the reporting period, monetary assets and liabilities in a foreign currency are converted into the functional currency applying the exchange rate ruling on that date. Foreign exchange gains and losses resulting from the conversion of monetary items correspond to the difference between amortised cost in the functional currency at the opening of the reporting period, adjusted for the impact of applying the effective interest rate and payments during the period, and amortised cost in the foreign currency converted at the exchange rate ruling at the end of the reporting period.

Non-monetary assets and liabilities measured at fair value in a foreign currency are converted into the functional currency applying the exchange rate ruling on the date of determination of the fair value item. Non-monetary items in a foreign currency that are carried at historical cost are measured applying the exchange rate ruling on the date of the transaction.

As a rule, gains and losses arising on conversion are recognised in profit or loss.

As an exception, conversion differences arising on the following items are recognised as other comprehensive income items in the comprehensive income statement:

- equity instruments available for sale (except in the event of an impairment, when exchange differences are reclassified from other comprehensive income items to profit or loss);

- financial liabilities designated as a hedge of a net investment in a foreign operation, to the extent the hedging relationship is effective; and
- instruments designated as cash flow hedges, for the part that is effective.

2.2.5 Assets classified as held for sale

Groups of assets whose disposal has been decided are presented separately on the asset and liability sides of the balance sheet when their sale is highly probable and is expected to be completed within one year from the end of the accounting period.

Assets classified as held for sale are measured at the lower of their carrying amount and their fair value less costs to sell.

Any impairment losses in respect of a group of assets classified as held for sale are allocated first to goodwill, then to other assets and liabilities pro rata to their carrying amount except for inventories, financial assets, deferred tax assets, assets arising from employee benefits and investment properties, which continue to be measured in accordance with the Group's other applicable accounting policies. Impairment losses at the time of classification of an asset or group of assets and liabilities as held for sale as well as gains or losses on subsequent measurement are recognised in profit or loss.

After their classification as assets held for sale, intangible assets and property, plant and equipment are no longer depreciated, while investments previously accounted for by the equity method cease to be accounted for applying this method.

2.3 Concessions and utilities management contracts

In accordance with IFRIC 12, the Group recognises:

- intangible assets representing the right to charge fees to the users of the public service. The fees received are contingent on the extent to which the public uses the service (concession motorways, for instance). This right is measured at the fair value of the infrastructures that are the object of the concession, to which are added borrowing costs incurred while the asset is under construction. The right is amortised on a straight-line basis over the term of the service concession arrangement as from the date the infrastructure is brought into service, to reflect the economic benefits expected to be procured by the arrangement. These assets are recognised on the asset side of the balance sheet on a specific line, "Concession intangible assets".
- financial assets, when the operator has an unconditional contractual right to receive a specified or determinable amount of cash. This right, arising from public-private partnership agreements, is recognised by recording in the balance sheet a financial receivable measured initially at the fair value of the cash to be received. This receivable is recognised on the asset side of the balance sheet under "Non-current financial assets" or "Current financial assets". Subsequently, this financial receivable is measured at amortised cost applying the effective interest rate method, payments made by the grantor being deducted against it. The revenue generated by the financial receivable is recognised as operating income.

Certain arrangements may combine characteristics of both models. When this is the case, only that part providing an unconditional contractual right to receive a specified or determinable amount of cash is recorded as a financial asset, while the other part, which corresponds to the right to charge fees to the user, is recorded as an intangible asset.

Property, plant and equipment not controlled by the grantor and required to operate the concession (buildings, toll equipment, service vehicles, etc.) are recognised as such and depreciated over their respective estimated useful life.

2.4 Segment reporting

In accordance with IFRS 8, segment reporting is based on the Group's internal organisation for reporting to senior management. Accordingly, the operating segments are:

- Construction: building design and construction, property development and building maintenance;
- Public Works: civil engineering, road construction, infrastructure maintenance and material production;
- Energy: networks, energy and information systems, and electrical, mechanical and climatic engineering;
- Metal: metallic construction and services to industry;
- Concessions and Utilities Management: construction and operation of infrastructures under concessions and public-private partnerships (PPP);
- Holding: management of participating interests and services to Group companies.

2.5 Business combinations

Business combinations are accounted for applying the acquisition method when the Group obtains control. The purchase consideration transferred to the acquiree is measured at fair value in the same way as the net identifiable assets that have been acquired. Any goodwill arising from a business combination is tested for impairment each year. Any gains resulting from a bargain purchase are recognised immediately in profit or loss as a component of operating profit. Acquisition costs are recognised in profit or loss when incurred, unless they relate to the issue of debt or equity instruments.

The purchase consideration excludes any amounts relating to the settlement of pre-existing relationships, which as a rule are recognised in profit or loss.

Any contingent consideration to be paid is measured at fair value at the acquisition date. Contingent consideration classified as equity is not re-measured subsequently and its settlement is accounted for within equity. On the other hand, any subsequent changes in the fair value of the contingent consideration are recognised in profit or loss.

2.6. Revenue recognition

2.6.1 Construction contracts

Construction contracts are accounted for by reference to the stage of completion as required by IAS 11.

To measure the stage of completion, the Group uses the approach that is most suitable under the circumstances; i.e. either by measuring the physical level of completion of the work or by determining the proportion of contract costs incurred for work performed to date relative to the estimated total contract costs.

IAS 11 is also applied to construction contracts for facilities or installations that are to be operated by the Group as the concession holder.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is provisioned immediately whatever the stage of completion.

These provisions are based on estimates drawn up individually for each contract. When appropriate, these estimates may include amounts in respect of claims that have been filed when it is probable these amounts will be received and when they can be determined reliably.

Underlying assumptions are reviewed on an ongoing basis. The effects of changes in estimates are recognised in the period when the changes occurred.

2.6.2 Property development

Property under construction is accounted for by reference to the stage of completion upon a sale agreement being evidenced before a notary or upon a property development contract being signed.

The stage of completion is determined by performing physical surveys of work performed and the percentage thus determined is applied to the estimated profit for the lots sold.

2.6.3 Concessions and utilities management

During the operational phase, revenue from concession intangible assets consists of the tolls paid by the infrastructure users, while revenue from financial assets arising from public-to-private service agreements consists of the remuneration earned on the financial receivable and of maintenance fees received.

2.7. Property, plant and equipment

Property, plant and equipment are valued at cost less accumulated depreciation and any impairment. They are analysed by component as required by IAS 16. Assets made available under finance leases as defined by IAS 17, "Leases", are reported under property, plant and equipment on the balance sheet. The corresponding liability is reported under borrowings on the balance sheet.

Depreciation

Property, plant and equipment are depreciated as from the date the asset was brought into service so as to write the asset off over its useful life.
The main useful lives used are:

- Buildings 20 to 40 years
- Technical installations, plant and tooling 3 to 15 years
- Other 5 to 10 years

Quarrying rights

Rights attached to the operation of quarries are valued by reference to the total quantity of material that is expected to be extracted. The annual depletion charge is based on the tonnage actually extracted from the quarry.

2.8. Investment properties

The Group owns properties for which it receives rental income. These properties are stated at fair value at the balance sheet date.

Gains or losses arising from changes in the fair value of investment properties are included in profit or loss under "Other operating income (expenses) on ordinary activities" in the period in which they arise.

Fair value is determined by applying to the net rental and other income generated by each property a coefficient measuring its expected profitability taking into account such factors as its location and nature. Appraisals are performed at regular intervals by the Property Management department.

2.9. Concession intangible assets

These intangible assets represent the operator's right to charge fees to the users of the public service. They are reported in the balance sheet at the cost of construction of the infrastructures that are the object of the concession, including borrowing costs incurred while the asset is under construction. They are amortised over the term of the service concession arrangements to reflect, on a case-by-case basis and as and when they materialise, the economic benefits procured by each concession arrangement.

2.10. Other intangible assets

Development costs are capitalised if, and only if, these costs can be measured reliably, the technical and commercial viability of the product or process has been demonstrated, future economic benefits are expected to flow to the Group, and the Group has the intention and the resources needed to complete development of and use or sell the asset in question.

Development costs concern mainly software (amortised on a straight-line basis over three to 15 years) and rights attached to the operation of quarries (amortised by reference to tonnage extracted and the duration of the rights).

2.11. Impairment losses recognised in respect of non-financial assets

Non-financial assets with an indefinite useful life are not depreciated but are tested for impairment annually. Other depreciable assets are tested for impairment when particular events or circumstances indicate that their value might be impaired and their recoverable amount might be less than their carrying value.

The impairment loss corresponds to the excess of the carrying value over the recoverable amount. Impairment testing is performed in respect of individual assets or, when assets cannot be measured separately, at the level of the groups of cash generating unit (CGU).

The Group has defined cash generating unit groups for each of its operating segments, which correspond to the level at which synergies are generated by business combinations. The definition of these units varies according to the organisation of the operating segment to which the unit belongs, which may be geographical or specific to the business.

Goodwill is not amortised but is tested for impairment at least annually and whenever there is any indication of impairment in value, any impairment loss being recognised.

For impairment testing purposes, goodwill that cannot be tested individually is included in the cash generating unit group expected to benefit from the synergies produced by the business combination.

The recoverable amount of the cash generating unit group in which this goodwill is included is the higher of fair value less costs to sell and value in use.

In practice, the recoverable amount of the cash generating unit groups is determined first by reference to their value in use. If the value in use is less than the cash generating unit group's carrying value, fair value less costs to sell is then determined.

The value in use is estimated using the discounted cash flow method, based on the two following elements:

- expected cash flow at nil debt, namely:
  - Earnings before interest, taxes, depreciation and amortisation;
  - Changes in working capital;
  - Capital expenditure to replace existing property, plant and equipment; and
  - Taxes.
- discount rate (opportunity cost of capital) determined for each cash generating unit group based on its activity and the associated risk profile.

The use of after-tax rates to determine recoverable amounts produces the same results as applying pre-tax rates to cash flow before tax.

The recoverable value of cash generating unit groups, other than activities operating concessions and managing utilities, is calculated as the sum of discounted cash flows to infinity.

The recoverable value of concession cash generating units is calculated as the sum of discounted cash flows expected over the remaining life of the concession agreement.

2.12. Financial assets arising from public-to-private service agreements

These assets represent amounts receivable under public-private partnerships and unconditional contractual rights to receive a specified or determinable amount of cash, resulting from the application of IFRIC 12. They are recognised initially at fair value and subsequently at amortised cost using the effective interest rate method, which, for these agreements, corresponds to the project's internal rate of return.

2.13. Financial instruments

2.13.1 Financial assets and financial liabilities

Financial assets comprise available-for-sale financial assets, held-to-maturity financial assets, financial assets measured at fair value through profit and loss, derivative instruments, operating loans and receivables, as well as cash and cash equivalents.

Financial liabilities comprise borrowings, other financing and bank facilities, derivative instruments and operating payables.

That part of loans that is expected to be settled within 12 months after the balance sheet date is reported under current liabilities, as are borrowings corresponding to the trade receivables securitisation programme.

The financial assets and financial liabilities indicated above are recognised and subsequently measured in accordance with IAS 39, "Financial Instruments: Recognition and Measurement".

2.13.2 Recognition and subsequent measurement

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. They are recognised initially at fair value plus directly attributable transaction costs. Subsequently, they are measured at their amortised cost using the effective interest rate method, less any impairment losses.

Cash and cash equivalents comprise cash on hand and demand deposits. They are measured at fair value through profit or loss. They comprise cash on hand, short-term deposits on inception and money market UCITS that, pursuant to the Group's investment policy, are not exposed to the risk of a significant change in value.

Available-for-sale financial assets comprise mainly non-consolidated participating interests, as well as securities not meeting definitions for other categories of financial assets. After initial recognition, they are measured at fair value, with changes in fair value being recognised as "Other comprehensive income items". The carrying value of non-consolidated interests corresponds to their fair value, in respect of which impairment losses are recognised when it is expected there will be a significant and lasting deterioration in profitability. When these assets are derecognised, accumulated gains and losses recognised directly to equity are reversed to the income statement.

Financial assets and financial liabilities measured at fair value through profit or loss comprise assets and liabilities that are held for trading. Financial income and charges on these assets correspond to interest, dividends, changes in fair value and gains or losses on disposal.

Bank balances repayable on demand form an integral part of the Group's treasury management and are a component of cash and cash equivalents for the purpose of the consolidated cash flow statement.

Borrowings and other financial liabilities are recognised initially at fair value less transaction costs, and subsequently at amortised cost using the effective interest rate method.

Commitments to buy out non-controlling interests are treated as a debt, being measured at present value and reported as a financial liability. Subsequent changes in value resulting from the reversal of discounting are recognised in the income statement under finance costs.

Changes in the value of these commitments arising from adjustments to the assumptions underpinning their valuation are recorded as financial liabilities, the offsetting entry being to goodwill for commitments arising from acquisitions prior to the date of application of IFRS 3 (revised) by the Group and to profit or loss for commitments arising from acquisitions completed on or after 1 January 2010.

Derivative financial instruments used by the Group to hedge exposure to changes in interest rates on some of its variable-rate loans are recognised initially at fair value.

Fair value includes the credit risk or the entity's own risk as required by IFRS 13, these risks being estimated by reference to observable market data.

Attributable transaction costs are recognised to the income statement as and when incurred.

For the effective portion of derivative instruments qualifying as cash flow hedges, subsequent changes in fair value (obtained from the financial institutions having issued the instruments) are recorded under "Other comprehensive income items" in the consolidated statement of comprehensive income.
Any change in the fair value of the ineffective portion is recognised in profit or loss.
The gain or loss on the effective portion of the hedge is recognised under finance costs in the income statement in the period in which the hedged item has an impact thereon.
As required by IFRS 13, the valuation linked to the credit risk of derivative instruments is calculated by reference to market data.

2.14. Inventories

Inventories are stated at the lower of cost, determined applying the first-in, first-out method, and net realisable value. Inventories include property stocks, which accordingly are stated at the lower of cost and net realisable value.

2.15. Trade and other receivables

Trade receivables are recognised initially at fair value, which generally corresponds to nominal value unless the discounting effect is material. Subsequently, they are measured at amortised cost, an impairment loss being recognised when applicable to take irrecoverable amounts into account.

Gross receivables due from customers arising from the application of the percentage of completion method to long-term contracts are reported under trade receivables.

In connection with its financing, in 2011 the Group renewed a programme for the securitisation of trade receivables for a period of five years, in order to obtain access to financing at a preferential rate. The receivables securitised continue to be reported as trade receivables in the consolidated balance sheet. The corresponding financing is reported under current liabilities.

2.16. Current and deferred taxes

Current income tax is calculated in accordance with the tax legislation of the country where each entity is based.

Deferred tax is recognised on differences between the carrying value of assets and liabilities in the consolidated balance sheet and the corresponding tax bases used in the computation of taxable profit, with the notable exception of goodwill.

Deferred tax is calculated under the liability method, therefore at the tax rates that are expected to apply in the period when the asset is realised or the liability settled and to the extent these rates are known at the year-end.

Changes in tax rates effects are recognised directly in profit or loss in the period when the change in tax rate was voted or was nearly certain to be voted at the balance sheet date.

Tax liabilities are netted off against tax assets when there is a legally enforceable right to do so, namely when a company, acting as the head of a tax group, is able to assume sole responsibility for the payment of tax on behalf of the other companies belonging to the tax group.

Deferred tax assets are recognised to the extent that it is more probable than improbable that relief can be obtained in later years.

Deferred tax assets and liabilities are not discounted to their present value.

2.17. Share capital

As required by IAS 32, Eiffage shares held by the Group are deducted from equity for the amount at which purchased.

2.18. Provisions

2.18.1 Non-current provisions

Non-current provisions include the non-current portion – i.e. liability in excess of one year – in respect of the following:

- Provisions for maintaining concession infrastructures in condition

Given the obligation, under the service concession arrangements, to maintain to a specified condition the infrastructures represented by intangible assets as explained in note 2.9, provisions are determined by reference to the replacement cost of certain parts of motorway infrastructures. Provisions are set aside over the estimated useful life of the assets to be replaced. The amounts obtained are then restated at their balance sheet date value applying the rate for the 10-year OAT.

- Retirement benefit obligations

These concern long-term employee benefits in respect of indemnities payable upon the employee's voluntary retirement. By nature, this is a defined benefit plan.

For French subsidiaries, which account for the majority of these obligations, these are contractual retirement benefit obligations (generally calculated as a percentage of the employee's last salary based on the length of service and applicable collective bargaining agreement).

Eiffage Group uses the projected unit credit method to measure the present value of obligations arising from past service and the cost of the services rendered during the period under review.

Under this method, the projected value of the accumulated retirement benefits is calculated at the measurement date in respect of employee service in prior periods and, for current employees, service in the period ended. The projected value of accumulated benefits is based on the vesting formula for the plan and the length of service at the measurement date, taking into account remuneration, social security contributions, etc. as projected on the date it is estimated benefits will start to be paid to the beneficiary.

Retirement benefit obligations represent the actuarial present value of the projected value of vested benefits at the measurement date, including all benefits payable to active or inactive beneficiaries. The current period service cost is the actuarial present value of the difference between the projected value of vested benefits at the start and at the end of the period.

Retirement benefit obligations are stated at their actuarial present value, which is then pro rated by comparing the length of service at the measurement date to the projected length of service.

The calculation takes into account:

- the grade, age and length of service of each employee;
- the expected age on retirement (63 years);
- turnover calculated by business line, age band and category;
- the individual average monthly salary including bonuses and other incentive payments, increased to include the employer's statutory contributions;
- the expected rate of salary increases;
- the discount rate applicable to the expected obligation on the retirement date, determined based on the iBoxx Corporates AA 10 index;
- official actuarial tables for France (source: TH/TF Insee 08-10); and
- the application of the voluntary retirement scheme (only).

Actuarial gains and losses result from experience adjustments and the effects of changes in actuarial assumptions as regards interest rates, staff turnover and conditions under which employees will retire. They are

recognised within equity under "Other comprehensive income items".

The past service cost results from changes to existing schemes or the introduction of new schemes. As regards the Group, they result notably from changes to the collective bargaining agreements in the construction, public works and metallurgy sectors and from statutory changes arising from amendments to the law on the financing of the social security system.

As required by IAS 19 (revised), the past service cost is recognised immediately in profit or loss.

- Long-service awards

Long-service awards are granted to employees on certain anniversary dates during the career of the beneficiary or after a number of years of service. They are treated as other long-term employment benefits and are recognised and measured applying the same principles as for defined benefit plans. All changes in value are recognised directly in the income statement.

2.18.2. Current provisions

In addition to the current portion of the provisions mentioned above, current provisions comprise provisions relating to the normal operating cycle:

- provisions for disputes and penalties;
- provisions for guarantees given;
- provisions for construction risks;
- provisions for restructuring; and
- provisions for losses on the completion of construction contracts estimated based on economic and financial projections drawn up for each individual contract; these estimates may include amounts likely to be obtained from claims that have been filed.

2.19. Employee benefits

2.19.1 Defined contribution plans

Contributions to defined contribution plans are recognised as expenses in the income statement in the period when incurred.

2.19.2 Other obligations towards employees

Other than those detailed in note 2.18, the Group has no obligations towards employees in respect of healthcare cover and is not therefore affected by changes in medical expenses.

2.20. Share-based payments

In accordance with IFRS 2, "Share-based Payment", the issuance to employees of stock purchase or subscription options or bonus shares is treated as an increase in equity, with the offsetting debit entry to profit or loss under employee benefits expense.

The value of stock options is estimated at the grant date. The corresponding charge is spread over the rights vesting period.

Capital increases reserved for employees at a discount are analysed to determine any benefit that might result. The fair value of the benefit takes into account the five-year unavailability period for shares acquired in the context of a Group savings plan.

2.21. Operating profit on ordinary activities

This refers to the operating profit generated by the ordinary activities planned and carried on by the Group's various businesses. This line includes all income generated and expenses incurred by these activities, including amortisation, depreciation and provisions but not other income and expenses from operations (see below), and excluding all financial income and expenses, the share of profit of equity-method investments and income tax.

2.22. Other income and expenses from operations

Other income and expenses from operations are items that arise as the result of a major event occurring during the accounting period, when failure to disclose these items separately might give a misleading view of the Group's performance. They therefore concern income and expenditure items that are unusual and infrequent. They are disclosed on a separate line of the income statement so as not to distort operating profit on ordinary activities. These items may include gains or losses on disposals, significant and unusual impairment losses relating to non-current assets, certain restructuring charges or provisions in respect of liabilities or claims of a specific nature that are material in relation to the Group's ordinary activities.

2.23. Other financial income and expenses

Other financial income and expenses record the impact on financial income of non-consolidated participating interests, gains and losses on the sale of financial assets and the effect of discounting employee benefit obligations and other assets and liabilities.

2.24. Finance leases

When a lease agreement transfers substantially all the risks and rewards of ownership of an asset to the Group, the asset made available under the lease is recorded as plant, property and equipment and depreciated over its estimated useful life when there is a reasonable assurance that ownership will be transferred to the Group at the end of the agreement, or over the agreement's duration if there is no such assurance. The offsetting credit entry is to borrowings, the obligation being amortised over the duration of the lease agreement.

3. FINANCIAL RISKS MANAGEMENT

3.1. Exposure to interest rate risk

For its activities involved with concessions and utilities management, the Group contracts debt at fixed or variable interest rates depending on the market conditions when the financing is arranged. In respect of variable-rate loans, interest rate hedges are put in place to reduce exposure to changes in interest rates.

As regards the Group's other activities, the debt contracted bears variable interest rates except for finance lease obligations, which bear fixed interest rates.

3.2. Exposure to currency risk

The Group has little exposure to currency risk in connection with its ordinary activities since its main subsidiaries operate in the euro zone.

Export contracts outside the euro zone are negotiated in the same currency as the related costs.

Consequently, the currency risk is limited to lags in the cash flow generated by these contracts, to payments made to cover head office costs and to profits transferred to France.

As and when conditions require, hedging contracts may be entered into to protect specific balance sheet assets or liabilities against currency fluctuations.

3.3. Exposure to liquidity risk

In connection with its activities involving concessions and utilities management, the Group negotiates individual financing agreements specific to each concession or public-private partnership. These financing agreements may require compliance with financial ratios tailored to each situation. The liquidity risk attendant on these agreements is managed by analysing expected cash flows and debt repayments.

In connection with its contracting activities in particular, the Group has defined a policy for arranging and renewing confirmed credit lines. In this respect, a €1 billion syndicated credit line was arranged in 2014, which replaced the existing €700 million credit line.

At 31 December 2014, no amounts had been drawn by the Group against this line. Furthermore, the Group completed a private placement amounting to €75 million in 2012 and another amounting to €100 million in 2014 (which mature in 2017 and 2018, respectively). The Group has also arranged a commercial paper programme amounting to €700 million.

In addition, the Group's programme for the securitisation of €400 million of trade receivables was renewed in 2011 for five years.

3.4. Exposure to credit risk

The State and local and regional authorities account for more than half of the Group's activity in France. With regard to the management of customer risk, the Group's revenue is generated in two main activities.

As regards concessions and utilities management activities, the risk of insolvency is extremely slight, being mitigated by the very large number of transactions for small individual amounts settled in cash on the transaction date, or because amounts are settled by local and regional authorities over the long term under the terms of public-private partnerships.

As regards the contracting activities, a substantial part of the business is with public sector enterprises or large private sector companies, mitigating the non-collection risk. As regards the property activities, sales are largely negotiated under pre-completion development contracts, with the payment of advances on the part of the buyers, which limits the payment default risk.

3.5. Exposure to the risk of fluctuation in raw materials price

As regards the contracting activities, the projects in which the Group is involved are generally covered by price revision clauses linked to a national index that provide a hedge against the risk of fluctuations in raw material prices.

As and when conditions require, and exclusively in the case of major projects without a price revision clause, contracts may be entered into as a hedge against fluctuations in raw material prices. This is limited to the sourcing of supplies for which prices on world markets are prone to sharp fluctuations.

4. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

Use of estimates

When preparing the consolidated financial statements in accordance with International Financial Reporting Standards, senior management relies on estimates and assumptions that affect the amounts of assets and liabilities reported in the balance sheet, contingent liabilities reported in the notes, and income and charges reported in the income statement. These estimates and assumptions are based on past experience and on various other factors, bearing in mind the current economic and financial environment has lowered visibility as regards business prospects. It is possible that the carrying amounts of the assets and liabilities may be adjusted subsequently because of these estimation uncertainty sources.

The estimates and assumptions concern essentially:

- the stage of completion of construction contracts and the measurement of the profit on completion (trade receivables on the asset side of the balance sheet, other payables on the liability side, and revenue in the income statement);
- provisions;
- valuation of share-based payments;
- employee benefit calculations (discount rate, inflation, rate of increase in wages and salaries);
- impairment tests (key assumptions used to determine recoverable amounts: model and discount rate); and
- the recoverability of deferred tax assets.

Regarding construction contracts, estimates and assumptions regarding the stage of completion and the measurement of the profit on completion are reviewed regularly for each contract on the basis of the information that is available.

Past costs, future costs and any guarantee costs are analysed; their measurement is based on the costs best estimate that will be incurred to fulfil the Group's contractual obligations.

The assumptions relied upon take into account the technical and contractual constraints specific to each contract.

5. CONSOLIDATION SCOPE

5.1. Consolidation of the Autoroutes Paris Rhin Rhône (APRR) group

In connection with the privatisation of the French motorway network in 2006, Eiffage teamed up with a financial investor to complete the acquisition of the APRR group through Financière Eiffarie, a holding company.

Financière Eiffarie is majority-owned by Eiffage (50% of the capital plus one share).

With regard to IAS 27, the assessment was that, in light of the above, Eiffage exercised exclusive control over this group of companies.

In 2014, it was necessary to determine whether all the elements determining control were satisfied following the first-time application of IRFS 10. It was determined that:

- Eiffage is responsible for the operations of the investee;
- both parties appoint the same number of representatives to the Board of Directors, with the Chairman (who is appointed by Eiffage) having the casting vote for decisions taken by a simple majority, including the following key activities: fixing the annual budget and financing plan in accordance with the five-year contract based plan;
- the right of veto exercisable by the financial partner with regard to certain decisions further to the shareholders' agreement is a protective right only, inasmuch as:
  - negotiations of the five-year contract based plan are led by APRR's executives, who are appointed by Eiffage;
  - the annual budget is prepared and approved by Eiffage alone, with what are considered as very significant variances being tolerated in relation to the business plan;
  - for the execution of this budget, APRR's cost structure, which influences significantly the variable returns, is the responsibility of Eiffage;
  - thresholds requiring unanimous decisions are elevated compared with the past, or do no form part of the habitual activities, or exist only to ensure compliance with competition regulations; and
  - in the event of a persistent disagreement, the partner's rights are limited chiefly to triggering a liquidity guarantee by initiating an initial public offering.
- as the majority shareholder, Eiffage has exposure to the variable returns from its involvement in APRR and has power over APRR to affect the amount of the variable returns.

Eiffage therefore fulfils each and every one of the three criteria determining control as set out in IFRS 10 in that it has power to direct the relevant activities of APRR, has exposure to the variable returns from its involvement in APRR, and has the ability to use its power to affect the amount of the variable returns.

5.2. Changes in the consolidation scope

At the end of June 2014, the Public Works division acquired 70% of the capital of Canadian company Innovative Civil Constructors Inc., which has been consolidated as from the second half of 2014.
Other acquisitions in 2014 were by the Energy division and concerned eight modest-sized companies.

In the summary of the impact of consolidation scope changes below, the financial statement lines include the contributions made by these new subsidiaries since their inclusion in the consolidation scope as well as the contribution made by Smulders group (Metal division) in the first eight months given that this subsidiary is consolidated since 1 September 2013.
The contributions made in 2013 by Hanvol (Annemasse Bonneville hospital) and H'ennez (Rennes hospital), which were deconsolidated at 31 December 2013, and by Centor 36 (Châteauroux police headquarters), deconsolidated at the start of 2014, are deducted from the overall impact.

Impacts of changes in the consolidation scope on the financial statements for the year ended 31 December 2014:

Balance sheet

- Non-current assets: €15 million increase;
- Current assets: €1 million increase;
- Non-current liabilities: €9 million increase;
- Current liabilities: €5 million decrease.

Income statement

- Revenue €199 million increase;
- Operating profit €3 million increase;
- Net finance costs €7 million increase;
- Profit for the year €6 million increase.

The total cost of the acquisitions, net of disposals, completed in 2014 was €16 million.

6. SEGMENT REPORTING

6.1. Segment reporting for 2014

Information by operating segment

	Construction	Public Works	Energy	Metal	Concessions and Utilities Management	Holding	Eliminations	Total
Income statement								
Revenue	3,708	3,930	2,811	834	2,636	29	-	13,948
Inter-segment sales	31	53	216	79	3	124	(506)	-
TOTAL	**3,739**	**3,983**	**3,027**	**913**	**2,639**	**153**	**(506)**	**13,948**
Operating profit on ordinary activities	156	95	112	17	985	(18)	-	1,347
Operating profit	131	76	96	11	988	(22)	-	1,280

Information by geographical area

	France	Rest of world
Revenue	11,595	2,353
Non-current assets	17,803	865

6.2. Segment reporting for 2013

Information by operating segment

	Construction	Public Works	Energy	Metal	Concessions and Utilities Management	Holding	Eliminations	Total
Income statement								
Revenue	3,754	4,174	2,975	845	2,510	14	-	14,272
Inter-segment sales	32	48	174	63	1	125	(443)	-
TOTAL	**3,786**	**4,222**	**3,149**	**908**	**2,511**	**139**	**(443)**	**14,272**
Operating profit on ordinary activities	156	93	98	37	954	(20)	-	1,318
Operating profit	140	71	74	46	941	(10)	-	1,262

Information by geographical area

	France	Rest of world
Revenue	12,162	2,110
Non-current assets	18,071	902

7. NON-CURRENT ASSETS (other than deferred tax)

7.1. In 2014

7.1.1 Gross value

	At 1 January 2014	Changes in consolidation scope	Currency translation difference	Increase	Decrease	At 31 December 2014
Land	442	3	-	9	(7)	447
Buildings	523	(7)	-	20	(10)	526
Technical installations, equipment and tooling	1,364	24	-	112	(104)	1,396
Other property, plant and equipment	1,416	(4)	-	127	(104)	1,435
Total property, plant and equipment [1]	**3,745**	**16**	**-**	**268**	**(225)**	**3,804**
Investment property	**6**	**-**	**-**	**-**	**(1)**	**5**
Concession intangible assets	**20,014**	**8**	**-**	**225**	**(5)**	**20,242**
Goodwill	**2,849**	**24**	**-**	**-**	**-**	**2,873**
Other intangible assets	**403**	**-**	**-**	**27**	**(8)**	**422**
Investments in associates	**107**	**1**	**-**	**3**	**(9)**	**102**
Non-current financial assets	**1,670**	**(2)**	**-**	**365**	**(334)**	**1,699**
TOTAL GROSS VALUE (I)	**28,794**	**47**	**-**	**888**	**(582)**	**29,147**

7.1.2 Accumulated amortisation, depreciation and impairment

	At 1 January 2014	Changes in consolidation scope	Currency translation difference	Depreciation charge for the year	Decrease [2]	At 31 December 2014
Land	88	(3)	-	8	(2)	91
Buildings	230	(4)	-	22	(9)	239
Technical installations, equipment and tooling	910	4	-	121	(88)	947
Other property, plant and equipment	1,043	2	-	115	(96)	1,064
Total property, plant and equipment [1]	**2,271**	**(1)**	**-**	**266**	**(195)**	**2,341**
Investment property	**-**	**-**	**-**	**-**	**-**	**-**
Concession intangible assets	**7,599**	**8**	**-**	**570**	**(4)**	**8,173**
Goodwill	**-**	**-**	**-**	**-**	**-**	**-**
Other intangible assets	**231**	**1**	**-**	**22**	**(7)**	**247**
Investments in associates	**-**	**-**	**-**	**-**	**-**	**-**
Non-current financial assets	**23**	**1**	**-**	**3**	**(1)**	**26**
Total accumulated amortisation, depreciation and impairment (II)	**10,124**	**9**	**-**	**861**	**(207)**	**10,787**
NET VALUE (I-II)	**18,670**	**38**	**-**	**27**	**(375)**	**18,360**

(1) The impact of restating finance leases in accordance with IAS 17 to reflect changes in property, plant and equipment is summarised in the table below:

	At 1 January 2014	Changes in consolidation scope	Currency translation difference	Increase	Decrease	At 31 December 2014
Gross value	497	21	-	115	(64)	569
Accumulated amortisation, depreciation and impairment	186	7	-	90	(50)	233
Net value	311	14	-	25	(14)	336

(2) No impairment loss was recognised in 2014.

7.2. In 2013

7.2.1. Gross value

	At 1 January 2013	Changes in consolidation scope	Currency translation difference	Increase	Decrease	At 31 December 2013
Land	444	(2)	-	2	(2)	442
Buildings	490	35	-	8	(10)	523
Technical installations, equipment and tooling	1,288	50	-	139	(113)	1,364
Other property, plant and equipment	1,392	(7)	-	141	(110)	1,416
Total property, plant and equipment [1]	**3,614**	**76**	**-**	**290**	**(235)**	**3,745**
Investment property	**6**	**-**	**-**	**-**	**-**	**6**
Concession intangible assets	**19,680**	**(6)**	**-**	**342**	**(2)**	**20,014**
Goodwill [2]	**2,850**	**(1)**	**-**	**-**	**-**	**2,849**
Other intangible assets	**365**	**3**	**-**	**41**	**(6)**	**403**
Investments in associates	**93**	**(4)**	**-**	**27**	**(9)**	**107**
Non-current financial assets	**1,440**	**(215)**	**-**	**449**	**(4)**	**1,670**
TOTAL GROSS VALUE (I)	**28,048**	**(147)**	**-**	**1,149**	**(256)**	**28,794**

7.2.2. Accumulated amortisation, depreciation and impairment

	At 1 January 2013	Changes in consolidation scope	Currency translation difference	Depreciation charge for the year	Decrease [2]	At 31 December 2013
Land	84	(1)	-	6	(1)	88
Buildings	205	10	-	22	(7)	230
Technical installations, equipment and tooling	862	23	-	119	(94)	910
Other property, plant and equipment	1,027	2	-	119	(105)	1,043
Total property, plant and equipment [1]	**2,178**	**34**	**-**	**266**	**(207)**	**2,271**
Investment property	**-**	**-**	**-**	**-**	**-**	**-**
Concession intangible assets	**7,040**	**4**	**-**	**557**	**(2)**	**7,599**
Goodwill	**-**	**-**	**-**	**-**	**-**	**-**
Other intangible assets	**208**	**2**	**-**	**23**	**(2)**	**231**
Investments in associates	**-**	**-**	**-**	**-**	**-**	**-**
Non-current financial assets	**21**	**-**	**-**	**3**	**(1)**	**23**
Total accumulated amortisation, depreciation and impairment (II)	**9,447**	**40**	**-**	**849**	**(212)**	**10,124**
NET VALUE (I-II)	**18,601**	**(187)**	**-**	**300**	**(44)**	**18,670**

(1) The impact of restating finance leases in accordance with IAS 17 to reflect changes in property, plant and equipment is summarised in the table below:

	At 1 January 2013	Changes in consolidation scope	Currency translation difference	Increase	Decrease	At 31 December 2013
Gross value	414	-	-	149	(66)	497
Accumulated amortisation, depreciation and impairment	172	(8)	-	77	(55)	186
Net value	242	8	-	72	(11)	311

(2) No impairment loss was recognised in 2013.

8. CONCESSIONS AND UTILITIES MANAGEMENT AGREEMENTS

Intangible assets

Description	Main characteristics	Remuneration method	Remuneration revision	Guarantees (if applicable)	Residual interest	Concession ends
Motorway concessions						
Autoroutes Paris-Rhin-Rhône (APRR)	Motorway network (1,875 kilometres)	Payment by users	Tariffs defined in concession agreement and validated by grantor	None	Returned to grantor at end of agreement without compensation	2032
Autoroutes Rhône-Alpes (AREA)	Motorway network (394 kilometres)	Payment by users	Tariffs defined in concession agreement and validated by grantor	None	Returned to grantor at end of agreement without compensation	2032
A'Liénor	Motorway network (150 kilometres)	Payment by users	Tariffs defined in concession agreement and validated by grantor	None	Returned to grantor at end of agreement without compensation	2066
Compagnie Eiffage du Viaduc de Millau (CEVM)	Viaduct (2.5 kilometres)	Payment by users	Tariffs defined in concession agreement and validated by grantor	None	Returned to grantor at end of agreement without compensation	2079
Société Eiffage de la Nouvelle Autoroute Concédée (SENAC)	Motorway network in Senegal (41 kilometres)	Payment by users	Tariffs defined in concession agreement and validated by grantor	None	Returned to grantor at end of agreement without compensation	2039
Fibre optic networks						
5 departmental/local agreements (Belfort, Côtes d'Armor, Aix-en-Provence, Les Yvelines)	Rollout and operation of electronic communications network	Payment by users (telecommunication operators)	Tariff grid validated by grantor	None	Returned to grantor at end of agreement without compensation	From 2024 to 2029

Financial assets

Description	Main characteristics	Remuneration method	Remuneration revision	Guarantees (if applicable)	Residual interest	Concession ends
Public facilities						
National police headquarters	Construction and operation of building	Rent paid by grantor	None	None	Returned to grantor at end of agreement without compensation	2043
Secondary schools and administrative buildings in central France	Improvement in energy performances	Rent paid by grantor	None	None	Returned to grantor at end of agreement without compensation	2025
Jarny secondary school	Restructuring of buildings	Rent paid by grantor	None	None	Returned to grantor at end of agreement without compensation	2033
Seine-Saint-Denis secondary schools (Lot 1)	Construction and operation of four secondary schools	Rent paid by grantor	None	None	Returned to grantor at end of agreement without compensation	2034
Seine-Saint-Denis secondary schools (Lot 3)	Construction and operation of four secondary schools	Rent paid by grantor	None	None	Returned to grantor at end of agreement without compensation	2034
Grenoble University	Energy School of the Grenoble Research and University Education Centre (GreEn ER)	Rent paid by grantor	None	None	Returned to grantor at end of agreement without compensation	2041
Lille Nord de France University	Grand Lille campus training and innovation project	Rent paid by grantor	None	None	Returned to grantor at end of agreement without compensation	2038
Aix Marseille University	Transformation, renovation and construction of a series of university buildings and facilities	Rent paid by grantor	None	None	Returned to grantor at end of agreement without compensation	2042
Plessis-Robinson underground car park and market	Construction and operation of underground car park and market	Rent paid by operators	Step rental	None	Returned to grantor at end of agreement for €1	2031
Grande Arche de la Défense	Renovation and redevelopment of the Grande Arche in La Défense	Rent paid by grantor	None	None	Returned to grantor at end of agreement without compensation	2034
High-speed rail line						
Bretagne-Pays de la Loire high-speed rail line	Construction and maintenance of the Le Mans to Rennes high-speed rail line	Rent paid by grantor	None	None	Returned to grantor at end of agreement without compensation	2036

Intangible assets and financial assets (combined model)

Description	Main characteristics	Remuneration method	Remuneration revision	Guarantees (if applicable)	Residual interest	Concession ends
Sports complex						
Pierre Mauroy Stadium (Lille)	Construction and operation of a stadium	Fixed rent paid by grantor, revenue from ticket sales and ancillary revenue	None	Payments to grantor if profit exceeds floor return	Returned to grantor at end of agreement without compensation	2043

At 31 December 2014, intangible assets were carried mainly by APRR/AREA (€10,563 million), A'Liénor (€997 million) and CEVM (€353 million) and are reported under "Concession intangible assets".

At 31 December 2014, financial assets corresponded mainly to the Bretagne-Pays de la Loire high-speed rail line (€656 million), the Lille Métropole Stadium (€245 million), the national police headquarters (€125 million) and the Seine-Saint-Denis secondary schools (Lots 1 and 3) (€205 million), and are reported under "Non-current financial assets".

With regard to the concession agreements, the Group has the following firm investment commitments (exceeding €100 million and not delivered at the end of reporting period);

- €500 million in respect of the APRR 2014-2018 management contract signed in January 2014;
- €1,135 million for the construction of the Bretagne-Pays de la Loire project; and
- €184 million for the renovation of the Grande Arche de La Défense.

As a rule, companies party to concession agreements or public-private partnerships and having arranged third-party financing for which recourse is limited to the assets of these companies (hence without recourse against Eiffage SA) have pledged their own shares in favour of the lenders in question. This pledge is generally accompanied by covenants restricting the use to which cash positions can be put and governing dividend payments and capital reductions.

9. GOODWILL

Goodwill is allocated to the cash generating unit (CGU) groups defined by the Group based on the operating segments, as shown below.

	31 December 2013	Acquisitions/ Increases	Disposals/ Decreases	31 December 2014
Construction	422	-	-	422
Public Works	250	19	-	269
Energy	514	5	-	519
Metal	95	-	-	95
Concessions and Utilities Management	1,568	-	-	1,568
TOTAL	**2,849**	**24**	**-**	**2,873**

The Group is developing its activities on the North American continent, where the Public Works division completed the acquisition of a Canadian company specialising in the construction and rehabilitation of civil engineering structures.

The Energy division is pressing on with its development through acquisitions, mainly in Germany and Belgium.

No capital instruments were issued in connection with the business combinations completed in 2014.

As indicated in note 2.11, goodwill is tested for impairment at least annually and whenever there is any indication of impairment in value.

In the prevailing environment, with continuing uncertainties about the economy emerging from the recent crisis on the one hand and strong competitive pressures on the other, the Group continues to estimate discount rates (which have been impacted by changes in the risk-free rate) and cash flows conservatively.

The main parameters used for the determination of values in use are summarised in the table below:

	Discount rate [1]	
CGU groups at the level of the operating segments	**2014**	**2013**
Construction	6.1%	6.0%
Public Works	5.6%	5.5%
Energy	5.6%	5.5%
Metal	6.4%	6.2%
Concessions and Utilities Management	4.6%	4.5%

(1) After-tax discount rate as explained in note 2.11.

The Group assumed that nil growth would be recorded by cash generating unit groups other than concessions. For concessions, the growth rate varies over the term of the concession according to various parameters that are consistent with each of the underlying service concession agreements.

Impairment tests performed on the goodwill did not indicate the need to recognise any impairment losses.

Reasonable changes of assumptions used for impairment tests performed in respect of each group of cash generating units would not lead to the recognition of goodwill impairment losses.

The Group has also carried out sensitivity analyses at the level of the operating segments by modifying assumptions regarding the discount rates and cash flows. If discount rates were increased and/or cash flows decreased, the breakeven points, i.e. the levels at which the carrying value of the operating segment would exceed its value in use, would be as indicated in the table below:

Operating segment	**Breakeven point - discount rate**	**Breakeven point - reduction in cash flows**	**Breakeven point - revenue**
Construction	N/A [1]	N/A [1]	N/A [1]
Public Works	10.6%	50%	3,100
Energy	11.9%	50%	2,000
Metal	11.2%	45%	700

(1) Capital employed by this activity is negative (resources exceed working capital).

10. EQUITY-METHOD INVESTMENTS

Significant joint ventures and associates are those that, when considered individually, have a value recognised applying the equity method in excess of €10 million or total assets in excess of €50 million. They comprise: Adelac (A41 motorway concession operator), Est Granulats (quarry operator), Prado Sud and SMTPC (operators of tunnel concessions in Marseille), TP Ferro (operator of rail line concession between France and Spain), Axxès (electronic toll collector for heavy goods vehicles and buses) and Norscut (motorway concession operator in Portugal).

Key financial data concerning these companies is summarised below:

2014

	Joint ventures					Associates	
Abridged financial information at 100%	**Adelac**	**Est Granulats**	**Prado Sud**	**SMTPC**	**Tp Ferro**	**Axxes**	**Norscut**
Country	France	France	France	France	Spain	France	Portugal
% held	24.9%	49.0%	41.5%	32.9%	50.0%	14.0%	36.0%
Dividends paid to the Group	-	-	-	4	-	-	-
Current assets	24	11	18	26	15	158	170
Non-current assets	826	27	177	85	754	23	435
Total assets	850	38	195	111	769	181	605
Shareholders' equity	(4)	32	(3)	67	20	5	55
Current financial liabilities	-	-	-	-	394	11	-
Other current liabilities	3	4	27	9	100	152	91
Non-current financial liabilities	776	-	171	31	69	13	459
Other non-current liabilities	75	2	-	4	186	-	-
Total liabilities and shareholders' equity	850	38	195	111	769	181	605
Revenue	44	4	6	40	9	887	10
Net profit (loss) for the year	(9)	1	(5)	11	(28)	(11)	23
Items of other comprehensive income	2	-	-	-	7	-	-
Comprehensive income for the period	(7)	1	(5)	11	(21)	(11)	23
Above results are stated after:							
Depreciation charges	(12)	(1)	(3)	(10)	(5)	NA	NA
Interest receivable	-	-	-	-	-	NA	NA
Interest payable	(38)	-	(9)	(1)	(23)	NA	NA
Tax (charge) credit	-	(1)	3	(7)	-	NA	NA
Share of investee's profit (loss) recognised by the Group	(1)	-	(1)	4	(14)	(3)	8
Shares of investee's items of other comprehensive income recognised by the Group	-	-	-	-	4	-	-
Group's share of the investee's shareholders' equity	(1)	16	(1)	22	10	1	20
Share of investments not giving control over investee	-	-	-	-	-	-	-
Share of investee's profit (loss) not recognised by the Group	2	-	1	-	-	-	-
Shares of investee's items of other comprehensive income not recognised by the Group	(1)	-	-	-	-	-	-
Value at which investment recognised	0	16	0	22	10	1	20
Stock market value of investment	-	-	-	59	-	-	-

2013

	Joint ventures					Associates	
Abridged financial information at 100%	**Adelac**	**Est Granulats**	**Prado Sud**	**SMTPC**	**Tp Ferro**	**Axxes**	**Norscut**
Pays	France	France	France	France	Espagne	France	Portugal
Country	24.9%	49.0%	41.5%	32.9%	50.0%	14.0%	36.0%
Dividends paid to the Group	-	-	-	4	-	-	-
Current assets	22	22	44	21	8	161	180
Non-current assets	810	11	177	94	765	27	411
Total assets	832	33	221	115	773	188	591
Shareholders' equity	3	32	3	67	40	16	32
Current financial liabilities	-	-	-	-	36	-	-
Other current liabilities	73	-	46	7	44	159	62
Non-current financial liabilities	775	-	172	37	462	13	497
Other non-current liabilities	(19)	1	-	4	191	-	-
Total liabilities and shareholders' equity	832	33	221	115	773	188	591
Revenue	42	4	1	37	5	957	98
Net profit (loss) for the year	(11)	-	(1)	11	(1)	(2)	14
Items of other comprehensive income	16	-	4	-	8	-	8
Comprehensive income for the year	5	-	3	11	7	(2)	22
Above results are stated after:							
Depreciation charges	(12)	-	(1)	(10)	(1)	NA	NA
Interest receivable	-	-	-	-	-	NA	NA
Interest payable	(37)	-	(9)	(1)	(22)	NA	NA
Tax (charge) credit	6	(1)	1	(6)	-	NA	NA
Share of profit (loss) recognised by the Group	(5)	-	(1)	4	(1)	-	5
Shares of items of other comprehensive income recognised by the Group	8	-	2	-	4	-	3
Group's share of the shareholders' equity of the investee	1	16	1	22	20	3	11
Share of investments not giving control over investee	-	-	-	-	-	2	-
Share of profit (loss) not recognised by the Group	-	-	-	-	-	-	-
Shares of items of other comprehensive income not recognised by the Group	-	-	-	-	-	-	-
Value at which investment recognised	1	16	1	22	20	5	11
Stock market value of investment	-	-	-	56	-	-	-

Aggregate financial information concerning equity-method investments:

	2014			2013		
	Significant entities	Non-significant entities	Total	Significant entities	Non-significant entities	Total
Aggregate financial information concerning joint ventures						
Investments in joint ventures (I)	48	27	75	60	24	84
Share of the profit (loss) of joint ventures (II)	(12)	5	(7)	(3)	4	1
Share of items of other comprehensive income of joint ventures	3	-	3	14	-	14
Share of comprehensive income of joint ventures	(9)	5	(4)	11	4	15
Aggregate financial information concerning associates						
Investments in associates (III)	21	6	27	16	7	23
Share of the profit (loss) of associates (IV)	5	-	5	5	(1)	4
Share of items of other comprehensive income of associates	-	-	-	3	-	3
Share of comprehensive income of associates	5	-	5	8	(1)	7
Total equity-method investments (I + III)	**69**	**33**	**102**	**76**	**31**	**107**
Total share of profit (loss) of equity-method investments (II + IV)	**(7)**	**5**	**(2)**	**2**	**3**	**5**

Changes in investments in associates are analysed in the table below:

At 1 January 2013	**93**
Profit of the year 2013	5
Dividends distributed	(9)
Capital increase [1]	5
Change in fair value of financial instruments	17
Other	(4)
At 31 December 2013	**107**
Loss of the year 2014	(2)
Dividends distributed	(7)
Capital increase	-
Change in fair value of financial instruments	3
Other	1
AT 31 DECEMBER 2014	**102**

(1) Mainly the capital increase by Normalux.

11. NON-CURRENT FINANCIAL ASSETS

	2014	2013
Public-private partnership concession agreements	1,407	1,374
Unlisted investments	54	57
Receivables relating to participating interests	83	74
Loans	105	115
Other financial assets	24	27
TOTAL	**1,673**	**1,647**

12. INVENTORIES

	2014	2013
Raw materials and other supplies	181	168
Property development and services inventories and work in progress	337	388
TOTAL	**518**	**556**

13. TRADE AND OTHER RECEIVABLES

	2014			2013		
	Gross	Depreciation	Net	Gross	Depreciation	Net
Construction	1,563	20	1,542	1,622	23	1,599
Public Works	872	58	814	1,006	58	948
Energy	1,054	46	1,008	1,078	82	996
Metal	381	24	357	397	3	394
Concessions and Utilities Management	240	4	236	211	4	207
Other	4	-	4	7	-	7
TOTAL	**4,114**	**152**	**3,962**	**4,321**	**170**	**4,151**

14. OVERDUE RECEIVABLES

	2014	2013
Due for less than three months	535	561
Due for between three and six months	75	107
Due for more than six months	230	245
TOTAL DUE	**840**	**913**

The amounts due reported above relate to a very large number of customers on which the credit risk is extremely diluted. Amounts due for more than three months represent 8% of trade receivables.

15. ADDITIONAL INFORMATION ON CONSTRUCTION CONTRACTS

	2014	2013
Revenue from construction contracts recognised during the period	9,627	10,989
For contracts in progress at the balance sheet date:		
Contract costs incurred plus recognised profits less recognised losses to date	11,790	12,972
Advances received on contracts in progress	529	496
Amounts retained by contract customers	2	13
Amounts due from contract customers	1,015	1,430
Amounts due to contract customers	787	718

16. ADDITIONAL INFORMATION ON PROPERTY DEVELOPMENT CONTRACTS

	2014	2013
For contracts in progress at the balance sheet date:		
Contract costs incurred plus recognised profits less recognised losses to date	580	491
Advances received on contracts in progress	4	-

17. OTHER ASSETS

	2014	2013
Payments on account	59	36
French State	523	667
Current accounts with joint ventures and non-consolidated companies	168	285
Miscellaneous debtors	406	346
Prepayments	143	162
TOTAL	**1,299**	**1,496**

18. INCOME TAX

Taxes reported in the income statement and in the comprehensive income statement comprise both current and deferred taxes.

