2016

# FINANCIÈRE DE L'ODET

HALF-YEAR FINANCIAL REPORT

## SUMMARY

# ACTIVITY REPORT

## 1/HALF-YEAR 2016 RESULTS

### Summary results

Turnover was down by 7% as reported and by 5% at constant scope and exchange rates.

First-half 2016 EBITDA amounted to 487 million euros, (-9 %).

The Group's operating income stood at 305 million euros, down by 10% compared to the first half of 2015.

Net income, Group share in the first-half 2016 reached 177 million euros, (-29%).

Net debt totaled 4,810 million euros, and the market value of portfolio amounted to 4,230 million euros.

**Consolidated net income**

| (in millions of euros) | 1st Half 2016 | 1er Half 2015 [4] | Change |
|---|---|---|---|
| Turnover | 4 953 | 5 344 | (7%) |
| Expenses & other operating income | (4 478) | (4 818) | |
| Share in net income of operating companies accounted for using the equity method | 12 | 10 | |
| **EBITDA [1]** | **487** | **535** | **(9%)** |
| Amortization and provisions | (182) | (198) | (8%) |
| **Operating income** | **305** | **338** | **(10%)** |
| Financial income | 221 | 259 | |
| Share in net income of equity-accounted non-operating companies | (4) | 58 | |
| Taxes | (117) | (112) | |
| **Net income** | **404** | **543** | **(26%)** |
| Group share of Net income | 177 | 249 | (29%) |
| Non-controlling | 227 | 293 | |
| Earnings per share[2] | 41,7 | 58,7 | (29%) |
| **Net cash flow from operations** | **428** | **378** | **49** |
| Net capital expenditures | (315) | (335) | 20 |
| Net financial investment | (57) | (2 443) | 2 386 |
| | **June 30, 2016** | **December 31, 2015** | **Change** |
| **Net debt** | **4 810** | **4 679** | **131** |
| Gearing | 62% | 54% | |
| **Market value of portfolio of listed securities[3]** | **4 230** | **4 979** | **(749)** |

(1)Including Income of operating companies accounted for using the equity method
(2)Excluding treasury shares
(3)Taking into account the impact of financing on Vivendi securities
(4)Restated to reflect the amendment to IAS 41

### Turnover

| (in million of euros) | 1st half 2016 | 1st half 2015 | Reported Growth (%) | Growth at constant scope and exchange rate (%) |
|---|---|---|---|---|
| Transportation & Logistics | 2 723 | 2 973 | (8%) | (5%) |
| Oil logistics | 959 | 1 169 | (18%) | (18%) |
| Communications (Havas, Media, Telecoms) | 1 111 | 1 068 | 4% | 3% |
| Electricity Storage and Solutions | 148 | 123 | 21% | 21% |
| Others (Agricultural Assets, Holding Companies) | 13 | 11 | 19% | 19% |
| **Total turnover Financière de l'Odet Group** | **4 953** | **5 344** | **(7%)** | **(6%)** |

**Turnover was down 7% on a reported basis and 5% at constant scope and exchange rates :**

This change results from the 18% decline in the oil logistics business following the ongoing decline in prices of oil products and the 5% shrinkage of the Transportation and Logistics business in an environment of declining freight rates in freight forwarding and the sharp drop in the prices of commodities that penalizes the activity in some African countries. It also incorporates the good performance in Communications (+3%) businesses, and the growth in the Electricity Storage and Solutions business (+21%).

On an unadjusted basis, foreign currency fluctuation primarily impacting the Transportation and Logistics and Communications businesses to a lesser extent, have a negative effect of 137 million euros on the Group turnover.

## Operating income by activity

| (in million euros) | 1st Half 2016 | 1st Half 2015 | Change (%) |
|---|---|---|---|
| **Bolloré Transport & Logistics** | **280** | **308** | **(9%)** |
| % turnover | 7,6% | 7,4% | 18 bps |
| Transportation & Logistics (1) | 255 | 290 | (12%) |
| Oil logistics | 25 | 18 | 41% |
| **Communications (Havas, Media, Telecoms)** | **119** | **106** | **13%** |
| % turnover | 10,7% | 9,9% | 83 bps |
| **Electricity Storage and Solutions** | **(77)** | **(53)** | |
| Others (Agricultural Assets, Holdings companies) (1) | (17) | (23) | |
| **Total operating income Financière de l'Odet Group** | **305** | **338** | **(10%)** |
| % turnover | 6,2% | 6,3% | -17 bps |

(1) Before trademark fees

### Operating income decreased by 10% on account of:

- the decline in operating results from the Transportation & Logistics business. The performance of freight forwarding around the world and port terminals in Africa did not offset the loss in results for Logistics in Africa, attributable to the fall in oil and commodities' prices;
- the rise in the Oil Logistics business, thanks to solid performance from distribution in France, and business in Germany and Switzerland;
- growth in the Communications segment thanks to the stronger results from Havas and the Media division;
- and accelerated expenses in Electricity Storage (batteries, electric vehicles, and stationary);

The decline in operating income is accentuated by adverse foreign exchange effects.

## Financial income

| (in millions of euros) | 1st Half 2016 | 1st Half 2015 | Change (M€) |
|---|---|---|---|
| Net dividends and income from investments in marketable securities | 330 | 331 | (1) |
| Net financial expenses and income | (52) | (44) | (8) |
| Other financial expenses and income | (58) | (28) | (30) |
| **Financial income** | **221** | **259** | (38) |

The financial income for the first half of 2016 stood at 221 million euros, compared with 259 million euros in the first half of 2015. It includes 325 million euros in net dividends received from Vivendi, but is penalized by negative foreign exchange effects of -32 million euros due to the devaluation of certain currencies in Africa (Nigeria, Guinea), and -18 million euro in financial provisions (-23 million euros in the first half of 2015) including depreciations on Vallourec and Generali shares.

## Income from partner companies

| (in million of euros) | 1st Half 2016 | 1st Half 2015(1) | Change (M€) |
|---|---|---|---|
| Share in net income of non-operating companies accounted for using the equity method | (4) | 58 | (62) |

(1) Restated amendment of the IAS 41 standard

The net income from companies accounted for using the equity method in the first half of 2016 are decreasing mainly due to depreciations on Mediobanca and Socfin.

## Change in net debt

| (in millions of euros) | 1st Half 2016 | 1st Half 2015 | Change (M€) |
|---|---|---|---|
| Cash flow (1) | 682 | 705 | (24) |
| Change in WCR (+ = reduction) | (254) | (327) | 73 |
| **Net cash flow from operations** | **428** | **378** | 49 |
| Net capital expenditures | (315) | (335) | 20 |
| Net financial investment | (57) | (2 443) | 2 386 |
| Dividends paid | (88) | (87) | (1) |
| Net financial charges paid | (46) | (59) | 14 |
| Increase in share capital, change in fair value and other items | (54) | 49 | (103) |
| **Change in net debt (- = increase in debt)** | **(131)** | **(2 498)** | **2 366** |

(1) Cash-flow after elimination of capital gains and before financial expenses

## Balance sheet, portfolio, liquidity

| (in millions of euros) | June 30, 2016 | December 31, 2015 | Change (M€) |
|---|---|---|---|
| **Shareholders' equity** | **7 758** | **8 624** | **(866)** |
| Of which Group share | 3 369 | 3 808 | (439) |
| Net debt | 4 810 | 4 679 | 131 |
| Gearing (%) (1) | 62,0% | 54,3% | |
| Market value of listed share portfolio (2) | **4 230** | **4 979** | (749) |
| Liquidity - Undrawn amount available (3) | ~2 120 | ~1 880 | 240 |

(1) gearing ratio = Net debt to shareholder equity
(2) taking into account the impact from financing on Vivendi securities
(3) Excluding Havas

The net debt totaled 4,810 million euros, up by 131 million euros, mainly due to the seasonality of the Havas business.

Shareholders' equity stood at 7,758 million euros, down by 866 million euros due to the decline in market values.

The ratio of net debt to shareholders' equity was 62%, compared to 54% at end-2015.

The portfolio valuation of listed securities was 4.2 billion euros as at June 30, 2016 (5 billion as at December 31

2015).

The Group's liquidity was up, with an undrawn available amount of more than 2.1 billion euros compared with 1.9 billion euros at the end-2015. The average maturity of the debt increased to 3.6 years.

## 2/ ACTIVITIES

### TRANSPORTATION & LOGISTICS

| (in millions of euros) | 1st Half 2016 | 1 st Half 2015 | Change (%) | Organic growth (%) |
|---|---|---|---|---|
| Turnover Bolloré Logistics | 1 494 | 1 676 | (11%) | (9%) |
| Turnover Bolloré Africa Logistics | 1 229 | 1 297 | (5%) | 1% |
| **Total Transportation & Logistics Turnover** | **2 723** | **2 973** | **(8%)** | **(5%)** |
| **Transportation & Logistics EBITDA** | **344** | **384** | (10%) | |
| Operating income from Transportation and Logistics | 255 | 290 | (12%) | |
| **Total Transportation & Logistics Investments** | **141** | **193** | (27%) | |

The 10% decrease in EBITDA, includes:

- good overall performance in freight forwarding, particularly in Europe and Asia, and in port business in Africa (including Ivory Cost, Ghana, Senegal, Sierra Leone);
- decline in commodity prices significantly affecting oil & gas and mining projects, in countries highly exposed to oil (Gabon, Congo, Angola, Mozambique, Nigeria, DRC, and Cameroon).

Operating income down 12%: it still includes strong depreciation related to a sustaining pace of capital expenditure in Africa.

### BOLLORÉ LOGISTICS

Turnover for the first half of 2016 stood at 1,494 million euros, -9.4% at constant scope and exchange rates, due to the decline in freight rates in freight forwarding partly offset by the rise in volumes.

Results from the first half of 2016, featuring:

- continued growth in operating income in France, supported by the increase in activity for our major clients, in the areas of retail, luxury goods, health, and aeronautics;
- a rise in income in Europe, excluding the United Kingdom, which suffered from a drop in activity on certain projects;
- increased income in Asia-Pacific, which benefited from the good performance of subsidiaries in China, South Asia (India, Philippines, Vietnam, Singapore) and Japan, mainly driven by warehouse logistics;
- healthy activity in the Americas, due to growth in the US and Canada, which nonetheless was hit by currency effects.

Bolloré continued the development of its network in particular in Saudi Arabia, Austria, and Lebanon.

## BOLLORÉ AFRICA LOGISTICS

Turnover for the first half of 2016 stood at 1,229 million euros, +0.9%, at constant scope and exchange rates, overall growth in container terminals, despite the announced slowdown in mining and oil activities in some African countries (Nigeria, Gabon, Congo, Mozambique, Angola, Togo, Uganda, and Democratic republic of Congo).

### Results from the first half of 2016, featuring:

- good results from port terminals, in particular Abidjan Terminal in Ivory Coast, MPS in Ghana, Dakar Terminal in Senegal, Conakry Terminal in Guinea, and Freetown Terminal in Sierra Leone, which benefited generally from higher volumes handled;
- the impact of the falloff in mining and oil activities on logistics activity in some countries (including Congo, Gabon, Mozambique, Angola and Nigeria…).

### Bolloré Africa Logistics continued his development in particular:

- in Ghana: with APMT, obtained an extension of the MPS-Tema port concession, which accounts for a total investment of US $1.1 Bn. Financing will be arranged by the IFC. MPS is equity-accounted;
- in East Timor: Bolloré Group selected by the East Timor authorities, advised by IFC-World Bank, to build and operate the deep-water port of Dili as part of a public-private partnership. The total investment amount is estimated at US $490 million over the life of the concession (30 years).

### Rail concession capital expenditure program

- Sitarail: agreement in July 2016 with the governments of Ivory Coast and Burkina Faso for the extension of 15 additional years of the Sitarail concession and a program to upgrade the railway for 130 million euros. Medium term, upgrade of 1,260 km of rail linking Abidjan (Ivory Coast) to Kaya (Burkina Faso) to have a road network able to cope with the expected growth of mining traffic passing through the port of Abidjan.
- Benin and Niger: operational launch delayed due to the legal dispute between Benin and one of its citizens. Completion of the Niamey-Dosso link (140 km), with the long-term objective of connecting the West African rail concessions in a loop connecting Lomé, Cotonou, Niamey, Ouagadougou, and Abidjan (2,740 km).
- development projects in Cameroon and Guinea (upgrade of a line that should reduce congestion from Conakry to the Kagbelen inland container depot operated by the Group)…

## BOLLORÉ ÉNERGIE

| (in millions of euros) | 1st Half 2016 | 1 st Half 2015 | Change (%) |
|---|---|---|---|
| Turnover | 959 | 1 169 | (18%) |
| Operating income | 25 | 18 | 41% |
| *Operating margin (%)* | 2,6% | 1,5% | 110 bps |
| Investments | **6** | 4 | 61% |

18 % decrease in turnover is due primarily to the continued decline in the price of oil products.

The significant growth of the 41% operating income is due to:

- good performance by distribution in France (margins held up well, tight management of expenses, and a favorable impact of inventories compared with the first half of 2015).
- increased income from CICA in Switzerland and Calpam in Germany.
- drop in logistics, transport, and depots hurt by the strikes at French refineries in the spring of 2016.

Rouen Petit-Couronne depot facilities acquired in November 2015: upgrade works are in progress. This site will be used to consolidate distribution for Bolloré Energie in the area and provide storage for strategic inventories by the end of 2017.

## COMMUNICATION

| (in millions of euros) | 1st Half 2016 | 1st Half 2015 | Change |
|---|---|---|---|
| Turnover | 1 111 | 1 068 | 4% |
| Operating income | 119 | 106 | 13% |
| *Operating margin (%)* | *10,7%* | *9,9%* | 83 bps |
| Investments | 30 | 34 | (13%) |

Operating income for the first half of 2016 shows:

- strong performance by Havas:
  - solid growth in business in Europe, Asia-Pacific, and South America;
  - a steady increase in the operating margin (+30 basis points compared to the first half of 2015);
- the increase in Media income and a rise in spending in Telecoms.

## HAVAS

| (in millions of euros) | 1st Half 2016 | 1st Half 2015 | Change |
|---|---|---|---|
| Turnover | 1 087 | 1 034 | 5% |
| *at constant scope and exchange rate* | | | *3%* |
| Operating income | 137 | 128 | 7% |
| *Operating margin (%)* | *12,6%* | *12,3%* | 30 bps |
| Net income | 87 | 83 | 4% |
| Net income Group share | 82 | 77 | 7% |
| Shareholders' equity | 1 641 | 1 547 | 94 |
| Net debt | 95 | 139 | (44) |

Results, first half of 2016:

- organic growth in turnover: +3% (+5.2% on an unadjusted basis).
- operating income: +7%, another 30bps improvement in the operating margin to 12.6%.
- net income Group share : +6.5% to 82 million euros (net profit per share 0.20 euro).

