

∕ <u>With the aim of</u> shaping a better life, **Bouygues Construction** uses innovation to promote <u>a strategy of</u> sustainable construction throughout the entire value chain. Today this principle is shared at the highest level of the Group with our employees, with the users of our buildings and structures, with our customers and with our partners./



Shaping a better life

Our projects around the world in 2013



Our projects around the world in 2013

-Miami, United States The Brickell City Centre thinks big

So that users can enjoy optimal thermal comfort, whether they are in the luxury shopping centre, an apartment or an office, the future Brickell City Centre in Miami incorporates a trellis that will create a microclimate. Bouygues Bâtiment International intends to complete the first phase of this eco-neighbourhood in just 31 months to ensure that nuisance is kept to a minimum. It

will be one of the largest American projects to be LEED[®] Gold certified in the neighbourhood development category.





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– *Paris, France* Beaugrenelle lights up

Replacing the old Beaugrenelle shopping centre in Paris, built in the 1970s, there now stands a new-generation complex with a stunning design and double HQE® and BREEAM® Very Good certification. Bouygues Bâtiment IIe-de-France took two-and-a-half years to complete the project, with very restricted access. It consists of two distinct blocks linked by a footbridge and with huge glazed surfaces. The shopping centre also boasts a 7,000 m² green roof where thousands of plants and flowers have been planted and many familiar bird species will nest.

– Hong Kong Kai Tak, an outsize green cruise terminal

This cruise terminal is one of the most modern in the world. It consists of landscaped platforms on three levels – without columns, which allows for greater modularity – and is capable of simultaneously berthing two super-liners with 4,000 passengers each. Designed for energy efficiency, its bioclimatic architecture enables it to meet its needs through the use of renewable energy.



BOUYGUES CONSTRUCTION

Our projects around the world in 2013

- Paris, France The Ministry of Defence unites the armed forces

In an effort to gain in efficiency, the French Ministry of Defence has decided to unite the high commands of all armed forces on a single energy-efficient site which also offers such facilities as day-nurseries, accommodation and sports amenities. Bouygues Bâtiment Ile-de-France is responsible for the bioclimatic design and construction of the Ministry, while Bouygues Energies & Services will take charge of operation and maintenance for 27 years, as part of an energy performance contract.





Bata, Equatorial Guinea A geotechnical exploit

Teams from Bouygues Bâtiment Guinea Ecuatorial, a subsidiary of DTP Terrassement and Bouygues Bâtiment International, succeeded in overcoming the geotechnical diversity of the terrain – including mangrove swamps, mountains and marshes – to complete an 84-kilometre stretch of motorway that will link the port city of Bata, in the west of the country, with Ayak Ntang, in the centre.





– Thailand Thailand opts for **solar power**

Soleq Solar Thailand is counting on the expertise of Bouygues-Thai and Bouygues Energies & Services. The two Group subsidiaries are constructing three photovoltaic power plants capable of satisfying the annual energy needs of a city of 90,000 inhabitants, and they will operate them for five years. Our projects around the world in 2013

- Oise, France Optical fibre throughout the department

Bouygues Energies & Services and its subsidiary Axione are installing optical fibre in 21 towns and villages in the Oise department, in northern France, for the Oise Department High-Speed Broadband Authority and Sobeca. 10,000 km of optical fibre will be installed by 2024. Priority will be given to towns and villages which currently have slow broadband speeds.



- Hong Kong A tunnel beneath the sea

Thanks to a project in which innovation and environmental protection were paramount, Group subsidiaries Bouygues Travaux Publics and Dragages Hong Kong won the contract to construct the Tuen Mun-Chek Lap Kok road tunnel. It will be bored 50 metres below the sea, a record depth for Bouygues Construction. When it is completed in late 2018, the tunnel will link the New Territories, north of Hong Kong, to the international airport on Lantau Island.

CORPORATE REPORT _ 2013





– Rio de Janeiro, Brazil Raising the roof at the Maracanã stadium

Group subsidiary VSL performed a technical feat as part of the operation to upgrade Brazil's 80,000-seat Maracanā stadium ahead of the FIFA World Cup in 2014 and the Olympic Games in 2016. The cable-net structure of the 203,000 m² roof was progressively lifted into place in a single piece using 60 lifting points.



Our projects around the world in 2013



– *Lyon, France* **Incity,** the tallest skyscraper in Lyon

The Incity Tower, built by Group subsidiaries GFC Construction and Bouygues Bâtiment IIe-de-France, will reach a height of 200 metres, with 40 storeys, making it taller than "The Pencil" in the Part-Dieu district of Lyon. Some 175 people will work on building the tower, which will be the first in Lyon to be awarded a low energy consumption label. When completed in late 2015, it will accommodate 2,700 employees. CORPORATE REPORT _ 2013

Shaping a better life...

... An approach driven by the whole Group

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... A reality we experience with the users of our buildings and structures, our customers and our partners

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BOUYGUES CONSTRUCTION

Shaping a better life

An approach drivenby bhe whole Group CORPORATE REPORT _ 201

V

A responsible, global player throughout the value chain

A sustainable strategy

More committed to our employees

Profile & Strategy

A global player in construction and services

/As a global player in construction and services active in 80 countries, Bouygues Construction designs, builds and operates buildings and structures which improve the quality of people's living and working environment: public and private buildings, transport infrastructures and energy and communications networks. A leader in sustainable construction, Bouygues Construction and its 52,200 employees have a long-term commitment to helping their customers shape a better life./

2 strategic priorities

— Developing skills throughout the entire value chain, both upstream and downstream of construction

The Group meets the specific needs of each customer, while being capable of providing support services at every stage. Upstream expertise relates to land and property development, design, legal and financial engineering. Downstream services are provided for buildings and structures and for their users on a long-term basis.

— Focusing on sustainable construction throughout the lifecycle of a structure

Bouygues Construction offers its customers a responsible approach that factors in all the technical, environmental and social issues of a structure. The Group develops technically effective solutions throughout the lifecycle of a building or a neighbourhood and makes a longterm commitment to its customers on high levels of performance.

3 drivers of growth

— High value-added operations

Bouygues Construction has developed high-level expertise in property development, public-private partnerships (PPPs) and concessions, as well as projects of great technical complexity.

International

Operating on every continent and in 80 countries, the Group is firmly

established in many territories through local subsidiaries, but it also participates on a one-off basis in largescale projects requiring a high level of technical expertise.

— The energy and services sector

These sectors complement construction and are an integral part of Bouygues Construction's priorities for growth.



Businesses...

Building

Housing, schools and universities, hospitals, hotels, office buildings, stadiums, airports, exhibition centres, leisure amenities, etc.

Civil works

Tunnels, bridges, roads and highways, tramways, underground, rail and port infrastructures, etc.

Energies and services

Energy network infrastructures, street lighting, digital networks, electrical, mechanical and HVAC engineering, facilities management, etc.

Concessions

Management and operation of transport infrastructures, sports and leisure amenities, port areas, etc.

... and expertise throughout the entire value chain

Dedicated skills throughout the entire value chair

egal and financial engin

FUSHIDISNSP (GISCOID

Operating from upstream to downstream of the construction process, the Group has developed expertise and businesses that cover the entire value chain. Its aim is to meet the specific needs of each customer while each service it performs is thought out in terms of the whole lifecycle of a building or structure.

Eco-design

- Choice of the most appropriate environmental certification
- Taking account of the whole lifecycle of a building or structure: choice of eco-design to reduce its environmental impact as much as possible
- Diagnostic of the specific needs of future users

Legal and financial engineering

- A high level of expertise in property development, PPPs and concessions
- Organisation according to areas of technical expertise
- Greater vigilance over the choice and monitoring of partners and subcontractors
- Tailored risk management
- · Guarantee of efficient legal and financial engineering

Property development

- Support for customers through every phase of property projects
- \bullet Ability to offer the best economic and urban solution to derive value from real estate
- Optimised completion of multi-product projects
- Comprehensive expertise ensuring project management in full compliance with the programme, costs and lead times from design to handover

n of construction



- Helping users take possession of the building or handing over structure
- Development of new services relating to use: safety, cleaning, catering, reception, etc.



A sustainable strategy

∕A meeting with Yves Gabriel, Chairman and Chief Executive Officer∕



This excellent performance bears witness to the efficiency of our organisation, the commitment and professionalism of our employees and the fact that we have made the right choices in our key priorities for business development over the last ten years.

What is your assessment of 2013?

Y.G.: Bouygues Construction had a very good year in what was a contrasting economic context. Our sales rose yet again, by 4% this time, to \in 11.1 billion, while our order intake remained at an excellent level of €11.8 billion. which included a 28% rise in international orders, which is undoubtedly a very good thing in the current economic climate. Our current operating profit rose 20% by comparison with 2012, standing at €435 million, which gives us a current operating margin of 3.9%. A number of high value-added operations illustrate this momentum, such as the L2 Marseille bypass, the Corne Ouest office development at Balard in Paris, Zagreb airport in Croatia and the Tuen Mun-Chek Lap Kok tunnel in Hong Kong. This excellent performance bears witness to the efficiency of our

witness to the efficiency of our organisation, the commitment and professionalism of our employees and, of course, the fact that we have made the right choices in the key priorities for business development that we have maintained for the last ten years: high value-added offers, including such activities as property development, for which order intake has multiplied by thirteen over this period, and international development along with businesses in the energy and services sectors, where sales have grown by a factor of more than 2.5. These results also confirm the wisdom of our strategy of developing the value chain over the entire construction cycle.

How is this positioning reflected over the whole value chain?

.....

Y.G.: Today, we are capable of operating at every stage of the construction cycle of a building or structure: finance, legal procedures, design and building, as well as operation and maintenance. This means that we have developed a comprehensive offer, both upstream and downstream of the actual construction process. We incorporate a lifecycle analysis (LCA) assessing the environmental impact of our operations in our tenders, for instance, from design to demolition. Our involvement in major urban development projects, such as the Eikenøtt eco-neighbourhood in Switzerland, also demonstrates our capacity to anticipate uses and new > BOUYGUES CONSTRUCTION

A sustainable strategy

Our record order book gives us excellent visibility for our business in 2014.

> societal needs a long way upstream. Downstream, meanwhile, we also offer a range of long-term services. The many examples include EnergyPass[®], our system enabling the occupants of apartments to control their energy consumption, and Hypervision[®], our solution intended to enable building managers to analyse energy and fluid consumption, to receive alerts in the event of excess consumption and to ensure user comfort. Having roles to play in all parts of this chain allows us to provide greater support for our customers and, at the end of the day, to incorporate all the components of increasingly sustainable construction into our projects.

 Sustainable construction is at the heart of your strategy, but does this just boil down to more energy-efficient construction?

Y.G.: Constructing sustainably means finding ways of reconciling the expectations of the users of our buildings and structures, those of our customers, and those of an ecosystem which incorporates our partners, local residents and citizens of local communities, not forgetting elected officials, to construct efficient and



enduring structures. Far from being a passing trend, this is an irreversible development in our industry. Beyond the intrinsic quality of the building or structure, we must reduce its impact on the environment and on natural resources, and do so at each stage of development or utilisation. Although this obviously encompasses the notion of an energy-efficient building, it is not restricted to that. More broadly, it covers health, safety, comfort, quality of life and working conditions. It is in this light that the real cost of a building or an infrastructure should be measured. Ultimately, investments are offset by savings generated in operating costs. A sustainable building therefore offers

significant opportunities, including from a financial viewpoint, which is far from negligible in this period of budgetary austerity.

- Which of your projects in 2013 would you say best illustrates this strategy?

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Y.G.: One of our most exemplary steps forward is certainly the signature of the partnership with the City of Grenoble to develop our ABC (Autonomous Building for Citizens) concept: a housing block aiming to achieve self-sufficiency in water and energy, and optimisation of waste management. The main aim is to construct a demonstrator which will allow us to work not only on energy, but on every aspect of sustainable development.

Just like a concept car in the automotive industry, the idea is to pack into a single building as many innovations as possible that can then be adapted for the buildings of tomorrow, and operate at full scale our research projects seeking to meet the urban and social demands of the sustainable city. The rich feedback that we expect will allow us to further enhance our offers and will help differentiate us from our competitors. >

<u>Annual results that</u> <u>confirm the performance</u> <u>of our model</u>



SALES (in billions of euros)

Sales rose by 4% compared to 2012. Both French and international sales contributed to this growth (increases of 7% and 2% respectively).



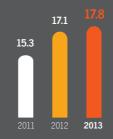
BREAKDOWN OF SALES BY BUSINESS AREA

The breakdown between building and civil works businesses and energy and services businesses was stable by comparison with 2012

> **2.9 3.1 3.0 2.9 3.1 3.0 3.0 3.1 3.1 3.0 3.1**

NET CASH POSITION (in billions of euros)

After financing investments and paying dividends, the cash surplus remained at a very high level (€3 billion). \checkmark



ORDER BOOK (in billions of euros)

The order book stands at €17.8 billion, up 4% year on year. Business for 2014 acquired in late 2013 amounts to €8.9 billion.

£17.8 bn

Order book

9%

Current operating margin

NET PROFIT (in millions of euros)

Current operating profit stood at €435 million, a strong improvement of 20% on 2012. Adversely affected by low interest rates remunerating the cash surplus, financial profit totalled €16 million. Net profit amounted to €277 million, a net margin of 2.5% (stable year on year).

Net profit:



BREAKDOWN OF SALES BY ENTITY



24% Bouygues Bâtiment Ile-de-France
 21% Bouygues Entreprises France-Europe
 24% Bouygues Bâtiment International
 10% Bouygues Travaux Publics
 3% VSL
 4% DTP Terrassement
 14% Bouygues Energies & Services

The Concessions division recorded revenues of ${\rm {\ensuremath{ \ensuremath{ \in} }}} 13.$

BOUYGUES CONSTRUCTION

A sustainable strategy

More than ever, we must ensure that innovation is a driver of competitive differentiation.

a European directive is recommending

Bouygues Construction talks a lot about its capacity for innovation. In your opinion, what will the next major technological development be in the construction sector?

