



S'ENGAGER
POUR LA PLANÈTE
EST UNE BELLE
ENTREPRISE



2013 HALF YEAR RESULTS

JULY 31ST, 2013

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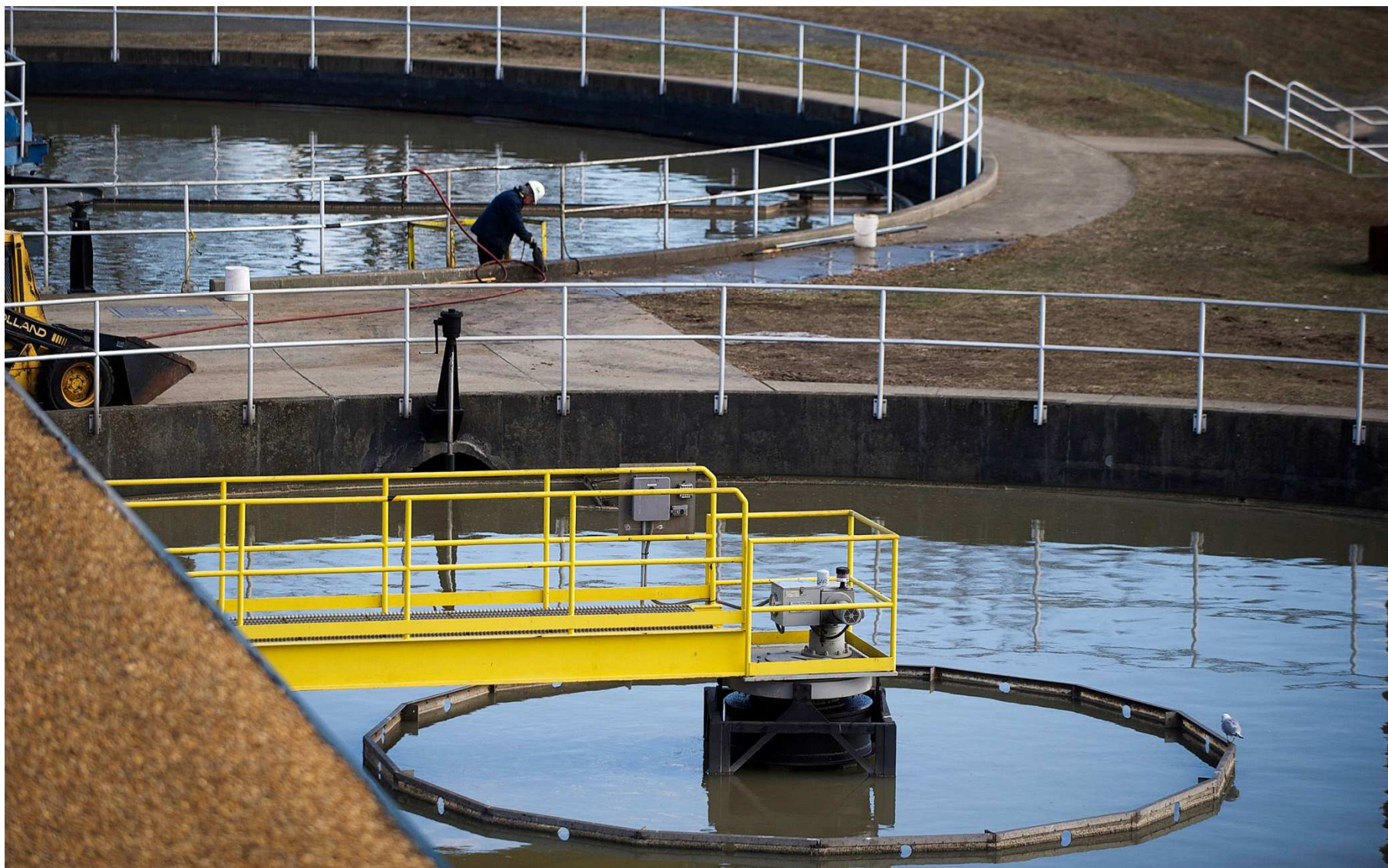
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HIGHLIGHTS

JEAN-LOUIS CHAUSSADE

CHIEF EXECUTIVE OFFICER



S'ENGAGER
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AGENDA

- HIGHLIGHTS & KEY FIGURES
- DEPLOYMENT OF STRATEGY
& REINFORCED ORGANIZATION
- KEY DIFFERENTIATING FACTORS
& MAIN COMMERCIAL SUCCESSES
- SUCCESSFUL STRATEGY
ON GROWING MARKETS

HIGHLIGHTS

SUCCESSFUL STRATEGY OVERCOMES HEADWINDS

SOLID PERFORMANCE DESPITE ADVERSE ECONOMIC AND WEATHER CONDITIONS IN EUROPE

Increase of EBITDA margin at 16.8% vs 15.5% in H1 2012

Industrial production: -1.9% ⁽¹⁾	Waste Europe volumes: -3.8%
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Pluviometry: +20% vs 2012 ⁽²⁾	Water Europe volumes: -4%
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REINFORCED POSITIONS IN GROWING MARKETS

New services in Water Europe: +12%

Industrial water expansion supported by new acquisition

Growth in waste recovery: gains of 3 major contracts (UK, Poland)

Asian activity: +10% with significant contract gains

REACTIVITY AND DISCIPLINE TO SECURE PROFITABILITY

Raised 2013 cost efficiency target from €150m to €180m

Maintained sound financial profile



(1) 5 months average (Jan to may 2013 vs 2012) for euro zone 15

(2) Pluviometry in France

KEY FIGURES

SOLID H1 2013 PERFORMANCE

<i>In €m</i>	H1 2012	H1 2013	vs H1 2012
REVENUE	7,323	7,177	-2.0%
EBITDA	1,133	1,209	+6.7%
EBIT	460	521	+13.3%
NET RESULT GROUP SHARE	40	132	+228%
FREE CASH FLOW	498 ⁽¹⁾	229	-54.0%
NET INVESTMENTS	545	503	-7.9%
NET DEBT	7,878	7,833	-0.6%

IMPROVED OPERATIONAL PERFORMANCE

(1) Of which €164m of securitization



ON GOING DEPLOYMENT OF STRATEGY

STAY ON COURSE DESPITE PERSISTENT CRISIS

Enhance our core business performance

- Foster commercial activity through **competitiveness** on product and price
- Continue to **lower breakeven point**
- Stimulate **inter-BUs cooperation** to increase business efficiencies

Adapt to market requirements and expectations

- Accelerate our business models **transformation**
- Grow our **4 strategic priorities**
 - Offer a single portfolio of adapted & innovative products
 - Favour investments aligned with strategic priorities
- Leverage on **innovation** to improve competitiveness



GROW OUR BUSINESS AND OPERATIONAL RESULTS
WHILE MAINTAINING A STRONG BALANCE SHEET

INTEGRATED ORGANIZATION & STABLE MANAGEMENT

REINFORCED TO ENHANCE VALUE CREATION

EXPERIENCED MANAGEMENT TEAM DRIVING GROUP STRATEGY

- **Water Europe**: Angel Simon
- **Waste Europe**: Christophe Cros
- **International**: Marie-Ange Debon
- **Finance, Purchasing & Compass**: Jean-Marc Boursier

NEW TRANSVERSAL DIVISION FOR INNOVATION & INDUSTRIAL PERFORMANCE

Thierry Mallet

- **Anticipation** of market expectations
- **Industrialization** of businesses with common tools & processes
- Development of **innovative** and differentiated offers

SUEZ ENVIRONNEMENT DEDICATED
TO BOOST DEVELOPMENT & PERFORMANCE



DIFFERENTIATING FACTORS

INNOVATION FOR LONG TERM VALUE & GROWTH-ORIENTED COMPETITIVENESS

COMPETITIVENESS

INNOVATION	TECHNICAL Large R&I network	<ul style="list-style-type: none"> Smart solutions Recycling/reuse Industrial processes Energy recovery & efficiency Biotechnologies Health & environmental protection
	CONTRACTUAL Innovative and customized solutions	<ul style="list-style-type: none"> Renovated relationships with municipalities Long-term cooperation contracts with industrials Well established partnerships with strong local players
	FINANCIAL Experienced project finance team	<ul style="list-style-type: none"> Separated investment/operation agreements Off Balance sheet infrastructure financing Adapted to local context risk profile
	SUSTAINABLE DEVELOPMENT Best in class	<ul style="list-style-type: none"> A key component of our commercial development Ambitious 2012-2016 road map: acting for environmental protection, people & community welfare
EFFICIENCY	FINANCIAL EFFICIENCY Strong culture	<ul style="list-style-type: none"> Continuous streamlining of organization & costs management Processes standardization Sound balance sheet & A3 rating, Net debt/EBITDA target c. 3x

IMPROVING COMPETITIVE ADVANTAGES TO GAIN MARKET SHARES



COMMERCIAL DEVELOPMENT

SIGNIFICANT GAINS & RENEWALS IN ALL DIVISIONS

WATER EUROPE

- **Strong commercial activity**: Barcelona area (Spain, €3.5 bn, 35y), Rhône Ventoux (France, €152m, c.10y); Girona (Spain, €102m, 8y); Douai (France, €70m, 11y); Benesov (Czech republic, €28m, 10y)
- **Successful** development of **smart water**: +12% in revenue
- Success of **Aguas de Sabadell** takeover (78%)

WASTE EUROPE

- Successful commercial activity with **municipalities**: Poznan (Poland, €850m, 25y); Durham (UK, €130m, 8y); Tours (France, €20m, 4y)
- New **contracts** with **key industrial clients**: PSA-Citroën (Spain, €45m, 3y)
- Preferred bidder on 2 PPP in the UK (Merseyside and West London)

INTERNATIONAL

- Significant revenue growth in **Asia (+10%)**⁽¹⁾ and major contracts gains: Macao (€200m, 10y); Shuangliu (€156m, 25y); Hong Kong (€110m, 10y)
- Dynamic commercial activity in **Africa, Middle East and India** with New Delhi (India, €29m, 13y); Luanda (Angola, €28m, 2.5y); Bangalore (India, €12m, 6y); Meknes (Morocco, €90m, 20y)
- **Melbourne**: agreement signed⁽²⁾ with Aquasure⁽³⁾ for LDs reduction of €32m

(1) Organic growth (waste & water)

(2) Subject to banks and Victoria State approvals ; estimated amount to be accounted for in H2 2013

(3) Project company



WATER EUROPE: A UNIFIED VISION

ACT TOGETHER AND MEET CUSTOMERS' NEEDS

Lyonnaise des Eaux & Agbar, the 2 pillars of Water Europe

- Benefit from joint commercial development team
- Industrialize services delivery for increased efficiency
- Offer a **single portfolio**: providing 50 common solutions
- Share **best practices** and shorten time to market
- **Focus on innovation** as a lever of business development

Boost SMART WATER as a major development path

- Expand application of **technology** with partners, notably with mass data collection (SFR), and industrials (Ethera...)
- Propose adapted solutions for wastewater (Ramses®), energy (Sevaqua®), environment (Sirene®)

Significant commercial successes

- GRDF, BNP REPM, SIAAP, Murcia, Gran Canaria



AMBITIOUS GROWTH TARGET IN SMART WATER:
>10% PA OVER 2012-2016

INDUSTRIAL WATER: BOOST OUR DEVELOPMENT

LEVERAGE ON STRONG EXPERTISE FOR STRUCTURED OFFERS

A CUSTOMER ORIENTED STRATEGY

- **Strong experience in selected industrial sectors**
- **Customer targets: value-added segments**
 - Focus on selected growing & profitable markets
 - Select multi-site & multi-country clients
 - Develop long-term partnerships
- **Customer solutions: 5 priorities**
 - Recover energy from wastewater
 - Optimize wastewater recycling process
 - Consider effluents as a source of raw material
 - Design modular & flexible technologies
 - Plant automation: remote monitoring, data analysis

IMPROVED POSITIONNING IN 2013

- Focus on worldwide key accounts
- Acquisition of **Industrial Water Management** in France (BASF)
- **Successful commercial activity:** ST Microelectronics, Petrobras, ...
- **Mobile platform development:**
 - c. 80 O'Mobil® units
 - Creation of a **new platform** in **Brazil**
 - New project in **Shanghai**
- Construction of **pilot plants** for **shale gas treatment**

SELECTIVE STRATEGY FOR PROFITABLE GROWTH



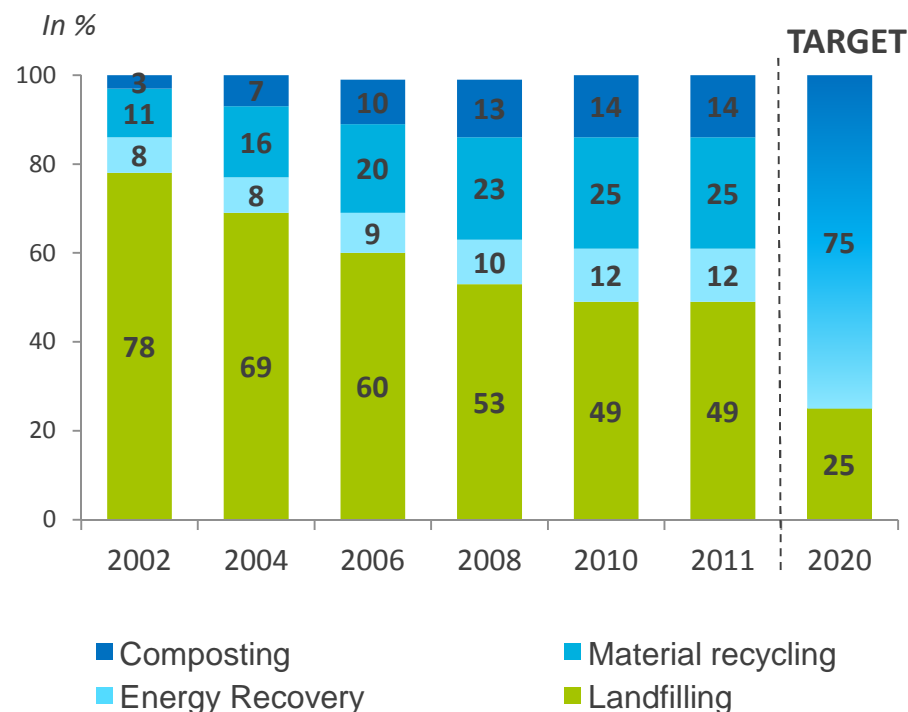
WASTE EUROPE: CAPTURING GROWTH IN THE UK

