

# REGISTRATION DOCUMENT

and annual financial report

# 2015



GROUPE ADP



## Key figures for 2015



NUMBER OF PASSENGERS IN PARIS  
AIRPORTS IN MILLIONS

**95.4**



NUMBER OF GROUP  
PASSENGERS IN MILLIONS

**252**



NUMBER OF AIRPORTS  
MANAGED WORLDWIDE

**34**



SALES/PAX

€ **19.7**



RETAIL SPACE

**58,800** sq.m



REAL ESTATE AREA DEVELOPED  
IN 2015

**71,500** sq.m



REVENUE (m€)

**2,916**



EBITDA (m€)

**1,184**



NET INCOME ATTRIBUTABLE  
TO THE GROUP (m€)

**430**

\* By Aéroports de Paris or third parties.

# 2015

## Registration Document and annual financial report

Copies of this Registration Document ("the Registration Document and Annual Financial Report") are available free of charge from Aéroports de Paris, 291 boulevard Raspail, 75014 Paris, as well as on the Aéroports de Paris website ([www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr)) and on the AMF (French Financial Markets Authority) website ([www.amf-france.org](http://www.amf-france.org)).

In due application of Article 28 of the European Commission's regulation EC No. 809/2004, this Registration Document refers to information contained in:

- the annual and consolidated financial statements of Aéroports de Paris for the financial year ended 31 December 2014 and the reports by the Statutory Auditors on these financial statements, presented in Chapter 20 of the Aéroports de Paris Registration Document filed with the AMF on 2 April 2015 under number D. 15-0281 (the "2014 Registration Document");
- the annual and consolidated financial statements of Aéroports de Paris for the financial year ended 31 December 2013 and the reports by the Statutory Auditors on these financial statements, presented in Chapter 20 of the Aéroports de Paris Registration Document filed with the AMF on 31 March 2014 under number D. 14-0251 (the "2013 Registration Document");
- examination of the financial position and income of Aéroports de Paris for the financial years ended 31 December 2013 and 2014, presented in Chapter 9 of the 2013 and 2014 Registration Documents;
- the Statutory Auditors' report on related party agreements and commitments for the financial years ended 31 December 2013 and 2014, presented in appendix 1 of the 2013 and 2014 Registration Documents.



This Registration Document was filed with the AMF on 31 March 2016 under number D. 16-0248, in accordance with Article 212-13 of its General Regulation. It may be used for financial transactions if supported by an AMF approved information memorandum. This document was drawn up by the issuer and is binding for its signatories.

This version cancels and replaces the previous version published on-line on 1 April 2016 amending, in appendix 1, the Statutory Auditors' special report on related party agreements and commitments and including the ADP Group's new logo.

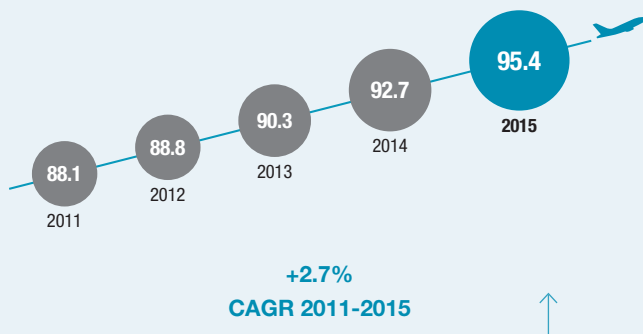


# Group profile

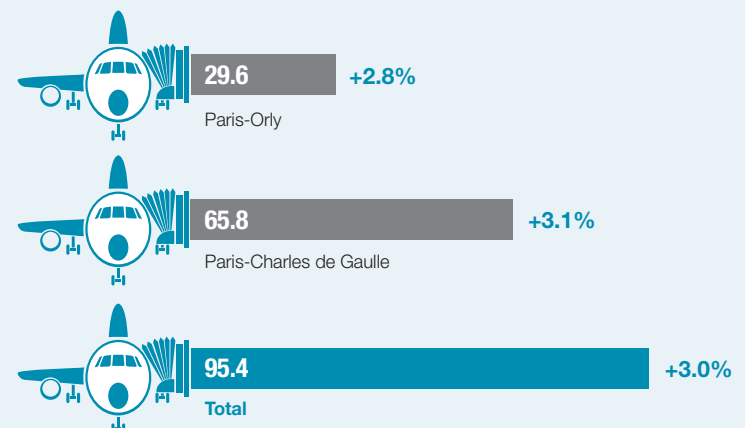
## 34 airports managed around the world



**Number of passengers using Paris airports**  
(in millions)

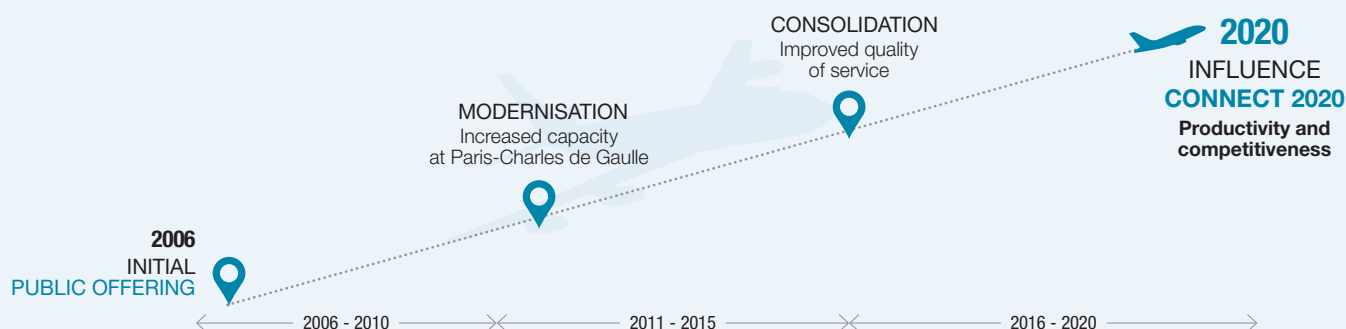


**Passengers per airport in 2015**  
(in millions)

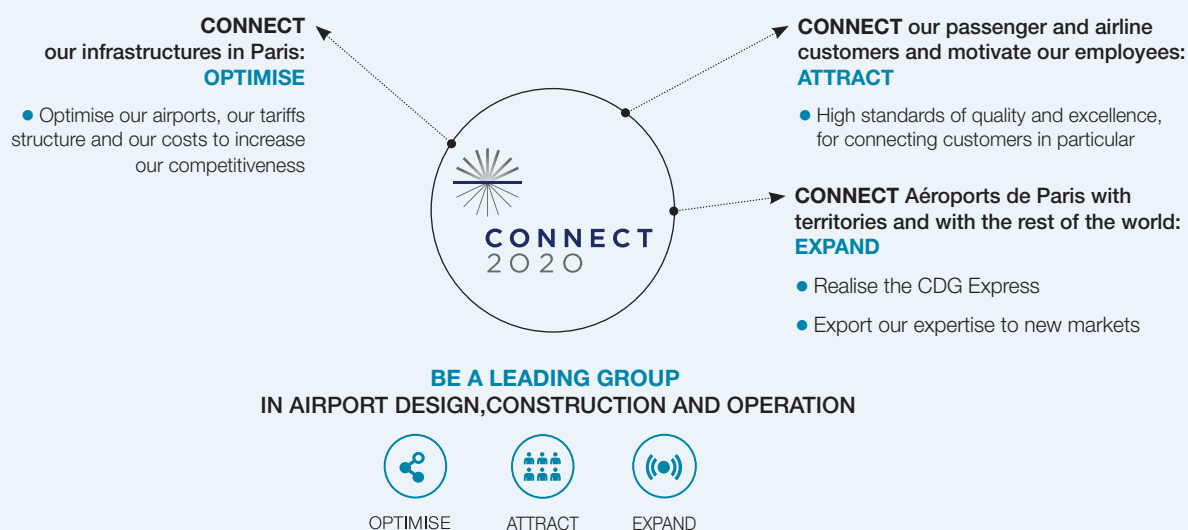


# Group strategy

## Aéroports de Paris, constantly evolving since its initial listing on the stock exchange



## Connect 2020 A 2016-2020 strategic plan to serve our ambition



### Augustin de Romanet, Chairman and CEO of Aéroports de Paris stated that:

“Aéroports de Paris’ strategic plan, «Connect 2020», feeds the Group’s ambition to be a leader in airport design, construction and operations. “Connect 2020” reflects our vision of the airport: a connection knot between local areas, passengers, airlines and the multiple skills of our employees. The focus will be on optimising our infrastructure and our organisation, targeting excellence with a view of becoming our customers’ and employees’ first choice, and on the development of our activities in order to stimulate and share sustainable growth.

For 2020, our target is to achieve a fair return on regulated scope invested capital, at 5.4%; sales per passenger should reach €23, on a full-year basis, after the delivery of the main infrastructure scheduled for the 2016-2020 period, and we are expecting an external rent increase of between 10 to 15% in our real estate activities compared with 2014.

Thanks to all these levers and based on an average traffic growth assumption of 2.5% per year, we are aiming to achieve a growth of EBITDA of between 30 and 40% compared with 2014.”

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# 01

## Persons responsible for the registration document and annual financial report **AFR**

In this Registration Document, the terms “Aéroports de Paris” and “the Company” both refer to the company Aéroports de Paris SA. The term “Group” refers to the group of companies formed by the Company and all of its subsidiaries and associates.

### 1.1 Person responsible for the 2015 Registration Document and Annual Financial Report

Augustin de Romanet, Chairman and Chief Executive Officer of Aéroports de Paris.

### 1.2 Report of the person in charge

Having taken all reasonable measures for such a purpose, I certify that, to the best of my knowledge, the information contained in this Registration Document, including its appendices, is accurate and correct and contains no omission likely to affect its meaning.

I certify that, to the best of my knowledge, the financial statements have been prepared in accordance with the applicable accounting standards and give a true and fair view of the assets, financial position and results of the Company and all of the companies included in the consolidation and that the management report included in the Annual Financial Report included in this document, presents a true picture of the development of the business, income and financial position of the Company and all of the companies included in the consolidation as well as a description of the main risks and uncertainties that they face.

I have obtained an Accountant's certificate from the Statutory Auditors, in which they state that they have verified the information relating to the financial position and the financial statements provided for herein, and that they have read the document in its entirety. This letter does not contain observations.

The Statutory Auditors' reports on the consolidated and annual financial statements for the financial year ended 31 December 2015 are presented in Chapter 20 of this Registration Document. In the report on the consolidated financial statements, the Statutory Auditors, without calling into question the opinion that they have expressed on the financial statements, made an observation drawing the attention of the reader to notes 8 and 9 of the notes to the consolidated financial statements, which

indicate a change in the presentation of capitalised production costs and of sector information.

The Statutory Auditors' reports on the consolidated and annual financial statements for the financial year ended 31 December 2014 are presented in Chapter 20 of the 2014 Registration Document. In their report on the annual financial statements, the Statutory Auditors, without calling into question the opinion they have expressed on the financial statements, made an observation, drawing the attention of the reader to Note 2.2 to the annual financial statements, which presents a change in the accounting method applied to employee benefit obligations relating to supplementary retirement benefits.

The Statutory Auditors' reports on the consolidated and annual financial statements for the financial year ended 31 December 2013 are presented in Chapter 20 of the 2013 Registration Document. In their report on the consolidated financial statements, the Statutory Auditors, without calling into question the opinion they have expressed on the financial statements, made an observation, drawing the attention of the reader to Notes 3.3 and 12.2 to the consolidated financial statements, which present the effects of the accounting change related to the adoption of revised IAS 19 relating to employee benefits.

The information on the Group's profit forecasts presented in this Registration Document is the subject of a report by the Statutory Auditors presented in Chapter 13 of this Registration Document.

The Chairman and Chief Executive Officer  
**Augustin de Romanet**

The items included in the Annual Financial Report are identified using the pictogram **AFR**

## Statutory Auditors

### 2.1 Standing Statutory Auditors for 2015 financial year

As the mandate of the Statutory Auditors appointed on 28 May 2009 to approve the financial statements for the year ended 31 December 2014 expired at the conclusion of the Annual General Meeting of Shareholders, the Board of Directors of Aéroports de Paris proposed, and the General Meeting of Shareholders of 18 May 2015 approved, the appointment of the following as Standing Statutory Auditors for a period of six financial years, that is, until the conclusion of the Annual General Meeting of Shareholders, to approve the financial statements ended 31 December 2020:

**Ernst & Young Audit**, 1/2 place des Saisons, 92400 Courbevoie Paris La Défense 1

Appointed on 28 May 2009 and renewed by the General Meeting of Shareholders of 18 May 2015

**Deloitte & Associés**, 185 avenue Charles-de-Gaulle, 92200 Neuilly-sur-Seine

Appointed by the General Meeting of Shareholders of 18 May 2015

### 2.2 Substitute Statutory Auditors for 2015 financial year

As the mandate of the Statutory Auditors appointed on 28 May 2009 to approve the financial statements for the year ended 31 December 2014 expired at the conclusion of the Annual General Meeting of Shareholders, the Board of Directors of Aéroports de Paris proposed, and the General Meeting of Shareholders of 18 May 2015 approved, the appointment of the following as Substitute Statutory Auditors for a period of six financial years, that is, until the conclusion of the General Meeting of Shareholders, to approve the financial statements ended 31 December 2020:

**Auditex**, Faubourg de l'Arche, 92037 Paris La Défense Cedex

Appointed on 28 May 2009 and renewed by the General Meeting of Shareholders of 18 May 2015

**BEAS**, 195 avenue Charles-de-Gaulle, 92200 Neuilly-sur-Seine

Appointed by the General Meeting of Shareholders of 18 May 2015



## Selected financial information

<b>3.1</b>	<b>2014 restated statements</b>	<b>9</b>	<b>3.4</b>	<b>Summary consolidated cash flows statement</b>	<b>11</b>
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<b>3.3</b>	<b>Summary consolidated balance sheet</b>	<b>10</b>			

The consolidated financial statements of Aéroports de Paris for the financial years ended 31 December 2015, 31 December 2014 and 31 December 2013 were prepared in accordance with IFRS.

The financial information selected below must be read together with following sections of the Registration Document:

- the consolidated financial statements presented in Chapter 20;
- the review of the Group's financial position and results presented in Chapter 9;
- the analysis of the cash position presented in Chapter 10.

### 3.1 2014 restated statements

#### New management model

In order to simplify the legibility of the performance by accounting segment and optimise the allocation of internal exchanges, Aéroports de Paris has implemented a new management model which took effect on 1<sup>st</sup> January 2015. The new system consists of:

- a presentation of the income statement segmented by type for all revenues and costs;
- a revision and simplification of the allocation of revenues and the costs of transversal activities by segment;
- a revision and simplification of the allocation of overheads by segment.

The new management model has no impact on the main consolidated accounting aggregates.

#### Application of the interpretation of IFRIC 21 standard

The application of the interpretation of IFRIC 21 makes it compulsory to recognise a tax liability at the date of the event generating the obligation (and not as a result of the calculation bases for the taxes) and results in the restatement of certain taxes which were previously spread over the period. The taxes impacted by the restatement at the Group level are property tax, tax on offices in Ile de France and the company social solidarity tax (C3S), which are part of the Group's operating expenses. The restated net income attributable to the Group for the 1<sup>st</sup> half-year of 2014 is, therefore, reduced by €20 million compared to the published net income attributable to the Group, as a result of the following:

- a -€42 million impact in expenses as a result of the recognition of all of the taxes listed above;
- the effect of taxes and employee profit-sharing: +€16 million.

An accrual for the re-invoicing of property tax to tenants for 2014 and 2015 was recognised on 30 June 2014 and 2015. This generated a positive impact of €6 million on consolidated real estate sector revenue which had an impact on the financial aggregates of the 1<sup>st</sup> half of 2014 and 2015.

At 30 June 2015, application of the interpretation of IFRIC 21 had an impact of -€26 million on the result of the period.

Effects in the opposite direction were observed in the second half-year. The restatement therefore had no impact on the 2014 annual financial statements.

### Other changes

In addition, another change was made to the direct compensation for capitalised production (previously accounted for between revenue and expenses) as a deduction from the costs in question. Capitalised production, which was €79 million in 2014, is now allocated to lesser personnel expenses and other costs.

The Group also proceeded with the reclassification of certain staff training costs in the amount of €3 million during the 1<sup>st</sup> half of 2014. The cost of training, provided by an external company and considered as having a counterparty for the Group, was previously included in "Taxes other than income taxes" and is now presented in "External services".

The changes are found in notes 8 and 9 to the consolidated financial statements presented in Chapter 20.

## 3.2 Summary consolidated income statement

(in millions of euros)	2015	2014 restated	2013 restated
Revenue <sup>(1)</sup>	2,916	2,791	2,755
EBITDA <sup>(2)</sup>	1,184	1,109	1,069
Operating income from ordinary activities (including operating activities of associates) <sup>(3)</sup>	787	737	674
Operating income (including operating activities of associates)	787	730	650
Net income attributable to the Group	430	402	299

<sup>1</sup> Income from ordinary activities.

<sup>2</sup> Current operating income (excluding operating activities of associates) plus depreciation and amortisation and impairment of non-current assets, net of reversals.

<sup>3</sup> Operating income (including operating activities of associates) before the impact of certain non-current income and charges, including the share of profit/loss from operating activities of associates.

## 3.3 Summary consolidated balance sheet

(in millions of euros)	2015	2014 restated	2013 restated
Non-current assets	7,977	7,789	7,814
Current assets	2,434	1,982	1,825
<b>TOTAL ASSETS</b>	<b>10,435</b>	<b>9,792</b>	<b>9,639</b>
Shareholder equity	4,126	3,980	3,780
Non-current liabilities	5,253	4,909	4,408
Current liabilities	1,056	903	1,450
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>10,435</b>	<b>9,792</b>	<b>9,639</b>



## 3.4 Summary consolidated cash flows statement

(in millions of euros)	2015	2014 restated	2013 restated
Cash flows from operating activities	1,003	913	814
Cash flows from investing activities	(438)	(436)	(480)
Cash flows from financing activities	(99)	(268)	(77)
<b>Change in cash flow</b>	<b>466</b>	<b>209</b>	<b>257</b>
Net cash and cash equivalents at the beginning of the period	1,262	1,053	796
Cash at closing	1,728	1,262	1,053

03

## 3.5 Financial debt

(in millions of euros)	2015	2014 restated	2013 restated
Financial debts	4,482	4,173	4,154
Derivative financial instruments (liabilities)	19	21	22
<b>Gross financial debt</b>	<b>4,502</b>	<b>4,195</b>	<b>4,177</b>
Derivative financial instruments (assets)	(96)	(124)	(122)
Cash and cash equivalents	(1,729)	(1,266)	(1,056)
<b>Net financial debt</b>	<b>2,676</b>	<b>2,804</b>	<b>2,999</b>
Net financial debt/EBITDA	2.26	2.53	2.81
Net financial debt/Equity (gearing)	0.65	0.70	0.79



# 04

## Risk factors AFR

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The Company conducts its activity in an environment with a number of inherent risks, some of which are beyond its control. The reader should carefully consider the significant risks to which the Company believes itself to be exposed, described below. These risks or other risks not identified to date, or considered to be insignificant by the Group, could have a significant unfavourable effect on its activity, its financial situation and/or its income. In addition, other risks of which it is not currently aware or that it considers to be insignificant could have the same adverse effect.

The Risk Management System is also examined in Appendix 2 (Report of the Chairman of the Board of Directors) of this Registration Document.

### 4.1 Risk factors

#### Risks related to air transport

##### Risks related to the economic situation

The revenue of Aéroports de Paris and certain of its subsidiaries depends to a large extent on changes in air traffic, either directly as in the case of airport fees that depend on the number of passengers and the movement of aircrafts, or indirectly, as in the case of commercial activities and car parks. Air traffic itself depends on factors such as the French, European

or world economy. A declining or stagnant economic climate could have a direct impact on the volume of traffic or the business of airlines and subsequently on the Group's revenue and financial position.

##### Risks related to health crises

The health situation in France and the rest of the world, the outbreak of an epidemic or the fear of an outbreak, as was the case with the Severe Acute Respiratory Syndrome (SARS) in 2003, the H1N1 flu virus or EBOLA, may all adversely affect air traffic and lead to a drop in





revenues and higher costs as a result of the health protection measures implemented. A phenomenon of large scale absenteeism related to a pandemic would also have an impact on air traffic.

In anticipation of such crises, Aéroports de Paris has a monitoring system and procedures, with a pandemic plan updated in 2015, which can be activated at any time, as was the case with the EBOLA virus in 2014 and 2015.

## Risks related to exceptional natural or meteorological events

The occurrence of events linked to exceptional natural phenomena such as the ash cloud from the volcanic eruption in Iceland in 2010, or linked to the occurrence of exceptional weather conditions, such as heavy flooding, storms or snowfall, could have a major impact on the Company's activity. These events could disrupt the functioning of airport infrastructure in a direct way by reducing the operating capacity of facilities and, exceptionally, even lead to temporary closure. They may also have an impact on the functioning of airlines, essential service providers and the strategic networks essential to the running of the business (electricity, water, roads, fuel, etc.) which then has an indirect impact on the working capacity of business facilities.

In addition to rigorous application of both regulations and specific procedures related to these phenomena, Aéroports de Paris is updating an analysis of the consequences of natural risks on the Group's activities.

## Risks related to geopolitical crises, terrorist threats or attacks

In 2014, the French government amended the terms of the Vigipirate Plan, in force since 2003: There are now two levels, "vigilance" and "attack alert". Aéroports de Paris complies with this new standard and is in permanent contact with government services.

In light of the change of risk relating to the geopolitical situation and the threat of international terrorism, particularly since January 2015, the French government has activated the "attack alert" level.

Airports, like other business sectors, must deal with the challenge of overt religion in their companies, most of whose manifestations do not present any special difficulties. In its most extreme form, which is radicalisation, regulations allow the Government to immediately remove any employees who present a security risk to the platforms, in restricted areas only.

Whether as a result of political developments in certain countries, or further terrorist attacks perpetrated in France or abroad, passengers could be forced to delay their travel plans and airlines may be forced to suspend their services for the long or short term, resulting in a decrease in air traffic. The return of border controls within the Schengen Area, even temporarily, could disrupt passenger flows during boarding and deplaning operations, notably for passengers with connections.

Should any one of the airports operated by Aéroports de Paris suffer a major attack, airport activity would suffer consequences according to the seriousness of the event.

## Legal risks

The Group faces legal risks in all of its activities and in its various markets. These legal risks are described throughout Chapter 4 of this document and are a result of, in particular, the regulated nature of the activity (for example, economic regulations, the allocation of time slots and obligations in the areas of safety, security and the environment), operational activities within the Group (notably those of the airport operator) and international activities. The main disputes, proceedings and acts of arbitration to which Aéroports de Paris and its subsidiaries are parties are described in Chapter 20.

## Risks related to the regulated nature of the activity

Aéroports de Paris operates in a regulated environment and this makes the Group highly dependent on decisions and measures over which it has a very limited influence. As with all regulated sectors, future changes to regulations, or to their interpretation by Government authorities or by the courts, could result in additional expenditure for Aéroports de Paris and have a negative impact on its business, financial position and income.

## Risks related to economic regulation

Aéroports de Paris periodically signs a multi-year contract with the Government (the "Economic Regulation Agreement" - ERA) which sets the cap for increases in airport fees for a period of five years. The 2011-2015 ERA for the 2011-2015 period was signed on 23 July 2010 and the 2016-2020 ERA for the 2016-2020 period was signed on 31 August 2015.

The airport fee cap takes into account cost, revenue and investment projections, as well as quality of service targets. While the regulation in effect allows for the airport operator to receive fair compensation on capital invested within the regulated scope, assessed based on the weighted average cost of its capital, Aéroports de Paris cannot, however, give any assurances as to the level of fees Government authorities will authorise it to apply after 2020. In addition, in circumstances upsetting the economics of the contract, the ERA could be revised or even ended early.

Moreover, litigation has been filed or is likely to be filed seeking to annul some pricing decisions. If successful or confirmed, this litigation could have, at least temporarily, an adverse impact on the Group's income<sup>(1)</sup>.

## Risks related to the allocation of take-off and landing slots

As the number of take-off and landing slots at airports is limited, air traffic depends on the allocation and efficient use of slots, over which Aéroports de Paris does not have full control. At Paris-Charles de Gaulle and Paris-Orly, it is the Coordinating Committee for French Airports (COHOR) that is exclusively in charge of allocating the slots and making sure that they are being correctly used by the airlines. At the Paris-Charles de Gaulle platform, Aéroports de Paris is not in control of all the factors that determine the number of available slots, in particular the number of hourly movements that can be managed by air traffic control services. At Paris-Orly, each year, the French Government authorities reserve a certain number of slots for allocation to national improvement routes or regional links as part of its public service remit<sup>(2)</sup>.

<sup>1</sup> See also the paragraph in Chapter 20 entitled "Legal or arbitration procedures".

<sup>2</sup> See also the paragraph in Chapter 6 entitled "Allocation of take-off and landing slots".

### Risks related to environmental constraints

The sites managed by Aéroports de Paris are subject to strict environmental regulations<sup>(1)</sup>. Reinforcing the different regulations could lead to an increase in expenditure for Aéroports de Paris in order to comply with these regulatory changes, or impose new restrictions on the use of equipment and facilities.

The Company has a proactive environmental policy which has enabled Aéroports de Paris to maintain the ISO 14001 certifications of its three main platforms. In addition, it obtained ISO 50001 certification for its energy management system in June 2015. Moreover, in 2015, the Paris-Charles de Gaulle and Paris-Orly airports renewed their Level 3 Airport Carbon Accreditation and Paris-Le Bourget was awarded Level 3. A new environmental policy for 2016-2020 with objectives that anticipate some of the future regulatory changes was signed by the Chairman and CEO at the end of 2015.

### Risks related to security and safety obligations

The Government defines the security policy and entrusts Aéroports de Paris with security missions<sup>(2)</sup>. European and French authorities could adopt increasingly strict rules, which could result in increased operational requirements or enforcement of additional obligations that would be shouldered by Aéroports de Paris. Moreover, the expenses for security and other general interest assignments are currently financed by the Government via the airport security tax. Aéroports de Paris accounts could be affected if the proceeds from airport taxes no longer cover safety and security costs in the future, or if the use of the tax to pay for some of these missions is called into question. In addition, the European Union and the French Government define the legal framework for airport safety. This legal framework could also be strengthened, placing additional obligations on Aéroports de Paris. In addition, under these regulations, the various players (such as government authorities, airport managers, airlines and service providers, etc.) can be held liable if they fail to perform their obligations.

In order to improve its understanding of, and plan for, shared airport challenges, Aéroports de Paris enters into regular discussions with the various organisations to which the airports belong, such as ACI-Europe, which has been chaired by the Aéroports de Paris Chairman and CEO since 2015, the Association of French-language Airports in association with Airport Council International (Alfa-ACI) and the French Union of Airports (UAF) etc., and also with European authorities and French government services (Ministry of the Interior, French Civil Aviation Authority – DGAC).

### Risks related to the business of Aéroports de Paris

#### Risks related to the competitive environment

Aéroports de Paris, and more particularly Paris-Charles de Gaulle airport, for which connecting traffic accounted for 31.6% of traffic in 2015, is in competition with other major European airports operating as hubs. This competition is increasing due to the development of new major hubs, in particular in the Middle East. Aéroports de Paris is also competing with the major European airports to be the choice for intercontinental routes.

For journeys of less than three hours, Aéroports de Paris' air carrier customers, and more particularly those who operate from Paris-Orly, face competition from high-speed rail trains, which continue to expand their network.

Low-cost airlines have become *significant* players in the European air transport market. Aéroports de Paris, whose *low-cost* airline traffic accounted for 17.8% of traffic in 2015, competes for these flights with airports serving the Ile-de-France region that are not managed by Aéroports de Paris<sup>(3)</sup>.

Aéroports de Paris continues to be highly vigilant with regard to trends in the air traffic market. The strategic analysis unit of the Finance, Controlling and Strategy division analyses the market on a regular basis.

### Risks related to the customer portfolio structure

Air France, which is a member of the SkyTeam Alliance, is Aéroports de Paris' largest customer. In 2015, it accounted for approximately 25.1% of the Group's revenue and 47.6% of passenger traffic at the Paris Charles de Gaulle and Paris-Orly airports. A change in its strategy, particularly in the organisation of its network around one or more connecting airports, the closure or relocation of some of its routes, financial difficulties, a strike by its workers or a deterioration in the quality of its services would, at least in the short term, have a material impact on the Group's business and financial position. Moreover, Air France passengers and those carried by the SkyTeam Alliance generate a significant share of the Group's other revenues, such as retail income. A significant change in passenger typology could also have a negative impact on the Group's aviation and retail revenue.

For this reason, Aéroports de Paris pays great attention to all of the above areas. A specific team is tasked with developing airport services to and from the principal Paris hubs.

### Risks related to investments

In consideration of the duration required for the commissioning and the implementation of complex infrastructure, investments need to be planned several years before the introduction of the corresponding installation. For a new terminal, it is estimated, for example, that four to six years are needed between the beginning of studies and commissioning. The length of the investment cycle poses a risk as to the expected return on past or future investments, in particular, if air traffic growth slows down in comparison with the assumptions used during the planning, or if the strategies of airlines in terms of delivery schedule or type of aircraft were to change significantly.

Restrictions to obtaining administrative authorisations as well as the complexity of Aéroports de Paris infrastructures could cause significant delays to their construction and commissioning or cause significant budget over-runs. Such delays could also have a negative impact on the planned increase in capacity of Aéroports de Paris airports, resulting in increased operating costs. Aéroports de Paris may also be obliged to pay contractual penalties if there are significant delays in project deliveries. Aéroports de Paris might also have to bear the financial consequences of problems with construction carried out on its behalf.

Aéroports de Paris is pursuing a programme of significant investment, notably as part of 2016-2020 ERA<sup>(4)</sup>. If the technology used by companies in the air transport market were to change, Aéroports de Paris may have

<sup>1</sup> See also the paragraph in Chapter 17 entitled "Environmental information".

<sup>2</sup> See also the paragraph in Chapter 6 entitled "Security".

<sup>3</sup> See also the paragraph in Chapter 6 entitled "Competition".

<sup>4</sup> See also the paragraph in Chapter 5 entitled "Investments".



to adapt its facilities significantly, as in the case for the investments required to prepare for the arrival of the A380. In addition, although the 2016-2020 ERA provides for compensatory mechanisms, technological developments could make the Group's facilities obsolete and thus have a negative effect on its results.

With regard to these various risks, Aéroports de Paris has an internal system for steering investment projects which is based around a Strategy and Investment Committee and a Group Investment Approval Committee chaired by the Chairman and CEO.

## Risks related to airport operator business activities

Aéroports de Paris has a certain number of obligations both to protect the public using its airports and to reduce the risk of accidents or incidents at its airports. These obligations can be divided into five risk categories and as a result the risks faced by the Company:

- Aéroports de Paris must ensure that the facilities available to airlines are in good working order. A malfunction (like those which occurred in the baggage handling system in 2015) or delays in implementation could have a negative effect on relations with airlines, on service quality, on the Group's image or on its income;
- Aéroports de Paris faces the risk of a temporary interruption in airport operations as a result of poor weather conditions, labour disputes, technical problems or political events. In addition to the impact such interruptions may have on air traffic and thus on Group revenues, such events are often the subject of intense media coverage. The extended closure of one or more of the Group's airports or baggage-handling infrastructures could have a negative impact on the Aéroports de Paris image in terms of quality of service. For this reason, Aéroports de Paris formalised a group policy on business continuity so as to be able to provide essential, albeit downgraded, services;
- as is the case with all companies engaging with the general public, Aéroports de Paris is required to implement a number of protective measures: fire safety measures in public areas, the construction of car parks and access roads in compliance with the Highway Code and road safety rules, accessibility of all facilities for the disabled and persons with reduced mobility, etc. Violation of these rules is likely to jeopardise people's safety and engage the liability of Aéroports de Paris – it could also lead to the suspension of administrative permissions necessary to the operation;
- as an airport manager, Aéroports de Paris is required to implement a number of measures specific to aviation activities: maintenance, planning and monitoring of aeronautical areas, snow removal from these areas, aircraft rescue and fire-fighting services (ARFF), traction control and runway skid rating and preventive measures against avian or animal hazards. Violation of these rules is likely to jeopardise the safety of air transport and to engage the liability of Aéroports de Paris;
- Aéroports de Paris provides certain services on behalf of the Government. For example, it implements, on behalf of the French Government, security and public health protection measures and specific national programs (such as the Vigipirate national security alert plan and the Piratox and Piratnet anti-terrorism measures). Aéroports de Paris, as a Vital Importance Operator (OIV, *Opérateur d'importance Vitale*) has been classified as a sensitive defence point (officially

recognised as playing a major role in the defence of the country on a national or regional level), which requires the implementation of specific protective measures at Paris-Orly, Paris-Charles de Gaulle, Paris-Le Bourget airports and Issy-les-Moulineaux heliport to ensure operational continuity.

## Risks related to commercial activities

Commercial activities are sensitive to the competitive and regulatory environment, to traffic and to fluctuations in the Euro's exchange rate against other currencies, and a strong Euro could make product prices less attractive for customers from outside the Euro zone. Moreover, health policies which generally limit tobacco and alcohol consumption may also inhibit development of this section of the Group's business activity.

Aéroports de Paris has a dedicated department which designs and develops its commercial policy with a view to optimising its commercial positioning<sup>(1)</sup>.

## Risks related to real estate activity

The weakening of the real estate market could have a negative impact on the drop in demand for leases or the value of the Group's real estate assets. However, due to its specificity, airport real estate is by its nature less sensitive to fluctuations in demand than the commercial real estate market overall, but nevertheless remains highly dependent on the economic health of its air transport partners. The real estate assets of the Company are concentrated on private sites in restricted areas of the Paris region, within the same rental sector, and are therefore subject to the specific variations of those markets.

Aéroports de Paris has significant land reserves from which it benefits both as a developer and an investor, thereby enabling it to control its business<sup>(1)</sup>.

## Risks related to the development of international business

Aéroports de Paris conducts a portion of its activities abroad through its subsidiaries and equity interests, first and foremost of which are ADP Ingénierie, Aéroports de Paris Management, TAV Airports and TAV construction. These activities expose the Group to the risks inherent in international business, particularly risks linked to exposure to exceptional natural phenomena, differences in regulations, laws, tax and labour laws, risks related to restrictions on the repatriation of profits, changes in foreign exchange rates, risks linked to political or economic changes and finally, risks linked to foreign equity investments that do not meet their performance objectives.

Aéroports de Paris is committed to managing its international activities under dual control in a global and consistent manner.

## Risks related to the alliance with Schiphol Group

Aéroports de Paris and the Schiphol Group have created an industrial partnership with an 8%<sup>(2)</sup> cross-shareholding agreement. The disposal of Aéroports de Paris' stake in Schiphol Group's capital is subject to specific exit rules, meaning that its interest is not immediately liquid<sup>(3)</sup>. Moreover, if the alliance is terminated before its term, the benefits expected from the alliance, particularly synergies, will not be fully achieved. Lastly, Aéroports

<sup>1</sup> See also the paragraphs in Chapter 6 entitled "Retail and services" and "Real estate".

<sup>2</sup> See Chapter 6 "Partnership with Schiphol Group".

<sup>3</sup> See also the paragraph in Chapter 18 "Partnership with Schiphol Group".

de Paris cannot give any guarantees with regard to the success of the industrial and capital alliance and expected benefits.

## Financial risks

The main risks relating to the Group's financial instruments are credit risk, liquidity risk and market risk.

The Group's main financial liabilities consist of bonds, bank loans, derivative instruments, finance leases, supplier debts and possibly overdrafts. The main objective of these financial liabilities is to fund the Group's operating activities.

The Group has other financial assets such as customer debts and cash, derivative instruments and short-term deposits that are generated directly by its activities.

The derivative instruments used by the Group, primarily interest rate swaps, are designed to manage interest rate risks linked to the financing of the Group.

## Credit risk

Credit risk represents the risk of financial loss to the Group in the case of a customer or counter-party to a financial instrument failing to meet its contractual obligations. This risk essentially results from customer debts and investment securities.

## Customers and other debtors

The Group's policy is to have recourse to check the financial health of all its customers (new and existing). Except for agreements with French government authorities and wholly-owned subsidiaries, contracts between Aéroports de Paris and its customers contain guarantees (a deposit cheque, bank endorsement or on-demand bank guarantee, etc.). In addition, customer balances are the subject of permanent monitoring. As a result, the Group's exposure to bad debts is not significant.

The Group's exposure to credit risk is mainly influenced by the individual characteristics of customers. Accordingly, around 25.1% of the Group's products are linked to provision for its main customer. On the other hand, there is no concentration of credit risk at a geographical level.

Figures concerning receivables and the age of current receivables are detailed in note 30.3.4 to Aéroports de Paris's consolidated financial statements<sup>(1)</sup>.

The Group determines a level of write-down that represents its estimate of potential losses in relation to customer debts and other debtors, as well as investments. The two main components of this write-down correspond to specific losses linked to individualised significant risks on the one hand, and on the other to overall risks determined as groups of similar assets, corresponding to potential losses not yet identified. The amount of overall loss is based on historical statistical payment data for similar financial assets.

## Investments

With regard to credit risk relating to the Group's other financial assets (cash, cash equivalents, financial assets available-for-sale and certain derivative instruments), Aéroports de Paris invests its surplus cash via Euro Money market funds<sup>(2)</sup> subject to the provisions of French law. The counter-party risk linked to these investments is considered to be marginal. For derivative instruments, the Group's exposure is linked to possible default on the part of third parties involved, mainly first rank financial institutions. The maximum exposure is equal to the book value of these instruments.

## Guarantees

The Group's policy is only to agree financial guarantees on behalf of 100% owned subsidiaries. At 31 December 2015, there are several guarantees accorded by Aéroports de Paris on behalf of ADP Ingénierie and Aéroports de Paris Management for the benefit of different clients of these subsidiaries. These guarantees are included in off-balance sheet commitments (see note 36 to the consolidated financial statements<sup>(1)</sup>).

## Liquidity risk

Liquidity risk corresponds to the risk that the Group may experience difficulties in honouring its debts when these become due. The payment schedule for financial liabilities is included in note 30.3.3 to the consolidated financial statements.

Aéroports de Paris is rated by Standard & Poor's. Since 21 March 2014, the long-term rating of Aéroports de Paris has been A+ outlook stable.

The euro-denominated bonds are listed on NYSE Euronext Paris.

Aéroports de Paris monitors its cash flow on a daily basis. Every month a report summarizes, in particular, financing operations and investments, and analyses divergences with regard to the annual cash-flow budget. It also includes a detailed breakdown of investments and possibly their degree of risk.

For loan issues contracted through the European Investment Bank (EIB), a consultation clause that could lead to a request for early repayment is included within the contracts. This clause mainly relates to: a decrease in the Aéroports de Paris rating to a level of A or lower by the specialist agency Standard & Poor's (or any equivalent rating given by a comparable agency), loss by the French government of most of the share capital and voting rights and significant reduction in the cost of the project as defined in the loan agreement (proportional repayment only).

Bonds plan that in the case of a change of controlling interest in the company and a decrease in rating below BB+ during the period of change of controlling interest, each holder of a bond may request repayment or buy-back by the issuer of all or a portion of the bonds that it holds at their nominal value.

As of 31 December 2015, Aéroports de Paris did not have any Euro Medium Term Note (EMTN) or commercial paper programmes.

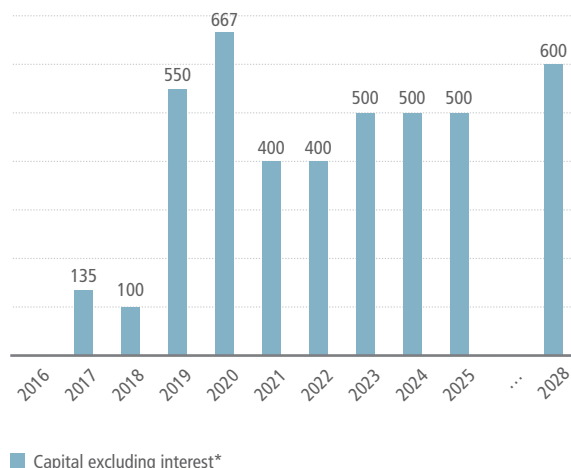
<sup>1</sup> See Chapter 20.

<sup>2</sup> Undertakings for collective investment in transferable securities.





As of 31 December 2015, Aéroports de Paris was financially sound. The payment schedule is presented below:



\* Nominal values, after exchange rate hedge.

Financial debt stood at €2,676 million. Average maturity is 6.9 years with the average cost being 2.4% at end-2015 (compared with 2.9% at end-2014).

## Market risk

Market risk corresponds to the risk that market price variations, such as exchange rates, interest rates and equity instrument prices, may affect the Group's income or the value of financial instruments held. The objective for the management of market risk is to manage and control exposure to market risk within acceptable limits, whilst optimising the profitability/risk ratio. Sensitivity analyses to interest rate risks and exchange risks are included in note 30.3 to the consolidated financial statements<sup>(1)</sup>.

## Interest rate risk

In addition to its operating cash flow, Aéroports de Paris has access to borrowing to fund its investment programme.

In 2015, Aéroports de Paris:

- redeemed a bond with a nominal value of 250 million Swiss francs, bearing interest at 3.125% and maturing on 15 July 2015;
- issued a bond with a nominal value of €500 million, bearing interest at 1.50% and maturing on 24 July 2023.

As of 31 December 2015, debt excluding accrued interests and liability derivative financial instruments, was €4,411 million, mainly consisting of bonds and bank loans.

The rates risk relating to the debt is managed by modulating the respective proportions of fixed rates and variable rates in line with market developments.

The management of this risk depends on the putting in place or cancellation of interest rate operations (swaps).

Aéroports de Paris' exposure to interest rate risk comes mostly from its financial indebtedness, and to a lesser extent its portfolio of rates derivatives.

The Group's policy consists of managing its interest charge by using a combination of fixed-rate and variable-rate loans such that 50% to 100% of its debt is fixed rate. In line with this objective, the Group puts in place interest rate swaps through which it exchanges, at specific intervals, the difference between the amount of interest at fixed rates and the amount of interest at variable rates, calculated on a nominal loan amount agreed between the parties. These swaps are assigned to loan hedging.

As of 31 December 2015, after taking interest rate swaps into account, around 85% of the Group's debt was at fixed interest rates (unchanged since the end of 2014).

## Exchange risk

In general, the Group is not exposed to a significant degree to exchange risks (see note 30.3.2 to the consolidated financial statements).

The main currencies in which transactions are denominated are the Euro and the US dollar, together with some Persian Gulf currencies linked to the American dollar at fixed parity, such as the Saudi riyal, the United Arab Emirates dirham and the Omani rial.

In order to reduce exposure to fluctuations in the value of the US dollar and in the values of currencies linked to it by a fixed exchange rate, the Group has implemented, at the level of its ADP Ingénierie subsidiary, a hedging policy consisting of:

- neutralising exchange rate risk as far as possible by reducing the balance of revenue and expense in these currencies;
- making partial forward sales of dollars for residual balances.

## Factors of dependence

### Accounts receivable

Revenue generated by the Air France-KLM Group represented about 25.1% of the total revenue of Aéroports de Paris for 2015.

### Intellectual property

In accordance with the provisions of the French Intellectual Property Code, Aéroports de Paris is bound to comply with the moral rights attached to existing airport constructions, in particular Paris-Charles de Gaulle. Such rights require that the Company obtains prior authorisation from architects for any significant adjustments or changes to structures. Any objections by the architects might result in a delay or halting of the proposed works on the said structures.

<sup>1</sup> See Chapter 20.

## 4.2 Risk management

### Risk management policy

Aéroports de Paris applies the mechanisms of the frame of reference relating to the mechanisms of internal control and risk management published by the Financial Markets Authority (AMF) in 2007 and updated in July 2010, supplemented by its application guide (vote of Board of Directors of 11 March 2009).

For Aéroports de Paris, the risk management and internal control systems constitute a global strategy which is developed and coordinated by the Airport Security, Risk Management and Compliance Division.

The Group's risk management policy, which was initiated in 2004, aims to ensure the identification and optimal control of risks which could affect its various areas of activity. It is provided by the Risk and Compliance Section of the Security, Risk Management and Compliance Division. It manages its development via the network of Audit-Risk Management-Internal Control (ARC) coordinators and controls its application.

The Risk and Compliance Section has the aim of enabling all participating parties to hold a proper and shared vision reached in consultation of the risks likely to have a detrimental effect on the image, performance and longevity of the Group, as well as their level of control.

It has defined a systematic risk identification process and guides the development and follow-up of the Group's risk mapping. The process is based on a single, shared Aéroports de Paris risk database, a risk universe, provided to all Group entities. The Group's risk mapping is updated annually by inclusion of changes in the environment and objectives of the activities and thanks to exchanges between the departments. After a review by the Operational Committee for Risks and Internal Control (CORCI), which brings together all directors concerned, this mapping is validated by Executive Committee, then presented to the Audit and Risk Committee and to the Board of Directors. The major risks and the risks deemed unacceptable to the company are the subject of priority attention and handling. To better understand the risk mapping, major incidents and incidents linked to unacceptable risks are listed by the divisions and subsidiaries (ADP Ingénierie, Aéroports de Paris Management, Hub One and Hub Safe) in a data entry tool so that the related actions can be monitored.

In addition to the risk management process, the Security, Risk Management and Compliance Division is in charge of the crisis management policy, experience feedback and contingencies.

The risk management and internal control procedure and systems are described in detail in the section of the Chairman of the Board of Director's Report entitled "Internal control and risk management procedures and systems"<sup>(1)</sup>.

### Insurance risks

Aéroports de Paris believes that it has had reasonable insurance cover to date, the excess level of which is consistent with the rate of frequency of losses observed and the risk prevention policy.

### Civil liability

Civil liability for airport operators is guaranteed by a policy that covers the financial consequences of any contractual and criminal civil liability that may be ascribed to Aéroports de Paris, its subsidiaries, its subcontractors and/or its co-contractors in the event of any physical injury, material and consequential loss caused to third parties whilst carrying out their business activities. The principal guarantee amount is €1,500 million per event and/or per year according to the guarantees. This policy also includes a \$150 million guarantee to cover the consequences of the risk of war and other perils. This guarantee amount of \$150 million is supplemented by a specific policy taken out by Aéroports de Paris for the sum of \$1,350 million.

Other civil liability insurance has been taken out by the Company, including a policy covering the liability of corporate officers, a policy covering liability in the case of accidental or gradual harm to the environment (also covering ground decontamination costs) and insurance covering the consequences of the Company's civil liability in the carrying out of activities relating to the ground section (in particular activities linked to the operation of car parks, buildings not owned by the Company, co-generation and emergency medical services).

### Damage to property and construction risks

Aéroports de Paris has taken out a damage policy that guarantees any real estate and movable property owned by the Company or of which it is in charge, against in particular fire, explosion, lightning, storm, electrical damage, natural disasters and acts of terrorism risks. The total value of the primary cover is fixed at €1,000 million per claim.

In addition to the above-mentioned general policy, the Company has also taken out specific policies with a view to guaranteeing against the consequences of targeted loss that could affect certain property, such as the "Roissy-Pôle-Le Dôme" centre or the interconnection between the TGV and RER stations on the Paris-Charles de Gaulle platform.

In addition, the Company has taken out several policies with a view to protecting itself against construction risks within its largest work sites.

Some of the Group's assets cannot, by their very nature, be covered by property damage insurance. This includes runways, aircraft movement areas, certain civil engineering works and works of art. This last category is covered, but for a maximum annual amount of €30 million.

### Main policies directly benefiting the Company's subsidiaries

Professional civil liability policies have been taken out on behalf of ADP Ingénierie, Aéroports de Paris Management, Hub One and Hub Safe, for the purposes of covering their activities carried out in France or abroad, as the case may be.

<sup>1</sup> Shown in appendix 2.



## Information on the Company

<b>5.1</b>	<b>Information</b>	<b>19</b>	<b>5.3</b>	<b>Capital Expenditures</b>	<b>22</b>
<b>5.2</b>	<b>History of the Company</b>	<b>20</b>		Investments made by the Group over the last three financial years	22
				Investment programme of Aéroports de Paris between 2011 and 2015	23
				Investment programme of Aéroports de Paris between 2016 and 2020	24
				Contractual commitments for fixed asset acquisition	26

## 5.1 Information

### Company name

Aéroports de Paris.

### Legal form

French public limited company (*Société Anonyme*) since 22 July 2005, when Decree No. 2005-828 of 20 July 2005 relating to Aéroports de Paris came into effect pursuant to Law No. 2005-357 of 20 April 2005 on airports.

### Registered office

291 boulevard Raspail, 75014 Paris

Telephone: +33 1 43 35 70 00

### Trade and Companies Register

Paris Trade and Company register under number 552 016 628.

Company activity (APE) code: 5223 Z.

### Date of incorporation and term

Date of incorporation: 24 October 1945, as a national public entity (Order No. 45-2488 of 24 October 1945).

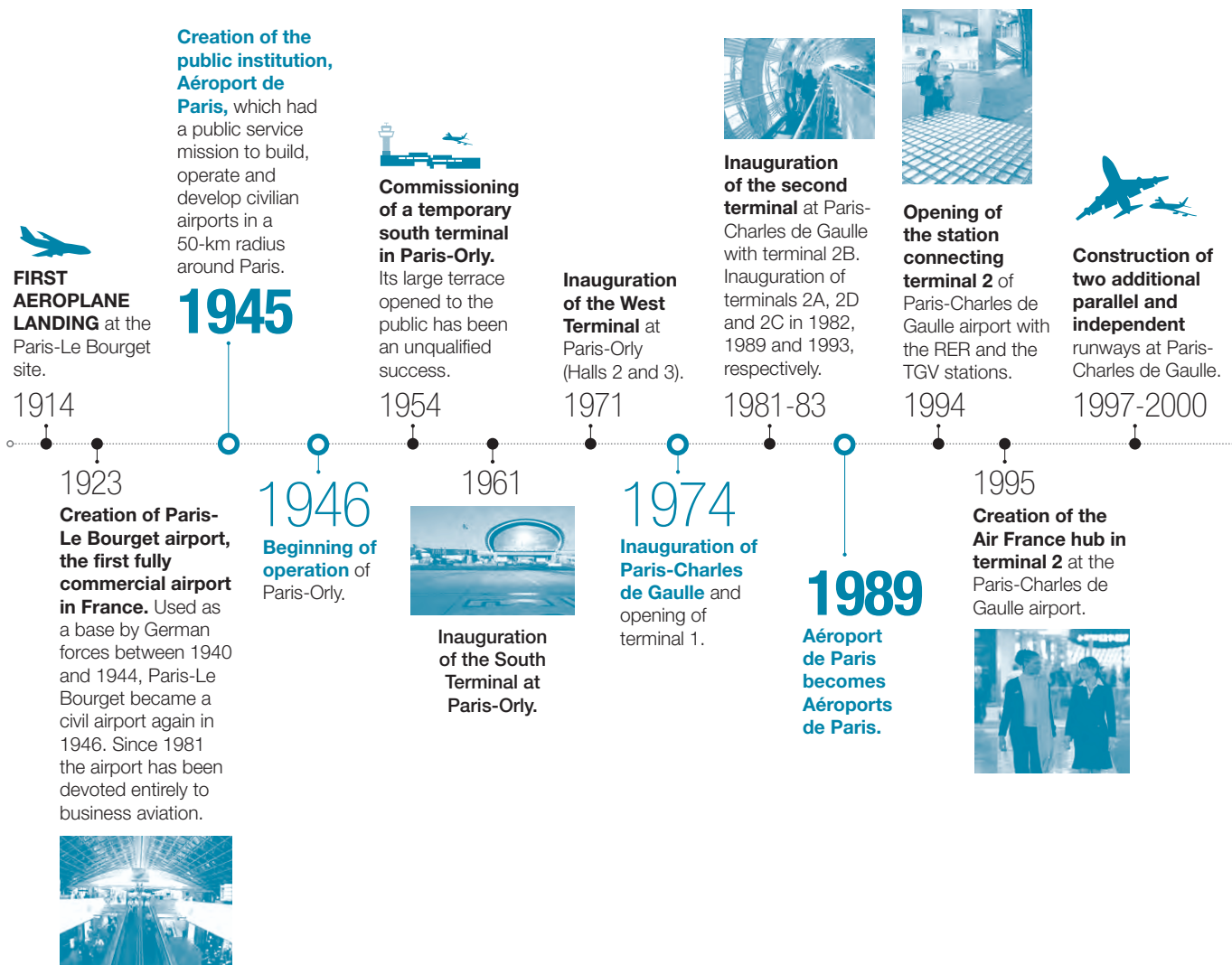
Registered in the Trade and Companies Register: 1 February 1955.

Term: 99 years starting from 20 July 2005, except in the event of early liquidation or extension.

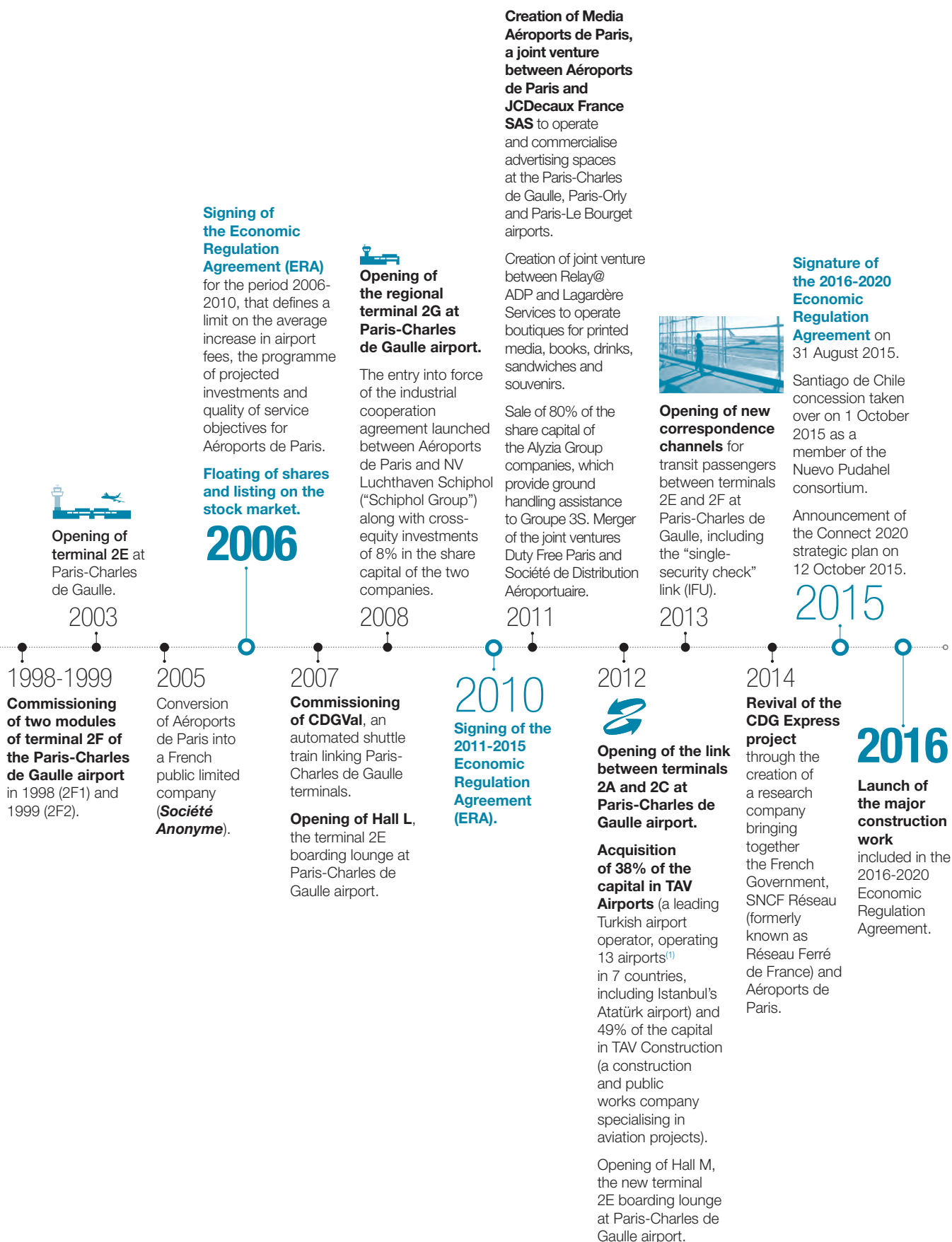
### Legislation

Aéroports de Paris is governed by the laws and regulations applicable to public limited companies (*Sociétés Anonymes*), subject to specific laws and by the Articles of Association of Aéroports de Paris. The specific laws governing the Company are Law No. 2005-357 of 20 April 2005 on airports, the French Civil Aviation Code and Law No. 83-675 of 26 July 1983 on the democratisation of the public sector.

## 5.2 History of the Company



<sup>1</sup> Including Zagreb airport, whose concessionary consortium capital is held 15% by TAV and 20.8% by Aéroports de Paris Management.



## 5.3 Capital Expenditures

### Investments made by the Group over the last three financial years

(in millions of euros)	2015	2014	2013
Capacity investments	148	93	74
Restructuring investments	33	31	49
Renovation and quality	186	144	167
Real estate development	50	14	19
Security	22	19	41
Cost of studies and supervision of works (FEST)	74	90	82
Other	13	16	13
<b>Tangible and intangible investments, of which</b>	<b>526</b>	<b>407</b>	<b>444</b>
<i>Investments made by Aéroports de Paris SA<sup>(1)</sup></i>	<i>512</i>	<i>390</i>	<i>431</i>
<i>Investments made by Aéroports de Paris subsidiaries</i>	<i>15</i>	<i>17</i>	<i>13</i>

<sup>1</sup> Parent company of the Aéroports de Paris Group.

2015 was impacted by tangible and intangible investments amounting to €526 million for the Group, including €512 million for the parent company (€390 million in 2014) and €15 million for subsidiaries (€17 million in 2014).

Investments at Paris-Charles de Gaulle airport mainly related to:

- the start of construction work for the new luggage conveyor, sorting and security system from check-in counters on the east side of terminal 2E;
- power supply of CDG in 225KV;
- installation of piping to bring the treatment of waste water in winter up to standards;
- the rehabilitation of the satellite 3 in the terminal 1;
- the creation of a vehicle way under the Echo path;
- construction of a building for runway equipment maintenance;
- investments related to new regulations for detecting explosives on passengers and in cabin luggage which came into effect in September 2015;
- creation of a Qatar Airways lounge in terminal 1;
- complete upgrading of the international retail area in terminal 1 and of its atmosphere to optimise the shopping areas and the retail offering;
- start of construction work for the long transfers centre in Hall L of terminal 2E;



- renovation of the EM3 aircraft areas;
- upgrading of the Roissy-Pôle hotel district;
- start of construction work for the new Aéroports de Paris registered office.

Investments at Paris-Orly airport mainly related to:

- continuation of the extension work for the East pier at the Paris-Orly South Terminal;
- start of construction work for the building linking the Paris-Orly South and West terminals;
- redesign of the security check system in the West terminal at Paris-Orly to enable the use of next-generation equipment (EDS standard 3 by the regulatory deadline of 2020);
- creation of a new "faux-contact" lounge in the South Terminal;
- the renovation of the Schengen Hall off the West Terminal at Paris-Orly airport;
- upgrading of retail outlets in the public area of the West Terminal;
- Cœur d'Orly project upgrades.

Investments at Le Bourget airport mainly related to:

- acquisition and servicing of land for two new maintenance centres for two major business aviation operators;

- installation of axial lights on the aircraft taxiways, notably to improve safety for large-capacity aircraft making turns.

Aéroports de Paris also made significant investments in 2015 in support functions and in projects shared by the two platforms, notably the start-up of a new computer tool dedicated to finance applications, particularly for purchasing, sales administration and management/accounting control.

Aéroports de Paris fully funds its investment programme, primarily through operating cash flow, and medium- to long-term debt as needed.

## Ongoing investments or investments with firm commitments

The only investments covered by firm Aéroports de Paris commitments are those described in the 2011-2015 Economic Regulation Agreement and the 2016-2020 Economic Regulation Agreement, as part of the regulated scope.

Investments within the regulated scope do not include Group investments relating to security, real estate diversification operations or retail services activities, or investments made by the Group's subsidiaries, particularly equity investments outside the Paris airports.

## Investment programme of Aéroports de Paris between 2011 and 2015

Aéroports de Paris' investment programme totalled €2,590 million for the period from 2011 to 2015, including €2,033 million within the regulated scope<sup>(1)</sup> and €557 million within the non-regulated scope.

### Regulated scope investment programme between 2011 and 2015

The regulated scope investment programme breaks down as follows:

(in millions of 2015 euros starting from 2015)	2011 actual	2012 actual	2013 actual	2014 actual	2015 actual	2011-2015
<b>Capacity investments</b>	<b>256</b>	<b>167</b>	<b>66</b>	<b>86</b>	<b>134</b>	<b>708</b>
Paris-Charles de Gaulle	244	164	44	56	68	577
Paris-Orly	12	2	21	28	65	129
Paris-Le Bourget	1	0	-	1	1	3
<b>Restructuring investments</b>	<b>36</b>	<b>56</b>	<b>45</b>	<b>29</b>	<b>32</b>	<b>198</b>
Paris-Charles de Gaulle	34	53	42	27	28	184
Paris-Orly	1	3	3	2	4	14
<b>Renovation and quality</b>	<b>171</b>	<b>168</b>	<b>137</b>	<b>118</b>	<b>152</b>	<b>746</b>
Current investments	120	107	103	99	130	559
<i>Platforms<sup>(1)</sup></i>	102	85	85	81	96	448
<i>Real estate</i>	2	4	2	3	6	18
<i>Other</i>	17	18	16	15	28	93
Dedicated budget	51	62	34	19	22	187
<i>Quality of service</i>	42	48	23	15	21	149
<i>Sustainable development</i>	9	14	11	4	0	38
<b>Airport real estate development</b>	<b>21</b>	<b>22</b>	<b>7</b>	<b>3</b>	<b>9</b>	<b>63</b>
Cost of design and supervision of works	53	69	65	73	52	312
Other (including CO <sub>2</sub> quotas)	4	3	-	-	-	6
<b>TOTAL AÉROPORTS DE PARIS SA REGULATED</b>	<b>539</b>	<b>485</b>	<b>320</b>	<b>309</b>	<b>379</b>	<b>2,033</b>

<sup>1</sup> 2013 reclassification of CO<sub>2</sub> quotas as "Other" investments.

<sup>1</sup> Including the restatement of €0.1 billion in fixed study costs. Excluding this restatement, the 2011-2015 investment plan is €1.9 billion.

### Investments made for the Paris-Charles de Gaulle platform (capacity and restructuring investments)

As part of the 2011-2015 ERA, the amount of planned capacity and restructuring investment within the regulated scope for Paris-Charles de Gaulle airport totalled €761 million. It includes in particular:

- construction of Hall M, one of the boarding lounge at terminal 2E, which is entirely devoted to international traffic. The lounge has 4,900 sq.m. of space devoted to boutiques and 1,100 sq.m. devoted to bars and restaurants. The total cost of the project is €580 million, not including security and the baggage handling system; it has a capacity of 7.8 million passengers per year. It was commissioned in June 2012;
- creation of a central building between terminals 2A and 2C to pool security and police checks, create a single retail zone, merge departure lounges, increase the size of lounge areas, pool passenger flight connections and enable the introduction of the single security process. It contains 2,300 sq.m. of space devoted to boutiques, bars and restaurants. The total cost<sup>(1)</sup> of the project is €69 million excluding security. It was commissioned in March 2012;
- optimisation of correspondence channels with the creation of connecting passenger channels at the heart of the Paris-Charles de Gaulle hub with, in particular, the creation of a gallery connecting terminals 2E and 2F, which was commissioned in April 2013;
- continued remodelling of satellites in terminal 1.

### Investments made for the Paris-Orly platform (capacity and restructuring investments)

As part of the 2011-2015 ERA, the amount of planned capacity and restructuring investments within the regulated scope for Paris-Orly platform totalled €143 million. It included the start of work for the Paris-Orly airport renovation project (called "Paris-Orly, a new departure"), primarily for:

- the creation of a new aircraft area away from the platform;
- the creation of new boarding lounges;
- the redevelopment of terminal access areas and access to car parks;
- the construction of an extension building to the East of Paris-Orly South terminal, extending the existing international boarding lounge;

- the start of construction of a building linking the existing West and South terminals (delivery scheduled for 2016-2020);
- the relocation of a runway to make way for the construction of the new link building.

On completion of all of these investments, the annual capacity of Paris-Orly airport will be 32 million passengers compared to the current traffic of 29 million. At this stage, the total projected investment amount for the entire project is approximately €561 million (2015 euros excluding guarantee).

### Investments for retail and real estate activities

#### Investment for retail activities from 2011 to 2015

The Group invested €198 million in its retail activities between 2011 and 2015, including €153 million for the parent company scope and €45 million for the joint venture scope (Société de Distribution Aéroportuaire, Relay@ADP and Media Aéroports de Paris). Company investments include €60 million dedicated to specific operations with a strong leverage effect, and include:

- the retail space in Hall M of terminal 2E;
- the retail space at the A-C link and the wings of terminals 2A and 2C;
- the redesign of the retail space in terminal 2F;
- first phase of the redesign of the retail area of Hall K of Terminal 2E, including the central area.

#### Investment for diversification real estate activities from 2011 to 2015

Over the 2011-2015 period, the Group invested about €346 million (including fixed project costs) in real estate activities, out of a total planned €450 million, down from the amount approved by the Board of Directors in December 2012, which was between €500 million and €540 million, due to the postponing until 2016-2020 of a part of the Cœur d'Orly development project.

These investments relate to diversification activities for approximately €252 million.

## Investment programme of Aéroports de Paris between 2016 and 2020

### Aéroports de Paris investment programme between 2016 et 2020, excluding financial investments

(in millions of 2015 euros)	2016e	2017e	2018e	2019e	2020e	<b>TOTAL 2016e-2020e</b>
Regulated scope	706	706	610	514	442	2,978
Shops and other investments	104	105	159	116	91	575
Diversification real estate	158	93	53	31	30	365
Safety and security	74	137	213	108	121	652
<b>TOTAL AÉROPORTS DE PARIS SA (EXCLUDING FINANCIAL INVESTMENTS)</b>	<b>1,043</b>	<b>1,040</b>	<b>1,036</b>	<b>769</b>	<b>683</b>	<b>4,570</b>

<sup>1</sup> Total amount invested by Aéroports de Paris over the entire project period.





## Aéroports de Paris investment programme within the regulated scope between 2016 and 2020

The projected investment programme within the regulated scope breaks down as follows:

(in millions of 2015 euros)	2016e	2017e	2018e	2019e	2020e	<b>TOTAL 2016e-2020e</b>
<b>Maintenance</b>	<b>233</b>	<b>255</b>	<b>216</b>	<b>202</b>	<b>167</b>	<b>1,073</b>
Renovation of terminal 2B - Paris-Charles de Gaulle	16	27	33	32	13	121
Renovation of terminal 2D - Paris- Charles de Gaulle	0	0	0	7	5	13
Paris-Charles de Gaulle - Current Investments	132	112	91	71	75	481
Paris-Orly - Current Investments	67	99	73	75	57	370
Le Bourget - Current Investments	3	1	3	1	1	9
Aeronautical real estate - Current Investments	4	3	2	2	2	12
Computer networks and systems	11	13	14	14	15	67
<b>Compliance with regulations</b>	<b>92</b>	<b>19</b>	<b>15</b>	<b>12</b>	<b>15</b>	<b>154</b>
Regulatory runway investments	78	8	9	7	6	108
Rainwater	14	10	5	1	7	37
Other regulatory compliance investments	1	1	1	5	2	9
<b>Optimisation of capacities and One Roof initiative</b>	<b>136</b>	<b>154</b>	<b>157</b>	<b>109</b>	<b>86</b>	<b>642</b>
Connecting of the South and West terminals - Paris-Orly	117	106	84	44	20	371
Connecting of the 2B and 2D terminals - Paris-Charles de Gaulle	2	14	22	22	13	74
Connecting of terminal 1 satellites - Paris-Charles de Gaulle	8	18	30	30	15	100
Airport infrastructures	4	8	9	3	16	40
Other terminal projects	5	7	11	6	9	38
Terminal 4 preparatory work	-	1	2	5	12	20
<b>Improving access</b>	<b>11</b>	<b>26</b>	<b>21</b>	<b>14</b>	<b>0</b>	<b>73</b>
CDG Val	-	-	10	-	-	10
West access and secondary network - Paris-Charles de Gaulle	7	9	5	14	-	34
Relocation of taxi operating base	0	7	5	-	-	12
Other miscellaneous projects	4	10	1	0	0	16
<b>Connecting platform competitiveness and other processes</b>	<b>136</b>	<b>140</b>	<b>103</b>	<b>91</b>	<b>108</b>	<b>577</b>
Terminals	25	19	14	3	1	61
Redesign of the 2E and 2F terminals - Paris-Charles de Gaulle	-	1	1	21	19	42
Aeronautical aprons and taxiways - Paris-Charles de Gaulle	4	25	11	2	25	67
Operational reliability	26	21	6	6	10	69
Luggage sorters	56	54	55	40	40	245
Improving flows	4	3	3	7	2	19
IT projects	20	17	13	13	11	74
<b>Service quality and sustainable development</b>	<b>48</b>	<b>52</b>	<b>37</b>	<b>42</b>	<b>28</b>	<b>207</b>
<b>Aeronautical real estate development</b>	<b>48</b>	<b>57</b>	<b>58</b>	<b>31</b>	<b>11</b>	<b>206</b>
<b>Functional departments</b>	<b>2</b>	<b>2</b>	<b>2</b>	<b>0</b>	<b>0</b>	<b>7</b>
<b>Provisions for study expenses for ERA4 operations</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>13</b>	<b>26</b>	<b>39</b>
<b>GRAND TOTAL</b>	<b>706</b>	<b>706</b>	<b>610</b>	<b>514</b>	<b>442</b>	<b>2,978</b>

### Planned investment programme for the Paris-Charles de Gaulle platform (regulated scope)

As part of the 2016-2020 ERA, the planned investment programme within the regulated scope for Paris-Charles de Gaulle airport totals €1,787 million (in 2015 euros).

It includes in particular:

- a renovation project for terminals 2B and 2D and a link between the two terminals which will provide additional space in 2B and pool

passenger processes (security check and luggage delivery). The project must enable the entire 2BD complex to adapt to the expected increase in international medium- and long-haul traffic, notably via the increase in wide-body capacity, which is currently saturated;

- the building of a link between the international satellites in terminal 1 to increase capacity for international long-haul traffic, adapt the terminal to evolving airline fleets and improve the customer experience (construction of new boarding lounges, increase in the size of existing boarding areas and rebuilding of satellite 2);
- the creation of a global luggage conveyor, sorting and security system in halls L and M of terminal 2E to deliver local and transit luggage from the same container loading position, therefore creating significant synergies for both loading tasks (baggage handler productivity) and for delivery to the aircraft (optimisation of delivery personnel rounds);
- due to its age, renovation of runway 2 (dual South runway) will be carried out together with the upgrading of the platform's runways according to the European standards defined by the European Aviation Safety Agency (EASA) including the (1) widening of taxiway turns and (2) the creation of safety areas at the end of the runways;
- the upgrading of the wastewater management and treatment systems for wintertime, in line with the quantitative and qualitative disposal criteria set by regulations.

### Planned investment programme for the Paris-Orly platform (regulated scope)

As part the 2016-2020 ERA, the planned investment programme within the regulated scope for the Paris-Orly platform totals €1,133 million (in 2015 euros). It includes:

- completion of the "Paris-Orly Nouvel Envol" project, which began during 2011-2015 ERA, and includes, in particular:
  - completion of the extension to the East boarding lounge of the South Terminal,
  - construction of a linking building between the two existing terminals,
  - extension of the international baggage claim area at the South terminal.

This work will significantly improve quality of service and support the growth expected at the platform:

- renovation of runways 3 and 4 will be carried out together with the upgrading of the platform's runways according to the European standards defined by the European Aviation Safety Agency (EASA) including the (1) widening of taxiway turns and (2) the creation of safety areas at the end of the runways.

### Planned investment programme for the Le Bourget platform (regulated scope)

As part the 2016-2020 ERA, the planned investment programme within the regulated scope for the Paris-Le Bourget platform totals

€58 million (in 2015 euros). It includes the construction of two new maintenance centres for two major business aviation operators.

### Planned investment programme for retail and real estate activities

#### Investment programme for retail activities from 2016 to 2020

Aéroports de Paris SA plans to invest €575 million in retail operations (in 2015 euros) between 2016 and 2020, of which €129 million is allocated to special operations with a strong leverage effect including:

- the redesign of the international area of the Paris-Orly South Terminal and Paris-Charles de Gaulle;
- phases two and three of the redesign of hall K in terminal 2E;
- the redesign of hall L in terminal 2E;
- a connection between the international satellites at Paris CDG terminal 1;
- the redesign of the public area of Paris-Charles de Gaulle terminal 1.

#### Investment programme for diversification real estate activities from 2016 to 2020

The 2016-2020 Aéroports de Paris SA investment programme includes €365 million (in 2015 euros) in real estate diversification investments including:

- the building of a new Aéroports de Paris registered office at Paris-Charles de Gaulle;
- the shell and core of the Roissypôle RER station;
- renovation of the Orlytech zone.

### Contractual commitments for fixed asset acquisition

Contractual obligations for fixed asset acquisitions totalled €501 million on 31 December 2015:

- €288 million for capacity investments;
- €10 million for restructuring investments;
- €42 million for renovation and quality investments;
- €106 million for investments related to real estate developments;
- €14 million for security investments; and
- €41 million for investments for design and technical monitoring costs.

## Business overview

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## 6.1 Presentation of the activity

### General description

A gateway to France, which is the world's leading tourist destination, Aéroports de Paris is a major hub for international air transport. Its geographic location, first-rate infrastructures, competitiveness and solid economic model ensure that it is ideally placed to take advantage of the economic growth expected in the medium and long term, particularly in emerging countries.

Aéroports de Paris owns and operates the three main airports of the Ile-de-France region: Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget, ten general aviation airfields and the Issy-les-Moulineaux heliport.

In the three main airports, it provides facilities to accommodate passengers, airlines and cargo and postal services, and offers a range of services adapted to their needs.

With the 2012 acquisition of 38% of the TAV Airports Group (which operates 14 airports<sup>(1)</sup> including Istanbul Atatürk), Aéroports de Paris is among the largest airport groups worldwide, with 34 airports under management and some 252 million passengers received.

The Group's activities consist of five main segments: aviation activities, retail and services, real estate, international and airport development and other activities. They are detailed in Chapter 6, under "Description of activities".

<sup>1</sup> Including Zagreb airport, whose concessionary company is 15% owned by TAV and 20.8% owned by Aéroports de Paris Management.

Simplified financial information<sup>(1)</sup>

(in millions of euros)	2015		2014 restated	
	Revenue	Operating income from ordinary activities (including operating activities of associates)	Revenue	Operating income from ordinary activities (including operating activities of associates)
Aviation	1,735	139	1,672	92
Retail and services	917	468	884	452
Real estate	265	115	264	119
International and airport developments	96	53	79	64
Other activities	215	12	200	11
Intersegment eliminations	(312)	(1)	(308)	(0)
<b>TOTAL</b>	<b>2,916</b>	<b>787</b>	<b>2,791</b>	<b>737</b>

<sup>1</sup> Restated 2014 financial statements are presented in note 8 to the consolidated financial statements in Chapter 20.

## The Group's strengths

Thanks to its exceptional strengths, diversification of activities and renowned expertise, Aéroports de Paris offers a solid profile and attractive growth prospects.

## A privileged location

Aéroports de Paris enjoys a highly favourable geographic positioning thanks to the following:

- the appeal of Paris and France, the number-one tourist destination in the world, and of Ile-de-France, which is France's largest economic region;
- a catchment area with an estimated population of 25 million within a 200 km radius, a large part of which is directly accessible by TGV from Paris-Charles de Gaulle airport;
- the central position of Paris in Europe, which places Paris within a two-hour flight from most major European cities;
- the absence of other large airports within 300 km.

This privileged location allows Aéroports de Paris to attract a large amount of point-to-point traffic (around 76% of total traffic in 2015) and to continue its development as a prominent hub.

## Complementary platforms adapted to future global traffic growth

## An airport system composed of three complementary platforms tailored to a diverse customer base

Together, the three platforms of Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget form a complementary offering for every type of air traffic: long- and medium-haul, domestic, low-cost, leisure/charter and business. The ability of Paris-Le Bourget airport to handle business air traffic allows Paris-Charles de Gaulle and Paris-Orly airports to focus on commercial air traffic.

Thanks to this complementarity, the Group serves a wide range of customers. It hosts the largest international airlines, as well as low-cost carriers and the three major international alliances: SkyTeam, Star Alliance and oneworld. In this way, it has traffic that is balanced between major geographical areas. These elements allow it to diversify its growth and limit the risk of dependence on a single type of market or customer.

## A powerful hub

According to the ACI Europe "Hub connectivity" report which assesses the network of connections offered at the airport, the connecting platform at Paris-Charles de Gaulle, the primary base of the Air France-KLM Group, is ranked as the leading European hub for intercontinental connectivity, ahead of London-Heathrow and the no. 2 European hub for global connectivity, behind Frankfurt.

Moreover, Paris-Charles de Gaulle has a multi-modal network, as it is at the centre of a network of motorways (A1, A3, A104 motorways) and regional, national and international rail connections. In particular, the high-speed train station located in the heart of Paris-Charles de Gaulle terminal 2 provides an excellent air/rail interconnection. In addition, the bus stations will expand over time as a result of coach travel liberalisation.

Finally, the location of major freight players such as Air France-KLM, FedEx and La Poste at Paris-Charles de Gaulle airport enables interconnection and optimisation of their respective networks.

## Infrastructures well-suited to future global traffic growth

Aéroports de Paris has world-class aviation infrastructure: two pairs of independent runways at Paris-Charles de Gaulle airport and three operational runways at Paris-Orly airport. For these two airports, significant land reserves combined with the ability to adapt and develop existing infrastructures make it possible to handle long-term air traffic growth.

## A clear legislative environment

Aéroports de Paris has full ownership of its land and its airport facilities, and is, pursuant to the law and for an indefinite period, the operator of the Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports.

The Economic Regulation Agreement (ERA) concluded with the French government for the 1 April 2016 to 31 March 2021 pricing periods provides the visibility required for aviation activities. The change in the scope of regulation on 1 January 2011 encourages the development of retail and diversification real estate activities.

Accordingly, under this agreement, Aéroports de Paris is authorised to raise the main airport fees as well as certain ancillary aviation fees up to a defined cap. The level of fees takes into account the compensation on capital invested<sup>(1)</sup> and enables gradual improvement of the profitability of the regulated scope until convergence is attained with the level of capital

<sup>1</sup> Please also refer to the paragraph in Chapter 6 on "Fees".



invested in 2020. The rate increases/decreases are associated with the implementation of an investment programme (€3.0 billion for 2016-2020) and quality of service and productivity commitments.

## Non regulated activities with high potential

### Diversification real estate

Aéroports de Paris has 381 hectares of land reserves earmarked for future property developments at its airports<sup>(1)</sup>.

### Retail activities

Aéroports de Paris has around 58,800 sq.m. of commercial space landside and airside<sup>(2)</sup>, which allows the Group to offer its customers a competitive and diverse commercial offering. The potential for the development of future projects to increase the retail space in existing and new terminals, and to refine the current offering, enables the Group to continue to expand its retail activities.

### International and airport developments

TAV Airports' activities have been a growth driver for the Group since the acquisition of a 38% stake in TAV Airports by the Company in May 2012. The TAV Airports group, which mainly operates in Turkey, benefits from sustained economic development in the region and the dynamism of Turkish Airlines. In 2015, with annual growth in passenger traffic of 8.0%, TAV Airports Group's EBITDA increased by 12.5% to €488 million. Istanbul's excellent geographic position means that Turkey has the highest traffic growth potential in Europe with average annual growth estimated at +11% through 2023<sup>(3)</sup>.

## Strategy

### 2011-2015 strategic plan assessment

In its previous 2011-2015 strategic plan, Aéroports de Paris committed to maintaining the competitiveness of its platforms and to strengthening its position as a leading European airport group in terms of customer satisfaction, economic performance and sustainable development.

The 2011-2015 strategic directions were based on six main directions:

- improving customer service: the objective was to be among the European leaders with an overall customer satisfaction rating of 88.1% as measured by the Aéroports de Paris Observatoire des passagers. The objective was exceeded in 2014 with an overall customer satisfaction rating of 88.2% which increased to 88.8% in 2015. It has been improving consistently since 2010 when it was 85.8%. The improvement was achieved thanks to the implementation of new and renovated facilities and simplified transit routes at Paris-Charles de Gaulle and Paris-Orly. The global Skytrax ranking confirmed the rapid improvement in customer satisfaction at Paris-Charles de Gaulle, ranking it the no. 1 airport in 2015 in terms of improvement, moving from 95<sup>th</sup> to 48<sup>th</sup>, and up to 33<sup>rd</sup> place in 2016;

- improving employee satisfaction: the ambition of the Group is underpinned by collective expertise and quality, know-how, commitment and employee motivation. In order to comply with Group targets and take into account the new aviation sector environment, Aéroports de Paris negotiated several corporate agreements to promote diversity and equal opportunity and committed to a *Gestion Prévisionnelle de l'Emploi et des Compétences plan* (GPEC) (Employment and Expertise Plan) to increase business line expertise, increase mobility and better manage training. The systems included a multi-year recruiting plan for reception staff (65 employees at the end of 2015) and maintenance personnel (81 employees at the end of 2015) in parallel with the implementation of a voluntary retirement plan in 2014 (281 departures by the end of 2015);
- increasing the operational robustness of the airports: over the 2011-2015 period, approximately €1.9 billion<sup>(4)</sup> were invested in the regulated scope to increase reception capacity and improve the quality of service in the terminals, and ensure infrastructure maintenance. The investments at the Paris-Charles de Gaulle airport included the start-up of Hall M which increased the platform's annual capacity by nearly 7.8 million passengers, the connecting building between terminals 2A and 2C and the renovation of the terminal 1 satellites, centralisation of the hub's security checks and integration of IFU (Inspection Filtrage Unique - single-security check) principles. At Paris-Orly, the One Roof project to connect the West and South terminals was started with the reworking of the areas surrounding the terminals, access to the car parks and the launch of extension work for the East boarding lounge in the South Terminal. With respect to security, despite the increase in security checks over the period, the improvements made ensured that customer satisfaction with the security check process increased from 80% in 2009 to 89% in 2015;
- optimise economic performance: Aéroports de Paris' consolidated EBITDA increased to 34.1% with EBITDA of €1,184 million in 2015, compared to €883 million in 2009. By the end of 2015, the ROCE of the regulated scope should reach 3.8%<sup>(5)</sup>, in line with objectives<sup>(6)</sup>. The improvement in regulated ROCE was made possible by the growth in traffic (2.7% on average per year between 2010 and 2015), fee increases (inflation +1.37% on average per year between 2010 and 2015), investments within the limits of the envelope forecast in the 2011-2015 ERA and management of operating expenses, notably, in terms of effectiveness and modernisation. With respect to terminal retail outlets, thanks to its unique positioning as "Paris, Capital of Creation", and growth in the total area dedicated to shops (growth of nearly 19% between 2009 and 2015 and of 32% for shops in the international airside zone), revenue per departing passenger at airside shops was €19.7 in 2015, higher than the target figure of €19.0. In terms of its real estate portfolio, the Group developed, either alone or in partnership, 329,200 sq. m. of buildings between 2011 and 2015, of which 73% as part of diversification real estate activities, in line with the target. This corresponds to an investment of approximately €346 million (including expenses on fixed assets) of which €252 million are for diversification activities;

<sup>1</sup> Please also refer to the paragraph in Chapter 6 on "Real estate".

<sup>2</sup> Please also refer to the paragraph in Chapter 6 on "Retail and services".

<sup>3</sup> Source: Turkish Ministry of Transport.

<sup>4</sup> Excluding restated fixed study expenses.

<sup>5</sup> To be published in July 2016.

<sup>6</sup> Objectives broadcast on the Internet site [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr) by press release on 20 December 2012 titled "Objectifs 2012 et 2015" and 2015 targets described in the press release on the availability of the public consultation document on 19 January 2015.



- become the European benchmark for Corporate Social Responsibility (CSR): Aéroports de Paris has for many years conducted a proactive strategy of corporate social responsibility alongside its growth. In 2014, Ethifinance awarded a score of 78/100 for the extra-financial rating requested by Aéroports de Paris. The evaluation, which improved by nearly 10% compared to 2012, placed the Group at the "Excellence" level, the rating scale's highest level of maturity. The rating is based on corporate governance, human resources, the environment, customer and supplier relations and social commitment. In parallel, an ambitious CO<sub>2</sub> emissions management policy linked to energy consumption enabled a reduction in emissions of 36% between 2009 and 2015, resulting in renewal of the Level 3 Airport Carbon Accreditation for Paris-Charles de Gaulle and Paris-Orly. Paris-Le Bourget also achieved Level 3 in 2015. Benchmarking in 2015 by the research firm Sustainalytics on five major European airports – LHR Airports Limited, N.V. Luchthaven Schiphol, Fraport AG, ENAIRE (formerly AENA) and Aéroports de Paris –, together with the TAV group (TAV Havalimanlari Holding A.S.), established Aéroports de Paris' position as a European CSR leader;
- seize opportunities for international development: Groupe Aéroports de Paris' gradual and well-managed international development is intended to create value and sustain the Group's profitable growth. After adding another international dimension in 2012 with the acquisition of a 38% stake in TAV Airports and 49% in TAV Construction, in January 2015, Aéroports de Paris, along with its partners Vinci Airports and Astaldi, was awarded the concession for Santiago's international airport in Chile, South America's sixth largest airport with over 17 million passengers in 2015. The Zagreb airport concession, won as a consortium in 2012, also illustrates the Group's ability to export its know-how internationally via the operation and maintenance of the airport provided by Aéroports de Paris Management in partnership with TAV Airports, and the retail activities taken over by SDA in 2014.

### The Connect 2020 strategic plan<sup>(1)</sup>

Aéroports de Paris is one of the only global operators present throughout the entire airport value chain able to capitalise on all of its expertise. Thanks to this asset, the Group aspires to become a global, integrated provider of airport services by increasing the competitiveness and appeal of its Parisian base for its customers, by expanding its know-how and by developing territories.

Equipped with a robust economic model and strong development potential, Aéroports de Paris is able to take on the changes occurring in global air transport.

While the number of worldwide passengers is doubling on average every 15 years, growth is gradually moving from Europe and North America to Asia and emerging countries. In addition, competition is intensifying as the companies and hubs in the Gulf become stronger in intercontinental traffic and low-cost companies increase their presence in short/medium-haul traffic.

These changes are disrupting the traditional models of airline companies and European airports, but also provide opportunities for Aéroports de Paris which intends to confirm its position as a major player in the airport value chain.

Given this competitive environment, the competitiveness of airlines is increasingly based on the airport's assets: its ability to meet their growth and other new needs, as well as assist them in their efforts to ensure better management of operating costs.

For airport managers, this means improving infrastructure quality and robustness, providing a suitable fee structure and first-rate quality of service and passenger facilities.

CONNECT 2020, is the Aéroports de Paris strategic plan for 2016-2020. It was developed to address this changing, high-potential environment. It continues the Company's evolution, launched at its conversion to a limited liability company in 2005 and its listing on the stock market in 2006.

After first concentrating on developing the capabilities of Paris-Charles de Gaulle and the quality of service of the Parisian platforms, the Group is now focused on ensuring development of its global potential to meet one goal: be a leading group in airport design, construction and operating. The Aéroports de Paris strategic plan is based on four fundamental values which reflect the identity of the Group and its goals: confidence, commitment, boldness and openness.

In order to meet the challenges of competition, appeal and growth it faces, the Group, based on its values and to meet its goals, intends to implement its activities for the 2016-2020 period based on CONNECT 2020's three main strategic priorities:

- optimise, by making the most of the Group's resources;
- attract, by targeting excellence;
- expand, by stimulating and sharing sustainable growth.

The CONNECT 2020 strategic plan embodies the Aéroports de Paris Group's strategy: a connection hub for regions, passengers, airline companies and the many skills of our employees.

The strategic plan is a natural extension of the Economic Regulation Agreement (ERA) signed with the Government for 2016-2020. It also defines the objectives for non-regulated activities: retail activities via terminal shops and services, diversification real estate (hotels, offices, etc.), subsidiaries and international holdings.

The three priorities, which are transversal to the Group's activities, are split into nine commitments which Aéroports de Paris has taken vis-à-vis its stakeholders, assuming its role as an integrator to unite all players for the benefit of the aeronautical sector and territorial competitiveness, in line with the new challenges of a competitive, open, complex and uncertain world.

### OPTIMISE: Make the most of the Group's resources

The Group confirms the robustness of its economic and growth model. Within this framework, the Group's first priority is to consolidate its fundamentals in order to create a solid base favourable to the sustainable growth of its activities and to get the best out of its resources. This optimisation will rely on a search for increased productivity sustained by a policy of financial discipline intended to improve the Group's financial performance and to strengthen the performance of its companies through effective and proactive management of its assets. The Group wishes to optimise its infrastructure, notably via the construction of linking buildings between terminals, in order to ensure operational performance and prevent terminal heterogeneity.

### ENSURE OPERATIONAL PERFORMANCE

The reception capacity at Paris-Charles de Gaulle has increased considerably over the past 10 years, from 47 million passengers to nearly 72 million in 2015, enabling it to meet the increase in traffic expected through 2023-2024 without building a new terminal. The ambitious and selective CONNECT 2020 investment programme, in the amount of €4.6 billion, of which €3 billion are allocated to the regulated scope, focuses on the optimisation of facilities and the transformation of infrastructure and equipment to ensure their robustness, productivity, adaptability and quality.

The investment plan addresses capacity, security and quality needs and focuses, in particular, on maintaining assets and ensuring regulatory

<sup>1</sup> Strategy file detailing the objectives set up by the plan published on 12 October 2015, available at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr)





compliance, on countering the growing spread and heterogeneity of facilities thanks to the deployment of the One roof concept (merger of terminals) and on consolidating accessibility to, and the competitiveness of, the Paris-Charles de Gaulle hub.

### STRENGTHEN COMPANY PERFORMANCE

Aéroports de Paris also intends to improve its internal organisation by optimising all of its operational and functional processes for greater effectiveness and responsiveness. The work underway will enable the upgrading of operating methods and will focus, in particular, on streamlining support business lines and functions, pooling operational units and on innovation for tools, management and working methods. These ongoing organisational changes will contribute to achieving the objective of an 8% reduction in operating costs per passenger for the regulated scope between 2015 and 2020.

### IMPROVE FINANCIAL PERFORMANCE

The Group has set itself the goal of increasing its consolidated EBITDA by 30% to 40% over 2014 and of achieving return on capital employed (ROCE) for the regulated scope at the level of the weighted average cost of capital (WACC), i.e., 5.4% while guaranteeing robust, high-quality service. The objectives will be met thanks to strict financial discipline, the continued search for savings and a strategy aimed at getting the most out of the retail model and increasing the value of the real estate assets portfolio.

### ATTRACT: Target excellence

This recognition requires priority focus on excellence and implies a proactive approach in order to stay ahead of customers and become their preferred choice and to promote employee development. Among other things, this strategic priority includes improving the competitiveness of the Paris-Charles de Gaulle hub with a new fee structure, an investment plan to improve hub operations and better quality of service for all passengers. In addition, the Group will continue to pursue its dynamic human resources policy to promote employee development and collective commitment and will develop a strong brand strategy to affirm its identity.

### BECOME THE FIRST CHOICE OF CUSTOMERS

Paris is in open competition with other airports to gain passenger preference as the intercontinental traffic entry port and connection point for Europe.

CONNECT 2020 is intended to win market share through a proactive search for traffic via facilities performance, the appeal of its fee policy and its commitment to its customers. Among the main actions decided for customers are the launch in 2016 of a loyalty programme primarily intended for French Frequent Flyer passengers and the implementation of incentives to attract airline companies and promote the hub, including incentives such as waiving passenger fees for incremental growth in transfer traffic.

More generally, with Connecting Clients, Aéroports de Paris is committed to raising the quality of its service to that of the best European airports, to providing the best of the Parisian experience through a differentiating retail and services offering and to simplifying and personalising the customer relationship by building on an expanded digital strategy.

### ENCOURAGE EMPLOYEE DEVELOPMENT

Achievement of the Group's goals is made possible by the commitment and involvement of Aéroports de Paris employees who share goals and common values. With respect to working and management methods, the Group intends to change managerial practices by laying the foundation for

a shared culture based on trust which encourages initiative. The "Attitude Manager" project includes training for all managers, combined with a major in-house mobility programme to promote career development within the Group and internationally. In addition, a set of measures will be deployed to change individual practices, assist teams with transformation projects and adapt the overall organisation. Aéroports de Paris intends to increase the level of employee satisfaction and commitment reflected in the results of surveys carried out by the independent institute Great Place to Work.

Moreover, the Group has committed to an employee shareholding plan which will be implemented during 2016. It consists of two parts: an acquisition offer for Company shares at preferential conditions reserved for the employees of Aéroports de Paris and of subsidiaries belonging to the Group savings plan, as last revised, and their retirees and early retirees who have maintained assets in the plan and, a free allocation of Company shares, the basic principle of which has been approved by the Board of Directors, subject to the approval of a special resolution by the Extraordinary General Meeting of Shareholders of 3 May 2016.

### PROMOTE THE GROUP'S BRAND

A new Aéroports de Paris identity and brand architecture will be revealed on 14 April 2016, with the goal of developing the first true airport brand in the world. The brand will embody the airport's leadership goal in terms of assisting the development of all Group activities and will be built primarily on the experience of customers who use our facilities. The new brand will reflect our promise to our passengers/customers, client airlines, the surrounding regions and employees. The Group will also implement a series of actions to ensure that the brand is more visible in the terminals thanks to cultural events and the development of digital communication. By promoting its new identity, Aéroports de Paris intends to become the first real airport brand in the world. The brand will inspire trust and reflect the promise to its customers in terms of quality of service.

### EXPAND: Stimulate and share sustainable growth

The Group's third priority is to create new value via a global offering for its customers, for the development of the region and to export its know-how to other markets. To do so Aéroports de Paris can count on its in-depth knowledge of all airport businesses to understand the challenges facing each one, optimise the relationships between players, operate in a network, promote partnerships that create value and conquer new markets. The gradual and managed growth of Aéroports de Paris outside of the country is based on four criteria and is intended to support the profitable growth of the Group for the benefit of all of its customers, partners, shareholders and employees and to foster and share sustainable growth. The Group intends to make international travel its third most important business line in the medium term.

### BE A SOLUTIONS INTEGRATOR

The challenge is to unite the extended airport community through cooperative projects required for the development and competitiveness of the Paris market place. Aéroports de Paris can count on its in-depth knowledge of all airport businesses to understand the challenges facing each one, optimise the relationships between players, operate in a network and promote partnerships that create value.

On-time flights and cargo are symbolic of this unifying role that Aéroports de Paris can play for the benefit of the entire airport chain. Thanks to its collective commitment, the Group intends to increase Paris' leadership in European cargo and significantly improve the on-time performance of flights at Paris-Charles de Gaulle by 2020.

### GROW WITH TERRITORIES

Regions and airports share the same strategic challenge, which is capturing global growth for the benefit of Paris. By ensuring connectivity with the rest of the world, airports provide an essential link for city development. In the contest between major world cities, having an airport system which includes Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget is a considerable asset for Paris.

Aéroports de Paris wants to sustainably anchor its activity and contribute to the economic and social development of the city and the regions surrounding the airports. For this purpose, CONNECT 2020's strategy is to proactively develop routes in order to increase the long-haul network to/from Paris. Aéroports de Paris has also confirmed its commitment to the construction, by 2023, of the dedicated CDG Express link which will adapt access to the Paris-Charles de Gaulle platform to traffic growth and improve quality for passengers. The Group also intends to strengthen its presence at the heart of local economies by becoming a leading player in Grand Paris. Lastly, Aéroports de Paris will increase its commitment to fighting climate change. Along with Air France and GIFAS, the Group has committed to decreasing CO<sub>2</sub> emissions at its airports by 50% between 2009 and 2020, to increasing its share of renewable energies to 15% by 2020 and to improving its energy performance by 1.5% per year over the 2016-2020 period.

### CONQUER NEW MARKETS

Aéroports de Paris's international expansion is a requirement to consolidate the Paris market and capture a share of the growth in global traffic. Following the 38% acquisition of TAV Airports and 49% of TAV Construction, which enabled it to expand its international reach, Aéroports de Paris intends to strengthen its presence in regions in which it is already present and to develop in regions with high growth potential (Asia and Africa). Over time, the Group expects to expand its airport portfolio by targeting new, significant acquisitions in other countries, following the example of the Santiago de Chile concession. This gradual, managed development will combine four criteria:

- a skills criterion enabling the Group to project its unique combination of engineering, construction and operations know-how;

- a growth criterion to seize development opportunities in areas where traffic is increasing more rapidly than at the Parisian platforms;
- a control criterion to have a sufficient level in capital holdings to have an impact on decisions and corporate governance;
- a profitability criterion to diversify risks and generate a higher rate of profitability than from the Parisian activities.

### THE GROUP'S 2020 OBJECTIVES

To summarise, CONNECT 2020, the Aéroports de Paris Group's strategic plan, implements an industrial strategy to promote the overall competitiveness of the aeronautical sector and of the regions, in line with the Economic Regulation Agreement signed on 31 August 2015.

Aéroports de Paris has set the following main objectives for 2020, based on an assumption for growth in passenger traffic in Paris of 2.5% per year on average between 2016 and 2020:

- return on the capital employed in the regulated scope: return of the capital employed in the regulated scope in line with the Group's average weighted cost of capital estimated at 5.4% in 2020;
- quality of service: attainment of an overall ACI/ASP score of 4;
- retail: expected sales of airside shops per departing passenger of €23 on a full year basis after delivery of the infrastructure projects planned for 2016-2020;
- real estate: growth in external rent (excluding re-invoicing and indexing) from real estate activities of 10% to 15% between 2014 and 2020;
- profitability: growth in consolidated EBITDA between 30 and 40% from 2014 to 2020, thanks to the items below.