Y.G.: Without a doubt, it is the rise of digital models, which allow 3D mock-ups of buildings and structures and of operating data. This is paving the way for a whole revolution. At Bouygues Construction, we are certain that the digital model and the Building Information Modelling (BIM) that it generates are a source of progress and an extraordinary tool to help us deal with the new challenges of our industry. It will play a key part in the shift to more industrial construction methods, which will allow us to significantly reduce lead times and costs, which will be in everyone's interest. Our R&D teams are active in this field. and large-scale experiments have been carried out on our worksites in France and in other countries. Some of the countries in which we operate have already fully taken this revolution on board: in Singapore and the United

Kingdom, it will be compulsory to use

contracts within two to three years, and

digital modelling for public-sector

the use of them in the same timeframe. In this area, as in others, we are counting above all on the creativity of our teams. The vitality of our internal Innovation Competition bears witness to this. For the 2014 edition, 880 dossiers have been submitted by more than 2,000 of our employees, a record.

What targets are you setting in 2014 to fully achieve your ambitions as a responsible player in sustainable construction?

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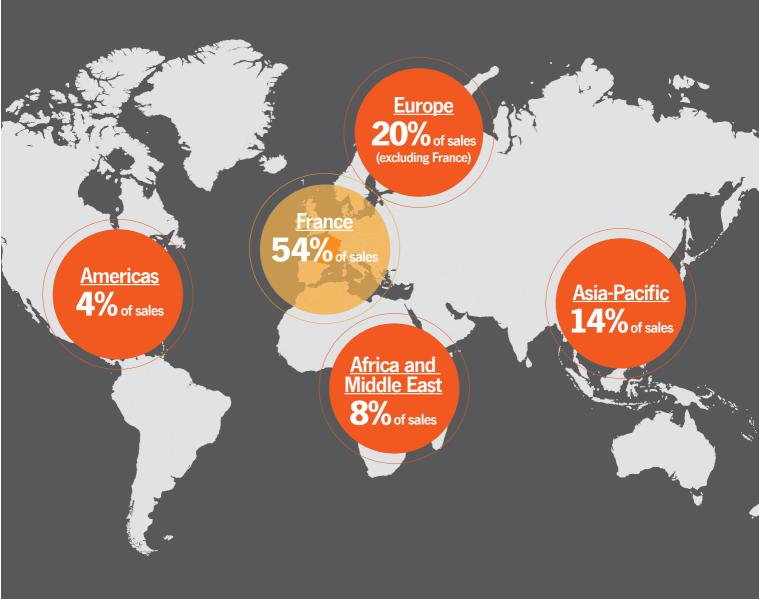
Y.G.: With the exception of Switzerland, the European market will remain sluggish because of reductions in public expenditure and the wait-and-see attitude of private investors. On the other hand, international markets in other regions can represent excellent opportunities and prospects for growth, particularly in Asia and North America, although in some regions competition is extremely fierce.

In this context, our order book, which stood at a record €17.8 billion at the end of December 2013, gives us excellent visibility as far as our business in 2014 is concerned, which is very reassuring. The key challenge for 2014 will be replenishing the order book under the most satisfactory conditions possible and applying the greatest selectivity. Of course, we also have to maintain the greatest vigilance with respect to the successful completion of our numerous large contracts. And finally, we must continue to work on improving our productivity and, more than ever, ensure that innovation is a driver of competitive differentiation. In 2014, our commitment to sustainable construction will be particularly clear to see. In June, we will be partners of the Solar Decathlon Europe, supporting innovation that promotes sustainable homes for all. In September, the renovation programme at Challenger, our head office, is scheduled for completion. Designed to showcase our know-how, it is the physical demonstration of our ambition to be a leader in sustainable construction, whether for new build or renovation. We will be organising an Innovation Campus at Challenger in October, which will give us an opportunity to share our vision of the housing, commercial property and infrastructures of tomorrow with our customers and our partners. X

Strong performance on international markets



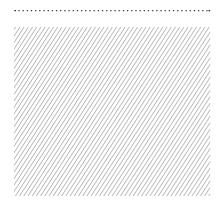
/In 2013, Bouygues Construction generated 46% of its business outside France. This includes 20% in Europe (excluding France)./



Profile & Strategy

Corporate Governance

/Bouyques Construction is organised in seven operating entities which all report directly to General Management. They receive support from corporate functions: financial engineering, management control, treasury, legal affairs, human resources, communications, equipment and IT services. The Central Purchasing department allows a pooling of resources and coordinates purchasing teams at Group level. The Innovation and Sustainable Construction division is composed of teams responsible for Sustainable Development, R&D Innovation and Forward Planning and Strategic Marketing./



Board of Directors

Yves Gabriel, Chairman and Chief Executive Officer, **Bouygues Construction**

Pascal Grangé, Deputy Chief Executive Officer

Olivier Bouygues, Director

Jean-Francois Guillemin, Director

Gilles Zancanaro, Director

Bouygues represented by Philippe Marien, Director

(as at February 24, 2014)



Philippe Dalle Nogare, IT and Information Systems

Franck Le Guillou, Purchasing

Damien Rebourg. Corporate Communications

Béric Scalabre. Equipment

Philippe Van de Maele, Innovation and Sustainable Construction











General Management Committee

1 Yves Gabriel Chairman and Chief Executive Officer

- 2 Philippe Bonnave Deputy Chief Executive Officer CEO, Bouygues Entreprises France-Europe
- **3** Philippe Fabié Deputy Chief Executive Officer Chairman and CEO, Bouygues Bâtiment Ile-de-France

- 4 Pascal Grangé Deputy Chief Executive Officer
- 5 Olivier-Marie Racine Deputy Managing Director, Chairman and CEO, Bouygues Bâtiment International
- 6 Christian Gazaignes CEO, Bouygues Travaux Publics
- 7 Philippe Amequin Deputy CEO, Bouygues Travaux Publics
- 8 Benoît de Ruffray Deputy CEO, Bouygues Bâtiment International

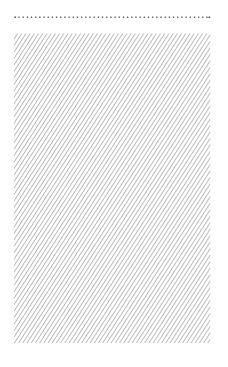
- 9 Charles Paradis CEO, Concessions division
- Jean-Philippe Trin Chairman and CEO, Bouygues Energies & Services
- Daniel Rigout CEO, Specialist Civil Works division
- 12 Jean-Marc Kiviatkowski General Counsel and Internal Control Director
- Jean-Manuel Soussan Human Resources Director



Human Resources

More committed to our employees

/Because Bouygues Construction's people are the leading players in its ambition to shape a better life, the Group sets the highest standards with regard to the well-being and development of its 52,200 employees. /





Building individualised career paths

Bouygues Construction has an ambitious training policy and is firmly committed to skills. Its training programmes are essential drivers of development. In terms of both content and organisation, they express the Group's environmental and social commitment, especially those run by Bouygues Construction University. Several modules are devoted to sustainable construction, such as "The Passport to Green Construction" organised by Bouygues Bâtiment International, which in just one day



employees benefit from geographical or functional mobility each year



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enables participants to understand the impact of sustainable construction techniques on design and on worksite management. Similarly, at Bouygues Travaux Publics, a module on the environmental management system called "Atout TP" is provided for new recruits.

The Group also attaches a lot of importance to mobility – functional, hierarchical and geographical. The larger the size of any company, the greater the need for mobility, and it must be facilitated. Early in 2014, an intranet platform called Moov'in was launched: it lists all offers of mobility between subsidiaries and it is possible to apply online. Moov'in also publishes a range of useful information: an overview of professions, a support package for geographical mobility, practical advice and recommendations for creating a network.

Increasing the Group's attractiveness

Bouygues Construction operates in 80 countries. Its international dimension is a factor of attractiveness for young gradu-

Highlight 2013

Welink, a network to promote the role of women



Launched in June 2013, Welink, the Bouygues Construction network for women managers, has proved a great success, and now has more than 550 members. Run by 17 women from all Bouygues Construction entities and with professions as varied as site supervision, sales, finance, human resources and technical studies, Welink meets a need for sharing and exchanging. Its objective is to facilitate the integration and development of women, alongside the actions carried out by the Group to encourage gender equality. This network is a first in the construction sector and indicates a desire to promote women's careers in the company.



ates. French students rank the Group in the top ten of companies in which they want to carry out internships, and a new website dedicated to recruitment, carrieres.bouygues-construction.com, has been voted the 16th best recruitment site by young graduates. The Group has now introduced the INTERNational Program, through which it is seeking to recruit highpotential young people by offering them an international start to their careers. The idea is to promote the idea of international careers in order to attract people with high-quality profiles following a rigorous, fair and innovative selection process.

Equality of opportunity and openness to diversity

Bouygues Construction is committed to developing the skills of its employees and providing them with the best career prospects with the greatest possible respect for equal opportunities. The Group wishes to build a pluralistic but unified company in which individuals can find their place and be recognised on the strength of their differences and their talents. In this spirit, Bouygues Bâtiment International has pressed ahead with

> of managers of France are women

its "Success in Diversity" policy, which was awarded an Afnor label in 2012. It is based on training intended to help people understand and adhere to the principle of diversity. Initially offered to head office staff and members of the management committee, the module was then adapted in two languages, and was rolled out in Qatar, Cuba and Turkmenistan in 2013. More committed to our employees

Gender diversity boosts performance

The Group considers that the presence of a significant number of women in its workforce is a source of strength: gender diversity within its teams is a factor in improving performance, and it contributes to attracting, retaining and promoting people with talent. With women representing 15% of staff worldwide and nearly 22% of managers, Bouygues Contruction wishes to further strengthen the diversity of its teams. For this reason, an action plan has been put in place supervised by a steering committee. There have been three major initiatives to date: training modules to increase the awareness of managers, a gender equality handbook and a set of gender equality indicators to monitor the development of women within the Group. Welink, the Group's network for women, is involved in promoting these actions.

Bouygues Bâtiment IIe-de-France is the first subsidiary to have put in place workshops on the theme of gender diversity. Today, 25% of its managers are women, far in excess of the average for the construction industry, which is only 11%. In 2013, women constituted a third of its new recruits, considerably higher than the target of 25% set in the 2011 agreement. A training programme in gender diversity was launched in 2013 for 100 managers, and a further 200 will receive the training in 2014.

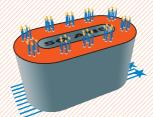
Spreading the safety culture with a target of zero accidents

Bouygues Construction's health and safety policy forms part of its sustainable development strategy, designed in view of its ambition to shape a better life. As far as safety is concerned, accident prevention is the best way of minimising high-risk behaviours. Several entities organised Health and Safety Days in 2013, interrupting work on construction sites in order to carry out large-scale >

Highlight 2013

The 50th anniversary of the Minorange Guild

950 guild members from all over the world celebrated the 50th anniversary of the Minorange Guild in Vittel. France, from September 6 to 8, 2013. Created in 1963 by Francis Bouygues, this elite guild, unique in France, is made up of employees recognised for their professionalism, team spirit. solidarity and capacity to pass on knowledge. An emotional moment, the celebration served as a reminder of the key role played by Minorange Guild workers in the challenges facing the company now and in the future, and in particular its promise to shape a better life.







CORPORATE REPORT _ 2013



Interview

Jean-Manuel Soussan, Human Resources Director, Bouygues Construction.

To which of its key HR policy commitments did Bouygues Construction give the most emphasis in 2013?

There were three. The first commitment relates to the employability of our people their integration, training and development - to ensure that they continue to advance throughout their careers. The second commitment concerns mobility, both geographical and functional: we are working to make it a process that is a natural part of an individual's career, in a positive and complex-free way. It is in this spirit that we have set up the Moov'in intranet platform, which is a recruitment tool that publishes jobs available internally as well as a range of useful information on the subject. And the third of our priorities was gender diversity. Traditionally, our industries do not attract many women, but we don't consider that it always has to be this way. We have defined an ambitious action plan, and of course we are working with the Welink women's network, but it seems to me very important that Welink operates independently and has the right to express itself freely. I should add that a new rule will take effect in 2014 to oblige Human Resources to offer any newly created post to a woman, whether recruited internally or externally.

How does Bouygues Construction differentiate itself as a recruiter?

To construct an attractive employer brand, we have a very comprehensive human resources offer which includes incentive schemes, profitsharing and company savings plan as far as our remuneration system is concerned, based on a clear and fair system. Each year, the Group distributes one third of its profit to its employees. The training policy, already mentioned, is also a strong point in our HR offer. We also offer a good level of welfare cover, which I think is essential, because after all, there is risk attached to the construction industry. In 2014, the cover offered to site workers will catch up with that available for supervisors and managers. The work/life balance is also an important point, which is why we help employees to reserve places in nurseries close to their workplaces. And I would also add that on all of these points, we maintain an excellent dialogue with the trade unions. We genuinely act as partners.

The Group has a project for society. How do you transform it into a commitment to the employees?

Our three priorities in HR are helping us to build a better company and, beyond that, to shape a better life, as promised by our commitment. We celebrated the 50th anniversary of the Minorange Guild in 2013, and I can tell you that, for the thousand employees who gathered together in Vittel, the emotion and the conviction that they have made life better were widely shared. Let me conclude by saying that there's only any value in looking to the past if it leads you to then look into the future. Bouyques Construction is now ready to transform itself into a digital company. This development will allow us to create more fluid connections between people, projects, data and processes. We will have another opportunity to talk about this.

More committed to our employees

> awareness-raising operations. The same prevention-based approach is applied to the issue of ergonomics. Bouygues Bâtiment llede-France has developed a tool called

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Frequency rate¹ at Bouygues Entreprises France-Europe, the lowest in the industry

Apt'Ergo, a grid for evaluating the ergonomics of different postures and ways of handling equipment, lifting, etc. Meanwhile, an innovative method developed by DTP Terrassement called Meariss, which measures employees' exposure to health and safety risks, has been approved by the regional health insurance fund for the Paris Region.

Preventing work-related stress and fighting addiction

Bouygues Construction strives to maintain a healthy working environment that respects the work/life balance and in which factors of stress are kept to a minimum. It has set up a stress observatory and a telephone hotline. All entities carry out surveys of employees' satisfaction and their mental health.

