

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS 31 / 03 / 2021



**BOUYGUES**

Making progress become reality

## CONTENTS

NOTE 1	SIGNIFICANT EVENTS .....	3
NOTE 2	GROUP ACCOUNTING POLICIES .....	6
NOTE 3	NON-CURRENT ASSETS.....	8
NOTE 4	CONSOLIDATED SHAREHOLDERS' EQUITY .....	10
NOTE 5	NON-CURRENT AND CURRENT PROVISIONS .....	11
NOTE 6	NON-CURRENT AND CURRENT DEBT .....	13
NOTE 7	CHANGE IN NET DEBT.....	13
NOTE 8	SALES.....	14
NOTE 9	OPERATING PROFIT .....	14
NOTE 10	INCOME TAXES.....	15
NOTE 11	SEGMENT INFORMATION .....	15
NOTE 12	OFF BALANCE SHEET COMMITMENTS.....	17

## Note 1 Significant events

### 1.1 Significant events of the first quarter of 2021

The principal corporate actions and acquisitions of the first quarter of 2021 are described below:

- On 29 January 2021, Alstom announced that it had acquired Bombardier Transportation, via two rights issues reserved for affiliates of Caisse de dépôt et placement du Québec and Bombardier Inc; those rights issues followed a previous rights issue of €2 billion carried out on 7 December 2020 (see Note 1.2). Bouygues recognised a gain on dilution of €56 million within “Share of net profits/losses of joint ventures and associates” in the consolidated income statement for the first quarter of 2021, based on Alstom’s €3.4 billion valuation of the 76,184,296 shares issued on the date of completion of the acquisition. On completion of all those various rights issues, Bouygues held an equity interest of 6.35% in Alstom.

On 10 March 2021, Bouygues announced that it had sold 12 million Alstom shares representing 3.23% of Alstom’s share capital for €492 million (net of transaction costs), through an accelerated book building reserved for institutional investors. Bouygues recognised a gain of €59 million (net of transaction costs and taxes) within “Share of net profits/losses of joint ventures and associates” in the consolidated income statement for the first quarter of 2021. Following the sale, Bouygues holds an equity interest of 3.12% in Alstom, which it has undertaken to retain until at least 12 May 2021. Bouygues continues to account for this residual interest by the equity method in “Investments in joint ventures and associates”, significant influence being established by the presence of Bouygues SA on the Alstom Board of Directors.

- In March 2021, Bouygues Telecom sold to Towerlink the buildings and passive infrastructure of seven data centres (MSC – Mobile Switching Centres) for €107 million. Bouygues recognised a gain of €62 million within “Other income from operations”. Three sites were classified within “Held-for-sale assets and operations” as of 31 March 2021.

### 1.2 Significant events of the first quarter of 2020

The principal corporate actions and acquisitions of the first quarter of 2020 are described below:

- On 30 January 2020, Bouygues Construction was the target of a ransomware attack caused by malware. Bouygues Construction initially shut down its IT system as a precaution to prevent the virus from spreading, and specific measures were taken to ensure business continuity in France and abroad. Steps were taken immediately to restore information systems. No worksites were shut down. An exceptional response from across the entire company, and by experts from within and outside the Bouygues group, meant that Bouygues Construction was able to meet all its commitments. As of 31 December 2020, all services and applications had been restored. The relevant insurance policies were activated; a complaint filed with the competent authorities has not yet led to any prosecution.
- On 17 February 2020, Alstom announced the signature of a memorandum of understanding with Bombardier Inc. and the Caisse de dépôt et placement du Québec to acquire Bombardier Transportation, the rail division of Bombardier (Canada). The price for 100% of Bombardier Transportation’s shares would be settled partly in cash, and partly in newly-issued Alstom shares. The transaction was completed on 29 January 2021 (see Note 1.1).

On 3 November 2020, Bouygues sold 11 million Alstom shares (representing approximately 4.8% of the share capital), generating proceeds of €450 million net of transaction costs. The gain on the sale, amounting to €87 million, was recognised in the fourth quarter of 2020.

On 16 November 2020, Alstom announced a rights issue of approximately €2 billion in connection with its proposed acquisition of Bombardier Transportation. On 17 November 2020, Bouygues sold 16.45 million of its Alstom pre-emptive subscription rights (“PSRs”) at a price of €2.95 per PSR (representing a total of approximately €49 million) through an accelerated booking reserved for qualified investors (the “Offering”). Bouygues sold sufficient PSRs to enable it to fund

the exercise of its remaining Alstom PSRs, and thereby to participate in the rights issue in an “opération blanche”. This transaction confirmed Bouygues’ support for Alstom’s strategy and proposed acquisition of Bombardier Transportation, without committing extra capital. Settlement of the Offering took place on 19 November 2020. Bouygues recognised a gain on dilution of €31 million in the fourth quarter of 2020. On completion of this transaction, Bouygues committed to retaining its Alstom shares for a 90-day period ending on 7 March 2021. As of 31 December 2020, Bouygues held a 7.99% equity interest in Alstom.