CHANGING MARKET WITH STRONG DRIVERS

A 259MT⁽¹⁾ WASTE MARKET IN TRANSITION

- **Energy** driven market
 - Significant decrease in electrical generation by 2015
 - Energy subsidies (NFFO⁽²⁾ & ROC⁽³⁾)
- **Legislation** accelerates recovery transition
 - Increased recovery targets for municipal waste: 75% in 2020
 - Landfill tax raised to 80£/t in 2014
- **Waste forecast growth** by 2030
 - C&I⁽⁴⁾ and demolition: +6%
 - Municipal to remain stable
- **Ongoing development of new treatment infrastructures**

Evolution of UK Municipal Solid Waste treatment mode 2002-2011



(1) EUROSTAT – waste generated in the UK in 2010

(2) Non Fossil Fuel Obligation

(3) Renewables Obligation Certificates

(4) Commercial & Industrial

WASTE EUROPE: CAPTURING GROWTH IN THE UK

SITA UK #3 WITH LONG TERM LEADING POSITION

A CHANGING BUSINESS MODEL: CREATING VALUE FROM WASTE

- Focus on **EfW & recycling** to secure a large market share
 - >300,000t of new treatment capacities delivered in 4 years
 - 600,000t currently under progress
 - Further 2.5 mt of new planning permissions in the last 18 months
 - Target a balance portfolio of **public & private** contracts
- Develop **I&C and municipal markets** with broad solution portfolio including energy, RDF, SRF, MRF⁽¹⁾ & composting
- Monitor waste flow management with **service** activity
- **Limited landfilling** exposure (6%⁽²⁾ of 2012 revenue)

12 PFI & PPP CONTRACTS 1/3 OF THE PFI MARKET



SUCCESSFULLY POSITIONNED
ON TOMORROW'S WASTE MARKET



(1) Refused Derived Fuel, Sorting & Recycling Facilities, Material Recycling Facilities

(2) Sita UK 2012 landfill revenue excluding landfill tax (16% in total)

INTERNATIONAL: CHINA FAST GROWING MARKET

HUGE NEEDS IN WATER & WASTE SERVICES

STRONG DRIVERS BENEFITING OUR BUSINESSES

- **Industrialization**: +10% p.a.⁽¹⁾
- **Urbanization**:
+300M inhabitants by 2020⁽²⁾
- **Structural water shortage**
- **Environmental consciousness**
- 12th 5 year Plan: **China going green**
~€375bn capex⁽¹⁾
- **Coercive legislation** towards more waste recovery

STRONG BASIS FOR EXPANSION

- **28-year** presence, 30 water joint ventures
- Successful **local partnerships**
- **> 200 water** plants built by Degrémont
- **Number 1** in waste in Hong Kong & Macau

SUEZ ENVIRONNEMENT SOLID POSITIONS

Integrated organization since 2002



€1.3BN MANAGED TURNOVER IN 2012

(1) Sources: GWI Global Water Market 2011 - industrial production annual growth

(2) Sources: GWI Global Water Market 2011

INTERNATIONAL: CHINA FAST GROWING MARKET

DEPLOY STRATEGY TO SEIZE FURTHER GROWTH OPPORTUNITIES

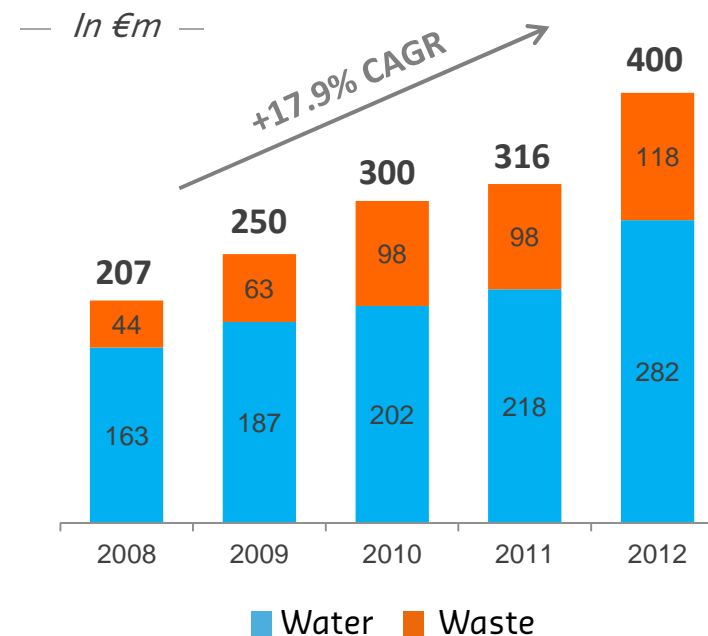
WASTE: TARGET MAINLAND CHINA

- Partnerships with **large national players**: Beijing Enterprises...
- Focus on **value-added segments**: hazardous waste & EfW
- Maintain & expand our **leading position in Hong Kong & Macao**

WATER: STRENGTHEN POSITIONS & EXPAND ON NEW DYNAMIC SEGMENTS

- **Grow existing JVs** with balance between development capex & tariffs increase
- Increase presence in **industrial parks**
- **Expand on growing markets**: advanced wastewater treatment, reuse, desalination

CHINA REVENUE GROWTH



DOUBLE-DIGIT GROWTH
WITH CONTROLLED RISK PROFILE

FINANCIAL RESULTS

JEAN-MARC BOURSIER

SENIOR EXECUTIVE VP FINANCE



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SOLID PERFORMANCE

WITH EFFICIENT FINANCIAL DISCIPLINE

- KEY FIGURES -

<i>In €m</i>	H1 2013	vs H1 2012
REVENUE	7,177	- 2.0%
EBITDA	1,209	+ 6.7%
EBIT	521	+ 13.3%
NET RESULT Group Share	132	+ 228%
FREE CASH FLOW	229	- 54.0% ⁽¹⁾
NET INVESTMENTS	503	- 7.9%
NET DEBT	7,833	- 0.6%

Optimized cost structure

- 130bp EBITDA margin improvement
- Compass above target at €80m thanks to structural changes

Robust financial profile

- Optimized liquidity level & cost of debt
- Leverage ratio in line with target

Focus on profitable growth

- Strict criteria on tenders
- Selective allocation of capex

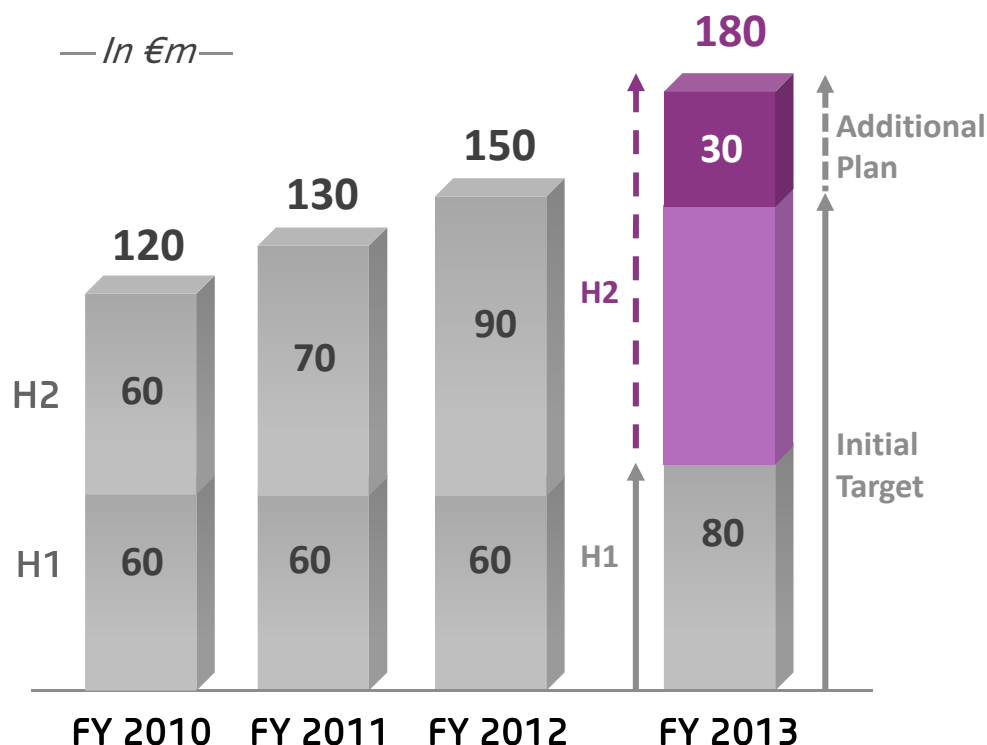
IMPROVED EBITDA MARGIN AT 16.8%

(1) -31% excluding 2012 impact from securitization program

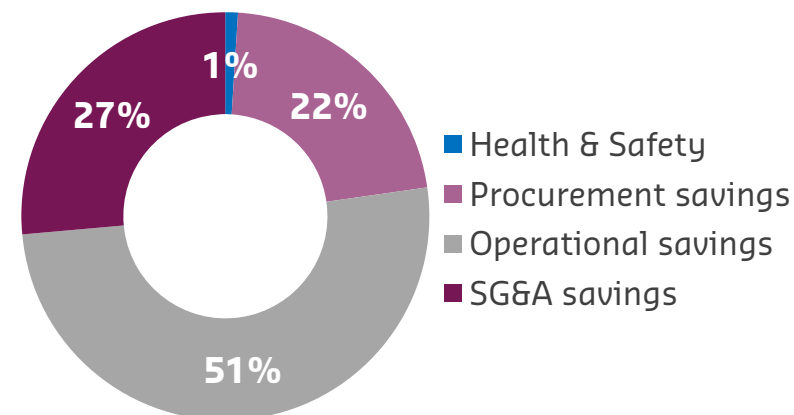


COST OPTIMIZATION PLAN RAISED BY €30M

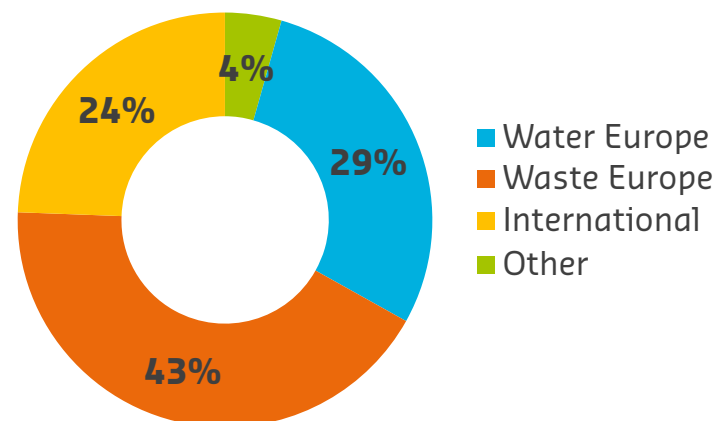
COMPASS 2013 TARGET: €180M OR 1.5% of OPEX



H1 2013 BREAKDOWN BY NATURE



H1 2013 BREAKDOWN BY DIVISION



**STRONG EFFORTS
TO LOWER BREAK EVEN POINT**

PERMANENT EFFORTS TO SECURE PERFORMANCE

€12.5BN OF OPEX CONSTANTLY ASSESSED

1% OF OPEX ON A CONTINUOUS BASIS

Industrialization of processes

- Increase operational **standardization** (ex: trucks & containers for waste, pipes & meters for water)
- **Share best practices**: Financing, IT, legal, HR, insurance, energy

Purchase cheaper, better, less

- **Increase efficiency** through reinforced cooperation, network & governance

Reduce G&A costs

- **Unify back offices** internationally
- Focus on real estate, use of external consultants, travel, interim ...