- very solid level of new business: 1,587 million euros.
- substantial gains in budgets: GSK, Tracfone, Swarovski, and more.
- net financial debt at 30 June 2016: 95 million euros, down from 139 million euros at June 30, 2015 (and -88 million euros at end 2015). Gearing: 6%.
- average debt for the first half of 2016: -23 million versus. 24 million euros last year.

### DIRECT MATIN

Leading French daily paper in terms of circulation

- average circulation, 902,400 copies [(1)] (2.5 million readers per issue);
- digital version, Directmatin.fr: more than 2 million visitors (825,000 in 2014) for 9 million page views per month[(2)].

### TELECOMS

#### Frequency 3.5 Ghz

- 22 regional licenses which provide it with national coverage;
- continued development of the network roll-out reaching 2,941 stations (1,100 at end-June 2015);
- cumulative expenditure at this stage about 150 million euros including licenses.

#### Wifirst

- sales of a wireless high-speed Internet service to student residences and hotel resorts;
- turnover: 12 million euros or +26% over June 2015;
- Installed base continues to spread quickly, with 381,000 rooms/sites connected (321,000 in June 2015).

(1) Source: OJD.
(2) Source: Google Analytics, December 2015

## ELECTRICITY STORAGE & SOLUTIONS

### BLUE SOLUTIONS, BLUE APPLICATIONS, PLASTIC FILMS

| (in millions of euros) | 1st Half 2016 | 1st Half 2015 | Change (%) |
|---|---|---|---|
| Turnover | 148 | 123 | 21% |
| *at constant scope and exchange rate* | | | *21%* |
| Operating income | (77) | (53) | NA |
| Investments | 120 | 112 | 7% |

Turnover from industrial activities: 148 million euros, +21%.

- turnover for the first half of 2016 by Blue Solutions with the Blue Applications entities stood at 65 million euros (vs. 62 million euros in the first half of 2015). This number is eliminated at the Bolloré Group level.

Continued growth in operating expenses and capital expenditure

- total amount invested in the first half of 2016: 120 million euros (112 million euros in the first half of 2015 – 250 million euros in 2015)

- growth in capital expenditure attributable to the launch of a new car-sharing service abroad (Bluetorino in Italy) and development of the 12-meter bus.

## BLUE SOLUTIONS

| (in millions of euros) | 1st Half 2016 | 1st Half 2015 | Change (%) |
|---|---|---|---|
| Turnover | 66 | 63 | 4% |
| **EBITDA** | **16** | **12** | **31%** |
| **Operating income** | **8** | **4** | **114%** |
| *Operating margin (%)* | *11,7%* | *5,7%* | |
| | | | |
| Financial income | 1 | 1 | |
| Net income | 9 | 4 | 115% |
| Net income Group share | 9 | 4 | |

| (in millions of euros) | June, 30 2016 | December 31, 2015 | Change (M€) |
|---|---|---|---|
| Shareholders' equity | 147 | 136 | 11 |
| Net Debt | 16 | 19 | (3) |
| Gearing (%) (1) | 11% | 14% | |

(1) Gearing ratio = Net debt to shareholder equity

### Growth of the activity and the improvement of the profitability

- turnover of 66 million euros, up 4%. Operating income of 8 million euros, double that of the first half of 2015.
- 1,464 packs of 30 kWh equivalent batteries delivered in the first half of 2016 (1,531 packs in the first half of 2015).
- sustained activity with Bluecar (+19% in first half 2015) and Bluebus (multiplied by three).

### Outlook

- At the end of 2017, 7 car-sharing projects should be completed as planned.
- Due to the improvement of battery quality, in terms of both the cyclability (lifetime) and the density (more kWh content), and the slower launch of certain projects, Blue Solutions expects a more gradual growth in its sales before reaching the objective of 5,000 to 6,000 batteries in 2019.
- Blue Solutions will in 2017 examine the advisability of exercising the options concerning the Blue Applications scope[2]. However, at this stage, Blue Solutions prefers investments aiming to improve the battery's performance.

## BLUE APPLICATIONS – Mobility

### Car-sharing[1]

- 4,700 electric vehicles | including 3,990 Autolib';
- 1,400 stations equipped with ~7,500 charging terminals | of which 1,100 stations and 6,100 terminals for Autolib';
- 113,400 active premium annual subscribers (vs. 84,800 in the first half of 2015, or +34 %);
- 3.06 million rentals in the first half of 2016, up 27% over the first half of 2015;
- Launched the car-sharing service in Turin on March 18, 2016;
- Won the car-sharing project in Singapore on June 30, 2016.

### Bluebus

- Launched Line 341, the RATP's first 100% electric standard bus line, in May 2016. By end 2016, this line will consist of 23 12-meter Bluebuses;
- Continued development of production and sales of 6-meter and 12-meter Bluebuses: 12 buses in the first half of 2016 (including Chamonix, Brive, and Le Puy en Velay…).

### E-Mehari

- Partnered with the PSA-Peugeot-Citroën Group to develop and sell the E-Mehari. More than 600 E-Mehari were sold to PSA during the first half of 2016.

## BLUE APPLICATIONS – Stationary applications, IER, Polyconseil and Plastic Films

### Stationary

- many projects being studied to pair storage with production of solar power (including Africa and French overseas departments & territories…).

**IER** is a major player in developing and marketing smart connected recharging infrastructure (creation of terminals for Autolib', Bluely, Bluecub, BlueIndy, and BluePointLondon) and vehicle geolocation and remote control systems.

- substantial growth in sales of printers and terminals for use by the air industries (airports, airlines) and government agencies and public services.
- sustained growth in the Automatic Systems business in the area of access control that equips subways, railway stations, motorways, or registered offices with large contracts signed with the SNCF and Aéroports de Paris.

**Polyconseil** : delivers IT services and consulting and designs software, also plays an important role in car-sharing systems and electrical storage management.

### Plastic films

- growth in sales in dielectric films.
- continued improvement in operating income.

(1) Autolib' Paris, Bluely Lyon, Bluecub Bordeaux, and BlueIndy in Indianapolis began on September 25, 2015

## OTHER ASSETS

### Share portfolio

The market value of the listed share portfolio stood at 4,229 million of euros June 30, 2016, versus 4,977 million euros at December 31, 2015.

The major shareholdings at June 30, 2016 :

- **Vivendi** (15.3%): Shareholding increased from 14.4% to 15.3% (of which 2.6% is hedged) in the first half of 2016, further to cancellations of shares by Vivendi. Market value of shareholding at June 30, 2016: 3,560 million euros(1). Early repayment in cash, total or partial of the hedging and financing operation that was carried out to purchase 34 million Vivendi shares (2.5% of Vivendi share capital). This repayment does not change the Group's interest in Vivendi.
- **Mediobanca**(2) (8.0%) - **Generali** (0.13%). Market value of shareholdings: 381 million euros. Main shareholding: Mediobanca, in which the Group is the second-largest shareholder, with three representatives on the Board of Directors. Group shareholding rose from 7.46% to 7.9% in 2015 then 8.0% in March 2016.
- **Socfin** (2) (38.8%) - **Socfinasia**(2) (21.8%) – **Socfinaf**(2) (8.6%). Market value of shareholdings: 232 million euros.
- **Miscellaneous: Gaumont** (9.6%), market value of the shareholding: 19 million euros. **Vallourec** (1.2%, vs. 1.5% at December 31, 2015) subscribed to the capital increase in April 2016 (7 million euros), market value of the shareholding: 17 million euros. **Big Ben Interactive** (21.4%), market value of shareholding: 17 million euros.

(1) Taking into account financing on Vivendi securities.
(2) Equity accounted.

## Agricultural assets

### Socfin Group[1]

- The Group holds 38.8% of Socfin, which manages 191,000 hectares of plantations in Asia and Africa. As in 2015, net income for the first half of 2016 continued to suffer due to the persistent decline in the price of rubber (down by 14% on average), for which supply is still abundant, and the relative stability of palm oil prices (-0.9%).

| Company | Country | Planted surfaces (hectares) | Net income (in millions d'euros) H1 2016 | H1 2015 | Change | Comments on results |
|---|---|---|---|---|---|---|
| **Socfindo** | Indonesia | 48,000 | 18.9 | 24.0 | (21%) | ▪ Negative impact of the decline in palm and rubber prices |
| **Okomu** | Nigeria | 21,300 | 15.9 | 9.6 | 66% | ▪ 5% increase in production of palm oil, continues to benefit from actions to support the sale price of palm oil |
| **Socaplam Ferme Suisse** | Cameroon | 36,200 Refining facility | 8.4 | 7.7 | 9% | ▪ Positive impact on turnover and results of selling initiatives to introduce palm oil faster into the market |
| **Safa Cameroun** | Cameroon | 9,500 | 1.7 | 1.8 | (6%) | ▪ Negative impact of the drop in rubber prices |
| **Lac** | Liberia | 13,800 | (2.7) | (3.0) | na | ▪ Negative impact of the drop in rubber prices |
| **Brabanta** | Congo | 6,200 | (2.8) | (2.3) | na | ▪ Improved production speed, but selling at a price slightly below the budgeted one |
| **SOGB** | Ivory Coast | 24,100 | 3.2 | 3.5 | (10%) | ▪ Good performance by palm oil. Controlling production costs in rubber only partially offsets the drop in prices |
| **SCC (2)** | Ivory Coast | | 1.4 | 1.3 | 11% | ▪ 19% production increase and controlling machining costs |

(1) Company data before restatement under IFRS. Socfin group plantations are accounted for under the equity method in the Bolloré financial statements.
(2) Not consolidated.

### Other agricultural assets

**American farms**:

- the three farms cover 3,000 hectares (17,400 acres). Management is assigned to the Socfin Group;
- current capital expenditure plan (US $33 million) to convert farms into olive groves over a period of two years.

**Vineyards**: "Domaine de la Croix" and "La Bastide Blanche"

- Estate cover 242 hectares, including 116 hectares of wine-farming rights;
- turnover down to 1.9 million euros (-6%), price increases did not offset the loss in volumes of bottles sold (-11%), due to an unfavorable climate in the second quarter.

## 3/ EVENTS AFTER THE REPORTING DATE

There were no significant subsequent events as mentioned in the note 14 of consolidated financial statements.

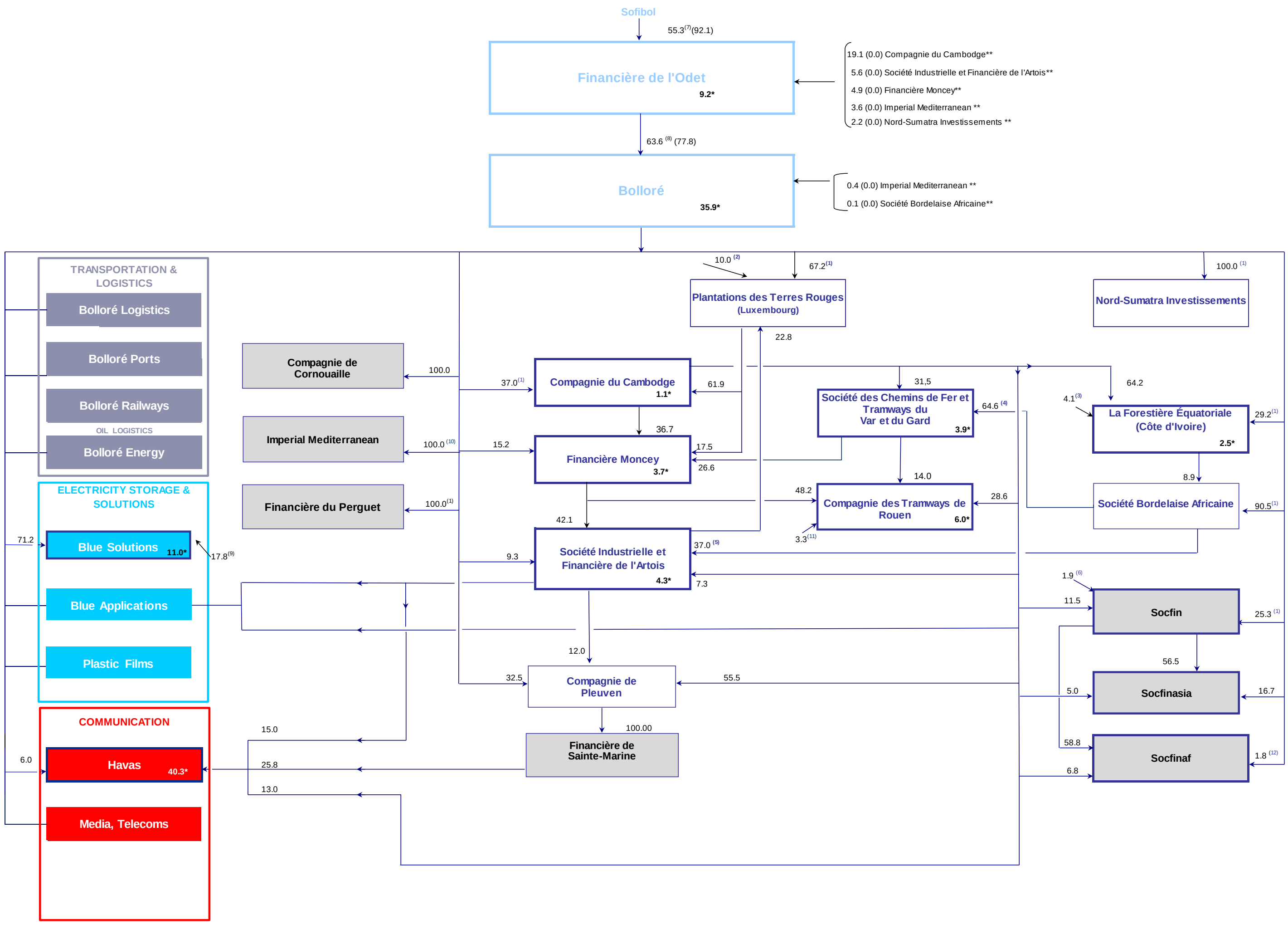
## 4/ MAIN RISKS AND UNCERTAINTIES

The main financial risks with which the Group could be confronted during the second half-year 2016 are explained in the note 8 in appendix to the condensed half-yearly consolidated financial statements.

## 5/ MAIN RELATED-PARTY TRANSACTIONS

The main related-party transactions are detailed in the note 13 in appendix to the condensed half-yearly consolidated financial statements.

