



## FIRST QUARTER 2012 RESULTS PRESENTATION



15 May 2012



This presentation contains projections and forecasts. They express objectives based on the current assessments and estimates of the Group's senior management which are subject to many factors and uncertainties. The following factors, among others set out in the Registration Document filed with the Autorité des Marchés Financiers (AMF), could cause actual figures to differ significantly from projected figures: unfavourable developments affecting the French and international telecommunications, audiovisual, construction and property markets; the costs of complying with environmental, health and safety regulations and all other regulations with which Group companies are required to comply; the competitive situation on each of our markets; the impact of current or future public regulations; exchange rate risks and other risks related to international activities; and risks arising from current or future litigation. Bouygues gives no commitment to updating or revising the projections and forecasts contained in this presentation.

BOUYGUES

15 May 2012

2

- HIGHLIGHTS AND KEY FIGURES
- BUSINESS AREAS
- FINANCIAL STATEMENTS
- OBJECTIVES
- APPENDIX

3

## Group sales

€ million	Q1 2011	Q1 2012	Change
<b>Sales</b>	6,686	<b>6,985</b>	+4% <sup>1</sup>
<i>o/w construction businesses<sup>2</sup></i>	4,675	<b>5,000</b>	+7%
<i>o/w TF1</i>	614	<b>629</b>	+2%
<i>o/w Bouygues Telecom</i>	1,404	<b>1,366</b>	-3%

<sup>1</sup>Up 2% like-for-like and at constant exchange rates

<sup>2</sup>Bouygues Construction + Bouygues Immobilier + Colas (sales contributions)

- **Satisfactory sales performance** for the construction businesses and TF1
- Bouygues Telecom sales reflect the **decrease in mobile termination rates**
  - ✓ 6% growth in sales from network excluding the cut in mobile termination rates

4

## Group results (1/2)

€ million	Q1 2011	Q1 2012	Change
<b>Current operating profit</b>	153	82	-€71m
<i>o/w construction businesses</i>	(52)	(72)	-€20m
<i>o/w TF1</i>	62	56	-€6m
<i>o/w Bouygues Telecom</i>	153	107	-€46m
<b>Current operating margin</b>	2.3%	1.2%	-1.1pts
<i>o/w construction businesses</i>	-1.1%	-1.4%	-0.3pts
<i>o/w TF1</i>	10.1%	8.9%	-1.2pts
<i>o/w Bouygues Telecom</i>	10.9%	7.8%	-3.1pts

- Like every year, Q1 operating results are **not indicative** of the **Construction businesses' yearly performance**
- As expected, Bouygues Telecom operating profit is decreasing

5

## Group results (2/2)

	Q1 2011	Q1 2012	Change
Net profit attributable to the Group (€ million)	34	35	+3%
Earnings per share (€)	0.10	0.11	+10%

- Q1 2012 net profit is stable vs. Q1 2011, benefiting from an **increasing contribution from Alstom**
  - ✓ Alstom's contribution stands at €58m in Q1 2012 vs. €23m in Q1 2011
- According to Bouygues' method of calculation (using Alstom's last published half-year results) and in light of current available information, **Q2 2012 contribution** is estimated at €57m (vs. €71m in Q2 2011)

6

## Alstom: FY 2011/12 results

- **A solid commercial performance**
  - ✓ FY 2011/12 orders: €21.7bn, +14%
  - ✓ Book-to-bill ratio above 1 for every quarter and strong fourth quarter
  - ✓ Strong order book at €49bn providing good visibility (30 months of sales)
- FY 2011/12 **operating margin at 7.1%**, in line with guidance
- **A three-year guidance** (from 2012/13 to 2014/15)
  - ✓ Sales growth: more than 5% per year over the coming period
  - ✓ Operating margin expected to be at around 8% in March 2015
  - ✓ Positive free cash flow in each of the next three years

7

## Group financial position (1/2)

€ million	End-March 2011	End-March 2012	Change
Shareholders' equity	10,546	<b>9,689</b>	-€857m
Net debt	3,293	<b>5,324</b>	+€2,031m
Net gearing	31%	<b>55%</b>	+24pts

