2014 HALF YEAR RESULTS July 30<sup>th</sup> 2014 - **1** -







MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH



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# 2014 HALF YEAR RESULTS

**JULY 30<sup>TH</sup>, 2014** 

2014 HALF YEAR RESULTS July 30<sup>th</sup> 2014 - 2 -

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## **HIGHLIGHTS**

## Jean-Louis CHAUSSADE Chief Executive Officer







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## **AGENDA**

- HIGHLIGHTS & KEY FIGURES
- → **NEW SERVICES**: ADAPT MARKETING EFFORTS TO ACCELERATE THE ROLL-OUT OF THE GROUP'S STRATEGY
- → **RECOVERY**: KEEPING ONE STEP AHEAD
- → INTERNATIONAL: DEVELOP LOCAL SPECIFIC SOLUTIONS TO SUCCESSFULLY FIT CLIENTS' NEEDS
- → INDUSTRIAL WATER: ACCELERATE DEVELOPMENTS TO CAPTURE ORGANIC GROWTH OF PROMISING SECTORS
- → **CONCLUSION**: CONVERTING OUR VISION OF "SMART AND SUSTAINABLE ENVIRONNEMENT" INTO VALUE



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## H1 2014 HIGHLIGHTS

#### **ACCELERATING DEVELOPMENTS IN PROMISING BUSINESSES**

STRENGTHENED SHAREHOLDING STRUCTURE LA CAIXA, NEW LONG TERM SHAREHOLDER

- → Complete integration of Agbar
- → Reinforced positioning in water in **Spain & Chile**
- → Ongoing strategic partnership with la Caixa in Spain
- → Accelerated developments in **new water services**
- → Accretive transaction from 2015 on Net Income Group share (≥€25m) and EPS

DEVELOPMENTS
GENERATING
FUTURE
GROWTH

- → Increased stake in Italian water market leader: ACEA
- → Development in waste recovery: Nordic Recycling (UK) acquisition, commissionning of South Tyne & Wear (UK), Clermont Ferrand (France) EfW plants, and High 5 (state of the art glass optical sorting unit in Belgium)
- → Selective acquisitions in **industrial markets**: Process Group (Australia, Middle-East), MAILS (Australia), partnerships with Evatherm (Switzerland)
- → Sale of non core mature asset, CEM (electricity in Macau) in excellent conditions



VALUE CREATIVE DEVELOPMENTS
IN STRATEGIC PRIORITIES

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## **H1 2014 HIGHLIGHTS**

#### STRONG MOMENTUM WITH SUSTAINED COMMERCIAL SUCCESSES

SOLID H1
PERFORMANCE
IN LINE WITH
GUIDANCE

- → EBITDA: +1.6% organic growth
- → Strong increase in Net Result Group share: +112%
- → High capital gain: €+129m
- → Net Debt/Ebitda ratio: reduced to 2,8x

SUCCESSFUL COMMERCIAL ACTIVITY ON OUR 4 STRATEGIC PRIORITIES

- → Smart Water & concessions: 1.8 million cumulated smart meters sold in Europe, Canal de Navarra (Spain, 70 M€, 30y), Versailles-Saint Cloud (France, c. 250m€, 12y)
- → Waste recovery: Le Grand Narbonne ("ecopole", 250m€, 20y), Le Havre (EfW, 180m€, 10y), production of alternative fuel for RWE (wood) and Cemex (RDF)
- → Industrial water: Petrobras, BP, PetroChina (Oil & gas), Heineken (Beverage), Codelco (Mining), Klabin (Paper)
- International: Nassau (US, €0.9bn, 20y), Nantong (China, hazardous EfW, 575m€, 30y), Meknes (Morrocco, 90m€, 20y), Edmonton (Canada, 54m€, 5y)



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#### ANTICIPATIVE STRATEGY ON CHANGING BUSINESSES

#### **NEW PROGRESSES IN H1 2014**

ENHANCE CORE BUSINESS PERFORMANCE

- → Water Europe: dynamic commercial strategy (positive net commercial activity in H1) and sharing of best practices between France and Spain
- → Waste Europe: anticipating regulatory changes & commisioning state of the art units
- → International: good commercial activity and positive prospects

INNOVATE TO CAPTURE NEW GROWTH OPPORTUNITIES

- → Intensifying efforts on the strategic priorities
  - Advanced solutions in water (Aquadvanced ™ & Influx™)
  - Implementation of a European waste trading platform
  - Integration of International commercial teams
  - Strong dedication to address industrial clients
- → Increasing innovation: Blue Orange new investments (AgriEsprit)



**EFFICIENT AND RELEVANT TWOFOLD STRATEGY** 

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#### **NEW SERVICES IN WATER: DEPLOYING OUR STRATEGY**

#### LOCAL & GLOBAL STRATEGY TO ENHANCE OUR POSITIONS

## Advanced solutions: solutions with european and international roll-out

## **SMART SOLUTIONS**

- → Smart metering deployed all around Europe: France, Spain, Italy
- → Advanced solutions for water & waste water networks: real time optimization

## REVENUE MANAGEMENT SOLUTIONS

- → Services to clients: alerts, leaks detection...
- Deployment of billing solutions (tools & services) in France, Spain and Chile

# INNOVATIVE TECHNOLOGIES FOR NETWORK EFFICIENCY

- → Ice-pigging: water pipe cleaning (Spain, Chile, Australia, UK, US)
- → Degrés Bleus : heating recovery from waste water (France, ...)
- → Idroloc : helium gas leak detection (Spain, Chile, Perú, Brasil, UK, US)

#### Other new services

SOLUTIONS
DEVELOPPED TO
ANSWER NEW
MARKET & CLIENT
NEEDS LOCALLY

- → Smart Building services
- → Laboratory
- → Irrigation, training
- → Marinas & commercial ports, rivers dredging, swimming pools operation

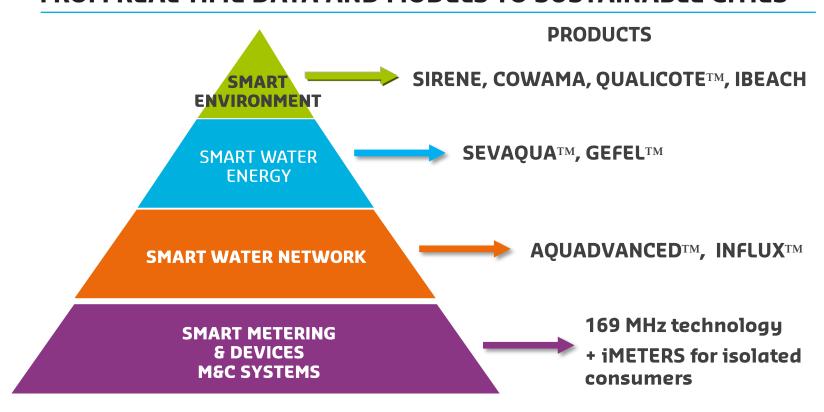


ORGANIZING OUR OFFER TO INCREASE OUR MARKET SHARE AND STRENGTHEN DIFFERENTIATION

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### **ADVANCED SOLUTIONS**

#### FROM REAL TIME DATA AND MODELS TO SUSTAINABLE CITIES



#### **MAIN REFERENCES**

- → Smart metering: More than 1,8 million smart meters sold (Malta 245 000, Alicante 200 000, SNCF 8 000)
- → Smart drinking water: Barcelona, Dreux, Casablanca, Macao, Wetchester (USA)
- → Smart waste water: SIAAP (Île de France), Bordeaux, Marseille, Barcelona
- → Smart Environment: Ecological enhancement of the Port of Marseille, COWAMA™ & Ibeach in many French and Spanish coastal cities



## WASTE RECOVERY: KEEPING ONE STEP AHEAD

#### INNOVATE IN HIGHER VALUE SOLUTIONS

## BE AT THE FOREFRONT IN ENERGY PRODUCTION OF NON RECYCLABLE WASTE

- → Enlarging existing expertise in EFW, methanisation & gazeification
- → New technologies through partnerships with:
  - Déinove for ethanol production with specific bacteria
  - Cogebio for syngas from biomass
- → Control of CSR sustainable production for energy intensive industries (long term contract to supply Cemex)



COGEBIO

#### BETTER SORT TO IMPROVE RESOURCE MANAGEMENT...

- → Glass optical sorting in High 5 plant (Belgium)
- → C&D<sup>(1)</sup> waste sorting by robots with Zen Robotics (Finland)



#### ...AND PRODUCE HIGH QUALITY RECYCLATES

- → PET in Regene Atlantique plant (France) → 43% fiber (textile), 38% bottle to bottle, 19% food trays
- → Polypropylene plant in the Netherlands



#### **KEEP BEST IN CLASS OFFERING**

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## **WASTE RECOVERY: KEEPING ONE STEP AHEAD**

## UNIQUE EUROPEAN PLATFORM IN RECYCLATES TRADING





A WORLDWIDE PLAYER IN RECYCLING

2014 HALF YEAR RESULTS July 30<sup>th</sup> 2014 - **12** -

## INTERNATIONAL

## **ACCELERATION OF OUR DEVELOPMENT**

#### **GROW OUR EXISTING POSITIONS**

Nassau: 20-year agreement worth €0.9bn in total to operate, manage and maintain the wastewater treatment plants, pumping stations and sewers in Nassau County, New York.