# 6/ GROUP STRUCTURE AT JUNE 30, 2016




% (%) — % of capital (% of voting rights at General Meeting)

* — Percentage of share capital outside the Group

** — Controlled by bolloré

Listed companies

Bolloré Transport & Logistics

Energy Storage & Solutions

Communications, Media, Telecoms

Other assets and shareholdings

By convention, shareholdings under 1% are not mentioned

(1) Directly and indirectly by fully-owned subsidiaries

(2) Of which < 10.0% by Compagnie du Cambodge

(3) 4.10% by SFA a 98.4% owned subsidiary of Plantations des Terres Rouges

(4) 64.6% by its 53.4%-owned direct subsidiary Socfrance

(5) 30.2% by Société Bordelaise Africaine and 6.8% by 53.4%-owned direct subsidiary Socfrance

(6) 1.9% by Plantations des Terres Rouges

(7) Of which 5.3% buy its 99.5%-owned direct subsidiary Compagnie de Guénolé

(8) Including 0.002% owned by Bolloré Participations

(9) Including 17.8% by Bolloré Participations

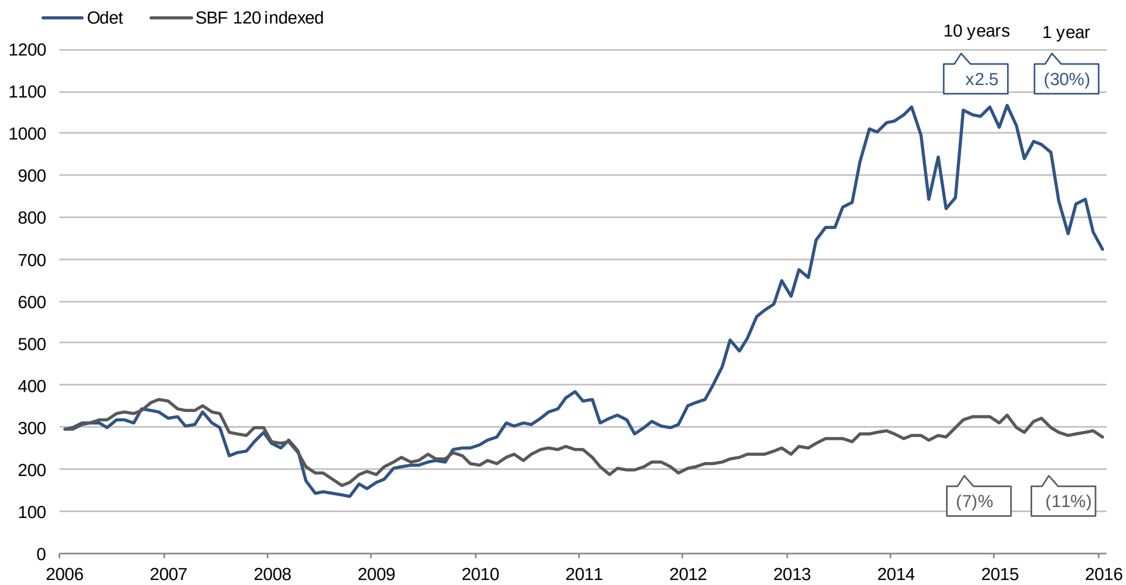
(10) Indirectly, by a fully-owned subsidiary

(11) Including 3.3% by Plantations des Terres Rouges

(12) Including 1,0% by Artois

## 7/ CHANGE IN THE SHARE PRICE

Price in euros, monthly average.
Stock market price at June 30,2016.



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*Unless otherwise indicated, all amounts are expressed in millions of euros and rounded to the nearest decimal. In general, the values presented in the consolidated financial statements and the notes to the consolidated financial statements are rounded to the nearest decimal. As a result, the sum of the rounded amounts may differ slightly from the reported total. Furthermore, ratios and differences are calculated on the basis of the underlying amounts and not on the basis of the rounded amounts*.

# CONSOLIDATED FINANCIAL STATEMENTS

## CONSOLIDATED INCOME STATEMENT

| (in millions of euros) | NOTES | June 2016 | June 2015 (1) | December 2015 |
|---|---|---|---|---|
| **Turnover** | **5.1 - 5.2 - 5.3** | **4,952.8** | **5,343.5** | **10,823.9** |
| Goods and services bought in | 5.4 | (3,165.3) | (3,556.8) | (7,156.8) |
| Staff costs | 5.4 | (1,333.2) | (1,292.5) | (2,645.7) |
| Depreciation, amortization and provisions | 5.4 | (182.0) | (197.7) | (413.1) |
| Other operating income | 5.4 | 117.5 | 127.8 | 265.3 |
| Other operating expenses | 5.4 | (97.3) | (96.3) | (195.6) |
| Share in net income of operating companies accounted for using the equity method | 5.4 - 7.2 | 12.2 | 9.6 | 21.7 |
| **Operating income** | **5.2 - 5.3 - 5.4** | **304.7** | **337.6** | **699.7** |
| Net financing expenses | 7.1 | (51.8) | (43.9) | (95.7) |
| Other financial income | 7.1 | 447.6 | 519.3 | 671.0 |
| Other financial expenses | 7.1 | (175.1) | (216.6) | (394.4) |
| **Financial income** | **7.1** | **220.7** | **258.8** | **180.9** |
| Share in net income of non-operating companies accounted for using the equity method | 7.2 | (4.0) | 58.4 | 103.9 |
| Corporate income tax | 12 | (117.4) | (112.0) | (265.0) |
| **Consolidated net income** | | **404.0** | **542.8** | **719.5** |
| Consolidated net income, Group share | | 176.8 | 249.3 | 297.1 |
| Non-controlling interests | | 227.1 | 293.4 | 422.3 |

**Earnings per share[2] (in euros):** 9.2

| | June 2016 | June 2015[1] | December 2015 |
|---|---|---|---|
| **Net income, Group share:** | | | |
| - basic | 41.66 | 58.74 | 70.00 |
| - diluted | 41.66 | 58.74 | 70.00 |

(1) Restated to reflect the amendment to IAS 16 and IAS 41 – see note 3 – Comparability of financial statements.

(2) Excluding treasury shares

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

| (in millions of euros) | June 2016 | June 2015 (1) | December 2015 |
|---|---|---|---|
| **Consolidated net income for the period** | **404.0** | **542.8** | **719.5** |
| Translation adjustment of controlled entities | (45.2) | 20.0 | (8.1) |
| Change in fair value of financial instruments of controlled entities | (1,103.0) | 779.5 | 115.3 |
| Other changes in items subsequently recyclable in profit and loss(2) | (0.0) | 44.0 | 8.4 |
| **Total changes in items that will be recycled subsequently through profit or loss** | **(1,148.2)** | **843.5** | **115.7** |
| Actuarial gains and losses from controlled entities recognized in equity | (25.0) | (22.7) | (4.0) |
| Actuarial gains and losses from entities accounted for using the equity method recognized in equity | (0.2) | (0.2) | (1.1) |
| **Total changes in items that will not be recycled subsequently through profit or loss** | **(25.3)** | **(22.9)** | **(5.1)** |
| **Comprehensive income** | **(769.5)** | **1,363.4** | **830.1** |
| Of which: | | | |
| - Group share | (429.4) | 682.2 | 354.5 |
| - non-controlling interests | (340.1) | 681.2 | 475.6 |
| Of which taxes: | | | |
| - on fair value of financial instruments | 1.8 | (7.7) | 10.4 |
| - on actuarial gains and losses | 8.5 | 9.7 | 1.8 |

(1) Restated to reflect the amendment to IAS 16 and IAS 41 – see note 3 – Comparability of financial statements.

(2) Change in comprehensive income from investments in equity affiliates: essentially the impact of the translation and revaluation at fair value under IAS 39 – see Changes in consolidated shareholders' equity

# CONSOLIDATED BALANCE SHEET

| (in millions of euros) | NOTES | 06/30/2016 | 12/31/2015 |
|---|---|---|---|
| **Assets** | | | |
| Goodwill | 6.1 | 2,917.4 | 2,936.0 |
| Other intangible assets | 6.2 - 5.2 | 1,270.4 | 1,233.9 |
| Tangible assets | 6.3 - 5.2 | 2,181.7 | 2,151.2 |
| Investments in equity affiliates | 7.2 | 908.7 | 891.6 |
| Other non-current financial assets | 7.3 | 5,582.3 | 6,927.0 |
| Deferred tax | | 235.1 | 238.6 |
| Other non-current assets | | 217.5 | 185.3 |
| **Non-current assets** | | **13,313.1** | **14,563.6** |
| Inventories and work in progress | | 398.7 | 340.4 |
| Trade and other receivables | | 4,652.3 | 4,659.7 |
| Current tax | | 78.6 | 82.3 |
| Other current financial assets | 7.3 | 288.8 | 54.2 |
| Other current assets | | 117.1 | 93.6 |
| Cash and cash equivalents | 7.4 | 1,119.7 | 1,423.7 |
| **Current assets** | | **6,655.2** | **6,653.9** |
| **Total assets** | | **19,968.3** | **21,217.5** |
| **Equity and liabilities** | | | |
| Share capital | | 105.4 | 105.4 |
| Share issue premiums | | 87.7 | 87.7 |
| Consolidated reserves | | 3,176.3 | 3,615.2 |
| **Shareholders' equity, Group share** | | **3,369.4** | **3,808.3** |
| Non-controlling interests | | 4,388.6 | 4,815.3 |
| **Shareholders' equity** | 9.1 | **7,758.1** | **8,623.6** |
| Non-current financial debts | 7.5 | 3,819.7 | 4,340.3 |
| Provisions for employee benefits | 10 | 291.2 | 266.0 |
| Other non-current provisions | 10 | 169.5 | 176.4 |
| Deferred tax | | 245.0 | 255.9 |
| Other non-current liabilities | | 181.6 | 185.7 |
| **Non-current liabilities** | | **4,707.0** | **5,224.3** |
| Current financial debts | 7.5 | 2,111.2 | 1,765.3 |
| Current provisions | 10 | 83.7 | 99.4 |
| Trade and other payables | | 5,055.9 | 5,227.5 |
| Current tax | | 96.9 | 124.1 |
| Other current liabilities | | 155.5 | 153.3 |
| **Current liabilities** | | **7,503.2** | **7,369.6** |
| **Total equity and liabilities** | | **19,968.3** | **21,217.5** |

# CHANGES IN CONSOLIDATED CASH FLOWS

| (in millions of euros) | **June 2016** | June 2015 (1) | December 2015 |
|---|---|---|---|
| **Cash flow from operating activities** | | | |
| Net income, Group share | 176.8 | 249.3 | 297.1 |
| Net income, non-controlling interests | 227.1 | 293.4 | 422.4 |
| **Consolidated net income** | **404.0** | **542.8** | **719.5** |
| Non-cash income and expenses: | | | |
| - elimination of depreciation, amortization and provisions | 183.3 | 193.8 | 441.6 |
| - elimination of change in deferred taxes | (1.8) | (17.3) | (5.7) |
| - other income and expenses not affecting cash flow or not related to operating activities | 34.7 | (67.7) | (106.9) |
| - elimination of capital gains or losses upon disposals | 1.5 | 5.5 | 4.5 |
| Other adjustments: | | | |
| - net financing expenses | 51.8 | 43.9 | 95.7 |
| - income from dividends received | (398.3) | (399.9) | (404.1) |
| - tax charge on companies | 124.7 | 139.0 | 259.2 |
| Dividends received: | | | |
| - dividends received from companies accounted for using the equity method | 5.7 | 6.8 | 33.4 |
| - dividends received from unconsolidated companies | 397.6 | 399.7 | 404.2 |
| Income tax on companies paid up | (121.7) | (141.4) | (238.5) |
| Impact of the change in working capital requirement: | (253.9) | (327.1) | (73.3) |
| *- of which inventories and work in progress* | *(62.6)* | *(56.6)* | *(51.6)* |
| *- of which payables* | *(78.4)* | *(40.3)* | *308.3* |
| *- of which receivables* | *(112.9)* | *(230.2)* | *(330.0)* |
| **Net cash from operating activities** | **427.6** | **378.1** | **1,129.6** |
| **Cash flow from investing activities** | | | |
| Disbursements related to acquisitions: | | | |
| - tangible assets | (248.4) | (259.9) | (588.9) |
| - intangible assets | (38.0) | (33.4) | (68.2) |
| - assets arising from concessions | (39.2) | (52.1) | (128.3) |
| - securities and other non-current financial assets | (24.6) | (2,992.4) | (3,033.6) |
| Income from disposal of assets: | | | |
| - tangible assets | 2.7 | 6.7 | 9.4 |
| - intangible assets | 0.4 | 0.4 | 0.0 |
| - securities | 2.9 | 2.3 | 8.6 |
| - other non-current financial assets | 9.1 | 7.7 | 31.1 |
| Effect of changes in consolidation scope on cash flow | (32.3) | (39.0) | (139.4) |
| **Net cash from investing activities** | **(367.4)** | **(3,359.7)** | **(3,909.3)** |
| **Cash flows from financing activities** | | | |
| Disbursements: | | | |
| - dividends paid to parent company shareholders | (4.2) | (4.3) | (4.2) |
| - dividends paid to minority shareholders net of distribution tax | (83.3) | (83.2) | (143.5) |
| - financial debts repaid | (909.2) | (1,043.8) | (1,065.9) |
| - acquisition of non-controlling interests and treasury shares | (14.4) | (17.1) | (33.3) |
| Receipts: | | | |
| - capital increase | 1.6 | 10.1 | 12.4 |
| - investment subsidies | 7.4 | 3.0 | 4.6 |
| - increase in financial debt | 710.7 | 3,228.0 | 3,714.4 |
| - disposal to non-controlling interests and disposals of treasury shares | 0.0 | 600.2 | 630.9 |
| Net interest paid | (45.7) | (59.4) | (90.5) |
| **Net cash from financing activities** | **(337.1)** | **2,633.5** | **3,024.9** |
| Effect of exchange rate fluctuations | (41.5) | 29.5 | 22.0 |
| Other | (0.1) | 0.0 | 0.0 |
| **Net increase (decrease) in cash and cash equivalents** | **(318.5)** | **(318.6)** | **267.2** |
| Cash and cash equivalents at the beginning of the period(2) | 1,210.6 | 943.4 | 943.4 |
| Cash and cash equivalents at the end of the period(2) | 892.1 | 624.8 | 1,210.6 |

(1) Restated to reflect the amendment to IAS 16 and IAS 41 – see note 3 – Comparability of financial statements.

(2) See note 7.4 – Cash and cash equivalents.

**Net cash flows from operating activities**

Dividends received include dividends paid by Vivendi in the amount of 392.9 million euros.