- **Tight control of net debt**
  - ✓ A €130-million decrease in net debt versus end-March 2011 excluding 2 non-recurring events: €1.25 billion for the share repurchase tender offer and €911 million for the 4G frequencies<sup>1</sup>
- **New €800-million bond** successfully issued in February 2012

<sup>1</sup> €228 million in Q4 2011 for the 2.6 GHz band and €683 million in Q1 2012 for the 800 MHz band

8

## Group financial position (2/2)

€ million	Q1 2011	Q1 2012	Change
Cash flow	458	<b>407</b>	-€51m
- Cost of net debt	(74)	<b>(79)</b>	-€5m
- Income tax expense	(29)	<b>(5)</b>	+€24m
- Net capital expenditure	(273)	<b>(239)<sup>2</sup></b>	+€34m
Free cash flow <sup>1</sup>	82	<b>84<sup>2</sup></b>	+€2m

<sup>1</sup>Before change in WCR

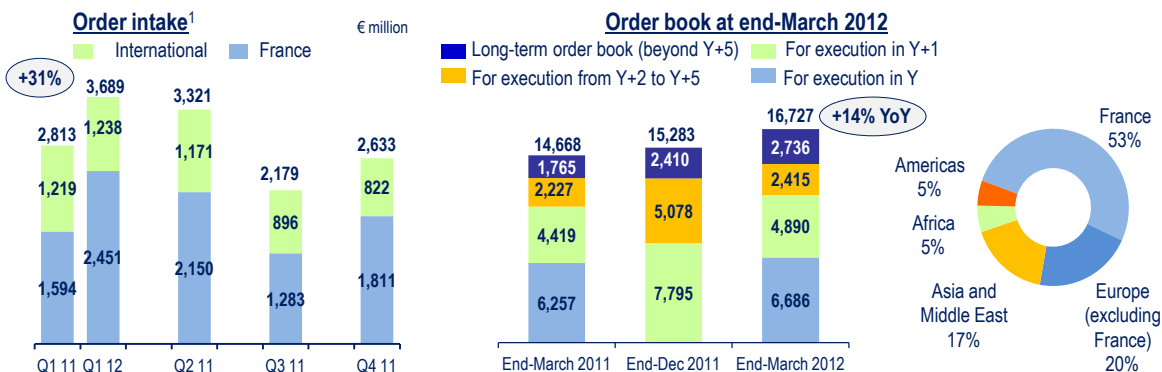
<sup>2</sup>Excluding the 4G frequencies (€683 million for the 800 MHz band)

9

- HIGHLIGHTS AND KEY FIGURES
- BUSINESS AREAS
- FINANCIAL STATEMENTS
- OBJECTIVES
- APPENDIX

10

## BOUYGUES CONSTRUCTION: commercial activity



<sup>1</sup>Definition: contracts are booked as order intakes at the date they take effect

- **Excellent commercial performance**, both in France and abroad
  - ✓ International order intakes are up 64% excluding impact of the Leadbitter acquisition in Q1 2011
- **Order book further increasing** to a record €16.7bn at end-March 2012
  - ✓ The order book does not yet include the Nimes-Montpellier railway bypass
  - ✓ International orders represent 47% of order book

11

## BOUYGUES CONSTRUCTION: key figures

€ million	Q1 2011	Q1 2012	Change	2012 target
<b>Sales</b>	2,169	<b>2,380</b>	+10% <sup>1</sup>	<b>10,100</b>
o/w France	1,274	<b>1,296</b>	+2%	<b>+3%</b>
o/w international	895	<b>1,084</b>	+21%	
<b>Current operating profit</b>	77	<b>79</b>	+€2m	
Current operating margin	3.6%	<b>3.3%</b>	-0.3pts	
<b>Net profit attributable to the Group</b>	46	<b>52</b>	+€6m	