Another point of focus for the subsidiaries is preventing and combating addictions. At Bouygues Entreprises France-Europe, an active campaign has been in place since 2009 to offer help to any employees who wish to fight against addiction. In 2013, an addiction prevention day was organised in Rostock, Germany, with the help of the local police. ×

1. Frequency rate = number of industrial accidents involving time off work x 1,000,000 / number of hours worked.

Highlight 2013

The worldwide success of Health and Safety Days

During the course of 2013, around 20,000 of the Group's employees and subcontractors had their awareness of health and safety issues raised when work on hundreds of construction sites was brought to a halt. There were three dates, spread through the year. On April 8, first of all, Bouygues Bâtiment Ile-de-France involved all its employees, subcontractors and temporary workers in its events, a total of some 6,500 people. On July 11, Bouygues Travaux Publics ran a World Safety Day and brought more than 40 of its sites to a stop in eleven countries to emphasise its zero-tolerance attitude to safety.

The subsidiary's action plan focuses on training, preventing high-risk behaviour, taking "near misses" into account and the 5@11 system (all site work is halted for 5 minutes at 11 am every day to enable each individual to check the compliance of his team's workstation). Then on November 6. Bouygues Entreprises France-Europe simultaneously interrupted work on 608 sites in France, Switzerland and Spain for a European Safety Day, during which 10,000 employees and partners took part in events raising their awareness of health and safety issues on worksites.



Committed employees throughout the value chain

/As we operate throughout the value chain, we are looking for commitment from our employees to develop their skills and make the most of their talents. They put into practice the ideas that will result in the sustainable construction of tomorrow./

Construction



"Building a railway tunnel like the MTR 703 demands total investment and strong team spirit from the teams.

My priority is leaving as little room for chance as possible and making every effort to ensure the safety and comfort of each employee."

Lee Ka Leung,

Regional Director, Dragages Hong Kong

Eco-design



"Incorporating the principles of sustainable development right from the design stage means preparing the whole lifecycle of the building or structure so that it gives the best possible performance in terms of energy, the environment and the

Christelle Barbier, Sustainable Construction project manager, Elan, France

well-being of its users."

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Construction



Operation and services for users

"The energy performance of a building remains dependent on the use its occupants make of it. Beyond technical operation, our role is to support our customers on the key issue of usage and to make users responsible for managing their energy consumption."

Laurent Lebouchard,

Engineering and Services Director, Bouygues Energies & Services FM France

Property development



"When I see how our projects contribute to the urban and social renovation of towns and cities, I am sure that we are shaping a better life. Whether through creating jobs, constructing community amenities or simply improving buildings, property development enables us to really change things."

Eoin Conroy,

Regional Director, Bouygues Development, United Kingdom

Shaping a better life

Sharing a reality with the users of our buildings and structures, our customers and our partners

CORPORATE REPORT _ 2013

\checkmark

More sustainable for the users of our buildings and structures

More value for our customers

More connection with our partners and communities BOUYGUES CONSTRUCTION



More sustainable for the users of our buildings and structures

/Before, during and after construction, the same question guides all our activities: how can we make the user's life more comfortable, more harmonious and more sustainable?

Shaping a better life means ensuring that the user is at the core of our offers and our way of designing./

Here's an example in Switzerland, with a look behind the scenes at the Eikenøtt eco-neighbourhood. A genuinely sustainable way of life.

 ∕The first residents have moved into Eikenøtt, the first eco-neighbourhood in Frenchspeaking Switzerland, located in an 8-hectare meadow between Lausanne and Geneva.
 There will be 1,200 residents altogether when the project is finished, living in a Swiss-style green neighbourhood. This project reveals all of Bouygues Construction's ambition for sustainable construction./

A project for

ing a

In the shoes of the first residents of Eikenøtt

/Built by Losinger Marazzi, a subsidiary of Bouygues Construction. Eikenøtt consists of 432 apartments, 85% of them rented. which will be home to 1,200 residents. It offers fully accessible homes with a social and generational mix, concern for the environment, soft mobility and a lively neighbourhood with local shops and a public park./



Social and generational mix

_ A touchscreen to monitor energy consumption



_ The advantages of town and country

square metres of photovoltaic panels





_ A high-quality lifestyle on your doorstep

Two views

Sandrine Maret,

resident in the eco-neighbourhood



"I grew up in the town of Gland, which was only a village in those days, just next to the Eikenøtt neighbourhood. At one time there was a football field where Eikenøtt now stands, and then it was used for farming. When we first heard about it, I was really upset – the idea of a development of more than 1.000 inhabitants being built! My father began to take photos of the progress of the works, and it got me interested. I was looking for a quality of life with my head full of dreams - ecology, respect for the environment, a different kind of neighbourhood to live in. My partner and I moved in in April 2013. We sold one of our cars and decided to think again about our concept of travelling. The idea of a neighbourhood without cars seemed original and very pleasant! Our apartment meets our expectations of quality of life,

and we love the touchscreen that lets us monitor our energy consumption. There are people who run the logistics of the neighbourhood; the service they give goes further than a concierge service and is responsible for a lot of friendly contact. Over time, we hope that there will be an even greater social and generational mix. One more detail: we have the use of a vegetable garden. We're both really pleased to have the opportunity to get back to the pleasure of gardening!"

We're all learning to live a different kind of life.

Thierry Denuault, Project Manager, Losinger Marazzi



"Eikenøtt isn't some kind of utopia, it's simply a residential neighbourhood which takes account of sustainable development! It is accessible to everyone, because the size of the apartments ranges from 48 m^2 to 130 m^2 . All 21 buildings making up the neighbourhood have been awarded the Minergie-Eco® label and the project forms a full part of Bouygues Construction's sustainable development policy. A heating plant 80%-fuelled with wood sourced from a neighbouring forest provides energy for all the homes. 1.000 m² of photovoltaic panels are installed on the roof of the ground-level car park which runs along the main road nearby and shields the development acoustically and visually. Rainwater is collected by the green roofs and is infiltrated into the ground.

The key to success for Eikenøtt is to make life easier for residents.

The exterior layout has been imagined like the countryside: meadows with abundant biodiversity surrounded by planted areas (kitchen gardens) available for everyone, replace traditional lawns. The neighbourhood also incorporates shops (a Co-Op and a pharmacy), services (community health centre, doctors' surgeries, a day nursery) and places for people to meet (a tea-room). Soft mobility is everywhere. There are no cars in Eikenøtt. leaving the way clear for pedestrians, cyclists and public transport. There are also turnkey services provided for residents: waste is collected by way of mini-waste centres in the alleys; there are 800 spaces in covered bicycle shelters and a bus service is provided to connect Eikenøtt to the rail station."

BOUYGUES CONSTRUCTION

More sustainable for the users of our buildings and structures



• More sustainable for the users of our buildings and structures

"Decoding uses and forecasting how they will develop to construct sustainable buildings and structures"

François Pitti, Director of Forward Planning and Strategic Marketing, Bouygues Construction

✓Users and their changing lifestyles are at the centre of Bouygues Construction's approach, ensuring that our buildings are future proof./

n order to design buildings and infrastructures which will meet the needs of their occupants and users tomorrow and have a low impact on the environment, we have to find out more about the habits and behaviours of these future users. This implies asking questions a long way upstream about the way that people will make use of the building or amenity, how they will take possession of it and share it with others.

Uses are the starting-point for designing public amenities...

Thinking about the nature of the functions and uses that a building must integrate over time begins at the design phase. Beyond the uses specified by the customer, future users must genuinely take possession of the building, adopt a presence in it, work in it or enjoy themselves in it. This approach has guided Bouygues Construction's thinking when it comes to its Campus offer, i.e. going beyond the obvious need to ensure that energy consumption is as frugal as possible and identifying transformations occurring on university campuses in the light of technological and societal changes. "Campuses embody numerous profound changes," says François Pitti. "The classic model of learning has been inverted by the digital: traditionally, you studied inside the university and then carried on thinking about it outside. Today - and this will be even more true tomorrow - you can study through distance learning, off campus, and then come to the university to compare your ideas with other people's. Take another paradox: a campus needs to provide areas that are private and quiet, where you can think, and others which are ideal for contact and discussion - both an alcove and an agora! This suggests a need to think about hybrid acoustic and visual solutions (temporary obscuring of open spaces, for instance). And then we have to look ahead and think how the campus

will form part of the urban fabric, deciding, for instance, on how it can accommodate services shared with local residents (sports and catering facilities etc.). We wanted to deal with these new topics to compare them with the vision of the architects and engineers as part of a common process." The same approach based on anticipating future use was a factor in the design

Our work on uses cannot be separated from our determination to construct buildings that stand the test of time.

Highlight 2013

Contract signed for the first **ABC** (Autonomous Building for Citizens) demonstrator



The first demonstrator of the ABC (Autonomous Building for Citizens) concept, which will be built in Grenoble, will aim to achieve self-sufficiency in water and energies instead of dependency on networks, and optimise waste management by on-site recycling and methanisation. The occupants will be fully involved throughout the process to ensure that they take ownership of all the specific details and innovations of the project. To meet the need for social links, ABC will provide communal areas suitable for professional activities (teleworking), household tasks (laundry) or parties.

of the new Paris Law Courts complex. Bouygues Bâtiment Ile-de-France teams carried out studies of the anticipated use of the buildings with a sample of legal professionals. The aim was to develop a clear qualitative perception that will help the future occupants of the building.

... and the homes of tomorrow

It is also necessary to think about the needs of users in the housing sector. There have been profound changes to family structures, the need for social contact is growing ever greater and the revenues of households are increasingly circumscribed. Beyond the requirement for buildings to offer high energy efficiency, new needs have emerged for mechanisms and related services such as improving the level of comfort, reducing costs and charges, making spaces modular and extendable, proposing >

Highlight 2013



New ideas for managing energy

Early in 2014, Bouygues Construction organised the Energy Hack challenge in Paris. For 48 hours, 76 people with a variety of skills (developers, designers, students, etc.) worked in teams to dream up prototypes of innovative apps to help reduce energy use in homes. The winning project, EnergyCrush, is a game based on genuine energy consumption data derived from a real-world apartment building. The aim is to maintain the interest of tenants in managing their energy consumption.



More sustainable for the users of our buildings and structures

> Bouygues Construction is positioned as a driving force on propositions for change and diversity of uses in its projects.

solutions for soft mobility or local services. EnergyPass[®], an energy management system intended for social housing, illustrates this: as well as a screen enabling occupants to measure and monitor their consumption of heating, hot water and electricity, it incorporates a programme devised with sociologists to support the tenants and increase their awareness, and technical maintenance of the buildings over several years.

The first demonstrator of the ABC (Autonomous Building for Citizens) concept that Bouygues Construction will build in Grenoble is another illustration of this approach. Inhabitants and their environment are placed at the heart of the building in order to meet their present and future expectations, including shared facilities, the creation of meeting places for residents, optimised management of resources and flexible and modular layouts of apartments according to changes in the composition of families over time.

Imagining the home of tomorrow means considering it in the context of connectivity and services. In Cachan, near Paris, the occupants of 56 apartments built by Bouygues Construction will be able to use a Bouygues Telecom app called B.Domo to control their heating remotely, check on their energy consumption and even open and close their shutters, either online or using their smartphone. It will also allow them to take part in local life thanks to the "neighbours' network". This open source app is designed to encourage people to exchange advice and services, and to make contact over common areas of interest.

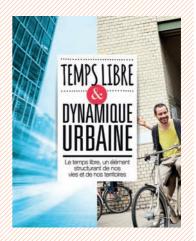
Moving towards modularity

There is a growing demand for buildings that can be used for a variety of functions - the idea that any place is only good for one thing has had its day. Train stations are becoming shopping centres, sports stadiums are now concert venues and swimming pools are health spas, while the development of teleworking has led to a smudging of the boundaries between domestic and professional uses. Bouygues Construction is positioned as a driving force for propositions that absorb the concepts of change and diversity of uses into its projects in order to optimise the value of its buildings over the long term and give them the capacity to adapt to the rapid changes occurring in how people live, work and have fun.

"Our teams have conceived the City of Music in Boulogne-Billancourt for the Hautsde-Seine Department as a single venue capable of multiple uses: a setting that's suitable for both classical music and rock concerts, a conference and seminar centre, an exhibition space, a venue for children's entertainment, and more," explains François Pitti. "The idea is that the building will be a lively, multifunctional city operating day and night." ×

Highlight 2013

Leisure time and the urban dynamic: the Sustainable Construction Club considers the issue



What are the most recent trends in leisure time activities? What spaces should be devoted to them? The Sustainable Construction Club launched a collaborative investigation, under the sponsorship of the sociologist Jean Viard, to decode "leisure time" practices in line with new uses of housing and public spaces in the city. The experts who took part – sociologists, urban planners, architects, doctors, operators from the cultural and leisure sectors, media representatives shared their vision of the topic to generate a rich, multi-discipline discussion. A synthesis of their work can be consulted online at www.clubconstructiondurable.org

Putting users first throughout the value chain of projects

Operating throughout the value chain of projects means ensuring that quality of use is paramount at every stage of the design, operation and renovation of buildings and structures for housing, public amenities or infrastructures./

Construction



Construction

"There are 3,000 residents in the Sillon, so renovating it while disturbing us as little as possible was never going to be easy. There were tours and information meetings, they created temporary access routes, set up schedules showing the length and type of work being done floor by floor, changed all the windows from the outside... they really did everything they could to reduce the nuisances caused by the project to an absolute minimum."

Isabelle Calonne, resident of the Sillon de Bretagne in Nantes

Operation and services for users



"The Henri Konan Bédié bridge will make an enormous difference to my daily journeys. I will be less stressed before leaving for a professional appointment or to go shopping. At last I will be able to enjoy driving on these new roads. And it will be a bonus for the Ivory Coast economy. If you can get to all the more remote parts of the city in free-flowing traffic, you're a lot more efficient and you can make use of the time you save to do other things."

Édith Y. Brou, Vice President, Ivory Coast Bloggers Association (ABCI)

Maintenance



"The very high-speed broadband network installed and maintained by Axione, a subsidiary of Bouygues Energies

& Services, has enabled us to set up a secure system for sharing and archiving medical imaging and also to develop innovative telemedicine services, such as remote stroke diagnosis to help us treat isolated patients."