ADDITIONAL PLAN IN A DIFFICULT MACRO CONTEXT

Waste Europe reorganizations

- Restructuring & reengineering of **French & German activities** to further lower break-even
- Industrialization of operational processes
- 29 sites closed or sold
- Variabilization of operational costs linked to volume decrease
- Reduction in fleet and labor costs (limit overtime, reduce interim)

VERY CLOSE MONITORING

- Management commitment
- Monthly progress review

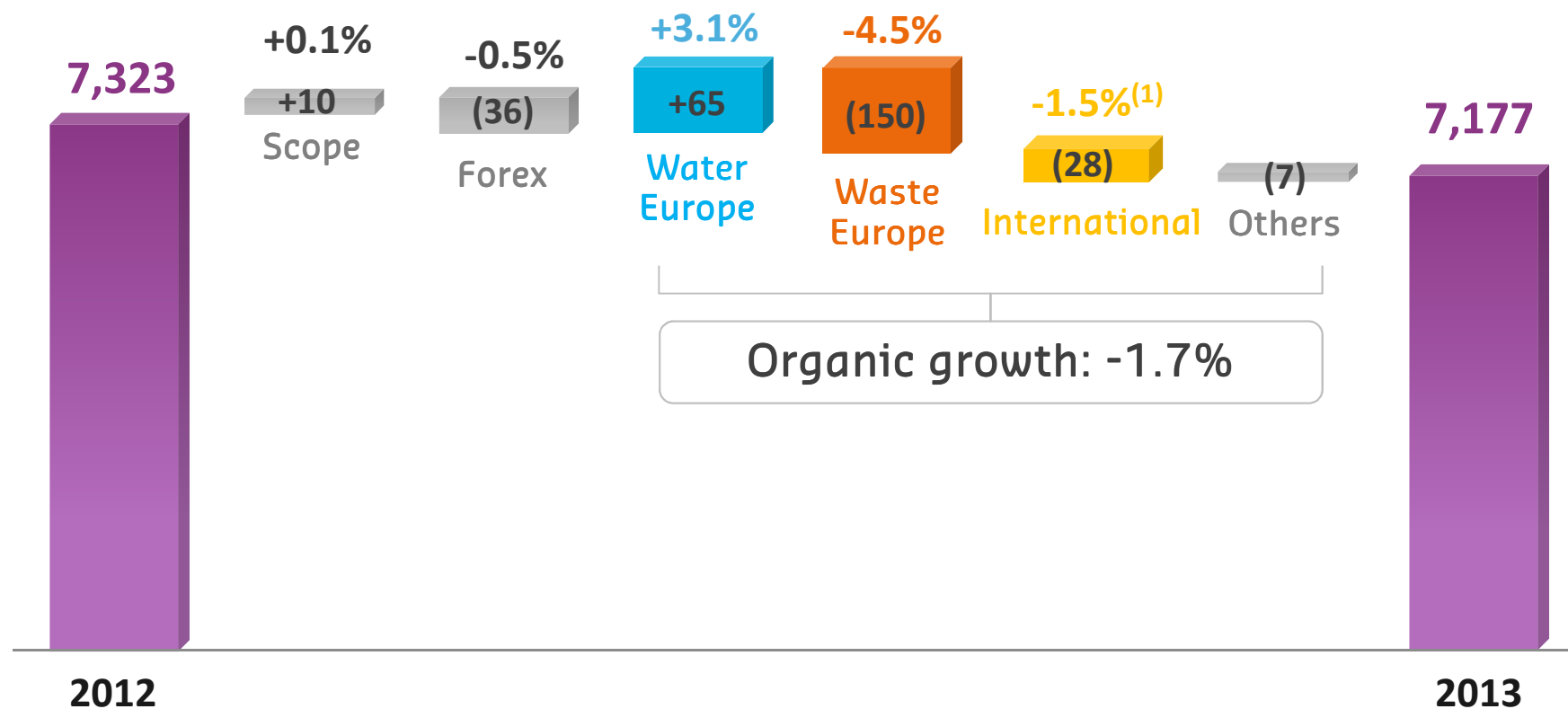


STRUCTURAL CHANGES FOR IMPROVED COMPETITIVENESS

H1 2013 REVENUE

GROWTH IN WATER, WASTE EUROPE IMPACTED BY CRISIS

— In €m —

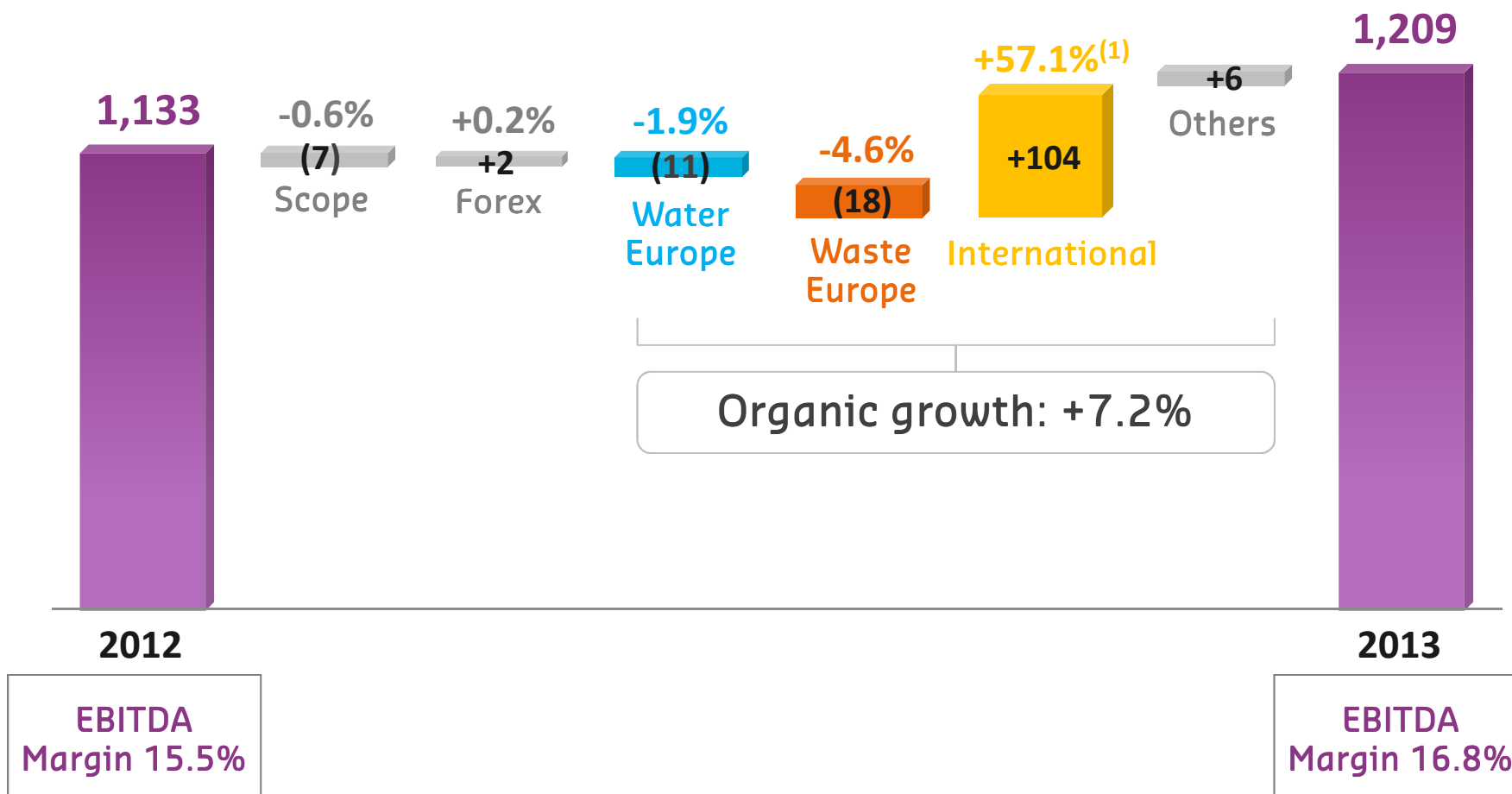


(1) +2.2% excluding Melbourne desalination plant construction

H1 2013 EBITDA

MARGIN IMPROVEMENT: + 130 BASIS POINTS

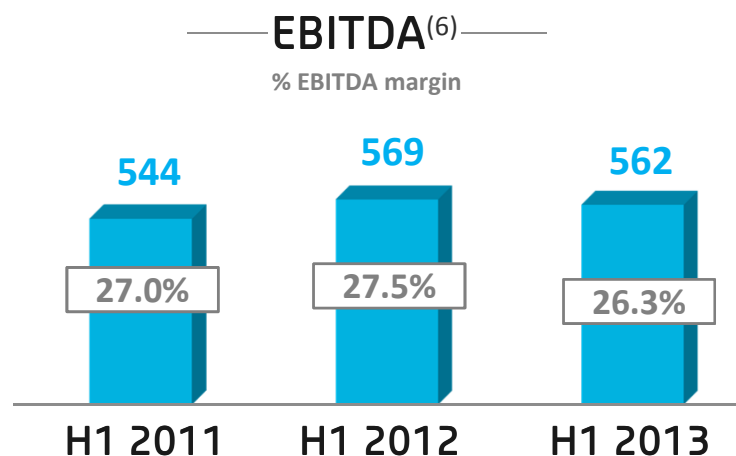
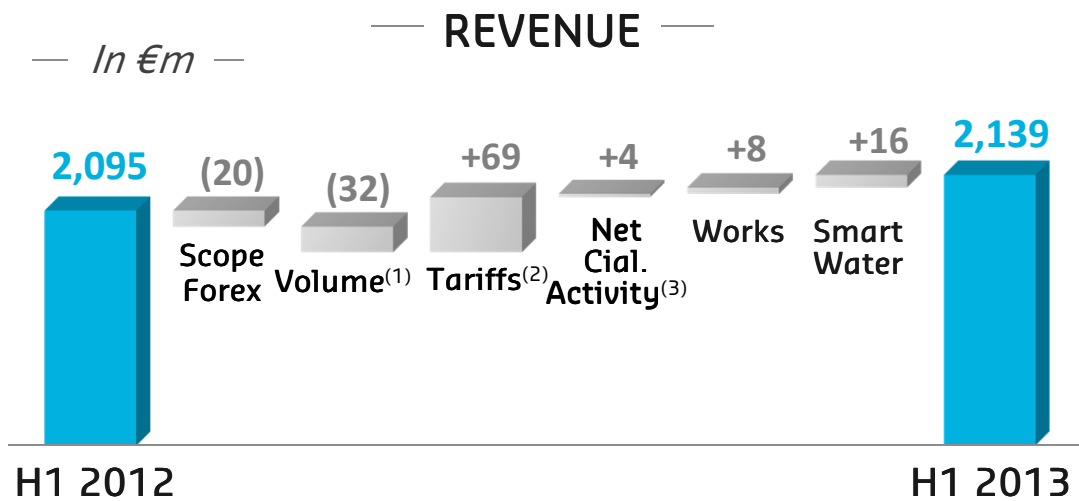
— In €m —



(1) +7.7% excluding Melbourne desalination plant construction

WATER EUROPE

RESILIENT MARGIN DESPITE ADVERSE WEATHER CONDITIONS



- Decrease in volumes

Mm ³ sold	H1 2013	Δ 13/12 ⁽¹⁾
LDEF	341	-2.0%
AGBAR Spain	345	-5.8%
AGBAR Chile	282	+0.3%

- Tariff increases

- France: +2.2%⁽²⁾ on DSP⁽⁴⁾
- Spain: +3.6%⁽⁵⁾ average
- Chile: +2.8% average

- Strong development in Smart Water: +12% in revenues

- Works growing in France

- Stability of EBITDA

- Impacted by decreasing volumes in a rather fixed cost industry
- Compass gains of €23m in H1 2013
- €5m of one-off cost in Chile linked to extraordinary flooding



(1) At iso contracts

(2) Escalation formula

(3) Net balance between contracts gained / renewed / lost & amended

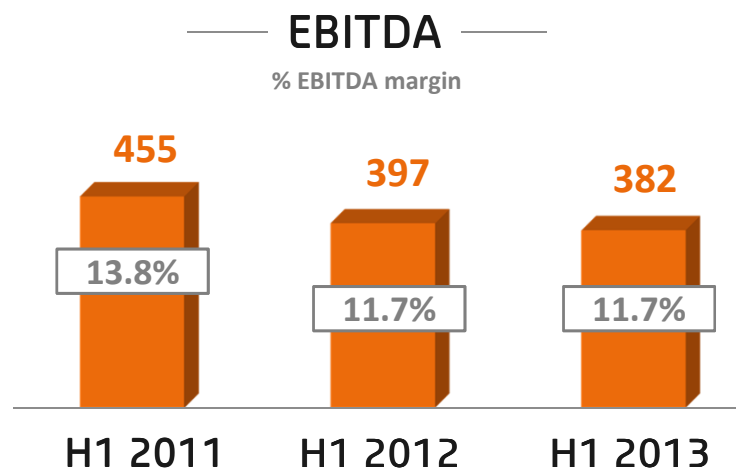
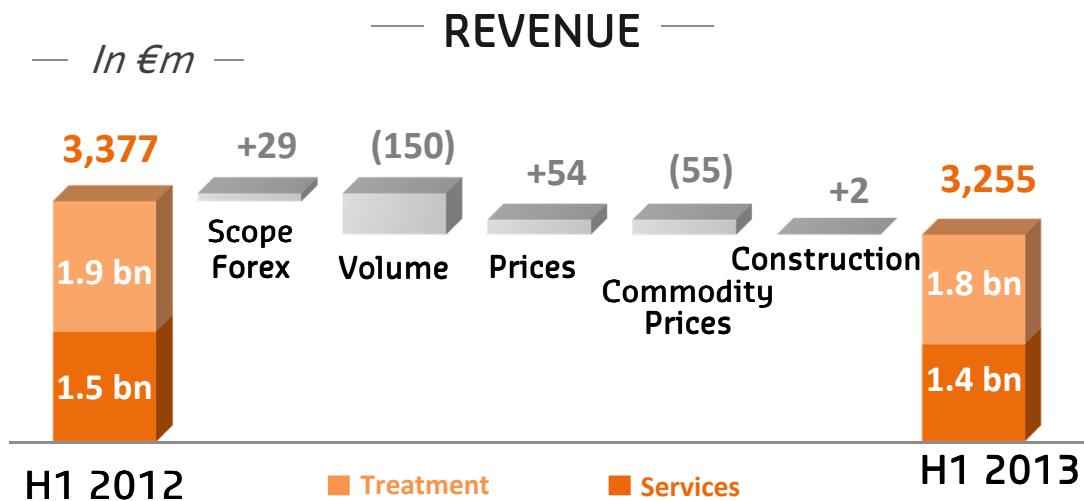
(4) Delegation of public services

(5) Excluding increase in local taxes and third party revenue; the total tariff increase amounts to +10.9%

(6) Excluding Bristol Water, Eurawasser and Altiservice; including central Europe as per division definition

WASTE EUROPE

STABLE MARGIN DESPITE DIFFICULT ECONOMIC CONTEXT



- Treated volumes affected by declining Industrial Production

<i>mt</i>	H1 2013	13/12 Δ
Elimination	4.8	-4.9%
Recovery	6.9	-3.0%
Energy from Waste (EfW)	3.5	-2.2%
Sorting & Recycling	3.3	-3.9%
Volumes treated	11.6	-3.8%⁽¹⁾