The working capital requirement (WCR) increased by 254.0 million euros compared with December 2015. The main changes are described below:

- the WCR of the Communications sector (Havas, Media, Telecom) rose significantly by 164.8 million euros, mainly due to Havas, whose WCR rises seasonally compared with its very favorable position at the end of the year;

- the WCR of the Transportation and logistics sector increased by 58.1 million euros, including 40.8 million euros for activities outside Africa with the lengthening of customer payment terms by an average of 1.7 days;

- the WCR of the Electricity storage and solutions sector increased by 44.1 million euros. This increase is explained by the rise in inventories of 15.8 million euros and the in

crease of 34.4 million euros in research tax credit receivables.

**Net cash flows from investing activities**

The net cash flows from investing activities of 367.4 million euros mainly related Transportation and logistics activities in Africa and Electricity storage and car sharing solutions sector with the launch of new services in international and developments in the bus activity, particularly the 12-meter version.

The changes in consolidation scope mainly included the acquisitions made by Havas Group.

**Net cash flows from financing activities**

The flows of issuances and repayments of loans are mainly linked to the day-to-day management of the Group's financing at the Bolloré SA level (issuances: 410.1 million euros/repayments: -689.0 million euros), Financière de l'Odet level (issuances: 21.2 million euros/repayments: -20.0 million euros) and Havas Group level (issuances: 75.5 million euros/repayments: -20.1 million euros). These loan repayments include the redemption by Bolloré SA of the bond issued in 2011 for 350.0 million euros (see note 7.5 - Debt).

# CHANGES IN CONSOLIDATED SHAREHOLDERS' EQUITY

| (in thousands of euros) | Number of shares excl. treasury shares(1) | Share capital | Share issue premiums | Treasury shares | IAS 39 fair value | Translation adjustment | Actuarial (losses) and gains | Reserves | Share-holders' equity, Group share | Non-controlling interests | TOTAL |
|---|---|---|---|---|---|---|---|---|---|---|---|
| **Shareholders' equity at January 1, 2015 (2)** | **4,244,911** | **105.4** | **87.7** | **(200.2)** | **1,511.7** | **(24.1)** | **(28.8)** | **2,043.8** | **3,495.3** | **3,767.9** | **7,263.2** |
| ***Transactions with shareholders*** | **0** | **0.0** | **0.0** | **30.7** | **(229.7)** | **4.6** | **0.9** | **133.4** | **(60.1)** | **554.9** | **494.8** |
| Dividends distributed | | | | | | | | (4.2) | (4.2) | (120.5) | (124.7) |
| Changes in consolidation scope | | | | 30.7 | (229.7) | 4.5 | 0.9 | 137.1 | (56.5) | 673.8 | 617.3 |
| Other changes | | | | | | 0.1 | | 0.6 | 0.7 | 1.6 | 2.3 |
| ***Comprehensive income items*** | | | | | **427.6** | **14.2** | **(9.0)** | **249.3** | **682.2** | **681.2** | **1,363.4** |
| Net income for the period | | | | | | | | 249.3 | 249.3 | 293.4 | 542.8 |
| Change in items recyclable through profit and loss | | | | | | | | | | | |
| Translation adjustment of controlled entities | | | | | | 10.7 | | | 10.7 | 9.3 | 20.0 |
| Change in fair value of financial instruments of controlled entities[4] | | | | | 407.3 | | | | 407.3 | 372.2 | 779.5 |
| Other changes in comprehensive income[5] | | | | | 20.3 | 3.5 | | | 23.9 | 20.1 | 44.0 |
| Change in items that will not be recycled | | | | | | | | | | | |
| Actuarial (losses) and gains from controlled entities | | | | | | | (8.9) | | (8.9) | (13.8) | (22.7) |
| Actuarial (losses) and gains from entities accounted for using the equity method | | | | | | | (0.1) | | (0.1) | (0.1) | (0.2) |
| **Shareholders' equity at June 30, 2015 (2)** | **4,244,911** | **105.4** | **87.7** | **(169.5)** | **1,709.6** | **(5.3)** | **(36.9)** | **2,426.5** | **4,117.4** | **5,004.0** | **9,121.4** |

| (in millions of euros) | Number of shares excl. treasury shares[1] | Share capital | Share issue premiums | Treasury shares | IAS 39 fair value | Translation adjustment | Actuarial (losses) and gains | Reserves | Share-holders' equity, Group share | Non-controlling interests | TOTAL |
|---|---|---|---|---|---|---|---|---|---|---|---|
| **Shareholders' equity at January 1, 2015 (2)** | **4,244,911** | **105.4** | **87.7** | **(200.2)** | **1,511.7** | **(24.1)** | **(28.8)** | **2,043.8** | **3,495.3** | **3,767.9** | **7,263.2** |
| **Transactions with shareholders** | **0** | **0.0** | **0.0** | **30.9** | **(231.1)** | **4.6** | **0.5** | **153.6** | **(41.6)** | **571.8** | **530.3** |
| Dividends distributed | | | | | | | | (4.2) | (4.2) | (161.5) | (165.7) |
| Transactions on treasury shares[3] | | | | | | | | | 0.0 | | 0.0 |
| Changes in consolidation scope | | | | 30.9 | (231.1) | 3.6 | 0.5 | 153.9 | (42.2) | 726.7 | 684.5 |
| Other changes | | | | | 0.0 | 1.0 | 0.0 | 3.9 | 4.9 | 6.7 | 11.5 |
| **Comprehensive income items** | | | | | **57.1** | **2.2** | **(1.9)** | **297.1** | **354.5** | **475.6** | **830.1** |
| Net income for the period[2] | | | | | | | | 297.1 | 297.1 | 422.3 | 719.5 |
| Change in items recyclable through profit and loss | | | | | | | | | | | |
| Translation adjustment of controlled entities | | | | | | (2.1) | | | (2.1) | (6.0) | (8.1) |
| Change in fair value of financial instruments of controlled entities | | | | | 56.9 | | | | 56.9 | 58.4 | 115.3 |
| Other changes in comprehensive income | | | | | 0.2 | 4.3 | | | 4.5 | 4.0 | 8.4 |
| Change in items that will not be recycled | | | | | | | | | | | |
| Actuarial (losses) and gains from controlled entities | | | | | | | (1.3) | | (1.3) | (2.6) | (4.0) |
| Actuarial (losses) and gains from entities accounted for using the equity method | | | | | | | (0.6) | | (0.6) | (0.5) | (1.1) |
| **Shareholders' equity at December 31, 2015 (2)** | **4,244,911** | **105.4** | **87.7** | **(169.3)** | **1,337.7** | **(17.3)** | **(30.2)** | **2,494.5** | **3,808.2** | **4,815.3** | **8,623.6** |
| **Transactions with shareholders** | **0** | **0.0** | **0.0** | **0.8** | **(6.1)** | **(0.2)** | **0.5** | **(4.5)** | **(9.5)** | **(86.6)** | **(96.1)** |
| Dividends distributed | | | | | | | | (4.2) | (4.2) | (133.2) | (137.4) |
| Transactions on treasury securities | | | | | | | | 0.8 | 0.8 | (0.8) | 0.0 |
| Share-based payments | | | | | | | | 2.2 | 2.2 | 2.6 | 4.8 |
| Change in consolidation scope[3] | | | | 0.8 | (6.1) | (0.2) | 0.4 | (3.7) | (8.8) | 43.6 | 34.8 |
| Other changes | | | | | | (0.1) | 0.1 | 0.5 | 0.6 | 1.2 | 1.7 |
| **Comprehensive income items** | | | | | **(572.6)** | **(24.6)** | **(9.0)** | **176.8** | **(429.4)** | **(340.1)** | **(769.5)** |
| Net income for the period | | | | | | | | 176.8 | 176.8 | 227.1 | 404.0 |
| Change in items recyclable through profit and loss | | | | | | | | | | | |
| Translation adjustment of controlled entities | | | | | | (21.1) | | | (21.1) | (24.1) | (45.2) |
| Change in fair value of financial instruments of controlled entities[4] | | | | | (576.2) | | | | (576.2) | (526.7) | (1,103.0) |
| Other changes in comprehensive income[5] | | | | | 3.6 | (3.5) | | | 0.1 | (0.1) | (0.0) |
| Change in items that will not be recycled | | | | | | | | | | | |
| Actuarial (losses) and gains from controlled entities | | | | | | | (8.9) | | (8.9) | (16.2) | (25.0) |
| Actuarial (losses) and gains from entities accounted for using the equity method | | | | | | | (0.1) | | (0.1) | (0.1) | (0.2) |
| **Shareholders' equity at June 30, 2016** | **4,244,911** | **105.4** | **87.7** | **(168.5)** | **759.0** | **(42.0)** | **(38.7)** | **2,666.8** | **3,369.4** | **4,388.6** | **7,758.0** |

(1) See note 9.1 – Shareholders' equity.

(2) Restated to reflect the amendment to IAS 16 and IAS 41 – see note 3 – Comparability of financial statements.

(3) At December 31, 2015 and June 30, 2015, net effect of transactions on treasury shares and changes in consolidation scope: effect of the Havas public exchange offer for –618.5 million euros (Havas securities received and Bolloré securities exchanged, net of expenses and corporate income tax), disposal of Havas securities following the public exchange offer for 590 million euros and disposal of treasury shares for 10.2 million euros.

(4) See note 7.3 – Other financial assets.

(5) Primarily the change in comprehensive income from investments in equity affiliates: impact of the conversion and fair value adjustment according to IAS 39.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## DETAILED TABLE OF CONTENTS OF THE NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Financière de l'Odet is a corporation (*société anonyme*) incorporated under French law and subject to all legislative and other provisions applying to trading companies in France, and in particular those of the French company law (*Code de commerce*). Its registered office is at Odet, 29 500 Ergué Gabéric. The administrative headquarters is at 31-32 Quai de Dion-Bouton, 92811 Puteaux. The company is listed on the Paris stock exchange.

The interim financial statements have been prepared further to the instructions of the Board of Directors' meeting of September 1, 2016.

## Note 1 - Significant events

### Transactions on Bolloré SA securities

#### 2016 Bolloré SA interim dividend

On August 27, 2015, the Board of Directors of Bolloré SA approved the payment of an interim dividend for financial year 2015 of 0.02 euro per share with the option to receive the dividend in the form of shares. 2,219,908 Bolloré SA shares were issued on the date of payment of this interim dividend, resulting in an increase of share capital of Bolloré SA of 9.7 million euros. Financière de l'Odet did not take this option.

#### Balance of the 2015 Bolloré SA dividend

The Bolloré SA General Meeting of June 3, 2016 decided to pay the remaining dividend for the 2015 financial year of 0.04 euro per share with the option to receive this dividend in shares. 8,648,415 Bolloré SA shares were issued on the date of payment of the remainder, resulting in an increase of share capital of Bolloré SA of 25.1 million euros.

The total dividend paid for 2015 was 0.06 euro per share including the interim dividend paid in 2015.

## Note 2 - General accounting policies

The accounting principles and methods used to prepare the condensed half-yearly consolidated financial statements are identical to those used by the Group for the consolidated financial statements for the year ended December 31, 2015, prepared in accordance with IFRS (International Financial Reporting Standards) as adopted by the European Union and detailed in note 2 "General accounting policies" to the consolidated financial statements for the 2015 financial year; subject to the following:

- application by the Group of the accounting standards or interpretations, set out in 2.1.1 below - IFRS, IFRIC interpretations or amendments applied by the Group from January 1, 2016;

- application of the specifics of IAS 34 "Interim financial reporting".

In accordance with IAS 34, these financial statements do not include all of the notes required in the annual financial statements, but a selection of explanatory notes. They must be read in relation to the Group's financial statements for the year ended December 31, 2015.

### 2.1 - Changes in standards

#### 2.1.1 - IFRS, IFRIC interpretations or amendments applied by the Group from January 1, 2016

| Standards, Amendments or Interpretations | Dates of adoption by the European Union | Application dates: financial years beginning on or after |
|---|---|---|
| Amendment to IAS 19 "Defined-benefit plans: employer contributions" | 01/09/2015 | 02/01/2015 |
| Improvements to IFRS cycle 2010-2012 | 01/09/2015 | 02/01/2015 |
| Amendments to IFRS 11 "Joint arrangements: acquisition of an interest in a joint operation" | 11/25/2015 | 01/01/2016 |
| Amendment to IAS 16 and IAS 38 "Clarification of acceptable methods of depreciation and amortization" | 12/03/2015 | 01/01/2016 |
| Improvements to IFRS - 2012-2014 cycle | 12/16/2015 | 01/01/2016 |
| Amendments to IAS 1 "Presentation of financial statements" as part of the "Disclosure Initiative" | 12/19/2015 | 01/01/2016 |
| Amendments to IAS 27 "Equity method in separate financial statements" | 12/23/2015 | 01/01/2016 |

The application of these texts had no effect on the financial statements of the Group. The impact, on the financial statements for the six months ended June 30, 2015, of the early application from January 1, 2015 of the amendment to IAS 16 and IAS41 is set out in note 3 – Comparability of financial statements.

#### 2.1.2 - Accounting standards or interpretations that the Group will apply in the future

The IASB published standards and interpretations which have not yet been adopted by the European Union as of June 30, 2016; at this date, they have not been applied by the Group.

| Standards, Amendments or Interpretations | Dates of publication by the IASB | Application dates pursuant to IASB: financial years beginning on or after |
|---|---|---|
| IFRS 15 "Recognition of revenue from contracts with customers" | 05/28/2014 and 09/11/2015 | 01/01/2018 |
| IFRS 9 "Financial instruments" | 07/24/2014 | 01/01/2018 |
| IFRS 16 "Leases" | 01/13/2016 | 01/01/2019 |
| Amendments to IAS 12 "Income taxes: recognition of deferred tax assets for unrealized losses" | 01/19/2016 | 01/01/2017 |
| Amendments to IAS 7 "Statement of cash flows" as part of the "Disclosure Initiative" | 01/29/2016 | 01/01/2017 |
| Clarification of IFRS 15 "Recognition of revenue from contracts with customers" | 04/12/2016 | 01/01/2018 |
| Amendments to IFRS 2 "Classification and measurement of share-based payment transactions" | 06/20/2016 | 01/01/2018 |

The Group is currently assessing the possible impact of these texts on the consolidated financial statements.

### 2.2 - Use of estimates

The preparation of financial statements in accordance with IAS 34 leads management to use estimates and assumptions in the implementation of accounting principles in order to value assets and liabilities, as well as revenues and expenses for the period presented.

## Note 3 - Comparability of financial statements

The financial statements for the first half of 2016 are comparable to those for the 2015 financial year with the exception of changes in the scope of consolidation and the impacts detailed below.

#### Amendment to IAS 16 and IAS 41 for bearer plants: restatement of the financial statements for the six months ended June 30, 2015

The Group has a 38.8% shareholding in Socfin Group, which operates palm oil and rubber plantations. This group is accounted for using the equity method in the financial statements. The biological assets are measured in accordance with IAS 41.