Jean-Christophe Bernadac, Director of Information Systems, St Étienne University Hospital



More value for our customers

Not only does sustainable construction enable us to improve the lives of the users of our buildings and structures, it also contributes to the long-term performance of our customers. Fully involved and proactive participants over the entire value chain of our projects, we work with our customers on jointly designing and developing technical innovations and global solutions that make it possible to optimise the cost of our constructions over their whole lifecycle./

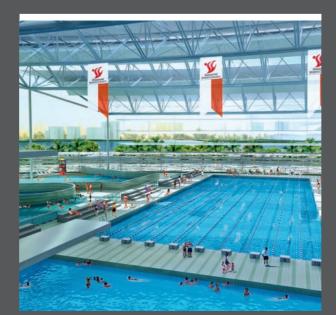
Here's an example in Singapore, in the new temple of leisure Sports Hub: a hub for sport, for innovation and for cooperation

/Extending over a 35-hectare site, the complex is an emblematic venue dedicated to both top-flight and recreational sport in Singapore. As of June 2014, it will host such events as the WTA Women's Masters Tennis tournament and the Southeast Asia Swimming Championships. This exceptional project will enable Singapore to be positioned as a key player in the regional and international sports scene./



A very high added-value operation and collaboration

/The Sports Hub offers a range of amenities designed not only for top-flight matches and competitions, but also for amateur recreational sport. It consists of nine distinct facilities, including a stadium, two multi-sports arenas with capacity for 3,000 spectators, a 6,000-seat aquatic centre and a shopping centre. The development occupies 41,000 m²./

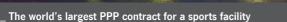


_ Two Olympic pools and a diving pool



A 55,000-seat stadium







A retractable roof spanning 320 metres and

Two views

Ludwig Reichhold, Executive Vice President, South Asia of Bouygues Bâtiment International and Managing Director of Dragages Singapore

A key success factor on this project has been the horizontal integration of skills.



"It has taken four years of works to complete this exceptional complex dedicated to sport, leisure and shopping. It is a particularly innovative project. First of all, on a technical level, the stadium is equipped with the world's largest opening roof. The span of the arches that support it measures 312 metres. Modularity is assured by retractable stands that can be lowered 9 metres and moved back 15 metres to enable the stadium to host rugby, cricket and football matches and track and field athletics meetings. But the Sports Hub is far more than a stadium with international ambitions! It has

been designed to be a living space for all the inhabitants of Singapore. It's the diversity of uses, planned from the very outset, that makes this the only project of its kind in the world. To design this multifunctional venue in the framework of a 25-year public-private partnership, we have collaborated not only with the Singapore authorities, but also with partners in the entertainment and sport industry, and we have integrated skills in a totally horizontal manner."



weighing 10,000 tonnes





g distinct facilities

Lim Teck Yin, CEO of Sport Singapore

"We selected the Sports Hub Pte Ltd consortium to design, build, finance and operate the Singapore Sports Hub. As the country's largest multi-sports facility, it will provide land and water activities, with a fully integrated schedule. Sports Hub Pte Ltd presented us with a holistic vision taking account of all the dimensions of the site, which will allow us to promote sport, health, leisure and entertainment. Dragages Singapore has proved itself to be an invaluable partner for the construction of the Sports Hub, particularly for its expertise with respect to the most stringent safety standards and for its professionalism on the ground. We can't wait to inaugurate this magnificent site!" More value for our customers



More value for our customers

"Sustainable construction is the response to our customers' newest needs"

Analysis by <u>Philippe Van de Maele</u>, Director of Innovation and Sustainable Construction at Bouygues Construction

/For Bouygues Construction, sustainable construction also means the ability to propose a global offer to its customers throughout the lifecycle of the building or structure, to give undertakings on performance, and to act as an urban planner at the level of a block or a neighbourhood./

In what ways does Bouygues Construction's expertise in sustainable construction create value for your customers?

First of all, it is tangible expertise that enables us to make commitments to our customers on the effective performance of our constructions. In housing as in the commercial property sector, we are capable of making performance commitments both at handover and in the long term.

Next, we offer our customers support in an overall approach to sustainable construction. While many players are limited to the question of energy efficiency, which frequently amounts to electricity alone, we produce global answers that cover a wide range of issues raised by sustainable development: not just energy needs but also water needs, methods of waste recovery, biodiversity and solutions that help to strengthen social links.

Is this expertise an effective driver to enrich your offer?

Our sustainable construction strategy is intrinsically linked to our expertise and our ability to position Bouygues Construction on every dimension of the sustainable city, from upstream to downstream of the actual construction process. It encourages us to think about the urban integration of our projects, the energy efficiency of our buildings, the complete lifecycle of buildings and infrastructures from eco-design to demolition, and the efficiency of our operation and services.

What are your customers' principal expectations with respect to sustainable construction?

They are becoming more and more acutely aware of the key issues of sustainable construction, whether they are political (e.g. meeting citizens' demands over the quality of the living environment), economic (such as bringing down service charges on social housing), environmental (reducing carbon emissions in particular), or relating to image. They are looking to us for solutions that are efficient with regard to energy restraint but they also want us to provide support for the occupants during the operation phase in order to optimise the sustainability of their buildings. In this spirit, our ABC autonomous building concept has attracted a great deal of interest from many local elected officials. This new awareness is today becoming increasingly widespread. On a general level, and to meet our customers' needs, we have positioned ourselves to play a proactive role by promoting the environmental certification of our projects. In 2013, the proportion of our order intake for buildings that incorporated environmental labelling or certification stood at 58%. \times

Highlight 2013

Citybox[®] makes street lighting smart and multi-functional



Incorporated into lamp post columns, the Citybox[®] solution transforms the street lighting network into a smart, communicating infrastructure. Not only does it regulate the lighting according to the weather, the time, the neighbourhood and maintenance, but it also offers a range of new digital services that can increase the attractiveness of cities, including Wi-Fi access, video surveillance, sound systems, festive illuminations, charging stations for electric vehicles, etc. Bouygues Energies & Services is responsible for this innovation.

We inform and guide occupants during the operation phase to optimise sustainability.

PHASED

Customised support for small businesses

A construction project can be a real headache for a company. Bouygues Entreprises France-Europe has an offer called Phaseo 3, a three-phase joint development methodology: feasibility study, design and construction. At each stage, the customer is free to decide whether or not to continue with the project. A dedicated team is formed for each project, and as soon as the design phase is complete, an undertaking is given on the cost of construction. Businesses can count on personalised support and a controlled budget. More information is available on www.phaseo3.fr.

More value for our customers

ouygues Construction shares its ambition for sustainable construction with its customers - investors. local authorities, developers or social landlords. The Group devotes more than half of its investments in R&D to increasing its know-how in sustainable construction on a number of specific themes, including energy, eco-design, health and comfort, carbon emissions, biodiversity, uses, etc. Further broadening its research interests, the Group has also set up academic partnerships (CSTB, engineering schools) and industrial partnerships (Saint-Gobain, BASF, Lafarge) in such fields as timber construction, insulating concrete and connected buildings. The innovative construction systems derived from this research are, from the initial design stage, intended to be economically viable, to form part of an industrial process and to be easily transferable. Lifecycle analyses evaluating the environmental impacts of operations, from design to demolition, are incorporated in our tenders, which enables us to propose the most sustainable solutions for the customer, the local authority and the users.

Formal undertakings

Bouygues Construction goes further and gives its customers undertakings by designing projects that incorporate consumption guarantees, mostly through CPEs (energy performance contracts), which form part of a growing number of offers in both the housing and commercial sectors. Apart from the fact that they embrace the principles of eco-design, these offers include a component that consists of raising the occupants' awareness of eco-friendly behaviours. There is a tangible return on investment for the investor or lender. Performance commitments are also an integral part of PPPs. One example of this is the operation and maintenance contract for the future French Defence Ministry in Balard, which stipulates unprecedented levels of energy savings. Many other initiatives have been taken to support our customers in using the buildings in a sustainable manner, with innovative solutions for managing and controlling their consumption such as Hypervision[®], a patented tool intended for operators of commercial buildings which analyses energy and fluid consumption, rapidly identifies potential savings, issues alerts in the event of excessive consumption, and measures the comfort of occupants and the availability of equipment.

Solutions at neighbourhood level

This comprehensive approach is progressively spreading from the individual building to the neighbourhood, to the city and to the region to promote sustainable urban development, in a joint process with partners and customers. The issues are numerous: pooling energy needs. resolving questions of mobility, optimising spaces, taking account of current and future interactions between housing, the commercial sector and public services, etc. There is a strong demand for this on the part of local authorities, and Bouygues Construction has developed the means to respond with initiatives such as its involvement in IssyGrid, the first smart grid operating at neighbourhood level, for which it teamed up with the town of Issyles-Moulineaux, near Paris, and nine other major industrial players. The objective of this real-life laboratory is to achieve a new level of energy optimisation on the scale of a neighbourhood with 10.000 residents. \times

Highlight 2013



Constructing sustainably with digital modelling

Without waiting for the European Directive recommending the use of digital models for public-service contracts by 2017, Bouygues Construction is already using digital modelling on projects such as the Philharmonic Hall in Paris, the Singapore Sports Hub, Amiens University Hospital and the Abidjan bridge, etc. The 3D representation of all the information used to design and construct a building or structure and simulate its behaviour throughout its lifecycle is an extraordinary collaborative tool that makes construction more reliable, faster and cheaper. During the design phase, it helps decision-making by providing a concrete visualisation of the future structure and makes it possible to consider the environmental impact of the various design hypotheses. During the construction phase, worksite organisation is improved and technical difficulties and complex interactions are more easily understood and anticipated. For more information, visit www.bimgeneration.com. Construction

Customers help to construct the value chain

/Customers' expectations and demands,

whether on a technical or environmental

chain, which extends from the design to

in line with the principles of sustainable

the operation of buildings and structures,

or social level, are at the heart of the value



Construction

"Bouygues Construction was able to meet all our quality and environmental *requirements.* After two years of renovation and extension works, Černý Most in Prague is now the most modern shopping centre in the Czech Republic. This guality was a key element in the award of the 4-star label. which certifies the excellence of our shopping centres in terms of customer experience and satisfaction."

Jean-Jacques Lefebvre, CEO of Unibail-Rodamco Développement

Eco-design

construction./



"The first thing that appealed to me was the aesthetic quality of the building, which fits perfectly in its environment. But then, obviously, came the techniques that were employed to ensure conservation. The essentials (temperature and humidity) were incorporated into the construction in a very thorough way in order to guarantee the economic viability of the building!"

P ALIODOL

Mireille Jean, Director, Nord Department Archives

Operation and Maintenance



"The first energy performance contract (CPE) in the French social housing sector - a social housing development, La Saussaie in Vitry-sur-Seine, near Paris - has reported positive results. Following the renovation works and a year of heating, the apartment complex is now classed in the top energyefficiency category (A) and is achieving more than 50% energy savings. The tenants now benefit from lower energy costs and a higher level of comfort."

Daniel Biard,

Chairman of the Executive Committee of Polylogis

BOUYGUES CONSTRUCTION



More connection with our partners and communities

 /For sustainable construction to become fully established, all our stakeholders have to commit to objectives on technical, environmental and social performance.
 By connecting all the players and motivating them according

to a set of shared challenges, Bouygues Construction is defining a new type of partnership with its ecosystem and inventing solutions for the future with its partners./

<u>Here's an example: the</u> <u>Nîmes-Montpellier Bypass</u>, which combines the preservation of biodiversity with local jobs

/As a member of the Oc'via consortium, Bouygues Construction is one of the players responsible for the future high-speed rail line between Nîmes and Montpellier, which will reduce the journey time between Paris and Montpellier to less than three hours. This ambitious project, a public-private partnership, is striving to be exemplary with regard to preserving biodiversity and contributing to local economic development./



<u>Reducing environmental impact and fighting</u> <u>against the exclusion of young people</u>

/126 protected species were identified on the route of the project, and right from the tendering phase, everything possible was done to reduce to an absolute minimum the project's impact on the biodiversity of the ecosystems it crosses. Meanwhile, to handle site recruitment on a local level, a unit of the national Job Centre was set up in the main site offices. /



Compensatory measures to protect flora...

... and fauna



_ A project that is bringing jobs and economic development to a whole region







young people on integration programmes

Lionel Pirsoul, agri-environment Project Manager, Languedoc-Roussillon Regional Conservatory of Natural Sites

Our partnership has given us a complete picture of the compensatory measures to be introduced.



"With a surface of roughly 1,600 hectares, which is to say double the amount of land required for the railway line itself, and 126 protected species identified, the Nîmes-Montpellier rail bypass is one of the largest operations in Europe for

compensatory measures. All possible skills have to be brought together in order to think out in a global way all the measures that will allow us to offset the long-term impact of the line on ecosystems. For a year and a half, the Regional Conservatory of Natural Sites has been providing expertise and local knowledge to Oc'via Construction and Biositiv* to search for and secure suitable land, conclude partnerships with farmers, help them and train them with assistance from chambers of agriculture, and monitor the

correct implementation of the management actions that we jointly advocate (reintroduction of pastoral agriculture in farming regions, management of water levels in wetlands, etc.). By combining our skills and the feedback we have obtained, we have been able to deal with the issue of compensatory measures in a way that goes beyond the legal requirements."

* Biositiv is a structure created in 2012 by Bouygues Construction and the NGO Noé Conservation with the aim of offering a complete range of biodiversity-related services for infrastructure projects.

Yann Chapelle, HR Director of Oc'via Construction*



"At the height of the project, the Nîmes-Montpellier Bypass will involve around 1,500 workers. As the consortium responsible for designing and constructing the line, we are contractually obliged to attribute 7% of the hours worked to jobseekers

taking part in integration programmes. The same commitment also applies to our subcontractors. Recruitment and training are organised in close cooperation with the local authorities and agencies responsible for employment and integration, all working together in a dedicated Jobs & Training Unit that has been set up at the site offices. It's an ante-chamber for preparation and initial training for participants before they start on professional training contracts. Twenty of them will receive training on a work/study basis as heavy plant

operators over a period of nine months, while twenty more will train to become formworkers over twelve months. Two new sessions are scheduled to get under way in June 2014. Oc'via Construction is also committed to contracting 20% of works on the project to small and medium-sized businesses and self-employed craftsmen. Consultations are under way to select the businesses that will take part in the project."

* The consortium responsible for the design and construction of the Nimes-Montpellier rail bypass, including Bouygues Travaux Publics and DTP Terrassement, two Bouygues Construction subsidiaries.