## LEVERAGE ON HISTORICAL FOOTPRINT FOR DEVELOPMENT MAINLY IN WASTE ACTIVITIES STILL UNDERREPRESENTED

- → Morocco: state-of-the-art facility for landfilling in Meknes
- → China: hazardous EfW plant in Nantong

## PROPOSE FLEXIBLE & TAILOR MADE OFFERS COVERING THE FULL VALUE CHAIN

- → Drinking water distribution improvement contract: Mumbaï
- → Training and knowledge transfer contracts: Baku
- → Management of waste : Edmonton

#### REINFORCE PARTNERSHIPS WITH STRONG LOCAL PLAYERS

- → Chongqing Water Group (China)
- → Aecom (Canada)

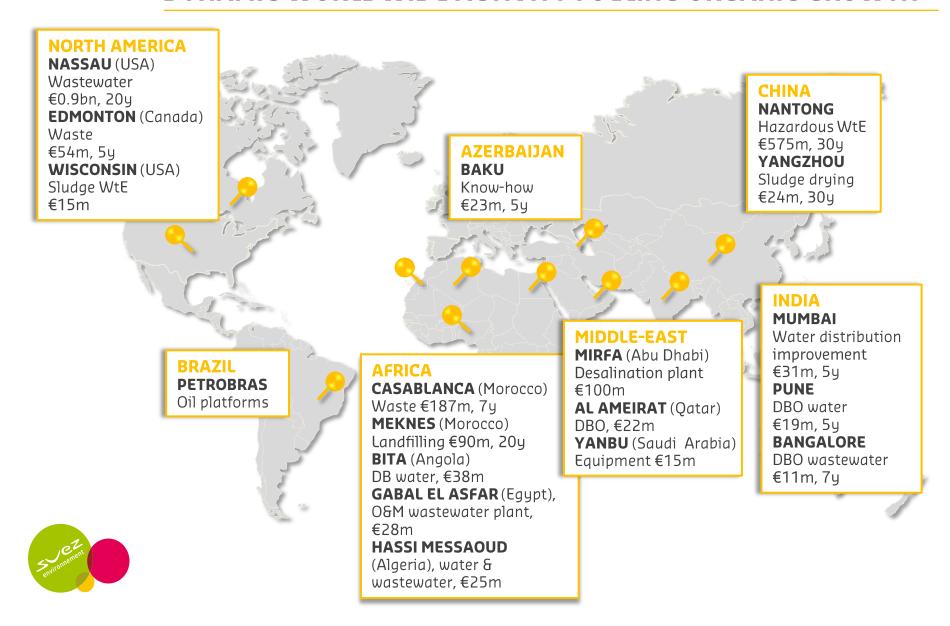


## REINFORCED COMMERCIAL ORGANIZATION TO SERVE OUR GROWTH AMBITIONS

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## INTERNATIONAL

#### DYNAMIC WORLDWIDE ACTIVITY FUELING ORGANIC GROWTH

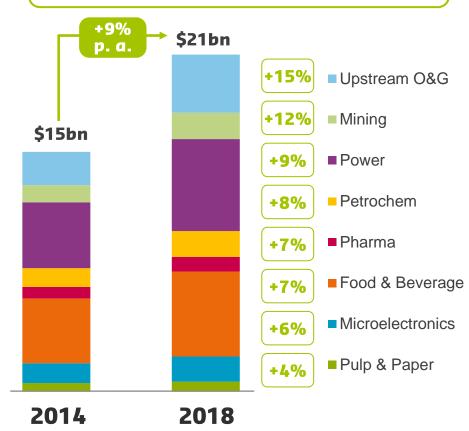


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### INDUSTRIAL WATER: A VERY ATTRACTIVE MARKET

#### TAKING SELECTIVE POSITIONS IN FAST GROWING MARKET

#### INDUSTRIAL WATER MARKET KEY SEGMENTS (2014-2018)





Source: GWI 2014

#### **OUR PRIORITIES**

#### → OIL & GAS

- Upstream (Onshore and offshore)
- Refining & Petrochem (Middle-East, China, USA, Canada)
- Unconventional Oil & Gas (North America & China)

#### → MINING

Desalination (North America and Latin America)

#### → POWFR

Services, O&M and mobiles services

#### → PHARMACEUTICALS

Services (Industrial parks)

#### → FOOD & BEVERAGES

Services, O&M (France, UK, Spain)

#### → PULP & PAPER

- Development of Ozonia (UV and ozone disinfection systems)
- Strong presence in Latin America

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## INDUSTRIAL WATER: SPEED UP OUR DEVELOPMENT

#### STRONG AMBITIONS THROUGH ORGANIC AND TUCK-IN DEVELOPMENT

#### **COMMERCIAL SUCCESSES**

- → Reduction of environmental impact
  - Delta Electricity (Australia)
  - PetroChina (China), Qatargas (Qatar)
- Production warranty
  - Klabin (Brazil)
  - Petrobras (Brazil)
  - Codelco (Chile)
- Water and energy consumption optimization
  - West Basin (USA)
  - Tractebel Energia (Brazil)
  - Heineken (UK)
- → Costs and capex control:
  - ENI (Italy), PETROINEOS (UK)

#### **EXTERNAL GROWTH**

- Acquisition of client portfolio to access Tiers-1 industries
  - Shell, BHP Billiton, Chevron, Premier and Exxon Mobil (PG<sup>(1)</sup>)
- Integration of complementary technologies
  - De-oiling (PG<sup>(1)</sup>)
  - Zero liquid discharge (Evatherm)
- → Positions in selected sectors
  - Gold mining (MAILS)
  - Food & beverages, chemical, paper, power (IWM<sup>(2)</sup>)
- Acceleration of expansion in all geographies
  - South East Asia & Middle East (PG<sup>(1)</sup>)



#### BECOME A LEADER IN THE MARKET

## CONCLUSION

#### A NEW STEP AHEAD

- → Reinforcement of our core positions: Spain, Italy, increased stake in regulated businesses, PFI...
- → Strengthened innovation and acquisition of companies able to complement our offer for complex and integrated demands

#### A MORE INTEGRATED ORGANIZATION

- → Transversal approach across geographies and businesses to unify our offer around sustainable management of resources
- → Clear objectives to optimize operating modes and means around the Group

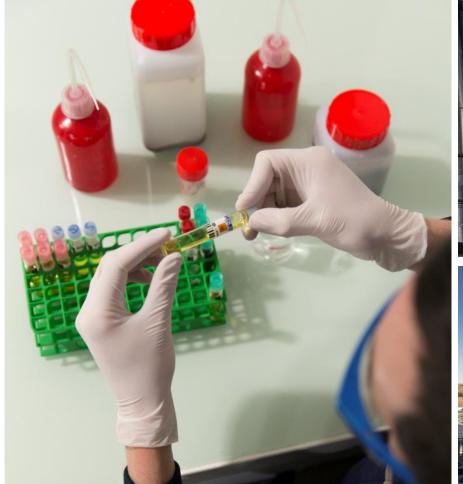


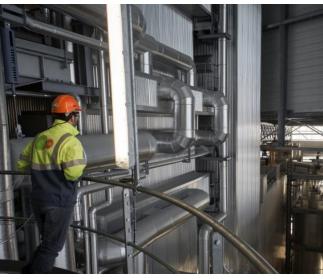
#### **FOR A RESOURCEFUL FUTURE**

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## **FINANCIAL RESULTS**

Jean-Marc BOURSIER
Senior Executive VP Finance and Procurement







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## **SOLID H1 PERFORMANCE**

#### **2014 GUIDANCE REITERATED**

#### - KEY FIGURES -

In €m	H1 2013 Restated	H1 2014	Δ 14/13	Organic growth
REVENUE	7,040	6,891	-2.1%	+0.8%
EBITDA <sup>(1)</sup>	1,229	1,326 <sup>(2)</sup>	+8.0%	+1.6%
EBIT <sup>(1)</sup>	555	658	+18.5%	+1.9%
NET RESULT Group Share	132	280	+112%	
FREE CASH FLOW	210	215	+2.3%	
NET INVESTMENTS	482	497	+1.6%	
NET DEBT	7,798	7,295	-6.5%	
ND/EBITDA	3,1x <sup>(3)</sup>	2,8x	-	

#### **Good operating performance**

- → +1.6% EBITDA organic growth
- → Reduction in capital intensity (EBIT org. growth > EBITDA org. growth)
- → Significant FX effects

#### Strong increase in net profit

- → Solid operating performance
- → €129m capital gain

#### Net debt under control

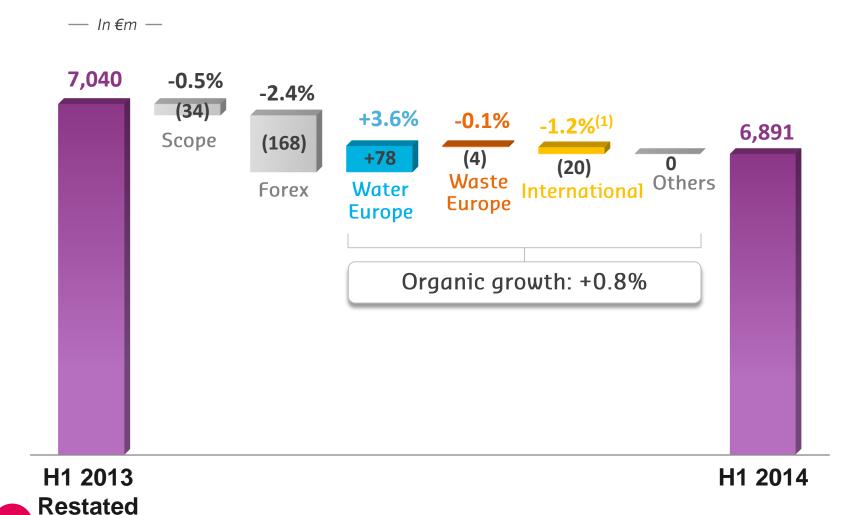
- → ACEA shares and Process Group acquisitions
- → Pro active debt management
- → Reduced leverage



- (1) According to IFRS 10 and 11 rules and Group aggregates definitions, EBITDA, EBIT iclude net result group share of equity accounted entities
- (2) Include a 129m€ capital gain related to the sale of CEM by Sino-French Holdings (equity accounted)
- (3) Reported.