<sup>1</sup>Up 3% like-for-like and at constant exchange rates

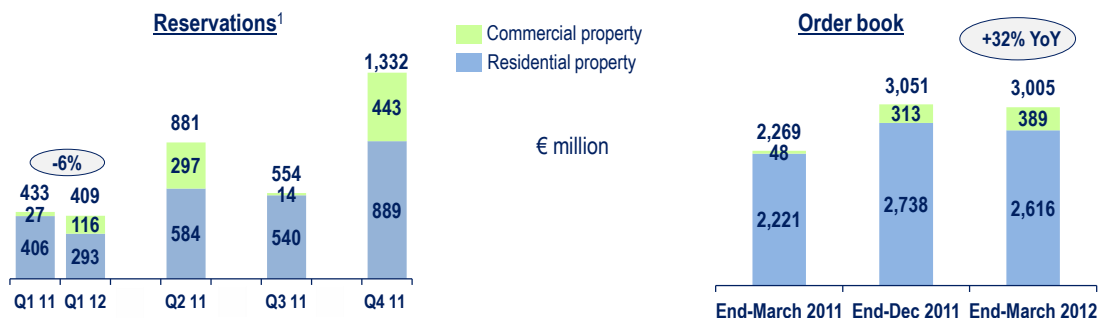


The River, Thailand

- Sales are **in line with full year target** since Q1 is the last quarter benefiting from the Leadbitter acquisition impact
- **Solid operating performance**

12

## BOUYGUES IMMOBILIER: business activity



<sup>1</sup>Definition: Residential property reservations are always reported net of cancellations

Commercial property reservations are firm orders which cannot be cancelled (notarised deeds of sale)

- The ability to win **turnkey commercial projects** largely **offsets** the expected decline in **residential property** reservations resulting from the market “**wait-and-see**” attitude
- **Strong order book** growing 32% vs. end-March 2011

13

## BOUYGUES IMMOBILIER: key figures

€ million	Q1 2011	Q1 2012	Change	2012 target
<b>Sales</b>	443	<b>472</b>	+7% <sup>1</sup>	<b>2,450</b>
o/w Residential	400	<b>434</b>	+9%	=
o/w Commercial	43	<b>38</b>	-12%	
<b>Current operating profit</b>	36	<b>35</b>	-€1m	
Current operating margin	8.1%	<b>7.4%</b>	-0.7pts	
<b>Net profit attributable to the Group</b>	22	<b>22</b>	=	

<sup>1</sup>Up 7% like-for-like and at constant exchange rates

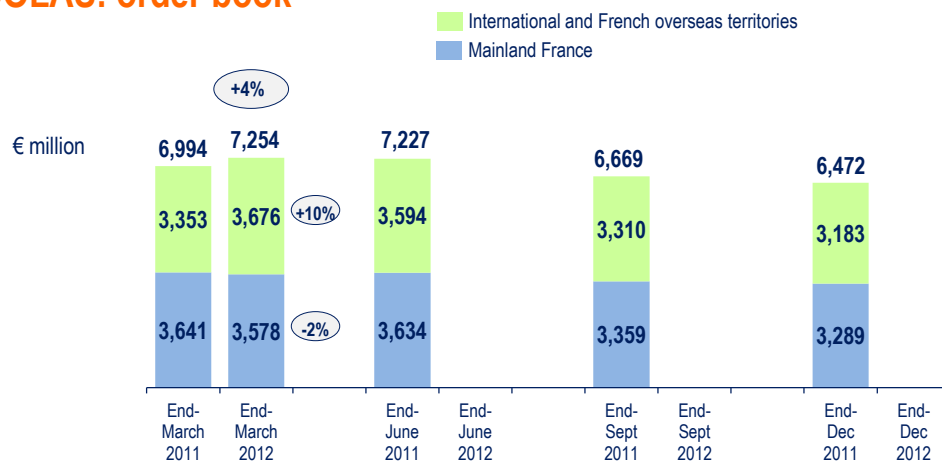


Fort d'Issy,  
Issy-les-Moulineaux

- Sales growth continues in residential property while new commercial reservations do not yet contribute to revenue
- Q1 2012 current operating margin is impacted by higher variable compensation following the excellent 2011 performance