## 6.2 Presentation of the market

### Airport operations

#### Aéroports de Paris is an airport operator

Present at each step of the passenger and merchandise flow, the manager's role is to optimise the various flows intersecting at the airport: aircraft flows in the aeronautical areas, passenger flows in the terminals and through the various security control systems, luggage flows, cargo flows and supply flows between the landside areas and the aircraft. It must also ensure the interface between the various parties to which it provides services and facilities.

In order to achieve this:

- it designs and organises the construction of airport infrastructure and access;
- it provides airlines and other professional service providers with infrastructure and facilities such as check-in counters, boarding areas, baggage carousels, aircraft parking areas, offices and lounges, which

are allocated to users throughout the day. It also provides them with services such as telecommunications, power, utilities and waste treatment;

- it determines the establishment of and rents out commercial spaces, especially shops, bars and restaurants;
- it welcomes and informs passengers, facilitates traffic and ensures that services are available to enhance their comfort such as car parks, hotels, telecom services, personalised reception; and
- it carries out, under the control of government authorities, air transport security measures.

Aéroports de Paris' general operating conditions are detailed in its specifications, described in the paragraph in Chapter 6 "Specifications".

While the attribution and allocation of take-off and landing slots fall under the authority of an independent organisation, Aéroports de Paris is responsible for assigning airlines to the various terminals within a single airport and, according to specific procedures, to the different airports.



## Airlines and their ground handling services

The airport operator's responsibility toward passengers ends when the passenger is placed under the airline's control. In practice, this is from the beginning of the boarding procedure to the end of the passenger disembarkation procedure. Airlines are also responsible for all aircraft loading and unloading procedures. They also rely on service providers, who are known as ground handling companies.

Airlines may cooperate with each other through different arrangements, such as interline agreements that enable the point-to-point handling of connecting passengers, or the sharing of codes that allow an airline to sell tickets for a flight operated by its partner. Although alliances (SkyTeam, Star Alliance and oneworld<sup>1</sup>) are the preferred framework for cooperation between intercontinental carriers, smaller scale forms of partnership are increasingly emerging, and especially joint ventures, covering specific lines or groups of lines. These airlines serve different customer segments with a differentiated service offering and a portfolio of destinations that are interconnected through their own network (their hubs) or those of other airlines. Although all carriers expect an excellent quality of ground service from the airport operator, if they are members of an alliance they usually also want access to facilities, products and services that make connections easier, to be brought together under one roof (in the same terminal) and to be able to share facilities. In the medium-haul point-to-point market, the model inspired by low-cost airlines is also starting to dominate, including within traditional airlines. The main focus is on reducing operating costs in order to offer customers the lowest prices. To achieve this goal, airlines expect the airport operator to simplify the ground handling process, reduce aircraft turnaround times and provide products and services tailored to their type of customer.

Charter airlines are characterised by their non-regular service offering. They are chartered by Tour Operators to whom they offer a seat allocation. They generally expect the airport operator to provide them with functional facilities and simple ground-handling procedures.

## Cargo and mail business

There are several types of players in cargo and mail:

- loaders, who want to export the goods they produce. They sign a contract with a forwarding agent, who organises shipment from point to point on their behalf;
- cargo forwarding agents (or transit agents), who organise the pickup, transport and delivery of merchandise and are responsible for organising the entire transport chain;

- airlines, which transport cargo either in the hold of passenger flights (mixed flights) or in all-cargo flights;
- express freight service providers, in particular FedEx, whose European hub is located at Paris-Charles de Gaulle airport;
- traditional mail service providers such as the French postal service La Poste, who has concentrated all of its airmail services at Paris-Charles de Gaulle airport;
- handlers (ground-handling), responsible for receipt and packaging of goods in the cargo stores before they are loaded onto the aircraft;
- ground-handling services, which carry out the transport of cargo airside as well as loading it on to the aircraft.

The whole process is overseen by the Customs Authority, which controls and supervises goods entering (protection of citizens) and leaving the country. It clears goods for export and collects customs duties on goods being imported.

## Government services and agencies

Aside from their regulatory role (see the Chapter 6 paragraph "Fees"), the government authorities are responsible for a certain number of services:

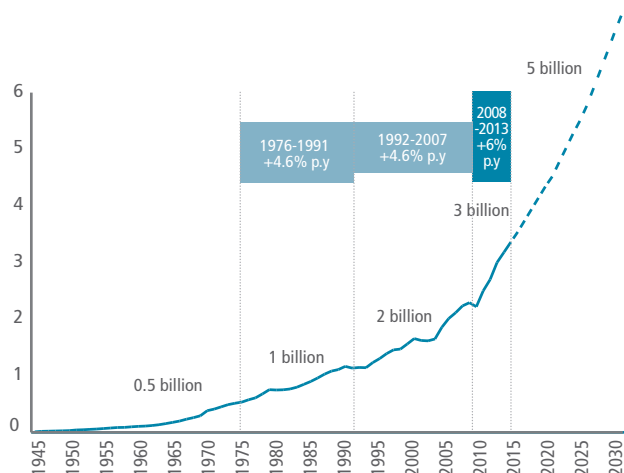
- air traffic control, provided by the Air Navigation Services Division within the DGAC (*Direction Générale de l'Aviation Civile*; French Civil Aviation Authority). The Government is responsible for managing the arrival and departure of aircraft to and from the aircraft parking areas. It determines the capacity of each airport in terms of aircraft movements;
- security operations such as background checks on persons authorised to enter airside areas and the supervision and control of security operations carried out by airport operators and security agents. The Government delegates implementation of certain Aéroports de Paris security services: passenger, luggage, staff and merchandise security checks;
- public safety services, which are the responsibility of the French border police (DPAF) and the Air Traffic Police (GTA);
- and border controls carried out on persons by French border police and by the Regional Directorate for Sanitary and Social Affairs at the French customs points for the control of goods. The health controls conducted by the State health services, who may be assisted by Aéroports de Paris.

<sup>1</sup> The members of the SkyTeam Alliance in Paris are Aeroflot, AeroMexico, Air Europa, Air France, Alitalia, China Eastern, China Southern, Czech Airlines, Delta, Kenya Airways, KLM, Korean Air, MEA, Saudia, Tarom and Vietnam Airlines. The Star Alliance members present in Paris are Adria Airways, Aegean Airlines, Air Canada, Air China, Air India, ANA, Asiana Airlines, Austrian, Brussels Airlines, Croatia Airlines, Egyptair, Ethiopian, Eva Air, LOT Polish Airlines, Lufthansa, SAS Scandinavian Airlines, Singapore Airlines, Swiss, TAP Portugal, THAI, Turkish Airlines and United. The oneworld members present in Paris are Air Berlin, American Airlines, British Airways, Cathay Pacific, Finnair, Iberia, Japan Airlines, Qatar Airways, Royal Jordanian, Sri Lankan and TAM.

## Passenger traffic

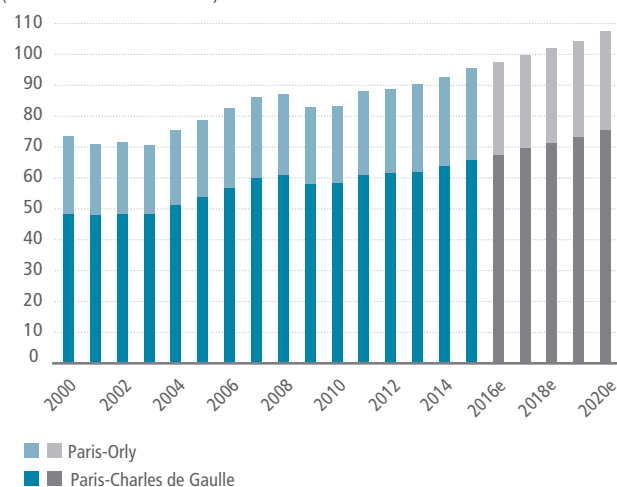
### Trends in air traffic and expected global growth<sup>(1)</sup>

(in billions of passengers)



### Trends in passengers traffic at Aéroports de Paris Parisian airports<sup>(2)</sup>

(in thousands of movements)



### Changes in aircraft movements at Aéroports de Paris' Paris airports<sup>(2)</sup>

(in thousands of movements)



### Growth in traffic at Aéroports de Paris' Paris airports in 2015

In 2015, traffic increased by 3.0% compared to 2014, to 95.4 million passengers: it increased by 3.1% at Paris-Charles de Gaulle (65.8 million passengers) and by 2.8% at Paris-Orly (29.6 million passengers).

Traffic grew by 1.5% in the 1<sup>st</sup> half of 2015 and by 4.4% in the 2<sup>nd</sup> half.

The number of connecting passengers increased by 5.7% and the connecting rate increased by 0.6 points to 24.0%.

Air traffic movements (700,452) were up by 1.0% at Paris-Orly and Paris-Charles de Gaulle. At Paris-Le Bourget, they decreased by 1.9% to 53,498.

Low cost airline traffic (17.8% of total traffic) was up by 9.0%.

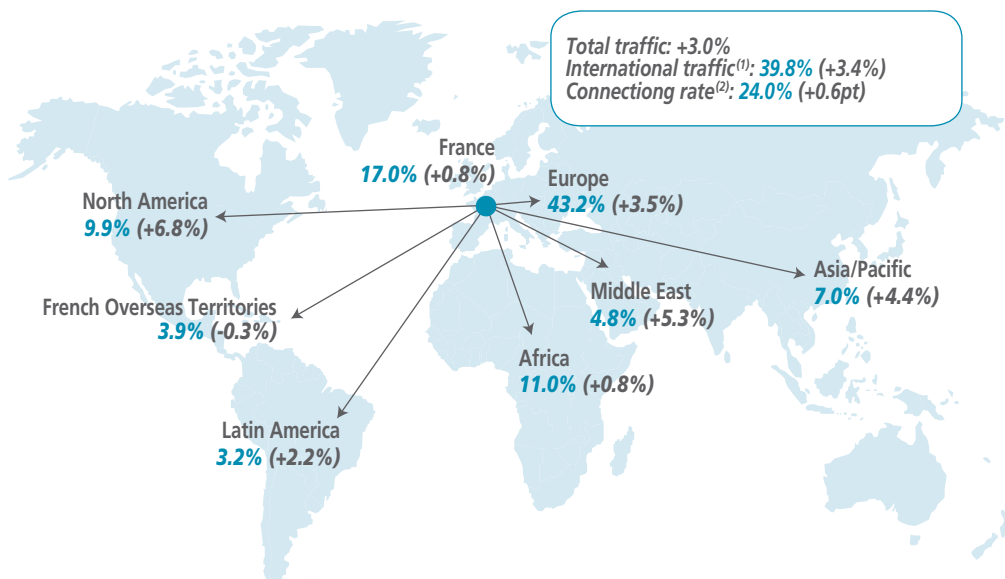
Freight and postal activity increased by 1.2%, with 2,216,814 tonnes transported.

<sup>1</sup> Source: Aéroports de Paris/SIMCA-DIIO APG 2014/OACI/Airbus/Boeing/growth assumptions for global GDP of 3% between 2011 and 2031 (OECD, HIS consensus).

<sup>2</sup> Source: Aéroports de Paris.



## Breakdown in passenger traffic at Aéroports de Paris' Paris airports by destination in 2015<sup>(1)</sup>

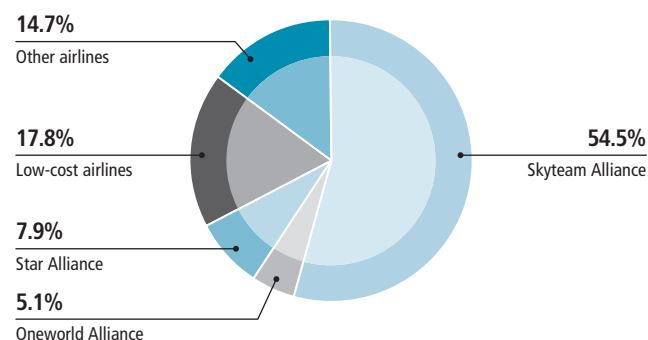


% ADP total traffic (departures and arrivals)  
2015/2014 change

<sup>(1)</sup> Excluding France and Europe

<sup>(2)</sup> Number of connecting passengers out of the number of departing passengers

## Passenger traffic at Aéroports de Paris' Paris airports in 2015 by type of airline



The main airlines that operate from Paris-Charles de Gaulle and Paris-Orly are Air France (47.6% of overall traffic), easyJet (7.7%), Transavia.com (3.4%), Vueling (3.2%) and Delta Airlines (1.6%).

## 2015 Group traffic by airport

Group traffic	Aéroports de Paris stake <sup>(1)</sup>	Weighted traffic (millions of passengers)	2015/2014
Paris (Charles de Gaulle + Orly)	@ 100%	95.4	+3.0%
Mexico regional airports	@ 25.5% <sup>(2)</sup> @ 16.7%	0.7	+15.0%
<b>Aéroports de Paris</b>			
Zagreb	@ 21%	0.5	+6.5%
Jeddah-Hajj	@ 5%	0.4	+0.8%
Amman	@ 9.5%	0.7	+0.1%
Maurice	@ 10%	0.3	+9.6%
Conakry	@ 29%	0.1	+14.3%
Santiago de Chili	@ 45%	7.7	+7.2%
<b>TAV Airports Group</b>			
Istanbul Atatürk	@ 38%	23.3	+8.2%
Ankara Esenboga	@ 38%	4.7	+11.7%
Izmir	@ 38%	4.6	+10.7%
Other airports <sup>(3)</sup>	@ 38%	6.3	+3.0%
<b>TOTAL GROUPE</b>		<b>144.6</b>	<b>+4.1%</b>

<sup>1</sup> Direct or indirect.

<sup>2</sup> SETA, which holds 16.7% of GACN which controls 13 Mexican airports.

<sup>3</sup> Taking into account the traffic at Milas Bodrum in 2014 pro forma, the traffic at the other TAV Airports platforms fell by 4.5% in 2015 compared to 2014. The other platforms are: Milas Bodrum (Turkey), Zagreb (Croatia), Medina (Saudi Arabia), Monastir & Enfidha (Tunisia), Tbilisi & Batumi (Georgia), Skopje & Ohrid (Macedonia).

<sup>1</sup> Source: Aéroports de Paris.



## Cargo traffic

There is no single international definition of what constitutes air cargo. The International Civil Aviation Organisation (ICAO) defines air cargo as merchandise transported by air for a fee, with the exception of mail, while the International Air Transport Association (IATA) defines cargo as all goods including mail, with the exception of baggage. Aéroports de Paris has adopted the IATA definition. The concept of cargo includes freight and mail.

Cargo is a highly complementary business to passenger transport because it allows for the optimum use of aeronautical infrastructure throughout the day, as cargo companies do not have the same scheduling constraints as passenger companies. Cargo is transported both on all-cargo flights and on mixed flights. Cargo is carried in the holds of passenger aircraft. Today, more than half of all air cargo is carried on passenger flights.

## Trends in cargo and mail at the Paris-Charles de Gaulle and Paris-Orly airports

In 2015, Aéroports de Paris estimates that it handled 2.22 million tonnes of cargo (+1.2% compared with 2014) at the Paris-Charles de Gaulle (2.1 million tonnes, up 0.7%) and Paris-Orly (0.13 million tonnes, up 9.4%) airports.

## Cargo strategy

Aéroports de Paris' strategy for its cargo business is to develop and increase the appeal of its Paris airports in order to win new markets and support cargo operators in the development of their activities.

In 2015, the Paris-Charles de Gaulle airport saw an increase in the traffic of existing Cargo companies (such as AirBridge Cargo and MNG Cargo) and the development of new traffic with the arrival of three new Cargo companies: Emirates Cargo (February), Saudia Cargo (May) and China Southern Cargo (June).

The Paris-Orly airport capitalised on improvements implemented at the end of 2014 (phytosanitary controls at the week-end) and recorded significant growth in its cargo tonnage.

The Cargo Information Network (CIN), the electronic platform that provides an interface between all of the IT systems used by air cargo handlers (including customs), was implemented at Paris-Charles de Gaulle at the end of 2010 and is continuing to grow. The number of subscribers to the tool currently accounts for 80% of the air cargo logistics chain at Paris-Charles de Gaulle and Paris-Orly airports (115 airlines, 15 handling companies and GSAs and 80 forwarding agents). The CIN also covers regional airports (including Lyon, Toulouse, Marseilles, Bordeaux, Nice, etc.). The tool makes it possible to integrate changes in customs procedures and EU safety and security requirements and accelerate cargo ground handling, all while improving its traceability. It also enhances the appeal of Paris airports and provides support for the development of cargo companies already operating in the airports.

In 2015, the trend already seen in previous years toward a greater volume of cargo transported in dual-purpose aircrafts than in all-cargo flights continued. A total of 60% of cargo was transported by "passenger" aircraft, and 40% by all-cargo aircraft. This development of the strategy of large air cargo transporters is a direct consequence of the various economic crises. Airlines, looking to reduce their costs, took advantage

of the substantial holding capacity in passenger aircraft and the high flight frequencies and connections offered by the Paris-Charles de Gaulle hub to transport cargo in the "passenger" baggage hold rather than use cargo aircraft. This trend has led Aéroports de Paris to create a cargo storage area as close to "passenger" aircraft as possible at Paris-Charles de Gaulle and to continue its search for solutions to facilitate cargo loading/unloading for "passenger" aircraft baggage holds.

Paris-Charles de Gaulle airport is constantly adapting its cargo infrastructure. As a result, it has the capacity to accommodate the Boeing 747-8F, the newest of the cargo planes. This aircraft has been present at the airports since 2012.

Aéroports de Paris is committed to constantly improving the cargo ground-handling process and cargo flow processing time at its airports by:

- leading collective initiatives, in conjunction with cargo operators. One example is the OCAP (Airside Activity Collaborative Support Tool) experiment, whose participants consist of nine technical and operating partners (Resonate, CIN, TCR France, Europe Handling Group, Air France, Ela, Manustra and Aéroports de Paris) and whose aim after a positive six-month test is to develop a system combining geolocation and video surveillance to monitor and track airside vehicles and equipment (both motorised and non-motorised);
- informing the relevant French government authorities of the measures required to develop cargo activity (animal stations, the automatic reversal of VAT liability, cargo zone security, etc.);
- by investing in the modernisation of its Cargo areas with facilities meeting the highest standards of international quality (Bolloré Logistics Hub completed at the end of 2015, etc.).

Aéroports de Paris also wished to reinforce its role and increase its visibility as a benchmark Cargo operator.

In this respect, in 2012, TIACA (The International Air Cargo Association) appointed Aéroports de Paris, in association with Air France-KLM Cargo, to host and organise the main air cargo industry trade fair, Air Cargo Forum (ACF) at the Parc des Expositions, Porte de Versailles, in Paris in 2016. The association brings together all of the players of the cargo chain: airlines, airports, freight forwarding agents, handling companies, salespeople (General Sales Agents), integrators and loaders. Its work is focused on cooperation between industrialists and protecting the interests of the profession. For example, ACF 2012 in Atlanta, where more than 75 countries were represented, brought together around 200 exhibitors and 5,000 visitors.

Marketing targeting cargo was implemented to:

- renew the Cargo visuals and develop a sustained media plan for Air Cargo Forum 2016;
- make a cargo-specific film to advertise the service;
- develop new signage for the cargo areas.

Moreover, Aéroports de Paris is a member of the "Roissy Carex" association, which was created to study the economic and technical feasibility of a high-speed cargo rail connection to the Paris-Charles de Gaulle platform. Aéroports de Paris is also involved in the Hubstart Paris promotion process, which brings together more than 20 public and private players in promoting "Grand Roissy" by favouring, notably through coordinated and network actions, the implantation of European logistics and distribution centres in the areas surrounding Paris-Charles de Gaulle airport.



## Competition

Traffic is considered to be the most relevant indicator in the airport management sector.

The top ten international airports in terms of passenger traffic are<sup>(1)</sup>:

Rank	Airport (IATA code)	2015 traffic (in millions of passengers)	2015/2014
1	Atlanta (ATL)	101.5	+5.5%
2	Beijing (PEK)	89.9	+4.4%
3	Dubai (DXB)	78.0	+10.7%
4	Chicago (ORD)	76.9	+9.8%
5	Tokyo (HND)	75.4	+3.5%
6	London (LHR)	75.0	+2.2%
7	Los Angeles (LAX)	74.9	+6.0%
8	Hong Kong (HKG)	68.5	+8.1%
<b>9</b>	<b>Paris (CDG)</b>	<b>65.8</b>	<b>+3.1%</b>
10	Dallas/Fort Worth (DFW)	64.2	+1.0%

## Competition with other airports

Many airlines are members of alliances, allowing them in particular to combine their various destinations into networks so as to maximise the services offered to customers. In this context, the airport plays an essential role, since it constitutes the link between connecting flights. Its performance may thus be measured based on the connection possibilities that it offers.

With the consolidation of the airline industry around a few major alliances and their main airline members, Aéroports de Paris is primarily in competition with London Heathrow (75.0 million passengers in 2015), home to British Airways and the oneworld alliance members, and Frankfurt airport (61.0 million passengers in 2015), hub for Lufthansa and its Star Alliance partners. Paris-Charles de Gaulle is the leading European hub for intercontinental connections. According to the "Hub connectivity" report from ACI Europe which evaluates the connections offered at the airport, Paris-Charles de Gaulle is ranked second European Hub behind Frankfurt and ahead of Amsterdam-Schiphol and London-Heathrow for its global connection offering<sup>(2)</sup>. Paris-Charles de Gaulle is ranked as the leading European hub in the most profitable segment for intercontinental connections and is strengthening its position ahead of London-Heathrow and Frankfurt. Aéroports de Paris is also in competition with hubs further afield, such as Dubai (78.0 million passengers in 2015), home of Emirates, which are striving to become major international hubs between Europe, the Americas and Asia.

## Competition with France's regional airports

The leading French airports in terms of passenger traffic are<sup>(3)</sup>:

Rank	Airport	2015 traffic (in millions of passengers)	2015/2014
<b>1</b>	<b>Paris-Charles de Gaulle</b>	<b>65.8</b>	<b>+3.1%</b>
<b>2</b>	<b>Paris-Orly</b>	<b>29.6</b>	<b>+2.8%</b>
3	Nice-Côte d'Azur	12.0	+3.1%
4	Lyon-St-Exupéry	8.7	+2.8%
5	Marseille-Provence	8.3	+1.0%

Competition with France's main regional airports is mainly limited to international traffic, since most of the domestic traffic at these airports is with Paris.

## Competition with specialised airports

Low-cost carriers, led by easyJet, account for 17.8% of the passenger traffic handled at Paris-Orly and Paris-Charles de Gaulle, and their presence will serve as a major source of growth for airports in the coming years.

Paris-Charles de Gaulle and Paris-Orly airports compete with the Beauvais-Tillé airport. The latter received 4.3 million passengers in 2015, an increase of 6.9%. However, Paris-Orly airport differentiates itself from this airport through its closeness to Paris, the quality of its facilities (runway equipment, passenger boarding bridges), the variety of retail outlets available to passengers, and by the quality of services offered to them in the terminals.

## Competition with other means of transportation

Although high-speed trains are generally preferred for trips of less than 3 hours, air travel is preferred when a trip takes more than 4 hours. Both Paris airports - Paris-Orly and, to a lesser degree, Paris-Charles de Gaulle - face competition from trains, which is likely to intensify with the increasing density of the French high-speed train (TGV) network and the European high-speed network (Thalys and Eurostar). Nonetheless, the Aéroports de Paris Group believes that the TGV network also offers it advantages, since it delivers passengers to long-haul flights departing from Paris. This is made possible by the TGV train station located in the Paris-Charles de Gaulle airport, which handles approximately three million passengers annually.

## Competition in the cargo and mail market

Aéroports de Paris is the European leader with 2.22 million tonnes of cargo and mail handled in 2015. Its main competitor in Europe is Frankfurt, with 2.12 million tonnes handled in 2015.

## Factors of dependence

See the Chapter 4 paragraph titled "Factors of dependence".

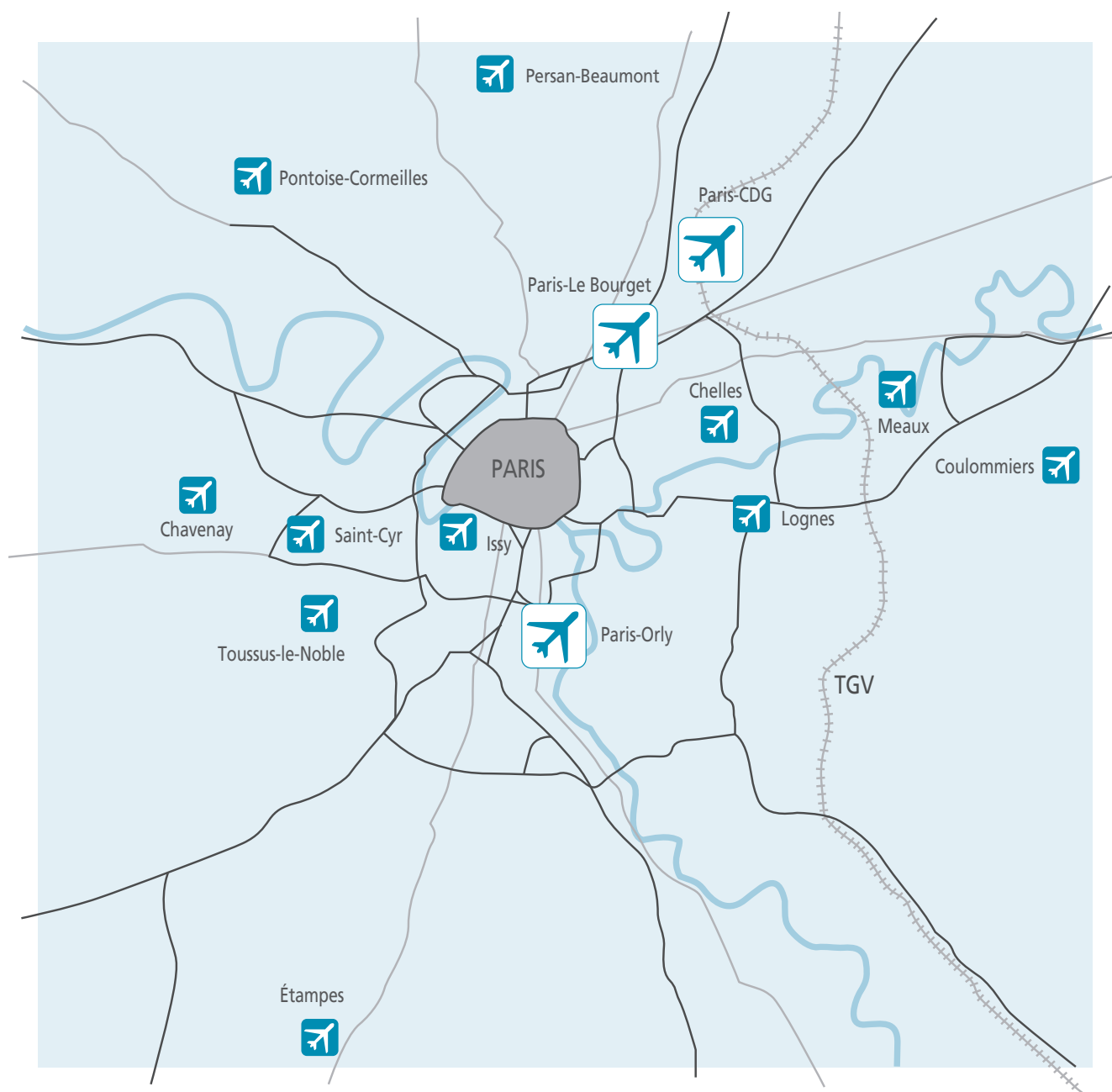
<sup>1</sup> Source: ACI Europe.

<sup>2</sup> See the paragraph in Chapter 6 entitled "A powerful hub".

<sup>3</sup> Source: Union des Aéroports français.

### 6.3 Description of platforms owned or managed directly by Aéroports de Paris

The map below shows the location of the airports and airfields owned or directly managed by Aéroports de Paris.



© Aéroports de Paris/Laboratoire.

Nearly 119,000<sup>(1)</sup> people work at the Île-de-France airports, including 88,600<sup>(2)</sup> at Paris-Charles de Gaulle. It is estimated that the airports generate more than 340,000 jobs (directly or indirectly related, induced or catalytic), that is, more than 8% of salaried jobs in the Paris region.

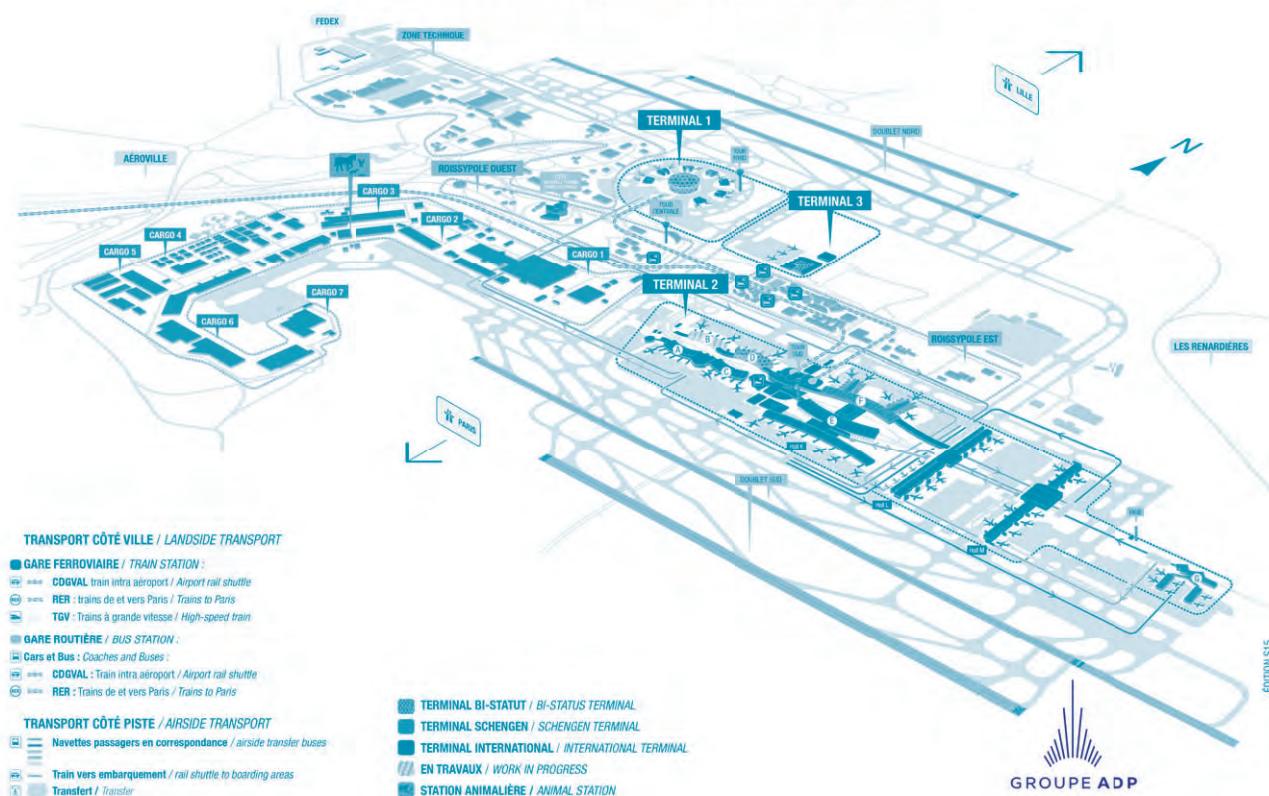
<sup>1</sup> 2014 data.

<sup>2</sup> All contracts combined (permanent, fixed-term, interim, work-study and other contracts).



## Paris-Charles de Gaulle

### AÉROPORT PARIS-CHARLES DE GAULLE



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### General description

Located 25 kilometres north of Paris, Paris-Charles de Gaulle airport is built on 3,257 hectares. It handles the largest share of long-haul and intercontinental commercial connections of the airport system which also comprises Paris-Orly and Paris-Le Bourget. This positioning greatly structures the activity and identity of the airport, which is the world's gateway to France. It has three passenger terminals with a theoretical capacity of 79 million passengers per year (72 million passengers per year at the end of 2015 due mainly to the temporary closure of terminal 2B) and six cargo terminals. With 65.8 million passengers in 2015 (up 3.1%), it is the 9<sup>th</sup> largest airport in the world, the second in Europe and the first in France. Cargo and mail traffic totalled 2.2 million tonnes in 2015. Services were provided to 319 cities worldwide<sup>1)</sup> from Paris-Charles de Gaulle airport in 2015.

Paris-Charles de Gaulle is the head office site for around 88,600<sup>2)</sup> direct jobs and 700 companies.

### A world-class infrastructure

#### Runways

Paris-Charles de Gaulle airport has an extremely efficient runway system consisting of two pairs of parallel runways with a physical layout that enables them to be used independently. Each pair includes one runway designed for take-off and another for landing, which reduces the noise disturbance caused by air traffic. Thanks to this system and the resources implemented by the Air Navigation Services Division, the programmed capacity will reach up to 120 movements per hour as of the 2016 summer season. The entire runway system has been adapted to accommodate wide-bodied aircraft (Airbus A380).

The airport has 316 aircraft parking stands, including 143 contact stands. Out of the 173 outlying stands, 79 are used for cargo.

In 2015, the number of aircraft movements was 469,338 an increase of 0.9% compared with 2014.

<sup>1</sup> With a minimum of 12 movements during the year.

<sup>2</sup> All contracts combined (permanent, fixed-term, interim, work-study and other contracts).

## Nominal capacities of terminals at Paris-Charles de Gaulle

At the end of 2015, the nominal capacities of the terminals amounted to 72 million passengers, given the continuing work to refurbish terminal 2B.

(in millions of passengers/year)

	At the end of 2015	At the end of 2006
<b>Terminal 1</b>	<b>9</b>	<b>8</b>
<b>Terminal 2</b>	<b>59</b>	<b>36</b>
ABCD (Note: Terminal 2B has been closed for refurbishing since 9 April 2013)	16	21
E	24	5
Of which		
Pier	7	5
Hall L	9	-
Hall M	8	-
F	16	11
G	3	-
<b>Terminal 3</b>	<b>4</b>	<b>4</b>
<b>TOTAL</b>	<b>72</b>	<b>47</b>

## A powerful hub

Paris-Charles de Gaulle airport is the global hub of the airline Air France-KLM and the main European hub of the SkyTeam Alliance.

According to the ACI Europe "Hub connectivity" report assessing the network of connections offered at the airport, the connecting platform at Paris-Charles de Gaulle is the leading European hub for intercontinental connectivity, ahead of London-Heathrow and the second European hub for global connectivity, behind Frankfurt.

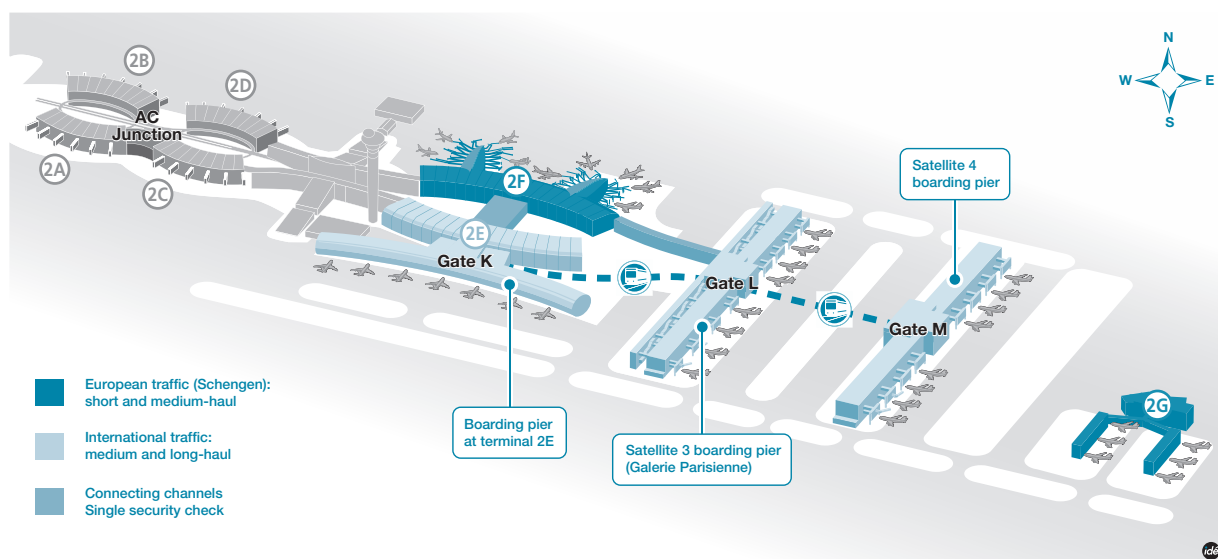
It is also the European hub of FedEx and La Poste and serves all the main international cargo companies. Its processing capacity of 3.6 million

tonnes of cargo per year provides expansion opportunities for cargo companies.

Many projects contributing towards the hub's completion were delivered in 2012 and 2013, and particularly: the commissioning of the A-C link in Hall M of terminal 2E, the transformation of terminal 2F into 100% Schengen traffic and the roll-out of Single Security Check (IFU).

A major transformation of the infrastructure along with well controlled operational management have reconfigured the connecting platform at Paris-Charles de Gaulle and thus sustainably improved the operational and commercial efficiency of the airport as well as passenger arrivals.

## The Hub of Paris-Charles de Gaulle airport







## Traffic

Point-to-point traffic accounts for over two-thirds of passenger traffic at Paris-Charles de Gaulle airport. In addition, the airport is also ideally located to attract connecting traffic, thus boosting long-haul traffic since Paris is less than two hours by air from all major Western European cities. In 2015, connecting traffic accounted for 31.6% of traffic.

## Growth in passenger traffic on the Paris-Charles de Gaulle platform

(in millions of passengers)



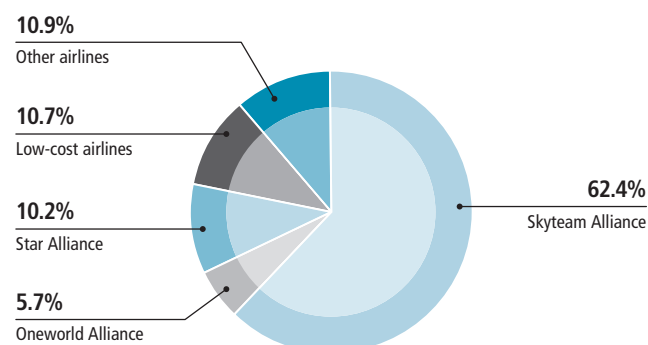
## Airlines

Terminal 1 of Paris-Charles de Gaulle airport hosts international and Schengen traffic, notably bringing together the Star Alliance airlines.

Terminal 2 hosts international and Schengen traffic, notably from Air France-KLM and its partners from the SkyTeam and oneworld alliance airlines.

Terminal 3 mainly hosts charter traffic and low-cost airlines.

## Passenger traffic per type of airline at Paris-Charles de Gaulle in 2015



The main airlines that operate from Paris-Charles de Gaulle airport are Air France (53.4% of traffic), easyJet (6.5%), Delta Airlines (2.4%), Lufthansa (1.6%), and Emirates Airlines (1.4%).

## Access to the airport

The Paris-Charles de Gaulle airport is served by a road and railway network that provides easy access for passengers, cargo transporters and airport personnel. This places it at the cutting edge for intermodality compared with other airports. The airport is accessible thanks to the proximity of motorways, a TGV high-speed train station at the heart of terminal 2, two RER commuter stations and a coach station at terminal 1. Lastly, the automatic shuttle rail service CDGVal, connects the three airport terminals, the RER-TGV stations and the long-stay car parks.

Several projects are currently being studied to improve the services at the airport. On January 2014, Frédéric Cuvillier, French Minister for Transport and the Maritime Economy, said in the presence of Augustin de Romanet, Chairman and CEO of Aéroports de Paris, during his visit to Paris-Charles de Gaulle airport, that the CDG Express project had been revived through the creation of a research company that will bring together the French state, SNCF Réseau and Aéroports de Paris. This research company, called CDG Express Etudes, founded on 28 May 2014, is tasked with carrying out, or arranging to have carried out, all studies necessary for the creation of a direct rail link between Paris and Paris-Charles de Gaulle airport, and conducting work with the French and European authorities as necessary in order to ensure the success of the CDG Express link. The publication of the order for the CDG Express project on 17 February enabled the project to reach a significant milestone, given that it authorises Aéroports de Paris and the SNCF network to create a joint project company responsible for the design, financing, building and maintenance of the express link. Each partner will be responsible, on behalf of the project company, for the construction and maintenance of the infrastructure in the areas affecting them. The project company will be fully operational on signature of the works concession contract that will tie it to the government.

Moreover, the "New Grand Paris" project stipulates that by 2024, Paris-Charles de Gaulle will be linked to Saint-Denis Pleyel by line 17.

There are around 29,400 parking spaces at Paris-Charles de Gaulle airport, 18,600 of which are in adjacent car parks (in direct contact with the terminals).

## Investment programme

Aéroports de Paris is constantly improving the quality of its aviation infrastructure. In addition, Aéroports de Paris has launched an ambitious investment programme in order to guarantee the quality of its aviation infrastructure, and to increase the handling capacity of its terminals. The main investments at Paris-Charles de Gaulle airport in 2015 are described in Chapter 5<sup>(1)</sup>.

The 2016-2020 projected investment programme for the regulated scope is outlined in Chapter 5<sup>(2)</sup>. It includes:

- refurbishing terminals 2B and 2D and building a link between the two terminals, creating extra needed floor area in 2B and pooling passenger processes (single-security checkpoints, baggage delivery). This project will adapt the 2BD complex to the expected increase in international medium and long haul traffic by increasing capacity;
- the linking of international satellites in terminal 1, also aimed at sharing the security check and screening functions and boarding lounges, and at increasing the retail and service spaces so that an offering appropriate to international customers can be introduced.

In addition, there are plans to devote significant resources to the functional robustness of the Paris-Charles de Gaulle airport, and to targeted operations for customer satisfaction and sustainable development.

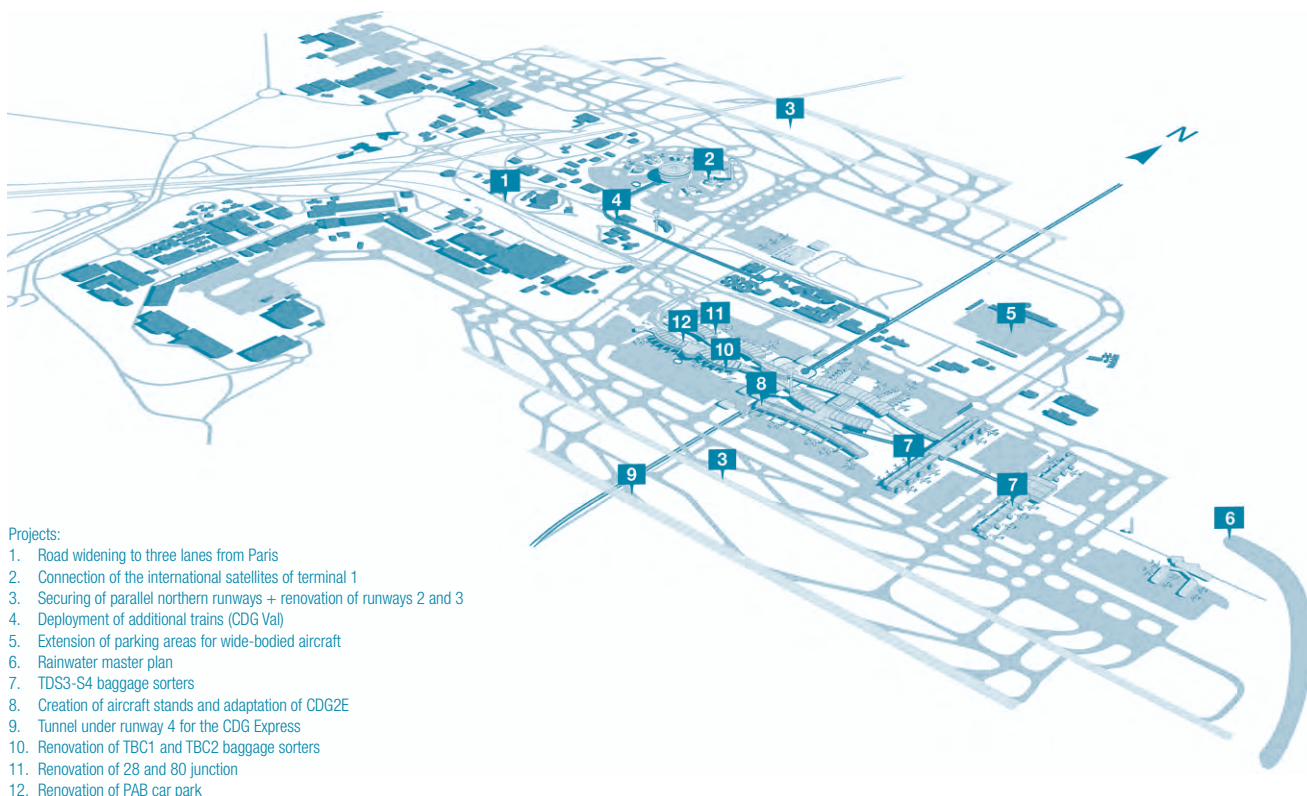
<sup>1</sup> For more information, please refer to the paragraph in Chapter 5 on "Investments made by the Group over the last three financial years".

<sup>2</sup> For more information, please refer to the paragraph in Chapter 5 on "Projected investment programme of the Paris-Charles de Gaulle platform".

In addition to infrastructure projects, it is the entire policy of optimising assignments of airlines to Paris-Charles de Gaulle that has allowed the airport to respond to the needs of different types of traffic (point-

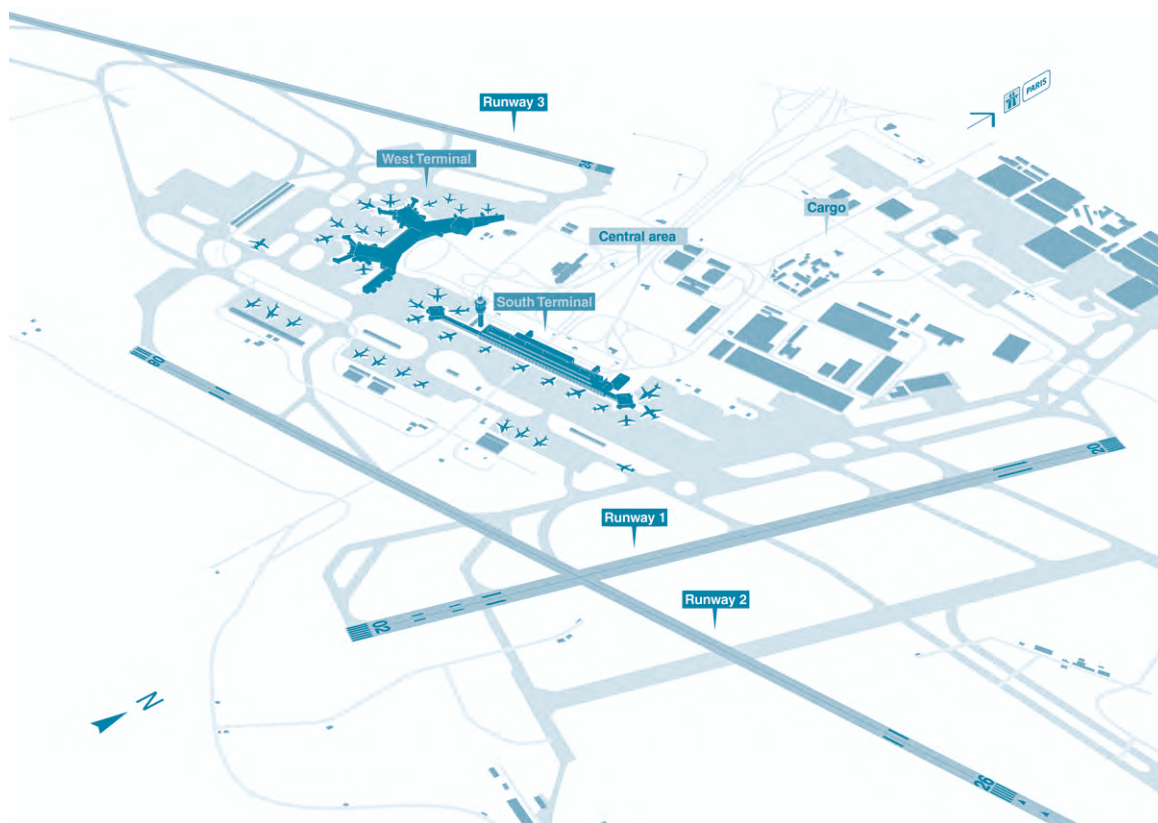
to-point passenger traffic, connecting passenger traffic, development of freight activity benefiting from medium- and long-haul traffic to and from Paris-Charles de Gaulle).

The main projected projects included in the proposed 2016-2020 investment programme for the regulated scope are presented in the map below:





## Paris-Orly



© Antoine Dagan.

06

### General description

Paris-Orly is built on a 1,540 hectare site to the south of Paris. Its location 12 km from Paris and its immediate proximity to the A86, A6 and A10 motorways enable fast access to the capital's centre and the La Défense business district.

The airport provides nearly 30,000 direct jobs and is an integral part of an economic zone with over 170,000 employees, comprising Rungis (a market of national importance), Sogaris (a semi-public limited liability company operating Rungis bus station), and the Belle-Épine shopping centre.

Paris-Orly airport also provides air travel services to a major economic hub hosting many centres of excellence, including in the agri-food, healthcare, finance, aeronautical and eco-business sectors, as well as international competitiveness and research clusters such as Cap digitale, Medicen, Systematic Paris Region, Astech and the Plateau de Saclay.

Paris-Orly airport, which served 157 cities<sup>(1)</sup> in 2015, offers a wide range of direct, diversified and constantly expanding medium- and long-haul flights, contributing to the appeal and international reach of the southern Ile de France region.

The upgrading of the terminal infrastructure and airport services, combined with the economic and tourist appeal of the southern Ile-de-France region, are strengths that are likely to attract new direct air travel services that complement the services offered by Paris-Charles de Gaulle, particularly to the world's main high-growth potential markets (Asia, Africa and the Americas).

The airport has two passenger terminals that can accommodate up to 27 million passengers per year. Paris-Orly is the second largest airport in France and the 13<sup>th</sup> in the European Union, with 29.6 million passengers in 2015, up 2.8%.

Paris-Orly has many strengths that help it to cater for the needs of airlines and passengers. Given its location less than 15 minutes from Paris and its access to dense networks of road and public transport links (including the RER B and C, Orlyval, OrlyBus, the Tramway, which offers access to the metro, Cars Air France (coaches) and the Massy TGV train station link), Paris-Orly is particularly attractive for passengers due to its easy access, range of destinations, human scale and proximity to Paris. For airlines, Paris-Orly's main operational strengths are an average taxiing time of less than 6 minutes, runways that are close to the terminals and a very smooth approach. In addition, simple operations and a large number of contact stands result in very regular use by all types of aircraft and more efficient operating performances, which generate profitability and growth.

In 2015, the work on the renovation of Paris-Orly airport was continued. New phases in the "Paris-Orly, a new departure" project were completed in 2015, with work continuing on the East pier in the Paris-Orly South terminal (around 15,000 sq.m.), whose commissioning is scheduled for 2016. This international boarding lounge will offer passengers and airlines more space and resources in line with operational needs given the projected growth in passenger numbers and international traffic. The construction of a connecting building between the West and South terminals began in the summer of 2015, with commissioning scheduled for the 2016-2020 period. The airport also offers significant opportunities for real-estate development, the majority of which is diversification real estate.

<sup>1</sup> With a minimum of 12 movements during the year.

## A suitable infrastructure

### Runways

There are three runways at Paris-Orly with a scheduling capacity of 70/72 aircraft movements per hour. Runway 1 is suitable for wide-bodied aircraft and can accommodate diverted A380s. In 2015, there were 231,114 aircraft movements at Paris-Orly airport. The airport has some 80 aircraft parking stands, including 57 contact stands. The 2015 use of contact stands for departure was around 89%.

### Nominal capacities of Paris-Orly terminals

At the end of 2015, the nominal capacity of the terminals amounted to 27 million passengers. The "Paris-Orly, a new departure" project, sets out the proposed extension of the Paris-Orly South terminal by the creation of the East pier, which will provide additional capacity for the handling of international passengers, while the construction of a building linking the existing West and South terminals will allow greater flexibility for the handling of both international and Schengen passengers. It is expected that all of these works will bring the annual capacity of Paris-Orly airport to 32.5 million passengers.

(in millions of passengers/year)

Since 2006

South Terminal	10.5
West Terminal	16.5
<b>TOTAL</b>	<b>27</b>

### Regulatory constraints

Traffic at Paris-Orly airport is subject to two regulatory constraints. A 6 October 1994 Order of the Ministry of Infrastructure, Transport and Tourism limits the Paris-Orly airport to 250,000 aircraft movements (take off/landing) per year. In 2015, the number of aircraft movements was 231,114, up 1.3% compared with 2014. Moreover, since 1968 there has been a night-time curfew on the airport between 11.30pm and 6.00am.

### Traffic

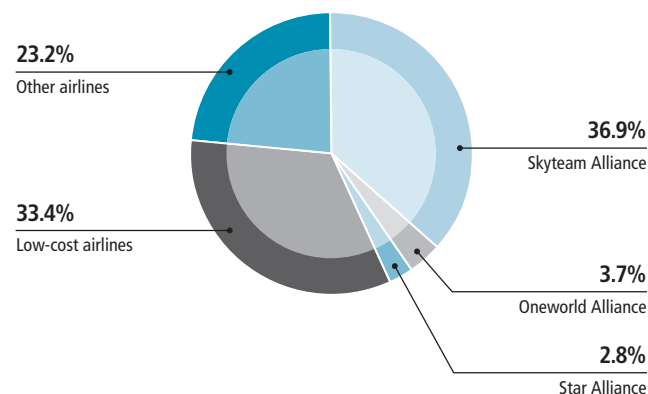
Paris-Orly airport's traffic is mainly origin/destination traffic. In 2015, however, connecting passengers accounted for about 7.0% of departing traffic, i.e. more than 1.0 million passengers. Over the last six years, passenger traffic at Paris-Orly has been steadily growing, with record passenger traffic levels since 2013. There has also been a change in structure, with strong growth in European traffic offset by a fall in domestic traffic, particularly because of the cap of 250,000 landing and take-off slots attributable each year, as well as the impact of the TGV high-speed train on domestic flights. This change has been accompanied by an increase of nearly 12.3% in the number of passengers per aircraft since 2009, with an average of 128 passengers in 2015, versus 114 passengers in 2009. During this period, the size of the modules used at the airport has constantly increased.

## Growth in passenger traffic on the Paris-Orly platform

(in millions of passengers)



## Passenger traffic by type of airline at Paris-Orly in 2015



The main airlines operating out of Paris-Orly are Air France (34.8% of traffic), Transavia.com (10.8%), easyJet (10.5%), Vueling (8.1%) and Corsair (4.2%).

## Access to the airport

The Paris-Orly airport is located at the junction of the A6 and A10 motorways. It is also served by an RER commuter railway line that links with Orlyval, a dedicated automated metro line.

Line 7 of the tramway was commissioned on 16 November 2013 and directly connects the airport and the future "Cœur d'Orly"<sup>(1)</sup> business district to line 7 of the Paris metro. Phase 2 of the project (extension to Juvisy) is currently being studied.

<sup>1</sup> See the section on "Real estate activities" in this Chapter.





Several other projects are currently in progress or being studied to improve the airport's services. The "New Grand Paris" project provides that Paris-Orly will be served by two new metro lines by 2024: the extension of line 14 - linking Paris-Orly to Gare de Lyon and then Saint-Denis Pleyel through an automatic metro and line 18 - linking Paris-Orly to Plateau de Saclay and Versailles, and then Nanterre. As part of the South interconnection project for high-speed lines, a TGV high-speed train station could also be built by 2030, opening up access to the vast French and European high-speed train network.

There are around 15,200 parking spaces at Paris-Orly, 9,500 of which are close car parks linking directly to the terminals.

## Investment programme

The investments made in 2015 in Paris-Orly airport are outlined in Chapter 5<sup>(1)</sup>. It includes:

- completion of the "Paris-Orly Nouvel Envol" project, which began during the 2011-2015 ERA;
- renovation of runways 3 and 4.

The proposed 2016-2020 planned investment programme for the regulated scope is outlined in Chapter 5<sup>(2)</sup>. The main projects included in the planned 2016-2020 projected investment programme are presented in the map below.



<sup>1</sup> For more information, please refer to the paragraph in Chapter 5 on "Investments made by the Group over the last three financial years".

<sup>2</sup> For further information, please see the paragraph of Chapter 5 entitled, "Planned investment programme for the Paris-Orly platform (regulated scope)".



## Paris-Le Bourget



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### Description of the airport

Located seven kilometres north of Paris on a site covering 553 hectares, Paris-Le Bourget airport is the largest business airport in Europe. It has three runways and aircraft parking areas that enable it to handle all types of aircraft, up to the Airbus A380. Paris-Le Bourget is also an important aeronautics centre. Around 30 buildings are home to almost 100 maintenance, equipment and airport facility and airport services companies. The 70 companies on the site host more than 3,500 direct jobs in operations, maintenance, services, and even culture, with the Museum of Air and Space and the Gagosian Art Gallery, which opened in October 2012. In 2015, the number of aircraft movements totalled 53,498, a decrease of 1.9% compared with 2014.

Engaged since 2003 in a comprehensive modernisation and development plan, in 2015, the airport hub has seen an acceleration in the programme. This includes the opening of the new Etoile entrance and the inauguration of the AC Marriott Hotel, refurbishment work on premises progressively vacated by Air France Industries, and the commissioning of taxiway lights.

Many other projects also reached key milestones: building applications filed for Embraer and Terminal VIP, active negotiations with Keybrid, Flight Safety and Dassault Aviation, launch of the second phase of the refurbishment of the HO facade, etc.

Also in 2015, the shallow geothermal energy and photovoltaic shelters were commissioned and the hybrid aircraft ERAOLE touched down at the airport. The airport's also achieved level 3 Airport Carbon Accreditation and hosted COP21, a global event that showed the airport's capacity to meet the highest operational, logistics and environmental demands.

In 2015, Paris-Le Bourget also hosted the Paris Air Show.

Finally, Paris-Le Bourget is a major arm of the Group's real estate business and a significant share of the real estate revenues of Paris-Le Bourget airport is closely linked to business aviation.

### Regulatory constraints

To cut down on aircraft noise pollution for local communities, jet aircraft take-offs, the use of reverse thrust systems and the use of runway 2 by aircraft exceeding 5.7 tonnes are prohibited between 10.15pm and 6.00am.

### The business aviation market

Business aviation is a professional tool used by companies as well as individuals in three complementary forms:

- commercial business aviation: independent transport companies provide on-demand "air-taxi" service, supplying aircraft and crew for the duration of the flight. The cost of the flight depends on the type of aircraft and the amount of flight time;
- time-share aviation: a company buys a share in an executive jet, corresponding to a certain amount of annual flight time;
- corporate aviation: a company owns its own fleet of aircraft and employs its own crew, to serve its own exclusive needs.



Paris-Le Bourget airport offers several advantages for business travellers:

- fast boarding, thanks to the optimisation of transfer procedures between aircraft and ground transportation;
- the quality of its aviation facilities;
- proximity to Paris;
- presence of leading global corporate aviation service operators, guaranteeing travel service quality, discretion and confidentiality;
- presence on site of the European maintenance centres of three of the five main international business aircraft manufacturers;
- the possibility of landing at the airport at all hours within certain limits and of reaching destinations not served by traditional commercial airlines;
- the quality of ground services and the possibility of holding meetings at the airport itself.

## Competition

In 2015, Paris-Le Bourget confirmed its position as Europe's leading business aviation company in Europe. Its main competitors are Geneva, Nice, Zurich, London Luton and Farnborough. Geneva, Luton and Zurich have experienced stronger upward trends in traffic than those in Paris-Le Bourget, while Farnborough and Rome are posting growth similar to Paris-Le Bourget (source Eurocontrol). Paris-Le Bourget airport has attracted the main players in corporate aviation including service companies such as Signature Flight Support, Jetex, Universal Aviation, Advanced Air Support, Landmark or Dassault Falcon Services and has led leading construction companies such as Dassault Falcon, Cessna or Embraer to create their main European bases at Paris-Le Bourget. Embraer has also decided to locate its European centre for business aircraft maintenance on the western side of the airport. Furthermore, work has started on the Airbus Helicopters plant (manufacture of helicopter blades). Other companies are continuing to request areas of land on which to develop or set up their operations (such as Xjet, Bombardier and Dassault Aviation) by submitting projects for the coming years. All of the activities are part of the announced development connected with the Grand Paris project, and particularly the future building of the Grand Paris Express "Le Bourget Aéroport" train station planned for 2024.

## Paris-Le Bourget metropolitan department

It has been confirmed that one of the nine Nouveau Grand Paris centres (or project zones) will be located at Le Bourget. In keeping with this, one of the stations on the automatic metro line will be at the entrance to the airport. With the help of three firms of architects and planners, the Metropolitan Area of Le Bourget airport has prepared a study on the main lines of development for the department. Aéroports de Paris was associated with this study, which is the forerunner of a development programme for the south of the airport platform.

Based on this preliminary study, Aéroports de Paris is also working on redefining the plan for the redevelopment of the southern section of the airport platform, the development of an aviation maintenance group on land in the municipality of Dugny and on taking part in the creation of hangars and aircraft parking areas in the central zone.

## Civil airfields for general aviation

Aéroports de Paris owns and manages ten civil airfields for general aviation purposes in the Île-de-France region:

- Meaux-Esbly, covering 103 hectares;
- Pontoise-Cormeilles-en-Vexin, covering 237 hectares;
- Toussus-le-Noble, covering 167 hectares;
- Chavenay-Villepreux, covering 48 hectares;
- Chelles-le-Pin, covering 31 hectares;
- Coulommiers-Voisins, covering 300 hectares;
- Étampes-Mondésir, covering 113 hectares;
- Lognes-Émerainville, covering 87 hectares;
- Persan-Beaumont, covering 139 hectares;
- Saint-Cyr-l'École, covering 75 hectares.

Aéroports de Paris also manages the Issy-les-Moulineaux heliport.

## 6.4 Description of activities

### Aviation

Aviation activities bring together all of the activities carried out by Aéroports de Paris as the operator of the three main airports in the Paris region (see Chapter 6 paragraph "Description of airports").

(in millions of euros)	2015	2014 restated	2015/2014 restated
Revenue	1,735	1,672	+3.8%
<i>Airport fees</i>	998	951	+5.0%
<i>Ancillary fees</i>	208	191	+8.8%
<i>Revenue from airport safety and security services</i>	486	485	+0.2%
<i>Other income</i>	42	45	-5.2%
EBITDA	443	397	+11.5%
Operating income from ordinary activities (including operating activities of associates)	139	92	+51.2%

### Fees

Aéroports de Paris is bound by specifications that set out its obligations as a public service provider and the Government authority's control procedures for ensuring compliance with these. It is also governed, with respect to fees, by the provisions of the law of 20 April 2005 and the Decree of 20 July 2005 relating to fees for services provided within airports.

#### Airport fees

Airport fees are made up of the passenger fee, landing fee and parking fee:

- the passenger fee is based on the number of passengers boarded. They are due for all departing flights other than for passengers in direct transit (leaving on the same aeroplane with the same flight number), crew members working on the flight and children under two years of age. The fee varies according to the flight destination. A reduction of 40.0% on the basic rate is applied to connecting passengers. Revenue from passenger fees stood at €651 million in 2015 compared with €618 million in 2014;
- the landing fee is charged for the use of the airport infrastructure and equipment required for landing, take-off and movement on the ground by aircraft of more than six tonnes (which includes nearly all commercial aircraft). They are calculated according to the certified maximum take-off weight of the aircraft and adjusted according to the aircraft's noise-rating classification and the nocturnal or daytime landing timetable. Revenue from landing fees rose to €211 million in 2015 compared to €203 million in 2014;
- the parking fees depend on how long the aircraft is parked, the certified maximum take-off weight of the aircraft and the features of the parking area: (area abutting a terminal, parking apron or garage area). It is collected for aircraft of more than six tonnes. Revenue from parking fees amounted to €136 million in 2015 compared with €130 million in 2014.

The landing fee, parking fee and passenger fee are presented as revenue in the consolidated financial statements under the item "airport fees" (see Chapter 9). Airport fees for 2015 stood at €998 million (€951 million in 2014), which represents 34.2% of the Group's revenue<sup>(1)</sup>.

#### Ancillary fees

The main ancillary fees, the pricing of which is governed by the ERA, are the fee for the provision of check-in counters and local baggage handling facilities, the fee for the provision of certain baggage sorting facilities, the fee for the provision of de-icing infrastructure, the fee for the provision of fixed electrical power infrastructure for aircraft, and the computerised check-in and boarding fee (Crews system):

- the fee for providing check-in counters, boarding facilities, and local baggage handling facilities comprises a fixed portion, based on the number of counters used, and a variable portion based on the number of non-connecting passengers checked in, and which varies according to the type of destination. Income from this fee amounted to €82 million in 2015;
- the fee for providing sorting facilities for baggage in transit, the pricing of which is not set by a specific contract (for example, the fee for the Paris-Charles de Gaulle terminal 1 baggage sorting system) is based on the number of connecting hold baggage items. Income from this fee amounted to €35 million in 2015;
- the fee for providing aircraft de-icing infrastructure varies according to the size of the aircraft and is made up of a fixed portion based on the number of landings made over the season in question, and a variable portion based on the number of de-icing operations. This fee is charged at Paris-Charles de Gaulle airport, where the service is provided by Aéroports de Paris, but not at Paris-Orly airport, where the activity is provided by air carriers via their ground-handling services, as applicable. Income from this fee amounted to €16 million in 2015;
- the fee for provision of electrical power infrastructures of 400 Hz for aircraft is based on the electrical power supply to the parking stand (400 Hz or 50 Hz), the aircraft's origin or destination (EU or non-EU), and its energy requirement category, notably in terms of its carrier's technical equipment (number of sockets);
- the computerised check-in and boarding fee (Crews system) is based on the number of passengers departing from equipped terminals or parts of terminals, differentiating between non-connecting passengers and connecting passengers.

<sup>1</sup> Before intersegment eliminations.



Ancillary fees that are not subject to a tariff ceiling relate to the Paris-Orly and Paris-Charles de Gaulle fees for assisting disabled and mobility-impaired persons, which amounted to €49 million in 2015.

All of these fees, regardless of whether they are capped by the ERA, are presented as revenue in the consolidated financial statements under the item “ancillary fees”. These fees amounted to €208 million in 2015 (€191 million in 2014), which represents 6.8% of the Group’s revenue<sup>(1)</sup>.

## Signing of the new 2016-2020 Economic Regulation Agreement (ERA)

On 20 January 2015, after wide-ranging consultation starting in the autumn of 2014, Aéroports de Paris published its proposals for the Economic Regulation Agreement (ERA) to cover the 2016-2020 period pursuant to Articles L. 6325-2 and R. 224-4 of the French civil aviation code (*Code de l’aviation civile*). Up to 7 March 2015, airlines and other interested parties were given the opportunity to make their observations on these proposals known to the State.

In accordance with the civil aviation code, on 23 April 2015, the minister responsible for civil aviation referred the proposals to the Airport Advisory Committee established under Articles L. 228-1 and L. 228-2 of the code. After hearing the interested parties, the Committee provided public and consultative opinion to the minister on 23 June 2015.

The ERA covering the five-year 2016-2020 period was signed by the State and Aéroports de Paris on 31 August 2015. The ERA applies to tariffs from 1<sup>st</sup> April 2016.

The 2016-2020 ERA is in line with the regulatory framework defined by the Decree of 16 September 2005 relating to fees for services provided at airports as amended by the Decree dated 17 December 2009.

The 2016-2020 ERA is balanced and is based on burden-sharing among all stakeholders. It is based on the following approaches:

- consolidating fundamentals: Aéroports de Paris intends to take advantage of its assets and has made consolidating its fundamentals a key priority for the 2016-2020 Economic Regulation Agreement. This involves focusing heavily on maintenance and regulatory compliance, optimising its infrastructures and rolling out quality standards;
- a winning positioning: To increase its capacity to capture global growth, Aéroports de Paris must continually improve its services and the competitiveness of its Parisian platforms for its customers, partners and regions. To meet this challenge, Aéroports de Paris will mobilise all the leverage at its disposal: overhaul of the tariff policy associated with the implementation of incentive measures;
- increased competitiveness: The ERA provides for the implementation of a major investment plan focusing primarily on cost control, with the aim of improving the competitiveness of the Parisian platforms in terms of costs and pricing.

## Setting of fee levels

### Determination of the regulated scope

The Decree of 16 September 2005 relating to fees for services provided at airfields as amended by the Decree of 17 December 2009 with effect from the 1<sup>st</sup> January 2011 defines the regulated scope for which fair

compensation of the capital invested by the operator is assessed with respect to the weighted average cost of capital, i.e. the return on capital employed (RCE or ROCE), calculated as the operating income of the regulatory scope less the standard corporate tax relating to the regulated asset basis (net accounting value of tangible and intangible assets relating to the regulatory scope, plus the working capital requirement for this scope).

Since the 1<sup>st</sup> January 2011, this scope of activity and services, called the “regulated scope”, includes all of the activities of Aéroports de Paris within the airports in the Île-de-France region with the exception of:

- activities financed by the airport security tax, mainly security services, prevention of animal hazards, and aircraft rescue and fire-fighting services<sup>(2)</sup>;
- retail activities and services;
- land activities not directly related to aeronautical activities, or “real estate diversification” activities;
- management by Aéroports de Paris of noise reduction projects for local residents<sup>(3)</sup>;
- ground-handling service activities falling within the competitive area<sup>(4)</sup>;
- other activities engaged in by subsidiaries.

### Procedure for the annual setting of rates

Aéroports de Paris consults the Economic Advisory Committee for Paris-Charles de Gaulle and Paris-Orly airports, on the one hand, and for Paris-Le Bourget airport, on the other, at least four months before the beginning of each pricing period. Made up of representatives from aviation users, professional air transport organisations and Aéroports de Paris, the Economic Advisory Committee’s main mission is to provide an opinion on proposals for changes to airport fee rates and on investment programmes. Aéroports de Paris will then notify the French civil aviation authority and the French authority for competition, consumer affairs and consumer protection of the fee tariffs and, where necessary, any changes to these, two months before the start of each pricing period. Finally, the tariffs enter into force one month from their publication unless this is opposed by the independent supervisory body (to which the French authority for competition, consumer affairs and consumer protection submits a reasoned opinion), in the event of a breach of the general rules applicable to the fees or the stipulations of the agreement, within one month following the receipt of the notification.

The ERA provides for certain mechanisms that allow the following to be taken into account during the course of implementation of the contract period: the creation of new fees, transfers between fee categories, the creation of new services or the inclusion of new costs that were not foreseen at the time the contract was signed.

### Changes in fee levels

#### DETERMINATION OF THE PRICING SCHEDULES APPLICABLE UNDER THE TERMS OF THE 2011-2015 ERA

The 2011-2015 ERA covers five pricing periods, the first from 1 April 2011 to 31 March 2012 and the remaining four starting on 1 April and ending on 31 March of the following year.

<sup>1</sup> Before intersegment eliminations.

<sup>2</sup> See also the paragraph in Chapter 6 entitled “Security”.

<sup>3</sup> See also the paragraph in Chapter 17 entitled “Environmental information”.

<sup>4</sup> See also the paragraph in Chapter 6 entitled “Ground-handling activities”.



Under the terms of this agreement, changes from one pricing period (n) to another is capped at a “basic cap rate”.

This basic cap governed by the agreement is equal to  $i(n) + 1.38\%^{(1)}$  per year on average over the period 2011-2015 where  $i(n)$  is the percentage change in the consumer price index, excluding tobacco, published by the INSEE, calculated over the period starting on the 1<sup>st</sup> October of year n-2 and ending on 30 September of year n-1.

This baseline pricing schedule is adjusted for several factors relating to traffic (TRAF), quality of service (QDS), the major investment schedule (INV1), and levels of current investment, quality of service and sustainable development (INV2).

The traffic adjustment factor was calculated in such a way that, outside the buffer zone, 50% of the excess or shortfall from forecast fee revenues is offset, within the limit of a 0.5 point impact on the annual fee increase cap, through adjusting the tariffs for these fees.

The quality of service factor may be occasionally applied in the form of a bonus or penalty resulting from the implementation of 10 indicators, comprising 5 passenger satisfaction indicators, 4 availability indicators and 1 compliance indicator. Each indicator was associated with a maximum financial incentive of +/-0.1% per year, bringing the maximum impact of the QDS factor to 1.0% of all fees subject to the ERA.

The factor linked to the major investment schedule (INV1), which can give rise to a maximum penalty of 0.1% of fees, measures compliance with the timetable for carrying out major operations (the A-C link, Hall M, EF gallery, 400HZ CDG1, Threshold 08, Halls 3 and 4 at Paris-Orly West terminal and terminal 2B).

Finally, the adjustment factor linked to current investment expenditure, quality of service and sustainable development (INV2) provided that if cumulative investment expenditure (current, quality of service and sustainable development) between 2011 and 2013 was less than 90% of the amount initially planned, 70% of the difference in costs incurred with regard to the regulated scope and over the term of the agreement would be deducted from the cap on changes to fee levels for the 2015 pricing period.

#### EFFECTIVE CHANGES TO FEE TARIFFS UNDER 2011-2015 ERA

##### For the 2011 pricing period:

The cap on average changes in fee levels for the 2011 pricing period was set at the variation in inflation (CPI 4018 E index) measured between September 2009 and September 2010, increased by +0.00%. Inflation was measured at +1.49%, thus determining the cap for changes in the Baseline Pricing Schedule.

At 1 April 2011, airport and ancillary fees (excluding fees for disabled and reduced-mobility passengers) increased on average by 1.49% on a like-for-like basis.

With effect from 1 April 2011, Aéroports de Paris introduced two new fees:

- a fee relating to computerised check-in and boarding (Crews), financed to date through conventional revenues. This fee is based on a passenger departing from equipped terminals or parts of terminals. The fee rate will differentiate between non-connecting passengers on the one hand and connecting passengers on the other;
- a fee for origin-destination baggage handling at Paris-Charles de Gaulle airport. The creation of this fee translates into the withdrawal of the portion that may be assigned to the origin-destination part of conventional revenues linked to different installations, the withdrawal of the portion of the baggage handling fee applicable for CDG1 airport relating to origin-destination luggage, and the implementation of a

pricing supplement for the variable portion of the check-in desk fee. It is due to be applied at all of Paris-Charles de Gaulle's terminals. It differentiates between passengers for national, Schengen, and overseas departments/territories destinations on the one hand, and passengers for other destinations on the other.

In addition, starting from the 2011 pricing period and for a period that should not exceed that of the 2011-2015 ERA, Aéroports de Paris has applied a temporary discount on the per passenger fee, in order to develop traffic and improve the use of facilities. This discount on the per passenger fee was capped at €5 million at 2010 value (i.e. €5,075 million in 2011 euros) for Aéroports de Paris.

##### For the 2012 pricing period

The basic cap rate corresponds to a +4.0% increase in the 2011 baseline tariffs (change in inflation (CPI 4018 E) between September 2011 and September 2010 plus 1 point to which the adjustment related to quality of service is applied, which corresponds to a bonus of +0.8%).

Accordingly, as of 1 April 2012, airport and ancillary fees (excluding fees for disabled and reduced-mobility passengers) increased on average by 3.4% on a like-for-like basis, thus within the cap.

The cap for the traffic development and better infrastructure incentive measure, which was established at €5 million (in 2010 euros) by the ERA, was affected by the change in the average rate of increase in the fees for the 2012 pricing period, i.e. 3.4% and stood at €5.2 million.

##### For the 2013 pricing period

The basic cap rate corresponds to a +3.3% increase in the 2012 baseline tariffs (variation in inflation (CPI 4018 E) between September 2011 and September 2012 plus 1.5 points) to which the adjustments relating to the following factors are applied:

- quality of service corresponding to a +0.7% bonus;
- traffic: established at -0.5%, since traffic was higher than the ERA baseline;
- investments (INV1) established at 0% linked to the opening of the building linking terminals 2A and 2C and satellite S4 one quarter in advance compared to the objectives set out in the ERA.

As a result, the cap on changes in fee tariffs for the 2013 period, in accordance with the provisions of the Economic Regulation Agreement, was 3.6% compared to the 2012 baseline tariffs, i.e. 3.4% compared to the 2012 effective tariffs.

As in the 2011 and 2012 pricing periods, in 2013, Aéroports de Paris maintained a uniform increase, in percentage terms, in passenger fees, landing fees and parking fees. Accordingly, as of 1 April 2013, airport and ancillary fees (excluding fees for disabled and reduced-mobility passengers) increased on a like-for-like basis on average by 3.0% in Paris-Charles de Gaulle and Paris-Orly and 3.33% in Paris-Le Bourget.

In addition, the traffic development and improved infrastructure incentive continued in 2013, with two additional eligibility criteria also taken into account. The cap on this measure for the 2013 period will be €5.4 million (in 2013 euros), by applying a +3.0% indexation to the 2012 cap.

##### For the 2014 pricing period

The basic cap rate corresponds to a 2.9% increase in the 2013 baseline tariffs (variation in inflation (CPI 4018 E) between September 2013 and September 2012 plus 2.2 points) to which the adjustment factors are applied:

- quality of service corresponding to a +0.8% bonus;

<sup>1</sup> The actual change over the 2011-2015 period was  $i(n) + 1.37\%$  on average per year.





- traffic: established at 0%, since traffic was within the ERA baseline volume margin;
- investments (INV1) established at -0.04%, linked to a slight delay in delivery of the 2E-2F gallery compared with the ERA reference timetable.

The maximum change in 2014 tariffs is therefore +3.6% compared to the 2013 baseline tariffs, i.e. +3.7% compared with the 2013 effective tariffs.

As in the 2011 to 2013 pricing periods, in 2014, Aéroports de Paris maintained a uniform increase, in percentage terms, in passenger fees, landing fees and parking fees. Accordingly, as of 1 April 2014, airport and ancillary fees (excluding fees for disabled and reduced-mobility passengers) increased on a like-for-like basis on average by 2.95% in Paris-Charles de Gaulle and Paris-Orly and 3.71% in Paris-Le Bourget.

In addition, for the 2014 pricing period, Aéroports de Paris renewed the arrangements for calculating and the conditions for awarding the traffic development and improved infrastructure use incentives in 2013. The 2014 cap on this incentive measure was set at €5.6 million (in 2014 euros), by applying a 2.95% indexation to the 2013 cap.

### For the 2015 pricing period

The basic cap rate corresponds to a +2.42% increase in the 2014 baseline tariffs (variation in inflation (CPI 4018 E) between September 2014 and September 2013 plus 2.2 points) to which the adjustment factors are applied:

- quality of service corresponding to a +0.9% bonus;
- traffic: established at 0%, since traffic was within the ERA baseline volume margin;
- investments (INV1) established at -0.1%, linked to a slight delay in the delivery of 400 Hz to CDG1 and of the 08 threshold compared with the ERA reference schedule.

The maximum change in 2015 tariffs is therefore +3.2% compared to the 2014 baseline tariffs, i.e. +3.3% compared with the 2014 effective tariffs.

As in the 2014 pricing period, in 2015, Aéroports de Paris maintained a uniform increase, in percentage terms, in passenger fees, landing fees and parking fees. Accordingly, as of 1 April 2015, airport and ancillary fees (excluding fees for disabled and reduced-mobility passengers) increased on a like-for-like basis on average by 2.4% in Paris-Charles de Gaulle and Paris-Orly and +3.27% in Paris-Le Bourget.

In addition, for the 2015 pricing period, Aéroports de Paris renewed the arrangements for calculating and the conditions for awarding the traffic development and improved infrastructure use incentives in 2014. The 2015 cap on this incentive measure was set at €5.7 million (at 2015 value), by applying a 2.4% indexation to the 2014 cap.

### DETERMINATION OF THE PRICING SCHEDULES APPLICABLE UNDER THE TERMS OF THE 2016-2020 ERA

The 2016-2020 ERA covers five pricing periods, the first from 1 April 2016 to 31 March 2017 and the remaining four starting on 1 April and ending on 31 March of the following year.

Pursuant to the 2016-2020 Economic Regulation Agreement, changes in fee levels (n) are limited from one year to the next, within a comparable scope, by a "basic cap rate", compliance with which is assessed in line with the theoretical revenue corresponding to the application of a pricing schedule (n-1) to a baseline traffic level (n-2).

For each pricing period n, the basic cap rate for increases in fees is equal to:

Pricing period:	P(n):
• "2016"	i(2016) +0.00%
• "2017"	i(2017) +1.25%
• "2018"	i(2018) +1.25%
• "2019"	i(2019) +1.25%
• "2020"	i(2020) +1.25%

where i(n) represents the percentage change in the consumer price index, excluding tobacco, published by the INSEE (IPC 4018 E), calculated as the comparison between the index for August "n-1" and August "n-2".

For the determination of prices for the year n, this cap is then applied, within a comparable scope of provision, to the prices n and to the traffic (and baseline volume) for the year n-2, thus arriving at a Baseline Pricing Schedule.

The ERA also provides for an adjustment to this Baseline Pricing Schedule, the Adjusted Pricing Schedule for Fees (GTA), taking into account several factors relating to traffic (TRAF), quality of service (QDS), the major investment schedule (INV1), and levels of current investment, competitiveness of the connecting platform and airport processes, quality of service and sustainable development (INV2) and changes in operating expenses (OPEX). These factors apply as follows:

### The TRAF(n) factor is the corrective factor linked to traffic

The baseline traffic scenario is the one proposed by Aéroports de Paris at the signing of the 2016-2020 ERA. It is based on the assumption of average passenger traffic growth of 2.5% per year over the 2016-2020 period. The traffic risk is shared between Aéroports de Paris and airlines on the basis of a corrective factor (TRAF). This risk, which is assessed on the basis of the number of passengers, and applies beyond a buffer zone that amounts to annual changes that are 0.5 point higher or lower than the baseline traffic scenario, enters into force for the 2018 pricing period. It is calculated in such a way that, outside the buffer zone, 50% of the excess or 20% of the shortfall from forecast fee revenues is offset, within the limit of an impact of between +0.2 and -0.5 points on the annual fee increase cap, through adjusting the tariffs for these fees.

In addition, if air traffic rises more than 102% above the upper buffer limit, Aéroports de Paris can use some of the excess revenue beyond this threshold as a contribution towards investments in capacity or in terminal renovations that were not originally scheduled, or towards bringing such projects forward. On the other hand, if the increase in air traffic is less than 98% of the lower buffer limit, Aéroports de Paris can offset some of the shortfall in airport fee revenues below this threshold through a reduction in annual costs due to the non-completion or postponement of certain investments.

### The QDS factor is the adjustment factor linked to service quality

For the period 2016-2020, Aéroports de Paris is continuing its drive to improve quality of the service by consolidating successes achieved over the last five years and by continually improving processes and facilities. Two categories of indicators with financial implications have been set up:

- "Quality standard" indicators corresponding to standard services provided by all airports to airline customers and passengers. The

incentive system associated with these indicators is based solely on the concept of minimum level required, penalised where appropriate by a maximum price penalty of -0.04% per indicator. Seven “quality standard” indicators have been retained, five of which are availability indicators and two satisfaction indicators:

- availability of electro-mechanical equipment,
- availability of baggage belts,
- availability of aircraft parking stands,
- availability of passenger boarding bridges,
- availability of 400Hz,
- satisfaction as regards cleanliness,
- satisfaction as regards directional information;
- “Excellence” indicators for which significant improvement is expected and/or for which the level aimed for is a level of excellence compared to other European airports. The incentive system associated with these indicators is based on the concept of minimum level required with penalties where appropriate and a concept of high level of ambition rewarded by a bonus. The extent of these penalties and bonuses is +/-0.08% per indicator. Three excellence indicators have been retained:
  - satisfaction as regards connecting flights,
  - overall satisfaction upon departure,
  - overall satisfaction upon arrival.

The financial incentive associated with all these indicators is based on a system of penalties and bonuses of about +0.24%/-0.52% of airport fees per year.

#### **The INV1 factor is the adjustment factor linked to the major investment schedule**

This indicator, which can give rise to a net penalty of a maximum of 0.1% of fees, measures compliance with the timetable for carrying out major operations. The targets for the indicator “Conducting of Investment Operations” (ROI) correspond to the following completion dates:

2016-2020 ERA targets:

- extension of the East pier: 2<sup>nd</sup> quarter 2016;
- refurbishment work on runway 4 at Paris-Orly: 4<sup>th</sup> quarter 2016;
- first phase of refurbishment work on runway 3 at Paris-Orly: 3<sup>rd</sup> quarter 2018;
- baggage handling, Hall L (TDS3): 2<sup>nd</sup> quarter 2018;
- Orly “New departure” link: 1<sup>st</sup> quarter 2018;
- link between B and D terminals: 2<sup>nd</sup> quarter 2019;
- connecting of the satellites at Paris CDG terminal 1: 2<sup>nd</sup> quarter 2019.

The results of this indicator lead to the application of the pricing cap adjustment factor, called INV1(n). It is based on a system of bonuses and penalties, according to which the operations concerned are completed before or after the reference calendar. These bonuses and penalties are reconciled every year (n), and only one possible net penalty is taken into account when calculating the INV1 factor. The maximum net penalties applicable annually are -0.1% of airport fees, assuming a delay of two quarters in the timetable for carrying out each operation identified above.

#### **The INV2 factor is the adjustment factor linked to current investment expenditure, competitiveness of the connecting platform and airport processes, service quality and sustainable development**

As was already the case within the ERA 2 framework, an adjustment would lead to a reduction in the tariff cap to offset a portion of the annual costs saved, in the event that fewer investments are made than initially forecast. This INV2 adjustment factor was applicable, where appropriate, to the 2020 pricing period, taking into account a potential reduction in the investment expenditure within the regulated scope in respect of current investment budgets, competitiveness of the connecting platform and airport processes, quality of service and sustainable development. This possible reduction is measured cumulatively over the calendar years 2016 to 2018 inclusive. If investment expenditure relating to the regulated scope in respect of these packages is less than 85% of the amount initially planned at the end of 2018, 70% of the difference in costs incurred with regard to the regulated scope and over the term of the agreement would be deducted from the cap on changes to fee levels for the 2020 pricing period.

#### **The OPEX factor is the adjustment factor linked to service quality**

Given the importance of controlling operating expenses regulated in the balance of the agreement and to mark the commitment of Aéroports de Paris, a new adjustment factor has been set up based on the volume of operating expenses in the regulated scope. If over 5% of operating expenses in the regulated scope are exceeded in 2018 compared to a provisional target based on traffic and inflation, the pricing cap will be reduced by 50% of the difference with costs recorded being applied up to a limit of 1% of annual airport fee income over the 2020 pricing period.

### **CHANGES TO FEE TARIFFS UNDER 2016-2020 ERA**

#### **For the 2016 pricing period**

The cap on average changes in fee levels for the 2016 pricing period was set at the variation in inflation (CPI 4018E index) measured between August 2014 and August 2015, increased by 0.00%. Inflation was measured at +0.04%, thus determining the cap for changes in the Baseline Pricing Schedule.

Aéroports de Paris submitted an average annual fee change of 0.0% for Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports for an opinion from the Consultative Economic Commissions and for the approval of the French government.

For the 2016 pricing period, Aéroports de Paris retained a non-uniform increase for Paris-Charles de Gaulle and Paris-Orly airports with respective increases of 11.8% and 15.5% in landing and parking fees and a reduction of 7.0% in passenger fees. A revaluation of the weighting of baseline gauge and changes in landing fees has also been retained with a 134.6% increase in the fixed portion of the landing fees and a 41% reduction in the variable portion.

With effect from 1 April 2016, Aéroports de Paris has also set up a new fee to standardise the pricing terms for sorting baggage in transit between Paris-Charles de Gaulle airport terminals. Alongside the new fee for the provision of sorting facilities for baggage in transit at Paris-Charles de Gaulle airport, the fees charged in terminal 1 and terminal 2 and the leases for sorting facilities for baggage in transit at Paris-Charles de Gaulle have been abolished and the scope of services provided to airlines has changed. The fee is based on the number of connecting passengers departing from Paris-Charles de Gaulle airport.



In addition, starting from the 2016 pricing period and for a time that should not exceed that of the 2016-2020 ERA, Aéroports de Paris has set up five temporary discounts to develop traffic and improve infrastructure use.

The three price discounts set out below do not include a set-off mechanism:

- a price discount on the fee per passenger to develop origin/destination passenger traffic;
- a price discount on the fee per passenger to develop connecting passenger traffic;
- a price discount on the parking fee to encourage rapid turnaround and thus improve infrastructure use.

For each discount, the overall rate for all airlines combined may not exceed a cap of 2016 €5.0 million. These maximum packages will change each year according to the average rate of change in airport fees governed by the 2016-2020 ERA.

Two additional price discounts, including an offset mechanism, have also been set up:

- a variable price discount on the parking fee for parking on the Paris-Charles de Gaulle and Paris-Orly platforms between 23:00 and 07:00 (local time);
- a discount on the fees for disabled and mobility-impaired persons according to signalling rates, with airlines giving at least 36 hours' notice at Paris-Orly airport.

## Revision or early termination of the contract

In the case of one of the following conditions being met, the Parties agree to examine the need for revising the contract in line with the procedures set out below.

**First condition:** relating to the measurement of traffic, assessed using the indicator QT(n), defined in the following manner:  $QT(n) = PAX(n-1)$

where: PAX (n-1) is the number of non-transit commercial passengers boarding or disembarking during the period between 1 September in year "n-2" and 31 August in year "n-1" at Paris-Charles de Gaulle and Paris-Orly airports.

An examination of the need to revise the contract would apply in the case of this indicator exceeding, for three years in a row, the value QTMM(n) defined below, or remaining for three years in a row this side of the value QTmm(n):

N	2017	2018	2019	2020
QTMM(n)	98,420,000	102,876,000	107,215,000	111,856,000
QTmm(n)	94,837,000	95,336,000	95,548,000	95,858,000

**Second condition:** in the event that at the end of the calendar years subsequent to 2016, investment expenditure on the regulated scope, cumulative since 1 January 2016, does not reach 75% of the amount anticipated.

Subject to the application of these conditions, and at the request of one of the Parties, where it believes that the new situation represents a substantial change to the economic conditions of the contract, they will agree to seek an amicable agreement on the principle and procedure for revising the Economic Regulation Agreement. In the case of an amicable

agreement, the Parties will revise the contract within a timeframe of two months, with this timeframe starting, if required, from the date of the Airport Consultative Committee opinion (as laid down by Article R. 224-4 of the Civil Aviation Code).

If no amicable agreement is reached within a period of one month following the request by the applicant Party, the Minister in charge of Civil Aviation will contact the Airport Advisory Committee within two weeks with regard to the principle and procedure for revising the contract. If the Airport Consultative Committee is of the opinion that it is necessary to revise the contract, the revision procedure will be implemented in line with this opinion and the Parties will revise the contract within a timeframe of two months, with this timeframe starting, if required, from the date of the Airport Consultative Committee opinion, as laid down by Article R. 224-4 of the Civil Aviation Code.

In addition, at the request of one of the Parties, where it believes that exceptional and unforeseeable circumstances other than those mentioned above, and which represent a fundamental shift in the contract economics, require the contract to be revised or brought to an end, they will agree to seek an amicable agreement on the need for revision or an early end to the contract. In the case of amicable agreement on revision, the Parties will also determine the preparation procedure. If no amicable agreement is reached within a period of one month following the request by the applicant party, the Minister in charge of Civil Aviation will consult the Airport Advisory Committee within two weeks with regard to the principle and procedure for revision or an early end to the contract. If the Airport Consultative Committee is of the opinion that it is necessary to revise the contract or that it is advisable to bring it to an end, the Ministers in charge of Civil Aviation and the economy will order the contract to be revised or brought to an early end, in line with the procedures recommended by the committee.

In the case of an early end to the contract without the agreement of the Parties, the fee tariffs will remain in force until the end of the pricing period laid down by the contract.

## Security

### Description of security activities

Government authorities are responsible for organising airport security and can delegate its implementation to airport operators or other stakeholders.

Under the authority of the relevant prefect and under the supervision of Government authorities, Aéroports de Paris is required to put the following in place:

- a security check and screening system for 100% of passengers (passage through a gate containing a metal detector) and all cabin baggage and personal effects (examined by X-ray). Since 31 January 2014, the checking of liquids, aerosols and gels using explosive detection equipment suitable for these types of products. Since 1 September 2015, security checkpoints have new equipment also enabling explosive detection on both passengers and cabin baggage;
- a security check system for hold baggage that ensures security checks of 100% of hold baggage according to procedures defined by the Government authorities, which essentially consists of explosive-detecting apparatus, generally integrated into airport baggage handling facilities, possibly accompanied by specially trained dogs;
- security check measures for staff and vehicles at each access point to restricted security areas within airports, as well as access control measures, involving biometrics in particular;

- security check and screening measures for supplies;
- security procedures for the use of facilities made available to the Group's partners (check-in counters, boarding lounges, etc.);
- specific layouts inside and outside terminals: physical separation of departing and arriving passenger flows, video-surveillance of security check-points and personnel access points, security partitions, secure emergency exits, and anti-return doors and corridors, etc.;
- patrolling procedures and monitoring of border security and controls in critical parts of restricted access security areas for airport identification cards and vehicle passes.

All of these measures must be described in a safety program established at each airport by Aéroports de Paris and submitted for information purposes to the Civil Aviation services. Security approvals will be issued to security programs for a maximum period of five years by the competent prefecture. Approval was given for five years for Paris-Le Bourget since the approval of the security programme on 28 June 2012, and for Paris-Orly since 29 March 2013. Paris-Charles de Gaulle's security programme was approved on 14 April 2014 until 29 March 2018 to align the approval of its security programme with those of Paris-Orly.

The security programmes set out the tasks, locations, resources and procedures to be used, and are supplemented by training plans for the hiring and training of staff working in the security field and quality assurance programmes that describe in particular Aéroports de Paris' supervisory mechanisms for overseeing security service providers.

Around 300 people are employed by Aéroports de Paris to directly perform security duties, and nearly 4,700 people are employed by external service providers specialising in carrying out security checks and screening, including the subsidiary Hub Safe. These companies, with the exception of Hub Safe, which enters into private contracts as a subsidiary of Aéroports de Paris, are selected by Aéroports de Paris on behalf of the French Government, after a public and competitive negotiated procedure.

### Funding of security activities

Security activities such as those relating to aircraft rescue and fire-fighting services and services for the prevention of animal hazards and those linked to measures employed within the framework of environmental controls are financed by the airport security tax collected for each departing passenger and each tonne of cargo or mail that is loaded.

### Retail and services

This segment includes all of Aéroports de Paris' retail activities (shops, bars and restaurants, car parks, rentals within terminals), the activities of commercial distribution joint ventures within airports (Société de Distribution Aéroportuaire and Relay@ADP) and advertising activities (Média Aéroports de Paris). Income from these is recognised using the equity method.

Since 1 January 2011, airport security tax totals €11.50 per departing passenger and €1.0 per tonne of cargo or mail. In order to increase the competitiveness of the Paris-Charles de Gaulle hub, since 1 April 2013, airport security tax has been set at €6.90 for departing connecting passengers.

In addition, a surcharge of €1.25 per departing passenger is paid into an equalisation system, which contributes towards funding these administrative activities at smaller French airports whose annual traffic is less than 5 million units of traffic, one unit of traffic being equal to one passenger or 100 kilograms of cargo or mail on boarding/loading or disembarkation/unloading. Since the Amending French Finance Act 2013 (Act no. 2013-1279 of 29 December 2013 amending Article 1609 quater of the General Tax Code), Aéroports de Paris, as a group of airports, no longer benefits from the equalisation system for the funding of security measures for Pontoise, Toussus-le-Noble and Issy-les-Moulineaux airports.

The airlines report to the *Direction Générale de l'Aviation Civile* (DGAC) on the number of passengers, freight cargo and mail loaded for flights made, upon departure from each airfield. This statement is accompanied by payment of the tax due. The DGAC performs the necessary checks on declarations received from airlines and ensures the recovery of the amounts due. It then repays to Aéroports de Paris the amounts received from airlines that departed from Parisian airports.

Aéroports de Paris provides the Ministers in charge of Aviation and the Budget with data relating to the costs for the current year, the previous year and subsequent years, which is required for setting the tax rate. The administration then notifies Aéroports de Paris of the data used for setting the tax rate. Security and safety activities may neither be profit-making nor loss-making over the total multi-year period. Revenues related to airport safety and security for 2015 amounted to €486 million.

Security measures were tightened following the 11 September 2001 attacks in the United States, and this led to a particularly rapid increase in security costs and costs for other general interest tasks financed by the airport security tax (recognised in "Revenue from airport safety and security services"), which rose from €174 million in 2002 to €486 million in 2015 at Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports, of which nearly 88% went towards security. This is made up mainly of sub-contracting costs, staff charges, depreciation of fixed assets and maintenance charges.

(in millions of euros)	2015	2014 restated	2015/2014 restated
Revenue	917	884	+3.8%
EBITDA	552	523	+5.7%
Share in associates and joint ventures from operating activities after adjustments related to acquisition of holdings	10	9	+8.4%
Operating income from ordinary activities (including operating activities of associates)	468	452	+3.6%





## General description of retail activities

Aéroports de Paris' commercial activities include the provision of paid-for goods and services to the general public: passengers, people accompanying them, staff working at airports. These include, for example, shops, bars and restaurants, banks and foreign exchange counters, car rental, advertising and, more generally, any other paid-for service (Internet, service stations, etc.).

Retail activities are at the heart of the Group's development, and thus contribute to the financial performance and attractiveness of its airports. Aéroports de Paris acts as lessor, developer, promoter and manager for commercial activities through its Société de Distribution Aéroportuaire, Média Aéroports de Paris and Relay@ADP subsidiaries.