This residual interest continued to be accounted for by the equity method in “Investments in joint ventures and associates”, significant influence being established by the presence of Bouygues SA and Olivier Bouygues on the Alstom Board of Directors.

- On 26 February 2020, Bouygues Telecom and Cellnex signed a strategic agreement setting up a company to roll out, market and manage a national fibre optic network (FTTA and FTTO). Effective completion of the transaction occurred on 29 May 2020. Bouygues Telecom signed a long-term service agreement with the new company, which is controlled by Cellnex. The project, worth approximately €1 billion over seven years (to 2027), will enable Bouygues Telecom to link its network infrastructure (mobile towers and fibre optic nodes) via fibre, so that the company can meet growing data usage demand on its networks and extend its footprint in the business and wholesale fixed telecoms markets. As of 31 December 2020, Bouygues Telecom had invested €15 million and held a 49% equity interest in the new company, over which it exercises significant influence. Bouygues Telecom has a call option over the remaining shares exercisable between 15 January and 15 June 2040 and at five-year intervals to 2050, which would give it control over the new company.
- On 19 March 2020, Bouygues Telecom and Phoenix Tower International (a Blackstone portfolio company based in the United States, specialising in mobile infrastructure construction) implemented an agreement to set up a new company to roll out up to approximately 4,000 new mobile sites in France over a 12-year period outside very dense areas. The new company, controlled by Phoenix Tower International, will own and manage the sites. Some of the sites will be deployed to meet Bouygues Telecom’s regulatory obligations under the “New Deal Mobile” programme, which aims to deliver targeted improvements in mobile coverage and accelerate the roll-out of the mobile network along transport arteries. The new company has sufficient size and coverage to make it a high-potential infrastructure operator in the French market. As of 31 December 2020, Bouygues Telecom had invested €3 million and held a 40% equity interest in the new company, over which it exercises significant influence. Bouygues Telecom has a call option over the remaining shares exercisable between 15 January and 15 July 2034 and at five-year intervals to 2049, which would give it control over the new company.
- Consequences of the Covid-19 pandemic
  - Impacts on the Group’s activities

The Covid-19 pandemic, and the lockdown measures implemented in France and other countries where the Group has operations, led to a sharp decline in activity for the Group’s business segments in 2020. The contraction was concentrated in the first half of the year, with both activity levels and profits recovering strongly in the second half.

The construction businesses were affected in France by the almost complete shutdown of worksites starting in the last two weeks of March 2020 in line with the lockdown measures, followed by a gradual resumption of activity from 15 April and the postponement of the second round of the French municipal elections to the end of June. To a lesser extent, the businesses were affected by a slowdown or shutdown of operations in other geographies (including Italy, the United Kingdom, Canada, French-speaking Switzerland, Singapore, and the Philippines). By mid-July 2020, virtually all worksites had reopened in France, and activity levels were back to near-normal levels in many other countries. Activity also resumed gradually in Singapore from mid-August. And in France, there was a strong catch-up in activity during the second half of 2020, helped by the signature of a Group-wide agreement allowing for increased working hours and days. TF1 was affected by advertising campaigns being postponed or pulled on a massive scale from mid-March 2020 onwards, with the effects intensifying in the second quarter, and also by the shutdown of shooting during lockdown. There was a gradual resumption of shooting from mid-May 2020. At the same time, scheduled events such as cinema releases, live shows and concerts, were severely impacted or (in some cases) remained shut down until the end of the year. However, full-year 2020 results showed that the TF1 group succeeded in adapting its programming schedules and managing its

programme costs in response to the crisis. Finally, Bouygues Telecom has been less severely affected by Covid-19, despite the closure of retail outlets during lockdown and reduced roaming sales due to a slump in intercontinental travel and the closure of some borders.

While maintaining the health and safety of their employees, subcontractors and customers as their number one priority, the Group's business segments gradually resumed operations as soon as possible, and took the necessary steps to limit the impacts of the crisis on profitability (including negotiations with customers on sharing excess Covid-19 costs, and cost saving plans in all business segments).

In response to the health crisis and in light of the resulting economic uncertainties, Bouygues has been keen to act responsibly and show solidarity with the major sacrifices being expected of its stakeholders, especially its employees. The Group decided not to defer payments on account of corporate income taxes or social security contributions.

▪ Estimated impacts of the Covid-19 crisis on the 2020 financial year

The Covid-19 pandemic led to a reduction in sales. Current operating profit was impacted by the erosion of current operating margin in the business segments, reflecting not only the reduction in sales but also unavoidable costs incurred in the three sectors of activity in spite of flexibility measures. Those costs mainly comprise fixed personnel costs (staff working part-time or not at all, net of any government support received); unoccupied premises; idle plant and equipment; and measures taken to ensure employees working on site are protected from health risks. As a reminder, the year-on-year sales performance for the first quarter of 2020 (versus 2019) was adversely affected by approximately €750 million as a result of the Covid-19 crisis. The year-on-year current operating profit performance for the first quarter of 2020 (versus 2019) was adversely affected by approximately €170 million as a result of the Covid-19 crisis.