More connection with our partners and communities



More connection with our partners and communities

"Developing lasting solutions demands permanent interaction with our stakeholders"

Christine Grèzes, Director of Sustainable Development at Bouygues Construction

∠By developing its projects through partnerships with industrial players, nonprofit organisations and educational institutions, Bouygues Construction is strengthening its involvement in an increasingly comprehensive value chain and playing a part in stimulating local communities.

n its role as a global operator and a participant in land development, Bouygues Construction strives to share its vision and know-how with all the stakeholders in its projects. Whether it is limiting the environmental footprint of its projects, fighting against the exclusion of young people, encouraging a return to lasting employment or contributing to the development of the local economic fabric, the Group's method of choice is dialogue with as many players as possible.

Planning ahead with players in our ecosystem

What makes multidisciplinary networking and collaborative working really necessary is the fact that there are more and more players involved in the sustainable construction ecosystem and the issues are becoming more complex: developments in housing and in materials, new application techniques and new regulations, energy requirements and environmental constraints, factoring in types of use, etc.

These topics of research and discussion are debated within the Sustainable Construction Club, which was set up in 2010 and now has more than 400 members (customers and partners). This forum and think-tank is devoted to current, strategic and forwardlooking issues. It seeks to plan ahead for changes to the market and to advance the offer in sustainable construction solutions, for both new build or renovation. It focuses on three specific areas of work: offices, social housing and infrastructures.

Extending these topics of reflection, the Club launched two think tanks devoted to more specific themes in 2013, one on the question of leisure time in the city, the other on new ways of living in social housing. These groups rely on the input of experts and their work will result in deliverables (books, studies, etc.). France GBC, a non-profit organisation promoting sustainable construction, recognised Bouygues Construction's strategy of dialogue by awarding it a trophy in the "Stakeholders" category in its 2013 Awards. The Group also took first place in a barometer of environmental reporting in the property development sector carried out by Novethic. These two successes show an acknowledgement of the quality of its environmental reporting.

Joint innovations with industrial partners...

The collaborations between Bouygues Construction and industrial operators – be they start-ups, SMEs or major groups – aim to achieve permanent improvements to the intrinsic performance of the materials it uses and the techniques it employs to apply them. The objective is to devise innovative solutions in energy efficiency, materials, lighting, acoustics, air quality and the modularity of living space. Several agreements in place in 2013 highlight this collaborative approach: with Lafarge, for the design of insulating concretes such as Thermedia 0.3; with Renault and Nissan, on using batteries recovered from electric vehicles to store energy; and with Saint-Gobain, on the insulation quality of windows. This approach also embraces joint product development, such as a venture with Techniwood, a company that has developed Panobloc®, a prefabricated lattice-structured wood panel offering a very high level of thermal performance. This project was awarded a prize in August 2013 by the IE-Club, an organisation focusing on relations between large groups and SMEs. Bouygues Construction's initiatives in research and innovation are also carried out against the background of a permanent dialogue with the scientific community, industry bodies and educational organisations.

... and academic institutions

In conjunction with the École des Ponts ParisTech, the École Centrale Paris, Supélec and the French Scientific and Technical Centre for Building (CSTB), Bouygues Construction set up a research and teaching chair in "Sustainable Building and Innovation" in 2010. It explores a variety of topics, such as digital modelling and the modelling of user behaviour with respect to energy consumption. Another area that Bouygues Construction explores is lifecycle analysis (LCA), through a project called Benefis, the purpose of which is to prepare a new generation of LCA tools that will work as aids to environmental decision-making

Highlight 2013

A partnership at the end of the tunnel



The TDM (Tunnel Dismantling Machine) won first prize in the Process/Equipment Plant category awarded by the FNTP in Paris at the Public Works Trophies ceremony in 2013, as well as the Product or Equipment of the Year prize presented by the International Tunnelling Association in London. The TDM was designed to dismantle an existing tunnel before the construction of a new tunnel on the same route as part of the extension of the MTR West Island metro line in Hong Kong. The prototype was developed by Bouygues Construction and CSM-Bessac, the only French manufacturer of tunnel boring machines.

for all players (architects, contracting authorities, consulting engineers, contractors, certifying bodies, etc.). The data produced will inform choices made in constructing, managing and maintaining buildings as well as integrating them in their neighbourhoods, so that the measurement of performance is extended to criteria of quality of life and quality of use.

In the context of academic sponsorship,

Bouygues Construction also provides support for a specialist Master's degree in sustainable construction and housing, in partnership with Ensam and ESTP. "Our involvement in this programme aims to ensure that future engineers have fully taken on board the issues and techniques of sustainable construction. We play a part in devising the course content and delivering training modules," notes Christine Grèzes. More connection with our partners and communities

In the rail infrastructure sector, Group subsidiaries Bouygues Travaux Publics, Norpac and public and private-sector partners created a technological research institute called Railenium in 2012. Its purpose is to develop new approaches and new technologies in the field of railways. The Group has also set up highly active technology monitoring units, such as Vigilia and Innov'Asie, which provide intelligence on specific subjects such as special concretes and biomimetics in buildings. Operating on an autonomous basis, these units are responsible for identifying ideas and topics with potential, as well as future R&D partners.

Limiting environmental impact at local level

In line with its commitment to reduce the environmental impact of its activities, Bouygues Construction endeavours to reduce the impact of its construction sites on the environment. It chiefly does this through its in-house environmental site label, Ecosite[®], which embraces 11 themes (waste, energy, pollution, water consumption, air quality, etc.). In 2013, 68% of all eligible Bouygues Construction sites were granted the Ecosite[®] label.

Beyond its responsibility in terms of construction and operation, with an obligation to minimise the environmental impact of its projects, Bouygues Construction chooses to treat biodiversity as an element that contributes to the added value of its offers, both as a factor in its customers' performance, through the anticipation of environmental risks and the resulting costs, and as a factor in the well-being of the users of the buildings and structures, especially in the city.

This ambition takes the form of an action plan aiming to raise the Group's technical knowledge of the subject, notably through the recruitment of six expert ecologists, and incorporating these issues in new service offerings.

Conserving biodiversity in infrastructure projects

Since 2012, the Group has worked closely with Biositiv on major infrastructure projects. This original operational structure was created as a result of a partnership between DTP Terrassement, Bouygues Travaux Publics and Noé Conservation. It has been recognised by the French Ministry of Ecology, Sustainable Development and Energy's National Strategy for Biodiversity 2011-2020. Its role is to provide teams with complete support, initially during the bidding phase and subsequently during the construction phase, to manage risks and seize opportunities relating to biodiversity. This chiefly entails preparing regulatory dossiers, identifying protected species and implementing compensatory measures. This approach was put into practice on the Nîmes-Montpellier rail bypass project as well as on the L2 Marseille bypass project, a toll-free urban expressway approximately 10 kilometres long that will link the A7 and A50 motorways.

Reintroducing nature into the concrete environment

In property development projects, biodiversity forms part of the quest for beauty, quality of life and social contact. "With the world's population expected to include 80% of urban residents by 2050, a move to promote urban biodiversity in the context of built developments will be highly beneficial for the environment and the wellbeing of city-dwellers. The idea is to reintroduce elements of nature into spaces dominated by concrete. Environmental certifications for buildings fail to take sufficient account of this issue, which explains the interest in creating a specific label," explains Christine Grèzes, Following work carried out by Elan (the consulting

Highlight 2013

BiodiverCity[®] promotes biodiversity in city centres



The BiodiverCity® label specifies 63 targets to be met, skills that are needed and techniques to be employed (plant design, wildlife management, ecosystem services, etc.). It evaluates the extent to which biodiversity has been factored in according to four criteria: the commitment of the contracting authority, the pursuit of ecological architecture, the ecological potential of the land and the benefits derived by users and residents. The next stage will be awarding the label to pilot projects in 2014, including the City of Music on Seguin Island in Boulogne-Billancourt.

subsidiary of Bouygues Bâtiment IIe-de-France), Bouygues Construction was a leading player in the launch in 2013 of the International Biodiversity and Property Council (IBPC), which promotes urban biodiversity in property operations, principally through the new BiodiverCity® label. The new label has been tested in an experimental phase at Challenger, Bouygues Construction's head office. It will now be piloted on the City of Music project on Seguin Island in Boulogne-Billancourt, where a hill covered with vegetation will cover a large part of the building, making it possible to introduce local wildlife.

Forging links with competent organisations

Bouygues Construction undertakes these operations in the context of a group dynamic, by forging links with competent organisations. In 2013, two new partnership agreements on urban biodiversity were signed with Noé Conservation and the Bird Protection League. The Group also sponsored the National Biodiversity Conference, which was held in Nantes in July. Meanwhile, the partnership formed in 2011 between Bouygues Energies & Services and Noé Conservation has resulted in a sustainable lighting charter, consisting of guidelines of good practices for street lighting which meet the needs of residents, take account of societal issues relating to the night environment and sustainable development, and remain economically viable.

Encouraging local jobs and suppliers

By their very nature, Bouygues Construction's activities are beneficial to the economy of local communities because they encourage development and help maintain employment

Highlight 2013

Integration English-style

Denne, a subsidiary of Bouygues UK, has developed a network of Skills & Employment Centres on its biggest construction sites. These skills centres, which have been accredited by the National Skills Academy for Construction, are intended to develop apprenticeships, training, local employment and education. Denne has already opened five centres, and a sixth is currently being set up. Each centre is managed by a dedicated project coordinator, who is the interface between the site team, subcontractors, trainers and local agencies.



<image>

at local and regional level. Making a contribution to local development is one of the twelve commitments of the Group's sustainable development policy. Bouygues Construction therefore favours hiring both site workers and managers locally, and systematically chooses local subcontractors, suppliers and service providers. This encourages local populations to look favourably on the Group's activities, and also helps to minimise the transportation of resources and equipment, with consequent savings in fossil energy consumption and carbon emissions. In 2014, Bouygues Construction will organise its second suppliers convention, giving it another opportunity to strengthen long-term relations of partnership based on the collective creation of value in the context of work that calls for ever more collaboration.

Working towards sustainable integration

Bouygues Construction is determined to make integration a key plank of its employment policy by treating "integration – success – employment" as a virtuous circle. A partnership with FACE (the "Act Against Exclusion" > More connection with our partners and communities

> Foundation) seeks to give its teams greater skills enabling them to maximise the potential of the anti-exclusion requirements in many contracts. Entities throughout France can take advantage of training sessions, practical tools and other ad hoc services. On the ground, working closely with a network of non-profit organisations and public bodies, the Group's entities practise a proactive policy on social exclusion, with more than 400 actions every year. The LNG Tanks project in Dunkirk is a good example. Bouygues Travaux Publics and its public and non-profit partners have launched a major work opportunity project. The recruitment process is based on workshops presenting different professions, simulation-based recruitment techniques and 15 months of vocational training. The scheme has resulted in more than 200 recruitment interviews being carried out. 24 "Operational Preparation for Employment" agreements and 21 work/study contracts were signed and 18 work/study contracts are under way.

A commitment to local communities

Beyond its efforts to boost social integration through work opportunities, Bouygues Construction is committed to local communities in the regions where it operates, and it gives its employees the opportunity to become involved in charitable actions broadly grouped in three main areas: social ties and community needs; education and integration; and improvement in the living environment. The many actions of charitable sponsorship performed by the Group amounted to a total outlay of €3.9 million in 2013.

In addition, Bouygues Construction supports projects allowing access to healthcare, education and integration through Terre Plurielle, its corporate foundation, and the dedication of its employees. ×

Highlight 2013

More than 125 projects supported by Terre Plurielle



The Bouygues Construction corporate foundation, Terre Plurielle, was set up in 2008. To date, it has supported 125 projects, 40% of them outside France (in a total of 20 countries). All the projects it funds are located in countries where the Group operates and are sponsored by Group employees. In five years, 98 organisations have benefited from financial aid and the involvement of more than 150 Group employees throughout the world. Beyond the financial aid provided by Bouygues Construction, one project in five also benefits from skills sponsorship donated by the Group's employees, whether in the form of specialist advice given to the organisation in question or actual participation in its work. Information on all the projects receiving support is available on www.terreplurielle.com

Helping young people through sport

Terre Plurielle helped to meet the cost of providing a football pitch for the Golden Goal centre, run by nonprofit sport organisation, Sport Dans la Ville, in Drancy, in the outskirts of Paris, which enables young people aged from 6 to 20 to take part in free training sessions. Sport Dans la Ville helps some 3,000 young people from difficult neighbourhoods in the regions surrounding Lyon and Paris. In parallel, several employees of Bouygues Travaux Publics are supporting disadvantaged young people in Drancy by sponsoring two programmes that fight against professional exclusion, "Job Dans la Ville" and "L Dans la Ville", as well as through site visits and presentations of Group professions.

Construction

Committed partners over the whole value chain of construction

/By combining our expertise with that of our partners, we are in a position to invent solutions that will enable us to anticipate and keep pace with the changes that are affecting the construction industry./

Construction



"Thanks to pilot sites such as the urban renewal operation in the Pays de France district in Reims and the Eikenøtt econeighbourhood in Switzerland, Bouyques

Construction has enabled us to optimise our Panobloc[®] solutions as much in terms of quality and performance measurement as of operating methods and modes of fitting the product. The original partnership has evolved into a genuine interplay of skills."

François Pélissier, CEO of Techniwood

Eco-design



"Bouygues Construction was the first contractor to grasp the extent of the potential services available for construction and management by the use of BIM (Building Information Modelling), particularly in public-private partnership contracts. Its commitment to the BIM France association and the feedback it has given us have been invaluable in enriching our vision of the subject."

François Amara, Chairman, BIM France

Maintenance



"We wanted to emphasise the attractive and dynamic image of our city and optimise our expenditure on energy. This took the form of introducing a responsible mode of consumption which provides enough lighting but no more. We signed Noé Conservation's Sustainable Lighting Charter as an extension to the public-private partnership agreement we signed with Bouygues Energies & Services in 2012 for the street lighting and illumination of the city."

Laurent Degallaix, Mayor of Valenciennes

Shaping a better life



A strategy shared shared with our subsidiaries

CORPORATE REPORT _ 2013



Building

Civil works

Energies and services

Concessions

Building

Accounting for 69% of its business, building is the principal field in which Bouygues Construction operates. Thanks chiefly to a network of subsidiaries that are strongly established in their countries, the Group is active today on all markets in the building sector, whether new build or renovation, in France as in many other countries.