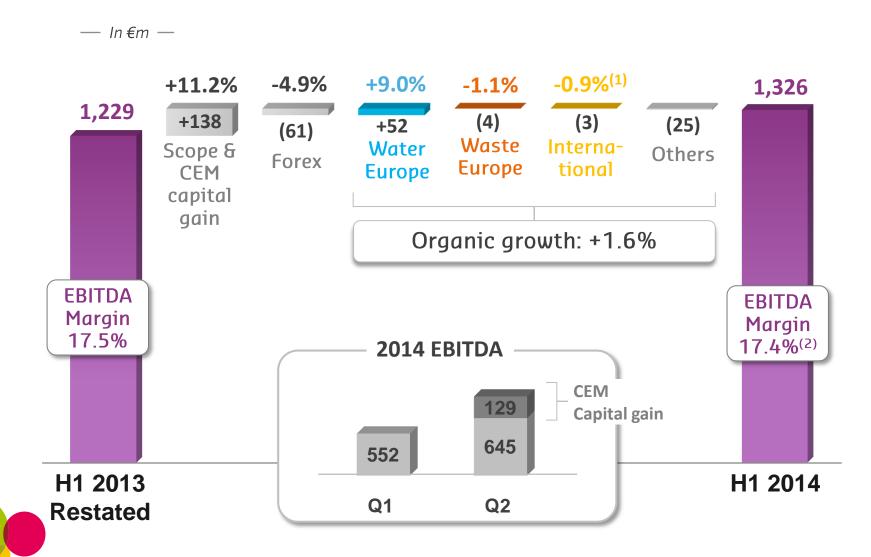
## **H1 2014 REVENUE**

#### STRONG GROWTH IN WATER, NEGATIVE FOREX IMPACT



## **H1 2014 EBITDA**

#### +1.6% ORGANIC GROWTH, STRONG PERFORMANCE OF WATER EUROPE



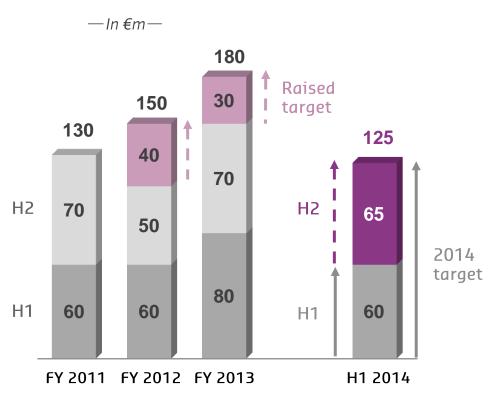
(1) Q2 2013 EBITDA included a 34m€ one-off revenue contribution from Prospect Water Plant in Sydney

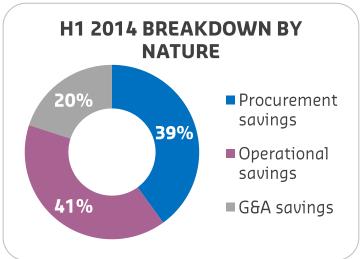
(2) Excluding the capital gain related to the sale of SUEZ ENVIRONNEMENT interest in CEM

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## **COST OPTIMIZATION PLAN ON TRACK**

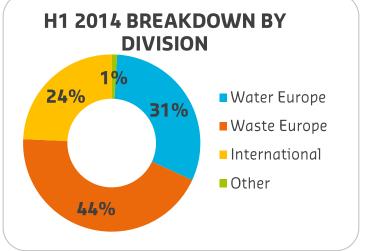
#### **€60M OPEX SAVINGS ACHIEVED IN H1**





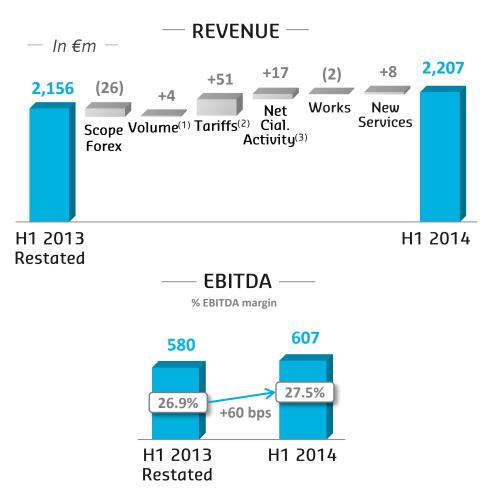






## **WATER EUROPE**

#### **EBITDA MARGIN IMPROVEMENT: +60 BPS**



→ Overall volume increase

Mm³ sold	H1 2014	$\Delta 14/13^{(1)}$
LDEF	336	-0.9%
AGBAR Spain	358	+0.4%
AGBAR Chile	291	+3.1%

#### → Tariff increases

- France:  $+1.2\%^{(2)}$  on DSP<sup>(4)</sup>

- Spain: +3.2%<sup>(5)</sup> average

- Chile: +7.3% average

- → Favorable summer period in Chile
- → Positive commercial activity: +17m€
- → New services: +6% in revenues
- Strong improvement in EBITDA (+9.0% organically) for both LDEF and AGBAR

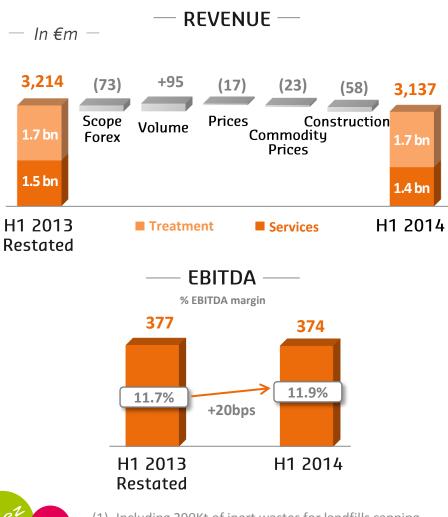


- (1) At iso contracts
- (2) Escalation formula
- (3) Net balance between contracts gained / renewed / lost & amended
- (4) Delegation of public services
- (5) Excluding increase in local taxes and third party revenue; the total tariff increase amounts to +6.9%

2014 HALF YEAR **RESULTS** July 30st 2014 - 23 -

## **WASTE EUROPE**

#### RESILIENT PERFORMANCE



#### → Volumes: weakening Q2 vs Q1

Mt	H1 2014	Δ14/13
Elimination	5.1 <sup>(1)</sup>	-1.9%
Recovery Energy from Waste (EfW) Sorting & Recycling	<b>7.5</b> 3.8 3.7	+3.4% +1.1% +5.5%
Processed volumes	12.6	+1.2% <sup>(2)</sup>

#### → Positive volume effect

- New capacities: Clermont-Ferrand, South Tyne & Wear<sup>(3)</sup>
- Inert waste volumes in the UK
- Sluggish Industrial Production in H1 in Europe

#### → Pressure on prices

- Negative trend in scrap metal (-7%), paper (-6%) & electricity (c.-20€/MWh in France)
- Fierce competition in the Netherlands and municipal collection in Poland

#### → Stable EBITDA

- Improved profitability in the UK
- Temporary difficulties in Poland
- Stable EBITDA in France and Benelux

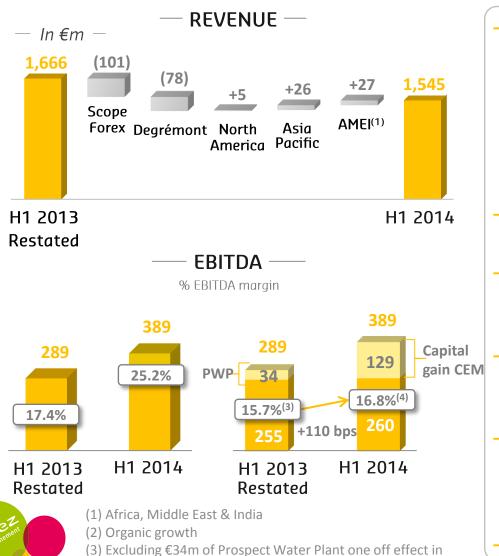


- (1) Including 290Kt of inert wastes for landfills capping
- (2) On a comparable basis
- (3) Clermond-Ferrand and South Tyne EfW are offbalance sheet assets

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## INTERNATIONAL

#### STRONG GROWTH IN ALL GEOGRAPHIES, TEMPORARY DELAY IN DB ACTIVITY



revenue and EBITDA

(4) Excluding CEM capital gain

$\rightarrow$	Volumes evolution	H1 2014	Δ14/13
	Degrémont backlog DB – €bn	0.9	-1.4%
	United Water - Mm³ sold	128	-1.8%
	Lydec - Mm³ sold	71	+2.0%
	Waste Intl. – treated mt	4.1	+2.5%

- → Asia: +5.0%<sup>(2)</sup> with strong waste activity
- → AMEI<sup>(1)</sup>: +8.9%<sup>(2)</sup> benefit from dynamic water & waste activities in Morroco
- → Price increase offset negative volume trend due to rainy spring in the US:
   +2.0%<sup>(2)</sup>
- Degrémont: activity still impacted by delay in contracts coming into force and by H1 2013 one off. Improvement expected in H2.
- → Capital gain on CEM