Estimates (€ million)	Sales	Current operating profit
Bouygues Construction	Approx. -340	Approx. -55
Bouygues Immobilier	Approx. -100	Approx. -15
Colas	Approx. -260	Approx. -75
<b>Construction businesses</b>	<b>Approx. -700</b>	<b>Approx. -150</b>
<b>TF1</b>	<b>-35 to -40</b>	<b>Approx. -13</b>
<b>Bouygues Telecom</b>	<b>Approx. -20</b>	<b>Approx. -10</b>

Due to the resumption of the Group's activities, it is impossible to quantify separately the impact of Covid-19 on the Group's year-on-year performance from 1 July 2020 onwards.

### 1.3 Significant events and changes in scope of consolidation subsequent to 31 March 2021

- On 27 April 2021, TF1 announced that Newen had taken a majority stake in the iZen group, a major player in audiovisual production in Spain, by acquiring a 65% equity interest. The iZen group, which employs around 40 people and also has operations in the United Kingdom, generated average sales of €35 million over the last three years.
- On 17 May 2021, TF1, M6, Bouygues and RTL Group announced that they had signed agreements to enter into exclusive negotiations to merge the activities of TF1 and M6, creating a major French media group. Based on 2020 proforma figures, the merged entity would generate revenues of €3.4 billion and current operating profit of €461 million. Bouygues and RTL Group support the transaction, on completion of which they would hold 30% and 16% of the new entity respectively, following the acquisition by Bouygues of an 11% stake from RTL Group for €641 million. Bouygues would be the controlling shareholder, and would act in concert with RTL Group in a strategic partnership. The proposal has been approved unanimously by the Boards of Directors of TF1, Bouygues and RTL Group, and by the Supervisory Board of M6. It remains subject to consultation with employee representative bodies, regulatory approvals from the French competition authority (ADLC) and French broadcasting industry regulator (CSA), and to approval by shareholder meetings. Closing of the transaction is expected by the end of 2022.

## **Note 2**      Group accounting policies

### **2.1**      Declaration of compliance

The interim condensed consolidated financial statements of Bouygues and its subsidiaries (“the Group”) for the three months ended 31 March 2021 were prepared in accordance with IAS 34, “Interim Financial Reporting”, a standard issued by the International Accounting Standards Board (IASB) and endorsed by the European Union. Because they are condensed, these financial statements do not include all the information required under the standards issued by the IASB, and should be read in conjunction with the full-year financial statements of the Bouygues group for the year ended 31 December 2020 as presented in the Universal Registration Document filed with the AMF on 17 March 2021.

The financial statements were prepared in accordance with the standards issued by the IASB as endorsed by the European Union and applicable as of 31 March 2021. Those standards (collectively referred to as “IFRS”) comprise International Financial Reporting Standards (IFRSs), International Accounting Standards (IASs), and interpretations issued by the IFRS Interpretations Committee – previously the International Financial Reporting Interpretations Committee (IFRIC), itself the successor body to the Standing Interpretations Committee (SIC). The Group has not early adopted as of 31 March 2021 any standard or interpretation not endorsed by the European Union.

Unless otherwise indicated, the financial statements are presented in millions of euros, the currency in which the majority of the Group’s transactions are denominated; they comprise the balance sheet, the income statement, the statement of recognised income and expense, the statement of changes in shareholders’ equity, the cash flow statement, and the notes to the financial statements.

### **2.2**      Basis of preparation of the financial statements

The condensed interim consolidated financial statements of the Bouygues group include the financial statements of Bouygues SA and its five business segments.

They were closed off by the Board of Directors on 19 May 2021.

The interim condensed consolidated financial statements for the three months ended 31 March 2021 were prepared in accordance with IFRS using the historical cost convention, except for certain financial assets and liabilities measured at fair value where this is required under IFRS. They include comparatives with the financial statements for the year ended 31 December 2020 and the three months ended 31 March 2020; the balance sheets as of those dates have been restated to reflect the final decision of the IFRS Interpretations Committee of 26 November 2019 and the summary conclusion issued on 3 July 2020 by the ANC (the French national accounting standard-setter) on the lease terms to be applied under IFRS 16. That conclusion led the Group to reassess its lease terms during the fourth quarter of 2020. Based on the analysis performed, the only business segment affected was Bouygues Telecom; in particular, the lease terms applied to radio sites were revised upward to ensure consistency with depreciation periods applied to non-movable fixtures and fittings. The effect was to increase right-of-use assets and lease obligations by €126 million as of 1 January 2020 and by €104 million as of 31 March 2020, with no impact on equity.

In preparing the interim condensed consolidated financial statements, management used estimates and assumptions as described in Note 2.2 to the consolidated financial statements for the year ended 31 December 2020.