This standard was amended by European Union regulation 2015/2113 which adopted amendments to IAS 16 and IAS 41 dealing with the recognition of bearer plants.

The Group adopted this amendment early, from January 1, 2015. In accordance with IAS 8, this is applied retrospectively and impacts the consolidated financial statements at the commencement of the year ended December 31, 2014. The impacts at January 1, 2014 and December 31, 2014 are detailed in note 3 to the 2015 consolidated financial statements - Comparability of financial statements. The financial statements for the six months ended June 30, 2015, which are presented compared with the financial statements for the six months ended June 30 2016, were subject to the same restatements as outlined below.

The Group chose the cost method for the purposes of recognizing bearer plants under IAS 16, bearer plants now forming an integral part of tangible assets and thereby subject to the Group's accounting policies and valuation methods. These very plants were, in accordance with IAS 36, subject to impairment testing to ensure that the recoverable value of these assets had not fallen below the net book value.

As regards the transitional arrangements, the Group opted to determine the cost retrospectively at opening with the difference between fair value and cost recognized through shareholders' equity.

The impact on the financial statements for the six months ended June 30, 2015 was a decline in the share in net income of non-operating companies accounted for using the equity method of –4.6 million euros.

**Seasonality of the activity**

Turnover and income from operations are seasonal, with Transport and logistics, Oil logistics and Communications busier in the last quarter of the calendar year. This phenomenon nonetheless varies from year to year.

In accordance with IFRS accounting principles, turnover is recognized in the same conditions as at annual closing.

## Note 4 - Consolidation scope

### 4.1 - Principal changes in consolidation scope

#### 4.1.1 - Changes in consolidation scope in the first half of 2016

Communications: Havas Group

During the first half of 2016, Havas Group notably acquired 100% of Beebop Media AG, a Hamburg-based agency specializing in social media and ambient advertising.

**Overall effect of acquisitions over the period**

Provisional goodwill, including commitments to buy out non-controlling interests, relating to acquisitions made over the period amounted to 5.2 million euros and mainly concerned acquisitions made by Havas Group.

#### 4.1.2 - Changes in consolidation scope in 2015

Communications: Havas Group

In 2015, Havas Group notably acquired 100% of Freedom Holding, the FullSix Group holding company, one of Europe's leading independent digital communications groups; 100% of Plastic Mobile, a Canadian-based agency that builds applications and other strategic solutions for m-commerce and 60% of Symbiotix, a medical communications and marketing agency.

**Overall effect of acquisitions over the period**

Provisional goodwill, including commitments to buy out minority interests, relating to acquisitions made over the period amounted to 156.5 million euros, mainly from the acquisitions made by Havas Group.

## Note 5 - Operating data

### 5.1 - Turnover

**Accounting policies**

Income is included in turnover where the business has transferred to the purchaser the risks and benefits inherent in the ownership of the goods or the provision of the services.

| (in millions of euros) | **June 2016** | June 2015 | December 2015 |
|---|---|---|---|
| Sale of goods | 1,040.5 | 1,229.8 | 2,372.7 |
| Provision of services | 3,845.3 | 4,041.5 | 8,205.2 |
| Concession construction work | | | 106.0 |
| Income from associated activities | 67.0 | 72.2 | 140.0 |
| **Turnover** | **4,952.8** | **5,343.5** | **10,823.9** |

Change in turnover is listed by operating segment in note 5.2 – Information on operating segments.

## 5.2 - Information on operating segments

There is no change in relation to the segment presentation of December 31, 2015.

### 5.2.1 - Information by operating segment

| (in millions of euros) | Transport and logistics | Oil logistics | Communications | Electricity storage and solutions | Other activities | Inter-segment eliminations | **Total consolidated** |
|---|---|---|---|---|---|---|---|
| **In June 2016** | | | | | | | |
| External turnover | 2,722.7 | 958.6 | 1,110.5 | 148.0 | 13.1 | 0.0 | 4,952.8 |
| Inter-segment turnover | 8.0 | 1.6 | 2.0 | 2.3 | 26.8 | (40.7) | 0.0 |
| **Turnover** | **2,730.7** | **960.2** | **1,112.6** | **150.3** | **39.8** | **(40.7)** | **4,952.8** |
| Net depreciation, amortization and provision expense | (88.9) | (4.4) | (20.6) | (61.1) | (6.9) | 0.0 | (182.0) |
| **Operating income by segment(1)** | **255.0** | **25.3** | **119.2** | **(77.4)** | **(17.5)** | **0.0** | **304.7** |
| **Tangible and intangible capital expenditure** | **141.5** | **5.8** | **29.5** | **120.0** | **9.5** | **0.0** | **306.4** |

(1) Before trademark fees.

| (in millions of euros) | Transport and logistics | Oil logistics | Communications | Electricity storage and solutions | Other activities | Inter-segment eliminations | Total consolidated |
|---|---|---|---|---|---|---|---|
| **In June 2015** | | | | | | | |
| External turnover | 2,972.8 | 1,169.1 | 1,067.9 | 122.6 | 11.0 | 0.0 | 5,343.5 |
| Inter-segment turnover | 5.0 | 1.2 | 2.0 | 2.9 | 25.9 | (37.0) | 0.0 |
| **Turnover** | **2,977.9** | **1,170.3** | **1,069.9** | **125.5** | **36.9** | **(37.0)** | **5,343.5** |
| Net depreciation, amortization and provision expense | (94.3) | (8.7) | (33.0) | (56.4) | (5.3) | 0.0 | (197.7) |
| **Operating income by segment(1)** | **289.8** | **17.9** | **105.8** | **(52.5)** | **(23.4)** | **0.0** | **337.6** |
| **Tangible and intangible capital expenditure** | **193.2** | **3.6** | **34.1** | **112.2** | **9.3** | **0.0** | **352.4** |
| **In December 2015** | | | | | | | |
| External turnover | 6,051.2 | 2,237.9 | 2,247.0 | 265.4 | 22.3 | 0.0 | 10,823.9 |
| Inter-segment turnover | 11.4 | 2.3 | 4.3 | 6.0 | 59.6 | (83.5) | 0.0 |
| **Turnover** | **6,062.6** | **2,240.1** | **2,251.3** | **271.4** | **82.0** | **(83.5)** | **10,823.9** |
| Net depreciation, amortization and provision expense | (197.5) | (11.0) | (70.7) | (121.8) | (12.1) | 0.0 | (413.1) |
| **Operating income by segment(1)** | **569.2** | **37.1** | **254.6** | **(126.3)** | **(34.9)** | **0.0** | **699.7** |
| **Tangible and intangible capital expenditure** | **426.0** | **23.7** | **74.2** | **250.1** | **89.2** | **0.0** | **863.2** |

(1) Before trademark fees.

### 5.2.2 - Information by geographical area

| (in millions of euros) | France and French overseas departments and territories | Europe excl. France | Africa | Americas | Asia-Pacific | **Total** |
|---|---|---|---|---|---|---|
| **In June 2016** | | | | | | |
| Turnover | 1,905.4 | 815.9 | 1,156.5 | 618.0 | 456.9 | 4,952.8 |
| Other intangible assets | 664.2 | 15.9 | 571.7 | 16.5 | 2.0 | 1,270.4 |
| Tangible assets | 1,067.8 | 94.7 | 798.7 | 168.1 | 52.4 | 2,181.7 |
| Tangible and intangible capital expenditure | 165.2 | 19.1 | 100.7 | 14.5 | 6.8 | 306.4 |
| **In June 2015** | | | | | | |
| Turnover | 2,062.9 | 909.4 | 1,221.5 | 650.0 | 499.7 | 5,343.5 |
| Other intangible assets | 629.2 | 17.4 | 452.7 | 14.2 | 2.0 | 1,115.6 |
| Tangible assets | 857.9 | 86.4 | 832.5 | 152.6 | 51.2 | 1,980.5 |
| Tangible and intangible capital expenditure | 162.3 | 7.3 | 156.6 | 20.2 | 6.0 | 352.4 |
| **In December 2015** | | | | | | |
| Turnover | 4,056.7 | 1,853.3 | 2,543.9 | 1,337.7 | 1,032.4 | 10,823.9 |
| Other intangible assets | 634.0 | 17.6 | 563.4 | 16.9 | 2.0 | 1,233.9 |
| Tangible assets | 1,014.6 | 88.7 | 827.2 | 171.7 | 49.1 | 2,151.2 |
| Tangible and intangible capital expenditure | 436.8 | 22.6 | 336.1 | 56.1 | 11.5 | 863.2 |

Turnover by geographical area shows the distribution of products according to the country in which they are sold.

## 5.3 - Main changes at constant scope and exchange rates

The table below shows the impact of changes in consolidation scope and exchange rates on the key figures, with the 2015 data being applied to the 2016 consolidation scope and exchange rates.

Where reference has been made to data at constant scope and exchange rates, this means that the impact of changes in the exchange rate and changes in scope (acquisitions or disposals of shareholding in a company, change in percentage of integration, change in consolidation method) has been restated.

| *(in millions of euros)* | **June 2016** | June 2015 | Changes in consolidation scope | Foreign exchange variations(1) | June 2015 constant scope and exchange rates |
|---|---|---|---|---|---|
| Turnover | 4,952.8 | 5,343.5 | 34.3 | (137.5) | 5,240.3 |
| Operating income | 304.7 | 337.6 | 5.6 | (7.4) | 335.8 |

(1) Foreign exchange variations on turnover are mainly linked to the appreciation of the euro against most currencies, in particular the pound sterling, South African rand and Mozambique metical, with the exception of the US dollar which remained unchanged.

## 5.4 - Operating income

| (in millions of euros) | **June 2016** | June 2015 (1) | December 2015 |
|---|---|---|---|
| Turnover | 4,952.8 | 5,343.5 | 10,823.9 |
| Goods and services bought in: | (3,165.3) | (3,556.8) | (7,156.8) |
| *- Goods and services bought in* | *(2,990.8)* | *(3,383.2)* | *(6,821.0)* |
| *- Lease payments and rental expenses* | *(174.5)* | *(173.6)* | *(335.8)* |
| Staff costs | (1,333.2) | (1,292.5) | (2,645.7) |
| Depreciation, amortization and provisions | (182.0) | (197.7) | (413.1) |
| Other operating income(*) | 117.5 | 127.8 | 265.3 |
| Other operating expenses(*) | (97.3) | (96.3) | (195.6) |
| Share in net income of operating companies accounted for using the equity method | 12.2 | 9.6 | 21.7 |
| **Operating income** | **304.7** | **337.6** | **699.7** |

* Details of other operating income and expenses:

| (in millions of euros) | **June 2016** Total | June 2016 Operating income | June 2016 Operating expenses | June 2015 Total | June 2015 Operating income | June 2015 Operating expenses |
|---|---|---|---|---|---|---|
| Capital gains (losses) on the disposal of non-current assets | (1.4) | 3.8 | (5.2) | (1.3) | 7.1 | (8.4) |
| Foreign exchange gains and losses | (0.3) | 30.8 | (31.1) | 11.5 | 47.6 | (36.1) |
| Research and competitiveness and jobs tax credits | 42.7 | 42.7 | 0.0 | 35.2 | 35.2 | 0.0 |
| Other | (20.8) | 40.2 | (61.0) | (13.9) | 37.9 | (51.8) |
| **Other operating income and expenses** | **20.2** | **117.5** | **(97.3)** | **31.5** | **127.8** | **(96.3)** |

| (in millions of euros) | December 2015 **Total** | December 2015 Operating income | December 2015 Operating expenses |
|---|---|---|---|
| Capital gains (losses) on the disposal of non-current assets | **(3.0)** | 10.2 | (13.2) |
| Foreign exchange gains and losses | **14.0** | 80.3 | (66.3) |
| Research and competitiveness and jobs tax credits | **76.1** | 76.1 | 0.0 |
| Other | **(17.4)** | 98.7 | (116.1) |
| **Other operating income and expenses** | **69.7** | **265.3** | **(195.6)** |

## Note 6 - Tangible and intangible assets and concession contracts

### 6.1 - Goodwill

#### 6.1.1 - Change in goodwill

| (in millions of euros) | |
|---|---|
| **At December 31, 2015** | **2,936.0** |
| Acquisitions of controlling interests(1) | 5.3 |
| Disposals | (0.2) |
| Impairment loss | 0.0 |
| Foreign exchange variations | (17.2) |
| Other(2) | (6.5) |
| **At June 30, 2016** | **2,917.4** |

(1) Acquisitions of controlling interests within Havas Group – see note 4.1 – Main changes in consolidation scope.

(2) Adjustments for provisional goodwill and reclassification of the FullSix client relationships and brand identified during the determination of the final goodwill for FullSix.

#### 6.1.2 - Information by operating segment

| (in millions of euros) | **06/30/2016** | 12/31/2015 |
|---|---|---|
| Communications | 1,890.7 | 1,895.5 |
| Transportation and logistics | 879.6 | 893.6 |
| Oil logistics | 108.7 | 108.5 |
| Electricity storage and solutions | 32.2 | 32.1 |
| Other activities | 6.2 | 6.2 |
| **Total** | **2,917.4** | **2,936.0** |

In accordance with IAS 36 "Impairment of Assets", goodwill undergoes impairment tests every year and when there is an objective indication of depreciation. Since no indication of impairment loss was recorded at June 30, 2016, no impairment tests were carried out as at that date.

## 6.2 - Other intangible assets

### 6.2.1 - Composition

| | 06/30/2016 | | | 12/31/2015 | | |
|---|---|---|---|---|---|---|
| (in millions of euros) | Gross value | Amortization and impairment | Net value | Gross value | Amortization and impairment | Net value |
| Operating rights, patents, development costs | 638.7 | (398.4) | 240.3 | 642.9 | (399.8) | 243.1 |
| Intangible assets arising from concessions[1] | 590.3 | (62.9) | 527.4 | 565.2 | (54.2) | 511.0 |
| Trademarks, brand names | 398.9 | (1.1) | 397.9 | 383.1 | (1.0) | 382.1 |
| Client relationships | 112.6 | (42.3) | 70.3 | 109.4 | (36.1) | 73.3 |
| Other | 72.1 | (37.6) | 34.5 | 60.1 | (35.7) | 24.4 |
| **Total** | **1,812.6** | **(542.3)** | **1,270.4** | **1,760.7** | **(526.8)** | **1,233.9** |

(1) Classification, in accordance with IFRIC 12, of infrastructures reverting to the grantor at the end of the contract under intangible assets from concessions for concessions recognized in accordance with this interpretation.