## H1 2014

#### FROM EBITDA TO INCOME FROM OPERATING ACTIVITIES

In €m	H1 2013 Restated	H1 2014	Δ14/13
EBITDA	1,229	1,326	+8.0%
Amortization	(538)	(525)	-2.3%
Other (concession charges, provisions, ESOP <sup>(1)</sup> )	(136)	(143)	+5.7%
EBIT	555	658	+18.5%
Capital gains	6	<b>76</b> <sup>(2)</sup>	Net
Marked to Market impaction -€7m	et of $\langle (1) \rangle$	(2)	impact of -€5m
Others (restructuring costs,)	(12)	(79) <sup>(3)</sup>	J 65111
INCOME FROM OPERATING ACTIVITIES	548	653	+19.2%



#### **SLIGHT REDUCTION IN CAPITAL INTENSITY**

- (1) Performance shares & Stock Options
- (2) Includes +65m€ of revaluation gain to the fair value of ACEA shares following the change in consolidation method
- (3) Includes -29m€ of restructuring costs and -50m€ of provisions on assets

## H1 2014

#### **INCOME FROM OPERATING ACTIVITIES TO NET RESULT GROUP SHARE**

Cost of net debt (181) (182) +0.6% 4.43%(1) 4.71%(2) 2013  Other financial result (12) (30)  Associates non core 5 6 Effective rate: 23			Δ14/13	H1 2014	H1 2013 Restated	In €m
Other financial result  Associates non core Income tax  NET RESULT  (181)  (182)  +0.6%  4.71%(2)  2013  (182)  4.71%(2)  2013  (182)  4.71%(2)  2013  (182)  4.71%(2)  2013  Effective rate: 23  25.8% in	net debt:	Cost of net	+19.2%	653	548	
Other financial result (12) (30)  Associates non core 5 6  Income tax (82) (59) -28.1%  NET RESULT 278 388 +39.6%  Effective rate: 23 25.8% in		4.43% <sup>(1)</sup> vs. 4.71% <sup>(2)</sup> in H	+0.6%	(182)	(181)	Cost of net debt
Income tax (82) (59) -28.1%  NET RESULT 278 388 +39.6%  Effective rate: 23 25.8% in		2013		(30)	(12)	Other financial result
Income tax       (82)       (59)       -28.1%       rate: 23         NET RESULT       278       388       +39.6%	- tay	Effective to		6	5	Associates non core
NET RESULT 278 388 +39.6%	3.3% vs.	rate: 23.3%	-28.1%	(59)	(82)	Income tax
Minority interest (146) (109) -25.9%	1 H1 2013	25.8% in H1	+39.6%	388	278	NET RESULT
			-25.9%	(109)	(146)	Minority interest
NET RESULT GROUP SHARE 132 280 +112.4%			+112.4%	280	132	NET RESULT GROUP SHARE

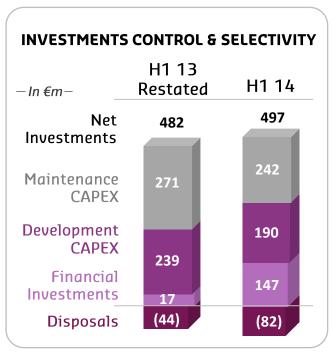


## **STRONG INCREASE IN NET RESULT**

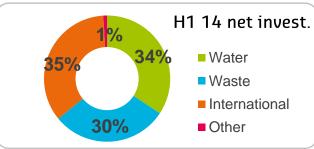
- (1) Excluding securitization cost and inflation-link debt cost in Chile
- (2) PUblished

## **INVESTMENTS ACROSS ALL GEOGRAPHIES**

#### IN LINE WITH STRATEGIC PRIORITIES



Major projects	Estimated Amount	On/Off BS	Expected take-over date	
Clermont-Ferrand (Fr.)	€210m	OFF	Jan. 2014	
South Tyne & Wear (UK)	€225m	OFF	Q2 2014	
Suffolk (UK)	€230m	ON	Q4 2014	
As Samra (Jordan)	€135m	OFF	Q3 2015	
Surrey (UK)	€110m	ON	Q4 2016	
Cornwall (UK)	€200m	OFF	Q2 2016	
Poznan (Poland)	€180m	OFF	Q3 2016	
West London (UK)	€270m	OFF	Q3 2016	
Merseyside (UK)	€290m	OFF	Q3 2016	



- → Large portfolio of assets under construction in attractive markets
- → Financial investments: mainly ACEA shares and Process Group

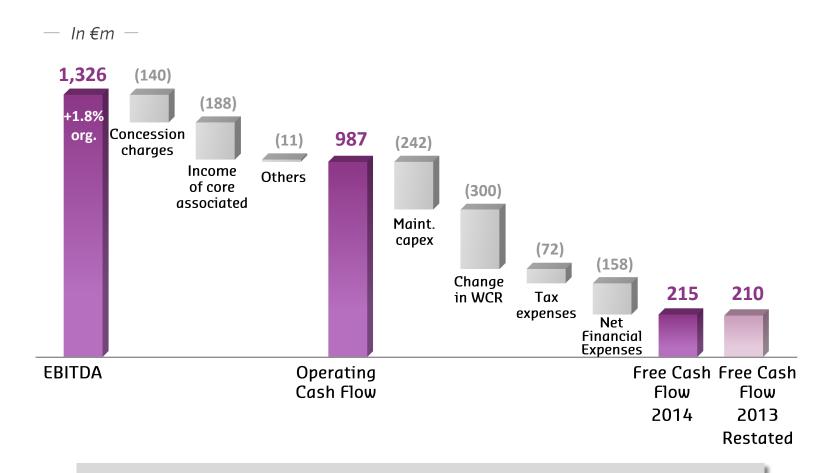


**RETURN TO SELECTIVE EXTERNAL GROWTH** 

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## FREE CASH FLOW IN LINE WITH PRIOR YEAR

#### **EXPECTED SEASONNAL EFFECT IN WORKING CAPITAL**



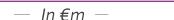


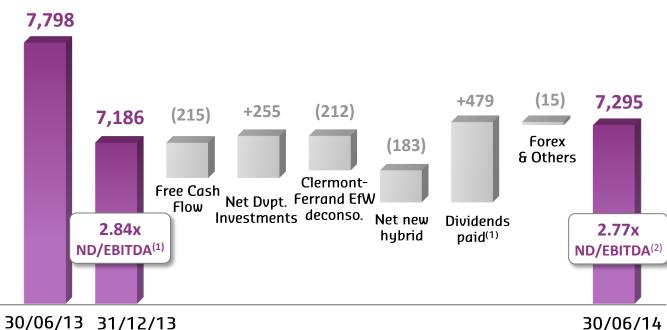
#### **FULL YEAR EXPECTATIONS(1) MAINTAINED**

2014 HALF YEAR **RESULTS** July 30st 2014 - 29 -

## **NET DEBT**

#### **EFFICIENT DEBT MANAGEMENT**





Restated Restated

- → Active debt management through issue of a convertible bond and hybrid liability management
- → Debt maturity extended to 6.9 years
- → Optimized liquidity: €2.9bn<sup>(3)</sup>



#### **UNCHANGED FINANCIAL FLEXIBILITY**

- (1) Out of which 330m€ paid to shareholders, 129m€ to minority interests
- (2) EBITDA rolling 12 months
- (3) Net of €1.1bn credit lines given in guaranty for treasury bills



MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH



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2014 HALF YEAR RESULTS July 30st 2014 - 32 -

# APPENDICES SUMMARY FINANCIAL STATEMENTS

MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH



2014 HALF YEAR RESULTS July 30st 2014 - 33 -

## **SUMMARY BALANCE SHEET**

—in €m—

ASSETS	31/12/13 Restated	30/06/14	LIABILITIES	31/12/13 Restated	30/06/14
NON CURRENT ASSETS	18,433	18,517	Equity, group share	4,952	4,980
o/w goodwill	3,095	3,163	Minority Interests	1,999	1,971
CURRENT ASSETS	7,988	7,870	TOTAL EQUITY	6,950	6,951
o/w financial assets at fair value through	92	64	Provisions	1,769	1,823
income			Financial Debt	9,825	9,689
o/w cash & cash equivalents	2,391	2,189	Other Liabilities	7,876	7,924
TOTAL ASSETS	26,421	26,387	TOTAL LIABILITIES	26,421	26,387



## **SUMMARY INCOME STATEMENT**

In €m  REVENUE	H1 2013 Restated <b>7,040</b>	H1 2014 6,891
Depreciation, Amortization & Provisions	(471)	(523)
EBIT	555	658
INCOME FROM OPERATING ACTIVITIES	548	653
Financial Result	(193)	(212)
Associates non-core	5	6
Income tax	(82)	(59)
Minority interest	(146)	(108)
NET RESULT GROUP SHARE	132	280



## **SUMMARY CASH FLOW STATEMENT**

In €m	H1 2013 Restated	H1 2014
Operating cash flow	994	987
Income tax paid (excl. income tax paid on disposals)	(107)	(72)
Change in operating working capital	(248)	(300)
CASH FLOW FROM OPERATING ACTIVITIES	640	615
Net tangible and intangible investments	(509)	(432)
Financial investments	(17)	(147)
Disposals	44	82
Other investment flows	(3)	199
CASH FLOW FROM INVESTMENT ACTIVITIES	(485)	(299)
Dividends paid	(469)	(479)
Balance of reimbursement of debt / new debt	443	(139)
Interests paid / received on financial activities	(189)	(161)
Capital increase	2	37
Other cash flows	(38)	217 <sup>(1)</sup>
CASH FLOW FROM FINANCIAL ACTIVITIES	(250)	(524)
Impact of currency, accounting practices and other	(42)	6
CASH AND CASH EQUIVALENT AT THE BEGINNING OF THE PERIOD	2,129	2,391
Total cash flow for the period	(137)	(202)
CASH AND CASH EQUIVALENT AT THE END OF THE PERIOD	1,992	2,189