Accounting policies specific to the interim condensed consolidated financial statements are as follows:

- Income taxes of consolidated entities for interim periods are assessed in accordance with IAS 34: the income taxes of each entity for the period are recognised on the basis of the best estimate of the average annual effective income tax rate for the financial year (except in the case of holding companies, which recognise income taxes on the basis of the actual tax position at the end of the period).

- Employee benefit expenses for interim periods are recognised pro rata based on the estimated expense for the full year, calculated using the actuarial assumptions and projections applied as of 31 December 2020. Employee headcount, salaries and actuarial assumptions may be revised where the impact is material.

As of 31 March 2021, the impact of an additional increase or decrease in discount rates within and outside France would be as follows:

	Assumption	Increase	Decrease
Lump-sum retirement benefits (France)	50 basis points	(41)	46
Pensions (outside France)	20 basis points	(22)	23

### 2.3 New accounting standards and interpretations

The Bouygues group applied the same standards, interpretations and accounting policies in the three months ended 31 March 2021 as were applied in its consolidated financial statements for the year ended 31 December 2020, except for changes required to meet new IFRS requirements applicable as of 1 January 2021 (see below).

- Principal amendments effective within the European Union and mandatorily applicable as of 1 January 2021
  - Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16

On 27 August 2020, the IASB issued amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 (phase 2) in connection with interest rate benchmark reform. Those amendments were endorsed by the European Union on 13 January 2021, and are applicable retrospectively from 1 January 2021.

The impact of the amendments on the Group is immaterial.

### 2.4 Seasonal fluctuations

Sales and operating profit are subject to strong seasonal fluctuations due to low activity levels during the first quarter, primarily at Colas due to weather conditions. The extent of those fluctuations varies from year to year. In accordance with IFRS, sales for interim accounting periods are recognised on the same basis as full-year sales.

## Note 3 Non-current assets

### 3.1 Goodwill

#### 3.1.1 Movement in the carrying amount of goodwill during the period

	Carrying amount
<b>31/12/2020</b>	<b>7,232</b>
Changes in scope of consolidation	(8)
Impairment losses charged during the period	
Other movements (including translation adjustments)	(124)
<b>31/03/2021</b>	<b>7,100</b>

The decrease during the first quarter of 2021 relates mainly to fair value remeasurements made in order to recognise acquired intangible assets (customer base) as part of the purchase price allocation on Bouygues Telecom Business Distribution (BTBD, formerly EIT) and amounting to €132 million net of deferred taxes.

As of 31 March 2021, the goodwill relating to BTBD – a material acquisition, for which the purchase price allocation period was still in progress as of 31 December 2020 – was determined as follows:

	BTBD (formerly EIT)
<b>CGU</b>	<b>Bouygues Telecom</b>
<b>Purchase price (I)</b>	<b>824</b>
<b>Net assets acquired, excluding goodwill (II)</b>	
Non-current assets	(59)
Current assets	(109)
Non-current liabilities	5
Current liabilities	110
<b>Purchase price allocation (III)</b>	
Remeasurement of acquired intangible assets	(179)
Remeasurement of acquired property, plant and equipment	
Other remeasurements (including deferred taxes)	32
<b>Unacquired portion</b>	
<b>Goodwill (I)+(II)+(III)</b>	<b>624</b>
Translation adjustments	
Goodwill at 31/03/2021	<b>624</b>

#### 3.1.2 Allocation of goodwill by Cash Generating Unit (CGU)

CGU	31/03/2021		31/12/2020	
	Total	% Bouygues or subsidiaries	Total	% Bouygues or subsidiaries
Bouygues Construction <sup>a</sup>	1,074	100.00	1,079	99.97
Colas <sup>b</sup>	1,331	96.87	1,319	96.87
TF1 <sup>b</sup>	1,348	43.70	1,355	43.70
Bouygues Telecom <sup>b</sup>	3,347	90.53	3,479	90.53
<b>TOTAL</b>	<b>7,100</b>		<b>7,232</b>	

(a) Only includes goodwill on subsidiaries acquired by the CGU.

(b) Includes goodwill on subsidiaries acquired by the CGU and on acquisitions made at parent company (Bouygues SA) level for the CGU.

In the absence of any indication of potential impairment, the goodwill recognised as of 31 March 2021 was not subject to any further impairment testing.



## 3.2 Investments in joint ventures and associates

An analysis by business segment of the share of net profits/losses of joint ventures and associates is provided in Note 11.

	Carrying amount
<b>31/12/2020</b>	<b>1,542</b>
Share of net profit/(loss) for the period	105
Translation adjustments	50
Other income and expense recognised directly in equity	(15)
<b>Net profit/(loss) and other recognised income and expense</b>	<b>140</b>
Appropriation of prior-year profit, dividends distributed, acquisitions and capital increases, disposals, transfers and other movements	(459)
<b>31/03/2021</b>	<b>1,223</b>

The carrying amount of investments in joint ventures and associates decreased by €319 million in the period. This mainly comprises (i) the profit contribution from Alstom of €120 million and (ii) a reduction of €437 million in the carrying amount of the investment in Alstom, largely as a result of the transactions involving Alstom's share capital during the first quarter of 2021.