14

## COLAS: order book



- Solid order intake drives **4% growth in the order book**

15

## COLAS: key figures

€ million	Q1 2011	Q1 2012	Change	2012 target
<b>Sales</b>	2,119	<b>2,209</b>	+4% <sup>1</sup>	<b>12,700</b>
o/w France	1,458	<b>1,440</b>	-1%	<b>+2%</b>
o/w international	661	<b>769</b>	+16%	
<b>Current operating profit</b>	(165)	<b>(186)</b>	-€21m	
<b>Net profit attributable to the Group</b>	(117)	<b>(127)</b>	-€10m	

<sup>1</sup>Up 3% like-for-like and at constant exchange rates



The A75 motorway,  
Southern France

- **Satisfactory** sales performance for a first quarter
- Q1 2012 current operating income impacted by a particularly **rainy winter in Europe** and by heavier **front-end costs** due to early start-up in **North America**
- Like every year, the first quarter operating results are **not indicative of full year performance**

16



BOUYGUES

## TF1: key figures

€ million	Q1 2011	Q1 2012	Change	2012 target
<b>Sales</b>	614	<b>629</b>	+2% <sup>1</sup>	<b>2,620</b>
<i>o/w Group advertising</i>	419	<b>419</b>	=	=
<b>Current operating profit</b>	62	<b>56</b>	-€6m	
<i>Current operating margin</i>	10.1%	<b>8.9%</b>	-1.2pts	
<b>Net profit attributable to the Group</b>	46	<b>35</b>	-€11m	

<sup>1</sup>Up 1% like-for-like and at constant exchange rates



MasterChef, the TV show

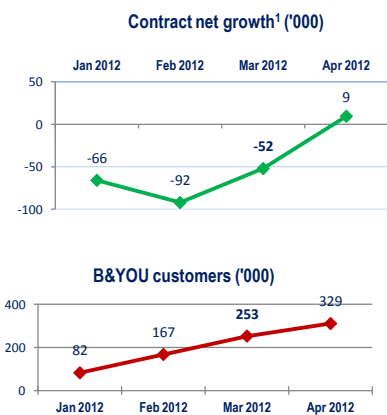
- Sales growth is driven by good performance in **diversification** activities (+11% vs. Q1 2011)
- In conjunction with TF1 **choice of programs**, programming costs are higher than in Q1 2011, thus impacting current operating profit

17

BOUYGUES

## BOUYGUES TELECOM: mobile commercial performance

- Bouygues Telecom **resisted** the 4<sup>th</sup> entrant arrival
  - ✓ **A net loss of 210K contract customers** in Q1 2012 and 169K prepaid customers
  - ✓ **An improving trend** since the beginning of March
    - Positive portability balance for B&YOU vs. Free Mobile in March
    - A return to positive growth for contract customers since the beginning of April
- The **success of B&YOU** demonstrates ability to anticipate and adapt to new market conditions
  - ✓ 253K B&YOU customers by end Q1 2012
- **Successful growth strategy** on the **MVNO** market: 1.9 million active customers<sup>2</sup> by end Q1 2012



<sup>1</sup>Contract customers: total customer base without prepaid customers

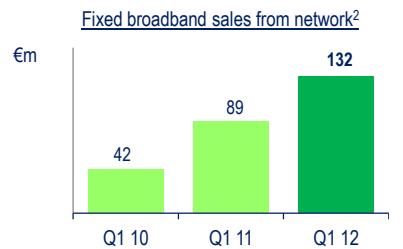
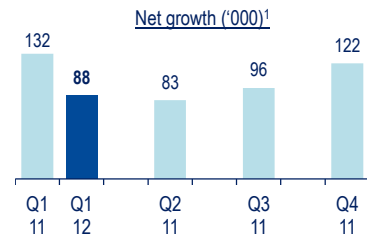
<sup>2</sup>Estimate of active customer base: customers who have carried out an outgoing operation during last month