2014 HALF YEAR RESULTS July 30st 2014 - **36** -

APPENDICES
ACTIVITY OF DIVISIONS

MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH



## **POSITIVE 2014 OUTLOOK**

#### **GROW 2014 OPERATIONNAL RESULTS<sup>(1)</sup>**

- $\rightarrow$  EBITDA<sup>(2)</sup> organic growth 2013-2014 ≥ +2%
- → Free Cash Flow: c. €1bn

## ACCELERATE DEVELOPMENT WHILE MAINTAINING FINANCIAL DISCIPLINE

- → Focused investments for additional growth<sup>(3)</sup>
- → Net financial debt / EBITDA around 3x

#### **CONTINUE ATTRACTIVE DIVIDEND POLICY**

→ Dividend related to 2014 results ≥ €0.65 per share<sup>(4)</sup>



- (1) Based on 1% GDP growth in 2014 in Eurozone, at unchanged accounting and tax norms as of Jan. 1st 2014 and at constant forex
- (2) Objective estimated from restated 2013 EBITDA taking into account the change in EBITDA definition as defined by the Group and the application of the new IFRS 10 and 11 norms.
- (3) If market conditions allow it
- (4) Subject to AGM approval

## STRICT INVESTMENT PROCESS & CRITERIA

### **OPERATIONS COMMITTEE**

## INCLUDES CEO, CFO, THE RELEVANT SENIOR EXECUTIVE VP AND THE RELEVANT BUSINESS UNIT CEO

#### STRICT FINANCIAL INVESTMENT CRITERIA

- → IRR > specific hurdle rate +200bp
- → Net Result: accretion in year 2 of operation
- → Positive FCF in year 1 of operation

#### INVESTMENT THRESHOLDS

- → Acquisitions and divestments ≥ €10m (firm value)
- → Total capex ≥ €20m
- → Total cumulated revenues ≥ €100m (≥ €50m for DB contracts)



2014 HALF YEAR RESULTS July 30st 2014 - **39** -

## **WATER EUROPE**

#### **MAIN H1 2014 CONTRACTS**

#### **FRANCE**

#### **New & renewed contracts**

- → Versailles Saint Cloud (c. €250m, 12y)
- → Cayenne (€34m, 12y)
- → SEDIF (€17m, 5y)
- → Orange (€16m, 12y)

## SPAIN New & Renewed contracts

→ Canal de Navarra (€70m, 30y)

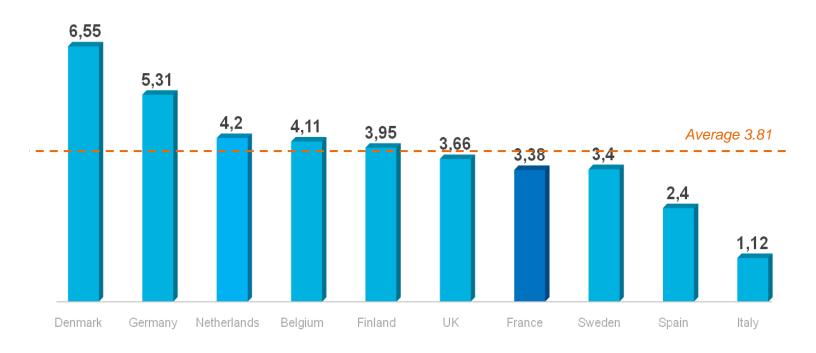


## **WATER EUROPE**

### **WATER TARIF IN EUROPE**

#### **GLOBAL AVERAGE PRICE**

1<sup>st</sup> January 2013, at constant forex, €/m<sup>3</sup>





Source: NUS Consulting

2014 HALF YEAR RESULTS July 30st 2014 - 41 -

## **WASTE EUROPE**

#### **MAIN H1 2014 CONTRACTS**

#### **FRANCE**

#### **New contracts & Renewals**

- → Grand Narbonne (€280m, 20y)
- → Le Havre (€180m, 10y)

#### UK

#### **New contracts & Renewals**

- → Merseyside (€1.4bn, 30y)
- → West London (€0.9bn, 25y)

## **Acquisition**

→ Nordic Recycling

## SWEDEN New contracts & Renewals

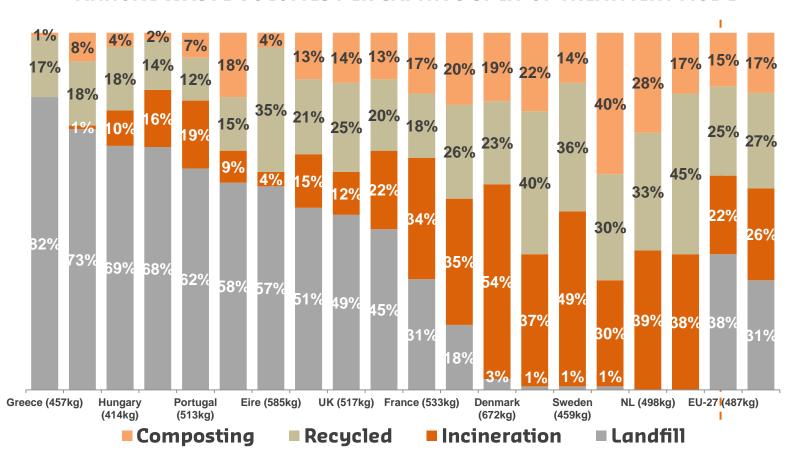
→ Norrköpings (€33m, 5y)



## **WASTE EUROPE**

#### MUNICIPAL WASTE TREATMENT MIX IN EUROPE

#### ANNUAL WASTE VOLUMES PER CAPITA & SPLIT OF TREATMENT MODE

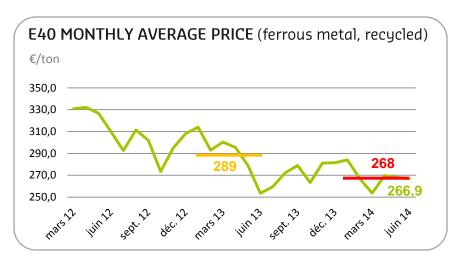


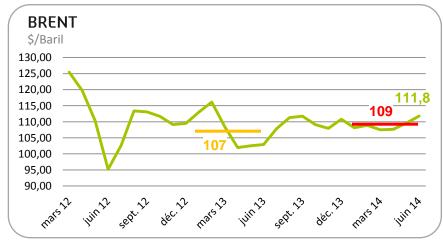


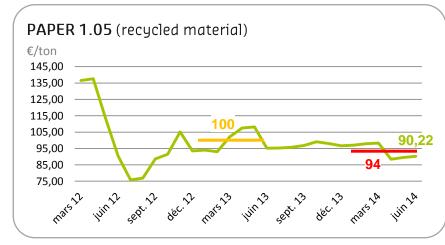
2014 HALF YEAR RESULTS July 30st 2014 - 43 -

## **WASTE EUROPE**

#### **COMMODITY PRICES EVOLUTION**









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## INTERNATIONAL

#### **MAIN H1 2014 CONTRACTS**

## New & Renewed contracts Degrémont

- → Mirfa (Abu Dhabi, €100m)
- → Bita (Angola, €38m)
- → Hassi Messaoud (Algeria, €25m)
- → Al Ameirat (Qatar, €22m)
- → Pune (India, €19m, 5y)
- → Wisconsin (USA, €15m)
- → Bangalore (India, €11m, 7y)

#### **ASIA**

- → Nantong (China, €575m , 30y)
- → Yangzhou (China, €24m, 30y)
- → Baku (Azerbaijan, €23m, 5y)

#### **Mediterranean, Middle East**

- → Casablanca (Morocco, €187m, 7y)
- → Meknes (Morocco, €90m, 20y)
- → Mumbai (Inde, €31m, 5y)
- → Gabal El Asfar (Egypt, €28m, 5y)

#### **North America**

- → Nassau (USA, €0.9bn, 20y)
- → Edmonton (Canada, €54m, 5y)
- → West Basin (USA, €37m, 5y)

#### **RECENT RATE CASES IN THE US**

Utility	Date for new rates	% growth
New Jersey	November 2013	c. 5%
Rhose Island	May 2014	c. 33%
New York	July 2014	c. 14%



2014 HALF YEAR RESULTS July 30st 2014 - **45** -

# **APPENDICES**FOREX EFFECT

MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH



## **IMPACT OF CURRENCIES EVOLUTION**

1 EUR =	USD	GBP	AUD	CLP
H1 2014 average rate	1.37	0.82	1.50	758
H1 2013 average rate	1.32	0.85	1.30	628
Closing rate at 30/06/2014	1.37	0.80	1.45	756
Closing rate at 31/12/2013	1.38	0.83	1.54	722

	H1 2014	Forex	Of which an impact in €m from:				
€m	111 2014	impact	USD	GBP	AUD	CLP	
Revenue	6,891	(168)	(15)	+15	(68)	(61)	
EBITDA	1,326	(61)	(3)	+1	(16)	(36)	
Net Financial Debt	7,295	+3	+9	+14	+7	(27)	



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APPENDICES
FINANCIAL INDICATORS

MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH



## **REVENUE BY DIVISION**

In €m	H1 2013 Restated	H1 2014	% total	<b>14/13</b> ∆	Organic $\Delta$
WATER EUROPE	2,156	2,207	32.0%	+2.4%	+3.6%
Lyonnaise des Eaux <sup>(1)</sup>	1,138	1,139	16.5%	+0.1%	+0.1%
AGBAR	1,018	1,068	15.5%	+4.9%	+7.5%
WASTE EUROPE	3,214	3,137	45.5%	-2.4%	-0.1%
France	1,731	1,743	25.3%	+0.7%	+0.2%
UK/Scandinavia	647	597	8.7%	-7.7%	+1.8%
Benelux/Germany	727	702	10.2%	-3.4%	-0.9%
Central Europe	110	95	1.4%	-13.6%	-11.8%
INTERNATIONAL	1,666	1,545	22.5%	-7.3%	-1.2%
Degrémont	578	481	7.0%	-16.9%	-13.5%
North America	274	267	3.9%	-2.7%	+2.0%
Asia-Pacific	514	474	6.9%	-7.9%	+5.0%
Africa, Middle East & India	299	324	4.7%	+8.1%	+8.9%
OTHER	3	1	0.0%	-63.7%	-7.7%
TOTAL	7,040	6,891	100%	-2.1%	+0.8%



## **REVENUE BY GEOGRAPHIES**

In €m	H1 2013 Restated	H1 2014	% in H1 2014	Δ 14/13
FRANCE	2,562	2,555	37.1%	-0.3%
Spain	820	820	11.9%	0%
UK	469	446	6.5%	-4.9%
Others Europe	1,158	1,232	17.9%	+6.4%
EUROPE (excluding France)	2,447	2,498	36.3%	+2.1%
North America	397	379	5.5%	-4.5%
South America	428	381	5.5%	-11.0%
Oceania	544	472	6.8%	-13.2%
Asia	194	177	2.6%	-8.8%
Others International	467	429	6.2%	-8.1%
INTERNATIONAL (excluding Europe)	2,030	1,838	26.6%	-9.5%
TOTAL	7,040	6,891	100%	-2.1%



## **REVENUE SCOPE EFFECT BY DIVISION**

In €m	Acquisition/ first time consolidation	Disposal	Total Scope
WATER EUROPE	35	-	35
WASTE EUROPE	13	(89)	(76)
INTERNATIONAL	9		9
OTHER		(2)	(2)
TOTAL	57	(91)	(34)



## **REVENUE GROWTH BY DIVISION**

In €m	H1 2013 Restated	H1 2014	14/13 △	Organic $\Delta$	Scope $\Delta$	Forex $\Delta$
WATER EUROPE	2,156	2,207	+2.4%	+3.6%	+1.6%	-2.8%
WASTE EUROPE	3,214	3,137	-2.4%	-0.1%	-2.4%	+0.1%
INTERNATIONAL	1,666	1,545	-7.3%	-1.2%	+0.5%	-6.6%
OTHER	3	1	-63.7%	-7.7%	-56.0%	0.0%
TOTAL	7,040	6,891	-2.1%	+0.8%	-0.5%	-2.4%



## **EBITDA BY DIVISION**

In €m	H1 2013 Restated	H1 2014	14/13 ∆	Organic $\Delta$	Scope $\Delta$	Forex $\Delta$
WATER EUROPE	580	607	+4.6%	+9.0%	+2.0%	-6.3%
WASTE EUROPE	377	374	-0.9%	-1.1%	+0.3%	-0.1%
INTERNATIONAL	290	389	+34.3%	-0.9%	+43.5%	-8.2%
OTHER	(18)	(43)	+137.9%	+137.9%	0.0%	0.0%
TOTAL	1,229	1,326	+8.0%	+1.6%	+11.3%	-4.9%



## **EBIT BY DIVISION**

In €m	H1 2013 Restated	H1 2014	<b>14/13</b> ∆	Organic $\Delta$	Scope $\Delta$	Forex $\Delta$
WATER EUROPE	251	270	+7.7%	+14.7%	+3.0%	-10.0%
WASTE EUROPE	129	128	-0.7%	-2.0%	+1.3%	0.0%
INTERNATIONAL	196	298	+52.3%	-2.9%	+64.3%	-9.1%
OTHER	(20)	(38)	+91.0%	+91.0%	0.0%	0.0%
TOTAL	555	658	+18.5%	+1.9%	+24.3%	-7.7%
TOTAL			. 10.5%	• 1.5%	- 27.5 /0	1.1 /



## H1 2014: FROM EBITDA TO EBIT BY DIVISION

In €m	Water Europe	Waste Europe	Inter- national	Other	TOTAL H1 2014
EBITDA	607	374	389	(43)	1 326
Amortization	(219)	(223)	(80)	(4)	(525)
Net provisions & depreciation	(14)	1	2	13	2
Net concession renewal expenses	(103)	(24)	(13)	0	(140)
Employees compensation plans in shares <sup>(1)</sup>	0	0	0	(5)	(5)
EBIT	270	128	298	(38)	658

In €m - Restated	Water Europe	Waste Europe	Inter- national	Other	TOTAL H1 2013
EBITDA	580	377	290	(18)	1 229
Amortization	(218)	(233)	(84)	(2)	(538)
Net provisions & depreciation	47	4	3	13	66
Net concession renewal expenses	(157)	(20)	(12)	0	(189)
Employees compensation plans in shares <sup>(1)</sup>	0	0	0	(13)	(13)
EBIT	251	129	196	(20)	555



## **MINORITY INTEREST - P&L**

In €m	H1 2013 Restated	H1 2014
WATER EUROPE	87	80
Of which AGBAR	83	77
WASTE EUROPE	11	10
INTERNATIONAL	48	19
TOTAL	146	108



## FROM EBITDA TO OPERATING CASH FLOW

In €m	H1 2013 Restated	H1 2014	14/13 ∆
EBITDA	1,229	1,326	+8.0%
Net disbursements under concession contracts	(189)	(140)	-25.9%
Depreciation of current assets	(4)	(13)	+225.0%
Restructuring	(26)	(52)	+100.0%
Dividends from associates	41	58	+41.5%
Provision for employee benefit & others	(11)	(4)	-63.6%
Income of core associates	(37)	(188)	+408.1%
OPERATING CASH FLOW	994	987	-0.7%



## **INVESTMENTS BY NATURE AND DIVISION**

H1 2014 (in €m)	Maintenance [ capex	Development capex	Financial investments	Disposal	Total Net investments
Water Europe	(100)	(94)	(74)	66	(202)
Waste Europe	(82)	(38)	(24)	14	(129)
International	(56)	(57)	(49)	(1)	(163)
Other	(4)	-	(1)	2	(3)
TOTAL H1 2014	(242)	(190)	(147)	82	(497)

H1 2013 Restated (in €m)	Maintenance I capex	Development capex	Financial investments	Disposal	Total Net investments
Water Europe	(101)	(102)	(1)	(3)	(208)
Waste Europe	(105)	(93)	(8)	23	(183)
International	(61)	(43)	1	18	(85)
Other	(3)	-	(9)	6	(7)
TOTAL H1 2013	(271)	(239)	(17)	44	(482)



## **FREE CASH FLOW**

In €m	H1 2013 Restated	H1 2014
OPERATING CASH FLOW	994	987
Maintenance capex	(271)	(242)
Change in Working Capital	(248)	(300)
Cash Tax Expenses	(107)	(72)
Financial Interests Paid	(208)	(181)
Financial Interests Received	24	18
Dividends Received on Fixed Financial Assets	25	5
FREE CASH FLOW	210	215



## **CASH FLOW GENERATION**

In €m	Water Europe	Waste Europe	Inter- national	Other	H1 2014
Operating Cash Flow	472	325	221	(31)	987
Net interest paid on investment & financial activities	(17)	(42)	(34)	(65)	(158)
Income tax	(16)	(33)	(30)	8	(72)
Change in Working Capital	(87)	(76)	(94)	(43)	(300)
Maintenance Capex	(100)	(82)	(56)	(4)	(242)
FREE CASH FLOW	252	93	6	(135)	215
Development Investments	(168)	(62)	(106)	(1)	(337)
Assets disposals	66	14	(1)	2	82
Dividends to minorities	(115)	(10)	(3)	(1)	(129)
TOTAL	35	35	(104)	(135)	(169)
Dividends to shareholders					(330)
Net new hybrid issuance					183
Clermont Ferrand deconsolidation					212
$\Delta$ in definition, perimeter and FX / MtM on net financial debt $$ 6 other					(5)
CHANGE IN NET FINANCIAL DEBT					(109)



## **CAPITAL EMPLOYED**

In €m	31/12/13 Restated	30/06/14	In €m	31/12/13 Restated	30/06/14
Net goodwill	3,095	3,163	Water Europe	6,744	6,722
Tangible and intangible	12,064	11,786		0,1 44	
assets, net	12,004	11,700	Waste Europe	4,284	4,094
Net financial assets	298	226	-		
Investment in associates	943	1,320	International	3,106	3,417
Provisions	(1,769)	(1,823)			
Others	(607)	(461)	Others	(111)	(21)
CAPITAL EMPLOYED	14,024	14,211	CAPITAL EMPLOYED	14,024	14,211



2014 HALF YEAR RESULTS July 30st 2014 - **61** - **APPENDICES**TAX & EPS

MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH



## **TAX POSITION**

In €m	H1 2013 Restated	H1 2014
Income before tax & share in net income from Associates	319	254
Income Tax o/w Current income tax o/w Deferred income tax	(82) (82) 0	(59) (88) +29
EFFECTIVE TAX RATE	26%	23%