The net profit contribution from Alstom recognised by Bouygues in the first quarter of 2021 was calculated on the basis of the results published by Alstom on 11 May 2021 for its 2020/2021 financial year. Given the time-lag between the accounting year-ends of Alstom (31 March) and Bouygues (31 December), the Bouygues group's net profit contribution from Alstom for the first half of Alstom's 2020/2021 financial year was recognised in the Bouygues financial statements for the nine months ended 30 September 2020.

The net profit contribution from Alstom for the first quarter of 2021 was €120 million (versus €35 million for the first quarter of 2020), and includes (i) a €56 million gain on dilution following the two rights issues carried out in the first quarter of 2021 (see Note 1.1); (ii) a gain of €59 million (net of transaction costs and taxes) following the sale by Bouygues of 12 million Alstom shares (a 3.23% equity interest); and (iii) the Bouygues group's €5 million share of the net profit generated by Alstom in the second half of its 2020/2021 financial year.

As of 31 March 2021, the retained 3.12% equity interest in Alstom had a carrying amount of €394 million in the Bouygues financial statements, including €99 million of goodwill and €14 million of fair value remeasurements relating mainly to the Alstom brand name. That compares with a carrying amount of €711 million as of 31 December 2020.

As of 31 March 2021, the quoted market price of Alstom shares (€42.52) was still 25% higher than the consolidated carrying amount (€34.05), confirming that there are no impairment losses to be recognised. That conclusion is supported by the €51.76 three-month median consensus forecast for the Alstom share price as of 16 May 2021.

As of 31 March 2021, the investment in SDAIF had a carrying amount of €288 million in the Bouygues balance sheet, including the €4 million share of SDAIF's net loss for the period.

## Note 4 Consolidated shareholders' equity

### Share capital of Bouygues SA

As of 31 March 2021, the share capital of Bouygues SA consisted of 380,799,396 shares with a par value of €1.

	31/12/2020	Movements during the 1st quarter of 2021		31/03/2021
		Increases	Reductions	
Shares	380,759,842	39,554 <sup>a</sup>		380,799,396
<b>NUMBER OF SHARES</b>	<b>380,759,842</b>	<b>39,554</b>		<b>380,799,396</b>
Par value	€1			€1
<b>SHARE CAPITAL (€)</b>	<b>380,759,842</b>	<b>39,554</b>		<b>380,799,396</b>

(a) The increase in share capital was due to 39,554 new shares being issued on exercise of stock options in the first quarter of 2021.

## Note 5 Non-current and current provisions

### 5.1 Non-current provisions

	Employee benefits <sup>a</sup>	Litigation and claims <sup>b</sup>	Guarantees given <sup>c</sup>	Other non-current provisions <sup>d</sup>	Total
<b>31/12/2020</b>	<b>958</b>	<b>282</b>	<b>378</b>	<b>627</b>	<b>2,245</b>
Translation adjustments	5	1	2	3	11
Changes in scope of consolidation				(3)	(3)
Charges to provisions	26	8	13	10	57
Reversals of provisions (utilised or unutilised)	(15)	(21)	(12)	(11)	(59) <sup>e</sup>
Actuarial gains and losses	(4)				(4)
Transfers and other movements				14	14
<b>31/03/2021</b>	<b>970</b>	<b>270</b>	<b>381</b>	<b>640</b>	<b>2,261</b>

<b>(a) Employee benefits</b>	<b>970</b>	<b>Principal segments involved:</b>	
Lump-sum retirement benefits	630	Bouygues Construction	324
Long-service awards	137	Colas	436
Pensions	203	TF1	54
		Bouygues Telecom	111
<b>(b) Litigation and claims</b>	<b>270</b>	Bouygues Construction	103
Provisions for customer disputes	93	Bouygues Immobilier	20
Subcontractor claims	44	Colas	87
Employee-related and other litigation and claims	133	Bouygues Telecom	53
<b>(c) Guarantees given</b>	<b>381</b>	Bouygues Construction	289
Provisions for 10-year construction guarantees	258	Bouygues Immobilier	23
Provisions for additional building/civil engineering/civil works guarantees	123	Colas	69
<b>(d) Other non-current provisions</b>	<b>640</b>	Bouygues Construction	121
Provisions for miscellaneous foreign risks	47	Colas	336
Provisions for risks on non-controlled entities	98	Bouygues Telecom	134
Dismantling and site rehabilitation	327		
Provisions for social security inspections	110		
Other non-current provisions	58		
<b>(e) Including reversals of unutilised provisions in the first quarter of 2021</b>	<b>(12)</b>		