Bouygues Bâtiment Ile-de-France

The market leader in the Paris region, Bouygues Construction's subsidiary Bouygues Bâtiment Ile-de-France offers acknowledged know-how for new build and renovation projects in four primary areas of expertise: public facilities, private commercial structures, housing and industrial civil engineering. It delivers a comprehensive offering to its customers through the specialities of its operating units and subsidiaries: Rénovation Privée, Construction Privée, Habitat Résidentiel, Ouvrages Publics, Habitat Social and Brézillon. A structure dedicated to publicprivate partnerships (Délégation & Partenariats Publics), Sodéarif for property development, Elan for project management and Cogemex, a specialist in residential maintenance, round out the subsidiary's offering. Thanks to its organisation and its range of expertise, it is able to provide each of its customers with tailored and effective solutions, whatever the scale and complexity of their projects.

Bouygues Entreprises France-Europe

Bouygues Entreprises France-Europe consists of subsidiaries operating in France (excluding the Paris region) and in the adjacent countries of Western Europe. Pertuy Construction, GFC Construction, DV Construction, GTC Construction (French West Indies), Quille Construction, Norpac, Bouygues Belgium (Belgium), Losinger Marazzi (Switzerland), Richelmi (Monaco) and Acieroïd (Spain), backed up by the Cirmad property development network, take charge of projects from the design and finance stage through to completion. Working in close proximity to their customers, they benefit from a strong policy of synergy: pooling of material resources, common purchasing structure and training centre, and networks of competence specialising in healthcare, universities, prisons, etc.

27,940

54 1

69% of Group sales



Bouygues Bâtiment International

Since 1972, Bouygues Bâtiment International has been creating social amenities in many parts of the world and for many cultures. The company is present on every continent through a network of local subsidiaries that call on a wide range of expertise at Group level. The strengths of Bouygues Bâtiment International reside in technical and commercial innovation, managing complex projects, risk management, and acknowledged leadership in sustainable construction. A strategy

largely based on its capacity for rapid deployment enables it to seize commercial opportunities wherever it operates, whether in mature markets or in countries that are rising economic powers. In 2013, Bouygues Bâtiment International gained footholds in five new countries: Croatia, Myanmar, the United States, Brazil and Peru. In the United Kingdom, which represents a third of the company's sales, all its businesses are now grouped together under the Bouygues UK umbrella brand.



6,540

MAJOR PROJECTS HANDED OVER

Beaugrenelle shopping centre, Paris; Fort d'Issy eco-neighbourhood, Issy-les-Moulineaux, near Paris (opposite); Saint-Quentin-en-Yvelines Vélodrome; In & Out offices, Quai Le Gallo, Boulogne-Billancourt, etc.



CURRENT PROJECTS

Ministry of Defence, Paris; Paris Philharmonic Hall; Laennec neighbourhood, Paris; Sanofi campus, Gentilly; renovation of the Athena Tower, Paris La Défense; Eole offices, Montrouge, etc.



CONTRACTS

Renovation of the Hotel Crillon, Paris; Quadrans office complex, Balard, Paris, France; Village Saint-Michel mixed development operation, Paris; Les Saisons shopping centre, Meaux; Saint-Quentinen-Yvelines Vélodrome urban development project, etc.



5,650

MAJOR PROJECTS HANDED OVER

Rehabilitation of the Sillon de Bretagne housing complex, Nantes, France (opposite); Sud Loire high school, Clisson, France; Nord Department Archives, Lille, France; rehabilitation of the Pays de France neighbourhood, Reims, France; A, B, C and E buildings, City West, Zurich, Switzerland; Trollietta complex in Monthey, Switzerland, etc.

€2,283 m

CURRENT PROJECTS

France: City Council offices in Bordeaux; Stade Vélodrome football stadium, Marseille; Orléans and Belfort-Montbéliard hospitals; Incity Tower, Lyon; leisure complex, Saint-Omer; high school, Pont-à-Mousson; A&E, ICU and Medical block, Toulouse; Regional Council offices, Clermont-Ferrand; Ile de Corse development, Nancy. Switzerland: offices for the Swiss Post Office, Bern; Eikenøtt eco-neighbourhood, etc.

€2,095 m

of order intake

CONTRACTS

University of Burgundy, France; University of Bordeaux I, France; Music and Conference Centre, Strasbourg, France; Boulevard des Dames development, Marseille, France; Erlenmatt eco-neighbourhood, Basel, Switzerland; Im Lenz eco-neighbourhood, Lenzburg, Switzerland, etc.



15,750

employees

MAJOR PROJECTS HANDED OVER

Orange head office, Warsaw, Poland; 5-star Yyldyz Hotel, Ashgabat, Turkmenistan (opposite); Kai Tak Cruise Terminal Building, Hong Kong, etc.



of sales

CURRENT PROJECTS

London Road property development, Barking, U.K.; ELI Beamlines research centre, Prague, Czech Republic; Les Terrasses residential complex, Dar es Salaam, Morocco; Sculptura Ardmore residential tower, Singapore; national cancer centre, Trinidad & Tobago, etc.

€2,880 m

CONTRACTS

University of Swansea, U.K.; Zagreb airport, Croatia; Star City residential complex, Myanmar; Australian embassy, Bangkok, Thailand; Queen Charlotte hospital, British Columbia, Canada; Brickell City Centre property development, Miami, U.S., etc.

Civil works

56 1

Through its subsidiaries Bouygues Travaux Publics, VSL and DTP Terrassement, Bouygues Construction possesses all the expertise it requires to carry out immense and complex infrastructure projects.

Bouygues Travaux Publics

In France and in many other countries, Bouygues Travaux Publics carries out underground works and complex civil engineering projects, particularly in the fields of energy and the environment, engineering structures, and road, port and rail infrastructures. A specialist in managing large-scale projects and setting up PPP projects, the company focuses its development on technically demanding operations with high added value. To carry out these major operations, Bouygues Travaux Publics draws on the resources of its permanent offices in France, Switzerland, Hong Kong and Australia and its specialised subsidiary in nuclear decommissioning and maintenance, Bouygues Construction Services Nucléaires. 2013 saw the signature of the contract for the Tuen Mun-Chek Lap Kok tunnel, the largest design-build contract ever awarded in Hong Kong.

VSL

A world leader in its field, VSL operates all around the world in the design and construction of structures that employ post-tensioning systems because they are particularly slender or are under great stress. VSL also operates on other high added-value markets, particularly cable-stay bridges, large engineering structures, overhead urban transport viaducts, ground improvement techniques and the development of technological activities as part of construction. With a network of local subsidiaries established in 35 countries, VSL operates an ambitious R&D policy. With a large portfolio of patents to its credit, the company focuses chiefly on the development of post-tensioning systems and on anchors and cable ties for cable-stay bridges.

DTP Terrassement

A global player in linear works and high added-value terrestrial infrastructures, DTP

Terrassement operates in France and numerous other countries, offering a diversified range of skills applied to a variety of highly technical projects from small-scale local sites to the design and construction of roads, motorways, high-speed rail links and opencast mining. Its development is based on four types of operations: works carried out by agencies in France, major linear works, particularly

in public-private partnerships (PPPs) and concessions, large-scale works abroad, and the operation of open-cast mines. In the upstream phase, DTP Terrassement provides expertise in the technical, financial and environmental engineering of projects. The company conducts an ambitious sustainable development policy, particularly with regard to its methods for conserving natural resources, preserving biodiversity and optimising its equipment to limit its impact on the environment.

11,070 employees

17% of Group sales





4,330

MAJOR PROJECTS HANDED OVER

Les Grésillons water treatment plant, France (opposite); upgrading of the A14/A86 tunnel, Paris La Défense, France; Adour bridge, Bayonne, France; redevelopment of the Vieux-Port, Marseille, France; MTR 703 tunnels, Hong Kong, etc.



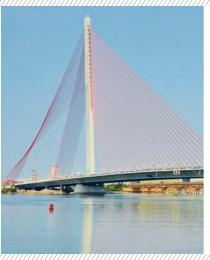
CURRENT PROJECTS

Nîmes-Montpellier rail bypass, France; Flamanville EPR nuclear power plant, France; LNG tanks, Dunkirk, France; Chernobyl confinement shelter, Ukraine; Tangiers Med II port, Morocco; Henri Konan Bédié bridge, Ivory Coast; Line 3 of the Cairo metro, Egypt; XRL 820/821 tunnels, Hong Kong; Hong Kong-Zhuhai-Macao road bridge, Hong Kong; Miami port tunnel, U.S., etc.



CONTRACTS

L2 bypass, Marseille, France; Nouvelle Route du Littoral viaduct, Reunion Island; Troissereux bypass, Oise, France; Tuen Mun-Chek Lap Kok tunnel, Hong Kong, etc.



3,040

MAJOR PROJECTS HANDED OVER

Kwidzyn bridge, Poland; Tran Thi Ly bridge, Da Nang, Vietnam (opposite); Penang bridge 2, Malaysia; Aberdeen Channel bridge and foundation works, Observatory Road, Hong Kong; heavy lifting of the roof of the Fonte Nova stadium, Salvador da Bahia, Brazil, etc.

€341 m

CURRENT PROJECTS Foundation works for the new port of Doha; Klang Valley Mass Rapid Transit viaducts, Kuala Lumpur, Malaysia; Hong Kong-Zhuhai-Macao road bridge, Hong Kong, etc.



CONTRACTS

Ho Chi Minh City metro, Vietnam; Hung Hom station, Hong Kong; rehabilitation of Tarban Creek bridge, Sydney, Australia, etc.

3,700

employees

MAJOR PROJECTS HANDED OVER

Renovation of airfield pavements, Villacoublay, France; Saint-Quentin-en-Yvelines Vélodrome, France; Onzon dam, Sorbiers, France; sea-bed and river-bed works (west phase), Mont-Saint-Michel, France; refurbishment of Saint-Antoine high school, Ajaccio, France; Garoua Boulai-Nandéké highway, Cameroon, etc.

€453 ...

of sales

CURRENT PROJECTS

Nîmes-Montpellier rail bypass, France; A304 motorway, France; package 3 of the earthworks, engineering structures and renovation of the South Europe Atlantic high-speed rail line, France; Ndjolé-Medoumane highway, Gabon; Figuil-Magada highway, Cameroon; gold mines in Kibali, Democratic Republic of Congo, Tongon, Ivory Coast, Gounkoto, Mali, etc.

€436 m

of order intake

CONTRACTS

Road bypass, Marseille, France; renovation of airport runways, Orléans, France; upgrading of the A71 motorway, Clermont-Ferrand, France; Sarh-Kyabé highway, Chad; Kinkala-Mindouli highway, Democratic Republic of Congo; refurbishment of the Ngaoundéré-Garoua highway, Cameroon; extension of the Morila gold mine, Mali, etc.

Energies and services

14% of Group sales



Bouygues Energies & Services

An expert in energy efficiency and services, Bouygues **Energies & Services designs,** installs, maintains and operates technical systems and provides tailored services that enable its customers to combine economical energy consumption with a high-quality lifestyle and working conditions for their users. Bouygues Energies & Services operates wherever regions, cities, homes and workplaces are undergoing change, striving to make life for its customers and their users simpler, more comfortable, cheaper

and more responsible. It delivers these benefits through its expertise in energy performance and high value-added services in its three principal business areas: energy and digital networks; electrical, HVAC and mechanical engineering; and facilities management.

Concessions



Concessions division

The Concessions division manages and operates the concession companies in which Bouygues Construction has an interest. Operating both in France and a number of other countries, the Concessions division is involved in managing a variety of infrastructure projects that facilitate the transportation of goods and people (motorways, bridges, tunnels, railways, buses, tramways, etc.) or provide amenities for leisure activities (stadiums, etc.). It also contributes know-how to the start-up of new projects to be operated as concessions, enabling the Group to deliver a range of technical skills in design, finance, legal affairs and construction.





MAJOR PROJECTS HANDED OVER

Beaugrenelle shopping centre, Paris, France; Amiens and Villeneuve-Saint-Georges hospitals, France; high-voltage power line, Mayotte; interconnected network, Gabon; photovoltaic solar power plant for Soleq Solar Thai, Thailand, etc.



CURRENT PROJECTS

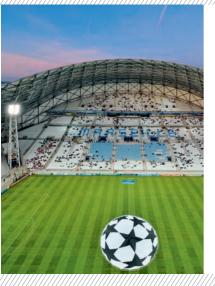
Energy performance contract for street lighting, Paris, France; Ministry of Defence, Paris, France; City Council offices, Bordeaux, France; maintenance of Exxon and Chevron petrochemical sites, Normandy, France; photovoltaic solar power plant, Landes, France; underground power line from Boutre to Trans, France; St Martin thermal power plant, Guadeloupe; multi-site operation for Alstom in France, Italy and U.K.; link-up of the Total oil terminal in Djeno, Republic of the Congo, etc.



CONTRACTS

L2 Marseille bypass, France; broadband networks, Oise, France; Annecy hospital, France; maintenance of Messier-Bugatti-Dowty industrial sites, France; air conditioning of the Bercy sports stadium, Paris, France; refurbishment of the Pacific Tower, Paris La Défense, France; Virtus data centre, London, U.K.; Life Technologies data centre, Glasgow, U.K., etc.





900 employees*

* Total number of employees of the Concessions division and concession companies, of whom 44 are included in the consolidated Group workforce.

€520 m of receipts reported by concession companies

HIGHLIGHTS

10th anniversary of the opening of the Rostock tunnel, Germany; first rugby match at the Stade Vélodrome football stadium, Marseille, France; sharp rise in traffic on the A41 motorway, France; financial closing of the L2 bypass operation, Marseille, France; launch of works on the Nîmes-Montpellier rail bypass; first caisson of the Konan Bédié bridge, Abidjan, Ivory Coast, etc. BOUYGUES CONSTRUCTION

Shaping a better life

Sustainable performance

A sustainable development policy at the heart of our strategy

Since 2007, Bouygues Construction has operated a common policy in all its structures, called Actitudes. Promoted at the highest level of the Group, it has brought about a broad understanding of the Group's environmental, social and community responsibilities.

As an integral part of projects from design through to operation, sustainable development now contributes to innovation and value creation in the solutions offered to customers. Its deep-rooted presence in Bouygues Construction's strategy has been reflected in the company's organisational structure by bringing together the Sustainable Development, Research, Development and Innovation, and Forward Planning and Strategic Marketing departments within the Innovation and Sustainable Construction department.