18.1. Summary of current and deferred tax assets and liabilities

	2014	2013
Current taxes		
Reported as assets	90	5
Reported as liabilities	65	74
Net asset(liability)	**25**	**(69)**
Deferred taxes		
Reported as assets	308	303
Reported as liabilities	1,091	1,063
Net liability	**783**	**760**

18.2. Analysis of deferred tax assets and liabilities

	2014	2013
Assets arising from:		
Retirement indemnities	88	71
Timing differences	54	85
Valuation differences	-	-
Tax losses	199	267
Financial instruments at fair value	250	262
Restatement of concession and public-private partnership agreements	136	127
Other	-	-
Deferred tax assets and liabilities netted off within same tax entities	(419)	(508)
Deferred tax assets	**308**	**303**
Liabilities arising from:		
Timing differences	220	221
Valuation differences	1,283	1,342
Financial instruments at fair value	-	-
Finance leases	7	8
Deferred tax assets and liabilities netted off within same tax entities	(419)	(508)
DEFERRED TAX LIABILITIES	**1,091**	**1,063**

18.3. Income tax

	2014	2013
Current tax	(146)	(152)
Deferred tax	(26)	(15)
TOTAL	**(172)**	**(167)**

18.4. Deferred tax relating to items recognised directly to equity

	2014	2013
Assets [1]	(11)	57
Liabilities [1]	9	63

(1) Deferred taxes on change in value of derivatives used for hedging and on retirement benefit obligations.

18.5. Reconciliation of theoretical tax charge to actual tax charge

	2014	2013
Net profit for the year	354	322
Income tax	172	167
Share of profit (loss) of associates	2	(5)
Profit before tax	**528**	**484**
Tax rate applicable to the parent company (domestic income tax rate)	38.0%	38.0%
Tax on the profit before tax as determined above	201	184
Permanent differences	(35)	(15)
Effect of different tax rates applicable to subsidiaries operating in other countries	6	(2)
Income taxed at lower rates	-	-
Changes in deferred tax arising from changes in the Group's tax situation	-	-
Income tax as reported	**172**	**167**

18.6. Unrecognised tax losses

No deferred tax asset was recognised in respect of the following tax losses because of uncertainties that relief would be obtained:

	2014	2013
Unrecognised tax losses	60	68

19. CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise:

		2014	2013
ASSETS			
Marketable securities [1]		2,384	1,047
Cash at bank and in hand [1]		1,881	1,050
	(I)	**4,265**	**2,097**
Liabilities			
Bank overdrafts	(II)	145	253
CASH AND CASH EQUIVALENTS AT 31 DECEMBER	**(I – II)**	**4,120**	**1,844**

(1) Investments in money market UCITS (exclusively very short-dated money market instruments) and sight bank certificates of deposit.

20. WORKING CAPITAL REQUIREMENTS

			Movements		
	31/12/2014	31/12/2013	Relating to ordinary activities	Due to fixed asset suppliers	Changes in consolidation scope and other
Inventories	518	556	(20)	-	(18)
Trade and other receivables	3,962	4,151	(278)	-	89
Other assets	1,299	1,496	(240)	-	43
Sub-total – Operating assets	**5,779**	**6,203**	**(538)**	**-**	**114**
Trade and other payables	2,884	3,169	(383)	(1)	99
Other liabilities	3,614	3,716	(108)	-	6
Sub-total – Operating liabilities	**6,498**	**6,885**	**(491)**	**(1)**	**105**
WORKING CAPITAL REQUIREMENTS	**719**	**682**	**47**	**(1)**	**(9)**

Working capital relating to ordinary activities comprises current assets and liabilities linked to the normal operating cycle other than current tax assets and liabilities and other current assets and liabilities of a financial nature.

Working capital items comprise mainly amounts receivable or payable within one year.

21. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

2014

		Accounting category [1]					Method for determining fair value		
Financial assets	Carrying value	Financial assets available for sale	Financial assets at fair value through P&L	Loans and receivables	Hedging financial instruments	Fair value	Level 1 Quoted price on active market	Level 2 Internal model using observable market data	Level 3 Internal model using non-observable data
Non-current financial assets	1,673	151	-	1,512	10	1,673		1,673	
Trade and other receivables	3,962	-	-	3,962	-	3,962		3,962	
Current financial assets	17	-	-	17	-	17		17	
Other current operating receivables	633	-	-	633	-	633		633	
Cash and cash equivalents	4,265	-	4,265	-	-	4,265	2,384	1,881	
TOTAL	**10,550**	**151**	**4,265**	**6,124**	**10**	**10,550**	**2,384**	**8,166**	

(1) There was no reclassification between financial asset categories in 2014. Note that there are no assets falling to be accounted for as held to maturity.

		Accounting category				Method for determining fair value		
Financial liabilities	Carrying value	Liabilities at amortised cost	Financial liabilities at fair value through P&L	Hedging financial instruments	Fair value	Level 1 Quoted price on active market	Level 2 Internal model using observable market data	Level 3 Internal model using non-observable data
Loans and other debts	17,078 [1]	16,331		747 [2]	17,779		17,779	
Trade payables	2,884	2,884	-	-	2,884		2,884	
Other operating debts	1,389	1,389	-	-	1,389		1,389	
TOTAL	**21,351**	**20,604**	**-**	**747**	**22,052**		**22,052**	

(1) Of which €12,462 million representing 100% of the debt of the fully consolidated Financière Eiffarie group.

(2) No ineffectiveness was observed in respect of hedging instruments. Taking into account the credit risk and own risk of the entity in the fair valuation of derivative instruments as required by IFRS 13 did not have a material impact.

In 2014, hedging financial instruments were for a total notional amount of nearly €5.5 billion, corresponding to interest rate swaps in respect of concessions and public-private partnerships (mainly Eiffarie/APRR, LGV BPL, A'liénor, Pierre Mauroy stadium) with maturities ranging from 2015 to 2043 and a significant portion maturing in 2018.

2013

		Accounting category [1]					Method for determining fair value		
Financial assets	Carrying value	Financial assets available for sale	Financial assets at fair value through P&L	Loans and receivables	Hedging financial instruments	Fair value	Level 1 Quoted price on active market	Level 2 Internal model using observable market data	Level 3 Internal model using non-observable data
Non-current financial assets	1,647	147	-	1,489	11	1,647		1,647	
Trade and other receivables	4,151	-	-	4,151	-	4,151		4,151	
Current financial assets	15	-	-	15	-	15		15	
Other current operating receivables	667	-	-	667	-	667		667	
Cash and cash equivalents	2,097	-	2,097	-	-	2,097	1,047	1,050	
TOTAL	**8,577**	**147**	**2,097**	**6,322**	**11**	**8,577**	**1,047**	**7,530**	

(1) There was no reclassification between financial asset categories in 2013. Note that there are no assets falling to be accounted for as held to maturity.

		Accounting category				Method for determining fair value		
Financial liabilities	Carrying value	Liabilities at amortised cost	Financial liabilities at fair value through P&L	Hedging financial instruments	Fair value	Level 1 Quoted price on active market	Level 2 Internal model using observable market data	Level 3 Internal model using non-observable data
Loans and other debts	15,536 [1]	14,758	-	778 [2]	16,154		16,154	
Trade payables	3,169	3,169	-	-	3,169		3,169	
Other operating debts	1,476	1,476	-	-	1,476		1,476	
TOTAL	**20,181**	**19,403**	**-**	**778**	**20,799**		**20,799**	

(1) Of which €11,226 million representing 100% of the debt of the fully consolidated Financière Eiffarie group.

(2) No ineffectiveness was observed in respect of hedging instruments. Taking into account the credit risk and own risk of the entity in the fair valuation of derivative instruments as required by IFRS 13 did not have a material impact.

22. ANALYSIS BY REMAINING MATURITY OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES AND RELATED INTEREST FLOWS

2014

	Carrying value	Capital and interest flows	Under 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years	Over 5 years
Marketable securities	2,384	2,384	2,384					
Cash at bank and in hand	1,881	1,881	1,881					
Sub-total – Financial assets (I)	**4,265**	**4,265**	**4,265**	**-**	**-**	**-**	**-**	**-**
Bank loans and bonds and equivalent [1]	14,942	14,942	1,574	1,383	4,092	1,432	1,150	5,311
Current loans and other debts maturing in less than one year	1,337	1,337	1,337					
Interest rate hedging instruments (fixed/ variable-rate) [1]	747							
Debt revaluation [1][2]	52							
Sub-total – Financial liabilities (II)	**17,078**	**16,279**	**2,911**	**1,383**	**4,092**	**1,432**	**1,150**	**5,311**
NET DEBT (II – I)	**12,813**	**12,014**	**(1,354)**	**1,383**	**4,092**	**1,432**	**1,150**	**5,311**
Interest in respect of financial liabilities	*-*	*4,125*	*450*	*615*	*486*	*331*	*196*	*2,047*
TOTAL CASH FLOWS LINKED TO NET DEBT	**-**	**16,139**	**(904)**	**1,998**	**4,578**	**1,763**	**1,346**	**7,358**
Trade payables	**2,884**	**2,884**	**2,884**	**-**	**-**	**-**	**-**	**-**

(1) Reported on the balance sheet under non-current loans and portion of non-current loans maturing in less than one year.

(2) Resulting from the allocation of the valuation adjustment on the acquisition of APRR.

The capital and interest flows presented above concern the debt such as reported in the balance sheet at 31 December 2014. The amounts as analysed above do not take into account any early loan repayments or loans likely to be entered into in the future.

Interest payments include cash flows in respect of derivative instruments, both assets and liabilities, which have not been restated at their present value. These instruments consist in interest rate swaps.

Interest payments on variable-rate loans are based on interest rates in force as at 31 December 2014. For loans bearing fixed interest on a nominal value indexed to inflation, the assumption was that inflation would be 1.80% per annum in the future.

At 31 December 2014, the Eiffarie/APRR group, the VP1 group (holding company controlling Compagnie Eiffage du Viaduc de Millau), A'Liénor and certain public-private partnerships carried debt amounting to €12,837 million without recourse against Eiffage. This long-term debt carries almost exclusively fixed rates or rates indexed to inflation. In the case of Compagnie Eiffage du Viaduc de Millau, this debt is repayable out to 2051.

For APRR, the intention is to refinance as and when required, using various sources of financing, including bond issues, bank loans and, shorter term, by drawing down against credit lines and issuing commercial paper.

In 2014, APRR completed three bond issues totalling €2.4 billion as part of its EMTN programme put into place in October 2007, initially for €6 billion, which was increased to €8 billion in 2014. Given these issues and earlier ones since the programme's inception, a further €1.85 billion could still be issued as at 31 December 2014. In addition, APRR arranged a seven-year loan amounting to €75 million with the European Investment Bank (EIB) in 2013, completing a five-year loan for the same amount arranged in 2012 that was fully available at 31 December 2014. Furthermore, APRR has a revolving credit facility amounting to €720 million, maturing in February 2017. No amounts have been drawn against this facility, the full amount of which was therefore available at 31 December 2014.

APRR has arranged a commercial paper programme with Banque de France, with €120 million outstanding at 31 December 2014, unchanged compared with 31 December 2013.

Eiffage has also arranged a commercial paper programme with Banque de France, with €285 million outstanding at 31 December 2014, which represents an increase of €146 million compared with 31 December 2013.

2013

	Carrying value	Capital and interest flows	Under 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years	Over 5 years
Marketable securities	1,047	1,047	1,047					
Cash at bank and in hand	1,050	1,050	1,050					
Sub-total – Financial assets (I)	**2,097**	**2,097**	**2,097**	**-**	**-**	**-**	**-**	**-**
Bank loans and bonds and equivalent [1]	13,492	13,492	1,061	1,557	1,305	4,164	1,283	4,122
Current loans and other debts maturing in less than one year	1,184	1,184	1,184					
Interest rate hedging instruments (fixed/variable-rate) [1]	778							
Debt revaluation [1][2]	82							
Sub-total – Financial liabilities (II)	**15,536**	**14,676**	**2,245**	**1,557**	**1,305**	**4,164**	**1,283**	**4,122**
NET DEBT (II – I)	**13,439**	**12,579**	**148**	**1,557**	**1,305**	**4,164**	**1,283**	**4,122**
Interest in respect of financial liabilities	*-*	*4,826*	*471*	*689*	*600*	*455*	*306*	*2,305*
TOTAL CASH FLOWS LINKED TO NET DEBT	**-**	**17,405**	**619**	**2,246**	**1,905**	**4,619**	**1,589**	**6,427**
Dettes fournisseurs	**3,169**	**3,169**	**3,169**	**-**	**-**	**-**	**-**	**-**

(1) Reported on the balance sheet under non-current loans and portion of non-current loans maturing in less than one year.

(2) Resulting from the allocation of the valuation adjustment on the acquisition of APRR.

23. FINANCIAL LIABILITIES

23.1 Analysis of financial liabilities by type

	Fixed rate	Variable rate	Fixed rate on indexed nominal	Adjustable rate	Total
Bank loans	11,651	1,483	1,169	-	14,303
Interest rate swaps	747	-	-	-	747
Finance leases	308	-	-	-	308
Other loans	591	-	-	-	591
Bank overdrafts	-	145	-	-	145
Securitisation account	-	400	-	-	400
Miscellaneous	489	94	-	1	584
TOTAL FINANCIAL LIABILITIES AT 31 DECEMBER 2014	**13,786**	**2,122**	**1,169**	**1**	**17,078**
TOTAL FINANCIAL LIABILITIES AT 31 DECEMBER 2013	**12,657**	**1,714**	**1,164**	**1**	**15,536**

A one percentage point increase in interest rates, applied to the balances at 31 December 2014 net of derivatives and taking into account the terms of the financing agreements, would increase net finance costs by €19 million before taking tax into account.

At 31 December 2014, financial liabilities included a loan denominated in CFA francs and a loan denominated in Canadian dollars amounting to €58 million and €31 million, respectively, and a bank overdraft denominated in Moroccan dirhams amounting to €3 million, after conversion at the closing exchange rate.

23.2. Financial covenants

Under the Debt Agreement amounting to €2,765 million and maturing in February 2017, arranged by Eiffarie in February 2012 to refinance the loan contracted in 2006 for the acquisition of APRR, the Company has undertaken to comply with a certain number of financial ratios at the level of the consolidated Eiffarie group, defined contractually as follows:

- Consolidated debt coverage ratio (terms that correspond to specific contractual definitions) equal to or less than 7.92 at 31 December 2014;
- Consolidated debt service coverage ratio (terms that correspond to specific contractual definitions) equal to or more than 1.40 at 31 December 2014.

These ratios came to 5.90 and 2.31 respectively on 31 December 2014.

In addition, a commitment has been given to comply with a ratio at the level of Eiffarie to ensure resources are available to the Company to at least cover interest due:

- Debt service coverage ratio (terms that correspond to specific contractual definitions) equal to or more than 1.00.

This ratio came to 2.92 on 31 December 2014.

Non-compliance with any of these ratios would be treated as an event of default and trigger the early repayment of all of Eiffarie's debt.

In connection with the refinancing of this debt agreement in February 2015, covenants in force at 31 December 2014 ceased to apply.

In addition, Eiffarie (with regard to the lenders party to the above debt agreement) and APRR (with regard to the Caisse Nationale des Autoroutes, the European Investment Bank and lending banks) have undertaken to comply with the following two ratios at the level of the APRR group:

- Net debt/EBITDA of less than 7;
- EBITDA/net finance costs of more than 2.2.

These two ratios came to 4.4 and 4.6 respectively on 31 December 2014.

Non-compliance with either of these ratios would be treated as an event of default and trigger the early repayment of all of the Eiffarie group's debt.

VP2, the parent company of Compagnie Eiffage du Viaduc de Millau, has undertaken with regard to the lenders for the financing totalling €573 million arranged in July 2007 to comply with a number of ratios calculated on 25 May and 25 November of each year by reference to a financial model and applying definitions specific to the financing agreement:

- Annual debt service coverage ratio calculated for the year preceding the date of calculation and for each of the next five years, equal to or more than 1.05;
- Debt coverage ratio calculated over the terms of the loans, equal to or more than 1.15;
- Debt coverage ratio calculated over the term of the concession, equal to or more than 1.25.

VP2 complied with all of these ratios when they were last calculated for the second half of 2014, with values of between 1.16 and 1.84 for the first ratio and of 1.38 and 1.82, respectively, for the second and third ratios.

Non-compliance with any of these ratios would be treated as an event of default and trigger the early repayment of all of VP2's debt.

In connection with the debt agreement signed for the concession covering the design, construction, operation, maintenance and repair of the Langon-Pau A65 motorway, A'liénor has undertaken to comply with the financial ratios indicated below:

- 20:80 capital ratio, requiring at least 20% of equity for 80% of long-term loans;
- Debt service coverage ratio for historical debt (terms that correspond to specific contractual definitions) equal to or more than 1 on each interest payment date; and
- Forecast debt service coverage ratio (terms that correspond to specific contractual definitions) equal to or more than 1 on each interest payment date.

When these ratios were last calculated on payment of the instalment due 27 October 2014, A'liénor complied with the last two covenants, with ratios of 1 in both instances.

Non-compliance with any of these ratios would be treated as an event of default and trigger the early repayment of the debt of A'liénor.

Eifficentre is a company specifically incorporated to finance, design and carry out work and provide services and supplies that will result in energy savings at 18 secondary schools and administrative buildings in central France. In connection with a long-term credit agreement dated 23 July 2010, Eifficentre undertook with regard to the lenders to comply with the ratios indicated below, as from the date when the buildings were delivered on 28 November 2012 and subsequently on 30 June and 31 December every year:

- Annual debt service coverage ratio equal to or more than 1.10;
- Forecast annual debt service coverage ratio equal to or more than 1.10;
- Debt coverage ratio equal to or more than 1.15.

When these ratios were calculated on 31 December 2014, they came to 9.06, 8.98 and 8.98, respectively.

Non-compliance with any of these ratios on two consecutive observation dates would be treated as an event of default and trigger the early repayment of all of the project debt of Eifficentre.

Eiffly 54 is a company specifically incorporated to finance, design, demolish and reconstruct the Jean Zay secondary school at Jarny, in addition to which it will perform part of the repairs and maintenance. In connection with a long-term credit agreement dated 11 February 2011, Eiffly 54 undertook with regard to the lenders to comply with the ratios indicated below, as from the date when phase 1 of

the project was delivered on 10 October 2013 and subsequently on 30 June and 31 December every year:

- Annual debt service coverage ratio equal to or more than 1.10;
- Forecast annual debt service coverage ratio equal to or more than 1.10;
- Debt coverage ratio equal to or more than 1.15.

When these ratios were calculated on 31 December 2014, they came to 1.32, 1.35 and 2.03, respectively.

Non-compliance with any of these ratios on three consecutive observation dates would be treated as an event of default and trigger the early repayment of all of the debt of Eiffly 54.

Eifficol 1 is a company specifically incorporated to provide part of the financing for and to design, build, operate and maintain four secondary schools located in Aubervilliers, Aulnay-sous-Bois, Clichy-sous-Bois and Le Raincy.
In connection with a long-term credit agreement dated 5 April 2012, Eifficol 1 undertook with regard to the lenders to comply with the ratios indicated below, as from the date the project was delivered on 18 August 2014 and subsequently on 30 June and 31 December every year:

- Annual debt service coverage ratio equal to or more than 1.10;
- Forecast annual debt service coverage ratio equal to or more than 1.10;
- Debt coverage ratio (corresponding to the present value of future cash flows for servicing the project's expected debt over the outstanding debt at the observation date) equal to or more than 1.15.

When these ratios were calculated on 31 December 2014, they came to 1.66, 1.37 and 1.59, respectively.

Non-compliance with any of these ratios on an observation date would be treated as an event of default and trigger the early repayment of all of the project debt of Eifficol 1.

Eifficol 3 is a company specifically incorporated to provide part of the financing for and to design, build, operate and maintain four secondary schools located in Blanc-Mesnil, Bondy, Noisy-le-Grand and Saint-Denis/Saint-Ouen.
In connection with a long-term credit agreement dated 5 April 2012, Eifficol 3 undertook with regard to the lenders to comply with the ratios indicated below, as from the date the project was delivered on 18 August 2014 and subsequently on 30 June and 31 December every year:

- Annual debt service coverage ratio equal to or more than 1.10;
- Forecast annual debt service coverage ratio equal to or more than 1.10;
- Debt coverage ratio (corresponding to the present value of future cash flows for servicing the project's expected debt over the outstanding debt at the observation date) equal to or more than 1.15.

When these ratios were calculated on 31 December 2014, they came to 1.67, 1.63 and 1.67, respectively.

Non-compliance with any of these ratios on an observation date would be treated as an event of default and trigger the early repayment of all of the debt of Eifficol 3.

24. SHARE CAPITAL

The Group pursues an active policy to promote employee share ownership that is intended to encourage the entire personnel to contribute towards the dynamic management of the Group, thereby serving the interests of all the shareholders.

The capital does not include any hybrid instruments, all instruments making up the capital being equity instruments conferring entitlement to dividends.
Apart from the shares held in treasury, there are no potentially dilutive securities in issue.
Out of the profit for the year ended 31 December 2013 attributable to the equity holders of the parent company, which amounted to €257 million, dividends amounting to €108 million were distributed, the balance being transferred to consolidated reserves.

24.1. Composition of and changes in share capital

The capital is composed of 92,271,466 fully paid-up shares of €4 each, all ranking *pari passu.*

	Total number of shares	Of which treasury shares	Free float
At 1 January 2014	**89,438,630**	**(2,133,641)**	**87,304,989**
Capital increase reserved for employees	2,832,836		2,832,836
Purchases, sales and allotments		(1,005,484)	(1,005,484)
AT 31 DECEMBER 2014	**92,271,466**	**(3,139,125)**	**89,132,341**

In 2014, in connection with plans for the allocation of options, the Group purchased 1,209,453 Eiffage shares and allotted 246,278 Eiffage shares.

As part of the liquidity agreement, Eiffage purchased 2,596,734 of its own shares and sold 2,554,425.

	Total number of shares	Of which treasury shares	Free float
At 1 January 2013	**87,162,131**	**(1,829,619)**	**85,332,512**
Capital increase reserved for employees	2,276,499		2,276,499
Purchases, sales and allotments		(304,022)	(304,022)
AT 31 DECEMBER 2013	**89,438,630**	**(2,133,641)**	**87,304,989**

In 2013, in connection with plans for the allocation of options, the Group purchased 465,709 Eiffage shares and allotted 118,800 Eiffage shares.

As part of the liquidity agreement, Eiffage purchased 1,707,784 of its own shares and sold 1,750,671.

24.2. Changes in the carrying value of treasury shares

	2014	2013
At 1 January	**53**	**40**
Purchases	173	82
Sales	(125)	(69)
AT 31 DECEMBER	**101**	**53**

25. NON-CONTROLLING INTERESTS

Given their impacts on the assets and the debt, companies or groups of companies in which there are significant non-controlling interests are: Financière Eiffarie (APRR motorway concession operator), VP1 (Millau viaduct concession operator) and A'liénor (A65 motorway concession operator).

Key financial data concerning these companies or groups of companies is summarised below:

2014

Abridged financial information at 100%	Financière Eiffarie	VP 1	A'liénor
Country	France	France	France
% held by non-controlling interests	50%	49%	35%
Profit for the year attributable to non-controlling interests	78	1	(6)
Total non-controlling interests at the end of the period	137	(106)	41
Dividends paid to non-controlling interests	-	4	-
Current assets	2,704	42	64
Non-current assets	12,425	374	1,072
Current liabilities	2,142	4	65
Non-current liabilities	12,713	629	953
Net assets	274	(217)	118
Revenue	2,411	41	49
Net profit (loss) for the year	156	3	(17)
Comprehensive income for the year	173	3	(9)
Cash and cash equivalents at 1 January	780	38	70
Net cash from (used in) operating activities	757	13	(13)
Net cash from (used in) investing activities	(324)	(1)	(1)
Net cash from (used in) financing activities	1,161	(9)	2
Cash and cash equivalents at 31 December	2,374	41	58

2013

Abridged financial information at 100%	Financière Eiffarie	VP 1	A'liénor
Country	France	France	France
% held by non-controlling interests	50%	49%	35%
Profit for the year attributable to non-controlling interests	70	-	(7)
Total non-controlling interests at the end of the period	50	(104)	44
Dividends paid to non-controlling interests	-	4	-
Current assets	1,123	39	75
Non-current assets	12,714	379	1,075
Current liabilities	1,698	4	991
Non-current liabilities	12,039	625	33
Net assets	100	(211)	126
Revenue	2,399	38	43
Net profit (loss) for the year	139	(1)	(21)
Comprehensive income for the year	269	(1)	(2)
Cash and cash equivalents at 1 January	888	36	88
Net cash from (used in) operating activities	555	11	(19)
Net cash from (used in) investing activities	(348)	(1)	(1)
Net cash from (used in) financing activities	(315)	(8)	2
Cash and cash equivalents at 31 December	780	38	70

26. PROVISIONS

2014

	At 1 January	Changes in consolidation scope and currency translation differences	Additions	Utilisation	Reversal	Other	At 31 December
Provisions for maintaining in condition infrastructures held under concessions	249	-	45	(34)	-	5	265
Provisions for retirement benefits	248	-	23	(15)	-	42(1)	298
Provisions for long-service awards	29	-	6	(2)	-	-	33
Other non-current provisions	3	-	-	-	-	-	3
Non-current provisions	**529**	**-**	**74**	**(51)**	**-**	**47**	**599**
Provisions for maintaining in condition infrastructures held under concessions	38	-	-	-	-	(4)	34
Provisions for losses at completion	23	-	29	(20)	-	-	32
Provisions for restructuring	13	-	11	(7)	(1)	-	16
Provisions for property risks	2	-	-	(2)	-	-	0
Provisions for guarantees given	115	-	41	(28)	(21)	-	107
Provisions for disputes and penalties	68	-	19	(12)	(11)	(1)	63
Provisions for retirement benefits	15	-	-	-	-	-	15
Provisions for long-service awards	3	-	-	-	-	-	3
Provisions for other liabilities	198	1	73	(44)	(20)	(1)	207
Current provisions	**475**	**1**	**173**	**(113)**	**(53)**	**(6)**	**477**

(1) Including actuarial differences for the period.

2013

	At 1 January	Changes in consolidation scope and currency translation differences	Additions	Utilisation	Reversal	Other	At 31 December
Provisions for maintaining in condition infrastructures held under concessions [1]	245	-	44	(40)	-	-	249
Provisions for retirement benefits	246	-	22	(14)	-	(6)[2]	248
Provisions for long-service awards	30	-	2	(2)	-	(1)	29
Other non-current provisions	3	-	-	-	-	-	3
Non-current provisions	**524**	**-**	**68**	**(56)**	**-**	**(7)**	**529**
Provisions for maintaining in condition infrastructures held under concessions	39	-	-	-	-	(1)	38
Provisions for losses at completion	25	-	20	(22)	-	-	23
Provisions for restructuring	17	-	8	(8)	(4)	-	13
Provisions for property risks	3		1	(1)	(1)		2
Provisions for guarantees given	104	-	34	(18)	(11)	6	115
Provisions for disputes and penalties	91	-	24	(34)	(8)	(5)	68
Provisions for retirement benefits	12	-	-	-	-	3	15
Provisions for long-service awards	3					-	3
Provisions for other liabilities	178	23	73	(50)	(26)	-	198
Current provisions	**472**	**23**	**160**	**(133)**	**(50)**	**3**	**475**

(1) Additions to provisions include a discounting effect for €10 million.

(2) Including actuarial differences for the period that reduced the amount of the provisions by €4 million.

Each of the current provisions above represents the aggregate of various disputes linked mainly to construction contracts that, taken individually, are not for a material amount. The maturity of these provisions, linked to the operating cycle, is less than one year as a rule. No reimbursements are expected.

27. RETIREMENT INDEMNITIES

27.1. Assumptions

Employees of the Group in France are paid indemnities as a lump sum when they leave on retirement.

Key assumptions:

	2014	2013
Discount rate	1.50%	3.25%
Rate of price inflation	2.00%	2.00%
Expected return on plan assets	1.50%	3.25%
Rate of wage and salary increases	2.75%	3.00%
Social security charges	45.00%	45.00%

Assumptions regarding staff turnover are determined by sector of activity and by age band.

The weighted average duration for retirement benefit obligations is 10.5 years.

27.2. Benefit expense

	2014	2013
A. Charge for the year recognised for accounting purposes		
Current service cost	14	14
Past service cost – plan amendments	-	-
Past service cost – plan curtailment	-	-
(Gain)/loss on liquidations	-	-
Service cost	**14**	**14**
Net interest on provision (asset)	8	7
Cost of defined benefits recognised in profit or loss	**22**	**21**
Administrative expenses incurred in period	-	-
Cost of indemnities on termination of employment contracts	-	-
Immediate recognition of (gains) losses	-	-
Charge for the year recognised for accounting purposes	**22**	**21**
B. Other comprehensive income items		
Actuarial losses (gains) due to experience adjustments	(3)	(2)
Actuarial losses (gains) due to changes in actuarial assumptions	42	(6)
Actuarial losses (gains) recognised within other comprehensive income	**39**	**(8)**
(Higher) lower return on plan assets than that based on discounting	-	-
Effect of asset ceiling	-	-
Total (gain) loss recognised within other comprehensive income	**39**	**(8)**
C. Cost of defined benefits		
Service cost	14	14
Net interest on provision (asset)	8	7
Total loss (gain) recognised within other comprehensive income	39	(8)
Cost of defined benefits	**61**	**13**

27.3. Reconciliation of asset (provision)

	2014	2013
A. Analysis of provision recognised for accounting purposes		
Actuarial value of obligation	(294)	(247)
Fair value of plan assets	5	5
Net financial situation: (deficit) surplus	**(289)**	**(242)**
Effect of asset ceiling	-	-
Asset (provision) at end of period	(289)	(242)
B. Reconciliation of provision recognised for accounting purposes		
Asset (provision) at start of period	(242)	(242)
Charge for period recognised for accounting purposes	(22)	(21)
Gain (loss) recognised within other comprehensive income	(39)	8
Employer contributions	-	-
Benefits paid directly by the Company	14	13
Acquisitions	-	-
Transfers	-	-
Asset (provision) at end of period	**(289)**	**(242)**

27.4. Reconciliation of obligation and plan assets

	2014	2013
A. Reconciliation of defined benefit obligation		
Obligation at start of period	263	247
Current service cost	14	14
Net interest on provision	8	7
Employee contributions	-	-
Actuarial losses (gains) - experience adjustment	(3)	(2)
Actuarial losses (gains) - demographic assumptions	(2)	-
Actuarial losses (gains) - financial assumptions	44	(7)
Benefits paid by active participants	-	-
Benefits paid by employer	(14)	(13)
Plan amendments	-	-
Plan curtailments	-	-
Acquisitions	-	-
Disposals	-	-
Liquidations	-	-
Indemnities on termination of employment contracts	-	-
Obligations of foreign subsidiaries	3	16
Obligation at end of period	**313**	**263**
B. Reconciliation of plan assets		
Fair value of assets at start of period	5	5
Net interest on plan assets	-	-
Higher (lower) return on plan assets than that based on discounting	-	-
Employer contributions	-	-
Employee contributions	-	-
Benefits paid	-	-
Acquisitions	-	-
Disposals	-	-
Liquidations	-	-
Fair value of assets at end of period	**5**	**5**

27.5. Additional information

A. Future benefits expected to be settled in the year ending 31 December 2015	10
B. Maturity profile of defined benefit obligation	
Benefit payments expected in the year ending 31 December 2016	7
Benefit payments expected in the year ending 31 December 2017	9
Benefit payments expected in the year ending 31 December 2018	18
Benefit payments expected in the year ending 31 December 2019	19
Benefit payments expected from 2020 to 2024	113

27.6. Sensitivity analysis

A 0.5 percentage point decrease in the discount rate would lead to a 5.61% increase in the actuarial liability in respect of retirement indemnities.

28. TRADE AND OTHER PAYABLES

	2014	2013
Trade payables	2,799	3,083
Due to fixed asset suppliers	85	86
TOTAL	**2,884**	**3,169**

29. OTHER LIABILITIES

	2014	2013
Payments on account	370	270
Taxes due to the French state	926	970
Current accounts with joint ventures and non-consolidated companies	105	233
Miscellaneous creditors	914	973
Deferred income	1,299	1,270
TOTAL	**3,614**	**3,716**

30. ASSETS AND LIABILITIES CLASSIFIED AS HELD FOR SALE

These balance sheet lines record an asset group meeting the criteria for classification as assets and liabilities held for sale as described in note 2.2.5. This asset group corresponds to a commercial building and consists mainly of inventory and borrowings.

31. AVERAGE HEADCOUNT

The table below indicates the average number of employees at consolidated subsidiaries:

	2014	2013
Managers	11,190	11,273
Technical, clerical and supervisory staff	19,766	19,756
Workers	35,514	36,399
TOTAL	**66,470**	**67,428**

32. RELATED PARTY TRANSACTIONS

Transactions with related parties were carried out on an arm's length basis.

32.1. Transactions with equity-method entities

Material transactions with equity-method entities are summarised in the table below:

Company	Type of transaction	Balance at 31 December 2014 Receivable (payable)	Amount recognised in profit or loss Income (charge)
Financial transactions			
Adelac	Loan	73	4
Axxès	Loan	5	-
Normalux	Current account	(5)	-
Norscut	Loan	20	1
Scaldis	Current account	(6)	-
Société Prado Sud	Loan	8	-
TP Ferro	Loan	45	1
Commercial transactions			
Adelac	Sundry services	1	5
Axxès	Heavy goods vehicle tolls	31	(1)

32.2. Remuneration of management bodies*

The remuneration of management bodies (i.e. the Chairman and Chief Executive Officer and the other members of the Board of Directors) is decided by the Board of Directors based on the proposals made by the Appointments and Compensation Committee.

Remuneration and other benefits granted to members of management bodies are summarised in the table below:

In thousand of euros	2014	2013
Remuneration	1,580	1,580
Benefits-in-kind	2	2
Employer's social security contributions	995	692
Share-based payments	640	440
Board fees	769	747
Indemnities on termination of employment contracts	-	-
Other long-term benefits	-	-
TOTAL	**3,986**	**3,461**

** CEO and directors.*

32.3. Other related parties

Bpifrance, which owned 19.5% of the capital of Eiffage SA at 31 December 2014, is a subsidiary of Caisse des Dépôts and BPI Groupe.

Bpifrance is also a shareholder of many other French companies.

Group companies are likely to have commercial relations with companies in which Bpifrance or its shareholders are stakeholders.

Furthermore, Caisse des Dépôts and Eiffage are shareholders of VP1, the holding company controlling Compagnie Eiffage du Viaduc de Millau.

33. DIVIDEND

The General Meeting will be invited to approve the distribution of a dividend of €1.20 per share in respect of the 92,271,466 shares of a nominal value of €4 each in issue as well as any shares that will be issued in connection with the capital increase reserved for employees decided by the Board of Directors on 25 February 2015, apart from the shares held in treasury.

34. RESERVES DISTRIBUTABLE BY EIFFAGE SA

	2014	2013
Share premium account	341	249
Other reserves	1	1
Retained earnings	3,034	3,025
Profit for the year	286	119
Minimum transfer to the legal reserve	(1)	(1)
TOTAL	**3,661**	**3,393**

35. FINANCE LEASES

Finance lease agreements are restated in accordance with the requirements of IAS 17. The property and equipment concerned are reported as non-current assets at their net book value while the related period-end obligations are recorded under borrowings.

The amounts concerned are detailed below:

	2014	2013
Net book value		
Land	5	5
Buildings	21	11
Technical installations	196	186
Other property, plant and equipment items	114	109
Other non-current intangible assets	1	1
TOTAL	**337**	**312**
Obligations under finance leases		
Up to 1 year	93	82
1 to 2 years	83	79
2 to 3 years	59	57
3 to 4 years	28	39
4 to 5 years	13	12
Over 5 years	32	18
TOTAL	**308**	**287**
Minimum remaining lease payments		
Up to 1 year	99	80
1 to 2 years	83	71
2 to 3 years	60	50
3 to 4 years	29	31
4 to 5 years	14	13
Over 5 years	28	18
TOTAL	**313**	**263**

36. OTHER OPERATING INCOME (EXPENSES) ON ORDINARY ACTIVITIES

	2014	2013
Share of profits of joint ventures	12	24
Other income from property transactions	2	2
Depreciation on current assets	62	(2)
Profit on sale of equipment	15	13
Currency translation differences	3	-
Miscellaneous	75	42
TOTAL	**169**	**79**

37. OTHER INCOME (EXPENSES) FROM OPERATIONS

	2014	2013
Risks of penalties and other risks	(7)	(4)
Restructuring	(63)	(43)
Closure costs	-	-
Proceeds from the sale of land, buildings and/or public-private partnership interests	8	(3)
Miscellaneous	(5)	(6)
TOTAL	**(67)**	**(56)**

38. NET FINANCE COSTS

	2014	2013
Finance costs	(726)	(727)
Of which Eiffarie Group	(616)	(611)

39. OTHER FINANCIAL INCOME (EXPENSES)

	2014	2013
Effect of discounting	(11)	(17)
Change in the fair value of financial instruments	(3)	7
Change in provisions and value of receivables	(5)	(40)
Arrangement fees for public-private partnership financing	(10)	(8)
Income on liquidation of financial instruments	-	7
Profit (loss) on the disposal of participating interests	-	1
Other income of building material companies	4	3
Other financial charges	(1)	(4)
TOTAL	**(26)**	**(51)**

40. CHARGES RELATING TO SHARE-BASED PAYMENTS

40.1. Bonus share issues

There was no bonus share issue in 2014.

40.2. Share purchase options

Characteristics and situation of options plans

Plan	13 June 2007	10 December 2008	26 February 2009 (1)	24 February 2011	14 December 2011	13 December 2012	26 February 2014
Number of options granted	108,800	993,600	4,900	677,600	956,000	958,150	947,000
Option exercise price	€101.50	€32.30	€36.35	€41.24	€21.00	€29.00	€45.43
Expiration date	13 June 2014	9 December 2015	25 February 2016	12 June 2015	29 April 2016	13 December 2019	26 February 2021
Expected volatility	25.00%	33.00%	33.00%	26.00%	33.00%	29.63%	25.01%
Risk-free rate on grant date	4.87%	3.43%	3.43%	2.78%	1.74%	1.15%	1.43%
Expected annual dividend growth	20.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Fair value of option on grant date	€22.20	€9.57	€9.57	€7.79	€2.09	€7.76	€9.61(2)
Options in issue at start of the period	**67,000**	**594,200**	**4,900**	**608,000**	**914,900**	**930,700**	**947,000**
Options allotted	-	-	-	-	-	-	-
Options exercised	-	242,778	3,500	-	-	-	-
Options cancelled	67,000	6,500	-	17,300	24,750	26,750	10,200
Options in issue at end of the period	**-**	**344,922**	**1,400**	**590,700**	**890,150**	**903,950**	**936,800**

(1) When it met on 21 May 2013, the Board of Directors extended the exercise period of the February 2009 plan until 25 February 2016.

(2) Fair value determined using the provisioning method at the grant date.

These options have a vesting period of four years.

All plans are subject to a condition of continuing employment.

The valuation of all these plans is based on the Black and Scholes method.

The overall charge in respect of the above, included under employee benefits expense, is detailed below:

	2014	2013
Charge in respect of share subscription and purchase options	5	4
Charge in respect of bonus issues of shares	-	-
TOTAL	**5**	**4**

41. EARNINGS PER SHARE

Basic earnings per share are calculated by reference to the average number of shares in issue, having deducted the weighted average number of shares held in treasury. This average number is obtained by weighting new shares created as a result of share subscription or purchase options being exercised during the period, taking into account share cancellations.

Diluted earnings per share are calculated by reference to the weighted average number of shares determined above, adjusted to include all shares that could be created were all potentially dilutive instruments to be exercised.

2014

	Average number of shares	Profit for the year attributable to holders of the parent (€ million)	Earnings per share (€)
Total number of ordinary shares	92,271,466	-	-
Weighting for capital increase reserved to employees	(1,032,239)	-	-
Treasury shares	(2,356,460)	-	-
Before dilution	**88,882,767**	**275**	**3.10**
Share subscription and purchase options	-	-	-
Dilution resulting from option exercises	2,356,460	-	-
After dilution	**91,239,227**	**275**	**3.02**

2013

	Average number of shares	Profit for the year attributable to holders of the parent (€ million)	Earnings per share (€)
Total number of ordinary shares	89,438,630	-	-
Weighting for capital increase reserved to employees	(711,016)	-	-
Treasury shares	(1,908,959)	-	-
Before dilution	**86,818,655**	**257**	**2.96**
Share subscription and purchase options	-	-	-
Dilution resulting from option exercises	1,908,959	-	-
After dilution	**88,727,614**	**257**	**2.90**

42. STATUTORY AUDITORS' FEES

The table below details the fees paid to the Board of Auditors in respect of services rendered, analysed by reference to the year when recognised to the income statement.

	TOTAL			
In thousand euros	Amount (excluding VAT)		%	
Audit	**2014**	**2013**	**2014**	**2013**
Statutory audit, certification, review of company and consolidated financial statements [1]				
Issuer	170	170	2.8%	2.7%
Fully consolidated subsidiaries	5,383	5,341	87.4%	86.0%
Other reviews and services directly linked to the statutory audit assignment [2]				
Issuer	-	7	-	0.1%
Fully consolidated subsidiaries	281	167	**4.6%**	2.7%
Sub-total	**5,834**	**5,685**	**94.8%**	**91.5%**
Other services provided by the networks [3]				
Issuer: Legal, tax and employment matters	-	18	-	0.3%
Fully consolidated subsidiaries: legal, tax and employment matters	207	388	3.3%	6.3%
Fully consolidated subsidiaries: other	116	119	**1.9%**	1.9%
Sub-total	**323**	**525**	**5.2%**	**8.5%**
TOTAL	**6,157**	**6,210**	**100%**	**100%**

(1) This includes services rendered by independent experts or by members of the statutory auditor's network in connection with the certification of the financial statements.

(2) This includes due diligence and directly related services performed for Eiffage or its subsidiaries by the statutory auditor (in compliance with the provisions of Article 10 of the French Code of Professional Conduct) or by a member of the network (in compliance with the provisions of Articles 23 and 24 of the French Code of Professional Conduct).

(3) This includes services other than auditing rendered in compliance with the provisions of Article 24 of the French Code of Professional Conduct by a member of the network to subsidiaries of Eiffage whose financial statements are certified.

	KPMG			
In thousand euros	Amount (excluding VAT)		%	
Audit	**2014**	**2013**	**2014**	**2013**
Statutory audit, certification, review of company and consolidated financial statements [1]				
Issuer	85	85	2.8%	2.7%
Fully consolidated subsidiaries	2,558	2,582	83.8%	84.0%
Other reviews and services directly linked to the statutory audit assignment [2]				
Issuer	-	-	-	-
Fully consolidated subsidiaries	138	113	4.5%	3.7%
Sub-total	**2,781**	**2,780**	**91.1%**	**90.4%**
Other services provided by the networks to fully consolidated subsidiaries [3]				
Legal, tax and employment matters	193	258	6.3%	8.4%
Other	78	36	2.6%	1.2%
Sub-total	**271**	**294**	**8.9%**	**9.6%**
TOTAL	**3,052**	**3,074**	**100%**	**100%**

(1) This includes services rendered by independent experts or by members of the statutory auditor's network in connection with the certification of the financial statements.

(2) This includes due diligence and directly related services performed for Eiffage or its subsidiaries by the statutory auditor (in compliance with the provisions of Article 10 of the French Code of Professional Conduct) or by a member of the network (in compliance with the provisions of Articles 23 and 24 of the French Code of Professional Conduct).

(3) This includes services other than auditing rendered in compliance with the provisions of Article 24 of the French Code of Professional Conduct by a member of the network to subsidiaries of Eiffage whose financial statements are certified.

	PricewaterhouseCoopers Audit			
In thousand euros	Amount (excluding VAT)		%	
Audit	**2014**	**2013**	**2014**	**2013**
Statutory audit, certification, review of company and consolidated financial statements [1]				
Issuer	85	85	2.7%	2.7%
Fully consolidated subsidiaries	2,825	2,759	91%	88.0%
Other reviews and services directly linked to the statutory audit assignment [2]				
Issuer	-	7	0	0.2%
Fully consolidated subsidiaries	143	54	4.6	1.7%
Sub-total	**3,053**	**2,905**	**98.3%**	**92.6%**
Other services provided by the networks [3]				
Issuer: Legal, tax and employment matters	-	18	-	0.6%
Fully consolidated subsidiaries: legal, tax and employment matters	14	130	0.4%	4.2%
Fully consolidated subsidiaries: other	38	83	1.2%	2.6%
Sub-total	**52**	**231**	**1.6%**	**7.4%**
TOTAL	**3,105**	**3,136**	**100%**	**100%**

(1) This includes services rendered by independent experts or by members of the statutory auditor's network in connection with the certification of the financial statements.

(2) This includes due diligence and directly related services performed for Eiffage or its subsidiaries by the statutory auditor (in compliance with the provisions of Article 10 of the French Code of Professional Conduct) or by a member of the network (in compliance with the provisions of Articles 23 and 24 of the French Code of Professional Conduct).

(3) This includes services other than auditing rendered in compliance with the provisions of Article 24 of the French Code of Professional Conduct by a member of the network to subsidiaries of Eiffage whose financial statements are certified.

43. DISPUTES, ARBITRATION AND OTHER COMMITMENTS

In the ordinary course of its activities, the Group is involved in various disputes. The matters referred to below have, when appropriate, given rise to provisions considered as adequate in the light of current circumstances.

Several Group companies are currently being investigated by the French national competition body or other bodies under procedures instituted to determine whether these companies engaged in restrictive trade practices with regard to various public works or construction contracts in France. Given the provisions already set aside, the Group does not consider that the outcome of these investigations will have a material effect in coming years.

Given the nature of its road building and maintenance activities, the Group uses products sourced from the petroleum industry for the production of materials. For this reason, and also because activities may be carried on at old industrial sites, suits for environmental pollution could be brought against the Group.

In connection with the Group's building activity, there is a risk that any defects may be reported out to ten years after project completion, and such defects can result in significant repair costs. The Group has therefore taken out ten-year contractors' guarantee insurance policies covering claims exceeding defined deductibles. The necessary provisions have been constituted and the Group does not expect this risk exposure to have material consequences.

Concerning the Pierre Mauroy stadium in Lille, the conciliation procedure initiated at end-2013 between the Eiffage subsidiary operating the stadium and Lille Métropole to resolve various disputes over the stadium's commissioning is ongoing.

Concerning the high-speed rail line between France and Spain operated by TP Ferro, discussions are ongoing between the two awarding state authorities and TP Ferro's lenders over the refinancing of the Company's debt maturing at the end of March 2015. Unless a lasting solution can be found rapidly that restores the financial equilibrium of the TP Ferro concession, the ability of TP Ferro to remain a going concern will be uncertain.

Arbitration proceedings have been initiated by TP Ferro against the awarding authorities over the delays commissioning rail services between Figueras and Barcelona by ADIF, Spain's national rail network operator.

44. OTHER FINANCIAL COMMITMENTS

44.1. Commitments given

	2014	2013
Off balance sheet commitments linked to investing activities		
With partnerships (SNC), non-trading real estate investment companies (SCI) and economic interest groupings (GIE)	155	121
Commitments to purchase participating interests	-	-
Off balance sheet commitments linked to financing activities		
Securities pledged in connection with credit transactions	66	68
Other commitments given in connection with credit transactions	87	87
Off balance sheet commitments linked to operating activities		
Future payments in respect of long-term rental agreements		
Up to 1 year	22	19
1 to 5 years	24	21
Over 5 years	12	-
Future payments in respect of commercial property leases		
Up to 1 year	54	132
1 to 5 years	142	45
Over 5 years	139	142
Guarantees, sureties and pledges given in connection with contracts	3,699	3,413
Commitments given to employees	-	-
Other commitments given in connection with operating activities	610	525
TOTAL COMMITMENTS GIVEN	**5,010**	**4,573**

The significant commitments given in the form of contract guarantees, sureties and pledges are attributable to bid bonds and performance bonds given in connection with large contracts.

44.2. Commitments received

	2014	2013
Off balance sheet commitments linked to financing activities		
Unused confirmed credit lines	1,720	1,420
Off balance sheet commitments linked to operating activities		
Guarantees, sureties and pledges received in connection with contracts	466	398
Other commitments received in connection with operating activities	204	223
TOTAL COMMITMENTS RECEIVED	**2,390**	**2,041**

MAIN CONSOLIDATED COMPANIES AT 31 DECEMBER 2014

Companies mentioned below are consolidated under the full method unless indicated otherwise.

