



Paris, 27 February 2013

Bouygues press release

Full-year 2012 results

- Sales up 3% at €33.5 billion, exceeding the initial target
- Results affected by Bouygues Telecom
- Excellent commercial activity in the construction businesses
- Net debt under tight control

Key figures

(€ million)	2011	2012	Change
Sales	32,706	33,547	+3%
Current operating profit	1,819	1,286	-29%
Operating profit	1,857 ¹	1,120 ²	-40%
Net profit attributable to the Group	1,070	633	-41%
Free cash flow	862 ³	724 ³	-€138m
Net debt ⁴	3,862	4,172	+€310m
Net gearing ⁴	40%	41%	+1 pt

¹Including €38 million of non-current income relating to an asset disposal at Bouygues Telecom

²Including non-current charges of €200 million at Bouygues Telecom and TF1 and €34 million of capital gains on asset disposals at Bouygues Telecom

³Before change in working capital requirement. In 2011, excluding 4G frequencies (2,600 MHz band) for €228 million. In 2012, excluding exceptional items related to Bouygues Telecom: 4G frequencies (800 MHz band) for €726 million (acquisition cost and capitalised interest) and asset disposals for €207 million

⁴At 31 December

The Bouygues group's sales in 2012 exceeded their initial target and amounted to €33.5 billion, up 3% and stable like-for-like and at constant exchange rates.

As expected, results reflected the upheaval on the mobile telecoms market and a challenging economic environment.

In this context, current operating profit amounted to €1,286 million, down by €533 million, of which €439 million was attributable to the telecoms business.

Operating profit amounted to €1,120 million, including non-current charges of €200 million related to the adaptation plans at Bouygues Telecom and TF1 and €34 million of capital gains on asset disposals at Bouygues Telecom.

Net profit attributable to the Group amounted to €633 million, down €437 million on 2011, with Bouygues Telecom accounting for €345 million of this decrease. As announced, the figure includes, in the fourth-quarter, a dilution loss of €53 million in connection with Alstom's capital increase in October 2012 and the negative effect of a higher tax charge following the 2012 Supplementary Budget Act in France.

In this challenging environment the Group managed to maintain robust fundamentals, demonstrating:

- commercial flexibility, illustrated by the strong momentum in the construction businesses, where the order book stood at €26.8 billion, 8% higher than at end-December 2011, an improvement in the TF1 group's audience ratings over the year, growth in Bouygues Telecom's fixed broadband subscriber base, with the addition of 605,000 new subscribers, and stabilisation of the subscriber base in the mobile segment;
- a sound financial structure, with robust free cash flow and tight control of net debt despite the purchase of 4G frequencies.

Finally, the Group's business areas were highly responsive in adapting to the situation in 2012:

- Bouygues Immobilier took the necessary measures to cope with a sharp fall in the French residential property market,
- A new organisation for the roads activity was adopted at Colas in France,
- TF1 implemented phase II of its optimisation plan,
- Bouygues Telecom took all the measures scheduled for 2012 in its transformation plan.

Business areas

Bouygues Construction posted sales of €10,640 million, up 9% overall (up 5% in France and 13% on international markets) and 4% like-for-like and at constant exchange rates. The current operating margin held up well at 3.4%, reflecting the smooth execution of ongoing contracts. Net profit rose 18% to €267 million.

Order intake stood at a very high level, rising 9% on 2011 to a record €12 billion. Ensuring excellent visibility, the order book at end-December 2012 stood 12% higher than a year earlier at €17.1 billion, with international markets accounting for 45%.

Bouygues Immobilier reported a 3% decline in sales to €2,396 million. The current operating margin of 7.5% reflected the impact of adjustment measures in response to the decline in residential property reservations. Net profit fell 11% to €107 million.

In a sharply contracting French market, residential property reservations fell 30% on 2011 to €1,687 million. Commercial property reservations reflected Bouygues Immobilier's expertise in green property developments, reaching €581 million despite a sluggish market.

The order book at end-December 2012 stood at €2,957 million, down 3%. Representing 15 months' sales, it offers good visibility.