Operational deployment of the policy is supported and enabled by a network of more than

one hundred Sustainable Development Representatives in Group entities. In 2012, the Actitudes policy was revised to give a more central role to sustainable construction and greater clarity to the undertakings it gives. Its progress is monitored by a performance summary fed by key indicators for each commitment, supplemented by an extra-financial reporting system covering all challenges.

An active presence in forums for dialogue

Bouygues Construction partners organisations that seek to promote the principles of sustainable development and provide forums for dialogue with stakeholders.

A member of the United Nations Global Compact since 2006, the Group has formed numerous partnerships and exchanges with interest groups and other players in the industry in order to address their expectations and participate in future developments. It takes part in the work of numerous bodies, including Afnor, Comité 21, Plan Bâtiment Durable, Green Building Council, Association HQE, European Construction Technology Platform, E2BA (Energy Efficiency Building Association) and the Advancity competitiveness cluster.

In 2013, Bouygues Construction won the first prize for construction companies in the Novethic barometer of environmental reporting in property development, as well as the "Stakeholders" prize in the France GBC Awards.



4 key areas, 12 commitments





Unite players in projects to achieve enduring success

5 – Establish a trusting relationship with customers

6 – Commit to ethics and compliance with regard to our customers and partners

7 – Share our goals for sustainable performance with our partners



Local commitment and community aid

A player committed to the development of territories

8 – Contribute to local development

9 – Get involved with local communities and civi society



Respect and development of employees

Diversity of talent for the success of our projects

10 – Guarantee the health and safety of employees

11 – Ensure equal opportunities and enhancing skills

12 – Foster cohesion and well-being in the workplace

The evaluation system used for our sustainable development policy

The progress made by the Bouygues Construction sustainable development policy is monitored using a comprehensive evaluation system shared by all operating entities.

Detailed below, this system comprises

three main resources:

• a performance summary fed by key indicators for each commitment interpreting the four themes of Actitudes;

• annual extra-financial reporting covering all structures and covering around 50 indi-

cators measuring all sustainable development challenges;

• annual self-assessment by every operating unit against a set of benchmarks that translate Actitudes commitments into practical initiatives.



Methodological note on extra-financial reporting

Methodological procedures

In order to guarantee the uniformity of the indicators over the entire scope of the consolidation, a methodological reporting guide (in English and French) has been issued to all personnel involved in reporting the indicators. It is updated following consolidation of the previous year's data and the comments of contributors. It specifies the methodology to be used: definitions, methodological principles, units, calculation formulas, conversion factors. A dedicated space on the intranet site is used for downloading all the reporting tools. Sustainable development indicators are gathered, controlled and consolidated using Enablon, reporting software incorporating a workflow process.

Scope of the consolidation

In 2013, the scope "World" incorporated into Enablon covered 97% of Bouygues Construction's consolidated sales (compared with 96% in 2012). On the other hand, since the Concessions division is not included in the financial consolidation, it is not included in the sustainable development reporting either, for the sake of consistency.

In the case of a recently constituted company, it is recommended that the sustainable development reporting is applied within a maximum of three years. When an indicator does not cover the full scope, the percentage of the scope that is covered is specified. Indicators for France cover 54% of Bouygues Construction's total sales. Indicators relating to human resources were supplied by the Bouygues Construction central Human Resources Department.

Data relating to consortiums, partnerships and joint ventures

When a project is carried out by a consortium including several Bouygues Construction companies, data relating to the project is reported only by the lead company of the consortium. Whenever a project is carried out in the framework of a partnership or joint venture, data is reported by the Bouygues Construction company in question if its holding is greater than or equal to 50%.

Choice of indicators

A task force consisting of a representative from each entity of Bouygues Construction and directed by the Sustainable Development Department has elaborated a reference framework of environmental, social and community indicators that enables us to monitor the progress we are achieving through the implementation of our Actitudes sustainable development policy. The task force continues to work on improving the scope of indicators.

Consolidation and control

The data gathered is controlled and then confirmed by the Group's operating units. Social indicators are confirmed by the central Human Resources Department

The Sustainable Development Department consolidates the data and checks it for consistency. As part of checking the environmental, social and community data of the Bouygues SA Group, a number of Bouygues Construction indicators have been subject to verification by Ernst and Young, the Group's independent auditor. The conclusions of this verification are included in the attestation of presentation and accuracy relating to the data published by the Bouygues SA Group in its registration document.

Methodological limits

The sustainable development indicators can entail methodological limits because of:

- the representativeness of measurements and estimations carried out;
- changes in definition that could affect comparability;
- practical considerations of data reporting.

CORPORATE REPORT _ 2013

Performance summary of the Actitudes policy

AIM	KEY INDICATOR		UNIT	2012	2013
ENVIRONMENT AND SUSTAINA	BLE CONSTRUC	TION			
Innovate for sustainable construction	Percentage of R&D expenditure devoted to sustainable construction		%	49	51
Eco-design high-performance projects	Percentage of buildings involving a commitment to environmental labelling or certification schemes in the year's order intake for buildings		% Number of buildings	57 268	58 227
	Percentage of the infrastructure order intake for which commitments on biodiversity have been given		%	_*	68
Ensure environment-friendly worksites	Percentage of worksites with the Ecosite [®] label (in-house environmental label for worksites) (a)		%	79	68
Build, operate and maintain to deliver controlled performance	Number of projects including commitments of energy performance		Number	_*	60
CUSTOMERS AND PARTNERS F	OR A SUSTAINA	BLE PROJECT			
Establish a trusting relationship with customers	Percentage of completed projects for which a customer satisfaction survey has been conducted		%	48	54
Commit to ethics and compliance with regard to our customers and partners	Number of executives or managers trained in policies and procedures to fight corruption and/or anti- competitive practices during the last 3 years		Number	2,549	1,872
Share our goals for sustainable performance with our partners	Sales generated by subsidiary that systematically include the Supplier CSR Charter in contracts with subcontractors and suppliers		%	68	70
	Number of QSE audits carried out on subcontractors		Number	*	373
LOCAL COMMITMENT AND CO	MMUNITY AID				
Contribute to local development	Number of operations carried out during the year in cooperation with local integration bodies		Number	410	409
Get involved with local communities and civil society	Number of partnerships during the year supporting integration, education and health (and amount committed)		Number	472	334
			€million	3.5	3.9
RESPECT AND DEVELOPMENT	OF EMPLOYEES				
Guarantee health and safety	Workplace accidents	Frequency rate	(b)	5.85	4.65
	for all employees:	Severity rate	(c)	0.36	0.23
Ensure equal opportunities and enhance skills	Percentage of female managers in France (d)		%	8.4	9.2
	Disabled employees in France		Number	760	545
	Average number of training days per employee per year in France		Number	2.39	2.45
Foster cohesion and well-being in the workplace	Percentage of employees receiving a satisfaction survey in France (e)		%	_*	93

-* New indicator 2013.

acceptance of the initiative). (b) Frequency rate = number of industrial accidents involving time off work x 1,000,000 / number of hours worked.

(c) Severity rate = number of days off work x 1,000 / number of hours worked.

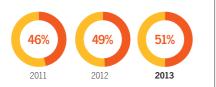
(d) As a proportion of employees in supervisory or more senior grades in France. (e) If no employee satisfaction survey has been conducted during the calendar year in question, the results of the most recent survey will be retained. Surveys within the last three years are taken into account.

CSR: Corporate Social Responsibility (a) Ecosite® = in-house environmental label for worksites. The percentage of sites awarded the Ecosite® label is calculated by dividing the number of worksites that have been awarded the label by the number of worksites that are eligible (the criteria for eligibility are based on factors of duration and proportion of sales, which vary for each business line; Bouygues Energies & Services adds the supplementary criterion of the customer's

Extra-financial indicators

Environment and sustainable construction

Innovation for sustainable construction



Percentage of R&D expenditure devoted to sustainable construction (World - 100% of consolidated sales). The following R&D topics are considered relevant to

sustainable construction: energy, carbon, conservation of resources and materials, biodiversity, the well-being and safety of users, quality of use, eco-design, processes and methods (industrialisation, improvement of product quality, reduction of hardship, etc.) and tools (global cost, digital modelling, new technologies, etc.). This percentage, which has been increasing constantly for the past six years, stood at 21% in 2007, at the time of the launch of the Actitudes policy.

Biodiversity



Percentage of the infrastructure order intake for which commitments on biodiversity have been given (Infrastructure activities World - 14% of consolidated sales).

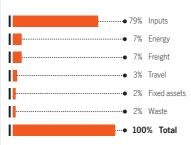
Bouygues Construction promotes the protection of biodiversity on these infrastructure operations through contractual commitments to its customers, particularly on large-scale operations.

- CO₂ emissions



95% projects CO2 emissions by type (World - 97% of consolidated sales)





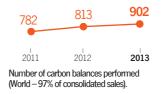
CO2 emissions by heading for projects (World - 97% of consolidated sales).

The total figure for Bouygues Construction is 3.02 million tonnes CO₂ equivalent for 2013. This figure, encompassing Scopes 1, 2 and 3a, corresponds to the sum of emissions resulting from:

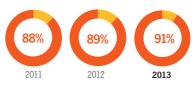
- the operation of Bouygues Construction's headquarters and regional offices (5% of emissions), relating to energy, goods and services, freight, travel and fixed assets;
- · projects of Bouygues Construction entities. For each project added to the CarbonEco® measurement application, the total calculated for CO2 emissions (relating to energy, inputs, freight, site personnel travel, fixed assets and waste) is prorated to the duration of the project.

To produce €1 million of sales, Bouygues Construction emits 266 tonnes CO2 equivalent (compared with 330 in 2012).

Carbon balance

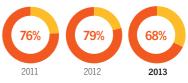


Carrying out eco-friendly projects



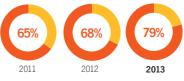
Percentage of business certified ISO 14001 (World -97% of consolidated sales).

The percentage of business covered by ISO 14001 certification has been rising constantly since 2007 (it has increased from 61% in 2007 to 91% in 2013).



Percentage of worksites with the Ecosite® label (the Group's in-house environmental label) (World - 97% of consolidated sales).

In 2013, the scope of reporting was extended to the subsidiaries VSL and BYES*. The decline in the overall percentage is partially explained by a slowdown in the momentum of labelling at BYBI*.



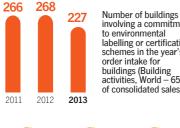
Percentage of worksites covered by consultation exercises, communications campaigns or local resident satisfaction surveys (World excl. BYES* and VSL - 82% of consolidated sales).

Major strides were made in a number of Bouygues Construction subsidiaries (particularly BYTP* and BYEFE*) with respect to dialogue and consultation with local residents in 2013.

Eco-designing highperformance products

64 |

Buildings involving a commitment to environmental certification



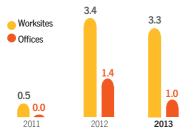
involving a commitment labelling or certification schemes in the year's buildings (Building activities, World – 65% of consolidated sales).



Total percentage of buildings involving a commitment to environmental labelling or certification schemes in the year's order intake for buildings (Building activities, World - 65% of consolidated sales).

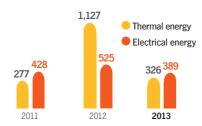
In 2013, orders were taken for numerous large-scale operations. Bouygues Construction is committed to ensuring that as many of these projects as possible are subject to environmental certification. The percentage of environmentally certified projects in the building order intake has risen from 23% in 2007 to 58% in 2013.





Water consumption in millions of m³ (World – 97% of consolidated sales).

On worksites, although there was an increase in business in 2013, the Group maintained its water consumption at a stable level compared to 2012. The variation in water consumption at offices is explained by the application of a more reliable reporting procedure for this indicator in 2013 which led to the correction of an erroneous value reported in 2012.



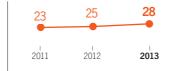
Energy consumption in GWh

(World – 97% of consolidated sales). The "thermal energy" indicator includes the consumption of gas and fuel oil both on worksites and in offices. The substantial variation between 2012 and 2013 is explained by an exceptional level of consumption in 2012 on the Stade Vélodrome football stadium site in Marseille, where oil-fired electricity generators had to be used during the construction period to ensure safety during matches. Similarly, the "electrical energy" indicator includes the consumption of electricity both on worksites and in offices. Reporting on this indicator was made more reliable in 2013 resulting in the correction of an erroneous value reported in 2012 and explaining the variation between the two successive years.

*BYEFE: Bouygues Entreprises France-Europe *BYBI: Bouygues Bâtiment International

*BYTP: Bouygues Travaux Publics

*BYES: Bouygues Energies & Services



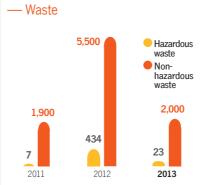
Total consumption of automotive fuel in millions of litres (light commercial and passenger vehicle fleet, World – 97% of consolidated sales). This figure breaks down as 21 million litres consumed in France and 7 million litres in other countries.

60

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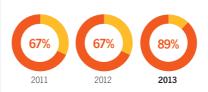
Number of projects on which commitments have been given on energy performance. This figure is principally made up of facilities management

activities and BYBI* building activities.



Total quantities of hazardous and non-hazardous waste collected in thousands of tonnes (World – 97% of consolidated sales).

In 2012, an exceptional quantity of waste was collected on an earthworks site in Ivory Coast. The global volume returned to a more normal level in 2013.



Percentage of non-hazardous waste recycled (World – 97% of consolidated sales). This indicator is particularly volatile because of the sharp variations in quantities of inert waste depending on

operations

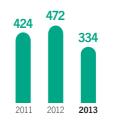
Local commitment and community aid

Contributing to local development

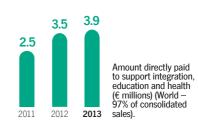
409

Number of operations carried out during the year in cooperation with local integration bodies (France – 54% of consolidated sales). This figure has been stable for three years.

Getting involved with local communities and civil society



Number of partnerships during the year supporting integration, education and health (World - 97% of consolidated sales).