Eiffage and its subsidiaries	**100.0%**
A'liénor	65.0%
Alliance Connectic	81.0%
Armaneo	100.0%
Armor Connectic	81.0%
Capaix Connectic	81.0%
Efi	100.0%
Eifaltis Sas	100.0%
Eifaltis Snc	100.0%
Eiffage Connectic 78	100.0%
Eiffage GmbH	100.0%
Eiffage Rail Express	100.0%
Eiffage Services	100.0%
Eiffage Systèmes d'Information	100.0%
Eifficentre	100.0%
Eifficol 1	100.0%
Eifficol 3	100.0%
Eiffigen Snc	100.0%
Eiffigreen	100.0%
Eiffly 54	100.0%
Eiffinov	100.0%
Elisa	100.0%
Elisa gestion	100.0%
Faber Bau GmbH	100.0%
Financière Laborde	100.0%
Héveil Sas	100.0%
Héveil Snc	100.0%
Laborde Gestion	100.0%
Melaudix	100.0%
NAT Neuberger Anlangen-Technik AG	100.0%
Norscut *	36.0%
Schwarz & Grantz Hamburg GmbH	100.0%
Schwietelsky-Faber GmbH Kanalsanierung *	50.0%
Senac	100.0%
Socfi	100.0%
Société Marseillaise du Tunnel Prado Carénage *	32.9%
Société Prado Sud *	41.5%
Soprano	100.0%
Tp Ferro *	50.0%
Yvelines Connectic	100.0%

Verdun Participation 1 and its subsidiaries	**51.0%**
Verdun Participation 2	51.0%
Compagnie Eiffage du Viaduc de Millau	51.0%

Financière Eiffarie **	**50.0%**
Eiffarie **	50.0%
Autoroutes Paris Rhin Rhône **	50.0%
Autoroutes Rhône-Alpes **	49.9%
Area Participation **	50.0%
Adelac *	24.9%
Axxès *	14.0%

Eiffage Construction and its construction subsidiaries	**100.0%**
Antwerpse Bouwwerken	100.0%
Cecom Center Sa	100.0%
De Graeve Entreprises Générales	100.0%
Eiffage Benelux	100.0%
Eiffage Construction Aisne	100.0%
Eiffage Construction Alsace Franche-Comté	100.0%
Eiffage Construction Artois Hainaut	100.0%
Eiffage Construction Auvergne	100.0%
Eiffage Construction Basse-Normandie	100.0%
Eiffage Construction Bourgogne	100.0%
Eiffage Construction Bretagne	100.0%
Eiffage Construction Centre	100.0%
Eiffage Construction Champagne-Ardenne	100.0%

Eiffage Construction Confluences	100.0%
Eiffage Construction Côte d'Azur	100.0%
Eiffage Construction Finance	100.0%
Eiffage Construction Gestion et Développement	100.0%
Eiffage Construction Grand Projets	100.0%
Eiffage Construction Habitat	100.0%
Eiffage Construction Haute-Normandie	100.0%
Eiffage Construction Île-de-France Equipements	100.0%
Eiffage Construction Tertiaire	100.0%
Eiffage Construction Industries Fresnay/Sarthe	100.0%
Eiffage Construction Languedoc-Roussillon	100.0%
Eiffage Construction Limousin	100.0%
Eiffage Construction Lorraine	100.0%
Eiffage Construction Matériel	100.0%
Eiffage Construction Midi-Pyrénées	100.0%
Eiffage Construction Nord	100.0%
Eiffage Construction Nord Aquitaine	100.0%
Eiffage Construction Pays de Loire	100.0%
Eiffage Construction Picardie	100.0%
Eiffage Construction Provence	100.0%
Eiffage Construction Résidentiel	100.0%
Eiffage Construction Rhône-Alpes	100.0%
Eiffage Construction Slovenska Republica s.r.o.	100.0%
Eiffage Construction Sud Aquitaine	100.0%
Eiffage Galeria Sp. Zo.o.	100.0%
Eiffage Polska Budownictwo SA	100.0%
Eiffage Polska Koleje Sp. z.o.o	100.0%
Entreprises Générales Louis Duchêne	100.0%
Fougerolle	100.0%
Herbosch-Kiere	100.0%
Ines Inwestycja Sp.zo.o.	68.0%
Normalux *	25.0%
Oostvlaams Milieubeheer	100.0%
Perrard	100.0%
PIT Antwerpen	100.0%
Reynders B & I	100.0%
Scaldis Salvage & Marine Contractors*	25.0%
Valens	100.0%

Eiffage Construction and its property subsidiaries **Eiffage Immobilier, its subsidiaries and the regional property subsidiaries**	**100.0%**
Arcueil Jeanne Laplace	50.1%
Asnières Seine AB	50.1%
Eiffage Aménagement	100.0%
Hôtel-Dieu	80.0%
Jdml *	50.0%
Nanterre Provinces Françaises Lot A3 *	50.0%
Nanterre Quartier Université *	50.0%
Seop and its subsidiaries	100.0%
Soficom Development and its subsidiaries	100.0%

Eiffel Participation and its subsidiaries	**100.0%**
Eiffage Construction Métallique	100.0%
Eiffage Construction Métallique Antilles Guyane	100.0%
Eiffel Deutschland Stahltechnologie GmbH	100.0%
Eiffel Industrie	100.0%
Eiffel Nigeria Limited	100.0%
Ger2i	100.0%
Goyer	100.0%
Iemants NV	87.0%
Laubeuf	100.0%
Lonete	87.0%
Smulders Group NV	87.0%
Smulders Projects Belgium	87.0%
Spomasz	82.9%

Eiffage Travaux Publics and its subsidiaries	**100.0%**
Aglomerados Los Serranos	100.0%
Appia Enrobés Ouest	100.0%
Bocahut	100.0%
Budillon Rabatel	100.0%
Carrière de la Roche Blain	99.3%
Carrière des Roches Bleues	100.0%
Clere	100.0%
Dle Ouest	100.0%
Dle Outre-Mer	100.0%
Dle Spécialités	100.0%
Durance Granulats *	47.0%
Eiffage Bauholding GmbH	100.0%
Eiffage Infraestructuras	100.0%
Eiffage Infrastructures Canada	100.0%
Eiffage International	100.0%
Eiffage Rail	100.0%
Eiffage Rail Gmbh	100.0%
Eiffage Sénégal	100.0%
Eiffage TP	100.0%

Eiffage Travaux Maritimes et Fluviaux	100.0%
Eiffage Travaux Publics Equipement de la Route	100.0%
Eiffage Travaux Publics Est	100.0%
Eiffage Travaux Publics Gestion et Développement	100.0%
Eiffage Travaux Publics Guyane	100.0%
Eiffage Travaux Publics IdF Centre	100.0%
Eiffage Travaux Publics Méditerranée	100.0%
Eiffage Travaux Publics Nord	100.0%
Eiffage Travaux Publics Ouest	100.0%
Eiffage Travaux Publics Réseaux	100.0%
Eiffage Travaux Publics Rhône-Alpes Auvergne	100.0%
Eiffage Travaux Publics Sud-Ouest	100.0%
Est Granulats *	49.0%
Forézienne	100.0%
Gauthey	100.0%
Heinrich Walter Bau GmbH	100.0%
Hormigones y Morteros Serrano	100.0%
Hydrotech	100.0%
Innovative Civil Constructors Inc	70.0%
Resirep	100.0%
Roland	100.0%
Serrano Aznar Obras Publicas	100.0%
Sitren	99.5%
Stinkal	65.0%
Tinel	100.0%
Transroute	100.0%
Wittfeld GmbH	100.0%

Clemessy and its subsidiaries	**99.9%**
Clemessy I&E GmbH	99.9%
Clemessy Maroc	99.9%
Game Ingenierie	99.8%
Rmt I&E GmbH	99.9%
Secauto	99.9%

Eiffage Energie and its subsidiaries	**100.0%**
Ambitec S.a.u	100.0%
Cy-Fes-Htb	100.0%
Collignon Eng	100.0%
Eiffage Energia	100.0%
Eiffage Énergie Alsace Franche-Comté	100.0%
Eiffage Énergie Aquitaine	100.0%
Eiffage Énergie Auvergne	100.0%
Eiffage Énergie Basse-Normandie	100.0%
Eiffage Énergie Bourgogne Champagne	100.0%
Eiffage Énergie Bretagne Pays de Loire	100.0%
Eiffage Énergie Centre Loire	100.0%
Eiffage Énergie Ferroviaire	100.0%
Eiffage Énergie Gestion & Développement	100.0%
Eiffage Énergie Guadeloupe	100.0%
Eiffage Énergie Haute-Normandie	100.0%
Eiffage Énergie Île-de-France	100.0%
Eiffage Énergie Industrie Nord	100.0%
Eiffage Énergie Infrastructures Nord	100.0%
Eiffage Énergie Infrastructures Réseaux	100.0%
Eiffage Énergie Loire Océan	100.0%
Eiffage Énergie Lorraine Marne Ardennes	100.0%
Eiffage Énergie Maine Bretagne	100.0%
Eiffage Énergie Méditerranée	100.0%
Eiffage Énergie Poitou-Charentes	100.0%
Eiffage Énergie Quercy Rouergue Gevaudan	100.0%
Eiffage Énergie Rhône-Alpes	100.0%
Eiffage Énergie Service Île-de-France	100.0%
Eiffage Énergie Sud-Ouest	100.0%
Eiffage Énergie Télécom Sud-Est	100.0%
Eiffage Énergie Tertiaire Nord	100.0%
Eiffage Énergie Thermie Centre Est	100.0%
Eiffage Énergie Thermie Île-de-France	100.0%
Eiffage Énergie Thermie Méditerranée	100.0%
Eiffage Énergie Thermie Nord	100.0%
Eiffage Énergie Thermie Normandie	100.0%
Eiffage Énergie Thermie Ouest	100.0%
Eiffage Énergie Transport et Distribution	100.0%
Eiffage Énergie Val de Loire	100.0%
Elettromeccanica Galli Spa	51.0%
Elomech Elektroanlagen GmbH	90.0%
Fontanie	100.0%
Forclum Grands Travaux Tertiaires	100.0%
Inelbo	100.0%
JJ Tome	52.0%
Vse	100.0%
Yvan Paque	100.0%

** Companies accounted for under the equity method.*

*** Companies consolidated under the full method because successive levels of ownership mean that Eiffage exercises control.*

Note 1: The percentages given above correspond to the direct and indirect interests of parent company Eiffage SA in the company concerned.

Note 2: A complete list of these companies together with their addresses and SIREN numbers is available upon request.

Statutory Auditors' Report

on the Consolidated Financial Statements

(Year ended 31 December 2014)

To the Shareholders,

In fulfilment of the assignment entrusted to us by your Shareholders' General Meeting, we hereby present our report for the year ended 31 December 2014 on:

- the audit of the accompanying consolidated financial statements of Eiffage, as attached to this report;
- the basis for our opinion; and
- the specific verifications required by law.

The consolidated financial statements have been prepared under the responsibility of the Board of Directors. It is our responsibility, based on our audit, to express an opinion on these financial statements.

I - OPINION ON THE CONSOLIDATED FINANCIAL STATEMENTS

We conducted our audit in accordance with auditing standards applicable in France. Those standards require that we plan and perform the audit to obtain reasonable assurance as to whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a sample basis or via other means of selection, the evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the information we have obtained provides an adequate and reasonable basis for our opinion.

In our opinion, and in light of International Financial Reporting Standards (IFRS) as adopted by the European Union, the consolidated financial statements give a true and fair view of the Group's financial position and its assets and liabilities at 31 December 2014, and of the results of operations of the entities included in the consolidation for the year then ended.

II - BASIS FOR OUR OPINION

Pursuant to the provisions of Article L.823-9 of the French Commercial Code requiring that we indicate the basis for our opinion, we draw your attention to the following elements:

Note 2 to the consolidated financial statements sets out the accounting policies and methods applied by the Group, notably as regards construction contracts, public service concession arrangements and provisions:

- When assessing the accounting policies used by the Group, we ensured that the percentage of completion method used to account for revenue and profit from contracting activities as described in Note 2.6.1 had been applied properly and consistently.
- Notes 2.3 and 2.18.1 to the consolidated financial statements describe the accounting methods applied by the Group to its concessions activity. When assessing the accounting policies used by the Group, we ensured that these accounting methods and the information disclosed in the notes to the consolidated financial statements were appropriate and we checked that these methods were applied properly.
- Based on the information available to us on the date of this report, our assessment of provisions was based on an analysis of the risk identification and quantification procedures implemented by the Group, as well as of the risks relating to the main provisions that have been set aside (see Notes 2.18.2 and 26). As part of our work, we determined that management's estimates were reasonable.

The Group systematically carries out goodwill impairment tests at the end of each financial year using the methods described in Note 2.11 to the consolidated financial statements. In the context of the economic and financial environment such as described in notes 4 and 9 to the consolidated financial statements, we examined the conditions under which impairment tests were performed as well as the assumptions used, and verified that the information provided in Notes 2.11 and 9 was appropriate. These assessments were made as part of our audit of the consolidated financial statements taken as a whole, and therefore contributed to determining the opinion expressed in the first part of this report.

III- SPECIFIC VERIFICATIONS

We have also verified, in accordance with auditing standards applicable in France and pursuant to French law, the information on the Group contained in the Directors' Report for the parent company.

We have no comment to make as to its fair presentation and its consistency with the consolidated financial statements.

Paris La Défense and Neuilly-sur-Seine, 25 March 2015

The Statutory Auditors

KPMG Audit IS

Baudouin Griton
Partner

PricewaterhouseCoopers Audit

Gérard Morin
Partner

Company financial statements

BALANCE SHEET

Assets

In thousands of euros	Notes	2014 Gross	2014 Amortisation, depreciation and provisions	2014 Net	2013
Non-current assets	2	1,505	1,255	250	270
Participating interests	3	3,138,554	3,500	3,135,054	3,127,818
Other investments	3 – 4 – 11	1,041,750	622	1,041,128	1,150,497
Total non-current assets		**4,181,809**	**5,377**	**4,176,432**	**4,278,585**
Trade debtors	4 – 11	18,044	396	17,648	4,033
Other debtors	4 – 11	689,061	83	688,978	685,023
Current assets other than cash and cash equivalents		**707,105**	**479**	**706,626**	**689,056**
Marketable securities	5	975,682	2,000	973,682	610,404
Cash at bank and in hand		219,035	-	219,035	97,586
Cash and cash equivalents		**1,194,717**	**2,000**	**1,192,717**	**707,990**
Prepayments and accrued income		5,450	-	5,450	1,604
Total assets		**6,089,081**	**7,856**	**6,081,225**	**5,677,235**

Liabilities and shareholders' equity

In thousands of euros	Notes	2014	2013
Share capital	6	369,086	357,755
Share premium account		340,693	249,051
Revaluation reserve		3,415	3,415
Reserves		36,911	36,000
Retained earnings		3,034,359	3,024,999
Net profit for the year		285,791	118,570
Regulated provisions		1,446	1,409
Capital and reserves	7	**4,071,701**	**3,791,199**
Provisions for liabilities and charges	8	**31,660**	**80,120**
Loans and other borrowings	9 – 10	941,052	614,330
Trade creditors	9 – 10	14,287	16,656
Other creditors	9 – 10	1,021,930	1,174,315
Debts		**1,977,269**	**1,805,301**
Bank overdrafts and credit balances	9 – 10	**595**	**615**
Accruals and deferred income			-
Total liabilities and shareholders' equity		**6,081,225**	**5,677,235**

INCOME STATEMENT

In thousands of euros	Notes	2014	2013
Operating income			
Sales of goods and services		11,896	6,445
Change in inventories		-	-
Other income		760	749
Provisions reversed		39,900	1
Total operating income		**52,556**	**7,195**
Operating charges			
External charges		(16,886)	(23,136)
Taxes (other than income tax)		(1,012)	(802)
Staff costs		(2,587)	(1,819)
Depreciation and provisions		(188)	(2,921)
Total operating charges		**(20,673)**	**(28,678)**
Share of profit (loss) of joint ventures		**(6)**	**379**
Operating profit		**31,877**	**(21,104)**
Income from participating interests		203,079	100,686
Net interest payable and similar charges		45,234	(1,976)
Provisions		1,874	(487)
Net financial income	14	**250,187**	**98,223**
Profit on ordinary activities		**282,064**	**77,119**
Profit (loss) on the disposal of non-current assets		32	1,514
Other exceptional income and charges		(57,298)	398
Provisions		4,560	(14,736)
Exceptional income (charges)	15	**(52,706)**	**(12,824)**
Income tax credit	16	56,433	54,275
Net profit		**285,791**	**118,570**

Notes to the Company financial statements for the year ended 31 december 2014

(in thousands of euros unless otherwise indicated)

1. ACCOUNTING POLICIES AND METHODS

The annual financial statements have been prepared in accordance with the General Chart of Accounts adopted by the French Accounting Standards Authority *(Autorité des Normes Comptables)* in Regulation 2014-03 of 5 June 2014 (published in the Official Gazette of 15 October 2014).

The main accounting methods are presented below.

1.1. Property, plant and equipment

With the exception of assets having given rise to a legal revaluation, property, plant and equipment are valued at cost. Depreciation is calculated using the straight-line method so as to write off the assets over their estimated useful lives:

Buildings	40 years
Industrial buildings	20 years
Fittings	10 years

The depreciation period is reduced by half for second-hand items.

1.2. Investments

Participating interests are recorded on the balance sheet at their gross value, i.e. at their acquisition cost plus any additional costs or their revalued amount as at 31 December 1976. When their carrying value is lower than their gross value, a provision is recorded for the difference.

The carrying value of participating interests is determined by reference to the share of the company's net book value adjusted, where appropriate, to take into account future capital gains on its assets as well as its projected development and earnings prospects.

These estimates and assumptions are based on past experience and on various other factors, bearing in mind the current unsettled economic environment, which has lowered visibility as regards business prospects.

1.3. Receivables

Receivables are reported in the balance sheet at their nominal value. Provisions are recognised to write down these receivables when there are difficulties collecting amounts due.

1.4. Marketable securities

Marketable securities are recorded at acquisition cost. Provisions are recorded when market value at the year-end is lower than acquisition cost. Interest is accrued at the year-end in respect of securities bearing a guaranteed interest rate.

1.5. Provisions for liabilities and charges

Provisions are set aside whenever there is a probable risk that resources will be expended without any likely return. Provisions are reviewed at the balance sheet date and adjusted on the basis of the best estimates available at that date.

Certain provisions cover liabilities linked to the execution and completion of construction projects in France and abroad. In such cases they cover any direct costs and ancillary expenses to rehabilitate the construction site as well as charges arising from seeing projects through to completion.

1.6. Foreign currency transactions

Amounts receivable and payable denominated in foreign currencies are converted at the exchange rate on the balance sheet date. The balance sheets and income statements of establishments located outside the euro zone are translated in the same way.

1.7. Joint ventures

In accordance with industry accounting standards, French joint ventures are accounted for under the full consolidation method when Eiffage SA is responsible for their management.

When Eiffage SA is not responsible for management or the joint venture is undertaken outside France, only the Company's share of earnings is recorded in the income statement.

1.8. Long-term contracts

Profits arising on long-term construction projects are accounted for under the percentage-of-completion method.

Provisions for liabilities are recorded to cover any foreseeable losses on completion. The latter are determined based on an analysis of projected economic and financial data for each contract. When appropriate, projections take into account amounts likely to be obtained from claims that have been filed.

1.9. Revenue

Revenue as referred to in the various reports and management documents produced by the Company, notably in any comments on the activities of Group companies, corresponds to the year's production. It includes work and services performed directly by Eiffage SA as well as its attributable share when the work is performed in partnership with third parties.

1.10. Share of results of partnerships

The results of partnerships are recorded in the year to which they relate, as accrued income when a profit, and as accrued expenses when a loss.

1.11. Treasury shares

Treasury shares earmarked for stock option plans are reported under marketable securities.

As required by CRC Regulation 2008-15, a provision for financial risks is recorded over the vesting period of the beneficiaries' rights when it becomes probable a charge will be incurred.

Treasury shares not earmarked for stock option plans are recognised at their acquisition cost under other investments.

A provision for financial impairment losses is recognised if the average share price in the last month preceding the balance sheet date is less than the unit cost of these shares.

2. NON-CURRENT ASSETS

2.1. Cost

	At 1 January	Additions/ Provisions	Disposals/ Reversals	At 31 December
Land	148	-	-	148
Buildings	1,280	-	-	1,280
Other property, plant and equipment	77	-	-	77
TOTAL	**1,505**	**-**	**-**	**1,505**

2.2. Depreciation

	At 1 January	Additions/ Provisions	Disposals/ Reversals	At 31 December
Buildings	1,189	13	-	1,202
Other property, plant and equipment	46	7	-	53
TOTAL	**1,235**	**20**	**-**	**1,255**

3. INVESTMENTS

3.1. Cost

	At 1 January	Additions/ Provisions	Disposals/ Reversals	At 31 December
Participating interests	3,131,318	7,485	249	3,138,554
Treasury shares – liquidity contract	1,937	121,418	119,812	3,543
Other investments	1,149,057	88,714	199,564	1,038,207
TOTAL	**4,282,312**	**217,617**	**319,625**	**4,180,304**

3.2. Provisions

	At 1 January	Additions/ Provisions	Disposals/ Reversals	At 31 December
Participating interests	3,500	-	-	3,500
Other investments	497	634	509	622
TOTAL	**3,997**	**634**	**509**	**4,122**

4. AMOUNTS RECEIVABLE

4.1. Analysis by maturity

	Net amount	Within one year	More than one year
Included under non-current assets [1]	1,027,310	-	1,027,310
Included under current assets [2]			
Trade debtors	17,648	17,648	-
Other debtors [3]	688,978	688,968	10
TOTAL	**1,733,936**	**706,616**	**1,027,320**

(1) Of which €952,199 thousand concerns Group companies.

(2) Of which €119,275 thousand concerns Group companies.

(3) Of which €503,885 thousand from the debt securitisation mutual fund serving as a vehicle for the securitisation programme arranged by the Group in 2002. The corresponding liability, for the same amount, is recorded under "Other creditors".

4.2. Provisions

	At 1 January	Increase	Decrease	At 31 December
Trade debtors	396	-	-	396
Other debtors				
Due from Group companies	83	-	-	83
TOTAL	**479**	**-**	**-**	**479**

5. MARKETABLE SECURITIES

5.1. Held in portfolio

	Number of shares		Net book value
	At 1 January	At 31 December	
Treasury shares	2,085,397	3,048,572	95,873
Money market UCITS	-	-	877,809
TOTAL	**2,085,397**	**3,048,572**	**973,682**

Marketable securities comprise mainly UCITS whose market value is not materially different to their net book value.

5.2. Provisions on marketable securities

	At 1 January	Increase	Decrease	At 31 December
Treasury shares	-	2,000	-	2,000
TOTAL	**-**	**2,000**	**-**	**2,000**

6. SHARE CAPITAL

At 31 December 2014, the share capital consisted of 92,271,466 shares of €4 each.

	Number
Shares in issue at 31 December 2013	89,438,630
Capital increase reserved for employees	2,832,836
Shares in issue at 31 December 2014	92,271,466

7. CHANGES IN SHAREHOLDERS' EQUITY

	Capital	Share premium account	Revaluation reserve	Reserves	Retained earnings	Net profit for the year	Regulated provisions	Total
At 31 December 2013	357,755	249,051	3,415	36,000	3,024,999	118,570	1,409	3,791,199
Appropriation of 2013 net profit	-	-	-	109,210	9,360	(118,570)	-	-
Dividends paid	-	-	-	(108,299)	-	-	-	(108,299)
Capital increase	11,331	91,642	-	-	-	-	-	102,973
Capital reduction	-	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	37	37
2014 net profit	-	-	-	-	-	285,791	-	285,791
AT 31 DECEMBER 2014	**369,086**	**340,693**	**3,415**	**36,911**	**3,034,359**	**285,791**	**1,446**	**4,071,701**

8. PROVISIONS FOR LIABILITIES AND CHARGES

			Decrease		
	At 1 January	Increase	Corresponding to a charge in the year	Not corresponding to a charge in the year	At 31 December
Future charges on long-term contracts	52,460	-	37,000	10,460	5,000
Subsidiaries	22,600	-	-	-	22,600
Options on Eiffage shares	4,000	-	4,000	-	-
Tax	960	-	-	-	960
Abroad	100	-	-	-	100
Restructuring	-	3,000	-	-	3,000
TOTAL	**80,120**	**3,000**	**41,000**	**10,460**	**31,660**

Each of the above provisions represents the addition of a certain number of disputes arising essentially out of construction contracts, in addition to which some provisions have been set aside because of the financial situation of certain subsidiaries.

Provisions written back that do not correspond to a charge in the year relate to liabilities arising from the Company's ordinary activities. They concern provisions found to be in excess of requirements or for which the liability has disappeared during the year.

9. BORROWINGS AND BANK OVERDRAFTS

9.1. Analysis by maturity

	Total	Within one year	More than one year
Loans and other borrowings			
Bank loans	175,000	-	175,000
Other	766,052	766,052	-
Total	**941,052**	**766,052**	**175,000**
Other creditors			
Amounts due to Group companies [(1)]	1,020,432	1,020,432	-
Miscellaneous debt	1,498	1,498	-
Total	**1,021,930**	**1,021,930**	**-**
Bank overdrafts	595	595	-
Total	**595**	**595**	**-**

(1) See Note 4.1 concerning the impact arising from the securitisation programme.

9.2. Trade creditors

At 31 December 2014, trade creditors totalled €14,287 thousand. They comprised amounts due to suppliers other than Group companies of €4,705 thousand and consisted nearly entirely of amounts payable 30 days from the date of issue of the invoice.

At 31 December 2014, there were no significant past due amounts.

10. ACCRUALS ARE INCLUDED UNDER THE FOLLOWING BALANCE SHEET HEADINGS FOR THE AMOUNTS INDICATED

	At 31 December 2014	At 31 December 2013
Loans and other borrowings	340	329
Trade creditors	7,670	10,568
Other creditors	-	9,144
Bank overdrafts and credit balances	36	130
TOTAL	**8,046**	**20,171**

11. ACCRUED INCOME IS INCLUDED UNDER THE FOLLOWING BALANCE SHEET HEADINGS FOR THE AMOUNTS INDICATED

	At 31 December 2014	At 31 December 2013
Other investments	7,531	20,285
Trade debtors	472	32
Other debtors	3,958	271
Cash and cash equivalents	632	421
TOTAL	**12,593**	**21,009**

12. TREASURY SHARES

At 31 December 2014, Eiffage held in treasury 3,139,125 of its own shares (equivalent to 3.40% of the capital) for a total amount of €101.4 million. Of these, 3,048,572 shares (€97.9 million) were earmarked for the stock option plans, the remaining 90,553 (€3.5 million) being held to provide liquidity for market transactions in the Company's shares.

13. INFORMATION ON RELATED UNDERTAKINGS AND PARTICIPATING INTERESTS

All transactions with related parties are either immaterial or were concluded on an arm's length basis.

14. FINANCIAL INCOME AND CHARGES

	At 31 December 2014	At 31 December 2013
Interest income and expenses are analysed below:		
Financial income:		
Interest received from related undertakings	48,668	51,753
Other interest and financial income	7,573	3,804
Net proceeds on the sale of marketable securities	4,604	1,913
Financial charges:		
Interest paid to related undertakings	(3,933)	(5,312)
Other interest and financial charges	(11,678)	(54,134)
NET FINANCIAL CHARGES (INCOME)	**45,234**	**(1,976)**

15. EXCEPTIONAL INCOME AND CHARGES

Net exceptional charges amounted to €52.7 million in 2014 and consist mainly of a subsidy extended to a subsidiary.

16. INCOME TAX

Eiffage SA is the head of a tax group that comprised 244 subsidiaries in 2014. The €56 million tax credit is the difference between the amount of tax payable by the Group and the amount of tax receivable from members of the tax group.

Timing differences specific to Eiffage SA amounted to €8 million in terms of tax base and correspond to relief that will be obtained in the future.

ADDITIONAL NOTES

17. FINANCIAL COMMITMENTS

	31 December 2014	31 December 2013
Guarantees and sureties given	2,196,673	2,353,904
Partnerships (SNC), non-trading real estate investment companies (SCI) and economic interest groupings (GIE)	1,008,378	1,539,063
Other commitments given	2,050	2,389
TOTAL	**3,207,101**	**3,895,356**

18. AVERAGE NUMBER OF EMPLOYEES

Eiffage SA employed an average of one manager, in France, in 2014.

19. DIRECTORS' EMOLUMENTS

Total fixed and variable emoluments, including benefits in kind, of the Chairman and Chief Executive Officer due from Eiffage for the year ended 31 December 2014 amounted to €1,582 thousand gross.

Attendance fees paid to directors totalled €769 thousand in 2014.

20. AUDITORS' FEES

Details regarding the auditors' fees, as charged to income for the period, are provided in the notes to the consolidated financial statements.

FIVE-YEAR FINANCIAL SUMMARY

Nature of indications	2010	2011	2012	2013	2014
1 - Share capital at 31 December (in thousands of euros)					
Share capital	360,000	348,649	348,649	357,755	369,086
Number of ordinary shares in issue	90,000,000	87,162,131	87,162,131	89,438,630	92,271,466
Maximum number of shares to be created in the future	-	-	-	-	-
through the exercise of share options	-	-	-	-	-
2 - Results for the year ended (in thousands of euros)					
Revenue excluding VAT	3,373	-	-	-	-
Profit before depreciation, provisions, employee profit-sharing and tax	161,869	79,975	171,614	82,438	179,173
Income tax	31,098	51,948	34,768	54,275	56,433
Employee profit-sharing for the year ended	-				
Profit after depreciation, provisions, employee profit-sharing and tax	210,285	163,968	177,994	118,570	285,791
Dividends	108,000	104,595	104,595	107,326	110,726
3 - Earnings per share (in euros)					
Profit after employee profit-sharing and tax, but before depreciation and provisions	2.14	1.51	2.37	1.53	2.55
Profit after depreciation, provisions, employee profit-sharing and tax	2.34	1.88	2.04	1.33	3.10
Dividend per share	1.20	1.20	1.20	1.20	1.20
4 - Employees					
Average number of employees during the year	2	3	2	1	1
Salaries and wages	1,400	2,328	1,848	1,375	1,611
Staff benefits (social security and other benefits)	372	745	683	444	976

TOTAL AND PER-SHARE RESULTS

	2013	2014
Profit on ordinary activities		
Total (in millions of euro)	77	282
Per share (in euro)	0.9	3.1
Profit before tax		
Total (in millions of euro)	64	229
Per share (in euro)	0.7	2.5
Net profit		
Total (in millions of euro)	119	286
Per share (in euro)	1.3	3.1

SUBSIDIARIES AND PARTICIPATING INTERESTS AT 31 DECEMBER 2014

A. Detailed information on subsidiaries and participating interests

	Capital	Reserves (including 2014 net profit)	% of capital held
1. Subsidiaries (more than 50% of the capital controlled by Eiffage SA)			
Eiffage Construction [1]	204,619	544,380	100.00
Eiffage Travaux Publics [1]	233,944	445,096	100.00
Financière Eiffarie [1]	200,174	74,050	50.00
Eiffage Énergie [1]	92,616	286,611	100.00
Clemessy [1]	19,281	39,039	99.86
Eiffel Participations [1]	1,492	162,878	100.00
A'Liénor	214,000	(37,300)	65.00
Senac	28,558	210,200	100.00
Verdun Participations 1 [1]	4,185	(221,285)	51.00
Eiffage GmbH [1]	16,214	2,043	100.00
Efaltis	13,636	(14)	100.00
Eiffage Services	390	2,095	100.00
2. Participating interests (between 10% and 50% of the capital controlled by Eiffage SA)			
TP Ferro Concesionaria	51,435	427,993	50.00
Efi	53,317	29,205	23.73
Smtpc	17,804	35,128	32.92
Norscut	36,175	18,489	35.98
Société Prado Sud	16,093	24,275	41.49

(1) Information provided on a consolidated basis.

B. Overall information on subsidiaries and participating interests

Book value of the shares held:
Gross
Net
Loans and advances granted
Guarantees and sureties given
Dividends collected

Gross book value of shares held	Net book value of shares held	Loans and advances granted and not yet repaid	Commitments given	Revenue excluding VAT in last financial year	Group share of net profit (loss) for the last financial year	Dividends paid to Eiffage during the year
1,114,706	1,114,706	–	152,590	3,739,452	99,916	80,569
568,582	568,582	–	95,000	3,833,764	36,512	39,495
378,707	378,707	–	-	2,410,460	156,095	-
357,245	357,245	–	97,955	2,340,756	47,548	35,599
238,058	238,058	–	-	632,585	21,134	15,851
157,033	157,033	–	328,153	897,519	5,415	21,641
139,100	139,100	38,645	-	48,936	(25,864)	-
28,558	28,558	-	-	18,414	1,906	-
20,410	20,410	-	-	40,886	2,893	4,483
19,317	19,317	34,563	-	232,578	6,059	-
13,636	13,636	12,688	-	-	(13)	-
6,300	6,300	-	-	25,687	786	-
25,718	25,718	44,888	1,500	8,962	(20,164)	-
19,420	19,420	-	-	20,680	2,660	386
16,221	16,221	-	-	40,019	11,943	3,651
13,016	13,016	19,461	-	10,267	23,008	-
6,676	6,676	8,190	-	5,534	(8,457)	-

French subsidiaries	Foreign subsidiaries	French participating interests	Foreign participating interests
3,006,067	48,232	44,651	39,604
3,002,968	48,232	44,651	39,203
1,024,986	40,059	9,397	67,775
2,922,754	3,000	28,410	1,500
198,625	–	4,235	219

Statutory auditors' report

on the Company financial statements

Year ended 31 December 2014

To the Shareholders,

In fulfilment of the assignment entrusted to us by your Shareholders' General Meeting, we hereby present our report for the year ended 31 December 2014 on:

- the audit of the accompanying company financial statements of Eiffage;
- the basis for our opinion; and
- the specific verifications and information required by law.

The company financial statements have been prepared under the responsibility of the Board of Directors. It is our responsibility, based on our audit, to express an opinion on these financial statements.

I - OPINION ON THE COMPANY FINANCIAL STATEMENTS

We conducted our audit in accordance with auditing standards applicable in France. Those standards require that we plan and perform the audit to obtain reasonable assurance that the company financial statements are free of material misstatement. An audit includes examining, on a sample basis or via other means of selection, the evidence supporting the amounts and disclosures in the company financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the information we have obtained provides an adequate and reasonable basis for our opinion.

In our opinion, and in light of French generally accepted accounting principles, the company financial statements give a true and fair view of the Company's financial position and its assets and liabilities at 31 December 2014, and of the results of its operations for the year then ended.

II - BASIS FOR OUR OPINION

Pursuant to the provisions of Article L.823.9 of the French Commercial Code requiring that we indicate the basis for our opinion, we draw your attention to the following elements:

The accounting policies and methods applied by the Company to participating interests are described, *inter alia,* in Note 1.2 to the financial statements. We checked that these methods were appropriate. We also assessed the methods used by the Company to determine the carrying value of these participating interests, as described in the notes, taking into account the fluctuating economic environment, as described in the paragraph of Note 1.2 to the financial statements dealing with non-current financial assets, and based on the information available on the date of this report, and we checked on a sample basis that these methods had been applied properly.

This assessment was made as part of our audit of the company financial statements taken as a whole, and therefore contributed to determining the opinion expressed in the first part of this report.

III - SPECIFIC VERIFICATIONS AND INFORMATION

We also performed, in accordance with auditing standards applicable in France, the specific verifications required by French law.

We have no comment to make as to the truth, fairness and consistency with the company financial statements of the information given in the Directors' Report and in the documents sent to the shareholders concerning the Company's financial position and the company financial statements.

Concerning the information disclosed pursuant to the provisions of Article L.225-102-1 of the French Commercial Code on the remuneration and benefits in kind paid to corporate officers and on the commitments made to them, we have checked its consistency with the financial statements or with the data used in preparation of those financial statements and, where applicable, with the information obtained by the Company from companies controlling it or controlled by it. On the basis of this work, we certify the accuracy, truth and fairness of such information.

As required by law, we verified that the Directors' Report contains the appropriate disclosures as to the identity of the shareholders and holders of voting rights.

Paris La Défense and Neuilly-sur-Seine, 25 March 2015

The Statutory Auditors

KPMG Audit IS

Baudouin Griton
Partner

PricewaterhouseCoopers Audit

Gérard Morin
Partner

Statutory auditors' special report

on regulated agreements and commitments

(General Meeting called to approve the financial statements for the financial year ended 31 December 2014)

To the Shareholders

Ladies and Gentlemen,

As the Statutory Auditors of your Company, we hereby present our report on regulated agreements and commitments.

It is our duty to provide you, on the basis of the information given to us, with details of the main features and conditions of the regulated agreements and commitments that have been reported to us or that have come to our attention in the course of our assignment. We are not required to express an opinion on their usefulness or appropriateness, or to actively search for any other regulated agreements or commitments. Under the terms of Article R.225-31 of the French Commercial Code, it is the responsibility of the shareholders to assess the Company's interest in entering into these agreements and commitments when they are submitted for approval.

It is also our duty to provide you with the information set forth in Article R.225-31 of the French Commercial Code on the performance throughout the past financial year of those agreements and commitments that have already been approved by the shareholders at the General Meeting.

We performed such procedures as we considered necessary having regard to the professional standards established by the French National Association of Statutory Auditors *(Compagnie nationale des commissaires aux comptes)* in this respect.

AGREEMENTS AND COMMITMENTS SUBMITTED FOR APPROVAL BY THE SHAREHOLDERS

Please note that we have not been informed of any agreements or commitments that were authorised over the last financial year and that need to be put to the shareholders for approval, pursuant to Article L.225-38 of the French Commercial Code.

AGREEMENTS AND COMMITMENTS ALREADY APPROVED BY THE SHAREHOLDERS

Please note that we have not been informed of any agreements or commitments that were approved in previous financial years and still in continuance during the last financial year.

Paris La Défense and Neuilly-sur-Seine, 25 March 2015

The Statutory Auditors

KPMG Audit IS

Baudouin Griton
Partner

PricewaterhouseCoopers Audit

Gérard Morin
Partner

Report by the Chairman of the Board of Directors

on the preparation and organisation of the Board's work, internal control and risk management

(This report was submitted to the Audit Committee on 23 February 2015 and was then approved by the Board of Directors of Eiffage on 25 February 2015).

1/ INTRODUCTION

This report has been prepared in compliance with Article L.225-37 of the French Commercial Code *(Code de Commerce)*.

Its purpose is *inter alia* to report on the conditions for the preparation and organisation of the work performed by the Board of Directors and on the internal control procedures implemented within the Eiffage Group.

The Eiffage Group is headed by a holding company, *Société Anonyme Eiffage* (Eiffage SA), which directly or indirectly controls a number of companies operating in the following sectors: construction, property development, civil engineering, road construction and maintenance, energy, metals, and transport and telecommunication infrastructure concessions.

2/ CORPORATE GOVERNANCE - PREPARATION AND ORGANISATION OF THE BOARD OF DIRECTORS' WORK

Corporate governance

In the matter of corporate governance the Company refers to the Code of Corporate Governance for listed companies published by the French Association of Private Companies *(Association Française des Entreprises Privées – AFEP)* and the French Confederation of Business Enterprises *(Mouvement des Entreprises de France – Medef)*, as updated in April 2010 and June 2013, which is available on the Medef website (www.medef.com).

Information that may be relevant in the event of a public offering

This information is detailed on page 274 of the reference document.

Shareholder attendance at general meetings

The conditions governing shareholder attendance at general meetings are detailed in Article 30 of the Memorandum and Articles of Association.

Composition of the Board of Directors

As at the date of this report the Board of Directors is composed of 12 directors, five of whom are independent directors (Ms Marie Lemarié, Ms Thérèse Cornil, Ms Carol Xueref, Mr Bruno Flichy and Mr Demetrio Ullastres), three of whom represent the largest shareholders (Messrs Jean-Yves Gilet, Jean Guénard and Dominique Marcel), two of whom represent employee shareholders (Ms Béatrice Brénéol and Mr Laurent Dupont), together with the Chairman and Chief Executive Officer (Mr Pierre Berger) and the Vice-Chairman and Senior Director (Mr Jean-François Roverato). Therefore, the Company complies with the AFEP-Medef recommendation that half of the members of a board should be independent.

The table below summarises changes to the composition of the Board during the last financial year and up to the date of this report:

Members of the Board	Type of change	Entry into effect	Diversification of the composition of the Board
Carol Xueref	First appointment	16 April 2014	Independence, gender parity
Marie Lemarié	Re-appointment	16 April 2014	Independence, gender parity
Thérèse Cornil	Re-appointment	16 April 2014	Independence, gender parity
Dominique Marcel	Re-appointment	16 April 2014	–
Jean-Yves Gilet	Re-appointment	16 April 2014	–

Information on the directors (offices held, age, nationality, number of shares) can be found on page 123 of this reference document.

The Company has appointed a Vice-Chairman and Senior Director. His duties are defined in an appendix to the Board's internal regulations, and consist of:

- ensuring there is a proper balance of power between the Board and the Chairman and Chief Executive Officer;

- assisting the Chairman with his duties, including in particular the organisation and proper functioning of the Board and its committees, and the supervision of application of corporate governance and internal control rules and recommendations;
- chairing meetings of the Board of Directors if the Chairman is absent;
- advising directors who find themselves in a conflict of interest or potential conflict of interest situation, and informing the Board of any conflict of interest situations he may have identified;
- contributing to the annual assessment of the operation of the Board.

The Vice-Chairman and Senior Director may ask the Chairman to call a meeting of the Board of Directors to discuss a specific agenda, meet with the non-executive directors at least once a year. In that case, he must report to the Board on the meeting and any suggestions made. The Board of Directors may also entrust him with special assignments, including representing the Company, in compliance with the French Commercial Code.

The Vice-Chairman and Senior Director must have access to all information necessary to carry out his duties, and must be kept regularly informed by the Chairman and Chief Executive Officer of all material events and situations concerning the Group's business, including in particular those concerning strategy, organisation, financial reporting, major investment and divestment projects and major financial transactions, capital ownership and contacts with current or potential large shareholders, attend meetings of specialised committees if he wishes and, again if he wishes and if agreed by the Chairman and Chief Executive Officer, he may meet with the Group's senior managers and executives and the Statutory Auditors.

The Vice-Chairman and Senior Director attends Board committee meetings and, as an auditor, meetings in divisions and at Group level. This allows him to remain informed about existing contracts and the economic situation and to meet key Group players. He submits any opinions and suggestions he may have to the Chairman and Chief Executive Officer, with whom he meets frequently, and to the Board of Directors and Board committees.

He maintains contacts with each director, including in particular the independent directors and the directors representing employee shareholders. He represents the Group if the Chairman and Chief Executive Officer is not available, and attends events both within and outside the Group. The Vice-Chairman and Senior Director devoted approximately 40 days to the Group in 2014.

The terms of office as members of the Board of Directors of Ms Béatrice Brénéol and Messrs. Pierre Berger, Bruno Flichy, Demetrio Ullastres and Laurent Dupont are due to expire at the date of this meeting.

In line with the opinion expressed by the Appointments and Compensation Committee, the shareholders will be asked to:

- renew the appointments of Ms Béatrice Brénéol and Messrs. Pierre Berger, Demetrio Ullastres and Laurent Dupont, and
- appoint Ms Isabelle Salaün as a director to replace Mr Bruno Flichy.

In addition, in line with an opinion expressed by the Appointments and Compensation Committee, the Board has decided to introduce the following changes after the general meeting:

- amendment of the Memorandum and Articles of Association to allow for the appointment of one or more advisory Board members *(censeurs)*;
- Mr Flichy has reached the 12-year limit placed on independent directors and does not wish to stand for office again;
- appointment of Mr Flichy as an advisory Board member;
- resignation of Mr Ullastres as chairman of the Appointments and Compensation Committee and appointment of Mr Ullastres as chairman of the Audit Committee;
- appointment of Ms Cornil as chairman of the Appointments and Compensation Committee;
- appointment of Ms Xueref as a member of the Strategy Committee;
- following the appointment of Ms Isabelle Salaün as a director by the shareholders at the general meeting of 15 April 2015, her appointment as a member of the Audit Committee.

Pursuant to the Memorandum and Articles of Association, a director is usually appointed for a three-year term of office. As a result of the assessment of the Board's works carried out in December 2014, the shareholders will be asked to increase this term of office to four years for all directors appointed at the general meeting of 15 April 2015 and subsequently, although the terms of office of directors appointed previously will remain unchanged.

Independence of the Board members

Following a proposal by the Appointments and Compensation Committee, the Board of Directors decided that Ms Marie Lemarié, Ms Thérèse Cornil, Ms Carol Xueref, Mr Bruno Flichy and Mr Demetrio Ullastres could be considered independent, as they satisfy the independence criteria set out in the AFEP-Medef Code, used as a reference document by the Company.

The following table shows the situation of the independent directors with regard to the AFEP-Medef Code independence criteria applied by the Company:

Independence criteria	Marie Lemarié	Thérèse Cornil	Carol Xueref	Bruno Flichy	Demetrio Ullastres
The director is not and has not been in the past five years: • an employee or executive officer of the Company, or an employee or director of its parent company or one of its consolidated subsidiaries, • an executive officer of a company in which the Company holds an office or in which an employee or executive officer of the Company (current or former, within the past five years) holds an office	–	–	–	–	–
The director is not a significant customer, supplier, investment banker or commercial banker of the Company or its Group, and the Company or its Group does not represent a significant share of his business	–	–	–	–	–
The director does not have any close family ties with a corporate officer	–	–	–	–	–
The director has not been the Company's Statutory Auditor during the past five years	–	–	–	–	–
The director has not been a member of the Company's Board for more than 12 years (the director loses independent status on expiry of the term of office during which he/she exceeds this 12-year limit)	–	–	–	–	–
The director is not a shareholder controlling the Company or its parent company (maximum of 10% of the capital or voting rights)	–	–	–	–	–
Conclusion	Independent	Independent	Independent	Independent	Independent

Independent directors do not have any type of business relationship with the Group.

Following a proposal by the Appointments and Compensation Committee, the Board of Directors decided that Ms Isabelle Salaün, candidate for director, satisfies the independency criteria in the AFEP-Medef Code.

Accordingly, if the proposed resolution is adopted, 50% of the Board's members will still be independent at the close of the general meeting of 15 April 2015 (not including directors representing employee shareholders).

Gender parity on the Board

The Board has four female members, and therefore complies with the applicable legislation and meets the objectives set out in the AFEP-Medef corporate governance code specifically concerning gender parity on boards.

At the general meeting of 15 April 2015 the shareholders will be asked to approve the appointment of a female, independent director. If the resolution is adopted, five of the Board's 12 members will be women at the close of the general meeting of 15 April 2015, thus complying with the '40% female members' rule recommended by the Code for 2016 general meetings, which will become a legal requirement from the 2017 general meeting.

Preparation and organisation of the Board of Directors' work

The Board met five times in 2014.

Examples of the Board's work include:

- examination and approval of the annual consolidated and Company financial statements as at 31 December 2013 and the consolidated interim financial statements, and review of the Statutory Auditors' and sustainable development reports;
- regular reviews of the Group's activities, current developments, the financial situation and the Group's projects and indebtedness;
- review of changes to share capital and the share buyback programme;
- review of the results of the 2014 employee share ownership programme;

- approval of the contents of its various reports to the shareholders, preparation and convocation of the ordinary and extraordinary general meeting of shareholders of 16 April 2014, approval of the agenda and resolutions to be put to the shareholders, and approval of the reports to be put to the general meeting;
- approval of renewal of the powers of the Chairman and Chief Executive Officer concerning surety, endorsements and guarantees, and approval of guarantees;
- review of the work of the Audit Committee, the Appointments and Compensation Committee and the Strategy Committee;
- changes to the composition of the Audit Committee, the Appointments and Compensation Committee and the Strategy Committee;
- assessment of the independence of its members in line with the AFEP-Medef Code criteria;
- definition of Mr Berger's variable remuneration for the 2013 financial year;
- definition of the timetable for Board meetings in 2015;
- definition of the price, terms and conditions of a stock option plan;
- definition of the subscription price for shares to be issued under the Group savings plan.

At its meeting on 10 December 2014 the Board carried out a self-assessment of its work, during which it assessed the effective contribution of each director to this work. During the assessment, recommendations were made that the term of office of directors be raised from three to four years and that an additional female, independent director be appointed.

Note that following the formal assessment carried out with the assistance of an independent auditor in 2013, an additional (female and independent) director was appointed, and the shareholders will be asked at the general meeting of 15 April 2015 to extend the term of office from three to four years. Accordingly, two of the three requests made have been implemented.

The attendance rate was 94% in 2014, compared with 97% in 2013 and 2012.

The Board is assisted by three specialist Committees. The Board and its Committees each have their own sets of rules and regulations, which broadly define, inter alia, the frequency of meetings, their main purpose, and the information to be presented at such meetings. These rules and regulations are reviewed by the Board from time to time, to ensure they remain compliant with industry practices and recommendations.

They were last updated at the Board meeting held on 11 December 2013. The Board's internal regulations are available on the Eiffage website (www.eiffage.com).

The Board's internal regulations also contain rules on attendance and confidentiality, together with rules on directors' ownership of and trading in the Company's shares and other securities. They also list the decisions and commitments that require prior approval by the Board (finalisation of any external growth project involving an investment of more than €30 million - although investments of less than €150 million may be approved by the Strategy Committee instead of the Board- and of any smaller acquisition project when the target company's type of business, revenue, number of employees, level of indebtedness or potential associated risks could have a material impact on the Group's business and profitability).

The internal regulations also stipulate that the following information must be regularly submitted to Board meetings or, if need be, to directors outside of the framework of a Board meeting:

- annual budgets and periodic plans;
- reviews of business activities, order books, revenue and results;
- financial situation, including in particular cash flow and commitments;
- occurrence of any event that may have a material impact on the Group's consolidated results;
- any document intended for the general public, including in particular information for shareholders.

Each director may ask to meet with senior managers within the Group, without the presence of the Group management team if appropriate.

With regard to the management of conflict of interest situations, the Board regulations stipulate that whenever there is or may be a conflict between the Company's interest and a director's direct or indirect personal interest or that of the shareholder or group of shareholders he represents, the director must:

- inform the Board as soon as he becomes aware thereof;
- draw the appropriate conclusions with regard to performance of his duties. Accordingly, if need be, he must:
  - refrain from voting on any related matters, or
  - not attend meetings of the Board of Directors for so long as he is in a conflict of interest situation, or
  - resign from his office as a director.

The director may be found liable if he fails to comply with these rules to abstain or withdraw. In addition, the Chairman of the Board of Directors may choose not to disclose to any director that he has serious reasons to believe may be in a conflict of interest situation any information or documents relating to involvement in or signature of the agreement resulting in the conflict of interest, and [if applicable] will inform the Board of Directors of this non-disclosure.

General Management
The functions of Chairman and Chief Executive Officer were once again combined with effect from 10 September 2012, by a decision of the Board at its meeting of 29 August 2012. This decision thus re-establishes the method of general management used prior to the succession of the former Chairman and Chief Executive Officer, during which transitional period the two functions were temporarily separated.

At its 29 August 2012 meeting, the Board also decided to create the office of Senior Director, with the title Vice-Chairman.

Board Committees
On 17 December 1997, the Board of Directors set up two specialist committees to prepare the resolutions put to the Board, express opinions and make recommendations.

The **Appointments and Compensation Committee** makes proposals concerning the appointment of, and fixed and variable compensation to be paid to, the Chairman of the Board of Directors, the Chief Executive Officer and the Deputy Chief Executive Officer(s), if any.

Lists detailing plans to allot share purchase or subscription options and to award bonus shares are submitted to this Committee before being presented to the Board of Directors.

The Committee vets applicants and makes proposals to the Board of Directors regarding the re-appointment or appointment of Board members, in particular concerning the choice of independent directors.

The members of the Appointments and Compensation Committee are:

- Mr Demetrio Ullastres (Chairman – independent)
- Ms Béatrice Brénéol (director representing employee shareholders)
- Ms Thérèse Cornil (independent)
- Ms Carol Xueref (independent)
- Mr Jean-Yves Gilet.

A majority of the members of the Committee are therefore independent (three independent members out of five), as recommended by the AFEP-Medef Code.

The Committee met three times in 2014, with a 92% attendance rate. At these meetings it reviewed compensation (including performance conditions associated with the corporate officer's stock options), applications by candidates for seats on the Board of Directors and senior management positions within the Group, and the independence of directors and candidates for directors in light of the criteria laid down in the AFEP-MEDEF Code on corporate governance.

Prior to their submission to the Board of Directors, the **Audit Committee** examines the Company and consolidated financial statements, the internal procedures for compiling and checking accounting information, and the terms and conditions of any assignments carried out by external auditors. To this end, it meets with the Statutory Auditors independently of management at least once a year.