## **EARNING PER SHARE**

In €m	30/06/14	30/06/13 Restated
Net Result Group Share	280	132
+ coupon attributable to holders of undated deeply subordinated notes issued in September 2010	(12)	(18)
+ premium on partial reimbursment of undated deeply subordinated notes issued in September 2010	(8)	
Adjusted Net Result Group Share	260	114
In Millions		
Weighted average number of outstanding shares	508,5	509,4
Earnings per share (in euros)		
Net income Group share per share	0,51	0,22
Net diluted income Group share per share	0,49	0,22



2014 HALF YEAR RESULTS July 30st 2014 - **64** - APPENDICES
DEBT

MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH

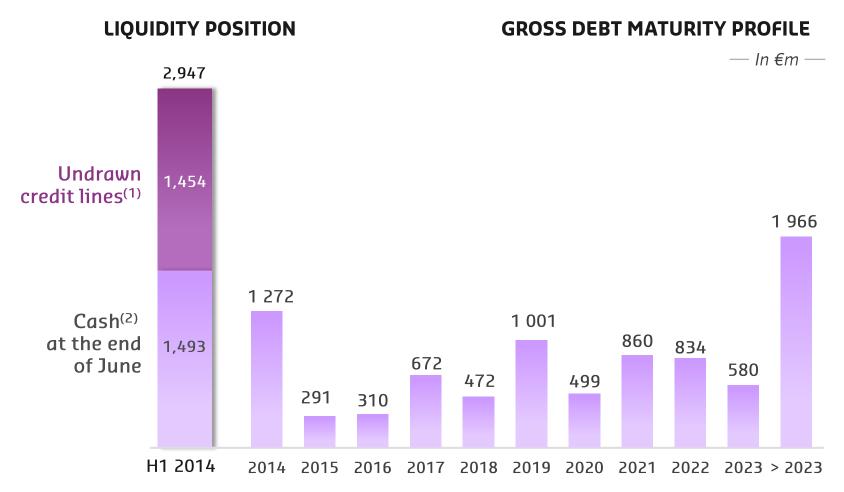


## **SUEZ ENVIRONNEMENT BONDS**

Pricing date	Code ISIN	Maturity date	Duratio n	Amount	Issue Spread	Coupon Rate
31-March-09	FR0010745984	08-Apr-14	5 years	€770m	225	4.875%
31-March-09	FR0010745976	08-Apr-19	10 years	€800m	300	6.250%
19-May-09	FR0010765859	08-Jun-17	8 years	€250m	180	5.200%
08-Jul-09	FR0010780528	22-Jul-24	15 years	€500m	160	5.500%
09-Oct-09	FR0010785436	12-Oct-17	8 years	€150m	108	4.500%
15-Jun-10	FR0010913780	24-Jun-22	12 years	€750m	160	4.125%
12-May-11	FR0011048966	17-May-21	10 years	€750m	86	4.078%
22-Nov-11	FR0011149962	22-Nov-18	7 years	€100m	90	3.080%
02-Dec-11	FR0011158849	02-Dec-30	19 years	£250m	260	5.375%
19-March-13	FR0011454818	25-March-33	20 years	€100m	110	3.300%
01-Oct-13	FR0011585215	09-Oct-23	10 years	€500m	77	2.750%
24-Feb-14	FR0011766120	27-Feb-20	6 years	€350m		0.000%



## **FINANCIAL DEBT AND LIQUIDITY POSITION**

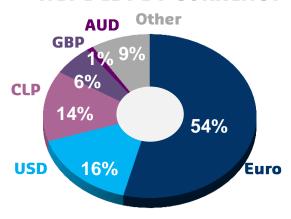




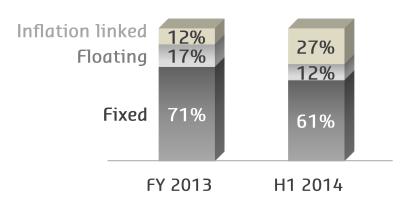
- (1) Excluding €1,068m of treasury bills
- (2) Cash, cash equivalents and financial assets at fair value through income

## **FINANCIAL DEBT**

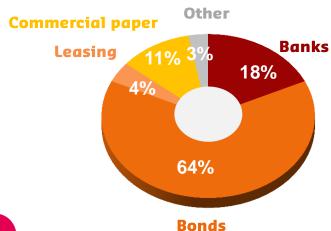
#### **NET DEBT BY CURRENCY**



#### BY RATE TYPE

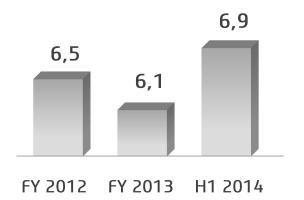


#### **GROSS DEBT BY TYPE**



#### **AVERAGE MATURITY**

in years





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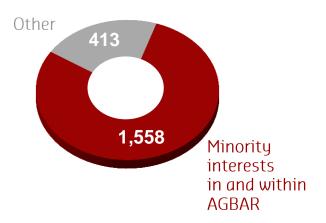
# APPENDICES ASSETS & LIABILITIES OVERVIEW

MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH

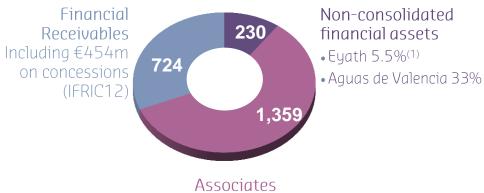


## **ASSETS & LIABILITIES OVERVIEW**

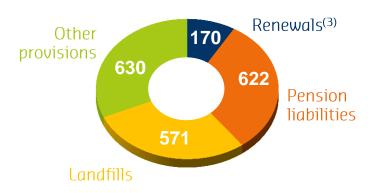
#### **MINORITIES: €1,971m**



#### **NON CURRENT FINANCIAL ASSETS: €2,311m**



#### PROVISIONS<sup>(2)</sup>: €1,993m





- (1) Marked-to-Market
- (2) Including €170m of net renewals (accounted for in other debt)
- (3) These net provisions represent the gap between the expenses and the commitments on a linear basis of our concession contracts

2014 HALF YEAR RESULTS July 30st 2014 - 70 -

# APPENDICES RESTATED FIGURES

MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH



2014 HALF YEAR RESULTS July 30st 2014 - 71 -

## **IFRS 10 & 11 AND CHANGE OF DEFINITION**

### **RESTATED H1 2013 FIGURES**(1)

In € million	H1 2013 indicators Published	IFRS 10 & 11 impacts	Change of definition	H1 2013 restated indicators
Revenue	7,177	-137	-	7,040
EBITDA	1,209	-17	+37	1,229
EBITDA Margin	16.8%			17.5%
COI	521	-3	-	519
Income from equity affiliates core	15	+22	-	37 <sup>(2)</sup>
EBIT	521	-3	+37	555
Income from equity affiliates non-core	0	+5	-	5
NRgs	132	-	-	132
Free Cash flow	229	-19	-	210
Net debt	7,833	-35	-	7,798



2014 HALF YEAR RESULTS July 30st 2014 - 72 -

## **IFRS 10 & 11 AND CHANGE OF DEFINITION**

### **RESTATED H1 2013 REVENUES**(1)

REVENUE (In € million)	H1 2013 indicators	IFRS 10 & 11 impacts & change of definition	H1 2013 restated indicators
WATER EUROPE	2,139	+17	2,156
WASTE EUROPE	3,255	-41	3,214
INTERNATIONAL	1,780	-114	1,666
OTHER	3	-	3
TOTAL	7,177	-137	7,040



2014 HALF YEAR RESULTS July 30st 2014 - 73 -

## **IFRS 10 & 11 AND CHANGE OF DEFINITION**

### **RESTATED H1 2013 EBITDA**<sup>(1)</sup>

REVENUE (In € million)	H1 2013 indicators	IFRS 10 & 11 impacts & change of definition	H1 2013 restated indicators
WATER EUROPE	562	+18	580
WASTE EUROPE	382	-5	377
INTERNATIONAL	283	+7	290
OTHER	-18	-	-18
TOTAL	1,209	+20	1,229



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## **IFRS 10 & 11 AND CHANGE OF DEFINITION**

### **RESTATED H1 2013 EBIT**(1)

REVENUE (In € million)	H1 2013 indicators	IFRS 10 & 11 impacts & change of definition	H1 2013 restated indicators
WATER EUROPE	236	+15	251
WASTE EUROPE	131	-2	129
INTERNATIONAL	175	+21	196
OTHER	-20	-	-20
TOTAL	521	+34	555



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# APPENDICES REINFORCED PARTNERSHIP WITH LA CAIXA

MAKING THE PLANET SUSTAINABLE IS THE BEST JOB ON EARTH



2014 HALF YEAR RESULTS July 30st 2014 - 76 -

## TRANSACTION SUMMARY

#### AGREEMENT TO BUY THE REMAINING 24.14% STAKE IN AGBAR



ACQUISITION OF THE
REMAINING 24.14%
AGBAR SHARES
OWNED BY LA CAIXA<sup>(1)</sup>



#### In exchange of:

- → 22 million newly issued shares in SUEZ ENVIRONNEMENT (representing a 4.1% stake post closing) with 4-year lock-up period
- → €299m payment in cash, to be reinvested to acquire:
  - a 15% stake in Aigües de Barcelona<sup>(2)</sup> from Agbar
  - a 14.5% stake in Aguas de Valencia from SUEZ ENVIRONNEMENT
  - SUEZ ENVIRONNEMENT's existing shares in the market with the intention to reach a participation up to 7% in the near term