18

## BOUYGUES TELECOM: fixed broadband commercial performance

BOUYGUES

- Bouygues Telecom continues to **expand** in the fixed broadband market
  - ✓ Installed base of more than 1.3 million customers at end Q1 2012
  
- **Strong growth** of fixed sales from network
  - ✓ €132 million in Q1 2012
  - ✓ +48% vs. Q1 2011



19

<sup>1</sup>The number of fixed broadband customers includes xDSL and cable subscriptions<sup>2</sup>Sales from network excluding ideo discount

## BOUYGUES TELECOM: agreement with Darty

BOUYGUES

- Agreement<sup>1</sup> with Darty to **reinforce** Bouygues Telecom's **competitive positioning** in the fixed market and **accelerate growth**
  
- Darty will **sell** Bouygues Telecom's offers in its 226 stores and **provide** all the **customer services**
  - ✓ Offer the **best digital experience** to customers thanks to Bouygues Telecom's innovative products and services while leveraging the recognized **excellence** of Darty's **customer service**
  - ✓ Create a powerful momentum for the new Bbox Sensation (to be launched in coming weeks)
  
- Bouygues Telecom **acquires Darty Telecom**
  - ✓ Installed base of 300,000 fixed customers and 40,000 Mobile customers

<sup>1</sup>Agreement subject to Competition Authority approval

20

BOUYGUES

## BOUYGUES TELECOM: key figures

€ million	Q1 2011	Q1 2012	Change	2012 target
<b>Sales</b>	1,404	<b>1,366</b>	-3% <sup>1</sup>	<b>5,140</b>
<i>Sales from network</i>	1,264	<b>1,220</b>	-3%	<b>-10%</b>
<b>EBITDA</b>	321	<b>296</b>	-€25m	
<i>EBITDA/sales from network</i>	25.4%	<b>24.3%</b>	-1.1pts	
<b>Current operating profit</b>	153	<b>107</b>	-€46m	
<b>Net profit attributable to the Group</b>	99	<b>65</b>	-€34m	

<sup>1</sup> Down 3% like-for-like and at constant exchange rates



A "B&YOU" advert

- **Solid Q1 2012 sales and EBITDA**
  - ✓ Expected ARPU decrease will be progressively felt during the year
- Current operating profit impacted by increase in **provision and depreciation** expenses
- **2012 guidance confirmed**
  - ✓ 10% decrease in sales with a negative impact on EBITDA of about €250m

21

BOUYGUES

## BOUYGUES TELECOM: transformation plan status

- New **internal organization** in line with mobile market segmentation
- **Monetization of assets**
  - ✓ Sell and lease back of tower business
- **Savings' plan first steps**
  - ✓ Marketing costs down 11% in Q1 2012 vs. Q1 2011
  - ✓ Ongoing **in-depth review of distribution channels strategy**
  - ✓ Contracts with **external customer relation centers** under review
  - ✓ **Savings plan target** confirmed: **€300 million** (from 2013 onwards)

22

- HIGHLIGHTS AND KEY FIGURES
- BUSINESS AREAS
- FINANCIAL STATEMENTS
- OBJECTIVES
- APPENDIX

23

### Condensed consolidated income statement (1/2)

€ million	Q1 2011	Q1 2012	Change
Sales	6,686	<b>6,985</b>	+4%
Current operating profit	153	<b>82</b>	-46%
Other operating income and expenses	0	<b>0</b>	nm
Operating profit	153	<b>82</b>	-46%
Cost of net debt	(74)	<b>(79)</b>	+7%
<i>o/w financial income</i>	17	<b>13</b>	-24%
<i>o/w financial expenses</i>	(91)	<b>(92)</b>	+1%
Other financial income and expenses	(5)	<b>(1)</b>	nm

24

## Condensed consolidated income statement (2/2)

€ million	Q1 2011	Q1 2012	Change
Income tax expense	(29)	(5)	-83%
Share of profits and losses from associates	24	62	x3
Net profit	69	59	-14%
Minority interests	(35)	(24)	-31%
<b>Net profit attributable to the Group</b>	<b>34</b>	<b>35</b>	<b>+3%</b>