It oversees the procedure for selecting and re-appointing the Statutory Auditors, and makes recommendations regarding their appointment.

It has specific responsibility for monitoring the effectiveness of internal control and risk management systems, and periodically reviews the Group's audit and internal control policies as well as validating the related plans and resources. Twice a year it examines the work and findings of the Internal Audit department as well as the application of their recommendations per the summary table maintained to this effect.

The Committee is composed of four directors, two of whom, including the Chairman, are independent directors, who are skilled in financial or accounting matters given their qualifications and/or professional experience (see comment under "Corporate Governance" above).

The members of the Audit Committee as at 31 December 2014 were:

- Mr Bruno Flichy (Chairman - independent)
- Mr Laurent Dupont (director representing employee shareholders)
- Ms Marie Lemarié (independent)
- Mr Dominique Marcel.

The Audit Committee complies with the recommendation concerning the proportion of independent members sitting on the audit committee, as two of its three members are independent directors, given that Laurent Dupont is not included in the calculation because he is a director representing the employee shareholders.

The Audit Committee met four times in 2014, with an attendance rate of 93%. Meetings are held at least two calendar days before the Board meets. The main purpose of the meetings was to review the accounting methods, internal control, and the annual and interim financial statements to be presented to the Board of Directors. The Statutory Auditors and representatives of the Group's financial, accounting and audit departments took part in these meetings.

The Audit Committee also specifically reviewed the following issues:

- the Company's material off-balance sheet commitments and risks;
- the selection procedure for the appointment of new Statutory Auditors;
- a presentation by the Statutory Auditors, focusing on the key findings of the statutory audit and the accounting options selected.

The Committee may also retain the services of independent auditors.

On 8 September 2004, the Board of Directors set up a Strategy Committee.

The Strategy Committee has responsibility for examining projects involving major acquisitions, investments and divestments. This Committee is also consulted about major restructuring measures within the Group. Finally, it examines the management accounts prepared periodically by the Group as well as budgets and forecasts. This Committee is composed of five members, one of whom is an independent director.

The members of the Strategy Committee in 2014 were:

- Mr Pierre Berger
- Mr Jean-François Roverato
- Mr Bruno Flichy (independent)
- Mr Jean-Yves Gilet
- Mr Jean Guénard

It met five times in 2014, and the attendance rate was 96%.

3/ COMPENSATION PAID IN RESPECT OF 2014

At the general meeting of 17 April 2013, the shareholders set the annual amount of board fees at €900,000, to take account of the increase in the number of directors and committee members, the increased workload and the creation of the office of Senior Director, who is paid by the allocation of Board fees.

The principles and rules governing the compensation paid to the Chairman and Chief Executive Officer, and the board fees paid to the members of the Board of Directors in respect of 2014 are detailed on pages 264 and 265 of the French reference document filed with the AMF, of which this report forms a part. In 2014, the Chairman and Chief Executive Officer was awarded 100,000 stock options subject to performance conditions; he does not benefit from a supplementary pension plan.

Note that with regard to stock options and bonus shares the currently valid authorisations place a specific cap on awards to executive corporate officers and prohibit use of hedging techniques, in line with the most recent recommendations set out in the AFEP-Medef Code.

The components of the compensation due or awarded to Mr Pierre Berger, Chairman and Chief Executive Officer, for the financial year ended 31 December 2014, as presented in the report by the Board of Directors on the resolutions put to the general meeting, will be put to the shareholders for their opinion at the ordinary and extraordinary general meeting of 15 April 2015, in line with the recommendations set out in Article 24.3 of the AFEP-Medef Code on the corporate governance of listed companies, as updated in June 2013, which the Company uses as a reference document.

4/ INTERNAL CONTROL AND RISK MANAGEMENT PROCEDURES

"Risk-taking is an inherent trait of any enterprise. There can be no growth or creation of value in a company without risk-taking. However, if risks are not properly managed and controlled, they can affect the company's ability to attain its objectives. Risk management and internal control systems play a key role in directing and guiding the company's various activities by continually preventing and managing risks."

AMF reference framework – July 2010

The internal control and risk management systems put in place within the Group are based on the principles set out in the report issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) and comply with the reference framework published by the AMF.

This reference framework has been distributed to all chief financial officers and all divisional internal controllers.

4.1. Scope of internal control and risk management

The Group's activities are organised into divisions, which are coherent sub-groups within the business lines. For contracting activities, each division is controlled by a company that is wholly-owned by Eiffage. Public service concession companies are owned directly by Eiffage or through holding companies. The percentage of the capital owned by Eiffage varies.

Group internal control procedures cover all the companies consolidated under the full method as well as all permanent or temporary joint ventures, whether consolidated or not.

4.2. Internal control and risk management objectives

Internal control is a process put in place by the Group, defined and implemented under its responsibility, to which a range of resources is assigned. Its objectives are:

- compliance with applicable laws and regulations;
- application of directives and policies defined by General Management;
- proper functioning of the Company's internal processes, particularly those contributing to the safeguarding of its assets;
- reliability of financial information.

Risk management is a Group management tool that helps to:

- create and preserve value and the Group's assets and reputation;
- secure the Group's decision-making and processes, contributing to the achievement of its objectives;
- ensure actions are consistent with the Group's values;
- focus the Group's employees on a shared vision of the main risks.

By helping prevent and minimise the risks that the Group will not achieve its objectives, the internal control system plays a key role in the management and steering of its activities.

Limitations of internal control

As with any control system, internal control cannot guarantee that the Company will always achieve its objectives, but it does provide a reasonable assurance that this will be the case.

4.3. Organisation of the internal control and risk management functions

The organisational structure put in place to achieve the objectives defined above is based on the accountability of each employee, along with rules on conduct and integrity.

The decentralisation of responsibilities within the Group is achieved through a network of moderately-sized subsidiaries and entities, which facilitates monitoring and minimises risk.

The majority of the Group's public works business consists of small, short-term projects (or contracts). The internal control function is organised on the basis of the allocation of roles and responsibilities between four management levels:

- the project (or contract), which is the basic unit. The project manager has full responsibility and is personally accountable for the accuracy of his/her accounts;
- the operating managers (the heads of entities or subsidiaries), whose powers are defined by delegations of authority granted by their superiors. The entity or subsidiary manager is responsible for commercial activities and contract decisions, and sets the profit margins when tendering for contracts;
- the regional manager, who supervises the entities and/or subsidiaries in his/her area and coordinates their activities. He/she is responsible for ensuring optimum use of human and material resources and for fostering exchanges and the free circulation of information (vertically and horizontally). His/her role is to guide and oversee;
- each division's General Management, which has responsibility for:
  - cash management,
  - monitoring of compliance with accounting and management rules,
  - career management for management level employees,
  - determining investments in real property, equipment as well as mergers and acquisitions.

Within the organisational structure there are also divisional internal controllers, who are responsible for:

- defining internal control priorities on the basis of risk assessments carried out by the division;
- assisting operational managers;
- appraising the implementation of action plans following internal audits;
- carrying out first-level controls to ensure compliance with procedures;
- taking part in the regular updating of internal control and risk management tools.

Divisional internal controllers work in coordination with regional correspondents, and present a consolidated quarterly report on progress with regard to the action plans to the Internal Audit and Risks department.

Internal control within APRR and AREA is organised at several different operational levels. In addition to controls by General Management and the relevant governing bodies, internal control has been entrusted to the functional departments, within the framework of specific delegations of authority. The operating departments also function on the basis of delegations of authority granted by higher-level management. The basic operating unit is the 'district' (APRR) or the 'maintenance centre' (AREA), which ensures, for the portion of motorway it covers, the operation, upkeep and security of the network. These tasks are performed under the responsibility of the regional department to which the district is attached.

5/ RESPONSIBILITY FOR INTERNAL CONTROL AND RISK MANAGEMENT

As stated above, risk management and internal control is everybody's business. Accordingly, all governing and management bodies have a role to play.

5.1. General Management

Group General Management is responsible for strategy, in other words, for determining major financial investments. It also manages the careers of senior executives and coordinates the labour policy of all divisions.

It has authority for:

- finance;
- relations with the financial community and shareholders;
- accounting, tax and management methods and rules.

With regard to internal control, it is involved in all the validation stages. It receives all the reports on audits conducted by the Internal Audit and Risks department.

The central support functions at the head office are staffed by experts whose task is to assist the company managers and the regional managers, who may consult these functions irrespective of the lines of authority.

General Management ensures that the Board of Directors and the Audit Committee receive all necessary information in a timely manner.

5.2. Board of Directors

As required by Article L.225-100 of the French Commercial Code, the Board of Directors reports on risks in its Directors' report, notably describing the risk management policy and how the main risk factors are handled.

Accordingly, the Board of Directors checks with General Management that the internal control system is capable of ensuring that the financial information published by the Group is reliable and gives a true and fair view of the Group's results and financial situation.

5.3. Audit Committee

The Audit Committee is responsible for monitoring:

- the process for preparing financial information;
- the effectiveness of the internal control and risk management systems;
- statutory auditing of the Company financial statements and the consolidated financial statements;
- the independence of the Statutory Auditors.

The Audit Committee may request any additional information or explanations at any time, to supplement the regular information updates it receives.

It ensures that action is taken to correct any weak points identified in the risk management and internal control system.

It reports to the Board of Directors on its work and the recommendations it wishes to make to Group management.

It liaises with the Internal Audit and Risks department in accordance with AMF and IFACI standards.

5.4. Internal Audit department

The Internal Audit and Risks department's role is to regularly assess the functioning of the risk management and internal control system.

It verifies that directives issued by General Management are properly implemented.

To do this, it organises internal audits following which it recommends improvements and corrective action. The recommendations are then transposed into detailed action plans, with quarterly progress reviews.

The Internal Audit and Risks department works according to an annual audit plan approved by General Management and the Audit Committee.

The Head of Internal Audit and Risks may liaise with the Chairman of the Audit Committee whenever necessary.

In 2014, the Internal Audit and Risks department conducted 20 audits within Group entities.

The Internal Audit and Risk department's accreditation with IFACI Certification, a member of the International Audit Authority (IAA), was renewed in 2014.

5.5. Group employees

Each employee is accountable for his/her actions.

This principle can be found in the Eiffage Charter of Values and Objectives *(la Charte des valeurs et finalités)*, a code of conduct distributed at all levels of the Company. It is on permanent display on Group sites and is available on the Group intranet, so that it can be consulted by all employees.

The Charter's objectives – respect for customers, employees, shareholders, partners, suppliers and subcontractors and other stakeholders, including public authorities, and commitment to human progress – as well as the Group's values – responsibility, trust, transparency, lucidity, determination and resilience – underpin the internal control system that has been put into place.

First-level controls of employees' activities are exercised by the line managers, with the assistance of the internal controllers.

6/ INTERNAL CONTROL PROCEDURES

The duties of the divisions' central departments include, *inter alia:*

- preparing, distributing and explaining to correspondents in French and foreign regions and subsidiaries (or entities) all directives and recommendations concerning changes in laws and regulations or in the Group's or divisions' internal rules;
- providing and updating guidelines and other manuals for operational and sales managers;
- organising regular meetings with correspondents in the regions and subsidiaries (or establishments) to discuss problems in interpreting or applying instructions and ensure that messages have been properly understood and instructions are complied with.

The internal control procedures can be broken down into eight main areas:

1. Management rules,
2. Ex-ante checks,
3. Warning systems,
4. Eiffage Code of Good Practice,
5. Fraud prevention,
6. Preventive audits,
7. Self-assessment,
8. Information systems.

6.1. Management rules

The management rules applied by Eiffage are based on four general principles:

a. forecasts and performance reports must come from the field;

b. the quality of forecasting is essential;

c. management must be consistent with the accounts;

d. APPR and AREA must be treated as special cases.

a. Forecasts and performance reports must come from the field

The monthly operating accounts and the quarterly forecasts are the core management tools.

The operating accounts are generated directly by the accounting software. Expenses are input by the accounts departments, while each project or contract manager is responsible for inputting revenue items and accrued expenses.

Each employee is responsible for the figures he/she provides.

The same applies to the quarterly forecasts, which are, by analogy, estimates of the operating accounts at the end of the project or the accounting period.

b. The quality of forecasting is essential

As a minimum requirement, forecasts are prepared for each project (or contract):

- before its launch or at the launch date;
- at each quarterly review.

The purpose of forecasts is to estimate as accurately as possible, for each project (or contract), the income and result:

- for the next three months;
- for the current financial year;
- at the end of the project (or contract).

An annual budget is set for each support function, service provider and cost centre. This is reviewed quarterly.

All forecasts are structured in the same way as the operating accounts so as to highlight any variances.

Any emerging variances between forecasts and actual figures are analysed and commented on, and taken into consideration when the next forecast is prepared.

c. Management must be consistent with the accounts
The accounts must be the sole guideline for management. Therefore, the only figures that count ultimately are those recorded in the accounts.

It is the operators' responsibility to determine the income that represents fairly the percentage of the contract that has been completed. It is therefore the concept of revenues earned or the right to bill amounts that predominates over the actual amounts billed, the timing and basis of which may be different.

Information must travel up from the lowest unit (the project or contract) to the Group holding company without any adjustments or additions, so that accounts are consistent at all levels, and the person who originally provided the data remains fully accountable for it.

While essential information must be passed up through all levels of the organisation, other information can be sent to a particular person or department directly but must be allowed to circulate freely.

Certain principles, which are easy to apply, ensure information is consistent:

- Principle of comprehensiveness:
  - all projects and contracts must be included,
  - all the cost centres must be included,
  - all the subsidiaries and all entities must be included in the summary documents of the relevant division,
  - no account, structure or entity must be left out.

- Principle of consistency:
  - neither the methods nor the scope can be modified except as decided and instructed at Group level,
  - past records cannot be altered: they are useful for understanding a situation and drawing lessons,
  - all figures are reported on a cumulative basis.

- Principle of uniformity:
  - a common language used throughout,
  - standard document formats.

d. APPR and AREA must be treated as special cases
APRR and AREA adapted their reporting system early in 2006 so as to conform to the Eiffage Group's management rules. Their management charts comprise a series of monthly operating and financial indicators relating in particular to traffic, revenue, operating productivity ratios, general overheads, capital expenditure, cash, workforce and the calculation of aggregate monthly EBITDA.

The Chairman and CEO of APRR, the CEO of AREA and the Group's Chief Financial Officer ensure at the time of the initial and various quarterly revised budgets that decisions taken are consistent with the management contract and operating and financial objectives.

6.2. Main ex-ante checks

Delegations of authority
These define the nature and scope of delegated duties and powers, in accordance with the function occupied by the party to whom authority is delegated.

The chairman of each division's lead company delegates to his/her regional managers, subsidiary managers and entity managers broad powers to represent the company, negotiate contracts within certain limits, manage non-executive employees, and deal with health and safety issues.

The regional manager in turn sub-delegates more limited powers to subsidiary or entity managers regarding health and safety.

Banking powers and rules relating to cash management
Powers to operate bank accounts are codified, with persons authorised to operate an account being required systematically to act under a joint signature.

A strict procedure must be followed when opening bank accounts.

Detailed directives set out the rules for cash management, the provision of surety and other guarantees, the arrangement of financing, and security measures.

Procedures relating to investments
Investment decisions are taken at the level of each division's General Management. Prior authorisation from Group General Management is required systematically for financial investments (acquisitions). This also applies for new concessions. Moreover, the Board's internal regulations provide that when financial investments or new concessions exceed €30 million the projects must be discussed by the Strategy Committee and then referred to the Board. Projects involving investments of less than €150 million may also be referred to the Strategy Committee instead of the Board. The same rules apply to divestments.

With regard to property, plant and equipment, the size and type of investment will dictate whether it is managed directly by the subsidiaries and regions or at division level.

Budget forecasts are prepared for capital expenditure (of any kind); the divisions' central procurement departments monitor spending in relation to these budgets.

Controlling APRR and AREA works contracts

Pursuant to the riders to APRR's and AREA's concession agreements, approved by Decree 2007-815 of 11 May 2007, any works contracts with a value of more than €2 million excluding tax or contracts for the supply of goods and services with a value of more than €240,000 excluding tax assumed by either of these companies under the concession continue to be governed by Decree 2005-1742 of 30 December 2005 establishing the rules applicable to contracts granted by the adjudicating powers referred to in Article 3 of Ordinance 2005-649 of 6 June 2005 relating to contracts granted by certain public or private entities not governed by the French public contracts code *(Code des Marchés Publics).*

Under these regulations, such contracts must be first publicised and offered for tender at European level.

APRR and AREA each have an identical contract award commission that functions in accordance with Article 6 of the specifications appended to their respective service concession agreements.

The contract award commissions are responsible for defining the internal regulations for negotiating and performing contracts as well as for issuing opinions on the allocation of works contracts and agreements to supply goods or services that satisfy the conditions stated in paragraph 1 above.

In 2014, the APRR and AREA contract award commissions examined 15 referrals, which can be broken down as follows:

Number of referrals	APRR	AREA	APRR-AREA
Contracts for services	1	2	–
Works contracts	10	1	1

Contract referrals broken down according to type of procedure:

Number of referrals	APRR	AREA	APRR-AREA
Limited tendering procedure	9	1	1
Negotiated procedure (Decree 30-12-2005)	2	2	–
Amendment	–	–	–

The contract award commissions issued favourable opinions on all the contracts referred to them, although in some cases these were subject to the satisfaction of certain conditions.

Each year the contract award commissions prepare a report on their activities during the previous year and send it to the national contract award commission.

Insurance

The Group has adopted a policy of insurance cover that takes into account the size and development of the business lines in order to increase the level of cover per claim and ensure all its activities are insured.

Specific regulations and insurance obligations apply within the construction industry; these are monitored by each division's legal department. The Group's Insurance manager ensures overall consistency throughout the Group, notably as regards the policy on deductibles (the Group systematically attempts to reduce premiums by agreeing to cover small losses itself) and the determination of appropriate third-party liability coverage. The Group has arranged successive guarantees to ensure maximum cover of very large claims.

6.3. Warning systems

Whistle blowing

The whistle blowing system was put in place by the Board of Directors in April 2009 and authorised by CNIL, the French data protection authority, on 23 July 2009.

The system enables Eiffage Group employees to report compliance and ethics-related problems (unfair competition, corruption or abuse of trust) on a confidential basis.

No problems were reported in 2014.

Management chart

In addition to any warning systems that may be introduced at Group entities to meet specific requirements, the main monitoring and warning tool used in the Group is the management chart.

Its main function is to summarise key information needed for monitoring and steering the Group's various entities.

The management chart centralises information received on projects (or contracts) at successive organisational levels:

- Entity (or subsidiary),
- Region and/or business line,
- Division,
- Group,

using a standard layout common to all the divisions.

It contains past performance indicators (activity, results, cash flow), trend indicators (order book, cash flow, number of employees, etc.) and future performance indicators (forecasts).

Certain other indicators specific to the various business lines are included in the management chart.

Major projects are monitored centrally when at least two divisions are involved, using a dedicated management chart intended for Group General Management.

Past performance and trend indicators are monitored on a monthly basis, while future performance indicators are monitored quarterly.

The rules governing the preparation of the management chart and forecasts were compiled and summarised in a reference document which was distributed throughout the Group in February 2010, entitled Management Control & Reporting *(Contrôle de Gestion et Reporting)*.

Priority is given to prompt communication of documents and quick response times. A mandatory timetable for the distribution of the management chart and forecasts is prepared at the beginning of each year. Each month, members of the Board of Directors are provided with a summary of the management chart at the level of the Group, together with the Group's cash position.

A Management Control Committee composed of all the divisional management controllers meets six times a year, under the supervision of the Group Management Control department.

The Committee's work consists essentially of:

- checking that information received from divisions is consistent and coherent;
- verifying compliance with the rules on preparing reports and forecasts;
- coordinating centralised monitoring of major projects, and in particular the Bretagne-Pays de la Loire high-speed rail line;
- sharing management control good practices;
- reviewing the situation in terms of orders, business, cash flow and results for each division and the Group as a whole.

The property development business is very closely monitored because of the very specific types of risk involved

A Property Commitments Committee, which brings together Eiffage General Management (represented by the Chief Financial Officer) and the Eiffage Construction division's General Management (represented by its Chairman, its Chief Financial Officer and a specialist lawyer) meets once a week.

Each of the division's regions conducts a detailed review of all aspects of the property development projects (administrative, commercial, technical and financial). The Committee considers each stage in the launch and development of a property development project.

In addition to the monthly management chart, a separate chart is prepared each quarter to monitor operations, project by project.

Cash flow monitoring

In the Eiffage Group's business lines, the company cash position is a key indicator of financial health. Accordingly, this is analysed at least once a month based on the various consolidated cash statements prepared at each level of the organisation.

Eiffage is responsible for centralised management of the production of daily cash positions, which show daily changes and are sent to the Group's General Management.

APRR cash positions are monitored through weekly reports and monthly cash flow reports and budgets prepared by the various APRR and AREA entities and at the consolidated level as well as using specific reports during budget reviews and at the accounting cut-off dates.

Debt collection

The programme for the securitisation of trade receivables concerns almost all the French contracting subsidiaries. This form of financing has resulted in more formally documented procedures for monitoring trade receivables.

A management chart summarising securitisation transactions is prepared monthly for each division by the Eiffage Cash Management department.

6.4. Eiffage Code of Good Practice

The Eiffage Code of Good Practice is the Group's reference framework for risk management procedures. It identifies risks common to more than one division, defines a strict framework for risk exposure and describes the optimum conditions for risk management.

Risks are classified in accordance with three criteria:

- type,
- frequency,
- seriousness.

The Code serves as a guide for all managers. It identifies the main points that need to be checked in order to assess the materiality and probability of risks relating to the following:

- assumption of risky projects,
- selectivity of projects,
- reliability of customers,
- contractual commitments,
- contractual follow-up,
- debt collection,
- accuracy of budgets,
- cost overruns,
- prevention of disputes and litigation.

It defines the main checks and controls. It is designed to increase individual accountability and encourage managers at all levels to remain constantly vigilant.

It is a common reference document for the Group and all its divisions.

6.5. Fraud prevention
Fraud-related issues are discussed at Audit Committee meetings and passed on to the Board of Directors if necessary.

Eiffage has developed a training module entitled "Ethical sales and marketing", offered in the Eiffage regional training centres (CREF) and specifically designed for managers and supervisors. Attendance is mandatory, with more than 1,000 staff members receiving training since its introduction in 2010. The aim is to increase the practical implementation of ethical principles.

Specific instructions relating to the application of banking reconciliation procedures, the use of payment instruments and expense statement procedures are communicated at regular intervals to all of the Group's operating entities, and compliance is systematically verified during internal audits.

Secure electronic payment systems have been rolled out at all Group entities with the aim of limiting the use of cheques and thereby minimising the possibility of fraud.

The functional link within the Group's financial and control unit has been strengthened to facilitate warnings as regards possible cases of fraud. Regular meetings are held by the administrative and financial managers at division level under the responsibility of the chief financial officers. The divisions' chief financial officers in turn meet three times a year under the coordination of the Group's Chief Financial Officer. These meetings are aimed notably at raising awareness of fraud prevention, and have resulted in broader internal disclosure of proven cases of fraud and dissemination of ways of preventing their recurrence.

In 2014, Eiffage was the victim of several attempts of fraud from outside the Group, including in particular so-called 'false chairman' fraud, which is a form of identity theft that targets senior executives. None of them were successful.

6.6. Preventive audits of entities or procedures
Specific audits are organised by the General Management teams within the divisions or at Group level.

On these occasions, the Internal Audit and Risks department issues recommendations with a view to improving procedures, ensures these recommendations are acted upon and, lastly, controls and assesses their consequences.

The findings of the Statutory Auditors' reports are examined and acted upon by each division's General Management team, the Internal Audit and Risks department and the Group Management Control department.

6.7. Internal control self-assessment
Based on the inventory of existing procedures, the mapping of risks and the internal control analysis grid, the Group embarked on a process of self-assessment for its contracting activity using questionnaires. These questionnaires – which are updated regularly by the Internal Audit and Risks department – are broken down by process, sub-process and risk factor and allocated to the various hierarchical levels concerned by these risk factors (subsidiary, region, division, Group) so as to determine as precisely as possible how internal control procedures within the Group are being applied in practice.

In addition to these core questions, each division filled in a questionnaire on specific aspects of its business and its risk management procedures.

473 questionnaires were sent out in 2014.

6.8. Information systems
All information systems are steered by a central IT department that pools the Group's resources in this area. This has made it possible to increase the resources devoted to the reliability and security of networks and data. The function of IT security manager was created in 2008, and comes with Group-wide responsibility.

The Group has rolled out the following common modules: general and management accounting, sales administration, procurement and outsourcing, inventory management and reporting (including forecasts and order books).

Each business division has its own management tools that are adapted to its activities and take into account their specificities. The use of these tools is extended to new entities as and when acquisitions are completed to ensure the proper control and consistency of data.

User access controls are used to implement the principle of separation of incompatible functions, which is a fundamental internal control principal.

Within APRR and AREA the Information Systems department supplies and maintains the tools needed for systems to operate smoothly.

The architecture of the toll and traffic systems is highly decentralised so as to avoid any risk of operating disruptions in the event of a problem. The toll gates and plazas are independent of each other, and the channelling of information from the toll gates is staggered so as to limit the knock-on effect of a malfunction at a given point in the information system.

A Business Continuity Plan (BCP) exists for the information systems.

7/ RISK MANAGEMENT PROCEDURE

The Group's risk management system is based on the policy defined by Group General Management and is the responsibility of the Internal Audit and Risks department, which is under the direct supervision of Eiffage's Chairman and Chief Executive Officer and reports to the Audit Committee.

As such, this department is responsible for the quality of the risk management systems. The purpose of its continuous oversight is to preserve their integrity and to improve them, in particular by adapting them in light of organisational and environmental changes. It arranges for action to be taken to correct problems that have been identified and to ensure that risks remain within the prescribed limits. It oversees implementation of such action within the divisions.

In parallel, the Sustainable Development department, which reports directly to Eiffage's Chairman and Chief Executive Officer, reviews the mapping of non-financial risks, notably environmental risks, at the Group level. It asks each division to provide an up-to-date list of these risks and to ensure compliance as and when regulations change.

A description of the risks to which the Group is exposed can be found in the "Risk factors" chapter of the reference document.

7.1. Group Risks Committee

The Group Risks Committee has three permanent members: the Chairman and Chief Executive Officer, the Chief Financial Officer and the Head of Internal Audit and Risks. Members of other departments and independent specialists may also attend meetings if need be.

The Committee meets at least once a year to review the main risks. Each main risk is allocated a measurement indicator to monitor its criticality and level of management.

Group risks identified include organisational risks (information systems, etc.), new business and project monitoring, human resources, prevention, procurement, the environment and accounting, management and finance.

The risk mapping process was modified in 2014.

Detailed risk mapping is carried out at division level; the Internal Audit and Risks department then uses this as a basis to conduct its assignments.

7.2. New Business Risks Committee

This Committee was created in 2011 in order to examine and validate the terms and conditions of the Company's commitments when submitting offers with a view to obtaining public procurement contracts, concession agreements or PPPs.

Transactions above 'trigger' thresholds, defined for each of the division's business lines, are reviewed in light of criteria covering all identified risks (financial, organisational, contractual and technical). A detailed risk analysis chart is used to draw up Group's commitment terms and conditions.

The Committee is composed of Eiffage's Chairman and Chief Executive Officer, the Chairman of the relevant division, the Head of Internal Audit and Risks and representatives from the operational departments involved in the projects under review.

The same authorisation procedure is applied to commitments in respect of service concessions and public-private partnerships.

Six meetings were held in 2014 to consider these commitments.

Statutory auditors' report

on the report by the chairman

Year ended 31 December 2014

To the Shareholders

Ladies and Gentlemen,

As the Statutory Auditors of Eiffage and as required by Article L.225-235 of the French Commercial Code, we present to you our report on the report prepared by the Chairman of your company for the financial year ended 31 December 2014 in accordance with the provisions of Article L.225-37 of the French Commercial Code.

The Chairman is required to prepare and submit for approval by the Board of Directors a report describing the internal control and risk management procedures implemented by the Company and providing the other information required by Article L.225-37 of the French Commercial Code relating notably to the system of corporate governance.

It is our duty to:

- inform you of any observations we may have on the information contained in the Chairman's Report on internal control and risk management procedures relating to the preparation and processing of accounting and financial information; and
- attest that the Report contains the other information required by Article L.225-37 of the French Commercial Code, bearing in mind that we are not required to verify the truth and fairness of this other information.

We performed our work in accordance with auditing standards applicable in France.

INFORMATION CONCERNING THE INTERNAL CONTROL AND RISK MANAGEMENT PROCEDURES RELATING TO THE PREPARATION AND PROCESSING OF ACCOUNTING AND FINANCIAL INFORMATION

Auditing standards require that we perform such procedures as will establish the truth and fairness of the information given in the Chairman's Report on internal control and risk management procedures relating to the preparation and processing of accounting and financial information. These procedures consist notably in:

- reviewing the internal control and risk management procedures relating to the preparation and processing of accounting and financial information underpinning the information disclosed in the Chairman's Report, and the existing documentation;
- reviewing the work undertaken to draw up this information and the existing documentation;
- determining if any major deficiencies in the internal control procedures relating to the preparation and processing of accounting and financial information identified as part of our audit were properly disclosed in the Chairman's Report.

On the basis of this work, we have no observation to make concerning the information provided relating to the internal control and risk management procedures applied by the Company for the preparation and processing of accounting and financial information as contained in the report prepared by the Chairman of the Board of Directors, in compliance with the requirements of Article L.225-37 of the French Commercial Code.

OTHER INFORMATION

We certify that the Chairman's Report contains the other information required by Article L.225-37 of the French Commercial Code.

Paris La Défense and Neuilly-sur-Seine, 25 March 2015

The Statutory Auditors

KPMG Audit IS

Baudouin Griton
Partner

PricewaterhouseCoopers Audit

Gérard Morin
Partner

Ordinary and extraordinary General meeting of shareholders of 15 april 2015

Ordinary resolutions:

- Approval of the Company's financial statements for the financial year ended 31 December 2014,
- Approval of the consolidated financial statements for the financial year ended 31 December 2014,
- Allocation of net profit for the financial year and setting of a dividend,
- Statutory Auditors' special report on the regulated agreements and commitments; record of no new agreements,
- Renewal of the appointment of Mr Pierre Berger as a director,
- Renewal of the appointment of Ms Béatrice Brénéol as a director representing employee shareholders,
- Renewal of the appointment of Mr Demetrio Ullastres as a director,
- Renewal of the appointment of Mr Laurent Dupont as a director representing employee shareholders,
- Appointment of Ms Isabelle Salaün as a director to replace Mr Bruno Flichy,
- Opinion on the components of the compensation received by Mr Pierre Berger, Chairman and Chief Executive Officer,
- Authorisation to be given to the Board of Directors to buy back Company shares pursuant to Article L.225-209 of the French Commercial Code *(Code de commerce)*, duration of the authorisation, purpose, terms and conditions, cap.

Extraordinary resolutions:

- Authorisation to be given to the Board of Directors to cancel the Company shares bought back pursuant to Article L.225-209 of the French Commercial Code, duration of the authorisation, cap,
- Delegation of authority to be given to the Board of Directors to increase the capital by the capitalisation of reserves, profits and/or premiums, duration of the delegation, maximum nominal amount of the capital increase, treatment of fractional shares,
- Delegation of authority to be given to the Board of Directors to issue ordinary shares and/or transferable securities giving access to the capital, with the maintenance of preferential subscription rights, duration of the delegation, maximum nominal amount of the capital increase, possibility of offering unsubscribed shares on the market,
- Delegation of authority to be given to the Board of Directors to issue ordinary shares and/or transferable securities giving access to the capital, with the waiver of preferential subscription rights, by virtue of a public offering and/or to remunerate securities received within the framework of a public exchange offer, duration of the delegation, maximum nominal amount of the capital increase, issue price, possibility of limiting the amount of subscriptions or allocating unsubscribed securities,
- Delegation of authority to be given to the Board of Directors to issue ordinary shares and/or transferable securities giving access to the capital, with the waiver of preferential subscription rights, by virtue of an offer of the type referred to in Article L.411-2-II of the French Monetary and Financial Code *(Code monétaire et financier)*, duration of the delegation, maximum nominal amount of the capital increase, issue price, possibility of limiting the amount of subscriptions or allocating unsubscribed securities,
- Authorisation to increase the amount of issues in the event demand exceeds supply,
- Delegation of authority to be given to the Board of Directors to increase the capital by the issue of ordinary shares and/or transferable securities giving access to the capital, within the limit of 10% of the capital, in order to remunerate in-kind contributions of shares or transferable securities giving access to capital, duration of the delegation,
- Delegation of authority to be given to the Board of Directors to increase the capital by the issue of ordinary shares and/or transferable securities giving access to the capital, reserved for members of a company savings plan, with the waiver of preferential subscription rights, pursuant to Articles L.3332-18 *et seq.* of the French Employment Code *(Code du travail)*, duration of the delegation, maximum nominal amount of the capital increase, issue price, possibility of awarding bonus shares pursuant to Article L.3332-21 of the French Employment Code,

- Authorisation to be given to the Board of Directors to grant stock options to employees and/or certain corporate officers of the Company or its affiliates, waiver by the shareholders of their preferential subscription rights, duration of the authorisation, cap, exercise price, maximum validity of stock options,
- Authorisation to be given to the Board of Directors to award existing shares as bonus shares to employees and/or certain corporate officers of the Company or its affiliates, duration of the authorisation, cap, length of vesting periods, particularly in the case of disability, and lock-up periods,
- Extension of directors' terms of office pursuant to the Memorandum and Articles of Association – Amendment of Article 18 of the Memorandum and Articles of Association,
- Inclusion of an Article 20 bis in the Memorandum and Articles of Association allowing for the appointment of advisory members of the Board *(censeurs),*
- Update of Article 30 of the Memorandum and Articles of Association,
- Powers for formalities,

DRAFT RESOLUTIONS

Put to the ordinary general meeting

First resolution

Approval of the Company's financial statements for the financial year ended 31 December 2014

Having heard the reports by the Board of Directors, the Chairman of the Board and the Statutory Auditors on the financial statements for the financial year ended 31 December 2014, the shareholders approve the Company financial statements as at that date, as presented to them, showing a net profit of €285,790,869.

Second resolution

Approval of the consolidated financial statements for the financial year ended 31 December 2014

Having heard the reports by the Board of Directors, the Chairman of the Board and the Statutory Auditors on the consolidated financial statements as at 31 December 2014, the shareholders approve said financial statements as at that date, as presented to them, showing a net profit (Group share) of €275,099,000.

Accordingly, the shareholders give the members of the Board of Directors final discharge for their management over the 2014 financial year.

Third resolution

Allocation of net profit for the financial year and setting of a dividend

Voting on the basis of a proposal by the Board of Directors, the shareholders resolve to allocate the net profit for the financial year ended 31 December 2014 as follows:

Origin	€
- Profit for the year	285,790,869.54
- Retained earnings	3,034,359,200.77
Total	3,320,150,070.31
Allocation	
- Legal reserve	1,133,134.40
- Distribution of a total dividend of €1.20 per share to the 92,271,466 shares	110,725,759.20
- Amount charged to retained earnings	3,208,291,176.71
TOTAL	**3,320,150,070.31**

Shareholders note that the total gross dividend payable on each share is set at €1.20, and that the entire dividend is eligible for the 40% exemption referred to in Article 158-3-2 of the French General Tax Code *(Code général des impôts)*.

The coupon will be detached on 18 May 2015.

The dividend will be paid on 20 May 2015.

If the number of shares entitled to a dividend has changed as compared to the 92,271,466 shares making up the share capital as at 25 February 2015, the total dividend will be adjusted accordingly, and the amount to be allocated to retained earnings will be calculated on the basis of the dividend actually made available for payment.

As required by Article 243 *bis* of the French General Tax Code, the shareholders note that they have been informed that the following dividends and income were distributed for the previous three financial years:

	Income eligible for tax relief		
For financial year	Dividends	Other income distributed	Income not eligible for tax relief
2011	€104,594,557.20 *		
i.e., €1.20 per share	–	–	
2012	€107,326,356.00 *		
i.e., €1.20 per share	–	–	
2013	€110,725,759.20 *		
i.e., €1.20 per share	–	–	

** Including the dividend corresponding to treasury shares, which is not paid and is allocated to retained earnings.*

Fourth resolution

Statutory Auditors' special report on the regulated agreements and commitments and approval of these agreements

Having heard the Statutory Auditors' special report on the regulated agreements and commitments, as presented to them, the shareholders approve the report and the transactions referred to therein.

Fifth resolution

Renewal of the appointment of Mr Pierre Berger as a director

The shareholders resolve to re-appoint Mr Pierre Berger as a director for a term of office of four years, to expire at the close of the general meeting to be held in 2019 to vote on the financial statements for the previous financial year, subject to the condition precedent that the twenty-second resolution is adopted by the shareholders in the form of an extraordinary meeting or, if it is not adopted, for a term of office of three years, to expire at the close of the general meeting to be held in 2018 to vote on the financial statements for the previous financial year.

Sixth resolution

Renewal of the appointment of Ms Béatrice Brénéol as a director representing employee shareholders

The shareholders resolve to re-appoint Ms Béatrice Brénéol as a director representing employee shareholders for a term of office of four years, to expire at the close of the general meeting to be held in 2019 to vote on the financial statements for the previous financial year, subject to the condition precedent that the twenty-second resolution is adopted by the shareholders in the form of an extraordinary meeting or, if it is not adopted, for a term of office of three years, to expire at the close of the general meeting to be held in 2018 to vote on the financial statements for the previous financial year.

Seventh resolution

Renewal of the appointment of Mr Demetrio Ullastres as a director

The shareholders resolve to re-appoint Mr Demetrio Ullastres as a director for a term of office of four years, to expire at the close of the general meeting to be held in 2019 to vote on the financial statements for the previous financial year, subject to the condition precedent that the twenty-second resolution is adopted by the shareholders in the form of an extraordinary meeting or, if it is not adopted, for a term of office of three years, to expire at the close of the general meeting to be held in 2018 to vote on the financial statements for the previous financial year.

Eighth resolution

Renewal of the appointment of Mr Laurent Dupont as a director representing employee shareholders

The shareholders resolve to re-appoint Mr Laurent Dupont as a director representing employee shareholders for a term of office of four years, to expire at the close of the general meeting to be held in 2019 to vote on the financial statements for the previous financial year, subject to the condition precedent that the twenty-second resolution is adopted by the shareholders in the form of an extraordinary meeting or, if it is not adopted, for a term of office of three years, to expire at the close of the general meeting to be held in 2018 to vote on the financial statements for the previous financial year.

Ninth resolution

Appointment of Ms Isabelle Salaün as a director to replace Mr Bruno Flichy

The shareholders resolve to appoint Ms Isabelle Salaün to replace Mr Bruno Flichy, whose term of office is due to expire, for a term of office of four years, to expire at the close of the general meeting to be held in 2019 to vote on the financial statements for the previous financial year, subject to the condition precedent that the twenty-second resolution is adopted by the shareholders in the form of an extraordinary meeting or, if it is not adopted, for a term of office of three years, to expire at the close of the general meeting to be held in 2018 to vote on the financial statements for the previous financial year.

Tenth resolution

Opinion on the components of the compensation received by Mr Pierre Berger, Chairman and Chief Executive Officer

The shareholders, who were consulted in accordance with recommendation 24.3 of the AFEP-MEDEF corporate governance code of June 2013, which the Company uses as a reference document pursuant to Article L.225-37 of the French Commercial Code, express a favourable opinion concerning the components of the compensation due or awarded for the financial year ended 31 December 2014 to Mr Pierre Berger, Chairman and Chief Executive Officer, as presented in the report by the Board of Directors on the resolutions put to the vote at the general meeting.

Eleventh resolution

Authorisation to be given to the Board of Directors to buy back Company shares pursuant to Article L.225-209 of the French Commercial Code

Having taken note of the report by the Board of Directors, the shareholders authorise the Board, for a period of eighteen months from the date of this general meeting, in accordance with Article L.225-209 *et seq.* of the French Commercial Code, to buy back Company shares in one or several transactions at the times it sees fit, within a limit of a number of shares representing 10% of the share capital, as adjusted, if necessary, to take into account any capital increases or reductions that may be carried out during the buyback programme.

This authorisation brings an end to the authorisation given to the Board of Directors by the shareholders under the eleventh resolution of the ordinary general meeting of 16 April 2014.

Shares may be bought back for the following purposes:

- to boost the secondary market or maintain liquidity of the Eiffage share through an investment services provider, within the framework of a liquidity contract and in compliance with the AMAFI Code of Conduct recognised by the AMF;
- to keep the acquired shares and subsequently deliver them in exchange or as payment, within the framework of any external growth operation;
- to ensure coverage of any Company stock option purchase plans and/or bonus share plans (or any similar plans) in favour of employees or corporate officers of the Group or to award shares as part of any company or Group savings plan (or similar plan), as part of a profit-sharing scheme, and/or any other form of allocation of shares to the Group's employees and/or corporate officers;
- to ensure coverage of transferable securities entitling their holders to receive Company shares, within the framework of the applicable regulations;
- to cancel the acquired shares, if necessary, in accordance with the authorisation granted or to be granted by the extraordinary general meeting of shareholders.

The shares may be purchased by any means, including by the purchase of blocks of shares, at any time selected by the Board of Directors.

However, shares may not be bought back by the Company during a takeover bid against the Company.

The Company reserves the right to use options or derivatives, within the limits defined in the applicable regulations.

The maximum purchase price is set at €80 per share. In the event of any transaction affecting the capital, such as the splitting or reverse splitting of shares or the award of bonus shares, the aforementioned amount will be adjusted proportionately (by applying a coefficient reflecting the number of shares composing the capital before the transaction and the number of shares after the transaction).

The maximum amount that can be spent to buy back Company shares is set at €738,171,680.

The shareholders give full powers to the Board of Directors, which shall be entitled to delegate such powers under the conditions laid down by law, to carry out such transactions, define their terms and conditions, enter into any agreements and carry out all formalities.

Put to the extraordinary General meeting

Twelfth resolution

Authorisation to be given to the Board of Directors to cancel the Company shares bought back pursuant to Article L.225-209 of the French Commercial Code

The shareholders, having taken note of the report by the Board of Directors and the report by the Statutory Auditors:

1. Authorise the Board of Directors to unilaterally decide to cancel, in one or several transactions, the shares the Company holds or may hold after buying them back in accordance with Article L.225-209 of the French Commercial Code, and to reduce the share capital accordingly, in accordance with the applicable laws and regulations, within a limit of 10% of the capital as calculated on the date of the decision to cancel, after deducting any other shares cancelled over the past twenty-four months,

2. Set the validity of this authorisation at twenty-four months from the date of this general meeting, i.e., 14 April 2017,

3. Grant the Board of Directors full powers to do anything necessary to carry out such cancellations and the corresponding share capital reductions, amend the Company's Memorandum and Articles of Association accordingly, and complete all necessary formalities.

Thirteenth resolution

Delegation of authority to be given to the Board of Directors to increase the capital by the capitalisation of reserves, profits and/or premiums

The shareholders, voting in accordance with the quorum and majority conditions applying to ordinary general meetings, having taken note of the report by the Board of Directors, and pursuant to Articles L.225-129-2 and L.225-130 of the French Commercial Code:

1. Delegate authority to the Board of Directors to decide to increase the share capital, in one or several transactions, at the times and in accordance with the terms and conditions to be defined by it, by the capitalisation of reserves, profits, premiums or any other sums that can be capitalised, by issuing and allocating bonus shares, by raising the par value of issued ordinary shares, or by a combination of these methods.

2. Resolve that if the Board of Directors uses this delegation of authority, in accordance with Article L.225-130 of the French Commercial Code, if the capital is increased by the allocation of bonus shares any rights corresponding to fractions of shares will not be negotiable or transferable and the title thereto will be sold; the proceeds of the sale will be allocated to the holders of said rights within the time period provided in the regulations.

3. Resolve that this delegation shall remain valid for twenty-six months from the date of this meeting.

4. Resolve that the nominal value of the capital increases that may be carried out by virtue of this delegation of authority shall not exceed €80 million, which maximum amount does not factor in the value of any additional shares that may need to be issued to preserve the rights of holders of securities giving access to the capital, in accordance with the law.

This maximum amount shall apply independently of any other maximum amounts set in the other resolutions adopted by the shareholders at this meeting.

5. Resolve that the Board of Directors shall have full powers, with the right to sub-delegate to the Chairman and Chief Executive Officer, to implement this resolution and, more generally, to take all measures and carry out all formalities necessary to properly carry out each capital increase, record the completion thereof and amend the Memorandum and Articles of Association accordingly.

6. Take note that this delegation of authority cancels and supersedes any unused fraction of any earlier authorisation with the same purpose, with effect from the date hereof.

Fourteenth resolution

Delegation of authority to be given to the Board of Directors to issue ordinary shares and/or transferable securities giving access to the capital, maintaining preferential subscription rights

The shareholders, having taken note of the report by the Board of Directors and the special report by the Statutory Auditors, and pursuant to Articles L.225-129 *et seq.* and L.228-91 *et seq.* of the French Commercial Code:

1. Delegate authority to the Board of Directors, with the right to sub-delegate under the conditions laid down by law, to decide on and carry out, in one or several transactions, in the proportions and at the times it sees fit, in France or elsewhere, in euros, a foreign currency or units of account set by reference to a number of different currencies, the issue of Company shares or securities that immediately or subsequently give access to the Company's capital, maintaining the shareholders' preferential subscription rights. These shares and securities may be subscribed in cash or by the set-off of due and liquid receivables.

2. Resolve as follows:

- The nominal value of the capital increases that may be carried out immediately or in the future by virtue of this delegation of authority shall not exceed €150 million, or the equivalent thereof in the event of issues in other currencies or units of account. If appropriate, the nominal value of any additional shares that need to be issued to preserve the rights of holders of securities giving access to the capital, in accordance with the applicable legal and regulatory provisions and with any specific contractual clauses providing for other adjustments, shall be added to this amount. The nominal value of any capital increases that may be carried out pursuant to resolutions fifteen, sixteen or eighteen will be factored in when calculating compliance with this maximum amount.
- The maximum aggregate nominal value of issues of securities representing claims against the Company and giving access to the capital shall not exceed €1.5 billion or the equivalent thereof in the event of issues in other currencies or units of account. The nominal value of securities representing claims giving access to the capital that may be issued pursuant to resolutions fifteen, sixteen or eighteen will be factored in when calculating compliance with this maximum amount.

3. Resolve that the shareholders may exercise their preferential subscription rights for the shares to which they are entitled by way of right, under the conditions laid down by law. Moreover, the Board of Directors shall be entitled to grant shareholders the right to subscribe for additional securities, over and above the number to which they are entitled by way of right, in proportion to their subscription rights and, at all times, within the limit of their application.

In the event subscriptions by way of right and subscriptions for additional shares or securities, if any, do not account for the full number of shares or securities on offer, as defined above, the Board may choose one or more of the following lines of action, in any order it considers appropriate:

- limit the issue to the amount of subscriptions received, subject to any further limits laid down in the applicable regulations,
- allocate all or some of the unsubscribed securities as it sees fit,
- offer all or some of the unsubscribed securities to the market.

4. Resolve that in the event of the issue of subscription warrants for Company shares in accordance with the maximum limit specified in the second paragraph above, cash subscriptions may be accepted under the terms and conditions specified above or warrants may be awarded to the holders of existing shares, in bonus form.

5. Note and resolve, for all useful purposes, that this delegation of authority shall automatically entail the waiver by the shareholders, in favour of the holders of securities giving access to the Company's capital, of their preferential subscription rights for the shares that may be obtained via these securities.

6. Resolve that the sum paid or owing to the Company for each of the shares issued by virtue of this delegation of authority, less the issue price of any individual subscription warrants that may be issued, shall be at least equal to the nominal value of the shares.

7. Resolve that the Board of Directors shall have full powers, with the right to sub-delegate under the conditions laid down by law, to make use of this authorisation and, more specifically, to define the dates and characteristics of the issues, and the form and characteristics of the securities to be issued, determine the issue price and define the terms and conditions of the issues, determine the amounts to be issued, determine the

date from which the issued securities will have rights attached, which may be retroactive, determine the method of payment of the shares and other securities issued and the terms and conditions under which such securities will entitle their holders to Company shares and also, if need be, define the terms and conditions under which they may be bought back on the financial markets and cancelled, provide for the possible suspension of the rights to receive shares attached to the securities to be issued, and determine procedures to ensure that the rights of the holders of securities subsequently giving access to the share capital will be protected, all of the above in compliance with all the applicable laws, regulations and contractual provisions.

Moreover, the Board of Directors or the Chairman and Chief Executive Officer may, if need be, charge any amounts against the issue premium(s), including notably costs, taxes and fees incurred to carry out the issues, and may more generally take any necessary action and enter into any arrangements to complete the planned issues, record the capital increase(s) resulting from any issue carried out by virtue of this authorisation, and amend the Memorandum and Articles of Association accordingly.

In the event of the issue of debt securities, the Board of Directors shall have full powers to, *inter alia,* decide whether they are subordinated, and define the interest rate, maturity, redemption price, terms and conditions of repayment and the conditions under which they may entitle their holders to Company shares.

8. Resolve that this delegation of authority cancels and supersedes any unused fraction of any similar earlier delegation.

This delegation granted to the Board of Directors shall remain valid for a period of twenty-six months from the date of this general meeting.

Fifteenth resolution

Delegation of authority to be given to the Board of Directors to issue ordinary shares and/or transferable securities giving access to the capital, with the waiver of preferential subscription rights, by virtue of a public offering

The shareholders, having taken note of the report by the Board of Directors and the special report by the Statutory Auditors, and in accordance with the French Commercial Code and, more specifically, Article L. 225-136 thereof:

1. Delegate to the Board of Directors, with the right to sub-delegate under the conditions laid down by law, authority to issue, in one or several transactions, in the proportions and at the times decided by it, on the French and/or international markets, by means of a public offering in euros or in a foreign currency or in any unit of account determined by reference to a basket of currencies:

- ordinary shares,
- and/or securities immediately or subsequently giving access to the Company's ordinary shares at any time or on a set date, by means of a subscription, conversion, exchange, redemption, presentation of a warrant or any other means.

These securities may be issued to remunerate securities contributed to the Company within the framework of a public exchange offer meeting the conditions laid down in Article L.225-148 of the French Commercial Code.

2. Set the validity of this delegation of authority at twenty-six months from the date of this general meeting.

3. The nominal amount of the capital increases carried out immediately and/or subsequently pursuant to this delegation of authority may not exceed €35,775,452. If appropriate, the nominal value of any additional shares that need to be issued to preserve the rights of holders of securities giving access to the capital, in accordance with the applicable legal and regulatory provisions and with any specific contractual clauses providing for other adjustments, shall be added to this amount.

This amount will be factored in when calculating the maximum capital increase specified in the fourteenth resolution.