Colas recorded sales of €13,036 million, an increase of 5% overall (up 2% in France and 10% on international markets) and 3% like-for-like and at constant exchange rates. Current operating profit was €406 million, down €60 million, due to losses on sales of refined oil products and lower profitability in the United States. However, the objective of breaking even again in Central Europe was achieved. In addition, a good performance by the roads activity in France in the fourth quarter enabled to offset the delays caused by poor weather in the first half of the year and to stabilise the operating margin for the full year. Net profit amounted to €302 million, 10% down on 2011.

The order book at 31 December 2012 stood at €6.7 billion, up 4%, and rose both in mainland France (up 5%) and on international markets (up 2%).

TF1's sales were stable at €2,621 million. The 3% decline in advertising revenues across the TF1 group was offset by growth in other activities, up 6% on 2011, but dented current operating profit, which fell 9% on 2011 to €258 million. Operating profit amounted to €210 million and included non-current charges of €48 million in connection with phase II of the optimisation plan. Net profit amounted to €136 million, a fall of 26%.

Audience ratings improved over the year and in 2012 TF1 confirmed its position as the undisputed leader on the freeview TV market in France.

Bouygues Telecom reported a 9% drop in both total sales and sales from network, to €5,226 million and €4,631 million respectively. Fixed broadband sales from network rose 51% on 2011 to €627 million. Results fell sharply following upheaval on the French mobile market in 2012 but were in line with expectations. EBITDA was on target at €908 million. Current operating profit amounted to €122 million and reflected the fall in EBITDA and higher amortisation expense and provisions. Operating profit stood at €4 million and included non-current charges of €152 million in connection with the adaptation plan and capital gains on asset disposals of €34 million. 2012 ended with a loss of €16 million.

All the measures in the transformation plan scheduled in 2012 were taken and savings of €151 million have already been made on the mobile activity in 2012. The €300 million of savings announced for 2013 are secured.

Bouygues Telecom showed good commercial resilience in an extremely challenging environment. The mobile subscriber base has stabilised at 11.3 million thanks to the very good momentum at B&YOU. 285,000 new plan subscribers joined Bouygues Telecom in the fourth quarter to give net growth of 318,000 plan subscribers over the year as a whole. B&YOU gained 453,000 new subscribers in the fourth quarter to give a total of 1,078,000 subscribers at end-2012.

Bouygues Telecom is continuing to grow on the fixed broadband market, with a net increase of 110,000 subscribers under the Bouygues Telecom brand in the fourth quarter and 88,000 subscribers in all. Bouygues Telecom had a total of 1.8 million fixed broadband subscribers¹ at end-2012.

¹Encompasses both broadband and very-high-speed subscriptions.

Alstom

As announced, Alstom contributed €240 million to Bouygues' net profit in 2012, compared with €190 million in 2011.

Sustained business activity was confirmed in the first nine months of 2012/13, with order intake rising 14% on the previous period to €17.2 billion. The order book at 31 December 2012 stood at €52 billion, representing 30 months' sales.

Financial situation

The Group's free cash flow¹, excluding exceptional items at Bouygues Telecom (purchase of 4G frequencies and asset disposals), amounted to €724 million², €138 million less than in 2011.

A €207-million increase in free cash flow at the construction businesses largely offset the decline in free cash flow at Bouygues Telecom, which fell by €297 million².

Despite the purchase of 4G frequencies for €726 million in 2012, net debt at end-December 2012 stood at €4.2 billion, €310 million higher than at end-December 2011, and net gearing remained stable at 41% (one point higher than at end-2011). This control over net debt is the result of a proactive financial policy that combined optimisation of the working capital requirement with selected asset disposals and control of capital expenditure.

The Group has excellent liquidity (€9.7 billion) and an evenly-spread redemption schedule.

¹Before change in working capital requirement

²Excluding exceptional items related to Bouygues Telecom: 4G frequencies in the 800 MHz band (acquisition cost and capitalised interest for €726 million at Bouygues group level and for €696 million at Bouygues Telecom level) and asset disposals for €207 million

Dividend

The Board of Directors will ask the Annual General Meeting on 25 April 2013 to approve the payment of a dividend of €1.60 per share, the same as in 2011. The ex-date, record date and payment date have been set at 30 April, 3 May and 6 May 2013 respectively.

Board of Directors

The Board of Directors will ask the next Annual General Meeting to renew the terms of office of Yves Gabriel, Patrick Kron, Colette Lewiner, Jean Peyrelevalde, François-Henri Pinault and SCDM, represented by Olivier Bouygues. The Board will also ask the next Annual General Meeting to appoint Rose-Marie Van Lerberghe as a director in place of Patricia Barbizet, resigning, and Jean-Paul Chifflet as a director in place of Lucien Douroux, whose term of office expires.

