

# BOUYGUES GROUP - CONSOLIDATED FINANCIAL STATEMENTS

## CONSOLIDATED BALANCE SHEET AT 30 SEPTEMBER 2008

Millions of euros

ASSETS	09/2008	12/2007	09/2007
	Net	Net	Net ( <sup>1</sup> )
<i>Property, plant and equipment</i>	5,948	5,564	5,271
<i>Intangible assets</i>	1,166	1,073	1,013
<i>Goodwill</i>	5,164	5,123	5,086
<i>Investments in associates</i>	4,654	4,393	4,189
<i>Other non-current financial assets</i>	1,301	1,223	1,237
<i>Deferred tax assets and long-term tax receivable</i>	215	225	205
<b>NON-CURRENT ASSETS</b>	<b>18,448</b>	<b>17,601</b>	<b>17,001</b>
<i>Inventories / Programmes / Broadcasting rights</i>	3,113	2,763	2,843
<i>Advances and down-payments on orders</i>	432	363	378
<i>Trade receivables</i>	8,243	6,911	7,489
<i>Tax asset (receivable)</i>	94	81	161
<i>Other receivables and prepaid expenses</i>	2,374	2,285	2,376
<i>Cash and equivalents</i>	3,623	3,386	2,632
<i>Financial instruments</i> ( <sup>2</sup> )	10	9	5
<i>Other current financial assets</i>	55	29	23
<b>CURRENT ASSETS</b>	<b>17,944</b>	<b>15,827</b>	<b>15,907</b>
<i>Assets held for sale and discontinued operations</i>			
<b>TOTAL ASSETS</b>	<b>36,392</b>	<b>33,428</b>	<b>32,908</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
			( <sup>1</sup> )
<i>Shareholders' equity</i>			
- Share capital	343	348	345
- Share premium and reserves	5,860	5,317	5,251
- Translation reserve	(20)	(28)	(8)
- Treasury shares		(22)	(249)
- Consolidated net profit for the period	1,202	1,376	1,119
Shareholders' equity attributable to the Group	7,385	6,991	6,458
<i>Minority interests</i>	1,177	1,214	1,164
<b>SHAREHOLDERS' EQUITY</b>	<b>8,562</b>	<b>8,205</b>	<b>7,622</b>
<i>Non-current debt</i>	7,360	7,067	6,937
<i>Non-current provisions</i>	1,547	1,493	1,410
<i>Deferred tax liabilities and non-current tax liabilities</i>	87	84	78
<b>NON-CURRENT LIABILITIES</b>	<b>8,994</b>	<b>8,644</b>	<b>8,425</b>
<i>Advances and down-payments received</i>	1,314	1,419	1,359
<i>Current debt</i>	1,425	328	433
<i>Current taxes payable</i>	238	223	421
<i>Trade payables</i>	7,856	7,442	7,394
<i>Current provisions</i>	565	597	529
<i>Other current liabilities</i>	6,916	6,268	6,323
<i>Overdrafts and short-term bank borrowings</i>	497	276	386
<i>Financial instruments</i> ( <sup>2</sup> )	13	12	5
<i>Other current financial liabilities</i>	12	14	11
<b>CURRENT LIABILITIES</b>	<b>18,836</b>	<b>16,579</b>	<b>16,861</b>
<i>Liabilities on held-for-sale assets and discontinued operations</i>			
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>36,392</b>	<b>33,428</b>	<b>32,908</b>
<b>NET DEBT</b>	<b>(5,662)</b>	<b>(4,288)</b>	<b>(5,124)</b>

(<sup>1</sup>) Financial statements restated for the retrospective application of the changes in accounting policy (effective 31 December 2007) relating to defined-benefit post-employment benefits and the retail customer loyalty programme provision.