- Stable margin thanks to:
 - Further reorganizations (France, Germany)
 - Compass gains: €34m in H1 2013, after €66m in FY 2012
 - Strong position on high margin activity (EfW) with positive outlook
- Decrease in commodity prices⁽²⁾
 - Ferrous metal -11%; paper 1.02 -20%; aluminum -13%

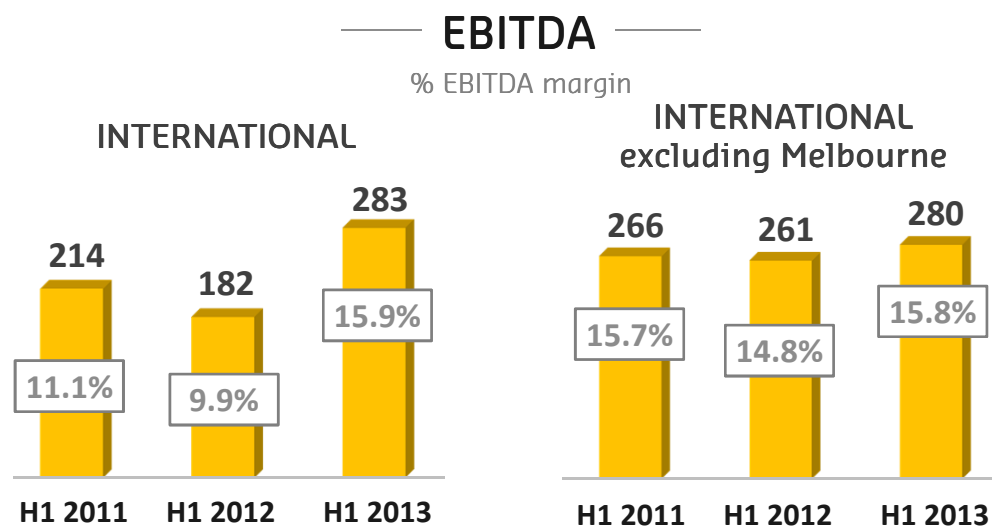
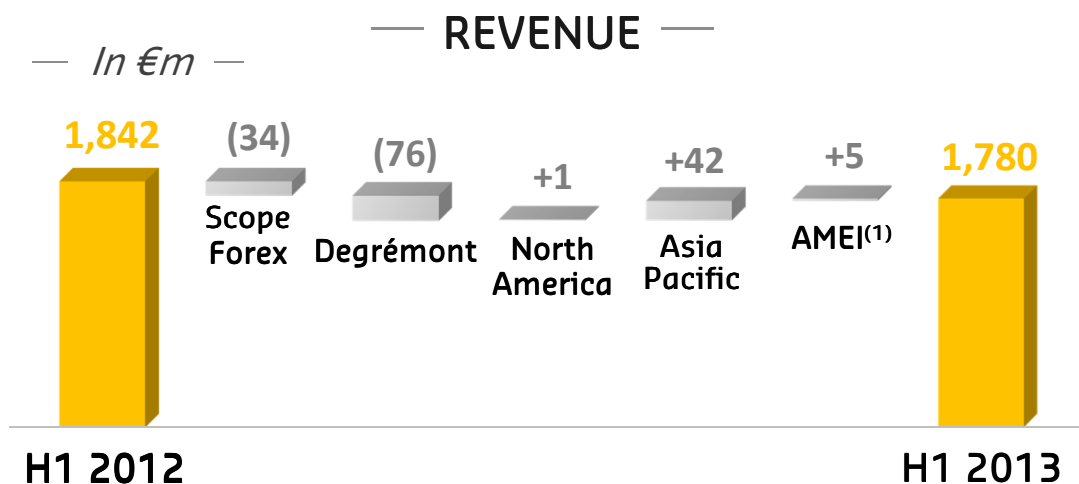


(1) On a comparable basis

(2) Average H1 2013 vs average H1 2012

INTERNATIONAL

STRONG OPERATIONAL PERFORMANCE



Volumes evolution

	H1 2013	Δ 13/12
Degrémont backlog DB – €bn	0.9	-10.8%
United Water - Mm ³ sold	120	-1.0% ⁽²⁾
Lydec - Mm ³ sold	70	+1.6%
Water China - Mm ³ sold	139	+13.5%
Waste Intl. – treated mt	4.3	-1.9%

- Asia: +10%⁽³⁾ with strong business development in waste
- Sita Australia: +5%⁽²⁾
- Positive effect of rate cases in the US
 - Unfavorable weather conditions
- Good prospect for Degrémont in H2
 - Projects in Middle East & South America
 - Positive negotiation⁽⁴⁾ with Aquasure (Melbourne dessalination plant)



(1) Africa, Middle East & India
 (2) Organic growth
 (3) Organic growth in water & waste
 (4) Subject to banks and Victoria State approvals

H1 2013

FROM EBITDA TO INCOME FROM OPERATING ACTIVITIES

<i>In €m</i>	H1 2012	H1 2013	Δ 13/12
EBITDA	1,133	1,209	+6.7%
Amortization	(529)	(551)	+4.1%
Other (concession charges, provisions, ESOP ⁽¹⁾)	(144)	(137)	-4.7%
CURRENT OPERATING INCOME	460	521	+13.3%
Capital gains	39	6	
Marked to Market of ACEA shares	(58)	-	
Others (mainly restructuring costs)	(38)	(13)	
INCOME FROM OPERATING ACTIVITIES	403	514	+27.5%

**DOUBLE DIGIT IMPROVEMENT
OF OPERATIONAL PERFORMANCE**



(1) Performance shares & Stock Options

H1 2013

INCOME FROM OPERATING ACTIVITIES TO NET RESULT GROUP SHARE

<i>In €m</i>	H1 2012	H1 2013	Δ 13/12
INCOME FROM OPERATING ACTIVITIES	403	514	+27.5%
Cost of net debt	(211)	(184)	-13.3%
Other financial result	2	(2)	
Associates	12	15	+23.0%
Income tax	(48)	(86)	+79.1%
Minority interest	(117)	(126)	+7.6%
NET RESULT GROUP SHARE	40	132	+228%
EARNING PER SHARE	0.06	0.22	

Cost of net debt:
4.71% vs. 5.25%
in H1 2012

Effective tax rate: 26% vs.
25% in H1 2012

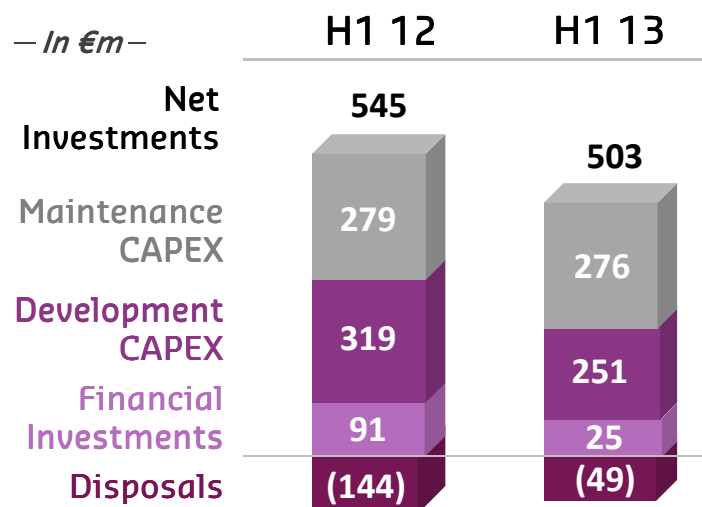


STRONG INCREASE IN NET RESULT GROUP SHARE

INVESTMENT SELECTIVITY

FOCUSED ON ORGANIC GROWTH

INVESTMENTS CONTROL & SELECTIVITY



Major projects	Estimated Amount	On/Off BS	Expected take-over date	
■ Bayonne (USA)	€120m	OFF	Jan. 2013	✓
■ Mapocho (Chile)	€210m	ON	April 2013	✓
■ Clermont-Ferrand (Fr.)	€210m	ON	Q1 2014	
■ South Tyne & Wear (UK)	€225m	OFF	Q1 2014	
■ Suffolk (UK)	€230m	ON	Q4 2014	
■ Surrey (UK)	€110m	ON	Q1 2016	
■ Cornwall (UK)	€200m	OFF	Q2 2016	
■ Poznan (Poland)	€180m	OFF	Q3 2016	
■ West London (UK)	€270m	OFF	H2 2016	
■ Merseyside (UK)	€290m	OFF	H1 2017	

→ Development capex in line with strategic priorities

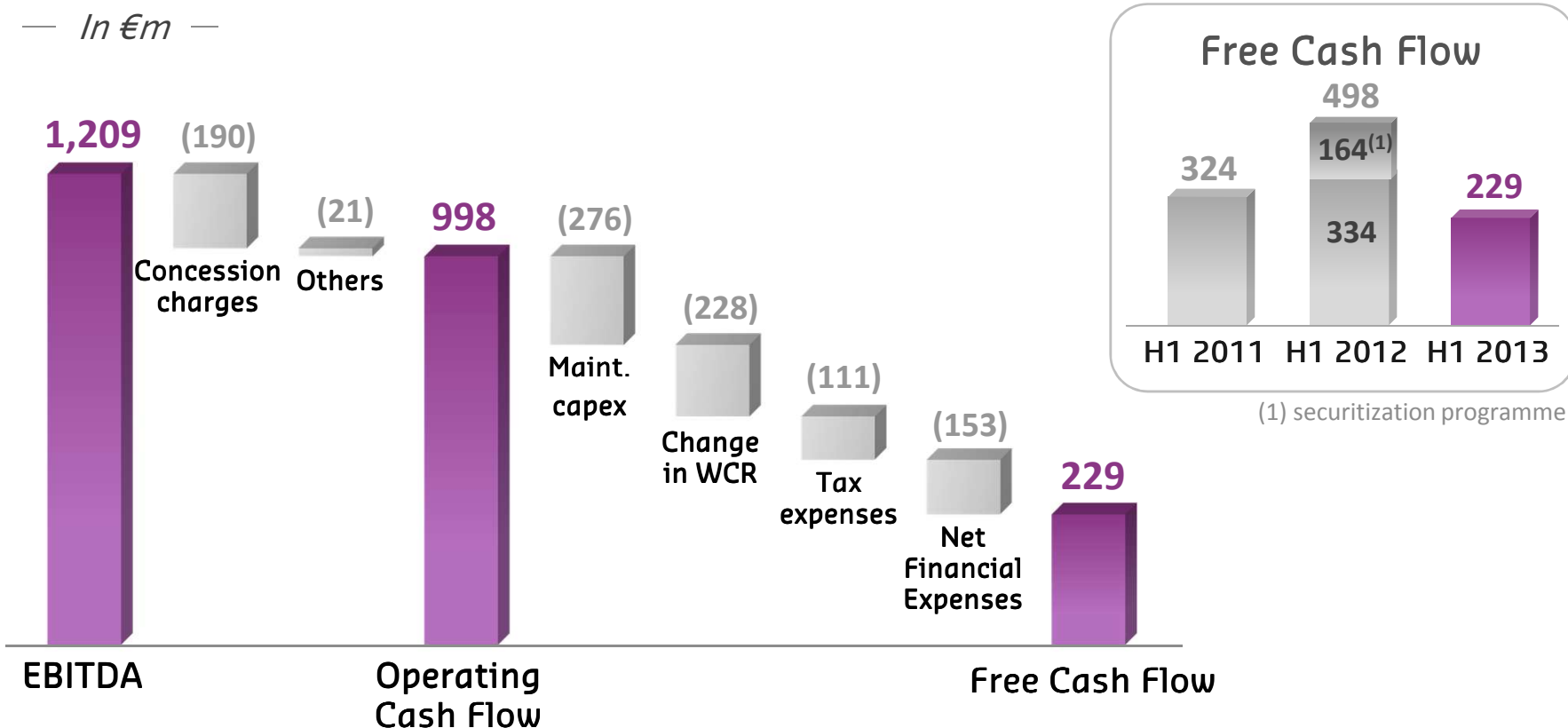
→ Large portfolio of assets under construction in attractive markets



SELECTIVE DEVELOPMENT TO FUEL FUTURE GROWTH

FREE CASH FLOW

UNFAVORABLE WORKING CAPITAL VARIATION IN H1



- Operating cash flow: +1.3% vs H1 2012
- Strict control of maintenance capex (3.8% of revenue)