The maximum aggregate nominal value of issues of securities representing claims against the Company and giving access to the capital shall not exceed €1.5 billion or the equivalent thereof in the event of issues in other currencies or units of account.

This amount will be factored in when calculating the aggregate nominal value of issues of transferable securities representing claims against the Company and giving access to the capital specified in the fourteenth resolution.

4. Resolve to waive the preferential subscription rights of shareholders to the ordinary shares and transferable securities giving access to the capital covered by this resolution; nevertheless, the shareholders authorise the Board of Directors to grant the shareholders a priority right as provided by law.

5. Resolve that the sum reverting or that should revert to the Company for each of the ordinary shares issued by virtue of this delegation of authority, less the issue price of any individual subscription warrants that may be issued, shall be at least equal to the minimum required by the applicable laws and regulations at the time the Board of Directors implements this delegation of authority.

6. Resolve, in the event of the issue of securities to remunerate securities contributed within the framework of a public exchange offer, that the Board of Directors is granted the necessary authority, in accordance with the conditions laid down by Article L.225-148 of the French Commercial Code and within the limits stipulated above, to draw up a list of the securities contributed within the framework of the exchange, determine the issue conditions, the exchange parity and, if applicable, the cash balance to be paid, and to determine the practical terms and conditions of the issue.

7. Resolve that in the event the subscriptions do not account for the entire issue referred to in subsection 1, the Board may decide to proceed as follows:

- limit the issue to the amount of subscriptions received, subject to any further limits laid down in the applicable regulations,
- allocate all or some of the unsubscribed securities as it sees fit.

8. Resolve that the Board of Directors shall have full powers, with the right to sub-delegate under the conditions laid down by law, within the limits stipulated above, to determine *inter alia* the conditions of the issue or issues, as applicable, record completion of the resulting capital increases, amend the Memorandum and Articles of Association accordingly, unilaterally decide to charge the costs of the capital increases against the corresponding premiums and draw from the premiums any amounts necessary to bring the legal reserve up to one-tenth of the new share capital after each capital increase and, more generally, do whatever is necessary.

9. Take note that this delegation of authority cancels and supersedes any earlier delegation with the same purpose.

Sixteenth resolution

Delegation of authority to be given to the Board of Directors to issue ordinary shares and/or transferable securities giving access to the capital, with the waiver of preferential subscription rights, by virtue of an offer of the type referred to in Article L.411-2-II of the French Monetary and Financial Code

The shareholders, having taken note of the report by the Board of Directors and the special report by the Statutory Auditors, and in accordance with the French Commercial Code and, more specifically, Article L.225-136 thereof:

1. Delegate to the Board of Directors, with the right to sub-delegate under the conditions laid down by law, authority to issue, in one or several transactions, in the proportions and at the times decided by it, on the French and/or international markets, by means of an offer of the type referred to in Article L.411-2-II of the French Monetary and Financial Code, in euros or in a foreign currency or in any unit of account determined by reference to a basket of currencies:

- ordinary shares,
- and/or securities immediately or subsequently giving access to the Company's ordinary shares at any time or on a set date, by means of a subscription, conversion, exchange, redemption, presentation of a warrant or any other means.

2. Set the validity of this delegation of authority at twenty-six months from the date of this general meeting.

3. The nominal amount of the capital increases carried out immediately and/or subsequently pursuant to this delegation of authority may not exceed €35,775,452, and also may not exceed 20% of the capital per annum.

If appropriate, the nominal value of any additional shares that need to be issued to preserve the rights of holders of securities giving access to the capital, in accordance with the applicable legal and regulatory provisions and with any specific contractual clauses providing for other adjustments, shall be added to this amount.

This amount will be factored in when calculating the maximum capital increase specified in the fourteenth resolution.

The maximum aggregate nominal value of issues of securities representing claims against the Company and giving access to the capital shall not exceed €1.5 billion or the equivalent thereof in the event of issues in other currencies or units of account.

This amount will be factored in when calculating the aggregate nominal value of issues of securities representing claims against the Company and giving access to the capital specified in the fourteenth resolution.

4. Resolve to waive the preferential subscription rights of shareholders to the ordinary shares and transferable securities giving access to the capital pursuant to this resolution.

5. Resolve that the sum reverting or that should revert to the Company for each of the ordinary shares issued by virtue of this delegation of authority, less the issue price of any individual subscription warrants that may be issued, shall be at least equal to the minimum required by the applicable laws and regulations at the time the Board of Directors implements this delegation of authority.

6. Resolve that in the event the subscriptions do not account for the entire issue as defined in subsection 1, the Board may decide to proceed as follows:

- limit the issue to the amount of subscriptions received, subject to any further limits laid down in the applicable regulations;
- allocate all or some of the unsubscribed securities as it sees fit.

7. Resolve that the Board of Directors shall have full powers, with the right to sub-delegate under the conditions laid down by law, within the limits stipulated above, to determine *inter alia* the conditions of the issue or issues, as applicable, record completion of the resulting capital increases, amend the Memorandum and Articles of Association accordingly, unilaterally decide to charge the costs of the capital increases against the corresponding premiums and draw from the premiums any amounts necessary to bring the legal reserve up to one-tenth of the new share capital after each capital increase and, more generally, do whatever is necessary.

8. Take note that this delegation of authority cancels and supersedes any earlier delegation with the same purpose.

Seventeenth resolution

Authorisation to increase the amount of issues in the event demand exceeds supply

The shareholders, having taken note of the report by the Board of Directors and the special report by the Statutory Auditors, and in application of Article L.225-135-1 of the French Commercial Code:

Authorise the Board of Directors, with the right to sub-delegate in accordance with the conditions laid down by law, to increase the number of securities to be issued in the event of issues of ordinary shares or transferable securities giving access to the capital, with the maintenance or waiver of preferential subscription rights, decided pursuant to the fourteenth, fifteenth and sixteenth resolutions, within a limit of 15% of the number of securities in the initial issue, under the terms and conditions laid down by the applicable laws and regulations at the time of the issue, on the understanding that the issue price shall be the price determined for the initial issue.

The nominal value of the issue increase(s) decided by virtue of this resolution shall comply with the maximum amounts stipulated in the delegation of authority pursuant to which the initial issue was decided. This authorisation shall remain valid for twenty-six months from the date of this general meeting.

Eighteenth resolution

Delegation of authority to be given to the Board of Directors to increase the share capital by up to 10%, in order to remunerate in-kind contributions of shares or transferable securities giving access to the capital

The shareholders, having taken note of the report by the Board of Directors and the special report by the Statutory Auditors, and within the framework of paragraph 6 of Article L.225-147 of the French Commercial Code and in accordance with Article L.228-91 *et seq.* of the same Code, delegate to the Board of Directors, for twenty-six months from the date of this general meeting, authority to issue shares and securities giving immediate and/or subsequent access to the Company's capital, within a limit of 10% of the share capital at the time of the issue, in order to remunerate in-kind contributions made to the Company consisting of shares or securities giving immediate or subsequent access to its capital, when the provisions of Article L.225-148 of the French Commercial Code do not apply.

The shareholders take note that the resolution to issue securities giving access to the Company's capital shall automatically entail the waiver by the shareholders of their preferential subscription rights for the shares that may be obtained through the securities.

The total nominal amount of the capital increase(s) arising from the issues carried out by virtue of this delegation of authority shall be factored in when calculating the maximum capital increase specified in the fourteenth resolution above.

The shareholders specify that, as required by the law, if the Board of Directors makes use of this resolution it shall base any decisions on a report by one or more contributions auditors, as described in Article L.225-147 of the French Commercial Code.

The shareholders resolve that the Board of Directors shall have full powers to act under this delegation of authority, with the right to sub-delegate under the conditions laid down by law, and, in particular, to approve the valuation of the contributed assets, record completion of the contributions, charge all related costs, expenses and other charges against the premiums, increase the share capital and amend the Memorandum and Articles of Association accordingly.

The shareholders take note that this delegation of authority cancels and supersedes any earlier delegation with the same purpose.

Nineteenth resolution

Delegation of authority to be given to the Board of Directors to increase the share capital by the issue of shares and/or transferable securities giving access to the capital, reserved for members of a company savings plan, with the waiver of preferential subscription rights, pursuant to Articles L.3332-18 *et seq.* of the French Employment Code *(Code du travail)*

The shareholders, having taken note of the report by the Board of Directors and the special report by the Statutory Auditors, authorise the Board of Directors, with the right to sub-delegate under the conditions laid down by law, in application of Articles L.225-129-2 to L.225-129-6 and L.225-138-1 of the French Commercial Code and Article L.3332-18 *et seq.* of the French Employment Code, to unilaterally decide to increase the share capital on one or more occasions, by the issue of new shares or securities giving immediate or subsequent access to the Company's capital, within a limit of a maximum nominal value of €15 million, which amount will apply independently of any other maximum set in any delegation of authority to increase the capital.

The employees who will be entitled to benefit from the capital increase or increases authorised hereby are employees of the Company and/or its affiliates within the meaning of Article L.225-180 of the French Commercial Code and Article L.3344-1 of the French Employment Code who have subscribed to a company savings plan *(plan d'épargne d'entreprise).*

The subscription price shall be set by the Board of Directors, in accordance with the conditions and the limits laid down in the applicable laws and regulations. The Board of Directors may, at its sole discretion, allocate shares or other securities giving immediate or subsequent access to the Company's capital, including equity warrants, in accordance with the provisions set out below, to replace all or part of the discount granted as calculated on the basis of the average opening prices for the Company's share on Euronext Paris over the twenty trading days prior to the date of the decision setting the subscription period.

The shareholders resolve that the Board of Directors may decide to award existing or new bonus shares or securities (including equity warrants) giving access to the Company's capital, on the understanding that the total benefit deriving from the award in terms of the Company's contribution and/or the discount on the subscription price, as the case may be, may not exceed the limits laid down in the laws and regulations.

The shareholders resolve that the characteristics of the other securities giving access to the Company's capital shall be defined by the Board of Directors in accordance with the regulations.

The shareholders resolve to cancel the preferential subscription rights of shareholders to any shares or securities issued by virtue of this authorisation, in favour of the beneficiaries of the capital increase(s) authorised by this resolution; moreover, the shareholders waive all rights to any shares or securities that may be allotted as bonus shares or securities by virtue of this resolution.

Within the limits and under the terms and conditions defined above, and if applicable in compliance with the rules governing the company savings plans, the shareholders also grant the Board of Directors, with the right to sub-delegate under the conditions laid down by law, full powers to define all the terms and conditions of such operations and, more specifically, to:

- determine the companies whose employees are eligible for the subscription offer;
- set the terms and conditions of the issues to be made by virtue of this authorisation, including the price, the date from which issued securities shall have rights attached, and the terms and conditions of payment of the securities and, if appropriate, apply for their admission to listing on any market it deems appropriate;
- define the minimum length of service required for employees to be eligible for the subscription offer;
- set the amount of the issue and the subscription opening and closing dates;

- set the deadline by which subscribers must pay for their shares, subject to a limit of three years;
- record completion of the capital increase on the basis of the amount of shares actually subscribed;
- charge the costs of the operations and the amount to be transferred to the legal reserve to bring it up to one-tenth of the new share capital against the premiums relating to the capital increases;
- take any action necessary to complete the capital increases, carry out the relevant formalities, including those necessary to list the newly issued shares, and amend the Memorandum and Articles of Association as necessary to record such capital increases.

This authorisation shall remain valid for twenty-six months from the date of this general meeting, and cancels and supersedes any unused portion of any similar earlier delegation of authority.

Twentieth resolution

Authorisation to be given to the Board of Directors to grant stock options to employees and/or certain corporate officers

The shareholders, having taken note of the report by the Board of Directors and the special report by the Statutory Auditors, and in accordance with Article L.225-179 *et seq.* of the French Commercial Code:

- Authorise the Board of Directors to grant, on one or more occasions, designated employees and corporate officers of the Company and companies or groupings affiliated to it under the conditions referred to in Article L.225-180 of the French Commercial Code, stock options entitling their holders to purchase existing Company shares that have been bought back under the terms and conditions laid down by law.

The purchase price of the shares shall be set on the day the options are granted by the Board of Directors, in accordance with the applicable legal and regulatory provisions, but shall not be less than the average of the prices quoted on the twenty trading days preceding the award of the options. The price may only be modified if the Company carries out one of the financial transactions or corporate actions provided by law during the granted options' exercise period. In that case, the Board of Directors shall adjust the number and price of the shares concerned by the options, in accordance with the regulations, to take into account the consequences of the transaction or corporate action. In such an event it may also temporarily suspend the right to exercise the options until completion of the transaction or corporate action, if it considers this necessary.

The total number of options that will be granted by the Board of Directors by virtue of this authorisation may not result in rights to purchase more than 1,000,000 shares. This maximum amount does not include any adjustments that may be made in accordance with the applicable laws and regulations. The total number of options that may be granted to the Company's executive officers may not result in the purchase of more than 250,000 of these 1,000,000 shares, and such options may only be exercised if one or more performance-related conditions are satisfied. The options may be exercised during a ten-year period from the date they are granted, although the Board of Directors shall have full powers to set a shorter time period.

This authorisation shall remain valid for thirty-eight months from the date of this general meeting.

- Grant the Board of Directors full powers, within the limits defined above:
  - to determine the characteristics of the options, define the terms and conditions under which they will be granted, including performance-related conditions, and designate their beneficiaries;
  - to set the period of validity of the options to purchase shares; and
  - to define the terms and conditions under which the price and number of shares may be adjusted to take account of any financial transactions carried out by the Company;
  - all of the above in compliance with the laws and regulations applicable at the time the options are granted.

As required by the applicable legal and regulatory provisions, the Board of Directors shall report every year to the ordinary general meeting on the operations carried out pursuant to this resolution.

Twenty-first resolution

Authorisation to be given to the Board of Directors to award existing shares as bonus shares to employees and/or certain corporate officers

The shareholders, having taken note of the report by the Board of Directors and the special report by the Statutory Auditors, authorise the Board of Directors to award, in one or several transactions, in accordance with Articles L.225-197-1 and L.225-197-2 of the French Commercial Code, existing ordinary Company shares to:

- employees of the Company or of companies directly or indirectly affiliated to it within the meaning of Article L.225-197-2 of the French Commercial Code;
- and/or corporate officers who satisfy the conditions laid down in Article L.225-197-1 of the French Commercial Code.

The total number of shares awarded as bonus shares may not exceed 1,000,000, and the total number of shares that may be awarded to the Company's executive officers may not exceed 250,000 of these 1,000,000 shares and will be subject to one or more performance-related conditions.

The award of shares to their recipients will become final at the end of a vesting period of a length to be determined by the Board of Directors, but which may not be less than the minimum period laid down by law. The recipients must keep their shares for a period determined by the Board of Directors, but which may not be less than any minimum period laid down by law. The vesting and lock-up periods combined must not be less than any minimum period laid down by law.

However, in the event the vesting period for all or part of one or more share awards is at least four years, the shareholders authorise the Board of Directors not to impose a lock-up period for these shares.

By way of an exception, the award of shares will become final before the end of the vesting period for any recipient if that recipient has a category-two or -three disability as referred to in Article L.341-4 of the French Social Security Code *(Code de la sécurité sociale)*.

Full powers are granted to the Board of Directors, with the right to sub-delegate in accordance with the conditions laid down by law, in order to:

- determine the conditions and, if appropriate, the criteria for the award of shares;
- determine the identity of the recipients and the number of shares awarded to each of them;

When applicable:

- arrange for the acquisition of shares needed within the framework of the share buyback programme, and allocate them to the bonus share plan;
- take all appropriate measures to ensure that the recipients comply with any obligation to keep their shares;
- determine the impact on recipients' rights of transactions that modify the share capital or that may affect the value of the awarded shares that take place during the vesting periods and, as a result thereof, accordingly modify or adjust as necessary the number of shares awarded in order to preserve the recipients' rights;
- and, generally, do everything necessary to implement this authorisation, in accordance with the applicable laws.

This authorisation is granted for a period of thirty-eight months from the date of this general meeting.

It cancels and supersedes any earlier authorisation with the same purpose.

Twenty-second resolution
Extension of the directors' terms of office – Amendment of Article 18 of the Memorandum and Articles of Association

The shareholders, having taken note of the report by Board of Directors, resolve:

- to raise from three to four years the term of office of all directors appointed at this and all subsequent general meetings, although the term of office of any director previously appointed will remain unchanged;
- to accordingly review the wording of the provisions of the Memorandum and Articles of Association concerning the right to organise staggered terms of office;
- to accordingly amend as follows paragraphs 1 and 2 of Article 18 of the Memorandum and Articles of Association, with the rest of the Article remaining unchanged:

"Directors are appointed for a term of four years, subject to the exception contained in the following paragraph.

For the sole purpose of enabling the composition of the Board of Directors to be partially renewed every year, the ordinary general meeting of shareholders may, by way of an exception, appoint one or more directors for a term of one, two or three years. In that case, the Board shall draw lots to select the members concerned by the proposal to be put to the general meeting to approve a term of office of less than four years."

Twenty-third resolution
Inclusion in the Memorandum and Articles of Association of an Article 20 bis allowing for the appointment of advisory Board members *(censeurs)*

The shareholders, having heard the report by the Board of Directors, resolve:

- to authorise the Board of Directors to appoint one or more advisory Board members;
- to accordingly add a new article 20 *bis,* worded as follows, to the Company's Memorandum and Articles of Association:

"Article 20 bis: Advisory Board members **(censeurs)**

Members of the Board of Directors may appoint one or more advisory Board members, who may be individuals or legal entities and who may but need not be shareholders. Any legal entity that is appointed as an advisory Board member must appoint a permanent representative.

No more than three advisory Board members may be appointed.

They shall be appointed for a four-year term of office. Their term of office shall expire at the end of the general meeting called to vote on the financial statements for the previous financial year, held in the year in which the term of office is due to expire.

Advisory Board members may be reappointed any number of times, and may be removed from office at any time by the Board of Directors, in which case they shall not be entitled to any compensation.

Advisory Board members shall be invited to attend all Board meetings and shall participate in an advisory capacity. They shall have the same rights to information and documents as the directors. They shall be bound by the same confidentiality obligations as the directors.

The Board of Directors may decide to remunerate the advisory Board members, using part of the board fees allocated to the directors.

Advisory Board members are responsible for verifying compliance with the Memorandum and Articles of Association and the applicable laws and regulations, and for issuing any opinions they consider appropriate. They may sit on Board committees.

Advisory Board members may not interfere in the management of the Company under any circumstances or, more generally, replace any of the Company's statutory bodies."

Twenty-fourth resolution

Update of Article 30 of the Memorandum and Articles of Association

The shareholders, having heard the report by the Board of Directors, resolve to update the Articles of Association in order to bring them into line with:

- Article R.225-85 of the French Commercial Code, as amended by Decree no. 2014-1466 of 8 December 2014, and to accordingly amend the first paragraph of Article 30 of the Memorandum and Articles of Association as follows:

"The right to attend general meetings of shareholders is conditional upon registration in a securities account in the name of the shareholder or the intermediary registered to act on the shareholder's behalf, no later than the second business day before the general meeting at midnight Paris time, either in the registered share accounts kept by the Company or in the bearer share accounts kept by the authorised intermediary."

- Article L.225-123, as amended by Act no. 2014-384 of 29 March 2014, and to accordingly amend the last paragraph of Article 30 of the Memorandum and Articles of Association as follows:

"Voting rights attached to shares shall be determined in accordance with Article L.225-123 of the French Commercial Code."

The rest of the article shall remain unchanged.

Twenty-fifth resolution

Powers for formalities

The shareholders grant full powers to the bearer of an original, copy or excerpt of these resolutions, in order to carry out all filings and publication formalities as required by law.

Social and environmental data

The Eiffage annual sustainable development report meets the requirements of articles L.225-102-1, R.225-104 and R.225-105 of the French Commercial Code. It represents the Group's response to implementation decree 2012-557 of 24 April 2012 concerning social and environmental data transparency requirements for companies.

The decree's application thresholds for 2014 require the publication of CSR data for the Group and its divisions, and for APRR SA, AREA SA and Clemessy SA. It should be noted that the actions and policies applicable to the Group scope include the scope of the subsidiaries.

1. GENERAL INFORMATION

The sustainable development report was reorganised in 2014 and is now available in different formats:

- a report in strict accordance with regulatory requirements is published together with the annual report and the financial report submitted to the AMF;
- a new website, *Eiffage sustainable development*, which can be accessed from Eiffage's general website, offers an expanded digital version of the sustainable development report and describes, in detail and with numerous examples, the Group's employment, social and environmental policies and commitments, the actions and reviews implemented during the previous year and the overall objectives defined for the following year;
- special theme guides and operations fact sheets describing exemplary actions or achievements supplement these elements.

The report covers the initiatives implemented by the Group during the current year, as well as in previous years where relevant. Social and environmental performance indicators are reported exhaustively in this document, and compared with the values for the two preceding years where possible. The accounting period for the indicators is the calendar year.

A methodology note concerning reporting of qualitative and quantitative data is available at the end of the report (see section 7.1 Sustainable development reporting methodology note).

2. IMPLEMENTATION OF THE GLOBAL COMPACT

Eiffage has been a participant in the Global Compact since 2005, renewing its commitment each year in an official letter to the United Nations Secretary General. This letter, the "Communication on Progress", details all Group actions aimed at achieving the objectives defined in accordance with the principles of the Global Compact.

Principles of the Global Compact			EIFFAGE response	Pages
Human rights	**1**	Support and respect the protection of internationally proclaimed human rights	**Group values**	228
			Social information / Employment – Labour relations – Health and safety – Training and education – Equal treatment	228 to 240
			Ethics & Commitments guide	Website
	2	Make sure not to be complicit in human rights abuses	**Group values**	228
			Ethics & Commitments guide	Website
Labour standards	**3**	Uphold freedom of association and the effective right to collective bargaining	**Group values**	228
			Social information / Labour relations	233
			Ethics & Commitments guide	Website
	4	Support the elimination of all forms of forced and compulsory labour	**Group values**	228
			Ethics & Commitments guide	Website
	5	Support the effective abolition of child labour	**Group values**	228
			Ethics & Commitments guide	Website
	6	Eliminate discrimination in respect of employment and occupation	**Group values**	228
			Social information / Employment – Labour relations – Health and safety – Training and education – Equal treatment	228 to 240
			Ethics & Commitments guide	Website
Environment	**7**	Support a precautionary approach to environmental challenges	**Strategy /** Building differently, strategy for sustainable development – Reducing our ecological footprint	94 to 103
			Environmental information / General policy – Conserving resources – Climate change – Protecting biodiversity	240 to 251
			Ethics & Commitments guide	Website
	8	Undertake initiatives to promote greater environmental responsibility	**Strategy /** Building differently, strategy for sustainable development – Reducing our ecological footprint / Preparing for the future	94 to 103
			Environmental information / General policy – Conserving resources – Climate change – Protecting biodiversity	240 to 251
			Information concerning social commitments in support of sustainable development / Relations with subcontractors and suppliers	253
			Ethics & Commitments guide	Website
	9	Encourage the development and diffusion of environmentally friendly technologies	**Strategy /** Building differently, strategy for sustainable development – Reducing our ecological footprint / Preparing for the future	94 to 103
			Environmental information / General policy – Conserving resources – Climate change – Protecting biodiversity	240 to 251
			Ethics & Commitments guide	Website
Anticorruption	**10**	Work against corruption in all its forms, including extortion and bribery	**Information concerning social commitments in support of sustainable development /** Fair business practices	253
			Ethics & Commitments guide	Website

Learn more
www.eiffage.com and **www.unglobalcompact.org**

3. GROUP VALUES

The "Charter of Values and Objectives" forms the foundation that unites Eiffage entities – familiar to all employees since 1991 – and sets out the Group's intangible principles: customer satisfaction, respect owed to employees, balanced relations with shareholders and acknowledgement of stakeholder expectations (partners, suppliers and subcontractors, public authorities, associations, local residents, etc.).

Particular emphasis is given to the following values:
- *responsibility* towards employees and management, and towards customers and partners;
- *trust* in every employee, between the Group's business lines, between operational staff and support functions;
- *transparency*, indispensable to the values of trust and responsibility, the basis for the whistleblowing responsibility of every employee and warranting strengthened audit and control procedures as well as the assistance that every employee must provide them;
- *leadership by example;*
- *respect* owed to customers, employees, suppliers and every partner;
- *prohibition* of *conflicts of interest* and moderation in operating expenditures and reimbursement of expenses;
- *lucidity* concerning the growth and growth prospects of Eiffage's markets;
- *courage* and *tenacity*, values necessary to weathering periods of slower business.

In 2011, the fundamental elements of Eiffage's ethical approach were compiled in the "Ethics and Commitments Guide" available on the Group website. It details each individual's rights and responsibilities, as well as the Group's commitments to stakeholders and in specific areas, such as sustainable development and the environment.
In joining the Global Compact, Eiffage committed to take into account, disseminate and promote the major UN principles: respect for freedom of association and effective recognition of the right to collective bargaining, elimination of all forms of forced and compulsory labour, effective abolition of child labour and elimination of discrimination in employment and occupation.
In addition, almost every country in which the Group does business has ratified the fundamental conventions of the International Labour Organization (ILO). Eiffage is therefore fully committed to compliance with these rules:
- forced labour (C29 – C105);
- child labour (C138 – C182);
- discrimination (C100 – C111);
- freedom of association and right to organise (C87 – C98).

Learn more
Ethics & Commitments Guide at www.eiffage.com

4. SOCIAL INFORMATION

4.1. Employment

Despite a context of weak growth in recent years, the Group seeks to maintain a dynamic employment policy – via intra-group mobility – and promotes training, from partnerships with young people in basic education through to employment integration initiatives. To support the Group in its transformations, the divisions' recruitment and employment strategies seek to diversify methods and profiles, based on employment and expertise planning and agreements, generational contract agreements and action plans, training plans and mobility charters.

The divisions' Employment policies are organised around shared priorities, namely:
- deploy a recruitment policy suited to the company's needs;
- support changes in the business lines and adapt to technical, technological and organisational changes to ensure the employability of staff;
- support employees' internal mobility efforts by implementing information campaigns and mobility guides and systematically posting opportunities to the Group's job boards. The human resource departments are also committed to improving the practical conditions of mobility, such as the trial period, assistance in finding housing, covering the financial costs of moving, support for acquiring new skills, assistance in seeking spousal employment, or payment of a temporary allowance to assist in organising a possible transition period;
- seek solutions that are not detrimental to employees in case of a short-term slowdown in business. Regional entities can pool skills to enable the loan of personnel or the creation of bridges between business lines;
- implement the Group's commitments with regard to equal opportunity and diversity;
- support individuals who are lacking suitable employment skills.

In addition, a shared IT tool at Group level helps limit the use of temporary workers to those situations where no internal solution exists.

Learn more
Additional information is available in the Sustainable Development section of the website
www.eiffage.com

4.1.1. Workforce

82% of the workforce are employees of French entities and **98%** employees of European entities.

Workforce at 31/12/2014

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Total managers	2012	536	2,439	3,110	768	2,343	23	254	9,473
	2013	544	2,508	3,113	773	2,379	36	266	9,619
	2014	547	2,515	3,118	780	2,415	46	278	9,699
Total technical, clerical and supervisory staff	2012	1,939	2,195	7,402	1,520	4,640	54	108	17,858
	2013	1,932	1,986	7,408	1,511	4,583	61	106	17,587
	2014	1,890	1,886	7,372	1,486	4,493	71	102	17,300
Total blue-collar workers	2012	1,579	6,399	8,723	2,143	10,890	0	0	29,734
	2013	1,475	6,077	8,250	2,057	10,497	0	0	28,356
	2014	1,427	5,608	7,689	1,965	9,813	0	0	26,502
Total workforce	2012	4,054	11,033	19,235	4,431	17,873	77	362	57,065
	2013	3,951	10,571	18,771	4,341	17,459	97	372	55,562
	2014	3,864	10,009	18,179	4,231	16,721	117	380	53,501

International		Germany	Benelux	Spain	Poland	Other Europe	Senegal
Total	2012	3,068	3,036	1,850	NC	NC	NC
	2013	3,213	3,391	2,103	917	817	1,104
	2014	3,285	3,395	2,284	837	758	1,315

Other Europe = United Kingdom, Italy, Portugal, Romania, Slovakia, Switzerland. 97% of the workforce outside France is included in reporting.

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Total managers	**2014**	420	127	828
Total technical, clerical and supervisory staff	**2014**	1,499	391	1,900
Total blue-collar workers	**2014**	840	587	907
Total workforce	**2014**	2,759	1,105	3,635

4.1.2. Hires and dismissals

The Group divisions have developed active recruitment policies explained in internal memos – such as the Trajectoires memo at APRR-AREA – or in generational contract action plans, which set recruitment goals for young people below the age of 26 and seniors aged 50 and above.

Concerning the specific audience of young graduates, Eiffage has fostered a policy of dynamic relations with academic institutions for several years with the aim of connecting the academic and vocational spheres via exploration of the Group's businesses. The Group and its divisions organise meetings with students and faculty through numerous partnerships and events, with a view to fostering long-term exclusive relationships with the major engineering academies and universities: École Polytechnique, École Nationale Supérieure des Arts et Métiers, sponsorship of graduating classes such as the ESTP class of 2015 and the École des Ponts et Chaussées class of 2016. The Group renewed the "Premium" partnership with Centrale Paris for the 2014/2015 school year.
The Group is also expanding its presence at events organised by universities: forums, tours of flagship sites such as the LGV Bretagne-Pays de la Loire site in March 2014 for around 30 École des Ponts students. Finally, targeted communication campaigns – such as "My amazing profession" in the Metal division – and the introduction of new communication and promotion strategies are aimed primarily at attracting young people to occupations that are sometimes lacking in skilled workers.

For example:

- Eiffage Construction is deeply committed to the integration of young workers, with an annual offer of more than 800 internships, from undergraduate to graduate level, constituting a privileged pathway to permanent employment;
- Eiffage Énergie launched its employer brand – new careers website, social networking, etc. – in autumn 2013, and has participated in more than 70 events, forums, interview simulations, CV reviews, work site tours and business line presentations. A goal of 55 recruitments of young engineering school graduates was set by the HR department for the period from September 2014 to August 2015;
- Clemessy is working on promoting its professions and enhancing its brand recognition, and in autumn 2014 recruited 90 young people under trainee or vocational training contracts at all levels.

Nonetheless, although more than 3,500 people were hired in France in 2014, including more than 1,500 young people under age 26, the economic slowdown caused a 13.8% reduction in the total number of hires. The number of hires of people under age 26 decreased by 18% and the number of work-study participants decreased by 7%.

Hires and dismissals

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Fixed term + permanent manager hires	2012	19	248	273	105	223	3	30	901
	2013	25	250	235	96	180	10	31	827
	2014	13	178	255	102	180	6	30	764
Ratio of female fixed term + permanent manager hires	2012	31.58%	25.00%	17.58%	16.19%	14.80%	66.67%	26.67%	19.53%
	2013	48.00%	23.20%	17.45%	16.67%	20.00%	40.00%	29.03%	21.28%
	2014	53.85%	27.53%	16.47%	12.75%	22.22%	16.67%	43.33%	21.60%
Fixed term + permanent technical, clerical and supervisory staff hires	2012	95	291	655	173	427	6	15	1,662
	2013	84	273	565	145	434	9	8	1,518
	2014	83	184	568	113	417	11	8	1,384
Ratio of female fixed term + permanent technical, clerical and supervisory staff hires	2012	31.58%	32.65%	21.98%	32.37%	36.60%	66.67%	46.67%	29.54%
	2013	45.24%	34.43%	23.19%	20.69%	33.18%	66.67%	37.50%	29.38%
	2014	37.35%	47.83%	21.13%	26.55%	37.65%	63.64%	37.50%	31.50%
Fixed term + permanent blue-collar worker hires	2012	59	309	681	192	646	0	0	1,887
	2013	46	232	503	183	775	0	0	1,739
	2014	68	127	442	173	563	0	0	1,373
Ratio of female fixed term + permanent blue-collar worker hires	2012	22.03%	0.33%	1.91%	1.04%	1.39%	SO	SO	2.01%
	2013	17.39%	0.86%	1.79%	1.64%	1.16%	SO	SO	1.78%
	2014	10.29%	0.79%	0.45%	2.31%	0.71%	SO	SO	1.31%
Total fixed term + permanent hires	2012	173	848	1,609	470	1,296	9	45	4,450
	2013	155	755	1,303	424	1,389	19	39	4,084
	2014	164	489	1,265	388	1,160	17	38	3,521
Young hires under age 26	2012	85	414	681	198	586	5	6	1,975
	2013	79	384	598	169	630	7	7	1,874
	2014	68	246	531	153	520	6	13	1,537
Senior hires (age 50 and above)	2012	11	43	89	52	83	0	5	283
	2013	14	33	68	53	80	2	2	252
	2014	13	23	88	39	64	0	2	229
Dismissals of permanent employees termination by mutual excluding agreement	2012	19	326	286	70	514	0	1	1,216
	2013	24	272	321	92	563	2	6	1,280
	2014	11	274	324	111	700	0	0	1,420

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Fixed term + permanent manager hires	**2014**	7	6	72
Ratio of female fixed term + permanent manager hires (%)	**2014**	14.29%	100.00%	15.28%
Fixed term + permanent technical, clerical and supervisory staff hires	**2014**	47	36	142
Ratio of female fixed term + permanent technical, clerical and supervisory staff hires (%)	**2014**	51.06%	19.44%	18.31%
Fixed term + permanent blue-collar worker hires	**2014**	40	28	61
Ratio of fixed term + permanent female blue-collar worker hires (%)	**2014**	17.50%	0.00%	0.00%
Total fixed term + permanent hires	**2014**	94	70	275
Young hires under age 26	**2014**	45	23	126
Senior hires (age 50 and above)	**2014**	7	6	21
Dismissals of permanent employees excluding termination by mutual agreement	**2014**	5	6	39

International		Germany	Benelux	Spain	Poland	Other Europe	Senegal
Fixed term + permanent hires	2012	285	372	412	NC	NC	NC
	2013	365	294	492	111	49	814
	2014	417	305	992	189	69	1,097
Dismissals	2012	195	322	275	NC	NC	NC
	2013	175	143	182	14	13	0
	2014	142	239	172	38	12	0

In 2014, 2,928 young people were enrolled in work-study programmes within the Group.

Trainees and work-study

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Active mentors	2012	94	470	716	175	987	0	1	2,443
	2013	231	431	837	183	930	0	0	2,612
	2014	202	296	785	152	875	49	0	2,359
Trainees received during the year	2012	59	1,099	1,211	103	886	5	19	3,382
	2013	63	981	1,194	97	787	11	28	3,161
	2014	68	844	1,116	109	805	10	28	2,980
Work-study students at 31/12	2012	78	345	780	177	698	1	5	2,084
	2013	92	293	785	185	662	5	5	2,027
	2014	87	262	705	166	624	5	8	1,857
Work-study students received during the year	2012	125	561	1,170	303	1,183	2	8	3,352
	2013	138	499	1,150	282	1,067	6	7	3,149
	2014	152	398	1,111	267	978	10	12	2,928

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Active mentors	**2014**	147	55	213
Trainees received during the year	**2014**	64	4	165
Work-study students at 31/12	**2014**	62	25	172
Work-study students received during the year	**2014**	106	46	239

4.1.3. Remuneration and career development

The divisions' remuneration policy, adapted to the context and legislation of the countries in which they are located, is based on individualised remuneration and vested employee interest in the success of the companies: salaries, incentive bonuses, profit-sharing, stock ownership and the importance of employee shareholding, which is one of the hallmarks of the Group.

Gross annual averages are shown for France by employment category – managers, blue-collar workers and technical, clerical and supervisory staff – and by gender. Every establishment ensures equitable remuneration for equivalent positions and potential.

Gross remuneration excluding leave (annual average)

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Female managers	2012	51,762	46,505	45,997	44,105	46,004	46,601	59,801	47,273
	2013	53,002	47,384	46,799	44,986	47,500	48,442	64,413	48,467
	2014	53,981	47,619	46,675	45,808	47,930	49,949	61,371	48,629
Male managers	2012	64,170	63,634	53,485	56,953	58,251	123,735	97,695	59,143
	2013	65,133	63,787	54,709	58,216	60,199	92,867	92,150	60,136
	2014	65,299	63,564	54,921	58,513	62,076	81,487	93,468	60,749
Managers	2012	60,787	60,897	52,642	55,136	56,640	82,422	87,915	57,415
	2013	61,759	61,036	53,789	56,287	58,474	72,452	84,907	58,374
	2014	62,117	60,702	53,926	56,634	60,106	71,166	84,921	58,849
Female technical, clerical and supervisory staff	2012	29,996	29,093	27,165	25,331	27,997	25,331	34,245	28,314
	2013	30,961	29,502	27,666	26,544	28,430	26,544	33,922	28,848
	2014	31,758	29,723	28,005	29,082	28,864	26,710	33,719	29,288
Male technical, clerical and supervisory staff	2012	33,074	34,162	31,984	34,810	34,471	28,248	36,200	33,270
	2013	34,825	34,976	32,252	35,213	35,274	29,137	36,415	33,834
	2014	34,997	35,231	32,615	35,308	35,897	30,450	36,441	34,215
Technical, clerical and supervisory staff	2012	31,687	32,531	31,018	33,600	33,005	26,597	35,639	32,035
	2013	33,081	33,083	31,345	33,967	33,706	27,576	35,713	32,587
	2014	33,520	33,298	31,708	34,151	34,276	28,260	35,702	32,979
Female blue-collar workers	2012	29,255	21,685	21,261	22,073	21,421	SO	SO	26,787
	2013	30,146	21,877	21,242	22,981	22,852	SO	SO	27,474
	2014	30,526	22,306	22,391	22,719	23,719	SO	SO	28,021
Male blue-collar workers	2012	28,865	27,662	26,133	26,260	25,752	SO	SO	26,423
	2013	30,723	28,318	26,495	26,881	26,479	SO	SO	27,049
	2014	30,368	29,434	26,891	27,142	27,237	SO	SO	27,707
Male blue-collar workers	2012	29,008	27,624	26,063	26,197	25,734	SO	SO	26,432
	2013	30,518	28,279	26,421	26,831	26,463	SO	SO	27,059
	2014	30,422	29,393	26,829	27,088	27,222	SO	SO	27,714

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Female managers	**2014**	53,441	55,879	45,712
Male managers	**2014**	66,583	61,175	53,719
Managers	**2014**	62,832	59,761	52,980
Female technical, clerical and supervisory staff	**2014**	31,116	34,365	29,195
Male technical, clerical and supervisory staff	**2014**	34,037	38,948	33,178
Technical, clerical and supervisory staff	**2014**	32,707	36,845	32,543
Female blue-collar workers	**2014**	29,554	31,911	22,231
Male blue-collar workers	**2014**	29,961	31,042	25,224
Blue-collar workers	**2014**	29,827	31,359	25,188

Employee shareholding remains a core foundation of the Group's culture and maintains its solidity even in a challenging economic context.
Employees demonstrate their attachment to the company by regularly maintaining an overall equity stake of more than a quarter of the total. The 2014 employee shareholding data is available on page 15.

4.2. Work schedules

Work is organised in accordance with the legal and statutory work schedules in the countries where the companies are located. Work time organisation may be adapted in the framework of agreements with labour partners if relevant in a given context.

The ratio of employees on part-time contracts in the Group remained stable in 2014 (2.38%).

Work schedules

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Part-time work among male managers	2012	0.08%	0.59%	0.62%	1.37%	0.64%	0.00%	1.61%	0.70%
	2013	0.52%	0.43%	0.51%	0.61%	0.68%	0.00%	1.52%	0.57%
	2014	0.77%	0.49%	0.66%	0.30%	0.34%	0.00%	1.50%	0.53%
Part-time work among female managers	2012	12.67%	7.80%	5.87%	8.11%	7.21%	0.00%	5.88%	7.56%
	2013	14.10%	6.83%	6.10%	5.26%	8.81%	0.00%	7.25%	7.69%
	2014	11.95%	8.28%	6.41%	6.03%	7.51%	0.00%	6.41%	7.69%
Part-time work among managers	2012	4.10%	1.80%	1.22%	2.34%	1.54%	0.00%	2.76%	1.74%
	2013	4.41%	1.56%	1.18%	1.29%	1.81%	0.00%	3.01%	1.67%
	2014	4.02%	1.95%	1.38%	1.15%	1.37%	0.00%	2.88%	1.69%
Part-time work among male technical, clerical and supervisory staff	2012	1.24%	0.61%	0.86%	0.16%	0.39%	4.76%	0.00%	0.68%
	2013	1.15%	0.31%	1.10%	0.24%	0.28%	8.70%	0.00%	0.73%
	2014	1.59%	0.25%	1.07%	0.25%	0.29%	10.34%	0.00%	0.76%
Part-time work among female technical, clerical and supervisory staff	2012	14.28%	11.56%	18.33%	10.99%	11.34%	27.27%	6.25%	14.28%
	2013	13.82%	12.25%	17.46%	11.89%	10.40%	21.05%	3.23%	13.82%
	2014	13.05%	12.90%	17.71%	12.41%	10.15%	19.05%	3.57%	13.84%
Part-time work among technical, clerical and supervisory staff	2012	7.07%	4.19%	4.47%	2.17%	2.93%	18.52%	1.85%	4.15%
	2013	6.94%	4.53%	4.42%	2.45%	2.64%	16.39%	0.94%	4.10%
	2014	6.93%	4.88%	4.40%	2.56%	2.60%	15.49%	0.98%	4.13%
Part-time work among male blue-collar workers	2012	7.08%	0.30%	0.57%	0.47%	0.20%	N/A	N/A	0.58%
	2013	6.14%	0.28%	0.59%	0.34%	0.21%	N/A	N/A	0.54%
	2014	5.71%	0.29%	0.71%	0.46%	0.23%	N/A	N/A	0.59%
Part-time work among female blue-collar workers	2012	38.13%	16.28%	20.86%	6.25%	44.26%	N/A	N/A	33.67%
	2013	36.94%	15.00%	25.00%	11.11%	42.11%	N/A	N/A	33.50%
	2014	36.24%	14.29%	23.28%	8.00%	42.00%	N/A	N/A	32.61%
Part-time work among blue-collar workers	2012	19.25%	0.41%	0.91%	0.56%	0.45%	N/A	N/A	1.58%
	2013	17.90%	0.38%	1.17%	0.49%	0.44%	N/A	N/A	1.49%
	2014	16.75%	0.37%	1.05%	0.56%	0.44%	N/A	N/A	1.49%
Ratio of part-time employees	2012	11.12%	1.47%	2.32%	1.42%	1.24%	12.99%	2.49%	2.41%
	2013	10.68%	1.44%	2.37%	1.31%	1.20%	10.31%	2.42%	2.35%
	2014	10.14%	1.62%	2.46%	1.37%	1.15%	9.40%	2.37%	2.38%

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Part-time work among male managers	**2014**	1.01%	0.00%	0.81%
Part-time work among female managers	**2014**	14.75%	2.70%	7.23%
Part-time work among managers	**2014**	5.00%	0.00%	2.88%
Part-time work among male technical, clerical and supervisory staff	**2014**	1.26%	2.82%	0.94%
Part-time work among female technical, clerical and supervisory staff	**2014**	12.94%	13.48%	23.62%
Part-time work among technical, clerical and supervisory staff	**2014**	6.74%	7.67%	4.63%
Part-time work among male blue-collar workers	**2014**	2.32%	11.11%	1.34%
Part-time work among female blue-collar workers	**2014**	20.36%	55.08%	25.00%
Part-time work among blue-collar workers	**2014**	8.33%	28.79%	1.65%
Ratio of part-time employees	**2014**	6.96%	18.10%	3.16%

International		Germany	Benelux	Spain	Poland	Other Europe	Senegal
Ratio of part-time employees	2012	0.28%	NC	0.03%	NC	NC	NC
	2013	3.18%	8.15%	5.53%	0.98%	15.55%	0.00%
	2014	3.41%	9.34%	4.55%	0.72%	6.46%	0.00%

Absenteeism in France represents 5.80% of days worked.

Absenteeism

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Net rate of absenteeism	2012	3.96%	6.02%	4.80%	6.61%	6.25%	2.48%	1.64%	5.55%
	2013	3.90%	6.29%	5.02%	6.60%	6.25%	2.77%	1.79%	5.66%
	2014	5.24%	6.00%	5.12%	7.08%	6.33%	3.34%	1.94%	5.80%

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Net rate of absenteeism	**2014**	4.91%	6.06%	3.74%

International		Germany	Benelux	Spain	Poland	Other Europe	Senegal
Net rate of absenteeism	2013	6.64%	10.48%	2.87%	12.13%	3.61%	0.75%
	2014	5.39%	6.85%	2.84%	10.17%	1.93%	0.92%

4.3. Labour relations

Eiffage seeks to maintain and develop labour dialogue based on open communication and respect for its internal stakeholders.
In France and the countries where the Group is located, the institutions representing employees operate in accordance with the regulations in force in each country.

European Works Council and Group Works Council

The agreement concerning the renewal of the European Works Council, signed by Eiffage management and all labour unions in 2011, integrated the changes in European law arising in particular from European directive no. 2009/38/EC of 6 May 2009, even before its transposition into French law, and established the principle of two meetings each year.
The agreement concerning the renewal of the Group Works Council, signed by management and the labour unions on 9 December 2013, strengthens this body's operating resources and focuses on training for its new members.
The Group Works Council comprises thirty members designated by the labour unions from among their elected representatives to the company or establishment works councils of the French subsidiaries. It also meets twice a year.

Psychosocial risk prevention agreement

A new agreement on the prevention of stress and psychosocial risks – covering all French subsidiaries except APRR and AREA, which have their own agreement – was signed in October 2014. As the signatories felt it appropriate to continue the approach begun in 2011, this agreement essentially extends the arrangements put in place by the previous agreement for a period of three years.
A committee of management and labour union representatives meets annually at Group level to monitor the agreement. Monitoring groups with a similar composition and purpose have also been formed in the divisions.
At the heart of the system, health, safety and working conditions committees annually track the defined indicators to best understand realities on the ground and enable the earliest possible detection of problem situations. These committees have also designated from among their members an advisor trained in issues relating to stress and psychosocial risks. Upon implementation of this approach, training sessions – based on a programme designed by the ANACT (French national agency for improved working conditions) – were organised for more than 300 advisor members of the health, safety and working conditions committees, as well as for the committee chairs, human resource managers and risk prevention managers. New sessions have since been organised periodically, to train all new advisor members.

Social benefits expanded to long-term care
The 2008 group agreement that introduced a system for reimbursing medical expenses covering a large portion of the French subsidiaries also provides for coverage of long-term care to benefit retiring employees and their spouses. This system is based on an accidental death and disability policy that supplements the existing benefit plan. The agreement is regularly amended, in particular to integrate new companies acquired by the Group. A committee to monitor the mutual insurance plan, comprising management representatives and three representatives per labour union, examines the elements related to the system's management and operation with the help of an auditing firm. This committee, which met three times in 2014, operates independently of the bargaining meetings.

Other agreements
As required by law, the Group's French subsidiaries, depending on their organisation, in principle have works councils or central works councils and establishment works councils, employee representatives, health, safety and working conditions committee representatives, and usually union delegates, to provide representation for employees at all levels. The organisation and nature of their activities have led several divisions to set up coordination, consultation and discussion bodies, such as division committees, which supplement the statutory system of representative employee institutions.
Labour dialogue results in particular in the signing of company or establishment agreements closely aligned with employees' daily realities, or of division-wide agreements covering all subsidiaries, when the topic and issues merit this approach. The agreements reached during mandatory annual bargaining and agreements concerning employee incentives or profit-sharing are a key focus. The Group does not currently have a systematic, harmonised procedure for escalating information about its entities' collective bargaining agreements.

At APRR-AREA, labour dialogue takes place via the negotiation and signature of collective labour agreements, as well as periodic meetings between management and employee representatives within the framework of several bodies with specific competences. Collective bargaining involves management and union delegates, who are designated at the level of the company (AREA) or at the central level and for each establishment (APRR).
The company or establishment works councils and the central works council are consulted regarding the application of economic and business decisions concerning the general management of the company (AREA works council or APRR central works council) or of the establishments (APRR establishment works councils), as well as on specific company or establishment projects in these areas.
APRR, which is divided into distinct establishments and operates at least two establishment works councils, has a central works council in accordance with regulations. This body exercises the economic powers that concern the company's general management and exceed the scope of the powers of establishment heads. It must be informed and consulted with regard to all the company's major economic and financial projects. In 2014, in addition to the mandatory annual wage negotiations, AREA and APRR modified their employee savings agreements (profit-sharing, incentives). Two new agreements on employment and expertise planning were signed on 12 June 2014 (APRR) and 10 December 2014 (AREA).

At Clemesy SA, labour dialogue takes the form of periodic meetings between management and employee representatives, in particular within the framework of a central works council and establishment works councils (14 establishments). The committees in charge of monitoring agreements on employment and expertise planning and PSR met in 2014. An initial review of the application of the generational contract agreement was completed. These councils are consulted on the application of economic and business decisions concerning the general management of the company or establishments, as well as on specific company or establishment projects in these areas.

4.4. Health and safety

4.4.1. Health and safety conditions at work
The protection of employee health and physical safety is fundamental for the Group and expressed in the goal of zero accidents (article 1.2 of Eiffage's "Charter of Values and Objectives").
The divisions devote managerial and operational resources to meet the goals in their safety action plans: training programmes at all hierarchical levels, multifactoral accident analyses, risk prevention tours by supervisors, operational audits, sharing of best practices and investments in equipment providing the best level of safety. A Risk Prevention network exists in each division, primarily composed of regional professional risk prevention advisors.
Everyday employee awareness at every work site remains a crucial success factor for risk prevention. All divisions therefore implement strong communication and training initiatives to motivate and unite their teams.
For example, Eiffage Travaux Publics rolled out its "Safety is for life" programme in the second half of 2014 around the values of solidarity, mutual assistance and accountability for the Eiffage group. Launched with a "Silence kills" poster campaign, followed by a second campaign on the theme "Talking saves", the national prevention operation named "Live life safely" highlighted the importance of team spirit and cooperation when it comes to safety. The operation culminated in a day of events on this theme, organised simultaneously in France, Germany, Spain and Senegal on 28 October 2014.

The protection of employee health and physical safety is organised around several priorities, in particular:
- prevention of physical strain and occupational diseases is expressed in Arduous Work agreements and action plans signed in the divisions, and primarily takes place via specific training, PRAP (prevention of risk associated with physical activity) modules, improved procedures and equipment adaptations. These initiatives are based on the results of studies of the ergonomics of work stations and equipment, or efforts to reduce multiple exposures to occupational risk factors;
- wherever possible, the divisions prohibit the use of toxic products and seek the least hazardous product. Thus, one of Clemessy's goals is to replace 80% of CMR (carcinogenic, mutagenic, reprotoxic) products. Pooling information about these products is a key aspect. The ACCES database designed by the Construction and Public Works divisions – which includes both product hazard assessments and replacement proposals when the impact is high, with 5,800 products inventoried – is currently also being deployed in the Energy and Metal divisions;
- various agreements and action programmes developed in the divisions concern the prevention of stress and psychosocial risks. Efforts are undertaken jointly with the labour partners concerning these risks, their evaluation and their consideration in the occupational setting. Basic safety skills (BSS) are also applied in certain divisions in this area;

- concerning addiction – a factor that contributes to occupational risk, deteriorating work relationships and absenteeism – the divisions have implemented dependency assistance programmes that respect confidentiality: awareness tools, interventions by the ANPAA (French national association for prevention of alcoholism and addiction), voluntary and anonymous testing.