- (1) The legal entity is Criteria CaixaHolding named La Caixa in this presentation
- (2) Aigües de Barcelona is the company managing the water and wastewater contract of the Metropolitan Area of Barcelona; it is presently owned 85% by AGBAR and 15% by AMB (Metropolitan Area Barcelona)

2014 HALF YEAR RESULTS July 30st 2014 - 77 -

## A VALUE CREATIVE TRANSACTION

- → STRONG AND COMPELLING ACQUISITION
  - Increase exposure to promising Spanish and Chilean water markets
  - Expand valuable Advanced Solutions business
- → STRENGTHENING OF SUEZ ENVIRONNEMENT'S SHAREHOLDING STRUCTURE AND BOLSTERED PARTNERSHIP WITH LA CAIXA
  - La Caixa will reinforce SUEZ ENVIRONNEMENT shareholding with the intention to reach up to 7% and a 4-year lock-up period
  - La Caixa will remain a key partner for SUEZ ENVIRONNEMENT in Spain through its acquisition of a 15% stake in Aigües de Barcelona and its 14.5% stake in Aguas de Valencia
  - La Caixa entitled to one Board seat and participation to Strategy Committee<sup>(1)</sup>
- → SIMPLIFICATION OF SUEZ ENVIRONNEMENT'S STRUCTURE
  - SUEZ ENVIRONNEMENT to buy out a significant portion of minority interests
  - Increase group flexibility to develop common platforms and market common solutions



## A FINANCIALLY ATTRACTIVE TRANSACTION

- → Transaction to be accretive at Net Result Group share (over €25m from 2015 onwards) and at EPS level
- → Value-creative acquisition of AGBAR
- → Limited net cash-out leaving financial flexibility almost unchanged

**RESULTS** July 30st 2014 - 78 -

## 2014 HALF YEAR A LONG TERM PARTNERSHIP BETWEEN **SUEZ ENVIRONNEMENT AND LA CAIXA**





	1979	<ul> <li>Lyonnaise des Eaux became a reference shareholder in Agbar, together with La Caixa</li> </ul>
	2008	→ Public Offer on Agbar by SUEZ ENVIRONNEMENT, Criteria and Hisusa (own jointly 90% of Agbar)
	2009	→ Sale of Adeslas, SUEZ ENVIRONNEMENT took control of Agbar 's water activities (75%)
	2010	<ul> <li>→ Delisting of Agbar</li> <li>→ SUEZ ENVIRONNEMENT to purchase up to</li> </ul>
	Q3 <b>2014</b>	99.49% of Agbar  → Sale of 14,5% of Aguas de Valencia to La Caixa
(	24 2014	→ Sale of 15% of Aigües de Barcelona to La Caixa



- → La Caixa to become the second largest shareholder of SUEZ **ENVIRONNEMENT** with the intention to reach 7%
- → La Caixa to remain the partner of SUEZ ENVIRONNEMENT in Spain

## **EVOLUTION OF GROUP STRUCTURE IN SPAIN**

#### **BEFORE TRANSACTION**

#### **AFTER TRANSACTION**

AGBAR

("Transaction 1")

Contribution of 24.26% stake in Hisusa to SUEZ ENVIRONNEMENT paid with newly issued shares and a cash payment

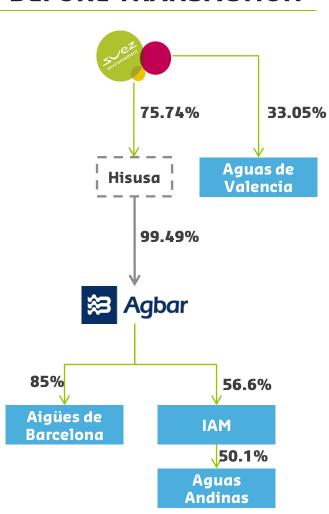
**(€299m**)

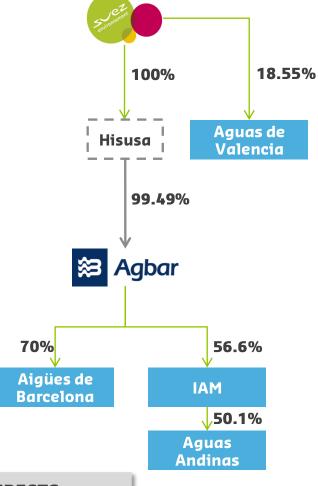
Acquisition of Aigües de Barcelona ("Transaction 2")

Acquisition of 15% stake by Criteria in Aigües de Barcelona

Acquisition of a stake in Aguas de Valencia ("Transaction 3")

> Acquisition of a 14.5% stake in Aguas de Valencia by Criteria







**REDUCED MINORITY INTERESTS** 

## CONCLUSION

#### THIS AGREEMENT BOOSTS OUR STRATEGY IN WATER EUROPE

- → Be a leader in water in Southern Europe, comfort our positions and implement a unique strategy for concessions and new services
  - Purchase of remaining AGBAR shares from La Caixa
  - Increased stake in ACEA to 12.5% from 8.6% last February
- → Simplify the organization chart and have a fully coherent and more efficient Water Europe division
- → Take advantage of:
  - The potential of growth in this geography: privatizations, needs for investments to meet the regulatory requirements in due time, ...
  - The dynamism of new businesses ("Smart Water" activities) to be spread out.
  - The numerous opportunities for development in Chile (waste water, industrial water...), and South America.
- → Enhance our relations with strategic partners, becoming long-term shareholders of the Group



2014 HALF YEAR RESULTS July 30st 2014 - **81** -

## FURTHER INVEST IN WELL PERFORMING PLATFORMS THROUGH FULL TAKEOVER OF AGBAR

# #1 WATER OPERATOR IN BOTH SPAIN AND CHILE

## SPANISH & INTERNATIONAL BUSINESS

- → Key financials:
  - Revenues 2013: €1,430m
- → Market leader in Spain
- → Long average concession remaining period of 22 years
- → High concession renewal rate (c. 100%)
- → Limited exposure to municipal risk
- → Expected recovery in consumption

#### **CHILEAN BUSINESS**

- → Key financials:
  - Revenues 2013: €606m
- → Market leader in Chile
- → Perpetual concessions
- → Continuous increase in consumption improves tariff acceptability
- → Politically-stable country
- → Listed company (MNEMO: AGUAS-A) with market capitalization of €2.8 bn<sup>(1)</sup>

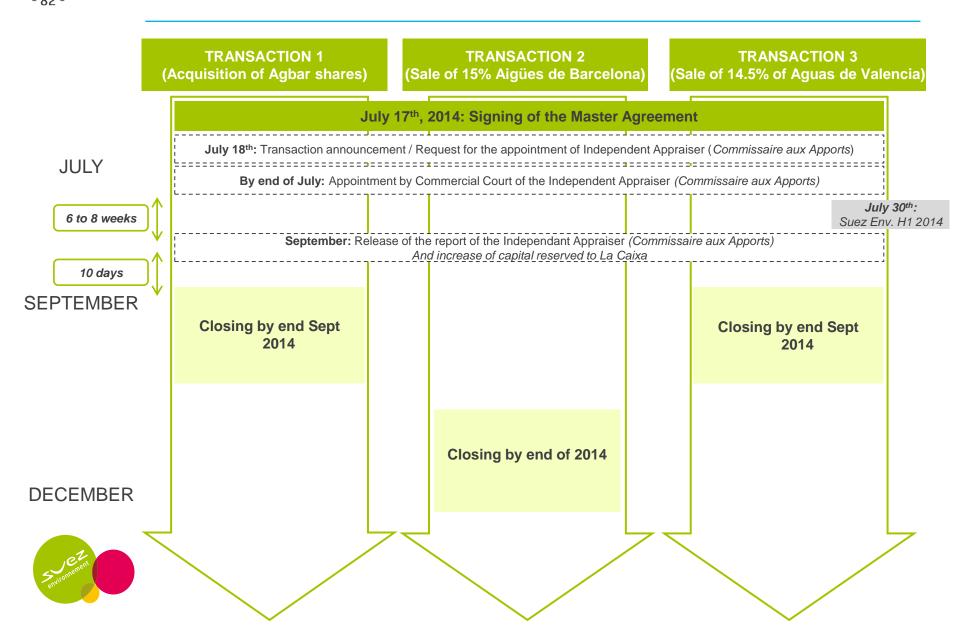
### STRONG GROWTH POTENTIAL



- → Scope for tariff increase due to needs for environmental infrastructures
- → Development in smart solutions and innovative technologies: smart network, smart metering, real time control, asset management, ice pigging...
- Commercial opportunities with new privatizations:e.g. construction of wastewater treatment plants

- → Additional tariff increase due to the Security works already implemented in 2014.
- Development of industrial water activity (e.g. increasing need from the mining industry with water supply and improvement of the efficiency for its water cycle)
- → Growing needs in Chile of groundwater recharge
- → Various attractive opportunities near Santiago

## **INDICATIVE TIMETABLE**



2014 HALF YEAR RESULTS July 30st 2014 - **83** -

# **CONTACTS**FINANCIAL COMMUNICATION

#### **Sophie Lombard**

E-mail: sophie.lombard@suez-env.com

#### **Julien Desmaretz**

E-mail: julien.desmaretz@suez-env.com

#### **Sandrine Zurru**

E-mail: sandrine.zurru@suez-env.com

#### Camila Aparicio

E-mail: camila.aparicio@suez-env.com

#### **Guilaine Curval**

E-mail: guilaine.curval@suez-env.com

**E-mail: com-fi@suez-env.com** Tel: + 33 (0)1 58 81 24 05

#### **SUEZ ENVIRONNEMENT**

Tour CB21 – 16, place de l'Iris 92040 Paris La Défense Cedex www.suez-environnement.com

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