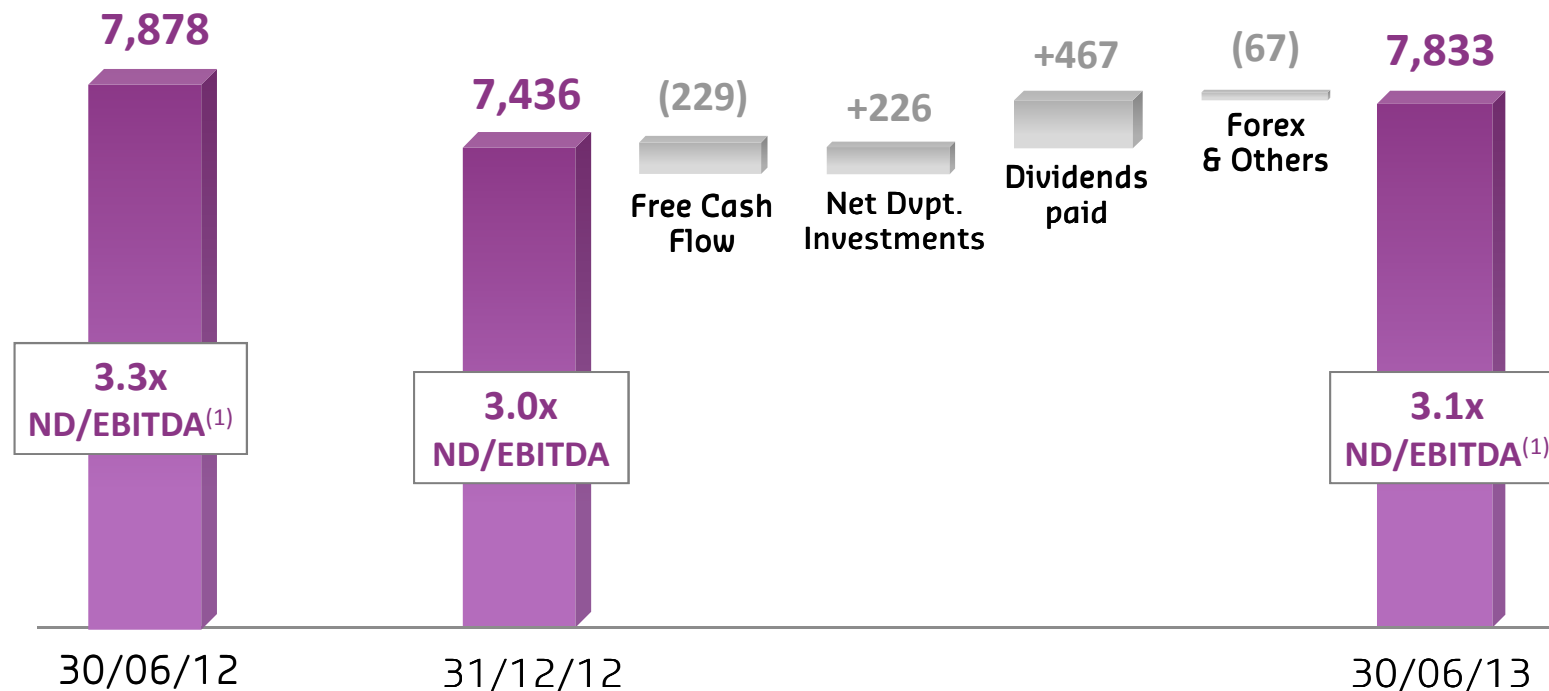


FCF IMPACTED BY SEASONAL CHANGE IN WORKING CAPITAL
& HIGHER CASH TAX

NET DEBT

STABLE LEVERAGE AT 3.1X

— In €m —



- Credit rating reiterated by Moody's in May (A3 – P2, stable outlook)
- Adequate average duration of 6,4 years
- Financing costs optimized with a liquidity of €4bn⁽²⁾



EFFICIENT DEBT MANAGEMENT

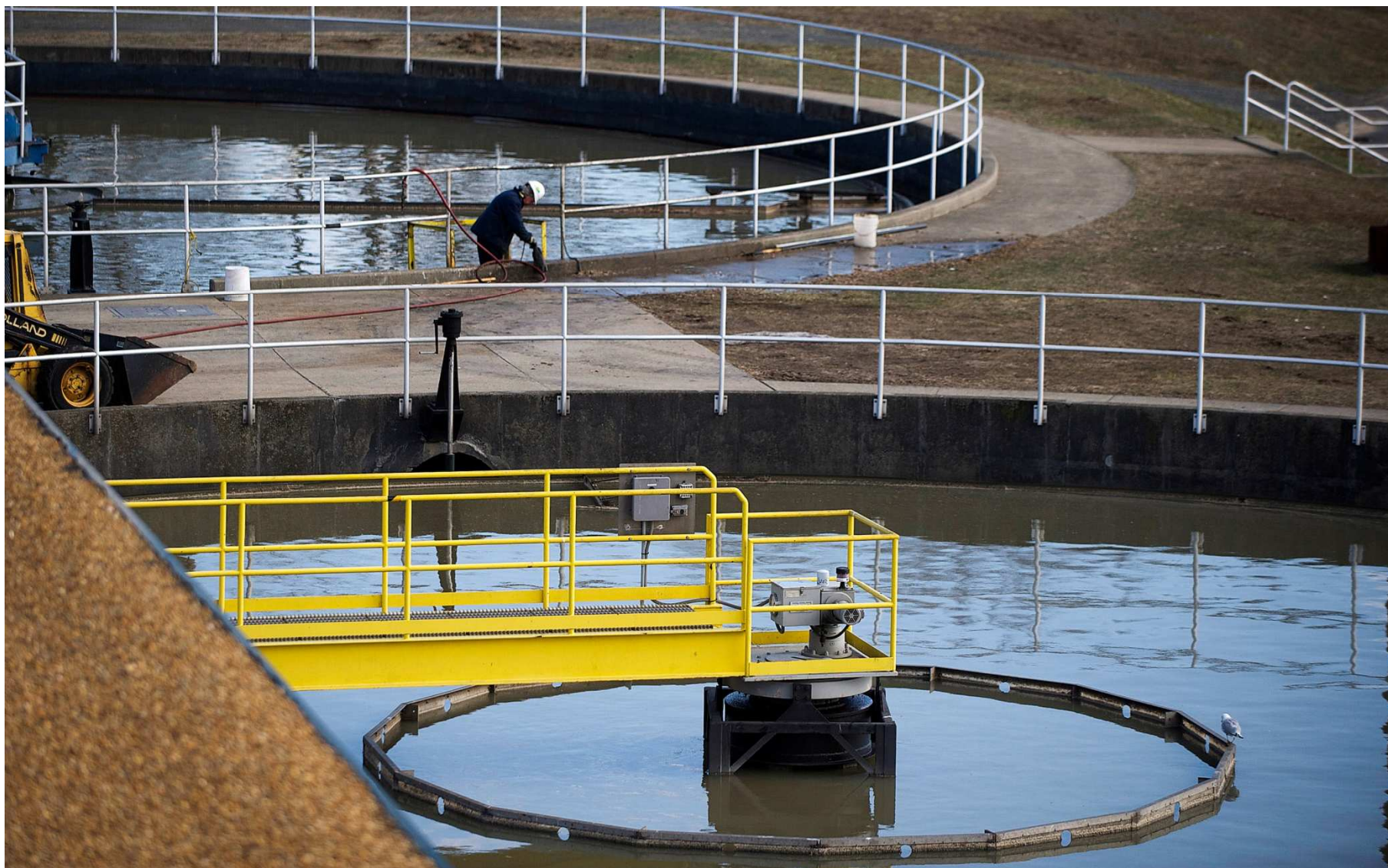
(1) EBITDA rolling 12 months

(2) Net of €608m credit lines given in guaranty for treasury bills

CONCLUSION

JEAN-LOUIS CHAUSSADE

CHIEF EXECUTIVE OFFICER



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GOVERNANCE

EVOLUTION AFTER END OF SHAREHOLDERS' AGREEMENT ON 22/07/2013

Board composition

Dissociation of functions

Chairman: G. Mestrallet

Chief Executive Officer: J.L. Chaussade

Board on 30/07/2013

- Jean-Louis Chaussade, Chief Executive Officer
- 9 independents, or 53% of board members
- 7 representing GDF SUEZ
- 4 women, or 24% of board members

4 Committees of the board

Strategy committee

5 independent directors
2 representing GDF SUEZ

Audit committee

4 independent directors, including the committee chairman
1 representing GDF SUEZ

Ethics & Sustainable Development committee

3 independent directors, including the committee chairwoman
1 representing GDF SUEZ

Nominations & Compensation committee

4 independent directors, including the committee chairman
1 representing GDF SUEZ



FULLY MOBILIZED & WELL POSITIONED

ATTRACTIVE DRIVERS CONFIRMED

ACCELERATION OF CORE BUSINESS TRANSFORMATION

ARMED TO COPE WITH 2013 CHALLENGING CONDITIONS

- Reactivity and increased competitiveness
- Solid performance in H1 2013

DETERMINED TO CAPTURE OPPORTUNITIES

- Clear & well executed strategy
- Supported by asset & people quality



**SUEZ ENVIRONNEMENT MAINTAINS ITS ANNUAL OBJECTIVES AND
REMAINS FULLY MOBILIZED TO ACHIEVE ITS 2013 GUIDANCE**



APPENDICES

**S'ENGAGER
POUR LA PLANÈTE
EST UNE BELLE
ENTREPRISE**



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APPENDICES

SUMMARY FINANCIAL STATEMENTS

**S'ENGAGER
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ENTREPRISE**



SUMMARY BALANCE SHEET

— in €m —

ASSETS	31/12/12	30/06/13	LIABILITIES	31/12/12	30/06/13
NON CURRENT ASSETS	18,881	18,343	Equity, group share	4,864	4,630
o/w goodwill	3,257	3,219	Minority Interests	1,995	1,886
CURRENT ASSETS	7,755	7,862	TOTAL EQUITY	6,859	6,516
o/w financial assets at fair value through income	24	53	Provisions	1,995	1,860
o/w cash & cash equivalents	2,247	2,113	Financial Debt	9,918	10,141
TOTAL ASSETS	26,637	26,205	Other Liabilities	7,864	7,688
			TOTAL LIABILITIES	26,637	26,205

SUMMARY INCOME STATEMENT

<i>In €m</i>	H1 2012	H1 2013
REVENUE	7,323	7,177
Depreciation, Amortization & Provisions	(524)	(486)
CURRENT OPERATING INCOME	460	521
INCOME FROM OPERATING ACTIVITIES	403	514
Financial Result	(210)	(185)
Associates	12	15
Income tax	(48)	(86)
Minority interest	(117)	(126)
NET RESULT GROUP SHARE	40	132



SUMMARY CASH FLOW STATEMENT

<i>In €m</i>	H1 2012	H1 2013
Operating cash flow	985	998
Income tax paid (excl. income tax paid on disposals)	(42)	(111)
Change in operating working capital	14	(228)
CASH FLOW FROM OPERATING ACTIVITIES	956	658
Net tangible and intangible investments	(598)	(527)
Financial investments	(87)	(15)
Disposals	118	46
Other investment flows	(62)	(1)
CASH FLOW FROM INVESTMENT ACTIVITIES	(630)	(498)
Dividends paid	(441)	(467)
Balance of reimbursement of debt / new debt	(60)	440
Interests paid / received on financial activities	(205)	(191)
Capital increase	-	2
Other cash flows	12	(39)
CASH FLOW FROM FINANCIAL ACTIVITIES	(694)	(255)
Impact of currency, accounting practices and other	23	(40)
CASH AND CASH EQUIVALENT AT THE BEGINNING OF THE PERIOD	2,494	2,247
Total cash flow for the period	(345)	(134)
CASH AND CASH EQUIVALENT AT THE END OF THE PERIOD	2,149	2,113





APPENDICES

SHAREHOLDING STRUCTURE

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SHAREHOLDING STRUCTURE

	December 31, 2012	June 30, 2013	% as of June 30, 2013
GDF SUEZ	182,057,361	182,057,361	35.7%
Groupe Bruxelles Lambert	36,746,488	36,746,488	7.2%
CDC	10,078,220	10,078,220	2.0%
Areva	7,251,292	7,251,292	1.4%
CNP Assurances	6,500,390	6,500,390	1.3%
Sofina	4,125,000	4,125,000	0.8%
TOTAL SHAREHOLDERS AGREEMENT⁽¹⁾	246,758,751	246,758,751	48.4%
Treasury Stocks	1,143,389	1,330,060	0.3%
Public & employees	262,331,689	262,145,018	51.3%
TOTAL	510,233,829	510,233,829	100.0%



(1) Shareholders agreement ended on 22/07/2013



APPENDICES

ACTIVITY OF DIVISIONS

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SEIZE OPPORTUNITIES OF OUR MARKETS

ACCELERATE OUR BUSINESS MODELS TRANSFORMATION

STIMULATE OUR CORE BUSINESS PERFORMANCE

WATER EUROPE: CONSOLIDATE OUR POSITIONS IN KEY COUNTRIES: FRANCE, SPAIN, ITALY
Reinforce partnerships with our clients

WASTE EUROPE: MASTER THE WHOLE VALUE CHAIN
Transform waste into a resource and keep a balance between collection and treatment activities

INTERNATIONAL: CARRY ON WITH GROWTH IN SELECTED AND LIMITED NUMBER OF COUNTRIES
Solidify our existing positions and expand into fast-growing geographies