25

## Change in cash position (1/2)

Net cash at end-March 2011	Net cash at end-Dec. 2011	In €m					Net cash at end-March 2012 Excl. 4G frequencies (800 MHz)	Net cash at end-March 2012
(3,293)	(2,384)	-3	-2	-2	-772	(3,163)	(3,163)	
	Tender offer (1,250)	Acquisitions/ Disposals	Capital transactions	Other	Operation	Tender offer (1,250)	Tender offer (1,250)	
	(228) 4G freq. <sup>1</sup>					(228) 4G freq. <sup>1</sup>	(228) 4G freq. <sup>1</sup>	
							-683 4G freq. <sup>2</sup>	
<b>TOTAL</b>	<b>(3,862)</b>					<b>(4,641)</b>	<b>(5,324)</b>	
Q1 2011	(2,473)	-25	-93	-8	-694		(3,293)	

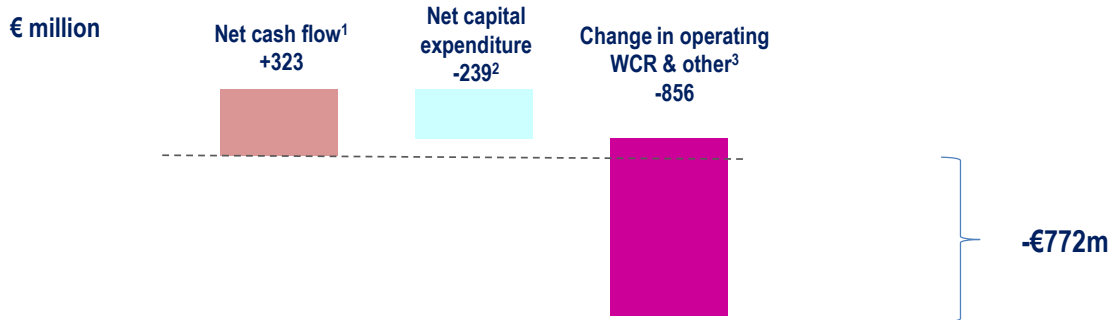
<sup>1</sup> €228 million in Q4 2011 for the 2.6 GHz band

<sup>2</sup> €683 million in Q1 2012 for the 800 MHz band

26

## Change in cash position (2/2)

### Breakdown of operation



Q1 2011	+355	-273	-776	-€694m
---------	------	------	------	--------

<sup>1</sup>Net cash flow = cash flow - cost of net debt - income tax expense    <sup>2</sup>Excluding acquisition of 4G frequencies in the 800 MHz band (€683m)    <sup>3</sup>Operating WCR: WCR relating to operating activity and to net liabilities related to property, plant & equipment and intangible assets 27

## Contribution of business areas to Group net capital expenditure

€ million	Q1 2011	Q1 2012	Change
Bouygues Construction	44	35	-€9m
Bouygues Immobilier	2	2	=
Colas	71	53	-€18m
TF1	8	5	-€3m
Bouygues Telecom	148	145	-€3m
Holding company and other	0	(1)	-€1m
<b>Total excluding frequencies</b>	<b>273</b>	<b>239</b>	<b>-€34m</b>
<b>4G frequencies (800 MHz)</b>	<b>-</b>	<b>683</b>	<b>+€683m</b>
<b>TOTAL with frequencies</b>	<b>273</b>	<b>922</b>	<b>+€649m</b>

28

- HIGHLIGHTS AND KEY FIGURES
- BUSINESS AREAS
- FINANCIAL STATEMENTS
- OBJECTIVES
- APPENDIX

29

## 2012 sales target

€ million	2011	2012 target		Change 2012/2011
		In March	In May	
Bouygues Construction	9,802	10,000	<b>10,100</b>	+3%
Bouygues Immobilier	2,465	2,450	<b>2,450</b>	=
Colas	12,412	12,500	<b>12,700</b>	+2%
TF1	2,620	2,620	<b>2,620</b>	=
Bouygues Telecom	5,741	5,140	<b>5,140</b>	-10%
Holding company and other	120	120	<b>120</b>	nm
Intra-Group elimination	(454)	(480)	<b>(480)</b>	nm
<b>TOTAL</b>	32,706	32,350	<b>32,650</b>	=
<i>o/w France</i>	22,601	22,050	<b>21,950</b>	-3%
<i>o/w international</i>	10,105	10,300	<b>10,700</b>	+6%