Cancellation of shares

The Board of Directors has decided to cancel 5,074,906 shares. The number of shares after cancellation amounted to 319,157,468 and the number of voting rights to 440,569,746.

Outlook

In a challenging economic environment, the construction businesses enjoy good visibility thanks to record order books and are backed by a number of major strengths, such as the capacity to offer innovative, high value-added solutions, robust and diversified international operations and expanding speciality activities that help to drive growth.

Bouygues Telecom is facing two major developments on the mobile market in early 2013. The first is the continuing strong growth of the SIM-only/Web-only segment. Second, further significant price cuts have

already been made in the first quarter and the entry-level prices of plans with services from Bouygues Telecom's competitors are nearing €20. In this context, Bouygues Telecom's strategic priorities are confirmed and the transformation of the company begun in 2012 will continue with a breakthrough in two areas in particular: technical assets and the marketing of plans with services. The aim of this next stage in the transformation of Bouygues Telecom will be to stabilise EBITDA and improve the EBITDA minus CAPEX item from 2013. In these conditions, 2012 should mark the low point in Bouygues group's profitability.

Sales by business area (€ million)	2012	2013 target	Change %
Bouygues Construction	10,640	10,700	+1%
Bouygues Immobilier	2,396	2,500	+4%
Colas	13,036	13,200	+1%
TF1	2,621	2,540	-3%
Bouygues Telecom	5,226	4,850	-7%
Holding company and other	123	120	nm
Intra-Group elimination	(495)	(460)	nm
TOTAL	33,547	33,450	=
<i>o/w France</i>	<i>22,308</i>	<i>22,250</i>	<i>=</i>
<i>o/w international</i>	<i>11,239</i>	<i>11,200</i>	<i>=</i>

Remuneration of executive directors

In accordance with Afep/Medef recommendations, information on the remuneration of executive directors and granting of stock options will be published today on www.bouygues.com, under Finance/Shareholders, Regulated information.

Financial calendar:

14 May 2013: first-quarter 2013 sales and earnings (5.45pm CET)
 28 August 2013: first-half 2013 results (7am CET)
 28 August 2013: first-half 2013 results presentation

The financial statements have been audited and the statutory auditors have issued a report certifying them without reserve.

You will find the full financial statements and notes to the financial statements on www.bouygues.com.

The full-year results presentation to financial analysts will be webcast live on 27 February 2013 at 11am on www.bouygues.com.

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Condensed consolidated income statement (€ million)	2011		2012		% change
Sales	32,706	33,547			+3%
Current operating profit	1,819	1,286			-29%
Other operating income and expenses	38 ¹	(166) ²			nm
Operating profit	1,857	1,120			-40%
Cost of net debt	(277)	(290)			+5%
Other financial income and expenses	(13)	11			nm
Income tax expense	(528)	(330)			-38%
Share of profits and losses from associates	198	217 ³			+10%
Net profit	1,237	728			-41%
Minority interests	(167)	(95)			-43%
Net profit attributable to the Group	1,070	633			-41%

¹Non-current income relating to an asset disposal at Bouygues Telecom

²Including non-current charges of €200 million at Bouygues Telecom and TF1 and €34 million of capital gains on asset disposals at Bouygues Telecom

³Including non-current charges of €53 million related to the dilution loss further to the capital increase at Alstom

Fourth-quarter consolidated income statement (€ million)	Fourth-quarter		% change
	2011	2012	
Sales	8,987	8,950	=
Current operating profit	481	332	-31%
Operating profit	481	261 ¹	-46%
Net profit attributable to the Group	276	69	-75%

¹Including non-current charges of €105 million at Bouygues Telecom and TF1 and €34 million of capital gains on asset disposals at Bouygues Telecom

Condensed consolidated balance sheet (€ million)	End-2011	End-2012
	Non-current assets	19,442
Current assets	15,480	16,584
TOTAL ASSETS	34,922	36,754
Shareholders' equity	9,678	10,078
Non-current liabilities	8,875	9,845
Current liabilities	16,369	16,831
TOTAL LIABILITIES	34,922	36,754
Net debt	3,862	4,172