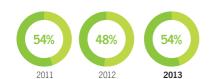
Bouygues Construction has refocused its attention on a smaller number of partnerships (334 compared to 472 in 2012) but it has continued to increase its financial contribution, raising it to ${\in}3.9$ million in 2013. The Group's commitment to society takes the form of actions broadly grouped in three main areas, whether in France or in other countries: social ties and community needs; education and integration; and improvement of the living environment. Through Terre Plurielle, its corporate foundation, Bouygues Construction supports projects favouring access to healthcare, education and integration for the disadvantaged. Since it was set up in 2008, 125 projects sponsored by Group employees have been given support, in 20 countries. In addition to financial sponsorship, one project in five funded by Terre Plurielle also benefits from skills sponsorship on the part of Group entities or operating units, so strengthening Bouygues Construction's societal commitment.

Customers and partners for a sustainable project

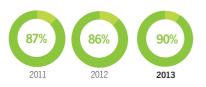
Establishing a relationship of trust with customers



Percentage of business certified ISO 9001 (World – 97% of consolidated sales) For the last 3 years, Bouygues Construction has maintained this percentage at a stable level.



Percentage of operations handed over that are subject to a customer satisfaction survey process (World excl. BYES – 85% of consolidated sales) Bouygues Construction's civil works businesses made substantial progress on this point in 2013, resulting in a sharp increase in the global Bouygues Construction indicator.



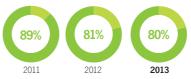
Percentage of sales with triple QSE certification (World - 97% of consolidated sales)

Committing to ethics and compliance with regard to our customers and partners

1,872

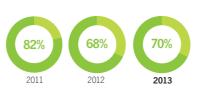
Number of managers trained in business ethics during the last 3 years (World - 97% of consolidated sales)

Sharing our goals for sustainable performance with our partners



Percentage of sales generated by units with an action plan to involve partners, subcontractors and suppliers in their QSE policy (World – 97% of consolidated sales)

The level of requirement for the formalisation of action plans was raised in 2013, which may account for the slight decrease compared to 2012.



Percentage of sales generated by units that systematically include the Supplier CSR Charter in contracts with subcontractors and suppliers (World – 97% of consolidated sales) The Supplier CSR Charter consists of four chapters covering ethics, compliance with labour standards, health and safety and environmental protection.

€2,477 m

Purchasing expenditure covered by CSR evaluations (€ millions) (World, scope Bouygues Construction Purchasing – 97% of consolidated sales)

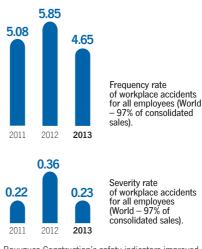


Number of suppliers and/or subcontractors who have been subject to CSR evaluation (World - 97% of consolidated sales)

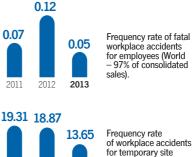
These evaluations are carried out either using Ecovadis tools or through the Bouygues Construction suppliers evaluation database.

Respect and development

Guaranteeing health and safety



Bouygues Construction's safety indicators improved sharply in 2013, both in France and abroad, with values well below the industry average.



2013



Frequency rate of fatal workplace accidents for temporary site workers (World – 97% of consolidated sales).

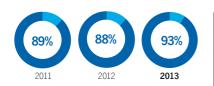
There were no fatal workplace accidents involving temporary site workers in the 2013 reporting period.

70

2012

Cases of occupational illness recognised by social security authorities (France -54% of consolidated sales).

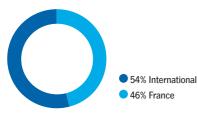
of employees



Percentage of business covered by an ILO or OHSAS 18001 certification or equivalent (World – 97% of consolidated sales)

Ensuring equal opportunities and enhancing skills

52,163 Total number of employees in 2013 (World – 100% of registered workforce).



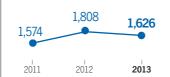
Breakdown of the total workforce (World – 100% of registered workforce)

Breakdown by gender (World - 100% of registered workforce)

	2012	2013
PERCENTAGE OF WOMEN, FRANCE	17.6%	18.2%
Managerial	22.8%	24.2%
Clerical, technical & supervisory	31.6%	31.2%
Site workers	0.9%	0.7%
Women managers (a)	8.4%	9.2%
	2012	2013
PERCENTAGE OF WOMEN, GLOBAL (b)	15.2%	15.1%
Managerial/technical	22.3%	21.9%
Site workers	10.2%	10.7%

(a) As a proportion of employees in supervisory or more senior grades in France. (b) Excluding France

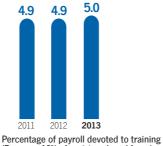
Number of disabled workers (France - 46% of registered workforce)



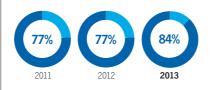
Total value (in € thousands) of work contracted to sheltered workshops and service industries (France – 46% of registered workforce)



Average number of days of training per employee (France – 46% of registered workforce)



(France – 46% of registered workforce)



Percentage of employees benefiting from regular evaluation of performance and career development (France – 46% of registered workforce)

Fostering cohesion and well-being in the workplace

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Amount allocated to voluntary profit-sharing paid in 2013 on the basis of 2012 results (France -46% of registered workforce)

24.5 m

Amount allocated to compulsory profit-sharing paid in 2013 on the basis of 2012 results (France - 46% of registered workforce)

Amount paid as matching contributions under the Corporate Savings Plan in 2013 (France – 46% of registered workforce)

.5 m

Amount paid as matching contributions under the Supplementary Pensions Saving Scheme in 2013 (France $-\,46\%$ of registered workforce)

Number of collective agreements negotiated in 2013, including mandatory annual negotiations (France – 46% of registered workforce)

86%

Turnout in the most recent works council elections (France – 46% of registered workforce)

3%

Percentage of employees taking part in employee satisfaction surveys (France – 46% of registered workforce).

Surveys within the last three years are taken into account.

Self-assessment by entities of the Actitudes policy

To facilitate deployment of the sustainable development policy, each entity and operating unit (OU) assesses its own progress towards implementing the priorities of the Actitudes policy on the basis of four levels, and sets its own targets for the following year.

Self-assessment methodology

This self-assessment process enables each structure to evaluate its own performance and to determine its own priorities from those in the frame of reference of actions and the rate at which it will roll them out.

--- Scope

In 2013, the scope of application of self-assessment according to the Actitudes frame of reference represented 97% of Group sales. The term "consolidated Bouygues Construction Group" refers to all entities and OUs excluding the Concessions division: even though it conducts self-assessments as part of its management of sustainable development policy, this division is not included in the scope of consolidation in order to mirror the financial consolidation model.

— Process

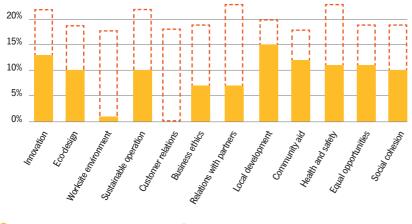
A methodological guide specifies the selfassessment process with regard to:

- scope of application;
- roles and responsibilities;
- rules and regulations for awarding scores;
- stages in the process;
- the timetable.

For the majority of entities, the score awarded corresponds to the average of scores assessed by the OUs composing them. For the others, the score combines assessments made in the field and appraisals made by the entity's management committee. These methodological differences result in a degree of uncertainty. The field of non-applicable actions has to be defined and validated at the level of each entity.



Improvements achieved in 2013 and targets for improvement on the 12 commitments (average percentage improvement of the entities* – scope excludes the Concessions division**).



Improvement achieved from 2012 to 2013 Unprovement targeted in 2014

Results 2013

The process can be seen as a good example of continuous improvement because of the increased involvement of operating units and an ever-growing mastery of the methodology. In 2013, the deployment level over the Bouygues Construction scope of consolidation rose again for the majority of Actitudes commitments, and in particular for commitments concerning innovation for sustainable construction and local development. Priority areas earmarked for improvement in 2014 are more environmentfriendly worksites, customer relations and sharing our goals for sustainable performance with our partners. The overall average improvement covering all aspects of the sustainable development policy is 9%, using weighted data, with a target of 11% improvement in 2014.

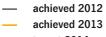
^{*} To better reflect the respective weight of the various entities, the

scores are weighted by the sales of the entities. ** To ensure consistency with the financial reporting structure, in which the business activities of the Concessions division are not

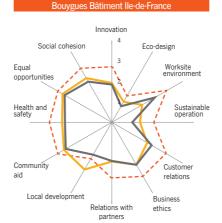
consolidated, this entity is also excluded from the Bouygues Construction self-assessment consolidation.

Level of deployment by the entities (score of 1 to 4 for each commitment)

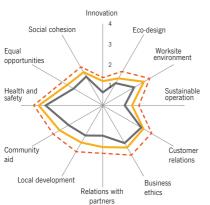
The results obtained by each entity on the 12 commitments of the Actitudes sustainable development policy are shown below. All entities use a similar scoring system. However, each entity has adapted the list of actions covering the 12 commitments in order to meet challenges that are specific to its particular business line. This explains why the scores obtained by the entities are not consolidated.







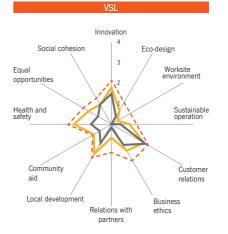


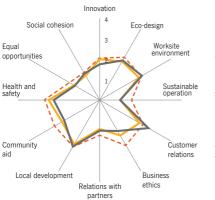


Bouygues Bâtiment International

Innovation 4 Social cohesion Eco-design Equal Worksite environment opportunities Health and Sustainable safety operation Community Customer aid relations Local development Business Relations with ethics partners

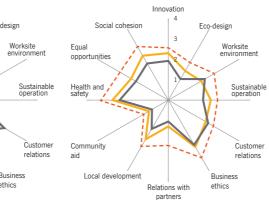
Bouygues Travaux Publics





DTP Terrassement

* Does not apply to Bouygues Travaux Publics activities Bouygues Energies & Service



Forms of dialogue with stakeholders

STAKEHOLDERS	THEIR EXPECTATIONS	BOUYGUES CONSTRUCTION'S RESPONSES	FORUMS AND FORMS OF DIALOGUE	
CUSTOMERS	 Service quality Competitiveness Innovation Trust Consideration Ethical behaviour 	 Quality, Environment, Health & Safety policy (ISO 9001, ISO 14001, OHSAS 18001) Sustainable construction research programmes Eco-alternatives Distribution of the Code of Ethics and executive training in business ethics New sustainable construction products and service (CPE, Be Green) A turnkey offer for electric vehicle charging stations (Alizé) 	 Customer satisfaction surveys Conventions, theme days Newsletters Organisation of the Sustainable Construction Club for customers R&D and Innovation 	
SHAREHOLDERS AND THE FINANCIAL COMMUNITY	 Economic efficiency and profitability Transparency and information Long-term visibility 	 Publication of information documents and press releases Publication of the Bouygues SA registration document and the Bouygues Construction annual report Responses to non-financial rating agencies and investors (through Bouygues SA) 	Annual meetingsWebsite	
EMPLOYEES AND TRADE UNIONS	 Working conditions Health and safety Labour and union rights Fairness Acknowledgement of achievements Training Diversity (age management, gender equality, disability, etc.) 	 Training: Bouygues Construction University, Equal Opportunities, Pro Academy, QSE Academy, etc. Annual appraisal interviews and internal mobility Employee share ownership (Bouygues Partage) and profit- sharing Social benefits Safety training on worksites, road safety, anti-addiction and workplace stress campaigns, Ergonomics policy Handitour roadshow to raise awareness of disability among staff 	 Employee satisfaction surveys (every three years) Health & Safety Committee, works councils, elections of employee representatives Diversity Committee Age Management Committee Health & Safety Committee Information meetings, theme days Agreement on disabled employees with Agefiph 	
SUPPLIERS AND SUBCONTRACTORS	 Loyalty Fairness Long-term relationships 	 CSR Charter for suppliers and subcontractors Charter for major accounts and SMEs Partnerships Welcome pack for new partners Assessment of suppliers' CSR performance HR audits of suppliers in emerging countries 	 Satisfaction and perception surveys / Cooperation reviews Conventions Information and discussion days Working groups 	
LOCAL RESIDENTS	Control and reduction of worksite impact	 Environmental measures on worksites with the Ecosite[®] label Software to estimate and model worksite noise levels Arrangements for consultation, dialogue and information 	 Signs providing information Register of complaints Toll-free number Worksite websites Consultation meetings 	
CIVIL SOCIETY INCL. LOCAL AUTHORITIES, NON-PROFIT ORGANISATIONS AND NGOS	 Dialogue and transparency Long-term partnerships Compliance with regulations, labour laws and human rights Protection of the environment Ethical and responsible behaviour 	 Environmental measures on worksites with the Ecosite[®] label Evaluation of carbon emissions with CarbonEco® software Environmental partnerships with Noé Conservation and the Bird Protection League on biodiversity and with WWF on timber sourcing Partnerships with humanitarian NGOs: Care France, Emergency Architects, Terre Plurielle corporate foundation Community action committees Contribution to economic development in places where we operate 	 Website Participation in outside events (FEDERE forum, etc.) Membership of organisations that encourage dialogue with civil society (Comité 21, Global Compact) Consultation of stakeholders on biodiversity and extra-financial indicators Mirror committee of external stakeholders to improve Bouygues Construction's sustainable development policy 	
SCIENTIFIC COMMUNITY, INDUSTRY BODIES (ADEME, CSTB, FNTP, EGF BTP, ETC.) AND EDUCATIONAL ORGANISATIONS	 R&D and innovation Pooling of skills Sharing of knowledge 	 Specialist Master's degree in sustainable construction and housing in partnership with Ensam and ESTP Participation in research projects with the CSTB, particularly on lifecycle analysis Creation of a chair in sustainable construction and innovation with the CSTB and three engineering schools (École des Ponts, École Centrale Paris and Supélec) Projects in cooperation with Ademe (eco-driving, carbon[®] balance, etc.) 	 Participation in sustainable development working groups in industry bodies Lectures and courses Participation in careers fairs R&D and Innovation Committee 	

Ademe: the French environment and energy management agency CHSCT: Health, safety and working conditions committee CSTB: Scientific and Technical Centre for Building EGF BTP: Entreprises Générales de France – BTP (industry federation) Ensam: Arts et Métiers ParisTech ESTP: École Spéciale des Travaux Publics, du Bâtiment et de l'Industrie FNTP: National Federation of Public Works CSR: Corporate Social Responsibility

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