30

## Calendar<sup>1</sup>

- |                    |                                      |         |
|--------------------|--------------------------------------|---------|
| ■ 28 August 2012   | First-half 2012 sales and earnings   | 5.45pm  |
| ■ 29 August 2012   | First-half 2012 results presentation | 11.00am |
| ■ 14 November 2012 | Nine-month 2012 sales and earnings   | 5.45pm  |

<sup>1</sup>All times are Central European Times

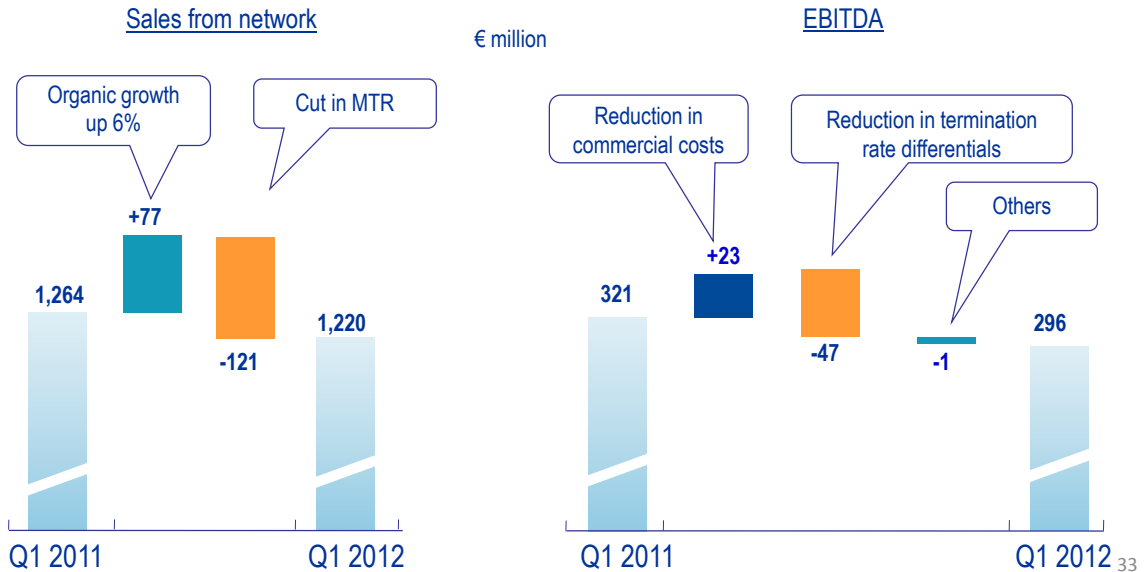
31

- **HIGHLIGHTS AND KEY FIGURES**
- **BUSINESS AREAS**
- **FINANCIAL STATEMENTS**
- **OBJECTIVES**
- **APPENDIX**

32



## BOUYGUES TELECOM: Q1 2012 sales from network and EBITDA



## BOUYGUES TELECOM: key indicators

	Contracts		Prepaid		Total customer base	
	Q4 2011	Q1 2012	Q4 2011	Q1 2012	Q4 2011	Q1 2012
<b>Customers</b>						
SIM cards ('000)	9,110	8,900	2,194	2,025	11,304	10,925
SIM cards (% mix)	80.6%	81.5%	19.4%	18.5%		
No. of fixed broadband customers ('000) <sup>1</sup>					1,241	1,329
<b>Unit data – mobile customers</b>						
ARPU (€/year/customer) <sup>2</sup>	507	497	150	146	431	424
Data usage (MB/month/customer) <sup>3</sup>					117	133
SMS usage (SMS/month/customer) <sup>4</sup>	337	355	139	144	295	311
Voice usage (min/month/customer) <sup>4</sup>	339	339	90	95	285	288
<b>Unit data – fixed broadband customers</b>						
ARPU (€/year/customer) <sup>2</sup>					380	382