## Breakdown of revenue

(in millions of euros)

	2015	2014 restated	2015/2014 restated
<b>Revenue</b>	<b>917</b>	<b>884</b>	<b>+3.8%</b>
Retail activities	433	401	+8.0%
Car parks and access roads	176	183	-3.9%
Industrial services revenue	133	128	+3.6%
Rental income	141	143	-1.5%
Other income	34	28	+21.9%

## Rental income from retail activities

(in millions of euros)

	2015	2014 restated	2015/2014 restated
<b>Retail (rents)</b>	<b>433</b>	<b>401</b>	<b>+8.0%</b>
Airside shops	311	284	+9.6%
Landside shops	15	15	-3.3%
Bars and restaurants	31	31	-1.7%
Advertising	33	29	+13.4%
Banks and foreign exchange	22	19	+15.7%
Car rental	13	13	+2.9%
Other	9	10	-14.0%

Retail activities carried out in landside areas are located before security check-points (customs, border police, security checks), and anyone can use them to make purchases. Retail activities carried out in airside areas are located after security check-points. Airside includes part of the space called the "Schengen Area", which no longer provides Border police controls, and the "International Area", where passengers on international flights to all countries outside the European Union, or to French overseas departments and territories, can purchase duty free products.

The proposed range of shops within Aéroports de Paris' terminals falls into two broad categories:

- strategic activities, which embody the positioning of "Paris, the Design Capital", and which offer the best profitability with regard to floor area<sup>(1)</sup>: Beauty (perfumes and cosmetics), Fashion & Accessories and Art of Living (Gastronomy, confectionery, wines and spirits). Aéroports de Paris has progressively chosen to operate these activities through Société de Distribution Aéroportuaire, which it co-owns with AELIA (a company belonging to the Lagardère group), and which operates in particular the Beauty, Alcohol and Tobacco activities as well as part of Gourmet Food and Fashion & Accessories;
- leisure and convenience activities: Newsagents, Bookshops, Photo-Audio-Visual, Souvenirs, Gifts, Toys and Pharmacies. A joint venture,

Relay@ADP, covering part of this scope has been in existence since 4 August 2011, and runs the Newsagents, Bookshops, Convenience and Souvenirs activities. The Company is 49%-owned by Aéroports de Paris, 49% by Lagardère Services, and 2% by Société de Distribution Aéroportuaire.

Previously, bars, restaurants and other retail services were mainly operated by third parties, although Relay@ADP opened a first restaurant unit under the Kayser brand in December 2012. From 1 February 2016, a joint venture, EPIGO, 50%-owned by Aéroports de Paris and 50%-owned by SSP became the operator for fast food in a number of terminals at Paris-Charles de Gaulle.

Aéroports de Paris receives income from the operators of its bars and restaurants, essentially based on the revenue from the activity in question. For Aéroports de Paris, revenue from retail activities is therefore closely linked to the gross revenue received by these operators.

Aéroports de Paris also received revenue from advertising at its platforms (marketed since June 2011 by Média Aéroports de Paris, co-owned with JCDecaux France SAS) and revenue from car-rental companies, banking and foreign exchange activities and several fee-paying services (baggage wrapping and luggage storage, telephony, etc.).

<sup>1</sup> Measurement indicator calculated by dividing the revenue earned by shops by the surface occupied in sq.m.



## Strategy relating to retail activity

Aéroports de Paris' commercial strategy is based on 3 major areas:

- marketing positioning "The Ultimate Parisian shopping and dining experience", broken down by supply (centred on 3 key product families and systematically featuring iconic French brands: Beauty, Fashion and Accessories and Art of Living), by the design of retail spaces conceptualised as moments of Paris, and by ambition in terms of service quality. This strategy is accompanied by an increase in the total area dedicated to shops (bars, restaurants and shops both landside and airside);
- creating brand awareness before arrival at the airport, notably in the most promising markets (China in particular);
- a unique concession model, with two main types of concession customers: joint ventures held jointly by Aéroports de Paris and a business line specialist, and direct brands. This business model gives Aéroports de Paris a good level of control over the implementation of its strategy.

This strategy has also meant that Aéroports de Paris has surpassed its ambition to achieve per-passenger revenue of €19 by end-2015. Per-passenger revenue has risen considerably over the last eight years, from €9.8 in 2006 to €19.7 in 2015, in what has been a difficult climate in Europe.

The Group has thus built a robust travel retail model for the Paris airports that has met growing competition from the town centre offering and has adapted to an environment that is uncertain in both legislative and economic terms.

Under CONNECT 2020<sup>(1)</sup>, Aéroports de Paris intends to consolidate and continue the development of its retail activities via three strategic priorities:

- offering the ultimate Parisian shopping and dining experience by:
  - standardising the offering within the international terminals through six major projects at Paris-Orly and Paris-Charles de Gaulle between 2016 and 2020,
  - enhancing the portfolio of star brands, notably via three strategic families (Beauty, Fashion and Accessories and the French Art of Living),
  - marking itself out from the competition on service quality;
- developing brand awareness before arrival at the airports by targeting frequent flyers and international customers;
- continuing to capitalise on the economic model by rolling it out in the catering businesses (through the creation of a fast food joint venture with SSP), and sensibly expanding the field of action of joint ventures outside our platforms.

The implementation of this strategy, combined with the creation of additional retail surfaces and the ongoing improvement of the passenger traffic mix, will allow the Group to achieve revenues per departing passenger of €23 for airside shops on a full-year basis after these infrastructural projects have been delivered at the end of the 2016-2020 period.

## Change in the total area dedicated to retail

(in thousands of sq.m.)	2009	2011	2012	2013	2014	2015	2009/2015
Airside shops	22	22	27	29	29	30	+38.1%
Of which, shops in International areas	18	18	22	22	23	24	+32.0%
Of which, shops in Schengen areas	4	5	5	6	6	6	+56.4%
Landside shops	5	4	4	5	5	5	-11.3%
Bars and restaurants	23	23	25	24	25	24	+5.2%
<b>TOTAL</b>	<b>50</b>	<b>50</b>	<b>56</b>	<b>57</b>	<b>59</b>	<b>59</b>	<b>+19.0%</b>

2015 was impacted by the opening of 39 shops corresponding to new surface areas or the redevelopment of existing shops. The main achievements include

- redesigning the central area at Paris-Orly West terminal with the opening of a number of brands previously absent from our terminals (Mango, Pandora) or from France (Victoria's Secret);
- the first phase of the redesign of International terminal 1;
- the start of the second phase of the redesign of Hall K in terminal 2E with the opening of 5 shops (Longchamp, Michael Kors, Burberry, Salvatore Ferragamo and Rolex);
- and the opening of the first gourmet restaurant with chef Guy Martin.

In addition to the development of the retail areas and the optimisation of their positioning in passenger flows, Aéroports de Paris has focused on defining a unique positioning revolving around the idea "The Ultimate

Parisian shopping and dining experience". A number of actions have been taken in support of this positioning. Firstly, a large majority of retail space developments have been allocated to Fashion, Beauty and Gourmet Food businesses. These businesses have also benefitted from the best sites.

Exclusive concepts have also been put in place, enabling local produce and savoir-faire to be highlighted. Prominent among these is the wine and champagne cellar in Halls K, L and M of terminal 2E and in the A-C link at Paris-Charles de Gaulle airport, which provides an exceptional offering with some fine wines that are difficult to find elsewhere.

Finally, Aéroports de Paris has greatly strengthened its portfolio of star brands embodying its positioning. As a result, iconic brands are now present, some for the first time at an airport: Chanel, Hermès, Dior, Cartier, Gucci, Prada, Miu Miu, Bottega Veneta, Fendi, Tod's, Bulgari, Burberry, Longchamp, Rolex, Ladurée, La Maison du Chocolat, Nespresso, Mariage Frères. These brands also have their own brand shops, enabling them to present their entire product range.

<sup>1</sup> See the Strategy section in this Chapter.



In addition to these activities, Aéroports de Paris has also significantly enriched its Leisure, Gifts and Convenience offering and diversified it by developing affordable product ranges:

- establishing a partnership with FNAC for nine shops;
- creation of an Air de Paris souvenir concept operated by Relay@ADP;

- enlargement and repositioning of pharmacies in passenger flows;
- developing accessibility in several product families: confectionery (opening of the first M&Ms store in Paris in terminal 2A), beauty (listing of new affordable brands such as MAC, Bourjois, Nuxe and Benefit cosmetics), and fashion (Mango, Victoria's Secret).

## Joint-ventures' activities

(in millions of euros)

	2015	2014 restated	2015/2014 restated
<b>Revenue of joint ventures (100%)</b>	<b>899</b>	<b>833</b>	<b>+7.9%</b>
<i>Société de Distribution Aéroportuaire</i>	708	655	+8.1%
<i>Relay@ADP</i>	139	132	+4.9%
<i>Média Aéroports De Paris</i>	52	46	+12.5%
<b>Net income of joint ventures (100%)</b>	<b>25</b>	<b>17</b>	<b>+50.3%</b>
<i>Société de Distribution Aéroportuaire</i>	18	12	+56.2%
<i>Relay@ADP</i>	3	2	+59.4%
<i>Média Aéroports De Paris</i>	4	3	+22.0%

## Société de Distribution Aéroportuaire

### Presentation

In parallel to the leasing of retail space, Aéroports de Paris is also involved in the direct management of retail space through its co-subsidiary Société de Distribution Aéroportuaire, a French simplified joint stock company (SAS) in partnership with airport distribution specialist Lagardère Duty Free<sup>(1)</sup>, a subsidiary of the Lagardère Travel Retail group<sup>(2)</sup>. Société de Distribution Aéroportuaire operates in the sale of tobacco, perfume-cosmetics, gourmet food and fashion and accessories.

According to the current Articles of Association, each partner holds 50% of the capital and has rights to 50% of the Company's earnings and reserves. Since 30 April 2013, Société de Distribution Aéroportuaire shares have been freely transferable subject to the provisions concerning pre-emptive rights and the approval of the partner of the transferee of the shares. Moreover, the Articles of Association for Aéroports de Paris allow for each of the partners to exclude the other partner and force the sale of its shares in the case of violation of a clause in the Articles of Association, or the bankruptcy or reduction in the capital of the partner in question to below the legal minimum. Aéroports de Paris will also be able to exclude AELIA should Lagardère Travel Retail Group lose control of this Lagardère Duty Free or in the event of termination or expiry of all leases drawn up with Aéroports de Paris setting out the terms of the Company's presence within Paris-Charles de Gaulle and Paris-Orly airports.

Aéroports de Paris and Lagardère Duty Free have set up a joint, balanced management framework through several governance bodies:

- a Chairmanship that is held by a company, SARL ADPLS Présidence, where the two joint managers are a representative of Lagardère Services, and a representative of Aéroports de Paris;

- a collective body known as the "Council", which consists of four representatives for each partner, as well as the Chairmanship of Société de Distribution Aéroportuaire;
- and an Executive Management team, whose role is to manage the Company from an operating standpoint.

### Strategy

It is the ambition of Société de Distribution Aéroportuaire to create the "ultimate" Parisian shopping experience for the product segments for which it is responsible. To do this, it operates the stores under its own brands (BuY Paris Duty Free for Beauty, Art of Living and Tobacco, and BuY Paris Collection for Fashion & Accessories) or through recognised and well positioned brands, in particular in the Gourmet Food and Fashion & Accessories segments.

At the end of 2015, Société de Distribution Aéroportuaire operated 141 stores over a total surface area of 23,361 sq.m. across all terminals at Paris-Charles de Gaulle and Paris-Orly airports.

## Relay@ADP

### Presentation

In August 2011, Aéroports de Paris and Lagardère Travel Retail created Relay@ADP, a French simplified joint stock company (SAS) and joint venture dedicated to newsagent, bookshop, convenience and souvenir activities. Aéroports de Paris has a 49% interest in the Company, as does Lagardère Travel Retail, while Société de Distribution Aéroportuaire has a 2% interest. The governance procedures for this company, and for excluding the joint partner, are comparable to those applicable to Société de Distribution Aéroportuaire. In addition, Relay@ADP shares are inalienable for nine years, until August 2019.

At the end of 2015, Relay@ADP managed 62 shops over a total area of 6,700 sq.m. across all terminals at Paris-Charles de Gaulle and Paris-Orly.

<sup>1</sup> Aelia changed its name on 15/10/15 and is now known as Lagardère Duty Free.

<sup>2</sup> Lagardère Services changed its name on 20/07/15 and is now known as Lagardère Travel Service.

## Strategy

The major strategic orientations implemented by Relay@ADP include:

- the opening of large stores under the Relay brand, allowing the establishment of several areas of offer differentiation based around travellers' needs. In May 2013, Relay@ADP inaugurated this new shop concept in the West Terminal of Paris-Orly;
- the development of the dedicated new concept by Souvenirs de Paris, "Air de Paris", which represents important development potential. The first store opened in 2011 in the Schengen area in the Paris-Orly South terminal. Eight stores of this type were open by late 2014 (including one mixed Relay and Air de Paris store).

## Média Aéroports De Paris

### Presentation

In June 2011, Aéroports de Paris and JCDecaux France SAS created Média Aéroports de Paris, SAS, a French joint venture intended primarily to operate and market advertising spaces and, additionally, to run a television medium dedicated to passenger/airport relations at airports operated by Aéroports de Paris within Île-de-France. Aéroports de Paris and JCDecaux France SAS each have a joint 50% interest in the company.

An extensively renewed range was introduced in 2011, which primarily offers the prospect of an improvement in service quality and innovation, through new outlets, which are fewer in number but more modern (these outlets have been designed by Patrick Jouin, the internationally renowned designer, and include a substantial number of digital screens) and with a more substantial and diversified event-driven offering. It also enables the potential of the visibility provided by Aéroports de Paris airports to be exploited to the best possible extent, and thus the financial profit for the partners to be optimised.

The governance procedures, and the procedures for excluding the joint partner, are comparable to those applicable to Société de Distribution Aéroportuaire. In addition, Média Aéroports de Paris shares are inalienable for 9.5 years, until December 2019.

## EPIGO

### Presentation

In December 2015, Aéroports de Paris and Select Service Partner set up 2015 EPIGO, a French simplified joint stock company (SAS) and joint venture to adapt, operate and develop fast food outlets. This new entity, which will commence operations on 1 February 2016, will operate over 30 outlets in terminals 2E (hall K and hall L), 2F, 1 and 3 at Paris-Charles de Gaulle airport over a 9-year period. Select Service Partner was retained after public consultation. The formation of EPIGO was approved by the European Competition Authorities in September 2015.

Each partner holds 50% of the capital and has rights to 50% of the company's earnings and reserves. EPIGO shares are inalienable for 9 years, until December 2024. Moreover, the Articles of Association for Aéroports de Paris allow for each of the partners to exclude the other partner and force the sale of its shares in the case of violation of a clause in the Articles of Association, or the bankruptcy or reduction in the capital of the partner in question to below the legal minimum. Aéroports de Paris will also be able to exclude Select Service Partner should there be a change in its control or in the event of termination or expiry of all contracts drawn up with Aéroports de Paris setting out the terms of the company's presence within Paris-Charles de Gaulle airport.

Aéroports de Paris and Select Service Partner have set up a joint, balanced management framework through several governance bodies:

- a Chairmanship that is held by a company, SARL EPIGO Présidence, where the two joint managers are a representative of Select Service Partner, and a representative of Aéroports de Paris;
- a collective body known as the "Council", which consists of four representatives for each partner, as well as the Chairmanship of EPIGO;
- a Senior Management team, whose role is to manage the Company from an operating standpoint.

## Strategy

Through this joint company, Aéroports de Paris aims to further improve reception and services offered to passengers, who will now have a diversified and renewed range (French bakeries, coffee shop, fast casual, Asian and bar brands).

## Industrial services revenue

Industrial services include the production and supply of heat for heating purposes, through the use of thermal installations and hot water distribution networks, the production and supply of cold for the air conditioning of installations, through the use of refrigeration stations (powered by electricity) and cold water distribution networks, the supply of drinking water and the collection of waste water, waste collection and the supply of electricity. Most of the electricity used at the airports is bought in from outside, although Aéroports de Paris does have some generating capability to cover its aviation facilities immediately in the event of interruption in supply.

## The user service offering

As part of its constant concern to improve passenger satisfaction and the services provided to its customers, Aéroports de Paris has put in place a vast range of services, which it is continually adapting.

## Passenger information

Passengers using the Aéroports de Paris platforms can call a telephone line 24/7 (39 50) with an interactive voice server to obtain information quickly or speak directly to one of our agents. Aéroports de Paris also has a multilingual website available on all media (computer, tablet and smartphone), [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr), providing information on flight schedules (including the service "Mon vol en direct", which sends an email alert every time a flight is confirmed or changed), airlines, access routes to airports, car parks with an online booking option, trip preparation (formalities, etc.), services, shops and restaurants at the airport. Paris Worldwide magazine and its mobile app available on Apple and Android smartphones offer passengers tourist and cultural information on Paris and highlight commercial offerings and news at Paris airports. Finally, a television channel is broadcast on over 200 screens in the terminal.

Internet spaces and terminals have been installed in all of the terminals to make it easier for passengers to connect, and Hub One, an Aéroports de Paris subsidiary, has rolled out a Wi-Fi network that enables the public to connect to the Internet free of charge. Almost 100 touch-screen information points in 10 languages have also been installed at Paris-Orly and Paris-Charles de Gaulle. To adapt to the increasing use of smartphones, the website has developed a mobile web service and an app (MyAirport), which are available in 10 languages for iPhone, Android and Windows Phone (more than one million downloads) and allow users to view flight schedules and information in real time.



## Reception and comfort

In landside areas, all terminals have reception and information counters that are accessible to people who are disabled or have reduced mobility and there are information counters dedicated specifically to tourist information in partnership with the Regional Tourism Committee. In 2015, particular emphasis was placed on raising awareness among all contact personnel on the key role they play in terms of welcoming and advising customers. In parallel to raising awareness on culture-specific issues, personnel are now better informed of customers' expectations and profiles and of the service offering, which they can now promote better. This approach, which initially came from our personnel, has been gradually extended to other community stakeholders in direct contact with our customers (reception sub-contractors, security, taxis, etc.).

Whatever their profile, passengers will find something to while the time away. All boarding lounges offer games:

- children can play in the "Disney" play areas or on the topic of airport jobs;
- children and parents can play alone or against each other on PS4 consoles and can rediscover their original iconic video game heroes from the 80s thanks to the arcade gaming concept;
- novice or more advanced musicians can become concert pianists on pianos made available free of charge.

Passengers can also go to mini-lounges to watch films, or to spaces set up in partnership with Universal Music France to listen to a selection of new music or Web radio stations or watch music videos. Three multimedia

rooms have been installed in Paris-Orly's South terminal, and terminal 2G and satellite 4, terminal 1, of Paris-Charles de Gaulle airport. They allow passengers to settle down comfortably and receive a free supply of films, series, music and newspapers to read on touchscreen tablets.

## Efficient traffic flow

An information system showing live waiting times has been rolled out at some security checks. Passengers can now view their waiting time on display boards before they reach these areas. For parents accompanying children, family security checkpoints are set up at Paris-Orly and Paris-Charles de Gaulle during school holidays. During these periods, each child receives an original puzzle book featuring Disney characters at the airport.

In addition the PARAFE (Rapid Automated Passage through External Borders) system, which was implemented by the French Ministry of the Interior, Overseas, Local Authorities, and Immigration, enables passengers to cross the border more rapidly, independently and completely free of charge, thanks to automatic gates, and to electronic passports and finger printing technology.

The Resa Parking range has been enhanced and offers a diversified range of packages to meet different customer needs. It is available for all terminals at Paris-Charles de Gaulle and Paris-Orly.

## Real estate

(in millions of euros)

	2015	2014 restated	2015/2014 restated
Revenue	265	264	+0.4%
External revenue (generated with third parties)	213	212	+0.6%
Internal revenue	52	52	-0.7%
EBITDA	170	164	+3.6%
Operating Income from Ordinary Activities (including operating activities of associates)	115	119	-3.5%

## Presentation of the activity

Real estate activity excluding terminals represents a strategic axis for development and has become a focus for growth for the Group with an economic cycle that differs from that of the Group's other activities. The strong development potential, resulting from the Company's substantial real estate reserves, density that is still low in certain areas, and the reversion potential of land occupied, is an important driver of the creation of value for Aéroports de Paris.

As the landowner and developer, Aéroports de Paris prepares and services land that it then makes available to investors or users, who pay rent for this provision. Aéroports de Paris also acts as a developer or investor, managing real estate projects to meet its own needs and those of companies seeking to establish operations within its airports.

As a real estate owner, Aéroports de Paris manages its assets (commercial strategy, remodelling and renovation), manages rents (marketing, tenant relations, rents and charges, regulatory obligations and maintenance and repair management) and offers additional services to tenants (repairs, security or cleaning).

Two categories of supplementary real estate assets may be identified:

- aeronautical real estate includes land or buildings intended for any aeronautical activity outside the terminals or requiring direct access to runways, such as aircraft maintenance hangars, frontline cargo terminals or industrial buildings (such as catering);
- diversification real estate, which includes land or buildings that do not have direct access to runways, or for which this access is not essential to the operation of the activity accommodated, such as offices, hotels, retail premises and business, logistics premises and warehouses. These real estate activities are excluded from the regulated scope since 1 January 2011.

Aéroports de Paris provides real estate services to its customers, who belong to such varied sectors of activity as Air France-KLM, FedEx, Unibail-Rodamco, Accor, La Poste, Bolloré Logistics, Kuehne+Nagel, Casino, FNAC, Dassault or Servair. The top ten customers represent around 60% of external revenue in 2015. Leases are mainly long term, thus limiting rental risk. Thus at 31 December 2015, 52% of leases had a maturity date of 9 years or more. For leased land, building and long-term leases may have a term of as long as 70 years. For leased buildings, the leases are commercial or civil.

## The land portfolio dedicated to real estate activity

Aéroports de Paris owns its entire land portfolio, which extends over 6,686 hectares, of which 4,601 hectares are reserved for aviation, 775 hectares are areas that cannot be exploited, and 1,310 hectares are dedicated to real estate activities.

The surface areas available for real estate break down as follows:

(in hectares)	Aeronautical	Diversification	Total
<b>Surfaces dedicated to real estate</b>	<b>444</b>	<b>866</b>	<b>1,310</b>
Land reserves	45	336	381
Land used for ADP buildings	122	204	326
Land leased to third parties	277	326	603

Land reserves are used for projects that are compatible with the local town plan for the relevant municipality (SCOT, SDRIF and CDT plans).

Out of a total of 30 hectares used for projects in 2015 (of which 6 hectares for cargo at Paris-Orly, 3 hectares for maintenance at Paris-Charles de Gaulle and 16 hectares for logistics at Paris-Orly), 24 have seen the real estate land reserves reduced.

Land leased to third parties was located at Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports as well as at civil airfields. Nearly 60% of the land leased to third parties is linked to airport activities at

Paris-Charles de Gaulle airport, 20% at Paris-Orly airport, and 50% at Paris-Le Bourget and general aviation aerodromes.

## Leased buildings

In 2015, 71,500 sq.m were built, with 16,200 sq.m of warehouses and offices for DHL, 27,000 sq.m of hotels for the Accor group, 8,800 sq.m for courier services and 19,500 sq.m of offices at Cœur d'Orly.

Usable commercial space at the end of 2015 totalled 1,125,600 sq.m. The occupancy rate was 91%.

Leased surfaces break down as follows:

(in thousands of sq.m.)	Aeronautical	Diversification	Total
<b>Surfaces leased</b>	<b>531</b>	<b>495</b>	<b>1,026</b>
Cargo buildings	215	6	217
Maintenance hangars	295	-	295
Business and logistics premises	7	102	109
Offices	8	147	155
Internal rentals	3	155	159
Other buildings	7	85	92

## Real estate activity positioning

Aéroports de Paris has a first-class competitive position on the Île-de-France region's real estate market thanks to the following strengths:

- significant land reserves: the ability to offer large areas of land to a single tenant within districts that are already largely connected to the airport presents an opportunity for companies seeking to group together large office spaces, warehouses and courier services close to Paris;
- quality assets: the assets are fully-owned, the land leases are long-term leases, and these assets are distributed throughout three additional airports;
- a preferential geographical location because of the proximity to Paris and the location of the assets and land at the heart of two of the three largest economic hubs in the Île-de-France region, which are an essential driver of the national and regional economy;
- future improvement to the service through public transport: with the completion of CDG Express and the Grand Paris Express, which provides for the installation on Aéroports de Paris land of 4 stations on the 14, 17 and 18 lines, of which two at Paris-Charles de Gaulle, one at Paris-Orly and one at Paris-Le Bourget.

In addition, Aéroports de Paris has significant real estate development opportunities:

- some districts offer considerable potential for diversification;
- a strategy of winning market share has been rolled out, particularly covering offices, hotels, operating premises and cargo;
- the asset management policy adopted enhances the value of the existing land and real estate assets (remodelling, renovation or demolition, etc.).

## Real estate activity strategy

In terms of its real estate activity, Aéroports de Paris hopes to perform at the same level as a first-class integrated property operator, making use of the development potential provided by the airport and its proximity to Paris and benefiting from long-term leases, leading to solid revenues over the long term. This ambition rests on a strategy of developing Villes Aéroportuaires (Airport Cities) that consists of creating districts that offer companies and their employees a good quality of life (easy to access, sustainable planning, high quality landscaped areas and a diverse range of shops and services, etc.).

The economic model for real estate activity is based on two markets: airport real estate and real estate diversification, offering prospects for value creation over the medium term and in two business lines.





The manager business line is founded on a solid model with diversified asset classes (hotels, offices, shops, logistics and manufacturing) and lease maturities offering long-term revenue visibility. The Group intends to continue strengthening service quality to customers, with a sustainable development policy (certified environmentally-friendly buildings, sustainable area planning, etc.), upgrading holdings and securing sites. Annual satisfaction surveys carried out among our customers reveal an increasing satisfaction rate.

The developer business line is based on flexibility between land reserve planning and investing in real estate assets

The Group intends to reinforce its position as an investor, particularly in the hotel and logistics sectors while conducting an active policy to upgrade existing assets and acquiring adjacent land to prepare for the future.

At year end-2015, 329,200 sq.m of buildings belonging to Aéroports de Paris or third parties were delivered, with a target of 320,000 sq.m to 360,000 sq.m between 2011 and 2015, of which 17% were in airport real estate and 83% in real estate diversification.

Over the period 2016-2020, Aéroports de Paris has set a target of 10-15% growth in external rent excluding indexing between 2014 and 2020. In parallel, refurbishing existing holdings will cost €103 million and 100,000 sq.m of obsolete buildings will be demolished.

This will require investment of around €571 million (including costs for capitalisable projects) for the parent company and around €230 million for its subsidiaries, for the refurbishment of assets and development, or some €800 million in total, of which €513 million (including subsidiaries and debt) as an investor and €223 million for maintenance and servicing of assets and the asset management policy, the remainder as developer.

## Breakdown of projects at 31 December 2015

Platform	Type of real estate	Aéroports de Paris' role	Client	Project	Commissioning	Surface area (sq.m.)
<b>Projects delivered 2011-2015</b>						
Total projects commissioned over the 2011-2014 period						257,700
CDG	Aeronautical	Developer	DHL	Storage and offices	2015	16,200
CDG	Diversification	Developer	Accor	Hotels 3*	2015	27,000
ORY	Diversification	Developer	Miscellaneous	Mailing	2015	8,800
ORY	Diversification	Developer/Investor	Offices	Cœur d'Orly	2015	19,500
<b>TOTAL PROJECTS COMMISSIONED IN 2015</b>						<b>71,500</b>
<b>TOTAL PROJECTS COMMISSIONED OVER THE PERIOD 2011-2015; TARGET<sup>(1)</sup> 320,000 TO 360,000 SQ.M</b>						<b>329,200</b>
Platform	Type of real estate	Aéroports de Paris' role	Client	Project	Commissioning	Surface area (sq.m.)
<b>Projects planned</b>						108,500
CDG	Diversification	Developer	Sogafo/SDV	Offices and storage	2016	37,500
CDG	Aeronautical	Investor	TCR Manustra	Operation premises	2016	4,700
CDG	Diversification	Developer	Miscellaneous	Warehouse	2016	1,000
CDG	Diversification	Investor	Miscellaneous	Offices	2016	700
CDG	Aeronautical	Developer	Aerostructure	Maintenance	2016	19,000
ORY	Diversification	Developer	Accor	Hotels	2016-17	15,000
CDG	Diversification	Investor	Registered office	Offices	2016	17,100
<b>Projects in progress – building permit obtained or pending (delivery before 2020)</b>						<b>108,500</b>

<sup>1</sup> Development objective in respect of Aéroports de Paris land, for land used for Aéroports de Paris or third party buildings, between 2011 and 2015.

## Real estate activity at the Paris-Charles de Gaulle airport

The airport real estate consists mainly of buildings assigned to cargo or maintenance activities and service activities connected with the development of the Ville Aéroportuaire (Roissypole).

## Cargo

Cargo City at Paris-Charles de Gaulle has a total of 300 ha dedicated to cargo, the only one of its kind in Europe. It hosts 12 of the 14 world leaders in the sector with a record occupancy rate of 95% at 31 August 2015.

The cargo strategy for Paris-Charles de Gaulle airport is focused on two areas:

- supporting the growth of express cargo traffic, particularly through the continued expansion of the FedEx hub and the delivering a 8,800 sq.m. express sorting centre for Sodexo in 2015;
- strengthening of the airport's positioning as a European leader in cargo, in terms of tonnes processed with the aim of doubling tonnage over the long term based on three levers:
  - improving the active front line (the area containing the warehouses that are closest to the aircraft, at the border between airside and landside) by investing in new warehouses,
  - the development of new world-class infrastructure for cargo (transit) operators: cargo courier services for DHL Forwarding (developed by Goodman) with a surface area of 16,200 sq.m (delivered in 2015) and 37,500 sq.m for SDV (Bolloré Logistics Group) (to be delivered in early 2016),
  - renovation and increased density of areas assigned to cargo and optimisation of the operating processes, in particular by securing accesses to Cargo City and setting up services for our customers.

## Services

The strategy for developing real estate services is based around these key projects:

- the development of the *Ville Aéroportuaire* in the Roissypole business district, the first Airport City worldwide, which now includes around 230,000 sq.m. of offices and 112,000 sq.m. of hotels. This district, which is connected to the various Paris-Charles de Gaulle terminals, primarily consists of offices: the Continental Square complex with a surface area of around 50,000 sq.m, the Altai building measuring 13,250 sq.m and in the near future a complex comprising the new head office of Aéroports de Paris measuring 17,100 sq.m and the Baïkal building, measuring 13,500 sq.m (2018);
- the expansion of the Roissypole hotel offering. After the commissioning in early 2011 of the extension to the Ibis hotel (+8,600 sq.m.), the hotel offering has been increased following the delivery in 2014 of the citizenM hotel (230 rooms covering 6,100 sq.m.) and two new hotels for the Accor Group (27,000 sq.m and 600 rooms);
- Aéroville, developed by Unibail-Rodamco, is a retail and services centre covering 110,000 sq.m. over 12 hectares delivered in 2013. Aimed primarily at platform employees and local residents, this shopping centre offers an Auchan hypermarket with Drive, a 12-screen multiplex for EuropaCorp (Luc Besson), 30 restaurants, 205 shops and 4,000 parking spaces.

## Real estate activity at the Paris-Orly airport

Paris-Orly airport's goal is to become a major business hub at the heart of Orly, the largest economic cluster in the southern Île-de-France region, based on the *Ville Aéroportuaire* development strategy.

Paris-Orly is also developing a full range of diversified products on all its land reserves for service activities and for logistics and courier business activities, with excellent road access and proximity to the agri-food cluster at the Rungis national wholesale food market.

The Paris-Orly platform is served by public transport (Orlyval-RER B, RER C and the T7 tramway), which will be supplemented by two new Grand Paris Express lines (lines 18 and 14) by 2024. The project to extend the T7 tramway line to Juvisy is currently being studied. As part of the South interconnection project for high speed lines, a TGV station could also be created in the longer term.

Pre-launch of *Ville Aéroportuaire*, the first phase of the Cœur d'Orly project, to include the construction, over 13.5 hectares, of 160,000 sq.m of buildings, including 41,000 sq.m of shops and a 35,000 sq.m hotel complex launched by the Accor Group comprising a Novotel, an Ibis Budget and an extension of the existing Ibis (360 additional rooms overall) plus the 19,500 sq.m Askia building. The other office projects have been suspended for the time being<sup>(1)</sup>. Aéroports de Paris is a 50% co-investor in the office and retail project, alongside the Altarea/Foncière des Régions Group. This project represents a total investment for the parties involved of around €450 million, excluding hotels. Designed by architect Jean-Michel Wilmotte, the first office building, Askia (19,500 sq.m), was delivered in late October 2015. It meets the NF-Bâtiments tertiaires HQE®, BBC-effinergie® and BREEAM energy efficiency standards. It is connected to the existing geothermal network used by the airport. Aéroports de Paris has decided to combine some of its services within Askia and has committed to using 50% of the building's office space over 9 years.

Lastly, to support traffic growth at Paris-Orly airport, a substantial development strategy involving the diversification of hotel capacity across all platforms will almost double the current hotel offering at Paris-Orly by 2025.

Local shops may also be opened in proximity to the platforms.

The Roméo activity park project, with a surface area of 22,000 sq.m, and wholly supported by Aéroports de Paris, has just been launched, with a first phase (11,000 sq.m) to be delivered in the 2<sup>nd</sup> half of 2017.

At the Vendavel park, Vailog delivered 8,800 sq.m in courier warehousing in 2015 for Dachser and will deliver 17,800 sq. m in courier warehousing for TNT by end-2016.

In addition to the development operations, a major operation to redesign the Orlytech office park was launched in 2013. This project consists of remodelling 19 buildings with a total surface area of 28,600 sq.m. built in the 1990s so that they meet the highest market standards. Two fully refurbished buildings were delivered in 2015. This project is accompanied by the qualitative redesign of the buildings' surroundings.

## Real estate activity at the Paris-Le Bourget airport

On Paris-Le Bourget platform, a 122-room Marriott Hotel was opened in March 2015.

Aéroports de Paris has significant areas available for development to the south of this platform. A cooperation protocol was signed on 24 July 2015 at Le Bourget between Aéroports de Paris, elected representatives and regional partners to examine the pre-launch of an urban project to enhance the attractiveness of the region by 2024. The studies involved a real estate complex including a refurbished air and space museum, a leisure centre with services and shops, hotels and service industries. The complex will have even better access once the no. 17 metro line is extended.

<sup>1</sup> See Chapter 9 – Impairment charge for development studies relating to office projects at Cœur d'Orly.



## International and airport developments

The “International and airport developments” segment consists of the businesses within Aéroports de Paris’ subsidiaries and holdings that operate airport management, engineering and construction activities.

Created in 2012 and renamed in 2014, this segment includes Aéroports de Paris Management, ADP Ingénierie, and the holdings in Schiphol Group, TAV Airports and TAV Construction.

(in millions of euros)	Revenue		EBITDA		Operating income from ordinary activities (including operating activities of associates)	
	2015	2015/2014	2015	2015/2014	2015	2015/2014
Aéroports de Paris Management	18	+23.7%	0	na	1	na
ADP Ingénierie	79	+20.8%	(5)	na	(5)	na
TAV Airports <sup>(1)</sup>	-	-	-	-	36	-9.4%
TAV Construction <sup>(1)</sup>	-	-	-	-	6	-33.4%
Schiphol Group <sup>(1)</sup>	-	-	-	-	19	+19.3%
<b>TOTAL</b>	<b>96</b>	<b>+21.2%</b>	<b>(9)</b>	<b>NA</b>	<b>53</b>	<b>-16.2%</b>

<sup>1</sup> Company accounted for using the equity method.

NA: Not Applicable.

### Aéroports de Paris Management

100%-owned by Aéroports de Paris, Aéroports de Paris Management’s activity is airport management and the equity investment in airport companies outside Paris. The equity stakes held by Aéroports de Paris Management are as follows:

- Mexico: a 25.5% stake since 2000 in the Mexican company Servicios de Tecnología Aeroportuaria (SETA), which itself has a 16.7% stake in the holding company Grupo Aeroportuario del Centro Norte (GACN), which controls 13 airports in the north and centre of Mexico, including Monterrey International Airport. At the same time, SETA signed a 15-year technical assistance and technology transfer contract with GACN in 2000, which was renewed on 13 May 2015 for a 5.5 year term and can thereafter be extended by one-year tranches renewed by tacit agreement. In 2015, the airports managed by GACN handled 17.1 million passengers, an increase of 10.6% compared with 2013;
- Belgium: a 25.6% stake in the Belgian company Liege Airport since 1999. This company manages the Liège-Bierset airport, which is an important platform for cargo traffic. ADPM has specific rights via partnership agreements. Aéroports de Paris Management renewed these agreements for a 15-year term in 2015;
- Guinea: a 29% stake in the Guinean company Société Guinéenne de Gestion et d'Exploitation de l'Aéroport de Conakry (SOGEAC), in addition to a technical assistance contract for the management of the airport that is valid until November 2018. In particular, Aéroports de Paris Management is assisting SOGEAC with renovation and extension work on its facilities. In 2015, the airport welcomed 0.3 million passengers, up 7.2% a year in 2014 affected by the Ebola epidemic;
- Saudi Arabia: a 5% stake in the Saudi company Matar since 2007, whose objective is to carry out the operation and maintenance of the Hajj terminal at Jeddah airport, which receives religious traffic. At the same time, in 2007, Aéroports de Paris Management signed a technical support contract extended until 31 December 2016 with the Hajj terminal operator. The Hajj terminal welcomed 7.3 million passengers in 2015, up slightly by 0.8% due mainly to the low number of authorisations issued to pilgrims this year;

- Jordan: a 9.5% stake in the Jordanian company AIG, which holds the concession for Queen Alia International Airport in Amman, since 2007. With a 25-year duration, the concession contract provides for the redevelopment of the existing terminal and the construction of an additional terminal with a capacity of 12 million passengers. The first phase of construction (7 million passengers) was completed in February 2013. The 2<sup>nd</sup> phase, which is expected to increase capacity to 12 million passengers, began in December 2013, with delivery scheduled for the end of July 2016. Aéroports de Paris Management also owns 100% of the Jordanian company Jordan Airport Management (JAM) responsible for the terminal operation for the duration of the concession. The airport is expected to welcome 7.1 million passengers in 2015, up 0.1%;
- Republic of Mauritius: a 10% stake in the company ATOL (Airport Terminal Operations Limited), the Company holding the concession for the new terminal at the Republic of Mauritius international airport, since 2008. With a 15-year duration, the concession contract provides for the construction and management of the new 4.5 million passenger capacity terminal that has replaced the old one. Aéroports de Paris Management also signed a technical assistance contract with ATOL in 2008 for the commissioning and management of the new terminal, effective up to May 2016. This new terminal officially became operational on 12 September 2013. The airport welcomed 3.2 million passengers in 2015, an increase of 9.6% compared with 2014;
- Croatia: the consortium ZAIG-A Ltd, the sole shareholder of the company holding the concession, MZLZ (Medunarodna Zracna Luka Zagreb d.d.), joining forces with Aéroports de Paris Management (20.8% of capital), TAV Airports (15.0%), Bouygues Bâtiments International, the Croatian company Viadukt, Fonds Marguerite and IFC (a member of the World Bank Group), was appointed in April 2012 by the Croatian Government as the successful bidder of the concession contract for the Zagreb airport. The financing agreements were signed on 4 December 2013. The project includes a new 65,000 sq.m. terminal designed to accommodate five million passengers by 2016, replacing the current terminal. The foundation stone-laying ceremony took place on 21 May 2014. Aéroports de Paris Management, in partnership with TAV Airports, will oversee the operation and maintenance of the entire airport for 30 years. The airport welcomed 2.6 million passengers in 2015, an increase of 6.5%;

- Chile: Socieda Concesionaria Nuevo Pudahuel, a company under Chilean law in which ADPM, VINCI Airports and Astaldi hold respective stakes of 45%, 40% and 15% the concession for Santiago International Airport for a 20-year term on 5 May 2015. It is the historic basis for the company LAN Chile. Nuevo Pudahuel took over management of the airport on 1 October 2015 at the end of the previous concession and will provide the funding, design and construction of a new 175,000 sq.m terminal which will increase the airport's capacity to 30 million passengers, with potential for expansion beyond 45 million. Aéroports de Paris Management provides technical support to the company holding the concession via a technical support contract valid until 2035. The airport welcomed 17.2 million passengers in 2015, an increase of 7.2% compared with 2014, almost half of which were international passengers.

## ADP Ingénierie

### Presentation

ADP Ingénierie (ADPI), a global leader in airport design, is wholly owned by Aéroports de Paris. Its core activity is designing and successfully undertaking international development and infrastructure projects, mainly in the airport field. It provides consultancy, project contracting assistance and supervision services (studies and supervision of works), as well as project management services related to French delegated project contracting assignments. ADPI also works in other fields, in particular large-scale infrastructure projects presenting challenges in terms of managing complex flows.

It is involved in all stages of projects that its customers wish to implement:

- during the upstream planning and programme phase, by conducting several types of technical and economic studies (feasibility studies, traffic forecasts, dimensioning of facilities, site plans) and consultancy;
- during the initial design phase, by performing preliminary design work (which covers the initial definition of technical elements, the assessment of project costs, the determination of the architectural style of buildings and their geometric characteristics);
- during the detailed design and preparation of contractors' tender documents phase, in order to define in detail technical specifications, the technical features of facilities, the provisional project cost and the estimated timeframe for the completion of work;
- during the construction phase, through assistance assignments or the steering of supervision of works and the commissioning of the facilities;
- furthermore, at each stage of a project, ADPI can also provide advice and support to the contract owner to optimise operations and secure the success of projects.

The company mainly operates internationally and has facilities in Dubai, Bahrain, Oman, Central America (Panama), Africa (Ethiopia), Hong Kong and Taiwan. In France, activity is being refocused and developed mainly around airport expertise and the management of complex flows.

### Main projects in progress in 2015

The Company is experiencing buoyant activity in the Persian Gulf and in the United Arab Emirates in particular:

- in Dubai: continued supervision of the work to extend terminal 2 and satellite D, and various baggage systems at Dubai airport;
- in Jebel Ali: participation in the development of the passenger terminal at Al Maktoum international airport;

- in Oman: project management of the construction of several airports in the Sultanate of Oman, including Muscat and Salalah airports, and the designing of four regional airports in the Sultanate;
- in Bahrain: preparation of the site plan and studies and supervision of the new international terminal;
- in Kuwait: participation in the design of a temporary terminal at Kuwait airport.

ADPI is also active in Asia:

- in Beijing (China): after winning the international competition for the design of terminal 1 for the new Daxing international airport in 2014, ADPI is preparing a compliance review and the technical specifications; it is also providing consultancy services on passenger flow studies, budget, parking and signage studies;
- in Taiwan: designing the new control tower at Taipei airport, conducting studies and supervising runway refurbishment;
- in Shanghai (China): conducting review services aimed at optimising the plans to extend the airport by building a new satellite;
- in Macao: updating the Site Plan for the airport (produced by ADPI in 2011).

In Africa:

- in Ethiopia: consultancy and project contracting assistance services for the extending of Addis-Ababa airport;
- in Kenya: supervision of work on Nairobi airport's runways;
- in Tanzania: remodelling and expanding Dar es Salaam airport and supervision of the construction of a new terminal at Zanzibar airport;
- in Mauritius: designing the new airport control tower.

In Europe:

- the company is using its expertise in BIM (Building Information Modelling) in the completion of the link between the South and West terminals at Paris-Orly (One Roof), in conjunction with in-house engineering;
- in France: creation of parking stands and partial rehabilitation of runways at Brest airport;
- in Luxembourg: technical support contract with the Air Navigation Administration of Luxembourg involving the provision of expertise and recommendations in the field of aviation;
- in Tbilisi (Georgia): through a subcontracting arrangement with TAV, remodelling of the runway and aircraft taxiways at Tbilisi airport.

In Central America:

- in Panama: project management and supervision of the work on the extension of Tocumen International Airport near Panama City: new terminal (70,000 sq.m., designed by Foster), new control tower and new system of runways.

In synergy with the Aéroports de Paris Group:

- with TAV construction, conducting studies on the design of the new terminal in Abu Dhabi and two projects in Saudi Arabia (hangars in Jeddah and terminal 5 in Riyadh);
- support for the Aéroports de Paris Group for responses to public tenders for airport concessions.



## New contracts and awards received in 2015

### In Asia:

- in Chengdu: ADPI won the international competition for the site plan and functional and architectural design of two passenger terminals for the future airport and airport city;
- in Korea: in partnership with KOTI, ADPI is cooperating in the search for a site and feasibility studies for the new international airport of Yeongnam province;
- in Hong Kong: in association with Meinhardt, ADPI won two calls for tender for design services relating to the extension of capacity at terminal 1 of the international airport and the extension of its aircraft parking facilities;
- in Shanghai: ADPI was chosen by the Chinese authorities and one of the main local design institutes to audit the future development projects of Shanghai-Pudong international airport;
- in Nepal: ADPI won a consulting contract to review the master plan for Tribhuvan international airport.

### In Africa:

- in Mali: monitoring the completion of the upgrade and extension works to Bamako Sékou airport and assistance with the commissioning of the terminal;
- in Senegal: setting up technical support for the completion of work on Blaise Diagne international airport.

### In the Gulf:

- in Dubai: ADPI was chosen to carry out design surveys for a new VIP pavilion and external infrastructure for Ras Al Khaimah airport;
- in Jebel Ali: ADPI signed a contract for the provision of consulting services for airport systems and infrastructures (baggage sorting) at Al Maktoum international airport.

ADPI was recognised at the 8<sup>th</sup> Global Infrastructure Leadership Forum (Washington) for its work on a number of major airports, including King Abdulaziz airport in Jeddah (Saudi Arabia), which was voted Engineering Project of the Year.

### In Latin America:

- in Chile: ADPI is in charge of developing the new terminal T2, refurbishing terminal T1 and is responsible for airport systems and pavement engineering for these two terminals.

### In Europe:

- in France:
  - monitoring the TDS3 baggage sort project and prime contractor for the TBS4 project at Paris-Charles de Gaulle,
  - BIM assistance for the link project and internal projects at the Paris-Orly South terminal,
  - technical support to the prime contractor for the new Aéroports de Paris head office,
  - prime contractor for the future VIP pavilion at Paris-Orly airport,
  - airport development study for Montpellier Méditerranée airport;
- in Belgium: ground radar positioning survey on behalf of Walloon airports.

## Commissioning of buildings and facilities designed by ADP Ingénierie in 2015

- Commissioning after full refurbishment of the main airport runway at Saint Denis de la Réunion.
- Operational commissioning of Salalah airport in Oman.

## Strategy

ADP Ingénierie is one of the world's leading design consultancies in its field, and one of the largest engineering design companies in France with recognised international expertise. ADPI's development strategy is structured around the following axes:

- strengthen the core business activity of the company and consolidate a position as a global benchmark in all areas of airport expertise, presenting the best cost-effectiveness profile: airport planning, new airport buildings, extension and optimisation of existing airport infrastructure, air navigation systems and services, movement of aircraft on the ground, baggage, security systems, airport information systems, etc.;
- ensure greater synergy with the Aéroports de Paris Group by integrating all its know-how and businesses: enhance this expertise (airport management, commercial areas, real estate, etc.) and enrich the range of services offered to increase value creation offered to customers;
- develop project management consultancy and assistance activities, which both create value for the client and are profitable for ADPI, by maintaining its work and know-how recognised in the study and design businesses;
- stepping up its business with its best customers and in historically strong markets, particularly in the Persian Gulf and East Africa;
- as a priority, developing activities in stable regions with low risk (France, Western Europe) and in Asia, the market currently experiencing the highest growth (south-east Asia, China).

## TAV Airports

On 16 May 2012, Aéroports de Paris acquired 38% of TAV Havalimanlari Holding A.S. ("TAV Airports").

## Description of TAV Airports

TAV Airports is a leading airport operator in Turkey. It operates 14 airports and directly manages 13 airports throughout the world: Istanbul Atatürk, Ankara Esenboga, Izmir Adnan Menderes, Antalya Gazipasa and Milas-Bodrum in Turkey since 2014 for the domestic terminal and October 2015 for the international terminal, Tbilisi and Batumi in Georgia, Monastir and Enfidha in Tunisia, Skopje and Ohrid in Macedonia, Medina in Saudi Arabia since July 2012 and Zagreb airport alongside Aéroports de Paris Management since December 2013. TAV Airports also operates the shops at Riga airport in Latvia. The Group's traffic increased by 7.0% in 2015, to 103 million passengers. The Group's main airport, Atatürk, is now Europe's third largest airport, with 61.3 million passengers in 2015, an increase of 8.2%. TAV Airports is also an operator in other airport service areas, like duty-free, catering, ground-handling, IT, security, terminal lounges and notification and reception services. With a presence along the entire airport services value chain, the Group's integrated economic model is pivotal in its performance and economic success.



The Group includes:

- 10 main subsidiaries in airport management activities: TAV Istanbul, TAV Ankara, TAV Izmir, TAV Gazipasa, TAV Bodrum and TAV Macedonia, 100%-owned; TAV Georgia, 80%-owned; TAV Medinah, 33%-owned; TAV Tunisia, 67%-owned and MZLZ in Croatia, 15%-owned (indirectly);
- 3 main subsidiaries in services: ATU, which specialises in duty free, owned 50%; BTA, which specialises in restaurants, owned 67%; Havas, a ground-handling company, owned 100%;
- 3 specialised services companies, 100%-owned: TAV O&M, which manages airport hair salons, TAV IT, which manages airport IT systems, and TAV Security, which provides security services.

The TAV Airports Group published revenue of €1,079 million in 2015 (up 9.8%), its EBITDA was €488 million (up 12.5%) and the net income attributable to the Group was €210 million (down 4.0%).

## Governance

At 31 December 2015, TAV Airports' shareholder structure was as follows:

Shareholder	% of capital
Aéroports de Paris <sup>(1)</sup>	38.0%
Tepe Insaat Sanayi A.	8.1%
Akfen Holding A.	8.1%
Sera Yapı Endüstrisi ve Ticaret A.	2.0%
Other floating securities	3.5%
Free float	40.3%

<sup>1</sup> Through Tank ÖWA alpha GmbH, a wholly-owned subsidiary of Aéroports de Paris.

The TAV Airports Board of Directors is made up of 11 members, including three appointed on the proposal of the Aéroports de Paris Group, 3 appointed on the joint proposal of Tepe Insaat and Akfen Holding, 4 independent directors and the Chief Executive Officer (Mr Sani Sener). The directors of Aéroports de Paris also take part in the Board of Directors' specialist committees (governance committee, risk committee and appointments committee).

Under the terms of the agreements signed with Akfen Holding A.S. ("Akfen Holding"), Tepe Insaat Sanayi A.S. ("Tepe Insaat") and Sera Yapı Endüstrisi ve Ticaret A.S. ("Sera Yapı") (hereinafter "the Sellers") these companies agreed to preserve the interests of the Aéroports de Paris Group. Until the closure of the Istanbul airport, Tepe Insaat and Akfen Holding A.S. have the option to sell their shares only to an "eligible purchaser" (a top-ranking Turkish company as defined in the agreements), and the Aéroports de Paris Group will then have a pre-emptive right, or on the market. The Chief Executive Officer, Sani Sener, agreed to a lock-up period until the closure of the Istanbul airport.

The sellers are also forbidden from selling their shares to a competitor (as defined in the agreements), and have signed a non-compete commitment with respect to the TAV group.

## Tender offer for the new Istanbul airport

At the start of 2013, the Turkish Government launched a tender offer for the construction and management of the new Istanbul airport, which is expected to have an initial capacity of 70 million passengers per year and eventually 150 million. The build-operate-transfer (BOT) project will be completed over a concession term of 25 years.

On 3 May 2013, the Turkish Government began the auctioning process. A consortium of five Turkish public works companies: Limak, Cengiz, Mapa, Kalyon and Kolin won the final bid with a price of €22.2 billion.

Upon receipt of the land for the location of the new airport, the winning consortium has a period of 6 months (extendable to 12 months) to complete the financing of the operation and 42 months to complete the construction of the airport.

TAV Airports and TAV Istanbul (100%-owned by TAV Airports Holding), which holds the lease on Istanbul Atatürk Airport until 2 January 2021, were officially informed by the Turkish Civil Aviation Authority (Devlet Hava Meydanları İşletmesi or DHMI) that TAV Istanbul will be compensated for its loss of profit that may be incurred between the date of opening of this new airport, set for 29 October 2017, and the ending date of the current lease.

## Recent developments

### ISTANBUL ATATÜRK AIRPORT EXTENSION PROJECT

TAV Istanbul Terminal İşletmeciliği A.S. "TAV Istanbul" (wholly owned by TAV Airports) signed an amendment on 17 November 2014 to the concession agreement for the modification and extension of Istanbul Atatürk airport's international terminal with the Turkish civil aviation authority (DHMI).

This extension project, which was decided on through a "collaborative decision-making process" involving DHMI, Turkish Airlines and TAV Airports, is intended to increase the terminal's capacity, optimise passenger comfort, improve flows to cater for the increase in traffic and maximise resource efficiency. The agreement provides for the building of 32 check-in counters in addition to the 224 existing counters, the improving of the baggage sorting system and the moving of the mezzanine floor from landside to airside to increase the space for passengers. In addition, to increase the international terminal's capacity, the current cargo terminal will be demolished and replaced with a 27,000 sq.m. passenger terminal with 4 boarding bridges added to the 26 existing bridges. These will be able to cater for eight parking stands for single-aisle aircraft or four parking stands for twin-aisle aircraft. An additional 17,000 sq.m. of external parking spaces will also be built.

The projected amount of this investment is estimated at €75 million and the construction period should be 16 months from the handing over of the site. TAV Istanbul will self-finance the project, with no external financing.

### MILAS-BODRUM AIRPORT CONCESSION

On 21 March 2014, the tender submitted by TAV Airports group to manage operations at the Milas-Bodrum airport for the period up to 2035 was successful, for an amount of €717 million (exclusive of VAT), representing the total amount of rents, exclusive of VAT, for the term of the concession. In accordance with the tender specifications, TAV Airports has the rights to operate the international terminal since 22 October 2015.

In 2015, more than 3.9 million passengers, breaking down into 1.6 million international passengers and 2.3 million domestic passengers, passed through Milas-Bodrum airport, making it the 14<sup>th</sup> largest airport in TAV Airports' portfolio. It is expected that Bodrum will become the 4<sup>th</sup> largest city in Turkey by 2025.

### DUTY FREE AT GEORGE BUSH AIRPORT IN HOUSTON

In March 2015, ATU was awarded the concession for duty free shops at George Bush airport in Houston (Texas) in the United States for a 10-year term. The project covers operating rights for 700 sq.m of duty free retail areas at the airport, which welcomed 42 million passengers in 2015.



## ACQUISITION OF AN ADDITIONAL 4% IN TAV GEORGIA

TAV Airports acquired a 4% stake in TAV Georgia for US\$5.2 million. This stake was previously held by Aeroser International Holding. After this transaction, TAV Airports now holds a 80% stake in TAV Georgia.

## SITUATION OF TAV TUNISIA

Concession contracts for the operation of Monastir airport and the construction and operation of Enfidha were signed by TAV Tunisia on 18 May 2007 for 40 years. This is one of the largest public private partnerships in Tunisia, with total investment of some €550 million. This project was financed by TAV through equity contributions and borrowing from multilateral donors and commercial banks. The IFC and the South-African investment fund OFID are also 33% shareholders in TAV Tunisia.

Multiple exogenous events since 2009 have significantly reduced the level of tourist activity in areas served by Monastir and Enfidha airports (international financial crisis, regional geopolitical situation and recent terrorist attacks). Following the 2015 attacks, traffic was just 1.4 million passengers this year, compared to 3.3 million passengers in 2014.

The concessions have been in structural economic imbalance for several months, leading TAV Tunisia to issue the Tunisian authorities a proposal to implement a tripartite moratorium relating not only to concession fees but also to debt servicing, accompanied by a number of conditions necessary to ensure the proposal is accepted by the three parties.

Furthermore, while the creditors have given notice that their receivables are due, they have agreed to temporarily forgo debt collection to conduct negotiations with the Tunisian authorities when these fall due.

On 18 December 2015, the Tunisian authorities officially gave notice of their support and desire to ensure the success of the draft moratorium under the terms currently under discussion.

## TAV Construction

On 16 May 2012, Aéroports de Paris acquired 49% of TAV Yatırım Holding A.S. ("TAV Investment", which owns TAV Construction, an unlisted company).

### Description of TAV Construction

Founded in 2003 by two historic shareholders in TAV Airports, TAV Construction specialises in the implementation of turnkey aviation projects. The interaction with TAV Airports, whose projects TAV Construction supports, allows the two companies to offer very competitive financial conditions and deadlines. TAV Construction also carries out direct aviation projects, often in partnership with major international players in the sector and local companies. It is currently the leading aviation construction company in the world in terms of revenue. TAV Construction is also diversifying into non-airport projects, such as the construction of skyscrapers and shopping malls and joined the Top 100 international construction companies in 2014, ranked 82<sup>nd</sup> in terms of revenue generated abroad in 2015.

The main projects in 2015 were in:

- the Sultanate of Oman (extension of Muscat airport);
- Abu Dhabi (construction of a 700,000 sq.m terminal);
- Saudi Arabia (construction of aircraft maintenance hangars for Saudi Airlines, construction of terminal 5 in Riyadh) and Dubai (construction of the Damac towers).

In 2015, TAV Construction won contracts:

- to build the Aéroports de Paris head office at Paris-Charles de Gaulle airport;
- to refurbish the runway at Tbilisi airport.

TAV Construction is also responsible for completing the Atatürk airport extension project.

At the end of 2015, TAV Construction's backlog stood at US\$1.2 billion.

The shareholder structure of TAV Investment, which owns 100% of TAV Construction, breaks down as follows:

Shareholder	% of capital
Aéroports de Paris <sup>(1)</sup>	49.0%
Tepe Insaat Sanayi A.	24.2%
Akfen Holding A.	21.7%
Sera Yapı Endüstrisi ve Ticaret A.	5.1%

<sup>1</sup> Through Tank ÖWA beta GmbH, a wholly-owned subsidiary of Aéroports de Paris.

The Board of Directors of TAV Investment is made up of five members, two of whom are appointed by Aéroports de Paris, two by Akfen Holding and Tepe Insaat, and the Chief Executive Officer of TAV Construction. The Sellers (see TAV Airports) have made the same commitments as those described above relating to TAV Airports.

## Partnership with Schiphol Group

To anticipate future challenges in the air transport sector, Aéroports de Paris and NV Luchthaven Schiphol (Schiphol Group), which is the operator for Amsterdam Airport Schiphol, created a long-term industrial cooperation and capital 8% cross-equity investment agreement at the end of 2008 that has created a leading alliance in the global airport industry. This industrial cooperation agreement between two of Europe's leading airport groups for an initial duration of 12 years represents a bold strategic move<sup>(1)</sup> that has generated significant mutual benefits for both companies in several core areas of business. The alliance has been named "Hublink".

In 2015, Schiphol Group's revenue totalled around €1.4 billion (down 1.0%), EBITDA was €735 million (up 15.7%) and the net income attributable to the Group was €374 million (up 37.6%).

### Strategic motivations

For aviation, the target of the alliance is to:

- improve the competitiveness of the two groups through the consolidation of a dual hub that will enable them to offer a broader and more diverse range of destinations and flight frequencies thanks to the coordinated management of their activities and their interactions with airlines;
- enhance the attractiveness of both groups through greater harmonisation of the lay-out and signalling at their terminals, and by the coordinated improvement of their passenger processes (check-in, information, and security);
- reinforce their relationship with their largest customers, such as Air France-KLM, through optimised connectivity between the two airports, and aligned airside and landside processes;

<sup>1</sup> See also the paragraph in Chapter 18 entitled "Alliance with the Schiphol Group".

- optimise efficiency of airport operations and reduce purchasing expenditure notably through volume pooling of some purchasing.

For non-aviation activities, the objective is to step up growth in retail, real estate and telecommunications through the exchange of best practices and the sharing of technologies and processes.

With respect to international development, Aéroports de Paris and Schiphol Group are continuing to share information on future international development opportunities and have adopted a coordinated approach for future international developments.

The two groups also intend to become front-runners in sustainable development, by combining their efforts to improve energy efficiency, developing the use of renewable energy, and reducing greenhouse gas emissions.

### Representation in the corporate bodies of the two companies

Patrick Jeantet, Chief Operating Officer of Aéroports de Paris, is one of the eight members of the Schiphol Group's Supervisory Board.

Jos Nijhuis and Els de Groot, respectively Chief Executive Officer and Chief Financial Officer of Schiphol Group, have been appointed members of Schiphol Group Board of Directors<sup>(1)</sup>.

### Specific bodies of the alliance

The industrial cooperation agreement currently uses a simplified governance structure that is oriented towards efficiency: four priority areas of cooperation are defined annually by the Industrial Cooperation Committee and placed under the control of four sponsors, who are members of the Executive Committees of both companies.

### Achievements

The alliance between Aéroports de Paris and Schiphol Group offers a number of benefits to both groups, in very diverse areas. Their respective teams work together and discuss operating issues on a daily basis. The cooperation programme, led by the PMO (program management office) of each group, aims to encourage exchanges and strengthen synergies between the two groups.

For instance, the handling of flights between Paris and Amsterdam has been improved by the introduction of dedicated waiting lines at the security check, and by broadcasting information in both languages at the gate.

2015 saw the continuation of the projects defined and launched in 2014 (including joint training, some of which Incheon and TAV were also involved in) and the development of joint purchasing and innovation projects, with:

- the organisation of a joint Hackathon "Hack & Fly" (a collaborative computer programming event), organised simultaneously in Paris and Amsterdam, on the topic of new services to improve the passenger experience;
- the implementation of a common framework agreement for the provision of snow removal equipment (snow cutters);
- the merging of our purchasing strategies to identify new purchasing opportunities: guide targets, de-icing products, snow equipment, safety equipment, for example;
- continuing the trialling of innovative dynamic aircraft parking stand lighting solutions using LED technology, tested at Paris-Charles de Gaulle and Schiphol.

For 2016, six priority areas of cooperation believed likely to create the most value, were retained: digital airport, international, operations, purchasing, innovation and human resources. Furthermore, in January 2014, Aéroports de Paris and Schiphol Group renewed a four-year cooperation agreement with Incheon International Airport Corporation, the operator of Seoul's main airport, which includes studies which are updated biannually to foster the exchanging of best practices.

### SDA Retail (Zagreb)

On 1 December 2014, Aéroports de Paris and Lagardère Duty Free, through their joint venture, Société de Distribution Aéroportuaire, acquired 100% of the share capital and voting rights of MZLZ – Trgovina d.o.o. (the subsidiary managing the retail spaces at Zagreb airport in Croatia), renamed SDA Retail.

SDA Retail's objective is to operate shops at Zagreb airport over 15 years, in order to exclusively market the main product categories listed below: alcohol, perfumes/cosmetics, tobacco and gourmet food. The operation of retail areas is taking place in two phases: (1) since 1 December 2014 the operation of two shops in the current terminal: a 600 sq.m. main airside Duty Free shop and a 47 sq.m. landside souvenir shop, then (2) the operation, as from 2017, of the retail spaces in the new terminal, which will have a total capacity of 5 million passengers (versus 2 million passengers currently).

For Aéroports de Paris, which is also a shareholder in the company ZAIC-A which won the concession for Zagreb airport and the operating and maintenance contract for the airport (through its subsidiary Aéroports de Paris Management and its holding in TAV Airports), this acquisition marked a major step in exporting all of the Group's know-how abroad.

<sup>1</sup> See Chapter 14 "Administration and executive management bodies".



## Other activities

The “other activities” segment covers all of the activities carried out by Aéroports de Paris’ subsidiaries that operate in security and telephony services, namely Hub Safe<sup>(1)</sup> and Hub One.

(in millions of euros)	Revenue		EBITDA		Operating income from ordinary activities (including operating activities of associates)	
	2015	2015/2014	2015	2015/2014	2015	2015/2014
Hub One	137	+8.3%	22	+7.3%	7	+4.0%
Hub Safe	77	+11.3%	4	+25.1%	4	+23.1%
<b>TOTAL</b>	<b>215</b>	<b>+7.3%</b>	<b>27</b>	<b>+10.8%</b>	<b>12</b>	<b>+12.4%</b>

### Hub Safe

#### Presentation

Hub Safe, which is 100%-owned by Aéroports de Paris, operates in various airport security activities: passenger and cabin baggage security checks, staff security checks, control of access within airport restricted areas, canine security using dogs for detecting explosives (hold baggage and cargo) event security and security training through its dedicated subsidiary Hub Safe Training.

Thanks to its 1,500 employees and 50 dogs trained in explosives-detection, Hub Safe checks more than 15 million passengers and members of staff each year, with peaks of up to 55,000 persons per day, checks more than 1 million vehicles per year and conducts 2,500 safety checks on air cargo and items of mail per year.

Hub Safe has won the trust of demanding customers such as Aéroports de Paris at Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports, La Poste, Chronopost International and the International Air and Space Show and in 10 years has become the second-largest player in airport security in the Île-de-France region.

Following a call for tender, in June 2015, HUB SAFE Nantes, a wholly-owned subsidiary of HUB SAFE, was awarded the contract for all airport security services at Nantes Atlantique airport (over 4 million passengers) for a three-year period.

In addition, HUB SAFE’s expansion into event-related security has continued with the management in late 2015, on behalf of Viparis, of all security services for COP21 involving 230 employees and two canine security teams throughout the event.

Drawing on its experience acquired and recent success, Hub Safe’s ambition is now to continue winning new contracts to become a national benchmark for airport security, canine security and passenger services within the next three years.

### Hub One

#### Presentation

Hub One, which is a wholly-owned subsidiary of the Aéroports de Paris Group, is a group that provides information and communication technology services in professional environments.

Hub One designs and installs systems for the digitisation of activities, places and uses.

Hub One uses its airport experience to provide tailor-made solutions to the critical and real-time operating needs of key accounts, SMEs, sites with high visitors numbers, such as airports, and all of the companies and public and government services operating there, train stations, logistics chains and shopping malls.

Hub One’s teams provide an end-to-end service, from the heart of the network to the terminal, and from rolling out systems in project mode to keeping them in working order.

Hub One offers solutions and expertise that combine the activities of fixed, radio and mobile telecoms operator, mobility and traceability integrator and all of the associated services.

In 2015, Hub One generated €137 million in revenue through its nine branches in France, 430 employees and 4,500 customers. The flexibility of its structure and its nationwide presence allow local customer support for all equipment and associated services needs.

Through its slogan, “One connection ahead”, Hub One demonstrates its desire to use technologies and its skills to serve its customers.

Its Telecoms activity is ISO 9001-certified.

### Ground-handling activities

On 30 December 2011, Aéroports de Paris sold an 80% equity interest in the Alyzia Group companies that provide ground-handling services at Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports to the 3S Group. These companies have been reclassified as “discontinued activities” in the Group’s financial statements (pursuant to IFRS 5), and the 100% interest in Hub Safe’s activity<sup>(1)</sup> has been transferred to the “other activities” segment.

Aéroports de Paris has a put option on the balance of its interest, which can be exercised over a three-month period, as from 1 November 2014. This put option is followed by a call option over the balance held by Aéroports de Paris in the ground-handling activities for the benefit of the 3S Group for the same number of months.

Since 1 January 2012, the 20% of the net income from the residual interest in the capital of the Alyzia Group companies that carry out ground-handling activities at Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports has been recorded under “Income of associates from non-operating activities”. On 5 May 2015, Aéroports de Paris SA exercised the put option granted by the 3S Group relating to 20% of the share capital and voting rights of Alyzia Holding.

<sup>1</sup> Formerly called “Alyzia Sûreté”.



## Legal and regulatory environment

### Chicago Convention

Signed in 1944, the Chicago Convention created the International Civil Aviation Organisation (ICAO), which has 191 member States. It is charged with establishing "recommended standards and practices" ensuring that every flight is managed in an identical and uniform manner within all States that are party to the convention. These cover all technical and operational aspects of international aviation and deal in particular with the characteristics of airports, landing areas and any other matter relating to the safety, security, efficiency and reliability of air travel.

### European Community regulations

Aéroports de Paris is subject to air transport rules, in particular:

- regulation (EC) No. 1008/2008 of 24 September 2008 establishing common rules for the operation of air services within the Community, which organises the liberalisation of air transport in Europe;
- directive (EC) No. 2009/12 of 11 March 2009 on airport fees;
- regulation (EEC) No. 95/93 of 18 January 1993, amended, setting common rules with regard to the allocation of time slots;
- directive (EC) No. 96/67 of 15 October 1996, which imposed the opening up to competition of ground-handling services;
- regulation (EC) No. 800/2008 of 11 March 2008 relating to the establishment of common rules in the field of civil aviation security;
- regulation (EC) No. 1107/2006 of 5 July 2006 concerning the rights of disabled people and people with reduced mobility when they travel by air;
- directive (EC) No. 2002/30 of 26 March 2002 relating to the establishment of rules and procedures concerning the introduction of operating restrictions linked to noise, which will be superseded as from 16 June 2016 by regulation (EU) No. 598/2014 of the European Parliament and of the Council of 16 April 2014 on the establishment of rules and procedures with regard to the introduction of noise-related operating restrictions at Union airports within a balanced approach;
- regulation (EC) No. 216/2008 of 20 February 2008, as amended, relating to common rules in the field of civil aviation and also establishing the European Aviation Safety Agency, stipulated for airports by the Commission's implementing regulation (EU) No. 139/2014 of 12 February 2014, which establishes requirements and administrative procedures applicable to airfields.

### National legislation

Aéroports de Paris has exclusive rights to manage, operate and develop its airports for an indefinite period. It must comply with the common law provisions applicable to all airfield operators that derive mainly from the transport code (codified legislative texts) and from the civil aviation code (codified regulatory texts), under the specific conditions deriving mainly from the provisions of the law of 20 April 2005 and the obligations ensuing from its specifications (see below).

### Regulations relating to fees

Please refer to the paragraph in Chapter 6 on "Fees".

### Opening of airfields to public air traffic

All aircraft with the appropriate technical characteristics may use airfields operated by Aéroports de Paris. Airfields managed by Aéroports de Paris are open to public air traffic.

The civil aviation code classifies airfields intended for public air traffic into five categories, according to the nature of the traffic that the airfields need to handle. Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports are classified within category A, i.e. they are airfields intended for long distance services normally provided in all circumstances. The other airfields operated by Aéroports de Paris are classified within categories C, D or E.

### Works on airfields

Major transport infrastructure projects costing at least €83 million are subject to an assessment consisting in particular of an analysis of construction, operation and infrastructure conditions and costs, an analysis of funding conditions and the financial rate of return, and an analysis of the impact of this choice on existing transport facilities.

The creation or extension of category A runways at a cost in excess of €100 million requires a public consultation.

Construction works for a new airfield and a new runway - carried out in order to change categories regarding an aircraft movement area facility for an airfield that has a runway that is equal to or greater than 1,800 metres in length, or an airplane de-icing installation - which give rise to the prior preparation of an impact study, and are preceded by a public enquiry.

Lastly, work on building, extending or substantially modifying airport infrastructure, the operation of which presents specific security risks to users and local residents, will be the subjective of a descriptive dossier accompanied by a security report, under the conditions laid down by a decree that has not yet been adopted.

The issuing of building permits relating to operations of national interest, such as development and construction work on areas assigned to airport public service, are the responsibility of the Government authorities.

### Ownership of Aéroports de Paris assets

Aéroports de Paris owns all of its assets in full, both land and infrastructure. However, the exercising of its property rights is restricted by law where a structure or land located within the airport field is required to enable Aéroports de Paris to carry out its public service obligations. In this case, the Government authorities may oppose the sale or transfer, or the creation of a lien over the structure or land, or authorise such operations only on condition that they do not prejudice the fulfilment of these obligations. The specifications determine the categories of land and structures concerned, which appear on the maps provided. The areas concerned represent around 67% of the total real estate area of the three airports, Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget. However, the restrictions to the exercising of property rights only affect 14% of the property reserves.

The Company must also notify the Minister in charge of Civil Aviation of any infrastructure operations, representing a built surface area of more than 10,000 sq.m., that it is planning to undertake or for which it is planning to provide authorisation to a third party on the land or in the immediate vicinity of Paris-Charles de Gaulle and Paris-Orly, and which would fall outside the scope of airport service. In this case, it would need to establish that these projects would not have an impact on the fulfilment of its public service obligations, and would be compatible with its anticipated development plans.





In the event of the closure to public air traffic of all or part of an airfield that it operates following a decision by the Government authorities, Aéroports de Paris will pay the Government authorities 70% of the difference between, on the one hand, the market value of buildings that are no longer assigned to airport-related public service and, on the other, the value of these buildings as entered on the Company's balance sheet at 31 December 2004, plus costs linked to their upgrading and the closure of the airport facilities. The market value of the real estate assets will be determined by a committee of experts, which will apply methods currently used for evaluating real estate. The agreement only affects buildings that used to belong to the public domain of Aéroports de Paris or the Government authorities before their change of status.

The air space around and over the aerodromes is protected by means of aviation easements. These easements are intended to protect an airfield from obstructions, in such a way that aircraft can land and take-off there under good general conditions of safety and reliability. The aviation easements forbid the creation or require the removal of any obstacles that could constitute a danger for air traffic, and may lead to height restrictions for buildings. Warning beacon aviation easements involve an obligation to equip certain obstacles with visual or radio-electric devices intended to signal their presence to pilots.

Lastly, there is a protected area around the airports, within which building restrictions apply, laid down in particular by noise exposure plans designed to limit over time the number of local residents affected by noise pollution through the institution of town planning oversight<sup>(1)</sup>.

## Airport safety legislation

Aéroports de Paris holds the airport safety certificates required to operate Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports. The Company is required to provide an animal hazard prevention service aimed at adopting the appropriate measures to avoid collisions between aircraft and animals, including birds. It is also required to provide an aircraft rescue and fire-fighting service.

## Allocation of take-off and landing slots

A slot refers to the authorisation to use airport infrastructure on a specific date and at a specific time for the purpose of take-off and landing. Slots are not attached to routes but to carriers, and are allocated free of charge. A co-ordinator is charged with allocating slots in line with the following rules: all slots allocated to a carrier for an aviation season are automatically reallocated to that carrier if they have been used for at least 80% of the period for which they were allocated (the rule known as "use-it-or-lose-it" rule) and if the carrier requests them again for the following equivalent season. Slots that remain available (returned by carriers or newly created), are placed within a "pool", with half being allocated to new entrants and half to carriers already present at the airport. For Paris-Orly and Paris-Charles de Gaulle airports, which are airports described as "coordinated", the co-ordinator is COHOR, the Association pour la Coordination des Horaires (Timetable Coordination Association), whose members are Aigle Azur, Air Caraïbes, Air France, Air Corsica, Corse Air International, Europe Airpost, Hop!, OpenSkies, Transavia, XL Airways France, Aéroports de Paris, Aéroports de Lyon and Nice-Côte d'Azur Airport.

At Paris-Charles de Gaulle airport the number of time slots available for each aviation season is set by order of the Minister of Transport, in line with the capacity of the runway and terminal system. Overall aircraft activity is regulated by a weighted measured global indicator (WMGI),

as the sound energy emitted annually at the airport should not exceed the average energy recorded over the period 1999-2000-2001. Activity at Paris-Charles de Gaulle airport is also subject to limitations between 0.30am and 5.29am for arrivals and between midnight and 4.59am for departures, and night-time slots lost are not re-allocated. At Paris-Orly airport, the total number of time slots is capped at 250,000 per year, around 33,000 of which are reserved for regional development or public service lines. The airport is subject to a daily night-time curfew between 11.30pm and 6.00am.

## Specifications

Aéroports de Paris' specifications set out Aéroports de Paris' specific obligations under its public service obligations. In particular, it defines the relationships between Aéroports de Paris and the various users of the Group's airports: passengers, the public, air carriers, aircraft operators, the Government authorities and its institutions and services. With regard to this, Aéroports de Paris:

- assigns air carriers to terminals at a given airport and may assign air carriers between airports, after the air carrier has expressed an opinion and, in the case of a change of airport, the Minister in charge of Civil Aviation has given his/her assent;
- provides for access to and movement within airports, the reception of certain categories of passengers, the organisation of emergency services including a permanent medical team, the dissemination of useful information to passengers and the public, and the conducting of passenger surveys. In the event of significant delays or disruption to traffic, Aéroports de Paris must deploy the resources required to provide assistance to passengers;
- manages airports so that the needs of airlines, their ground-handling service providers and Government authority services, within premises and facilities that are directly necessary for their activities, may be met within a reasonable timeframe. Aéroports de Paris establishes the operating rules for facilities and airport opening hours;
- provides the service provider with aircraft navigation services, in addition to services to Government authority administrations, specific services, in line with the terms set by agreement and set out within appendix 1;
- is responsible for the checking of runways and taxiways, traction control and runway skid rating measurements and, under certain conditions, the regulation of aircraft movements within traffic areas;
- appoints employees qualified to enforce rules regarding the policing of airports and parking at airports, and also takes the appropriate measures to enhance security, whether this involves lighting or video surveillance;
- ensures, at the request of the Minister responsible for Health, the application of certain health regulations, and provides, under the same conditions, appropriate information for passengers going to or coming from geographical regions temporarily affected by an epidemic;
- ensures the application of environmental regulations and is responsible, in this capacity, for the measurement of noise and measurements relating to atmospheric pollutants, rainwater run-off and waste water;
- issues authorisation for activity at airports to ground-handling service providers, air carriers that handle their own ground handling, and other companies engaged in industrial, commercial or craft activity.

<sup>1</sup> See also Chapter 17 "Environmental data".

The specifications enable the Government authorities to be informed about the Company's economic and financial situation, in order in particular to monitor the implementation of the Economic Regulation Agreement. The Government authorities also monitor the Company's use of the land and buildings it owns, in order, in particular, to ensure the satisfactory fulfilment of the public service obligations assigned to it<sup>(1)</sup>.

Article L. 6323-4 of the Transport Code sets the method of calculation of the amount of any fine ("financial penalty") that the Minister responsible for Civil Aviation may impose, after approval by a committee of experts chaired by a judicial or administrative magistrate, in the event of a failure by Aéroports de Paris to meet its specific obligations under the specifications. This amount must be proportionate to the seriousness of the failure, the scale of any loss and any advantage that may be gained, up to a maximum of 0.1% of revenues excluding tax of the preceding financial year, raised to 0.2% in the event of a further violation of the same obligation. Aéroports de Paris has the right to a hearing within the framework of the procedure initiated by the Minister, and may be represented or assisted. The specifications set out the applicable legal provisions. In addition, the Minister in charge of Civil Aviation and the prefects with police powers over the airports may, after providing formal notice, apply protective measures to Aéroports de Paris' costs in the event of a "serious and persistent" failure by the Company to meet its obligations under the specifications.

## Other regulations

Aéroports de Paris is governed by the regulations that apply to publicly accessible premises.

Aéroports de Paris has been designated an operator of vital importance and in this connection is subject to the specific obligations of national defence.

In application of Community law, Aéroports de Paris provides assistance to passengers with disabilities or reduced mobility for accessing airport services and moving around facilities, including boarding and disembarking from aircraft.

Aéroports de Paris must participate in the implementation of health controls at borders under international health regulations.

The awarding of contracts with an estimated value excluding VAT of over €418,000 for goods and services contracts and €5,525 million for works contracts must be preceded by publicity and competitive bidding procedure. Aéroports de Paris is an awarding authority as defined by European Community law.

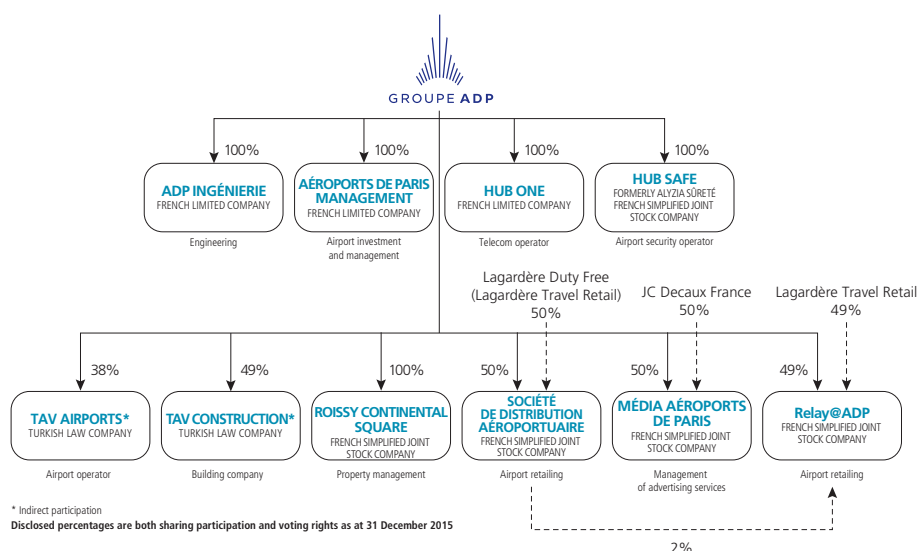
In order to cover items relating to social and environmental responsibility in one Chapter, environmental information is now included in Chapter 17 of this Registration Document.

<sup>1</sup> See also the paragraph in Chapter 6 entitled "Ownership of assets".

# Organisation chart

Only companies with significant business activities within the Group (percentages listed for each entity correspond to the share of ownership interest, held directly or indirectly, in the capital of the company concerned and the voting rights) are presented below in the simplified organisational

chart. All companies liable to be consolidated within the Group's results are mentioned in document 38 of the Appendix to the consolidated financial statements presented in chapter 20.



Aside from financial flows related to cash centralisation agreements, existing financial flows between Aéroports de Paris and its subsidiaries are related to dividends received and distributed within the Group.

The main flows between Aéroports de Paris and its subsidiaries are described in notes 6.2, and 10.1 of the notes to the Company financial statements in Chapter 20. The list of French and foreign subsidiaries and investments owned by Aéroports de Paris is presented in note 38 to the consolidated financial statements in Chapter 20.

<sup>1</sup> For more information, see note 36 in the appendix to the consolidated financial statements presented in Chapter 20.

## Real estate assets and facilities

<b>8.1 Real estate assets and facilities</b>	<b>74</b>	<b>8.2 Environmental constraints</b>	<b>75</b>
Fixed assets and movable assets owned or used by Aéroports de Paris	74		
Retrocession of a portion of gains that may be made from the closing of all or part of an aerodrome operated by Aéroports de Paris to public air traffic	75		

### 8.1 Real estate assets and facilities

#### Fixed assets and movable assets owned or used by Aéroports de Paris

At the date of filing of this Registration Document, the fixed assets of Aéroports de Paris are composed of land totalling 6,686 hectares that were declassified and allocated to Aéroports de Paris starting on 22 July 2005 in application of Article 2 of Law No. 2005-357 of 20 April 2005. On this land, 4,977 hectares are the footprint for land and projects necessary for the execution of public service missions or development of such missions which, in application of Article 53 of the specifications booklet of Aéroports de Paris, for which the ministry in charge of Civil Aviation has the right of refusal on any contribution, sale or creation of security concerning certain lands, and the improvements belonging to Aéroports de Paris. These lands are defined in drawings appended to the specifications<sup>(1)</sup>. They mainly consist of aeronautic surfaces (runways, taxiways and parking aprons) and related overrun areas as well as terminal buildings and building sites.

The Group's real-estate assets are also composed of airport infrastructures (roads, networks, etc.) and passenger terminals. They are detailed in Chapter 6, in the paragraph entitled "Description of Aéroports de Paris platforms". The real estate assets of Aéroports de Paris also includes structures and buildings built on these lands or sometimes on lands that Aéroports de Paris is authorised to occupy under authorisations for temporary occupation of public property or private leases. In particular, Aéroports de Paris occupies seven hectares belonging to the City of Paris for the operation of the Issy-les-Moulineaux heliport and two hectares of runway lights or noise measurement devices rented from private owners. Some buildings or structures built by third parties on lands that Aéroports de Paris owns must be returned at the end of the agreement authorising the occupation of the land. Contracts entered into before the change of status of Aéroports de Paris have been transferred to Aéroports de Paris pursuant to Article 4 of the law of 20 April 2005.

<sup>1</sup> See also the paragraph in Chapter 6 entitled "Ownership of Aéroports de Paris assets".



In a bill of sale dated 25 March 2015, Aéroports de Paris sold its headquarters located at 291, bd Raspail – Paris 14<sup>th</sup> arrondissement, to Centre National du Cinéma et de l'Image Animée for €52 million, €25 million of which is payable in cash on the bill date and €27 million on the transfer of ownership date, 1 July 2016 (with occupancy rights up to 31 March 2017).

At 31 December 2015, the net value of land and improvements (investment property included) totalled €120 million, buildings (investment property included) totalled €5,615 million and technical facilities and other (investment property included) amounted to €212 million and assets under construction (investment property included) totalled €509 million. Fixed assets and investment property are described in notes 21 and 22 of the notes to the consolidated financial statements.

## Retrocession of a portion of gains that may be made from the closing of all or part of an aerodrome operated by Aéroports de Paris to public air traffic

The agreement entered into on 30 March 2006 between the Government authorities and Aéroports de Paris pursuant to Article 3 of the Law of 20 April 2005 provides that, for a 70-year period, in the event of the closing to public air traffic of all or part of an aerodrome operated by Aéroports de Paris, Aéroports de Paris will pay the government 70% of the difference between the effective market value of the buildings that are no longer assigned to airport public service, as well as the reference value of such buildings as indicated in the balance sheet assets at 31 December 2004 as approved by the General Meeting of Shareholders of Aéroports de Paris on 23 December 2005, plus costs related to their restoration and the closing of airport facilities. The assets that fall within the scope of this provision will then be determined by a committee of appraisers, who will also be asked to check that they have been valued correctly.

## 8.2 Environmental constraints

Environmental restrictions may result from international, European or national laws and regulations (ICAO). As at the date of filing of this Registration Document, these constraints were compatible with the

current and future use of the facilities of Aéroports de Paris. Only more restrictive regulations could limit the capacities of use of the Aéroports de Paris airports beyond what is already the case<sup>(1)</sup>.

<sup>1</sup> See the paragraph in Chapter 4 "Risks related to the business of Aéroports de Paris".



# 09

## Review of the financial position and income

AFR

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The consolidated financial statements of Aéroports de Paris for the financial years ended 31 December 2015 and 31 December 2014 were prepared in accordance with IFRS. The scope of consolidation is described in note 38 of the notes to the consolidated financial statements presented in Chapter 20. The accounting methods are shown in note 4. Unless indicated otherwise, the percentages mentioned in this report compare the data for the 2015 financial year with the data for the 2014 financial year<sup>(1)</sup>.

### 9.1 Key figures

(in millions of euros)	2015	2014	2015/2014
Revenue	2,916	2,791	+4.5%
EBITDA	1,184	1,109	+6.8%
Operating income from ordinary activities (including operating activities of associates)	787	737	+6.8%
Operating income (including operating activities of associates)	787	730	+7.8%
Financial income	(106)	(115)	-7.7%
<b>Net income attributable to the Group</b>	<b>430</b>	<b>402</b>	<b>+6.9%</b>

<sup>1</sup> See notes to the consolidated financial statements presented in Chapter 20.



## 9.2 Analysis of 2015 results

### Restatement of 2014 consolidated financial statements

#### New management model

In order to simplify the legibility of the performance by accounting segment and optimise the allocation of internal exchanges, Aéroports de Paris has implemented a new management model which took effect on 1 January 2015. The new system consists of:

- a presentation of the income statement segmented by type for all revenues and costs;
- a revision and simplification of the allocation of revenues and the costs of transversal activities by segment;
- a revision and simplification of the allocation of overheads by segment.

The new management model has no impact on the main consolidated accounting aggregates.

#### Application of the interpretation of the IFRIC 21 standard

The application of the interpretation of IFRIC 21 makes it compulsory to recognise a tax liability at the date of the event generating the obligation (and not as a result of the calculation bases for the taxes) and results in the restatement of certain taxes which were previously spread over the period. The taxes impacted by the restatement at the Group level are property tax, tax on offices in Île de France and the company social solidarity tax (C3S), which are part of the Group's operating expenses. This application has no impact on the 2014 financial statements.

#### Other changes

In addition, another change was made to the direct compensation for capitalised production (previously accounted for between revenue and expenses) as a deduction from the costs in question.

The 2014 consolidated accounts are presented in Notes 8 and 9 in Chapter 20.

### Analysis of the Group's income statement

Unless stated otherwise, mentioned in this report compare the data for the 2015 financial year with the restated data for the 2014 financial year<sup>(1)</sup>.

#### Revenue

(in millions of euros)

	2015	2014	2015/2014
<b>Revenue</b>	<b>2,916</b>	<b>2,791</b>	<b>+4.5%</b>
Aviation	1,735	1,672	+3.8%
Retail and services	917	884	+3.8%
Real estate	265	264	+0.4%
International and airport developments	96	79	+21.2%
Other activities	215	200	+7.3%
Intersegment eliminations	(312)	(308)	+1.1%

The **consolidated revenue** of Aéroports de Paris Group rose 4.5% to €2,916 million, mainly due to:

- the strong increase in airport fees (+5.0% to €998 million), driven by good passenger traffic dynamics (+3.0% at the Paris airports) combined with the increase in tariffs on 1 April 2014 (+2.95%) and on 1 April 2015 (+2.4%);
- the 8.8% growth in ancillary fees to €208 million, driven by increased de-icing activities (+31.0% to €16 million) due to a harsh winter in the 1<sup>st</sup> quarter of 2015, and in increased proceeds from assistance to disabled persons (PRM), check-in desk fees and baggage handling;
- the continued performance of retail activities (+8.0% to €433 million) supported by the high activity of airside shops, under the favourable impact of the weaker euro, the October 2014 opening of the shops in the central concourse of Hall K in terminal 2E and increased advertising revenues, thus offsetting the decline in revenue from car parks and access roads (-3.9% 176 million) due to the decrease in average parking time;
- the strong growth in the international and airport development segment (+21.2% to €96 million), under the effect of the rise in ADP Ingénierie activity and the beginning of the Santiago (Chile) concession.

Intersegment eliminations totalled €312 million in 2015, remaining almost stable at +1.1%.

<sup>1</sup> See note 8 to the consolidated financial statements presented in Chapter 20.

## EBITDA

(in millions of euros)	2015	2014	2015/2014
<b>Revenue</b>	<b>2,916</b>	<b>2,791</b>	<b>+4.5%</b>
Current expenses	(1,737)	(1,693)	+2.5%
<i>Raw materials and consumables used</i>	(109)	(102)	+6.6%
<i>External services</i>	(668)	(648)	+3.1%
<i>Personnel costs</i>	(707)	(686)	+3.1%
<i>Taxes other than income taxes</i>	(237)	(234)	+1.3%
<i>Other operating expenses</i>	(15)	(23)	-32.6%
Other incomes and expenses	4	11	-65.8%
<b>EBITDA</b>	<b>1,184</b>	<b>1,109</b>	<b>+6.8%</b>
EBITDA / Revenue	40.6%	39.7%	+0.9pt

**EBITDA** grew sharply (+6.8% to €1,184 million), reflecting the control of operating expenses (see below). The gross margin<sup>(1)</sup> rate for 2015 increased by 0.9 points, to 40.6%.

As a reminder, **capitalised production costs** were reclassified on 1 January 2015 as a deduction from personnel costs. The 2014 restated financial statements take the reclassification into account.

**Operating expenses** increased moderately, by 2.5%, at €1,737 million in 2015, due to the increase in subcontracting costs linked to the growth in traffic and the increase in activity of the subsidiaries, accompanied by an increase in staff costs. Parent company operating expenses<sup>(2)</sup> were kept under control (-0.3%) thanks mainly to the efficiency and modernisation plan – which generated cumulated savings amounting to €89 million between 2013 and 2015 – above the estimated range of €71-81 million for cumulated savings announced in 2013, at the launch of the efficiency and modernisation plan.

This breaks down as follows:

- **raw material and consumables used** increased by 6.6%, to €109 million, due to higher winter product purchases compared to 2014;
- **costs related to external services** also rose 3.1%, to €668 million, due mainly to the impact from the increase in the use of subcontracting, especially for ADP Ingénierie;
- the amount of **taxes (other than income taxes)** increased slightly by 1.3%, to €237 million;
- **personnel costs** were up by 3.1% and amounted to €707 million. Personnel costs of the mother company (Aéroports de Paris SA) stood at €571 million, up by 0.8%. The average number of employees stood at 8,996 (full-time equivalent) in 2015, down by 0.2%. The average number of employees of the mother company (Aéroports de Paris SA) was down by 3.6% in 2015;

(in millions of euros)	2015	2014 restated	2015/2014 restated
<b>Personnel costs</b>	<b>707</b>	<b>686</b>	<b>+3.1%</b>
<i>Aéroports de Paris</i>	571	566	+0.8%
<i>Subsidiaries</i>	136	119	+13.8%
<b>Average staff numbers (Full-Time Equivalent)</b>	<b>8,996</b>	<b>9,018</b>	<b>-0.2%</b>
<i>Aéroports de Paris</i>	6,553	6,798	-3.6%
<i>Subsidiaries</i>	2,443	2,220	+10.0%

- **other operating expenses** were down by 32.6%, at €15 million;
- **other operating income and expenses** represented an income of €11 million in 2015, down by 65.8%.

<sup>1</sup> EBITDA/Revenue.

<sup>2</sup> Excluding capitalised production costs.



## Net income attributable to the Group

(in millions of euros)	2015	2014 restated	2015/2014 restated
<b>EBITDA</b>	<b>1,184</b>	<b>1,109</b>	<b>+6.8%</b>
Amortisation & Depreciation	(456)	(445)	+2.5%
Share in associates and joint ventures from operating activities after adjustments related to acquisition of holdings	60	73	-18.5%
Share of profit or loss of operating associates and joint ventures before adjustments related to acquisition of holdings	107	121	-11.1%
Adjustments related to acquisition of holdings in operating associates and joint ventures <sup>1)</sup>	(47)	(47)	+0.1%
<b>Operating income from ordinary activities (including operating activities of associates)</b>	<b>787</b>	<b>737</b>	<b>+6.8%</b>
Other operating expenses and incomes	(0)	(7)	N/A
<b>Operating income (including operating activities of associates)</b>	<b>787</b>	<b>730</b>	<b>+7.8%</b>
Financial income	(106)	(115)	-7.7%
Associates from non-operating activities	6	(2)	N/A
<b>Income before tax</b>	<b>687</b>	<b>613</b>	<b>+12.1%</b>
Income tax expenses	(256)	(210)	+22.0%
<b>Net results from continuing activities</b>	<b>431</b>	<b>403</b>	<b>+6.9%</b>
Net Results from discontinued activities	(1)	(1)	N/A
<b>Net income attributable to the Group</b>	<b>430</b>	<b>402</b>	<b>+6.9%</b>

<sup>1)</sup> Including depreciation and amortisation of PPA of associates.  
N/A: non applicable.

**Operating income from ordinary activities (including operating activities of associates)** strongly increased by 6.8% to €787 million due to the continuing increases in amortisation and depreciation (+2.5% to €456 million) and despite the decrease in the share of profit of associates of operating activities after adjustments due to holdings (-18.5% to €60 million). The reasons for this decrease are:

- the lower contribution to income from TAV Airports and TAV Construction, which were penalised by higher deferred taxes and financial expenses associated with a less favourable currency effect than in 2014;
- by the impairment of studies related to office projects<sup>1)</sup> for Cœur d'Orly;
- partially offset by the good performance of commercial companies accounted for using the equity method (Société de Distribution Aéroportuaire, Relay@ADP and Media ADP).

**Operating income** (including operating activities of associates) increased 7.8% to €787 million, as 2014 was marked by larger provisions.

The **net finance cost** was an expense of €106 million, a decrease of 7.7%, due to a lower interest costs for social commitments in 2015 than in 2014 and the decline in the cost of debt.

The net debt/equity ratio decreased and stood at 65% as at 31 December 2015 compared to 70% at the end of 2014<sup>2)</sup>. Aéroports de Paris Group net debt stood at €2,676 million as at 31 December 2015, compared to €2,805 million at the end of 2014.

The share of net income from non-operating activities of associates increased €8 million to €6 million due to the effect of the capital gain from the disposal of the remaining 20% of capital of Alyzia Holding.

**Income tax expense**<sup>3)</sup> increased by 22.0%, to €256 million, in 2015.

Taking into account the above elements, the **net income attributable to the Group** rose sharply, by 6.9%, at €430 million.

<sup>1)</sup> Excluding Askia, shops and hotels.

<sup>2)</sup> Restated (see notes to the consolidated financial statements presented in Chapter 20).

<sup>3)</sup> The nominal rate is stable at 38.0% (see note 19 to the consolidated financial statements presented in Chapter 20).

## Analysis by segment

The definition of the different business segments is given in note 4.21 to the consolidated financial statements in Chapter 20.

### Aviation

(in millions of euros)	2015	2014 restated	2015/2014 restated
<b>Revenue</b>	<b>1,735</b>	<b>1,672</b>	<b>+3.8%</b>
<i>Airport fees</i>	998	951	+5.0%
<i>Ancillary fees</i>	208	191	+8.8%
<i>Revenue from airport safety and security services</i>	486	485	+0.2%
<i>Other income</i>	42	45	-5.2%
<b>EBITDA</b>	<b>443</b>	<b>397</b>	<b>+11.5%</b>
<b>Operating income from ordinary activities (including operating activities of associates)</b>	<b>139</b>	<b>92</b>	<b>+51.2%</b>
<i>EBITDA / Revenue</i>	25.5%	23.8%	+1.7 pts
<i>Operating income from ordinary activities / Revenue</i>	8.0%	5.5%	+2.5 pts

In 2015, revenue from the Aviation segment was up 3.8% to €1,735 million.

Revenue from **airport fees** (passenger fees, landing fees and aircraft parking fees) was up by 5.0%, to €998 million in 2015, benefiting from the growth in passenger traffic in Paris (+3.0%) and the combined increase in tariffs (+2.95% on 1 April 2014 and +2.4% on 1 April 2015).

**Ancillary fees** increased sharply to €208 million (+8.8%), due to the increase in baggage handling fees (+14.0% to €35 million), proceeds from assistance to disabled persons (PRM) and check-in desk fees, and increased proceeds from de-icing activities (+31.0% to €16 million) due to the harsh winter in the 1<sup>st</sup> quarter of 2015.