(<sup>2</sup>) Hedging of financial liabilities at fair value

# BOUYGUES GROUP - CONSOLIDATED FINANCIAL STATEMENTS

## CONSOLIDATED INCOME STATEMENT

Millions of euros

	Exercice au 30/09		Third quarter		Full year 2007 (1)
	2008	2007 (1)	2008	2007 (1)	
<b>SALES</b> (2)	24,120	21,294	8,810	7,996	29,613
<i>Other revenues from operations</i>	85	126	25	42	137
<i>Purchases used in production</i>	(11,072)	(9,446)	(4,222)	(3,683)	(13,230)
<i>Personnel costs</i> (1)	(4,862)	(4,394)	(1,619)	(1,511)	(5,968)
<i>External charges</i>	(5,437)	(5,134)	(1,937)	(1,824)	(7,084)
<i>Taxes other than income tax</i>	(499)	(452)	(155)	(137)	(600)
<i>Net depreciation and amortisation expense</i>	(982)	(909)	(347)	(325)	(1,245)
<i>Net charges to provisions and impairment losses</i> (1)	(175)	(154)	(60)	(63)	(419)
<i>Changes in production and property development inventories</i>	105	395	47	82	379
<i>Other income and expenses from operations</i> (3)	515	422	157	130	580
<b>CURRENT OPERATING PROFIT</b>	1,798	1,748	699	707	2,163
<i>Other operating income and expenses</i>	0	21	0	0	18
<b>OPERATING PROFIT</b>	1,798	1,769	699	707	2,181
<i>Financial income</i>	102	124	34	25	146
<i>Financial expenses</i>	(313)	(285)	(113)	(91)	(381)
<b>COST OF NET DEBT</b>	(211)	(161)	(79)	(66)	(235)
<i>Other financial income and expenses</i>	(25)	23	(4)	1	23
<i>Income tax expense</i> (1)	(501)	(529)	(196)	(243)	(633)
<i>Share of profits and losses of associates</i>	283	183	106	80	257
<b>NET PROFIT FROM CONTINUING OPERATIONS</b>	1,344	1,285	526	479	1,593
<i>Net profit of discontinued and held-for-sale operations</i>	0	0	0	0	0
<b>NET PROFIT</b>	1,344	1,285	526	479	1,593
<b>Net profit attributable to the Group</b>	1,202	1,119	501	460	1,376
<i>Net profit attributable to minority interests</i>	142	166	25	19	217
<b>BASIC EARNINGS PER SHARE (in euros)</b>	3.51	3.31	1.46	1.38	4.06
<b>DILUTED EARNINGS PER SHARE (in euros)</b>	3.46	3.21	1.44	1.34	3.94

(1) Restated following the retrospective application of the changes in accounting policy (effective 31 December 2007) relating to defined-benefit post-employment benefits and the retail customer loyalty programme provision.