Sales by business area (€ million)	2011	2012	% change	% change like-for-like and at constant exchange rates
Bouygues Construction	9,802	10,640	+9%	+4%
Bouygues Immobilier	2,465	2,396	-3%	-3%
Colas	12,412	13,036	+5%	+3%
TF1	2,620	2,621	=	-1%
Bouygues Telecom	5,741	5,226	-9%	-10%
Holding company and other	120	123	nm	nm
Intra-Group elimination	(454)	(495)	nm	nm
Total	32,706	33,547	+3%	=
<i>o/w France</i>	<i>22,601</i>	<i>22,308</i>	<i>-1%</i>	<i>-2%</i>
<i>o/w international</i>	<i>10,105</i>	<i>11,239</i>	<i>+11%</i>	<i>+4%</i>

Contribution of business areas EBITDA (€ million)	2011	2012	% change
Bouygues Construction	549	614	+12%
Bouygues Immobilier	181	186	+3%
Colas	934	832	-11%
TF1	357	318	-11%
Bouygues Telecom	1,272	908	-29%
Holding company and other	(51)	(36)	nm
TOTAL	3,242	2,822	-13%

Contribution of business areas to current operating profit (€ million)	2011	2012	% change
Bouygues Construction	353	364	+3%
Bouygues Immobilier	201	179	-11%
Colas	466	406	-13%
TF1	283	258	-9%
Bouygues Telecom	561	122	-78%
Holding company and other	(45)	(43)	nm
TOTAL	1,819	1,286	-29%

Contribution of business areas to operating profit (€ million)	2011	2012	% change
Bouygues Construction	353	364	+3%
Bouygues Immobilier	201	179	-11%
Colas	466	406	-13%
TF1	283	210	-26%
Bouygues Telecom	599	4	-99%
Holding company and other	(45)	(43)	nm
TOTAL	1,857	1,120	-40%

Contribution of business areas to net profit attributable to the Group (€ million)	2011	2012	% change
Bouygues Construction	226	267	+18%
Bouygues Immobilier	120	107	-11%
Colas	324	291	-10%
TF1	80	59	-26%
Bouygues Telecom	331	(14)	-104%
Alstom	190	240	+26%
Holding company and other	(201)	(317) ¹	nm
TOTAL	1,070	633	-41%

¹Including non-current charges of €53 million related to the dilution loss further to the capital increase at Alstom

Net cash by business area (€ million)	End-2011	End-2012	Change (€ million)
Bouygues Construction	2,869	3,093	+€224m
Bouygues Immobilier	507	358	-€149m
Colas	28	(170)	-€198m
TF1	(40)	237	+€277m
Bouygues Telecom	(581)	(650)	-€69m
Holding company and other	(6,645)	(7,040)	-€395m
TOTAL	(3,862)	(4,172)	-€310m

Contribution of business areas to free cash flow² (€ million)	2011	2012	Change (€ million)
Bouygues Construction	157	327	+€170m
Bouygues Immobilier	134	107	-€27m
Colas	314	378	+€64m
TF1	150	161	+€11m
Bouygues Telecom	208 ³	(89) ⁴	-€297m
Holding company and other	(101)	(160) ⁵	-€59m
TOTAL	862³	724⁴	-€138m

²Free cash flow = cash flow - cost of net debt - income tax expense - net capital expenditure. It is calculated before changes in WCR

Contribution of business areas to net capital expenditure (€ million)	2011	2012	Change (€ million)
Bouygues Construction	268	159	-€109m
Bouygues Immobilier	12	13	+€1m
Colas	414	345	-€69m
TF1	108	45	-€63m
Bouygues Telecom	859 ³	869 ⁴	+€10m
Holding company and other	(3)	2 ⁵	+€5m
TOTAL EXCL. EXCEPTIONAL ITEMS	1,658³	1,433⁴	-€225m
EXCEPTIONAL ITEMS	228	519	+€291m
TOTAL	1,886	1,952	+€66m

³Excluding purchase of 4G frequencies in the 2,600 MHz band for €228 million

⁴Excluding exceptional items related to Bouygues Telecom: 4G frequencies in the 800 MHz band (acquisition cost and capitalised interest for €696 million at Bouygues Telecom level and for €726 million at Bouygues group level) and asset disposals for €207 million

⁵Excluding capitalised interest for the 4G frequencies for €30m