CAPTURE NEW GROWTH OPPORTUNITIES

1 DEVELOP SMART WATER SERVICES

2 DEVELOP WASTE RECOVERY

3 ENTER NEW MARKETS WITH THE ADEQUATE MODELS

4 DEVELOP THE INDUSTRIAL SEGMENT

CAPTURE NEW GROWTH OPPORTUNITIES

4 STRATEGIC PRIORITIES: AMBITIOUS TARGETS

NEW SERVICES
IN WATER ACTIVITIES

→ **SMART WATER**

TARGET FOR 2012-2016

REVENUE GROWTH > 10%/year

FULL RESOURCE TRANSFORMATION
SOLUTIONS

→ **WASTE RECOVERY**

TARGET FOR 2016

2t RECOVERED/1t ELIMINATED

NEW MARKETS
WITH ADEQUATE MODELS

→ **TARGETED INTERNATIONAL
DEVELOPMENT**

TARGET FOR 2012-2016

REVENUE GROWTH 6 to 8%/year

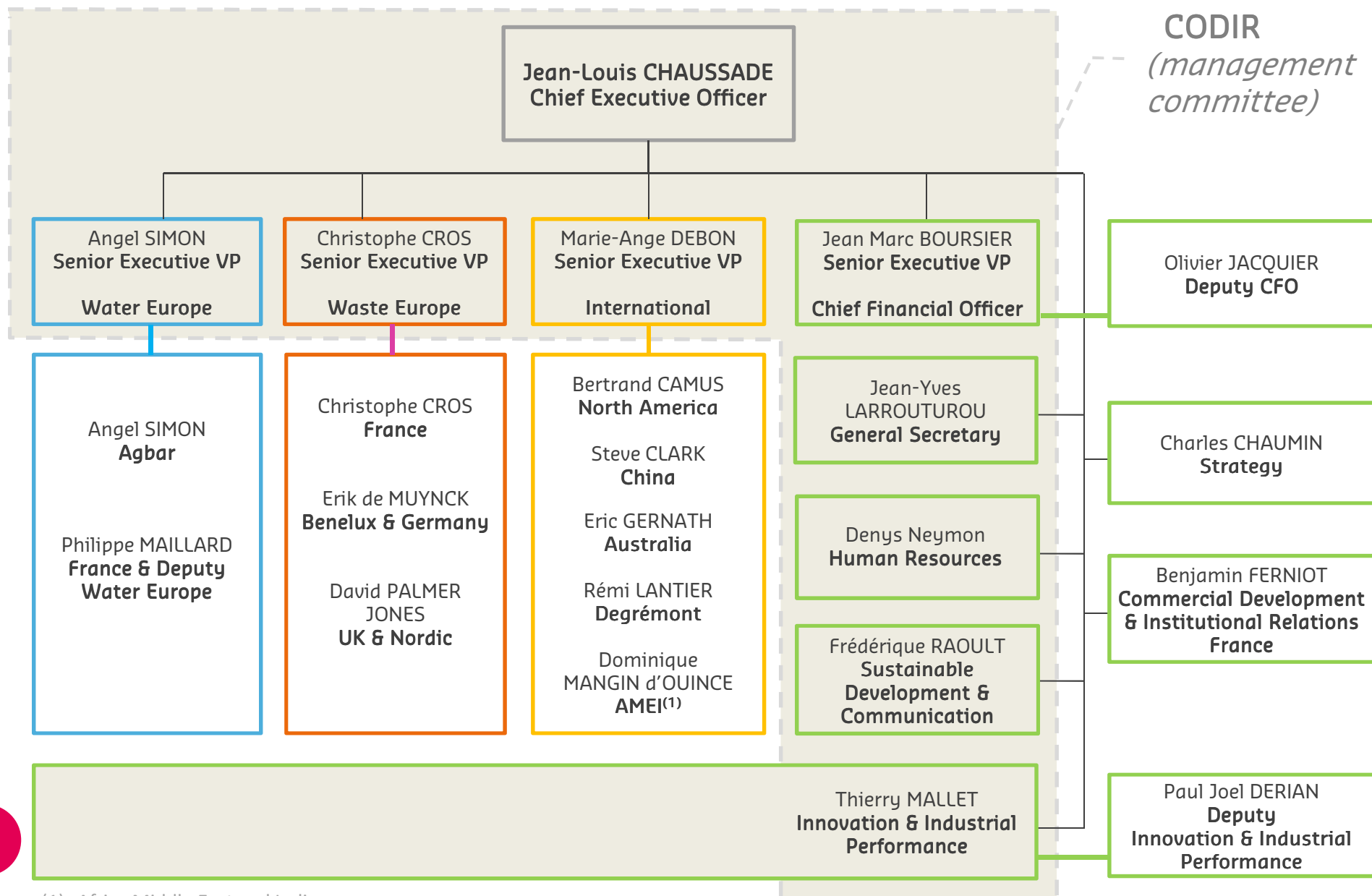
INDUSTRIAL
CUSTOMER GROWTH

→ **INDUSTRIAL WATER SERVICES**

TARGET FOR 2012-2016

REVENUE GROWTH c.10%/year

EXECUTIVE COMMITTEE



(1) Africa Middle East and India

2013 OUTLOOK

IN A CHALLENGING ENVIRONMENT

GROWING OPERATIONAL RESULTS⁽¹⁾

- 2013 Revenue \geq 2012 Revenue
- 2013 EBITDA \geq €2,550m
- 2013 Free cash Flow \geq €1bn

MAINTAIN A SOLID BALANCE SHEET

- Net financial debt / EBITDA around 3x
- Net investments of €1.3bn

CONTINUE ATTRACTIVE DIVIDEND POLICY

- Dividend related to 2013 results \geq €0.65 per share⁽²⁾



(1) Based on 0% GDP growth in 2013 in Europe, at unchanged accounting and tax norms and at constant forex

(2) 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 \geq €10m (firm value)
- Total capex \geq €20m
- Total cumulated revenues \geq €100m (\geq €50m for DB contracts)

WATER EUROPE

MAIN H1 2013 CONTRACTS

FRANCE

New & renewed contracts

- Rhône Ventoux (€152m, 12y water, 8y wastewater)
- Douai (€70m, 11y)
- Orange (€17m, 12y)
- Hautil (€10m, 10y)
- Pézenas (€9m, 12y)
- Coulommiers (€8m, 10y)
- Montagny les Beaune (€5m, 7y)

Scope effect

- Disposal of Altiservice in 2012

SPAIN

New & Renewed contracts

- Barcelona area (€3.5 bn, 35y)
- Girona (€102m, 8y)
- Altea (€18m, 15y)
- Culebro Media (€11m, 4y)
- Dalmiel (€11m, 12y)
- Santa Coloma de Farnes (€10m, 10y)

CZECH REPUBLIC

New contracts

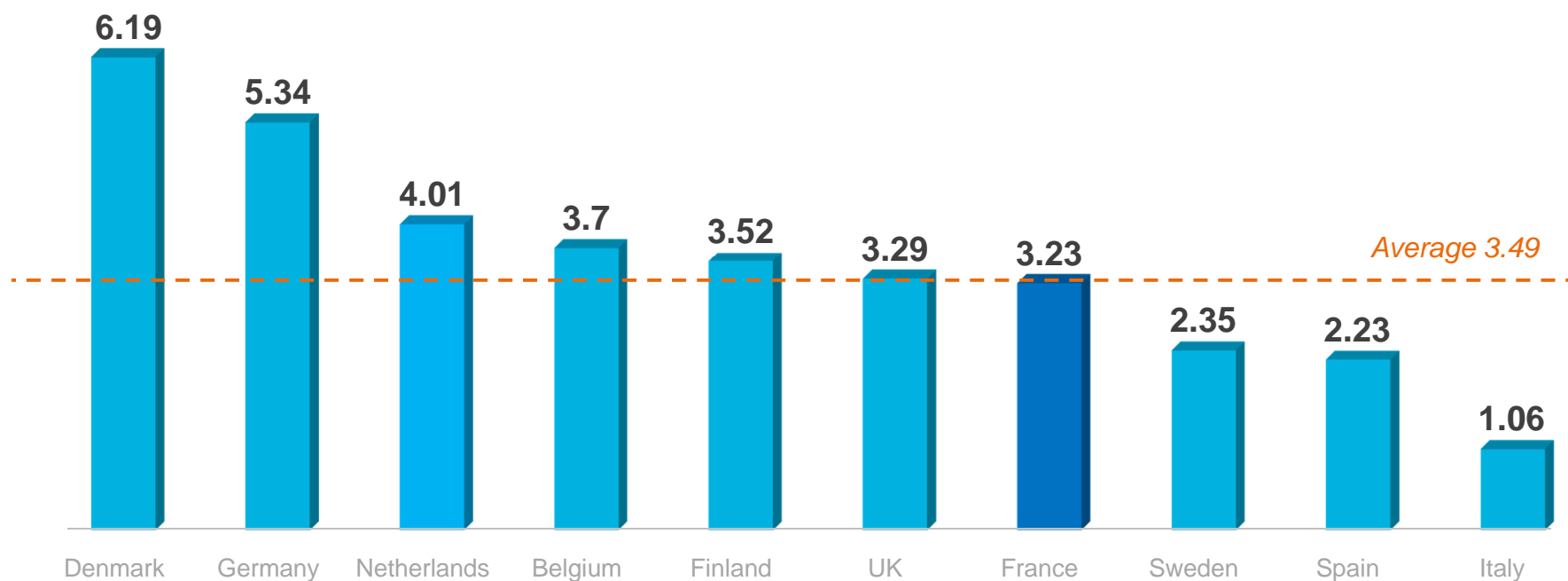
- Benesov (€28m, 10y)

WATER EUROPE

WATER TARIF IN EUROPE

GLOBAL AVERAGE PRICE

1st January 2011, at constant forex, €/m³



WASTE EUROPE

MAIN H1 2013 CONTRACTS

FRANCE

New contracts

- PSA-Citroën (€45m, 3y)
- Tours (€20m, 4y)
- Châtellerault (€5m, 4y)
- Reims (€5m, 2.7y)

Renewals

- Dreux (€12m, 6y)
- MPM (€12m, 4y)
- SIEUCETOM (€9m, 4y)
- Niort (€5m, 4y)

Scope effects

- Consolidation of Barisien, Haubourdin in 2013

UK

New contracts

- Merseyside (€1.4bn, 30y)
- Cornwall (contract variation, €1.4bn, 30y)
- West London (€1bn, 25y)
- Durham (€130m, 8y)

BENELUX/GERMANY

- MVV Rhein-Neckar-Kreis (Germany, €22m, 6y)
- Ajinomoto (Belgium, €6m, 3y)

CENTRAL EUROPE

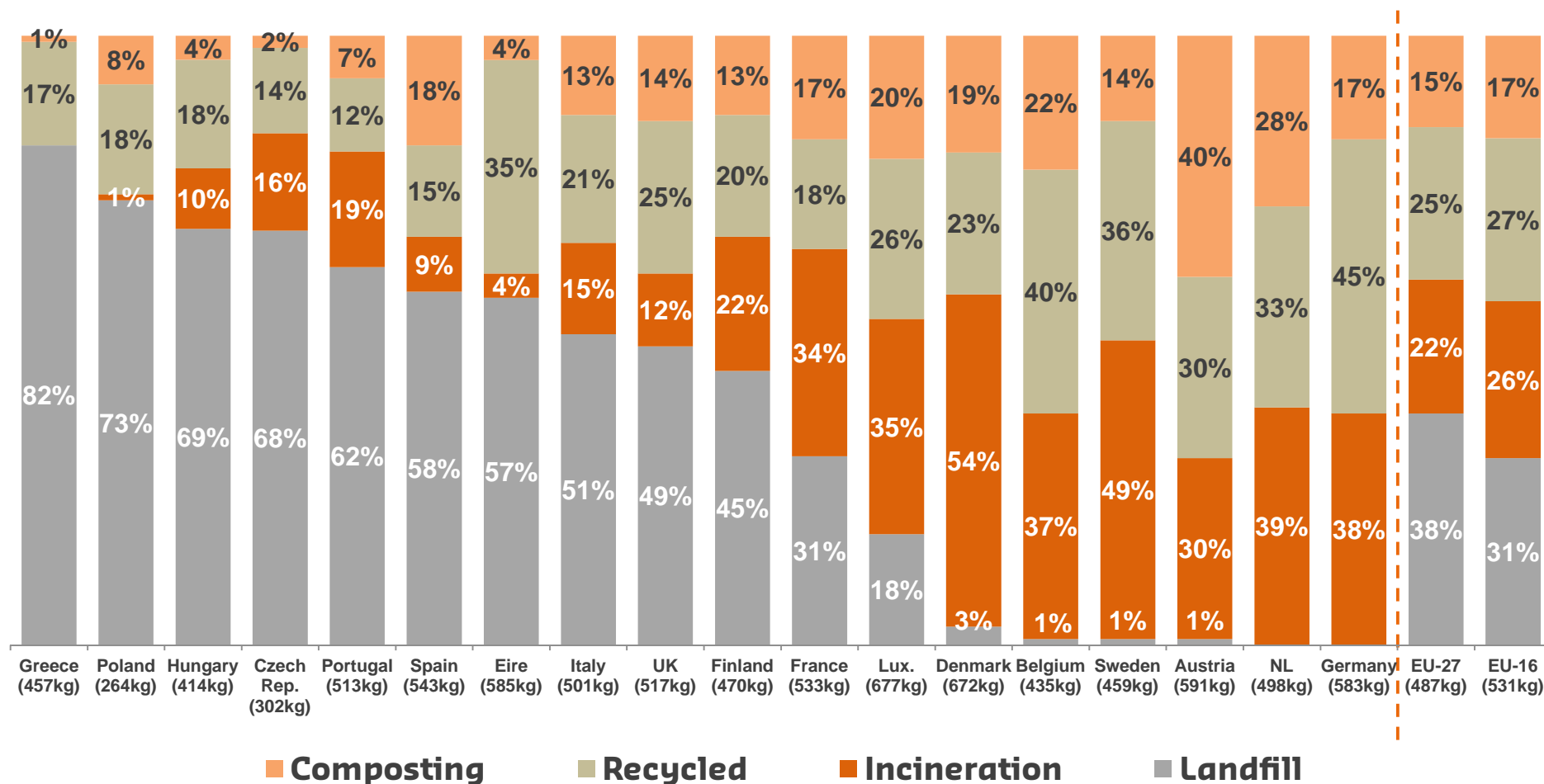
New contracts

- Poznan (Poland, €850m, 25y)

WASTE EUROPE

MUNICIPAL WASTE TREATMENT MIX IN EUROPE

ANNUAL WASTE VOLUMES PER CAPITA & SPLIT OF TREATMENT MODE



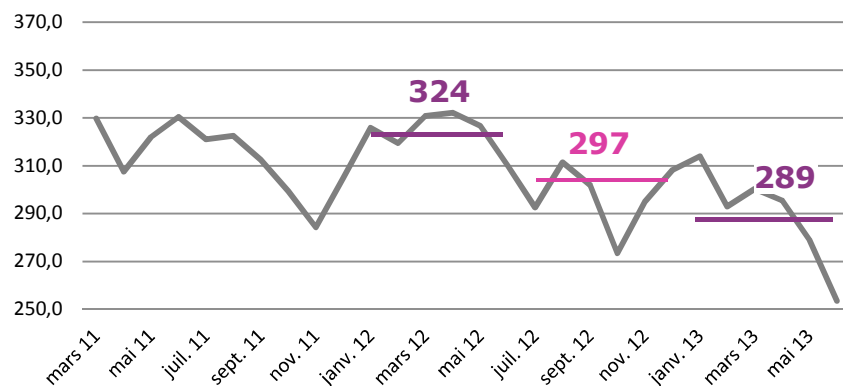
(1) Source: Eurostat- 2010 data updated in April 2012