Finally, safety best practices are also shared, via internal Challenges, such as the APRR-AREA Risk Prevention Ribbons or the Eiffage Business Line Challenge – a biennial event rolled out in all the divisions – in which safety was a major focus of the competition in 2014.

The divisions are regularly rewarded for their risk prevention and safety actions and efforts by business partners, or in some cases by their customers for difficult projects or work sites posing particular health and safety challenges.
Temporary staff are subject to the same safety rules as permanent employees and receive the same training and awareness courses, or courses developed specifically for them.

4.4.2. Health and safety training

Teams receive mandatory business-specific safety training. Dedicated training processes adapted to the core businesses are implemented in all the divisions: BSS, 15-minute safety sessions at work sites, PRAP modules, ergonomics training, electrical certifications, video-prevention, etc.

Specific safety training is also implemented for managers: "Safe Pilot" at APRR, the "Be a risk prevention player" and "Complete your project without accidents" courses at Eiffage Énergie, specific events devoted to developing a culture of high standards, leading by example and applying safety discipline at Eiffage Construction and Eiffage Travaux Publics, or training in delegation of accountability for HSE (Health Safety Environment) for the Metal division.

Site safety communication includes instructions, fact sheets, welcome booklets and mandatory integration procedures.

4.4.3. Workplace accidents

The Group's accident frequency and severity rates continue to decrease. The construction divisions in particular – Eiffage Travaux Publics, Eiffage Construction and Eiffage Énergie – reported a drop in workplace accidents at their sites.
The number of occupational diseases was 243 in 2014.

Frequency rate: total number of lost-time injuries x 1,000,000 divided by the total number of hours worked.
Statutory severity rate: number of days lost due to workplace accidents occurring over the past three years x 1,000 divided by the number of hours worked.

Health & Safety

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Workplace accident frequency rate	2012	7.25	18.79	13.50	11.20	18.33	10.07	1.67	15.51
	2013	11.65	17.55	11.35	11.18	16.94	0.00	1.64	14.27
	2014	10.96	17.48	10.05	11.95	14.27	24.47	4.83	13.05
Accident frequency for temporary workers	2012	4.49	46.70	33.65	14.43	35.10	0.00	0.00	34.54
	2013	11.83	38.77	33.49	15.88	36.63	0.00	0.00	33.43
	2014	34.45	37.28	26.03	17.22	30.04	0.00	0.00	29.03
Statutory severity rate	2012	0.63	1.60	0.77	0.41	1.21	1.36	0.01	1.04
	2013	0.57	1.56	0.58	0.54	1.12	0.00	0.05	0.93
	2014	0.83	1.35	0.62	0.56	1.04	0.20	0.11	0.90
Occupational diseases identified during the year and attributable to the company	2012	9	47	62	30	29	0	0	177
	2013	3	69	74	15	38	0	0	199
	2014	3	68	96	13	63	0	0	243

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Workplace accident frequency rate	**2014**	9.97	13.08	6.50
Accident frequency for temporary workers	**2014**	37.20	0.00	28.34
Statutory severity rate	**2014**	0.66	1.20	0.43
Occupational diseases identified during the year and attributable to the company	**2014**	2	1	12

4.5.Training

Eiffage's training offer is governed by two principles: promote internal resources by taking career goals into consideration, and keep employees in their jobs by improving their skills and adapting them to new needs.

Training was fully revamped in 2014 with the creation of the Eiffage University, the culmination of a process begun in 2013. The new Eiffage University illustrates the Group's desire to increase its competitive edge by enhancing employee skills to ensure their employability and versatility. The goal is to propose a clear, shared and streamlined offer that relies primarily on internal trainers.
The divisions' human resources departments organise their training initiatives. Annual orientation memos define the priority actions to be addressed in training plans based on the companies' strategic objectives and the needs expressed by employees and management.

Learn more
Additional information is available in the Sustainable Development section of the website
www.eiffage.com

Internal training initiatives take various forms:

- With the necessary adaptation of the businesses to structural and short-term changes in the various sectors becoming a priority, the divisions are working to enhance the level of expertise of their employees or give them access to new qualifications. They also encourage geographic and functional mobility, and employment integration for young workers.
- Training for blue-collar workers and technical, clerical and supervisory staff is primarily organised – with the exception of risk prevention and occupational health aspects – around business-specific expertise. Some divisions, such as Eiffage Construction, also organise certifying training courses for employees without formal qualifications.
  These initiatives help meet market requirements by expanding the company's capabilities and contribute to employees' professional development.
- Consolidating basic skills is a prerequisite for career development, and the divisions organise appropriate training programmes in this area. Employees' ability to work internationally was also targeted by several divisions this year, via language courses or the identification of local specificities (legal business environment, etc.). Online training courses continue to expand rapidly, in particular at APRR-AREA and Eiffage Travaux Publics.
- The "Master Chef" courses initiated by Eiffage Travaux Publics for local managers – team leaders, foremen, site supervisors and shop supervisors – are now being rolled out across the Group.
- Increasing managers' leadership skills and preparing promising employees for management functions are addressed in specific programmes. Young engineers also benefit from specific courses to develop their cross-functional expertise and synergies within the Group. Alongside the training offered by the divisions, the Eiffage University proposes two training programmes for managers (Advanced Master) on "Profit centre management" and "Project management". The offer also includes specific training courses for managers with at least two years of seniority in the Group and in their position. These modules are based on Eiffage tools and practices, and provide training suitable for positions of responsibility: management, administration, sustainable development, legal affairs, labour relations, etc.

The Group also operates an extensive work-study policy – a crucial pre-recruitment pathway – in accordance with its commitments, of which the Companies & Neighbourhoods Charter is the most recent. These commitments are rolled out by division.
In addition to their work-study activities, the divisions run their own training centres. For example, Eiffage Travaux Publics has eight dedicated schools where some two hundred people are enrolled each year to earn qualifications in the public works professions.

Lastly, the Group devotes resources to the integration of new hires: welcome booklets, sponsors, tutoring, training, incorporation in different departments, new hire or young manager events, new manager forums, information sharing, integration reviews, etc. The divisions continuously improve their new hire welcome and integration processes to foster long-term employment with their companies. Tailored pathways based on internal trainer networks and trained tutors rapidly teach the basics and facilitate the integration of new recruits.

Training

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Total hours of training	2012	75,670	204,777	408,665	75,890	291,292	507	8,058	1,064,859
	2013	74,729	185,741	366,262	78,420	289,464	913	7,479	1,003,008
	2014	83,747	172,988	331,054	75,946	277,502	592	5,595	947,424
Total training cost (%)	2012	NC	2.05%	2.60%	2.17%	1.84%	0.50%	2.66%	2.25%
	2013	3.62%	1.87%	2.44%	2.16%	1.95%	1.00%	2.32%	2.28%
	2014	3.76%	1.90%	2.75%	2.14%	1.85%	0.98%	1.94%	2.29%

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Total hours of training	**2014**	63,389	20,358	70,900
Total training cost (%)	**2014**	3.80%	3.66%	5.12%

International		Germany	Benelux	Spain	Poland	Other Europe	Senegal
Total hours for training	2012	30,753	18,322	22,626	NC	NC	NC
	2013	31,517	31,190	22,470	3,842	6,604	1,928
	2014	30,377	60,179	28,566	12,053	7,634	4,221

Learn more
Additional information is available in the Sustainable Development section of the website
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4.6. Equal treatment

The Eiffage Charter of Values poses diversity and equal opportunity, without distinction on the basis of gender, age, nationality, religious belief, social origin or health, as fundamental principles of life in the Group. The diversity and equal opportunity agreements and action plans and generational contracts implemented in the divisions to meet the Group's commitments and changing regulations are regularly renewed with updated goals.

Many internal communication initiatives bear witness to the active engagement of the divisions: charters, awareness pamphlets, production and screening of films, personal accounts in internal magazines, and regular events organised at national or regional level, in partnership with community organisations, other companies or local authorities.

Management is targeted by a proactive training policy with modules addressing, in full or in part, diversity and equal opportunity, overcoming discrimination in the context of annual reviews, management, labour relations and managing diversity.

Partnerships and sponsorships are implemented and maintained to ensure the professional integration of vulnerable populations (whether for social, financial or health reasons). In this way, the Eiffage Foundation has supported projects since 2008 that foster the integration of individuals in situations of exclusion, whatever the difficulties they encounter.

The integration of young people from disadvantaged areas is being addressed through a specific policy supported by the French urban policy minister. In June 2013, Eiffage renewed its commitment to employment of residents of priority neighbourhoods by signing the Companies and Neighbourhoods Charter with the French Ministry of Regional Equality and Housing, represented by the urban policy minister.

The Group also signed a specific implementation agreement relating to the charter, which targets, among other things, analysis of the practical achievement of labour clauses at work sites, with those for the Bretagne–Pays de la Loire high-speed rail link and for the eight schools in Seine-Saint-Denis designated as pilot sites.

Intermediate reviews of these two very successful integration operations are available.

Lastly, overcoming illiteracy is an important issue for the companies. Insufficient mastery of basic education skills is an obstacle to social integration and career progression, as well as a risk factor in businesses where understanding instructions is a crucial requirement, in particular when it comes to safety. Specific training is available to employees in the relevant divisions on a voluntary basis.

4.6.1. Measures to support gender equality

Many agreements and action plans govern gender equality in the divisions. A number of actions are being carried out in what remains a predominantly male work environment; examples include increasing the number of women in operational management positions to achieving parity in education, remuneration and promotion, and including issues of work-family balance. Gender equality and equal opportunity represent an issue that is identified but has not yet reached maturity in the construction sector, which is struggling to catch up in this area.

Employment of women

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Ratio of women among managers	2012	27.99%	16.81%	11.51%	14.45%	13.62%	56.52%	26.77%	15.08%
	2013	28.68%	17.50%	11.98%	14.75%	13.83%	41.67%	25.94%	15.54%
	2014	29.07%	18.73%	12.51%	14.87%	14.33%	28.26%	28.06%	16.22%
Ratio of women among technical, clerical and supervisory staff	2012	45.80%	32.85%	20.63%	18.55%	23.19%	61.11%	29.63%	25.53%
	2013	46.12%	35.35%	20.33%	18.93%	23.28%	62.30%	29.25%	25.71%
	2014	46.61%	36.59%	19.99%	18.98%	23.46%	59.15%	27.45%	25.73%
Ratio of women among blue-collar workers	2012	39.20%	0.67%	1.59%	1.49%	0.56%	N/A	N/A	3.01%
	2013	38.17%	0.66%	1.55%	1.31%	0.54%	N/A	N/A	2.87%
	2014	36.16%	0.62%	1.51%	1.27%	0.51%	N/A	N/A	2.80%
Ratio of women in the total workforce	2012	40.87%	10.64%	11.76%	9.59%	8.15%	59.74%	27.62%	12.06%
	2013	40.75%	11.17%	11.97%	9.84%	8.32%	54.64%	26.88%	12.29%
	2014	40.27%	11.95%	10.89%	10.00%	8.67%	47.01%	27.89%	12.65%

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Ratio of women among managers	**2014**	29.05%	29.13%	10.02%
Ratio of women among technical, clerical and supervisory staff	**2014**	46.90%	45.52%	16.26%
Ratio of women among blue-collar workers	**2014**	33.33%	40.20%	1.32%
Ratio of women in the total workforce	**2014**	40.05%	40.81%	11.11%

International		Germany	Benelux	Spain	Poland	Other Europe	Senegal
Ratio of women in the total workforce	2012	10.72%	7.67%	8.00%	NC	NC	NC
	2013	11.08%	0.88%	6.93%	23.60%	10.24%	5.80%
	2014	10.99%	8.72%	6.61%	23.66%	10.55%	4.18%

4.6.2. Measures to integrate people with disabilities

Recruitment, changing perceptions of disability, improved job retention, supporting and integrating people with disabilities, career management and increased collaboration with the supported and sheltered sector (specific status for employment of people with disabilities under French law), are all areas addressed by the divisions through action plans to enable people with disabilities to find their place in the Group or alongside our teams.

Ensuring recognition of employees with disabilities and facilitating their redeployment if necessary are more actions that are beginning to bear fruit.

In addition, the divisions' human resources and purchasing departments regularly outsource to a network of partners in the "supported and sheltered" sector. Socially responsible purchasing initiatives are also implemented, with specific training and awareness programmes for employees in purchasing.

People with disabilities

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Number of people with disabilities (DOETH form, box C)	2012	104.77	407.29	626.24	186.50	595.99	NC	3.53	1,924.32
	2013	116.38	415.12	646.22	194.79	685.26	3.00	4.25	2,065.02
	2014	129.32	400.28	521.50	194.92	720.07	3.00	3.68	1,972.77
Number of units under contracts with the French "supported and sheltered" sector (DOETH form, box D2)	2012	3.96	8.76	30.40	9.35	18.04	NC	0.50	71.01
	2013	3.12	9.01	26.80	9.50	17.86	0.00	0.14	66.43
	2014	4.59	15.35	33.95	7.92	23.67	0.00	0.21	85.69
Eligible employee shortfall after agreed efforts (DOETH form, box G)	2012	31.25	162.05	249.57	47.48	190.02	NC	13.34	693.71
	2013	40.32	140.55	242.11	37.49	182.75	0.00	14.61	657.83
	2014	41.47	149.98	199.83	34.39	167.92	0.00	16.11	609.70
Allowances paid (DOETH form, box P) (€)	2012	169,397	228,378	680,413	162,000	172,591	NC	57,732	1,470,511
	2013	154,496	195,637	681,827	121,270	235,888	0	64,418	1,453,536
	2014	128,324	234,687	368,244	111,526	226,805	0	70,254	1,139,840
Hires of people with disabilities	2012	3	7	15	8	9	NC	0	42
	2013	0	4	14	18	21	0	2	59
	2014	3	6	15	15	8	0	0	47

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Number of people with disabilities (DOETH form, box C)	**2014**	91.00	38.32	116.92
Number of units under contracts with the French "supported and sheltered" sector	**2014**	3.71	0.88	5.27
Eligible employee shortfall after agreed efforts (DOETH form, box G)	**2014**	36.20	5.27	37.86
Allowances paid (DOETH form, box P) (€)	**2014**	125,839	2,485	214,212
Hires of people with disabilities	**2014**	3	0	8

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Additional information is available
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4.6.3. Measures in support of older workers

The various generational contract agreements and plans implemented in the past two years express the divisions' objectives: maintain employees aged 55 and older in employment, position seniors as trainee instructors and mentors, continue to foster their development and train them, provide systems favourable to their recruitment.

Certain Arduous Work action plans may include specific actions for seniors.

Workforce breakdown by age

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Number of workers under age 26	2012	135	1,240	1,824	499	2,123	5	9	5,835
	2013	128	1,057	1,731	429	1,902	7	11	5,265
	2014	115	832	1,501	384	1,580	8	16	4,436
Number of workers age 26 to 30	2012	159	1,644	2,123	558	2,096	10	53	6,643
	2013	141	1,552	1,982	528	2,055	14	38	6,310
	2014	130	1,462	1,937	516	2,001	16	36	6,098
Number of workers over age 30 to 35	2012	283	1,399	2,296	520	2,001	14	74	6,587
	2013	229	1,435	2,299	532	2,041	18	81	6,635
	2014	211	1,385	2,251	544	1,996	20	80	6,487
Number of workers over age 35 to 40	2012	616	1,404	2,221	515	2,047	13	60	6,876
	2013	572	1,318	2,105	508	1,970	17	67	6,557
	2014	457	1,237	2,017	463	1,868	24	69	6,135
Number of workers over age 40 to 45	2012	769	1,454	2,855	586	2,498	15	38	8,215
	2013	755	1,379	2,725	563	2,374	11	43	7,850
	2014	787	1,356	2,568	561	2,246	12	50	7,580
Number of workers over age 45 to 50	2012	827	1,551	3,038	617	2,725	7	56	8,821
	2013	817	1,546	3,040	623	2,745	15	61	8,847
	2014	788	1,488	2,961	600	2,692	19	54	8,602
Number of workers over age 50 to 55	2012	633	1,205	2,717	597	2,361	8	40	7,561
	2013	673	1,213	2,698	614	2,332	9	40	7,579
	2014	705	1,247	2,684	633	2,312	9	45	7,635
Number of workers over age 55 to 60	2012	547	908	1,972	476	1,714	5	25	5,647
	2013	542	839	1,961	476	1,700	4	24	5,546
	2014	570	803	2,004	467	1,700	7	22	5,573
Number of workers over age 60 to 65	2012	81	212	176	61	294	0	5	829
	2013	92	211	217	66	318	2	5	911
	2014	98	184	239	62	301	2	6	892
Number of workers older than 65	2012	4	15	12	2	14	0	2	49
	2013	2	21	11	2	22	0	2	60
	2014	3	14	17	1	25	0	2	62

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Number of workers younger than 26	**2014**	81	34	366
Number of workers age 26 to 30	**2014**	81	49	368
Number of workers over age 30 to 35	**2014**	130	81	372
Number of workers over age 35 to 40	**2014**	333	124	348
Number of workers over age 40 to 45	**2014**	583	204	445
Number of workers over age 45 to 50	**2014**	554	234	647
Number of workers over age 50 to 55	**2014**	519	186	608
Number of workers over age 55 to 60	**2014**	407	163	424
Number of workers over age 60 to 65	**2014**	68	30	55
Number of workers older than 65	**2014**	3	0	2

International		Germany	Benelux	Spain	Poland	Other Europe	Senegal
Number of workers younger than 26	2012	514	194	47	NC	NC	NC
	2013	510	268	58	59	47	57
	2014	501	265	70	97	49	54
Number of workers age 26 to 30	2012	213	289	136	NC	NC	NC
	2013	218	340	131	95	70	156
	2014	247	339	172	118	79	183
Number of workers over age 30 to 35	2012	210	317	331	NC	NC	NC
	2013	285	392	344	128	102	229
	2014	307	366	362	148	89	242
Number of workers over age 35 to 40	2012	270	325	390	NC	NC	NC
	2013	267	351	433	141	96	231
	2014	273	369	498	158	97	273
Number of workers over age 40 to 45	2012	401	468	347	NC	NC	NC
	2013	383	511	388	97	102	204
	2014	339	491	423	108	98	230
Number of workers over age 45 to 50	2012	532	476	268	NC	NC	NC
	2013	517	537	283	46	125	121
	2014	572	544	308	55	111	189
Number of workers over age 50 to 55	2012	409	422	159	NC	NC	NC
	2013	454	438	192	53	127	95
	2014	472	484	242	57	119	129
Number of workers over age 55 to 60	2012	309	339	111	NC	NC	NC
	2013	329	368	108	68	78	9
	2014	359	370	125	68	77	13
Number of workers over age 60 to 65	2012	148	204	61	NC	NC	NC
	2013	163	175	69	24	36	2
	2014	170	163	73	22	32	1
Number of workers older than 65	2012	10	2	0	NC	NC	NC
	2013	14	6	0	1	8	0
	2014	14	4	0	6	7	1

5. ENVIRONMENTAL INFORMATION

5.1. General policy

5.1.1. Organisation for addressing environmental questions

Integrating issues related to the living world and the environment involves the Group's entire business chain. The environmental strategy – which includes an environmental risk prevention and management dimension, as well as an expertise and innovation dimension that generates competitive advantages – is at the very core of Eiffage's businesses. This strategy serves three main objectives:

- measure and manage the environmental impact of the construction and operation businesses;
- develop an environmentally friendly offer of products and services;
- mobilise the Group's innovative capabilities to meet these challenges.

It is based on a combination of foundational commitments and dedicated resources, made available to the companies or deployed by them. The integration of environmental issues into the Group's businesses is officially implemented via the various division action plans, which include the deployment and maintenance of environmental management systems. The table below shows the increase in certifications over the past three years, expressed as a percentage of total revenues.

Learn more
Additional information is available in the Sustainable Development section of the website
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Certifications

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
ISO 14001 certified revenue (%)	2012	100%	95%	80%	26.36%	96%	N/A	N/A	82%
	2013	100%	91%	85%	57.83%	97%	N/A	N/A	91%
	2014	100%	99.48%	86.50%	52.75%	98.70%	N/A	N/A	90.22%
ISO 9001 certified revenue (%)	2012	100%	96.70%	88.88%	85.59%	95.60%	N/A	N/A	86.55%
	2013	100%	93.20%	90.90%	80.79%	97.50%	N/A	N/A	93.88%
	2014	100%	99.48%	91.90%	76.98%	99.90%	N/A	N/A	93.09%
Safety certified revenue (%)	2012	0.00%	72.00%	41.91%	60.27%	24.50%	N/A	N/A	35.69%
	2013	24.80%	79.60%	42.90%	92.21%	24.50%	N/A	N/A	45.20%
	2014	24.98%	78.30%	43.90%	92.09%	18.63%	N/A	N/A	44.26%

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
ISO 14001 certified revenue (%)	**2014**	100%	100%	68%
ISO 9001 certified revenue (%)	**2014**	100%	100%	68%
Safety certified revenue (%)	**2014**	0%	100%	67%

Note: the decrease in certain percentages is not due to losses of certification, but to increased revenue from non-certified businesses.

5.1.2. Resources dedicated to preventing environmental risks and pollution

The corporate Sustainable Development department
The structure of the corporate Sustainable Development department aims to strongly anchor it in operations, with two of its four sections dedicated to integrating environmental issues into tender preparation, using educational tool kits suited to needs in the field. The third section, dedicated to anticipating the consequences of climate change for the Group's businesses, is embodied by the Phosphore urban development research programme since 2008.

In terms of governance, the Sustainable Development department:
- reports directly to the Chief Executive Officer,
- participates in the Group's Management Council which meets eight times a year,
- at the request of the CEO, sometimes attends Group Executive Committee meetings which include the CEO, the division chairs, the deputy CEO in charge of Concessions and the Chief Financial Officer.

The Environment network
Every division has at least one national division expert and a network of regional experts in environmental issues. The division experts, who report to the Sustainable Development or technical departments, supervise their network of regional correspondents, provide them with technical and regulatory support, and coordinate initiatives.

GEODE
The Eiffage Sustainable Development department has introduced GEODE, a digital tool for operational environmental management, to provide establishments with the means to inventory, measure and manage all their environmental impacts. The software tool includes an "Environmental Analysis" section and an "Environmental Accidents" section, this latter providing the necessary visibility and traceability to monitor accidents that impact the environment.
It is deployed in all divisions to support the five hundred staff in charge of environmental issues in the operational entities.

Training
The divisions' strategies include environmental and sustainable development training courses related to their core businesses:training courses in energy efficiency, green building design, the new materials/processes used in BBC® or BEPOS energy-efficient building projects, and in the Group's tools, all of which contribute to providing practical means of better integrating environmental risk issues in tender preparation and project management. Training courses addressing the HQVie® sustainable construction methodology developed by the Phosphore programme have been implemented, enabling the project teams to integrate the custom method developed by Phosphore for urban buildings and blocks starting from the tender preparation phase.
The Eiffage/Paris I Panthéon-Sorbonne biodiversity, environment and large infrastructures corporate chair, part of the Bioterre Master II syllabus, teaches a diploma course featuring 280 hours of tuition to 30 student each year, including five Eiffage employees.

Innovation and R&D
The departments in charge of innovation and R&D within the divisions have the shared goal of designing and sustaining green and economically viable solutions that are aligned with the need to reduce the businesses' footprint.
Solutions must address interdependent issues: combating pollution and the consequences of climate change, energy temperance, environmental and health quality of materials, waste recycling, protection of biodiversity and water resources, promotion of short distribution chains, development of low-impact transport networks, functional diversity and sharing of spaces, etc.

5.1.3. Allocations for environmental risk guarantees and provisions

Investments are made each year by the establishments to limit their businesses' environmental impact: risk prevention equipment, lower-impact materials, decontamination equipment, etc. Preventive operating expenditures are also committed, such as for personnel training, environmental analyses or equipment purchases. These investments are made and monitored via the ISO 14001 processes.

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Additional information is available in the Sustainable Development section of the website
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Environmental information

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Posted environmental provisions (€)	2012	0	375,000	141,000	0	3,435,916	0	0	3,951,916
	2013	0	215,000	127,000	0	8,045,653	0	0	8,387,653
	2014	0	115,000	63,300	0	12,931,891	0	0	13,110,191
Environment-related guarantee bonds (€)	2012	324,000	0	0	0	17,816,720	0	0	18,140,720
	2013	0	0	0	0	47,504,272	0	0	47,504,272
	2014	374,085	0	0	0	42,147,471	0	0	42,521,556
Preventive environment investments (€)	2012	14,857,205	574,173	36,771	73,375	4,318,304	0	0	19,859,828
	2013	29,848,641	450,456	86,893	55,041	2,983,887	0	0	33,424,918
	2014	24,142,478	413,086	38,840	37,830	10,105,063	0	0	34,737,297
Preventive expenditure for environmental operations (€)	2012	16,480,544	1,026,464	563,757	109,250	3,107,526	0	0	21,287,541
	2013	16,887,239	818,243	321,747	81,180	4,237,616	0	0	22,346,025
	2014	18,609,808	552,753	516,995	112,400	4,678,255	0	0	24,470,211
Expenditure for preventive operations (%)	2012	0.77%	0.03%	0.02%	0.02%	0.09%	0.00%	SO	0.17%
	2013	0.70%	0.03%	0.01%	0.01%	0.12%	0.00%	SO	0.18%
	2014	0.77%	0.01%	0.02%	0.01%	0.12%	0.00%	SO	0.18%
Cost of court-ordered preventive action (€)	2012	0	0	0	0	44,650	0	0	44,650
	2013	0	1,000	0	0	100,500	0	0	101,500
	2014	0	1,000	0	0	76,209	0	0	77,209

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Posted environmental provisions (€)	**2014**	0	0	0
Environment-related guarantee bonds (€)	**2014**	374,085	0	0
Preventive environment investments (€)	**2014**	19,098,923	5,043,555	29,977
Preventive expenditure for environmental operations (€)	**2014**	14,802,255	3,807,553	0
Expenditure for preventive operations (%)	**2014**	0.81%	0.65%	0.00%
Cost of court-ordered corrective action (€)	**2014**	0	0	0

5.2. Resource conservation

5.2.1. Measures to conserve water resources

The Group's water policy, set down in the "Water & Aquatic Habitats Charter" since 2011, addresses consumption management, prevention of pollution risks, generalisation of best practices and development of innovation.
Water consumption reduction measures are included in the divisions' sustainable development action plans. All divisions are adopting greener processes, including local monitoring to detect anomalies at APRR-AREA, projects aimed specifically at reducing consumption, water recycling and pollution prevention at Eiffage Construction, runoff water recycling at Eiffage Métal, and recycling of almost all wastewater from quarry equipment washing at Eiffage Travaux Public, etc.

Pollution reduction initiatives reflect the diversity of the Group's businesses: For example:

- APRR and AREA have included their new multi-year water resource protection programmes in the 2014-2018 Plan contracts. The teams work daily to limit the risks of spillage-related water pollution and to manage drainage equipment.
- Eiffage Construction and Eiffage Travaux Publics have created "Water tool kits" distributed to the operating teams and designed to improve technical responses to regulatory requirements and to generalise best practices.
- Eiffage Travaux Publics has developed several innovative systems for processing water discharges, making water conservation an integral feature of its business innovation. Modul'AP® is a temporary site drainage system based on the principle of straw filters. Created in-house, patented and adapted to various site configurations, Modul'AP® is industrialised and reusable. It has been deployed at the division's work sites since 2013, and received the IDRRIM Infrastructures award for mobility and biodiversity in 2014, in the "Ingenious initiative" category.

Treatment before discharge of water used to wash concrete-soiled equipment is another key factor in pollution prevention, and the relevant divisions are constantly seeking more effective solutions. Several solutions are being tested or implemented: recovery/separation systems for concrete laitance in urban work sites at Eiffage Construction, or the use of dry ice (carbon-neutral recycled CO_2) to adjust the pH of water used to wash concrete-soiled tools at Eiffage Travaux Publics, a procedure now integrated into the client offer.

Raising awareness and sharing best practices are among the everyday activities targeting all of the Group's operational staff.

Water consumption

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Total (m³)	2012	462,955	393,126	66,101	67,707	1,162,946	NC	2,661	2,155,496
	2013	453,512	246,359	376,716	27,130	667,234	10,121	2,860	1,783,932
	2014	400,829	268,875	376,153	31,288	715,135	9,831	2,584	1,804,695
Extracted water (m³)	2013	N/A	54,120	337	N/A	1,228,556	N/A	N/A	1,283,013
	2014	98	320	588	N/A	1,759,757	N/A	N/A	1,760,763
Recovered water (m³)	2013	N/A	1,060	N/A	72	336,162	N/A	N/A	337,294
	2014	N/A	2,334	N/A	88	463,474	N/A	N/A	465,896

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Total (m³)	**2014**	299,679	101,150	16,249
Extracted water (m³)	**2014**	0	98	SO
Recovered water (m³)	**2014**	N/A	N/A	N/A

International		Germany	Benelux	Spain	Poland	Other Europe	Senegal
Total (m³)	2012	53,685	3,071	316,497	NC	NC	NC
	2013	44,957	26,536	175,478	13,581	6,298	35,265
	2014	42,851	40,691	175,380	14,077	3,069	53,721

5.2.2. Managing air, soil and nuisances

The divisions define their impact management commitments in environmental policy documents or Quality and Environment charters.

Air

In addition to compliance with defined air pollution regulations for hazardous facilities, efforts to combat air pollution are primarily expressed in commitments leading to the implementation of prevention procedures and the development of less polluting processes. Aggregate coating plants are a good example of processes that have been significantly improved over the years, and the potential health effects of their atmospheric emissions are managed via a national approach including the French road industry association (USIRF), actively supported by Eiffage Travaux Publics's Scientific department.

Reducing polluting emissions from transport includes an internal dimension – streamlining travel, updating the vehicle fleet, etc. – and a user dimension at APRR-AREA, which involves the implementation of specific measures – speed limit zones, communication campaigns, etc.

More broadly, reducing greenhouse gas emissions is a concern addressed by policies to tackle climate change (see section 5.3 Climate change).

Nuisances

Concerning motorway concessions, new multi-year programmes to protect residents from noise pollution (Plan Contracts with the French government) were approved in January 2014.

The divisions are attentive to reducing noise and odour pollution generated by their businesses, during construction or at their facilities. Certain recurring installations (sound-proof walls) or innovative technologies (reduction of pollutant emissions and odours at coating plants, use of noise-reduction coatings such as Nanophone® or Microphone®), or streamlined project planning (reduced travel, efficient equipment delivery logistics, etc.) enable smooth and efficient management of sites. Consultation, posters, websites and site tours are among the tools used to ensure that information circulates and to collect feedback from those impacted.

Soil

The divisions understand the risks of soil pollution, which are inherent to their core businesses. Solutions include protection and emergency response equipment – retaining pits, absorbent material kits, etc. – monitoring and detection systems, as well as appropriate conduct guided by dedicated procedures.

At APRR-AREA, which manages a natural heritage extending over more than 10,000 hectares – verges, embankments, central reservations and motorway areas – the ground, and natural spaces more generally, are covered by a specific operating policy, the "Natural spaces policy", which, aside from compliance with regulations, targets safety for employees, residents and customers, consideration of traffic disruption, compliance with the company's sustainable development and environmental management policies, and the long-term preservation of structures.

5.2.3. Waste prevention and disposal

Managing the waste generated by the Group's businesses – more than 1.7 million tonnes in 2014 – is a major environmental and economic issue. All the divisions apply a long-term policy to manage their waste and regularly update their requirements from subcontractors and partners in this area.

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A few initiatives:
- Waste inventories – types, quantity, hazard level, management costs, etc. – are carried out in some divisions to identify the major production sources, possible improvements and best practices. Employee awareness campaigns are implemented regularly.
- At work sites, waste management is systematic and takes advantage of the recycling facilities available in the area (departmental plans in France) and any scope for reuse on-site or at other work sites.
- At motorway rest areas and toll stations, where the goal is to provide waste sorting similar to that of municipalities, APRR and AREA focus on sorting at source, using containers for glass, plastic and general waste. Efforts to raise user awareness are ongoing.

The "Waste" section of the GEODE environmental management software enables companies to comply with regulatory requirements for traceability in waste disposal.

Decontamination, a crucial process on some sites, involves soil, buildings and materials. In this area, Eiffage is trialling new techniques with low environmental impact. Eiffage Travaux Publics is home to most of the Group's expertise in demolition, decontamination and asbestos removal, with many of the acknowledged specialists in this sector such as Gauthey, Boutté, Forézienne d'Entreprise and Budillon-Rabatel.

Waste

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Hazardous waste (t)	2012	436	487	398	213	18,302	NC	N/A	19,836
	2013	439	200	337	295	4,553	0	N/A	5,824
	2014	1,236	193	553	188	3,117	0	N/A	5,287
Non-hazardous waste (t)	2012	6,721	35,269	10,133	80,926	39,952	NC	N/A	173,001
	2013	8,332	77,306	7,519	2,416	14,249	0	N/A	109,822
	2014	8,257	81,028	9,715	1,224	19,959	0	N/A	120,183
Inert waste (t)	2012	107	51,279	102,419	558	1,220,014	NC	N/A	1,374,377
	2013	12	46,122	76,234	1,997	1,837,279	0	N/A	1,961,644
	2014	3,4	53,225	63,316	26	1,437,818	0	N/A	1,554,388
Waste-related expenditure (€)	2012	1,771,100	11,806,890	1,644,237	92,534	7,110,094	NC	0	22,424,855
	2013	1,989,419	11,157,166	2,568,790	-539,664	6,729,188	NC	0	21,904,899
	2014	2,394,779	10,928,049	2,134,664	317,070	6,345,739	NC	0	22,120,301

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Hazardous waste (t)	**2014**	509	727	27
Non-hazardous waste (t)	**2014**	6,371	1,886	722
Inert waste (t)	**2014**	3,4	0	0
Waste-related expenditure (€)	**2014**	2,223,079	171,700	nr

5.2.4. Consumption and measures to make more efficient use of raw materials

Eiffage has adopted an approach based on tempered use of natural resources and has invested in knowledge and techniques to support "reversibility" such as:
- controlled extraction of resources from natural environments;
- developing demolition and on-site recycling into genuine professions;
- developing decontamination techniques, including for occupied sites, with a view to brownfield urban regeneration;
- reducing waste production at source, recycling and reusing waste in construction and renovation processes;
- developing expertise in restoration of natural habitats, ecological engineering and innovative techniques to restore ecosystem services in urban environments.

From raw material extraction to construction, Eiffage Travaux Publics has expertise in all businesses across the entire project life cycle in its sector. The division is a signatory, via the FNTP, of the Agreement to voluntary engagement by road professionals since 2009, and pursues ambitious, regularly updated goals such as increasing the rate of recovery of coated aggregate to 15% and doubling the area of road resurfaced in situ.
Inert recycled waste is a significant source of raw materials, and the division is developing technical and industrial solutions to increase its presence in their products.
For example:
- crushing and grinding facilities process demolition concrete or inert waste from pavement milling to produce reusable aggregates;
- the BIOCOLD® range of low-temperature asphalt coated aggregate for road maintenance, which can incorporate up to 100% of recycled aggregate in the final product;
- a number of coating plants were upgraded in 2014, including those operated by Haute-Marne Enrobés and Chartres Enrobés, which can now incorporate up to 30% and 60% recycled coated materials in their processes, respectively;

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- lastly, in situ road recycling makes it possible to conserve the existing base, completely recycle and recover materials, spare new materials and eliminate the truck movements that would otherwise be necessary to remove the old materials and bring in new ones. In 2014, the division acquired a new asphalt emulsion or foam in situ road surface reprocessing system, ARM 2500®, which joins the existing ARC 700® and ARC 1000® systems to round out the range of in situ reprocessing equipment.

For its part, APRR has applied a roadway materials recycling policy since 2011 that aims to harmonise practices in the drafting of tender preparations. Bid proposals must in particular offer a recycling variant, and target rates are defined for recycled coated materials. Concerning the other major high-consumption item, winter road clearance (60,000 tonnes of salt each winter), in Combe de Savoie, APRR is replacing coarse salt extracted from Mediterranean salt marshes with salt fines, a natural residue of the industrial process at a brine plant near the site.
New materials are also spared by using special processes, such as Granuchape®, high-performance equipment designed to produce very thin asphalt concrete layers. This process halves consumption of raw materials per square metre compared with a conventional solution, and was used on more than 200,000 sq. m of roadway from 2013 to 2014.

The eco-design approach enables Eiffage Construction to improve its consumption of raw materials via streamlined design and industrialisation of products. The division also covers dismantling and separation of materials.

Aggregates

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Consumption of aggregates (t)	2012	N/A	N/A	N/A	N/A	20,041,019	N/A	N/A	20,041,019
	2013	N/A	N/A	N/A	N/A	18,120,222	N/A	N/A	18,120,222
	2014	N/A	N/A	N/A	N/A	17,152,725	N/A	N/A	17,152,725

International		Germany	Benelux	Spain	Poland	Other Europe	Senegal
Consumption of aggregates (t)	2012	NC	N/A	4,419,993	NC	NC	NC
	2013	NC	N/A	2,827,554	NC	0	327,454
	2014	0	N/A	3,703,865	0	0	297,171

France		Eiffage Travaux Publics
ARC 700 or similar (sq. m)	2012	363,858
	2013	286,961
	2014	381,785

5.2.5. Energy consumption, measures to improve energy efficiency and use of renewable energy

Eiffage addresses the strategic, socio-economic and environmental challenge of reducing energy consumption with an energy performance policy targeting three focus areas:
- optimising its own energy performance;
- improving its technical and commercial offer by leveraging its expertise and innovative capabilities;
- promoting techniques relating to renewable energies.

Training and awareness operations rolled out in recent years have served to optimise expertise and develop a shared energy performance culture. The divisions have networks of skilled energy specialists working in their regional divisions. Some have planned the rollout of ISO 50001 certification across all their companies (Energy division) or at some of their sites (Eiffage Travaux Publics). All divisions have action plans that include measuring and reducing consumption. Solutions are implemented to improve the energy performance of buildings and processes. For example:
- APRR and AREA are improving their internal organisations and structures, reducing installed capacity and streamlining the use of operations equipment for the 2012-2016 period.
- Eiffage Construction expanded efforts to gather feedback from pilot real estate projects in 2014. The Group's future headquarters, the Vélizy Villacoublay Campus (Yvelines) is the fifth pilot project, and currently under construction. The building's design and construction are informed by experience from previous design, construction and operating activities, and it has received HQE® "exceptional level" certification and BREEAM® certification (pending).
- Eiffage Travaux Publics continues to roll out practical initiatives at its industrial sites, including systematically covering bulk materials, insulating binder tanks, continuing development of EBT®, optimising equipment electricity consumption by training operators in green operating techniques or by installing variable frequency motors.

Concerning the sales offer, the HQVie® product line – developed by the Group's sustainable urban development research programme Phosphore – targets very ambitious energy performance and encourages projects to surpass existing construction standards. Using renewable energy, developing the energy mix, high energy performance, and zero- and positive-energy buildings and blocks are the standards that underlie this approach.
The divisions also propose expert solutions and know-how: high-performance shells and façades, low-consumption construction processes, specialised BMS offers, multi-technical and multi-site offers targeting energy performance, property operation and maintenance based on processes appropriate to the customer's circumstances, optimised energy management, etc.

Lastly, the Group divisions specialised in energy production and maintenance apply their expertise to promoting renewable energy, by designing and building cutting-edge technical solutions in this area: wind farms, photovoltaic systems, co- and trigeneration plants, biomass plants, etc.

Energy

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Electricity consumption (GWh)	2012	80.30	55.00	30.70	17.10	103.80	NC	2.20	289.10
	2013	75.80	60.90	75.40	17.80	113.20	1.50	2.10	346.70
	2014	76.76	52.76	71.05	14.44	150.83	1.35	2.45	369.63
Renewable energy production sold to EDF (kWh)	2012	58,297	337,490	147,249	0	74,481	0	N/A	617,517
	2013	52,384	149,809	211,690	0	28,923	0	N/A	442,806
	2014	54,458	157,935	106,052	0	29,000	0	N/A	347,445
Petrol consumption (l)	2012	38,925	180,610	143,498	9,420	269,364	NC	N/A	641,817
	2013	29,621	146,364	107,532	6,423	264,270	NC	N/A	554,210
	2014	29,342	171,320	67,176	4,879	212,156	0	N/A	484,873
Kerosene consumption (l)	2012	N/A	2,026	N/A	0	239,000	N/A	N/A	241,026
	2013	N/A	0	N/A	0	315,000	N/A	N/A	315,000
	2014	N/A	0	N/A	0	330,000	N/A	N/A	330,000
Domestic fuel oil, diesel & non-road diesel consumption (l)	2012	6,558,603	8,271,025	22,541,402	3,050,793	75,959,666	NC	25,387	116,406,876
Domestic fuel oil consumption (l)	2013	680 787	337 558	790 041	125 505	4 854 628	0	N/A	6 788 519
	2014	452 811	238 606	493 287	64 560	3 532 191	0	N/A	4 781 455
Diesel consumption (l)	2013	6,188,432	6,489,859	20,127,345	2,450,882	39,357,148	28,331	118,770	74,760,767
	2014	5,515,135	6,861,273	18,819,395	2,770,426	35,454,637	25,775	116,491	69,563,132
Non-road diesel consumption (l)	2013	0	233,278	1,023,122	287,362	51,336,641	0	N/A	52,880,403
	2014	0	499,069	792,135	252,116	56,901,526	0	N/A	58,444,846
Heavy fuel oil consumption (l)	2012	N/A	4,237	4,225	29,615	8,187,503	N/A	N/A	8,225,580
	2013	N/A	138,897	0	34,233	5,400,776	20,611	N/A	5,594,517
	2014	N/A	137,537	0	29,632	12,451,172	21,703	N/A	12,640,044
Butane & propane consumption (kWh)	2013	445,107	3,643	877,426	1,341,654	1,217,684	N/A	N/A	3,885,514
	2014	301,724	42,881	755,058	1,838,301	9,289,236	N/A	N/A	12,227,200
Natural gas consumption (kWh)	2012	6,223,373	3,938,077	18,175,781	16,319,571	495,831,000	N/A	N/A	540,487,802
	2013	7,078,784	4,632,753	75,501,176	15,467,759	542,129,804	N/A	N/A	644,810,276
	2014	5,184,194	3,334,245	58,210,206	9,768,430	890,657,087	N/A	N/A	967,154,162
Lignite consumption (t)	2013	N/A	N/A	N/A	N/A	504	N/A	N/A	504
	2014	N/A	N/A	N/A	N/A	3,119	N/A	N/A	3,119

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Electricity consumption (GWh)	**2014**	56,097,436	20,658,369	7,997,847
Renewable energy production sold to EDF (kWh)	**2014**	18,458	36,000	3,419
Petrol consumption (l)	**2014**	28,922	420	547
Kerosene consumption (l)	**2014**	N/A	N/A	N/A
Domestic fuel oil consumption (l)	**2014**	361,351	91,460	0
Diesel consumption (l)	**2014**	4,225,772	1,289,363	1,550,352
Non-road diesel consumption (l)	**2014**	0	0	0
Heavy fuel oil consumption (l)	**2014**	N/A	N/A	0
Butane & propane consumption (kWh)	**2014**	303,703	30,444	0
Natural gas consumption (kWh)	**2014**	4,230,394	838,291	5,933,262
Lignite consumption (t)	**2014**	N/A	N/A	N/A

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International		Germany	Benelux	Spain	Poland	Other Europe	Senegal
Electricity consumption (GWh)	2012	6.30	0.80	16.20	NC	NC	0.20
	2013	5.80	14.20	14.90	2.90	0.80	0.70
	2014	6.23	23.47	16.27	5.13	0.69	0.87
Renewable energy production sold to EDF (kWh)	2013	0	8,957	0	237,774	0	0
	2014	103	26,389	0	613,248	98	0
Fuel consumption (l) (petrol, kerosene, diesel)	2012	13,805,495	1,798,265	8,008,476	NC	NC	NC
Petrol consumption (l)	2013	278,423	9,918	10,031	62,420	94,371	110,276
	2014	343,886	10,379	17,217	33,515	93,826	150,000
Kerosene consumption (l)	2013	0	0	0	0	0	80,000
	2014	0	0	0	0	0	80,000
Diesel consumption (l)	2013	5,440,976	2,791,231	6,123,564	214,777	418,242	7,758,639
	2014	7,022,697	3,377,385	7,413,462	277,487	379,956	8,114,571
Domestic fuel oil consumption (l)	2012	268,306	NC	4,623,693	NC	NC	NC
	2013	5,105,765	1,720,173	1,187,786	NC	NC	10,000
	2014	4,972,343	1,095,350	1,737,297	NC	NC	0
Heavy fuel oil consumption (l)	2013	188,202	119,195	3,877,965	9,000	0	481,000
	2014	187,144	337,962	4,905,523	8,700	0	445,000
Butane & propane consumption (kWh)	2013	0	4,133,000	0	0	0	0
	2014	0	4,856,277	0	0	0	0
Natural gas consumption (kWh)	2012	7,587,538	364,800	10,634	NC	NC	NC
	2013	7,016,920	7,631,591	9,259	396,946	109,171	0
	2014	6,554,513	7,392,967	11,435	376,508	94,731	0

France		
Low-temperature coated aggregate (EBT) (t)	2012	296,933
	2013	419,302
	2014	781,664

5.3. Climate change

5.3.1. Carbon policy

Eiffage has defined a carbon strategy that targets both internal stakeholders and customers, and involves measuring and reducing the carbon footprint of its activities and reducing greenhouse gas emissions, which is considered to be a competitive asset.

Long-term initiatives are implemented to reduce carbon emissions for the Group scope, such as controlling fossil fuel consumption – and the related greenhouse gas emissions – via detailed management appropriate to each business line, large-scale eco-driving training for staff, a vehicle fleet management policy that has set maximum CO_2 emissions thresholds at progressively lower levels since 2008 (105 g CO_2/km in 2014, which is 24% lower than in 2009), an increasing share of electric vehicles in the light vehicle and heavy plant fleets, improved building energy performance, and staff awareness.

Eiffage includes the carbon dimension in its commercial offer. Eco-comparison tools are used to calculate the "carbon weight" of technical solutions for clients, such as Eiffage Construction's life cycle analyser and the shared SEVE tool in the Public Works professional division. The Group proposes innovative solutions – Clemessy's Efficacité Énergétique (energy efficiency) ClemSEE, or a carbon arbitrage fund – such as that implemented for the Bretagne-Pays de la Loire high-speed rail link – which aim to fund the cost differentials between proposals involving high-carbon materials and construction methods and low-carbon alternatives, during the construction phase of projects.

Eiffage is adopting the systematic use of life cycle analysis for its buildings and infrastructures, and developing a rich eco-design offer.

Lastly, the Group relies on lower-emission innovative solutions developed by its divisions' R&D departments, such as EBT®, a process with a greenhouse gas emissions balance half that of a conventional coated aggregate process, the BIOCOLD® range of low-temperature coated aggregates, and the new Concept Lignum® compressed engineered wood construction method.

Eiffage joined the SBF 120 companies participating in the Carbon Disclosure Project in 2006.

5.3.2. Greenhouse gas emissions

The Group's greenhouse gas emissions assessment based on 2011 data was published on 15 November 2012. Carbon action plans were developed based on reduction goals defined jointly by the Group and its divisions, taking into account the specificities of each business line.

The quantification of the businesses' greenhouse gas emissions is based on data from the Group's reporting and integrates scopes 1 and 2 of the ISO 14064 standard.

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Basis for calculation

Software used		Enablon version V6.0 with greenhouse gas emissions calculation module.
Scope		Eiffage Group companies of all sizes located in France. Consolidation of operating scope: full consolidation for the Group's wholly owned subsidiaries, based on their method of financial control for the other subsidiaries.
	2011	Workforce: 58,117 employees Revenue: €11.6 billion
	2014	Workforce: 53,501 employees Revenue: €11.6 billion
Emissions factors		Factors in the carbon database published by the ADEME at www.basecarbone.fr. Emissions factors retained: 0.078 kg eq. CO_2/kWh for electricity – 0.234 kg eq. CO_2/kWh for natural gas.
Margins of error		Methods used individually by contributors for consumption units were not escalated; therefore a margin of uncertainty of 10% was applied to measurement of overall consumption. Response rates concerning the presence of air conditioning systems in the establishments: 49%. Uncertainties related to emissions factors: those published in the carbon database provided by the ADEME.
Calculation method for air conditioning systems		The sources for this item only include emissions related to refrigerant leaks. Quantification of emissions based on installations' refrigerant capacity described in the emissions factors guide version 6.1 – chapter 3 – art. 1.3.3 – Service-sector air conditioning from the BC® method. The "average" refrigerant R407C was applied.
Scope		Scope 1 and 2, including emissions related to the lime decarbonation process at the Bocahut plant.
Note		CH4 and N2O emissions only concern items 1 and 2* and represent less than 1% of total emissions. All emissions from items 1 and 2 were reported under "CO_2 emissions". Item 1: direct emissions from fixed combustion sources Item 2: direct emissions from mobile combustion sources

Greenhouse gas emissions assessment

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
2011 Greenhouse gas emissions assessment (teq. CO_2)	**2011**	24,304	26,721	66,471	13,820	456,447	232	462	588,457
Three-year reduction goal		5.00%	9.80%	9.20%	3.00%	6.10%	0.00%	0.00%	6.60%
2014 Greenhouse gas emissions assessment (teq. CO_2)	**2014**	23,474	24,894	72,516	12,341	445,714	235	539	579,713

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
2014 Greenhouse gas emissions assessment (teq. CO_2)	**2014**	17,893	5,563	6,044

5.3.3. Adapting to the consequences of climate change

Eiffage is conscious of its responsibility as a major construction player and an urban development all-rounder, and is engaged in an applied research programme on change management in its businesses, so as to reduce the ecological footprint of its activities based on a sustainable economic and societal model. From Phosphore, its prospective research programme on sustainable cities, to Astainable®, a digital urban design tool that brings the excellence of the French urban development offer to the international markets, or the HQVie® sustainable urban development design methodology, the Group consistently seeks to build the city of tomorrow, which must meet the challenge of adapting to the consequences of climate change and ongoing sociological transformations.

The Group therefore adapts its construction expertise and operations via:

- R&D targeting techniques and processes that reduce consumption of natural resources and greenhouse gas emissions, to minimise both direct and diffuse impacts on the environment;
- the promotion of systemic needs analysis and solutions that cut across urban issues (mobility, energy, new construction and renovation, urban ecosystem services, etc.).