## 5.2 Current provisions

Provisions related to the operating cycle

	Provisions for customer warranties	Provisions for project risks and project completion <sup>a</sup>	Provisions for expected losses to completion <sup>a</sup>	Other current provisions <sup>b</sup>	Total
<b>31/12/2020</b>	<b>44</b>	<b>383</b>	<b>498</b>	<b>317</b>	<b>1,242</b>
Translation adjustments	1	4	7	2	14
Changes in scope of consolidation	(1)			1	
Charges to provisions	2	33	71	30	136
Reversals of provisions (utilised or unutilised)	(1)	(44)	(82)	(55)	(182) <sup>c</sup>
Transfers and other movements			1	9	10
<b>31/03/2021</b>	<b>45</b>	<b>376</b>	<b>495</b>	<b>304</b>	<b>1,220</b>

### (a) Mainly Bouygues Construction and Colas

Individual project provisions are not disclosed for confidentiality reasons.

### (b) Other current provisions:

Reinsurance provisions	42	Bouygues Construction	135
Restructuring provisions	15	Bouygues Immobilier	25
Site rehabilitation (current portion)	16	Colas	100
Miscellaneous current provisions	231	TF1	17

### (c) Includes reversals of unutilised provisions in the first quarter of 2021

### 304 Principal segments involved:

	(25)		
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## Note 6 Non-current and current debt

### 6.1 Breakdown of debt

	Current debt		Non-current debt	
	31/03/2021	31/12/2020	31/03/2021	31/12/2020
Bond issues	855	90	3,012	3,811
Bank borrowings	612	299	1,286	1,344
Other borrowings	87	85	397	389
<b>TOTAL NON-CURRENT AND CURRENT DEBT</b>	<b>1,554</b>	<b>474</b>	<b>4,695</b>	<b>5,544</b>

Non-current debt decreased by €849 million in the first quarter of 2021, and current debt increased by €1,080 million, mainly due to the reclassification of the €800 million Bouygues SA bond issue maturing in February 2022 from non-current to current.

### 6.2 Covenants and trigger events

All bond issues contain a change of control clause relating to Bouygues SA.

The bank credit facilities contracted by Bouygues SA contain no financial covenants or trigger event clauses. The same applies to facilities used by Bouygues SA subsidiaries, except for the financing obtained by Colas in Canada (drawdown of €202 million as of 31 March 2021), which temporarily includes a leveraged covenant clause based on the debt to EBITDA ratio as defined in the contract.

## Note 7 Change in net debt

	31/12/2020	Translation adjustments	Changes in scope of consolidation	Cash flows	Fair value adjustments	Other movements	31/03/2021
Cash and cash equivalents	4,224	30	(5)	(355)		(17)	3,877
Overdrafts and short-term bank borrowings	(187)	15		(121)		17	(276)
<b>NET CASH POSITION (A)</b>	<b>4,037</b>	<b>45<sup>a</sup></b>	<b>(5)<sup>a</sup></b>	<b>(476)<sup>a</sup></b>			<b>3,601</b>
Non-current debt	5,544	13		137 <sup>b</sup>	(3)	(996) <sup>c</sup>	4,695
Current debt	474	9		74 <sup>b</sup>		997 <sup>c</sup>	1,554
Financial instruments, net				<sup>b</sup>	(5)		(5)
<b>TOTAL DEBT (B)</b>	<b>6,018</b>	<b>22</b>		<b>211</b>	<b>(8)</b>	<b>1</b>	<b>6,244</b>
<b>NET DEBT (A) - (B)</b>	<b>(1,981)</b>	<b>23</b>	<b>(5)</b>	<b>(687)</b>	<b>8</b>	<b>(1)</b>	<b>(2,643)</b>

(a) Decrease of €436m in the net cash position in the first quarter of 2021, as analysed in the cash flow statement.

(b) Net cash inflow of €211m in the first quarter of 2021, as analysed in the cash flow statement, and comprising total inflows of €322m and total outflows of €111m.

(c) Includes €800m for the reclassification of the Bouygues SA bond issue maturing in February 2022 from non-current to current.

## Note 8 Sales

	1st quarter of 2021				1st quarter of 2020			
	France	International	Total	%	France	International	Total	%
Bouygues Construction	1,295	1,736	3,031	39	1,112	1,811	2,923	40
Bouygues Immobilier	427	25	452	6	344	29	373	5
Colas	1,158	850	2,008	26	1,018	934	1,952	27
TF1	458	43	501	7	438	40	478	7
Bouygues Telecom	1,738		1,738	22	1,482		1,482	21
Bouygues SA & other	2	10	12		5	6	11	
<b>CONSOLIDATED SALES</b>	<b>5,078</b>	<b>2,664</b>	<b>7,742</b>	<b>100</b>	<b>4,399</b>	<b>2,820</b>	<b>7,219</b>	<b>100</b>

Refer to Note 11 for an analysis of sales by category and business segment.