### 6.2.2. - Change in net position in the first half of 2016

| **Net values** (in millions of euros) | At 12/31/2015 | Gross acquisitions | Disposals NAV | Net allowances | Changes in consolidati on scope | Foreign exchange variations | Other transactions[1] | **At 06/30/2016** |
|---|---|---|---|---|---|---|---|---|
| Operating rights, patents, development costs | 243.1 | 19.3 | (0.6) | (27.3) | 0.0 | (4.1) | 9.9 | 240.3 |
| Intangible assets arising from concessions | 511.0 | 39.0 | 0.0 | (9.6) | 0.0 | (13.2) | 0.2 | 527.4 |
| Trademarks, brand names | 382.1 | 0.1 | 0.0 | 0.0 | 0.0 | 0.0 | 15.7 | 397.9 |
| Client relationships | 73.3 | 0.0 | 0.0 | (6.3) | 0.0 | (0.1) | 3.4 | 70.3 |
| Other | 24.4 | 17.8 | (0.2) | (1.7) | (0.3) | (0.1) | (5.4) | 34.5 |
| **Net values** | **1,233.9** | **76.2** | **(0.8)** | **(44.9)** | **(0.3)** | **(17.5)** | **23.8** | **1,270.4** |

(1) Of which reclassification of the FullSix brand and client relationships following the final allocation of the acquisition price.

## 6.3 - Tangible assets

### 6.3.1 - Composition

| | 06/30/2016 | | | 12/31/2015 | | |
|---|---|---|---|---|---|---|
| (in millions of euros) | Gross value | Depreciation and impairment | Net value | Gross value | Depreciation and impairment | Net value |
| Land and fixtures and fittings | 161.2 | (9.0) | 152.2 | 173.8 | (8.6) | 165.2 |
| Buildings and fitting-out | 1,411.7 | (572.1) | 839.6 | 1,427.3 | (554.3) | 873.0 |
| Plant and equipment | 1,636.3 | (968.2) | 668.1 | 1,565.8 | (921.0) | 644.8 |
| Other[1] | 1,154.9 | (633.1) | 521.8 | 1,090.1 | (621.9) | 468.2 |
| **Total** | **4,364.1** | **(2,182.4)** | **2,181.7** | **4,257.0** | **(2,105.8)** | **2,151.2** |

(1) Of which non-current assets in progress.

### 6.3.2.- Change in net position in the first half of 2016

| **Net values** (in millions of euros) | At 12/31/2015 | Gross acquisitions | Disposals NAV | Net allowances | Changes in consolidati on scope | Foreign exchange variations | Other transactions | **At 06/30/2016** |
|---|---|---|---|---|---|---|---|---|
| Land and fixtures and fittings | 165.3 | 0.2 | (0.1) | (0.5) | 0.0 | (0.4) | (12.3) | 152.2 |
| Buildings and fitting-out | 873.0 | 11.4 | (1.1) | (32.9) | (0.1) | (15.4) | 4.7 | 839.6 |
| Plant and equipment | 644.7 | 70.7 | (0.8) | (74.4) | (1.3) | (17.9) | 47.1 | 668.1 |
| Other[1] | 468.2 | 147.8 | (2.5) | (37.7) | (0.1) | (6.0) | (47.9) | 521.8 |
| **Net values** | **2,151.2** | **230.1** | **(4.5)** | **(145.5)** | **(1.5)** | **(39.7)** | **(8.4)** | **2,181.7** |

(1) Of which non-current assets in progress.

Capital expenditure is listed by operating segment in note 5.2 – Information on operating segments.

## 6.4 - Concession contracts

### 6.4.4.- Commitments given under concessions

This note supplements the information on commitments given and received at December 31, 2015, as described in note 6.4.3 "Commitments given under concessions" to the consolidated financial statements for the year ended December 31, 2015.

As part of its port operations, in early June 2016 the Group signed the 30-year concession contract for the port of Dili in East Timor, to build a 630-meter long quay and a quay surface.

Through Meridian Port Services - the subsidiary in Ghana jointly held with APMT Group - the Group obtained a 35-year extension of the concession contract at the end of a five-year construction period for a new container terminal at the port of Tema.

As part of the Group's rail operations, an agreement was signed in July, 2016 with the States of Ivory Coast and Burkina Faso for the extension of 15 additional years of the concession of Sitarail and a program of rehabilitation of the way for a 130 million euro amount. The secondary capacities to the contract remain to finalize in the date of order of the present accounts.

In addition, at the beginning of 2016, the Group signed a contract to develop a new car-sharing service in Turin and won the call for tenders to roll out a car-sharing service in Singapore. The contract is in the process of being finalized.

# Note 7 - Financial structure and financial costs

## 7.1 - Financial income

| (in millions of euros) | **June 2016** | June 2015 | December 2015 |
|---|---|---|---|
| Net financing expenses | (51.8) | (43.9) | (95.7) |
| *- Interest expense* | *(61.1)* | *(55.7)* | *(115.6)* |
| *- Income from financial receivables* | *3.9* | *6.4* | *9.9* |
| *– Other earnings* | *5.4* | *5.4* | *10.0* |
| Other financial income(*) | 447.6 | 519.3 | 671.0 |
| Other financial expenses(*) | (175.1) | (216.6) | (394.4) |
| **Financial income** | **220.7** | **258.8** | **180.9** |

* Details of other financial income and charges:

| (in millions of euros) | **June 2016** | | | June 2015 | | |
|---|---|---|---|---|---|---|
| | **Total** | Financial income | Financial expenses | Total | Financial income | Financial expenses |
| Income from securities and short-term investments(1) | 398.3 | 398.3 | 0.0 | 398.8 | 398.8 | 0.0 |
| Capital gains (losses) on disposals of securities and short-term investments | 0.1 | 3.4 | (3.3) | (4.8) | 1.8 | (6.6) |
| Effect of changes in consolidation scope | (0.6) | (0.1) | (0.5) | (0.7) | 0.0 | (0.7) |
| Changes in financial provisions(2) | (18.3) | 0.4 | (18.7) | (17.7) | 8.7 | (26.4) |
| Fair value adjustment of derivatives | (4.1) | 0.1 | (4.2) | (4.5) | 0.4 | (4.9) |
| Other(3) | (102.9) | 45.5 | (148.4) | (68.4) | 109.6 | (178.0) |
| **Other financial income and expenses** | **272.5** | **447.6** | **(175.1)** | **302.7** | **519.3** | **(216.6)** |

(1) Mainly Vivendi dividends in the amount of 392.9 million euros at June 30, 2016 and at June 30, 2015.
(2) Includes, at June 30, 2016, the impairment of Generali stock for –5.8 million euros and Vallourec stock for -7.9 million euros, compared with –9.2 million euros at June 30, 2015, as well as the financial share of the allocations to staff benefit provisions in the amount of –2.7 million euros at June 30, 2016, compared with –2.6 million euros at June 30, 2015.
(3) Other financial income and expenses particularly concern foreign exchange gains and losses on financial items as well as the payment of an amount corresponding to a portion of the dividends received from Vivendi as part of the funding put in place.

| (in millions of euros) | December 2015 Total | Financial income | Financial expenses |
|---|---|---|---|
| Income from securities and short-term investments[1] | **403.1** | 403.1 | 0.0 |
| Capital gains (losses) on disposals of securities and short-term investments | **(5.6)** | 12.6 | (18.2) |
| Effect of changes in consolidation scope | **1.5** | 11.9 | (10.4) |
| Changes in financial provisions[2] | **(47.0)** | 14.5 | (61.5) |
| Fair value adjustment of derivatives | **(5.7)** | 0.4 | (6.1) |
| Other[3] | **(69.7)** | 228.5 | (298.2) |
| **Other financial income and expenses** | **276.6** | **671.0** | **(394.4)** |

(1) Mostly Vivendi dividends of 392.9 million euros at December 31, 2015.

(2) Includes, at December 31, 2015, the impairment of Vallourec stock for –29.5 million euros, as well as the financial share of the allocations to staff benefit provisions in the amount of –5.2 million euros.

(3) Other financial income and expenses particularly concern foreign exchange gains and losses on financial items as well as the payment of an amount corresponding to a portion of the dividends received from Vivendi as part of the funding put in place.

## 7.2 - Investments in equity affiliates

| (in millions of euros) | |
|---|---|
| **At December 31, 2015** | **891.6** |
| Change in the consolidation scope[1] | 15.8 |
| Share in net income from operating companies accounted for using the equity method | 12.2 |
| Share in net income from non-operating companies accounted for using the equity method | (4.0) |
| Other transactions[2] | (6.9) |
| **At June 30, 2016** | **908.7** |

(1) Essentially concerns the additional acquisition of Mediobanca securities by Financière du Perguet for 5.2 million euros and the subscription to the TVB Port-au-Prince capital increase for 9.0 million euros.

(2) Including –8.2 million euros in dividends, –7.3 million euros in changes in unrealized foreign exchange gains or losses and 6.7 million euros in changes in fair value of financial assets.

### Consolidated value of the main companies accounted for using the equity method

Information has been categorized by operating segment.

| **At June 30, 2016** (in millions of euros) | Share in net income from operating companies accounted for using the equity method | Share in net income from non-operating companies accounted for using the equity method | Equity value[1] |
|---|---|---|---|
| **Entities under significant influence** | | | |
| Mediobanca (*) | | (5.4) | 619.5 |
| Socfin Group | | 1.4 | 164.8 |
| Communications | 0.4 | 0.0 | 3.2 |
| Transport and Logistics | 0.1 | 0.0 | 14.1 |
| Other | 0.7 | (0.0) | 20.9 |
| **Sub-total entities under significant influence** | **1.3** | **(4.0)** | **822.6** |
| **Joint ventures** | **10.9** | **0.0** | **86.2** |
| **TOTAL** | **12.2** | **(4.0)** | **908.7** |

(1) When the Group's interest in a holding is brought down to zero, if the Group is committed beyond its initial investment, a provision is recorded for the additional losses which are recognized in "Provisions for contingencies". This amounted to 4.4 million euros as at June 30, 2016.

| At December 31, 2015<br>(in millions of euros) | Share in net income from operating companies accounted for using the equity method | Share in net income from non-operating companies accounted for using the equity method | Equity value(1) |
|---|---|---|---|
| **Entities under significant influence** | | | |
| Mediobanca (*) | | 93.8 | 612.1 |
| Socfin Group | | 9.8 | 172.4 |
| Communications | 0.6 | 0.0 | 3.6 |
| Transport and Logistics | (0.2) | 0.0 | 12.4 |
| Other | 1.8 | 0.2 | 20.2 |
| **Sub-total entities under significant influence** | **2.2** | **103.9** | **820.7** |
| **Joint ventures** | **19.5** | **0.0** | **71.0** |
| **TOTAL** | **21.7** | **103.9** | **891.6** |

(1) When the Group's interest in a shareholding is brought down to zero, if the Group is committed beyond its initial investment, a provision is recorded for the additional losses which are recognized in "Provisions for contingencies". This amounted to 3.5 million euros as at December 31, 2015.

**(*) Mediobanca**

Mediobanca is a listed company which publishes financial statements in compliance with the IFRS system.

At June 30, 2016, Financière de l'Odet Group was the second-largest shareholder in Mediobanca. La Financière du Perguet, a Financière de l'Odet Group subsidiary, held 8.0% of the total share capital of Mediobanca at June 30, 2016, representing 8.2% excluding treasury shares (7.9% and 8.1% respectively at December 31, 2015).

Thirty-one percent of Mediobanca's share capital is held by a group of shareholders linked by a shareholders' agreement, with no shareholder outside the agreement alone holding more than 5% of the share capital.

La Financière du Perguet represents 25.8% of the agreement and has three directors on the 18-member Board of Directors.

In accordance with IAS 28, the value of shareholdings consolidated using the equity method is tested on the reporting date if there is an objective indication of a loss of value.
The value in use of the shareholding is calculated on the basis of an analysis of various criteria including the stock exchange value for listed securities, discounted future cash flows and comparable listed companies.
These methods use the price targets set by financial analysts for listed securities.

The value in use of the shareholding in Mediobanca was recalculated as at June 30, 2016. It is higher than the market price.
The review of the value in use resulted in the recognition of an impairment of -30.8 million euros at June 30, 2016.

At June 30, 2016, the value of the investment consolidated using the equity method was 619.5 million euros and the Group share of net income was –5.4 million euros after recognition of 2.3 million euros of badwill on the acquisition in the period of additional Mediobanca securities and impairment on the investment of –30.8 million euros. The market value of the shareholding at that date was 359.2 million euros.

## 7.3 - Other financial assets

| **At June 30, 2016**<br>(in millions of euros) | Gross value | Provisions | Net value | incl. non-current | including current |
|---|---|---|---|---|---|
| Assets available for sale | 5,770.9 | (270.8) | 5,500.1 | 5,500.1 | 0.0 |
| Assets at fair value through profit and loss | 235.7 | 0.0 | 235.7 | 0.0 | 235.7 |
| Loans, receivables, deposits and bonds | 174.1 | (38.8) | 135.3 | 82.2 | 53.1 |
| **Total** | **6,180.7** | **(309.6)** | **5,871.1** | **5,582.3** | **288.8** |

| At December 31, 2015<br>(in millions of euros) | Gross value | Provisions | Net value | incl. non-current | including current |
|---|---|---|---|---|---|
| Assets available for sale | 6,967.8 | (257.2) | 6,710.6 | 6,710.6 | 0.0 |
| Assets at fair value through profit and loss | 141.2 | 0.0 | 141.2 | 138.0 | 3.2 |
| Loans, receivables, deposits and bonds | 168.2 | (38.8) | 129.4 | 78.4 | 51.0 |
| **Total** | **7,277.2** | **(296.0)** | **6,981.2** | **6,927.0** | **54.2** |

Breakdown of changes over the period

| (in millions of euros) | At 12/31/2015 Net value | Acquisitions (1) | Disposals | Change in fair value(2) | Impairment recorded in P&L(3) | Other transactions | At 06/30/2016 Net value |
|---|---|---|---|---|---|---|---|
| Assets available for sale | 6,710.6 | 14.2 | (1.8) | (1,204.7) | (15.7) | (2.5) | 5,500.1 |
| Assets at fair value through profit and loss | 141.2 | 0.0 | 0.0 | 94.5 | 0.0 | 0.0 | 235.7 |
| Loans, receivables, deposits and bonds | 129.4 | 12.8 | (9.0) | 2.3 | 0.0 | (0.2) | 135.3 |
| **Total** | **6,981.2** | **27.0** | **(10.8)** | **(1,107.9)** | **(15.7)** | **(2.7)** | **5,871.1** |

(1) Acquisitions of assets available for sale mainly refers to the Vallourec capital increase for 7.4 million euros.

(2) The change in fair value of assets available for sale includes –615.2 million euros related to securities in Group holding companies and –581.4 million euros in relation to Vivendi securities.

(3) Including –7.9 million euros from the impairment of Vallourec securities and –5.8 million euros from the impairment of Generali securities.