**Revenue from airport safety and security services<sup>(1)</sup>** was stable (+0.2%) at €486 million.

Other **revenue**, which mostly consists in re-invoicing the French Air Navigation Services Division and leasing associated with the use of terminals. It fell 5.2% to €42 million.

Thanks to effective control of operating expenses, **EBITDA** from the Aviation sector increased sharply by 11.5% €443 million. The gross margin rate increased by 1.7 points and reached 25.5%.

**Depreciation and amortisation** were virtually stable (-0.4%) at €304 million. The **operating income from ordinary activities (including operating activities of associates)** rose markedly by 51.2%, to €139 million.

### Retail and services

(in millions of euros)	2015	2014 restated	2015/2014 restated
<b>Revenue</b>	<b>917</b>	<b>884</b>	<b>+3.8%</b>
<i>Retail activities</i>	433	401	+8.0%
<i>Car parks and access roads</i>	176	183	-3.9%
<i>Industrial services revenue</i>	133	128	+3.6%
<i>Rental income</i>	141	143	-1.5%
<i>Other income</i>	34	28	+21.9%
<b>EBITDA</b>	<b>552</b>	<b>523</b>	<b>+5.7%</b>
Share in associates and joint ventures from operating activities	10	9	+8.4%
<b>Operating income from ordinary activities (including operating activities of associates)</b>	<b>468</b>	<b>452</b>	<b>+3.6%</b>
<i>EBITDA / Revenue</i>	60.2%	59.2%	+1.0 pt
<i>Operating income from ordinary activities / Revenue</i>	51.0%	51.1%	-0.1 pts

In 2015, revenue from Retail and Services increased by 3.8%, to €917 million.

<sup>1</sup> Formerly called "airport security tax".





The revenue from **retail** (income received from shops, bars and restaurants, advertising, banking and foreign exchange activities, and car rental companies) grew by 8.0% to €433 million, in 2015.

Rents from airside shops stood at €311 million, for a strong increase of 9.6%, due to the passenger traffic dynamics (+3.0%) and the increase in sales per passenger (+8.4%, to €19.7). This performance is attributable to:

- the growth in revenue of duty free outlets, for which sales per passenger (sales/PAX) stood at €36.2, up 10.0%, driven by the combined effect of a positive traffic mix and the very good performance of Fashion activities, which were boosted by the opening in October 2014 of the shops in the central concourse of Hall K in terminal 2E. The duty paid points of sale had sales/PAX of €7.3, down 2.7% compared to 2014;
- revenue from banking and foreign exchange activities increased 15.7% to €22 million due to the favourable monetary environment. Advertising revenue also rose 13.4%, to €33 million, benefiting from the services established in 2014 and the good performance of digital.

Revenue from **car parks** decreased 3.9% and amounted to €176 million, mainly because of the decline in average parking times.

Revenue from **industrial services** (electricity and water supply) rose 3.6%, to €133 million.

**Rental revenue** (leasing of space within terminals) decreased slightly, by 1.5%, to €141 million.

**Other income** showed strong growth of 21.9%, to €34 million, and was mainly related to the increase in activity with Société du Grand Paris.

**EBITDA** for the segment increased 5.7%, to €552 million. The gross margin rate increased by 1.0 points, to 60.2%.

**Operating income from ordinary activities (including operating activities of associates)** increased by 3.6%, to €468 million, impacted by the growth (+8.4%, to €10 million) in the share of profit of associates from operating activities (Société de Distribution Aéroportuaire, Relay@ADP and Media ADP).

## Real estate

(in millions of euros)

	2015	2014 restated	2015/2014 restated
<b>Revenue</b>	<b>265</b>	<b>264</b>	<b>+0.4%</b>
External revenue <sup>(1)</sup>	213	212	+0.6%
Internal revenue	52	52	-0.7%
<b>EBITDA</b>	<b>170</b>	<b>164</b>	<b>+3.6%</b>
Share in associates and joint ventures from operating activities	(13)	(0)	N/A
<b>Operating income from ordinary activities (including operating activities of associates)</b>	<b>115</b>	<b>119</b>	<b>-3.5%</b>
EBITDA / Revenue	64.1%	62.1%	+2.0 pts
Operating income from ordinary activities / Revenue	43.2%	44.9%	-1.7 pts

<sup>1</sup> Generated with third parties.

N/A: non applicable.

In 2015, revenue from the Real Estate segment increased slightly by 0.4%, to €265 million.

**External revenue<sup>(1)</sup>** (€213 millions) was up slightly (+0.6%), due mainly to the development of projects and despite the impact of negative indexing of income on the construction cost index as of 1 January 2015<sup>(2)</sup>.

**Internal revenue** was down by 1.7%, at €52 million.

Thanks to effective control of operating expenses and increases in other operating income, **EBITDA** rose 3.6% to €170 million. The gross margin rate reached 64.1%, an increase of 2.0 points.

Depreciation and amortisation decreased by 6.2%, to €42 million. **Operating income from ordinary activities (including operating activities of associates)** was down 3.5%, to €115 million, because of the impairment of studies related to office projects<sup>(3)</sup> for Cœur d'Orly totalling €13 million.

<sup>1</sup> Generated with third parties (outside the Group).

<sup>2</sup> As of 1 January 2015, ICC is -0.98%. As of 1 January 2016, ICC is -0.4%.

<sup>3</sup> Excluding Askia, shops and hotels.

## International and airport developments

(in millions of euros)	2015	2014 restated	2015/2014 restated
<b>Revenue</b>	<b>96</b>	<b>79</b>	<b>+21.2%</b>
ADP Ingénierie	79	65	+20.8%
Aéroports de Paris Management	18	14	+23.7%
<b>EBITDA</b>	<b>(9)</b>	<b>(0)</b>	<b>N/A</b>
Share in associates and joint ventures from operating activities after adjustments related to acquisition of holdings	63	64	-2.3%
Share of profit or loss of operating associates and joint ventures before adjustments related to acquisition of holdings	110	112	-1.3%
Adjustments related to acquisition of holdings in operating associates and joint ventures <sup>(1)</sup>	(47)	(47)	+0.2%
<b>Operating income from ordinary activities (including operating activities of associates)</b>	<b>53</b>	<b>64</b>	<b>-16.2%</b>
EBITDA / Revenue	-9.3%	-0.1%	-9.2 pts
Operating income from ordinary activities / Revenue	55.4%	80.1%	-24.7 pts

<sup>1</sup> Including depreciation and amortisation of PPA of associates.

N/A: non applicable.

Revenue from international and airport developments increased by 21.2%, to €96 million in 2015. **EBITDA** is negative, at -€9 million, compared to nil in 2014.

**ADP Ingénierie** saw its activities grow in 2015. Revenue amounted to €79 million, an increase of 20.8%, thanks in particular to the growth in volume of activity in the Middle East and Santiago (Chile). EBITDA and operating income from ordinary activities (including operating activities of associates) showed a loss of €5 million from 2014 because of impairment of long-outstanding receivables. At the end of December, the backlog for the 2016-2018 period amounted to €63 million.

**Aéroports de Paris Management** saw its revenue grow by 23.7% to €18 million, mainly following the takeover of the Santiago (Chile) airport concession. EBITDA was slightly above zero and its operating income

from ordinary activities (including operating activities of associates) stood at €1 million.

**TAV Airports** Group posted growth in revenue of 9.8%<sup>(1)</sup>, to €1,079 million, and in EBITDA of 12.5%, to €488 million. Net result attributable to the Group increased by 4.0%, to €210 million, and was penalised by a negative base effect, higher deferred taxes and financial charges.

Consequently, the **share of profit of associates from operating activities (TAV Airports, TAV Construction and Schiphol)**, after adjustments related to shareholdings, stood at €63 million in 2015, down by 2.3%. **Operating income from ordinary activities (including operating activities of associates)** from the International and Airport Developments segment was down 16.2% from 2014, to €53 million.

## Other activities

(in millions of euros)	2015	2014	2015/2014
<b>Revenue</b>	<b>215</b>	<b>200</b>	<b>+7.3%</b>
<b>EBITDA</b>	<b>27</b>	<b>25</b>	<b>+10.8%</b>
<b>Operating income from ordinary activities (including operating activities of associates)</b>	<b>12</b>	<b>11</b>	<b>+12.4%</b>
EBITDA / Revenue	12.8%	12.4%	+0.4 pts
Operating income from ordinary activities / Revenue	5.8%	5.5%	+0.3 pts

In 2015, revenue from the other activities segment increased by 7.3%, to €215 million.

In 2015, **Hub One** saw its revenue increase by 8.3% to €137 million, thanks to the good performance of the Mobility division. EBITDA amounted to €22 million, up by 7.3%. Operating income from ordinary activities fell 4.0% to €7 million.

**Hub Safe**<sup>(2)</sup> increased by 11.3% to €77 million, thanks to the new market at the Nantes airport. EBITDA amounted to €4 million, an increase of 25.1%, and operating income from ordinary activities rose by 23.1% to €4 million.

**Operating income from ordinary activities (including operating activities of associates)** was consequently up 12.4% to €12 million.

<sup>1</sup> Adjusted for IFRIC 12.

<sup>2</sup> Formerly called "Alyzia Sûreté".



## 9.3 Highlights of the 2015 financial year

### Change in traffic

Group traffic	Aéroports de Paris stake <sup>(1)</sup>	Stake-weighted traffic (million passengers)	2015/2014	
Aéroports de Paris Group	Paris (Charles de Gaulle + Orly)	@ 100%	95.4	3.0%
	Mexico regional airports	@ 25.5% <sup>(2)</sup> @ 16.7%	0.7	+15.0%
	Zagreb	@ 21%	0.5	+6.5%
	Jeddah-Hajj	@ 5%	0.4	+0.8%
	Amman	@ 9.5%	0.7	+0.1%
	Mauritius	@ 10%	0.3	+9.6%
	Conakry	@ 29%	0.1	+14.3%
	Santiago (Chile)	@ 45%	7.7	+7.2%
	Istanbul Atatürk	@ 38%	23.3	+8.2%
TAV Airports Group	Ankara Esenboga	@ 38%	4.7	+11.7%
	Izmir	@ 38%	4.6	+10.7%
	Other airports <sup>(3)</sup>	@ 38%	6.3	+3.0%
TOTAL GROUPE		144.6	+4.1%	

<sup>1</sup> Direct or indirect.

<sup>2</sup> From SETA, which holds 16.7% of GACN, which controls 13 airports in Mexico.

<sup>3</sup> Turkey (Milas-Bodrum) since July 2014, Croatia (Zagreb) (since December 2013), Saudi Arabia (Medina), Tunisia (Monastir & Enfidha), Georgia (Tbilisi & Batumi), and Macedonia (Skopje & Ohrid). Taking into account the traffic at Milas Bodrum in 2014 pro forma, the traffic at the other TAV Airports platforms fell by 4.5% from the beginning of 2015.

### At Parisian airports

Aéroports de Paris handled 95.4 million passengers in 2015, an increase of 3.0% compared to the previous year (92.7 million passengers in 2014). Paris-Charles de Gaulle airport welcomed 65.8 million passengers (+3.1%) and Paris-Orly airport 29.6 million (+2.8%), which were new record figures for both airports.

Aéroports de Paris traffic increased by 1.5% over the first half the year and by 4.4% over the second half of 2015.

Geographical breakdown is as follows:

	Change 15/14	Share of total traffic
<b>France</b>	<b>+0.8%</b>	<b>17.0%</b>
<b>Europe</b>	<b>+3.5%</b>	<b>43.2%</b>
<b>Other International</b>	<b>+3.4%</b>	<b>39.8%</b>
<i>of which</i>		
Africa	+0.8%	11.0%
North America	+6.8%	9.9%
Latin America	+2.2%	3.2%
Middle East	+5.3%	4.8%
Asia/Pacific	+4.4%	7.0%
French Overseas Territories	-0.3%	3.9%
<b>TOTAL AÉROPORTS DE PARIS</b>	<b>+3.0%</b>	<b>100.0%</b>

The number of connecting passengers was up by 5.7%. Connecting traffic accounted for 24.0% of traffic, up by 0.6 percentage points.

Air traffic movements (700,452) were up by 1.0%.

Freight and postal activity increased by 1.2%, with 2,216,814 tonnes transported.

## Achievement of 2011-2015 main targets (ROCE of the regulated scope to be published in July 2016)

2011-2015 period targets	2015 targets reviewed in 2012 <sup>(1)</sup>	Achievement of 2011-2015 targets
<b>Assumed growth in passenger traffic (CAGR 2011-2015)<sup>(2)</sup></b>	+1.9% to +2.9% per year on average over the period	+2.7% on average per year over the period <sup>(3)</sup>
<b>Cap on the average annual increase in fees<sup>(4)</sup> within the scope of the ERA (CAGR 2011-2015)<sup>(2)</sup></b>	+1.38% annually on average over the period +inflation	+1.37% annually on average over the period +inflation <sup>(3)</sup>
<b>Consolidated EBITDA</b>	Growth of between 25% and 35% between 2009 and 2015 <sup>(5)</sup>	EBITDA growth: +34.1% at €1,184 million between 2009 and 2015 <sup>(5)</sup>
<b>Investments of Aéroports de Paris SA</b>	€1.9 billion on the regulated scope <sup>(6)</sup>	€1.9 billion on the regulated scope <sup>(3)(6)(7)</sup>
<b>Quality of Service</b>	To attain an overall satisfaction rate of 88.1% in 2015	88.8% at end 2015
<b>Retail</b>	Sales per passenger <sup>(8)</sup> of €19.0 in 2015 +18% new commercial floorspace between now and 2015 (compared to 2009) including +35% for shops in the international area	€19.7 at the end of 2015 +19% new commercial floorspace Including +32% in the international area
<b>Real estate</b>	Commissioning of approximately 320.000sq.m. to 360.000sq.m. of buildings Investment budget reduced to €450 million of which €340 million in real estate diversification activities	329,200sq.m. €346 million invested including €252 million invested in real estate diversification activities
<b>Cost-cutting plan</b>	Limiting the increase in parent company operating costs to less than 3.0% per year on average between 2012 and 2015 Between €71 and 81 million in cumulated savings between 2013 and 2015	+1.3% per year on average between 2012 and 2015 €89 million in cumulated savings between 2013 and 2015
<b>Productivity</b>	Reducing the Aéroports de Paris headcount by 7% (FTEs) between 2010 and 2015	Control over personnel costs in line with the target of a 7% decrease in staff, despite a 5.8% decrease in FTEs
<b>Dividends paid</b>	Distribution policy of 60% of consolidated net income attributable to the Group <sup>(9)</sup>	60% payout ratio since 2013

<sup>1</sup> Targets disclosed in the press release dated 20 December 2012 entitled "2012 and 2015 targets" on the [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr) website.

<sup>2</sup> Compound average growth rate.

<sup>3</sup> 2015 targets fine-tuned in the press release of availability of the public consultation document on 19 January 2015 available on the [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr) website.

<sup>4</sup> From 1 April to 31 March of each calendar year.

<sup>5</sup> 2009 consolidated EBITDA: €883 million.

<sup>6</sup> In 2015 euros.

<sup>7</sup> Excluding reclassified capitalised costs for €0.1 billion.

<sup>8</sup> Sales per passenger corresponds to the sales of airside shops divided by the number of departing passengers.

<sup>9</sup> Assessed for each financial year on the basis of the Company results, its financial situation and any other factor deemed relevant.



## Tariffs

As of 1 April 2015, airport and ancillary fees (excluding fees for disabled and reduced-mobility<sup>1</sup> passengers (PMR)) increased on average by 2.4% on a like-for-like basis.

## Signing of the Economic Regulation Agreement (2016-2020)

The Chairman and CEO of Aéroports de Paris, as authorised by the Board of Directors on 29 July 2015, and the French Government formally signed the Economic Regulation Agreement (ERA) for the 2016-2020 period on 31 August 2015, after having determined the main terms and features of the 2016-2020 regulation agreement on 29 July 2015. The 2016-2020 ERA and the public consultation document for the 2016-2020 ERA published in January 2015 summarising the proposals of Aéroports de Paris is available on the Aéroports de Paris website, [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr), under Group, Regulation.

The balance struck **confirms the Aéroports de Paris industrial strategy** and its place in the Paris market and in the air industry sector more broadly. In light of the crisis in this sector in Europe, the transformations of its key players, increasing competitive pressure from other airports and new patterns of consumption, Aéroports de Paris must continuously improve the competitiveness of its platforms.

To deal with these new challenges, based on an unchanged scope of regulation<sup>1</sup>, the agreement has the following main features:

- projected traffic growth of 2.5% per annum on average;
- a CAPEX programme amounting to €3.0 billion across the regulated scope, primarily focused on optimisation, maintenance and compliance of installations, and on operational robustness;
- a strong commitment in terms of quality of service, with the establishment of seven “quality standards” indicators with financial penalties, three “excellence” indicators, for connecting passengers in particular, with a financial incentive in the form of a bonus or penalty, and five follow-up indicators with no financial consequences;
- a moderate price increase cap of 1.0% per annum on average above inflation, with price increases limited to inflation in 2016;
- a new rate structure that aims to improve the price competitiveness of intercontinental and connecting traffic and increase airline carrying volume by reducing passenger fees and revising landing fees, eliminate overnight parking fees for aircraft based in Paris to encourage them to locate there, and to make pricing schedules clearer by standardising the funding of baggage handling for connecting flight;

- the establishment of incentives in key markets and for successful companies that are intended to encourage growth in connecting traffic and the operational performance of airlines;
- the establishment of a new adjustment factor based on the volume of operating expenses (excluding amortisation expenses and taxes and fees) of the regulated scope.

All of these elements should provide a fair compensation on the capital invested in the regulated scope in 2020, with profitability of the capital employed in the regulated scope in line with the Group's average weighted cost of capital estimated at 5.4%.

## Announcement of Aéroports de Paris Group's 2020 targets<sup>(2)</sup>

Aéroports de Paris has set the following main objectives for 2020, based on an assumption for growth in traffic in Paris of 2.5% per year on average between 2016 and 2020:

- RETURN ON THE CAPITAL EMPLOYED IN THE REGULATED SCOPE: return on the capital employed in the regulated scope in line with the Group's average weighted cost of capital estimated at 5.4% in 2020 made possible through the balance of the Aéroports de Paris industrial strategy as described in the 2016-2020 Economic Regulation Agreement signed with the French Government in the summer of 2015;
- SERVICE QUALITY: Attainment of an overall ACI/ASP score<sup>(3)</sup> of 4 out of 5 due to strong commitments;
- RETAIL: expected Sales/PAX<sup>(4)</sup> of €23 for the full year after the delivery of infrastructure projects over the 2016-2020 period;
- REAL ESTATE: Growth in external rent (excluding re-invoicing and indexing) from real estate activities of 10% to 15% between 2014 and 2020;
- PROFITABILITY: Consolidated EBITDA<sup>(5)</sup> growth of between 30% and 40% between 2014 and 2020 based on strict financial discipline and ambitious development objectives for all Group activities.

The Group's strategic plan and financial objectives serve to enhance an industrial strategy that promotes the overall competitiveness of the aeronautical sector and of the regions, in line with the Economic Regulation Agreement signed on 31 August 2015. The strategic plan includes an assumed payout ratio of 60% of the net income attributable to the Group until 2020 in dividends.

<sup>1</sup> The regulated scope is defined in Article 1 of the Decree of 16 September 2005 pertaining to fees for services rendered at aerodromes, modified on 1 January 2011 by the Decree of 17 December 2009.

<sup>2</sup> Refer to the press release of 12 October 2015 Aéroports de Paris présente son plan stratégique 2016-2020 “Connect 2020” (Aéroports de Paris presents its “Connect 2020” strategic plan for 2016-2020), available at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr).

<sup>3</sup> Airport Service Quality indicator by Airport Council International.

<sup>4</sup> Sales of airside shops divided by the number of departing passengers.

<sup>5</sup> Current operating income (including operating activities of equity-accounted associates) plus depreciation and amortisation and impairment of non-current assets, net of reversals.



## Implementation of a new management model

In order to simplify the legibility of the performance by accounting segment and optimise the allocation of internal exchanges, Aéroports de Paris has implemented a new management model which took effect on 1 January 2015. The new system consists of:

- a presentation of the income statement by type for all revenues and costs;
- a revision and simplification of the allocation of revenues and the costs of transversal activities;
- a revision and simplification of the allocation of overheads by segment.

The new management model has no impact on the main consolidated accounting aggregates.

In addition, the other major change made was the direct compensation for capitalised production (previously accounted for between revenue and expenses) as a deduction from the costs in question. Capitalised production, which was €79 million in 2014, is now allocated to lesser personnel expenses and other costs.

The restated 2014 financial statements are presented in note 8 to the consolidated financial statements in Chapter 20.

## Dividend voted by the annual general meeting of shareholders

The General Meeting of Shareholders of 18 May 2015 approved the distribution of a dividend of €2.44 per share for the 2014 financial year, with an ex-dividend date of 28 May 2015 and payment on 1 June 2015. This dividend corresponds to a payout ratio of 60% of the 2014 net income attributable to the Group, unchanged since the 2013 financial year.

## Payment of an interim dividend

The Board of Directors of Aéroports de Paris approved the implementation of a policy to pay interim dividends in cash through the financial year ending 31 December 2020. For financial year 2015, this interim dividend amounts to €70 million, for an amount of €0.70 per share. The ex-dividend date for the interim dividend coupon was 7 December 2015 and the payment of the interim dividend for 2015 occurred on 10 December 2015.

## Issuance of bonds

In July 2015, Aéroports de Paris:

- redeemed a bond that had matured with a nominal value of €166 million (250 million Swiss francs), bearing interest at 3.125%;
- issued a bond for a total amount of €500 million, bearing interest at 1.50% and maturing on 24 July 2023.

## Aéroports de Paris and Select Service Partner set up a joint venture to create, operate and develop fast food outlets

After a public consultation process, Aéroports de Paris selected Select Service Partner on 21 April 2015 to establish a joint venture designed to create, operate and develop fast food outlets.

Through this joint company, Aéroports de Paris aims to further improve reception and services offered to passengers, who will now have a diversified and renewed range (French bakeries, coffee shop, fast casual, Asian restaurants and bar brands).

This new entity, whose creation was authorised by the competition authorities in September 2015 and whose operations should start on 1 February 2016, is owned equally by Aéroports de Paris and Select Service Partner. It will operate over 30 outlets in terminals 2E (hall K and hall L), 2F, 1 and 3 at Paris-Charles de Gaulle airport over a 9-year period.

## The consortium of Aéroports de Paris, VINCI Airports and Astaldi has officially been manager of the Santiago (Chile) airport since October 2015

Working together as the Nuevo Pudahuel consortium<sup>1)</sup>, Aéroports de Paris (45% of the consortium), VINCI Airports (40%) and Astaldi (15%) were selected by the Chilean government on 4 February 2015 as having presented the best offer (payment of 77.56% of the annual earnings from the concession to the Chilean Government) for the concession of Arturo Merino Benítez International Airport in Santiago de Chile, South America's 6<sup>th</sup>-largest airport which saw 16.1 million passengers in 2014, almost half of whom were international passengers.

<sup>1</sup> Indirectly via Aéroports de Paris Management (its wholly-owned subsidiary).

<sup>2</sup> <http://www.diariooficial.interior.gob.cl/versiones-antteriores/do/20150421/>



The decree for the awarding of the concession for the Arturo Merino Benítez international airport in Santiago de Chile was published on 21 April 2015 in the Chilean official journal<sup>(2)</sup>.

In accordance with the future new concession agreement, the concession company, Nuevo Pudahuel, has the following major tasks:

- the renovation of existing installations with the redesign and extension of the current terminal;
- the funding, design and construction of a new 175,000 sq.m. terminal which will increase the airport's capacity to 30 million passengers, with potential for expansion beyond 45 million;
- the operation and commercial development for the duration of the concession (20 years) of the main infrastructures: existing terminal and new terminals, car parks and future property developments.

Building work will be undertaken by Vinci Construction Grands Projets (50% of the design-construction pool) and Astaldi (50%).

The concession company took over the operation of Santiago airport on 1 October for a period of 20 years.

## **Aéroports de Paris, in consortium with Bouygues Bâtiment International, Colas Madagascar and Meridiam, signed a concession agreement with the Government of Madagascar for the operation of the airports of Antananarivo and Nosy Be in Madagascar**

On 9 July 2016, Ravinala Airports, whose members of the Aéroports de Paris consortium, through its subsidiary Aéroports de Paris Management, Bouygues Bâtiment International, Colas Madagascar and Meridiam are to become shareholders signed a concession agreement with the Republic of Madagascar for the design, financing and construction of the Ivato International Airport in Antananarivo and the Fascène International Airport in Nosy Be.

These airports respectively welcomed 814,000 and 132,000 passengers in 2014, nearly two thirds of whom were international passengers.

The next steps concern the fulfilment of the various conditions to begin operations of the two airports in question.

# 10

## Equity and cash flows AFR

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### 10.1 Shareholder equity

Group shareholders' equity was €4,126 million at 31 December 2015 compared with €3,980 million at 31 December 2014 (restated accounts). The main changes in 2015 stem from the 6.9% increase in 2015 net

income, to €430 million and the distribution of a dividend for 2014 of €2.44 per share, or €241 million, corresponding to a net income distribution rate of 60%.



## 10.2 Cash flow

(in millions of euros)	2015	2014 restated
Cash flows from operating activities	1,003	913
Cash flows from investing activities	(438)	(436)
Cash flows from financing activities	(99)	(268)
<b>Change in cash flow</b>	<b>466</b>	<b>209</b>
Net cash and cash equivalents at the beginning of the period	1,262	1,053
Cash at closing	1,729	1,262

### Cash flows from operating activities

(in millions of euros)	2015	2014 restated
Operating income (including operating activities of associates)	787	730
Depreciation, amortisation and impairment losses	425	426
Other non-cash income and expenses	(69)	(76)
Net financial income other than cost of debt	8	6
<b>Operating cash flow before change in working capital and tax</b>	<b>1,151</b>	<b>1,086</b>
Change in working capital	83	25
Income tax paid	(231)	(198)
<b>Cash flows from operating activities</b>	<b>1,003</b>	<b>913</b>

### Cash flow from investing activities

(in millions of euros)	2015	2014 restated
Purchase of property, plant & equipment and intangible assets	(526)	(407)
Acquisitions of subsidiaries	(49)	(29)
Proceeds from sale of subsidiaries	5	-
Dividends received	59	45
Other cash flows from investing activities	72	(45)
<b>Cash flows from investing activities</b>	<b>(438)</b>	<b>(436)</b>

### Cash flow from financing activities

(in millions of euros)	2015	2014 restated
Proceeds from long-term debt	507	496
Repayment of long-term debt	(178)	(462)
Dividends paid to shareholders of the parent company	(311)	(183)
Other cash flows from financing activities	(117)	(119)
<b>Cash flows from financing activities</b>	<b>(99)</b>	<b>(268)</b>

## 10.3 Indebtedness

Net debt breaks down as follows:

(in millions of euros)	2015	2014 restated
Financial debts	4,482	4,173
Derivative financial instruments (liabilities)	19	21
<b>Gross financial debt</b>	<b>4,502</b>	<b>4,195</b>
Derivative financial instruments (assets)	(96)	(124)
Cash and cash equivalents	(1,729)	(1,266)
<b>Net financial debt</b>	<b>2,676</b>	<b>2,804</b>
<i>Net financial debt/EBITDA</i>	2.26	2.53
<i>Net financial debt/Equity (gearing)</i>	65%	70%

The net debt/equity ratio stood at 65% as at 31 December 2015 compared with 70% at the end of 2014 (restated). Group net debt stood at €2,676 million as at 31 December 2015 compared to €2,804 million at the end of 2014 (restated).

See also note 29 to the consolidated financial statements presented in Chapter 20.

## 10.4 Financial risk management

See paragraph "Management of financial risk" in Chapter 4 and notes 5 and 30 in the notes to the consolidated financial statements presented in Chapter 20.

## 10.5 Group commitments

### Investment commitments

The only investments covered by firm commitments by Aéroports de Paris are those described in the Economic Regulation Agreement (ERA). See Chapter 5, "Ongoing investments or investments with firm commitments".

### Off-balance sheet commitments

See note 36 to the consolidated financial statements presented in Chapter 20.

### Employee benefit obligation

See note 13.2.2 to the consolidated financial statements presented in Chapter 20.



# 11

## Research and development, patents and licences

### 11.1 Research and development

Given its business, Aéroports de Paris implements a specific research and development policy limited to its activities.

### 11.2 Trademarks, patents and licences

Aéroports de Paris owns 240 trademarks worldwide which differentiate the Group's various business activities. It uses about 50 of these trademarks. The Company's main trademark, "Aéroports de Paris", featuring the graphic symbol juxtaposing the Eiffel Tower and the sun associated with it, is an essential component of the Company's image and heritage. Several other trademarks, including "Boutiques Aéroports de Paris" have also been registered with a view to promoting the Group's commercial offering.

Some subsidiaries of Aéroports de Paris use their own specific trademark, including Hub One and Hub Safe. The Group's main trademarks are protected in France and in many other countries where the Group operates.

Furthermore, as of the date of this document, Aéroports de Paris owned approximately 250 internet domain names, including "adp.fr" and "aeroportsdeparis.fr" and had obtained the "paris" extension used, in particular, by English-speaking passengers who are able to use the "airports.paris" address.

Aéroports de Paris may occasionally file patent applications, none of which are of any significance to the Group. For example, in France and in some foreign countries, a patent for measuring the slipperiness of surfaced areas (runways and roads) was filed.

# 12

## Information concerning trends

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## 12.1 Recent events

### January and February 2016 traffic figures

In January 2016, Aéroports de Paris saw 6.8 million passengers; an increase of 0.9% on January 2015. 4.7 million passengers travelled through Paris-Charles de Gaulle (+0.4%) and 2.1 million at Paris-Orly (+2.0%).

In February 2016, Aéroports de Paris saw 6.6 million passengers; an increase of 3.6% compared to February 2015. 4.5 million passengers travelled through Paris-Charles de Gaulle (+2.7%) and 2.1 million at Paris-Orly (+5.4%). Excluding 29 February traffic, as 2016 is a leap year, passenger traffic for the Parisian airports would have been down by 0.3% compared to February 2015.

### Aéroports de Paris signed, as part of its consortium, an agreement in principle for the development of Tehran's Imam Khomeini International Airport

On the occasion of the visit of Iranian President Hassan Rohani to France on 28 January 2016, Aéroports de Paris, Bouygues Bâtiment International, a subsidiary of the Bouygues Group, and the Iranian authorities signed

an agreement in principle to initiate a three-month period of exclusive discussions for the development of Tehran's Imam Khomeini International Airport. The project concerns the renovation of the existing terminal as well as the design, construction and operation of new terminals. These projects aim to increase the Tehran international airport's capacity to 34 million passengers by 2020, versus 6.5 million passengers currently.

### Clarification: update about discussions between Aéroports de Paris and the Vietnamese Authorities

Following press information relating to the authorisation given to Aéroports de Paris by the Vietnamese government to acquire a stake in Airports Corporation of Vietnam (ACV), Aéroports de Paris again confirms that it has submitted pre-qualification documents as part of the consultation process organized a few months ago by the Vietnam Ministry of Transport and that it has been invited to negotiate exclusively with the Vietnamese authorities. The financial, industrial and governance conditions for the disposal of the 20% of ACV's equity capital offered for sale have not yet been defined. Hence, no binding offer has been proposed by Aéroports de Paris at this stage.



## Launch of the share ownership scheme for employees

In the second half of 2015, the Group committed itself to launch a project of share ownership scheme for employees, that will be definitively realised in 2016, with two facets: the option for current and former employees of Aéroports de Paris and of subsidiaries which are part of the Group savings in its latest revised version and to retired and early retired staff having kept shares in Group savings scheme, to acquire Company shares under preferential conditions and a free allocation of Company shares, which principles was validated by the Board of Directors, subject to approval

of a resolution to that effect by the Extraordinary General Meeting of Shareholders. The share buyback programmes authorised by the General Meeting of Shareholders of 18 May 2015 will continue to be used by the Company for this share ownership scheme for employees.

## Tariffs

As of 1 April 2016, airport and ancillary fees (excluding fees for disabled and reduced-mobility passengers) will be stable on average and on a like-for-like basis.

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## 12.2 Forecasts

### Dividend distribution policy

During its meeting on 16 February 2016, the Board of Directors approved the social and consolidated financial statements for the year ended 31 December 2015. The Board of Directors decided to propose a dividend payment of €2.61 per share for 2015, reduced by the interim dividend for 2015 of €0.70/share, paid out on 10 December 2015, at the next Annual Shareholders General Meeting, to be held on 3 May 2016. Subject to the approval of the Annual General Meeting, the ex-dividend date would be on 31 May 2016, and payment would be made on 2 June 2016. This dividend corresponds to a payout ratio of 60% of the 2015

net income attributable to the Group, unchanged since the 2014 financial year. As a reminder, the payout ratio was increased from 50% to 60% in 2013, for the 2012 financial year dividends.

### Double voting rights as of 3 April 2016

Pursuant to Article L. 225-123 of the French Commercial Code, certain shareholders will automatically be entitled to double voting rights as of 3 April 2016<sup>(1)</sup>.

## The 2015 ROCE target for the regulated scope (to be published in July 2016)

Targets for the 2011-2015 period	2015 targets reviewed in 2012 <sup>(1)</sup>	Estimated at the end of 2015
<b>ROCE<sup>(2)</sup> of the regulated scope</b>	Of 3.8% and 4.3% of the regulated scope in 2015	3.8% in 2015 <sup>(3)</sup> (unchanged)

<sup>1</sup> Targets disclosed in the press release dated 20 December 2012 entitled "2012 and 2015 targets" on the [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr) website.

<sup>2</sup> Return On Capital Employed calculated as the operating income of the regulated perimeter after normative corporate tax compared to the regulated asset base (net book value of tangible and intangible assets within the regulated perimeter, increased by working capital of this perimeter).

<sup>3</sup> 2015 targets refined in the press release of availability of the public consultation document on 19 January 2015 available on the [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr) website.

## Launch of the new Aéroports de Paris brand

Aéroports de Paris will reveal its new brand promise and the associated mechanisms on 14 April 2016.

<sup>1</sup> Refer to chapter 21.2 for more information.

# 13

## Profit forecasts

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### 13.1 2016-2020 period guidances

On the basis of a traffic growth assumption of 2.5% in average per year between 2016 and 2020:

<b>ROCE of the regulated scope</b>	5.4% in 2020e
<b>2020 consolidated EBITDA</b>	+30 to +40% growth in consolidated EBITDA between 2014 and 2020e
<b>Quality of service</b>	Overall ACI/ASQ rating of 4 in 2020e
<b>Retail</b>	Sales per passenger of €23 on a full-year basis after delivery of the 2016-2020e projects
<b>Real estate</b>	Growth in external rents (excluding reinvoicing and indexation) ranging from 10% to 15% between 2014 and 2020e

### 13.2 2016 Group forecasts

#### 2016 Group forecast

<b>Traffic growth assumption</b>	<b>+2.3%</b> compared to 2015
<b>Application of tariffs stability policy planned for 2016 by ERA 2016-2020</b>	<b>+0.0%</b> at 1 April 2016 compared to 1 April 2015
<b>Consolidated EBITDA</b>	<b>Slight growth</b> compared to 2015 in compliance with our 2016-2020 trajectory of a 30% to 40% EBITDA growth in 2020 compared to 2014
<b>NRAG</b>	<b>Increase above or equal to 10%</b> compared to 2015, including the impact of the capital gain of the current headquarters disposal <sup>(1)</sup>
<b>Dividend for 2016</b>	Maintaining 60% payout ratio Interim dividend payment planned for December 2016

<sup>1</sup> Estimated at €22 million after tax.





The forecasts for 2016 were established using the same accounting methods as those used to prepare the consolidated accounts at 31 December 2015. They are based on assumptions made by the Group. The main assumptions are as follows:

- growth in passenger traffic of 2.3% in 2016 compared to 2015;
- the absence of any significant events with the potential to decrease passenger traffic growth over the long term;
- the stability of airport fee rates at 1 April 2016 as stated in the 2016-2020 Economic Regulation Agreement signed with the government in August 2015;
- meeting the commitments undertaken in the Economic Regulation Agreement (available on [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr));
- a positive performance by the share in associates and joint ventures from operating activities;

- a gain recorded in 2016 for the sale of the current head office;
- no significant change in the scope of consolidation.

The 2016 forecasts presented above are based on data, assumptions and estimates that the Group management believes to be reasonable.

The data, hypotheses and estimates summarised above are liable to change or be modified due to uncertainties linked in particular to competition and the economic, financial, regulatory and climatic environment. Moreover, the occurrence of certain risks described in Chapter 4 "Risks linked to the activities of Aéroports de Paris" may have an impact on the Group's activities and its ability to realise its objectives. In addition, the realisation of its objectives is based on the assumption that Aéroports de Paris successfully implements its commercial strategy described in the "Strategy" paragraph of Chapter 6. Aéroports de Paris therefore gives no undertaking, nor does it provide any guarantee, with regard to attainment of the objectives and guidance described above in this chapter.

## 13.3 Report of the Statutory Auditors on the profit forecast

To the Chairman of the Board of Directors,

In our capacity as Statutory Auditors and in compliance with EU Regulation (EC) 809/2004, we hereby report on the profit forecast for Aéroports de Paris Group which is included in paragraph 13.2 "Forecast of the Group for 2016" of the 2015 Registration Document.

In accordance with EU Regulation 809/2004 and the relevant ESMA (CESR) guidance, you are responsible for the preparation of this forecast and its principal underlying assumptions.

Based on our work, it is our responsibility to express our conclusion, pursuant to appendix 1, paragraph 13.2 of Regulation (EC) N° 809/2004, as to the proper compilation of the profit forecast.

We have performed the procedures which we considered necessary to comply with professional guidance issued by the national auditing body (Compagnie nationale des commissaires aux comptes) relating to this type of engagement. Our work consisted in an assessment of the preparation process for the profit forecast implemented by management, as well as the procedures implemented to ensure that the accounting methods applied are consistent with those used for the preparation of the historical financial information of Aéroports de Paris Group. We also gathered all of the relevant information and explanations that we deemed

necessary to obtain reasonable assurance that the profit forecast has been properly compiled on the basis of the assumptions stated.

It should be noted that, given the uncertain nature of forecasts, the actual figures are likely to be significantly different from those forecast and that we do not express a conclusion on the achievability of these figures.

In our opinion:

- the profit forecast has been properly compiled on the basis stated;
- the accounting methods applied in the preparation of the profit forecast are consistent with the accounting principles adopted by Aéroports de Paris Group.

This report is issued for the sole purpose of:

- the filing of the 2015 Registration Document with the French Financial Markets Authority (AMF); and
- if need be, the public offering on a regulated market and/or an offer to the public of shares or marketable securities with an unit nominal value of less than €100,000 in France and other European Union countries in which a prospectus, as approved by the AMF, and including this registration document, will be published, and may not be used for any other purpose.

Neuilly-sur-Seine and Paris-La Défense, 31 March 2016

The statutory Auditors

DELOITTE & ASSOCIÉS

Thierry Benoit

Olivier Broissand

ERNST & YOUNG Audit

Jacques Pierres



# 14

## Administration and executive management bodies

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## 14.1 Board of Directors AFR

Aéroports de Paris has been a public limited company with a Board of Directors since 22 July 2005.

### Composition of the Board of Directors as at 31 December 2015

Since 15 July 2009, the company is managed by a Board of Directors composed of eighteen members in accordance with Article 6 of Law no. 83-675 of 26 July 1983 on public sector democratisation, and Article 13 of the articles of association of Aéroports de Paris.

These eighteen members fall into three categories: six directors appointed by the General Meeting of Shareholders, six directors representing the French government and six directors representing employees.

Pursuant to Article 13 of the Company's articles of association, the mandate for directors and non-voting Board members thus came into effect on 15 July 2014, for a period of five years.

The shareholders, at their General Meeting of 15 May 2014, renewed the mandates of Augustin de Romanet, Jacques Gounon, Jos Nijhuis and Els de Groot and appointed Vinci, represented by Xavier Huillard, and Predica Prévoyance Dialogue du Crédit Agricole, represented by Françoise Debrus.

The directors representing the French government authorities are Solenne Lepage, Michel Massoni, Geneviève Chaux Debry, Muriel Pénicaut and Gilles Leblanc, appointed by a Decree dated 11 July 2014, and Denis Robin, appointed by a decree dated 22 April 2015, to replace Michel Lalande.

The directors representing employees were elected on 20 May 2014, in line with the law of 26 July 1983 on the democratisation of the public sector, by the employees of Aéroports de Paris and certain of its subsidiaries. They are Brigitte Blanc (CGT), Marie-Anne Donsimoni (CFE/CGC), Serge Gentili (FO), Frédéric Gillet (CFE-CGC), Jean-Paul Jouvent (UNSA-SAPAP) and Frédéric Mougin (CGT).

In application of the terms of Article 13 of the Articles of Association, Bernard Irion and Christine Janodet were appointed as non-voting Board members by the General Meeting of Shareholders on 15 May 2014. Anne Hidalgo was appointed non-voting Board member at the Board meeting of 8 July 2015, subject to ratification by the next General Meeting of Shareholders. The non-voting Board members attend meetings of the Board of Directors in a consultative capacity.

Article R. 251-1 of the French Civil Aviation Code makes provision for the minister in charge of civil aviation to appoint by decree a Government commissioner and a deputy Government commissioner entitled to sit on the Aéroports de Paris Board of Directors in a consultative capacity. Patrick Gandil, Director General of the French Civil Aviation Authority and Marc Borel, Director of Air Transport, were appointed Government



Commissioner and Deputy Government Commissioner respectively at Aéroports de Paris by order of the civil aviation minister on 19 October 2007 and 15 June 2015.

Caroline Montalcino, Economic and Financial Corporate Controller and Pascal Papaux, the Secretary of the Works Council, also attend Board meetings in a non-voting capacity.

The Board of Directors of Aéroports de Paris, in the interests of the Company, has a balanced structure to provide shareholders and the market with the assurance that they will carry out their duties independently and objectively.

The derogation from the recommendation of the AFEP-MEDEF Code for at least a third of directors in controlled companies to be independent is explained by the laws regarding the structure of the Board of Directors:

- the law relating to the democratisation of the public sector, reserving one third of seats on the Board for employee representatives elected by employees. These directors are not independent and according to the AFEP-MEDEF Code are not counted in the calculation of independent directors;
- the decree-law of 30 October 1935, which reserves for the French government a number of seats in proportion to its stake in the Company's capital, i.e. six members appointed by decree (these six

directors cannot be deemed independent as the French government controls Aéroports de Paris);

- the other six members are appointed by the General Meeting of Shareholders. Four members are not considered to be independent within the meaning of the criteria stipulated in the AFEP-MEDEF Code.

Nevertheless, Aéroports de Paris strives to comply with the principles of good governance defined in the AFEP-MEDEF Code, in spite of legislative and regulatory constraints. The Board of Directors works to ensure that it functions correctly. The audit and risks committee and the Compensation, Appointments and Corporate Governance Committee are organised so that:

- their chairmanship is entrusted to independent directors;
- the proportion of independent directors is met for the audit and risks committee;
- 50% of the members of the Compensation, Appointments and Corporate Governance Committee are independent. In its activity report of October 2014, the High Committee for Corporate Governance deemed the proportion mentioned above on this committee consistent with the spirit of the AFEP-MEDEF Code, provided that it is chaired by an independent director.

			Independence as defined in the AFEP-MEDEF Code		Committee members		
The mandate came into effect on 15 July 2014, for a period of five years	Gender	Nationality	Non-independent	Independent	Audit and Risk Committee	Strategy and Investment Committee	Compensation, Appointments and Corporate Governance Committee
Directors appointed by the General Meeting of Shareholders							
Augustin de Romanet	Male	French	Chairman and CEO			X	
Jacques Gounon	Male	French		Independent director	X		X
Els de Groot	Female	Dutch	Corporate officer of Schiphol Group where an officer from ADP is present at the Board of Directors				
Jos Nijhuis	Male	Dutch	Corporate officer of Schiphol Group where an officer from ADP is present at the Board of Directors			X	
Vinci, represented by Xavier Huillard	Male	French	Significant business relationship				X
Predica, represented by Françoise Debrus	Female	French		Independent director	X		X
Directors representing the French government							
Solenne Lepage	Female	French	Majority shareholder		X	X	X
Geneviève Chaux Debry	Female	French	Majority shareholder			X	
Muriel Pénicaud	Female	French	Majority shareholder				
Gilles Leblanc	Male	French	Majority shareholder				
Denis Robin, in replacement of Michel Lalande	Male	French	Majority shareholder				
Michel Massoni	Male	French	Majority shareholder				
Directors representing employees							
Brigitte Blanc (CGT union)	Female	French	Not included in the calculation				
Marie-Anne Donsimoni (CFE/CGC union)	Female	French	Not included in the calculation			X	
Serge Gentili (FO union)	Male	French	Not included in the calculation		X		
Frédéric Gillet (CFE/CGC union)	Male	French	Not included in the calculation				
Jean-Paul Jouvent (UNSA/SAPAP union)	Male	French	Not included in the calculation				X
Frédéric Mougin (CGT union)	Male	French	Not included in the calculation			X	

The derogation from the AFEP-MEDEF recommendation regarding the rule on the minimum of one third independent directors in controlled companies is justified in the Chairman's Report, included in the Appendix.



## Directors appointed by the General Meeting of Shareholders

### AUGUSTIN DE ROMANET

(Chairman and Chief Executive Officer of Aéroports de Paris, office renewed by decree of 24 July 2014)

Date of birth:

**2 April 1961**

Nationality:

**French**

Date of first appointment:

**Co-opted by the Board of Directors on 12 November 2012 to replace Mr. Pierre Graff, ratified by the General Meeting of Shareholders of 16 May 2013**

Start date of current mandate:

**15 July 2014 (renewed by the General Meeting of Shareholders of 15 May 2014)**

#### OTHER CURRENT MANDATES AND DUTIES

##### AÉROPORTS DE PARIS GROUP

##### International and airport developments segment:

TAV Group, Turkish Sociétés Anonymes governed by Turkish law:

- TAV Havalimanlari Holding A.S. (TAV Airports), company listed in Turkey:
  - Director and Vice Chairman of the Board of Directors
  - Vice Chairman of the Governance Committee
  - Vice Chairman of the Risk Committee
  - Vice Chairman of the Appointments Committee
- TAV Yatirim Holding A.S. (TAV Investment):
  - Director and Vice Chairman of the Board of Directors
- TAV Tepe Akfen Yatirim Insaat V<sup>e</sup> Isletme A.S.<sup>(1)</sup> (TAV Construction):
  - Director and Vice Chairman of the Board of Directors

##### Retail and services segment:

- Média Aéroports de Paris, a French simplified joint stock company, joint venture with JC Decaux: Chairman and director
- Société de Distribution Aéroportuaire (SDA), a French simplified joint stock company, joint venture with Lagardère: member of the Board of Directors
- Relay@ADP, a French simplified joint stock company, joint venture with Lagardère: member of the Management Board

##### Business Foundation:

- Aéroports de Paris Business Foundation: Chairman

#### OTHER MANDATES

- Airport Council International (ACI) Europe, international non-profit organisation based in Belgium:
  - Chair of the Executive Committee and of the Board of Directors
- Régie Autonome des Transports parisiens (RATP), public industrial and commercial establishment: director
- SCOR, listed European company: director
- Member of the Supervisory Board of Le cercle des économistes SAS, a French company

#### MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS

- Member of the Supervisory Board and the Audit Committee of NV Luchthaven Schipol, a company governed by Dutch law, from February 2013 to October 2013
- Managing director of the Caisse des Dépôts et Consignations (Public financial institution – Public establishment) from March 2007 to March 2012
- Member of the Conseil des Prélèvements Obligatoires (the French Tax and Social Charges Board, an independent institution attached to the Cour des Comptes) from April 2008 to December 2012
- Permanent Representative of the Caisse des Dépôts et Consignations:
  - Board of Directors of La Poste (a French limited company) and member of the Compensation and Governance Committees from April 2011 to March 2012
  - Board of Directors of Icade (a listed simplified joint stock company) from November 2007 to January 2011
- Chairman of:
  - the Board of Directors of Egis (a French limited company) from January 2011 to July 2012
  - the Supervisory Board of the Société Nationale Immobilière – SNI (mixed economy limited company) from March 2007 to March 2012
  - the Executive Committee of the Fonds de Reserve des Retraites (FRR) (a public administrative institution) from March 2007 to March 2012
  - Board of Directors of the Fonds stratégique d'investissement – FSI (a French limited company) from December 2008 to March 2012
- Vice Chairman of the Investment Board of InfraMed (a simplified joint stock company) from May 2010 to August 2012
- Director of:
  - Musée du Louvre-Lens, public cultural cooperation establishment from February 2011 to February 2014
  - OSEO (a French limited company) and member of the Appointments and Compensation Committee, from December 2010 to March 2012
  - Veolia Environnement (a French limited company), from September 2009 to February 2012
  - FSI-PME Portefeuille (a simplified joint stock company) from March 2008 to April 2012
  - CNP Assurances (a French listed limited company) and member of the Compensation and Appointments Committee and Strategy Committee from July 2007 to March 2012
  - CDC Entreprises (a simplified joint stock company), from October 2007 to April 2012
  - Dexia (a Belgian listed limited company), and member of the Strategy Committee and the Appointments and Compensation Committee from May 2007 to January 2011

<sup>1</sup> A subsidiary of TAV Yatirim Holding.

**JACQUES GOUNON** (Independent director)

Date of birth:

**25 April 1953**

Nationality:

**French**

Date of first appointment:

**Co-opted 2 July 2008, ratified by the General Meeting of Shareholders of 28 May 2009**

Start date of current mandate:

**15 July 2014 (renewed by the General Meeting of Shareholders of 15 May 2014)****OTHER CURRENT MANDATES AND DUTIES**

- Chairman and Chief Executive Officer of Groupe Eurotunnel (GET SE), a European listed company

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- None

**JOS NIJHUIS**

Date of birth:

**21 July 1957**

Nationality:

**Dutch**

Date of first appointment:

**General Meeting of 28 May 2009**

Start date of current mandate:

**15 July 2014 (renewed by the General Meeting of Shareholders of 15 May 2014)****OTHER CURRENT MANDATES AND DUTIES**

- Chairman and Chief Executive Officer of Schiphol Group NV (a company under Dutch law)
- Member of the Supervisory Board of National Opera & Ballet (Netherlands)
- Member of the Supervisory Board and Chair of the Audit Committee of SNS Bank NV (Netherlands)
- Member of the Amsterdam Economic Board (Netherlands)
- Member of the Board of Directors and of the Executive Committee of ACI Europe
- Member of the General Council and Executive Council of the Confederation of Netherlands Industry and Employers (VNO-NCW) (Netherlands)
- Member of the Supervisory Board and Chairman of the Audit Committee of Aon Group Nederland BV (Netherlands)
- Member of the Supervisory Board of Kids Moving the World (Netherlands)
- Member of the Supervisory Board of Stichting Leefomgeving Schiphol (Netherlands)
- Member of the Supervisory Board of Brisbane Airport Corporation PTY Ltd (Australia)
- Member of the Board of Cyber Security Council (Netherlands)

**MANDATES AND DUTIES COMPLETED OVER THE 5 FIVE YEARS**

- Chairman of the Executive Committee of PricewaterhouseCoopers (Netherlands) from 2002 to 2008





## ELS DE GROOT

Date of birth:

**27 April 1965**

Nationality:

**Dutch**

Date of first appointment:

**Co-opted on 28 June 2012 to replace Mr. Pieter Verboom, ratified by the General Meeting of 16 May 2013**

Start date of current mandate:

**15 July 2014 (renewed by the General Meeting of Shareholders of 15 May 2014)**

### OTHER CURRENT MANDATES AND DUTIES

- Member of the Managing Board and Chief Financial Officer of Schiphol Luchthaven NV (a company under Dutch law)
- Member of the Supervisory Board and Chairwoman of the Audit Committee of "Beter Bed Holding", a listed Dutch company
- Director of "Néoposine BV", a Dutch non-listed company
- Member of the Supervisory Board and Chairwoman of the Audit Committee of "Vitens", a non-listed Dutch company (The Netherlands)

### MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS

- Acting CFO of "Van Lanschot Bankiers" (Netherlands) from 2009 to 2010

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## XAVIER HUILLARD (Permanent representative of Vinci)

Date of birth:

**27 June 1954**

Nationality:

**French**

Date of first appointment:

**VINCI appointed as a director by the General Meeting of Shareholders of 15 May 2014**

Start date of current mandate:

**15 July 2014**

### OTHER CURRENT MANDATES AND DUTIES

#### Mandates held within the Vinci Group:

- Chairman and CEO of VINCI, a French listed limited company
- Chairman of the Supervisory Board of VINCI Deutschland GmbH
- Permanent representative of VINCI, Director on the Board of Directors of:
  - VINCI Energies, a French limited company
  - Eurovia, a simplified joint stock company
- Permanent representative of SNEL, Director on the Board of ASF, a French limited company
- Permanent representative of VINCI Autoroutes, Director on the Board of Cofiroute, a French limited company,
- President of Fondation d'entreprise VINCI pour la Cité

#### Other mandates:

- Chairman of l'Institut de l'Entreprise
- Vice-Chairman of the Aurore Association

### MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS

- Non-voting member of the Board of Directors of Aéroports de Paris, from 01/12/13 to 14/07/14

#### Mandates that had expired within the VINCI Group:

- CEO of VINCI from 2006 to 2010
- Chairman of VINCI Concessions Management (a simplified joint stock company) (from 2010 to 2014)
- Chairman of VINCI Concessions (a simplified joint stock company) (from 2008 to 2012)
- Director of:
  - VINCI plc (from 1998 to 2013)
  - VINCI Investments Ltd (from 1998 to 2013)
  - Soletanche Freyssinet (from 2002 to 2011)
  - Cofiroute (from 2006 to 2010)
- Permanent representative of VINCI Concessions, Director on the Board of Directors of:
  - ASF Holding (from 2008 to 2012)
  - Cofiroute (from 2010 to 2011)

**FRANCOISE DEBRUS (Permanent representative of Predica, independent director)<sup>(1)</sup>**

Date of birth:

**19 April 1960**

Nationality:

**French**

Date of first appointment:

**PREDICA appointed as a director by the General Meeting of Shareholders of 15 May 2014**

Start date of current mandate:

**15 July 2014****OTHER CURRENT MANDATES AND DUTIES**

- Director of Investments, Crédit Agricole Assurances
- Permanent representative of PREDICA, director:
  - EUROSIC, a French listed limited company
  - KORIAN/MEDICA, a French listed limited company
- Member of the Supervisory Board of:
  - Altarea SCA, a French listed share partnership
- Mandates held within the Foncière des Régions Group:
  - Director of:
    - Foncière Développement Logements: a French listed limited company
    - Beni Stabili, an Italian listed company (SIIC)
  - Member of the Supervisory Board of Foncière des Murs, a French listed share partnership

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- Permanent representative of Crédit Agricole Assurance, Director:
  - Générale de Santé, a listed limited company, from June 2015 to December 2015
- Permanent representative of PREDICA, director:
  - MEDICA, a limited company, from June 2012 to March 2014
  - Crédit Agricole Immobilier Promotion SA, from January 2011 to October 2012,
  - Foncière Paris France SA, from March 2009 to February 2012
  - Foncière des Régions SA, from March 2009 to January 2011
- Director of:
  - RAMSAY SANTE SA, from March 2009 to June 2015

**Directors representing the French government authorities****GENEVIEVE CHAUX DEBRY**

Date of birth:

**18 June 1958**

Nationality:

**French**

Date of first appointment:

**Decree of 11 July 2014**

Start date of current mandate:

**15 July 2014****OTHER CURRENT MANDATES AND DUTIES**

- Chairwoman of the Supervisory Board of Aéroport de Bordeaux-Mérignac, a French non-listed limited company
- Honorary senior civil servant

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- Rapporteur at the Cour des Comptes (French State Audit Office) from April 2013 to July 2015
- Member of the Board of Directors representing the French government of Aéroport de Strasbourg-Entzheim from 2007 to 2011
- Alsace regional director of the environment, development and housing from January 2010 to June 2011

<sup>1</sup> On 1 January 2016, Françoise Debrus replaced Emmanuelle Yannakis as the permanent representative of Predica, independent director.



## MURIEL PENICAUD

Date of birth:

**31 March 1955**

Nationality:

**French**

Date of first appointment:

**Decree of 11 July 2014**

Start date of current mandate:

**15 July 2014**

### OTHER CURRENT MANDATES AND DUTIES

- Ambassador in charge of foreign investments
- CEO of Business France (merger of Afii and UbiFrance as of 01/01/15), a public industrial and commercial establishment
- Member of the Supervisory Board of the SNCF (société nationale des chemins de fer français) – Public industrial and commercial establishment
- Co-founder and vice-chairwoman of TV DMA, the first academic web TV station for Management and Business Law (public service)
- Director representing the French government at Paris-Saclay, a public establishment
- Partner to the Economic, Social and Environmental Council (ESEC) – European and international affairs section

### MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS

- Chairwoman of the Board of Directors of Agro Paris Tech (institute of life and environmental sciences and industries) from 2013 to December 2014
- Orange, a French listed limited company, Director and Chairwoman of the Governance and Corporate Social Responsibility Committee from 2011 to July 2014
- Chairwoman of the Board of Directors of Fonds Danone Ecosystème from 2009 to July 2014
- Chairwoman of the Conseil National Éducation Économie, a dialogue and planning association, from January 2014 to July 2014
- Director General of Human Resources and member of the Executive Committee of Danone, a French listed limited company, from 2008 to January 2014

**SOLENNE LEPAGE**

Date of birth:

**7 February 1972**

Nationality:

**French**

Date of first appointment:

**Decree of 24 September 2012, to replace Mr Alexis Kohler**

Renewal of mandate:

**Decree of 11 July 2014**

Start date of current mandate:

**15 July 2014****OTHER CURRENT MANDATES AND DUTIES**

- Director of Transportation Shareholdings at the Agence des Participations de l'État (the French Government Shareholding Agency) – Ministry of Finances and Public Accounts – Ministry of the Economy, Industry, and the Digital Economy
- Member of the Board of Directors representing the French government:
  - Air France – KLM – a listed French limited company
  - RATP (Régie autonome des transports parisiens) – Public industrial and commercial establishment
  - SNCF Mobilités (formerly SNCF) – Public industrial and commercial establishment

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- Bureau chief DB1 (EDF and other investments) – Agence des Participations de l'État (the French Government Shareholding Agency) – Ministry of Economy, Industry and Employment and the Ministry of Economy and Finance from 2009 to June 2012
- Member of the Supervisory Board representing the French government:
  - Grand Port Maritime du Havre – Public Establishment, from July 2012 to March 2013
  - Aéroports de la Côte d'Azur – a French limited company, from September 2012 to May 2013
- Member of the Board of Directors representing the French government:
  - SNCF Réseau – Public industrial and commercial establishment, from November 2012 to July 2015
  - Société nationale de programme France Télévisions – a French limited company, from September 2012 to September 2013
  - Société nationale de programme en charge de l'audiovisuel extérieur de la France – a French limited company, from September 2012 to September 2013
  - Société de Financement et d'Investissement pour la Réforme et le Développement (SOFIRED) – a public institution, from March 2011 to January 2013
  - Laboratoire Français du Fractionnement et des Biotechnologies (LFB) from November 2011 to October 2012
  - Société d'Économie Mixte d'Aménagement et de Gestion du Marché d'Intérêt National de la Région Parisienne (Semmaris) from September 2009 to October 2012



## GILLES **LEBLANC**

Date of birth:

**3 May 1954**

Nationality:

**French**

Date of first appointment:

**Decree of 11 July 2014**

Start date of current mandate:

**15 July 2014**

### OTHER CURRENT MANDATES AND DUTIES

- Regional and interdepartmental director of infrastructure and development for the Ile-de-France region, Ministry of Ecology, Sustainable Development and Energy
- Member of the Board of Directors representing the French government:
  - Établissement public de Foncier d'Ile-de-France (EPFIF)
  - Agence foncière et technique de la région parisienne (AFTRP)
  - Établissement public d'aménagement de Plaine de France
  - Établissement public d'aménagement de La Défense Seine Arche (EPA DESA)
  - Établissement public d'aménagement Orly-Rungis Seine Amont (EPA ORSA)
  - Régie Autonome des Transports publics Parisiens (RATP), public administrative, industrial and commercial establishment
  - Port autonome de Paris (PAP), public administrative, industrial and commercial establishment

### MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS

- Permanent member of the French General Council for the Environment and Sustainable Development from 2012 to March 2014
- Coordinator of the association for the prevention of natural and technological risks from 2012 to March 2014
- Chairman of the French national commission for the assessment of the safety of guided transport systems from February 2012 to February 2014
- Chairman of the French national cable car commission from February 2012 to February 2014
- Government commissioner to the Greater Maritime Port Council of Martinique, from February 2012 to February 2014
- Member of the services division of the General Council of Val-d'Oise, from 2010 to 2012

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## MICHEL **MASSONI**

Date of birth:

**20 September 1950**

Nationality:

**French**

Date of first appointment:

**Decree of 26 April 2013, to replace Régine Bréhier**

Renewal of mandate:

**Decree of 11 July 2014**

Start date of current mandate:

**15 July 2014**

### OTHER CURRENT MANDATES AND DUTIES

- Coordinator of the Economy and Regulation division at the General Council for the Environment and Sustainable Development – Ministry of Ecology, Sustainable Development and Energy
- Chairman of the Board of Directors of Sécurité Ferroviaire, a public establishment

### MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS

- Director of Réseau Ferré de France (RFF) – Public industrial and commercial establishment, from 2008 to 2012



**DENIS ROBIN**

Date of birth:

**8 January 1955**

Nationality:

**French**

Date of first appointment:

**Decree of 22 April 2015, in replacement of Michel Lalande**

Start date of current mandate:

**15 July 2014****OTHER CURRENT MANDATES AND DUTIES**

- Secretary General and senior civil servant for defence at the Ministry of the Interior

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- Prefect of Pas-de-Calais, Ministry of the Interior, from March 2012 to February 2015
- Advisor for internal affairs at the office of the Prime Minister, from January 2011 to March 2012

## Directors representing employees

**MARIE-ANNE DONSIMONI**

Date of birth:

**8 May 1961**

Nationality:

**French**

Date of first appointment:

**7 September 2011, to replace Jean-Louis Pigeon, appointed 26 June 2009**

Start date of current mandate:

**15 July 2014, re-elected on 20 May 2014**

Sponsored by the:

**CFE-CGC union****OTHER CURRENT MANDATES AND DUTIES**

- Internal Real Estate Policy Manager at Aéroports de Paris Real Estate Department
- Director, Chairwoman of the Social Committee and Chair of the Board of Directors of Réuni-Retraite-Cadres (Association)
- Director of l'Association Sommitale of AG2R La Mondiale Réunica

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- Director of GIE-REUNICA (Association) from December 2012 to December 2014
- Director of GIE SYSTALIANS (Association) from December 2012 to December 2014

**BRIGITTE BLANC**

Date of birth:

**25 November 1962**

Nationality:

**French**

Date of first appointment:

**Election of 20 May 2014**

Start date of current mandate:

**15 July 2014**

Sponsored by the:

**CGT union****OTHER CURRENT MANDATES AND DUTIES**

- Aéroports de Paris cross-divisional affairs executive in charge of monitoring customer relationships at the French civil aviation authority (DGAC) for Paris-Charles de Gaulle and Paris-Le Bourget
- Director representing employees at the Business Foundation of Aéroports de Paris

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- None

**SERGE GENTILI**

Date of birth:

**16 May 1956**

Nationality:

**French**

Date of first appointment:

**Election of 26 June 2009**

Start date of current mandate:

**15 July 2014, re-elected on 20 May 2014**

Sponsored by the:

**FO****OTHER CURRENT MANDATES AND DUTIES**

- Aéroports de Paris information sales agent at Paris-Charles de Gaulle

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- None

**FRÉDÉRIC GILLET**

Date of birth:

**19 February 1972**

Nationality:

**French**

Date of first appointment:

**Election of 20 May 2014**

Start date of current mandate:

**15 July 2014**

Sponsored by the:

**CFE/CGC union****OTHER CURRENT MANDATES AND DUTIES**

- Aéroports de Paris firefighter at Paris-Charles de Gaulle

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- None

**JEAN-PAUL JOUVENT**

Date of birth:

**31 January 1961**

Nationality:

**French**

Date of first appointment:

**Election of 3 June 2004, taking up position 18 December 2008, re-elected 26 June 2009**

Start date of current mandate:

**15 July 2014, re-elected on 20 May 2014**

Sponsored by the:

**UNSA/SAPAP union****OTHER CURRENT MANDATES AND DUTIES**

- Head of the employee savings and shareholdings department at Aéroports de Paris' Human Resources department

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- None

**FRÉDÉRIC MOUGIN**

Date of birth:

**1 April 1952**

Nationality:

**French**

Date of first appointment:

**Election of 26 June 2009**

Start date of current mandate:

**15 July 2014, re-elected on 20 May 2014**

Sponsored by the:

**CGT union****OTHER CURRENT MANDATES AND DUTIES**

- Deputy to the head of the infrastructures section of the "Energy and Logistics" Operational Unit of Aéroports de Paris at Paris-Orly

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- None

**Non-voting Board members****BERNARD IRION**

Date of birth:

**18 March 1937**

Nationality:

**French**

Date of appointment:

**General Meeting of 15 May 2014**

Start date of current mandate:

**15 July 2014****OTHER CURRENT MANDATES AND DUTIES**

- Vice-Chairman of the Paris Departmental Chamber of Commerce and Industry (CCI-Paris)
- Director of F4 – a French limited company
- Director and permanent representative of CCIR to SAEMES, a French limited company
- Director and representative of CCIR to SEMAVIP (Société d'Économie Mixte Ville de Paris) – a French limited company
- Director and Vice Chairman of SIPAC (Société Immobilière du Palais des Congrès) (CCIR Group) – a French limited company

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- Member of the Partners Committee of the STIF (Île-de-France Transport Union) as a representative of the CRCI (Paris Île-de-France Regional Chamber of Commerce and Industry) from 2009 to 2015
- Aéroports de Paris: Non-voting member of the Board of Directors from July 2009 to November 2013 – Director from 1999 to 2009

**CHRISTINE JANODET**

Date of birth:

**29 September 1956**

Nationality:

**French**

Date of first appointment:

**General Meeting of 28 May 2009**

Start date of current mandate:

**15 July 2014 (renewed by the General Meeting of shareholders of 15 May 2014)****OTHER CURRENT MANDATES AND DUTIES**

- Mayor of Orly
- Departmental Councillor for Val-de-Marne

**MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS**

- None



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## ANNE HIDALGO

Date of birth:

**19 June 1956**

Nationality:

**French**

Date of appointment:

**Provisionally appointed by the Board of Directors at its meeting on 8 July 2015**

Start date of current mandate:

**15 July 2014**

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### OTHER CURRENT MANDATES AND DUTIES

- Mayor of Paris
- Chairwoman of the Supervisory Board of the Paris public hospital authority (APHP) – Public health establishment

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### MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS

- Chairwoman of:
  - APUR (Association) (Paris urban planning workshop) from 2008 to 2014
  - Pavillon de l'Arsenal (Association) from 2008 to 2014
  - Île-de-France Europe (Association) from 2010 to 2011
- Chairwoman of the Supervisory Board of the Hôpital Necker public health establishment from 2008 to 2014
- Chairwoman, then director of the local public conservation authority (SPLA) Paris Batignolles Aménagement from 2010 to 2012
- Director of:
  - SemPariSeine from 2008 to 2014
  - Fondation Mémoire pour la Shoah from 2012 to 2014

## Executive Management

### Organisation of executive management

Article 5 of law No. 2005-357 of 20 April 2005 relating to airports and Article 14 of the Articles of Association of Aéroports de Paris provide that the general management of the Company is assumed by the Chairman of the Board of Directors, who takes the title of Chairman & CEO.

Augustin de Romanet was renewed as Chairman & CEO of Aéroports de Paris by decree on 24 July 2014.

Pursuant to Article 14 of the Company's Articles of Association, the Board of Directors may, upon proposal by the Chairman and Chief Executive Officer, appoint up to five chief operating officers in charge of assisting the Chairman and Chief Executive Officer. In its meeting of 24 October 2013, the Board of Directors of Aéroports de Paris proceeded with appointing Patrick Jeantet as Chief Operating Officer from 1 January 2014. His term of office was renewed on 24 July 2014.

### PATRICK JEANTET (Chief Operating Officer of Aéroports de Paris renewed on 24 July 2014)

Date of birth:

**4 April 1960**

Nationality:

**French**

Date of appointment:

**Appointed by the Board of Directors of Aéroports de Paris on 24 October 2013, renewed by the Board of Directors on 24 July 2014**

#### OTHER CURRENT MANDATES AND DUTIES

##### International and airport developments segment:

- TAV Group, Turkish Sociétés Anonymes governed by Turkish law:
  - TAV Havalimanlari Holding A.S. (TAV Airports), company listed in Turkey: Director and member of the Risk Committee and of the Appointments committee
  - TAV Yatirim Holding A.S. (TAV Investment): – Director
  - TAV Tepe Akfen Yatirim Insaat Ve Isletme A.S. (TAV Construction): – Director
- Member of the Supervisory Board of N.V. Luchthaven Schiphol Group NV, an unlisted company under Dutch law

##### Retail and services segment:

- Board member of EPIGO, a French simplified joint-stock company, joint venture with SSP

##### Other activities segment:

- Chairman of the Board of Directors and Director of Aéroports de Paris Ingénierie, a French limited company, subsidiary of Aéroports de Paris
- Chairman of the Board of Directors and Director of Hub One, a French limited company, subsidiary of Aéroports de Paris
- Chairman of CDG Express Etudes, a French simplified joint stock company

##### Other mandate:

- Member of the Supervisory Board of HIME (parent company of SAUR), an unlisted, French simplified joint stock company

#### MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS

##### KEOLIS Transport Public, SNCF Group, an unlisted limited company:

- Chief Operating Officer for France, from February 2011 to December 2013
- Chief Operating Officer responsible for international operations, from 2005 to 2011

##### List of mandates held in France within the KEOLIS Group:

- Chairman and CEO and director:
  - KEOLIS Bordeaux, (limited company) from 2011 to March 2014
- Chairman:
  - KEOLIS Multimodal International K.M.I. (partnership), from October 2007 to June 2011
  - Motion Lines, (simplified joint stock company) from June 2011 to December 2013
- Chairman and director:
  - KEOLIS Amiens, (simplified joint stock company) from May 2012 to December 2013
- Chairman of the Board of Directors and director of:
  - Transport en commun de la métropole lilloise Transpole, (limited company), from June 2011 to April 2014
  - KEOLIS Lyon, (limited company) from May 2011 to March 2014
- Director:
  - KEOLIS Rennes, (limited company) from June 2012 to March 2014
  - Institut KEOLIS, (simplified joint stock company) from June 2012 to December 2013
  - KEOLIS Orleans Val de Loire, (simplified joint stock company), from October 2011 to December 2013
  - Transports de l'agglomération de Metz métropole, (semi-public company), from November 2011 to July 2012
  - Group Orléans express inc (company incorporated under Canadian law), from October 2005 to January 2011
- Alternate director:
  - KDR Victoria PTY LTD, (company incorporated under Australian law), from July 2009 to February 2011
- Member of the Executive Board of:
  - KEOLIS Group, (simplified joint stock company), from February 2011 to February 2013





## OTHER CURRENT MANDATES AND DUTIES

## MANDATES AND DUTIES COMPLETED OVER THE LAST 5 YEARS

### List of international mandates within the KEOLIS Group:

- Chairman of the Board of Directors of:
  - KEOLIS UK Limited, (company incorporated under English law), from October 2005 to March 2011
- Chairman and Advisor:
  - KEOLIS Espana, (company incorporated under Spanish law), from January 2006 to January 2011
- Chairman and director:
  - KEOLIS Canada INC., (company incorporated under Canadian law), from November 2005 to January 2011
- Director:  
Companies incorporated under English law:
  - First KEOLIS Holdings limited, from October 2005 to February 2011
  - First KEOLIS Transpennine Holdings limited, from October 2005 to February 2011
  - Thameslink Rail limited, from October 2005 to February 2011
  - Southern Railway limited, from June 2008 to March 2011
  - North London Orbital Railway limited, from October 2005 to March 2011
  - New Southern Railway limited, from October 2005 to February 2011
  - Merseytram 2006 Ltd, from October 2005 to February 2011
  - London & South Eastern Railway Ltd – LSER, from January 2006 to February 2011
  - London & East Midland Railway limited, from May 2006 to March 2011
  - London & Birmingham Railway limited, from May 2006 to March 2011
  - KEOLIS Merseyside limited, from March 2005 to February 2011
  - Govia limited, from October 2005 to February 2011Companies incorporated under Swedish law:
  - KEOLIS Sverige AB, from November 2005 to February 2011Companies incorporated under Canadian law:
  - Gare d'autobus de la vieille capitale Inc., from November 2005 to January 2011
  - Centre express de services pour autocars de Montréal Inc., from November 2005 to January 2011
  - Autocars Orléans Express inc, from November 2005 to January 2011
  - 3695158 Canada Inc., from November 2005 to February 2011Companies incorporated under Belgian law:
  - KEOLIS Vlaanderen, from January 2008 to June 2011
  - Eurobus Holding, from January 2008 to December 2013
  - Flanders Coach Group NV, from August 2009 to June 2011
  - Cariane International Development, from December 2009 to February 2011

## 14.2 Personal information concerning the members of the Board of Directors

### Family ties, convictions, bankruptcies, conflicts of interest and other information

To the Company's knowledge, on the date of registration of the present document, there is no services agreement binding the members of the Board of Directors or the Chief Operating Officer to the Company or any of its subsidiaries providing for the granting of benefits under such an agreement. To the Company's knowledge, there are no family ties between the members of the Board of Directors.

To the Company's knowledge and on the date of filing of the present document, over the past five years: (i) no member of the Board of Directors has been convicted of fraud, (ii) no member of the Board of Directors has been associated with a bankruptcy, receivership or liquidation procedure, except for Jos Nijhuis, a former member of the Supervisory Board of the Stichting Common Purpose non-governmental organisation, which went bankrupt, (iii) no charge and/or official public sanction has been upheld against a member of the Board of Directors by statutory or regulatory authorities (including designated professional bodies), and (iv) none of the members of the Board of Directors has been prevented by a court from acting as member of an administration, management or supervisory body of an issuer or from taking part in the management of or conducting the business of an issuer.

### Conflicts of interest

To the best of the Company's knowledge, on the date of filing of the present Registration Document, there was no potential conflict of interest between the duties, vis-à-vis the Company, of the members of the Board of Directors or non-voting Board members and their private interests or other duties, except for Jos Nijhuis and Els de Groot, due to their positions within the Schiphol Group, and the duties of the director, Vinci, as well as its permanent representative Xavier Huillard, due to the material nature of the business relationship between Vinci and the Company as well as the fact that it may be in competition with the Company for some projects. In addition, Solenne Lepage, in her dual capacity as member of the boards of Directors of Aéroports de Paris and of Air France-KLM, does not participate in votes on the adoption of tariffs within the Board of Directors of Aéroports de Paris. In addition to the provisions of the French Commercial Code applicable to related-party agreements, the Rules of Procedure for the Board of Directors specifies rules for the prevention of risks of conflicts of interest between members of the Board of Directors and Aéroports de Paris or any company within its group and the rules for transmitting sensitive data to these Board members.

### Arrangements or agreements regarding the appointment of members of the Board of Directors

The Aéroports de Paris directorships held by Jos Nijhuis, Chairman and CEO of the Schiphol Group, and Els de Groot, member of the Executive

Board and Financial Director of the Schiphol Group, were renewed at the Annual General Meeting of Shareholders of 15 May 2014, in accordance with the industrial cooperation agreements signed between the Schiphol Group and Aéroports de Paris (see the paragraph "Composition of the Board of Directors" in Chapter 14).

Predica Prévoyance Dialogue du Crédit Agricole and Vinci were both appointed as directors at the Annual General Meeting of Shareholders of 15 May 2014 in accordance with the terms and conditions of the off-market sale by the Government and the Strategic Investment Fund (FSI) of Aéroports de Paris shares, pursuant to which each of these companies has undertaken, under certain circumstances, to resign from its directorship should its capital interest in the Company fall below 4.5%.

Aside from these agreements, and subject to the specific legal and regulatory provisions applicable to the Company's Board of Directors (see the paragraph "Composition of the Board of Directors" in Chapter 14), no arrangements or agreements have been entered into with shareholders, customers, suppliers or other parties pursuant to which a member of the Board of Directors has been appointed in this capacity, to the Company's knowledge.

### Restrictions concerning the sale of shares

To the Company's knowledge, on the date of registration of the present document, there are no restrictions accepted by a Board member concerning the sale of their interest, if any, in the share capital of Aéroports de Paris, except for:

- obligations to abstain from the code of ethics annexed to the Rules of Procedure and in relation to share transactions and respect for French regulations on insider trading, abuse of authority and market manipulations;
- blocking or non-transferability rules resulting from provisions applicable to directors representing employees who may hold shares in the Company through the common investment fund of the Group Savings Plan invested in the Company's shares;
- undertakings given, under the circumstances provided for in the terms and conditions of the off-market sale by the Government and the FSI of Aéroports de Paris shares, by both Predica Prévoyance Dialogue du Crédit Agricole and Vinci, not to hold, at any time up until July 2018, directly or indirectly, alone or with any other entity within their group, or in concert with any other entity, a shareholding representing more than an 8% capital interest in Aéroports de Paris;
- internal rules adopted by the Schiphol Group concerning the prevention of insider trading and the holding of financial instruments, which in particular prohibit Jos Nijhuis and Els de Groot, in their capacity as members of the Executive Board of the Schiphol Group, from acquiring Aéroports de Paris shares (an exception having been allowed however to allow these members to comply with Article 13.IV. of Aéroports de Paris' Articles of Association).

# Compensation and benefits of corporate officers

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## 15.1 Corporate officer compensation **AFR**

### Arrangements for corporate officer compensation

#### 2015 compensation, fixed and variable portions

The compensation of the Chairman & CEO and that of the Chief Operating Officer in respect of 2015 were decided by the Board of Directors on 19 February 2015 on the advice of the Compensation Committee and approved on 19 March 2015 by the French Minister of the Economy under Article 3 of the French decree No. 53-707 dated 9 August 1953 (as amended).

The maximum amount of the variable portion for corporate officers was set as an absolute value and not a percentage. Indeed, decree No. 2012-915 of 26 July 2012 amending that of 9 August 1953 capped the compensation at €450,000 for executive officers of public companies to which this decree is applicable, including Aéroports de Paris. The fixed compensation proposed by the Board of Directors and approved by the Ministry of the economy is €350,000 for the Chairman and CEO and €330,000 for the Chief Operating Officer. It was also decided that the amount of the variable portion for the Chairman and CEO could lead to

the ceiling authorized under the regulations being reached: the maximum amount is therefore predefined by the Board of Directors at €100,000 and expressed as a directly readable monetary value. The same maximum amount was retained for the Chief Operating Officer.

The gross annual amount of the fixed compensation of the Chairman and CEO was set at €350,000 (unchanged from 2014).

The maximum gross variable compensation of the Chairman and CEO is set at €100,000. This payment is based on three quantitative targets: Group EBITDA (weighting: 25%), Group ROCE (15%), overall arrivals and departures satisfaction rate perceived by passengers (15%), and three qualitative targets: negotiation of the Economic Regulation Agreement III (weighting: 15%), managerial encouragement of employee involvement in and implementation of the strategic plan (weighting: 15%), and the Aéroports de Paris policy to boost its appeal and improve its appeal to promote tourism (weighting: 15%).

The achievement of each of these targets was assessed by the Board of Directors meeting of 16 February 2016. The weighting given to each objective defines the fraction of the variable compensation linked to it. The quantitative and qualitative targets were achieved at 110% and 107% respectively.

The Chairman & Chief Executive Officer has a company vehicle and is covered by the contract for insurance and the personal accident policy for employees of Aéroports de Paris. He has no employment contract with Aéroports de Paris and is not entitled to any compensation under a non-competition clause.

The Chairman & Chief Executive Officer does not benefit from any severance bonus or any specific pension scheme.

The Board of Directors has acknowledged Augustin de Romanet's waiver of attendance fees from Aéroports de Paris whose decision regarding allocation and division among the Directors, stated 19 December 2013, is not modified.

The gross annual fixed compensation of the Chief Operating Officer was set at €330,000 (unchanged from 2014).

The maximum gross variable compensation of the Chief Operating Officer is set at €100,000. This payment is based on three quantitative targets: Group EBITDA (weighting: 25%), Group ROC (15%), overall arrivals and departures satisfaction rate perceived by passengers (15%), and three qualitative targets: investment plan and planning for the period of the Economic Regulation Agreement III (weighting: 15%), implementation of the stages envisaged for the CDG Express project (15%), improved management of subsidiaries and coordination between the airports and the head office functions (15%).

The achievement of each of these targets was assessed by the Board of Directors meeting of 16 February 2016. The weighting given to each

objective defines the fraction of the variable compensation linked to it. The quantitative and qualitative targets were achieved at 110% and 97% respectively.

The Chief Operating Officer has a company vehicle and insurance guaranteeing the payment of daily allowances in the event of involuntary loss of professional activity. He is covered by the insurance contract as well as by the personal accident policy for employees of Aéroports de Paris. He has no employment contract with Aéroports de Paris and is not entitled to any compensation under a non-competition clause.

The Chief Operating Officer does not benefit from any specific pension plan.

A severance payment for departure due to dismissal connected to a change of strategy or to a change of control would be paid to him, except for cases where this departure was due to gross or serious misconduct.

It would be equivalent to at most 18 months of average compensation, fixed and variable, with allocation of a performance rate equal to the average rate for achieving objectives determined by the Board of Directors in order to calculate the variable compensation, for the two previous financial years that have ended. No allowance will be due in the event that the performance rate is lower than 80%. The amount of the allowance will be reduced, as applicable, by any other sum paid by any company in the Aéroports de Paris group by way of this departure, including in respect of any competition allowance or any other allowance of any kind.

No stock option plan and no performance share allocation plan has been implemented by the company for its corporate officers.

The table below summarises the information about the corporate officers:

	Contract of employment		Supplementary pension scheme		Indemnities or benefits due or likely to be due as a result of departure or change in role		Indemnities relating to a non-competition clause	
	yes	no	yes	no	yes	no	yes	no
<b>Executive Officers</b>								
Augustin de Romanet Chairman and CEO Start of mandate: 15/07/14 End of mandate: 14/07/19		x		x		x		x
Patrick Jeantet Chief Operating Officer Start of mandate: 15/07/14 End of mandate: 14/07/19		x		x	x			x

## Amount of compensation payable and paid to corporate officer

### Augustin de Romanet

(in euros)	2015	2014
Compensation due for the financial year	454,883	449,639
Exercising of options allocated during the course of the financial year	-	-
Exercising of performance-related options allocated during the course of the financial year	-	-
Severance package	None	None
Non-competition benefit	None	None
Supplementary pension scheme	None	None
<b>TOTAL</b>	<b>454,883</b>	<b>449,639</b>



(in euros)	2015		2014	
	Amounts due	Amounts paid	Amounts due	Amounts paid
Fixed compensation	350,000	350,000	350,000	350,000
Variable compensation	100,000	95,800 <sup>(1)</sup>	95,800	100,000
Differed variable compensation	None	None	None	None
Exceptional compensation				
Attendance fees	-	-	-	-
Benefits in kind	4,883	4,883	3,839	3,839
<b>TOTAL</b>	<b>454,883</b>	<b>450,683</b>	<b>449,639</b>	<b>453,839</b>

<sup>1</sup> Amounts paid in 2015 correspond to amounts due in respect of 2014. Amounts due in respect of 2015 will be paid in 2016.

## Patrick Jeantet

(in euros)	2015	2014
Compensation due for the financial year	433,877	430,070
Exercising of options allocated during the course of the financial year	-	-
Exercising of performance-related options allocated during the course of the financial year	-	-
<b>TOTAL</b>	<b>433,877</b>	<b>430,070</b>

(in euros)	2015		2014	
	Amounts due	Amounts paid	Amounts due	Amounts paid
Fixed compensation	330,000	330,000	330,000	330,000
Variable compensation	100,000	95,800 <sup>(1)</sup>	95,800	-
Differed variable compensation	None	None	None	None
Exceptional compensation				
Attendance fees	-	-	-	-
Benefits in kind	3,877	3,877	4,270	4,270
<b>TOTAL</b>	<b>433,877</b>	<b>429,677</b>	<b>-</b>	<b>-</b>

<sup>1</sup> Amounts paid in 2015 correspond to amounts due in respect of 2014. Amounts due in respect of 2015 will be paid in 2016.

## 2016 compensation: fixed portion and variable portion targets

The compensation of the Chairman & CEO and that of the Chief Operating Officer in respect of 2016 were decided by the Board of Directors on 16 December 2015 on the advice of the Compensation Committee and approved on 8 January 2016 by the French Minister of the Economy under Article 3 of French Decree No. 53-707 dated 9 August 1953 (as amended).

The gross annual amount of their fixed compensation was set at €350,000 and €330,000, respectively (no change).

The maximum gross variable compensation of the Chairman and CEO is set at €100,000. This payment is based on three quantitative targets: Group EBITDA (25% weighting), Group ROCE (15%) and the satisfaction rate for departures reported by passengers (15%), and three qualitative targets: the Aéroports de Paris attractiveness and hospitality policy for airlines and passengers (20%), the Brand project (10%), corporate

social responsibility, including managerial mobilisation and employee safety (15%).

The Board of Directors will assess how far each of these objectives has been reached. The weighting given to each objective defines the fraction of the variable compensation linked to it.

The maximum gross variable compensation of the Chief Operating Officer is set at €100,000. This payment is based on three quantitative targets: Group EBITDA (25% weighting), Group ROCE (15%) and the satisfaction rate for departures reported by passengers (15%), and three qualitative targets: the continuation of the CDG Express project (15%), oversight of investment projects (15%), strategy and management of subsidiaries and equity investments (15%).

The Board of Directors will assess how far each of these objectives has been reached. The weighting given to each objective defines the fraction of the variable compensation linked to it.

The other items of compensation are unchanged.



## 15.2 Compensation paid to Board members

Directors representing the French government authorities and directors representing employees did not receive any compensation from the Company or from companies controlled by the Company for their services as directors.

The Directors, appointed by the General Meeting of Shareholders, received attendance fees in respect of 2014 and 2015 that were paid in 2015 and 2016, respectively. Augustin de Romanet waived attendance fees as director of Aéroports de Paris.

(in euros)	2015	2014
Jacques Gounon	34,720	36,820
Els de Groot <sup>(1)</sup>	10,010	10,010
VINCI represented by Xavier Huillard (from 15 July 2014)	15,730	5,720
Françoise Malrieu (until 15 July 2014)	-	20,600
Jos Nijhuis <sup>(1)</sup>	12,870	15,730
Géraldine Picaud (until 15 July 2014)	-	7,150
Augustin de Romanet	-	-
PREDICA represented by Emmanuelle Yannakis (from 15 July 2014)	30,520	12,110
<b>TOTAL</b>	<b>103,850</b>	<b>108,140</b>

<sup>1</sup> These amounts were paid to Schiphol Nederland B.V., a subsidiary of the Schiphol Group, under a receivable assignment agreement.

## 15.3 Compensation paid to non-voting Board members

The non-voting Board members, appointed by the General Meeting of Shareholders, received attendance fees for 2014 and 2015 that were, respectively, paid in 2015 and 2016:

(in euros)	2015 Financial Year	2014 Financial Year
Anne Hidalgo (since 8 July 2015)	-	-
Bernard Irion	6,435	4,290
Christine Janodet	5,005	6,435
Xavier Huillard (until 15 July 2014)	-	3,575
Jérôme Grivet (until 15 July 2014)	-	2,145



## 15.4 Company shares held by directors and non-voting Board members

Directors representing the Government authorities and directors elected by employees are not required to own Company shares. As at the date of filing of this Registration Document, the number of Aéroports de Paris shares held by each member of the Board of Directors and non-voting Board members, as well as the period for which such shares were held, is as follows:

- Augustin de Romanet de Beaune: 300;
- Patrick Jeantet: 32;
- Jacques Gounon: 200;
- Els de Groot: 1;
- Jos Nijhuis: 1;
- Société Predica Prévoyance Dialogue du Crédit Agricole, represented by Ms Debrus<sup>1</sup>: 4,757,291;

- Bernard Irion: 300;
- Christine Janodet: 40;
- Group Vinci: 7,916,848, of which:
  - Société Soc 15: 7,916,847,
  - Société VINCI represented by Mr Huillard: 1 simple share loan of 1 share.

In accordance with the terms of Article L. 621-18-2 of the French Monetary and Financial Code, companies whose shares are admitted for trading on a regulated market must declare transactions performed on shares of the Company to the AMF and to the Company within five days following the completion of those transactions. These persons must provide Aéroports de Paris with a copy of the statements made to the AMF. These statements are published by the AMF.

## 15.5 Compensation of Executive Committee members

The overall gross amount (not including employer contributions) of compensation and benefits (fixed and variable compensation, incentives, profit sharing, allowances, benefits in kind) of non-corporate officer Executive Committee members, present as at 31 December 2015,

totalled €2,501 million in 2015<sup>2</sup> against €2,441 million in 2014. No stock option plans have been set up by the Company for its non-corporate officer Executive Committee members.

<sup>1</sup> On 1 January 2016, Françoise Debrus replaced Emmanuelle Yannakis as the permanent representative of Predica, independent director.

<sup>2</sup> Gross total payroll for Executive Committee members serving for part of 2015 but not present as at 31 December stood at €0.350 million.



Portes  
Gates

M21 à M31



Salon  
Lounge



Espace musées  
Museum



# 16

## Functioning of the Board of Directors and management bodies

### 16.1 Functioning of the Board of Directors and management bodies **AFR**

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## 16.1 Functioning of the Board of Directors and management bodies **AFR**

### Board of Directors

The Board of Directors is a collegial body of the Company, which determines the direction of the activity of Aéroports de Paris and oversees their implementation, as specified in Article 16 of its Statute, without prejudice to Article 7 of the Law of 26 July 1983 on the democratisation of the public sector. It is under obligation to act in any circumstances in the corporate interest of the company and is answerable to its actions in this respect before the shareholders general assembly.

The duties of the Board are determined by the laws and regulations, by-laws and rules of procedure adopted by the Board of Directors at its meeting on 9 September 2005 and the last changes dated 19 February 2014 (the Rules of Procedure).

The Rules of Procedure can be viewed at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr). They specify the powers of the Board of Directors and its members, its mode of operation as well as that of its specialised committees: the audit and risks committee, the strategy and investments committee and the compensation, appointments and governance committee.

It includes a charter for the members of the Board of Directors, which outlines the regulatory framework, and a code of ethics relating to securities transactions and compliance with French regulations on insider trading, insider infringements and market manipulation. Each member of the Board of Directors must look after the company's best interests. They must have a quality of judgement, in particular of situations, strategies and people, based predominantly on their experience. They must have an ability to anticipate enabling them to identify strategic risks and issues. Each member of the Board of Directors undertakes in accepting the Charter to remain independent in his/her analysis, judgement, decision-making and action, to reject all pressure, of any kind whatsoever and from wherever it comes, and to do so in all circumstances (Charter Article 6).

The Chairman of the Board of Directors, who also undertakes the general management of the company, is appointed by decree by the Board of Ministers from among the directors and is nominated by the Board. The director organises and directs the work of the Board and represents it in its dealings with shareholders and third parties. He sees to the proper running of the corporate bodies and makes sure, in particular, that the directors are able to fulfil their duties.



The Rules of Procedure require that once a year, the Board discusses its own performance, and proposes amendments to the Rules of Procedure if it finds it necessary. The resulting evaluation corresponds to the objectives and conditions set out by the AFEP-MEDEF Code on the matter. Every three years, the Board may order an external evaluation of its own performance, under the direction of compensation, appointments and governance committee. The internal evaluation is performed by that committee through a questionnaire sent to each Member of the Board of Directors; individual responses remain strictly confidential. The comprehensive results of the internal evaluation questionnaire were reproduced in a general form at the meeting of the Board of Directors on 16 December 2015. Comparison with previous appraisals shows a high level of satisfaction from Board members, who emphasise in particular the increasing efficiency of the meetings. The work relating to the 2016-2020 Economic Regulation Agreement (ERA3) and the 2016-2020 strategic plan was particularly appreciated. In order to further develop their thoughts, the board members would in particular wish to benefit from enhanced information concerning subsidiaries and associates and examine policy on CSR (Corporate Social Responsibility) more regularly.

## Meetings of the Board of Directors

The Chairman and Chief Executive Officer convenes Board meetings either at regular intervals or at times he deems appropriate. To enable the Board to review and discuss in detail issues within its jurisdiction, the Internal Rules provide that the Board shall meet at least six times a year, and more if circumstances so require.

The notice convening the Board Meeting is sent to the board members, by any appropriate means, at least five days before the date of the meeting except in a case of justified emergency, and fixes the place of the meeting.

## Function of the Board of Directors

The Board of Directors oversees the management of the company and is responsible for the quality of information provided to shareholders and the market, through the accounts or in connection with major transactions, including company securities. While subject to the powers expressly granted to shareholders and within the limits of the corporate purpose, the Board deals with all matters concerning the smooth running of the Company and regulates the proceedings and matters where the Board is competent. It makes any such checks and audits as it may deem appropriate.

Due to the special status of Aéroports de Paris, the Board of Directors also has its own powers under Law 83-675 of 26 July 1983 on the democratisation of the public sector and the French Code de l'aviation civile (Civil Aviation laws). Lastly, the Board of Directors decided at its meeting on 29 April 2009 to limit the powers of the Chairman & Chief Executive Officer.

The powers of the Board of Directors, listed in the Rules of Procedure, can be consulted in the Chairman of the Board of Directors' report (see Appendix 2) and on the website [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr).

## Information for members of the Board of Directors

The Rules of Procedure state that directors must be given prior and permanent information, which is an essential condition of the performance of their duties. Subject to the provisions relating to the prevention of conflicts of interest and the transmission of sensitive data, the chairman of the Board of Directors communicates to board members, in order for them to fully carry out their duties, all information and documents deemed useful at the board meeting to which they are convened, at least five days before it is held, except in the event of necessity or physical impossibility.

Board members undertake to preserve the confidentiality of information that is communicated.

At the time when a new board member takes up their functions, the Chairman & Chief Executive Officer hands over all documents necessary to the correct performance of their duties.

Finally, each director and advisory member of the Board is entitled, either at the time of their nomination or over the course of their mandate, to training from the Company regarding special features of the company, its subsidiaries, roles and sector of activity. Aéroports de Paris has also suggested that all directors register with the Institut Français des Administrateurs (IFA) (the French Institute of Administrators).

## Prevention of conflicts of interest and transmission of sensitive data

In this respect, when the Board of Directors met on 19 February 2014, it decided to supplement its rules of procedure with provisions intended to prevent any conflict of interests, any interference between a public interest and public or private interests, pursuant to law no. 2013-907 of 11 October 2013 relating to transparency in public life, together with any risk of distorting competition. In accordance with Article 2 of the Directors' charter, every board member has an obligation to disclose to the board any situation or any risk of a conflict of interests of which they have knowledge, between him or herself (or any natural or legal person with whom they have a business relationship and/or within which they hold an office) and Aéroports de Paris or any Group company or company with which Aéroports de Paris contemplates signing an agreement of any kind.

In this respect, in the context of the Company's obligations pursuant to Article L. 225-37 of the French Commercial Code, every board member must declare to the Chairman and Chief Executive Officer if potential conflicts of interest exist between their duties with regard to Aéroports de Paris and their private interests and/or other duties or obligations with regard to other natural or legal persons and, if applicable, provide details in answer to a questionnaire that is submitted to them each year, in particular specifying past and present functions and mandates.

The Board of Directors has drawn up a procedure for dealing with difficulties connected with conflict of interests and has appointed a director on conflicts of interest in compliance with the principles of objectivity and transparency. This role, entrusted to the chairman of the audit and risks committee, an independent director, is to ensure compliance with the procedure, to advise on ways of preventing said conflicts and to suggest ways of resolving situations of potential conflicts of interest. In the event of a conflict situation being noted, the board member must abstain from voting on the matter in question.

## Board of Directors' activity in 2015

The Board of Directors met nine times in 2015, with an attendance rate of 79.60% to discuss subjects concerning the following:

- governance, in particular with:
  - the appointment of a third non-voting Board member,
  - the annual review of the criteria for director independence,
  - internal appraisal of the operation of the Board of Directors,
  - the extra-financial rating sought in 2014;
- compensation of executive officers (Chairman & CEO and Chief Operating Officer):
  - 2014 variable compensation – achievement of targets and amount of variable portion,
  - 2015 and 2016 compensation: setting of amount of fixed portion and variable portion targets;

- notice convening the general meeting of shareholders on 18 May 2015;
- management of the Company, with, in particular, approval of corporate and consolidated financial statements for 2014 and half-yearly financial statements for 2015, adoption of the Management Report for 2014, preparation of management planning documents and report on the development of Aéroports de Paris, update of the consolidated budget forecast for 2015, the Group budget for financial year 2016; calculation of tariffs for aeronautical charges in 2016; annual authorisation of sureties, endorsements and guarantees, authorisation of subscriptions for bond issues, prior authorisation for signature of related-party agreements;
- the shareholding structure with the implementation, as part of the continuation of the liquidity agreement, of the share buyback programme, information on the shareholding of Aéroports de Paris, the distribution of an interim dividend, the draft employee shareholding plan to which the Group committed in 2015 that will be completed in 2016 and consisting of two parts: an acquisition offer for shares and a free allocation of Company shares, the basic principle of which has been approved by the Board of Directors, subject to the approval of a special resolution by the Extraordinary General Meeting of Shareholders;
- the Group's strategy and investments including an overview of the Aéroports de Paris Group 2011-2015 strategic plan, the adoption of the 2016-2020 strategic plan ("Connect 2020"), the associated business plan and the 2016-2020 Group investment and financing programme, the prior consent of the Board of Directors for the signing of the 2016-2020 Economic Regulation Agreement (ERA3), the review of major investment projects, the contribution of Aéroports de Paris to the airport noise compensation fund (FCNA), information on customer satisfaction, participation in the tender process for concessions of international airports;
- Aéroports de Paris' professional-equality and equal-pay policy, workplace safety;
- status of mapping for Group risks in 2015, 2015 overview of internal control, approval of the report from the Chairman of the Board relating to financial year 2014.