	Marketing costs <sup>5</sup>	
	Q1 2011	Q1 2012
Marketing costs (€m)	214	191
Marketing costs/sales from network (%)	16.9%	15.6%

<sup>1</sup>The number of fixed broadband customers includes xDSL and cable subscriptions and do not yet include Darty Telecom customers

<sup>2</sup>Rolling 12-month period, excluding machine-to-machine SIM cards for mobile ARPU, stripping out the ideo discount

<sup>3</sup>Rolling 12-month period, adjusted on a monthly basis, excluding machine-to-machine SIM cards

<sup>4</sup>Rolling 12-month period, adjusted on a monthly basis, excluding machine-to-machine SIM cards and excluding internet SIM cards

<sup>5</sup>Mobile and fixed subscriber acquisition and loyalty costs

## BOUYGUES TELECOM: historic fixed sales from network

€ m	2010					2011					2012
	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY	Q1
Fixed sales from network	42	54	65	82	243	89	99	108	118	414	132
% change y-o-y						+112%	+83%	+66%	+44%	+70%	+48%

35

## BOUYGUES TELECOM: mobile termination rates

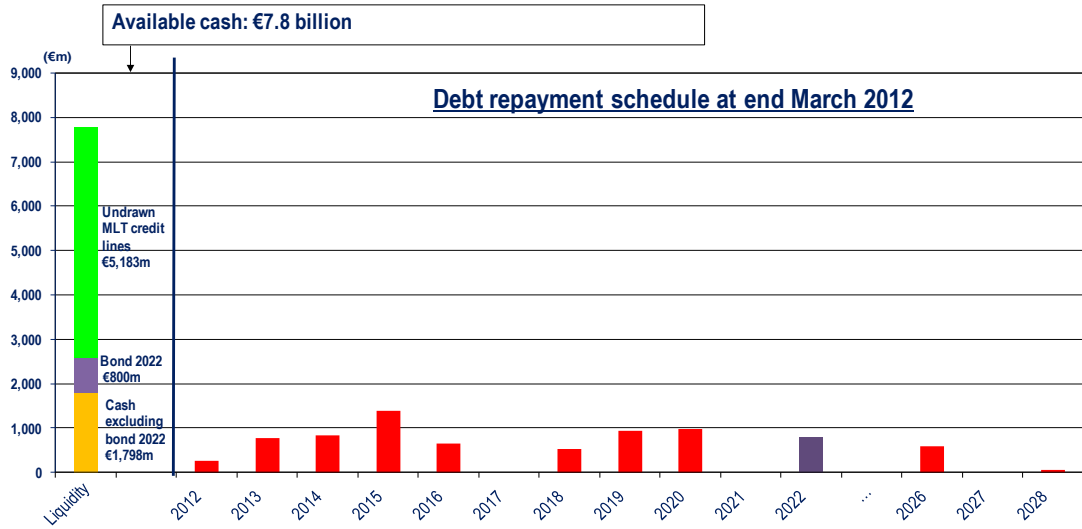
### ■ History of cuts ordered by Arcep

€ cents/minute for voice € cents/unit for SMS	Voice termination rates					SMS termination rates		
	At 1 July 2010	At 1 July 2011	At 1 Jan 2012	At 1 July 2012	At 1 Jan 2013	At 1 Feb 2010	At 1 July 2011	At 1 July 2012
Rates to Bouygues Telecom	3.40	2.00	1.50	1.00	0.80	2.17	1.50	1.00
% change	-43%	-41%	-25%	-33%	-20%	-38%	-31%	-33%
Rates to Orange and SFR	3.00	2.00	1.50	1.00	0.80	2.00	1.50	1.00
Differential	0.40	-	-	-	-	0.17	-	-

36



# Financing



37