### Assets at fair value through profit and loss

Assets at fair value through profit and loss mainly include financial derivatives. At June 30, 2016, they include, for the most part, a fair value adjustment of 234.5 million euros on the derivative relative to the financing backed by Vivendi securities, set up in April 2015.

In accordance with IAS 39, the Group isolated the component indexed to the price of the shares and designated the derivative as a fair value hedge of stocks. The impact of changes in fair value of hedged stocks and derivatives was recognized in net financial income.

For further details on debt derivatives, see note 7.5. – Debt.

### Assets available for sale

Breakdown of main shares:

| (in millions of euros) | At 06/30/2016 | | At 12/31/2015 | |
|---|---|---|---|---|
| Companies | Percentage held | Net book value | Percentage held | Net book value |
| Vivendi | 15.32 | 3,319.6 | 14.36 | 3,901.0 |
| Other listed shares | | 81.3 | | 79.3 |
| ***Listed securities subtotal*** | | **3,400.9** | | **3,998.3** |
| Sofibol | 48.95 | 1,131.2 | 48.95 | 1,477.0 |
| Financière V | 49.69 | 588.0 | 49.69 | 767.0 |
| Omnium Bolloré | 49.84 | 296.9 | 49.84 | 387.2 |
| Other unlisted securities | | 83.1 | | 81.1 |
| ***Subtotal, unlisted securities*** | | **2,099.2** | | **2,712.3** |
| **Total** | | **5,500.1** | | **6,710.6** |

Listed securities are valued at market price (see note 8.1 - Information as to risk). Unlisted securities consist mainly of the Group's stakes in Omnium Bolloré, Sofibol and Financière V, all intermediate holding companies controlled by the Group.

- Sofibol, Financière V, Omnium Bolloré

The Financière de l'Odet Group directly and indirectly owns shares in Sofibol, Financière V and Omnium Bolloré, all intermediate holding companies controlled by the Group.

* Sofibol, controlled by Vincent Bolloré, is 51.05% owned by Financière V, 35.93% owned by Bolloré and 13.01% owned by Compagnie Saint-Gabriel, itself a 99.99% subsidiary of Bolloré.

* Financière V, controlled by Vincent Bolloré, is 50.31% owned by Omnium Bolloré, 22.81% owned by Compagnie du Cambodge, 10.50% owned by Financière Moncey, 10.25% owned by Bolloré, 4% owned by Société Industrielle et Financière de l'Artois, 1.68% owned by Compagnie des Tramways de Rouen and 0.45% owned by Société des Chemins de Fer et Tramways du Var et du Gard.

* Omnium Bolloré, controlled by Vincent Bolloré, is 50.04% owned by Bolloré Participations, 27.92% owned by African Investment Company (controlled by Bolloré), 17.10% owned by Financière Moncey, 4.82% owned by Bolloré and 0.11% owned by Vincent Bolloré.

These securities are measured on the basis of their transparent value, namely the average of the three methods described below:
- the Bolloré share price;
- the Financière de l'Odet share price;
- the consolidated shareholders' equity of Financière de l'Odet.

The overall value of these shareholdings estimated on the sole basis of the stock market price of Financière de l'Odet would be 288.7 million euros greater than the value thus calculated.

- Despite its shareholding in Sofibol (48.95%), Financière V (49.69%) and Omnium Bolloré (49.84%), the Financière de l'Odet Group does not exert significant influence over them, since the shares have no voting rights attached, due to the direct and indirect control these companies have over the Financière de l'Odet Group.

At June 30, 2016, for revaluations of financial assets available for sale, a capital loss totaling to –456.6 million euros for Vivendi securities was recognized in shareholders' equity. This capital loss neither significant nor sustainable in light of the Group's criteria.

All of the traded stock is classed at level 1 in the IFRS 13 fair value hierarchy (as at 12/31/2015). Non-traded stock valued at fair value is classed as level 2 (as at 12/31/2015).

## 7.4 - Cash and cash equivalents

| | At 06/30/2016 | | | At 12/31/2015 | | |
|---|---|---|---|---|---|---|
| (in millions of euros) | Gross value | Provisions | Net value | Gross value | Provisions | Net value |
| Cash | 947.2 | 0.0 | 947.2 | 1,091.3 | 0.0 | 1,091.3 |
| Cash equivalents | 172.5 | 0.0 | 172.5 | 332.4 | 0.0 | 332.4 |
| **Cash and cash equivalents** | **1,119.7** | **0.0** | **1,119.7** | **1,423.7** | **0.0** | **1,423.7** |
| Cash management agreements - liabilities | (41.4) | 0.0 | (41.4) | (36.8) | 0.0 | (36.8) |
| Current bank facilities | (186.1) | 0.0 | (186.1) | (176.3) | 0.0 | (176.3) |
| **Net Cash** | **892.2** | **0.0** | **892.2** | **1,210.6** | **0.0** | **1,210.6** |

Cash and cash equivalents are classed at level 1 in the IFRS 13 fair value hierarchy except for term deposits with a maturity of less than three months which are classed at level 2 (like at December 31, 2015).

## 7.5 - Debt

### 7.5.1 - Net financial indebtedness

| (in millions of euros) | At 06/30/2016 | including current | incl. non-current | At 12/31/2015 | including current | incl. non-current |
|---|---|---|---|---|---|---|
| Other bond loan issues | 1,160.7 | 17.2 | 1,143.5 | 1,492.6 | 349.2 | 1,143.4 |
| Loans from credit institutions | 4,400.4 | 1,785.5 | 2,614.9 | 4,260.9 | 1,160.6 | 3,100.3 |
| Other borrowings and similar debts | 369.0 | 308.5 | 60.4 | 352.1 | 255.5 | 96.6 |
| Liability derivatives(1) | 0.9 | 0.0 | 0.9 | 0.0 | 0.0 | 0.0 |
| **Gross financial debt** | **5,931.0** | **2,111.2** | **3,819.7** | **6,105.6** | **1,765.3** | **4,340.3** |
| Cash and cash equivalents | (1,119.7) | (1,119.7) | 0.0 | (1,423.7) | (1,423.7) | 0.0 |
| Asset derivatives(1) | (1.2) | (1.2) | 0.0 | (3.2) | (3.2) | 0.0 |
| **Net financial indebtedness** | **4,810.1** | **990.3** | **3,819.7** | **4,678.7** | **338.4** | **4,340.3** |

(1) See section "Net debt asset and liability derivatives" below.

## Main characteristics of the items in net financial debt

### Liabilities at amortized cost

#### Other bond loan issues

| (in millions of euros) | 06/30/2016 | 12/31/2015 |
|---|---|---|
| Other bond loans issued by Bolloré(1) | 663.5 | 995.7 |
| Other bond loans issued by Havas(2) | 497.2 | 496.9 |
| **Other bond loan issues** | **1,160.7** | **1,492.6** |

(1) Issued by Bolloré:

On July 29, 2015 Bolloré issued a bond loan at a par value of 450 million euros, due in 2021, with a yearly coupon of 2.875%.

On January 30, 2014, Bolloré issued a bond loan with a par value of 30 million euros, maturing in 2019 and at a variable rate (euribor +1.75%), under the European Efficiency Fund financing and used to finance the Group's car-sharing investments.

On October 23, 2012, Bolloré issued a bond loan at a par value of 170 million euros, due in 2019, with a yearly coupon of 4.32%.

On May 24, 2011 Bolloré issued a bond loan at a par value of 350 million euros, due in 2016, with a yearly coupon of 5.375%. The Group repaid the loan on May 26, 2016.

(2) Issued by Havas:

- On December 8, 2015, Havas SA issued a bond loan for a par value of 400 million euros, due in 2020, with a yearly coupon of 1.875%. The amortized cost of this debt on the balance sheet was 397.5 million euros at June 30, 2016.
- On July 11, 2013, Havas SA issued a bond loan for a par value of 100 million euros, due in 2018, with a yearly coupon of 3.125%. The amortized cost of this debt on the balance sheet was 99.6 million euros at June 30, 2016.

#### Loans from credit institutions

| (in millions of euros) | 06/30/2016 | 12/31/2015 |
|---|---|---|
| Loans from credit institutions * | 4,400.4 | 4,260.9 |

* Including 400 million euros at June 30, 2016 for a variable-rate credit agreement due in 2021 and extendible until 2023. Interest rate hedges that swapped the original interest rate for a fixed rate that can be classified as hedge accounting were set up for this loan.

* Including 167.2 million euros at June 30, 2016 and 186.2 million euros at December 31, 2015 under a receivables factoring program.

* Including 493.5 million euros of commercial paper drawn on Bolloré as part of a 900 million euro (maximum) program at June 30, 2016 (572.5 million euros at December 31, 2015); 167.8 million euros of commercial paper drawn on Financière de l'Odet as part of a 400 million euro (maximum) program at June 30, 2016 (146.5 million euros at December 31, 2015) and 50 million euros of commercial paper drawn on Havas as part of a 400 million euro (maximum) program at June 30, 2016.

* Including, at June 30. 2016, 150 million euros (120 million euros at December 31, 2015) in financing guaranteed by Vivendi security pledges expiring in 2020.

* Including 2,495.4 million euros in financing at June 30, 2016 and December 31, 2015 guaranteed by Vivendi securities expiring in 2017, 2020 and 2021.

* Including 200 million euros at December 31, 2015 under a revolving credit agreement expiring in 2019.

#### Other borrowings and similar debts

| (in millions of euros) | 06/30/2016 | 12/31/2015 |
|---|---|---|
| Other borrowings and similar debts * | 369.0 | 352.1 |

* At June 30, 2016, primarily includes bank overdrafts of 186.0 million euros, versus 176.0 million euros at December 31, 2015.

### Net debt asset and liability derivatives

| (in millions of euros) | 06/30/2016 | 12/31/2015 |
|---|---|---|
| Non-current asset derivatives(1) | 0.0 | 0.0 |
| Current asset derivatives(1) | (1.2) | (3.2) |
| **Total asset derivatives** | **(1.2)** | **(3.2)** |
| Non-current liability derivatives | 0.9 | 0.0 |
| Current liability derivatives | 0.0 | 0.0 |
| **Total liability derivatives** | **0.9** | **0.0** |

(1) Included under "Other financial assets", see note 7.3.

Nature and fair value of financial derivatives

| Nature of instrument | Risk hedged | Company | Maturity | Total notional amount (in thousands of currency) | **Fair value of financial instruments at June 30, 2016 (in millions of euros)** | Fair value of financial instruments at December 31, 2015 (in millions of euros) |
|---|---|---|---|---|---|---|
| Interest rate swaps(1) | Interest rate | Bolloré | 2021/2023 | €400,000 | (0.9) | 0.0 |
| Currency swaps(2) | Currency | Havas | 2016 | Multiple contracts | 1.2 | 3.2 |

(1) Interest rate swap (variable rate/fixed rate) classified as hedge accounting.

(2) Miscellaneous currency derivatives qualified for most of the hedge.

The income and expenditure posted in the income statement for the period for these financial liabilities are shown in note 7.1 – Financial income.

All of the derivatives are classed at level 2 in the IFRS 13 fair value hierarchy (as at 12/31/2015).

## Note 8 - Information relating to market risk

### 8.1 - Information on risk

This note updates the information provided in note 8.1 - Information on risk to the 2015 annual report.

**Main risks concerning the Group**

Risk associated with listed shares

The Financière de l'Odet Group, which held an equities portfolio valued at 5,500.1 million euros at June 30, 2016, is exposed to price fluctuations on securities exchanges.

The Group's equity investments in non-consolidated companies are measured at fair value at the end of the accounting period in accordance with IAS 39 "Financial instruments" and are classified as financial assets available for sale (see note 7.3 – Other financial assets).

As far as shares in listed companies are concerned, this fair value is the closing stock market value.

At June 30, 2016, temporary revaluations of assets available-for-sale on the consolidated balance sheet, determined on the basis of stock market prices, amounted to 1,387.7 million euros before tax, offset against consolidated shareholders' equity.

As of June 30, 2016, a 1% change in the stock-exchange price would have an impact of 44.9 million euros after hedging of assets available for sale and consolidated shareholders' equity, including 16.7 million euros relating to revaluation by transparency of the intermediary holding companies with controlling interests.

These unlisted securities, either directly or indirectly owned by Omnium Bolloré, Financière V and Sofibol, whose value is dependent on the valuation of Bolloré and Financière de l'Odet securities, are also impacted by fluctuations in market prices (see note 7.3 – Other financial assets). At June 30, 2016, the remeasured value of these equities was 2,016.1 million euros, for a gross value of 183.9 million euros. The shares of these unlisted companies are not very liquid.

Liquidity risk

The Group's liquidity risk stems from obligations to repay its debt and from the need for future financing in connection with the development of its various lines of business. To deal with liquidity risk, the Group's strategy has been to maintain a level of unused credit lines that will allow it to deal at any point with cash requirements. Lines of credit confirmed, but unused, at June 30, 2016, totaled 2,585 million euros (including Havas group for 583 million euros). Additionally, the Group strives to diversify its sources of financing by using the bond market, the banking market and such organizations as the European Investment Bank. Finally, the portion of debt subject to loan covenants is limited. For this portion of the debt, the Group ensures that the covenants are met and in keeping with the way the Group is managed. The Group meets its commitments at each year end.

The current portion of loans used at June 30, 2016 includes 711.3 million euros of commercial paper (of which Havas Group: 50 million euros) as part of a program of 1,700 million euros maximum (of which Havas group: 400 million euros) and 167.2 million euros of receivables factoring.

All bank lines of credit, both drawn and undrawn, are repayable as follows:

| | |
|---|---|
| - 2016 | 1% |
| - 2017 | 15% |
| - 2018 | 8% |
| - 2019 | 21% |
| - 2020 | 30% |
| - beyond 2021 | 25% |

### Interest rate risk

Because of its debt, the Group is exposed to changes over time in interest rates in the eurozone, primarily on the portion of debt which is at variable rates, as well as to changes in the lending margins of credit institutions. To deal with this risk, executive management may decide to set up interest rate hedges. Firm hedging (rate swap, FRA) may be used to manage the interest rate risk on the Group's debt.

Note 7.5 – Debt, describes the various derivative instruments for hedging the Group's interest rate risk.

As of June 30, 2016, after hedging, the portion of net fixed-rate financial debt amounts to 37% of total debt.

If rates rise by +1% across the board, the annual impact on financial charges would be –29 million euros after hedging of the debt bearing interest.

Cash surpluses are placed in risk-free monetary products.