## Executive Management

Article 5 of law No. 2005-357 of 20 April 2005 relating to airports and Article 14 of the Aéroports de Paris statutes provides that the general management of the company is chaired by the chairman of the board of directors, who takes the title of Chairman & Chief Executive Officer.

This combined executive management role stems from the Company's legislation and Articles of Association. Shareholders in Aéroports de Paris consider that in a changing environment, combining the functions improves the coordination between strategy and operational action. The Board of Directors has appointed an independent director for the prevention of possible conflicts of interest within the Board.

The limitations on the powers of the Chief Executive Officer decided by the Board of Directors ensure an equilibrium between the Executive Officer and the Board of Directors, while retaining the flexibility and responsiveness necessary to administer and manage the Company following good corporate-governance practices.

Augustin de Romanet was renewed as Chairman & CEO of Aéroports de Paris by decree on 24 July 2014.

Pursuant to Article 14 of the Company's Articles of Association, the Board of Directors may, upon proposal by the Chairman and Chief Executive Officer, appoint up to five chief operating officers in charge of assisting the Chairman and Chief Executive Officer. In its meeting of 24 October 2013, the Board of Directors of Aéroports de Paris proceeded with appointing Patrick Jeantet as Chief Operating Officer from 1 January 2014. His term of office was renewed on 24 July 2014.

The Chairman & Chief Executive Officer and the Chief Operating Officer must not hold more than two other director mandates in listed companies outside of the Group, including foreign companies. They must also take the board's advice before accepting a new corporate mandate in a listed company.

## Absence of service agreements

To the Company's knowledge, there is no service agreement that binds the members of the Board of Directors to the Company or any of its subsidiaries and provides for the granting of benefits under such an agreement.

## Executive Committee

### Duties

The Executive Committee is in charge of the operational and strategic management of the Group and discusses all subjects relating to its smooth running. It ensures that its decisions are correctly implemented.

### Composition

The Executive Committee is chaired by Augustin de ROMANET, the Chairman and CEO, and, at the date of filing of this document, comprises the following permanent members:

- the Chief Operating Officer: Patrick JEANTET;
- the Executive Director – Finance, Strategy and Administration: Edward ARKWRIGHT;
- the Executive Director, Director in charge of airport operations and Director of Paris-Charles de Gaulle airport: Franck GOLDNADEL;
- the Executive Director, Director of Aéroports de Paris Customer Division: Laure BAUME;
- the Director of Paris-Orly airport: Franck MEREYDE;
- the Real Estate Director: Serge GRZYBOWSKI;
- the Human Resources Director: Alice-Anne MEDARD;
- the Director of Communications: Benjamin PERRET;
- the Senior Vice Chairman, Chief of Staff to the Chairman and CEO: Patrick COLLARD;
- the General Secretary of the Group: Didier HAMON.

Other directors are invited to attend whenever necessary to ensure proper handling of matters. The Executive Committee meets once a week.

## Personal information concerning members of the Company's Executive Committee

**Augustin DE ROMANET**, born on 2 April 1961, is a graduate of the Institut d'Études Politiques in Paris and of the École Nationale de l'Administration. He was previously Chief Executive Officer of Caisse des Dépôts et Consignations between March 2007 and March 2012, and chaired the Strategic Investment Fund between 2009 and 2012. Prior to that, he was Deputy Finance Director of Crédit Agricole SA, and a member of the Executive Committee. Before taking up this position, Mr de Romanet was Deputy Secretary General to the President of the Republic between June 2005 and October 2006, and held responsibilities in various ministerial offices. In particular, between 2002 and 2005, he was Cabinet Director for Alain Lambert, Deputy Budget Minister, the Deputy Cabinet Director for Francis Mer, Minister for the Economy, Finance and Industry, Cabinet Director Jean-Louis Borloo, the Minister for Employment, Labour and Social Cohesion, and lastly, Deputy Cabinet Director for Jean-Pierre Raffarin, Prime Minister. Augustin de Romanet, appointed Chairman & Chief Executive Officer of Aéroports de Paris by decree dated 29 November 2012, had his term of office renewed by decree dated





24 July 2014. With respect to his mandates, given that Aéroports de Paris has a holding in TAV Group (governed by Turkish law), Augustin de Romanet is Director and Vice-Chairman of the Board of Directors of TAV Havalimanlari Holding A.S. (TAV Airports – a company listed in Turkey), of TAV Yatirim Holding A.S. (TAV Investment) and of TAV Tepe Akfen Yatirim Insaat Ve Isletme A.S. (TAV Construction, a subsidiary of TAV Yatirim Holding). He is Vice-Chairman of the TAV Havalimanlari Holding A.S. ("TAV Airports") Corporate Governance Committee and the Risk and Appointments Committee. Within the Aéroports de Paris Group, he is also Chairman and Director of Média Aéroports de Paris (SAS, a joint-venture with JC Decaux), a member of the Board of Directors of Direction de Relay@ADP (SAS, a joint-venture with Lagardère) and a member of the Board of Société de Distribution Aéroportuaire (SAS, a joint-venture with Lagardère). He has been Chairman of the Fondation Aéroports de Paris since 10 April 2015. In addition, Augustin de Romanet is Chairman of the Board of Directors and of the Executive Committee of Airport Council International (ACI) Europe (an international non-profit association under Belgian law), a director of Régie autonome des transports parisiens (RATP), public industrial and commercial establishment, a director of the European-listed company SCOR and, since 11 February 2016, a member of the Supervisory Board of the Cercle des Economistes SAS. Augustin de Romanet is a Knight of the Legion of Honour, and has been awarded the French National Defence Medal.

**Patrick JEANTET**, born on 4 April 1960, is a graduate of the École Polytechnique and the École Nationale des Ponts et Chaussées. Between 1986 and 1993, he held various offices within the Bouygues Group where, in particular, he was involved, as an engineer, in the construction of the Channel Tunnel. In 1993, he was appointed International Development Director and Director for Eastern and Southern Africa for SOGEA SA. Then, from 1997 to 2005, he held the office of Drinking water and sewage facilities distribution companies' manager for the Manila Water Company (Philippines) and General Operations Manager for International Water, a subsidiary of the Bechtel Group, in London. In 2005, Patrick Jeantet joined KEOLIS, a public transport company belonging to the SNCF Group, to take up the roles of Executive Director, Chief Operating Officer in charge of international business and then, in February 2011, Chief Operating Officer, France and member of the Executive Board. Patrick Jeantet, appointed on 24 October 2013, by the Board of Directors of Aéroports de Paris as Chief Operating Officer, from 1 January 2014, had his term of office renewed. With respect to his mandates, given that Aéroports de Paris has a holding in TAV Group (governed by Turkish law), Patrick Jeantet has been a member of the Board of Directors of TAV Havalimanlari Holding A.S. (TAV Airports, a company listed in Turkey), of TAV Yatirim Holding A.S. (TAV Investment) and of TAV Tepe Akfen Yatirim Insaat Ve Isletme A.S. (TAV Construction, a subsidiary of TAV Yatirim Holding) since February 2016. He is a member of the Risk Committee and of the Appointments Committee of TAV Havalimanlari Holding A.S. (TAV Airports). He is also a member of the Supervisory Board of N.V. Luchthaven Schiphol, a company governed by Dutch law. Within the Aéroports de Paris Group, he is Chairman of CDG Express Etudes, Chairman of the Board of Directors of ADP Ingénierie and of Hub One, both Aéroports de Paris subsidiaries, and, since 24 December 2015, a member of the Board of Directors of EPIGO, a joint venture with SSP. He is also a member of the Supervisory Board of HIME, the parent company of SAUR. Patrick Jeantet is a Knight of the Legion of Honour.

**Edward ARKWRIGHT**, born on 26 April 1974, has a seat in the French Senate, holds a degree from the Institut d'Études Politiques de Paris, is a graduate of the École Supérieure des Sciences Économiques et Commerciales (ESSEC) and holds a Master's in Advanced Modern History. He became a director at the Senate Finance Commission in 1999. Between 2002 and 2007, he held several positions at the Ministry of Finance, and worked on the implementation of the budgetary reforms introduced by the Legislation regarding Finance Acts (LOLF), and on the reform of the Government and of public finances. In 2007, he works as Cabinet Director for the Caisse des Dépôts's CEO. In 2010, he was appointed Director of Strategy and Sustainable Development at the Caisse des Dépôts Group, and, from 2011 to 2012, as Chairman of the SCET (French Regional Expert Advisory Department). Edward Arkwright joined Aéroports de Paris in December 2012, as Special Advisory Director to the Chairman and Chief Executive Officer. He was appointed

Executive Director – Finance, Strategy and Administration with effect from 1 September 2013. Within the Aéroports de Paris Group, he is a member of the Board of Directors of Hub One, acting as the permanent representative of the director, Aéroports de Paris, a member of the Board of Directors of CDG Express Etudes, and a member of the Executive Committee of Cœur d'Orly Investissements and Cœur d'Orly Commerces Investissements. In the case of the TAV Group (governed by Turkish law), in which Aéroports de Paris has a capital interest, is also a Director and member of the Corporate Governance Committee of TAV Havalimanlari Holding A.S. (TAV Airports). Edward Arkwright is a knight of the National Order of Merit.

**Franck GOLDNADEL**, born on 14 August 1969, is a graduate engineer of the École Nationale de l'Aviation Civile. After beginning his career in 1993 with the Air Transport department of the ENAC in cooperation with Airbus Industries, he was Director of Commercial Development of Alyzia Airport Services, a subsidiary of Aéroports de Paris, from the end of 1994 to 1997 in charge of ground-handling services. He joined Aéroports de Paris at the end of 1997 and occupied a number of positions within the Operations department at terminals 1 and 3 of Paris-Charles de Gaulle airport. In 2003, he was appointed Director of terminals 2E, 2F, 2G and TGV station at Paris-Charles de Gaulle. Since January 2010, Franck Goldnadel has been Director of Paris-Orly airport. Since 12 December 2014, Franck Goldnadel has been Executive Director, Director in charge of airport operations. He performs these duties at the same time as those of Director of the Paris-Charles de Gaulle airport, a position which he has held since 1 March 2011. Within the Aéroports de Paris Group, he is a Director of Média Aéroports de Paris (joint-venture) and of Hub One (an Aéroports de Paris subsidiary) and a member of the Board of Société de Distribution Aéroportuaire (joint-venture) and a member of the Executive Committee of Relay@ADP (joint-venture), CCS France (equity interest) and Epigo (joint-venture). Franck Goldnadel is a Knight of the National Order of Merit.

**Franck MEREYDE**, born on 6 April 1972 is a civil engineer and the holder of a postgraduate qualification (DEA) in geophysics and space techniques. After beginning his career with Environnement Canada and then Météo France, in 2002 he joined the Office of the Minister for Infrastructure as technical advisor in charge of research and intermodal issues, then as advisor in charge of the budget, financial affairs and civil aviation. In 2005, he joined Aéroports de Paris where he filled the posts of Deputy Director of Operations and Director of Operations at Paris-Charles de Gaulle. He is also in charge of freight for Aéroports de Paris. In 2007, he was appointed Director of terminals 2A, 2B, 2C and 2D at Paris-Charles de Gaulle airport and, in January 2010, Director of terminals 2E, 2F and 2G, as well as of the TGV/RER connection at Paris-Charles de Gaulle airport. On 1 March 2011, Franck Mereyde was appointed Director of Paris-Orly airport. Within the Aéroports de Paris Group, Franck Mereyde is a Director of Aéroports de Paris Management (an Aéroports de Paris subsidiary) and a member of the Board of Hub Safe (formerly Alyzia Sûreté), a subsidiary of Aéroports de Paris.

**Serge GRZYBOWSKI**, was born on 14 September 1958. He is a graduate of the Institut d'Études Politiques (IEP) in Paris and an alumnus of the French National School of Administration (ENA). Former civil administrator at the Caisse des Dépôts and at the French State Treasury. He was Executive Director of Bourdais SA, then a bank CEO (La Hénin, Banque du Développement des PME), and CEO of Gécina. He served as Chairman and CEO of Icade, from August 2007 to February 2015. Serge Grzybowski joined Aéroports de Paris in July 2015, as Real Estate Director. He is Chairman of Cœur d'Orly Investissements and a member of the Executive Committee of Cœur d'Orly Commerces Investissements, Chairman of Aéroports de Paris Investissements and Chairman of Ville Aéroportuaire Immobilier. He is a knight of the National Order of Merit and a knight of the Legion of Honour.

**Laure BAUME**, born on 10 September 1975, is a graduate of the HEC business school. She began her career in the US group Kraft Foods (now Mondelez) as an Assistant Product Manager for the Milka brand (1998). In 2000, she was appointed Innovation Product Manager for coffee and in 2002 joined Kraft Foods International in New York (USA), as Head of the Grocery Category for Latin America. In 2004, she returned to Kraft Foods in Paris as Brand Manager for Jacques Vabres and head of sustainable

development strategy for coffee. In 2006, she joined Club Méditerranée as Marketing Director for France, then in 2008 took up the double position of Marketing Director for France and General Manager for Switzerland. In 2012, she was appointed to the General Management Committee of Club Med as General Manager of the New Markets – Europe-Africa and Strategic Marketing Business Unit. On 15 December 2014, Laure BAUME was appointed Executive Director, Director of Aéroports de Paris Customer Division and joined the Executive Committee of Aéroports de Paris. Since 27 January 2015, Laure Baume has served within the Aéroports de Paris Group as a member of the Management Board of Société Distribution Aéroportuaire (joint venture) and Relay@ADP (joint venture) and Epigo (joint venture) and is also a member of the Board of Directors of Média Aéroports de Paris (joint venture).

**Alice-Anne MEDARD**, was born on 30 March 1963, and is a graduate of the Institut d'Etudes Politiques (IEP) in Bordeaux and has a master's degree in public law. Alice-Anne Médard began her international career as a diplomat in North America and Africa, then continued her professional life in the legal field before entering the world of aeronautics in 2004. A former General Secretary of the Direction Générale de l'Aviation Civile at the Ministry of Ecology, Sustainable Development and Energy, she has held various functions within the DGAC since 2004 such as Deputy Director of Legal Affairs at the General Secretariat and Director of Civil Aviation for the Southwest Region. She also held the position of Air Transport and Aeronautical Construction Advisor for Frédéric Cuvillier, Deputy Minister for transport and Maritime Economy to the Minister of Ecology, Sustainable Development and Energy. Alice-Anne Médard joined Aéroports de Paris in August 2015 as Deputy Human Resources Director. Within the Aéroports de Paris Group, she is a Director of ADP Ingénierie and Aéroports de Paris Management (Aéroports de Paris subsidiaries) and sits on the Executive Committee of the Aéroports de Paris subsidiary Hub Safe (formerly Alyzia Sûreté).

**Benjamin PERRET**, born on 14 April 1980 graduated from the IEP in Paris in 2002 and holds a postgraduate qualification (DEA) in Applied Economics in Business and Finance (IEP Paris, 2003). He joined Ogilvy Public Relations in July 2003 and then moved in April 2006 to the Euro RSCG C&O Agency as Consulting Director. Benjamin Perret joined the

Caisse des Dépôts Group in October 2010 as Head of Press Relations, within the Communications Department. From September 2012 until the end of April 2013, he was responsible for press relations in the office of the Deputy Minister for the Budget. Benjamin Perret joined Aéroports de Paris in May 2013, as Communications Director. He is also a director of the Fondation d'Aéroports de Paris.

**Patrick COLLARD**, born on 25 November 1953, held several posts in press groups before serving, from 1997 to 2005, as CEO of Télérama (SA). He was then also appointed Chairman and CEO of the advertising agency subsidiary Publicat. Between 2005 and 2008, he was COO of the daily newspaper, Le Monde, Chairman and CEO of Monde imprimerie (S.A.) and Chairman and CEO of Monde publicité (S.A.). In 2008, Patrick Collard joined La Dépêche du Midi Group as COO, before being appointed COO of Radio France in May 2009, a post he left at the end of 2012. In May 2013, Patrick Collard joined Aéroports de Paris as Chief of Staff to the Chairman and CEO. In November 2013, he was also appointed Senior Vice Chairman. He ensures accountability in public affairs, official receptions and the Fondation Aéroports de Paris. He is Vice-Chairman of Aéroports Français (UAF) and the NGO "Écoles du Monde" and Secretary of the Board of the Long Thibaud Crespins Foundation. Within the Aéroports de Paris Group, he is a Director of ADP Ingénierie.

**Didier HAMON**, born on 5 September 1951, is a graduate of the IEP in Paris and of Wharton (University of Pennsylvania). He holds a Master's Degree in Law and studied at the École Nationale de la Magistrature. Didier Hamon was Deputy State Prosecutor firstly for Val d'Oise and then for Hauts de Seine. He was General Secretary of the École Nationale Supérieure de Création Industrielle, and Programme Director for the Bicentenary of the French Revolution. He was senior lecturer at the IEP in Paris for eight years, and an associate professor at the University of Versailles. After five years of ministerial office (principal secretary and advisor to Jack Lang, then Jean-Louis Bianco). Didier Hamon joined Aéroports de Paris in 1993 as the Communications Director, the Company spokesperson. In 2003, he became the Director for Environment and Sustainable development. Since May 2013, he has been General Secretary of the Aéroports de Paris Group. Didier Hamon is an Officer of the Legion of Honour.

## 16.2 Functioning of the committees linked to the Board of Directors

The Board of Directors has formed three committees: an Audit and Risk Committee, a Strategy and Investment Committee and a Compensation, Appointments and Corporate Governance Committee.

The purpose of the committees is to contribute to the preparation of the Board of Directors' decisions by issuing opinions that are then presented to the Board. The chairmen of the committees or a member appointed by them shall report to the Board of Directors on the proceedings and the opinions rendered by the said committees. Their powers and specific modalities of operation are described in the rules of procedure that can be consulted at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr). Their composition and activity during the 2015 financial year are described below.

The members of each committee are appointed, at the proposal of the Chairman and CEO, by the Board of Directors from among its directors according to their competencies in terms of their work and experience, the interest that they have for the different subjects being dealt with and ultimately their availability.

The Chairman of each Committee is appointed by the Board of Directors, following a proposal from the Compensation, Appointments and Governance Committee.

Committee members are elected for a term not exceeding their term as director.

The financial controller and either the chief or vice government representative can attend all of the committee meetings in a consultative capacity. A non-voting Board member can also be appointed by the Board of Directors to participate in a committee's meetings. It is important to avoid the presence of crossed directors between Aéroports de Paris and any other companies, in similar committees.

The committees meet at least three days before the Board of Directors meeting, except in the case of necessity or material impossibility, the agenda of which contains draft discussions on questions that are relevant to their area. The members of the committees shall be provided with whichever documents are necessary for their proceedings at least 3 working days prior to the meeting.

The members of the committees and all persons invited to committee meetings are bound by a non-disclosure obligation with respect to information that come to their knowledge or to which they have access in the course of their duties.

For the purposes of accomplishing their work, the committees may hear members of the management of the Group or they may hire external experts, as need be. Committees must however ensure the objectivity of the outside experts or consultants concerned.



## Members of committees linked to the Board of Directors at 31 December 2015

	Augustin de Romanet*	Jacques Gounon	Serge Gentili	Solenne Lepage	Emmanuelle Yannakis <sup>(1)</sup>	Geneviève Chaux Deby	Marie-Anne Donsimoni	Frédéric Mougin	Jos Nijhuis	Jean-Paul Jouvent	Xavier Huillard
<b>Audit and Risk Committee</b>		◆	*	*	*						
<b>Strategy and Investment Committee</b>	◆			*		*	*	*	*		
<b>Compensation, Appointments and Corporate Governance Committee</b>		*		*	◆					*	*
<b>Independent</b>		●			●						
<b>Representative of the government</b>				●		●					

\* Chairman and CEO ◆ Chairman of committee \* Member

<sup>1</sup> On 1 January 2016, Françoise Debrus replaced Emmanuelle Yannakis as the permanent representative of Predica, independent director.

## The Audit and Risk Committee

### Composition

The Rules of Procedure require that Aéroports de Paris has an Audit and Risks Committee made up of a maximum of five members with voting rights appointed from among the directors – one of whom represents the government authorities, one director representing the employees and the others are, preferably, independent directors. In line with the criteria set out by the AFEP-MEDEF corporate governance code, they are selected from among those directors nominated by the shareholders general meeting. The audit and risks committee does not include any executive officer.

At 31 December 2015, the committee consisted of four members: Jacques Gounon, its chairman and an independent director, Serge Gentili, Solenne Lepage and Emmanuelle Yannakis, permanent representative of the Predica company.

The Board of Directors has noted that the members of the audit and risks committee meet the criterion of financial or accounting expertise provided for by the texts in force.

The presentation, in Chapter 5 (Corporate Governance) of the 2015 Management Report, of the mandates and functions fulfilled by the administrators over the course of the previous five years of activity attests to their competence in finance and accounting.

### Tasks and functioning

The Audit and Risks Committee's rules of procedure are based on the French commercial code and the recommendations of the AMF published on 22 July 2010 in the Final Report on the Audit Committee.

The audit and risks committee assists the Board of Directors in monitoring the accuracy and reliability of the Aéroports de Paris corporate and consolidated financial statements, the efficiency of internal control and risk management systems, the statutory auditing of accounts by official auditors and the independence of the latter and the relevance of the Group's financial policy. It enlightens the Board of Directors on the reliability and quality of information issued to it. It carries out its activities under the latter's responsibility and has no decision-making powers of its own.

The audit and risks committee makes sure of the expertise, independence and objectivity of outside experts of whom it may make use.

The committee could consider executive officers other than the corporate officers, and under conditions which it determines.

## The activity of the Audit and Risks Committee in 2015

The audit and risks committee meets at least three times a year and as often as necessary, and can only meet if half of its members are present. In 2015, it met seven times with a 96.43% attendance rate. The statutory auditors participated in seven meetings of the committee.

During its meetings, the committee examined in particular files relating to:

- the approval of corporate and consolidated financial statements for 2014 and half-yearly financial statements for 2015, adoption of the Management Report for 2014, preparation of management planning documents and report on the development of Aéroports de Paris, the consolidated budget forecast for 2016, the calculation of tariffs for aeronautical charges in 2016, the allocation of 2014 earnings and determination of the dividend, distribution of the interim dividend, information on the New Business Model, the shareholding of Aéroports de Paris;
- the Report from the Chairman of the Board of Directors in respect of the French law on financial security for financial year 2014, the re-evaluation of risks following the attacks of January 2015 and the status of mapping for 2015 Group risks, the update on Paris airport safety and securing of access to Paris-Orly airport, the internal control report for 2015, update of the Group's internal audit charter, 2014 report on the audit division's activity, the audit programme's 2015 progress report, the 2016 audit programme, the follow-up of internal and external audits, the conclusions of an audit report on entering project hours, and recommendations for the appointment of the Statutory Auditors;
- progress report on the cash management policy, authorisation of subscriptions for bond issues, authorisation of sureties, endorsements and guarantees;
- review of the principal investment products;
- the 2016-2020 business plan associated with the 2016-2020 strategic plan ("Connect 2020"), financial communication regarding the strategic plan;
- information on the transparency of Aéroports de Paris locations and holdings abroad;
- the extra-financial rating sought in 2014.

## The Strategy and Investment Committee

### Composition

The Rules of Procedure require that Aéroports de Paris has a Strategy and Investment Committee composed of a maximum of six members entitled to vote, appointed from directors, including two employee representatives.

As at 31 December 2015, it is composed of the following six members: Augustin de Romanet, its Chairman, Geneviève Chaux Debry, Marie-Anne Donsimoni, Solenne Lepage, Frédéric Mougin and Jos Nijhuis.

### Tasks and functioning

The duties of the Strategy and Investment Committee are to provide advice to the Board of Directors on:

- the definition and implementation of the strategic policies of the Aéroports de Paris group;
- the Company's strategic guidelines and their effects on the activity, on employment and on organisation of work, the use of sub-contractors, temporary staff, short-term contracts and internships;
- the guidelines of the Aéroports de Paris group in terms of diversification or growth operations.

It examines the company's economic doctrine and any issue relating to the definition and implementation of Group strategy that the Board of Directors wishes to submit to it.

### Activity of the Strategy & Investment Committee in 2015

The Strategy and Investment Committee meets at least three times a year and as often as necessary, and can only meet if half of its members are present. In 2015, it met four times with an attendance rate of 83.30%. Notably, a strategic seminar of the Board of Directors was also held on 24 November 2015.

During its meetings, it has in particular covered:

- the Aéroports de Paris Group 2011-2015 strategic plan, the adoption of the 2016-2020 strategic plan ("Connect 2020"), the 2016-2020 investment and financing programme;
- the 2016-2020 Economic Regulation Agreement (ERA3);
- the definition and profitability of the major operations for the Orly "New Departure" project;
- participation in the tender offer process for international airport concessions.

## The Compensation, Appointments and Corporate Governance Committee

### Composition

The compensation, appointments and governance committee is made up of a maximum of five members with right of discussion and vote from among the directors, including a representative of the government, a director representing the employees and directors appointed by the general meeting. It may not include amongst its members any executive officer and is comprised of a majority of independent directors.

The executive officer is associated with the committee's work regarding appointments and succession plans.

At 31 December 2015, the committee consisted of five members: Emmanuelle Yannakis (independent member), permanent representative of Predica and committee Chairman, Jacques Gounon, Xavier Huillard, permanent representative of Vinci, Jean-Paul Jouvent and Solenne Lepage.

The Board of Directors made sure that, in order for it to function correctly, the compensation, appointments and governance committee is organised so that its chairmanship is entrusted to an independent director and includes all the board's independent directors.

It is recalled that the High Committee of Corporate Governance considers in its activity report for October 2014 that a compensation committee including two independent directors out of four members (excluding director representing the employees) should remain in compliance with the intent of the AFEP-MEDEF Code provided it is chaired by an independent director.

### Tasks and functioning

The duties of the compensation, appointments and governance Committee are to formulate proposals on the amount and progression of total compensation for executive officers, as well as on benefits in kind or any other type of compensation, in compliance with AFEP-MEDEF recommendations, give an opinion on the compensations policy for the Company's key executives, propose to the Board of Directors a total amount and the allocation rule for directors' attendance fees taking into account their level of attendance at meetings and a policy for the reimbursement of expenses related to carrying out the duties of a director.

It is in charge of making proposals in respect of the future composition of managing bodies, the selection of directors and executive officers, and the preparation of a succession plan for executive officers; it must debate the qualification of independent directors and implement the formal appraisal of the operation of the Board of Directors.

### The activity of the Compensation, Appointments and Governance Committee in 2015

The Compensation, Appointments and Governance Committee meets at least once a year and as often as necessary, and can only meet if two-thirds of its members are present. In 2015, it met five times with a 96% attendance rate.

During its meetings, the committee debated on such items as:

- compensation for the Chairman and Chief Executive Officer and the Chief Operating Officer: achievement of targets and 2014 variable components, 2015 and 2016 fixed compensation, targets for the 2015 and 2016 variable component; the draft resolution "Say on Pay"; attendance fees: assessment of 2015 distribution;
- the registration document regarding administrative and executive management bodies and corporate officer compensation for 2014;
- the annual review of the criteria for director independence;
- the interim appointment of a third non-voting Board member, Anne Hidalgo;
- appraisal of the operation of the board of directors;
- the employee share ownership plan.

Given that the information communicated to the committee or to which they will have access in carrying out their duties is confidential, the members of this committee are bound to strict confidentiality with regard to any third party on the Board of Directors or Audit Committee, subject to the same system as that applicable to the Company's directors.





## 16.3 Corporate governance – Adherence to the principles of governance

With due regard to transparency and public information, and within the limit of applicable laws and regulations, the Board of Directors decided on 29 April 2009 to refer to the code of governance of listed companies established by the French association of private companies and the Movement of French entrepreneurs (AFEP-MEDEF Code). The Company is also inspired by the charter for relations with public companies that stipulates the rules governing the relations between the French Government Shareholding Agency (APE) and the companies in which the Government holds shares.

In spite of the developments brought in by the Rules of Procedure, derogations to the AFEP-MEDEF remain, mainly applying the specific legislative and regulatory provisions governing the Articles of Association for Aéroports de Paris, or otherwise due to their status as a state-owned company controlled by a majority shareholder. Further information may be obtained in the paragraph on the Chairman's report on the composition of the Board and the application of the principle of balanced representation of women and men therein, the conditions for preparing and organising the work of the Board of Directors, and the internal control and risk management procedures that the Company has put in place, presented in appendix 2.

### Internal control

Pursuant to the provisions of Article L. 225-37 of the French Commercial Code, the Chairman of the Board of Directors must present a report attached to the Board of Directors' management report on the composition of the Board and the application of gender equality, the conditions for preparation and organisation of the work of the Board of Directors, and the internal control and risk management procedures put in place by the Company. The report by the Chairman & CEO, which will be submitted at the Annual General Meeting of Shareholders called to approve the financial years for the year ended 31 December 2015, to be held on 3 May 2016 and the report of the Statutory Auditors on this report are presented in appendices 2 and 3.



# 17

## Social, environmental and societal responsibility information

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## 17.1 Social information

### Human resources policy

The personnel policy and the management of human resources form part of the strategic guidelines of the Company and Group, and provide impetus for modernisation and progress. They also contribute to the improved internal functioning of the Group, a dynamic of sustainable development and to risk management.

The objective of human resources policies is thus to develop the collective efficiency of the Company and its corporate responsibility, whilst maintaining the balanced corporate relationships which are vital for the development of its projects.

The executive management has implemented a payroll, cost and workforce management plan which has resulted in controls on external recruitment and the optimisation of internal mobility. A comprehensive, balanced human resources policy has been put in place. To boost performance and competitiveness in the air transport sector, a voluntary departure plan was implemented in 2014, in line with the revised Economic Regulation Agreement for 2011-2015.

In parallel, in order to further improve the quality of service provided to passengers, the Company is committed over a period of three years to recruiting 180 new members of staff to fill passenger handling and technical positions. In 2015, 65 employees will have been recruited to passenger handling positions, including 20 future sustainable jobs (*emplois d'avenir*), and 81 in technical roles. The remaining 34 will be recruited in early 2016.

The aim of the efficiency and modernisation plan implemented by the Company is to optimise organisational structures and processes, particularly for the support functions. Inter-departmental synergies have been identified that will optimise the plan and allow it to run more smoothly.

### Employment policy

Aéroports de Paris has drafted its employment policy to both anticipate and manage employment and industry changes. It helps employees to adapt to these changes in accordance with the company's social obligations.

#### Human resource and skills management planning system (GPEC or *Gestion Prévisionnelle des Emplois et des Compétences*)

In 2012, in the absence of a collective agreement, new unilateral measures were defined for another three-year period.

The 2013 review gave rise to priority actions, in particular with a view to spurring the strategic areas of handling and maintenance, focussed on mobility and increased job transparency by means of a structured framework.

The company provides substantial training, which is coordinated with management planning needs and sets aside a special budget for mobility and retraining.

In 2015, a new negotiation, taking place every three years, took place, focusing mainly on the GPEC, training and the generation contract. The agreement signed in February 2016 sets out a three-year job outlook, which will govern the future trends for passenger handling and technical positions.

### Career progression

The company deploys programmes with the purpose of encouraging mobility and development within identified professional networks. Employee counselling will be strengthened through the development of communication on professional horizons and of individual management within the company's human resources department.

The charter, including the Group, and the mobility principles, were published in June 2015. Mobility targets were set for the operational divisions at Paris-Charles de Gaulle, Paris-Orly and in real estate for 2015. Job immersion courses have been organised. A job space opened in March 2015 and job forums are held. These initiatives are part of the "My Mob" programme. 2015 also saw the definition and development of a skills management tool. Support for newly hired or promoted executives is given in particular during the "executive induction days" that have been organised since 2011. A similar programme was introduced for non-executives in 2013.

### Graduate programme

The recruitment of young "incubator" managerial staff has been maintained, with a view to thinking ahead about filling key posts for the company in the medium term. This programme is aimed at recruiting young graduates (engineers, multi-disciplinary/business schools, etc.) identified for their potential and able to hold different functions in the technical, operation and support departments. This programme was revamped in 2015 to become a graduate programme (pooling of recruitment processes: on-site assessment, support after integration, support in achieving promotion, option for international roles).

### Employer image

Aéroports de Paris is implementing an employer image action plan with a view to raising its profile and boosting its appeal among young students of colleges and universities but also employees looking for external mobility opportunities, whose profiles match the recruitment needs of Aéroports de Paris. For the first time, Aéroports de Paris has showcased the Group's jobs and employees in a film shown on the internet and social media.

In 2015, the company attended 15 forums aimed at several target groups: universities, engineering schools, students with at least two years of higher technical studies, work/study, upper secondary students, disabled persons, young people from priority districts and local residents. It was a partner in the JDA (*Jeunes d'Avenir*), RUE (*Rencontres Université Entreprise*) and APB (Admission post-bac) forums. The company was also awarded several trophies: Happy trainees (interns and work/study trainees), Randstad Award *Les victoires du capital humain*: Employer image; it also appears in employer rankings (notably in Le Figaro and Capital).

### Training

Professional training is one of the tools that can be used to the benefit of the Group's strategy. It provides support for employment policy, mobility, and projects for the human resource and skills management planning system (GPEC or *Gestion Prévisionnelle des Emplois et des Compétences*). It enables employees to adapt to developments in the organisation of work, technological changes and changes in culture and managerial practice and to develop new skills to assist with professional re-training. Individual professional training may be accompanied by being placed in a work situation as part of a mobility project. Given the kinds of jobs that exist in the company, regulatory training also focus on skills maintenance.

Employees undergo group training focusing on the company's major strategic guidelines. Accordingly, corporate social responsibility (CSR) is part of several internal training modules. Training sessions for mobility/retraining take the form of validation of prior experience (VAE), long training sessions and modular training for new employees. Training is an integral part of the agreement and focuses mainly on the GPEC, training and the generation contract.

In addition, in 2015 the work/study training policy resulted in the integration of 61 work/study trainees. Of these, 42 were apprenticeship contracts and 19 professional training contracts.

Subsidiaries develop the training programmes corresponding to their activity.

## Managerial development

Within departments, managers relay human resources policies with the help of the local human resources department. They set goals for their units in terms of workforce, develop skills and help with the completion of professional projects. They are associated with company agreements and their implementation, and contribute to risk prevention. They are given training to enable them to oversee these missions. Managers are made aware of the human values contained in the company's corporate policy.

In 2015, support measures for executives continued, focusing on managerial practices (setting individual goals, performance management, individual advancement methods), and professional development (visibility of career development and developing skills through mobility, identifying key posts, career reviews).

62 executives and 171 non executive high-level employees participated in Trajectories programmes this year.

A managerial development policy has been defined, and the corresponding actions have been lined up. It is based on the four values defined for the company in 2014: trust, commitment, boldness, openness. This project was put together in order to establish a shared representation of the role of the manager and to further anchor these values in the company culture for the benefit of all, in accordance with the strategic plan. A flagship deployment initiative has been implemented to help the entire line management of almost 2,000 managers to incorporate these values into their daily responsibilities through their management practices. In 2015, around 450 people were involved in this initiative. In addition to in-person actions, all managers were issued a guide and were given access to a virtual toolbox.

## Compensation

### Wages and salaries

The management and executive compensation system effective since 1 January 2011 takes into account quality of contribution and skills development. The variable portion, which is tied to the achievement of targets, has been gradually strengthened.

In 2015, there was no wage agreement or any unilateral measures.

Pursuant to the agreement on professional equality between men and women, the analysis of wage differentials had resulted in remedial measures for 2010, 2011 and 2012. In 2013, 26 employees benefited. Since 2014, situations are examined on a case-by-case basis.

Employees benefit from a complementary health insurance and pensions contracts.

### Incentives and profit sharing

A new incentive agreement for Aéroports de Paris was signed on 24 June 2015 for years 2015 to 2017. It states that an incentive premium can be paid if two main criteria are met: economic performance and customer satisfaction. A bonus may be paid, depending on the number of targets met every year out of the three below: frequency rate of workplace accidents with lost time, revenue per departure passenger (restricted area), management of operating expenses per passenger (arrivals and departures).

ADP Ingénierie, Hub Safe and Hub One also have incentive agreements.

In 2015, the amount of incentives recorded for the Aéroports de Paris Group totalled €18 million, compared with €12 million in 2014.

Aéroports de Paris and its wholly-owned subsidiaries (with the exclusion of Aéroports de Paris Management) have put a profit-sharing mechanism in place for the benefit of their employees. €20 million was paid out as profit sharing for the entire Group in 2015 compared with €19 million in 2014.

### Group employee savings scheme and employee share ownership policy

From 1 January 2011, the *Plan d'Épargne Groupe* [Group Savings Scheme] (PEG) replaced the *Plan d'Épargne Entreprise* [Employee Savings Scheme] (PEE) and Aéroports de Paris' *Plan d'Épargne pour la Retraite Collectif* [Group Retirement Savings Scheme] (PERCO) became "PERCO Groupe" (PERCOG), thus enabling subsidiaries that were already subscribed to the PEG to join should they wish to do so.

These two salary saving schemes give employees of Aéroports de Paris and its subsidiaries the opportunity to put together a portfolio of securities that may be contributed to by the Company.

Regarding Aéroports de Paris, company allowances are reserved exclusively to payments made to the *Fonds Commun de Placement d'Entreprise* [Investment Fund] (FCPE) of the "Aéroports Actionnariat" employee shareholdings, within the framework of the PEG and payments made to the PERCOG.

In 2015, the allowance made by the Company was €8 million (€7 million in 2014 and 2013).

In 2015, the Group committed to an employee shareholding plan which will be implemented during 2016. It consists of two parts: the option for current and former employees of Aéroports de Paris and of subsidiaries which are part of the Group savings plan (version revised by amendment no. 4 of 10 December 2015) to acquire Company shares under preferential conditions, and, current and former employees of Aéroports de Paris and of subsidiaries which are part of the Group savings plan (version revised by Amendment no. 4 of 10 December 2015) and a free allocation of Company shares, the basic principle of which has been approved by the Board of Directors, subject to the approval of a special resolution by the Extraordinary General Meeting of Shareholders.

## Staff regulations

The contracts of Aéroports de Paris employees are subject to private law and the Employment Code. With the exception of staff governed by a specific contract, there are specific regulations for apprentices with apprenticeship contracts and young people with specific contracts linked to the job policy. The provisions of the staff regulations have replaced those of the Employment Code, which remain applicable where the staff regulations do not contain specific provisions.

Employees of the other companies within the Group are subject to specific collective bargaining agreements pertaining to their line of employment.



## Geographic distribution

Group	2015	2014
France	8,784	8,820
European Union excluding France	7	5
Other Europe	1	1
North America	0	0
South America	14	1
Middle East	164	182
Southeast Asia, India, China	14	11
Africa	12	11
<b>TOTAL</b>	<b>8,996</b>	<b>9,018</b>

## Organisation of working time

In accordance with the legal rules governing working time, the number of working hours at Aéroports de Paris SA is a result of the agreement on the organisation and reduction of working hours signed on 31 January 2000 (and its rider signed on 7 October 2007) and supplemented by the day of solidarity agreement of 29 March 2005 and its rider signed on 6 November 2008.

The number of working hours is:

- 1,569 hours annually for non-management and non-executive employees on administrative, workshop and interrupted work schedules;
- 1,501 hours annually for non-management and non-executive employees on uninterrupted work schedules; and
- 204 days annually for managers and executives.

Riders governing situations unique to certain employees, including rescue and fire-fighting services (SSLIA, or *Service de Sauvetage et de Lutte contre l'Incendie des Aéronefs*, agreement of 6 April 2001 as amended by the agreement of 28 December 2006), emergency medical services (SMU, or *Services Médicaux d'Urgence*, agreement of 30 January 2002 and rider of 22 December 2008) and telephone switchboards (agreement of 24 July 2001).

## Labour-management relations

Aéroports de Paris attaches particular importance to the company's social balance. The development of modes of consultation and communication help to improve the quality of the corporate climate and encourage the individual and collective efficiency that contributes to the growth of the company.

In accordance with the laws of 4 August 1982 and 3 August 1986 respecting employees' freedom of expression (agreement signed on 23 December 1987) and the law of 14 June 2013 on employment protection, Aéroports de Paris maintains high-quality social dialogue that complies in this regard with the principles of the International Labour Organization (ILO). The Group develops dialogue through the recognition of union organisations, the right of employees to union membership, the right to union training and a willingness to communicate through union bodies and meetings and employee representatives.

Dialogue is based on an Aéroports de Paris Group Committee, and for Aéroports de Paris SA a Works Council, eight health, safety and working conditions committees (CHSCT, or *comités d'hygiène et de sécurité et des conditions de travail*) and an inter-company CHSCT whose task is to handle health and safety policies for all company employees consisting of a central body of employee delegates comprised of more than 50 union members under a union rights agreement that dramatically increases the number of union mandates. The agreements concluded will be made known to all employees, using several tools such as the intranet, internal newsletters, or "Infodif" (multicast).

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Collective agreements signed by theme – Aéroports de Paris SA	2015	2014	2013
Compensation (employee agreements, incentives, profit sharing, medical expenses)	2	2	1
Employee representation	1	1	-
Diversity	-	1	1
Professional elections	2	-	1
Professional networks	-	-	-
Training	-	1	-
Working time	-	-	-
Workplace health and risk prevention	-	-	1
Aéroports de Paris	1	-	1
Organisations	-	-	-
Pensions	-	1	-
Savings plan (Company and Group)	2	-	-
<b>TOTAL</b>	<b>7</b>	<b>6</b>	<b>5</b>



## Health and Safety

### Prevention of occupational risks

The Executive Committee decided to implement a mobilisation plan for accident prevention and safety in April 2015. This plan incorporated continuous improvement actions and focused on three priority cross-over areas:

- prevention of assaults and abusive behaviour;
- prevention of travel risks;
- prevention of psychosocial risks.

The aim of the plan is to significantly reduce the occurrence of accidents and avoid serious accidents, both for employees of Aéroports de Paris and for users of the facilities provided by companies working in the airports (airlines, service providers, subcontractors, etc.).

A Monitoring Committee, chaired by the Chief Operating Officer and involving security staff and operatives, has been set up.

A message from the Chairman and CEO was sent to each employee personally, and a communication plan was also developed to present and share this Plan with all employees.

Additionally, a major project to overhaul prevention tools resulted in all workplace risk evaluation procedures being redefined and these evaluations (including difficulty factors) being incorporated into an integrated information system. This system will go into production in 2016, and will make it possible for workplace accidents and professional diseases to be monitored and analysed.

As in previous years, continuing improvement actions have been ongoing, mainly with a view to:

- preventing risks: dangerous chemical agents, asbestos, electrical, handling, musculo-skeletal disorders;
- improving coordination;
- improving prevention regarding joint business situations;
- making employees aware on a regular basis of the importance of wearing Personal Protection Equipment.

The workplace accident frequency rate fell in 2015; the severity rate was slightly higher (see workforce-related indicators below).

### Prevention of psychosocial risks

Prevention of psychosocial risks is one of the priorities in the mobilisation plan, which involves:

- raising awareness and training individuals in the alert network, and including psychosocial risk prevention in the professional training received by managers;
- evaluating psychosocial risks and analysing accidents to prevent situations of discontent;
- building prevention of psychosocial risks into project management, particularly prior to reorganisations, promoting a good understanding of priorities, the contribution of each individual, independence and cooperation.

The “living well at work” agreement was signed on 28 August 2013. Significant efforts have been made to ensure that managers grasp the principles of the agreement, mainly among the management committees, in line with the Company’s values. Concrete actions to support certain units have been introduced to improve working practices within their teams. Groups reflect on the new operating procedures for the organisation of time and work spaces, practices and digital tools. There is a procedure for handling individual and collective situations of discontent.

The methodology for evaluating psychosocial risks was finalised and documented in the Single Document. The units have been trained and are being supported in assessing these risks. The “Single Document” is currently being updated.

The social barometer gives a snapshot of the company environment and its main sectors and is a tool to help managers communicate with their teams. It takes place every other year, given the time needed to implement the action plans. The 2015 social barometer was carried out in October, with a participation rate of 50%. The results, then the action plans, will be presented in early 2016.

### Annual report on workplace hygiene, health and safety

Agreements signed in this area are the following:

- agreement defining “the operational resources of local CHSCTs and the inter-company CHSCT” signed on 28 September 2012;
- agreement regarding the “creation of an inter-company CHSCT”, signed on 9 August 2012 and implemented in 2013;
- “occupational well-being” agreement signed on 28 August 2013.

### Diversity policy

Aéroports de Paris has been working for several years on various aspects of equal opportunity: integration of disabled workers (first collective agreement in 1991), professional equality (first agreement in 2003) and more recently via the collective agreement signed in late 2009 respecting the retention of seniors and the action plan pertaining to the 2013-2015 generation contract. The integration and support of young people is also a core concept in our training programmes.

Continuing its commitment to the Diversity Charter, which it signed up to in 2013, Aéroports de Paris updated the 2010 diagnosis in 2015, working on diversity in the recruitment process. The resultant action plan will be used to prepare the application for the Diversity label.

The Ethix-Finance non-financial rating and the “DJSI” rating improved significantly in the area of human resources.

### Professional equality between men and women

The fourth three-year agreement on professional equality between men and women covers the 2014-2016 period. It is in compliance with the latest regulatory requirements. The purpose of the Aéroports de Paris professional equality guidelines and the associated measures is to ensure equal pay, improve job desegregation and act in favour of a work-life balance.

The proportion of women in the company was 37.9%, as in 2014, (38% in the three previous years). This is partly a result of the type of hires carried out, primarily in male-dominated technical and regulatory roles. The gradual rebalancing of men and women in the corporate hierarchy has continued. The proportion of women in the executive category was 36.3% in 2015, compared to 35.6% in 2014, 34.8% in 2013 and 2012, and 34.4% in 2011. A partnership was forged in 2015 with the “Elles bougent” association, which encourages women to work in engineering and technical roles, via its network of female sponsors who are also company employees.

In 2013, the company applied additional corrective salary measures that are in the agreement. 26 female employees benefited, in addition to the 120 and 79 adjustments made in 2011 and 2012, respectively. Beginning in 2014, situations are examined on a case-by-case basis. The salary gap between men and women (in average net wages) reduced slightly: 8.7% in 2015, compared with 9.0% in 2014, 10.4% in 2013, 10% in 2012 and 10.1% in 2011.





	2015		2014	
Workforce distribution by gender	Men	Women	Men	Women
Aéroports de Paris	62.1%	37.9%	62.1%	37.9%
ADP Ingénierie	72.4%	27.6%	68.3%	31.7%
Aéroports de Paris Management	81.4%	18.6%	75.6%	24.4%
Hub Safe	52.3%	47.7%	51.9%	48.1%
Hub One	74.4%	25.6%	74.2%	25.8%

## Retention of seniors employment

Given the failure to sign a collective agreement on the generation contract with the union organisations, a three-year action plan was implemented in January 2014. These commitments are similar to those of the collective agreement of 17 December 2009.

The agreement stipulates a 4% senior (50 years old minimum) hiring rate in 2014-2016, an average percentage of the workforce aged 55 and over of 16%, measures to improve working conditions and prevent difficult working conditions, anticipate career development, skills development and access to training and end-of-career management (interviews, aid for the purchase of contribution quarters, part-time hours). The transfer of knowledge and skills is supervised.

In 2015, the hiring rate was 7.3% permanent contracts. 20 employees benefited from end-of-career part-time hours as of 31 December 2015.

The generation contract is an integral part of the agreement and focuses mainly on the GPEC, training and the generation contract.

## Employment of young people

Management made a commitment to bringing in young people; the target is for 30% of new recruits over the life of the plan to be young employees on permanent contracts. On-boarding programmes and tutors have been put in place, with a particular focus on their training. Furthermore, the company reaffirmed its desire to expand the use of work/study programmes as a preferred means of bringing young people on permanent contracts into the company, in line with the needs identified.

Aéroports de Paris has undertaken to strengthen its strategic area of passenger handling through future sustainable jobs (*emplois d'avenir*), generation contracts (employees under 28 years old) and other permanent contracts. Where permanent and generation contracts are concerned, our wish is to help these young people build solid, varied careers by offering them, when they arrive at the company, the possibility to sign up to a project that will consist of performing three roles over the next eight or nine years, whilst supporting them in their professional development via training leading to a qualification and/or certificate aimed at enhancing and developing their employability.

Youth employment is an integral part of the agreement and focuses mainly on the GPEC, training and the generation contract.

Aéroports de Paris SA workforce distribution by age	2015	2014
Under 25 years	1%	1%
25 to 49 years	61%	63%
50 to 60 years	35%	33%
Over 60 years	3%	3%

## Employment and integration of disabled persons

A new agreement was signed on 17 January 2013 for the 2013-2015 period, reaffirming Aéroports de Paris SA's commitment to this field since 1991. This is in keeping with higher targets in terms of new hires (43 new hires in 2015: 1 permanent contract, 24 subsidised contracts, 5 work-study contracts and 13 internships) and purchases of services (€0.8 million). It also allows for better support of the integration of disabled workers through the commitment to adapt their working environment according to their needs and promote the actions of the employees who support them.

As part of its policy to foster relationships with schools and welcome students with disabilities, in July 2013, Aéroports de Paris signed a partnership with *Institut National des Jeunes Sourds*.

The level of employment achieved in 2015 was 6.5% (6.46% in 2014, 5.8% in 2013 and 5.5% in 2012).

Disabled persons accounted for 0.9% of external hires in 2015.

A new three-year agreement was negotiated in 2015. It was signed on 25 January 2016.

## Sheltered and protected employment sector

In 2015, Aéroports de Paris ordered services worth over €800,000 from 25 suppliers in this sector, exceeding the annual target of €600,000

set out in the agreement on the employment of disabled persons. The services are very diverse in nature (cleaning of vehicles, collection of light waste, care of green spaces, post management, administrative work, catering and food trays, small maintenance jobs on buildings, plan updates, etc.) and 70% of them are covered by multi-year contracts.

The work of the Mission Handicap and the Purchasing department, with the involvement of advisory bodies, has made it possible to structure and dynamise the work being done to develop and perpetuate purchases with the sheltered and protected employment sector. These results also come from the partnership with the GESAT, a major organisation in the sector, facilitating the relationship between Aéroports de Paris, its counterparts from ordering parties and the service providers.

## Subsidiaries

Collective agreements on professional equality between men and women were signed with ADP Ingénierie (in 2011 and 2014) and Hub One (2012), and on the "generation contract" (in 2013 for both companies). Hub Safe has an action plan relative to the generation contract and an action plan relative to professional equality.

In addition to these agreements, each subsidiary of Aéroports de Paris signed the Diversity Charter on 17 April 2014. This commitment confirms the policy of the Group in this area and marks the launch of a common approach to reflecting on the priority actions to be taken.

## Promotion and compliance with the provisions of the fundamental conventions of the International Labour Organisation

Beyond a proactive policy where respect for human rights contributes to the functioning of the company, Aéroports de Paris has developed its activity in accordance with the principles of the Global Compact, to which

it has been a signatory since 2003. The Group undertakes to respect and to promote the provisions of the fundamental conventions of the International Labour Organisation (ILO). More generally, extra-financial ratings, actions and communication on the company's processes rely on the ISO 26000 guidelines, which are the performance benchmark for CSR used by the company.

The commitment to the principles of the ILO and the Global Compact is realised by actions undertaken in these areas, as described in the table below:

Principles of the Global Compact and the ILO	Actions undertaken
<b>Human rights</b>	
1. Support and respect the protection of international law on human rights within the Group's sphere of influence	Company Code of conduct and the four fully-owned subsidiaries' codes of conduct (ADP Ingénierie, Aéroports de Paris Management, Hub Safe, Hub One) Group CSR charter
2. Ensure that the Group's companies are not complicit in violations of human rights	Company Code of conduct and the four fully-owned subsidiaries' codes of conduct (ADP Ingénierie, Aéroports de Paris Management, Hub Safe, Hub One)
<b>Labour standard/ILO principles</b>	
3. Uphold freedom of association and the effective recognition of the right to collective bargaining	Individual right to union training and signature of an agreement on trade union rights
4. Eliminate all forms of forced or compulsory labour	Integration of ethical criteria into the Aéroports de Paris specifications applicable to our suppliers and service providers
5. Ensure the effective abolition of child labour	Integration, through ADP, of a code of purchasing ethics annexed to supplier and service provider contracts to reduce the risk of child labour
6. Eliminate discrimination in the workplace and professions	Commitment by Aéroports de Paris to fight against discrimination through the signing of two agreements: M/F equality (2014-2016), the integration of disabled persons (2013-2015) and an action plan relative to generation contacts (2014-2015)
<b>Respect for the environment</b>	
7. Support a preventative approach to environmental challenges	Aéroports de Paris environmental policy
8. Undertake initiatives to promote greater environmental responsibility	Implementation of a training and environmental awareness programme for all Aéroports de Paris employees
9. Encourage the development and diffusion of environmentally friendly technologies	Aéroports de Paris technological monitoring and innovation (renewable energies)
<b>Fight against corruption</b>	
10. Work against corruption in all its forms, including extortion and bribery	Member of the NGO Transparency International France Signatory of Transparency France's declaration promoting responsible lobbying Review of the second three-year programme to prevent fraud 2012-2014 for Aéroports de Paris SA and establishment of a 2015-2017 draft project for the Group Commitment against corruption in all its forms in the Group Ethics Charter



## 17.2 Social indicators for the Group

A methodological note on social and environmental reporting is provided at the end of the chapter.

	Scope	2015	2014	Change
Average staff numbers				
Aéroports de Paris	2	6,553	6,798	-3.6%
Subsidiaries		2,443	2,220	+10.0%
<i>of which Hub Safe</i>		1,545	1,359	+13.7%
<i>of which ADP Ingénierie</i>		411	384	+7.0%
<i>of which Hub One</i>		447	438	+2.1%
<i>of which Aéroports de Paris Management</i>		40	39	+2.6%
<b>GROUP TOTAL</b>	<b>1</b>	<b>8,996</b>	<b>9,018</b>	<b>-0.2%</b>
Men	2	4,069	4,222	-3.6%
Women	2	2,484	2,576	-3.6%
<b>Appointments/Departures</b>				
Appointments	1	616	707	-12.9%
on a permanent basis	1	205	293	-30.0%
on a fixed term basis	1	411	414	+0.7%
Departures	1	661	775	-14.8%
<i>of which were dismissals due to disability</i>	1	27	29	-6.9%
<i>of which were dismissals on economic grounds</i>	1	-	-	-
<i>of which were dismissals due to personal reasons</i>	1	44	40	+10.0%
Rate of promotion (%)	2	3.9	3.5	+11.4%
<b>Compensation</b>				
Average net monthly compensation (in €)	2	3,934	3,849	+2.2%
Gross wage bill (in €m)	1	473	468	+1.1%
Social security charges (in €m)	1	240	234	+2.6%
Incentives and profit sharing (in €m)	1	38	31	+22.6%
<b>Organisation of working time</b>				
Full-time employees	2	5,931	6,148	-3.5%
Part-time employees	2	622	650	-4.3%
Absence rate	2	7.1%	6.7%	+0.4 pts
<i>of which illness</i>	2	5.3%	4.9%	+0.4 pts
<i>of which maternity</i>	2	0.4%	0.5%	-0.1 pt
<i>of which authorised leave</i>	2	0.7%	0.6%	+0.1 pt
<i>of which work accidents</i>	2	0.7%	0.7%	-
Overtime	2	12,475	13,148	-5.1%
<b>Company actions</b>				
Sums paid out to the Works Council (in €m)	2	6.4	6.4	-
Staff restaurant subsidies (in €m)	2	8.5	8.7	-2.3%
<b>Health and safety conditions</b>				
Frequency rate	(✓) 2	12.3	15.5	-20.6%
Severity rate	2	1.05	1.03	+1.9%
Number of workplace accidents with lost time	1	297	-	-
Professional diseases declared over the year	2	16	8	100.0%
<b>Training</b>				
Sums paid out for professional training (in €m)	2	21.9	21.3	+2.8%
Average number of hours of training per employee	2	27	28	-3.6%
Total number of training hours	(✓) 1	248,713	266,300	-6.6%
<b>Employment and integration of disabled workers</b>				
Number of disabled workers	2	373	365	+2.2%
Number of disabled workers appointed on permanent contracts	2	1	10	-90.0%

Scope 1: Aéroports de Paris.

Scope 2: Aéroports de Paris company.

(✓) 2014 data checked by KPMG with reasonable assurance.

## 17.3 Aéroports de Paris corporate social responsibility (CSR) policy

### Detailed information on Corporate Social Responsibility

Every year, Aéroports de Paris reports on its sustainable development activities in its Corporate Social Responsibility Report, which is prepared according to the guidelines of the GRI (Global Reporting Initiative) and is available on its website under the CSR tab. As of 2015, this report will cease to be published; all CSR information will be online under the CSR tab ([aeroportsdeparis.fr](http://aeroportsdeparis.fr), "Group", "CSR"). In parallel to this, the Environment and Sustainable Development Division applies the company's policy in accordance with the guidelines of ISO 26000.

### Group CSR charter: six commitments

The Chairman and CEO of Aéroports de Paris and the executive directors of its wholly-owned subsidiaries signed the Group CSR Charter beginning of 2015. Through this charter, the Group makes six commitments:

- guarantee exemplary governance;
- place people at the heart of its strategy;
- satisfy all customers;
- control and minimise its impact on the environment;
- ensure ethical and responsible purchasing;
- promote local community involvement.

The Group CSR Charter illustrates the Group's enhanced CSR management process and serves as a basis for the adaptation of the thematic charters signed at the Group level, such as the Ethics Charter (described in chapter 4) and the Diversity Charter.

### Stakeholder dialogue: materiality study on CSR challenges

Listening, dialogue and consideration of stakeholder expectations are the driving forces behind the Aéroports de Paris corporate social responsibility strategy. This regular dialogue with all stakeholders makes it possible to better identify changes, priorities and new expectations so that we can include them in CSR strategic projects.

Since 2006, Aéroports de Paris has been mapping its stakeholders and ensures that involvement and consultation methods<sup>1)</sup>, such as satisfaction surveys (on passengers and occupants of airport facilities) and individual and group meetings (with shareholders, investors, the media, etc.), are in place.

In 2014, Aéroports de Paris updated its stakeholder map and carried out a materiality study of its CSR challenges. A list of 32 challenges was submitted to more than 200 representatives of the seven internal and external stakeholder categories.<sup>2)</sup>

### Fair practices

#### Fight against corruption

As a member of Transparency France, and its "*Forum des Entreprises Engagées*", Aéroports de Paris maintains regular dialogue with the association on its anti-corruption measures and its plans for making further improvements in this area.

The Group's systems have also been structured with the creation, in 2014, of a Group ethics function which reports to the Group's General Secretariat.

The Aéroports de Paris Group has strengthened its ethics approach, by:

- making a copy of the Group Ethics Charter available to each employee and each new recruit or newly promoted employee, which reaffirms the nine fundamental principles aimed at guiding the working practices of all employees, including compliance with the principles of fairness, equality and integrity and fair competition;
- the third fraud prevention programme (2015-2017) which, like the three-year 2012-2014 plan, improves the prevention, detection and handling of fraud;
- consultation with the ethics compliance officer on the prevention of fraud and corruption extended to all Group employees;
- and the signature of the declaration of principle promoting responsible lobbying, launched by Transparency International, which asserts the Group's desire to carry out its activities as an advocacy organisation in complete transparency and draw up its own Responsible Lobbying Charter in 2015;
- the adoption by Aéroports de Paris SA, the Hub One Group and ADP Ingénierie of an updated code of conduct for data security (COBOSI). The code is scheduled to come into force in early 2016 for Aéroports de Paris Management and Hub Safe;
- "Ethics reflex sheets", containing very specific case studies, have been produced to help human resources managers support employees in this area;
- communication initiatives on ethics have been implemented for subsidiaries and acquisitions, particularly during the Group's international seminar in October 2015, which was organised by the international division and the acquisitions. More specifically, two seminars were held in 2015 with TAV Airports and TAV Construction on ethics rules and the fight against corruption.

### Other actions taken to promote human rights

As a signatory to the Global Compact since 2003, Aéroports de Paris supports and promotes its international human rights commitments. More specifically, its commitments are subject to agreements, contracts and

<sup>1)</sup> The consultation methods are outlined on our website in the CSR section.

<sup>2)</sup> The lessons learned from this study are presented on our website [aeroportsdeparis.fr](http://aeroportsdeparis.fr) in the CSR section.



CSR self-evaluations with its suppliers and service providers in respect of human rights with a social responsibility concern. Every year, Aéroports de Paris renews its commitment to the Global Compact, and has obtained Advanced level status.

In 2015, Aéroports de Paris also wished to support the Defender of Rights (*Défenseur des Droits*) in an anti-racism partnership.

## Measurement and ongoing improvement of performance: ratings and benchmarks

Corporate social responsibility puts the principles of sustainable development to work in the enterprise. Aéroports de Paris exercises this responsibility to its stakeholders through a policy based on reducing the environmental impacts of its operations and creating positive externalities based on economic and social cooperation programmes with local communities as part of its CSR strategy.

In order to illustrate its commitment, by 2015 Aéroports de Paris aims to become the European benchmark for sustainable development and corporate social responsibility in the airport sector.

Since 2005, sustainable development and corporate responsibility performance has been assessed by an independent extra-financial rating agency.

In 2014, a full rating of Aéroports de Paris on corporate governance, the environment and community involvement, human resources, human rights and market behaviour was carried out, together with a rating of the subsidiaries ADP Ingénierie, Aéroports de Paris Management, Hub Safe and Hub One. With an increase of 10% between 2012 and 2014, the Group's score was 78 out of 100, the highest level of maturity ("Excellence") of the scale used by the rating agency Ethifinance. The scores of Aéroports de Paris SA and all its rated subsidiaries are up. For the parent company, all areas are rated at "Excellence" level, which bears witness to the breadth of the commitments made by Aéroports de Paris on all evaluated subjects, the successful implementation of the actions agreed upon and advanced performance.

Improvement points feed improvement plans managed by each entity and are coordinated by the Environment and Sustainable Development department.

The CSR risk factors are identified and taken into account in risk management<sup>(1)</sup>.

Benchmarking in 2015 by the research firm Sustainalytics on five major European airports – LHR Airports Limited, N.V. Luchthaven Schiphol. Fraport AG, ENAIRE (formerly AENA) and Aéroports de Paris – and with the TAV group (TAV Havalimanlari Holding A.S) establish our position as a European CSR leader. Furthermore, Aéroports de Paris is the only airport group ranked in the Global 100 and features on many socially-responsible investment indices, particularly the Dow Jones Sustainability Index World and Europe, its score for the latter standing at 79/100 in 2015, a 5-point increase on 2014. Finally, Aéroports de Paris is also listed on the ISR Euronext Vigeo Monde 120 and France 20 indices (since November 2015), Euronext Vigeo Europe and Eurozone (since 2012), FTSE4GOOD (2015), MSCI (2012), Ethibel (2009) and Oekom Prime (2014). From 2014 to 2015, Aéroports de Paris went from 92A- to 98B in the CDP (Carbon Disclosure Project).

A training course specifically on the CSR policy and activities of Aéroports de Paris was launched in November 2013, aimed at executives of Aéroports de Paris SA. 123 managers have taken the course so far.

## Subsidiaries committed to sustainable development

In 2009, a CSR network was created, bringing together the sustainable development officer for each of the major subsidiaries and the Environment and Sustainable Development Department of Aéroports de Paris. In 2010, an extra-financial rating audit was carried out for the four main subsidiaries (ADP Ingénierie, Aéroports de Paris Management, Alyzia (which became Hub Safe in 2015), and Hub One). In response to the areas for improvement emerging from this audit, in 2013 each subsidiary drew up and updated its CSR action plan. Focusing mainly on the environment, human resources and the rules to be followed in awarding contracts, this plan sets forth Aéroports de Paris' policy for each subsidiary. In 2014, Hub One, ADP Ingénierie, Hub Safe and Aéroports de Paris Management were given a new extra-financial rating: there are positive trends across the board for all subsidiaries.

## 17.4 Environmental information

### Environmental and energy policy

Signed off by the Chairman and CEO, Aéroports de Paris' 2011-2015 environmental policy set forth the objectives to be attained in 2015.

For some objectives, the achievement levels are published in this report<sup>(2)</sup>.

The environment and energy policy of Aéroports de Paris is based on the systematic integration of environmental factors into all activities, including through the application of ISO 14001 at Paris-Charles de Gaulle, Paris-Orly, and Paris-Le Bourget airports, the Issy-les-Moulineaux heliport and the general aviation aerodrome at Toussus-le-Noble, whose environmental management systems (EMS) were certified in 2001, 2002, 2005, 2009 and 2015 respectively, and have been renewed continuously since certification was obtained.

The environment and energy policy was reviewed in 2015 to integrate it into the aims of the new 2016-2020 strategic plan. This is broken down into themed policies: energy, water, waste, travel, air and emissions and biodiversity for which ambitious targets have been set in relation to the financial orientations of the 2016-2020 ERA and the aims of the energy transition law. This policy was signed at the end of 2015 by the Chairman and CEO.

Management at Paris-Charles de Gaulle and Paris-Orly airports adopted an Integrated Management System (IMS, covering compliance with ISO 9001 standards regarding quality management, ISO 14,001 on environmental management, and OHSAS 18,001 regarding management of health and safety at work). Management at Paris-Charles de Gaulle airport had its certification renewed in March 2015, with Paris-Orly following suit in June the same year.

<sup>1</sup> See appendix 2: "The systems and procedures for internal control and risk management" in the Chairman's report on the internal control and risk management procedures.

<sup>2</sup> Other targets will be published in May 2016 in the CSR report, which will be online on the website [aeroportsdeparis.fr](http://aeroportsdeparis.fr), under the path "Group", "CSR".



In June 2015, Aéroports de Paris SA was awarded ISO 50001 certification for its operation and development of airports in Île de France and energy management based on fossil fuels and renewables (biomass, geothermal, photovoltaic). This made Aéroports de Paris the first group operating an airport network of this size to have a ISO 50001-certified energy management system.

Certification of environmental management systems covers the following:

- adherence to environmental regulations;
- availability of necessary human and financial resources;
- a systematic approach to improving the main environmental impacts (waste, water, emissions into the atmosphere, energy use, etc.);
- competence of all employees through training, awareness-raising or information;
- operational management of the impact of operations in both normal and emergency situations;
- monitoring of performances via audits (internal or external) and other environmental surveillance and measuring procedures (mostly conducted by the Aéroports de Paris lab, ISO 9001-certified and accredited by the French accreditation committee COFRAC).

The raising of employee awareness and information sharing regarding environmental preservation and protection and energy management are carried out throughout the year via internal environmental communications tools, principally an electronic management system for documents and articles in the Journal d'Aéroports de Paris. The Environment and Sustainable Development Division continues to systematically train employees working in environment- and energy-related areas. A new comprehensive training course was designed in 2013 and it will be overhauled in early 2016. Since its creation, 396 people have taken it.

In addition, a section on environmental awareness and CSR is included in induction days for new employees.

At the 2015 Paris Air Show, Aéroports de Paris made a public commitment to the climate and the fight against climate change in step with the environmental and energy policy it has been conducting for many years:

- reduce CO<sub>2</sub> emissions per passenger by 50% between 2009 and 2020 while increasing traffic;
- improve our energy efficiency by 1.5% per year between 2016 and 2020;
- ensure renewables account for 15% of final energy use by 2020.

## Prevention of pollution and waste management

Aéroports de Paris SA is committed to preventing collective pollution risks in four areas: air, water, noise and soil.

## Preventative measures to reduce and remedy air emissions

Aéroports de Paris SA has an ambitious policy that aims to reduce the CO<sub>2</sub> emissions per passenger from its own use of energy by 50% between 2009 and 2020<sup>1</sup>. Pursuant to article L. 229-25 of the French Environment Code, every year Aéroports de Paris SA prepares a summary of its greenhouse gas emissions and implements actions to limit its direct and indirect emissions and, with its partners, emissions from its operations (see paragraph on the fight against climate change).

Aéroports de Paris SA helped revise the atmosphere protection plan (APP) for the Paris agglomeration. This document, which is compatible with the provisions of the regional climate, air and energy plan (SRCAE) introduced in the Île-de-France region on 14 December 2012, defines measures for improving air quality in the region. Under the atmosphere protection plan approved by the inter-prefectural order of 25 March 2013, Aéroports de Paris SA and all air transport players are committed to voluntary action focusing on the reduction of emissions while aircraft are taxiing, the use of stationary or mobile alternatives to auxiliary power units (APU), fleet management (vehicles and ground equipment), Corporate Travel Plans (PDE) and Inter-company Travel Plans (PDIE) and public transport information for travellers.

Aéroports de Paris SA also participated in the development of the Decree of 27 July 2012 concerning the use of auxiliary power units (APUs) at Paris airports and is helping monitor the application thereof.

The Aéroports de Paris Laboratory operates five air quality measuring stations at the Paris-Orly and Paris-Charles de Gaulle airports. It continuously monitors the atmospheric discharges produced by energy production plants.

Data for CO<sub>2</sub> emissions<sup>2</sup> from power plants in 2015 are presented in the table of environmental indicators and verified by a third party per the French national quota allocation plan.

## Preventative measures to reduce and remedy water discharge

In addition to pollution catch basins and retention basins, Aéroports de Paris SA has storm water treatment stations at the Paris-Orly and Paris-Charles de Gaulle airports. They make it possible to treat storm water if necessary and meet regulatory requirements for discharge into the natural environment imposed by an inter-prefectural order specific to each airport. The Aéroports de Paris laboratory monitors rainwater quality at the Paris airports.

In 2010, Paris-Charles de Gaulle Airport obtained the approval of the *Agence de l'eau Seine Normandie* for the monitoring of its storm water and wastewater discharges. The approval was renewed in 2012. It has launched a new storm water management project to guarantee long-term compliance with the discharge standards laid down by prefectural orders. In 2014, Paris-Orly airport inaugurated a 2,000 sq.m. wetland filtration facility, which optimises the treatment of rainwater.

Aéroports de Paris SA undertakes to limit newly sealed surfaces, to favour infiltration wherever possible and, failing this, to offset sealed surfaces with retention ponds.

The quality of the water table at the three main airports is also measured regularly by the Aéroports de Paris laboratory, using a network of measuring points (piezometers) that enable variations in water table levels and water quality to be monitored.

<sup>1</sup> See the paragraphs entitled "Energy consumption and improvement measures" and "Renewable energy use".

<sup>2</sup> NO<sub>x</sub> emissions from plants will be published on the website [aeroportsdeparis.fr](http://aeroportsdeparis.fr), under the path "Group", "CSR" in May 2016.



The wastewater produced at Aéroports de Paris airports is discharged into public sewers. Monitoring procedures for waste water discharges resulting from the various activities and industries within the airport area are in place at Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports.

## Preventative measures to reduce and remedy discharge in the soil

The Aéroports de Paris laboratory also carries out environmental monitoring of soil quality, utilising the National Methodology of the Ministry of the Environment. This makes it possible to ensure the compatibility of the environmental state of the sites with their uses and/or development projects, and that any on-site pollution is dealt with. The methods to prevent and manage the risk of soil pollution were reinforced in 2013 and deployed in 2014.

## Measures to reduce and recycle waste

Aéroports de Paris SA has undertaken to reduce and recycle the waste produced at its airports and takes measures in order to:

- reduce its waste production and encourage its partners to adopt these practices;
- develop separation at the source and achieve a 30% material recycling rate for its in-house waste in 2015. All administrative offices in the airports have recycling bins for paper and printer cartridges. At the airports, waste recycling is optimised via sorted waste collection, the definition of rules for sorting, the placement of containers and transport regulations for non-hazardous waste. In terminals, sorting bins are installed upstream and downstream of the checkpoints;
- limit and reuse building waste, which saves natural resources.

To improve the waste recovery rate, Aéroports de Paris launched a tender for waste collection in 2015 which included an obligation of results in terms of waste recovery percentage. The service provider, which began work in January 2016, has committed to recovering up to 50% of waste depending on the sites.

Aéroports de Paris took part in a study, led by the EPA Plaine de France, on the potential for a circular economy in the area of Grand Roissy. With a view to building a circular economy, Aéroports de Paris has begun a workwear collection and recycling scheme and implemented initial tests on recovering organic waste.

The working group also identified the building waste streams, although recycling streams such as the one for the recycling of plaster are still being established.

Another study is underway on optimum recycling of glycol recovered from the de-icing bays so that the fluid can be used to manufacture coolant.

## Facilities classified for environmental protection (ICPE)

The storage and distribution of aviation fuel for aircraft are provided by external companies that own the tanks and the hydrant fuelling system that they maintain and operate. This network is subject to checks by the owner. As they are subject to legislation on facilities classified for environmental protection (ICPE or *Installations classées pour la Protection de l'Environnement*), storage facilities regularly undergo quality and compliance audits by the Regional and Interdepartmental Environment and Energy Department (DRIEE).

Aéroports de Paris operates ICPEs such as the power facilities used for combustion and refrigeration activities at Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports subject to authorisation in accordance with the specific provisions of prefectural decree. The Aéroports de Paris laboratory carries out continuous monitoring of the atmospheric discharges from these facilities, as is required under their operating permits. An annual compliance report is sent to the local authorities. Aéroports de Paris also operates environmentally classified facilities (ICPEs) for which they must submit a statement of compliance with general provisions determined by ministerial order, such as accumulators and small combustion installations (emergency power units), flammable liquid filling systems, etc. Its prevention policy relies on internal expertise, audits evaluating regulatory compliance within the framework of the Environment Management Systems and regular regulatory checks by the public authorities (DRIEE or STIC, the Technical Department of Inspectors of Classified Facilities).

Aéroports de Paris SA does not operate any classified facility (SEVESO site) that may create considerable risks to the health or safety of neighbouring populations and the environment.

In 2014, Aéroports de Paris SA updated the map of ICPEs owned by third parties in order to gain a better understanding of the associated environmental risks.

## Measures to limit noise pollution

In order to reduce the noise for local residents, a curfew has been in place at Paris-Orly airport from 11.30 pm to 6.00 am since 1968. Moreover, the maximum number of time slots that may be allotted to the Paris-Orly airport has been set by regulation at 250,000 per year since 1994. At Paris-Charles de Gaulle airport, a limitation of night traffic and a total weighted measured noise index (IGMP) were established by regulation in 2003.

Differentiated landing charges on the basis of an aircraft's noise category and the tax on air noise pollution (TNSA) also help to limit noise in that they encourage the use of less noisy aircraft and penalise night flights. The tax on air noise pollution (TNSA) is levied by the French Civil Aviation Authority, and its proceeds go to Aéroports de Paris and are used for financing sound-proofing measures for the benefit of local residents.

Within the framework of this procedure, Aéroports de Paris SA manages the applications for help with sound-proofing from residents living near Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget airports, whose homes are within the scope of a Noise Nuisance Plan (PGS).

Aéroports de Paris SA receives new requests for help, looks into them, passes them on to the relevant local committees, which are consulted on allocation of grants, and pays out the grants allocated to local residents for noise assessment and sound-proofing work. It has set up a unit dedicated to the programme to help neighbouring residents at each stage of the application. In 2015, 1,784 files were dealt with, and a procedure was put in place to enable local residents to obtain free assistance with project management set up in 2013.

Aéroports de Paris SA makes available to the public the Vitrail tool to view aircraft flight paths and access information online. Available in the Environment and Sustainable Development Resource Centres at Paris-Orly and Paris-Charles de Gaulle, Vitrail is also made available, by agreement, to municipalities wishing to consult it. As of the end of 2015, 23 municipalities use it.

## Financial resources allocated to the prevention of environmental risks and pollution

### Environmental expenditure

Aéroports de Paris SA has set aside a package of €39 million for capital investments in the areas of the environment and sustainable development, between 2011 and 2015. This budget was raised to €44 million for the 2016-2020 strategic plan.

In 2015, no compensation was paid out as a result of any court decision of an environmental nature. No significant restorative action was necessary as a result of damage caused to the environment.

### Environmental liability insurance

Aéroports de Paris has liability insurance for environmental risks. It covers all declared activities of Aéroports de Paris SA.

At 31 December 2015, provisions for the environment amounted to €18 million.

## Sustainable use of resources

### Water consumption and supply based on local restrictions

Aéroports de Paris SA provides drinking water at the airports. Paris-Charles de Gaulle has a water tower and a booster while Paris-Orly and Paris-Le Bourget have drinking water distribution points.

With the goal of reducing its internal consumption of drinking water by 5% per passenger between 2009 and 2015, Aéroports de Paris SA implements the following actions:

- recovery of rain water for industrial uses (cooling for refrigeration units at Paris-Orly) and sanitary uses (for use in toilet blocks in connecting building A-C at Paris-Charles de Gaulle);
- monitoring of consumption, using monitoring software to automatically cut off the water when flow exceeds a certain rate;
- reduced consumption for cleaning interior surfaces and exterior roads with new processes such as dry cleaning;
- reduced consumption of toilet blocks with water-saving equipment (flow regulators, water-saving flushing apparatuses, etc.) which have reduced the consumption of drinking water at Orly South by 12% per year. Waterless urinals were trialled in 2014 on passengers of terminal 2A at Paris-Charles de Gaulle;
- optimised watering of landscaped areas by limiting spraying in the middle of the day in summer, thus reducing the evaporation of water.

Aéroports de Paris SA's airports have no water constraints.

### Consumption of raw materials and improvement measures

Aéroports de Paris SA is mainly a service company, and the challenge of controlling the consumption of raw materials and reduction of raw materials is lower compared to other environmental impacts.

However, Aéroports de Paris takes steps to include environmental criteria in the purchase of materials. The focus is placed on the use of recyclable or recycled materials or materials with a low percentage of raw materials without degrading the quality of facilities.

Reuse is studied during the completion of building deconstruction projects.

### Energy consumption and improvement measures

For its new 2016-2020 strategic plan, Aéroports de Paris SA aims to reduce its in-house primary energy consumption per square metre of building between 2015 and 2020 by 7%, for an average improvement of 1.5% per year in energy efficiency, and achieve a minimum of 15% renewable energy in its internal consumption by 2020.

To attain these objectives, Aéroports de Paris implemented an energy management system which was awarded ISO 50001 certification in June 2015.

Significant energy saving programmes in existing buildings help optimise:

- lighting, through the replacement of conventional lighting systems with LEDs in terminals and automated lights;
- the temperature settings in the terminals (Building Management System);
- electricity consumption via the use of energy-efficient electric motors for baggage handling systems;
- improving the building envelopes for better thermal insulation.

Aéroports de Paris builds and rehabilitates buildings on the basis of strict standards that limit the consumption of primary energy (thermal regulation RT 2012, BBC-effinergie®, HQE®, BREEAM).

Since 2012, the major projects delivered at Paris-Charles de Gaulle (Hall M, the GB3 cargo station and the Altai office building) have been certified compliant with the HQE high-quality environmental standards. Moreover, the subsidiary Hub One closely monitors its consumption and is in the process of server virtualisation. Major work on the data centre has optimised room configuration and securing and has improved energy performance.

The future head office building is designed to obtain the "excellent" HQE label (French certification) and the "very good" BREEAM label (British certification most recognised worldwide). The building linking the South Orly and West Orly terminals is designed to obtain HQE certification. HQE or BREEAM certification is also being sought for other projects.

### Renewable energy use

Various renewable energy production systems are currently in service at the airports. Commissioned in early 2011, the Paris-Orly geothermal plant will eventually produce 100% of the heat needed to heat the terminal and the Cœur d'Orly business district and prevent the emission of 9,000 tonnes of CO<sub>2</sub> per year. In 2012, Paris-Charles de Gaulle installed a high-performance heat/refrigeration pump system for the heating and cooling of satellite 4, together with a biomass power plant that provides 25% of the airport's heating needs and in normal operating mode prevents the emission of 18,000 tonnes of CO<sub>2</sub> per year.

Several facilities rely on solar energy.

The roof of the Paris-Orly intercompany restaurant is equipped with 72 sqm of solar panels, which can heat 4,000 litres of water, giving an annual electricity saving of around 30,000 kWh.

Along the footpath linking Orlytech to the nearby RER station, Aéroports de Paris has installed autonomous streetlights equipped with a wind turbine and photovoltaic solar panel.



The solar thermal water heater commissioned at Paris-Le Bourget in late 2011 supplies hot water to the firehouse. The solar farm delivered in June 2013 to Paris-Charles de Gaulle generated enough electricity to power the neighbouring environment centre in 2015. In addition, 600 sq.m. of photovoltaic solar panels were commissioned at Paris-Le Bourget in December 2015.

Since mid-November 2015, Paris-Le Bourget has been using geothermal energy to cover almost 70% of the internal needs of Aéroports de Paris at this airport. This system also generates cold and in total provides the equivalent of 30% of total in-house energy requirements of Aéroports de Paris at this airport. It saves around 120 tonnes of CO<sub>2</sub>.

At the end of the third quarter of 2015, these renewable energy production facilities covered 10.6% of Aéroports de Paris' energy use. The target for 2015 was 15%. In 2015, heavy maintenance operations had to be carried out on the biomass boilers to optimise their operation. This prevented the target from being achieved. At the end of 2014, the target had been exceeded, and the share of renewable energies used by Aéroports de Paris was 15.9%.

Moreover, the Group has entered into the GDF Suez offer, which commits the latter to ensuring that 50% of the Company's electricity in 2015 is of renewable and French origin. The energy company provides certificates certified by a third party, proving that this 50% quota was produced by hydroelectric dams, wind farms or solar farms. This agreement will be renewed to reach 60% in 2016, i.e. a doubling in 3 years.

At Paris-Le Bourget, 100% of electricity will come from French renewable resources in 2016.

## Land use and measures taken

As a land developer, Aéroports de Paris takes care to respect the balance of the diversity of living things. The issue of land use is treated in accordance with regulations and the sustainable development commitments defined by the so-called "Grenelle 1" and "Grenelle 2" laws.

In line with our soil pollution management procedures, a soil diagnosis is performed each time a building changes tenants.

## Fight against climate change

### Greenhouse gas emissions<sup>(1)</sup>

As an operator of energy production units of more than 20 MW, Aéroports de Paris is subject to Directive no. 2003/87/EC of 13 October 2003 with regard to greenhouse gas emission quotas. Under the national allocation plan for greenhouse gas emission allowances, annual allowances are allocated to Aéroports de Paris and its CO<sub>2</sub> emissions are carefully monitored. Thanks to the investments in low-carbon thermic production plants (mainly biomass and geothermal energy), Aéroports de Paris does not exceed the quotas allocated to it or purchase CO<sub>2</sub> quotas on the markets.

By reducing its energy consumption and increasing its renewable energy production, Aéroports de Paris SA cut the CO<sub>2</sub> emissions generated by its energy consumption by 36.0% from 2009 to the end of the third quarter of 2015<sup>(2)</sup>.

Since 2012, the Paris-Charles de Gaulle and Paris-Orly airports have obtained level 3 Airport Carbon Accreditation, the certification programme established by ACI Europe (Airports Council International Europe).

Paris-Le Bourget airport obtained level 2 in 2012 and level 3 in 2015. This accreditation, all aspects of which are verified by a third party every two years, acknowledges the calculation and actions to reduce our direct emissions (level 2) as well as indirect emissions (level 3).

The fight against climate change does not consist solely of changing our internal operating methods. It also involves Aéroports de Paris' partners at all airports. A series of joint actions has reduced the running time, number of stops and fuel consumption of aircraft. At the main airports, 400 Hz power outlets fitted at the aircraft gate can replace diesel generators (GPU) or auxiliary power units (APU) for the supply of electricity. In partnership with the DGAC and Air France, Paris-Charles de Gaulle is developing the local management of departures using an IT tool. A result of a collaborative process (Collaborative Decision Making), the local management of departures helps to reduce the running time of an aircraft between leaving the gate and taking off. This time optimisation generates significant fuel and CO<sub>2</sub> emissions savings. Moreover, continuous descent allows crews to operate the flight on arrival by reducing engine load, and thus their kerosene consumption and CO<sub>2</sub> emissions.

A complete summary of our CO<sub>2</sub> and greenhouse gas emissions is available from the Aéroports de Paris website, under the path "Group", "CSR", "Environment".

### The Corporate Travel Plan, an aid to mobility

To help employees better manage their mobility and reduce the environmental impact of their travel, Aéroports de Paris SA has deployed a Corporate Travel Plan since 2005.

### Computers to the rescue

To reduce mobility needs during the workday, a network of 53 videoconference rooms and self-service office spaces has been set up. Since 2010, Aéroports de Paris SA has installed more than 6,000 computer workstations equipped with the Lync system, in order to communicate by audio or videoconference and share documents online with one or more participants. Its intranet site has a "Transport and travel" tab that lists public transport services at all airports.

### A three-year action plan

The purpose of 2013-2015 Corporate Travel Action Plan was to increase the appeal of public transport, reduce travel needs and develop rational car use. It also proposes solutions adapted to the diversity of the request. Twenty action items were defined to limit travel, use alternative modes of transport or restrict emissions associated with travel by customers and suppliers. A new action plan will be implemented from 2016-2018 covering 4 areas and 10 actions.

### Reducing the carbon footprint of the vehicle fleet

Between 2012 and 2015, Aéroports de Paris SA has ordered and taken delivery of about 200 electric vehicles and installed the necessary charging stations. At the end of 2015, 245 charging stations had been installed and 153 electric vehicles were in operation. At the end of 2014, the CO<sub>2</sub> emissions of its vehicle fleet had fallen by 8%. The target is 10% between 2010 and 2015.

In partnership with customer management and the operators of service stations, a fast electricity recharge service is now available for our stakeholders at each airport (3 charging stations between Paris-Orly and Paris-Charles de Gaulle).

<sup>1</sup> A complete summary of our CO<sub>2</sub> and greenhouse gas emissions is available from the website [aeroportsdeparis.fr](http://aeroportsdeparis.fr), under the path "Group", "CSR", "Environment".

<sup>2</sup> See the paragraph entitled "Renewable energy use".



Aéroports de Paris SA and its Hub One subsidiary offer eco-driving training with a dual objective: prevention of road risks and reduction in fuel consumption.

### Facilitating access to platforms

Aéroports de Paris SA is working with various entities in charge of public transport at the airports to identify actions to improve service.

The major airport access measures are described in Chapter 6<sup>(1)</sup>.

## Adaptation to climate change

Aéroports de Paris SA has taken prevention and control measures and drawn up contingency plans for managing risks related to climate change.

A specific "natural environment" risk was included in the risk map in 2014.

Adaptation measures identified through risk management are based on interaction with environmental policy: business continuity plan, management of extreme weather conditions, water management. By regularly assessing climate risks, Aéroports de Paris SA can update its adaptation strategy and, in the spirit of continuous improvement, it is exploring new practices enabling it to respond adequately to the risk of future changes in the natural environment, as part of the current risk management framework.

## Protection of biodiversity

Aéroports de Paris SA occupies more than 6,000 hectares of land in Île-de-France and is directly involved in the protection of biodiversity, which is one of the five priorities of the 2011-2015 and 2016-2020 environmental and energy policy.

The protection of biodiversity is integrated into the company strategy and is structured around three main areas: improving internal knowledge, restoring or preserving habitats and noteworthy species and strengthening communication and interaction.

As part of the eco-friendly plant programme of the Ministry of Agriculture, which aims to reduce the use of pesticides by 2018, in 2010 Aéroports de Paris SA signed a framework agreement on the professional use of pesticides in non-agricultural areas, which commits the company to respect alternative practices for maintaining green spaces. It also signed a three-year agreement on biodiversity in May 2011 with the General Council of Seine-et-Marne, focusing in particular on the exchanging of best practices, flora and fauna inventories and species monitoring.

A diagnostic of the richness of plants and animal species living in the territories managed by Aéroports de Paris was carried out in 2011. A census of trees located at Paris-Charles de Gaulle airport was completed in 2012, followed by a new biodiversity study in 2014<sup>(2)</sup>.

In 2014, Aéroports de Paris SA carried out a complete biodiversity diagnosis at its three main airports followed by zoning, with two objectives: adapt the management of its facilities according to the zones identified and anticipate its biodiversity studies in accordance with its projects.

In 2015, a landscape and biodiversity master plan was developed for the Paris-Charles de Gaulle airport, including security aspects inherent to an airport.

Aéroports de Paris is also a member of the Hop! Biodiversité association established in 2015. The French National Museum of Natural History (MNHN) is also a member.

## Environmental indicators for the Group

The figures presented in this table relate to the company Aéroports de Paris' own consumption as well as consumption relating to third parties based at its airports.

A methodological note on social and environmental reporting is provided on page 145 of this chapter.

<sup>1</sup> For more information, see the paragraph in Chapter 6 dedicated to Paris-Charles de Gaulle, entitled "Airport access" and the paragraph in Chapter 6 dedicated to Paris-Orly, entitled "Airport access".

<sup>2</sup> See the paragraph entitled "Protection of biodiversity".





	Scope	2015	2014
<b>Consumption of drinking water (in m³)</b>			
Paris-Charles de Gaulle	1	2,377,556	2,175,419
Paris-Orly	1	532,848	570,399
Paris-Le Bourget	1	66,988	75,579
<b>Internal consumption of drinking water (in m³)</b>		<b>1,438,069</b>	<b>1,423,589</b>
Paris-Charles de Gaulle	2	1,087,945	1,056,088
Paris-Orly	2	335,182	341,278
Paris-Le Bourget	2	14,942	26,223
<b>Gas consumption (in MWh PCS)</b>		<b>258,644</b>	<b>242,612</b>
Paris-Charles de Gaulle	1	199,207	182,727
Paris-Orly	1	43,627	41,658
Paris-Le Bourget	1	15,810	18,227
<b>Total electricity purchase (internal + external) (in MWh)</b>		<b>475,597</b>	<b>471,112</b>
Paris-Charles de Gaulle	1	338,847	335,241
Paris-Orly	1	113,711	112,785
Paris-Le Bourget	1	23,038	23,086
<b>Internal electricity consumption</b>		<b>360,917</b>	<b>(✓) 359,655</b>
Paris-Charles de Gaulle	2	280,177	277,813
Paris-Orly	2	78,354	79,240
Paris-Le Bourget	2	2,386	2,602
<b>Heat generation (in MWh)</b>		<b>321,879</b>	<b>311,093</b>
Paris-Charles de Gaulle	1	223,989	227,032
Paris-Orly	1	88,600	84,061
Paris-Le Bourget	1	9,290	14,216
<b>Refrigeration output (in MWh)</b>		<b>143,854</b>	<b>135,900</b>
Paris-Charles de Gaulle	1	120,484	115,467
Paris-Orly	1	22,662	19,737
Paris-Le Bourget	1	708	696
<b>CO2 emissions, French national quota allocation plan<sup>(1)(2)</sup> (in tonnes)</b>		<b>48,203</b>	<b>(3) 40,421</b>
Paris-Charles de Gaulle	1	38,699	(3) 31,994
Paris-Orly	1	6,492	(3) 5,358
Paris-Le Bourget	1	3,012	(3) 3,069
<b>Volume of non-hazardous industrial waste collected (in tonnes)</b>		<b>40,763</b>	<b>37,635</b>
Paris-Charles de Gaulle	2	32,223	28,924
Paris-Orly	2	6,945	7,419
Paris-Le Bourget	2	1,595	1,292
<b>Volume of internal non-hazardous industrial waste collected (in tonnes)</b>		<b>16,168</b>	<b>(✓) 16,703</b>
Paris-Charles de Gaulle	1	9,453	9,667
Paris-Orly	1	6,188	6,486
Paris-Le Bourget	1	527	550
<b>Rate of recovery of internal ordinary industrial waste</b>			
Recycled	2	27.5%	27.4%
Incinerated	2	64.7%	67.6%
Buried	2	5.7%	5.0%

Scope 1: Airports internal Aéroports de Paris SA and external Aéroports de ParisSA (third parties present at our airports).

Scope 2: Airports internal (Aéroports de Paris SA alone).

<sup>1</sup> Volume verified by a third-party controller.

<sup>2</sup> 2014 and 2015 data over a calendar year.

<sup>3</sup> Corrections of data published in the 2014 Management Report to include the data adjusted after the audit procedure.

(✓) Indicator was revised to a reasonable level of assurance in 2015 by an independent third party.

	Scope	2015	2014
<b>Volume of internal hazardous industrial waste collected (in tonnes)</b>			
		<b>2,992</b>	<b>(4) 2,529</b>
Paris-Charles de Gaulle	2	2,878	(4) 2,396
Paris-Orly	2	114	100
Paris-Le Bourget	2	(5) nd	33
<b>Help to local residents for soundproofing</b>			
<b>Number of applications processed</b>			
		<b>1,784</b>	<b>599</b>
Paris-Charles de Gaulle		1,100	266
Paris-Orly		582	333
Paris-Le Bourget		102	0
<b>Amounts committed (in millions of €)</b>			
		<b>33.45</b>	<b>11.66</b>
Paris-Charles de Gaulle		16.03	5.82
Paris-Orly		14.03	5.84
Paris-Le Bourget		3.39	-

Scope 2: Airports internal (Aéroports de Paris SA alone).

<sup>4</sup> Correction made to the value published in the 2014 Management Report.

<sup>5</sup> Since 2015 data was not available on 31 January 2016, this data will be published on the website ([aeroportsdeparis.fr](http://aeroportsdeparis.fr), "Group", "CSR") before the end of April 2016.

ND: not defined.

## 17.5 Societal responsibility information

### Territorial, economic and social impact of company activity

The assistance and cooperation strategy of Aéroports de Paris SA is centred around four key concepts:

- attractiveness and promotion of territories;
- partnerships to give local residents access to airport jobs;
- quality of life of airport employees;
- sponsorship and support for charitable projects.

### Economic and social development around the platforms

Within the framework of its policy of sustainable development, Aéroports de Paris promotes economic and social co-operation with local authorities so that the local area benefits from its growth. It also maintains an on-going dialogue with local residents through numerous partnerships and the provision of tools, mainly online services. Modes of dialogue are described in the Corporate Social Responsibility Report of Aéroports de Paris<sup>(1)</sup>.

### Commitment to local employment

Jobs in the areas around the airports are characterised by great flexibility and a need for knowledge specific to airport businesses. These jobs remain inadequately filled by local residents, among whom the unemployment rate remains high.

Aéroports de Paris SA has been investing for the past fifteen years along with its economic partners in programmes to encourage inclusion, employability and job retention. In 2013, its Planète'Airport branded job portal won a *Trophée défis* RSE award. At its coordination and management meeting held in July 2015, the United Nations Economic and Social Council (ECOSOC) granted Planète'AIrport special consultative status as a non-governmental organisation (NGO).

Planète'AIrport is now one of 32,000 non-governmental organisations registered with the United Nations (UN). With consultative status at the Economic and Social Council, Planète'AIrport can take part in international conferences of the United Nations which are relevant to it, as well as meetings of the preparatory bodies for these conferences. Planète'AIrport may be consulted on UN policy and programme matters.

Every year "Discover airport jobs" seminars are organised primarily for young job seekers. Participants meet airport businesses and take a preliminary professional project approval workshop.

<sup>1</sup> Available on the website [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr).



Over 119,000 people work at the airports, including 88,600<sup>(1)</sup> at Paris-Charles de Gaulle. It is estimated that the airports are responsible for more than 340,000 jobs (which are directly<sup>(2)</sup> or indirectly<sup>(3)</sup> related, induced<sup>(4)</sup> or catalytic<sup>(5)</sup>), that is more than 8% of salaried jobs in the Paris region (2012 BIPE study).

Aéroports de Paris SA also helps young companies and encourages them to locate to airport grounds. At Paris-Charles de Gaulle, it is based on two partnership structures: an incubator and a local resource centre. It supports small and medium-sized enterprises (SMEs) via agreements signed or regularly renewed with organisations that provide advice or assistance to businesses. Since 2009, it has also hosted a branch of Coopactive, a business and employment cooperative for self-employed entrepreneurs<sup>(6)</sup>.

## Dialogue and local partnerships

Aéroports de Paris SA exercises its social responsibility by engaging in partnerships with the socio-economic actors in major airport areas, with political, consular or association representatives, and with French government services.

To best meet the needs of its multiple stakeholders, it created two regional delegations within its Environment and Sustainable Development Department: one for Paris-Orly and the other for Paris-Charles de Gaulle and Paris-Le Bourget. These delegations meet with elected representatives, associations, school groups, etc.

A website is dedicated to this dialogue: [www.entrevoisins.org](http://www.entrevoisins.org).

The company is also active through partnership structures devoted to employment and development of the economy. Communication tools have been established with stakeholders.

Aéroports de Paris is responsible for the secretariat of the Consultative Environment Commissions (CCE), a favoured tool for consulting with populations local to the airports. The CCE must be consulted on any important matter relating to airport operational incidents in areas affected by noise pollution.

## Responsible purchasing and subcontracting

Aéroports de Paris SA's purchases representing more than €1 billion euros are divided into four main categories: supplies, equipment, services and intellectual services.

In March 2014, Aéroports de Paris SA obtained the Responsible Supplier Relations label, joining the 23 other companies that hold this distinction. The label is awarded by Médiation Inter-entreprises, an entity under the auspices of the Ministry of Finance, and the CDAF (the French purchasing managers' organisation). It rewards the integration of the sustainable development strategy into the purchasing function and relations with suppliers. Awarded for a period of three years, it is subject to an annual audit that verifies the effective deployment of improvement plans on compulsory inseparable criteria.

## Ethics and securing of purchasing and procurement processes

In 2010, the purchasing department launched a programme to secure the purchasing procedure for all contracts for an amount exceeding €15,000: a five-stage purchasing process was introduced with three gates (validations) and four approvers from one of the following entities: requesting unit, management controller, legal department, Purchasing department. This process ensures ethics and transparency throughout the contract bidding cycle.

Alongside this, a large-scale programme for the dematerialisation of processes and procedures was deployed. The purchasing procedure was entirely "zero paper" in 2014. It is fully monitored via a collaborative file management platform and signatures are applied using an electronic tool. The traceability afforded by dematerialisation enhances the reliability of interactions and ensures better sharing of information between the various contributors to the purchasing procedure.

The Purchasing department has initiated a programme to place all of the company's procurement under its responsibility in order to further secure the purchasing procedure, including purchases of less than €15,000. Prepared over the last two years, this programme is accompanied by change management support and a training course for logistics specialists. It will be deployed from 15 January 2015.