(2) Of which sales generated abroad

7,607      6,376      3,193      2,777      8,803

(3) Of which reversals of provisions and impairment no longer required

137      139      31      49      226

**BOUYGUES GROUP - CONSOLIDATED FINANCIAL STATEMENTS**
**CONSOLIDATED CASH FLOW STATEMENT**

Millions of euros

	09/2008	09/2007	Exercice 2007
<b>I - CASH FLOW FROM CONTINUING OPERATIONS</b>		( <sup>(1)</sup> )	
<b>A - NET CASH GENERATED BY OPERATING ACTIVITIES</b>			
<u>Cash flow:</u>			
Net profit from continuing operations	1,344	1,285	1,593
Share of profit or loss from associates <sup>(2)</sup>	(200)	(134)	(184)
Elimination of dividends from non-consolidated companies	(9)	(8)	(12)
Charges to/(write-backs of) depreciation, amortisation, impairment, non-current provisions	1,067	866	1,284
Gains and losses on asset disposals	(137)	(50)	(53)
Miscellaneous non-cash items	(27)	(27)	23
<b>sub-total</b>	<b>2,038</b>	<b>1,932</b>	<b>2,651</b>
Cost of net debt	211	161	235
Income tax expense for the period	501	529	633
<u>Cash flow</u>	<b>2,750</b>	<b>2,622</b>	<b>3,519</b>
Tax paid during the period	(485)	(321)	(556)
Changes in working capital related to operating activities <sup>(3)</sup>	(839)	(287)	630
<b>NET CASH GENERATED BY OPERATING ACTIVITIES</b>	<b>1,426</b>	<b>2,014</b>	<b>3,593</b>
<b>B - NET CASH USED IN INVESTING ACTIVITIES</b>			
Purchase price of property, plant and equipment and intangible assets	(1,410)	(1,073)	(1,787)
Proceeds from disposals of property, plant and equipment and intangible assets	83	54	108
Net liabilities related to property, plant and equipment and intangible assets	(11)	(143)	30
Purchase price of non-consolidated companies and other investments	(46)	(54)	(25)
Proceeds from disposals of non-consolidated companies and other investments	22	41	44
Net liabilities related to non-consolidated companies and other investments	(4)	(1)	5
<u>Effects of changes in scope of consolidation</u>			
Purchase price of investments in consolidated companies	(244)	(1,932)	(2,170)
Proceeds from disposals of investments in consolidated companies	98	60	56
Net liabilities related to investments in consolidated companies and other cash effects of changes in scope of consolidation	(51)	316	169
Other cash flows related to investing activities (changes in loans, dividends received from non-consolidated companies)	(34)	(23)	(49)
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(1,597)</b>	<b>(2,755)</b>	<b>(3,619)</b>
<b>C - NET CASH GENERATED BY/(USED IN) FINANCING ACTIVITIES</b>			
Capital increases/reductions and acquisitions of treasury shares	(255)	190	465
<u>Dividends paid during the period</u>			
Dividends paid to shareholders of the parent company	(510)	(400)	(400)
Dividends paid to minority shareholders of consolidated companies	(175)	(168)	(168)
Change in debt <sup>(4)</sup>	1,360	17	22
Cost of net debt	(211)	(161)	(235)
Other cash flows related to financing activities	1	9	(28)
<b>NET CASH GENERATED BY/(USED IN) FINANCING ACTIVITIES</b>	<b>210</b>	<b>(513)</b>	<b>(344)</b>
<b>D - EFFECT OF FOREIGN EXCHANGE FLUCTUATIONS</b>	<b>(23)</b>	<b>(30)</b>	<b>(49)</b>
<b>CHANGE IN NET CASH (A + B + C + D)</b>	<b>16</b>	<b>(1,284)</b>	<b>(419)</b>
<b>Net cash position at 1 January</b>	<b>3,110</b>	<b>3,529</b>	<b>3,529</b>
Net cash flows during the period	16	(1,284)	(419)
Other non-monetary flows		1	
<b>Net cash position at 30 June</b>	<b>3,126</b>	<b>2,246</b>	<b>3,110</b>
<b>II - CASH FLOWS FROM DISCONTINUED AND HELD-FOR-SALE OPERATIONS</b>			

<sup>(1)</sup> Restated following the retrospective application of the changes in accounting policy relating to the retail customer loyalty provision (see note 2)

<sup>(2)</sup> Elimination of share of profits/losses and inclusion of dividends paid in respect of associates

<sup>(3)</sup> **Definition of changes in working capital:** Current assets minus current liabilities excluding paid tax

<sup>(4)</sup> **Definition of debt:** Non-current debt plus current debt

**BOUYGUES GROUP - CONSOLIDATED FINANCIAL STATEMENTS**
**CONSOLIDATED CASH FLOW STATEMENT**

Millions of euros

ATTRIBUTABLE TO THE GROUP	Share capital & share premium	Reserves related to capital/ Retained earnings	Consolidated reserves and profit for the period	Translation reserve	Treasury shares	Items recognised directly in equity	TOTAL
<b>POSITION AT 1 JANUARY 2007</b>	2,077	1,040	2,387	8	(69)	(4)	5,439
<b>MOVEMENTS IN THE FIRST 9 MONTHS OF 2007</b>							
Capital and reserves transactions, net	363	203	(220)			17	363
Acquisitions of treasury shares					(179)		(179)
Dividend paid			(400)				(400)
Other transactions with shareholders			54				54
Net profit for the period part Groupe (attributable to the Group)			1,119				1,119
Income and expense recognised directly in equity			2	(16)		76	62
<b>POSITION AT 30 JUNE 2007</b>	2,440	1,243	2,942	(8)	(248)	89	6,458
<b>MOVEMENTS IN THE FOURTH QUARTER OF 2007</b>							
Capital and reserves transactions, net	48				272		320
Acquisitions of treasury shares					(46)	(22)	(68)
Dividend paid							0
Other transactions with shareholders			14				14
Net profit for the period (attributable to the Group)			257				257
Income and expense recognised directly in equity			0	(20)		30	10
<b>POSITION AT 31 DECEMBER 2007</b>	2,488	1,243	3,213	(28)	(22)	97	6,991
<b>MOVEMENTS IN THE FIRST 9 MONTHS OF 2008</b>							
Capital and reserves transactions, net	(285)	241	(221)		350	(2)	83
Acquisitions of treasury shares					(328)	6	(322)
Dividend paid			(510)				(510)
Other transactions with shareholders	(1)	1	16				16
Net profit for the 3period (attributable to the Group)			1,202				1,202
Income and expense recognised directly in equity				8		(83)	(75)
<b>POSITION AT 30 SEPTEMBER 2008</b>	2,202	1,485	3,700	(20)	0	18	7,385