WASTE EUROPE

COMMODITY PRICES EVOLUTION

E40 MONTHLY AVERAGE PRICE (ferrous metal, recycled)

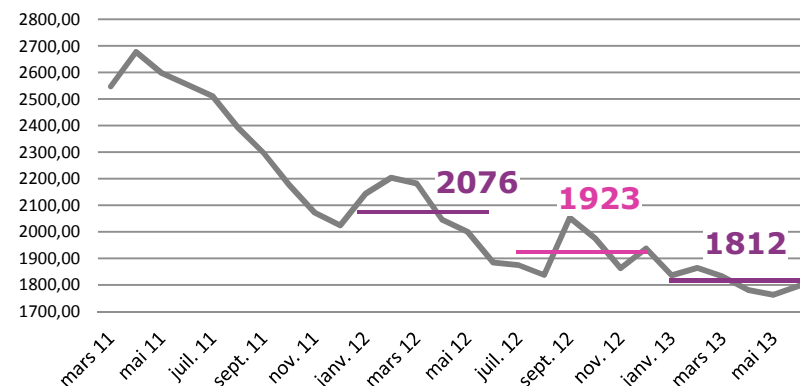
€/ton



Source: UCFF

ALUMINIUM PRICE (raw material)

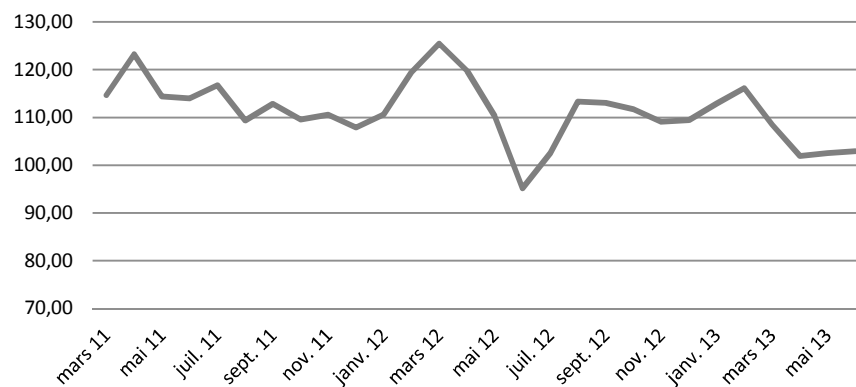
\$/ton



Source: LME

BRENT

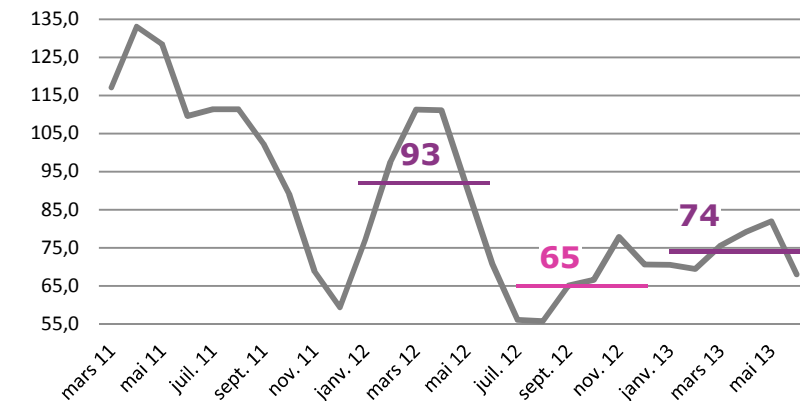
\$/Baril



Source: CSEMP

PAPER 1.02 PRICE (recycled material)

€/ton



Source: REVIPAP



— H1 — H2

INTERNATIONAL

MAIN H1 2013 CONTRACTS

NEW & RENEWED CONTRACTS

Degrémont

- Prague (Czech republic, €257m)
- Luanda (Angola, €28m, 2.5y)
- Musoma (Tanzania, €19m, 1.5y)
- Bangalore (India, €12m, 6y)
- Ouagadougou (Burkina Faso, €6m, 1.5y)
- Addis Ababa (Ethiopia, €4m, 1.5y)
- Petrobras (Brazil)
- Degrémont Industry acquired Industrial Water Management

ASIA

- CSR Macau: (€200m , 10y)
- Shuangliu (China, €156m, 25y)
- Hong Kong (€110m, 10y)
- New Delhi (India, €29m, 13y)

Mediterranean, Middle East

- Meknes (Morocco, €90m, 20y)
- Saïda (Lebanon, €4m, 2.5y)

United Water

- Bayonne (United States, €195m, 40y)
- Disposals: Connecticut & Arkansas

RECENT RATE CASES IN THE US

Utility	Date for new rates	% growth
South County Sewer	July 2012	c. 17%
New York	August 2012	c. 5%
New Rochelle	November 2012	c. 1%
Idaho	February 2013	c. 2%
Owego/Nichols	February 2013	c.3%
Toms River	May 2013	c.12%

INTERNATIONAL

MELBOURNE DESALINATION PLANT IMPACTS

	H1 2012	H2 2012	FY 2012	H1 2013	H2 2013e ⁽¹⁾	FY 2013e ⁽¹⁾	Δ 13/12
REVENUE	78	114	192	4	7	11	(181)
EBITDA	(79)	(35)	(114)	3	(29)	(26)	88
EBIT	(83)	20	(63)	4	28	32	95



(1) Estimate following an agreement signed in July between Construction JV and Aquasure shareholders, still subject to various approvals



APPENDICES

FOREX EFFECT

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IMPACT OF CURRENCIES EVOLUTION

1 EUR =	USD	GBP	AUD	CLP
H1 2013 average rate	1.32	0.85	1.30	628
H1 2012 average rate	1.30	0.82	1.26	639
Closing rate at 30/06/2013	1.31	0.86	1.42	660
Closing rate at 31/12/2012	1.32	0.82	1.27	631

€m	H1 2013	Forex impact	Of which an impact in €m from:			
			USD	GBP	AUD	CLP
Revenue	7,177	(36)	(5)	(17)	(16)	+7
EBITDA	1,209	+2	(1)	(1)	+1	+4
Net Financial Debt	7,833	(96)	+10	(21)	(10)	(73)



APPENDICES

FINANCIAL INDICATORS

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REVENUE BY DIVISION

<i>In €m</i>	H1 2012	H1 2013	% total	13/12 Δ	Organic Δ
WATER EUROPE	2,095	2,139	30%	+2.1%	+3.1%
Lyonnaise des Eaux ⁽¹⁾	1,124	1,121	16%	-0.2%	+2.1%
AGBAR	971	1,018	14%	+5.0%	+4.2%
WASTE EUROPE	3,377	3,255	45%	-3.6%	-4.5%
France	1,845	1,765	25%	-4.3%	-6.5%
UK/Scandinavia	644	647	9%	+0.5%	+2.1%
Benelux/Germany	783	732	10%	-6.5%	-6.3%
Central Europe	105	110	1%	+4.8%	+4.4%
INTERNATIONAL	1,842	1,780	25%	-3.4%	-1.5%
Degrémont	637	550	8%	-13.7%	-11.9%
North America	291	284	4%	-2.4%	+0.5%
Asia-Pacific	618	647	9%	+4.7%	+6.7%
Africa, Middle East & India	296	299	4%	+1.1%	+1.6%
OTHER	10	3	-	-	-
TOTAL	7,323	7,177	100%	-2.0%	-1.7%



(1) Includes Safege, Italy, Central Europe

REVENUE BY GEOGRAPHIES

<i>In €m</i>	H1 2012	H1 2013	% in 2013	13/12 Δ
FRANCE	2,676	2,600	36%	-2.9%
Spain	696	730	10%	+4.9%
United Kingdom	448	469	7%	+4.6%
Other Europe	1,320	1,235	17%	-6.4%
EUROPE (excluding France)	2,464	2,434	34%	-1.2%
North America	436	409	6%	-6.2%
Australia	519	478	7%	-7.9%
Other International	1,228	1,256	17%	+2.3%
INTERNATIONAL (excluding Europe)	2,183	2,143	30%	-1.8%
TOTAL	7,323	7,177	100%	-2.0%

REVENUE SCOPE EFFECT BY DIVISION

<i>In €m</i>	Acquisition/ first time consolidation	Disposal	Total Scope
WATER EUROPE	3	(28)	(25)
WASTE EUROPE	43	(4)	39
INTERNATIONAL	9	(12)	(3)
TOTAL	55	(45)	10

REVENUE GROWTH BY DIVISION

<i>In €m</i>	H1 2012	H1 2013	13/12 Δ	Organic Δ	Scope Δ	Forex Δ
WATER EUROPE	2,095	2,139	+2.1%	+3.1%	-1.2%	+0.3%
WASTE EUROPE	3,377	3,255	-3.6%	-4.5%	+1.2%	-0.3%
INTERNATIONAL	1,842	1,780	-3.4%	-1.5%	-0.2%	-1.7%
OTHER	10	3	-	-	-	-
TOTAL	7,323	7,177	-2.0%	-1.7%	+0.1%	-0.5%

EBITDA BY DIVISION

<i>In €m</i>	H1 2012	H1 2013	13/12 Δ	Organic Δ	Scope Δ	Forex Δ
WATER EUROPE	579	562	-2.9%	-1.9%	-1.8%	+0.7%
WASTE EUROPE	397	382	-3.6%	-4.6%	+1.0%	0.0%
INTERNATIONAL	182	283	+55.5%	+57.1%	-0.6%	-0.9%
OTHER	(24)	(18)	-	-	-	-
TOTAL	1,133	1,209	+6.7%	+7.2%	-0.6%	+0.2%

CURRENT OPERATING INCOME BY DIVISION

<i>In €m</i>	H1 2012	H1 2013	13/12 Δ	Organic Δ	Scope Δ	Forex Δ
WATER EUROPE	271	236	-13.0%	-11.1%	-3.0%	+1.1%
WASTE EUROPE	147	131	-10.8%	-12.2%	+1.1%	+0.2%
INTERNATIONAL	74	175	+137.5%	+138.1%	-0.4%	-0.1%
OTHER	(31)	(20)	-	-	-	-
TOTAL	460	521	+13.3%	+14.0%	-1.5%	+0.7%

H1 2013: FROM EBITDA TO COI BY DIVISION

<i>In €m</i>	Water Europe	Waste Europe	Inter- national	Other	TOTAL H1 2013
EBITDA	562	382	283	(18)	1,209
Amortization	(215)	(236)	(98)	(2)	(551)
Net provisions & depreciation	46	4	2	13	66
Net concession renewal expenses	(157)	(20)	(13)	0	(190)
Employees compensation plans in shares ⁽¹⁾	0	0	0	(13)	(13)
CURRENT OPERATING INCOME	236	131	175	(20)	521

<i>In €m</i>	Water Europe	Waste Europe	Inter- national	Other	TOTAL H1 2012
EBITDA	579	397	182	(24)	1,133
Amortization	(193)	(239)	(95)	(2)	(529)
Net provisions & depreciation	(11)	7	1	8	5
Net concession renewal expenses	(104)	(18)	(15)	0	(137)
Employees compensation plans in shares ⁽¹⁾	0	0	0	(12)	(12)
CURRENT OPERATING INCOME	271	147	74	(31)	460



(1) Free shares, ESOP & Stock Options relative to GDF SUEZ and SUEZ ENVIRONNEMENT programs

MINORITY INTEREST

<i>In €m</i>	H1 2012	H1 2013
WATER EUROPE	89	84
<i>Of which AGBAR</i>	<i>88</i>	<i>83</i>
WASTE EUROPE	9	12
INTERNATIONAL	19	30
TOTAL	117	126

FROM EBITDA TO OPERATING CASH FLOW

<i>In €m</i>	H1 2012	H1 2013	13/12 Δ
EBITDA	1,133	1,209	+6.7%
Net disbursements under concession contracts	(137)	(190)	+38.6%
Depreciation of current assets	(10)	(4)	-60.0%
Restructuring	(14)	(26)	+85.7%
Dividends from associates	26	20	-25.6%
Provision for employee benefit & others	(13)	(11)	-15.4%
OPERATING CASH FLOW	985	998	+1.3%

INVESTMENTS BY NATURE AND DIVISION

H1 2013 (in €m)	Maintenance investments	Development investments	Disposal	Total Net investments
Water Europe	(101)	(103)	(1)	(205)
Waste Europe	(108)	(108)	23	(193)
International	(64)	(57)	21	(97)
Other	(3)	(6)	6	(7)
TOTAL H1 2013	(276)	(274)	49	(503)

H1 2012 (in €m)	Maintenance investments	Development investments	Disposal	Total Net investments
Water Europe	(65)	(172)	4	(233)
Waste Europe	(145)	(113)	113	(145)
International	(68)	(113)	30	(151)
Other	(2)	(12)	(3)	(17)
TOTAL H1 2012	(280)	(410)	144	(545)



FREE CASH FLOW

<i>In €m</i>	H1 2012	H1 2013
OPERATING CASH FLOW	985	998
Maintenance capex	(280)	(276)
Change in Working Capital	14 ⁽¹⁾	(228)
Cash Tax Expenses	(42)	(111)
Financial Interests Paid	(236)	(211)
Financial Interests Received	38	23
Dividends Received on Fixed Financial Assets	19	34
FREE CASH FLOW	498	229



(1) Of which securitization for €164m

CASH FLOW GENERATION

<i>In €m</i>	Water Europe	Waste Europe	Inter- national	Other	H1 2013
Operating Cash Flow	399	363	260	(24)	998
Net interest paid on investment & financial activities	(27)	(42)	(3)	(80)	(153)
Income tax	(42)	(38)	(59)	28	(111)
Change in Working Capital	(20)	(44)	(137)	(27)	(228)
Maintenance Capex	(101)	(108)	(64)	(3)	(276)
FREE CASH FLOW	209	130	(3)	(106)	229
Development Capex	(103)	(108)	(57)	(6)	(274)
Assets disposals	(1)	23	21	6	49
Dividends to minorities	(105)	(8)	(12)	(1)	(126)
TOTAL	(209)	(93)	(48)	(1)	(351)
Dividends to shareholders					(340)
Δ in definition, perimeter and FX / MtM on net financial debt					65
CHANGE IN NET FINANCIAL DEBT					(397)