The HQVie® sustainable construction methodology was developed by Phosphore, Eiffage's sustainable urban development research programme, in application of these principles. Fully compatible with HQE®, it translates the complexity of a systemic approach to sustainable development issues into an urban project at the scale of a building, a block

or a neighbourhood. Many topics are examined, including green mobility, the energy mix, intensification and adaptability, and preventing risks related to climate change. A design guide, monitoring and decision-making tool all in one, HQVie® can be applied to an urban project to enable stakeholders, elected officials, developers, builders, operators and local residents to evaluate its sustainable development positioning and, where applicable, identify any shortcomings. Eiffage Construction and Eiffage Énergie now include it in various tender proposals: "Écocité" certified development operations, sports, hospital and school facilities, housing, office and service programmes, and university campuses.

Significant action levers are also available via the eco-design process. In this area, Eiffage Construction not only upholds the principle of environmental precaution by choosing appropriate construction materials and running ISO 14001 certified work sites, but also provides improved service to building users by optimising work site procurement flows, including a minimum volume of FSC or PEFC wood and considering factors such as building adaptability and the ease of dismantling and subsequent separation of materials.
The division has thus developed a structured, innovative and identifiable offer, organised around concepts that combine energy performance and streamlined costs, via the industrialisation of green products and construction processes. These include: Concept Lignum®, combining the benefits of concrete and engineered hardwood, the core feature of the division's dry process technology; H2CO and ÉcoÉco, construction methods for public housing and homes for first-time buyers which meet standardisation and rationalisation criteria; prefabricated HVA Concept™ modules for customised, series-built bathrooms, etc.

Exceptional weather phenomena are also taken into account by APRR-AREA. The operating companies contract with Météo France for specific service alerts of imminent storm conditions, equip roadways to more precisely monitor "fatigue" of the different road layers (in particular, to anticipate the effect of heat waves on asphalt ageing), and scale air conditioning in the plant rooms to take into account the hottest summer temperatures. In construction, factoring in the increased likelihood of recurrent brief, violent storm episodes means tripling storm-water basin capacity or including larger flood plains in planning.

5.4. Protecting biodiversity

Eiffage is conscious of the risks of biodiversity erosion, such as overconsumption of natural spaces, multiple pressures on water resources and the use of mineral and fossil resources, and is engaged in an active policy of biodiversity conservation. This policy, which since 2009 is based on the Biodiversity Charter, a founding commitment signed by the CEO, was expanded in 2012 with the acknowledgement of the Group's commitments under the National Biodiversity Strategy, across its entire scope. Eiffage is one of the few economic players to have published all of its commitments under the National Biodiversity Strategy on its website, and to have an independent party, the Humanity and Biodiversity association, assess the results of its 28 initiatives in this area.

It is also within the framework of the National Biodiversity Strategy that Eiffage and its divisions raise employee awareness and mobilise them to acquire new expertise, develop methods to integrate the issues, rethink their design and construction approaches, and share their experience with the environmental sphere.
Thus, since 2010, the Sustainable Development department has created and regularly updates operational and awareness tools in partnership with the divisions, including the biodiversity risk prevention and management kit and the biodiversity archive, which enables employees to learn about biodiversity risks and integrate their prevention and management into their everyday work, from designing offers to operating structures.

Eiffage shares its expertise with the environmental sphere, in particular via its involvement in the biodiversity working groups of professional bodies: the FNTP public works industry federation, the MEDEF employers' association, and the CIL&B linear infrastructure and biodiversity club, which includes major operators of public- and private-sector linear infrastructures. In the international arena, the Group has been a member of the Business & Biodiversity Offsets Programme (BBOP) since the end of 2013. In addition, in 2014, 25 students including several Group employees matriculated the sixth university session for the Eiffage - Paris I Panthéon-Sorbonne biodiversity, environment and large infrastructures Master 2 corporate chair, which is part of the BIOTERRE Master syllabus.
Lastly, Eiffage published *Towards Green Civil Engineering* in May 2014, which addresses the civil engineering businesses and their strong interactions with biodiversity. The goal of this book – distributed free of charge to internal and external stakeholders – is to provide an unembellished look at the gradual integration of issues related to the living world into the company's core businesses, and at the practical consequences of this process, via three major development projects.
In terms of its offer, Eiffage pursued its efforts relating to the restoration of ecosystem services with an innovative and voluntary project aimed at supporting natural water purification processes in the territories adjacent to the Bretagne-Pays de Loire high-speed rail link. The FIPAN natural heritage intervention fund proposes a global, multi-year approach dedicated to conserving natural water purification services, which includes consultation with volunteer farmers, financial engineering, practical ecological engineering initiatives, technical monitoring, and educational and cultural aspects. The Group brought the proposal to life with the official launch of a BPL FIPAN demonstrator near Rennes (Ille-et-Vilaine).

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National Biodiversity Strategy

			Employees	External stakeholders	Corporate regulations	Internal	Value creation & expertise	Improvement
FOCUS 1	**Increase average biodiversity skill levels and promote broad awareness within the Group**							
Training and tools	1.1	Corporate Chair in biodiversity, environment and large infrastructures: teaching component	X	X		X	X	67%
	1.2	Biodiversity risk prevention and management kit			X	X	X	100%
	1.3	Environmental/quarry operations training and inclusion of biodiversity considerations	X	X	X	X	X	100%
	1.4	Biodiversity feedback and training for two divisions	X	X	X	X	X	50%
	1.5	Proprietary biodiversity awareness dashboard: EBE-Vie	X			X		100%
Awareness	1.6	Perspectives on biodiversity: company photography competition and calendars	X			X		67%
	1.7	Discovering biodiversity via bees and their environment: guide for employees	X	X		X		100%
	1.8	Discovering biodiversity at motorway areas: guide for customers	X	X				10%
FOCUS 2	**Participate in basic and applied research benefiting biodiversity**							
Basic research	2.1	Funding for theses via the corporate chair in biodiversity, environment and large infrastructures		X		X	X	67%
	2.2	Participation in a national study of chytridiomycosis in amphibians		X		X		100%
Applied research	2.3	Ongoing COPAFAUNE project		X		X	X	100%
	2.4	Development of applied research into resolving black spots in the green grid (Faunabridge®)		X		X	X	50%
	2.5	Exploratory study of interactions between submerged metal structures and marine biodiversity		X		X	X	5%
FOCUS 3	**Pursue an innovative approach to biodiversity challenges in the core businesses**							
Ecological engineering	3.1	Development of organic sourcing			X		X	67%
	3.2	Include biomimetic construction in R&D activities				X	X	20%
Management of pollution	3.3	Promote the inclusion of the "biodiversity plot ratio" concept in new-build and renovation construction projects		X		X	X	50%
	3.4	An innovative biodiversity partnership: the French national forestry office and green offsets		X	X		X	75%
Onsite actions	3.5	Mirror façades and birds: include recommendations in the catalogue		X			X	10%
	3.6	Prevention of light pollution: include recommendations in the catalogue		X			X	15%
	3.7	Include biodiversity as a parameter in the Corbigny quarry operating process		X	X	X	X	50%
	3.8	Compatibility of an industrial activity with the development of biodiversity at a production site		X		X	X	67%
	3.9	The BPL FIPAN project		X			X	80%
	3.10	Establish practical biodiversity partnership(s) relating to renewable energy development projects		X			X	25%
	3.11	Service activities: maintaining green spaces and biodiversity		X		X	X	20%
	3.12	"Biodiversified" building: a demonstration building		X		X	X	75%
FOCUS 4	**Share biodiversity knowledge and work with peer networks**							
	4.1	Help to create an institutional document archive dedicated to biodiversity		X			X	75%
	4.2	Cooperate with institutional partners: participate in peer networks		X				67%
	4.3	Foster constructive dialogue with associations		X				67%

Since Eiffage's recognition of its commitments under the National Biodiversity Strategy on 17 December 2012, the Group and its divisions have been deploying the planned actions. The Humanity and Biodiversity association plays the role of independent verifier by inspecting certain sites and meeting with the divisions' operational teams.

6. INFORMATION CONCERNING SOCIAL COMMITMENTS IN SUPPORT OF SUSTAINABLE DEVELOPMENT

6.1. Regional economic and social impact of the company's business

As a regional development player, Eiffage seeks to lead by example through its development and support choices and its respect for nature and living environments. Via its many facilities and construction projects, the variety of its accomplishments, its strong commitment to training and professional integration, and continuous dialogue with its external stakeholders, the Group seeks to better contribute to creating dynamic regional socioeconomic conditions.

6.1.1. Regional and international development

As use of the existing motorway network intensifies, motorway links and motorway access roads are a central focus of APRR-AREA's investment and development policy. Expanding access to rapid transport while maintaining flexible service is a major issue for regional socioeconomic success, and these investments are determined in consultation with local authorities and the French government. For example, from May to June 2014, the department of Savoie carried out public consultation, with the support of AREA, on the Chambéry interchange upgrade project. Several information sources, including an exhibition, dedicated website and meetings were made available to the public as part of this consultation process.
Starting in the motorway design phase, APRR and AREA pursue the fundamental objective of harmonisation with the historic, geographic and cultural environment with a view to conserving, maintaining and highlighting these features. They also foster economic and tourism development initiatives in the areas crossed by the motorway.

In addition, Eiffage plays its part in improving our natural and urban surroundings by building specific structures that positively showcase sites or blend infrastructure into the landscape.
For example, in 2014 the Group took part in the construction or renovation of two major Paris museums: the Louis Vuitton Foundation and the Hôtel Salé, home to the Musée Picasso in Paris.

Internationally, for construction projects in developing countries, the divisions support these countries' economic development and promote technical skills training for local staff. Eiffage Métal regularly carries out projects that include expertise transfer clauses, such as the manufacture of 104 metal footbridges in Angola in 2014, where structural assembly and the related civil engineering was carried out by local partners supervised by Eiffage Construction Métallique.

As a benchmark partner in the development of urban infrastructures and the renovation of its major historic buildings, Eiffage Senegal participated in numerous initiatives alongside the Heritage Department, such as the restoration of the tomb of Captain Protet in Carabane in 2013. In November 2014, among other projects, the company renovated the premises of the Senegalese television station RTS in Saint-Louis, and completed renovation of the former home of President Senghor, which has been converted into a museum that was officially opened on 20 December 2014.

6.1.2. Employment

Beyond compliance with social regulations in certain markets that reserve a given volume of work hours for people without employment, proactive internal policies generalise active and ongoing collaboration between the divisions and local integration players, systematically in the case of major projects.
Eiffage Énergie, for example, supports employment, in particular via its Eiffage Énergie Industrie Nord subsidiary and its training centre. A 382-hour course to train future industrial electricians is offered to job seekers, in partnership with the Pôle Emploi public employment agency, the General Council of Pas-de-Calais and temp firms.
The Group also has in-house teaching facilities to provide qualifying training to young people experiencing difficulties in school, while aligning instruction with internal recruiting needs.

At Eiffage Travaux Publics, 2.8% of hours worked in 2014 were for employment integration programmes. For the work begun in summer 2014 to extend line 14 of the Paris Metro, the division anticipates that around 45,000 hours – more than 5% of the total number of production hours – will be devoted to the integration of unemployed workers. The company collaborates with specialised bodies such as Pôle Emploi, the Local Mission and the local integration and employment plan (PLIE). At the same time, proprietary Eiffage Travaux Publics organisations – and in particular the Bernes-sur-Oise school (Val d'Oise) – train people recruited under integration programmes. A review of integration actions for the Bretagne-Pays de la Loire high-speed rail link project is available at www.eiffage.com.
The Group also supports related actions in favour of employment and integration. The divisions provide ongoing financial and logistics assistance to the CREPI federation (regional clubs of companies partnering for integration), which bring together regional companies carrying out practical voluntary actions to support the integration of disadvantaged populations. In 2014, 4,986 people without employment were referred to the CREPI and 2,997 of them received specific support services. Eiffage Construction participated, alongside CREPI Méditerranée, in the "Young Talents" initiative, during which 600 unemployed Marseilles youth met with 40 companies presenting 450 available job offers.
The Group, through the Eiffage Foundation, also places high priority on social and employment integration projects. Since 2008, the Eiffage Foundation has supported projects fostering the integration of people experiencing social exclusion, whatever their specific difficulty (lack of access to vocational training, disruptive life event, housing issues, illiteracy, physical disability, etc.). The Foundation aims to promote community service by Group employees and retirees, primarily supporting solidarity projects in which they volunteer. Eiffage does not operate a systematic community service programme, but rather supports its employees in their own volunteer initiatives.

6.1.3. Residents and local populations

Impacts on property

Land transactions are a key element of motorway construction, and APRR takes a very active consultative approach with all parties involved by holding regular public meetings to address economic, agricultural and habitat issues, and to take appropriate measures on a case-by-case basis. A dedicated, permanent information system is in place, with priority always given to voluntary agreements, whether for acquisitions or to determine compensation:

- land is purchased by mutual agreement in over 95% of cases;
- compulsory purchase orders are needed in less than 2% of cases;
- the remaining 2 to 3% correspond to compulsory purchases made more complicated by difficulties identifying the owners or by joint ownership situations.

Impacts on populations
The impacts of the Group's activities on local populations and residents, in terms of noise, odour and visual pollution, is addressed in section 5.2.2 Nuisances.

6.2. Relations with individuals and organisations interested in the Group's business

6.2.1. Conditions for dialogue
Knowing and taking account of the needs and expectations of stakeholders, controlling the impacts of activities on civil society, and preventing risks arising from reciprocal misunderstandings are key issues for the Group's businesses, which by nature are carried out close to local populations. The social acceptability of Eiffage's activities is crucial to development that can be sustained over the long term.

Listening to road users
Protecting users, informing them and offering them quality services are the three goals pursued by APRR and AREA, via their network of accessible and responsive employees. Particular attention was devoted to the quality of rest and service areas in 2014, with improved waste collection and an increased number of charging stations for electric vehicles, for example. "Nomad spaces" are available for charging phones and computers, and service areas are being equipped with meeting rooms, photocopiers and fax machines. New services are offered, including Relais Colis package pickup points, post boxes, laundromats, photo booths, digital photo printing terminals, DVD rentals, etc.
The *Ma lettre+* newsletter has been sent monthly to APRR-AREA electronic toll collection subscribers for the past two years, reaching more than 651,000 readers. It editorial approach can be summarised in three words: news, services and promotions.

Relations with stakeholders
The public consultation and communication actions customarily carried out by the divisions are a crucial factor in the acceptance of projects and activities, whatever their nature: linear infrastructure, construction, renovation of an occupied site or quarry operation. All APRR-AREA motorway projects are the subject of an extensive information programme across multiple media aimed at a broad audience: posters, specific construction signage, printed newsletters, dedicated websites and email addresses, etc. Surveys are administered regularly to assess customer perceptions of service. In 2014, 80% of customer complaints were processed within 72 hours, compared with 72% in 2013. Data traffic is monitored throughout the year, and any volume increases are examined.
Customer satisfaction surveys are also used in the divisions, in particular in the framework of ISO 9001 certification. For Clemessy, in addition to these dedicated surveys, the marketing department organises a telephone satisfaction survey every year with a panel of customers selected by the operational entities. A sample of almost 900 contacts were surveyed by telephone from 15 April to 2 July 2014.

The Metal division pursued dialogue with its clients and partners on several occasions in 2014: participation in the Dialogue 5+5 economic forum meeting framework for ten Mediterranean countries, active contribution to the Local-Content working group of the French Council of Investors in Africa (CIAN), and participation in the International Urban Development Association (INTA). Eiffage Travaux Publics keeps the public informed on a regular basis, with the aim of providing a better understanding of construction projects and other activities, ensuring their acceptance and even encouraging interest in related careers. Quarries frequently host educational tours, such as the Grand Caous site in Saint-Raphaël (Var), which is open to school visits. Furthermore, quarry monitoring, which is crucial to ensuring that deposits are worked sustainably, has become a fully-fledged business requiring close interaction between the public authorities, residents, farmers and other parties concerned with the operation. The creation of local consultation and monitoring committees at several sites promotes this dialogue between stakeholders and contributes to responsible use of resources – water, biodiversity, farmland, etc.

Work on occupied sites
Work on occupied sites requires increased consideration of the needs and restrictions of the client or occupants, excellent responsiveness and flawless organisation. Such activities lead to particularly active dialogue.
At Eiffage Construction in particular, as energy renovation projects grow more common, direct interaction is increasingly becoming a prerequisite for carrying out work in residential units. The division uses dedicated consultation systems to gather feedback and questions from residents and local populations. Residents greatly appreciate the direct contact, above and beyond poster campaigns and brochures. The division has a full-time manager in charge of relations with the public who is available to residents. This public relations manager chairs information meetings and pilots communication relating to the project (website, posters, communication in the daily regional press), thus serving as a project facilitator. The Bois Hardy (Nantes Habitat) work site benefited from this organisation, for example. For this project involving 422 apartments, in addition to direct communication, schedule management and the usual procedures, the public relations manager administered the 50 buffer apartments made available to tenants, in particular the electricity, telephone and water contracts and bills.

Eiffage Senegal – Longstanding community service
Eiffage Senegal, 2012 signatory of the CSR and sustainable development charter of Senegalese companies, has been active for many years with its employees and local populations, in particular with logistics support for NGOs such as the partnership maintained since 1995 with Le Kinkéliba, an association that promotes medical development in rural regions. In 2014, the company participated in the renovation of the medical clinic of the island of Dionewar and supplied much-needed drugs when it opened. Eiffage Senegal also stands out for its regular initiatives since 2003 to raise awareness of the risk of AIDS among employees, subcontractors and populations near its sites, in partnership with public- and private-sector organisations. It also operates programmes to bring suitable school infrastructures, school supplies, signage, etc., to populations in disadvantaged regions, in synergy with employees, who are partners in this community action.

Institutional representation
Eiffage is a member of national and local employer organisations (FNTP, FRTP, FFB, EGFBTP, SERCE, USIRF, FGC, CNCT, CIAN, Centre Technique des Industries Mécaniques, ConstruirAcier, etc.), and also holds mandates to represent the profession, in particular in the MEDEF and the MEDEF International Group.

Learn more
Additional information is available in the Sustainable Development section of the website
www.eiffage.com
Foundation & CREPI guides at www.eiffage.com
Eiffage Foundation website at www.eiffage.com
CREPI website: www.crepi.org

6.2.2. Partnership and philanthropy initiatives

As well as being recognised local economic stakeholders, Eiffage Group companies are involved in partnerships and cultural and social philanthropy initiatives. Among the highlights of 2014:

- For the second year running, APRR took part in Trailwalker, the sports and solidarity challenge organised in Avallon by Oxfam, an NGO engaged in combating injustice and poverty around the world.
- Eiffage Construction, via its subsidiary Eiffage Construction Gestion Développement, has partnered with the Abbé Pierre Foundation since 2005.
- Eiffage Énergie supports the operation organised by the association "Tout le monde chante contre le cancer" ("Everyone sing against cancer") – recommended by more than 100 hospitals, family residences and associations in France – which works to improve the daily lives of patients and their families.
- Eiffage Travaux Publics Guyane renovated a football field with artificial turf for the One Love Foundation, which promotes Guyanese culture and develops sports facilities in the department.

Eiffage Senegal participates in numerous community initiatives in sports and education, with donations of equipment, business creation assistance or financial support for social and environmental projects: financial support for the creation of the DEGGO economic interest grouping (a beneficiary of the reforesting/market gardening programme), constructions to restructure the flooded areas of Dalifort, donation of materials for the Diogo mosque, donation of materials to the association NEBEDAY (Senegalese NGO specialising in resource conservation/recovery) and to the cooperative of women of the Sangako forest, financial support to the Guédiawaye Yokkuté women's movement, etc.

For its part, the Eiffage Foundation (see sections 6.1. and 6.2) won a Corporate Philanthropy Award for the environment and sustainable development for three years running. Most notably, in 2014 it received the 2013 Award for its project with the Nubian Vault Association, for the development of a programme to generalise this construction technique in Senegal.

6.3. Relations with subcontractors and suppliers

Group purchasing is extremely varied and includes in particular the following procurement areas: energy and raw materials, industrial, service and works subcontracting, as well as industrial equipment and plant. Eiffage Purchasing ensures consistency between division-level purchasing policies and manages the shared procurement portfolio. Within this context, each division sets out its purchasing goals based on the specificities of its businesses.
In 2014, the Group focused strongly on awareness and professional development for buyers, to ensure their ability to address the key issues of their profession.

6.3.1. Inclusion of social and environmental issues in purchasing policy

Purchasing managers seek to establish efficient, balanced and transparent relations with suppliers. This is notably expressed in the negotiation of framework agreements approved by the legal departments, and in compliance with the Purchasing Code of Conduct which includes the ten principles of the Global Compact and the ten commitments of the Business Mediation Charter signed in 2010. The purchasing network's main task of developing balanced relationships with its suppliers and subcontractors continued in 2014. Its major goals were to strengthen contractual relations by developing improvement plans and multi-year commitments, defining and monitoring economic, social and environmental performance indicators, and implementing innovative initiatives. For each purchasing category, a panel of preferred suppliers is established to enable an appropriate level of monitoring.
The purchasing policies launched in 2013 in cooperation with environmental managers and deployed in such sectors as office supplies, telephony, waste, site accommodation and work clothes include environmental criteria and have been maintained. They played a role in prioritising the suppliers selected during annual renegotiations.
Reducing carbon emissions from employee travel remains a key focus of corporate and division-level greenhouse gas emissions reduction plans. Purchasing contributes to this goal: average CO_2 emissions for the corporate fleet remained steady at 105 g CO_2/km in 2014, and at the end of the year the fleet included 66 hybrid and 24 electric vehicles. The purchasing teams also issued a request for proposals for the 2015 fleet with an emission target of less than 100 g CO_2/km.

Lastly, concerning responsible purchasing, the divisions organise employment for workers with disabilities: awareness and training in responsible purchasing for the APRR and AREA purchasing teams, regular cooperation with 35 partners in the "supported and sheltered" sector for Eiffage Construction, local subcontracting of green space maintenance, building renovation, cleaning services, printing services and supplies by Clemessy.

6.3.2. Inclusion of social and environmental responsibility in supplier relations

The reference document for the community of buyers, the Purchasing Code of Conduct – co-written in 2009 by Group Purchasing, the General Commission on Risks and Controls and the Sustainable Development department – highlights specific aspects of the purchasing function's practices. The code sets out the rules of conduct and ethical standards required of each individual as well as Eiffage's expectations of its suppliers and subcontractors. Over the past four years, Eiffage has conducted CSR (corporate social responsibility) assessments of its suppliers using the ACESIA platform, one of the sector's benchmark tools. The 2013 priority was to complete an initial assessment of suppliers with framework agreements, resulting in the assessment of 450 strategic suppliers. This priority was maintained in 2014, with the purchasing teams reassessing the same supplier base. The average rating remained the same, indicating that partners' dedication continues despite any difficulties encountered. In addition, the Eiffage Campus project was used to test the rollout of CSR assessment to all significant suppliers involved in this project, whether under framework agreements or not.

6.4. Fair business practices

6.4.1. Anti-corruption initiatives

The Group's Ethics & Commitments Guide contains guidelines relating to competition rules, insider trading, conflicts of interest, bribes and gifts. Eiffage also has a whistleblowing system which enables any employee aware of anticompetitive practices, acts of corruption or abuse of confidence to report these to management bodies. This procedure adds to the practical means applied by Eiffage to manage the risk of irregular practices which, although they remain the exception, represent a genuine risk to the company's image and reputation. This procedure has a limited scope and is subject to strict implementation conditions that ensure respect for employees' freedom and basic rights and prevent anonymous accusations.

6.4.2. Measures in favour of consumer health and safety

The Group's activities can have two types of impact on consumer health and safety.
For the activities of APRR-AREA, these impacts are direct. Protecting users is therefore a core policy focus for APRR and AREA, which pursue this major goal via actions to contribute to optimised risk management: attractive activities at motorway areas to encourage drivers to stop more often and for longer periods, prevention of drowsiness with rest spaces or partnerships with hotels for naps, safety events organised with the national police, etc. The two companies also pursue a continuous improvement approach to managing road risks. Traffic management and emergency services are coordinated by central control centres that can be reached 24/7 via roadside call stations or the smartphone app SOS Autoroute. Tunnels are the subject of particular efforts, with the implementation of specific safety systems and procedures. As the APRR-AREA network is located in areas exposed to inclement weather, the two companies deploy a winter road clearance programme every year to ensure quality of service and customer safety in all weather conditions. AREA works in partnership with Météo France for 48-hour weather forecasts, targeted according to the geographic specificities of its network (lakes, mountains, frigid regions, etc.).

For the other Group businesses, consumers ultimately benefit from the reliability of structures and the safety of facilities that they frequent, even if they were not the commissioning client. Eiffage is committed, via the use of more responsible materials, its divisions' eco-design processes, and the reduction of impacts and pollution from its businesses – including industrial – to enhancing safety at its own locations, work sites and the facilities it builds.
More broadly, via the French sustainable city offer embodied by the Astainable® project (see Preparing for the future, page 102), Eiffage focuses on usage and quality of life, and using new technologies to serve residents. The sustainable city places residents' quality of life at the centre of the approach, rather than promoting technical solutions for their own sake. Thus, the urban response must be adapted to include the behavioural dimension and thechoice of solutions that foster social cohesion.

7. ADDITIONAL INFORMATION

7.1. Sustainable development reporting methodology note

The Eiffage sustainable development report meets the requirements of articles L.225-102-1, R.225-104 and R.225-105 of the French Commercial Code. Eiffage does not follow any given social or environmental benchmark in preparing this report.

7.1.1. Organisation of the sustainable development report

The organisation is described in section 1 - General information.

7.1.2. Quantitative data

Reporting scope

The social and environmental reporting covered by the methodology note is limited to the France scope, which represents 85% of global revenue and 82% of the Group's workforce. For this scope, the consolidation is identical to the financial consolidation.

Indicators

The social and environmental indicators are defined to meet the requirements of art. R.225-105-1 of the French Commercial Code. Additional indicators viewed as relevant to the Group's businesses are also defined. To ensure a uniform approach, the individuals contributing and approving data have a reporting guide that presents, for each indicator, its designation, its definition (if needed), its calculation formula (if needed), the list of calculation details and a note detailing the elements to be included. The reporting guide is available in the reporting application and on the Group intranet.

Consolidation of quantitative data

Data collection takes place through various channels:
- Sextant, the human resources steering application developed by Eiffage, supplies employment data for all the French subsidiaries, except data concerning workplace accident statistics, occupational diseases and people with disabilities.
- Workplace accident statistics are generated by the divisions' workplace accident management applications (Acciline and SAGA for APRR), and Group results are calculated based on the data submitted by the divisions.
- Data concerning workplace accidents for temporary workers, occupational diseases and people with disabilities is collected using the Enablon tool.
- Indicators concerning people with disabilities are consolidated in Enablon, with data drawn from the DOETH forms (for declaring workers with disabilities in France) completed at the start of the reporting year.
- All environmental indicators are consolidated in Enablon. The 2012 upgrade to version 6.0 of this software included a greenhouse gas management module. This change enables the Group to calculate its statutory greenhouse gas emissions assessment and lets establishments determine their individual greenhouse gas emissions situation.

Verification of quantitative data

Sextant employment data is generated directly by payroll applications, without human intervention.
Consistency checks were performed when the interface providing the indicators was created, and the interface results were verified by the relevant human resources departments. Consistency checks are nonetheless systematically performed when reports are prepared by the Sustainable Development department and the teams in charge of Sextant.
Workplace accident statistics are approved by the divisions' risk prevention managers and checked by the Director of Labour Relations who establishes the Group statistics.
The other data consolidated in Enablon is entered by more than 580 contributors and approved by 380 individuals across all divisions. Ten administrators supervise data entry and consistency checks.

7.1.3. Qualitative data

Qualitative data is provided by the relevant divisions and central departments. It is consolidated by the Corporate Sustainable Development department, which selects and formats information. The final draft is submitted for approval before publication to the sustainable development correspondents in each division and to general management.

The table below shows the respective contributions of the Group's entities to the publication of quantitative data for the France scope. The APRR, AREA and Clemessy SA subsidiaries have a 100% contribution rate.

Learn more
Additional information is available in the Sustainable Development section of the website
www.eiffage.com

Contributions

France		APRR	Eiffage Construction	Eiffage Énergie	Eiffage Métal	Travaux Publics	Concessions	Holding	Total France
Employment	2012	100%	96.20%	96.40%	100%	93.10%	94.20%	100%	94.90%
	2013	100%	100%	99.80%	100%	99.30%	100%	100%	99.90%
	2014	100%	99.30%	95.60%	100%	99.20%	100%	100%	98.70%
Environment	2012	100%	98.90%	98.10%	100%	93.00%	26.00%	80.40%	93.60%
	2013	100%	93.40%	99.60%	100%	98.30%	58.30%	100%	98.80%
	2014	100%	100%	99.00%	100%	99.40%	78.00%	100.00%	98.85%

Limited companies (SA) impacted by the Grenelle II decree		APRR (SA)	AREA (SA)	Clemessy SA
Employment	**2014**	100%	100%	100%
Environment	**2014**	100%	100%	100%

International		Germany	Benelux	Spain	Poland	Other Europe	Senegal	Total International
Employment	2013	100%	99.50%	100%	100%	72.70%	100%	94.00%
	2014	100%	100%	100%	100%	72.7%	100%	94.2%
Environment	2013	99.60%	61.60%	100%	100%	77.50%	94.80%	75.80%
	2014	100%	51.3%	100%	100%	76.6%	100%	70.6%

7.2. Statutory auditors' report

Report of the independent third party on the consolidated employment and corporate social responsibility information contained in the management report

Financial year ending 31 December 2014

Eiffage S.A.

Headquarters: 163 quai du Docteur-Dervaux -
92601 Asnières-sur-Seine
Share capital: 369 085 864 €

To the shareholders,

In our capacity as independent third party for Eiffage, accredited by COFRAC under number 3-10491 and member of the KPMG International network as one of your statutory auditors, we submit to you our report on the consolidated employment and corporate social responsibility information for the financial year ending on 31 December 2014, as presented in the management report (hereinafter "CSR information"), in accordance with the provisions of article L.225-102-1 of the French Commercial Code.

Responsibility of the company
It is the responsibility of the Board of Directors to establish a management report including CSR information pursuant with article R.225-105-1 of the French Commercial Code, prepared in accordance with the reporting guides used by the company (hereinafter the "Guidelines"), of which a summary is included in the management report and available upon request from company headquarters.

Independence and quality control
Our independence is defined by the regulatory texts, the profession's code of ethics and the provisions of article L.822-11 of the French Commercial Code. We have also implemented a quality control system that includes documented policies and procedures to ensure compliance with ethical guidelines, professional standards and the applicable laws and regulations.

Responsibility of the independent third party
It is our responsibility, based on our review, to:

- certify that the required CSR information is present in the management report or that any omissions are explained in accordance with the third paragraph of article R.225-105 of the French Commercial Code (Certification of presence of CSR information);
- provide a conclusion of moderate assurance that the CSR information, taken as a whole, is presented sincerely in accordance with the Guidelines in all its significant aspects (Reasoned opinion of the accuracy of CSR information).

Our review was conducted by a team of seven people between November 2014 and March 2015 over a period of around ten weeks. We were assisted in our work by our teams of CSR specialists.
We conducted the review described below in accordance with the professional standards applicable in France and with the decree of 13 May 2013 defining the procedure for conducting the mission of the independent third party and, concerning the reasoned opinion of accuracy, with the international ISAE 3000 standard.[2]

1. Certification of presence of CSR information
From interviews with the managers of the relevant departments, we reviewed the presentation of the sustainable development orientations based on the CSR consequences related to the company's business, and its social commitments and, where applicable, the resulting actions and programmes.
We compared the CSR information presented in the management report with the list stipulated in article R.225-105-1 of the French Commercial Code.
Where consolidated information was missing, we verified that explanations were provided in accordance with the provisions of article R.225-105 paragraph 3 of the French Commercial Code.
We verified that the CSR information covered the consolidated scope, i.e. the company and its subsidiaries under the meaning of article L.233-1 and the companies it controls under the meaning of article L.233-3 of the French Commercial Code, subject to the limitations specified in the methodology note presented in section 7.1 of the

management report. Based on this review and subject to the limitations detailed above, we certify the presence in the management report of the required CSR information.

2. Reasoned opinion on the accuracy of the CSR information

Nature and scope of our review
We conducted two interviews with the individuals responsible for preparing CSR information in the departments tasked with data collection and, where applicable, responsible for internal control and risk management procedures, so as to:

- assess the appropriateness of the Guidelines with regard to their relevance, completeness, reliability, neutrality and comprehensibility, taking into account best practices in the sector, if applicable;
- verify the implementation of a collection, compilation, processing and control process intended to ensure that CSR information is complete and consistent, and review the internal control and risk management procedures relating to the production of CSR information.

We established the nature and scope of our tests and controls based on the nature and importance of the CSR information with regard to the characteristics of the company, the social and environmental issues arising from its businesses, its sustainable development policies and best practices in the sector. For the CSR information which we viewed as most important, listed in the table below:

- at the level of the consolidating entity, we consulted the documentary sources and conducted interviews to corroborate the qualitative data (organisation, policies, actions), we implemented analytical procedures for the quantitative data and verified calculations and data consolidation based on spot checks, and we checked data consistency and concordance with the other information contained in the management report;
- for a representative sample of entities and departments,3 which we selected based on their business, their contribution to the consolidated indicators, their location and a risk analysis, we conducted interviews to verify the correct application of procedures and performed detailed tests based on samples, consisting in verifying the calculations and reconciling the data with the supporting documents. The selected samples represented on average 21% of the workforce and between 16% and 23% of the quantitative environmental data.

(1) Scope defined on the website www.cofrac.fr

(2) ISAE 3000 – Assurance engagements other than audits or reviews of historical financial information

(3) CSR data: Eiffage Concessions: APRR Rhin Regional Division (Besançon); Eiffage Construction: Eiffage Construction Maine et Loire; Eiffage Travaux Publics: Bocahut Haut-Lieu; Eiffage Metal: Fos-sur-Mer; Eiffage Energie: ECS Eiffage PPP Services.
Environmental data: Eiffage Concessions: APRR Paris Regional Division (Nemours), APRR Rhône Regional Division (Genay), AREA Bron; Eiffage Construction: Eiffage Construction Résidentiel et Fonctionnel; Eiffage Travaux Publics: Yonne Enrobés, Transroute Wolxheim, E.T.P. IdF/C Lucé, Athieu, E.T.P. SO Aytre, Forézienne Saint-Etienne, Fougerolle Ballot BPL, Eiffage Rail Siège, APPIA ISO SMEG Toulouse, E.T.P. Nord Mazingarbe, E.T.P. Annay, Société Enrobés Mediterranéens; Eiffage Energie: Energie Basse Normandie – Giberville, Eiffage Energie Télécom – Amberieux, Clemessy Mulhouse C2.
Employment data: Eiffage TP, Eiffage Travaux Publics RAA, Eiffage Construction Pays de la Loire, Eiffage Energie Ile-de-France, APRR and Eiffage Construction Métallique.

Employment indicators	Scope
Accident frequency rate Statutory accident severity rating Number of people with disabilities (box C of the DOETH forms for declaring workers with disabilities in France) Number of units employed under contracts with sheltered, supported and work integration sectors under French law. (box D of the DOETH forms for declaring workers with disabilities in France) Workforce and breakdown by gender and by age Number of hires Number of dismissals Absenteeism Total hours of training	France

Employment indicators	Scope
Electricity consumption Fuel consumption Natural gas consumption Water consumption Special processes: Surface areas paved using an ARC 700 or similar, and low-temperature coated aggregate Quantity of hazardous waste ISO 14001-certified revenue	France

Qualitative indicators	
Employment topics	Health and safety conditions at work Training policies implemented
Environmental topics	Consumption of raw materials and measures to use them more efficiently Land use Measures taken to conserve or develop biodiversity
Social topics	Regional, economic and social impact of the company's business on local or resident populations in terms of employment and regional development Significance of subcontracting and inclusion in relations with suppliers and subcontractors of their corporate social responsibilit

We reviewed the consistency of the other consolidated CSR information in the light of our knowledge of the company.
Finally, if applicable, we reviewed the relevance of the explanations concerning the total or partial absence of certain information.
We believe that the sampling methods and sample sizes that we chose in exercising our professional judgement enable us to formulate a conclusion of moderate assurance; a conclusion of greater assurance would have required more extensive verification efforts. Due to the use of sampling techniques as well as the other limitations inherent to the operation of any information and internal control system, the risk of failing to detect a significant anomaly in the CSR information cannot be entirely eliminated.

Conclusion
Based on our review, we did not identify any significant anomaly liable to call into question whether the CSR information, taken in its entirety, is presented accurately and in accordance with the Guidelines.

Paris La Défense, 25 March 2015
KPMG S.A.

Anne Garans
Partner
Climate Change & Sustainable Development Department

Baudouin Griton
Partner

Société des Autoroutes Paris-Rhin-Rhône S.A. (APRR)

Headquarters: 36 rue du Docteur Schmitt - 21800 Saint Apollinaire - France
Share capital: €33,911,447

Report by one of the statutory auditors, designated independent third party, on the consolidated employment and corporate social responsibility information contained in the management report

Financial year ending 31 December 2014

To the Shareholders,

In our capacity as statutory auditor of Société des Autoroutes Paris-Rhin-Rhône (APRR), designated independent third party, accredited by the COFRAC under number 3-1049,[1] we submit to you our report on the consolidated employment and corporate social responsibility information for the financial year ending 31 December 2014, presented in the Eiffage management report (hereinafter "CSR information"), in application of the provisions of article L.225-102-1 of the French Commercial Code.

Responsibility of the company

It is the responsibility of the Board of Directors to establish a management report including CSR information pursuant with article R.225-105-1 of the French Commercial Code, prepared in accordance with the reporting guides used by the company (hereinafter the "Guidelines"), of which a summary is included in the Eiffage management report and available upon request from the company headquarters.

Independence and quality control

Our independence is defined by the regulatory texts, the profession's code of ethics and the provisions of article L.822-11 of the French Commercial Code. We have also implemented a quality control system that includes documented policies and procedures to ensure compliance with ethical guidelines, professional standards and applicable laws and regulations.

Responsibility of the independent third party

It is our responsibility, based on our review, to:

- certify that the required CSR information is present in the management report or, in case of omission, is explained in accordance with the third paragraph of article R.225-105 of the French Commercial Code (Certification of presence of CSR information);
- provide a conclusion of moderate assurance that the CSR information, taken as a whole, is presented sincerely in accordance with the Guidelines in all its significant aspects (Reasoned opinion of the accuracy of CSR information).

Our review was performed by a team of five people between November 2014 and March 2015, over a period of around one week. We were assisted in our work by our teams of CSR specialists.

We conducted the review described below in accordance with the applicable professional standards in France and with the decree of 13 May 2013 defining the procedure for conducting the mission of the independent third party and, concerning the reasoned opinion, with the ISAE 30002 international standard.[2]

1. Certification of presence of CSR information

From interviews with the managers of the relevant departments, we reviewed the presentation of the sustainable development orientations based on the CSR consequences related to the company's business, its social commitments and, where applicable, the resulting actions and programmes.

We compared the CSR information presented in the Eiffage management report with the list stipulated in article R.225-105-1 of the French Commercial Code.

Where consolidated information was missing, we verified that explanations were provided in accordance with the provisions of article R.225-105 paragraph 3 of the French Commercial Code.

We verified that the CSR information covered the consolidated scope, i.e. the company and its subsidiaries under the meaning of article L.233-1 and the companies it controls under the meaning of article L.233-3 of the French Commercial Code, subject to the limitations specified in the methodology note presented in section 7.1 of the Eiffage management report.

Based on these reviews, and subject to the limitations mentioned above, we certify the presence in the Eiffage management report of the required CSR information.

2. Reasoned opinion on the accuracy of CSR information

Nature and scope of our review

We conducted two interviews with the individuals responsible for preparing the CSR information in the departments tasked with data collection and, where applicable, responsible for internal control and risk management procedures, so as to:

- assess the appropriateness of the Guidelines with regard to their relevance, completeness, reliability, neutrality and comprehensibility, taking into account best practices in the sector, if applicable;
- verify the implementation of a collection, compilation, processing and control process intended to ensure that CSR information is complete and consistent, and review the internal control and risk management procedures relating to the production of CSR information.

We established the nature and scope of our tests and controls based on the nature and importance of the CSR information with regard to the characteristics of the company, the social and environmental issues arising from its businesses, its sustainable development policies and best practices in the sector.

For the CSR information which we viewed as most important, listed in the table below:

- at the level of the consolidating entity, we consulted the documentary sources and conducted interviews to corroborate the qualitative data (organisation, policies, actions), we implemented analytical procedures for the quantitative data and verified calculations and data consolidation based on spot checks, and we checked data consistency and concordance with the other information contained in the Eiffage management report;
- for a representative sample of entities and departments[3] which we selected based on their business, their contribution to the consolidated indicators, their location and a risk analysis, we conducted interviews to verify the correct application of procedures and to identify possible omissions, and performed detailed tests based on samples, consisting in verifying the calculations and comparing the data to the supporting documents. The samples selected represented on average 20% of the workforce and between 25% and 96% of the quantitative environmental data.

Employment indicators

Accident frequency rate
Statutory accident severity rating
Number of people with disabilities (box C of the DOETH forms for declaring workers with disabilities in France)
Number of units employed under contracts with sheltered, supported and work integration sectors under French law (box D of the DOETH forms for declaring workers with disabilities in France)
Workforce and breakdown by gender and by age
Number of hires
Number of dismissals
Absenteeism
Total hours of training

Environmental indicators

Electricity consumption
Fuel consumption
Natural gas consumption
Water consumption
Quantity of hazardous waste
ISO 14001-certified revenue

Qualitative data

Employment topics	Health and safety conditions at work Training policies implemented
Environmental topics	Land use Measures taken to conserve or develop biodiversity
Social topics	Regional, economic and social impact of the company's business on local or resident populations Significance of subcontracting and inclusion of supplier and subcontractor corporate social responsibility in supplier relations

We reviewed the consistency of the other consolidated CSR information in the light of our knowledge of the company.

Finally, if applicable, we reviewed the relevance of the explanations concerning the total or partial absence of certain information.

We believe that the sampling methods and sample sizes that we chose in exercising our professional judgement enable us to formulate a conclusion of moderate assurance; a conclusion of greater assurance would have required more extensive verification efforts. Due to the use of sampling techniques as well as the other limitations inherent to the operation of any information and internal control system, the risk of failing to detect a significant anomaly in the CSR information cannot be entirely eliminated.

Conclusion

Based on our review, we did not identify any significant anomaly liable to call into question the accuracy of the CSR information, taken in its entirety, in accordance with the Guidelines.

Paris La Défense, 25 March 2015

KPMG S.A.

Anne Garans
Partner
Climate Change & Sustainable Development department

Baudouin Griton
Partner

[1] Scope defined on the website www.cofrac.fr.
[2] ISAE 3000 – Assurance engagements other than audits or reviews of historical financial information.

[3] CSR information: APRR Rhin Regional Division (Besançon).

Environmental data: APRR Paris Regional Division (Nemours), APRR Rhône Regional Division (Genay), AREA.

Société des Autoroutes Rhône-Alpes S.A. (AREA)

Headquarters: 260, avenue Jean Monnet - 69500 Bron - France
Share capital: €82,899,809

Certification of presence by the independent third party, of the employment, environmental and social information contained in the management report

Financial year ending 31 December 2014

To the Shareholders,

In our capacity as designated independent third party for Société des Autoroutes Rhône-Alpes (AREA), accredited by the COFRAC under number 3-1049,[1] we have established the present certification of employment and corporate social responsibility information for the financial year ending 31 December 2014, presented in the Eiffage management report (hereinafter "CSR information"), in application of the provisions of article L.225-102-1 of the French Commercial Code.

Responsibility of the company

It is the responsibility of the Board of Directors to establish a management report including CSR information pursuant with article R.225-105-1 of the French Commercial Code, prepared in accordance with the reporting guides used by the company (hereinafter the "Guidelines"), of which a summary is included in the Eiffage management report and available upon request from the company headquarters.

Independence and quality control

Our independence is defined by the regulatory texts, the profession's code of ethics and the provisions of article L.822-11 of the French Commercial Code. We also implemented a quality control system that includes documented policies and procedures to ensure compliance with ethical rules, professional standards and applicable laws and regulations.

Responsibility of the independent third party

It is our responsibility, based on our review, to certify that the required CSR information is present in the management report, or that any omission is explained in accordance with the third paragraph of article R.225-105 of the French Commercial Code. It is not in our purview to verify the relevance and accuracy of the CSR information.

Our review was conducted by a team of four people between February and March 2015, over a period of around one week. We were assisted in our work by our teams of CSR specialists.

Nature and scope of our review

We conducted the following reviews in accordance with the applicable professional standards in France and with the decree of 13 May 2013 defining the procedure for conducting the mission of the independent third party:

- from interviews with the managers of the relevant departments, we reviewed the presentation of the sustainable development orientations based on the CSR consequences related to the company's business, its social commitments and, where applicable, the resulting actions and programmes;
- we compared the CSR information presented in the Eiffage management report with the list stipulated in article R.225-105-1 of the French Commercial Code;
- where consolidated information was missing, we verified that explanations were provided in accordance with the provisions of article R.225-105 paragraph 3 of the French Commercial Code;
- we verified that the CSR information covered the scope of the company.

Conclusion

Based on these reviews, we certify the presence in the Eiffage management report of the required CSR information.

Paris La Défense, 25 March 2015

KPMG S.A.

Anne Garans
Partner
Climate Change & Sustainable Development department

Baudouin Griton
Partner

[1]Scope defined on the website www.cofrac.fr.

Clemessy S.A.

Headquarters: 18 rue de Thann - 68100 Mulhouse - France
Share capital: €19,281,029

Certification of presence by one of the statutory auditor, designated independent third party, of the employment and corporate social responsibility information contained in the management report

Financial year ending 31 December 2014

To the Shareholders,

In our capacity as statutory auditor of Clemessy, designated independent third party, accredited by the COFRAC under number 3-1049,[1] we have established the present certification of employment and corporate social responsibility information for the financial year ending 31 December 2014, presented in the Eiffage management report (hereinafter "CSR information"), in application of the provisions of article L.225-102-1 of the French Commercial Code.

Responsibility of the company

It is the responsibility of the Board of Directors to establish a management report including CSR information pursuant with article R.225-105-1 of the French Commercial Code, prepared in accordance with the reporting guides used by the company (hereinafter the "Guidelines"), of which a summary is included in the Eiffage management report and available upon request from the company headquarters.

Independence and quality control

Our independence is defined by the regulatory texts, the profession's code of ethics and the provisions of article L.822-11 of the French Commercial Code. We also implemented a quality control system that includes documented policies and procedures to ensure compliance with ethical guidelines, professional standards and applicable laws and regulations.

Responsibility of the independent third party

It is our responsibility, based on our review, to certify that the required CSR information is present in the management report, or that any omission is explained in accordance with the third paragraph of article R.225-105 of the French Commercial Code. It is not in our purview to verify the relevance and accuracy of the CSR information.

Our review was conducted by a team of four people between February and March 2015, over a period of around one week. We were assisted in our work by our teams of CSR specialists.

Nature and scope of our review

We conducted the following reviews in accordance with the applicable professional standards in France and with the decree of 13 May 2013 defining the procedure for conducting the mission of the independent third party:

- from interviews with the managers of the relevant departments, we reviewed the presentation of the sustainable development orientations based on the CSR consequences related to the company's business, its social commitments and, where applicable, the resulting actions and programmes;
- we compared the CSR information presented in the Eiffage management report with the list stipulated in article R.225-105-1 of the French Commercial Code;
- where consolidated information was missing, we verified that explanations were provided in accordance with the provisions of article R.225-105 paragraph 3 of the French Commercial Code;
- we verified that the CSR information covered the scope of the company.

Conclusion

Based on these reviews, we certify the presence in the Eiffage management report of the required CSR information.

Paris La Défense, 25 March 2015

KPMG S.A.

Anne Garans
Partner
Climate Change & Sustainable Development department

Baudouin Griton
Partner

[1] Scope defined on the website www.cofrac.fr.

Corporate governance

The report by the Chairman of the Board of Directors on the preparation and organisation of the Board's work and on internal control can be found on page 198 of this document.

BOARD OF DIRECTORS

As at 25 February 2015, the Board of Directors was composed of the following 12 members:

	Position	Term of office ends	Independent director	Gender	Date of birth	Nationality	Audit Committee	Appointments and Compensation Committee	Strategy Committee	Number of shares owned
Pierre Berger	Chairman Chief Executive Officer	2015	No	Man	09/07/1968	French			Member	1,000
Jean-François Roverato	Vice Chairman Senior Director	2016	No	Man	10/09/1944	French			Member	200 (1)
Béatrice Brénéol	Director Employee shareholder	2015	No	Woman	21/03/1953	French		Member		600
Thérèse Cornil	Director	2017	Yes	Woman	27/02/1943	French		Member		100
Laurent Dupont	Director Employee shareholder	2015	No	Man	29/01/1965	French	Member			220
Bruno Flichy	Director	2015	Yes	Man	25/08/1938	French	Chairman		Member	5,500
Jean-Yves Gilet	Director	2017	No	Man	09/03/1956	French		Member	Chairman	100
Jean Guénard	Director	2016	No	Man	11/04/1947	French			Member	36,220
Marie Lemarié	Director	2017	Yes	Woman	04/01/1972	French	Member			1,000
Dominique Marcel	Director	2017	No	Man	08/10/1955	French	Member			100
Demetrio Ullastres	Director	2015	Yes	Man	15/01/1945	Spanish		Chairman		18,400
Carol Xueref	Director	2017	Yes	Woman	09/12/1955	Britain		Membre		300
TOTAL	**12**		**5/10 (excluding directors representing employee shareholder)**	**4/12**			**4 of which 2 independent**	**5 of which 3 independent**	**5 of which 1 independent**	

(1) Taking into account his participating interests in Eiffage, Eiffage 2000 and Eiffaime, Mr Roverato owns directly and indirectly 0.98% of the capital of Eiffage SA, which reaches 1.02% taking into account his beneficial interest in split ownership shares of one of these companies.

Each director is required to hold at least one share in the Company, although the internal regulations recommend that they each hold 100.

On the basis of a proposal by the Appointments and Compensation Committee, the Board of Directors has issued the following conclusions concerning the independence of the directors: Ms Marie Lemarié, Ms Thérèse Cornil, Ms Carol Xueref, Mr Bruno Flichy and Mr Demetrio Ullastres satisfy the independence criteria set out in the AFEP-Medef Code.

Appointments to the Board submitted for approval by the shareholders at a general meeting are decided by the Board of Directors based on proposals made by the Appointments and Compensation Committee or, as regards the directors representing employee shareholders, proposals made by the board of directors of the Sicavas employee investment vehicle and the supervisory boards of the FCPE funds.

The terms of office as members of the Board of Directors of Messrs Pierre Berger, Demetrio Ullastres and Laurent Dupont and Ms Béatrice Brénéol are due to expire at the close of this General Meeting. The shareholders will be asked to renew their appointments for four years. As Mr Flichy has reached the 12-year limit applying to independent directors, he is not standing for office again.