A code of purchasing ethics annexed to the Aéroports de Paris rules of procedure establishes ethics with regard to suppliers and service providers. This code is notably provided to employees.

In 2014, the Purchasing department instigated a Supplier CSR Charter to ensure that suppliers commit to ethical and professional practices. The charter makes it possible to cascade information to all suppliers and share with them the major directional policies, values and commitments of the company. This contractual document is included in all new contracts.

## CSR and environmental performance of suppliers

The Purchasing department makes sure that CSR criteria are included in the rating of bids: they account for 5% to 10% of the final score awarded.

70% of the tenders announced by Aéroports de Paris in 2015 included a CSR criterion in addition to the technical and financial criteria. This criterion is based on environmental and/or social criteria depending on the purchasing segment concerned and its level of exposure to these risks.

A multi-criteria analysis grid on CSR issues according to the type of purchase is produced internally (with the support of in-house CSR experts from the Purchasing department/Sustainable Development department, Human Resources department) so that Aéroports de Paris can assess the CSR maturity level of the candidates.

Candidates must be able to back up their responses with supporting documentation; a CSR expert analyses their response levels and the consistency of the responses with the supporting documents supplied.

For purchases of services with a strong social aspect in terms of CSR, (accounting for over 30% of purchasing revenue), the Purchasing department calls upon a CSR and subcontracting expert within the

<sup>1</sup> 2014 data, all contracts combined (permanent, fixed-term, interim, work-study and other contracts).

<sup>2</sup> Direct employment: number of jobs at companies present at the airport.

<sup>3</sup> Indirect employment: number of jobs needed for services provided on behalf of airport companies by suppliers with no airport presence.

<sup>4</sup> Induced employment: number of related jobs necessary for the production of goods and services for airport employees and employees of suppliers.

<sup>5</sup> Catalytic employment: number of jobs needed to produce goods and services for tourists in Île-de-France.

<sup>6</sup> See also the paragraph entitled "Increasing purchases from SMEs".

Human Resources department. Human Resources has developed a proven methodology to evaluate the maturity of bidders based on workforce-related criteria (employment law, health and safety, training, non-discrimination, etc.); candidates are asked to submit a CSR statement giving reasons for their practices in different areas (along with supporting documentation). The HR expert analyses each of the deliverables and takes part in negotiations which include a discussion period on this matter.

These criteria are used to develop competition between suppliers, ensure that they progress in areas that are important for the company and support them in the long-term as they improve their performance.

Since 2014, Aéroports de Paris decided to go further in this approach, and it now checks at the implementation phase that the commitments in different criteria are being met via CSR auditing procedures. The company uses an independent external provider to carry out this audit.

The entire cleaning segment was audited using this methodology. This exercise enables suppliers and requestors responsible for managing these contracts to measure their compliance with the commitments entered into in the bidding process and make improvements by implementing progress plans designed in response to areas for improvement and auditor recommendations on these matters.

The approach will be rolled out to other service contracts.

Additionally, the Purchasing department conducted detailed reporting of workplace accidents on service provider sites to manage supplier CSR performance in the implementation phase. These components make up the CSR performance indicators for the partners/suppliers Aéroports de Paris.

Finally, a partnership has also been established with a specialist service provider to ensure that, throughout the contract, suppliers comply with regulatory provisions on the underground economy and regulations on facilities classified for environmental protection (ICPE or *Installations classées pour la Protection de l'Environnement*).

### A purchasing team trained in responsible purchasing

Training and awareness-raising programmes in responsible purchasing have been delivered to buyers since 2007, mainly consisting of two annual seminars held by the Purchasing department. The goal of these modules is to recap the main CSR issues for Aéroports de Paris, explain the contribution made by the Purchasing department to the Group's CSR performance and, using concrete examples, clarify for buyers the means by which the responsible purchasing process is applied on a daily basis.

In addition, training for all company executives in CSR is currently being delivered: this offers an opportunity to enhance awareness of responsible purchasing issues among purchasing managers and ordering parties and to elicit their commitment to the CSR ambitions of the Purchasing department.

Moreover, the compensation of the Purchasing Director and buyers comprises a variable portion partly based on the achievement of CSR objectives.

### Deployment of socially inclusive purchasing practices

In 2015, in accordance with its commitments, Aéroports de Paris SA increased its purchases from the sheltered and protected employment sector, which are now worth €700,000 (significantly more than the target). New purchasing segments have been identified to increase opportunities to award work to these companies. Examples include finishing and updating of plans in AutoCAD.

In 2011, the Purchasing department entered into a partnership with the GESAT to assist it in this role<sup>1</sup>, which it renewed in 2014 for two years.

Furthermore, Aéroports de Paris SA includes social inclusion clauses in some of its contracts, such as the "New departure" project at Paris-Orly airport: for the east pier, around ten construction contracts are concerned; social inclusion clauses have also been incorporated into the contracts for work on the link.

### Increasing purchases with SMEs: a contribution to the company's local involvement

As a signatory to the SME Charter, it is the goal of Aéroports de Paris SA to further increase its purchases from SMEs in the territories within its reach.

It regularly attends events with SMEs from these areas and the Île-de-France region that strengthen the link with the local business community: business meetings at Grand Roissy in June 2015, ARD (Île-de-France regional development agency) meetings in November 2015, meeting at the CCI 94 event in December 2015.

A barometer is sent to suppliers every year to elicit their evaluation of compliance with contractual commitments and payment deadlines and the quality of the partner relationship. The Purchasing department obtained a score of 59/100 in 2015.

## Measures to promote the health and safety of consumers

### The airport sector

Aircraft and airport safety relates to the provisions set out to ensure the safe development, operation and usage of equipment, goods and services required for aircraft traffic to circulate. These provisions must take into account standards relating to aircraft rescue and fire prevention, as well as those relating to the prevention of animal hazards.

Aéroports de Paris, as an airport operator subject to regulatory obligations and exercising a public service, is subject to specific control procedures by French government departments regarding airport safety (aerodrome manual and security management system (SGS: *systèmes de gestion de la sécurité*)).

The French Civil Aviation Authority systematically monitors and controls all activities falling within this sphere, particularly in terms of and major developments in infrastructure and operational procedures, and issues an airport safety certificate to all aerodrome operators by way of proof that the above mentioned provisions are in force.

The airport divisions are implementing provisions to ensure the obtainment and retention of the airport safety certificate. Pursuant to EC Regulation no. 139/2014 of 12 February 2014, each airport director is responsible, in terms of airport security, for taking all measures necessary to ensure air traffic safety throughout the airport zone and surrounding areas which falls under the jurisdiction of the airport operator. This applies to all allocations, uses and managing entities of the area in question. Each area operator must report to the Director.

### Protecting people and facilities

Regarding the protection of persons and facilities, the prevention policies adopted in response to the measures and regulations established by the French government are proposed by the Airport Security, Risk Management and Compliance Division to the airport

<sup>1</sup> Grouping together of establishments and services promoting assistance through work.



divisions. This concerns in particular measures relating to fire prevention in Establishments Open to the Public, and health protection (pandemic plan - updated in 2015). In 2015, at the request of the Chairman and Chief Executive Officer, the safety, risk management and compliance division, in liaison with the airport management, looked at ways to improve the general security level in the public area.

Under the OIV statute framework, the Individual Protection Plans (PPP) established by the application of the Operator Security Plan (PSO) are implemented by the various bodies concerned in the company. The new national security directive (DNS), published in October 2015, will require Aéroports de Paris to update its PSO and PPPs, in liaison with the entities concerned.

With regard to the Vigipirate Plan, the Airport Security, Risk Management and Compliance Division receives instructions from the French government, analyses them and communicates them to the airport divisions and the various relevant departments, along with advice on their implementation.

For their part, the airport divisions and the Real Estate Division are tasked with ensuring the safety of the property and buildings falling under their responsibility and of the people they shelter. In doing so they also ensure the respect of obligations lying with the landowner (brought up to sustainable development standards in particular).

Contributing to both the protection of aircraft and persons, the winter viability centres established in Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget focus all activities and resources dedicated to snow and de-icing, defining the rules, procedures and *modus operandi* in these areas. They cover the airside operations (roads, aircraft circulation routes, runways, de-icing areas, etc.) and the road network on the landside (roads and car parks).

## The Fondation Aéroports de Paris

After 10 years of existence under the aegis of the *Fondation de France* and over 690 projects supported, in 2015, Aéroports de Paris wanted to give a new dimension to its Foundation, and it was converted into an independent Corporate Foundation. In line with its corporate social responsibility policy, the Foundation's new status will allow for greater transparency of the Group's sponsorships and spotlight its areas of action.

A Board of Directors, chaired by Augustin de Romanet, Chairman and CEO of Aéroports de Paris Group, determines the policy guidelines of the Foundation and ensures that it is properly managed. Two selection committees meet twice a year to analyse applications for support in the areas of involvement described in the foundation's bylaws and determine the amounts of grants awarded.

The purpose of the *Fondation d'Entreprise Aéroports de Paris* is to support general interest projects on its sites both in France and internationally. Fighting illiteracy is a priority. Each project supported by the Foundation has a sponsor who is a company employee and acts as the "human" interface between the association leading the project and the Foundation.

Furthermore, the Foundation created its "Foundation's favourite" prize to encourage employees in their societal, humanitarian and community commitments. Every year, the foundation will pay a bonus of €2,000 to the association in which an employee is involved and has promoted. In 2015, two initiatives attracted the jury's attention, both receiving the same number of votes. The Chairman and members of the Foundation's Board of Directors decided for this first year to award "Foundation's favourite" prizes to two associations:

- The "AEVE Autisme Espoir Vers l'École" association, which works to give children diagnosed with autism a social and school life which is as normal as possible, using an intensive pedagogical system (3i method);
- The "Centrafrique sans Frontière" association, for its work to help women in the Central African Republic suffering from AIDS, as well as helping orphans, by building a women's home.

Also, the *Prix des salariés* invites employees to vote every year on the projects submitted to the foundation and select their favourite project. Every year, the foundation will pay an additional subsidy to the winning association (€2,000 in 2015). The "Coup de Pouce" association was selected for its work to support academic success for all in 2015.

Finally, the Foundation gives special attention to all projects with a social or humanitarian aspect that are supported in-house by employees, such as involvement in a "Rallye Aïcha des Gazelles" team.

In 2015, the Foundation paid €847,427 to 56 projects.

## 17.6 Methodological note on social, societal and environmental reporting

Aéroports de Paris social, societal and environmental reporting is based on:

- the reporting system described in articles L. 225-102-1 and R. 225-104 to R. 225-105 of the French Commercial Code;
- and the transparency principles of the Global Reporting Initiative (GRI 4), the international reference in terms of sustainable development reporting in line with the ISO 26000 standard on the social responsibility of organisations.

The 2015 social reporting period is based on a calendar year (1 January to 31 December 2015) to ensure consistency with French regulations and the social reporting of French companies.

Environmental data reporting is based on a period running from 1 October 2014 to 30 September 2015, except for CO<sub>2</sub> emissions from plants, which continue to be reported by calendar year.

### Scope

The scope of the reporting is intended to be representative of the significant activities of the Group.

### Social reporting

Since 2006, Aéroports de Paris corporate reporting is prepared according to the requirements of the French Commercial Code and is based on the number of employees registered and paid during the calendar year,



expressed as a full-time equivalent. The scope of the workforce covers Aéroports de Paris SA and the Group's (controlled) companies and fully consolidated subsidiaries which are 50%-or-more owned: ADP Ingénierie, Aéroports de Paris Management, Hub Safe and Hub One (formerly Hub télécom).

Some indicators and data relate only to the Aéroports de Paris SA scope. The scope for each indicator is specified in the corporate indicators table in the management report.

## Environmental reporting

The environmental and social responsibility reporting is limited to the scope of activities of Aéroports de Paris SA.

These consolidation rules apply to all indicators of environmental and societal reporting.

Quantitative environmental data for 50%-owned subsidiaries are not included in the management report given the impact and representativeness of the data compared with Aéroports de Paris SA. Aéroports de Paris SA brings together the three airports of Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget. The qualitative environmental and social responsibility activities of Aéroports de Paris SA subsidiaries are included in the relevant sections of the 2015 management report.

## Change in consolidation scope

Changes in scope of consolidation are taken into account at the time of their actual introduction. However, it is tolerable for acquisitions, disposals, creations of companies or contracts won to be taken into account only after one full year of operation depending on the activity performed.

- Corporate scope: the scope is updated in year N.
- Environmental scope: the scope is updated in year N+1.

When the data are considered relevant, previous years may be consolidated according to the new scope for ease of comparison (*pro forma*).

No change in scope occurred between 2014 and 2015 reporting.

## Reporting methodology

Data collection, calculation and consolidation methods are defined by procedures collected in the social and environmental reporting protocols. These protocols are distributed to the people involved at all levels of reporting development.

## Relevance and choice of indicators

The indicators published by Aéroports de Paris are intended to report, in complete transparency, the Group's annual results with respect to corporate social responsibility. Indicators are chosen based on the social, societal and environmental impact of Group company activity and the risks associated with the company's strategic challenges.

The data selected are based on a common set of criteria:

- Aéroports de Paris's commitments and corporate social responsibility policy;
- regulatory obligations set by the French government;
- the Group's performance and impact in relation to key challenges.

The **social indicators** published by Aéroports de Paris are based on three levels of indicators:

- the themes of article R. 225-105-1 of the French Commercial Code;

- the social reporting indicators set forth in French law;
- the specific indicators of the Group's human resources policy.

The complementary nature of these three levels of indicators makes it possible to measure the results of human resources policy and the Group's commitments in social matters.

The **environmental indicators** are consistent with the themes of article R. 225-105-1 of the French Commercial Code and are divided into six general areas:

- preservation of resources and consumption of energy, water and raw materials;
- pollution and waste management;
- climate change and adaptation;
- certifications and approved projects;
- environmental training and awareness;
- expenditures to prevent the consequences of business activity on the environment.

The choice of environmental indicators was made using a relevant approach that facilitates understanding of the Group's real challenges and comparison with companies in the same industry. This choice also takes these challenges, details of which are given in the Social Responsibility Report, into consideration, depending on the availability of data at the time of writing of the Management Report.

## Methodological limitations and specificities

The methodologies used for certain corporate and environmental indicators may have limitations due to:

- differences in available professional skills between Aéroports de Paris SA and its subsidiaries;
- specific provisions of social laws in certain countries;
- changes in scope of activity from one year to another;
- the difficulty of retrieving information in the event of subcontracting to, and/or joint ventures with, foreign partners;
- procedures for collecting and entering such information;
- availability of data during the reporting year.

The 2015 management report listed data known by the Group at the year-end date. However, these data may need to be corrected over the next year if a significant anomaly is found and backed up by detailed supporting evidence.

With effect from 2014, the consolidation of data on internal electricity consumption is calculated using the Airport Carbon Accreditation method.

The "Consumption of drinking water" (internal + external) indicator includes a "network loss" percentage of around 13%. However, these network losses are not taken into consideration when calculating the "Internal consumption of drinking water" indicator.

For waste indicators:

- a portion of construction waste is taken into account by the service providers responsible for construction and is not recognised in the total volume of non-hazardous industrial waste collected;
- Paris-Charles de Gaulle: the "Volume of internal hazardous industrial waste collected" includes an insignificant percentage of hazardous waste produced externally;
- the non-hazardous waste recovery rate is calculated as the proportion of waste from which materials are recovered after treatment for the following types of waste: internally generated waste including waste generated at terminals (passengers, businesses).



## Consolidation and internal control

Each entity is responsible for the data it provides, as is the department responsible for the consolidation of the indicator published:

- **social data** are collected by the Human Resources Department. The main source of data is the Human Resources Information System supplied by the SAP-HR management application. Other systems used are SAP FI (company and consolidated financial statements) and applications specific to workplace safety. The data consolidated and controlled at the entity level are then made available to the Group Human Resources department;
- **environmental data** are collected, audited, consolidated and verified for each airport department by the environmental officer. They are then consolidated by the Environment and Sustainable Development Department.

During consolidation, consistency checks are performed on the data. Comparisons with results from previous years are made. Differences considered significant are subject to analysis and further processing.

The most sensitive and most relevant data are controlled internally and monitored by the Executive Committee should any decisions need to be made.

Any deviation from these methods is explained by the reporting protocol during the reporting year.

## External controls

The verification of the completeness and fair presentation of social, environmental and societal information published in the 2015 management report of Aéroports de Paris in application of article L. 225-102-1 paragraph 7 of the French Commercial Code was performed by Deloitte & Associés.

Indicators such as CO<sub>2</sub> emissions from energy production plants are audited annually by external parties.

## Grenelle correlation table

The Grenelle correlation table is presented in the 2015 management report of Aéroports de Paris Group, which is available at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr) and states as follows:

Workforce-related indicators	Y/N	Justification
<b>a) Workforce</b>		
Total staff numbers; breakdown of staff by age	Y	Chap. 17.1 and chap. 17.2
Gender and geography	Y	Chap. 17.1
Hires and dismissals	Y	Chap. 17.2
Compensation and changes thereof	Y	Chap. 17.1
<b>b) Work organisation</b>		
Working time	Y	Chap. 17.1
Absenteeism	Y	Chap. 17.2
<b>c) Labour-management relations</b>		
Organisation of labour-management discussions (staff information and consultation procedures, negotiation procedures)	Y	Chap. 17.1
Collective bargaining agreements	Y	Chap. 17.1
<b>d) Health and Safety</b>		
Occupational health and safety conditions	Y	Chap. 17.1
Agreements on occupational health and safety signed with the trade unions and staff representatives	Y	Chap. 17.1
Workplace accidents, frequency and severity, and occupational illnesses	Y	Chap. 17.1 and chap. 17.2
<b>e) Training</b>		
Training policies implemented	Y	Chap. 17.1
Total number of training hours	Y	Chap. 17.2
<b>f) Equal treatment</b>		
Measures taken to promote gender equality	Y	Chap. 17.1
Measures taken to promote the employment and integration of disabled persons	Y	Chap. 17.1
The anti-discrimination policy	Y	Chap. 17.1
<b>g) Promotion and compliance with the provisions of the fundamental conventions of the International Labour Organisation pertaining to</b>		
Respect for freedom of association and the right to collective bargaining	Y	Chap. 17.1
The elimination of discrimination in respect of employment and occupation	Y	Chap. 17.1
The elimination of forced and compulsory labour	Y	Chap. 17.1
The effective abolition of child labour	Y	Chap. 17.1

Workforce-related indicators	Y/N	Justification
<b>a) Overall environmental policy</b>		
The Company's organisational structure for addressing environmental issues	Y	Chap. 17.4
The employee training and information initiatives implemented with respect to environmental protection	Y	Chap. 17.4
The resources devoted to the prevention of environmental risks and pollution	Y	Chap. 17.4
Amount of provisions and guarantees for environmental risks	Y	Chap. 17.4
<b>b) Pollution and waste management</b>		
Measures to prevent, reduce and remedy air emissions and water and soil discharges seriously impacting the environment	Y	Chap. 17.4
Measures to prevent, recycle and eliminate waste	Y	Chap. 17.4
Account taken of noise pollution and all other forms of pollution specific to an activity	Y	Chap. 17.4
<b>c) Sustainable use of resources</b>		
Consumption of water	Y	Chap. 17.4
Water supply according to local constraints	Y	Chap. 17.4
Consumption of raw materials and measures taken to improve the efficiency with which they are used	Y	Chap. 17.4
Consumption of energy, measures taken to improve energy efficiency and use of renewable energy sources	Y	Chap. 17.4
Land use	Y	Chap. 17.4
<b>d) Climate change</b>		
Greenhouse gas emissions	Y	Chap. 17.4
Adaptation to the consequences of climate change.	Y	Chap. 17.4 We assess risks in terms of energy costs.
<b>e) Protection of biodiversity</b>		
Measures taken to preserve and develop biodiversity	Y	Chap. 17.4

Workforce-related indicators	Y/N	Justification
<b>a) Territorial, economic and social impact of Company activity</b>		
On employment and regional development	Y	Chap. 17.1 and Chap.17.5
On neighbouring and local residents	Y	Chap. 17.1 and Chap.17.5
<b>b) Relationships with persons or organisations interested in the Company's business activity (associations working to prevent social exclusion, educational institutions, environmental protection organisations, consumers' associations and local residents)</b>		
Conditions of dialogue with these persons or organisations	Y	Chap. 17.3
Partnership and sponsorship initiatives	Y	Chap. 17.5
<b>c) Sub-contracting and suppliers</b>		
Integration of social and environmental issues into the purchasing policy	Y	Chap. 17.5
Scale of sub-contracting and account taken in relationships with suppliers and sub-contractors of their corporate social responsibility	Y	Chap. 17.5
<b>d) Fair practices</b>		
Actions implemented to prevent corruption	Y	Chap. 17.5
Measures taken to promote the health and safety of consumers	Y	Chap. 17.5
<b>e) Other actions implemented pertaining to human rights</b>		
Other actions implemented pertaining to human rights	Y	Chap. 17.2 and Chap. 17.3

# 18

## Main shareholders

<b>18.1 Shareholding of the Company</b> <small>AFR</small>	<b>149</b>	<b>18.3 Shareholder agreements</b>	<b>150</b>
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### 18.1 Shareholding of the Company AFR

In accordance with article L. 6323-1 of the French Transport Code, the French government must hold the majority of the capital. At 31 December 2015, the French government held 50.6% of the Company's capital and voting rights. The Company considers that there is no risk that the control by the French government will be exercised in an abusive manner. The Company has not issued any securities that do not represent share capital.

Aéroports de Paris identified its shareholders by carrying out an Identifiable Bearer Shares inquiry, as of 31 December 2015, on the basis of the following thresholds: intermediaries holding a minimum of 20,000 shares, shareholders holding a minimum of 1 share. By adding these shareholders to the registered list, 96.9% of the capital was identified. 299 institutional investors were identified in this way.

### 18.2 Change of the control of the Company AFR

To the best of the Company's knowledge, there is currently no agreement, the implementation of which could later result in a change of control of the Company. article L. 6323-1, paragraph 2, of the French Transport Code provides that the majority of the Company's share capital is held by

the government authorities and, pursuant to article 7 of the Company's Articles of Association, "the changes in the capital ownership cannot result in having the government authorities lose the majority of the share capital".

The items included in the Annual Financial Report are identified using the pictogram AFR

## Breakdown of capital

Shareholders	As at 31 Dec. 2015		As at 31 Dec. 2014	
	% of capital and voting rights	Number of shares	% of capital and voting rights	Number of shares
French government authorities	50.6%	50,106,687	50.6%	50,106,687
Schiphol Group	8.0%	7,916,848	8.0%	7,916,848
Vinci group subsidiary	8.0%	7,916,848	8.0%	7,916,848
Predica/Crédit Agricole Assurances	4.8%	4,757,291	4.8%	4,757,291
French institutional investors	7.0%	6,944,513	6.9%	6,858,473
Non-resident institutional investors	15.0%	14,881,917	14.5%	14,308,999
French individuals and unidentified shareholders	4.7%	4,593,516	5.5%	5,476,356
Employees <sup>(1)</sup>	1.7%	1,618,190	1.6%	1,619,098
Treasury Shares <sup>(2)</sup>	0.2%	224,790	0.0%	-
<b>TOTAL</b>	<b>100.0%</b>	<b>98,960,600</b>	<b>100.0%</b>	<b>98,960,600</b>

<sup>1</sup> Includes shares held by employees and former employees of Aéroports de Paris and its subsidiaries through the Aéroports de Paris mutual fund of the Plan d'Épargne Groupe (group savings scheme).

<sup>2</sup> Under the share buyback programme. These shares have no voting rights.

The legal shareholder thresholds that have been breached and of which the Company has been informed since the IPO are as follows:

- undershooting by the French government authorities of the legal threshold of two-thirds of the Company's share capital and the voting rights therein on 1 December 2008. The State had a 60.4% holding following this event;
- overshooting by NV Luchthaven Schiphol (the Schiphol Group) of the legal threshold of 5% of the Company's capital and voting rights therein on 1 December 2008. NV Luchthaven Schiphol (the Schiphol Group) had an 8% holding following this event;
- overshooting by Caisse des Dépôts et Consignations of the legal threshold of 5% of the Company's share capital on 15 July 2009; the Caisse des Dépôts et Consignations had an 8.63% holding (direct and indirect holding included) following this event;
- overshooting by the French government authorities and the Fonds Stratégique d'Investissement (FSI), acting jointly, of the legal thresholds of 5%, 10%, 15%, 20%, 25%, 33.3% and 50% of the Company's capital and voting rights therein on 25 November 2009. The government authorities and the FSI had a 60.13% holding following these events;
- undershooting by the FSI, controlled by Caisse des Dépôts et Consignations, of the legal threshold of 5% of the Company's capital and voting rights on 5 July 2013. The FSI no longer had any holding and the Caisse des dépôts et consignations being 0.7% of the Company's capital and voting rights following the event;
- overshooting by SOC 15, a company controlled by Vinci, of the legal threshold of 5% of the Company's capital and voting rights.

SOC 15 held 8.0% of the Company's capital and voting rights following this event.

See the paragraph entitled "Rights attached to shares" in Chapter 21 for information about shareholder voting rights.

## Staff shareholder structure

A company investment fund (FCPE), FCPE Aéroports, was created for the purposes of holding and managing shares acquired by rights-holders linked to companies included within the Group Savings Plan (PEG). The Fund's Supervisory Board comprises four employee shareholders representing the employee shareholders enrolled in the Plan, and four representatives of Aéroports de Paris and the companies party to the Group Savings Plan. Employee-shareholder representatives are elected by employee shareholders, and the Supervisory Board includes at least one shareholder from each segment. In particular, the Supervisory Board exercises the voting rights attached to the shares contained within the fund, and in connection with this appoints one or more authorised representatives to represent the fund at General Meetings of Shareholders of the Company.

## Double voting rights

Pursuant to article L. 225-123 of the French Commercial Code, certain shareholders will automatically be entitled to double voting rights as of 3 April 2016<sup>(1)</sup>.

## 18.3 Shareholder agreements

### Alliance with Schiphol Group

As part of the implementation of an industrial cooperation agreement ("the Cooperation Agreement") signed between Aéroports de Paris and the Schiphol Group on 14 November 2008 for a duration of 12 years starting from 1 December 2008, and making provision for cross-acquisitions between Aéroports de Paris and the Schiphol Group, two<sup>(2)</sup> agreements have been signed:

- a shareholder agreement concerning Aéroports de Paris, signed by the French government authorities and the Schiphol Group, in the presence of Aéroports de Paris;
- an exit agreement ("the Exit Agreement") signed by Aéroports de Paris and the Schiphol Group.

The terms of these agreements with regard to the transfer or acquisition of Aéroports de Paris shares are as follows.

<sup>1</sup> Refer to Chapter 21.2 for more information.

<sup>2</sup> See also the paragraph in Chapter 6 entitled "Partnership with Schiphol Group".





## Inalienability of the shares (“lock up”)

Schiphol Group undertakes not to transfer ownership of the shares that it holds in Aéroports de Paris for the entire duration of the cooperation agreement except in certain limited cases; the duration of the inalienability may not, excluding exceptional cases, be less than two years.

## Aéroports de Paris’ right of first offer/pre-emptive rights of the Government authorities and Aéroports de Paris

Following termination of the cooperation agreement, Aéroports de Paris has a right of first offer for a limited period of time from the termination of the cooperation agreement, enabling it to make an offer to Schiphol Group for the stock it holds in Aéroports de Paris or to designate a third party to make an offer for the Aéroports de Paris stock. If Aéroports de Paris fails to exercise its right of first offer, or if the Schiphol Group fails to accept its acquisition offer, the Schiphol Group will have the right to alienate its Aéroports de Paris shares, either on the market or to one or more identified persons, it being specified that the French government authorities and Aéroports de Paris will then have a right of pre-emption. The State’s right of pre-emption must be exercised within a period set by the parties, and takes precedence over the right of pre-emption held by Aéroports de Paris.

## The French government authorities and Aéroports de Paris’ right of veto

In the case of a planned transfer to identified persons of Aéroports de Paris shares held by Schiphol Group, the Government authorities and Aéroports de Paris have a right of veto to oppose this transfer, which may be exercised once per planned transfer and within a timeframe agreed between the parties.

## Commitment to maintain holdings (“standstill”)

Schiphol Group and its affiliates must obtain approval from the Government authorities before increasing their stake in Aéroports de Paris, and cannot act in concert with one or more third parties except under certain circumstances to prevent the dilution of Schiphol Group’s stake in Aéroports de Paris.

## Squeeze-out rights of government authorities

The Government authorities have squeeze-out rights on Aéroports de Paris shares held by Schiphol Group, which may be exercised, within a timeframe agreed between the parties, in the case of transfer by the Government authorities of Aéroports de Paris shares leading to the third-party purchaser having to launch a public offer or a stock price guarantee for all of the Aéroports de Paris shares. The purchase price for Aéroports de Paris shares held by the Schiphol Group will be the price per share paid by the third-party purchaser to the State, or the public offer price, or the share-price guarantee, if this is higher. If all or part of the compensation paid by the third-party purchaser is not in cash, this compensation will be assessed at its market value and, in the case of disagreement between the Schiphol Group and the State, an assessment procedure will be implemented to determine this market value in line with the mechanism provided for within the shareholder agreement.

## Termination of Agreements

The Shareholders’ Agreement is part of the Cooperation Agreement and is valid for the same term of 12 years, which may be extended. The Shareholders’ Agreement will be terminated if the Cooperation Agreement is terminated pursuant to one of the termination conditions listed below, after the provisions governing the sale of the Schiphol Group’s shares in Aéroports de Paris have been implemented. Thus, in the event that one

of the following “causes for termination” occurs, Aéroports de Paris and/or the Schiphol Group can implement the terms of the Exit Agreement:

- there is a change in control of either the Schiphol Group or Aéroports de Paris;
- the Schiphol Group is admitted to trading on a regulated market;
- the Schiphol Group or Aéroports de Paris loses its right to operate certain airports;
- a significant failure on the part of the Schiphol Group or Aéroports de Paris to meet its obligations under the Shareholders’ Agreements;
- the Schiphol Group or Aéroports de Paris is placed into liquidation, bankruptcy, or administration (or an analogous procedure);
- Schiphol Group or Aéroports de Paris is in significant breach of the Cooperation Agreement;
- there is an irreconcilable difference of opinion and/or permanent stalemate between Schiphol Group and Aéroports de Paris;
- the French government exercises its right of forced exit as stipulated in the Shareholders’ Agreement;
- Aéroports de Paris sells its stake in the Schiphol Group through a joint or forced sale, as stipulated in the Schiphol Group Shareholders’ Agreement;
- the Schiphol Group becomes excessively diluted; or
- the conclusion, either by Aéroports de Paris or by the Schiphol Group, of an industrial cooperation agreement with a European airport company that has substantially the same objectives as those described within the Cooperation Agreement, and which raises significant doubts about the achievement of the objectives contained within this Cooperation Agreement.

## Exit terms and conditions

Mutual withdrawals from the capital of Aéroports de Paris and Schiphol Group will take place in a reciprocal manner over a maximum timeframe of 18 months following the occurrence of one of the causes for withdrawal described above. The Schiphol Group will transfer the Aéroports de Paris shares that it holds first, and will keep the proceeds from this transfer, if Aéroports de Paris and Schiphol Group consider this appropriate, in an escrow account, guaranteeing payment of the transfer price for the Schiphol Group shares held by Aéroports de Paris. Finally, in the event of a failure to transfer the Aéroports de Paris shares held by the Schiphol Group at the end of the 18-month period (which may in certain cases be extended to 24 months), Aéroports de Paris may exercise, with a right of substitution, a purchase option for its own shares held by the Schiphol Group under the contractual conditions agreed between the parties (the formula for calculating the price will be based on the average stock-exchange price).

## No joint action between the Government authorities and Schiphol Group

The Government authorities and Schiphol Group have indicated that they do not act and do not intend to act jointly with regard to Aéroports de Paris.

As part of the implementation of an industrial cooperation agreement (“the Cooperation Agreement”) signed between Aéroports de Paris and the Schiphol Group on 14 November 2008 for a duration of 12 years starting from 1 December 2008, and making provision for cross-acquisitions between Aéroports de Paris and the Schiphol Group, two agreements have been signed: a shareholder agreement concerning Aéroports de Paris, signed by the French government authorities and the Schiphol Group, in the presence of Aéroports de Paris, and an exit agreement (“the Exit Agreement”) signed by Aéroports de Paris and the Schiphol Group.

## Operations with related parties

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### 19.1 Relations with Government authorities and administrative authorities

The public authorities supervise the activities of Aéroports de Paris by virtue of its state-owned status and its business, in particular its public service activities. This last feature of the relations existing between Aéroports de Paris and the administrative authorities is described in Chapter 6, “Legal and regulatory environment”.

#### Economic and financial supervision

Article 3 of Decree no. 53-707 of 9 August 1953, as amended, regarding the Government’s control over national corporations and certain corporate bodies with an economic and social purpose specifies the terms and conditions for Government control over the components of corporate officers’ compensation; the other provisions of this Decree do not apply to Aéroports de Paris.

Equally, Decree no. 55-733 of 26 May 1955 amended, relative to economic and financial control of the Government authorities, applies to the Company.

#### French Court of Auditors (*Cour des comptes*)

In addition to the control exercised by the two Statutory Auditors, the Company’s financial statements and management and, where relevant, those of its direct majority subsidiaries, fall within the control of the Court

of Auditors, in accordance with articles L. 133-1 and L. 133-2 of the French Code of Financial Jurisdiction. Therefore, after inspecting the accounts, the Court of Auditors may also request all the documents required to complete its audit mission and to hear any person that it may choose.

#### General Inspectorate of Finance (*Inspection générale des Finances*)

The decree-law of 30 October 1935 organising the Government authorities’ control of companies, trade unions and associations or corporations of all kinds that have had recourse to Government authority financial support, enables the Minister responsible for the Economy to subject Aéroports de Paris to inspections by the General Inspectorate of Finance.

#### French General Council for the Environment and Sustainable Development

Pursuant to Decree no. 2008-679 of 9 July 2008 on the General Council for the Environment and Sustainable Development, the Council may conduct the studies and investigations required by the Minister responsible for Public Works.



## 19.2 Relations with related parties

Aéroports de Paris has entered into the following agreements:

- on 31 August 2015, Aéroports de Paris signed a new Economic Regulation Agreement with the French Government for the 2016-2020 period (see the Chapter 6 paragraph “Fees”);
- an agreement signed on 30 March 2006 between the Government authorities and Aéroports de Paris setting forth the terms and conditions of retrocession by Aéroports de Paris to the Government authorities of a portion of the real estate capital gain in the event of a closure to public air traffic of all or part of an airfield operated by Aéroports de Paris (see the paragraph in Chapter 8 entitled “Real estate property and facilities”);
- four financial agreements with the Government authorities were drawn up in 2006 pursuant to article 2 of the law of 20 April 2005, setting the amounts and terms of payment of sums owed by the Government authorities in consideration for the retrocession of properties necessary to its public service missions (see the paragraph in Chapter 8 entitled “Real estate property and facilities”).

Two agreements were also signed between Aéroports de Paris and the French government authorities regarding the organisation of fire and

emergency services: the first agreement, regarding Paris-Charles de Gaulle airport, was signed in October 2009, and the second agreement, regarding Paris-Orly airport, was signed in February 2012. Furthermore, Aéroports de Paris and the relevant government authorities (notably the French Civil Aviation Authority and the Regional Health Agency) have resumed discussions in order to determine the conditions under which emergency medical assistance should be provided at both airports.

Aéroports de Paris is now in partnership with the French government and *Réseau Ferré de France*, in a consultancy firm, CDG Express Etudes, which aims to conduct, or appoint third parties to conduct, all the research studies required with a view to creating a direct rail link between Paris and Paris-Charles de Gaulle airport and to take all necessary steps with French and European authorities to ensure the viability of the CDG Express link.

For information on related parties, see note 35 of the notes to the consolidated financial statements presented in Chapter 20.

Related-party agreements and commitments, and the Statutory Auditors' report on related-party agreements and commitments for the 2015, 2014 and 2013 financial years are presented in appendix 1 of this Registration Document, and of the 2014 and 2013 Registration Documents.

# Financial information on the assets, financial position and results AFR

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## 20.1 Aéroports de Paris Consolidated Financial Statements and notes as of 31 December 2015

### Consolidated Income Statement

(in millions of euros)	Notes	2015	2014 <sup>(1)</sup>
<b>Revenue</b>	<b>10</b>	<b>2,916</b>	<b>2,791</b>
Other operating income	11	18	7
Consumables	12	(109)	(102)
Employee benefit costs	13	(707)	(686)
Other operating expenses	14	(920)	(904)
Depreciation, amortisation and impairment, net of reversals	15	(471)	(442)
Share of profit or loss in associates and joint ventures from operating activities	18	60	73
Other operating income and expenses	16	-	(7)
<b>Operating income (including operating activities of associates)<sup>(2)</sup></b>		<b>787</b>	<b>730</b>
Financial income		47	40
Financial expenses		(153)	(155)
<b>Financial income</b>	<b>17</b>	<b>(106)</b>	<b>(115)</b>
Share of profit or loss in associates and joint ventures from non-operating activities	18	6	(2)
<b>Income before tax</b>		<b>687</b>	<b>613</b>
Income tax expense	19	(256)	(210)
<b>Net results from continuing activities</b>		<b>431</b>	<b>403</b>
<b>Net income for the period</b>		<b>431</b>	<b>403</b>
Net income attributable to non-controlling interests		1	1
<b>Net income attributable to owners of the parent company</b>		<b>430</b>	<b>402</b>
<b>Earnings per share attributable to owners of the parent company</b>			
Basic earnings per share (in €)	20	4.35	4.07
Diluted earnings per share (in €)	20	4.35	4.07
<b>Earnings per share from continuing activities attributable to owners of the parent company</b>			
Basic earnings per share (in €)	20	4.35	4.07
Diluted earnings per share (in €)	20	4.35	4.07

<sup>1</sup> Figures restated after changes in accounting policies as described in note 8.

<sup>2</sup> Including profit/loss of associates from operating activities.



## Consolidated Statement of Comprehensive Income

(in millions of euros)	2015	2014 <sup>(1)</sup>
<b>Net income for the period</b>	<b>431</b>	<b>403</b>
• Translation adjustments	2	1
• Share of other comprehensive income of associates, net after income tax	12	(3)
<b>Recyclable elements to the consolidated income statement</b>	<b>14</b>	<b>(2)</b>
• Actuarial gains/losses in benefit obligations of fully consolidated entities	16	(40)
• Actuarial gains/losses in benefit obligations of associates	-	(1)
<b>Non recyclable elements to the consolidated income statement</b>	<b>16</b>	<b>(41)</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>461</b>	<b>360</b>
<b>Total comprehensive income for the period attributable to</b>		
• non-controlling interests	1	1
• to owners of the parent company	460	359

<sup>1</sup> Figures restated after changes in accounting policies as described in note 8.



## Consolidated Statement of Financial Position

### Assets

(in millions of euros)	Notes	As at Dec. 31, 2015	As at Dec. 31, 2014
Intangible assets	21	104	82
Property, plant and equipment	21	5,953	5,928
Investment property	22	503	443
Investments in associates	18	1,234	1,180
Other non-current financial assets	23	181	155
Deferred tax assets	19	2	1
<b>Non-current assets</b>		<b>7,977</b>	<b>7,789</b>
Inventories		18	14
Trade receivables	24	510	525
Other receivables and prepaid expenses	25	110	78
Other current financial assets	23	67	99
Cash and cash equivalents	26	1,729	1,266
<b>Current assets</b>		<b>2,434</b>	<b>1,982</b>
Assets held for sales	3	24	21
<b>TOTAL ASSETS</b>		<b>10,435</b>	<b>9,792</b>

### Shareholders' equity and liabilities

(in millions of euros)	Notes	As at Dec. 31, 2015	As at Dec. 31, 2014
Share capital	27	297	297
Share premium	27	543	543
Treasury shares	27	(24)	-
Retained earnings	27	3,390	3,239
Other equity items	27	(81)	(100)
<b>Shareholders' equity - Group share</b>		<b>4,125</b>	<b>3,979</b>
Non controlling interests	27	1	1
<b>Shareholders' equity</b>		<b>4,126</b>	<b>3,980</b>
Non-current debt	29	4,426	4,079
Provisions for employee benefit obligations (more than one year)	13	426	452
Other non-current provisions	28	53	62
Deferred tax liabilities	19	231	200
Other non-current liabilities	31	117	116
<b>Non-current liabilities</b>		<b>5,253</b>	<b>4,909</b>
Trade payables	32	455	322
Other debts and deferred income	33	458	391
Current debt	29	75	116
Provisions for employee benefit obligations (less than one year)	13	15	20
Other current provisions	28	30	28
Current tax liabilities	19	23	26
<b>Current liabilities</b>		<b>1,056</b>	<b>903</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>10,435</b>	<b>9,792</b>

## Consolidated Statement of Cash flows

(in millions of euros)	Notes	2015	2014
<b>Operating income (including operating activities of associates)<sup>(1)</sup></b>		<b>787</b>	<b>730</b>
Income and expense with no impact on net cash	34	356	350
Net financial income other than cost of debt		8	6
<b>Operating cash flow before change in working capital and tax</b>		<b>1,151</b>	<b>1,086</b>
<b>Change in working capital</b>	<b>34</b>	<b>83</b>	<b>25</b>
Tax expenses		(231)	(198)
<b>Cash flows from operating activities</b>		<b>1,003</b>	<b>913</b>
Proceeds from sale of subsidiaries (net of cash sold) and associates	34	5	-
Acquisitions of subsidiaries and associates (net of cash acquired)	34	-	(24)
Purchase of property, plant, equipment and intangible assets	34	(526)	(407)
Change in debt and advances on asset acquisitions		72	(38)
Acquisition of non-consolidated investments	34	(49)	(5)
Change in other financial assets		(5)	(7)
Proceeds from sale of property, plant and equipment		6	-
Dividends received	34	59	45
<b>Cash flows from investing activities</b>		<b>(438)</b>	<b>(436)</b>
Capital grants received in the period		4	-
Net purchase/disposal of treasury shares		(24)	-
Dividends paid to shareholders of the parent company	27	(311)	(183)
Proceeds from long-term debt		507	496
Repayment of long-term debt		(178)	(462)
Interest paid		(125)	(172)
Interest received		28	53
<b>Cash flows from financing activities</b>		<b>(99)</b>	<b>(268)</b>
<b>CHANGE IN CASH AND CASH EQUIVALENTS</b>		<b>466</b>	<b>209</b>
Net cash and cash equivalents at beginning of the period		1,262	1,053
Net cash and cash equivalents at end of the period	26	1,728	1,262

<sup>1</sup> Including profit/loss of associates from operating activities.



## Consolidated Statement of Changes in Equity

(in millions of euros)	Share capital	Share premium	Treasury shares	Retained earnings	Other equity items			Group share	Non controlling interests	Total
					Translation adjustments	Actuarial gain/ (loss)	Fair value reserve			
<b>As at Jan 1, 2014 (published)</b>	<b>297</b>	<b>543</b>	<b>-</b>	<b>3,024</b>	<b>-</b>	<b>(60)</b>	<b>(2)</b>	<b>3,802</b>	<b>-</b>	<b>3,802</b>
Net income for the period	-	-	-	402	-	-	-	402	1	403
Other equity items	-	-	-	(5)	1	(40)	1	(43)	-	(43)
<b>Comprehensive income – 2014</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>397</b>	<b>1</b>	<b>(40)</b>	<b>1</b>	<b>359</b>	<b>1</b>	<b>360</b>
Dividends paid	-	-	-	(183)	-	-	-	(183)	-	(183)
Other changes	-	-	-	1	-	-	-	1	-	1
<b>AS AT DEC. 31, 2014</b>	<b>297</b>	<b>543</b>	<b>-</b>	<b>3,239</b>	<b>1</b>	<b>(100)</b>	<b>(1)</b>	<b>3,979</b>	<b>1</b>	<b>3,980</b>

(in millions of euros)	Share capital	Share premium	Treasury shares	Retained earnings	Other equity items			Group share	Non controlling interests	Total
					Translation adjustments	Actuarial gain/ (loss)	Fair value reserve			
<b>As at Jan 1, 2015</b>	<b>297</b>	<b>543</b>	<b>-</b>	<b>3,239</b>	<b>1</b>	<b>(100)</b>	<b>(1)</b>	<b>3,979</b>	<b>1</b>	<b>3,980</b>
Net income for the period	-	-	-	430	-	-	-	430	1	431
Other equity items	-	-	-	11	2	16	1	30	-	30
<b>COMPREHENSIVE INCOME – 2015</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>441</b>	<b>2</b>	<b>16</b>	<b>1</b>	<b>460</b>	<b>1</b>	<b>461</b>
Treasury share movements	-	-	(24)	-	-	-	-	(24)	-	(24)
Dividends paid	-	-	-	(311)	-	-	-	(311)	-	(311)
Other changes <sup>(1)</sup>	-	-	-	21	-	-	-	21	(1)	20
<b>AS AT DEC. 31, 2015</b>	<b>297</b>	<b>543</b>	<b>(24)</b>	<b>3,390</b>	<b>3</b>	<b>(84)</b>	<b>-</b>	<b>4,125</b>	<b>1</b>	<b>4,126</b>

Details of changes in consolidated shareholders' equity are given in note 27.

<sup>1</sup> Other changes correspond to the counterpart of the expense related to the Employee Share Plan (see note 16).

## Notes to the consolidated financial statements

### Detailed summary of notes to the consolidated financial statements

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### Note 1 Statement of compliance

Pursuant to European regulation no. 1606/2002 dated 19 July 2002, the Group's consolidated financial statements for the 2015 financial year have been prepared in compliance with the International Financial Reporting Standards (IFRS) adopted by the European Union as at 31 December 2015.

These accounting principles do not differ from the International Financial Reporting Standards issued by the IASB, insofar as the standards and interpretations that are mandatory for the financial years commencing

from 1 January 2015, but have not yet been approved by the European Union, do not have any impact on the consolidated financial statements of Aéroports de Paris.

These standards are available on the European Commission's web site at the following address:

[http://ec.europa.eu/internal\\_market/accounting/ias/index\\_fr.htm](http://ec.europa.eu/internal_market/accounting/ias/index_fr.htm).





## Note 2 Preliminary remarks

The Aéroports de Paris's financial statements at 31 December 2015 were approved by the Board of Directors on 16 February 2016. They will be submitted for approval by the shareholders during the Annual General Meeting to be held on 3 May 2016.

Aéroports de Paris (hereafter "the Company") is a company domiciled in France.

Parent company name: Aéroports de Paris.

Registered office: 291, boulevard Raspail, 75014 Paris.

Legal form: public limited company with share capital of EUR 296,881,806.

Registered in the Paris Trade and Company Register under number: 552 016 628. The Group's shares have been traded on the Paris stock exchange since 2006. Aéroports de Paris is listed on Euronext Paris Compartment A.

The consolidated financial statements are presented in euros.

The companies included in the consolidation scope prepared their individual financial statements for the year or interim period ended 31 December 2015.

The Company owns and operates the three main airports in the Paris region: Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget. It provides passengers, airlines and freight and mail operators with facilities and offers a range of services adapted to their needs.

## Note 3 Comparability of financial periods

### 3.1 Significant events

#### 3.1.1 Agreement of the 2016-2020 Economic Regulation Agreement

Aéroports de Paris and the French State have reached an agreement on a new Economic Regulation Agreement (ERA) covering the 2016-2020 period. The main features of this agreement were presented in the press release published on 29 July 2015 and available on the website: [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr).

The balanced outcome confirms Aéroports de Paris' industrial strategy in the service of the Paris market and, on a wider scale, the air transport industry. Faced with the downturn of the sector in Europe, changes in its major players, growing competitive pressure between airports, and new consumer behaviours, Aéroports de Paris must continually improve the competitiveness of its airports.

To deal with these new challenges, the new agreement for 2016-2020 is based on an unchanged regulatory scope:

- a 3 billion euro investment plan;
- an ambitious customer strategy based on a personalised services initiative;
- a new pricing structure to become more competitive;
- the aim to achieve a return of 5.4% on the capital invested in the regulated scope by 2020.

The 2016-2020 Economic Regulation Agreement is available on the Group website at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr).

#### 3.1.2 Aéroports de Paris, VINCI Airports and Astaldi presented the best offer for the Santiago de Chile International Airport concession.

Working together as the Nuevo Pudahuel consortium, Aéroports de Paris Management (45% of the consortium through), VINCI Airports (40%) and Astaldi (15%) were selected on 4 February 2015 by the Chilean government as having presented the best offer for the concession of Arturo Merino Benítez International Airport in Santiago de Chile, South America's 6<sup>th</sup>-largest airport which had 16.1 million passengers in 2014, almost half of whom were international passengers.

The project consists on the management and development of the airport. The financial offer was fixed at 77.56% expressing the proportion of revenue from the concession to be turned over to the government. In application of the concession contract, the Nuevo Pudahuel consortium was granted from 1 October 2015 with the following main missions:

- the renovation of existing installations with the redesign and extension of the current terminal;
- the funding, design and construction of a new 175,000 sq.m. terminal which will increase the airport's capacity to 30 million passengers, with potential for expansion beyond 45 million;
- the operation and commercial development for the duration of the concession (20 years) of the main infrastructures: existing terminal and new terminals, car parks and future property developments.

Building works will be executed by Astaldi (50% of conception-construction pool) and Vinci Construction Grands Projets (50%).

The Supreme Decree awarding the concession of Santiago International Airport, Chile, was published on 21 April 2015 in the Chilean Official Gazette<sup>1</sup>.

As a result, the Nuevo Pudahuel consortium, made up of Aéroports de Paris Management, VINCI Airports and Astaldi now implement the design phase to take on the operation of the Arturo Merino Benítez International Airport in Santiago de Chile starting 1 October 2015, for a duration of 20 years.

#### 3.1.3 Implementation of a new accounting management model

In order to simplify the readability of accounting segment performance and to optimise the allocation of internal exchanges, Aéroports de Paris implemented a new accounting management system being applied since 1 January 2015. This new accounting management model consists in:

- a presentation of the P&L by nature for all revenue and costs;
- a review and a simplification of allocation for revenue and costs of transversal activities;
- a review and a simplification of the allocation of overheads by segment.

<sup>1</sup> <http://www.diariooficial.interior.gob.cl/versiones-antiores/do/20150421/>

Moreover, another change was the direct offsetting of capitalised production (formerly accounted for between revenue and expenses) decreasing referring costs. As at 31 December 2014, capitalised production amounted to €79 million that are now split between a reduction of staff expenses and a reduction of other costs.

The impacts of this change are developed in note 8 and note 9.

### 3.1.4 Disposal of the headquarters building

The Group concluded a disposal agreement in March 2015 on its headquarters building located in Paris. This agreement provides a deferred ownership transfer as of 1 July 1 2016. As at 31 December 2015, assets related to the headquarters building, that was classified as held for sale in December 2015, amounts to €23 million.

### 3.1.5 A new train station at Paris-Orly in the context of the “Grand Paris” project

In the context of the “Grand Paris” project, a subway station will be built in Paris-Orly related to the arrival of two subway lines (n° 14 and 18) in 2024. This project will improve the connectivity between Orly Airport, Paris and its surrounding areas.

In this respect, two agreements between Aéroports de Paris and the company “Société du Grand Paris” (SGP) were signed in 2015. These agreements are described in note 35.

### 3.1.6 Aéroports de Paris and Select Service Partner aim to create a joint venture “EPIGO” for the planning, operation and development of “fast food” retail outlets

Following public consultation, Aéroports de Paris has chosen Select Service Partner to help create a joint venture aimed at planning, operating and developing fast food outlets.

Through this joint venture, Aéroports de Paris plans to improve the services and facilities offered to passengers, who will benefit then from a diversified and revamped range of outlets (French bakeries, coffee shops, fast-casual, Asian and bar brands).

The new company, that should start operating on 1 February 2016, will be jointly owned by Aéroports de Paris and Select Service Partner, operating more than 30 retail outlets over a period of 9 years, particularly in terminals 2E (hall K and hall L), 2F, terminal 1 and 3 at Paris-Charles de Gaulle Airport.

This company received the approval of the European competition authorities in September 2015.

## 3.2 Indebtedness

### 3.2.1 Bond issuance

In July 2015, Aéroports de Paris issued a bond for €500 million. This loan bears interest at 1.5% and has a redemption date of 24 July 2023 (note 29). The net proceeds of the bond issue will be used to finance the current investments needs of Aéroports de Paris.

### 3.2.2 Loan repayment

In July 2015, Aéroports de Paris redeemed a loan amounting to €166 million related to a bond which nominal value amounted to €208 million, which expired.

## 3.3 Changes in accounting policies

The Group’s financial statements are prepared in accordance with International Financial Reporting Standards (IFRS) and IFRIC interpretations as adopted by the European Union.

The 2015 annual financial statements have been prepared in accordance with accounting principles applied in 2014, with the exception of new amendments IFRIC 21 about levies recognition and new amendments of standards annual improvements to IFRSs 2011-2013. These amendments are effective for the first time on or after 1 January 2015 and have not been applied earlier.

The impact of these new amendments is considered immaterial on annual statements

Lastly, the Group has not applied the following standards, amendments and interpretations that are not applicable in 2015 but should subsequently be mandatory:

- IFRS 15 - Revenue from contracts with customers (issued in May 2014). This standard will replace IAS 18 Revenue and IAS 11 Construction Contracts. This standard must be applied from 2018 onwards subject to its adoption by the European Union;
- IFRS 9 - Financial Instruments (issued in July 2014). This standard deals with classification and measurement of financial instruments, impairment of financial instruments and hedge accounting. IFRS 9 will replace IAS 39 Financial Instruments. It must be applied from 2018 onwards subject to its adoption by the European Union;
- Amendments to IFRS 11 – Accounting for Acquisitions of Interests in Joint Operations (issued in May 2014);
- Amendments to IAS 16 and IAS 38 – Clarification of Acceptable Methods of Depreciation and Amortisation (issued in May 2014);
- Annual improvements to IFRSs 2012-2014 (issued in September 2014);
- Amendments to IAS 1 – Disclosure initiative (issued in December 2014);
- Amendment to IAS 19 – Defined benefit plans: employee contributions (issued in November 2013);
- Annual improvements to IFRSs 2010-2012 (issued in December 2013).

The Group examines IFRS 15 and IFRS 9 in order to assess their impacts on the financial statements of the Group and their practical consequences. Regarding the other texts above, they should not have any material effect on the consolidated accounts of the Group.

## 3.4 Changes in the scope of consolidation

### 3.4.1 Changes in the scope of consolidation for 2015

Changes in the scope of consolidation for 2015 are the following:

- creation of the Aéroports de Paris foundation:
  - after over 10 years of existence, placed under the aegis of Fondation de France, and more than 690 projects founded, the Group has decided to create its own foundation as a new team has been set up in order to meet this new challenge,
  - as a major economic force in the Île de France region, Aéroports de Paris is a committed partner and future-orientation that reflects employees’ values, who are actively involved in voluntary and social associations,



- the Aéroports de Paris foundation aims to build the world of tomorrow. Therefore, it will support the dynamic of airports surrounding areas. It will also enhance the citizen involvement of the Group by specifically supporting projects combating illiteracy;
- on 5 May 2015, Aéroports de Paris SA exercised the call option granted to it by G3S covering 20% of the share capital and the voting rights of Alyzia Holding amounting to €10 million. As of 31 December 2014, the net value of Alyzia shares which amounted to €1 million was classified as held for sale. The result on the disposal which amounts to €9 million is presented in the line “share of profit or loss in associates and joint ventures from non-operating activities”;
- the Chilean company Sociedad Concesionaria Nuevo Pudahuel SA (SCNP) entered into the scope of consolidation of Aéroports de Paris Management for a stake of 45% (§3.1);
- creation of the company EPIGO jointly controlled by Aéroports de Paris and SSP (§3.1);
- in the context of the development of security markets out of Paris Airports, the company Hub Safe Régions, created in 2014, won the tender for the safety market of Nantes Airport in April 2015. In May 2015, it was proposed to dedicate the legal entity to Nantes market and, by consistency, to change its denomination into Hub Safe Nantes (fully-owned):
  - besides, in order to develop Hub Safe further (answer to tenders of security markets out of Paris Airports), a new subsidiary was created in August 2015 named Hub Safe Régional for a stake of 100%;
- merger by absorption of the company Tank International Lux by Aéroports de Paris SA on 30 December 2015.

### 3.4.2 Reminder of the changes in the scope for 2014

In 2014, the significant changes in scope of consolidation were:

- the company CDG Express Etudes is entered into the scope of consolidation at the end of May 2014 for a stake of 33.33%:
  - this entity is a joint company created by the French State, *Réseau Ferré de France* and Aéroports de Paris, whose purpose is to carry out directly or indirectly all the necessary studies to achieve the CDG Express project. This project consists of constructing a direct express rail link between Paris and the Paris-Charles de Gaulle airport, specifically tailored to the needs of air passengers;
- the companies Hub Safe Régions and Hub Safe Training entered into the scope of consolidation of Hub Safe for a stake of 100% in August 2014;
- the Chinese company ADPI Architects and Engineer Design Co entered into the scope of consolidation of ADP Ingénierie for a stake of 100%;
- winding-up of ADPI Russia, company wholly-owned by ADPI until November 2014;
- deconsolidation of Bolloré Télécom following a dilution resulting from the capital increase of Bolloré Télécom that was not subscribed by the subsidiary Hub One;
- the company MZLZ Retail Ltd (SDA Zagreb) entered into the scope of consolidation of *Société de Distribution Aéroportuaire* for a stake of 100%, subsidiary of Aéroports de Paris for a stake of 50%;
- the Croatian companies AMS – Airport Management Services doo (OSC) entered into the scope of consolidation of TAV Airports for a stake of 40%. AMS is in the Aéroports de Paris’ scope of consolidation since 2013 and for a stake of 75.16%;
- in November 2014, Aéroports de Paris SA exercised its call option on the Roissy Continental Square shares held by General Electric for an amount of €23 million. However, the interest percentage held by Aéroports de Paris has not changed as this transaction was anticipated in 2009 at the time when the put and call options are concluded.

## Note 4 Accounting policies

### 4.1 Basis for the preparation of the financial statements

The financial statements are mainly prepared on a historical cost basis, except for derivative financial instruments, assets held for trading and assets qualified as available-for-sale which are accounted for at fair value.

Preparing financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions which affect the application of accounting policies and the amounts of assets and liabilities, income and expenses. The underlying estimates and assumptions are based on historical experience and other factors considered as reasonable under the circumstances. As a consequence they are used as the basis for the exercise of judgment required in determining the carrying values of assets and liabilities which cannot be obtained directly from other sources. Actual values may differ from the estimates. The estimates and the underlying assumptions are continuously reviewed. The impact of the changes in accounting estimates is recognized in the period in which the change is made if it affects only that period or in the period of the change and in future periods if both are affected by the change.

Such estimates concern essentially:

- pension plans, termination benefits and other post-employment benefits (IAS 19) (note 13);
- impairment tests of non-current assets (IAS 36) (§4.7) and impairment tests of Investments in joint associates or joint venture (IAS 28) (see note 18.2);
- provisions for risks and litigation (IAS 37) (§4.17); and
- the fair value of investment property (IAS 40) disclosed in the notes (§4.6 and note 22).

The accounting policies presented below have been applied on a consistent basis for all financial periods presented in the consolidated financial statements.

### 4.2 Consolidation principles

#### 4.2.1 Consolidation methods

The consolidated accounts comprise assets and liabilities of Aéroports de Paris, and its subsidiaries:

- subsidiaries controlled exclusively by the Group, in particular subsidiaries in which the parent company holds more of 50% of the

voting rights, directly or indirectly, are included in the consolidated financial statements by totalling the assets, liabilities, income and expenditure, line by line. The share attributable to minority interests is presented separately in the income statement and under equity in the balance sheet. Subsidiaries are consolidated from their date of acquisition, corresponding to the date on which the Group obtained control, and up to the date on which control ceases to be exercised;

- during a loss of control, the Group derecognizes the subsidiary's assets and liabilities, any investment not giving control and other assets relating to this subsidiary. The potential profit or loss resulting from the loss of control is accounted for in the income statement. If the Group retains some investment in the former subsidiary, this is evaluated at its fair value on the date that control was lost. Next, the investment is accounted for as a company using the equity method or as a financial asset available for sale, depending on the level influence retained.

Investments in joint ventures that are jointly controlled as well as those in which the Group exercises significant influence are accounted for under the equity method (§4.8). Under this method, the investment is recognized:

- initially at cost (including transaction costs);
- and is subsequently increased or decreased to recognize the Group's share of profit or loss and other movements in equity in the investee after the acquisition. The Group's share of profit or loss is recognized in the Income Statement, in a specific line either within the operating income or after the operating income depending on the nature of the investment (see note 18.1). The Group's share of a change in reserves is recognized as other comprehensive income or directly in equity if this change results from a transaction with non-controlling interests in subsidiaries reported in the associate financial statements. Distributions received from an investee reduce the carrying amount of the investment.

If there is objective evidence that an impairment loss has been incurred with respect to the net investment in an investee, an impairment test is performed. An impairment loss is recognized if the recoverable value of the investment falls below its carrying value. Goodwill relating to an associate equity is included in the acquisition cost of the investee and is therefore not tested for impairment separately.

All reciprocal accounts and transactions between the consolidated companies (the parent and its subsidiaries) are eliminated in full. Internal results realized with associates or joint ventures are eliminated to the extent of the Group's holding in the associated companies and joint ventures (dividends, capital gains, provisions for securities and debts, etc.).

#### 4.2.2 Business combinations

All business combinations are accounted for according to the acquisition method. This method consists in assessing the fair value of the identifiable assets and liabilities of the acquiree at the acquisition date. The difference between the consideration paid and the share acquired in the fair value of the net identifiable assets is recognised:

- in the assets, as a Goodwill if this difference is positive;
- in the Income Statement as an "Other operating income" if this difference is negative.

Non-controlling interests may be valued either at fair value (full goodwill method) or at their share in the fair value of the net assets of the acquired company (partial goodwill method). The decision is made individually for each transaction.

In case of a put option held by non-controlling interests, interests held by non-controlling interests are reclassified from equity to liability. The put

liability is measured initially at the present value of the exercise price. Subsequent Changes are recognised in:

- the Shareholder's equity Group share for the change in the estimate of the exercise price;
- in the Income Statement as a financial charge for the effect of undiscounting.

After the business combination, subsequent changes in interests that do not modify the control over the acquiree are considered as a transaction between shareholders and are accounted for directly in equity.

### 4.3 Effects of currency exchange rate variations

#### 4.3.1 Conversion of the financial statements of foreign subsidiaries, joint ventures and associated companies

The financial statements of foreign companies, whose functional currency is not the euro, are converted in euro as follows:

- assets and liabilities of each balance sheet presented are converted according to the closing rate in effect on each balance sheet date;
- income and expenditure and cash flows for each income statement are converted at exchange rates close to those in effect on the dates of transactions;
- the resulting exchange differences are accounted for as other elements on the comprehensive income statement and are reported on the balance sheet as equity in translation reserves.

None of the companies included within the scope of consolidation are situated in a hyperinflationary economy.

#### 4.3.2 Conversion of transactions denominated in foreign currencies

Transactions denominated in foreign currencies are recognized as follows:

- foreign currency transactions are initially recorded at the rate of exchange on the transaction date;
- at each closing balance sheet date, foreign currency monetary amounts are converted using the rate at the closing date, non-monetary items which are assessed at their historical cost are reported using the initial exchange rate, and non-monetary items assessed at fair value are reported at the rate in effect when the fair value was determined;
- exchange differences arising from settling or converting monetary items are reported in income under net financial charges.

### 4.4 Intangible assets

Intangible assets include:

- goodwill corresponding to positive differences generated by business combinations in accordance with the principles outlined in § 4.2.2 above, minus accumulated impairment losses;
- computer software assessed at their acquisition or production cost and amortised using the straight-line method over their useful life (from 4 to 10 years, depending the case);
- usage rights amortised case-by-case over their estimated useful lives.

### 4.5 Tangible assets

Tangible assets are accounted for at their acquisition cost, excluding the costs of routine maintenance, less accumulated depreciation and impairment. The cost of an asset produced by the Group itself includes exclusively direct labor costs.





From 1 January 2009, borrowing costs are capitalised for eligible assets.

The Group recognizes in the carrying value of a tangible asset the replacement cost of an element of that asset at the date on which the cost

is incurred, if it is probable that the future economic benefits associated with the asset will flow to the Group and the cost can be reliably measured. All routine upkeep and maintenance costs are recognized as costs at the date on which they are incurred.

Tangible assets are depreciated according to the straight-line method according to their estimated useful life:

Software, patent and licenses	4 to 10 years
Airport terminal and underground car park buildings	30 to 50 years
Non-terminal buildings	20 to 50 years
Airport terminals and non-terminal furnishings	10 to 20 years
Land development	20 years
Turning areas, aprons, bridges, tunnels, roads	10 to 50 years
Baggage handling equipments and facilities	10 to 20 years
Airbridges	20 to 25 years
Security and safety facilities and equipment	5 to 20 years
Computer hardwares	5 years

To determine depreciation expenses, tangible assets are grouped by items with identical lifetimes and depreciation methods.

Land is not depreciated.

Tangible assets do not include investment properties that are presented on a specific line in the balance sheet line (cf. §4.6 below).

A tangible asset is derecognized when withdrawn or when no future economic benefit is expected from its use or disposal. Any gain or loss resulting from derecognition of an asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement for the year in which the asset is derecognized.

## 4.6 Investment property

Investment property is real estate (land, buildings, property complex or part of one of these items) held (freehold or under a finance lease) to be rented to third parties and/or for capital appreciation.

On the contrary, properties occupied by Aéroports de Paris for its own requirements (registered offices, administrative and operating buildings) are operating properties and not investment properties and are reported in the balance sheet under Tangible Assets.

Vacant buildings not held to be used by Aéroports de Paris for its own requirements are comparable to investment property.

Mixed-use buildings meeting the definition of investment property for more than half of their area are recognized in their entirety.

Investment property is presented on a specific line in the balance sheet, in accordance with the option offered by IAS 40, and is valued according to the historical cost method, namely: at cost less accumulated depreciation and accumulated impairment.

Straight-line depreciation is applied to the property concerned on the basis of 20 to 50 years of life.

The fair value of this property, whose amount is given in note 22.2 is based on expert appraisals for 88% of its total value including land reserves, and for 94% of its total value excluding land reserves.

All the buildings not being used for Aéroports de Paris requirements have been appraised on Paris-Charles de Gaulle and Paris-Orly; more than 90% of Paris-Le Bourget buildings have also been appraised.

For grounds, the value corresponds to a disposal value, that is to say the theoretical market value as defined above, net of demolition costs. Ground leases are valued using a combined approach based on expert appraisals for 94% of grounds and on a method of capitalization to perpetuity of rents for the 6% of residual grounds. Under this method of capitalization, lease term is undefined and cash flows are discounted to perpetuity.

The valuation of land reserves and lands to be converted results from the product of the theoretical market value per square meter, by the available lands per square meter, to which we apply a discount corresponding to the cost of non-transferability of lands and cost of carry.

The discount rate applied to cash flows corresponds to the observed cost of capital of comparable companies with a real estate activity completely diversified.

## 4.7 Write-down of non-financial assets

The book value of the Group's assets, aside from inventories, deferred tax assets and investment property, are examined at each balance-sheet date in order to identify any indicators that an asset or a cash generating unit has suffered a potential loss in value. If such an indicator exists, an estimate of the recoverable amount of the asset is realised.

For goodwill, intangible assets with indefinite useful life or intangible assets which are not yet available for service, an impairment test is performed annually at each balance-sheet date. For other tangible and intangible assets, an impairment test is performed only when there is an indication that an asset may be impaired.

An impairment loss is recorded if the book value of an asset or its cash-generating unit is greater than the recoverable amount of the asset. Impairment losses are recorded in the profit and loss account.

An impairment loss recorded under a cash generating unit is carried firstly as a reduction to the book value of any goodwill concerned by the cash-generating unit, then as a reduction to the book value of the other unit assets in proportion to the book value of each unit asset.



#### 4.7.1 Calculation of the recoverable amount

The recoverable amount of the assets is the highest value between their fair value less the cost of sales and their value in use. To assess the fair value, the forecasted future cash flows are discounted at the pre-tax rate that reflects the current market appraisal of time value of money and the specific risks for the asset. For an asset that generates no largely independent cash-flow entries, the recoverable value is decided according to the cash generating unit that the asset belongs to.

#### 4.7.2 Recovery of the impairment loss

The impairment loss is recovered once the increase in the recoverable amount may be factually linked to an event occurring after the impairment has been recorded.

An impairment loss recorded under goodwill cannot be recovered. An impairment loss recorded for any other asset is recovered when there is a change in the estimates in determining the amount recoverable.

The book value of an asset, increased as a result of the reversal of an impairment loss, cannot exceed the book value, less depreciation, if no impairment loss had been recorded.

### 4.8 Investments in companies controlled jointly in accordance with a contractual agreement

In accordance with the principle explained in § 4.2.1, the share of profit or loss in joint ventures is presented in a separate line in the operating profit or loss.

This presentation is justified on the following ground:

- activity is linked to the operating segments;
- industrial or retail cooperation projects have been carried out;
- Aéroports de Paris Group is involved in the operational decision-making process within these companies;
- activity and performance of these companies are being monitored through regular reporting throughout the year.

This presentation is consistent with those of other operators in Europe and mirrors the Group's involvement in the conduct of these entities whose activities and performance are subject to continual monitoring throughout the financial year.

### 4.9 Current and non-current financial assets

Financial assets are recognized at the transaction date at their fair value plus directly attributable acquisition costs (except for financial assets that are recognized at fair value through the income statement).

Financial assets are removed from the balance sheet when rights to future cash flows expire or when these rights are transferred to a third party, and when the Group has transferred most of the risk and rewards and no longer controls such assets.

On initial recognition, the Group determines how to classify the financial assets, based on the purpose of the acquisition, in one of the four following categories provided for by IAS 39:

- financial assets recognized at fair value through the income statement;
- loans and receivables;
- available for sale financial assets;
- held to maturity.

Aéroports de Paris has no investments held to maturity.

#### 4.9.1 Financial assets recognized at fair value through the income statement

Financial assets recognized at fair value through the income statement include on the one hand those financial assets held for the purpose of sale, and on the other hand, those financial assets designated on their initial recognition in accounts as financial assets recognized at fair value through the income statement. Financial assets are considered to be held for the purpose of sale if they are acquired with a view to their resale in the short term.

It includes for the Group:

- cash and cash equivalents made up of cash, short-term investments and other liquid or readily convertible instruments with negligible risk of change in value and with maximum maturities of six months at date of acquisition. Investments with maturities of more than three months, as well as frozen or pledged bank accounts, are not included in cash. Bank overdrafts are recognized as debt in liabilities;
- derivative financial instruments not qualified for hedge accounting and with positive fair values.

Such financial assets are recognized at fair value in the income statement.

#### 4.9.2 Loans and receivables

These are including mainly long-term receivables in connection with non-consolidated investments, loans to associates, long-term loans to employees, security deposits and receivables.

Such loans and receivables are recognized at their fair value on initial recognition and then at amortised cost using the effective rate method. An impairment loss is recognized where their estimated recoverable amount falls below their carrying amount. Fair value is the nominal value when the period to maturity/settlement is not of material length.

The recoverable amount of receivables recognized at amortised cost is equal to the present value of the related estimated future cash flows, discounted at the initial effective interest rate (being the effective interest rate calculated at the date of the initial recognition). Receivables with a short duration are not discounted.

These receivables may be impaired in order to take into account any difficulties in their recovery to which they may be susceptible.

#### 4.9.3 Available-for-sale financial assets

These are, for the Group's purposes, non-consolidated investments. At each balance sheet date, they are reassessed at fair value and changes in fair value are recorded within other elements of the comprehensive income statement and are presented as equity capital. When such investments are derecognized, the cumulative gains and losses previously recognized directly in equity are accounted for in the income statement.

Fair value for listed shares corresponds to the quoted bid price, while unlisted shares are valued by reference to recent transactions or on the basis of a valuation technique using reliable and objective criteria consistent with estimates used by other market agents. However, where it is not possible to reasonably estimate the fair value of an investment, it is maintained at historical cost.



## 4.10 Treasury shares

Treasury shares are recognized as a deduction from equity at their acquisition costs including related direct costs net of tax. Gains or losses on disposal of such shares are recognized directly through equity without affecting net income.

The positive or negative balance on the transaction is transferred to an increase or decrease in retained earnings.

## 4.11 Financial liabilities

Bond issues and other interest-bearing liabilities are initially recognized at their fair value, which corresponds to the amount received, less attributable transaction costs, such as issue premiums and expenses. Subsequently, the debt is recognized according to the method of the amortised cost using the effective interest rate of the instrument.

The effective rate corresponds to the rate that enables to obtain the booked value of a bond at its initial date, when discounting future cash flows related to the instrument.

Similarly, trade payables are recognized at their fair value at the date of their initial recognition. They are subsequently recognized at the amortised cost.

Financial debts with maturities greater than one year are recognized as non-current debt. Financial debts due for repayment within less than one year are recognized as current debt.

## 4.12 Derivative financial instruments

As part of its interest rate risk on mid and long-term liabilities managing policy, the Group uses derivative financial instruments. These consist of interest rate swaps and cross-currency swaps matched with bond issues and bank loans.

Interest rate swaps are initially and subsequently valued in the balance sheet at their fair value through the income statement. Changes in the fair value of derivative instruments are recognized through the income statement, with the exception of particular cases in respect of hedge accounting set out below.

Where a financial instrument can be qualified for hedge accounting, it is valued and accounted for in accordance with hedge accounting criteria contained in IAS 39:

- if the derivative is designated as a cash flow hedge, changes in the value of the effective part of the derivative are recorded in other elements of the comprehensive income statement and are presented in fair value reserves within equity capital. They are taken to the income statement when the hedged item is itself recognized in the income statement. Conversely, the ineffective part of the derivative is recognized directly in the income statement. Where the hedged transaction is a future debt issue, the reclassification to the income statement is carried out over the term of the debt issue, once the issue has taken place. When the forecasted transaction leads to the recognition of a non-financial asset or liability, the cumulative changes in the fair value of a hedging instrument formerly recognized through shareholders' equity are included in the initial valuation of the asset or liability in question;
- if the derivative instrument is designated as a fair value hedge, changes in the value of the instrument and of the hedged item are recognized in the income statement in the same period;
- a hedge of a net investment in a foreign entity receives the same accounting treatment as a cash flow hedge. Changes in the fair value of the hedging instrument are recognized in equity, for the effective

part of the hedging relationship, whereas changes in connection with the ineffective part of the hedge are recognized in net finance costs. When the investment in the foreign entity is sold, all changes in the fair value of the hedging instrument previously recognized through equity are transferred to the income statement.

Hedge accounting is applicable if the hedging relationship is clearly defined and documented when it is set up and if the effectiveness of the hedging relationship is demonstrated prospectively and retrospectively at the initial date and at each subsequent closing period.

Derivatives are entered on the assets side of the balance sheet under "Other current financial assets" or on the liabilities side under "Current debt". Such derivatives can be cancelled at any time by paying or receiving a cash amount corresponding to their fair value.

## 4.13 Fair value of financial instruments

### 4.13.1 Measuring method of fair value

The best criterion for measuring the fair value of a contract is the price agreed upon between a buyer and seller operating on a free market under market conditions. At the date of the agreement, this is generally the transaction price. Subsequently, the value of the contract must be based on observable market data which constitute the most reliable indication of fair value for financial instruments:

- discounted future cash flows for bonds and bank loans;
- quoted prices on an organized market for non-consolidated listed investments;
- market value for interest rate and foreign exchange instruments, valued using discounting of differential future cash flows or on the basis of quoted prices issued by third party financial institutions.

The fair value for forward contracts to sell foreign currencies corresponds to the difference between the currency amounts converted at the contractually fixed rates for each maturity and the currency amounts converted at the forward rate for the same maturities.

The fair value of a financial instrument reflects the effect of non-performance risk: the counterparty credit risk (Credit Valuation Adjustment – CVA) and the own credit risk of Aéroports de Paris (Debit Valuation Adjustment – DVA). For derivatives, the Group has elected to determine the CVA using a mixed model including market data (use of counterparty's spreads CDS) and historical statistic data.

### 4.13.2 Fair value hierarchy

IFRS 7, "Financial instruments: disclosures", establishes a fair value hierarchy and distinguishes three levels:

- level 1: fair value based on quoted prices for the same instrument in an active market (without modification or repackaging). This level mainly applies to marketable securities whose prices are reported by the French Financial Markets Authority (*Autorité des Marchés Financiers*);
- level 2: fair value based on quoted prices for similar assets or liabilities and valuation techniques whose major data are based on observable market data. This level mainly applies to derivative instruments whose values are provided by Bloomberg;
- level 3: fair value based on valuation techniques whose major data are not all based on observable market data. Currently, this level does not apply within the Group.

All values per level of fair value are presented in note 30.2.

#### 4.14 Income taxes

Income tax expense includes current tax expense or current tax income and deferred tax expense or deferred tax income. Income tax is recognized in the income statement unless it concerns items recognized directly in equity; in such cases it is recognized directly or as part of other elements of the comprehensive income statement.

Deferred tax is determined using the balance sheet liability method, at the most recent tax rates applicable, for all temporary differences between the carrying amounts of assets and liabilities and their tax bases.

The following items do not give rise to deferred taxes:

- taxable temporary differences related to the initial recognition of a goodwill;
- taxable or deductible temporary differences in connection with initial recognition of an asset or liability in a transaction which does not qualify as a business combination and which affects neither accounting income nor taxable income;
- taxable temporary differences in connection with investments in subsidiaries, where it is probable that they will not be reversed in the foreseeable future, and deductible temporary differences linked to investments in subsidiaries, joint ventures or associates if it is not probable that such differences will be reversed in the foreseeable future or that they can be deducted from any taxable income in the future.

However, restatements of finance leases give rise to deferred tax, even though they affect neither accounting income nor taxable income when initially recognized.

Deferred tax assets and liabilities are measured on the basis of the tax rate anticipated for the periods when the assets will be realized or the liabilities paid, on the basis of the tax rates enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognized, when applicable, in respect of tax loss carryforward and unused tax credits. Generally speaking, deferred tax assets are not recognized except when it is probable that the taxable entity in question will have sufficient future taxable income against which the deductible temporary differences, tax loss carryforward or tax credits can be offset.

Non-recognized deferred tax assets are revalued at the end of each accounting period and are recognized to the extent that it has become probable that a future profit will allow them to be recovered.

Deferred taxes are not discounted to present value.

The tax consolidation Group encompassing the parent company Aéroports de Paris and fifteen French subsidiaries held, in which the parent company, directly or indirectly holds over 95%: Hub Safe (Ex. Alyzia Sureté), Ville Aéroportuaire Immobilier SAS (VAI), Aéroports de Paris Investissement, Hub One, Hub One Mobility, ADP Ingénierie, Aéroports de Paris Management, Cœur d'Orly Commerces Investissements SAS, Cœur d'Orly Investissements SAS, ADPM1, ADPM2, ADPM3, Roissy Continental Square, Hub Safe Nantes and Hub Safe Training. This Group constitutes a single fiscal entity for the purposes of the above policies.

Current tax is the amount of income tax due to or receivable from the tax authorities with regard to taxable income or tax loss from a given financial year. Such amounts are recognized respectively in current liabilities or current assets in the balance sheet.

Moreover, the Group records its business tax CVAE directly in operating expenses. As a result, this tax will not give rise to any income tax being recorded.

#### 4.15 Capital grants

Capital grants are recognized under the "Other non-current liabilities" caption.

Amortisation of grants through the income statement is based on the same period of the depreciation period of the related assets. This amortisation is recognized in the income statement under the "Other ordinary operating income" heading.

#### 4.16 Employee benefit obligations

Aéroports de Paris Group offers benefits to employees such as end-of-career indemnities and health coverage to some of its retiring employees. The main benefit plans are described in note 13.

These benefits are classified and accounted for in accordance with IAS 19 "Employee benefits".

##### 4.16.1 Post-employment benefits – Defined contributions plans

Defined contributions plans are post-employment benefit plans under which the Group's commitment is limited solely to the payment of contributions. The contributions paid are expensed in the period in which they occur.

##### 4.16.2 Post-employment benefits – Defined benefit plans

Defined benefit plans entail an obligation for the Group to pay an amount or a level of defined benefits.

This obligation is recognized as a provision based on an actuarial estimate.

The measurement method used is the Projected Unit Credit Method. It consists in estimating the amount of future benefits acquired by employees in exchange for services rendered in the current and prior periods.

Estimates are performed at least once a year by an independent actuary. They rely on assumptions such as life expectancy, staff turnover, and wages forecasts. The discount rate used at year-end is based on first-class bonds of which maturity date is close to that of the Group's commitments.

When these plans are funded by external funding and meet the definition of plan assets, the provision is reduced by the fair value of plan assets.

This provision is broken down into:

- service costs: they are recognized in the operating income together with other staff expenses;
- net interests on the net defined liability (including plan assets' interests), which include the accretion expense of the liability and the implicit revenue of return on assets;
- remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, and the difference between the return on plan assets and interest income on plan assets (included in net interests). They are recognized immediately and in full in other comprehensive income (OCI).

In case of a plan amendment or a curtailment, past service costs are recognized immediately in income.

##### 4.16.3 Other long term employee benefits

Other long term employee benefits include items such as aeronautics industry long-service awards payable to employees of Aéroports de Paris, and the corresponding distinguished service bonuses. These are benefits of which the settlement date is expected to exceed 12 months after the end of the reporting period in which the employees render the related services.



Measurement and accounting methods are similar to those used for defined benefit plans except for remeasurements that are recognized immediately in income, and not OCI.

#### 4.16.4 Termination benefits

Termination benefits payable as a result of voluntary redundancy plan are recognized as a liability and expense at the earlier of the following dates:

- date on which the Group can no longer withdraw the offer of those benefits;
- date on which the Group recognizes costs for restructuring that involves the payment of termination benefits.

Concerning the non-recurring elements, the expense is recognized as other operating income and expenses in the income statement.

Actuarial hypothesis are presented in note 13.

### 4.17 Provisions

A provision is accounted for when Aéroports de Paris Group faces a present legal or constructive obligation resulting from a past event, when it is probable that an outflow of resources embodying financial benefits will be necessary to extinguish the obligation and the amount of the obligation can be reliably estimated.

Provisions are estimated on the basis of the most probable assumptions at year-end. When the time value of money is a significant factor, the provision is determined by discounting future cash flows at a pre-tax rate reflecting the market's perception of the time value of money, and where appropriate by factoring in the specific risk relating to the liability.

### 4.18 Lease agreements

The existence of a lease within an agreement is evidenced on the basis of the substance of the agreement. It must be determined whether the performance of the agreement depends on the use of one or several specific assets and whether the agreement grants the right to use such assets.

#### 4.18.1 Lease agreements in the financial statements where the Group is lessee

Finance lease agreements, which transfer to the Group virtually all risks and rewards attached to ownership of the leased asset, are recognized in the balance sheet at the beginning of the lease period at the fair value of the leased asset or, if less, at the discounted value of minimum lease payments.

Lease payments are broken down between financial expenses and the reduction of the outstanding liability to obtain a constant periodic interest rate on the outstanding balance.

Financial expenses are recorded directly in the income statement.

Assets under finance lease agreements are recorded as tangible fixed assets (§4.5) or as investment property (§4.6) and are depreciated over the shorter of two periods: their useful life or the length of the lease agreement if the Group is not reasonably certain to obtain full ownership of the asset at the end of the lease. Payments for operating leases are recognized as expenses on a straight-line basis until their termination dates.

#### 4.18.2 Lease agreements in the financial statements where the Group is lessor

In accordance with IAS 17, an asset made available to a third party under a finance lease (unlike an operating lease) is not recognized in the balance sheet as property, plant and equipment. It is recognized as a receivable and valued by discounting the future cash flows generated by the asset.

An asset is recognized as being held under a finance lease where the lease transfers to the lessee virtually all risks and rewards attached to ownership. The following criteria enter into this definition:

- the leased assets are of such a specialized nature that only the lessee can use them without major modifications;
- the lease term represents a significant part of the economic life of the asset;
- at the inception of the lease the present value of the minimum lease payments amounts at least substantially to all of the fair value of the leased asset (classified as gross book value);
- the lessee's implicit obligation to renew the lease at the end of the lease period.

Other lease agreements under which the Group retains virtually all risks and rewards attached to ownership of the asset are classified as operating leases. Indirect costs initially disbursed when negotiating the operating leases are added to the book value of the leased asset and accounted for over the lease period on the same basis as lease income.

### 4.19 Revenue recognition

#### 4.19.1 Sales of goods and services

Revenue from the sale of goods is recognized in the income statement when the significant risks and rewards related to ownership of the assets are transferred to the buyer.

Revenue from services is recognized in the income statement on the basis of the percentage of completion of the service at the closing period. The percentage of completion is assessed by reference to the work performed.

#### 4.19.2 Airport fees

Airport fees include landing fees, runway lighting fees, aircraft parking fees, passenger fees and fees for the use of aviation fueling facilities.

Variations in airport fees are determined by multi-year contracts with a maximal duration of five years between the Group and the French State, or in the absence of such a contract, on a yearly basis in accordance with the law. As part of the consultation process preceding any changes in airport fees, the airlines are asked to provide comments and recommendations on these variations.

Under the multi-annual contracts with the French State, the parameters governing changes in fees paid by the airlines can include not only revenues for aviation activities, but also revenues from Other activities.

#### 4.19.3 Rental income

Rental income from investment property is recognized on a straight-line basis over the entire duration of the lease.



#### 4.19.4 Revenue from airport safety and security services

Aéroports de Paris receives revenue within the context of its public service mission for security, air transport safety, rescue and fire fighting of aircrafts.

This revenue covers the costs incurred in this mission. It is paid by the *Direction Générale de l'Aviation Civile* (DGAC) which funds it through the airport security tax levied on airlines companies.

This revenue is recognized as the estimated costs eligible for reimbursement by the DGAC are incurred.

#### 4.19.5 Financial income from operations

Financial income generated as the lessor on financial leases is recognized as revenue to provide an accurate image of the financial performance, notably in the real estate segment, where these proceeds are recognized.

Dividend income is recognized in the income statement when the Group acquires the right to receive such payments. For listed shares, this corresponds to the coupon date.

#### 4.20 Net finance income

Net financial income includes interest payable on borrowings, calculated using the effective interest rate method, interest receivable on investments, interests on the employee benefit liability relating to defined benefit plans and gains and losses on foreign exchange and on hedging instruments which are recognized in the income statement.

Interest income is recognized in the income statement, when earned, using the effective interest rate method.

Interest expense included in payments made under a finance lease is recognized using the effective interest rate method.

#### 4.21 Operational sectors

Aéroports de Paris Group has defined its operating sector information on the basis of operational sectors as identified by the CEO, the operating decision-maker of the Group. An operating segment is a part of the Group dedicated to activities through which it may likely perceive income from ordinary activities and incur costs (including the income of ordinary activities and costs relating to transactions with other components of the same organisation), and of which operating income are analyzed on a regular basis by the operating decision-maker of the Group in order to take decisions concerning resources to be dedicated to the sector and to evaluate the performance.

The operating sectors identified in the Aéroports de Paris Group are as follows:

- **Aviation:** this operating sector includes all goods and services provided by the Group that are involved in handling aircraft or flows of passengers (and people accompanying them) in the Group's operating areas. Airport services are paid by the airport fees (landing, parking and passengers), ancillary fees (check-in and boarding counters,

baggage collection facilities, facilities for de-icing and aircraft electricity supply, etc.) and also by airport security tax, which specifically covers aircraft insurance, rescue and fire-fighting activities;

- **Retail and services:** this operating sector includes all products and services offered by the Group to its customers in welcoming and accommodating them on the premises, particularly in the commercial retail areas (retails shops, bars and restaurants, banks and exchange office), property leasing in the terminals, parks, and industrial services or access;
- **Real estate:** this operating sector includes all the Group's goods, property leasing services and related commercial retail activities, except for operating leases within airport terminals connected with the operating of the latter;
- **International and airport developments:** this sector includes subsidiaries and holdings which operate airport activities (design, building and operation) and are managed together to create synergies and support the Group's ambition. It includes TAV Airports, Schiphol Group, the entities ADP Ingénierie, the entities Aéroports de Paris Management and TAV Construction;
- **Other activities:** this operating sector covers all activities carried out by Aéroports de Paris subsidiaries, which operate in areas as varied as security services, airport management or design, or telephony. Since 2014, it also includes the company CDG Express Etudes, whose purpose is to carry out directly or indirectly all the necessary studies to achieve the CDG Express project.

The performance of each of these sectors is assessed with regard to their operating income. Sector operating income is calculated after headquarters expenses, as stipulated under IFRS 8. This costs are allocated according to the cost burden of sectors.

The prices applied for transfers among different business sectors reflect the prices in a normal competitive operating environment, as for transactions with third parties. Each sector's revenues, expenses and operating income include transfers among business sectors. Such transfers are eliminated on consolidation.

#### 4.22 Earnings per share

The Group reports basic and diluted figures for earnings per ordinary share. The basic figure is calculated by dividing the earnings attributable to holders of ordinary shares in the parent company by the weighted average number of ordinary shares in issue over the course of the year and those that will be issued upon the conversion of a mandatorily convertible instrument.

The diluted figure is calculated by dividing the earnings attributable to holders of ordinary shares in the parent company by the weighted average number of ordinary shares in issue over the course of the year, increased by the weighted average number of ordinary shares that could be issued on conversion into ordinary shares of all securities giving access to ordinary shares.





## Note 5 Management of financial risk

### 5.1 Introduction

In addition to derivative instruments, the Group's main financial liabilities consist of bank loans and overdrafts, bonds, rental financing debts, supplier debts and rental contracts. The main objective of these financial liabilities is to finance the Group's operating activities. The Group has other financial assets such as customer debts, cash and short-term deposits that are generated directly by its activities.

The Group also holds derivative instruments, mainly interest rate swaps. The objective of these instruments is the management of interest rate risks linked to the financing of the Group.

The main risks linked to the Group's financial instruments are:

- credit risk;
- liquidity risk;
- market risk.

This note presents information on the exposure of the Group to each of the above risks, its objectives, its risk measurement and management policy and procedures, and its capital management. Quantitative information appears elsewhere within the consolidated financial statements.

It is the task of the risk and audit committee to define and supervise the scope of the Group's risk management. The objective of the Group's risk management policy is to identify and analyse the risks that the Group must face, define the limits within which the risks should fall and the controls to be implemented, manage the risks and ensure compliance with the limits defined. The risk management policy and systems are regularly reviewed in order to take account of changes in market conditions and the Group's activities. Through its training and management rules and procedures, the Group aims to develop a rigorous and constructive control environment, within which all personnel have a good understanding of their roles and obligations.

The Group's audit committee has responsibility for carrying out an examination, together with senior management, of the main risks faced by the Group, and examining the risk control policy in all areas. In addition, the Internal Audit Department carries out reviews of the risk management controls and procedures, the results of which are communicated to the audit committee.

### 5.2 Credit risk

Credit risk represents the risk of financial loss to the Group in the case where a customer or counter-party to a financial instrument failing to meet its contractual obligations. This risk essentially results from customer debts and investment securities.

#### 5.2.1 Customers and other debtors

The Group policy is to place under legal supervision and to check the financial health of all its customers (either new or not). Except for the contracts signed with the State and its fully owned subsidiaries, leases agreed between Aéroports de Paris and its customers include warranty clauses (deposit cheque, bank guarantee, first demand bank guarantee, etc.). Moreover, receivables are continuously monitored. Therefore, Group exposure to bad debt is meaningless.

The Group exposure to credit risk is principally affected by the individual characteristics of each customer. Around 25% of the Group revenue is related to services sold to its main customer.

Quantitative details regarding trade receivables and anteriority or current receivables are set out in note 30.3.4.

The Group determines a level of write-down that represents its estimate of losses incurred in relation to customer debts and other debtors, as well as investment. The two main components of this write-down correspond to specific losses linked to individualized significant risks on the one hand, and on the other to overall risks determined as Groups of similar assets, corresponding to losses incurred but not yet identified. The amount of overall loss is based on historical statistical payment data for similar financial assets.

#### 5.2.2 Investments

With regard to credit risk relating to the Group's other financial assets (cash, cash equivalents, financial assets available for sale and certain derivative instruments), Aéroports de Paris invests its surplus cash via short term Euro money market funds. The counter-party risk linked to these investments is considered to be marginal. For derivative instruments, the Group's exposure is linked to possible default on the part of third parties involved, mainly first rank financial institutions. The maximum exposure is equal to the book value of these instruments.

#### 5.2.3 Guarantees

The Group's policy is only to agree financial guarantees on behalf of wholly-owned subsidiaries. At 31 December 2015, there are several guarantees accorded by Aéroports de Paris on behalf of ADP Ingénierie and Aéroports de Paris Management for the benefit of different clients of these subsidiaries. These guarantees are included in off-balance sheet commitments (note 36).

### 5.3 Liquidity risk

Liquidity risk corresponds to the risk that the Group may experience difficulties in honouring its debts when these become due.

The Group's liquidity risk must be assessed in relation to:

- its cash and potential cash credit lines unused.

Aéroports de Paris monitors its cash on a daily basis. Every month a report summarizes, in particular, financing operations and investments, and analyses divergences with regard to the annual cash-flow budget. It also includes a detailed breakdown of investments, possibly together with their degree of risk;

- its existing financial commitments in terms of repayment (debt maturities, off balance sheet commitments, prepayment provisions).

Debt maturities are presented in note 30.3.3. Off Balance Sheet commitments are presented in note 36.

The Group has entered into loan agreements with mandatory prepayment clauses:

For loans issues contracted through the European Investment Bank (EIB), a consultation clause that could lead to a request for early repayment is included within the contracts. These clauses concern: a lowering of Aéroports de Paris's rating to below or equal to A by the specialist agency Standard & Poor's (or any equivalent rating issued by a comparable rating agency), loss by the State of most of its share capital and its voting rights, and in the case of a substantial reduction in the cost of the project as defined within the loan contract (proportional repayment only);

- its ability to raise funds to finance investment projects.

The Group's Euro-denominated bonds are listed on the Paris Stock Exchange.

There is a provision in place with regard to bonds issued since 2008 that, in the case of a change of controlling interest in the Company and a rating below or equal to BBB- at the point of the change of controlling interest, each holder of a bond may request repayment or buy-back by the issuer of all or a proportion of the bonds that it holds at their nominal value.

Aéroports de Paris has been rated A+ by Standard & Poor's since April 2014.

Aéroports de Paris hasn't signed new lines of credit and has neither European Medium Term Notes (EMTN) nor Treasury bill as of 31 December. Considering all these criteria, the Group's exposure to liquidity risk remains low as at 31 December 2015.

## 5.4 Market risk

Market risk corresponds to the risk that market price variations, such as exchange rates, interest rates and equity instrument prices, may affect the Group's results or the value of financial instruments held. The objective of the management of market risk is to manage and control exposure to market risk within acceptable limits, while optimising the profitability/risk ratio. Analyses of sensitivity to rate risk and to exchange risk are presented in note 30.3.

### 5.4.1 Interest rate risk

To supplement its available cash flow, the Group resorts to debt to finance its investment program.

During of the period, the Group:

- issued a bond for €500 million. This loan bears interest at 1.5% and has a redemption date of 24 July 2023;
- redeemed a loan amounting to €208 million, which expired.

As of 31 December 2015, debt excluding accrued interests and liability derivative financial instruments is €4,411 million, mainly consisting of bonds and bank loans.

The risk rate relating to the debt is managed by modulating the respective proportions of fixed rates and variable rates in line with market developments.

The management of this risk depends on the implementation or cancellation of interest rate operations (swaps).

Aéroports de Paris' exposure to interest rate risk is essentially a result from its financial debt, and to a lesser extent its portfolio of rates derivatives.

The Group's policy consists of managing its interest charge by using a combination of fixed rate and variable rate loans. The Group's policy is that 50% to 100% of its debt should be at fixed rates. In line with this objective, the Group puts in place interest rate swaps through which it exchanges, at specific intervals, the difference between the amount of interest at fixed rates and the amount of interest at variable rates, calculated on a nominal loan amount agreed between the parties. These swaps are assigned to loan hedging.

At 31 December 2015, after taking interest rate swaps into account, about 85% of the Group's debt is at fixed interest rates (84% at the end of 2014).

### 5.4.2 Exchange risk

In general terms, the Group has little exposure to currency risk (note 30.3.2).

The currencies in which the transactions are essentially denominated are the euro and the USD, together with some Persian Gulf currencies linked to the American dollar at fixed parity, such as the Saudi riyal, the United Arab Emirates dirham and the Omani rial.

In order to reduce exposure to fluctuations in the value of the US dollar and in the values of currencies linked to it by a fixed exchange rate, the Group has a hedging policy consisting of:

- neutralising exchange rate risk as far as possible by reducing the balance of revenue and expense in these currencies;
- if necessary making partial forward sales of dollars for residual balances.

## Note 6 Capital management

The Group's policy is to maintain a solid capital basis in order to preserve the confidence of investors, creditors and the market and to support the future growth of its businesses. The Board of Directors monitors the level of dividends paid to holders of ordinary shares.

Employees currently hold 1.64% of ordinary shares.

The Group manages its capital using a ratio equal to net debt divided by total shareholders' equity: the Gearing.

Net financial debt as defined by Aéroports de Paris Group corresponds to the amounts appearing on the liabilities side of the balance sheet under the items long-term loans and financial liabilities and short-term loans and financial liabilities, reduced by derivative instruments relating to assets and cash and cash equivalents.

Shareholders' equity includes the Group share in equity together with unrealized gains and losses recorded directly in equity.

The gearing ratio fell from 70% in 2014 to 65% in 2015.

The Group occasionally buys its own shares on the open market to ensure the liquidity of its shares. The frequency of such purchases depends on market prices.

The Group did not alter its capital management policy over the course of the year.

Neither the parent company nor its subsidiaries are subject to any specific requirements under external regulations.