  

MINORITY INTERESTS			Consolidated reserves and profit for the period			Items recognised directly in equity	TOTAL
<b>POSITION AT 1 JANUARY 2007</b>			1,155			1	1,156
<b>MOVEMENTS IN THE FIRST 9 MONTHS OF 2007</b>							
Capital and reserves transactions, net			7				7
Dividend paid			(168)				(168)
Other transactions with shareholders			2				2
Net profit for the period attributable to minority interests			166				166
Translation adjustments						(1)	(1)
Changes in scope of consolidation			1				1
Income and expense recognised directly in equity						1	1
<b>POSITION AT 30 JUNE 2007</b>			1,163			1	1,164
<b>MOVEMENTS IN THE FOURTH QUARTER OF 2007</b>							
Capital and reserves transactions, net							0
Dividend paid							0
Other transactions with shareholders			1				1
Net profit for the period attributable to minority interests			51				51
Translation adjustments						(1)	(1)
Changes in scope of consolidation			1				1
Income and expense recognised directly in equity						(2)	(2)
<b>POSITION AT 31 DECEMBER 2007</b>			1,216			(2)	1,214
<b>MOVEMENTS IN THE FIRST 9 MONTHS OF 2008</b>							
Capital and reserves transactions, net			8				8
Dividend paid			(175)				(175)
Other transactions with shareholders							0
Net profit for the period attributable to minority interests			142			0	142
Translation adjustments							0
Changes in scope of consolidation			(14)				(14)
Income and expense recognised directly in equity						2	2
<b>POSITION AT 30 SEPTEMBER 2008</b>			1,177			0	1,177

  

<b>TOTAL SHAREHOLDERS' EQUITY</b>	2,202	1,485	4,877	(20)	0	18	8,562
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See the statement of recognised income and expense:

	30/09/2008	30/09/2007	31/12/2007
Part Groupe	(75)	62	72
Part des minoritaires:	2	0	(3)
	(73)	62	69

## BOUYGUES GROUP - CONSOLIDATED FINANCIAL STATEMENTS

### STATEMENT OF RECOGNISED INCOME AND EXPENSE

Millions of euros

	At 30 September		Year 2007
	2008	2007	
<b>Net profit for the period</b>	<b>1,344</b>	<b>1,285</b>	<b>1,593</b>
Change in cumulative translation adjustment	8	(16)	(38)
Changes in fair value of financial instruments designated as hedges and other financial assets	(18)	25	28
Actuarial gains/(losses) on employee benefits (amendment to IAS 19)	(1)	10	16
Taxes on transactions recognised directly in equity	3	(6)	15
Share of income and expense recognised directly in equity by associates (Alstom)	(65)	49	49
Other movements, net		0	(1)
<b>Income and expense recognised directly in equity</b>	<b>(73)</b>	<b>62</b>	<b>69</b>
<b>Total recognised income and expense</b>	<b>1,271</b>	<b>1,347</b>	<b>1,662</b>
<b>Attributable to the Group</b>	<b>1,127</b>	<b>1,181</b>	<b>1,448</b>
<b>Attributable to minority interests</b>	<b>144</b>	<b>166</b>	<b>214</b>