CAPITAL EMPLOYED

<i>In €m</i>	31/12/12	30/06/13
Net goodwill	3,257	3,219
Tangible and intangible assets, net	12,943	12,485
Net financial assets	388	378
Investment in associates	491	466
Provisions	(1,995)	(1,860)
Others	648	(280)
CAPITAL EMPLOYED	14,436	14,408

<i>In €m</i>	31/12/12	30/06/13
Water Europe	6,947	6,767
Waste Europe	4,417	4,384
International	3,144	3,225
Others	(72)	33
CAPITAL EMPLOYED	14,436	14,408



APPENDICES

TAX & DEBT

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TAX POSITION

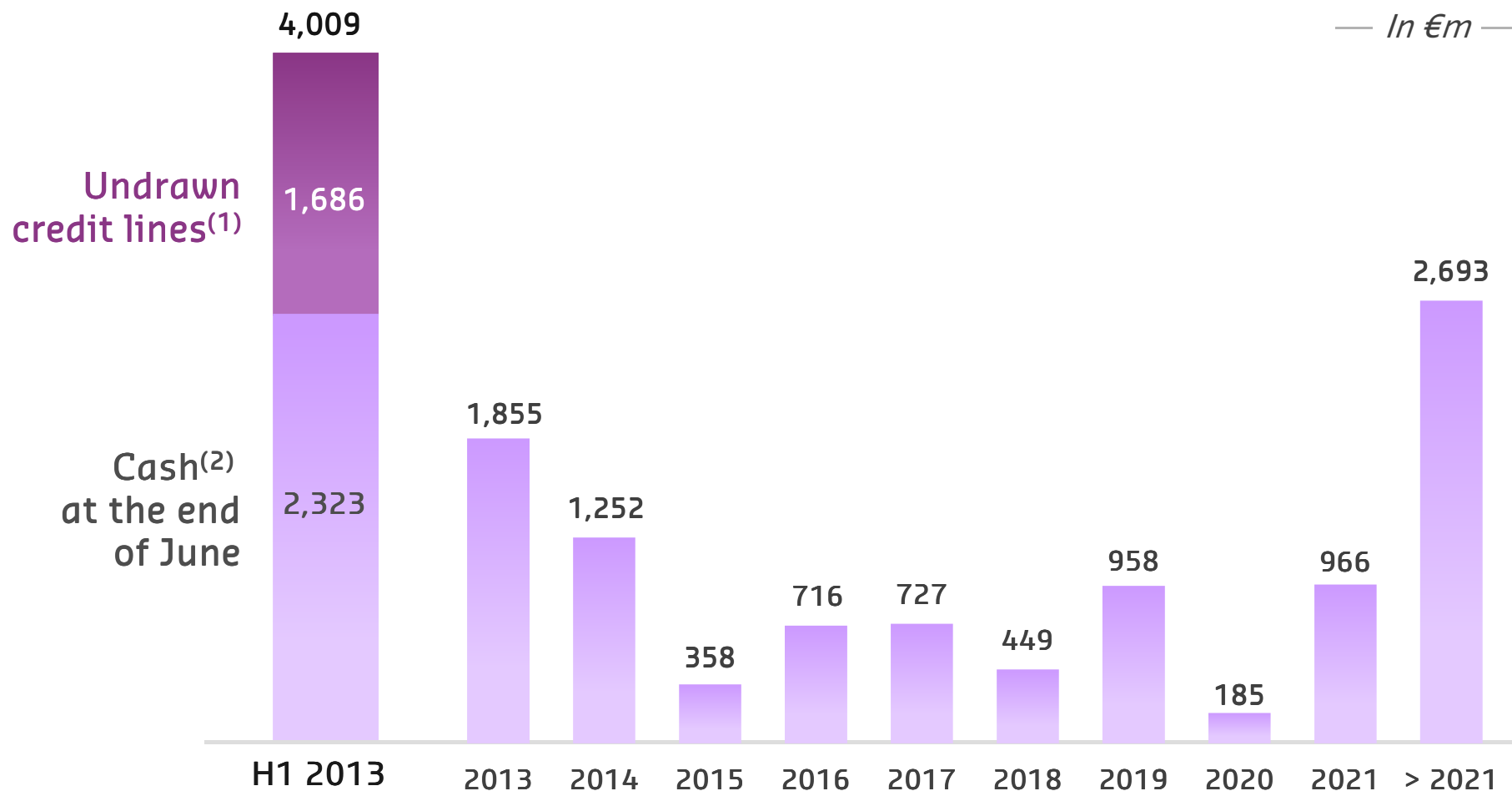
<i>In €m</i>	H1 2012	H1 2013
Income before tax & share in net income from Associates	193	329
Income Tax	(48)	(86)
<i>o/w Current income tax</i>	(90)	(87)
<i>o/w Deferred income tax</i>	42	1
EFFECTIVE TAX RATE	25%	26%

SUEZ ENVIRONNEMENT BONDS

Pricing date	Code ISIN	Maturity date	Duration	Amount	Issue Spread	Coupon Rate
31-March-09	FR0010745984	08-Apr-14	5 years	€771m	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%

FINANCIAL DEBT AND LIQUIDITY POSITION

LIQUIDITY POSITION

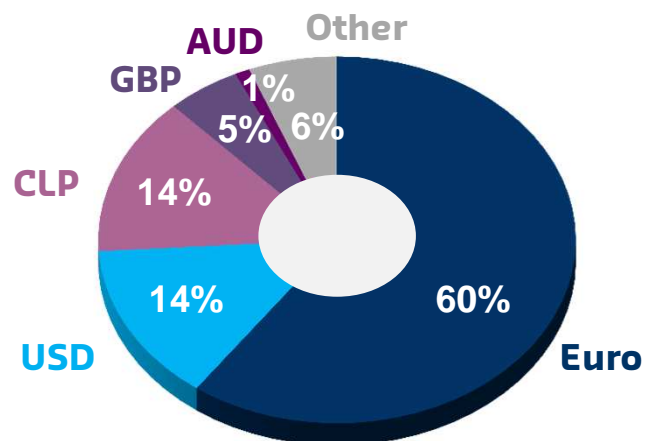


(1) Excluding €608m of treasury bills

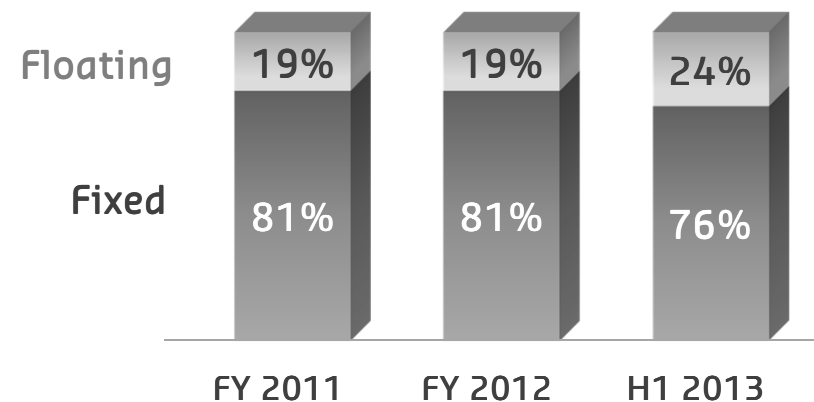
(2) Cash, cash equivalents and financial assets at fair value through income

FINANCIAL DEBT

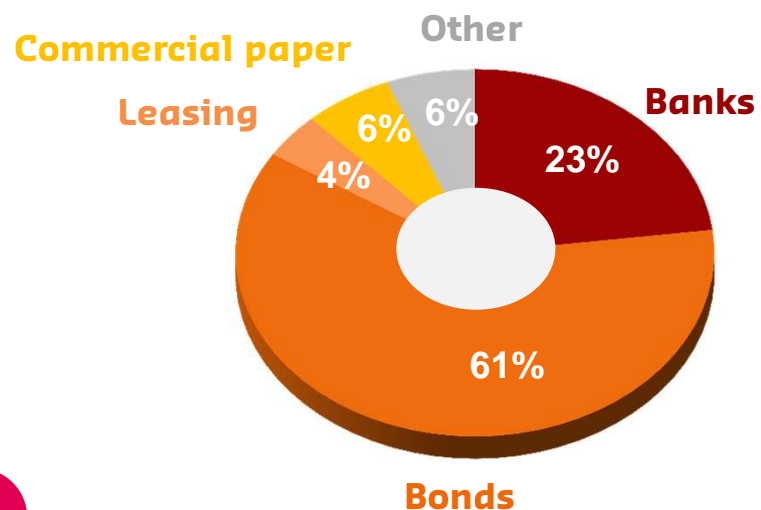
NET DEBT BY CURRENCY



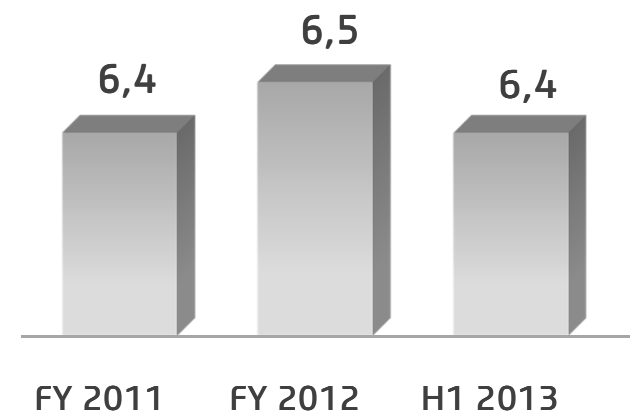
BY RATE TYPE



GROSS DEBT BY TYPE



AVERAGE MATURITY in years





APPENDICES

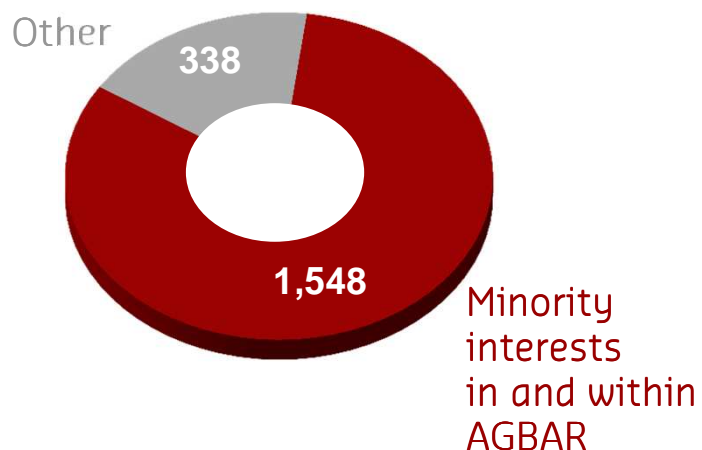
ASSETS & LIABILITIES OVERVIEW

**S'ENGAGER
POUR LA PLANÈTE
EST UNE BELLE
ENTREPRISE**

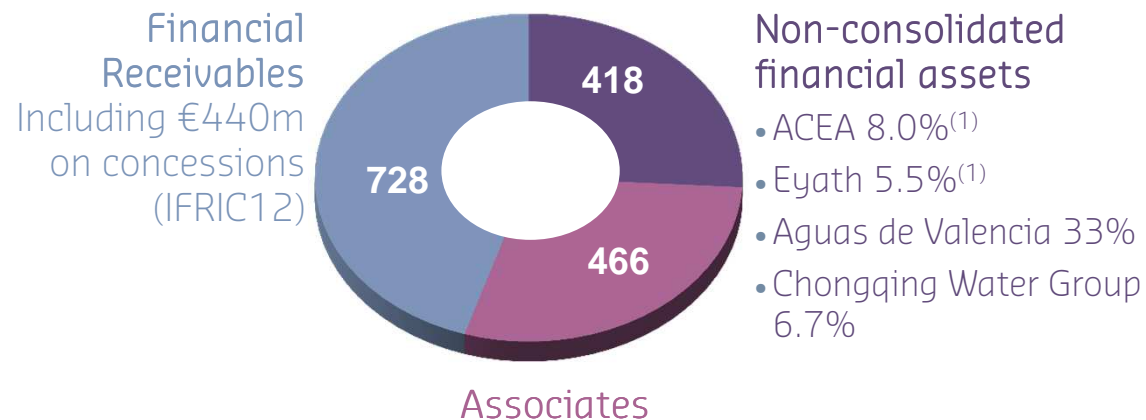


ASSETS & LIABILITIES OVERVIEW

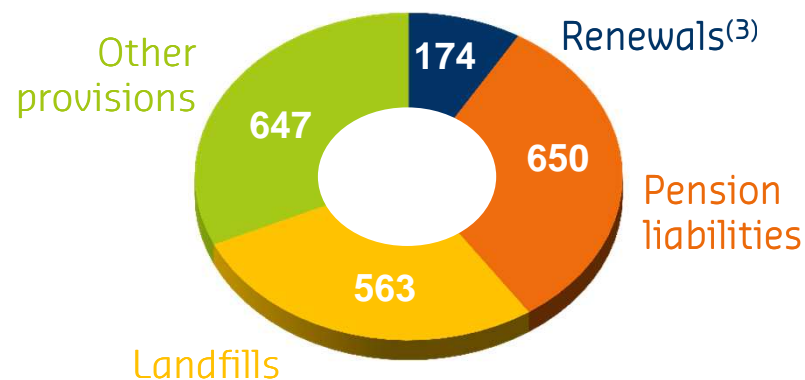
MINORITIES: €1,886m



NON CURRENT FINANCIAL ASSETS: €1,612m



PROVISIONS⁽²⁾: €2,034m



(1) Marked-to-Market

(2) Including €174m 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



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