## Note 7 Management accounting statement

(in millions of euros)	Notes	2015	2014 <sup>(1)</sup>
<b>Revenue</b>	<b>10</b>	<b>2,916</b>	<b>2,791</b>
<b>Gross activity for the period</b>		<b>2,916</b>	<b>2,791</b>
Consumables	12	(109)	(102)
External services	14	(668)	(647)
<b>Added value</b>		<b>2,139</b>	<b>2,042</b>
Employee benefit costs	13	(707)	(686)
Taxes other than income taxes	14	(237)	(234)
Other operating expenses	14	(15)	(23)
Other operating income	11	18	7
Net allowances to provisions and Impairment of receivables	15	(14)	3
<b>EBITDA</b>		<b>1,184</b>	<b>1,109</b>
<i>EBITDA/Revenue</i>		<i>+40.6%</i>	<i>+39.7%</i>
Amortisation & Depreciation	15	(457)	(445)
Share of profit or loss in associates and joint ventures from operating activities	18	60	73
<i>Before adjustments related to acquisition of holdings</i>		<i>107</i>	<i>120</i>
<i>Adjustments related to acquisition of holdings<sup>(2)</sup></i>		<i>(47)</i>	<i>(47)</i>
<b>Operating income from ordinary activities (including operating activities of associates)<sup>(3)</sup></b>		<b>787</b>	<b>737</b>
Other operating income and expenses	16	-	(7)
<b>Operating income (including operating activities of associates)<sup>(3)</sup></b>		<b>787</b>	<b>730</b>
Financial income	17	(106)	(115)
Share of profit or loss of non-operating associates and joint ventures	18	6	(2)
<b>Income before tax</b>		<b>687</b>	<b>613</b>
Income tax expense	19	(256)	(210)
<b>Net results from continuing activities</b>		<b>431</b>	<b>403</b>
<b>Net income for the period</b>		<b>431</b>	<b>403</b>
<i>Net income attributable to non-controlling interests</i>		<i>1</i>	<i>1</i>
<i>Net income attributable to owners of the parent company</i>		<i>430</i>	<i>402</i>

<sup>1</sup> Figures restated after changes in accounting policies as described in note 8.

<sup>2</sup> These adjustments relate mainly to the depreciation of intangible assets (concession agreements, customer relationship).

<sup>3</sup> Including profit/loss of associates from operating activities.

## Note 8 Restated comparable financial information

As described in note 3, capitalised production which amounted to €79 million in 2014, are split between a reduction of staff expenses for €52 million and a reduction of other costs for €27 million.

The Group has also reclassified some staff training expenses for €6 million. These staff training expenses were carried out by an external organization and were regarded as having counterparty for the Group. Formally accounted for in "Taxes other than income taxes", they are now accounted for in "External services".

### A. CONSOLIDATED INCOME STATEMENT

(in millions of euros)	2014 published	Capitalised production <sup>(1)</sup>	2014 restated
<b>Revenue</b>	<b>2,791</b>	-	<b>2,791</b>
Other operating income	7	-	7
Capitalised production and change in finished good inventory	79	(79)	-
Consumables	(102)	-	(102)
Employee benefit costs	(738)	52	(686)
Other operating expenses	(931)	27	(904)
Depreciation, amortisation and impairment, net of reversals	(442)	-	(442)
Share of profit or loss in associates and joint ventures from operating activities	73	-	73
Other operating income and expenses	(7)	-	(7)
<b>Operating income (including operating activities of associates)</b>	<b>730</b>	-	<b>730</b>
Financial income	40	-	40
Financial expenses	(155)	-	(155)
<b>Financial income</b>	<b>(115)</b>	-	<b>(115)</b>
Share of profit or loss in associates and joint ventures from non-operating activities	(2)	-	(2)
<b>Income before tax</b>	<b>613</b>	-	<b>613</b>
Income tax expense	(210)	-	(210)
<b>Net results from continuing activities</b>	<b>403</b>	-	<b>403</b>
<b>Net income for the period</b>	<b>403</b>	-	<b>403</b>
Net income attributable to non-controlling interests	1	-	1
<b>Net income attributable to owners of the parent company</b>	<b>402</b>	-	<b>402</b>
<b>Earnings per share attributable to owners of the parent company</b>			
Basic earnings per share (in €)	4.07	-	4.07
Diluted earnings per share (in €)	4.07	-	4.07
<b>Earnings per share from continuing activities attributable to owners of the parent company</b>			
Basic earnings per share (in €)	4.07	-	4.07
Diluted earnings per share (in €)	4.07	-	4.07

<sup>1</sup> Reclassification of capitalised production and some training costs.



## B. MANAGEMENT ACCOUNTING STATEMENT

(in millions of euros)	2014 published	Capitalised production <sup>(1)</sup>	2014 restated
<b>Revenue</b>	<b>2,791</b>	-	<b>2,791</b>
Capitalised production and change in finished good inventory	79	(79)	-
<b>Gross activity for the period</b>	<b>2,870</b>	<b>(79)</b>	<b>2,791</b>
Consumables	(102)	-	(102)
External services	(670)	23	(647)
<b>Added value</b>	<b>2,098</b>	<b>(56)</b>	<b>2,042</b>
Employee benefit costs	(738)	52	(686)
Taxes other than income taxes	(240)	6	(234)
Other operating expenses	(21)	(2)	(23)
Other operating income	7	-	7
Net allowances to provisions and Impairment of receivables	3	-	3
<b>EBITDA</b>	<b>1,109</b>	-	<b>1,109</b>
EBITDA/Revenue	+39.7%	-	+39.7%
Amortisation & Depreciation	(445)	-	(445)
Share of profit or loss in associates and joint ventures from operating activities	73	-	73
<b>Operating income from ordinary activities (including operating activities of associates)</b>	<b>737</b>	-	<b>737</b>
Other operating income and expenses	(7)	-	(7)
<b>Operating income (including operating activities of associates)</b>	<b>730</b>	-	<b>730</b>
Financial income	(115)	-	(115)
Share of profit or loss of non-operating associates and joint ventures	(2)	-	(2)
<b>Income before tax</b>	<b>613</b>	-	<b>613</b>
Income tax expense	(210)	-	(210)
<b>Net results from continuing activities</b>	<b>403</b>	-	<b>403</b>
<b>Net income for the period</b>	<b>403</b>	-	<b>403</b>

<sup>1</sup> Reclassification of capitalised production and some training costs.



## Note 9 Operating sectors

### 9.1 New accounting management model

In order to simplify the readability of accounting sector performance and to optimise the allocation of internal exchanges, Aéroports de Paris implemented a new accounting management system being applied since 1 January 2015 (see note 3). The impacts of this change are developed in note 9.2.

Revenue and net income of Aéroports de Paris Group break down as follows:

(in millions of euros)	2015						Total
	Aviation	Retail and services	Real estate	International and airport developments	Other activities	Unallocated and inter-sector eliminations	
<b>Revenue</b>	<b>1,735</b>	<b>917</b>	<b>265</b>	<b>96</b>	<b>215</b>	<b>(312)</b>	<b>2,916</b>
• Of which generated with third parties	1,734	776	213	83	110	-	2,916
• Of which inter-sector revenue	1	141	52	13	105	(312)	-
<b>EBITDA</b>	<b>443</b>	<b>552</b>	<b>170</b>	<b>(8)</b>	<b>27</b>	<b>-</b>	<b>1,184</b>
Amortisation & Depreciation	(305)	(94)	(42)	(1)	(15)	-	(457)
Share of profit or loss in associates and joint ventures from operating activities	-	10	(13)	63	-	-	60
Before adjustments related to acquisition of holdings	-	10	(13)	110	-	-	107
Adjustments related to acquisition of holdings <sup>(1)</sup>	-	-	-	(47)	-	-	(47)
<b>Operating income from ordinary activities (including operating activities of associates)<sup>(2)</sup></b>	<b>139</b>	<b>468</b>	<b>115</b>	<b>53</b>	<b>12</b>	<b>-</b>	<b>787</b>
<b>Operating income (including operating activities of associates)<sup>(2)</sup></b>	<b>139</b>	<b>468</b>	<b>115</b>	<b>53</b>	<b>12</b>	<b>-</b>	<b>787</b>
Financial income							(106)
Share of profit or loss in associates and joint ventures from non-operating activities							6
Income tax expense							(256)
<b>Net income for the period from continuing activities</b>							<b>431</b>
<b>Net income for the period</b>							<b>431</b>
Net income attributable to non-controlling interests							1
Net income attributable to owners of the parent company							430

<sup>1</sup> These adjustments relate mainly to the depreciation of intangible assets (concession agreements, customer relationship).

<sup>2</sup> Including profit/loss of associates from operating activities.


Year 2014<sup>(1)</sup>

(in millions of euros)	Aviation	Retail and services	Real estate	International and airport developments	Other activities	Unallocated and Inter-sector eliminations	Total
<b>Revenue</b>	<b>1,672</b>	<b>884</b>	<b>264</b>	<b>79</b>	<b>199</b>	<b>(307)</b>	<b>2,791</b>
• Of which generated with third parties	1,668	750	212	66	95	-	2,791
• Of which inter-sector revenue	4	134	52	13	104	(307)	-
<b>EBITDA</b>	<b>397</b>	<b>523</b>	<b>164</b>	<b>-</b>	<b>25</b>	<b>-</b>	<b>1,109</b>
Amortisation & Depreciation	(305)	(80)	(45)	(1)	(14)	-	(445)
Share of profit or loss in associates and joint ventures from operating activities	-	9	-	64	-	-	73
Before adjustments related to acquisition of holdings	-	9	-	111	-	-	120
Adjustments related to acquisition of holdings <sup>(2)</sup>	-	-	-	(47)	-	-	(47)
<b>Operating income from ordinary activities (including operating activities of associates)<sup>(3)</sup></b>	<b>92</b>	<b>451</b>	<b>119</b>	<b>64</b>	<b>11</b>	<b>-</b>	<b>737</b>
Other operating income and expenses	-	-	-	-	(7)	-	(7)
<b>Operating income (including operating activities of associates)<sup>(3)</sup></b>	<b>92</b>	<b>451</b>	<b>119</b>	<b>64</b>	<b>4</b>	<b>-</b>	<b>730</b>
Financial income							(115)
Share of profit or loss in associates and joint ventures from non-operating activities							(2)
Income tax expense							(210)
<b>Net income for the period from continuing activities</b>							<b>403</b>
<b>Net income for the period</b>							<b>403</b>
Net income attributable to non-controlling interests							1
Net income attributable to owners of the parent company							402

<sup>1</sup> Figures restated after changes in accounting policies as described in note 8 and the implementation of a new accounting management model.

<sup>2</sup> These adjustments relate mainly to the depreciation of intangible assets (concession agreements, customer relationship).

<sup>3</sup> Including profit/loss of associates from operating activities.

## 9.2 Change in sectors

The operating sectors published as 2014 was as follows:

Year 2014 published							
(in millions of euros)	Aviation	Retail and services	Real estate	International and airport developments	Other activities	Unallocated and inter-sector eliminations	Total
<b>Revenue</b>	<b>1,671</b>	<b>956</b>	<b>264</b>	<b>79</b>	<b>202</b>	<b>(381)</b>	<b>2,791</b>
• Of which generated with third parties	1,667	748	212	66	98	-	2,791
• Of which inter-sector revenue	4	208	52	13	104	(381)	-
<b>EBITDA</b>	<b>363</b>	<b>560</b>	<b>168</b>	<b>(2)</b>	<b>20</b>	<b>-</b>	<b>1,109</b>
Amortisation & Depreciation	(280)	(107)	(44)	(1)	(13)	-	(445)
Share of profit or loss in associates and joint ventures from operating activities	-	9	-	64	-	-	73
Before adjustments related to acquisition of holdings	-	9	-	111	-	-	120
Adjustments related to acquisition of holdings <sup>(1)</sup>	-	-	-	(47)	-	-	(47)
<b>Operating income from ordinary activities (including operating activities of associates)<sup>(2)</sup></b>	<b>83</b>	<b>463</b>	<b>123</b>	<b>62</b>	<b>6</b>	<b>-</b>	<b>737</b>
Other operating income and expenses	-	-	-	-	(7)	-	(7)
<b>Operating income (including operating activities of associates)<sup>(2)</sup></b>	<b>83</b>	<b>463</b>	<b>123</b>	<b>62</b>	<b>(1)</b>	<b>-</b>	<b>730</b>
Financial income							(115)
Share of profit or loss in associates and joint ventures from non-operating activities							(2)
Income tax expense							(210)
<b>Net income for the period from continuing activities</b>							<b>403</b>
<b>Net income for the period</b>							<b>403</b>
Net income attributable to non-controlling interests							1
Net income attributable to owners of the parent company							402

<sup>1</sup> These adjustments relate mainly to the depreciation of intangible assets (concession agreements, customer relationship).

<sup>2</sup> Including profit/loss of associates from operating activities.



### Impact on 2014 as published<sup>(1)</sup>

(in millions of euros)	Aviation	Retail and services	Real estate	International and airport developments	Other activities	Unallocated and inter-sector eliminations	Total
<b>Revenue</b>	<b>1</b>	<b>(72)</b>	<b>-</b>	<b>-</b>	<b>(3)</b>	<b>74</b>	<b>-</b>
• Of which generated with third parties	1	2	-	-	(3)	-	-
• Of which inter-sector revenue	-	(74)	-	-	-	74	-
<b>EBITDA</b>	<b>34</b>	<b>(37)</b>	<b>(4)</b>	<b>2</b>	<b>5</b>	<b>-</b>	<b>-</b>
Amortisation & Depreciation	25	(27)	1	-	1	-	-
Share of profit or loss in associates and joint ventures from operating activities	-	-	-	-	-	-	-
Before adjustments related to acquisition of holdings	-	-	-	-	-	-	-
Adjustments related to acquisition of holdings <sup>(2)</sup>	-	-	-	-	-	-	-
<b>Operating income from ordinary activities (including operating activities of associates)<sup>(3)</sup></b>	<b>9</b>	<b>(12)</b>	<b>(4)</b>	<b>2</b>	<b>5</b>	<b>-</b>	<b>-</b>
Other operating income and expenses	-	-	-	-	-	-	-
Operating income (including operating activities of associates) <sup>(3)</sup>	9	(12)	(4)	2	5	-	-

<sup>1</sup> Figures restated after changes in accounting policies as described in note 8 and the implementation of a new accounting management model.

<sup>2</sup> These adjustments relate mainly to the depreciation of intangible assets (concession agreements, customer relationship).

<sup>3</sup> Including profit/loss of associates from operating activities.

The main changes integrated in the new accounting management model of Aéroports de Paris are as follow:

- a) the split of internal exchanges by primary nature of expenses or revenues and their attachment to the relating accounting group in the P&L;
- with regards to incomes, this change results in a transfer of inter-sector disposals previously in "other revenue":
  - to the other revenue items for the flows linked to internal services that can be regarded as services made for external third parties for whom an external sale price exists: energy sales, offices rent and removal of waste,
  - that reduces expenses, to the relating expense items of the P&L for the other kinds of inter-sector disposals: maintenance services, research department, support, overhead expenses, etc.;

- with regard to expenses, inter-sector consumptions previously located in a single line of operational expenses are now spread by primary nature of expenses and affected to the relating item of the P&L:
  - as a consequence, amortisations, previously integrated in these flows of inter-sector consumptions, are now attached to the corresponding line of the P&L;
- b) the allocation of operational support activities and mutual facilities to the sector for which they deliver most services (Aviation and Retail & Services sectors most of the time) whereas before, they were isolated and billed back to each sector of activity;
- c) the optimization of the internal management rules by encouraging distribution and ensuring the homogenization of these rules within the company. Main changes are:
  - the harmonization of management rules linked to common expenses that can be billed back to air terminals;
  - the optimization of the distribution criterions for amortisations linked to common expenses that cannot be billed back to air terminals;
  - the simplification of the absorption rule for overhead expenses by the operational sectors (in proportion to the expenses).

## Note 10 Revenue

The breakdown of the Group's revenue is as follows:

(in millions of euros)	2015	2014
Airport fees	998	951
Ancillary fees	216	200
Revenue from airport safety and security services	486	485
Retail activities	435	402
Car parks and access roads	176	182
Industrial services revenue	44	42
Rental income	323	324
Other revenue	238	205
<b>TOTAL</b>	<b>2,916</b>	<b>2,791</b>

Consolidated revenue of Aéroports de Paris Group is up slightly, by 4.5%, at €2,916 million, mainly due to:

- a strong increase in airport fees (+5.0%, to €998 million), driven by good passenger traffic dynamics (+3.0% at the Paris airports) and the increase in tariffs on 1 April 2014 (+2.95%) and on 1 April 2015 (+2.4%);
- the growth of 8.8% of ancillary fees (to €208 million) supported by the growth of de-icing fees (+31% at €16 million) due to a harsh winter in 2015, as well as a growth in fee for assistance to disabled people (PRM), in check-in desks fees and luggage sorting fees;
- the continued performance of retail activities (+3.8%, at €917 million), supported by the strong activity in airside shops, thanks to the favourable currency exchange rate, the full year operating of the luxury block at Hall K in terminal 2E and the increase of advertisement revenues, offsetting the decrease in car parks revenues (-3.9% at €176 millions) due to lower parking time.

The breakdown of the Group's revenue per operating sector and main customers is as follows:

(in millions of euros)	2015					Total
	Aviation	Retail and services	Real estate	International and airport developments	Other activities	
<b>Revenue</b>	<b>1,734</b>	<b>776</b>	<b>213</b>	<b>83</b>	<b>110</b>	<b>2,916</b>
Air France	575	69	78	-	9	731
Easy Jet	60	1	-	-	-	61
Federal Express Corporation	10	1	23	-	-	34
Delta Airlines Inc	24	1	-	-	-	25
Emirates	19	1	-	-	-	20
Corsair SA	18	1	-	-	-	19
Vueling Airlines SA	24	-	-	-	-	24
Royal Air Maroc	20	-	-	-	-	20
Air Algérie	20	-	-	-	-	20
Other airlines	429	19	5	-	1	454
<b>TOTAL AIRLINES</b>	<b>1,199</b>	<b>93</b>	<b>106</b>	<b>-</b>	<b>10</b>	<b>1,408</b>
Direction Générale de l'Aviation Civile	502	-	-	-	-	502
Société de Distribution Aéroportuaire	-	273	-	-	1	274
Média Aéroports de Paris	-	34	-	-	-	34
Relay@adp	-	27	-	-	-	27
Travelex Paris SAS	-	22	-	-	-	22
Other customers	31	327	109	83	99	649
<b>TOTAL OTHERS CUSTOMERS</b>	<b>533</b>	<b>683</b>	<b>109</b>	<b>83</b>	<b>100</b>	<b>1,508</b>





2014<sup>(1)</sup>

(in millions of euros)	Aviation	Retail and services	Real estate	International and airport developments	Other activities	Total
<b>Revenue</b>	<b>1,668</b>	<b>750</b>	<b>212</b>	<b>66</b>	<b>95</b>	<b>2,791</b>
Air France	539	72	84	-	9	704
Easy Jet	59	1	-	-	-	60
Federal Express Corporation	8	1	24	-	-	33
Delta Airlines Inc	21	1	-	-	-	22
Royal Air Maroc	20	-	-	-	-	20
Vueling Airlines SA	20	-	-	-	-	20
Other airlines	474	22	8	-	7	511
<b>TOTAL AIRLINES</b>	<b>1,141</b>	<b>97</b>	<b>116</b>	<b>-</b>	<b>16</b>	<b>1,370</b>
Direction Générale de l'Aviation Civile	505	-	-	-	-	505
Société de Distribution Aéroportuaire	-	253	-	-	1	254
Média Aéroports de Paris	-	29	-	-	-	29
Relay@adp	-	27	-	-	-	27
Other customers	22	344	96	66	78	606
<b>TOTAL OTHERS CUSTOMERS</b>	<b>527</b>	<b>653</b>	<b>96</b>	<b>66</b>	<b>79</b>	<b>1,421</b>

<sup>1</sup> Figures restated after the implementation of a new accounting management model as described in note 9.

## Note 11 Other operating income

The breakdown of other ordinary operating income is as follows:

(in millions of euros)	2015	2014
Investment grants recognized in the income statement	5	3
Other income	13	4
<b>TOTAL</b>	<b>18</b>	<b>7</b>

## Note 12 Consumables

Consumables are detailed as follows:

(in millions of euros)	2015	2014
Cost of goods	(29)	(26)
Electricity	(24)	(24)
Studies, research and compensation of intermediaries	(14)	(13)
Gas and other fuels	(10)	(10)
Industrial supplies non stored	(11)	(10)
Other purchases	(21)	(19)
<b>TOTAL</b>	<b>(109)</b>	<b>(102)</b>

The change in other purchases is mainly due to winter products and industrial supplies in Aéroports de Paris SA.

## Note 13 Cost of employee benefits

### 13.1 Staff expenses and number of employees

Staff expenses can be analysed as follows:

(in millions of euros)	2015	2014 <sup>(1)</sup>
Salaries and wages	(473)	(468)
Social security expenses	(240)	(234)
Salaries and social security expenses - capitalised production	53	52
Employees' profit sharing and incentive plans	(38)	(31)
Net allowances to provisions for employee benefit obligations	(9)	(5)
<b>TOTAL</b>	<b>(707)</b>	<b>(686)</b>

<sup>1</sup> Figures restated after changes in accounting policies as described in note 8.

The Competitiveness Employment Tax Credit ("CICE") amounts to €7 million as in 2014. It is recognized as a reduction of staff expenses in "salaries and wages".

The average number of employees can be broken down as follows:

	2015	2014
<b>Average number of employees</b>	<b>8,996</b>	<b>9,018</b>
Aéroports de Paris	6,553	6,798
Hub Safe Group	1,545	1,359
Hub One Group	447	438
ADP Ingénierie Group	411	384
Aéroports de Paris Management Group	40	39

The full-time workforce in the parent company had decreased by 3.6% mainly under the effect of the voluntary departure plan engaged in 2014.

### 13.2 Post employee benefits and other long term obligations

#### 13.2.1 Description of the various benefits

##### A. END-OF-CAREER INDEMNITIES

The Group offers end-of-career indemnities to employees entitled to assert their right to retire. Benefit paid is in form of a capital in months of salary based on seniority within the Group performed at the date of retirement. Employer contributions are due on this amount.

The main risks to this plan are the risks of increase in employer contributions applicable to the Group, renegotiation of rights defined by the company's agreement and changes in the amount of the minimum legal retirement indemnity.

##### B. HEALTH COVERAGE

Aéroports de Paris contributes to financing the contribution of two mutual insurance agreements covering two closed populations of retired employees.

The main risks identified are the risk of:

- increase in employers' contributions applicable to the financial participation of Aéroports de Paris;

- the increase in medical costs incurred by the mutual, as they have an impact on the financial participation of Aéroports de Paris.

##### C. DEFINED BENEFIT PLAN

Aéroports de Paris provides additional retirement pensions and has insurance contracts to support the management of annuity payments.

In this context, Aéroports de Paris has opted for the Fillon tax on the premiums paid into the collective fund of the insurer (24%) for the defined benefit plan, and the tax on annuities paid by the insurer (32% for liquidations occurred from the 1 January 2013) for the other schemes. Therefore, the main risk is a legal upward revision of the Fillon tax, which would automatically increase the Group's commitment.

There are three defined benefit plans:

- a defined benefit plan – This plan is of additional type and relates to all employees;
- a supplementary pension scheme – This pension scheme is:
  - of additional type for fire-fighters. The temporary pension is paid simultaneously with PARDA annuity,
  - a life annuity and of differential type for a majority of the beneficiaries of the PARDA scheme;



- a supplementary pension scheme “Executives” – This pension scheme is a life annuity and of differential type for a population of qualified executives. This pension scheme has been rejected in 2015.

#### D. OTHER BENEFITS

Aéroports de Paris provides other benefits to its employees generating a social commitment:

- an early retirement scheme PARDA: this early retirement scheme consists of paying income replacement benefits during a temporary period before retirement of fire-fighters as well as the corresponding social contributions and the Fillion tax (50%);
- a long service award for its employees.

### 13.2.2 Breakdown of obligations under the various benefits

Breakdown of obligations, changes in assets and liabilities and reconciliation in the balance sheet, and in the income statement:

(in millions of euros)	Post-employment benefits			Other long-term benefits		Total as at 31/12/2015	Total as at 31/12/2014
	Retirement Plan	Health cover	Additional retirement benefits	PARDA	Long-service medals		
Present value of obligation at opening	312	81	70	10	1	474	396
Service costs for the period	18	-	2	2	-	22	19
Interest costs	6	2	1	-	-	9	13
Actuarial gain/(loss) in the period <sup>(1)</sup>	(42)	(5)	24	(1)	-	(24)	60
Benefits paid	(4)	(4)	(4)	(1)	-	(13)	(13)
Reduction/curtailment	-	-	(25)	-	-	(25)	(1)
<b>Present value of obligation at closing</b>	<b>290</b>	<b>74</b>	<b>68</b>	<b>10</b>	<b>1</b>	<b>443</b>	<b>474</b>
Fair value of plan assets at beginning of period	-	-	(2)	-	-	(2)	(2)
Contributions paid	-	-	(4)	-	-	(4)	(3)
Benefits paid	-	-	4	-	-	4	3
<b>Fair value of plan assets</b>	<b>-</b>	<b>-</b>	<b>(2)</b>	<b>-</b>	<b>-</b>	<b>(2)</b>	<b>(2)</b>
Commitments unfunded at end of period	290	74	66	10	1	441	472
<b>Liabilities recognized in the balance sheet at end of period</b>	<b>290</b>	<b>74</b>	<b>66</b>	<b>10</b>	<b>1</b>	<b>441</b>	<b>472</b>
Interest costs	6	2	1	-	-	9	13
Service cost for the period	18	-	2	2	-	22	19
Reduction/curtailment	-	-	(25)	-	-	(25)	(1)
<b>Expense for the period</b>	<b>24</b>	<b>2</b>	<b>(22)</b>	<b>2</b>	<b>-</b>	<b>6</b>	<b>31</b>
Liabilities recognized in the balance sheet at beginning of period	312	81	68	10	1	472	394
Expense for the period	24	2	(22)	2	-	6	31
Impact of other comprehensive income	(42)	(5)	24	(1)	-	(24)	60
Benefits and contributions paid directly	(4)	(4)	(4)	(1)	-	(13)	(13)
<b>Liabilities recognized in the balance sheet at end of period</b>	<b>290</b>	<b>74</b>	<b>66</b>	<b>10</b>	<b>1</b>	<b>441</b>	<b>472</b>

<sup>1</sup> Total actuarial gain generated in 2015 on a commitment of €24 million is broken down as follow: €24 million experience gains, €22 million loss due to change in assumptions and €22 million gain due to change in financial assumption.

The flows explaining the changes in provision are as follows:

(in millions of euros)	Present value of employee benefit obligation	Fair value of plan assets	Net actuarial liability
<b>As at Jan 1, 2014</b>	<b>396</b>	<b>(2)</b>	<b>394</b>
Service costs for the period	19	-	19
Interests costs	13	-	13
Actuarial gain/(loss) in the period	60	-	60
Reduction/curtailment	(1)	-	(1)
Cash flows:			
• Payments to beneficiaries	(13)	-	(13)
• Contributions paid	-	(3)	(3)
• Payments received from third parties	-	3	3
<b>As at Dec. 31, 2014</b>	<b>474</b>	<b>(2)</b>	<b>472</b>
Service costs for the period	22	-	22
Interests costs	9	-	9
Actuarial gain/(loss) in the period	(24)	-	(24)
Cash flows:			
• Payments to beneficiaries	(13)	-	(13)
• Contributions paid	-	(4)	(4)
• Payments received from third parties	-	4	4
Reduction/curtailment	(25)	-	(25)
<b>As at Dec. 31, 2015</b>	<b>443</b>	<b>(2)</b>	<b>441</b>

### 13.2.3 Assumptions and sensitivity analysis

The main assumptions used are as follows:

	As at Dec. 31, 2015
Discount rate/Expected rate of return on plan assets	2.00%
Inflation rate	1.75%
Salary escalation rate (inflation included)	1.75% – 3.75%
Future increase in health care expenses	4.75%
Average retirement age	62 – 64 years

The rate used for discounting the commitment is representative of the rate of return for first-class bonds in euros with duration comparable to those of the commitments involved (weighted average duration of 12.0 years).

Mortality assumptions used are those defined by:

- mortality tables of men/women TH-TF 2011-2013 on the service period of beneficiaries; and
- generational tables of men/women TGH-F 2005 on the period of service of annuities.

The following table shows for each key assumption how the obligation of the Aéroports de Paris would have been affected as of 31 December 2015 by changes in the relevant actuarial assumptions that were reasonably possible at that date:

(in millions of euros)	Low assumption	Impact on present value of obligation at 31/12/15	High assumption	Impact on present value of obligation at 31/12/15
Drift in medical costs	-1.00%	(8)	1.00%	9
Discount rate/Expected rate of return on plan assets	-0.50%	26	0.50%	(24)
Mortality rate	-1 year	7	+1 year	(8)
Salary escalation rate (inflation included)	-0.50%	(17)	0.50%	18



### 13.2.4 Provisions for employee benefit commitments on the balance sheet

Provisions for employee benefit obligations have evolved as follows on the liabilities of the balance sheet:

(in millions of euros)	2015	2014
<b>Provisions as at 1 January</b>	<b>472</b>	<b>394</b>
<b>Increases</b>	<b>31</b>	<b>92</b>
• Operating allowances	22	19
• Financial allowances	9	13
• Recognition of actuarial net losses	-	60
<b>Decreases</b>	<b>(62)</b>	<b>(14)</b>
• Provisions used	(13)	(14)
• Recognition of actuarial net gains	(24)	-
• Reduction/curtailment	(25)	-
<b>Provisions at 31 December</b>	<b>441</b>	<b>472</b>
<i>Of which</i>		
• Non-current portion	426	452
• Current portion	15	20

### 13.2.5 Better estimate of the contributions to be paid

The amount for contributions that the Group believes it will need to pay into the assets side of the defined benefits schemes in 2015 is not of a significant nature.

## Note 14 Other current operating expenses

### 14.1 Summary statement

(in millions of euros)	2015	2014 <sup>(1)</sup>
External services	(668)	(647)
Taxes other than income taxes	(237)	(234)
Other operating expenses	(15)	(23)
<b>TOTAL</b>	<b>(920)</b>	<b>(904)</b>

<sup>1</sup> Figures restated after changes in accounting policies as described in note 8.



## 14.2 Breakdown of other external services and charges

(in millions of euros)	2015	2014 <sup>(1)</sup>
Sub-contracting	(403)	(381)
• Security	(152)	(150)
• Cleaning	(72)	(71)
• Passenger with restricted mobility	(55)	(50)
• Transportation	(31)	(30)
• Recycling trolleys	(13)	(13)
• Guard service	(8)	(8)
• Other	(72)	(59)
Maintenance and repairs	(129)	(136)
Studies, research and compensation of intermediaries	(41)	(44)
External personnel	(12)	(14)
Insurance	(13)	(11)
Travel and entertainment	(11)	(14)
Advertising, publications, public relations	(18)	(16)
Other external expenses & services	(41)	(31)
<b>TOTAL</b>	<b>(668)</b>	<b>(647)</b>

<sup>1</sup> Figures restated after changes in accounting policies as described in note 8.

## 14.3 Breakdown of taxes other than income taxes

(in millions of euros)	2015	2014 <sup>(1)</sup>
Territorial financial contribution	(57)	(70)
Property tax	(83)	(71)
Other taxes other than income taxes	(97)	(93)
<b>TOTAL</b>	<b>(237)</b>	<b>(234)</b>

<sup>1</sup> Figures restated after changes in accounting policies as described in note 8.

## 14.4 Breakdown of other operating charges

Other operating expenses include in particular the amount of fees for concessions, patents, licenses, rights and similar items, losses on bad debts and subsidies granted.



## Note 15 Amortisation, depreciation, impairment and provisions

Changes of the period are detailed as follows:

(in millions of euros)	2015	2014
Amortisation of intangible assets	(20)	(16)
Depreciation of property, plant, equipment and investment property	(437)	(429)
<b>Amortisation net of reversals</b>	<b>(457)</b>	<b>(445)</b>
Impairment of receivables	(17)	(24)
Reversals of impairment of receivables	5	12
<b>Impairment of receivables, net of reversals</b>	<b>(12)</b>	<b>(12)</b>
Allowances to provisions for litigation, claims and other risks	(17)	(21)
Reversals in the period	15	36
<b>Net allowances to provisions<sup>(1)</sup></b>	<b>(2)</b>	<b>15</b>
<b>Net allowances to provisions and impairment of receivables</b>	<b>(14)</b>	<b>3</b>
<b>TOTAL</b>	<b>(471)</b>	<b>(442)</b>

<sup>1</sup> Excluding non-current movements.

Allowances and reversals relate mainly to provisions for Customer and Supplier disputes.

## Note 16 Other operating income and expenses

In 2015, Aéroports de Paris denounced the pension scheme "Executives" which concerned a population of qualified executives. This action led to a €25 million reversal of a provision. Furthermore, the Group has decided to involve more closely its employees to the Group objectives and financial results by proposing an exceptional share purchase plan for a global amount of €25 million. The financial consequences of this

operation recognized in 2015 will be definitively completed during the first semester of 2016.

As of 31 December 2014, other operating income and expenses amounted to €7 million and was related to the impairment of Hub One Mobility goodwill.

## Note 17 Net financial income

The analysis of net financial income is as follows respectively for 2015 and 2014:

(in millions of euros)	Financial income	Financial expenses	Financial income 2015
Gross interest expenses on debt	-	(116)	(116)
Net income (expense) on derivatives	21	(15)	6
<b>Cost of gross debt</b>	<b>21</b>	<b>(131)</b>	<b>(110)</b>
Income from cash and cash equivalents	2	-	2
<b>Cost of net debt</b>	<b>23</b>	<b>(131)</b>	<b>(108)</b>
Net foreign exchange gains (losses)	15	(11)	4
Impairment and provisions	4	(10)	(6)
Other	5	(1)	4
<b>Other financial income and expenses</b>	<b>24</b>	<b>(22)</b>	<b>2</b>
<b>Net financial income</b>	<b>47</b>	<b>(153)</b>	<b>(106)</b>

(in millions of euros)	Financial income	Financial expenses	Financial income 2014
Gross interest expenses on debt	-	(112)	(112)
Net income (expense) on derivatives	26	(21)	5
<b>Cost of gross debt</b>	<b>26</b>	<b>(133)</b>	<b>(107)</b>
Income from cash and cash equivalents	4	-	4
<b>Cost of net debt</b>	<b>30</b>	<b>(133)</b>	<b>(103)</b>
Income from non-consolidated investments	1	-	1
Net foreign exchange gains (losses)	8	(3)	5
Impairment and provisions	-	(17)	(17)
Other	1	(2)	(1)
<b>Other financial income and expenses</b>	<b>10</b>	<b>(22)</b>	<b>(12)</b>
<b>Net financial income</b>	<b>40</b>	<b>(155)</b>	<b>(115)</b>

Gains and losses by category of financial instruments are as follows:

(in millions of euros)	2015	2014
<b>Income, expenses, profits and loss on debt at amortised cost</b>	<b>(110)</b>	<b>(108)</b>
Interest charges on debt at amortised cost	(116)	(112)
Net interest on derivative instruments held as cash-flow hedges	-	(1)
Net interest on derivative instruments held as fair value hedges	3	3
Change in value of fair value hedging instruments	17	1
Change in value of hedged items	(14)	1
<b>Gains and losses of financial instruments recognized at fair value in the income statement</b>	<b>3</b>	<b>5</b>
Gains on cash equivalents (fair value option)	3	4
Gains on derivative instruments not classified as fair value hedges (trading derivatives)	-	1
<b>Profits and losses on assets held for sale</b>	<b>3</b>	<b>(2)</b>
Net allowances to provisions	3	(2)
<b>Other profits and losses on loans, credits and debts and amortised cost</b>	<b>7</b>	<b>3</b>
Net foreign exchange gains (losses)	4	6
Other net profit	3	(3)
<b>Financial allowances to provisions for employee benefit obligations</b>	<b>(9)</b>	<b>(13)</b>
Financial allowances to provisions for employee benefit obligations	(9)	(13)
<b>TOTAL NET GAINS (NET LOSSES) RECOGNIZED IN THE INCOME STATEMENT</b>	<b>(106)</b>	<b>(115)</b>
Change in fair value (before tax) recognized in equity <sup>(1)</sup>	-	1
<b>TOTAL NET GAINS (NET LOSSES) RECOGNIZED DIRECTLY IN EQUITY</b>	<b>-</b>	<b>1</b>

<sup>1</sup> Except for change related to associated entities.



## Note 18 Investments in associates and joint ventures

### 18.1 Profit and loss of associates and joint ventures

The amounts appearing within the income statement are broken down by entity as follows:

(in millions of euros)	2015	2014
<b>International and airport developments</b>	<b>63</b>	<b>64</b>
• Schiphol Group (Netherlands)	19	16
• TAV Airports (Turkey)	36	40
• TAV Construction (Turkey)	6	8
• Other	2	-
<b>Retail and services</b>	<b>10</b>	<b>9</b>
• Société de Distribution Aéroportuaire	6	6
• Média Aéroports de Paris	2	2
• Relay@ADP	2	1
<b>Real estate</b>	<b>(13)</b>	<b>-</b>
<b>Share of profit or loss in associates and joint ventures from operating activities</b>	<b>60</b>	<b>73</b>
<b>Share of profit or loss in associates and joint ventures from non-operating activities</b>	<b>6</b>	<b>(2)</b>
<b>TOTAL INVESTMENT IN ASSOCIATES</b>	<b>66</b>	<b>71</b>
Of which adjustments related to acquisition <sup>(1)</sup>		
Schiphol Group	(4)	(4)
TAV Airports	(43)	(43)
<b>TOTAL</b>	<b>(47)</b>	<b>(47)</b>

<sup>1</sup> These adjustments relate mainly to the depreciation of intangible assets (concession agreements, customer relationship).

#### 18.1.1 Share of profit or loss from operating associates and joint ventures

The share of profit or loss mainly relates to TAV Airports, TAV Construction, Nuevo Pudahel (Chili), Schiphol Group, Société de Distribution Aéroportuaire, Relay@ADP, Média Aéroports de Paris, as well as real estate companies.

Investments in TAV Airports, TAV Construction and Schiphol Group are accounted for under the equity method given the nature of control or influence of Aéroports de Paris SA over these Groups (joint control over TAV Airports and TAV Construction and significant influence over Schiphol). Their results are presented in profit/loss of associates and joint ventures from operating activities.

Regarding Schiphol Group, despite the percentage of interests of Aéroports de Paris that stands below the 20% presumption threshold, the significant influence has been considered based on the following considerations:

- the two groups have signed a long-term industrial cooperation and cross-shareholding agreement;
- an Industrial Cooperation Committee has been established to supervise cooperation between the two companies in nine areas of cooperation. This Committee is made up of four representatives of both companies and chaired on a rotating basis by the Chairman and Chief Operating Officer of Aéroports de Paris and the Chairman and CEO of Schiphol Group;

- the Chairman and CEO of Aéroports de Paris is a member of Schiphol Group's Supervisory Board and of the audit committee;
- International airport developments are carried out jointly.

In 2015, the loss from operating activities related to the real estate sector is mainly due to the depreciation of studies linked to office projects for Cœur d'Orly.

#### 18.1.2 Share of profit or loss from non-operating associates and joint ventures

The share of profit or loss concerns SETA and Liège Airport.

As at 31 December 2015, the net value of Cires shares which amounts to €1 million have been classified as held for sale. This sale is highly probable and should be realized in the first quarter of 2016.

On 5 May 2015, Aéroports de Paris SA exercised the call option granted to it by G3S covering 20% of the share capital and the voting rights of Alyzia Holding amounting to €10 million. As of 31 December 2014, the net value of Alyzia shares which amounted to €1 million was classified as held for sale. The result on the disposal which amounts to €9 million is presented in the line "share of profit or loss in associates and joint ventures from non-operating activities".

## 18.2 Impairment tests on investments in associates and joint ventures

Investments in associates are tested for impairment when the Group identifies one or more events likely to have an impact on the future estimated cash flows from these associates.

At 31 December 2015 there is no indication of loss in value that may have a material impact on the estimated future cash flows with respect to the Group's interests in associates.

Concerning TAV Airports, to our knowledge, the third Istanbul Airport building project should not have any significant impact on TAV Airports future income from the concession of the Atatürk Istanbul Airport.

Besides, the value of the holding of Aéroports de Paris in TAV Airports, based on the stock price and the Euro/Turkish lira parity as of 31 December 2015, is €792 million, and is substantially greater than the value €662 million recognised as investments in associates in the balance sheet.

## 18.3 Breakdown of balance sheet amounts

The amounts relating to holdings entered in line with the equity method can be analysed as follows:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
<b>International and airport developments</b>	<b>1,186</b>	<b>1,129</b>
• Schiphol Group (Netherlands)	414	404
• TAV Airports (Turkey)	662	660
• TAV Construction (Turkey)	75	62
• Nuevo Pudahel (Chile)	27	-
• Medunarodna Zračna Luka Zagreb (Croatia)	7	4
• Other	1	(1)
<b>Retail and services</b>	<b>25</b>	<b>17</b>
• Société de Distribution Aéroportuaire	10	10
• Média Aéroports de Paris	6	5
• Relay@ADP	4	3
• EPIGO	6	-
• Other	(1)	(1)
<b>Real estate</b>	<b>8</b>	<b>12</b>
<b>Total activities from operating associates</b>	<b>1,219</b>	<b>1,158</b>
<b>Total activities from non operating associates</b>	<b>15</b>	<b>22</b>
<b>TOTAL INVESTMENT IN ASSOCIATES</b>	<b>1,234</b>	<b>1,180</b>

The goodwill accounted and included within the share consolidated using the equity method, as above amounts to:

- €120 million for Schiphol;
- €56 million for TAV Airports;
- €21 million for TAV Construction.





## 18.4 Changes in share of net assets

Changes in the Group's share of the net asset value of associates and joint ventures at the beginning and ending of the periods are as follows. No impairment of these investments was reported in the current period.

(in millions of euros)	Net amount as at Jan 1, 2015	Share of net profit (loss) for the period	Subscription of share capital	Change in translation adjustment reserves	Change in other reserves and reclassifications	Dividends paid	Net amount as at Dec. 31, 2015
<b>International and airport developments</b>	<b>1,129</b>	<b>63</b>	<b>33</b>	<b>1</b>	<b>9</b>	<b>(49)</b>	<b>1,186</b>
• Schiphol Group (Netherlands)	404	19	-	-	2	(11)	414
• TAV Airports (Turkey)	660	36	-	(4)	8	(38)	662
• TAV Construction (Turkey)	62	6	-	7	-	-	75
• Medunarodna Zračna Luka Zagreb (Croatia)	4	-	3	-	-	-	7
• Nuevo Pudahel (Chili)	-	1	29	(3)	-	-	27
• Other	(1)	1	1	1	(1)	-	1
<b>Retail and services</b>	<b>17</b>	<b>10</b>	<b>6</b>	<b>-</b>	<b>-</b>	<b>(8)</b>	<b>25</b>
• Société de Distribution Aéroportuaire	10	6	-	-	-	(6)	10
• Média Aéroports de Paris	5	2	-	-	-	(1)	6
• Relay@ADP	3	2	-	-	-	(1)	4
• EPIGO	-	-	6	-	-	-	6
• Other	(1)	-	-	-	-	-	(1)
<b>Real estate</b>	<b>12</b>	<b>(13)</b>	<b>-</b>	<b>-</b>	<b>9</b>	<b>-</b>	<b>8</b>
<b>Total activities from operating associates</b>	<b>1,158</b>	<b>60</b>	<b>39</b>	<b>1</b>	<b>18</b>	<b>(57)</b>	<b>1,219</b>
<b>Total activities from non operating associates</b>	<b>22</b>	<b>6</b>	<b>-</b>	<b>-</b>	<b>(9)</b>	<b>(3)</b>	<b>15</b>
<b>TOTAL INVESTMENT IN ASSOCIATES</b>	<b>1,180</b>	<b>66</b>	<b>39</b>	<b>1</b>	<b>9</b>	<b>(60)</b>	<b>1,234</b>

The accounting aggregates of TAV Airports, TAV Construction and Schiphol have been drawn up in compliance with the International Financial Reporting Standards (IFRS) as adopted by the European Union.

## 18.5 Summarized financial information

The aggregate amounts for assets, liabilities, revenue and net income of associates, as they appear within the provisional financial statements for these entities for 2015 and the final financial statements for 2014, are as follows:

(in millions of euros)	TAV Airports		Schiphol Group		TAV Construction	
	As at Dec. 31, 2015	As at Dec. 31, 2014	As at Dec. 31, 2015	As at Dec. 31, 2014	As at Dec. 31, 2015	As at Dec. 31, 2014
Property, plant and equipment	1,952	1,289	4,602	4,313	28	42
Investments in associates	106	104	861	797	-	-
Other non-current financial assets	268	272	126	104	235	178
Deferred tax assets	63	73	186	198	9	-
<b>Non-current assets</b>	<b>2,389</b>	<b>1,738</b>	<b>5,775</b>	<b>5,412</b>	<b>272</b>	<b>220</b>
Inventories	11	10	-	-	6	-
Trade receivables	131	136	193	203	404	347
Other receivables and prepaid expenses	151	313	9	20	206	152
Cash and cash equivalents	629	450	437	178	56	101
<b>Current assets</b>	<b>922</b>	<b>909</b>	<b>639</b>	<b>401</b>	<b>672</b>	<b>600</b>
Assets held for sales	-	-	-	17	-	6
<b>TOTAL ASSETS</b>	<b>3,311</b>	<b>2,647</b>	<b>6,414</b>	<b>5,830</b>	<b>944</b>	<b>826</b>

(in millions of euros)	TAV Airports		Schiphol Group		TAV Construction	
	As at Dec. 31, 2015	As at Dec. 31, 2014	As at Dec. 31, 2015	As at Dec. 31, 2014	As at Dec. 31, 2015	As at Dec. 31, 2014
<b>Shareholders' equity - Group share</b>	<b>847</b>	<b>729</b>	<b>3,694</b>	<b>3,425</b>	<b>111</b>	<b>87</b>
Non controlling interests	(2)	17	32	28	-	-
<b>SHAREHOLDERS' EQUITY</b>	<b>845</b>	<b>746</b>	<b>3,726</b>	<b>3,453</b>	<b>111</b>	<b>87</b>
Non-current debt	922	1,324	1,846	1,800	124	80
Other non-current liabilities	676	234	233	244	71	95
<b>Non-current liabilities</b>	<b>1,598</b>	<b>1,558</b>	<b>2,079</b>	<b>2,044</b>	<b>195</b>	<b>175</b>
Trade payables	198	138	284	328	548	524
Current debt	670	205	325	5	90	40
<b>Current liabilities</b>	<b>868</b>	<b>343</b>	<b>609</b>	<b>333</b>	<b>638</b>	<b>564</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>3,311</b>	<b>2,647</b>	<b>6,414</b>	<b>5,830</b>	<b>944</b>	<b>826</b>



	TAV Airports		Schiphol Group		TAV Construction	
(in millions of euros)	2015	2014	2015	2014	2015	2014
<b>Revenue</b>	<b>1,060</b>	<b>944</b>	<b>1,545</b>	<b>1,474</b>	<b>885</b>	<b>745</b>
Share of profit or loss in associates and joint ventures from operating activities	21	35	-	-	-	-
<b>Operating income</b>	<b>383</b>	<b>321</b>	<b>510</b>	<b>403</b>	<b>19</b>	<b>26</b>
Financial income	15	43	7	15	2	2
Financial expenses	(118)	(98)	(93)	(100)	(11)	(8)
<b>Financial income</b>	<b>(103)</b>	<b>(55)</b>	<b>(86)</b>	<b>(85)</b>	<b>(9)</b>	<b>(6)</b>
Share of profit or loss in associates and joint ventures from non-operating activities	-	-	62	27	-	-
<b>Income before tax</b>	<b>280</b>	<b>266</b>	<b>486</b>	<b>345</b>	<b>10</b>	<b>20</b>
Income tax expense	(80)	(52)	(100)	(71)	3	(3)
<b>Net results from continuing activities</b>	<b>200</b>	<b>214</b>	<b>386</b>	<b>274</b>	<b>13</b>	<b>17</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>216</b>	<b>189</b>	<b>411</b>	<b>279</b>	<b>14</b>	<b>17</b>

## Note 19 Income taxes

### 19.1 Tax rate

The current tax rate used as on 31 December 2015 is stable at 38%.

### 19.2 Analysis of the income tax expense

Within the income statement, the income tax expense is detailed as follows:

(in millions of euros)	2015	2014
Current tax expense	(239)	(205)
Deferred tax expense	(17)	(5)
<b>INCOME TAX EXPENSE</b>	<b>(256)</b>	<b>(210)</b>

These amounts do not include income tax on profit/loss associates and joint ventures, the amounts that appear for these items on the appropriate line of the income statement being net of income tax.

### 19.3 Tax reconciliation

The reconciliation between the theoretical income tax based on the tax rate applicable in France and the effective income tax is as follows:

(in millions of euros)	2015	2014
Net income after tax	431	403
Share of profit or loss from associates and joint ventures <sup>(1)</sup>	(57)	(71)
Income tax expense	256	210
<b>Income before tax and profit/loss of associates<sup>(1)</sup></b>	<b>630</b>	<b>542</b>
<i>Theoretical tax rate applicable in France</i>	<i>38.00%</i>	<i>38.00%</i>
<b>Theoretical tax expense</b>	<b>(239)</b>	<b>(206)</b>
Impact on theoretical tax of:		
• Different rate on foreign taxable income and payment at source	(3)	4
• Previously unrecognized tax loss carryforwards used in the period	1	1
• Additional tax on dividends	(9)	(6)
• Tax losses incurred in the period for which no deferred tax asset was recognized	(4)	(2)
• Changes in unrecognized temporary differences	1	6
• Non-deductible expenses and non-taxable revenue	(11)	(11)
• Tax credits	8	4
<b>Effective tax expense</b>	<b>(256)</b>	<b>(210)</b>
<i>Effective tax rate</i>	<i>40.69%</i>	<i>38.74%</i>

<sup>1</sup> Excluding impact of the disposal of Alyzia shares presented in the line "share of profit in associates from non operating activities" (see note 18).

### 19.4 Deferred tax assets and liabilities broken down by category

Deferred tax assets and liabilities are presented on the balance sheet as follows:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
<b>In respect of deductible temporary differences</b>		
• Employee benefit obligation	151	162
• Amortisation of fees for the study and overseeing of works	19	23
• Provisions and accrued liabilities	13	13
• Other	3	7
<b>For taxable temporary differences</b>		
• Accelerated tax depreciation and other regulated provisions	(382)	(370)
• Finance leases	(11)	(12)
• Revaluation reserves	(8)	(8)
• Other	(14)	(14)
<b>Net deferred tax assets (liabilities)</b>	<b>(229)</b>	<b>(199)</b>

The amortisation of the Fees for the study and overseeing of work (FEST), which appears above within the category of deductible temporary differences, results from the spreading out of previously capitalised costs charged to retained earnings as of 1 January 2003 following accounting adjustments carried out up to that date ahead of the change of the status of the public corporation Aéroports de Paris into a public limited company, and within the framework of the first-time certification of its accounts for the financial year 2003.

Impact on retained earnings as of 1 January 2003 had related to a cost balance, un-amortised to date, of €180 million. After taking into account the corresponding tax effect, that is to say €64 million, the net negative impact on retained earnings was €116 million.

In agreement with tax authorities, this correction resulted, starting from the fiscal year 2004, in tax treatment being spread over the initial amortisation period for these costs.

Within the consolidated financial statements in accordance with IFRS standards, this spread resulted, at the opening of the 2004 financial year, in the recording of deferred tax assets of €64 million. Taking into account the tax deductions applied since 2004 with regard to this spread, the residual amount for deferred tax assets was €19 million as of 31 December 2015.



## 19.5 Table of changes in deferred tax assets and liabilities

Deferred tax assets and liabilities evolved as follows between the beginning and the end of the period:

(in millions of euros)	Assets	Liabilities	Net amount
<b>As at Jan 1, 2015</b>	<b>1</b>	<b>200</b>	<b>(199)</b>
Amount recognized directly through equity on employee benefit obligations	-	8	(8)
Amounts recognized for the period	1	23	(22)
<b>As at Dec. 31, 2015</b>	<b>2</b>	<b>231</b>	<b>(229)</b>

## 19.6 Current tax assets and liabilities

Current tax assets correspond to the amount to be recovered from the tax authorities. Current tax liabilities correspond to the amounts remaining to be paid to these authorities.

These tax assets and liabilities appear as follows:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
<b>Current tax assets</b>		
• Other consolidated entities	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>
<b>Current tax liabilities</b>		
• Aéroports de Paris and tax-consolidated companies	18	21
• Other consolidated entities	5	5
<b>TOTAL</b>	<b>23</b>	<b>26</b>

The Group has no knowledge of any contingent tax assets or liabilities as of 31 December 2015.

## Note 20 Earnings per share

The calculation of earnings per share is as follows at the closing date:

	2015	2014
Weighted average number of outstanding shares (without own shares)	98,959,402	98,957,173
Net profit of continuing activities attributable to owners of the parent company (in million euros)	430	402
<b>Basic earnings per share (in €)</b>	<b>4.35</b>	<b>4.07</b>
<b>Diluted earnings per share (in €)</b>	<b>4.35</b>	<b>4.07</b>
Net income attributable to owners of the parent company (in million euros)	430	402
<b>Basic earnings per share (in €)</b>	<b>4.35</b>	<b>4.07</b>
<b>Diluted earnings per share (in €)</b>	<b>4.35</b>	<b>4.07</b>

Basic earnings per share correspond to the income attributable to holders of equity in the parent company.

The weighted average number of shares corresponds to the number of shares making up the share capital of the parent company, less the

average self-owned shares held during the period, that is to say 1,200 in 2015 and 3,429 in 2014.

There are no diluting equity instruments.



## Note 21 Intangible assets and property, plant and equipment

Intangible assets are detailed as follows:

(in millions of euros)	Goodwill	Software	Other	Fixed assets in progress, related advances & prepayments	Total
<b>As at Jan 1, 2015</b>					
• Gross value	25	203	4	27	259
• Accumulated Amortisation & depreciation	(7)	(169)	(1)	-	(177)
• Accumulated depreciation	-	-	-	-	-
<b>Carrying amount</b>	<b>18</b>	<b>34</b>	<b>3</b>	<b>27</b>	<b>82</b>
<b>As at Dec. 31, 2015</b>					
• Gross value	25	232	4	31	292
• Accumulated Amortisation & depreciation	(7)	(180)	(1)	-	(188)
• Accumulated depreciation	-	-	-	-	-
<b>Carrying amount</b>	<b>18</b>	<b>52</b>	<b>3</b>	<b>31</b>	<b>104</b>

Change in net value of intangible assets is as follows:

(in millions of euros)	Goodwill	Software	Other	Fixed assets in progress, related advances & prepayments	Total
<b>Carrying amount as at Jan 1, 2015</b>	<b>18</b>	<b>34</b>	<b>3</b>	<b>27</b>	<b>82</b>
• Purchases	-	1	-	28	29
• Depreciation and Amortisation	-	(19)	-	-	(19)
• Transfers to and from other headings	-	36	-	(24)	12
<b>Carrying amount as at Dec. 31, 2015</b>	<b>18</b>	<b>52</b>	<b>3</b>	<b>31</b>	<b>104</b>

As of 31 December 2015, the goodwill relates mainly to:

- Roissy Continental Square for €7 million;
- Hub One Mobility for €12 million.

As at 31 December 2014, Hub One Mobility goodwill has been impaired for an amount of €7 million reducing the net value to €12 million.

As at 31 December 2015, no goodwill impairment loss was recognized as the recoverable amount determined on the value in use is higher to the carrying value.

The calculation of value in use is based on forecasted cash flows from operating activities over the horizon of the Group Aéroports de Paris business plan (2016-2025). Beyond 2025, the terminal value is calculated by discounting to infinity a normative cash flow, determined on the basis of a constant 1.5% growth rate. Cash flows were discounted at a rate of 11.9%.

The net amount for transfers to and from other headings relates in particular to the reclassification of fixed assets under construction as tangible and intangible assets.

Property, plant and equipment are detailed as follows:

(in millions of euros)	Land and improvements of land	Buildings	Plant and equipment	Other	Fixed assets in progress, related advances & prepayments	Total
<b>As at Jan 1, 2015</b>						
• Gross value	66	9,957	241	358	253	10,875
• Accumulated Amortisation & depreciation	(13)	(4,557)	(169)	(208)	-	(4,947)
<b>Carrying amount</b>	<b>53</b>	<b>5,400</b>	<b>72</b>	<b>150</b>	<b>253</b>	<b>5,928</b>
<b>As at Dec. 31, 2015</b>						
• Gross value	66	10,036	238	359	456	11,155
• Accumulated Amortisation & depreciation	(14)	(4,803)	(167)	(218)	-	(5,202)
<b>Carrying amount</b>	<b>52</b>	<b>5,233</b>	<b>71</b>	<b>141</b>	<b>456</b>	<b>5,953</b>



Change in net value of property, plant and equipment is as follows:

(in millions of euros)	Land and improvements of land	Buildings	Plant and equipment	Other	Fixed assets in progress, related advances & prepayments	Total
<b>Carrying amount as at Jan 1, 2015</b>	<b>53</b>	<b>5,400</b>	<b>72</b>	<b>150</b>	<b>253</b>	<b>5,928</b>
• Purchases	-	-	7	1	490	498
• Change in advances and prepayments	-	-	-	-	38	38
• Depreciation and Amortisation	(1)	(375)	(17)	(17)	-	(410)
• Transfers to and from other headings	-	208	9	7	(325)	(101)
<b>Carrying amount as at Dec. 31, 2015</b>	<b>52</b>	<b>5,233</b>	<b>71</b>	<b>141</b>	<b>456</b>	<b>5,953</b>

The net amount of transfers to and from other headings mainly concerns the reclassification of fixed assets under construction as tangible and intangible assets. This reclassification focuses in particular on the following implemented items:

- the implementation of the new information system dedicated to financial activities, in particular in the fields of purchasing, sales administration and management control/accounting;
- preparatory works on the future connection building between the two terminals (West and South) at Paris-Orly;
- the creation of a rainwater treatment pipe network;
- the creation of a building dedicated to the maintenance of runway machinery at Paris-Charles de Gaulle;
- purchasing new safety equipment in order to comply with the new regulations (new generation hold baggage inspection equipment);

- the refurbishment of the satellite 3 at Paris-Charles de Gaulle terminal 1;
- construction of a new "faux contact" boarding lounge in the South terminal at Paris-Orly;
- road resurfacing work giving access to the terminal (red network) at Paris-Charles de Gaulle;
- improvements to the hot water production capacities at the Paris-Charles de Gaulle thermal power plant;
- creation of Qatar Airways lounge at Paris-Charles de Gaulle terminal 1.

In accordance with the revised IAS 23 standard, the financial costs from capitalised loans as at 31 December 2015 are €2 million, based on an average rate of capitalisation of 2.71%.

## Note 22 Investment property

### 22.1 Analysis of investment property

Investment property is detailed as follows:

(in millions of euros)	Land, improvements of land and substructure	Buildings	Fixed assets in progress, related advances & prepayments	Total
<b>As at Jan 1, 2015</b>				
• Gross value	113	674	15	802
• Accumulated Amortisation & depreciation	(46)	(313)	-	(359)
<b>Carrying amount</b>	<b>67</b>	<b>361</b>	<b>15</b>	<b>443</b>
<b>As at Dec. 31, 2015</b>				
• Gross value	123	743	53	919
• Accumulated Amortisation & depreciation	(55)	(361)	-	(416)
<b>Carrying amount</b>	<b>68</b>	<b>382</b>	<b>53</b>	<b>503</b>

The change in net value of investment property is as follows:

(in millions of euros)	Land, improvements of land and substructure	Buildings	Fixed assets in progress, related advances & prepayments	Total
<b>Carrying amount as at Jan 1, 2015</b>	<b>67</b>	<b>361</b>	<b>15</b>	<b>443</b>
• Depreciation and Amortisation	(2)	(24)	-	(26)
• Transfers to and from other headings	3	45	38	86
<b>Carrying amount as at Dec. 31, 2015</b>	<b>68</b>	<b>382</b>	<b>53</b>	<b>503</b>

## 22.2 Fair value of investment property

The fair value of investment property, which stood at €2,110 million as at 31 December 2014 amounts to €2,238 million at the end of 2015.

The rate of coverage of external appraisals for the valuation of buildings and land leases to third parties amounts to 94% of their valuation. These appraisals were managed by a group of independent property experts composed by the following firms:

- CBRE Valuation;
- Jones Lang LaSalle Expertises;
- BNP Paribas Real Estate Valuation France;
- Crédit Foncier Expertises;
- Catella Valuation.

The valuation of land reserves was assessed internally. This is also the case for a few ground leases to third parties that had not yet been assessed; these are mainly located at Paris-Le Bourget.

The valuation of buildings not used for Aéroports de Paris's own requirements, including their right of way, amounts to €937 million (+€79 million compared to 2014).

This increase was mainly due to lower rates in the second north peripheral area, and new appraisals on buildings on the three platforms. Additionally, some asset in Paris-Le Bourget are evaluated for the first time and strongly contributed to the increase in value.

Overall, areas with more liquidity (standard products with high occupation rates and long committed terms) increased because of lower rates. However, areas being restructured, or due to be restructured, lost value because of increased works requirements or upcoming demolition dates for existing buildings.

The valuation of ground leases increased by 4.5% to €1,150 million. This increase is mainly due to the further development of the logistics and business activity areas at Paris-Orly, as well as strong hotel development with several hotels start up on the three platforms.

In 2015, the discount rate used for land reserves amounts to 5.56% compared to 5.81% in 2014 which tends to increase the valuation of land reserves. However, consumption of land for development projects and small adjustments to the development plan contributed to a slight stagnation in their valuation: €151 million in 2015 compared to €152 million in 2014.

External valuations made appear the main immediate returns on investments properties presented below:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014	Rate of immediate return
<b>Buildings</b>			
• Offices Paris-Charles de Gaulle	302	290	6.5% - 9.0%
• Cargo Paris-Charles de Gaulle	320	310	8.0% - 10.0%
• Hangars Paris-Charles de Gaulle	80	70	9.0% - 11.0%
• Hangars/freight Paris-Orly	110	110	10.0% - 20.0%
• Activity Paris-Orly and Charles de Gaulle	62	59	7.0% - 12.0%
• Paris-Le Bourget	63	20	7.0% - 12.0%
<b>TOTAL OF EXTERNAL RENTED BUILDINGS</b>	<b>937</b>	<b>859</b>	
<b>Ground leases</b>			
• Offices Paris-Charles de Gaulle	80	75	6.0% - 7.5%
• Cargo Paris-Charles de Gaulle	320	320	6.0% - 8.0%
• Hangars Paris-Charles de Gaulle	120	130	8.0% - 10.0%
• Hotels/shops Paris-Orly and Charles de Gaulle	220	180	4.0% - 6.5%
• Hangars/freight Paris-Orly	45	55	13.0% - 16.0%
• Logistic/activity Paris-Orly and Charles de Gaulle	225	200	6.0% - 9.0%
• Paris-Le Bourget and AAG	140	140	5.0% - 8.0%
<b>TOTAL OF EXTERNAL GROUND LEASES</b>	<b>1,150</b>	<b>1,100</b>	



## 22.3 Complementary informations

Under the law promulgated on 20 April 2005 in the event of a partial or total shutdown of air traffic at one of the airports owned by 2015, 70% of the difference between the market value and the book value of the assets must be paid to the State. This law relates in particular to the General Aviation Aerodromes.

In addition, rental income from investment property amounts to €194 million in 2015. Direct operating expenses arising from this property (including depreciation expenses) amounts to €89 million in 2015; these expenses are largely re-invoiced, excluding depreciation charges.

## Note 23 Other financial assets

The amounts appearing on the balance sheet as at 31 December 2015 and 31 December 2014 respectively are broken down as follows:

(in millions of euros)	As at Dec. 31, 2015	Non-current portion	Current portion
<b>Available-for-sale securities</b>	<b>18</b>	<b>18</b>	<b>-</b>
<b>Loans and receivables excluding finance leases receivables</b>	<b>110</b>	<b>55</b>	<b>55</b>
• Receivables & current account from associates	55	8	47
• Other receivables and accrued interest related to investments	28	26	2
• Other financial assets	27	21	6
<b>Receivables, as lessor, in respect of finance leases</b>	<b>24</b>	<b>20</b>	<b>4</b>
<b>Derivative financial instruments</b>	<b>96</b>	<b>88</b>	<b>8</b>
• Hedging swaps	59	55	4
• Trading swaps	37	33	4
<b>TOTAL</b>	<b>248</b>	<b>181</b>	<b>67</b>

(in millions of euros)	As at Dec. 31, 2014 <sup>(1)</sup>	Non-current portion	Current portion
<b>Available-for-sale securities</b>	<b>10</b>	<b>10</b>	<b>-</b>
<b>Loans and receivables excluding finance leases receivables</b>	<b>93</b>	<b>47</b>	<b>46</b>
• Receivables & current account from associates	45	3	42
• Other receivables and accrued interest related to investments	29	27	2
• Other financial assets	19	17	2
<b>Receivables, as lessor, in respect of finance leases</b>	<b>26</b>	<b>22</b>	<b>4</b>
<b>Derivative financial instruments</b>	<b>125</b>	<b>76</b>	<b>49</b>
• Hedging swaps	83	38	45
• Trading swaps	42	38	4
<b>TOTAL</b>	<b>254</b>	<b>155</b>	<b>99</b>

<sup>1</sup> Figures restated after reclassification of prepaid expenses to Other financial assets.

## Note 24 Trade receivables and related accounts

Trade receivables and related accounts break down in the following manner:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
Trade receivables	528	559
Doubtful receivables	58	34
Accumulated impairment	(76)	(68)
<b>NET AMOUNT</b>	<b>510</b>	<b>525</b>

The Group's exposure to credit risk and to exchange rate risk, together with losses in value relating to customer accounts receivable and other debtors, are detailed in note 30.

The general conditions for payment by customers are 30 days from the invoice issue date, with the exception of commercial fees, which are payable on the invoice date.

Impairment evolved as follows:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
<b>Accumulated impairment at beginning of period</b>	<b>68</b>	<b>52</b>
Increases	17	24
Decreases	(8)	(11)
Translation adjustments	(1)	3
<b>Accumulated impairment at closing of period</b>	<b>76</b>	<b>68</b>

## Note 25 Other receivables and prepaid expenses

The details of other receivables and prepaid expenses are as follows:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014 <sup>(1)</sup>
Advances and deposit paid on orders	17	5
Tax receivables	53	42
Other receivables	28	17
Prepaid expenses	12	14
<b>TOTAL</b>	<b>110</b>	<b>78</b>

<sup>1</sup> Figures restated after reclassification of prepaid expenses to Other financial assets.





## Note 26 Cash and cash equivalents

Cash and cash equivalents break down as follows:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
Marketable securities	1,581	1,226
Cash	148	40
Bank overdrafts <sup>(1)</sup>	(1)	(4)
<b>CASH AND CASH EQUIVALENTS</b>	<b>1,728</b>	<b>1,262</b>

<sup>1</sup> Included in Current liabilities under debt.

As part of its cash management, Aéroports de Paris Group has mainly invested in euro-denominated UCITS. The Group's exposure to interest rate risk and an analysis of the sensitivity of financial assets and liabilities are detailed within note 30.3.1

## Note 27 Equity

### 27.1 Share capital

Aéroports de Paris' aggregate share capital amounts to €296,881,806 divided into 98,960,602 fully paid shares of €3 each, which were not the subject of any change during the financial year 2015.

The share capital is accompanied by a share premium of €542,747,000 pertaining to the new share issue in 2006.

### 27.2 Treasury shares

In the context of the Employee Share Plan expected in 2016, Aéroports de Paris SA repurchased 224,290 shares in the last quarter of 2015. Furthermore, in line with the authorisation granted by shareholders at the annual general meeting of 18 May 2015, the Company bought back

352,799 shares and sold 352,299 shares during the period. Thus, the number of treasury shares that was 0 at 31 December 2014 stands at 500 at 31 December 2015 under this contract.

### 27.3 Others equity items

The amount of this item is -€81 million and includes:

- cumulative actuarial losses net of deferred tax consisting in a negative amount of €84 million of which €16 million in respect of 2015;
- conversion adjustment reserves consisting of adjustment deriving from the conversion into euros of the accounts of foreign subsidiaries located outside the euro zone, that is to say a positive amount of €3 million.

### 27.4 Retained earnings

Retained earnings may be analysed as follows:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
Reserves of parent company Aéroports de Paris:		
• Legal reserve	30	30
• Other reserves	863	863
• Retained earnings	848	803
Consolidated reserves	1,219	1,141
Net income for the period attributable to the owners of the parent company	430	402
<b>TOTAL</b>	<b>3,390</b>	<b>3,239</b>

### 27.5 Comments on the statement of changes in equity

Dividends paid amounted to:

- €241 million in 2015, i.e. €2.44 per share, in compliance with Resolution 3 of the 18 May 2015 Ordinary General Meeting of Shareholders;
- €183 million in 2014, i.e. €1.85 per share, in compliance with Resolution 3 of the 15 May 2014 Ordinary General Meeting of Shareholders.

## 27.6 Proposed dividends

The dividend amount proposed prior to the publication of the financial statements and not booked within the 2015 accounts under distribution to equity holders, stood at €258 million, *i.e.* €2.61 per share.

As its meeting of 29 July 2015, the Board of Directors authorized the payment of an interim dividend of €0.70 per share for the 2015 financial year, which represents an amount of €69 million has been paid on 10 December 2015.

The 2<sup>nd</sup> Amending finance law of 2012 established in France an additional contribution to a 3% corporate tax based on revenues distributed. This contribution, unaccounted until revenues distributed are approved, represents an amount of €8 million (including €2 million accounted at 31 December 2015 related to the interim dividend payment).

## Note 28 Other provisions

Other provisions evolved as follows:

(in millions of euros)	Litigation and claims	Other provisions	2015	Litigation and claims	Other provisions	2014
<b>Provisions as at 1 January</b>	<b>16</b>	<b>74</b>	<b>90</b>	<b>18</b>	<b>100</b>	<b>118</b>
<b>Increases</b>	<b>5</b>	<b>21</b>	<b>26</b>	<b>2</b>	<b>21</b>	<b>23</b>
• Additions	5	12	17	2	21	23
• Other changes	-	9	9	-	-	-
<b>Decreases</b>	<b>(2)</b>	<b>(31)</b>	<b>(33)</b>	<b>(4)</b>	<b>(47)</b>	<b>(51)</b>
• Provisions used	-	(21)	(21)	(2)	(32)	(34)
• Provisions reversed	(2)	(10)	(12)	(2)	(15)	(17)
<b>Provisions at closing</b>	<b>19</b>	<b>64</b>	<b>83</b>	<b>16</b>	<b>74</b>	<b>90</b>
<i>Of which</i>						
• Non-current portion	19	34	53	16	46	62
• Current portion	-	30	30	-	28	28

Following the implementing of a Voluntary Departure Plan in 2013 and in accordance with the IAS 19 and IAS 37 accounting standards, a provision were recognised at the end of 2014 for €43 million.

The review of the value of the Voluntary Departure Plan as of 31 December 2014 has confirmed the estimation carried out at the end of 2013. The provision related to the Voluntary Departure Plan was subject to a reversal of provision of €18 million as of 31 December 2015.

Provisions for disputes relate to various supplier, employee and commercial issues.

Other provisions include in particular provisions for customer and supplier risks.

Furthermore, on 13 July 2013, the Company JSC Investissements initiated an action for compensation before the Paris Commercial Court following the decision of Aéroports de Paris in 2004 not to grant an authorization of temporary occupation of public property concerning the construction and operation of a center for shopping and services on Paris-Charles de Gaulle airport site.

The Company JSC Investissements was denied by the Court of Appeal of their action to contest the decision of Aéroports de Paris to occupy public property with a view to the construction and operation of a center for shopping and services on Paris-Charles de Gaulle airport site. Proceedings are pending before the Court of Cassation. JSC Investissements brought a motion before the Paris Administrative Court. Aéroports de Paris does not expect that the conclusion of this litigation will have an adverse effect on its financial statements.



## Note 29 Financial debt

### 29.1 Details of loans and financial debt

Loans and financial debt at the closing date may be analysed in this way:

(in millions of euros)	As at Dec. 31, 2015	Non-current portion	Current portion	As at Dec. 31, 2014	Non-current portion	Current portion
Bonds	3,869	3,869	-	3,559	3,517	42
Bank loans	517	517	-	517	517	-
Other loans and assimilated debt	25	23	2	30	26	4
<b>Debt (excluding accrued interests and derivatives)</b>	<b>4,411</b>	<b>4,409</b>	<b>2</b>	<b>4,106</b>	<b>4,060</b>	<b>46</b>
Accrued interest	71	-	71	67	-	67
Derivative financial instruments (liabilities)	19	17	2	22	19	3
<b>TOTAL DEBT</b>	<b>4,501</b>	<b>4,426</b>	<b>75</b>	<b>4,195</b>	<b>4,079</b>	<b>116</b>

### 29.2 Net financial debt

Net financial debt as defined by Aéroports de Paris Group corresponds to the amounts appearing on the liabilities of the balance sheet under the items non-current loans and debts, and current loans and debts, reduced by derivative financial instruments in an asset position and cash and cash equivalents.

This net financial debt appears as follows at the closing date:

(in millions of euros)	As at Dec. 31, 2015	Non-current portion	Current portion	As at Dec. 31, 2014	Non-current portion	Current portion
<b>Debt</b>	<b>4,501</b>	<b>4,426</b>	<b>75</b>	<b>4,195</b>	<b>4,079</b>	<b>116</b>
Derivative financial instruments (assets)	(96)	(88)	(8)	(124)	(76)	(48)
Cash and cash equivalents	(1,729)	-	(1,729)	(1,266)	-	(1,266)
<b>Net financial debt</b>	<b>2,676</b>	<b>4,338</b>	<b>(1,662)</b>	<b>2,805</b>	<b>4,003</b>	<b>(1,198)</b>

The gearing ratio rose from 70% in December 2014 to 65% as at 31 December 2015.

### 29.3 Details of bonds and bank loans

Details of bonds and bank loans may be analysed in the following way:

(in millions of euros)	Nominal value	Nominal rate	Effective rate before taking account of fair value hedges	Value of the debt at amortised cost	Impact of fair value hedges	Book value as at 31/12/2015	Fair value as at 31/12/2015
<b>Bonds:</b>							
ADP CHF 200 M 2010-2017	185	2.5%	Eur 3M + margin	185	7	192	191
ADP 2012-2019	300	2.375%	2.476%	299	-	299	323
ADP 2010-2020	500	3.886%	3.95%	489	-	489	579
ADP 2011-2021	400	4.0%	4.064%	399	15	414	482
ADP 2011-2022	400	3.875%	3.985%	398	-	398	482
ADP 2015-2023	500	1.50%	1.524%	498	-	498	530
ADP 2012-2024	500	3.125%	3.252%	495	-	495	595
ADP 2014-2025	500	1.50%	1.609%	492	-	492	526
ADP 2013-2028	600	2.75%	2.846%	592	-	592	708
<b>TOTAL</b>	<b>3,885</b>			<b>3,847</b>	<b>22</b>	<b>3,869</b>	<b>4,416</b>
<b>Bank loans:</b>							
BEI 2003-2018	100	Eur 3M + margin	Eur 3M + margin	100	-	100	100
BEI 2004-2019	220	Eur 3M + margin	Eur 3M + margin	220	-	220	221
BEI 2004-2019	30	Eur 3M + margin	Eur 3M + margin	30	-	30	30
BEI 2005-2020	130	Eur 3M + margin	Eur 3M + margin	130	-	130	131
Other	37	-	-	37	-	37	43
<b>TOTAL</b>	<b>517</b>			<b>517</b>	<b>-</b>	<b>517</b>	<b>525</b>

The fair value (M-to-M) is a value calculated by discounting future cash flows excluding accrued interest. This value does not include the Aéroports de Paris' credit spread.



## Note 30 Financial instruments

### 30.1 Categories of financial assets and liabilities

Breakdown by category of financial instrument								
(in millions of euros)	As at Dec. 31, 2015	Fair value		Available- for-sale financial assets	Loans and receivables	Debt at amortised cost	Hedging derivatives	
		Fair value option <sup>(1)</sup>	Trading <sup>(2)</sup>				Fair value hedge	Cash flow hedge
Other non-current financial assets	170	-	33	17	65	-	55	-
Trade receivables	510	-	-	-	510	-	-	-
Other receivables <sup>(3)</sup>	26	-	-	-	26	-	-	-
Other current financial assets	67	-	4	-	59	-	4	-
Cash and cash equivalents	1,728	1,728	-	-	-	-	-	-
<b>TOTAL FINANCIAL ASSETS</b>	<b>2,501</b>	<b>1,728</b>	<b>37</b>	<b>17</b>	<b>660</b>	<b>-</b>	<b>59</b>	<b>-</b>
Non-current debt	4,426	-	17	-	-	4,409	-	-
Trade payables	455	-	-	-	-	455	-	-
Other debts <sup>(3)</sup>	73	-	-	-	-	73	-	-
Current debt	76	-	2	-	-	74	-	-
<b>TOTAL FINANCIAL LIABILITIES</b>	<b>5,030</b>	<b>-</b>	<b>19</b>	<b>-</b>	<b>-</b>	<b>5,011</b>	<b>-</b>	<b>-</b>

<sup>1</sup> Identified as such at the outset.

<sup>2</sup> Classified as held for trading purposes.

<sup>3</sup> Other receivables and other debts exclude all accounts which do not constitute, within the terms of IAS 32, contractual rights and obligations, such as tax and social security debts or receivables.

Breakdown by category of financial instrument								
(in millions of euros)	As at Dec. 31, 2014	Fair value		Available- for-sale financial assets	Loans and receivables	Debt at amortised cost	Hedging derivatives	
		Fair value option <sup>(1)</sup>	Trading <sup>(2)</sup>				Fair value hedge	Cash flow hedge
Other non-current financial assets	155	-	38	10	69	-	38	-
Trade receivables	525	-	-	-	525	-	-	-
Other receivables <sup>(3)</sup>	10	-	-	-	10	-	-	-
Other current financial assets	99	-	4	-	50	-	4	41
Cash and cash equivalents	1,266	1,266	-	-	-	-	-	-
<b>TOTAL FINANCIAL ASSETS</b>	<b>2,055</b>	<b>1,266</b>	<b>42</b>	<b>10</b>	<b>654</b>	<b>-</b>	<b>42</b>	<b>41</b>
Non-current debt	4,079	-	19	-	-	4,060	-	-
Trade payables	322	-	-	-	-	322	-	-
Other debts <sup>(3)</sup>	31	-	-	-	-	31	-	-
Current debt	116	-	3	-	-	113	-	-
<b>TOTAL FINANCIAL LIABILITIES</b>	<b>4,548</b>	<b>-</b>	<b>22</b>	<b>-</b>	<b>-</b>	<b>4,526</b>	<b>-</b>	<b>-</b>

<sup>1</sup> Identified as such at the outset.

<sup>2</sup> Classified as held for trading purposes.

<sup>3</sup> Other receivables and other debts exclude all accounts which do not constitute, within the terms of IAS 32, contractual rights and obligations, such as tax and social security debts or receivables.



The fair value of assets and liabilities generally proves to be very close to their value on the balance sheet, with their book values corresponding almost systematically to a reasonable approximation of this fair value.

In the scope of the determination of fair value of derivatives, the credit valuation adjustment (CVA) was computed as of 31 December 2015 audits impact was assessed as non-significant.

### 30.2 Fair value hierarchy

The fair value hierarchy for financial instruments in 2014 and 2015 is as follows:

	As at Dec. 31, 2015		Level 1 Quoted prices in active markets	Level 2 Prices base on observable data	Level 3 Prices base on non observable data
(in millions of euros)	Book value	Fair value			
Assets					
Available-for-sale financial assets	17	17	-	17	-
Loans and receivables excluding finance leases receivables	110	110	-	110	-
Derivatives	96	96	-	96	-
Cash and cash equivalents	1,729	1,729	1,729	-	-
Liabilities					
Bonds	3,869	4,416	-	4,416	-
Bank loans	517	525	-	525	-
Other loans and assimilated debt	25	26	-	26	-
Interest on loans	71	71	-	71	-
Derivatives	19	19	-	19	-

	As at Dec. 31, 2014 <sup>(1)</sup>		Level 1 Quoted prices in active markets	Level 2 Prices base on observable data	Level 3 Prices base on non observable data
(in millions of euros)	Book value	Fair value			
Assets					
Available-for-sale financial assets	10	10	-	10	-
Loans and receivables excluding finance leases receivables	93	93	-	93	-
Derivatives	125	125	-	125	-
Cash and cash equivalents	1,266	1,266	1,266	-	-
Liabilities					
Bonds	3,559	4,165	-	4,165	-
Bank loans	517	528	-	528	-
Other loans and assimilated debt	30	30	-	30	-
Interest on loans	67	67	-	67	-
Derivatives	22	22	-	22	-

<sup>1</sup> Figures restated after reclassification of prepaid expenses to Other financial assets.

### 30.3 Analysis of risks related to financial instruments

#### 30.3.1 Rate risks

The breakdown of financial debt at fixed and variable rate is as follows:

(in millions of euros)	As at Dec. 31, 2015		As at Dec. 31, 2014	
	Before hedging	After hedging	Before hedging	After hedging
Fixed rate	4,000	3,808	3,689	3,526
Variable rate	482	674	484	647
<b>Debt (excluding derivatives)</b>	<b>4,482</b>	<b>4,482</b>	<b>4,173</b>	<b>4,173</b>



Analysis of the sensitivity of fair value for fixed rate instruments:

Aéroports de Paris is subject to the variability of future charges relating to variable rate debt. A variation in interest rates on the date of closure would have resulted in an increase (decrease) in equity and income by the amounts indicated below. For the purposes of this analysis, all other variables, in particular exchange rates are assumed to remain constant.

As of 31 December 2015, Aéroports de Paris holds rate and exchange-based derivative financial instruments (swaps and cross-currency swaps), with a fair value of €96 million, appearing on the assets under other current financial assets, and €19 million appearing on the liabilities under financial debt.

The notional amounts of fair value hedging derivatives may be analysed as follows:

(in thousands of euros)	Maturity <1 year	Maturity between 1 & 5 years	Maturity >5 years	As at Dec. 31, 2015	Fair value
Derivatives classified as fair value hedges	-	135	-	135	59
Derivatives classified as cash flow hedges	-	-	-	-	-
Derivatives not classified as hedges	-	-	400	400	18
<b>TOTAL</b>	<b>-</b>	<b>135</b>	<b>400</b>	<b>535</b>	<b>77</b>

The portfolio of non-hedging derivatives is made up exclusively of return swaps with a fixed margin. This part of the derivatives portfolio is therefore not very sensitive to change in interest rates. An immediate 1% decrease in interest rates on 31 December 2015 would not result in a material increase on the fair value of the derivatives.

### 30.3.2 Foreign exchange risks

The breakdown of financial assets and liabilities by currency is as follows, once the effect of currency-swaps and rates backed by the bonds issued in Swiss francs is taken into account:

(in millions of euros)	As at Dec. 31, 2015	Euro	USD	AED	JOD	Other currencies
Other non-current financial assets	170	133	34	-	1	2
Trade receivables	510	469	2	9	11	19
Other receivables <sup>(1)</sup>	26	26	-	-	-	-
Other current financial assets	67	67	-	-	-	-
Cash and cash equivalents	1,728	1,700	13	7	-	8
<b>TOTAL FINANCIAL ASSETS</b>	<b>2,501</b>	<b>2,395</b>	<b>49</b>	<b>16</b>	<b>12</b>	<b>29</b>
Non-current debt	4,426	4,426	-	-	-	-
Trade payables	455	446	1	5	-	4
Other debts <sup>(1)</sup>	73	67	-	5	-	1
Current debt	76	76	-	-	-	-
Total financial liabilities	5,030	5,015	1	10	-	5

<sup>1</sup> Other receivables and other debts exclude all accounts which do not constitute, within the terms of IAS 32, contractual rights and obligations, such as tax and social security debts or receivables.

Other currencies include primarily the Saudi Arabian ryal (SAR), the Qatar ryal (QAR) and the Oman ryal (OMR).

The exchange rates used for the conversion of the financial statements of foreign subsidiaries, joint ventures and associated are as follows:

	As at Dec. 31, 2015		As at Dec. 31, 2014	
	Closing rate	Average rate	Closing rate	Average rate
United States Dollar (USD)	0.91617	0.90136	0.82658	0.75398
Mexican Peso (MXN)	0.05339	0.05694	0.05583	0.05665
Turkish Lira (TRY)	0.31531	0.33239	0.35018	0.34457
Jordanian Dinar (JOD)	1.29216	1.27168	1.13585	1.06432
Libyan Dinar (LYD)	0.65863	0.66098	0.67783	0.60348
Moroccan Dirham (MAD)	0.09266	0.09247	0.09093	0.08956
Croatian Kuna (HRK)	0.13067	0.13137	0.13043	0.13100
Chinese yuan (CNY)	0.14204	0.14349	0.13061	0.12231
Chilean peso (CLP)	0.00132	0.00138	0.00136	0.00132
Mauritian Rupee (MUR)	0.02536	0.02570	0.02583	0.02458

### 30.3.3 Liquidity risks

The breakdown of the residual contractual maturities of financial liabilities at 31 December 2015 is as follows:

(in millions of euros)	Balance sheet value	Total contractual payments			
	31/12/2015	31/12/2015	0 - 1 year	1 - 5 years	Over 5 years
Bonds	3,869	3,885	-	985	2,900
Bank loans	517	517	-	517	-
Security deposits received	15	15	-	-	15
Other loans and assimilated debt	9	9	2	4	3
Interest on loans	71	841	112	427	302
Bank overdrafts	2	2	2	-	-
<b>Debt (excluding derivatives)</b>	<b>4,483</b>	<b>5,269</b>	<b>116</b>	<b>1,933</b>	<b>3,220</b>
Trade payables	455	455	455	-	-
Other debts <sup>(1)</sup>	73	73	73	-	-
<b>Debt at amortised cost</b>	<b>5,011</b>	<b>5,797</b>	<b>644</b>	<b>1,933</b>	<b>3,220</b>
• Outgoings	-	136	1	135	-
• Receipts	-	(194)	(5)	(189)	-
<b>Hedging swaps</b>	<b>(59)</b>	<b>(58)</b>	<b>(4)</b>	<b>(54)</b>	<b>-</b>
• Outgoings	-	43	7	28	8
• Receipts	-	(60)	(9)	(40)	(11)
<b>Trading swaps</b>	<b>(18)</b>	<b>(17)</b>	<b>(2)</b>	<b>(12)</b>	<b>(3)</b>
<b>TOTAL</b>	<b>4,934</b>	<b>5,722</b>	<b>638</b>	<b>1,867</b>	<b>3,217</b>

<sup>1</sup> Other debts exclude all accounts which do not constitute, within the terms of IAS 32, contractual obligations, such as tax and social security debts.



The maturity schedule of loans and receivables at 31 December 2015 is as follows:

(in millions of euros)	<b>As at Dec. 31, 2015</b>	<b>0 - 1 year</b>	<b>1 - 5 years</b>	<b>Over 5 years</b>
Receivables and current accounts from associates	56	47	3	6
Other receivables and accrued interest related to investments	29	3	-	26
Loans and security deposits	11	2	6	3
Receivables, as lessor, in respect of finance leases	24	4	14	6
Trade receivables	510	510	-	-
Other receivables	26	26	-	-
<b>LOANS AND RECEIVABLES<sup>(1)</sup></b>	<b>659</b>	<b>595</b>	<b>23</b>	<b>41</b>

<sup>1</sup> Other receivables exclude all accounts which do not constitute, within the terms of IAS 32, contractual rights, such as tax and social security receivables.

### 30.3.4 Credit risk

The book value of financial assets represents the maximum exposure to credit risk. This maximum exposure to credit risk on the closing date is as follows:

(in millions of euros)	<b>As at Dec. 31, 2015</b>	<b>As at Dec. 31, 2014<sup>(1)</sup></b>
Available-for-sale financial assets	17	10
Financial assets recognized at fair value through the income statement	37	42
Loans and receivables less than one year	595	593
Loans and receivables more than one year	65	61
Cash and cash equivalents	1,728	1,266
Interest rate swaps held for hedging purposes	59	83
<b>TOTAL</b>	<b>2,501</b>	<b>2,055</b>

<sup>1</sup> Figures restated after reclassification of prepaid expenses to Other financial assets.

Maximum exposure to credit risk concerning receivables and loans on the closing date, broken down by customers, is as follows:

(in millions of euros)	<b>As at Dec. 31, 2015</b>	<b>As at Dec. 31, 2014<sup>(1)</sup></b>
Air France	117	115
Easy Jet	6	8
Federal Express Corporation	9	9
Other airlines	65	88
<b>Subtotal airlines</b>	<b>197</b>	<b>220</b>
Direction Générale de l'Aviation Civile	103	106
Société de Distribution Aéroportuaire	30	30
Other trade receivables	180	169
Other loans and receivables less than one year	85	68
<b>TOTAL LOANS AND RECEIVABLES LESS THAN ONE YEAR</b>	<b>595</b>	<b>593</b>

<sup>1</sup> Figures restated after reclassification of prepaid expenses to Other financial assets.

The anteriority of current receivables as of 31 December 2015 is as follows:

(in millions of euros)	As at Dec. 31, 2015
Outstanding receivables	505
Due receivables and non depreciated:	
• from 1 to 30 days	10
• from 31 to 90 days	45
• from 91 to 180 days	22
• from 181 to 360 days	7
• more than 360 days	6
<b>CURRENT LOANS AND RECEIVABLES (ACCORDING TO THE SCHEDULE IN NOTE 30.3.3)</b>	<b>595</b>

Changes to the impairment of receivables are detailed in note 24.

Receivables being unusually overdue are individually analysed and can lead to depreciation according to the risk assessed and to the financial status of the customer. On the basis of historical default rates, the Group estimates that no additional depreciation or loss in value needs to be posted for receivables due or non-depreciated.

### 30.4 Financial instruments compensation

Derivatives contracts of the Group may include a compensation right if specific events occur such as a change in control or a credit event.

However, these contracts do not include any comprehensive compensation agreement conferring a legally enforceable right to compensate the financial instruments, nor collateralization agreement.

The following table presents the book value of the assets and liabilities derivatives and the impact of the compensation agreement mentioned above, as of 31 December 2015:

(in millions of euros)	Gross amounts recognised before offsetting (a)	Amounts that are set off in the statement of financial position (b)	Net amounts presented in the statement of financial position (c) = (a) - (b)	Effect of "other offsetting agreements" (that do not meet the offsetting criteria of IAS 32) (d)		
				Financial instruments	Collateral fair value	Net exposure (c) - (d)
derivatives: interest rate swap	37	-	37	-	-	37
derivatives: currency swap	59	-	59	-	-	59
<b>TOTAL FINANCIAL ASSETS - DERIVATIVES</b>	<b>96</b>	<b>-</b>	<b>96</b>	<b>-</b>	<b>-</b>	<b>96</b>
derivatives: interest rate swap	(19)	-	(19)	-	-	(19)
<b>TOTAL FINANCIAL LIABILITIES - DERIVATIVES</b>	<b>(19)</b>	<b>-</b>	<b>(19)</b>	<b>-</b>	<b>-</b>	<b>(19)</b>

## Note 31 Other non-current liabilities

At the end of the period, other non-current liabilities were as follows:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014 <sup>(1)</sup>
Capital grants	42	39
Debt related to the minority put option	11	11
Deferred income	64	66
<b>TOTAL</b>	<b>117</b>	<b>116</b>

<sup>1</sup> Figures restated after reclassification of deferred income to Other non-current liabilities.

The debt related to the minority put option concerns Ville Aéroportuaire Immobilier 1.





## Note 32 Trade payables and related accounts

Trade payables and related accounts are detailed below:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
Operating payables	227	204
Assets payables	228	118
<b>TOTAL</b>	<b>455</b>	<b>322</b>

The exposure of the Group's trade payables and related accounts to exchange rate and liquidity risks is set out in note 30.

## Note 33 Other payables and deferred income

Other payables and deferred income are broken down as follows:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014 <sup>(1)</sup>
Advances and deposits received on orders	3	5
Employee-related liabilities	238	210
Tax liabilities (excl. current income tax)	48	60
Credit notes	18	15
Other debts	52	9
Deferred income	99	92
<b>TOTAL</b>	<b>458</b>	<b>391</b>

<sup>1</sup> Figures restated after reclassification of deferred income to Other non-current liabilities.

Deferred income consists mainly in:

- fixed rent revenue, *i.e.* €67 million as of 31 December 2015 (€67 million as of 31 December 2014);
- car park: subscription and reservation, *i.e.* €9 million as of 31 December 2015 (€8 million as of 31 December 2014);
- the rent to Air France of terminal 2G, *i.e.* €3 million as of 31 December 2015 (€3 million as of 31 December 2014);
- the rent to Air France of the terminal E baggage handling system, *i.e.* €1 million as of 31 December 2015 (€1 million as of 31 December 2014).

## Note 34 Cash flow

### 34.1 Definition of cash

Definition of cash is described in note 26.

### 34.2 Cash flows from operating activities

#### Income and expense with no impact on net cash

(in millions of euros)	2015	2014
Depreciation, amortisation and impairment losses (excluding current assets)	425	426
Profit/loss of associates from operating activities	(60)	(73)
Net gains on disposals	(4)	1
Other	(5)	(4)
<b>Income and expense with no impact on net cash</b>	<b>356</b>	<b>350</b>

#### Change in working capital

(in millions of euros)	2015	2014
Inventories	(4)	3
Trade and other receivables	(19)	49
Trade and other payables	106	(27)
<b>Change in working capital</b>	<b>83</b>	<b>25</b>

### 34.3 Cash flows from investing activities

#### Acquisition of subsidiaries and associates (net of acquired cash)

(in millions of euros)	2015	2014
Proceeds from sale of subsidiaries (net of cash sold) and associates	5	-
Acquisitions of subsidiaries and associates (net of cash acquired)	-	(24)
Acquisition of non-consolidated investments	(49)	(5)

In 2015, the flow related to acquisition of non-consolidated investments is mainly due to the acquisition by Aéroports de Paris Management of the Chilean company Nuevo Pudahel for a stake of 45% (see note 3).

In 2014, the flow related to acquisition of subsidiaries and associates was mainly related to the exercise by Aéroports de Paris SA of its call option on the Roissy Continental Square shares held by General Electric for an amount of €23 million.

#### Purchase of property, plant & equipment and intangible assets

The amount of purchase of property, plant and equipment and intangible assets is broken down in the table below:

(in millions of euros)	Notes	2015	2014
Purchase of intangible assets	21	(29)	(21)
Purchase of property, plant and equipment	21	(497)	(385)
Investment property	22	-	(1)
<b>Purchase of property, plant, equipment and intangible assets</b>		<b>(526)</b>	<b>(407)</b>



Details of this expenditure are as follows:

(in millions of euros)	2015	2014
Renovation and quality	(186)	(144)
Increases in capacity	(148)	(93)
Cost of studies and supervision of works (FEST)	(74)	(90)
Real estate development	(50)	(14)
Restructuring	(33)	(31)
Security	(22)	(19)
Other	(13)	(16)
<b>TOTAL</b>	<b>(526)</b>	<b>(407)</b>

Major projects carried out by Aéroports de Paris at the end of December 2015 concern:

- investments at Paris-Charles de Gaulle Airport mainly related to:
  - preparatory work to set up a system of conveying, handling and increasing security of baggage from the check-in counters located at the east of terminal 2E,
  - power supply of the airport in 225 KV,
  - start of construction works on the long distance connecting centre located in Hall L at terminal 2E,
  - the refurbishment of satellite 3 in terminal 1,
  - further work on the creation of a vehicle tunnel under the “Echo” taxiway,
  - compliance work in order to improve the treatment of polluted water during the winter period,

- overall redesign of the international commercial area at terminal 1,
- work on the maintenance area dedicated to runway equipment;
- investments at Paris-Orly Airport mainly related to:
  - continued construction of the East pier of the South terminal,
  - construction of a new “*faux contact*” lounge in the South terminal,
  - the Cœur d’Orly project;
- purchasing new safety equipment in order to comply with the new regulations (new generation hold baggage inspection equipment);
- the implementation of the new system tool dedicated to financial activities, in particular in the fields of purchasing, sales administration and management control/accounting;
- start of works on the new headquarter of Aéroports de Paris at Paris-Charles de Gaulle.

## Dividends received

(in millions of euros)	2015	2014
TAV Airports (Turkey)	38	25
Schiphol Group (Netherlands)	11	11
Société de Distribution Aéroportuaire	6	6
TAV Construction (Turkey)	1	1
Other	3	2
<b>TOTAL</b>	<b>59</b>	<b>45</b>

## Note 35 Related parties disclosure

In accordance with IAS 24, the Group discloses the following related parties:

- associated and jointly controlled companies;

- the State, public institutions and State participations; and
- its senior executives and shareholders.

Transactions with related parties are summarised as follows:

(in millions of euros)	Associates and jointly controlled companies		State or state participations		Total Group	
	2015	2014	2015	2014	2015	2014
Revenue	335	310	1,251	1,229	1,586	1,539
External expenses	-	-	70	66	70	66
Financial assets	19	14	-	-	19	14
Other assets	38	39	227	222	265	261
Financial liabilities	-	-	-	-	-	-
Other liabilities	2	2	107	85	109	87

### 35.1 Relations with associated or jointly controlled companies

#### CDG Express

Aéroports de Paris is associated with the *Réseau Ferré de France* (French Rail Network) and the French State through a company called CDG Express Etudes, whose purpose is to carry out directly or indirectly all the necessary studies to achieve the CDG Express project. This project consists of constructing a direct express rail link between Paris and Paris-Charles de Gaulle Airport.

#### Retail Joint Ventures

As part of the development of commercial activities, Aéroports de Paris and the companies *Société de Distribution Aéroportuaire*, *Relay@ADP* and *Média Aéroports de Paris*, sign agreements permitting these companies to operate within Paris-Orly and Paris-Charles de Gaulle airports. Transactions between Aéroports de Paris and these companies relate to:

- fees collected under the operational rights granted by Aéroports de Paris; and
- rents for the occupation of sales areas.