The report by the Chairman of the Board of Directors on page 198 and the directors' report on page 110 contain further information on governance.

The main function and the other functions and offices held by Board members in other companies currently and during the past five years are detailed in the table below:

Board members Main function	Other offices held at the date of this document	Other offices held (excluding at Eiffage subsidiaries) over the past five years, now expired
Pierre Berger Chairman and Chief Executive Officer of Eiffage [1] *(1) Mr Berger does not hold any other executive offices in any listed company*	Director of: • APRR • AREA Chairman of: • Eiffage Énergie (SAS) • Eiffarie (SAS) • Financière Eiffarie (SAS)	Chairman of: • Vinci Construction Grands Projets • SOC 7 Director of: • Entrepose Contracting • Janin Atlas Inc. Permanent representative of Vinci Construction Grands Projets on the Board of Directors of Campenon SA
Jean-François Roverato Vice-Chairman, Senior Director of Eiffage	Chairman of the Board of Directors: • AREA Director of: • APRR	Chairman of Eiffage (SA) Chairman of: • Eiffarie (SAS) • Financière Eiffarie (SAS) • SAS Apollinaire Participation
Béatrice Brénéol Director representing employee shareholders	Chairman of the Board of Directors of Sicavas d'Actionnariat Salarié Eiffage 2000 Chairman and member of the Supervisory Board of FCPE Eiffage Actionnariat	Member of the Supervisory Board of FCPE Eiffage 2011
Thérèse Cornil Manager of SARL Tilidom	N/A	Chairman of CNVF
Laurent Dupont Director representing employee shareholders	Director of Sicavas d'Actionnariat Salarié Eiffage 2000 Member of the Supervisory Board of FCPE Eiffage Actionnariat	Chairman of FCPE Eiffage 2011
Bruno Flichy Honorary Chairman and Member of the Board of Directors, Crédit Du Nord	Director of: • Aviva France • Association École-Sainte-Geneviève Chairman of l'Association du Grand Montreuil	Director of Dexia Banque Belgium Director of Aviva Participations
Jean-Yves Gilet Executive Director of Bpifrance Investissements ETI/GE	Director of: • FSI PME-Portefeuille • Orange. société cotée sur Euronext • Eramet. société cotée sur Euronext • CGG. société cotée sur Euronext	Director of CDC Entreprises Corporate officer of FSI
Jean Guénard Chairman of Eiffaime (SAS)	Chairman of Fondation INSA (Lyon) Director of FNTP	Secretary of the Syndicat des Entrepreneurs des Travaux Publics de France (union representing public works firms)
Marie Lemarié Head of Investments, Groupama	Chair of Société Centrale d'Etudes et de Participations (SCEPAR) Director of: • Gan Assurances • Gan Patrimoine • Gan Prévoyance • Groupama Immobilier Permanent representative of Gan Prévoyance on the board of Groupama AM Permanent representative of: • Groupama Gan Vie on the board of: - Groupama Private Equity - Assu-Vie - Compagnie Foncière Parisienne Permanent representative of Groupama Investissements on the board of Gan Outre-Mer IARD Permanent representative of Groupama SA on the board of Groupama Investissements	Permanent representative of Aviva Assurances on the boards of: • Aviva Investors Real Estate France • Aviva Europe Permanent representative of Aviva Vie on the boards of: • Afer-Sfer • Aviva Investors Britannia • Betelgeuse Member of the Investment Committee on the board of Aviva Investissements Chair of the Board of Directors, Victoire Sirius

Board members Main function	Other offices held at the date of this document	Other offices held (excluding at Eiffage subsidiaries) over the past five years, now expired
Dominique Marcel Chairman and CEO, La Compagnie des Alpes, listed on Euronext	Chairman of La Compagnie des Alpes Domaines Skiables (CDA-DS) Director of Grévin et Compagnie SA Permanent representative of CDA on the board of La Compagnie du Mont Blanc (CMB) Chairman of the Supervisory Board of Société du Parc du Futuroscope Director of Société du Grand Théâtre des Champs-Elysées Advisor to the CDC group on real property, infrastructures, sustainable mobility and tourism	Chairman and CEO and Director of: • CDC Entreprises Capital Investissement • CDC Infrastructures Chairman and CEO of: • Financière Transdev Chairman of the Supervisory Board of: • CDC DI (Allemagne) Chairman of the Board of Directors of • BAC Participations (SA) Deputy Chairman of the Board of Directors of Dexia Crédit Local Director of: • Accor • Dexia Belgique • Icade • CNP Assurances • CDC Entreprises Portefeuille • Société Forestière de la CDC Member of the Supervisory Board of: • CDC Entreprises • Compagnie des Alpes • CNP Assurances Permanent representative of CDC: • on the Board of Directors of Transdev • on the Supervisory Board of La Société Nationale Immobilière
Demetrio Ullastres Llorente Chairman of Accesos de Madrid CESA	Chairman of Ullastres SA Director of Ogarrio SA	Chairman of: • Abertis Airports SA • TBI plc • MBJ • Accesos de Madrid SA • Infraestructura y Radiales SA • Autopista del Henares SA • Autopista Trados 45 SA • Alazor SA Director of: • Abertis Infraestructuras SA • Grupo Aeroportuario del Pacifico SAB de CV • Aeropuertos Mexicanos del Pacifico SA
Carol Xueref Secretary General of Essilor International SA, listed on Euronext	Director of Ipsen, listed on Euronext Director of foreign subsidiaries in the Essilor International SA group	Director of French and foreign subsidiaries in the Essilor International SA group

ADDITIONAL INFORMATION ON THE CORPORATE OFFICERS

There are no family ties between the Company's corporate officers. For the performance of their duties, the members of the Board of Directors and general management have elected domicile at the Company's registered office, 163 Quai du Docteur Dervaux, 92600 Asnières-sur-Seine.

As at the date of preparing this document, the Company is not aware that, over the last five years, any of the members of the Board of Directors have been convicted for fraud or associated with a bankruptcy, seizure of assets or liquidation, the object of any charge or official public sanctions ordered by a corporate body or regulatory authority, or prevented by a court from acting as a member of a management, governing or supervisory body or from taking part in the management or running of the business of any issuer.

CONFLICTS OF INTEREST INVOLVING DIRECTORS

As far as the Company is aware, as at the date of preparing this document:

- No conflict of interest has been identified between the duties of the members of the Board of Directors in their capacity as corporate officers of Eiffage and their private interests or other duties. The Board's Internal Regulations expressly provide that each director must inform the Chairman of the Board of any conflict of interest and must agree not to take part in the voting on any related resolutions.
- No service contracts or agreements exist between members of the governing or management bodies and Eiffage or any of its subsidiaries.
- No arrangements or agreements have been entered into with any of the main shareholders, clients or suppliers by virtue of which any of the directors or any member of general management has been identified as being in such a situation.
- The directors and members of general management are not bound by any restrictions regarding the sale of their interests in Eiffage at the end of their term of office.

SPECIAL AGREEMENTS

The agreements entered into by Eiffage with companies having the same directors concern such transactions as are standard between companies belonging to the same group. The new agreements entered into since the end of the 2014 financial year are of a similar nature.
The Statutory Auditors review the regulated agreements in their special report (page 197).

FUNCTIONING OF THE BOARD OF DIRECTORS

A description of the functional organisation of the Board of Directors is included in the Chairman's report on the preparation and organisation of the Board's work and on internal control, on page 198 of this document.

INTERNAL CONTROL

The Group's Internal Audit department assesses and oversees the internal control function in line with the five factors defined in the COSO report, under the supervision of the Chairman and Chief Executive Officer.

(See Report by the Chairman of the Board of Directors on Internal Control, pages 203 to 205.)

Contracting business

The vast majority of the Group's business concerns small, short-term projects (or contracts). To manage them effectively the individuals in charge of each project or contract need to have the relevant authority and powers.

The decentralisation of responsibilities within the Group is achieved through a network of modestly-sized subsidiaries and entities, which facilitates monitoring and minimises risk.

The internal control function is organised on the basis of the separation of roles and responsibilities between five different levels: project, entity or subsidiary, regional management, division management, and Group holding company.

The organisation of large projects is adapted and certain hierarchical levels between those of the project and the division's general management may be eliminated. In these cases, specific functional and control resources will be allocated to the project, in light of its size.

In compliance with the principle of subsidiarity, decisions are made at the lowest possible level. Controls are performed upstream and on an ex-post basis.

Concession business

The Group's concession activities are essentially carried out within APRR, which has its own internal control organisation tailored to its specific business of managing motorway networks.

CORPORATE OFFICERS' COMPENSATION AND BENEFITS

Compensation

On 10 December 2008, Eiffage's Board of Directors resolved to follow the recommendations issued by AFEP and Medef concerning the compensation of executive officers. The compensation paid to the Chairman and Chief Executive Officer, who is the only executive officer, and the board fees allocated to the members of the Board of Directors for the 2014 financial year are stated on pages 264 and 265.

The fixed element of Mr Berger's compensation in his capacity as Chairman and Chief Executive Officer is set at €900,000. It is reviewed every year, but has not changed for the past four years.

The variable element of Mr Berger's compensation is described below. The Board also has leeway to adjust this compensation in accordance with criteria defined by it, within a limit of 30% of the fixed element of the Chairman and Chief Executive Officer's compensation.

There are three quantitative and qualitative criteria that influence the variable compensation paid to Mr Pierre Berger:

- the first is based on the operating profit on ordinary activities over and above a specified amount;
- the second is based on the return on equity (as measured by the profit attributable to the equity holders of the parent in relation to average shareholders' equity during the year) over and above a specified level;
- the third being at the discretion of the Board of Directors, who consider external circumstances outside the control of Mr Berger having influenced the Company's results; in addition, the Board may consider various criteria such as the Company's work safety record, employee motivation, absenteeism, etc. This element cannot exceed 30% of Mr Berger's fixed compensation.

The expected level of achievement of the quantitative criteria has been set by the Board but is not made public, due to confidentiality issues. The maximum amount of the variable compensation may not exceed the amount of the fixed compensation.

In accordance with the principles set out above, the Board set Mr Berger's variable compensation for the 2014 financial year at €680,000, which is the same as the previous year.

The Group does not offer its executive officers or other employees any "golden hello" or "golden handshake" scheme or any specific supplementary pension plans.

Shares and stock purchase options
As at 31 December 2014, Mr Berger is the only corporate officer to hold options to subscribe for or purchase shares under stock option plans introduced by Eiffage SA, and there are no stock option plans in place in any of the other Group companies (see below).

The criterion used to determine whether Mr Berger can exercise his stock options is the Group's net debt-to-EBITDA ratio as at the exercise date, but the level to be achieved is not made public due to confidentiality issues.

Mr Berger was not awarded any bonus shares in 2014.

Board fees
At the Eiffage General Meeting of 17 April 2013 the shareholders decided to raise the board fees to €900,000.

Total board fees are allocated as follows:

- each Board member receives the same amount, in addition to which those who sit on Board committees receive specific fees, which are doubled for the committee chairmen;
- attendance at Board and committee meetings is the only criterion applied to determine the amount of fees paid, and this depends solely on actual attendance rates.

None of the Group's subsidiaries distribute board fees.

TABLES SUMMARISING COMPENSATION RECEIVED BY EXECUTIVE OFFICERS AND OTHER CORPORATE OFFICERS

Table 1 - Summary of compensation, stock options and shares received by each executive officer

In euros	2013	2014
Pierre Berger Chairman and Chief Executive Officer		
Compensation payable for the financial year (detail in table 2)	1,582,132	1,582,006
Value of multi-annual variable compensation awarded during the year	N/A	N/A
Value of options granted during the year (detail in table 4)	N/A	936,375
Value of shares allocated during the year	N/A	N/A
TOTAL	**1,582,132**	**2,518,381**

Table 2 - Summary of compensation received by each executive officer

	For 2013		For 2014	
In euros	Due	Paid	Due	Paid
Pierre Berger Chairman and Chief Executive Officer				
Fixed compensation	900,000	900,000	900,000	900,000
Variable compensation	680,000	450,000	680,000	680,000
Multi-annual variable compensation	–	–	–	–
Exceptional compensation	–	–	–	–
Board fees	–	–	–	–
Benefits in kind (company car)	2,132	2,509	2,006	2,006
TOTAL	**1,582,132**	**1,352,509**	**1,582,006**	**1,582,006**

Table 3 - Board fees

In euros **Director**	**Fees paid for 2013 (paid in 2014)**	**Fees paid for 2014 (to be paid in 2015)**
Pierre Berger	–	–
Béatrice Brénéol	45,000	45,000
Thérèse Cornil	45,000	45,000
Laurent Dupont	30,000	41,250
Bruno Flichy	75,000	75,000
Jean-Yves Gilet	72,857	64,000
Jean Guénard	45,000	45,000
Marie Lemarié	43,125	45,000
Dominique Marcel	40,982	35,250
Jean-François Roverato	290,000	290,000
Demetrio Ullastres	60,000	60,000
Carol Xueref	-	23,000
TOTAL	**746,964**	**768,500**

No non-executive officers received any compensation other than the board fees in 2013 and 2014, with the exception of the representatives of the employee shareholders.

Table 4 - Stock options awarded to each executive officer by the issuer and by any Group company during the financial year

Name of executive officer	Plan number and date	Type of options (purchase or subscription)	Value of options using same method as in consolidated financial statements	Number of options awarded during financial year	Exercise price	Exercise period
Mr. Berger	2014 Plan Date: 26/02/2014	purchase	936,375	100,000	45.43	from 27/02/2018 to 26/02/2021

Table 5 - Stock options exercised during the financial year by each executive officer

Name of executive officer	Plan number and date	Number of options exercised during financial year	Exercise price
Mr. Berger	–	–	–

Table 6 - Employment contracts, specific pension plans, severance pay and non-competition clauses

Executive officer	Employment contract		Supplementary pension plan		Severance pay or other payment or possible payment upon departure or change of function		Compensation under a non-competition clause	
	Yes	No	Yes	No	Yes	No	Yes	No
Pierre Berger Chairman and Chief Executive Officer since 11/09/2012 First appointed in 2010 Current term of office expires in 2015		X		X		X		X

Table 7 - Transactions involving securities issued by the Company carried out by corporate officers or other individuals who are required by the AMF's General Regulations to report such transactions

Person reporting a transaction	Office	Financial instrument	Type of transaction	Unit price	Amount of the transaction
Pierre Berger	Chairman of the Board	FCPE Eiffage Actionnariat	Subscription	€50	€300,000
		Eiffage securities	Sale	€52.879	€475,911
Christian Cassayre	Chief Financial Officer	FCPE Eiffage Actionnariat	Subscription	€50	€75,000

EXECUTIVE OFFICERS' LOANS AND GUARANTEES

None

EMPLOYEE PROFIT-SHARING

Most Group companies have discretionary employee profit-sharing plans. These plans, which are governed by the Decree of 21 October 1986 on employee profit-sharing, underline Eiffage's desire for employees to be closely involved in the development of the company they work for and, when the company prospers, that they receive part of the profit for the year in excess of a predetermined level.

In addition to the above, the employees benefit from mandatory employee profit-sharing plans under the conditions laid down by law. These are applied on an individual company basis. A collective agreement has not been negotiated at Group level.

Employee investment funds *(Plans d'Epargne Entreprise)* have existed in each company for many years. Amounts due in respect of the various employee profit-sharing plans may be invested, at the employee's discretion, in investment funds or Group employee share ownership vehicles, namely Sicavas Eiffage 2000 (the open-end employee investment trust) or the company investment funds set up in the form of *Fonds Communs de Placement d'Entreprise* (FCPE Eiffage Actionnariat) to enable employees to subscribe for shares available under capital increases reserved for them (see Ownership of Capital and Voting Rights).

Amounts paid by the Group to its employees under the various employee profit-sharing plans amounted to €80 million in respect of the 2014 financial year, compared to €85 million in respect of 2013 and €106 million in respect of 2012.

SHARE PURCHASE OPTION PLANS - BONUS SHARE AWARDS

- At the Ordinary and Extraordinary General Meeting of 22 April 2009 the shareholders authorised the Board of Directors to grant the Group's employees and corporate officers options entitling holders to purchase existing Eiffage shares. The maximum number of shares that could be purchased was set at 1,000,000. The Board of Directors has made full use of this authorisation.

- At the Ordinary and Extraordinary General Meeting of 21 April 2010 the shareholders authorised the Board of Directors to grant the Group's employees and corporate officers options entitling holders to purchase existing Eiffage shares. The maximum number of shares that could be purchased was set at 1,000,000. The Board of Directors used this authorisation in part on 24 February 2011, granting 677,600 options, and again on 14 December 2011, granting 322,400 options. The Board of Directors has thus made full use of this authorisation.

- At the Ordinary and Extraordinary General Meeting of 20 April 2011 the shareholders authorised the Board of Directors to grant the Group's employees and corporate officers options entitling holders to purchase existing Eiffage shares. The maximum number of shares that could be purchased was set at 1,000,000. The Board of Directors used this authorisation in part on 14 December 2011, granting 633,600 options, and again on 13 December 2012, granting 366,400 options.
- At the Ordinary and Extraordinary General Meeting of 18 April 2012 the shareholders authorised the Board of Directors to grant the Group's employees and corporate officers options entitling holders to purchase existing Eiffage shares. The maximum number of shares that could be purchased was set at 1,000,000. The Board of Directors used this authorisation in part on 13 December 2012, granting 591,750 options, and again on 26 February 2014, granting 408,250 options.
- At the Ordinary and Extraordinary General Meeting of 17 April 2013 the shareholders authorised the Board of Directors to grant the Group's employees and corporate officers options entitling holders to purchase existing Eiffage shares. The maximum number of shares that could be purchased was set at 1,000,000. The Board of Directors used this authorisation in part on 26 February 2014, granting 538,750 options.

The table below gives details of the allocation of share purchase options:

	2007 Plan	2008 Plan	2009 Plan	2011 Plan	2011 Plan	2012 Plan	2014 Plan
Type of plan	**Purchase**	**Purchase**	**Purchase**	**Purchase**	**Purchase**	**Purchase**	**Purchase**
Date of Board resolution allocating the options	13/06/2007	10/12/2008	26/02/2009	24/02/2011	14/12/2011	13/12/2012	26/02/2014
Number of shares that can be purchased [1]	67,000	594,200	4,900	608,000	914,900	930,700	947,000
of which: • by corporate officers • by the ten employees allocated the most options	 0 17,000	 0 60,000	 0 4,900	 100,000 47,500	 100,000 107,000	 100,000 114,500	 100,000 107,300
Options can be exercised until	13/06/2014	09/12/2015	25/02/2016 [2]	12/06/2015	29/04/2016	13/12/2019	26/02/2021
Purchase price	€101.50	€32.30	€36.35	€41.24	€21.00	€29.00	€45.43
Number of shares purchased as at 31/12/2014	0	242,778	3,500	0	0	0	0
Options cancelled in 2014	67,000	6,500	0	17,300	24,750	26,750	10,200
Outstanding options as at 31/12/2014	0	344,922	1,400	590,700	890,150	903,950	936,800

N.B.: All figures have been adjusted to take into account bonus share issues and the division of the par value of shares since the plans' creation.

(1) Adjusted to reflect options cancelled as at 1 January 2014.

(2) At its meeting of 21 May 2013 the Board of Directors extended the period during which options under the February 2009 Plan can be exercised until 25 February 2016.

Other information on stock options following the Board meeting of 26 February 2014:

Options granted to each corporate officer during the financial year*:	
Pierre Berger, Chairman and CEO	100,000
Options exercised by each corporate officer during the financial year	None
Options granted by Eiffage during the financial year to the ten Group employees who are not corporate officers receiving the most options:	107,300
Total number of Eiffage options exercised during the financial year by the ten employees who are not corporate officers who exercised the most options	33,000 at an average weighted exercise price of €32.71

** Subject to the performance criterion described above, and to a ban on the use of hedging techniques.*

- At the Ordinary and Extraordinary General Meeting of 16 April 2014 the shareholders authorised the Board of Directors to grant the Group's employees and corporate officers a maximum of 1,000,000 existing Eiffage shares as a bonus issue. This authorisation was granted for 38 months and the Board had not made use of it as at the date of this document.

General information

HISTORICAL BACKGROUND AND ORGANISATION*

Eiffage Group, whose origins date back to the mid-19th century and the formation of Fougerolle, was born of the alliance between Fougerolle and SAE. The new Group's holding company changed its name to Eiffage in 1993. Eiffage is Europe's fifth largest construction group after Vinci (France), ACS (Spain), Bouygues (France) and Skanska (Sweden). The Group's success is largely due to the experience of its 66,000 plus employees. In 2014 it posted revenue of €14 billion, 17% of which outside of France.

Eiffage operates five businesses: construction, public works, energy, metal and concessions with public-private partnerships.

- Eiffage Construction is France's third largest builder after Vinci Construction and Bouygues Construction. It has a pre-eminent position in the French building market, in addition to which it is one of the country's leading property developers through Eiffage Immobilier. Its business over the year can be broken down as follows: 39% residential, 50% non-residential and 11% public works, of which 58% for private sector customers and 42% for public sector customers.
- Eiffage Travaux Publics is the third largest road constructor in France after Colas (Bouygues) and Eurovia (Vinci), as well as a market leader in public works and earthworks.
  Its business over the year can be broken down as follows: 60% road construction, 17% public works, 12% earthworks, 8% environment and 3% other. 47% of its customers are public sector customers (local authorities and the State) while 53% are private sector customers (public companies and motorway operators).
- Eiffage Énergie and Clemessy together form one of the leading French groups in the energy sector, its main competitors being Vinci Energies, Spie SA and Ineo. Its business over the year can be broken down as follows: 77% electrical engineering, 13% HVAC and 10% operation and maintenance, of which 53% for private sector customers and 47% for public sector customers.
- Eiffage is the leader on the French metal construction market. Its main competitors are Baudin-Chateauneuf and Boccard.
  Its business over the year can be broken down as follows: 46% metal construction and mechanical engineering, 34% industrial projects and maintenance and 20% special construction projects and facades, of which 89% for private sector customers and 11% for public sector customers.
- In infrastructure concessions, Eiffage controls APRR, which operates France's second-largest motorway concession (2,264 km), through its subsidiary Eiffarie, and CEVM, the company that holds the concession for the Millau viaduct, through a subsidiary held jointly with the Caisse des Dépôts. Eiffage also controls A'Liénor, which holds the concession for the Pau-Langon A65 motorway. Eiffage holds 36% of Norscut, which operates 155 km of motorways in Portugal, 32.9% of Société Marseillaise du Tunnel Prado Carénage, 41.5% of Tunnel du Prado Sud and 50% of the high-speed rail link from Perpignan to Figueras. Eiffage Rail Express, which was awarded the PPP contract for the Bretagne-Pays de la Loire high-speed rail link, is a wholly-owned subsidiary of Eiffage.
  Eiffage also controls a number of subsidiaries that operate PPP and similar contracts, essentially in the pre-university and higher education sectors.

Eiffage operates in two ways: first, through subsidiaries belonging to each of the divisions, which constitute a permanent, decentralised presence, and second, through a more temporary presence when working on large projects throughout France and abroad.

As regards the Group's permanent activities, and apart from France where it has one of the densest and most deeply-rooted local networks in the industry, Eiffage operates throughout Europe, mainly in the Benelux countries, where it is a leader in the construction sector, Germany, Poland, Slovakia, Spain, Portugal and Italy. Operationally, the European subsidiaries are attached to the corresponding Group division.

The Group currently has only a small number of operations outside of Europe, essentially in Africa (Senegal, Ghana and Nigeria) and, more recently, in Canada and Colombia.

A complete list of subsidiaries attached to each division together with the Group's percentage interest in these companies is provided on pages 181 to 184 of this document. Regulated agreements between Group companies are detailed in the Special Report by the Statutory Auditors, which can be found on page 197.

** Rankings given in this chapter were taken from an article published in Le Moniteur on 19 December 2014 or are based on internal sources.*

PARENT-SUBSIDIARY RELATIONS

Eiffage, as the Group's parent company, provides its divisions with services through a wholly-owned, dedicated management entity, organised into the following departments:

- Group General Management
- Internal Audit and Risks
- Financial and Cash Management
- Group Accounting and Accounts Consolidation
- Communication
- Employee Relations and Human Resources
- Information Systems
- Sustainable Development
- Concessions

The other functional tasks are performed within each division, for their own account. The parent company management entity is remunerated by payment of fees calculated on the basis of each division's revenue, which totalled €48 million in 2014 and €49 million in 2013.

NAME AND REGISTERED OFFICE

Eiffage – 163 quai du Docteur-Dervaux
92600 Asnières-sur-Seine.

Telephone: +33(0)1 41 32 80 00

LEGAL FORM AND APPLICABLE LEGISLATION

Société Anonyme (public limited company) governed by French law.

DURATION

The Company was incorporated on 12 June 1920.
It will remain in existence until 31 December 2090 unless it is dissolved before then or its period of incorporation is extended.

CORPORATE PURPOSE (Article 3 of the Memorandum and Articles of Association)

The Company's purpose, directly or indirectly, in France and in all other countries, is:

- execution of any operations related to and undertakings involved in public works, private civil engineering contracts or the construction of buildings;
- the acquisition, utilisation and sale of processes, patents and licences of any kind;
- the design, construction, purchase, operation and sale of plants and quarries of any kind;
- the manufacture, use and sale of products of any kind necessary to achieve its corporate purpose;
- any industrial, commercial, financial or property (personal and real) transactions related directly or indirectly to its corporate purpose or similar or related purposes;
- the involvement in any undertakings, economic interest groupings or companies in France or abroad, whether existing or to be created, related directly or indirectly to its corporate purpose or any similar or related purposes, notably undertakings, economic interest groupings or companies likely to facilitate or promote the Company's corporate purpose, by any means whatsoever, notably via asset contributions, subscriptions to or the purchase of shares or other ownership interests, mergers, joint ventures, groupings, alliances or partnerships.

COMPANY REGISTRATION

The Company is registered with the Nanterre Trade and Companies Registry under number 709 802 094. Its APE code is 7010 Z.

COMPANY REPORTS AND DOCUMENTS

The Memorandum and Articles of Association and other mandatory documents are available from the registered office:

163 quai du Docteur-Dervaux
92600 Asnières-sur-Seine
France

The reference documents and regulated information are available from the registered office and the Company's website, www.eiffage.com.

FINANCIAL YEAR

The financial year starts on 1 January and ends on 31 December.

APPROPRIATION OF PROFIT (Article 32 of the Memorandum and Articles of Association)

The net profit is appropriated in the following manner:

- first, at least 5% of the net profit is transferred to the legal reserve after deduction of any losses carried forward, in accordance with legal requirements, until this reserve represents one-tenth of the share capital;
- an interim dividend is then distributed to the shareholders that represents 6% of the outstanding paid-in capital out of the remaining profit, plus any unappropriated earnings and any amounts drawn from available reserves for the purpose of distribution as may be decided by the shareholders, without any shortfall arising in one year leading to an additional deduction from the profits of the subsequent year(s). The shareholders may decide at an ordinary general meeting to appropriate what amounts they deem reasonable out

of any balance then remaining, either by carrying such amounts forward or transferring them to one or more optional, ordinary or extraordinary reserves, for or without a designated purpose. A super dividend is distributed to shareholders out of any amount remaining after that.

The general meeting may offer shareholders the choice, for all or part of the amount being distributed, between payment of the dividend in cash and payment in shares. This option may also be offered in respect of any interim dividend.

GENERAL MEETINGS
(Articles 29 and 30 of the Memorandum and Articles of Association)

All shareholders are entitled to attend ordinary and extraordinary general meetings, regardless of the number of shares they own, provided all called-up capital relating to their shares has been paid in.

Each shareholder has as many votes as the number of shares held or represented, subject to legal requirements.

General meetings are convened and held in accordance with the provisions laid down by law.

The rules governing attendance at general meetings are those laid down by law.

IDENTITY OF SHAREHOLDERS
(Article 9 of the Memorandum and Articles of Association)

The Company may, at any time and in accordance with the terms and conditions laid down in the applicable legislation and regulations, request that the identity of holders of securities conferring an immediate or future right to vote at the general meetings be disclosed.

STATUTORY THRESHOLDS
(Article 9 of the Memorandum and Articles of Association)

Pursuant to the decision taken by the Extraordinary General Meeting of 26 June 2001, any shareholder holding more than 1% of the capital or voting rights, or any multiple thereof, must disclose this situation to the Company on crossing these thresholds.

Article 9 of the Memorandum and Articles of Association, which contains this obligation, is reproduced below:

"Article 9:

The shares, which must be fully paid in, shall be registered shares or bearer shares, as the shareholder wishes.

Shares shall be recorded in accounts under the terms and conditions laid down in the relevant laws and regulations.

The Company may, at any time and in accordance with the terms and conditions laid down in the applicable legislation and regulations, request that the identity of holders of securities conferring an immediate or future right to vote at the general meetings be disclosed.

Any individual or legal entity, acting singly or in concert, who/which directly or indirectly holds 1% of the capital or voting rights, or any multiple thereof, must disclose this situation to the Company in a letter sent by recorded delivery (signed for), stating the number of shares held, within fifteen days of crossing any of these thresholds.

In the event a shareholder fails to comply with the disclosure requirements laid down in paragraph four of this article, those shares over and above the threshold that should have been disclosed shall be stripped of their voting rights at general meetings if non-disclosure is recorded by a general meeting and if one or more shareholders individually or collectively holding 5% or more of the capital request(s) this measure at said general meeting. These shares shall not have voting rights at any general meeting for a further two years after the crossing of the threshold has been duly and properly disclosed.

Shareholders must also inform the Company, by the deadlines and under the conditions specified in paragraph four above, whenever their holding falls below any of the thresholds referred to in said paragraph."

BOARD OF DIRECTORS
(Articles 17 to 21 and 23 to 26 of the Memorandum and Articles of Association)

The Company is governed by a board consisting of at least three and no more than fifteen members. The Board of Directors also includes two directors appointed from among employees who are members of the supervisory board of one of the FCPE investment funds and of the board of directors of the Sicavas holding Company shares.

Directors are appointed for a term of three years. Article 18 of the Memorandum and Articles of Association provides for the partial renewal of the members of the Board every year. The Ordinary and Extraordinary General Meeting of 15 April 2015 will be asked to increase the term of office of the directors appointed at that meeting and subsequent meetings to four years.

No more than one-third of the members of the Board of Directors may be aged over 70.

The Board of Directors defines the Company's business strategy and oversees its implementation. It meets as often as the Company's needs require. The Board of Directors shall elect one of its members as Chairman for a term which will not exceed his term of office as a director.

The Chairman of the Board of Directors shall represent the Board of Directors. He shall organise and supervise its work and report thereon to the shareholders at general meetings.

The age limit for the Chairman is 65. If the incumbent chairman reaches the age of 65 the Board of Directors may extend his appointment for a maximum period of three years.

At its meeting of 29 August 2012, the Board decided to create the office of a senior director, with the title Vice-Chairman.

GENERAL MANAGEMENT (Articles 22 and 27 of the Memorandum and Articles of Association)

The general management of the Company shall be the responsibility of either the Chairman of the Board of Directors or another individual appointed by the Board of Directors and given the title of Managing Director or Chief Executive Officer. The Board of Directors shall decide which method of general management it wishes to implement and for what duration. The Board of Directors, voting on a proposal by the Managing Director/CEO, may appoint one or more individuals to assist him, who shall be given the title of Deputy Managing Director or Deputy Chief Executive Officer.

The age limit for the Managing Director/CEO and any Deputy Managing Directors/CEOs is 65. If the incumbent officer reaches the age of 65 the Board of Directors may extend his appointment for a maximum period of three years.

The Managing Director/CEO shall have the broadest powers to act in all circumstances in the name of the Company, within the limits of the corporate purpose and subject to any powers that the law expressly reserves for general meetings and the Board of Directors.

SHARE CAPITAL

Amont

At 31 December 2014, the share capital amounted to €369,085,864, divided into 92,271,466 shares with a nominal value of €4 each, and 92,271,466 theoretical voting rights. Information on securities giving access to the capital and on share ownership is provided below.

Authorised unissued share capital

Summary of currently valid authorisations to increase the capital and to grant stock options and shares for a nil consideration

Nature of the delegation or authorisation	Date of Extraordinary General Meeting	Authorisation expiration date	Nominal amount of capital increase authorised	Increase(s) in previous years	Increase(s) in 2014	Remaining nominal amount by which the capital may be increased at 31 December 2014
Delegation of authority to increase the share capital by capitalising reserves, profits and/or premiums	17 April 2013	16 June 2015	€80 million	None	None	€80 million
Delegation of authority to issue ordinary shares and/or transferable securities, maintaining preferential subscription rights	16 April 2014	15 June 2016	€150 million (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital)	None	None	€150 million (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital)
Delegation of authority to issue ordinary shares and/or transferable securities, with waiver of preferential subscription rights, by way of a public offering	16 April 2014	15 June 2016	€35,775,452 (*) (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital) (*)	None	None	€35,775,452 (*) (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital) (*)

** Counts towards ceiling for the delegation of authority to issue shares with the application of preferential subscription rights.*

Nature of the delegation or authorisation	Date of Extraordinary General Meeting	Authorisation expiration date	Nominal amount of capital increase authorised	Increase(s) in previous years	Increase(s) in 2014	Remaining nominal amount by which the capital may be increased at 31 December 2014
Delegation of authority to issue ordinary shares and/or transferable securities, with waiver of preferential subscription rights, by way of a private placement	16 April 2014	15 June 2016	€35,775,452 (*) (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital) (*)	None	None	€35,775,452 (*) (€1.5 billion for transferable securities representing claims against the Company and giving access to the capital) (*)
Authority to increase issue in the event of excess demand	16 April 2014	15 June 2016	15% of the amount of the initial issue, within the limit of the ceiling for the delegation of authority	None	None	15% of the amount of the initial issue, within the limit of the ceiling for the delegation of authority
Delegation of authority to increase the capital in order to remunerate contributions of shares or transferable securities	16 April 2014	15 June 2016	10% of the share capital*	None	None	10% of the share capital*
Delegation of authority to increase the share capital by the issue of shares reserved for members of a company savings plan, with waiver of preferential subscription rights	16 April 2014	15 June 2016		None	None	€15 million
Authorisation to issue stock options	16 April 2014	15 June 2017		None	None	1,000,000 (maximum number of shares that stock option holders may subscribe to) 250,000 (maximum number of shares that stock option holders may subscribe to, when these are the Company's executive officers)
Authorisation to grant existing shares as bonus shares	16 April 2014	15 June 2017	1,000,000 (maximum number of shares that may be granted for a nil consideration) 250,000 (maximum number of shares that may be granted for a nil consideration to the Company's executive officers)	None	None	1,000,000 (maximum number of shares that may be granted for a nil consideration) 250,000 (maximum number of shares that may be granted for a nil consideration to the Company's executive officers)

** Counts towards ceiling for the delegation of authority to issue shares with the application of preferential subscription rights.*

Securities giving access to the capital

No securities have been issued that give access to the capital.

Changes in the capital

Year	Nature of the transaction	Increase in capital		Share premium/ Reserves	Total capital	Number of shares
		Number of shares	Nominal value			
2008	Cancellation of shares	(1,600,000)	(6,400,000)	(60,262,412)	366,333,368	91,583,342
2009	Cancellation of shares	(1,583,342)	(6,333,368)	(46,706,140)	360,000,000	90,000,000
2010	Reserved capital increase Cancellation of shares	186,458 (186,458)	745,832 (745,832)	4,995,210 (6,293,355)	360,745,832 360,000,000	90,186,458 90,000,000
2011	Cancellation of shares	(2,837,869)	(11,351,476)	(37,161,895)	348,648,524	87,162,131
2012	-	-	-	-	348,648,524	87,162,131
2013	Capital increase reserved for employees	2,276,499	9,105,996	50,538,270	357,754,520	89,438,630
2014	Capital increase reserved for employees	2,832,836	11,331,344	102,973,588	369,085,864	92,271,466

OWNERSHIP OF CAPITAL AND VOTING RIGHTS

There are no provisions in the Memorandum and Articles of Association limiting voting rights.

The following table shows changes in share ownership and theoretical voting rights over the last three years:

Known shareholders	As at 31.12.2012		As at 31.12.2013		As at 31.12.2014		
	Number of shares / theoretical voting rights	% of capital and theoretical voting rights held	Number of shares / theoretical voting rights	% of capital and theoretical voting rights held	Number of shares / theoretical voting rights	% of capital and theoretical voting rights held	% voting rights (1)
Employee shareholders:							
• Eiffage 2000	24,457,877	28.1	22,127,607	24.7	17,805,032	19.3	20.0
• FCPE Eiffage Actionnariat	–	–	2,200,836	2.5	4,978,876	5.4	5.6
• FCPE Eiffage 2011	300,507	0.3	239,391	0.3	–	–	–
• FCPE Eiffage Classique	224,389	0.3	183,120	0.2	148,533	0.2	0.2
• Held directly	473,124	0.5	383,207	0.4	379,433	0.4	0.4
BPI France Participations SA	17,966,000	20.6	17,966,000	20.1	17,965,900	19.5	20.2
Eiffaime	6,428,471	7.4	4,924,396	5.5	4,911,235	5.3	5.5
Groupama	6,026,926	6.9	21,996	–	–	–	–
BlackRock	–	–	5,074,919	5.7	6,024,479	6.5	6.8
Treasury shares	1,819,619	2.1	2,133,641	2.4	3,139,125	3.4	–
Free float	29,465,218	33.8	34,205,513	38.2	36,918,853	40.0	41.3
TOTAL	**87,162,131**	**100%**	**89,438,630**	**100%**	**92,271,466**	**100%**	**100%**

(1) voting rights that can be exercised at general meetings.

Eiffage Group employees hold Eiffage shares through the Sicavas Eiffage 2000 investment fund. A capital increase reserved for employees was carried out in December 2006, subscribed via an FCPE investment fund called Eiffage 2011, which merged with FCPE Eiffage Actionnariat in 2014. FCPE Eiffage Classique, which held APRR securities, sold them to purchase Eiffage shares. FCPE Eiffage Actionnariat was created specifically for capital increases reserved for employees, which were completed in April 2013 and May 2014.

In accordance with its policy on employee share ownership, which has been one of the hallmarks of the Group over the past 25 years and more, and in order to reinforce such share ownership, Eiffage decided to carry out a capital increase in May 2015 reserved for employees, without any company contribution but with a 20% discount, via an FCPE investment fund specifically created for that purpose, called FCPE Eiffage Actionnariat Relais 2015, which will be merged with FCPE Eiffage Actionnariat.

CROSSING OF OWNERSHIP THRESHOLDS IN THE PAST FINANCIAL YEAR

PRO BTP Finance, a *société anonyme* (French public limited company) acting on behalf of Sicavas Eiffage 2000, which it manages, declared that with regard to Eiffage it had fallen below the 20% ownership thresholds (capital and voting rights) on 9 July 2014 as a result of the sale of Eiffage shares on the market and that, on that date, it held on behalf of Sicavas Eiffage 2000 18,440,327 Eiffage shares representing the same number of voting rights, i.e., 19.98% of the Company's capital and voting rights (AMF notice 214C1475 of 22 July 2014).

Amundi, a *société anonyme* (French public limited company) acting on behalf of FCPE Eiffage Actionnariat, which it manages, declared that with regard to Eiffage it had risen above the 5% ownership thresholds (capital and voting rights) on 17 June 2014 as a result of the merger of FCPE Eiffage Actionnariat Relais 2014 with FCPE Eiffage Actionnariat, and that it held on behalf of the FCPE 5,007,520 Eiffage shares representing the same number of voting rights, i.e., 5.43% of the Company's capital and voting rights (AMF notice AMF 214C1131 of 20 June 2014).

La Caisse des dépôts et consignations (CDC) declared that on 19 May 2014 it had fallen below the 20% ownership thresholds (capital and voting rights), directly and indirectly through Bpifrance Participations SA, a company it controls through BPI Groupe SA, and that it held 17,965,000 Eiffage shares representing the same number of voting rights, i.e., 19.47% of the Company's capital and voting rights (AMF notice 214C0886 of 23 May 2014).

BPI Groupe, an industrial and commercial public company known as EPIC BPI-Groupe, declared that on 19 May 2014 it had indirectly, through Bpifrance Participations SA1, fallen below the 20% ownership thresholds (capital and voting rights), and held 17,965,900 Eiffage shares representing the same number of voting rights, i.e., 19.47% of the Company's capital and voting rights (AMF notice 214C0887 of 23 May 2014).

In view of the declarations received by Eiffage relating to the crossing of the ownership thresholds set by the Memorandum and Articles of Association, the shareholders who hold more than 1% of the capital as at 31 December 2014 other than those listed in the above table or mentioned above are: Alken, Amundi, AXA Investment Managers, Covéa, Natixis AM, Crédit Mutuel, Hengistbury Investment Partners, Norges Bank and UBS.

To the Board of Directors' knowledge, no other shareholder directly or indirectly holds more than 1% of the capital or voting rights, either singly or in concert.

Information that may be relevant in the event of a public offering

- The capital ownership structure and all direct or indirect shareholders known to the Company are set out above, together with all relevant information.
- The Memorandum and Articles of Association do not place any restrictions on the exercise of voting rights, other than that voting rights may be stripped if the shareholder fails to declare the crossing of an ownership threshold.
- The Company is not aware of any agreements or other arrangements between shareholders.
- No shares or securities give their holders any special controlling rights.
- The voting rights attached to shares held by employees through the Sicavas Eiffage 2000 investment fund and the Eiffage Classique and Eiffage Actionnariat FCPE funds are all exercised at general meetings by the authorised representatives appointed by the board of directors of the Sicavas and the supervisory boards of the FCPEs.
- The rules governing the appointment and dismissal of the members of the Board of Directors are the rules laid down by law and those set out in Articles 17 to 20 of the Memorandum and Articles of Association.
- Powers currently delegated to the Board of Directors are described in the directors' report (share buy-back programme, page 122) and in the table summarising authorisations to increase the capital, page 127.

- The Company's Memorandum and Articles of Association are amended in accordance with the applicable laws and regulations.
- The credit facilities described on page 133 of this document (in the section "liquidity risks") may be cancelled in the event of a change to the control of the Company.
- No specific agreements provide for the payment of compensation to corporate officers when they leave office.

Note that, as required by law, all fully paid-up shares that have been registered in the name of the same shareholder for at least two years from the date Act 2014-384 of 29 March 2014 ('Florange Act') came into force will have double voting rights.

OTHER INFORMATION

Pledge of shares

The Company has not been advised that any of its shares have been pledged as collateral.

Trading in the Company's own shares

Eiffage acquired through a cash transaction 3,806,187 shares in 2014 pursuant to the authorisations given by the shareholders, and disposed of 2,554,425 shares. 246,278 shares were transferred to employees who exercised stock options. As a result, at the end of the financial year Eiffage held 3,139,125 of its own shares (3.4% of the share capital), purchased at an average price of €33.07 (nominal value: €4).

Share listing

Eiffage SA's shares are listed on Euronext-Paris (compartment A).

SHARE PRICES AND TRADING VOLUMES

(on Euronext-Paris)

EIFFAGE

Share Prices and Trading Volumes *

	High (€)	Low (€)	Number of shares	Amount (€million)
2013				
September	44.19	39.70	4,402,156	183.18
October	43.97	39.75	2,894,317	121.75
November	44.49	40.75	2,343,675	99.64
December	42.00	38.45	2,839,829	113.43
2014				
January	44.45	40.65	3,773,601	161.62
February	51.93	42.21	3,421,215	160.17
March	54.96	50.53	4,478,031	238.04
April	55.75	51.40	2,610,276	140.83
May	55.15	47.90	3,858,579	197.68
June	55.65	49.24	3,890,008	206.55
July	51.25	47.54	3,820,360	188.66
August	50.43	42.12	3,777,743	172.23
September	49.63	42.85	3,461,753	159.41
October	44.31	37.40	4,631,371	190.45
November	43.70	37.80	4,348,935	175.69
December	42.41	36.60	6,389,387	252.50
2015				
January	48.10	39.95	6,610,231	293.32
February	51.88	42.32	5,498,495	260.85

** On Euronext-Paris.*

DIVIDENDS

Year for which dividends were distributed	Total dividend (€)	Number of shares on which dividend was paid	Payment per share
2009	108,000,000	90,000,000	1.20
2010	108,000,000	90,000,000	1.20
2011	104,594,557	87,162,131	1.20
2012	104,594,557	87,162,131	1.20
2013	107,326,356	89,438,630	1.20
2014	110,725,759	92,271,466	1.20

As laid down by law, the shareholders have five years to claim dividends as from the date of their payment, after which period any unclaimed dividends are paid to the French Treasury.

STATUTORY AUDITORS

Primary Statutory Auditors

KPMG AUDIT IS
Immeuble Le Palatin, 3 Cours du Triangle, CS 80039, 92939 Paris La Défense Cedex
Member of the Compagnie Régionale des Commissaires aux Comptes de Versailles
represented by Mr Baudouin Griton
First appointed by the Ordinary and Extraordinary General Meeting of 18 April 2007
Current appointment by the Ordinary and Extraordinary General Meeting of 17 April 2013
Term of office expires at the close of the Ordinary General Meeting held to approve the financial statements for the year to end on 31 December 2018

PricewaterhouseCoopers Audit
63 Rue de Villiers, 92200 Neuilly-sur-Seine, France
Member of the Compagnie Régionale des Commissaires aux Comptes de Versailles
represented by Mr Gérard Morin
First appointed by the Ordinary General Meeting of 25 April 2001
Current appointment by the Ordinary and Extraordinary General Meeting of 17 April 2013
Term of office expires at the close of the Ordinary General Meeting held to approve the financial statements for the year to end on 31 December 2018

Deputy Statutory Auditors

KPMG Audit ID
Immeuble Le Palatin, 3 Cours du Triangle, CS 80039, 92939 Paris La Défense Cedex
First appointed by the Ordinary and Extraordinary General Meeting of 20 April 2005
Current appointment by the Ordinary and Extraordinary General Meeting of 17 April 2013
Term of office expires at the close of the Ordinary General Meeting held to approve the financial statements for the year to end on 31 December 2018

PricewaterhouseCoopers Audit
Ms Anik Chaumartin
63 Rue de Villiers, 92200 Neuilly-sur-Seine, France
First appointed by the Ordinary General Meeting of 25 April 2001
Current appointment by the Ordinary and Extraordinary General Meeting of 17 April 2013
Term of office expires at the close of the Ordinary General Meeting held to approve the financial statements for the year to end on 31 December 2018

A table showing fees paid for 2014 and 2013 to the auditors who certified the consolidated financial statements can be found in the notes to the consolidated financial statements, on pages 178 and 179 of this document.

PERSON RESPONSIBLE FOR INFORMATION

Mr Christian Cassayre, Chief Financial Officer
163 Quai du Docteur-Dervaux, 92600 Asnières-sur-Seine, France
Tel. (switchboard): +33 (0)1 41 32 80 00

APPENDED INFORMATION (DOCUMENTS AVAILABLE TO THE PUBLIC)

During the period of validity of this reference document the Memorandum and Articles of Association, the Statutory Auditors' reports and the financial statements for the past three financial years, together with all the reports, correspondence and other documents and financial records concerning the Company and its subsidiaries in connection with the past three financial years, any valuations or statements prepared by experts, when such documents are provided for by law, and any other document provided for by law may be consulted at the Company's registered office.

Pursuant to Article 28 of European Regulation 809/2004, the following information is deemed to form part of this reference document:

- the consolidated financial statements and the report of the Statutory Auditors on such consolidated financial statements as at 31 December 2012, appearing on pages 152 to 195 and 196 respectively of the French version of the reference document no. D 13 – 0230 filed with the AMF on 27 March 2013.
- the consolidated financial statements and the report of the Statutory Auditors on such consolidated financial statements as at 31 December 2013, appearing on pages 226 to 271 and 272 respectively of the French version of the reference document no. D-14-0211 filed with the AMF on 26 March 2014.

OTHER DOCUMENTS

The following documents have been included in this reference document and thus do not need to be published separately, in accordance with the AMF's General Regulations:

- Annual financial report:

Company financial statements for the financial year ended 31 December 2014	Pages 185 to 192
Report by the Statutory Auditors on the company financial statements	Page 196
Consolidated financial statements for the financial year ended 31 December 2014	Pages 136 to 183
Report by the Statutory Auditors on the consolidated financial statements	Page 184
Directors' report – Article 222-3 of the AMF's General Regulations	Pages 110 to 130
Declaration by the individuals accepting responsibility for the annual financial report	Page 277

- Fees paid to each of the Statutory Auditors and to members of their networks: pages 178 and 179 of this reference document.
- Chairman's report on corporate governance and internal control: pages 198 et *seq.* of this reference document.

CERTIFICATION BY THE PERSON RESPONSIBLE FOR THE REFERENCE DOCUMENT

I certify that, to the best of my knowledge and as far as I can reasonably ascertain, the information provided in this reference document is accurate and no information has been omitted that might alter the interpretation hereof.

I certify that, to the best of my knowledge, the financial statements were prepared in accordance with the applicable accounting standards and give a true and fair view of the assets, financial situation and results of the Company and all the other companies consolidated by it, and that the directors' report reproduced on page 110 gives a true and fair account of the state of the business, results and financial situation of the Company and all the other companies consolidated by it, together with a description of the main risks and uncertainties to which they are exposed.

The Statutory Auditors have provided me with a "sign off document", in which they state that they have verified the information on the financial situation and financial statements included in this reference document and have read the entire document.

The Statutory Auditors prepared a report on the consolidated financial statements for the financial year ended 31 December 2013, presented in the reference document filed with the AMF on 26 March 2014 under number D-14-0211, included on page 272 of the said reference document, in which they make one observation.

Asnières-sur-Seine, 25 March 2015

Pierre Berger
Chairman and Chief Executive Officer

Cross-reference table

To assist readers of this Reference Document, the cross-reference table below indicates the pages on which can be found the main information required by European Commission Regulation (EC) no. 809/2004 of 29 April 2004 implementing Directive 2003/71/EC of the European Parliament and of the Council.

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This document was prepared by the issuer and is binding on the signatories.

Published jointly by the Eiffage Communications, Sustainable Development and Financial departments.

Design: Elodie Boyer Conseil – Production: TroisCube EUROKAPI + 33 (0)1 41 32 36 00

Cover photos: Musée Picasso-Paris: Guillaume Maucuit-Lecomte – Fondation Louis Vuitton: Mohamed Khalfi

Photos for interview with Pierre Berger, p.2-5: Mikaël Lafontan

Corporate governance photos, p.12-13: Olivier Seignette

Photo of Grande Arche in La Défense, pages 22 and 108: Shutterstock 16629379 bouzou/Architectes Johan Otto Von Spreckelsen/Andreu/ADP

Image archives:
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Share capital of €369,085,864 (92,271,466 shares of €4 each).
Registered in the Nanterre Trade and Companies Register under no 709 802 094 – SIRET code: 709 802 094 01130 – APE code: 7010 Z