## Note 9 Operating profit

	1st quarter	
	2021	2020
<b>CURRENT OPERATING PROFIT/(LOSS)</b>	<b>(77)</b>	<b>(242)</b>
Other operating income	62	3
Other operating expenses	(6)	(1)
<b>OPERATING PROFIT/(LOSS)</b>	<b>(21)</b>	<b>(240)</b>

Refer to Note 11 for an analysis of current operating profit and operating profit by business segment.

The components of “Other operating income” and “Other operating expenses” are as follows:

### 1st quarter of 2021

Items related to Bouygues Telecom and Bouygues Immobilier representing net income of €56 million, comprising:

- a €62 million gain on the sale of data centres, partly offset by €2 million of network sharing costs (Bouygues Telecom);
- €4 million of net restructuring costs (Bouygues Immobilier).

### 1st quarter of 2020

Items related to Bouygues Telecom representing net income of €2 million, comprising a €3 million gain on disposals of sites to Cellnex, partly offset by €1 million of network sharing costs.

## Note 10 Income taxes

Bouygues recognised a net income tax gain of €16 million in the first quarter of 2021.

	1st quarter	
	2021	2020
<b>INCOME TAX GAIN/(EXPENSE)</b>	16	85

The effective tax rate was 20% in the first quarter of 2021, versus 28% in the first quarter of 2020. The main impacts on the 2021 first-quarter effective tax rate were due to (i) tax losses outside France for which no deferred tax asset was recognised, and (ii) the reduction in the standard French tax rate from 32.02% to 28.41%.

## Note 11 Segment information

The tables below show the contribution made by each business segment to key items in the income statement, balance sheet and cash flow statement:

	Bouygues Construction	Bouygues Immobilier	Colas	TF1	Bouygues Telecom	Bouygues SA & other	Total
<b>INCOME STATEMENT: 1st quarter of 2021</b>							
Advertising				358			358
Sales of services	966	15	78	134	1,363	51	2,607
Other sales from construction businesses	2,071	437	1,592				4,100
Other revenues	21		350	18	380		769
Total sales	3,058	452	2,020	510	1,743	51	7,834
Inter-segment sales	(27)		(12)	(9)	(5)	(39)	(92)
<b>THIRD-PARTY SALES</b>	<b>3,031</b>	<b>452</b>	<b>2,008</b>	<b>501</b>	<b>1,738</b>	<b>12</b>	<b>7,742</b>
<b>CURRENT OPERATING PROFIT/(LOSS)</b>	<b>81</b>	<b>4</b>	<b>(277)</b>	<b>57</b>	<b>76</b>	<b>(18)</b>	<b>(77)</b>
<b>OPERATING PROFIT/(LOSS)</b>	<b>81</b>		<b>(277)</b>	<b>57</b>	<b>136</b>	<b>(18)</b>	<b>(21)</b>
Share of net profits/(losses) of joint ventures and associates	2	(4)	(2)	(6)	(4)	119	105
<b>NET PROFIT/(LOSS) ATTRIBUTABLE TO THE GROUP</b>	<b>57</b>	<b>(7)</b>	<b>(220)</b>	<b>15</b>	<b>80</b>	<b>96</b>	<b>21</b>

	Bouygues Construction	Bouygues Immobilier	Colas	TF1	Bouygues Telecom	Bouygues SA & other	Total
<b>INCOME STATEMENT: 1st quarter of 2020</b>							
Advertising				356			356
Sales of services	947	12	83	121	1,205	47	2,415
Other sales from construction businesses	1,962	361	1,549				3,872
Other revenues	22		327	17	282		648
Total sales	2,931	373	1,959	494	1,487	47	7,291
Inter-segment sales	(8)		(7)	(16)	(5)	(36)	(72)
<b>THIRD-PARTY SALES</b>	<b>2,923</b>	<b>373</b>	<b>1,952</b>	<b>478</b>	<b>1,482</b>	<b>11</b>	<b>7,219</b>
<b>CURRENT OPERATING PROFIT/(LOSS)</b>	<b>39</b>	<b>(16)</b>	<b>(370)</b>	<b>42</b>	<b>68</b>	<b>(5)</b>	<b>(242)</b>
<b>OPERATING PROFIT/(LOSS)</b>	<b>39</b>	<b>(16)</b>	<b>(370)</b>	<b>42</b>	<b>70</b>	<b>(5)</b>	<b>(240)</b>
Share of net profits/(losses) of joint ventures and associates		(1)	(9)	(1)		36	25
<b>NET PROFIT/(LOSS) ATTRIBUTABLE TO THE GROUP</b>	<b>22</b>	<b>(15)</b>	<b>(290)</b>	<b>11</b>	<b>36</b>	<b>32</b>	<b>(204)</b>