## Note 9 - Shareholders' equity and earnings per share

### 9.1 - Shareholders' equity

#### 9.1.1 - Changes in capital

At June 30, 2016, the share capital of Financière de l'Odet SA was 105,375,840 euros, divided into 6,585,990 fully paid-up ordinary shares with a par value of 16 euro each. During the first half of the year, the weighted average number of ordinary shares outstanding and the weighted average number of ordinary and potential dilutive shares was 4,244,911.

There was no change in the share capital of the parent company recorded during the first half of 2016:

Transactions that affect or could affect the share capital of Financière de l'Odet SA are subject to agreement by the General Meeting of Shareholders.

The Group monitors, in particular, changes in the net debt/total shareholders' equity ratio.

The net debt used is presented in note 7.5 – Debt.

The shareholders' equity used is that shown in the schedule of changes in shareholders' equity in the financial statements.

#### 9.1.2 - Dividends paid out by the parent company

The total amount of dividends granted over the first half of the year by the parent company in respect of the 2015 financial year was 6.6 million euros, i.e. 1 euro per share.

#### 9.1.3 - Treasury shares

At June 30, 2016, the number of treasury shares held by Financière de l'Odet and its subsidiaries was 2,341,079 shares.

### Earnings per share

The table below gives a breakdown of the details used to calculate the basic and diluted earnings per share shown at the bottom of the income statement.

### 9.2 - Earnings per share

| (in millions of euros) | June 2016 | June 2015 (1) | December 2015 |
|---|---|---|---|
| Net income, Group share, used to calculate earnings per share - basic | 176.8 | 249.3 | 297.1 |
| Net income, Group share, used to calculate earnings per share - diluted | 176.8 | 249.3 | 297.1 |
| Net income, Group share from ongoing activities, used to calculate earnings per share - basic | 176.8 | 249.3 | 297.1 |
| Net income, Group share from ongoing activities, used to calculate earnings per share - diluted | 176.8 | 249.3 | 297.1 |
| **Number of shares issued** | **6,585,990** | **6,585,990** | **6,585,990** |
| Number of treasury shares | (2,341,079) | (2,341,079) | (2,341,079) |
| **Number of shares outstanding (excluding treasury shares)** | **4,244,911** | **4,244,911** | **4,244,911** |
| **Number of shares issued and potential shares (excluding treasury** | **4,244,911** | **4,244,911** | **4,244,911** |
| **Weighted average number of shares outstanding (excluding treasury shares) - basic** | **4,244,911** | **4,244,911** | **4,244,911** |
| **Weighted average number of shares outstanding and potential shares (excluding treasury shares) - after dilution** | **4,244,911** | **4,244,911** | **4,244,911** |

(1) Restated to reflect the amendment to IAS 16 and IAS 41 – see note 3 – Comparability of financial statements.

## Note 10 - Provisions and litigation

### 10.1 - Provisions

| (in millions of euros) | At 06/30/2016 | including current | incl. non-current | At 12/31/2015 | including current | incl. non-current |
|---|---|---|---|---|---|---|
| Provisions for litigation | 61.1 | 17.9 | 43.2 | 64.8 | 21.4 | 43.4 |
| Provisions for subsidiary contingencies | 7.9 | 0.0 | 7.9 | 6.9 | 0.0 | 6.9 |
| Other provisions for contingencies | 74.7 | 39.0 | 35.7 | 83.3 | 48.5 | 34.8 |
| Provisions for taxes | 48.0 | 0.0 | 48.0 | 54.0 | 0.0 | 54.0 |
| Contractual obligations | 5.4 | 0.0 | 5.4 | 5.4 | 0.0 | 5.4 |
| Restructuring | 8.4 | 3.0 | 5.4 | 10.0 | 3.9 | 6.1 |
| Environmental provisions | 8.1 | 0.4 | 7.7 | 8.3 | 0.5 | 7.8 |
| Other provisions for charges | 39.6 | 23.4 | 16.2 | 43.1 | 25.1 | 18.0 |
| Employee benefit obligations | 291.2 | 0.0 | 291.2 | 266.0 | 0.0 | 266.0 |
| **Provisions** | **544.4** | **83.7** | **460.7** | **541.8** | **99.4** | **442.4** |

Breakdown of changes over the period

| (in millions of euros) | At 12/31/2015 | Increase | Decrease | | Changes in consolid-ation scope | Other transactions | Foreign exchange variations | At 06/30/2016 |
|---|---|---|---|---|---|---|---|---|
| | | | With use | With use | | | | |
| Provisions for litigation(1) | 64.8 | 8.1 | (6.0) | (6.5) | 0.0 | 0.7 | 0.0 | 61.1 |
| Provisions for subsidiary contingencies | 6.9 | 0.0 | 0.0 | 0.0 | 0.0 | 1.0 | 0.0 | 7.9 |
| Other provisions for contingencies(2) | 83.3 | 10.7 | (3.2) | (16.8) | 0.0 | 1.5 | (0.8) | 74.7 |
| Provisions for taxes(3) | 54.0 | 10.4 | (15.3) | (0.7) | 0.0 | 0.1 | (0.5) | 48.0 |
| Contractual obligations(4) | 5.4 | 0.1 | (0.1) | 0.0 | 0.0 | 0.0 | 0.0 | 5.4 |
| Restructuring(5) | 10.0 | 2.5 | (2.2) | (1.7) | (0.4) | 0.5 | (0.3) | 8.4 |
| Environmental provisions(6) | 8.3 | 0.0 | (0.2) | 0.0 | 0.0 | 0.0 | 0.0 | 8.1 |
| Other provisions for charges(7) | 43.1 | 2.8 | (2.0) | (1.0) | 0.0 | (2.1) | (1.2) | 39.6 |
| Employee benefits obligations(8) | 266.0 | 14.1 | (11.5) | 0.0 | (2.6) | 33.5 | (8.3) | 291.2 |
| **Total** | **541.8** | **48.7** | **(40.5)** | **(26.7)** | **(3.0)** | **35.2** | **(11.1)** | **544.4** |

(1) Refers to operational and employee-related disputes not individually significant.

(2) The remainder primarily includes 22.1 million euros for Havas Group for business risks. The changes for the period mainly concern the update of Havas provisions.

(3) Includes provisions for tax withholding, mainly on dividend distributions, and provisions for tax audits.

(4) Provisions for contractual obligations concern the restoration of infrastructures used within the context of concession contracts. They are calculated at the end of each financial period according to a work schedule extending over more than one year and revised annually to take account of the expenditure schedules.

(5) Mainly various departures individually negotiated and notified to the people concerned as well as allocations to provisions for empty Havas premises in the United Kingdom and the United States.

(6) Corresponds to provisions for cleaning up pollution and recycling.

(7) Includes various provisions for charges that individually are less than 10 million euros.

(8) Employee benefit commitments were updated at June 30, 2016 by extrapolating the calculations done at December 31, 2015. The demographic data at December 31, 2015 were updated to reflect expected retirements in 2016. The exchange rates and the discounting rates were updated, while the other assumptions were maintained. Actuarial losses recognized under shareholders' equity amounted to 33.4 million euros at June 30, 2016.

The valuations at June 30, 2016 were made, for the corresponding area, with an IBOxx€ rate of 1.50%. The impact of a change from a rate of 1.00% for the euro zone would have resulted in an increased provision of 35.5 million euros and an additional expense of 1.4 million euros.

### 10.2 - Litigation in progress

During the half-year, there was no significant change concerning existing disputes as at December 31, 2015.

## Note 11 - Employee benefits

### 11.1 - Share-based payment transactions

For plans in effect as at December 31, 2015, charges recognized under IFRS 2 for the period totaled –4.8 million euros. They take into account an additional half-year of acquired rights. The arrangements for awarding these plans are detailed in the notes to the Bolloré Group's financial statements as at December 31, 2015. The recognition procedures for these plans were not modified in the half year.

The May 31, 2012 plan to grant free Bolloré SA shares matured during the period.

#### 11.1.1 - Havas SA share performance plan

On May 10, 2016, the Board of Directors granted three share plans totaling 2,784,000 shares to senior executive employees and French and foreign managers of the Group, including 90,000 shares for the Chairman and Chief Executive Officer.

Furthermore, for plans existing as of December 31, 2015, 135,040 shares were canceled during the period.

| Havas share performance plan | |
|---|---|
| **Allocation conditions** | |
| Grant date | May 10, 2016 |
| Number of shares awarded | 2,784,000 |
| Share price on award date (in euros) | 7.21 |
| Fair value of a share (in euros) | 6.49-6.70 |
| Vesting period | 36-48 months |
| Lock-up period | None at the end of the vesting period, i.e. May 10, 2019 and May 10, 2020; the Chairman and CEO will keep 20% of the shares until his term of office ends |
| **Total number of performance shares granted as of December 31, 2015** | |
| Allocated in 2016 | 2,784,000 |
| Canceled in 2016 | (11,000) |
| **Total number of performance shares granted as of June 30, 2016** | **2,773,000** |

## Note 12 - Taxes

### 12.1 - Income tax analysis

| (in millions of euros) | **June 2016** | June 2015 | December 2015 |
|---|---|---|---|
| Current and deferred tax | (91.1) | (89.0) | (203.1) |
| Provision (expense)/reversal for taxes | 5.6 | 9.7 | (11.6) |
| Other taxes (lump sum, adjustment, tax credits, carry back) | (3.7) | (3.5) | (8.0) |
| Withholding taxes | (17.6) | (18.5) | (22.5) |
| Corporate added value contribution | (10.6) | (10.7) | (19.8) |
| **Total** | **(117.4)** | **(112.0)** | **(265.0)** |

## Note 13 - Related-party transactions

The Group concluded various transactions with affiliated companies as part of its normal activities. These transactions were concluded at market rates.

In the half-year ended June 30, 2016, there were no significant changes in the nature of transactions between the Group and its related parties in comparison with December 31, 2015 (see note 13 to the consolidated financial statements for the period ending December 31, 2015).

In addition, some Havas Group subsidiaries provided advertising campaign-related services to Vivendi and its subsidiaries, primarily Canal+ Group, and made purchases on behalf of their clients from Canal+ and Universal Music Group. The groups in question carried out all of these transactions in the normal course of business, on an arm's length basis and in the sole interest of their clients.

These operations are described in greater detail in the 2015 Registration Document and in the notes to the Havas Group's 2016 half-year financial statements.

## Note 14 - Events after the reporting period

None.

## Note 15 - Cross-reference table for the notes to the June 2016/June 2015 financial statements

| | June 2016 presentation | June 2015 presentation |
|---|---|---|
| **Significant events** | **Note 1** | Note 1/A |
| **General accounting policies** | **Note 2** | |
| Changes in standards | 2.1 | Note 1/B.2 |
| Use of estimates | 2.2 | Note 1/B.3 |
| **Comparability of financial statements** | **Note 3** | Note 3 |
| **Consolidation scope** | **Note 4** | |
| Principal changes in consolidation scope | 4.1 | Note 2 |
| **Operating data** | **Note 5** | |
| Turnover | 5.1 | |
| Information on operating segments | 5.2 | Note 15 |
| Main changes at constant scope and exchange rates | 5.3 | Note 16 |
| Operating income | 5.4 | Note 17 |
| **Tangible and intangible assets and concession contracts** | **Note 6** | |
| Goodwill | 6.1 | Note 4 |
| Other intangible assets | 6.2 | Note 5 |
| Tangible assets | 6.3 | Note 6 |
| Concession contracts | 6.4 | Note 7 |
| **Financial structure and financial costs** | **Note 7** | |
| Financial income | 7.1 | Note 18 |
| Securities accounted for using the equity method | 7.2 | Note 8 |
| Other financial assets | 7.3 | Note 9 |
| Cash and cash equivalents | 7.4 | Note 10 |
| Debt | 7.5 | Note 14 |
| **Information relating to market risk and the fair value of financial assets and liabilities** | **Note 8** | |
| Information on risk | 8.1 | Note 22 |
| **Shareholders' equity and earnings per share** | **Note 9** | |
| Shareholders' equity | 9.1 | Note 11 |
| Earnings per share | 9.2 | Note 11 |
| **Provisions and litigation** | **Note 10** | |
| Provisions | 10.1 | Note 12 |
| Litigation in progress | 10.2 | Note 12 |
| **Employee benefits** | **Note 11** | |
| Share-based payment transactions | 11.3 | Note 13 |
| **Taxes** | **Note 12** | |
| Tax charges | 12.1 | Note 19 |
| **Related-party transactions** | **Note 13** | **Note 20** |
| **Events after the reporting period** | **Note 14** | **Note 23** |

## STATEMENT OF THE PERSON RESPONSIBLE FOR THE HALF-YEAR REPORT

I hereby certify that to the best of my knowledge the condensed financial statements for the past half year have been prepared in accordance with application accounting standards and give a true and fair view of the assets, financial position and performance of the company and all its consolidated entities, and that the interim progress report on page 3 gives a true picture of the highlights in the first six months of the financial year, their effect on the accounts, the main transactions between related parties and a description of the main risks and uncertainties for the remaining six months of the financial year.

Septembre 22, 2016
Cédric de Bailliencourt
Vice-Chairman and Chief Executive Officer

## AUDITORS' REVIEW REPORT ON THE HALF-YEARLY FINANCIAL INFORMATION

For the period from January 1 to June 30, 2016

*This is a free translation into English of the statutory auditors' review report on the half-yearly financial information issued in French and is provided solely for the convenience of English-speaking users. This report includes information relating to the specific verification of information given in the Group's half-yearly management report. This report should be read in conjunction with, and construed in accordance with, French law and professional standards applicable in France.*

To the Shareholders,

In compliance with the assignment entrusted to us by your Annual General Meeting and in accordance with the requirements of article L. 451-1-2-III of the French Monetary and Financial Code (*"Code monétaire et financier"*), we hereby report to you on:

- the review of the accompanying condensed half-yearly consolidated financial statements of FINANCIÈRE DE L'ODET, for the period from January 1 to June 30, 2016,
- the verification of the information presented in the half-yearly management report.

These condensed half-yearly consolidated financial statements are the responsibility of the Board of Directors. Our role is to express a conclusion on these financial statements based on our review.

### I- Conclusion on the financial statements

We conducted our review in accordance with professional standards applicable in France. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with professional standards applicable in France and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed half-yearly consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34 - standard of the IFRSs as adopted by the European Union applicable to interim financial information.

### II- Specific verification

We have also verified the information presented in the half-yearly management report on the condensed half-yearly consolidated financial statements subject to our review. We have no matters to report as to its fair presentation and consistency with the condensed half-yearly consolidated financial statements.

Paris and Neuilly-sur-Seine, September 22, 2016

The Statutory Auditors
*French original signed by*

| AEG FINANCES | CONSTANTIN ASSOCIES |
|---|---|
| *French member of Grant Thornton International* | *Member of Deloitte Touche Tohmatsu Limited* |
| Jean-François BALOTEAUD | Jean Paul SEGURET |