	Bouygues Construction	Bouygues Immobilier	Colas	TF1	Bouygues Telecom	Bouygues SA & other	Total
<b>Current operating profit/(loss)</b>	<b>81</b>	<b>4</b>	<b>(277)</b>	<b>57</b>	<b>76</b>	<b>(18)</b>	<b>(77)</b>
• Interest expense on lease obligations	(2)		(4)	(1)	(6)		(13)
<b>Elimination of net depreciation and amortisation expense and of net charges to provisions and impairment losses:</b>							
• Net depreciation and amortisation expense on property, plant and equipment and intangible assets	49	3	66	84	258	2	462
• Charges to provisions and impairment losses, net of reversals due to utilisation	9		(11)	(9)	7	11	7
<b>Elimination of items included in other income from operations:</b>							
• Reversals of unutilised provisions and impairment and other items	(21)	(6)	(19)	(3)	(5)		(54)
<b>EBITDA AFTER LEASES: 1st quarter of 2021</b>	<b>116</b>	<b>1</b>	<b>(245)</b>	<b>128</b>	<b>330</b>	<b>(5)</b>	<b>325</b>

	Bouygues Construction	Bouygues Immobilier	Colas	TF1	Bouygues Telecom	Bouygues SA & other	Total
<b>Current operating profit/(loss)</b>	<b>39</b>	<b>(16)</b>	<b>(370)</b>	<b>42</b>	<b>68</b>	<b>(5)</b>	<b>(242)</b>
• Interest expense on lease obligations	(2)		(4)	(1)	(6)	(1)	(14)
<b>Elimination of net depreciation and amortisation expense and of net charges to provisions and impairment losses:</b>							
• Net depreciation and amortisation expense on property, plant and equipment and intangible assets	48	2	70	56	224	3	403
• Charges to provisions and impairment losses, net of reversals due to utilisation	(9)	(7)	5	(7)	20	(7)	(5)
<b>Elimination of items included in other income from operations:</b>							
• Reversals of unutilised provisions and impairment and other items	(39)	(5)	(15)	(2)	(7)		(68)
<b>EBITDA AFTER LEASES: 1st quarter of 2020</b>	<b>37</b>	<b>(26)</b>	<b>(314)</b>	<b>88</b>	<b>299</b>	<b>(10)</b>	<b>74</b>

	Bouygues Construction	Bouygues Immobilier	Colas	TF1	Bouygues Telecom	Bouygues SA & other	Total
<b>Financial indicators: balance sheet at 31/03/2021</b>							
<b>NET SURPLUS CASH/(NET DEBT)</b>	<b>2,566</b>	<b>(336)</b>	<b>(441)</b>	<b>50</b>	<b>(1,856)</b>	<b>(2,626)</b>	<b>(2,643)</b>
<b>Financial indicators: balance sheet at 31/12/2020</b>							
<b>NET SURPLUS CASH/(NET DEBT)</b>	<b>3,143</b>	<b>(306)</b>	<b>(7)</b>	<b>(1)</b>	<b>(1,740)</b>	<b>(3,070)</b>	<b>(1,981)</b>



	Bouygues Construction	Bouygues Immobilier	Colas	TF1	Bouygues Telecom	Bouygues SA & other	Total
<b>Other financial indicators: 1st quarter 2021</b>							
Cash flow after cost of net debt, interest expense on lease obligations and income taxes paid (I)	129	7	(237)	117	339	(30)	325
Acquisitions of property, plant & equipment and intangible assets, net of disposals (II)	(16)	(1)	(11)	(49)	(269)	(1)	(347)
Repayment of lease obligations (III)	(22)	(2)	(26)	(5)	(36)		(91)
<b>FREE CASH FLOW (I) + (II) + (III)</b>	<b>91</b>	<b>4</b>	<b>(274)</b>	<b>63</b>	<b>34</b>	<b>(31)</b>	<b>(113)</b>
<b>CHANGES IN WORKING CAPITAL RELATED TO OPERATING ACTIVITIES (INCLUDING CURRENT IMPAIRMENT AND PROVISIONS)</b>							
	(705)	(35)	(118)	4	(74)	(18)	(946)
<b>Other financial indicators: 1st quarter 2020</b>							
Cash flow after cost of net debt, interest expense on lease obligations and income taxes paid (I)	103	(24)	(311)	82	315	(20)	145
Acquisitions of property, plant & equipment and intangible assets, net of disposals (II)	(14)	(2)	(35)	(63)	(344)	1	(457)
Repayment of lease obligations (III)	(25)	(2)	(23)	(5)	(35)		(90)
<b>FREE CASH FLOW (I) + (II) + (III)</b>	<b>64</b>	<b>(28)</b>	<b>(369)</b>	<b>14</b>	<b>(64)</b>	<b>(19)</b>	<b>(402)</b>
<b>CHANGES IN WORKING CAPITAL RELATED TO OPERATING ACTIVITIES (INCLUDING CURRENT IMPAIRMENT AND PROVISIONS)</b>							
	(554)	(98)	(140)	91	(152)	(17)	(870)

## Note 12 Off balance sheet commitments

There have been no material changes in off balance sheet commitments since 31 December 2020.