#### TAV Construction

As part of the construction of a new headquarters in Paris-Charles de Gaulle, Aéroports de Paris grants the construction of the building to TAV Construction and the company Hervé.

Besides, relations between the parent company and its main associates and joint ventures are detailed in note 18.

### 35.2 Relations with the State and State participations

#### Relations with the state

The French State holds 50.6% of the capital of Aéroports de Paris at 31 December 2015, and is thus entitled in the same way as any majority shareholder to control decisions that require approval by the shareholders.

Public authorities exercise control over Aéroports de Paris with regard to its status as a state-owned company and with regard to its duties, in particular its public service.

In this respect, agreements are regularly concluded with the State. The most significant agreements are listed below:

- the Economic Regulation Agreement relating to the 2016-2020 period (§3.1), signed on 31 August 2015;
- relationship with the *Direction Générale de l'Aviation Civile* (DGAC) – public service duties such as safety assignments, air transport securities and aircraft firefighting and rescue tasks carried out by Aéroports de Paris. The costs incurred in the performance of these duties are invoiced to *Direction Générale de l'Aviation Civile* (DGAC), which funds the airport tax charged to airlines to cover these costs. In 2015, revenues linked to airport security and safety amounted to €486 million (€485 million in 2014). At 31 December 2015, the receivable from the DGAC amounts to €103 million (€115 million at 31 December 2014);
- agreement for the provision of real estate properties, utilities (electricity, heating, water), services (telecommunications, material, administrative and intellectual assistance) and training to the Air Navigation Service Provider ("DSNA"). This agreement was concluded on 27 July 2007 for a term of 15 years.

#### Relations with the Société du Grand Paris

In order to increase its passenger capacity at Paris-Orly Airport, Aéroports de Paris decided to construct a connecting building between the western and southern terminals of Paris-Orly Airport. Furthermore, as part of the development of the Grand Paris transport system; a metro station will be built to host the subway lines 14 and 18 in the Paris-Orly airport. Completion is scheduled for 2024. For this purpose, two agreements have been signed between Aéroports de Paris and the Société du Grand Paris:

- an indemnity agreement signed on 9 January 2015, whereby the Société du Grand Paris compensates Aéroports de Paris for the additional costs to bear in the context of the construction of the aforementioned connecting building due to the fact that two tunnels, for lines 14 and 18, will pass under this building. An amendment was made to this agreement on 9 August 2015;



- a joint project management agreement signed on 16 July 2015, relating to the construction at Paris-Orly Airport of a metro station to accommodate the 2 metro lines and airport facilities. Aéroports de Paris is named as the sole contractor for this project and will manage all works which are due for completion in 2024.

## Relations with Air France-KLM

Transactions with Air France-KLM primarily concern:

- the invoicing of aeronautical and ancillary fees set by the Economic Regulation Agreement pursuant to the Civil Aviation Code; and
- rental costs invoiced related to the rental of land and buildings surrounding the airports.

## 35.3 Relations with senior executives and shareholders

### Compensation of senior executives

Senior executives at Aéroports de Paris are: the Chairman and Chief Executive Officer, the members of the Executive Committee and the board members appointed by the General Meeting of Shareholders.

The compensation granted to these executives amounted to €5.2 million in 2015, compared with €5.0 million in 2014. This compensation is included in short-term benefits (fixed and variable compensation and benefits in kind), post-employment benefits and related employer costs and attendance fees.

### Relations with Vinci

Significant transactions between Aéroports de Paris and Vinci are mainly related to the construction of a connecting building between the western and southern terminals of Paris-Orly Airport and the partnership with Vinci Airports in the context of the Santiago de Chile International Airport concession (see note 3).

## Note 36 Off-balance sheet commitments

Off-balance sheet commitments and contingent assets and liabilities are presented below:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
Commitments granted, guarantees	2	2
Guarantees on first demand	57	36
Irrevocable commitments to acquire assets	501	173
Other	24	20
<b>TOTAL</b>	<b>584</b>	<b>231</b>
Commitments received, guarantees	54	8
Guarantees on first demand	237	199
Other	-	19
<b>TOTAL</b>	<b>291</b>	<b>226</b>

Guarantees correspond mainly to securities accorded to loans to staff members, as well as guarantees accorded by Aéroports de Paris on behalf of ADP Ingénierie for the benefit of different customers of these subsidiaries.

Guarantees on first demand have been given only by ADP Ingénierie and Aéroports de Paris Management as part of the execution of their international contracts.

Irrevocable commitments to acquire assets which explains the main variation concern:

- the connecting building between the western and southern terminals of Paris-Orly Airport;
- the system of conveying, handling and increasing security of baggage at departure hall located at the east of terminal 2E;
- underpinning works under the connecting building between the western and southern terminals of Paris-Orly Airport related to the "Grand Paris" project with the arrival of two subway lines;
- the extension building of the East pier of the terminal South;
- start of works on the new headquarters of Aéroports de Paris;
- the "Coeur d'Orly" gateway;

Group's employee benefit commitments are presented in note 13.1.

The commitments received are mainly guarantees from the beneficiaries of AOTs (temporary authorisations to occupy public property or *Autorisation d'Occupation Temporaire du domaine public*), civil code leases, commercial concessions and suppliers.

A bilateral promise of sale of the headquarters property was signed in December 2014 and provides commitments in 2015.

In addition, pursuant to article 53 in the operating specifications of Aéroports de Paris, the minister in charge of Civil Aviation has a right of refusal regarding any contribution, disposal or grant of security involving certain plots of land – and the assets on such land – belonging to Aéroports de Paris. The lands concerned by this provision are listed in those same operating specifications.

The law of 20 April 2005 provides that in the event of a partial or total shutdown of air traffic at one of the airports owned by Aéroports de Paris, 70% of the capital gain due to the difference between the market value of the assets and the book value thereof must be paid to the French government. This provision relates in particular to the General Aviation Aerodromes.

## Note 37 Auditor's fees

The amounts of auditors' fees recorded in 2015 and 2014 are as follows:

(in thousands of euros)	As at Dec. 31, 2015			As at Dec. 31, 2014	
	DELOITTE & ASSOCIÉS	KPMG	E & Y	KPMG	E & Y
• Parent company	380	-	529	398	518
• Fully consolidated subsidiaries	61	174	98	257	73
<b>Audit, certification, inspection of individual and consolidated financial statements:</b>	<b>441</b>	<b>174</b>	<b>627</b>	<b>655</b>	<b>591</b>
• Parent company	28	40	28	168	224
• Fully consolidated subsidiaries	-	8	-	3	250
<b>Other inspections and services directly relating to the audit function:</b>	<b>28</b>	<b>48</b>	<b>347</b>	<b>171</b>	<b>474</b>
<b>TOTAL</b>	<b>469</b>	<b>222</b>	<b>974</b>	<b>826</b>	<b>1,065</b>

As the terms of office of each of the statutory auditors (EY and KPMG) expired following the Shareholders' Meeting convened to approve the financial statements of the financial period ended 31 December 2014, the Ordinary Shareholders' Meeting of 18 May 2015 nominated for six financial periods the firms EY and Deloitte & Associés as principal statutory auditors.

The other inspections and services directly relating to the audit function mainly concern services provided by the statutory auditors related to acquisition or disposal projects and certificates.





## Note 38 Companies within the scope of consolidation

Entity	Activities	Country	% stake	% control	Subsidiary of
Aéroports de Paris	Multi activities	France	PARENT	PARENT	
<b>FULLY CONSOLIDATED SUBSIDIARIES</b>					
ADP Ingénierie	International and airport developments	France	100%	100%	Aéroports de Paris
ADPi Middle East	International and airport developments	Lebanon	80%	80%	ADP Ingénierie
ADPi Libya	International and airport developments	Libya	65%	65%	ADP Ingénierie
ADPi (Beijing) Architects and Engineers Design Co	International and airport developments	China	100%	100%	ADP Ingénierie
Aéroports de Paris Management	International and airport developments	France	100%	100%	Aéroports de Paris
Jordan Airport Management	International and airport developments	Jordan	100%	100%	Aéroports de Paris Management
ADPM Mauritius	International and airport developments	Republic of Mauritius	100%	100%	Aéroports de Paris Management
AMS – Airport Management Services (OSC)	International and airport developments	Croatia	75%	60%	Aéroports de Paris Management
Hub One	Other activities	France	100%	100%	Aéroports de Paris
Hub One Mobility	Other activities	France	100%	100%	Hub One
Hub Safe	Other	France	100%	100%	Aéroports de Paris
Hub Safe Nantes	Other	France	100%	100%	Hub Safe
Hub Safe Training	Other	France	100%	100%	Hub Safe
Hub Safe Régional	Other	France	100%	100%	Hub Safe
Cœur d'Orly Investissement	Real estate	France	100%	100%	Aéroports de Paris
Cœur d'Orly Commerces Investissement	Real estate	France	100%	100%	Cœur d'Orly Investissement
Roissy Continental Square	Real estate	France	100%	100%	Aéroports de Paris
Ville Aéroportuaire Immobilier	Real estate	France	100%	100%	Aéroports de Paris
Ville Aéroportuaire Immobilier 1	Real estate	France	100% <sup>(1)</sup>	100%	Ville Aéroportuaire Immobilier
Aéroports de Paris Investissement	Real estate	France	100%	100%	Aéroports de Paris
Aéroports de Paris Investissement Nederland Bv	Real estate	Netherlands	100%	100%	Aéroports de Paris Investissement
Fondation d'entreprise Aéroports de Paris	Aviation	France	100%	100%	Aéroports de Paris
Tank Holding Öw	International and airport developments	Austria	100%	100%	Aéroports de Paris
Tank Öwa Alpha Gmbh	International and airport developments	Austria	100%	100%	Tank Holding Öw
Tank Öwc Beta Gmbh	International and airport developments	Austria	100%	100%	Tank Holding Öw
<b>CO-ENTREPRISE (Integrated up to Group's share of balance sheet and profit &amp; loss)</b>					
CDG Express Etudes	Other activities	France	33%	33%	Aéroports de Paris

<sup>1</sup> The Group holds 60% of the capital of Ville Aéroportuaire Immobilier 1 and has a put and call option agreement over the remaining 40%. The analysis of this agreement leads to retain 100% ownership interest.

Entity	Activities	Country	% stake	% control	Holding of
<b>ASSOCIATES (operating entities)</b>					
Schiphol Group	International and airport developments	Netherlands	8%	8%	Aéroports de Paris
TAV Havalimanlari Holding (TAV Airports)	International and airport developments	Turkey	38%	38%	Tank Öwa Alpha Gmbh
TAV Yatirim Holding (TAV Construction)	International and airport developments	Turkey	49%	49%	Tank Öwa Beta Gmbh
Transport Beheer	Real estate	Netherlands	40%	40%	ADP Investissement
Transport CV	Real estate	Netherlands	40%	40%	ADP Investissement Bv
SCI Cœur d'Orly Bureaux	Real estate	France	50%	50%	Cœur d'Orly Investissement
SNC Cœur d'Orly Commerces	Real estate	France	50%	50%	Cœur d'Orly Comm. Invest.
Société de Distribution Aéroportuaire	Retail and services	France	50%	50%	Aéroports de Paris
MZLZ Retail Ltd	International and airport developments	Croatia	50%	50%	Société de Distribution Aéroportuaire
Média Aéroport De Paris	Retail and services	France	50%	50%	Aéroports de Paris
Relay@ADP	Retail and services	France	50%	50%	Aéroports de Paris
ADPLS Présidence	Retail and services	France	50%	50%	Aéroports de Paris
EPIGO Présidence	Retail and services	France	50%	50%	Aéroports de Paris
EPIGO	Retail and services	France	50%	50%	Aéroports de Paris
Sociedad Concesionaria Nuevo Pudahuel SA (SCNP)	International and airport developments	Chili	45%	45%	Aéroports de Paris Management
Zaic-A Limited	International and airport developments	United Kingdom	26%	21%	Aéroports de Paris Management & TAV Airports
Upravitelj Zračne Luke Zagreb	International and airport developments	Croatia	26%	21%	Zaic-A Limited
Medunarodna Zračna Luka Zagreb	International and airport developments	Croatia	26%	21%	Zaic-A Limited
Consortio PN Terminal Tocumen SA	International and airport developments	Panama	36%	36%	ADP Ingénierie
<b>ASSOCIATES (non-operating entities)</b>					
SCI Roissy Sogaris	Real estate	France	40%	40%	Aéroports de Paris
Cires Telecom	Other activities	Morocco	49%	49%	Hub One
Liège Airport	International and airport developments	Belgium	26%	26%	Aéroports de Paris Management
SETA	International and airport developments	Mexico	26%	26%	Aéroports de Paris Management

As part of its development, the Aéroports de Paris Group has to take stakes in airports companies or creating subsidiaries dedicated to the exercise of its activities in France and abroad, and, in particular, the execution of services contracts.

These entities represent individually less than 1% of consolidated revenue, operating income and net income for the period.



RESEARCH AND  
DEVELOPMENT, PATENTS  
AND LICENCES

INFORMATION  
CONCERNING  
TRENDS

PROFIT  
FORECASTS

ADMINISTRATION AND  
EXECUTIVE MANAGEMENT  
BODIES

COMPENSATION  
AND BENEFITS  
OF CORPORATE  
OFFICERS

FUNCTIONING OF  
THE BOARD OF  
DIRECTORS AND  
MANAGEMENT BODIES

SOCIAL, ENVIRONMENTAL  
AND SOCIÉTAL  
RESPONSIBILITY  
INFORMATION

MAIN  
SHAREHOLDERS

OPERATIONS WITH  
RELATED PARTIES

FINANCIAL INFORMATION  
ON THE ASSETS, FINANCIAL  
POSITION AND RESULTS

Entity	Activities	Country	% ownership	Owned by
<b>INVESTMENTS IN COMPANIES NOT RELEVANT TO THE SCOPE (without activity or negligible activity)</b>				
• <b>France:</b>				
ADPM 1	For airport operations	France	100%	Aéroports de Paris Management
ADPM 2	For airport operations	France	100%	Aéroports de Paris Management
ADPM 3	For airport operations	France	100%	Aéroports de Paris Management
Philippines Airport Management Company	For airport operations	France	50%	Aéroports de Paris Management
Cargo Information Network France	Computer programming	France	50%	Aéroports de Paris
C2FPA	Airport Fire Training Center	France	21%	Aéroports de Paris
CCS France	Computer programming	France	20%	Aéroports de Paris
Pole Star	Engineering, technical studies	France	13%	Hub One
Bolloré Télécom	Telecommunications	France	2%	Hub One
IDF Capital	Capital risk in Île-de-France	France	1%	Aéroports de Paris
Civipol Conseil	Promotion of the Ministry of Interior skills	France	1%	Aéroports de Paris
PACIFA	Software company	France	12%	Aéroports de Paris
• <b>International:</b>				
SoftToGo	Portage of software	Argentina	95%	Hub One
Airportsmart LTD	Portage of Aéroports de Paris SA purchases software	Great Britain	46%	Aéroports de Paris
U&A Architects & Engineers Co Ltd	Engineering, technical studies	China	40%	ADP Ingénierie
SOGECAC	Concession of Conakry airport	Guinea	29%	Aéroports de Paris Management
LGA Central Terminal LLC	Created for the submission of tenders for the concession of LaGuardia in New York	United States of America	15%	Aéroports de Paris Management
ATOL	Concession of International Airport	Mauritius	10%	Aéroports de Paris Management
Airport International Group	Concession of Amman Airport	Jordan	10%	Aéroports de Paris Management
Matar	Operating contract of the Hadj terminal in Djeddah	Saudi Arabia	5%	Aéroports de Paris Management

## Note 39 Subsequent events

At this time, no other events are known to have occurred after the accounts were closed.

## 20.2 Statutory Auditors' report on the consolidated financial statements

*This is a free translation into English of the statutory auditors' report on the consolidated financial statements issued in French and is provided solely for the convenience of English-speaking users.*

*The statutory auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the audit opinion on the consolidated financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the consolidated financial statements taken as a whole and not to provide separate assurance on individual account balances, transactions, or disclosures.*

*This report also includes information relating to the specific verification of information given in the Group's management report.*

*This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

Year ended 31 December 2015

To the Shareholders,

In compliance with the assignment entrusted to us by your annual general meeting, we hereby report to you, for the year ended 31 December 2015, on:

- the audit of the accompanying consolidated financial statements of Aéroports de Paris;
- the justification of our assessments;
- the specific verification required by law.

These consolidated financial statements have been approved by the Board of Directors. Our role is to express an opinion on these consolidated financial statements based on our audit.

### I. Opinion on the consolidated financial statements

We conducted our audit in accordance with professional standards applicable in France; those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit involves performing procedures, using sampling techniques or other methods of selection, to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made, as well as the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position of the Group as at 31 December 2015 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Without qualifying our opinion expressed above, we draw your attention to the following matters:

- note 8 to the consolidated financial statements describes the impacts related to the change in presentation of capitalized production in the consolidated income statement;
- note 9 to the consolidated financial statements describes the changes in business segment reporting as a result of the implementation of a new management model as from 1 January 2015.

### II. Justification of assessments

In accordance with article L. 823-9 of the French Commercial Code (*Code de commerce*) relating to the justification of our assessments, we bring to your attention the following matters:

- note 4.1 to the consolidated financial statements describes the basis of preparation of the consolidated financial statements, including the items which require from management to make judgments, estimates and assumptions that impact accounting policies and the reported amounts of assets, liabilities, income and expenses. We have assessed the accounting methods adopted used by your Group to ensure that the judgments, estimates and assumptions used were appropriate and consistently implemented;
- notes 4.5 and 4.7 to the consolidated financial statements describe specifically the accounting policies and methods used to measure property, plant and equipment and record impairment. note 4.6 to the consolidated financial statements describes the valuation method used for investment properties. Investment properties are presented on a separate line in the consolidated balance sheet and are measured under the cost model, in accordance with IAS 40. The fair value of investment properties, disclosed in note 22 to the consolidated financial statements, is based on a combined method depending on expert appraisals and discounted cash flow generated by asset projections for investment properties that have not been appraised by experts. We have examined the methods used by your Group to carry out these valuations, and have verified their implementation on the basis of the information available. We have also verified that notes 21 and 22 to the consolidated financial statements provide appropriate disclosure;
- notes 4.7 and 18.2 to the consolidated financial statements describe the principles and methods used to carry out impairment tests on goodwill and on investments in associates. We have examined the methods used by the Group for carrying out impairment tests and the overall consistency of the assumptions used and of the forecasts of cash flow. We have also verified that notes 18.2 and 21 to the consolidated financial statements provide appropriate disclosure;



- note 4.19.4 to the consolidated financial statements sets out accounting principles and methods used to account for revenue from airport safety and security services as “Revenue” in the consolidated income statement. As part of our assessment of the accounting rules and principles used by your Group, we have verified that these principles were appropriate and had been correctly applied.

These assessments were made as part of our audit of the consolidated financial statements taken as a whole, and therefore contributed to the opinion we formed which is expressed in the first part of this report.

### III. Specific verification

As required by law, we have also verified, in accordance with professional standards applicable in France, the information relating to the Group in the management report.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements.

The Statutory Auditors

Paris-La Défense and Neuilly-sur-Seine, 21 March 2016

DELOITTE & ASSOCIÉS

Thierry Benoit

Olivier Broissand

ERNST & YOUNG Audit

Jacques Pierres

## 20.3 Company financial statements and notes of Aéroports de Paris at 31 December 2015

### Income Statement

(in millions of euros)	Notes	2015	2014
Revenue	5.1	2,735	2,759
Capitalised production	5.2	47	64
Reversal of provisions and expense transfers		32	36
Operating subsidies		1	1
Other operating income		4	3
<b>Operating income</b>		<b>2,820</b>	<b>2,863</b>
Purchases and external expenses	5.3	(782)	(891)
Taxes other than income taxes	5.4	(230)	(236)
Employee benefit costs	5.5	(590)	(589)
Other operating expenses		(18)	(22)
Depreciation, Amortisation and provision	5.6	(464)	(480)
<b>Operating expenses</b>		<b>(2,085)</b>	<b>(2,217)</b>
<b>Operating income</b>		<b>734</b>	<b>646</b>
Financial income		110	78
Financial expenses		(156)	(129)
<b>Financial income</b>	<b>5.8</b>	<b>(46)</b>	<b>(52)</b>
<b>Income before tax</b>		<b>688</b>	<b>595</b>
Extraordinary income		72	90
Extraordinary expenses		(111)	(113)
<b>Extraordinary income</b>	<b>5.9</b>	<b>(39)</b>	<b>(23)</b>
Employees' profit sharing	5.10	(20)	(19)
Income taxes	5.7	(233)	(200)
<b>NET INCOME</b>		<b>396</b>	<b>352</b>





## Assets

		As at Dec. 31, 2015			As at Dec. 31, 2014
		Gross Amount	Amortization or depreciation	Net amount	
(in millions of euros)	Notes				
Intangible assets	6.1	249	(169)	80	28
Property, plant and equipment	6.1	11,225	(5,427)	5,798	5,951
Fixed assets in progress	6.1	494	-	494	283
Advances and deposits	6.1	39	-	39	3
Financial assets	6.2	1,414	(59)	1,355	1,391
<b>I – Fixed assets</b>		<b>13,422</b>	<b>(5,655)</b>	<b>7,767</b>	<b>7,656</b>
Inventories		11	-	11	12
Advances and deposits		16	-	16	5
Trade receivables	6.3	455	(33)	422	443
Other receivables	6.3	132	(22)	110	98
Marketable securities	6.4	1,601	-	1,601	1,224
Cash	6.4	116	-	116	8
Prepaid expenses	6.5	18	-	18	17
<b>II – Current assets</b>		<b>2,350</b>	<b>(55)</b>	<b>2,295</b>	<b>1,806</b>
<b>III – Bond redemption premiums</b>	<b>6.6</b>	<b>17</b>	<b>-</b>	<b>17</b>	<b>18</b>
<b>IV – Translation adjustments – Assets</b>		<b>1</b>	<b>-</b>	<b>1</b>	<b>-</b>
<b>TOTAL ASSETS</b>		<b>15,790</b>	<b>(5,710)</b>	<b>10,080</b>	<b>9,481</b>

## Liabilities

(in millions of euros)	Notes	As at Dec. 31, 2015	As at Dec. 31, 2014
Share capital		297	297
Premiums		543	543
Revaluation difference		24	24
Reserves and retained earnings		1,786	1,672
Profit/loss for the period		396	352
Interim dividend		(70)	-
Capital grants		42	39
Regulated provisions		1,104	1,071
<b>I – Equity</b>	<b>6.7</b>	<b>4,121</b>	<b>3,996</b>
<b>II – Provisions</b>	<b>6.8</b>	<b>430</b>	<b>460</b>
Financial debt	6.9	4,445	4,115
Trade payables and related accounts	6.10	202	181
Tax and employee-related liabilities	6.10	286	260
Debts on fixed assets and other liabilities	6.11	451	323
Deferred income	6.5	145	144
<b>III – Debts</b>		<b>5,529</b>	<b>5,023</b>
<b>IV – Bond redemption premiums</b>		<b>-</b>	<b>-</b>
<b>V – Translation adjustments – Liabilities</b>		<b>-</b>	<b>-</b>
<b>TOTAL LIABILITIES</b>		<b>10,080</b>	<b>9,481</b>

## Cash flow statement

(in millions of euros)	Notes	2015	2014
<b>Operating income</b>		<b>734</b>	<b>646</b>
Net depreciation and provisions for liabilities and expenses		435	435
Financial income and expenses (excluding debt)		5	2
<b>Change in working capital</b>	<b>7.1</b>	<b>24</b>	<b>(10)</b>
Tax expenses paid minus tax received		(229)	(197)
<b>Cash flows from operating activities</b>		<b>970</b>	<b>876</b>
Disposals of holdings	-	5	-
Acquisition of holdings	6.2	(15)	(28)
Purchase of property, plant, equipment and intangible assets	6.1	(509)	(388)
Change in other financial assets		(5)	(59)
Proceeds from sales of fixed assets (net of the change in receivables)		6	-
Dividends received	5.8	60	46
Change in debt and advances on asset acquisitions		75	(34)
<b>Cash flows from investing activities</b>	<b>-</b>	<b>(383)</b>	<b>(462)</b>
Capital grants received in the period		4	-
Net disposal (purchase) of treasury shares		(24)	-
Dividends paid	6.7	(311)	(183)
Proceeds from long-term debt	6.9	503	497
Repayment of long-term debt	6.9	(172)	(413)
Change in other financial liabilities		(23)	55
Net financial interest paid		(100)	(171)
<b>Cash flows from financing activities</b>		<b>(122)</b>	<b>(214)</b>
<b>CHANGE IN CASH AND CASH EQUIVALENTS</b>		<b>464</b>	<b>199</b>
Cash at opening		1,228	1,028
Cash at closing	7.2	1,692	1,228



## Notes to the Company financial statements

### Detailed summary of the notes to the Company financial statements

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## Note 1 Description of activity

Aéroports de Paris owns and operates the three main airports in the Paris region (Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget), 10 general aviation aerodromes and the Issy-les-Moulineaux heliport.

Its business lines are primarily the following:

- **Aviation activities** – As an airport operator, Aéroports de Paris is involved in all stages of the journey through the airport of passengers and goods, by optimising the flow of aircraft and of cargo, as well as passenger flows, security checkpoints and baggage.

To do this, the company:

- continuously improves the quality of its aeronautical infrastructure and relevant access points in compliance with the investment programme outlined in the Economic Regulation Agreement “ERA”, and
- offers a range of services adapted to the needs of passengers, airlines and freight operators;

- **Retail and services** – As a lessor, land developer, business sponsor and manager, Aéroports de Paris is involved in the operations:

- of shops, bars and restaurants within airport terminals, through joint ventures (such as *Société de Distribution Aéroportuaire*, Média Aéroports de Paris and Relay@ADP),
- of car parks and rental premises in airport terminals;

- **Real estate** – Aéroports de Paris has considerable land reserves and has full ownership over high quality assets surrounding its terminals. This enables the company to:

- manage real estate projects to meet its own needs and those of businesses seeking to establish operations within its airports, and
- manage assets (business strategy, refurbishments), lease management (generally long-term leases), and offer real estate services to its customers.

Additionally, Aéroports de Paris has shareholdings in businesses that work in airport activity (design, construction and operation) in France and abroad.

Aéroports de Paris has been a public limited company since 22 July 2005 and operates under regulated conditions. The second multi-annual agreement, known as the “Economic Regulation Agreement” or “ERA”, sets the cap for airport fees for the 2011-2015 period. Under these regulations, the airport operator receives a fair return for capital invested as part of its missions within the regulated scope. This scope includes all Aéroports de Paris activities at airports in the Paris region with the exception of business and services activity, non-airport-related land and real estate activity and safety or security activity financed by the airport tax. Also included in this scope is Aéroports de Paris’ management of local resident assistance with soundproofing, and other activities carried out by subsidiaries.

A third “ERA” contract was signed on 31 August 2015 by Aéroports de Paris and the French State for the 2016-2020 period. The main provisions of this agreement are presented in note 3 “Highlights of the financial year”.

## Note 2 Relations with the subsidiaries

### 2.1 Tax consolidation

Aéroports de Paris has opted for the tax consolidation system by consolidating subsidiaries in which it directly or indirectly holds over 95% of the share capital: Hub Safe, Hub Safe Régions, Hub Safe Training, Aéroports de Paris Ingénierie, Aéroports de Paris Investissement, Aéroports de Paris Management, ADPM1, ADPM2, ADPM3, Cœur d'Orly Commerces Investissement, Cœur d'Orly Investissement, Ville Aéroportuaire Immobilier, Hub One, Hub One Mobility, Roissy Continental Square.

The tax consolidation conventions that link Aéroports de Paris to its subsidiaries are all strictly identical and stipulate:

- that the subsidiary is to pay the parent company the same amount as the tax it would have otherwise paid had it been taxable separately;
- that the subsidiary is not entitled to any debt rights in the event of the latter having a tax deficit.

### 2.2 Cash management

Aéroports de Paris and its main subsidiaries have drawn up agreements to implement a centralised cash management system, otherwise known as cash pooling agreements. These cash pooling agreements stipulate that cash operations are to be pooled under a centralising account.

This pooling, which is achieved by automatically equalising subsidiary accounts to the centralising account on a daily basis, ensures the best possible management of both loan support and investment of surplus cash. Currents accounts as part of the cash pooling agreements between Aéroports de Paris and its subsidiaries are presented as 'other debts' when there is a credit balance and as 'other receivables' when there is a debit balance.

Euro payments made in advance by Aéroports de Paris to the subsidiaries bear monthly interest at the EONIA rate +0.65%. Those made by the subsidiaries to Aéroports de Paris bear monthly EONIA interest rates. Advance payments in US dollars are remunerated at the LIBOR overnight rate +0.65%, if made by Aéroports de Paris or LIBOR overnight -0.07%, if made by the subsidiaries.



## Note 3 Significant events

### 3.1 2016-2020 Economic Regulation Agreement

On 31 August 2015, Aéroports de Paris and the French State signed the third Economic Regulation Agreement for the 2016-2020 period.

The balanced outcome confirms Aéroports de Paris' industrial strategy in the service of the Paris market and, on a wider scale, the air transport industry. Faced with the downturn of the sector in Europe, changes in its major players, growing competitive pressure between airports, and new consumer behaviours, Aéroports de Paris must continually improve the competitiveness of its airports.

To deal with these new challenges, the new agreement for 2016-2020 is based on an unchanged regulatory scope:

- a €3 billion investment plan;
- an ambitious customer strategy based on a personalised services initiative;
- a new pricing structure to become more competitive;
- the aim to achieve a return of 5.4% on the capital invested in the regulated scope by 2020.

### Acquisition of the concession for Chile's Santiago International Airport in partnership with Vinci Airports and Astaldi

Together as part of the consortium known as Nuevo Pudahuel, Aéroports de Paris (45% of the consortium), VINCI Airports (40%) and Astaldi (15%) were short-listed by the Chilean government for presenting the best offer to put the Arturo Merino Benítez de Santiago de Chile International Airport up for concession, the 6<sup>th</sup>-largest airport in South America with 16.1 million passengers handled in 2014, almost half of whom were international passengers.

Under the provisions of the new concession agreement, which came into effect on 1 October 2015 for a duration of 20 years, the Nuevo Pudahuel consortium will have as its main tasks:

- the renovation of the existing facilities with the redesign and extension of the existing terminal;
- the funding, the design and the construction of a new 175,000 sq.m. terminal, taking the airport's capacity up to 30 million passengers, with the potential for this capacity to reach beyond 45 million passengers;
- the operation over the entire duration of the concession (20 years), of all infrastructures: the existing terminal, the new terminal, car parks and future property developments.

### Financing

In July 2015, Aéroports de Paris:

- redeemed a €6 million (250 million Swiss francs) bond bearing interest of 3.125%;
- issued a bond totalling €500 million, bearing interest at 1.5% and maturing on 24 July 2023.

The net income from the issuance of the bonds will be used to fund the current investment needs of Aéroports de Paris.

### Sale of registered office

In March 2015, Aéroports de Paris signed a deed of sale for its registered office located in Paris. This deed provides for a transfer of ownership dated 1 July 2016.

### Changes to the scope in 2015

The scope of the period will change as follows:

- creation of the Aéroports de Paris Corporate Foundation.

After ten years of operation, under the auspices of the Fondation de France, and over 690 projects supported, Aéroports de Paris Group has decided to create its own corporate foundation. A new team has been put in place to take up this new challenge.

The Aéroports de Paris Foundation must help build the world of the future. For this reason, the Foundation will support areas close to the airports and boost the company's commitment to corporate citizenship by specifically supporting projects that fight against illiteracy;

- acquisition of 50% of EPIGO shares for €6 million;
- disposal of 20% of the shareholding in Alyzia Holding to G3S for a sum of €10 million.

### Tank International Lux merger-absorption

Aéroports de Paris and Tank International Lux S.A.R.L. has initiated a cross-border merger operation seeking to absorb Tank International Lux S.A.R.L. by Aéroports de Paris. The certificate of legality has been issued on the 30 December 2015.

The company owning all the shares of International Tank Lux, fusion was qualified as a simplified merger.

The difference between the book value of securities held by Aéroports de Paris and the book value of assets and liabilities from the merged company has resulted in an intangible asset (technical loss on merger) for an amount of €38 million accounted as of 31 December 2015.

### 3.2 Société du Grand Paris

As part of the Grand Paris transport development project, the French Prime Minister decided on 9 July 2014 to speed up the construction and commissioning of the station that is to serve metro lines 14 and 18 at Paris-Orly Airport with a view to it being commissioned in 2024. This project will improve connectivity between Orly, Paris and surrounding areas.

Furthermore, in order to develop Paris-Orly Airport's handling capacity, Aéroports de Paris has decided to construct a connecting building between the West and South terminals of Paris-Orly Airport. The construction of this building is one of the major operations of the "Renovate Orly" project, which aims to provide Paris-Orly Airport with a new dimension, a new ambition and new uniformity.

In this context, two agreements were signed between Aéroports de Paris and Société du Grand Paris:

- an indemnity agreement, made on 9 January 2015, by which Société du Grand Paris compensates Aéroports de Paris for extra costs incurred during construction of the future connecting building. This is because both metro station tunnels for lines 14 and 18 will pass underneath the said building;
- a joint project management agreement, signed on 16 July 2015, for the construction of the metro station that is to accommodate 2 metro lines, and airport facilities at Paris-Orly Airport. Aéroports de Paris has been named the sole prime contractor of the entire operation and will assume the project management of the works that are due to be completed in 2024.

## Note 4 Accounting principles applied to the financial statements

### 4.1 Accounting principles

Aéroports de Paris' annual accounts are drawn up in compliance with accounting principles and methods defined in regulation no. 2014-03 of the Accounting Regulatory Committee of 5 June 2014 and supplemented by the regulations thereunder.

### 4.2 Changes in accounting principles and comparability of periods

No significant accounting method fell under an exemption from the consistency of methods principle throughout the financial year.

### 4.3 Revenues

#### Aviation sector turnover

Turnover generated by aviation activities is comprised of:

- airport fees including fees per passenger, landing fees and parking fees, calculated respectively according to the number of boarded passengers, parking time and the weight of the aircraft;
- specialist fees comprising:
  - fees for the provision of facilities such as check-in and boarding desks, baggage sorting facilities and fixed electricity supply installations;
  - fees for support services for disabled and mobility-impaired people;
  - other ancillary fees linked to check-in and boarding technology, airport circulation (badges), and the use of shredding stations;
- revenue linked to airport safety and security, received by Aéroports de Paris as part of its public service role for safety, air transport security, and aircraft fire and rescue. This income covers the costs involved in this role. It is paid by the French Civil Aviation Authority (DGAC) who finances it through airport taxes collected from airlines. This revenue is gradually taken into account as eligible estimated costs reimbursed by the DGAC;
- other services such as the rental of snow removal equipment and the de-icing of aircraft parking stands.

Airport and specialist fees are governed by the Economic Regulation Agreement ("2016-2020 ERA") signed with the French State (except for the support service fee for disabled people or those with reduced mobility). These fees are accounted for during the period in which the service was provided.

#### Retail and services sector turnover

Turnover generated by the retail and services sector is comprised of:

- variable rents paid by business activities (shops, bars and restaurants, advertising, banks and currency exchange, car rental agencies, other terminal rentals) are accounted for as income for the financial year in which it was generated;

- rental income: this corresponds to the fixed income received attached to leased areas in airports and is recognised on a straight-line basis over the term of the lease;
- revenue from car parks and access routes (management of roads, shuttles, bus stations etc.) is entered on the financial year statement in which it was generated;
- revenue from industrial services, such as the production and supply of heat for heating purposes, the production and supply of cool air for air-conditioned facilities and chilled water distribution networks, the supply of drinking water and waste water collection, waste collection and electrical current supply. This revenue is accounted for during the period in which the service was provided;
- various services, such as official hospitality and reception services and the leasing of VIP lounges and business centres.

#### Real-estate sector turnover

Real-estate sector turnover is comprised of:

- rental income from real-estate shares related to airport activity (except airports) and diversified real estate. This revenue is derived from operating leases. Fixed payments are on a straight-line basis over the term of the lease. Rental charges due from tenants are accounted for as rental income;
- revenue from real estate services. This revenue is accounted for during the period in which the service was provided.

#### Profits related to Grand Paris station agreements

Profits related to those agreements (note 3) are accounted in:

- revenues, for activities involving the metro station construction which will be sold to Société du Grand Paris; and
- other operating income, for the indemnity received by Aéroports de Paris to cover additional costs for their own assets construction.

These costs are accounting for using the cost-completion method.

### 4.4 Fixed assets

#### Gross value

Intangible and tangible fixed assets are valued at cost.

Assets produced in-house include all costs directly linked to producing and putting the relevant asset into operation. These costs include:

- the acquisition cost of goods used to construct the asset;
- the cost of employees involved in the construction and commissioning of the asset;
- other essential and unavoidable costs towards producing and putting the asset into operation for the purposes of the company's intended use.





## Amortisation and depreciation

The amortisation of fixed assets is determined by the rhythm of consumption of economic benefits. This is generally on a straight-line basis.

The expected useful lives for the main assets are the following:

Software, patent and licenses	4 to 10 years
Airport terminal and underground car park buildings	30 to 50 years
Non-terminal buildings	20 to 50 years
Airport terminals and non-terminal furnishings	10 to 20 years
Land development	20 years
Turning areas, aprons, bridges, tunnels, roads	10 to 50 years
Baggage handling equipments and facilities	10 to 20 years
Airbridges	20 to 25 years
Security and safety facilities and equipment	5 to 20 years
Computer hardwares	5 years

Useful lives are re-evaluated at each year-end based on the investment and continuation programme for existing assets.

Fixed assets are tested for depreciation whenever there are indications that their value may be impaired.

Aéroports de Paris uses options provided within tax legislation in terms of accelerated depreciation. The difference between tax depreciation and straight-line depreciation is accounted for as a regulated provision on the balance sheet.

### 4.5 Financial assets

Equity securities are entered on the balance sheet at their acquisition cost without acquisition fees.

Their value is examined at the end of each period by referencing the value in use. This is estimated on the share of equity that the securities represent, translated at the year-end exchange rate for foreign companies and rectified, if necessary, to account for the embedded value of the companies. The methods used to evaluate the latter take particular account of forecast cash flows and comparable multiples.

If the value in use of these securities becomes inferior to their accounting value, a depreciation for the difference is recorded.

Loans and receivables are entered at their nominal value plus accrued interest. A depreciation may, if necessary, be recorded in the case of probable loss characterised by a decrease in repayment nominal value.

### 4.6 Inventories

Inventories consist only of consumable goods – such as spare parts, safety components and small maintenance equipment – recorded at their cost of acquisition, which includes the cost of purchase and additional costs, and are measured at weighted average cost on removal from stock.

If the net realisable value of the stocked item falls below the average weighted cost, a depreciation is recorded for the difference.

### 4.7 Receivables

Receivables are valued at their nominal value. Those in foreign currency are converted at the closing exchange rate, for the non-written down part of the receivables.

These receivables may be written down to take into account the difficulty of recovery, in application of the following method:

- unrecovered debts are transferred to bad debts if they are unbalanced on the date of the opening of a recovery or judicial liquidation procedure, and when the risk of non-recoverability is significant (predictable voluntary liquidation, cessation of activity of foreign customers);
- bad or litigious debts are written down following the status of each accounting document (debt prior to voluntary liquidation, claim pending, litigation, etc.) or the solvency of the customer for debts due (legal proceedings pending, foreign customers without assets in France, etc.).

### 4.8 Marketable securities

Securities are accounted for at their historical acquisition value. When the liquidation value of these securities is greater than the purchase price, it cannot be used as carrying value in the balance sheet; otherwise, any unrealised loss results in a write-down.

### 4.9 Issuance expenses and redemption premiums of bonds

Expenses for the issuance of bonds are directly entered as financial expenses on the date of issuance. When the issuance price is lower than the redemption value, the difference is recognised as an asset and is entered as a financial expense spread across the duration of the loan.

### 4.10 Prepaid expenses and deferred income

Payables entered that relate to commodities or services not yet received are entered on the assets side of the balance sheet under “Prepaid expenses”.

Payables entered that relate to commodities or services not yet delivered are entered on the liabilities side of the balance sheet under “Deferred income”.

### 4.11 Asset and liability translation differences

On the closing date for the Group financial statements, when the applied exchange rate has modified the euro amounts previously entered, the translation differences are entered on the assets side of the balance sheet when the difference is an unrealised loss and on the liabilities side of the balance sheet when the difference is an unrealised gain. A provision for exchange rate risk is entered for unrealised losses.

#### 4.12 Investment subsidies

Aéroports de Paris is allocated equipment subsidies in order to acquire or create fixed assets. The subsidies are entered under equity and are recorded in tandem with the depreciation schedule of the associated assets.

#### 4.13 Regulated provisions

Regulated provisions consist mainly of accelerated depreciations. These additional depreciations are recorded with the sole aim of obtaining tax benefits and do not reflect any depreciation of the underlying asset. They are entered as equity under the "regulated provisions" section to compensate for the extraordinary income.

#### 4.14 Provisions for risks and expenses

Provisions for risks and expenses are mainly comprised of employee benefit provisions, which cover staff benefits on a long-term basis.

##### Long-term staff benefits

Employee benefit provisions cover defined benefit schemes and other long-term benefits but do not cover defined contribution schemes.

##### DEFINED BENEFIT SCHEMES

Aéroports de Paris funds all of the following defined benefit schemes in order to meet its employee benefit obligations:

- retirement benefit schemes;
- mutual health insurance for the retired;
- PARDA pre-retirement scheme;
- three additional retirement benefit schemes.

The company's net obligation regarding defined benefit schemes is evaluated separately for each scheme. This is done by estimating the amount of future benefits acquired by employees in exchange for services rendered during the current and past periods. This amount is updated in order to determine its current value, and reduced by the fair value of the scheme's assets and unrecognised past service costs. The discount rate is equal to the rate, at the closing date, based on high-quality bonds with a maturity date close to that of the company's commitments. A qualified actuary performs the calculations by using the projected unit credit method.

The fraction of cumulative unrecognised actuarial differences exceeding 10% of the highest amount between the bond's current value for defined schemes and the fair value of the scheme's assets are entered on the profit and loss statement over the expected average remaining working lives of employees participating in the scheme.

The actuarial assumptions are outlined in note 6.8.

##### OTHER LONG-TERM BENEFITS

Aéroports de Paris also funds other long-term benefits such as the PARDA pre-retirement scheme and long-service awards. The company's net obligation regarding long-term benefits, other than retirement schemes, is equal to the amount of future benefits acquired by employees in exchange for services rendered during the current and past periods. These benefits are discounted and deducted, if necessary, from the fair value of the scheme assets. The discount rate is equal to the interest rate, at the closing date, based on high-quality bonds with maturity

dates close to those of the company's commitments. The amount of the obligation is determined by using the projected unit credit method. Actuarial differences are entered on the profit and loss statement during the period in which they occur.

##### DEFINED CONTRIBUTION SCHEMES

Defined benefit schemes are post-employment benefit schemes whereby an entity pays fixed contributions into a separate entity and will have no legal or constructive obligations to pay any additional contributions. The contributions to be paid to a fixed contributions scheme are entered as expenses linked to employee benefits when they are due. Contributions paid in advance are recorded as an asset to the extent that a cash refund or a reduction in future payments is available.

##### Other provisions for liabilities and expenses

Other provisions for liabilities and expenses are intended to cover liabilities inherent in the company's line of business, liabilities resulting from litigation, fines or penalties.

These provisions are accounted for when they meet the following criteria:

- there is an obligation towards a third party arising from a past event where it is likely or certain that it will result in a disbursement of funds to the benefit of that third party with no equivalent consideration from that beneficiary;
- the amount can be reliably estimated.

Contingent liabilities are detailed in the notes to the financial statements when the entity has a potential obligation towards a third party arising from events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

#### 4.15 Payables

##### Financial payables

##### FOREIGN CURRENCY TRANSACTIONS

At year-end, foreign currency denominated monetary balances, except for those hedged by currency swap contracts, are translated at closing exchange rates. Perfectly hedged operations, particularly financial payables in foreign currencies, are presented at the hedged rate.

##### DERIVATIVE FINANCIAL INSTRUMENTS

Aéroports de Paris manages market risks related to fluctuations in interest rates and rates of exchange through the use of derivative financial instruments, particularly interest rate swaps and currency swaps. All these instruments are used for hedging purposes and are strictly backed up by assets. The income and expenses related to the use of these derivative instruments for hedging are entered symmetrically with the accounting of the income and expenses of the hedged transactions. Equalisation payments received or paid during the setting up of swaps covering both the principal sum and the interest are entered for the duration of the contracts as an interest rate adjustment.

##### Other debts

Operating payables and other debts are accounted for when in accordance with a company order, the goods have been delivered or the service has been carried out.



## 4.16 Definition of net cash and cash equivalents

Net cash and cash equivalents are constituted as financial instruments, which allow Aéroports de Paris to manage short-term cash requirements and surpluses without taking any major risks.

Net cash is composed of:

- cash accounts;
- deposit accounts;

- time deposit accounts;
- investment securities that do not present a significant risk of a change in value due to their nature and that can easily be converted into cash flow because of an available market or potential buyer;
- short-term investments which do not carry any material impairment risk and can be converted instantly into cash, less bank overdrafts and related accrued interest.

## Note 5 Notes to the income statement

### 5.1 Breakdown of revenue

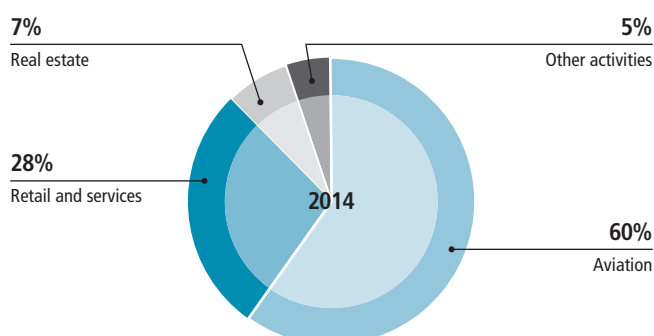
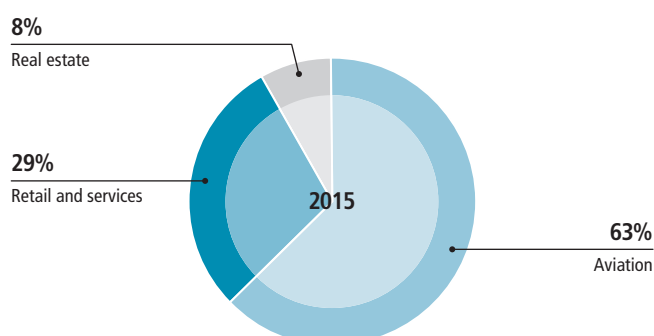
(in millions of euros)	Activities			2015	2014
	Aviation	Retail and services	Real estate		
Airport fees	998	-	-	998	951
Revenue from airport safety and security services	486	-	-	486	485
Retail activities	-	434	1	435	403
Rental income	14	104	205	323	323
Ancillary fees	208	14	-	222	207
Car parks and access roads	1	176	-	177	183
Ground-handling	-	-	-	-	116
Industrial services revenue	-	46	-	46	43
Other revenue	26	19	3	48	48
<b>TOTAL</b>	<b>1,733</b>	<b>793</b>	<b>209</b>	<b>2,735</b>	<b>2,759</b>

Turnover in 2015 was down -0.9% (-€24 million) and amounted to €2,735 million. This decrease was attributable to:

- the decrease in income from Ground-handling (-€116 million) due to activities disposals to G3S group as of 1 November 2014;
- the -3.3% (-€6 million) decrease in car parks income due to attendance rate and average fees downturn.

This decrease is partially offset by an increase in turnover from the following activities:

- the increase in income from airport fees (+€47 million) due to the growth in passenger traffic of +3.0% compared to the last year and the +2.4% price increase on 1 April 2015 and 2.95% on 1 April 2014;
- the increase in turnover from commercial activity (+€32 million) linked to the successful performance of duty-free sales outlets and the growth in turnover per passenger over 2015 (€19.74 compared to €18.21 at end-2014).



## 5.2 Capitalised production costs

(in millions of euros)	2015	2014
Capitalised production	47	64

Capitalised production primarily represents the internal cost related to employees who participate in projects for the construction of company assets, particularly in studies, works supervision or project-management assistance.

## 5.3 Purchases and external expenses

(in millions of euros)	2015	2014
Electricity	(24)	(24)
Water, gas and fuel	(13)	(13)
Operational supplies and small-format equipment	(11)	(10)
Other consumables	(17)	(16)
<b>Consumables</b>	<b>(65)</b>	<b>(63)</b>
General sub-contracting	(456)	(550)
• <i>Cleaning</i>	(72)	(71)
• <i>Security</i>	(223)	(219)
• <i>Transportation</i>	(31)	(30)
• <i>Other</i>	(130)	(231)
Maintenance and repairs	(123)	(125)
Post and communication costs	(27)	(27)
Miscellaneous maintenance costs	(4)	(26)
Compensation of intermediaries and fees	(22)	(24)
Advertising, publications, public relations	(22)	(14)
Rental and leasing expenses	(13)	(13)
External personnel	(10)	(12)
Other external expenses	(40)	(36)
<b>External expenses</b>	<b>(717)</b>	<b>(828)</b>
<b>TOTAL PURCHASES AND EXTERNAL EXPENSES</b>	<b>(782)</b>	<b>(891)</b>

External purchases and expenses amounted to €782 million as of 31 December 2015 compared to €891 million last year, a decrease of -12.2% (-€109 million).

This decrease is mainly due to general sub-contracting other expenses lower than last year (-€100 million) linked to the divestiture of Ground-handling activity as of 1 November 2014.



## 5.4 Taxes other than income taxes

(in millions of euros)	2015	2014
Property tax	(83)	(71)
Territorial financial contribution	(54)	(68)
Non-refundable VAT on safety expenditure	(50)	(51)
Tax on earnings	(21)	(23)
Other taxes	(22)	(23)
<b>TAXES OTHER THAN INCOME TAXES</b>	<b>(230)</b>	<b>(236)</b>

Duties and taxes were down -2.5% and amounted to €230 million on 31 December 2015.

This decrease is mainly due to:

- the decrease in the regional economic contribution (-€14 million) from which €8 million of tax litigations settlements in 2014;

Partially offset by:

- the increase in property tax (€12 million) linked to:
  - +€4 million of new tax declarations for facilities build,
  - +€3 million of tax bases update for current facilities.

## 5.5 Employee benefit costs

(in millions of euros)	2015	2014
Salaries	(375)	(378)
Social security expenses	(165)	(166)
Profit-sharing bonus	(18)	(12)
Payments to Works Council	(22)	(23)
Tax credit for competitiveness and employment	4	4
Other employee expenses	(13)	(13)
<b>EMPLOYEE BENEFIT COSTS</b>	<b>(590)</b>	<b>(589)</b>

Staff costs amounted to €590 million as of 31 December 2015 and increased by €1 million in comparison to last year.

The profit sharing bonus increased by +€6 million due to the achievement of goals linked to the new profit sharing bonus agreement signed on 24 June 2015.

The company headcount decreased by 3% impacting salaries (-€3 million).

## 5.6 Operating depreciations, amortisations and reversals

(in millions of euros)	2015		2014	
	Additions	Reversals	Additions	Reversals
Intangible assets	(16)	-	(13)	-
Property, plant and equipment	(409)	-	(407)	-
<b>Depreciation and Amortisation of fixed assets</b>	<b>(425)</b>	<b>-</b>	<b>(420)</b>	<b>-</b>
Provisions for risks	(6)	9	(12)	16
Provisions for expenses	(28)	14	(33)	13
<b>Provisions for liabilities and expenses</b>	<b>(34)</b>	<b>24</b>	<b>(45)</b>	<b>29</b>
Trade receivables and related accounts	(5)	4	(15)	6
<b>Depreciation of receivables</b>	<b>(5)</b>	<b>4</b>	<b>(15)</b>	<b>5</b>
<b>Transfer of operating charges</b>	<b>-</b>	<b>4</b>	<b>-</b>	<b>1</b>
<b>TOTAL</b>	<b>(464)</b>	<b>32</b>	<b>(480)</b>	<b>36</b>

Provisions for risks and charges amounted to €34 million, including, in particular provisions for commitments linked to retirement benefit schemes of €26 million.

The amount of reversals of provisions for doubtful and contested receivables amounted to €4 million. At the same time, doubtful receivables were entered as a loss amounting to €1 million

## 5.7 Income tax expenses

### Break down of tax

(in millions of euros)	Income before tax	Taxes	Net income excluding profit sharing
Current result	688	(249)	439
Extraordinary income	(39)	14	(25)
Tax consolidation revenue	-	2	2
<b>TOTAL (EXCLUDING PROFIT SHARING)</b>	<b>649</b>	<b>(233)</b>	<b>416</b>

Aéroports de Paris does not recognise deferred tax in its statutory financial statements.

The table below details temporary differences that will give rise to the recognition in the future of an income tax liability or a tax saving.

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014	Change
Participation of employee's profit sharing	(21)	(19)	(2)
Provisions for exchange losses	(1)	-	(1)
C3S	-	(4)	4
Provisions for employee benefit obligations	(364)	(376)	12
Other non-deductible provisions	(15)	(13)	(2)
Cost of studies and supervision of works (FEST)	(56)	(66)	10
Acquisition cost of equity securities	(10)	(10)	-
Amortisation of fees for the study and overseeing of works	7	5	2
Property option exercise (Ex. Leasing)	(13)	(13)	-
<b>Deductible expenses for the period on subsequent periods</b>	<b>(474)</b>	<b>(497)</b>	<b>24</b>
Regulated provisions	1,104	1,071	33
<b>Deducted charges of subsequent periods for the period</b>	<b>1,105</b>	<b>1,071</b>	<b>34</b>
<b>TOTAL TEMPORARY DIFFERENCES</b>	<b>632</b>	<b>574</b>	<b>58</b>

Future income tax liability estimated at €218 million as at 31 December 2015 (assuming an income tax rate of 34.43%) increased by €20 million in comparison to 2014. Temporary differences were driven down further to decrease of employee benefit obligations.

## 5.8 Financial income

Financial income in 2015 amounted to €46 million and includes:

(in millions of euros)	2015	2014
Swap interest income	60	46
Income on investments	20	23
Other financial income	30	9
<b>Financial income</b>	<b>110</b>	<b>78</b>
Interest on loans	(112)	(109)
Swap interest charges	(12)	(18)
Other financial expenses	(32)	(2)
<b>Financial expenses</b>	<b>(156)</b>	<b>(129)</b>
<b>FINANCIAL INCOME</b>	<b>(46)</b>	<b>(52)</b>

Financial income amounting to €110 million was mainly made up of:

- revenue from dividends paid (€60 million) with €37 million of the shareholding in Tank International Lux and 11 million of the equity shareholding in Schiphol;
- interest income on investments in swaps amounting to €20 million.

Financial expenses for the 2015 financial year were primarily made up of interest charges on borrowings and swaps amounting to €124 million. The development of these types of expenses correlates with the variation of borrowings and swaps on borrowings (see note 6.9 Financial payables).





## Breakdown of Group<sup>(1)</sup> and non-Group net financial income

(in millions of euros)	Income from investments	Amortisation and reversal of provisions	Total
ADP Ingénierie	-	(10)	(10)
Tank International Lux	37	-	37
Schiphol Group	11	-	11
Société de Distribution Aéroportuaire	6	-	6
Alyzia holding	-	19	19
SAS Coeur d'Orly Investissement	-	(14)	(14)
Others	6	-	6
<b>Group Financial result</b>	<b>60</b>	<b>(5)</b>	<b>55</b>
Net financial income	-	-	(105)
Other	-	-	4
<b>Financial result outside the Group</b>	<b>-</b>	<b>-</b>	<b>(101)</b>
<b>FINANCIAL INCOME</b>	<b>-</b>	<b>-</b>	<b>(46)</b>

<sup>1</sup> Here, the Group is understood as all subsidiaries and shareholdings held by Aéroports de Paris.

## 5.9 Extraordinary income

(in millions of euros)	2015	2014
Accelerated depreciation write-off	2	60
Other extraordinary income from assets	18	4
<b>Extraordinary income from assets</b>	<b>20</b>	<b>64</b>
Reversal of provisions for liabilities and expenses	44	26
Other extraordinary income	8	-
<b>Sundry exceptional income</b>	<b>52</b>	<b>26</b>
<b>Extraordinary income</b>	<b>72</b>	<b>90</b>
Accelerated depreciation expenses	(35)	(93)
Other extraordinary expenses on assets	(31)	(6)
<b>Extraordinary expenses on assets</b>	<b>(66)</b>	<b>(99)</b>
Penalties and tax or criminal fines	-	4
Provisions for extraordinary liabilities and expenses	(2)	(3)
Other extraordinary expenses	(43)	(16)
<b>Sundry extraordinary expenses</b>	<b>(45)</b>	<b>(15)</b>
<b>Extraordinary expenses</b>	<b>(111)</b>	<b>(113)</b>
<b>EXTRAORDINARY INCOME</b>	<b>(39)</b>	<b>(23)</b>

In 2015, Aéroports de Paris denounced the pension scheme "Executives" which concerned a population of qualified executives. This action led to a €26 million reversal of a provision. Furthermore, the Group decided to involve more closely its employees to the Group objectives and financial results by proposing an exceptional share purchase plan for a global amount of €25 million.

Extraordinary income for the 2015 financial year were mainly made up of reversal of provisions for restructuring (€17 million) in line with the year expenses.

Extraordinary expenses amounting to €113 million were mainly comprised of accelerated depreciation expenses for €35 million.

## 5.10 Profit sharing

(in millions of euros)	2015	2014
Employees' profit sharing	(20)	(19)

## Note 6 Notes to the balance sheet

### 6.1 Fixed Assets

(in millions of euros)	As at Dec. 31, 2014	Increase	Decrease	Transfer of item to item	As at Dec. 31, 2015
Concessions and similar rights, patents, licences, brands, procedures, and similar rights and values	181	38	-	31	249
<b>Intangible assets</b>	<b>181</b>	<b>38</b>	<b>-</b>	<b>31</b>	<b>249</b>
Land	53	-	-	-	53
Land development	27	-	-	1	28
Buildings	10,484	-	(99)	256	10,642
Buildings on third party land	5	-	-	-	5
Industrial plant and equipment	147	-	(1)	8	154
Other tangible fixed assets	344	-	(3)	4	344
<b>Property, plant and equipment</b>	<b>11,060</b>	<b>-</b>	<b>(102)</b>	<b>268</b>	<b>11,225</b>
<b>Fixed assets in progress</b>	<b>283</b>	<b>510</b>	<b>-</b>	<b>(299)</b>	<b>494</b>
<b>Advances on fixed assets suppliers</b>	<b>3</b>	<b>38</b>	<b>(2)</b>	<b>-</b>	<b>39</b>
<b>TOTAL</b>	<b>11,527</b>	<b>586</b>	<b>(104)</b>	<b>-</b>	<b>12,008</b>

#### Main investments during the year:

The amount of investments made during 2015 comes to €548 million (including €38 million linked to the Tank International Lux merger-arboption, the technical losses correspond to the unrealized gains on the Tank Öw securities – see note 3, and to €299 million in respect of commissioning).

Main investments include, in particular, the following projects:

- **at Paris-Charles de Gaulle Airport:**

- roads resurfacing work giving access to the Terminal (red network),
- the reshaping of the public lighting system,
- works on two aircraft areas “Fox and Novembre”,
- replacement of water networks in the southern zone of Paris-Charles de Gaulle,
- preparatory work to set up a system of conveying, handling and increasing security of luggages at departure hall located at the east of terminal 2E,
- start of works on the new headquarter of Aéroports de Paris,
- power supply of Paris-Charles de Gaulle airport in 225 KV,
- compliance work in order to improve the treatment of polluted water during the winter period,
- start of construction works on the long distance connecting center located in the Hall L at terminal 2E,
- works on the maintenance area dedicated to ground support equipment,
- the refurbishment of the satellite 3 in the terminal 1,
- further work on the creation of a vehicle way under the aircraft way “Echo”,
- overall redesign of the international commercial area at Terminal 1 in order to optimize surfaces and commercial proposals,
- the strengthening of hot water production plant,
- creation of Qatar Airways lounge at terminal 1;

- **at Paris-Orly Airport mainly related to:**

- preparatory works on the future connection building between the two terminals (West and South),
- continued construction of the extension building of the terminal South,
- the Cœur d'Orly project (diversification real estate),
- construction of a new au boarding room in the terminal South,
- preparatory works on the upgrade of the runway 2 and its compliance with the European Aviation Safety Agency standards,
- upgrade of one of the company restaurants (Orly Parc zone);

- **at Paris-Le Bourget Airport:**

- works on the layout of the highways and reworking of the road signage (LEBEL Project),
- renovation works on a section of the aircraft parking areas,
- acquisition and development of lands in order to welcome two new maintenance facilities for two business air operators;

- **common projects:**

- several developments of information systems and business applications,
- purchasing new safety equipment for complying with the new regulations.

#### Main disposals

At 31 December 2015, fixed assets had been sold for €29 million. The main sale was a gas turbine sold for €23 million.

The total amount of fixed assets scrapped (refurbishment work and building demolitions) for the accounting period 2015 is estimated at €73 million.



## Depreciations and amortisations

(in millions of euros)	As at Dec. 31, 2014	Increase	Decrease	As at Dec. 31, 2015
Concessions and similar rights, patents, licences, brands, procedures, and similar rights and values	(153)	(16)	-	(169)
<b>Intangible assets</b>	<b>(153)</b>	<b>(16)</b>	<b>-</b>	<b>(169)</b>
Land development	(16)	(1)	-	(17)
Buildings	(4,797)	(384)	88	(5,093)
Buildings on third party land	(4)	-	-	(5)
Industrial plant and equipment	(93)	(9)	1	(102)
Other tangible fixed assets	(198)	(15)	3	(210)
<b>Property, plant and equipment</b>	<b>(5,109)</b>	<b>(409)</b>	<b>92</b>	<b>(5,427)</b>
<b>TOTAL</b>	<b>(5,262)</b>	<b>(425)</b>	<b>92</b>	<b>(5,596)</b>

## Revaluation of fixed assets

Certain fixed assets were revalued as part of the legal revaluations in 1959 and 1976.

(in millions of euros)	Revalued values			Depreciation of the revaluation difference		Net revaluation difference (6) = (2) - (5)
	Gross value (1)	Increase in gross value (2)	Total (3) = (1)+(2)	Exercise (4)	Cumulative (5)	
<b>Land</b>	<b>9</b>	<b>23</b>	<b>32</b>			<b>23</b>
Non-depreciable fixed assets	9	23	32	-	-	23
Land development	10	-	11			-
<b>Buildings</b>	<b>347</b>	<b>310</b>	<b>658</b>	<b>1</b>	<b>304</b>	<b>7</b>
<b>DEPRECIABLE FIXED ASSETS</b>	<b>358</b>	<b>310</b>	<b>668</b>	<b>1</b>	<b>304</b>	<b>7</b>
<b>TOTAL</b>	<b>367</b>	<b>333</b>	<b>700</b>	<b>1</b>	<b>304</b>	<b>29</b>

## 6.2 Financial assets

### Book Value

(in millions of euros)	As at Dec. 31, 2014	Increase	Decrease	As at Dec. 31, 2015
Share investments	1,356	687	(717)	1,326
Receivables from to share investments	54	4	(4)	54
Loans	10	1	(1)	10
Other financial assets	17	56	(49)	24
<b>TOTAL</b>	<b>1,438</b>	<b>748</b>	<b>(772)</b>	<b>1,414</b>

Share investments decreased by €30 million due to Tank International Lux merger- absorption (-€18 million), the disposal of the shareholding in Alyzia holding (-€19 million) and the acquisition of shares of EPIGO shares for €6 million.

The change in "Receivables from to share investments" is mainly due to the granting of a €4 million loan to *Société de Distribution Aéroportuaire* and the loan repayment of €4 million to Roissy Continental Square and Ville Aéroportuaire Immobilier.

The net change in "Other financial assets", amounting to €7 million, is made up primarily of accrued interest on swaps and the acquisition of shares in the Équipe de France investment fund for €9 million.

Cash flow from acquisitions is amounted to €15 million due to EPIGO shares acquisition (€9 million) and Équipe de France (€6 million) investment fund shares.

## Write-downs

Impairments of securities amounted to €57 million of which:

ADP Ingénierie	€25 million
TANK Holding ÖW	€21 million
SAS Coeur d'Orly Investissement	€11 million

## Table of subsidiaries and shareholdings

(in millions of euros)	Share capital	Other equity <sup>(1)</sup>	Share of capital held by Aéroports de Paris in %	Book value of shares hold		Unrefunded loans and advances granted by Aéroports de Paris	Guarantees given by Aéroports de Paris	Revenue excluding VAT	Profit/loss for the period	Dividends received by Aéroports de Paris
				Gross	Net					
Subsidiaries held at over 50% of capital										
ADP Ingénierie – France	7	(25)	100%	25	-	-	1	78	(6)	-
SAS Aéroports de Paris Investissement – France	10	-	100%	10	10	-	-	-	-	-
Aéroports de Paris Management – France	108	118	100%	108	108	-	-	14	(1)	1
Hub Safe – France	3	5	100%	10	10	-	-	74	1	2
Hub One – France	41	35	100%	41	41	-	-	81	2	1
Roissy Continental Square – France	42	1	100%	48	48	41	-	13	1	-
SAS Coeur d'Orly Investissement – France	11	(15)	100%	11	-	-	-	-	(13)	-
SAS Ville Aéroportuaire Immobilier – France	7	2	100%	10	10	9	-	-	-	-
TANK Holding ÖW – Autriche	-	660	100%	681	660	-	-	-	23	-
Associates and joint ventures										
ADPLS Présidence – France	-	-	50%	-	-	-	-	NC	NC	-
Média ADP – France	2	8	50%	1	1	-	-	52	4	1
Relay@adp – France	3	3	49%	1	1	-	-	74	3	1
CDG Express Etudes – France	-	-	33%	-	-	-	-	-	-	-
Schiphol Group – Pays-Bas	85	3,610	8%	370	370	-	-	1,424	386	11
SCI Roissy Sogaris – France	6	4	40%	2	2	-	-	8	(1)	-
Société de Distribution Aéroportuaire – France	1	20	50%	1	1	-	-	708	18	6
EPIGO – France	1	11	50%	6	6	-	-	-	-	-
EPIGO Présidence – France	-	-	50%	-	-	-	-	-	-	-
PACIFA – France	-	-	13%	1	1	-	-	-	-	-
Other investments										
Airportsmart – Angleterre	1	-	46%	1	-	-	-	NC	NC	-
CCS France – France	-	-	20%	-	-	-	-	NC	NC	-
Centre de Formation des Pompiers (C2FPA) – France	1	3	21%	-	-	-	2	NC	NC	-
Civi.Pol Conseil – France	2	-	1.03%	-	-	-	-	NC	NC	-
IDF Capital – France	20	-	1.35%	-	-	-	-	NC	NC	-
TOTAL				1,326	1,269	50	2			23

<sup>(1)</sup> Including 2015 net result before profits distribution.



## 6.3 Operating receivables

(in millions of euros)

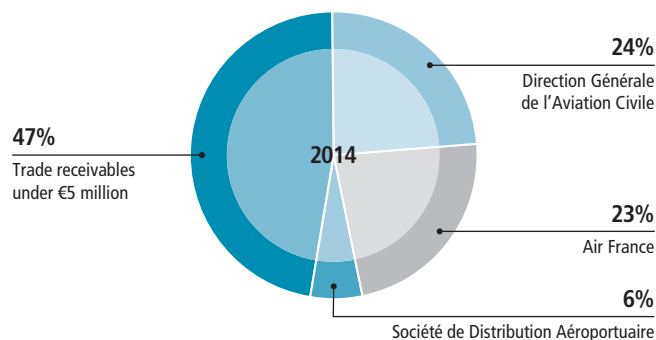
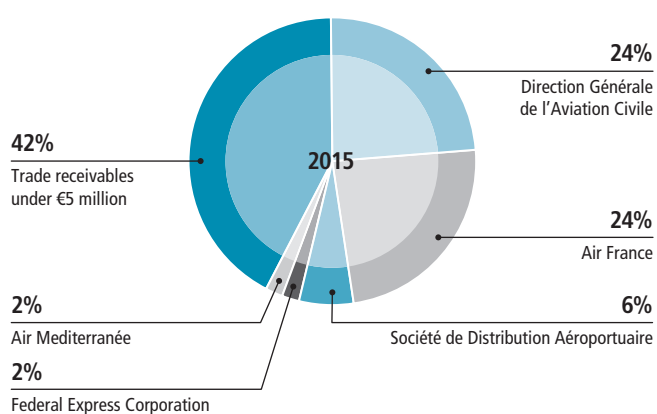
	As at Dec. 31, 2015	As at Dec. 31, 2014
<b>Trade receivables and related accounts</b>	<b>455</b>	<b>474</b>
Taxes other than income taxes	64	48
Current accounts	57	54
Other debtors	10	3
<b>Other receivables</b>	<b>131</b>	<b>106</b>
<b>TOTAL</b>	<b>586</b>	<b>580</b>

Operating receivables amounted to €586 million as at 31 December 2015 and increased by 1.0% compared to €580 million at end-2014.

### Most significant trade receivables on the balance sheet date

(in millions of euros)

	As at Dec. 31, 2015	As at Dec. 31, 2014
Direction Générale de l'Aviation Civile	109	115
Air France	109	109
Société de Distribution Aéroportuaire	28	30
Federal Express Corporation	8	-
Air Mediterranée	8	-
Trade receivables under €5 million	193	221
<b>TOTAL</b>	<b>455</b>	<b>474</b>



### Current accounts

Current accounts, in other receivables, are as follows:

(in millions of euros)

	As at Dec. 31, 2015	As at Dec. 31, 2014
SAS Coeur d'Orly Investissement	23	23
ADP Ingénierie	12	17
<b>Fully Consolidated Subsidiaries</b>	<b>35</b>	<b>40</b>
Société de Distribution Aéroportuaire	19	13
Other	3	1
<b>Associates and joint ventures</b>	<b>22</b>	<b>14</b>
<b>TOTAL</b>	<b>57</b>	<b>54</b>

### Depreciation of current assets

The depreciation of current assets amounted to €55 million:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
Trade receivables and related accounts	(33)	(32)
Current accounts	(22)	(8)
<b>TOTAL</b>	<b>(55)</b>	<b>(40)</b>

### Schedule of receivables

The table below presents, for each type of receivable, the remaining amount so that the debt becomes payable:

(in millions of euros)	Gross Amount	Payment		
		<1 year	1 to 5 years	>5 years
Receivables from to share investments	54	5	21	28
Loans	10	2	4	4
Other capitalised receivables	9	9	-	-
<b>Receivables from fixed assets</b>	<b>72</b>	<b>16</b>	<b>25</b>	<b>32</b>
Trade receivables and related accounts	455	455	-	-
Other receivables	132	132	2	-
<b>Receivables from current assets</b>	<b>587</b>	<b>587</b>	<b>2</b>	<b>-</b>
<b>Prepaid expenses</b>	<b>18</b>	<b>9</b>	<b>9</b>	<b>1</b>
<b>TOTAL</b>	<b>677</b>	<b>611</b>	<b>35</b>	<b>33</b>

90% of the receivables are made up of current asset receivables.

Most of the receivables are payable immediately or in less than one year.

## 6.4 Marketable securities and cash

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
Marketable securities	1,601	1,224
<i>of which Treasury shares</i>	24	-
Cash	116	8
<b>TOTAL</b>	<b>1,717</b>	<b>1,232</b>

The short-term investments of Aéroports de Paris consist in investment funds (SICAV).

## 6.5 Prepaid expenses and deferred income

### Prepaid expenses

The prepaid expenses amounted to €18 million mainly consist of items relating to insurance contracts underwritten by Aéroports de Paris. They represent 67% of prepaid expenses.

### Deferred income

Deferred income totalling €145 million on 31 December 2015 is mostly comprised of rents paid in advance.

## 6.6 Bond redemption premiums

(in millions of euros)	Assets	Liabilities
Bonds issued	17	-

Details on loan premiums are presented in note 6.9.





## 6.7 Shareholders' equity

(in millions of euros)	As at Dec. 31, 2014	Other <sup>(1)</sup>	Increase	Decrease	Allocation of income	As at Dec. 31, 2015
Share capital	297		-	-	-	297
Premiums	543		-	-	-	543
Revaluation difference	24		-	-	-	24
Legal reserve	30		-	-	-	30
Other reserves	839		-	-	-	839
Retained earnings	803	4	-	-	111	918
Profit/loss for the period	352		396	-	(352)	396
Interim dividend	-		-	(70)	-	(70)
Capital grants	39		6	(3)	-	42
Regulated provisions	1,071		35	(2)	-	1,104
<b>TOTAL</b>	<b>3,996</b>	<b>4</b>	<b>437</b>	<b>(75)</b>	<b>(241)</b>	<b>4,121</b>

<sup>1</sup> €4 million due to social solidarity contribution.

The company's capital on 31 December 2015 was €296,881,806, broken down into €98,960,602 in shares at a nominal value of €3.

Shareholders' equity of Aéroports de Paris amounted to €4,121 million.

In compliance with the Annual General Meeting decision of 18 May 2015, a dividend of €2.44 per share, representing a total of €241,463,869 was paid out on 1 June 2015.

## 6.8 Provisions

(in millions of euros)	As at Dec. 31, 2014	Additions	Reversals	As at Dec. 31, 2015
Other provisions for risks	30	1	(7)	24
Provisions for litigation	16	5	(2)	19
<b>Provisions for risks</b>	<b>46</b>	<b>6</b>	<b>(9)</b>	<b>44</b>
Provisions for taxes	6	2	(1)	7
Provisions for restructuring	28	-	(18)	10
Provisions for employee benefit obligations	378	26	(38)	366
Other provisions for charges	3	2	(2)	3
<b>Provisions for expenses</b>	<b>414</b>	<b>31</b>	<b>(58)</b>	<b>386</b>
<b>TOTAL</b>	<b>460</b>	<b>37</b>	<b>(67)</b>	<b>430</b>

### Provisions for employee benefit obligations

Aéroports de Paris abides by the following employee benefit obligations:

#### RETIREMENT BENEFIT SCHEME (IFC)

The Group grants a retirement benefit to Aéroports de Paris employees taking their retirement. The sum paid is based on a number of months of salary depending on length of service at Aéroports de Paris at the date of retirement. Employer contributions are payable on this income.

The main risks linked to this system are risks of increase in employer contribution rates applicable to Aéroports de Paris, renegotiation of the rise in fee structures as defined by the statutes, and changes in legal minimum benefit amounts.

#### MUTUAL HEALTH INSURANCE FOR THE RETIRED

Aéroports de Paris helps finance the subscription to two mutual health insurance contracts covering two closed populations of retired former employees.

The main risks identified are risks:

- of an increase in employer contribution rates applicable to Aéroports de Paris' financial contribution;
- of a steady increase in medical costs covered by mutual health insurance, which has a knock-on effect on Aéroports de Paris' financial contribution.

#### PENSION SCHEMES WITH DEFINED SERVICES

Aéroports de Paris grants additional retirement pensions and has insurance contracts to deal with the management of pension payments.

In this context, Aéroports de Paris has opted for the “Fillon tax” on premiums paid on the insurance provider’s collective funds (24%) for the defined benefits scheme, and the pension tax paid by the insurance provider (32% for liquidations that took place from 1 January 2013) for other schemes. The main risk involved is a legislative review increasing the Fillon tax rate, which would automatically increase Aéroports de Paris’ commitment.

There are three additional retirement benefit schemes:

- a defined retirement benefits scheme – this life annuity retirement pension scheme is an additional type and concerns all employees;
- an additional pension scheme – this retirement pension scheme:
  - is an “additional” type for firemen. The temporary pension is paid at the same time as the “PARDA” pension,
  - a life annuity pension of the “differential” category for the majority of the PARDA scheme beneficiaries;
- an additional “management” retirement scheme - this life annuity retirement pension scheme is of the “differential” type and concerns certain qualifying management staff. This scheme has been renounced and the renunciation will take effect in the second half of 2015.

#### LONG-SERVICE AWARDS SCHEME

Aéroports de Paris employees receive an “aeronautical services medal”.

#### EARLY RETIREMENT SCHEME

The “PARDA” (protocol of agreement on the early retirement scheme) early retirement scheme involves paying a replacement income over a temporary period prior to the retirement of firemen, to which employer contribution rates and 50% of the “Fillon tax” are added.

#### DETAILS OF THE ACTUARIAL CALCULATION

The total employee benefit obligations in previously described schemes is evaluated in compliance with Recommendation no. 2003-R 01 of 1 April 2003 of the French National Accounting Board relating to accounting and evaluation rules on retirement obligations and similar benefits.

The main actuarial assumptions used to calculate employee benefit obligations are:

- a discount rate of 2%;
- an annual increase in salaries of between 1.75% and 2% per year, including inflation;
- a resignation rate demonstrating the probability that not all employees will reach the end of their careers within the company;
- mortality rate tables, TH – TF 2011-2013 statistical tables on the phase of activity and TGH-F 2005 generational tables on the pension phase;
- a voluntary retirement age of 62 for supervisory and senior supervisory employees, and 64 for the management category.

The company uses the corridor method for the accounting of actuarial differences (10%).

The table below recapitulates all employee benefit obligations by illustrating:

- the change in actuarial value;
- liabilities entered on the balance sheet;
- expense analysis for the financial year.

(in millions of euros)	Retirement Plan	PARDA	Additional retirement benefits	Health cover	Aviation industry long service medals	Total
Actuarial value of obligation at opening	305	10	45	81	1	443
Interest costs	6	-	1	2	-	8
Service costs for the period	17	2	2	-	-	21
Services provided	(4)	(1)	(4)	(4)	-	(13)
Actuarial gain or loss	(42)	(1)	23	(5)	-	(24)
<b>Actuarial value of obligation at closing</b>	<b>281</b>	<b>10</b>	<b>67</b>	<b>74</b>	<b>1</b>	<b>434</b>
Deferred actuarial difference on balance sheet	(33)	8	(48)	7	-	(66)
Market value of assets at closing	-	-	(2)	-	-	(2)
Past service costs	-	-	(1)	1	-	-
<b>Liabilities recognized in the balance sheet</b>	<b>248</b>	<b>18</b>	<b>16</b>	<b>82</b>	<b>1</b>	<b>366</b>
Discount expenses	6	-	2	2	-	10
Amortisation of actuarial gains/losses	3	(1)	1	-	-	3
Service costs for the period	17	1	4	-	-	23
Past service costs	-	-	3	(8)	-	(5)
Reduction/curtailment	-	-	(5)	-	-	(5)
<b>EXPENSE FOR THE PERIOD</b>	<b>26</b>	<b>-</b>	<b>6</b>	<b>(6)</b>	<b>-</b>	<b>26</b>



## 6.9 Financial debts

### Changes in financial debts

(in millions of euros)	As at Dec. 31, 2014	Increases	Decreases	As at Dec. 31, 2015
Bonds	3,501	500	(166)	3,835
Loans from credit institutions	517	-	-	517
Other loans	5	-	(1)	4
Deposits, estimated fees and deposits received	16	4	(6)	14
Accrued interest on loans	73	74	(73)	74
Overdrafts	4	-	(3)	1
<b>TOTAL</b>	<b>4,115</b>	<b>578</b>	<b>(248)</b>	<b>4,445</b>

The €330 million increase in financial payables corresponds to the subscription of a new €500 million bond (including €3 million in issuance premiums and various commissions, amounting to the collection of €497 million on 31/12/2014) partially offset by the redemption of a €166 million bond.

Accrued interest on loans stood at €74 million, including:

Accrued interest on bonds	€69 million
Accrued interest on loans swapped	€3 million

### Debts other than bank overdrafts

(in millions of euros)	Initial capital borrowed	Nominal rate	Initial capital remaining due	Amortisation of capital	Underwriting of loans	Final capital remaining due	Issue premium
ADP EUR 500 M 2008-2014	166	3.125%	166	(166)	-	-	-
ADP CHF 250 M 2009-2015	135	2.5%	135	-	-	135	-
ADP CHF 200 M 2010-2017	500	3.89%	500	-	-	500	-
ADP EUR 500 M 2010-2020	400	4.0%	400	-	-	400	-
ADP EUR 400 M 2011-2021	400	3.875%	400	-	-	400	1
ADP EUR 400 M 2011-2022	300	2.375%	300	-	-	300	1
ADP EUR 300 M 2012-2019	500	3.125%	500	-	-	500	3
ADP EUR 500 M 2012-2024	600	2.75%	600	-	-	600	6
ADP EUR 600 M 2013-2028	500	1.50%	500	-	-	500	5
ADP EUR 500 M 2014 -2028	-	1.50%	-	-	500	500	1
<b>Bonds</b>	<b>3,501</b>		<b>3,501</b>	<b>(166)</b>	<b>500</b>	<b>3,835</b>	<b>17</b>
BEI EUR 100 M 2003-2018	100	Eur 3M + margin	100	-	-	100	-
BEI EUR 220M 2004-2019	220	Eur 3M + margin	220	-	-	220	-
BEI EUR 30 M 2004-2019	30	Eur 3M + margin	30	-	-	30	-
BEI EUR 130 M 2005-2020	130	Eur 3M + margin	130	-	-	130	-
DEUTSCHE Bank EUR 37 M 2010-2020	37	4.125%	37	-	-	37	-
<b>Loans from credit institutions</b>	<b>517</b>		<b>517</b>	<b>-</b>	<b>-</b>	<b>517</b>	<b>-</b>
<b>Other loans</b>	<b>6</b>		<b>5</b>	<b>(1)</b>	<b>-</b>	<b>4</b>	<b>-</b>
<b>TOTAL</b>	<b>4,024</b>		<b>4,023</b>	<b>(167)</b>	<b>500</b>	<b>4,356</b>	<b>17</b>

## Swaps on bonds

Initial date of swap (in millions of euros)	Duration	Amount	Fair value	Repayments made		Repayments received	
				Rate	Effective tax expense	Rate	Income
08/07/11	10 years	100	18	Eur 3M + margin	(1)	Fixed	4
08/07/11	10 years	100	18	Eur 3M + margin	-	Fixed	4
08/07/12	9 years	100	(10)	Fixed	(3)	Eur 3M + margin	1
08/07/12	9 years	100	(10)	Fixed	(3)	Eur 3M + margin	-
<b>TOTAL SWAPS RELATING TO BONDS</b>		<b>400</b>			<b>(7)</b>		<b>9</b>
15/07/09	6 years	166	-	Fixed	(8)	Fixed	8
10/05/10	7 years	67	30	Eur 3M + margin	(1)	Fixed	2
10/05/10	7 years	67	30	Eur 3M + margin	-	Fixed	2
<b>TOTAL SWAPS ON FOREIGN CURRENCY BOND LOANS</b>		<b>300</b>			<b>(9)</b>		<b>12</b>

## 6.10 Trade payables

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
<b>Trade payables</b>	<b>202</b>	<b>181</b>
Staff costs and related accounts	238	196
Taxes other than income taxes	48	64
<b>Tax and employee-related liabilities</b>	<b>286</b>	<b>260</b>
<b>TOTAL</b>	<b>488</b>	<b>441</b>

## 6.11 Other liabilities

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
<b>Debts on fixed assets and related accounts</b>	<b>229</b>	<b>117</b>
Current accounts	167	192
Customer accounts payable	10	10
Various accounts payables	45	4
<b>Other debts</b>	<b>222</b>	<b>206</b>
<b>TOTAL</b>	<b>451</b>	<b>323</b>

## Current accounts

Current accounts, in other liabilities, are as follows:

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
Aéroports de Paris Management	136	167
Hub One	19	15
Hub Safe	12	10
<b>FULLY CONSOLIDATED SUBSIDIARIES</b>	<b>167</b>	<b>191</b>



## 6.12 Schedule of debt payments

The table below presents, for each type of payable, the remaining amount so that the debt becomes payable:

(in millions of euros)	Gross Amount	Payment		
		<1 year	1 to 5 years	>5 years
Bonds	3,835	-	935	2,900
Loans from credit institutions	517	-	517	-
Loans and other financial liabilities	93	75	3	15
<b>Financial debt</b>	<b>4,445</b>	<b>75</b>	<b>1,455</b>	<b>2,915</b>
Trade payables	202	202	-	-
Tax and employee-related liabilities	286	286	-	-
<b>Operating liabilities</b>	<b>488</b>	<b>488</b>	<b>-</b>	<b>-</b>
Debts on fixed assets and related accounts	229	229	-	-
Other debts	222	222	-	-
<b>Other payables</b>	<b>451</b>	<b>451</b>	<b>-</b>	<b>-</b>
<b>Deferred income</b>	<b>145</b>	<b>80</b>	<b>17</b>	<b>48</b>
<b>TOTAL</b>	<b>5,529</b>	<b>1,094</b>	<b>1,472</b>	<b>2,963</b>

## 6.13 Accrued expenses and revenue to be received by balance sheet item

ASSETS (in millions of euros)		LIABILITIES (in millions of euros)	
	As at Dec. 31, 2015		As at Dec. 31, 2015
Other financial assets	8	Bonds	72
<b>Fixed assets</b>	<b>8</b>	Loans from credit institutions	1
Trade receivables and related accounts	97	<b>Financial debt</b>	<b>73</b>
Other receivables	11	Trade payables	87
<b>Current assets</b>	<b>108</b>	Tax and employee-related liabilities	212
		<b>Operating liabilities</b>	<b>299</b>
		Debts on fixed assets and related accounts	102
		<b>Other payables</b>	<b>102</b>
<b>TOTAL</b>	<b>116</b>	<b>TOTAL</b>	<b>474</b>

## Note 7 Notes to the cash flow statement

### 7.1 Change in working capital

(in millions of euros)	2015	2014
Accounts receivable	(27)	24
VAT	(11)	18
Depreciation of receivable accounts	2	10
Other	25	(7)
<b>Total trade and other receivables</b>	<b>(12)</b>	<b>44</b>
Operating payables	(14)	(9)
Staff	38	(2)
Accrued liabilities	42	(27)
Employees' profit sharing	(20)	(19)
Other	(10)	3
<b>Total trade and other payables</b>	<b>36</b>	<b>(54)</b>
<b>CHANGE IN WORKING CAPITAL</b>	<b>24</b>	<b>(10)</b>

### 7.2 Cash & cash equivalents at the end of period

(in millions of euros)	2015	2014
Cash and cash equivalents	1,693	1,232
Bank overdrafts <sup>(1)</sup>	(1)	(4)
<b>NET CASH (AS SHOWN IN THE CASH FLOW STATEMENT)</b>	<b>1,692</b>	<b>1,228</b>

<sup>1</sup> Included in Current liabilities short term debt.

## Note 8 Off balance sheet commitments and contingent liabilities

### 8.1 Off balance sheet commitments

(in millions of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
Guarantees	2	2
Acquisition of capital assets	501	173
Other	-	7
<b>COMMITMENTS GRANTED</b>	<b>503</b>	<b>182</b>
Guarantees	54	8
First demand guarantee	237	198
Other	-	19
<b>COMMITMENTS RECEIVED</b>	<b>291</b>	<b>225</b>

Guarantees correspond mainly to securities accorded to loans to staff members, as well as guarantees accorded by Aéroports de Paris on behalf of ADP Ingénierie and Aéroports de Paris Management for the benefit of different customers of these subsidiaries.

Guarantees on first demand have been given only by ADP Ingénierie and Aéroports de Paris Management as part of the execution of their international contracts.

### 8.2 Contingent liabilities

On 13 June 2013, the JSC Investissements company launched financial compensation proceedings due to Aéroports de Paris' decision, in 2004, to refuse authorisation for temporary occupation of the public domain system. This decision was based on the construction and operation of a sales and services centre on airport land at Paris-Charles de Gaulle Airport. Proceedings are pending. Aéroports de Paris does not expect a negative outcome in this case.





## Note 9 Compensation and headcount

### 9.1 Compensation allocated to members of administrative and management bodies

(in thousands of euros)	As at Dec. 31, 2015	As at Dec. 31, 2014
Compensation	3,731	3,567
Employer's social security contributions	1,319	1,325
Attendance fees	104	108
<b>TOTAL</b>	<b>5,154</b>	<b>5,001</b>

### 9.2 Employment details

The table below gives a breakdown of the workforce (present, on unpaid leave and on secondment).

Categories	As at Dec. 31, 2015	As at Dec. 31, 2014	Change	Percentage
Executives (excluding CEO and COO)	1,313	1,325	(12)	-1%
Supervisors and technicians	4,578	4,736	(158)	-3%
Enforcement agents	663	737	(74)	-11%
<b>TOTAL</b>	<b>6,553</b>	<b>6,798</b>	<b>(245)</b>	<b>-4%</b>

## Note 10 Transactions with related companies and parties

### 10.1 Transactions with affiliated companies

Affiliated companies are exclusively controlled by Aéroports de Paris.

(in millions of euros)	Receivables	Debts	Financial income	Financial expenses
ADP Ingénierie	15	8	-	(10)
Aéroports de Paris Management	-	136	1	(1)
Hub Safe	-	21	2	-
Hub One	1	23	1	-
Roissy Continental Square	43	1	1	-
SAS Cœur d'Orly Investissement	23	-	-	(14)
SAS Ville Aéroportuaire Immobilier	9	-	-	-
Tank International Lux	-	-	37	-
CDG Express Etudes	2	-	-	-
<b>TOTAL</b>	<b>92</b>	<b>189</b>	<b>43</b>	<b>(25)</b>

### 10.2 Transactions with affiliated parties

Transactions with affiliated parties mostly include:

- agreements on compensations and similar benefits concluded with members of administrative or management bodies;
- conventions concluded with the French State and state-owned holding companies, associated companies and joint venture companies over which Aéroports de Paris exercises significant influence and joint control respectively.

### Compensation of principal senior directors

The principal senior directors at Aéroports de Paris include the Chairman & Chief Executive Officer, the members of the executive committee and the directors appointed by the general meeting of shareholders.

This compensation is amounted to €5.2 million in 2015 in comparison to €5 million in 2014. It includes short-term employee benefits (fixed and variable salary and benefits in kind), as well as employer contributions and attendance fees (cf note 9).

The principal senior directors did not receive any payments in shares in 2015 or 2014.

## Relations with the French State and State shareholdings

### RELATIONS WITH THE STATE

The public authorities exercise control over Aéroports de Paris as part of its status as a public enterprise and its missions, particularly its public service missions.

In this context, agreements are regularly signed with the French State.

The most significant agreements are presented below:

- the Economic Regulation Agreement for the 2016-2020 period (the main provisions of the 2016-2020 ERA are laid out in note 3), signed on 31 August 2015;
- an agreement to the provision of property, supplies (electricity, heating, water), services (telecommunications, material, administrative or intellectual assistance) and training at the "DSNA" French air navigation service. This agreement was concluded on 27 July 2007 for a term of 15 years;
- relations with the DGAC, the French Civil Aviation Authority – safety assignments, air transport security, and aircraft fire and rescue make up the public service missions under Aéroports de Paris' responsibility. Costs incurred as part of these missions are paid by the French Civil Aviation Authority (DGAC) who finances it through airport taxes collected from airlines. Turnover in 2015 amounts to €486 million compared with €485 million on 31 December 2014. Outstanding customer payments amounted to €109 million on the same date decreasing by €6 million since last year.

### RELATIONS WITH THE AIR FRANCE-KLM GROUP

Transactions with the Air France-KLM Group mostly involve:

- invoicing aeronautical and ancillary fees fixed under the Economic Regulation Agreement in application of the Civil Aviation Code; and
- rents invoiced for leases on land and buildings surrounding airports.

### RELATIONS WITH LA SOCIÉTÉ DU GRAND PARIS

Two agreements were signed between Aéroports de Paris and Société du Grand Paris. They are presented in note 3.

### CDG EXPRESS ETUDES

Aéroports de Paris has joined with the French railway network *Réseau Ferré de France* and the French State in a research company known as CDG Express Etudes. This company aims to conduct or commission all the studies necessary for the creation of the direct railway link between Paris and Paris-Charles de Gaulle Airport.

### Relations with joint control companies or those with significant influence

Aéroports de Paris conducts regular transactions with companies over which it has joint control or a significant influence in a direct or indirect manner. These transactions occur most often with *Société de Distribution Aéroportuaire* and Tav Construction and signed under normal market conditions.



## Note 11 Subsequent events

It should be noted that no significant events have occurred since the closing date.

## 20.4 Statutory Auditors' report on the financial statements

*This is a free translation into English of the statutory auditors' report on the financial statements issued in French and it is provided solely for the convenience of English-speaking users.*

*The statutory auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the audit opinion on the financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the financial statements taken as a whole and not to provide separate assurance on individual account balances, transactions, or disclosures.*

*This report also includes information relating to the specific verification of information given in the management report and in the documents addressed to shareholders.*

*This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

Year ended 31 December 2015

To the Shareholders,

In compliance with the assignment entrusted to us by your annual general meeting, we hereby report to you, for the year ended 31 December 2015, on:

- the audit of the accompanying financial statements of Aéroports de Paris;
- the justification of our assessments;
- the specific verifications and information required by law.

The financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements based on our audit.

### I. Opinion on the financial statements

We conducted our audit in accordance with professional standards applicable in France; those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit involves performing procedures, using sampling techniques or other methods of selection, to obtain audit evidence about the amounts and disclosures in the financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made, as well as the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

In our opinion, the financial statements give a true and fair view of the assets and liabilities and of the financial position of the Company as at 31 December 2015 and of the results of its operations for the year then ended in accordance with French accounting principles.

### II. Justification of our assessments

In accordance with the requirements of article L. 823-9 of the French Commercial Code (*Code de commerce*) relating to the justification of our assessments, we bring to your attention the following matters:

- note 4.5 to the financial statements sets out the accounting principles and methods used to measure equity investments. When their value in use is less than their carrying value, your Company records an impairment. Our procedures consisted in examining the financial information and key assumptions used for determining the value in use, and in verifying the calculations computed by the Company;
- note 4.4 to the financial statements describes the accounting principles and procedures used to measure, and record impairment of, property, plant and equipment. We have examined the methods adopted by your Company to carry out these measurements and, based on the information available, we have verified their implementation. We also

have ensured that note 6.1 to the financial statements provides an appropriate disclosure;

- note 4.3 to the financial statements sets out the accounting principles and methods relating to the recognition of revenue, and in particular, the revenue from airport safety and security services. As part of our assessment of the accounting principles and methods adopted by your Company, we have verified the appropriateness of these accounting methods and ensured that they were correctly applied.

These assessments were made as part of our audit of the financial statements, taken as a whole, and therefore contributed to the opinion we formed which is expressed in the first part of this report.

### III. Specific verifications and information

We have also performed, in accordance with professional standards applicable in France, the specific verifications required by French law.

We have no matters to report regarding the fair presentation and consistency with the financial statements of the information given in the management report of the Board of Directors, and in the documents addressed to the shareholders with respect to the financial position and the financial statements.

Concerning the information given in accordance with the requirements of article L. 225-102-1 of the French Commercial Code (*Code de commerce*) relating to compensation and benefits received by the directors and any other commitments made in their favor, we have verified its consistency with the financial statements, or with the underlying information used to prepare these financial statements and, where applicable, with the information obtained by your Company from companies controlling your Company or controlled by it. Based on this work, we attest the accuracy and fair presentation of this information.

In accordance with French law, we have verified that the required information concerning the purchase of investments and controlling interests and the identity of the shareholders or holders of the voting rights has been properly disclosed in the management report.

The Statutory Auditors

Paris-La Défense and Neuilly-sur-Seine, 21 March 2016  
French original signed by

DELOITTE & ASSOCIÉS  
Thierry Benoit                      Olivier Broissand

ERNST & YOUNG Audit  
Jacques Pierres



## 20.5 Pro forma financial data

Not applicable.

## 20.6 Interim financial data

Not applicable.

## 20.7 Dividend distribution policy

### Amount of dividends distributed during the course of the last three financial years:

- with respect to 2014: €241 million or €2.44 per share, representing a payout ratio of 60% of net income;
- with respect to 2013: €183 million or €1.85 per share, representing a payout ratio of 60% of net income;
- with respect to 2012: €205 million or €2.07 per share, representing a payout ratio of 60% of net income.

### Dividend distribution policy

At its meeting of 16 February 2016, the Board of Directors decided to propose a dividend payment of €2.61 per share for the 2015 financial year at the next Annual General Meeting of Shareholders, to be held on

13 May 2016. As an interim dividend of €0.70 per share was paid on 10 December 2015, the balance of the dividend to be distributed for the financial period ended 31 December 2015 amounted to €1.91 per share. Subject to the vote of the Annual General Meeting of Shareholders, the payment of the balance will be made on 2 June 2016. This dividend corresponds to a payout ratio of 60% of the 2015 net income attributable to the Group, unchanged since the 2014 financial year. As a reminder, the payout ratio was increased from 50% to 60% in 2013, for the 2012 financial year dividends.

Since 1 January 2013, all dividends and interest paid for the benefit of natural persons are subject to the progressive scale for income tax after a reduction of 40%. The option for flat-rate withholding tax, as provided in article 117 quater of the General Tax Code has been discontinued.

### Statute of limitation

Unclaimed dividends shall lapse to the government authorities at the end of a five-year period as from their date of payment.

## 20.8 Legal and arbitration proceedings

To date, other than the disputes mentioned below, neither Aéroports de Paris nor any of its subsidiaries have been in the past or are currently party to any legal action or arbitration procedure before an independent authority, government body or non-jurisdictional authority, that could give rise in the future, or has given rise in the last 12 months, to material adverse impacts on the financial position, business, income or assets of Aéroports de Paris or of its subsidiaries.

The overall consolidated provisions created for all Group litigation and claims is shown in note 15 and note 28 to the consolidated financial statements in Chapter 20.

The most significant litigation and claims were as follows:

### JSC Investissements

On 13 June 2013, JSC Investissements instituted action for compensation before the Paris Commercial Court as a result of the decision taken by

Aéroports de Paris in 2004 to refuse to grant it a temporary authorisation to occupy public property with a view to the construction and operation of a shopping and services centre at the Paris-Charles de Gaulle airport. The Court of Appeal, by a decision of 18 March 2015, confirmed the lack of jurisdiction of civil courts, in favour of the administrative courts. JSC appealed against the decision. The appeal is pending.

JSC Investissements also filed a claim with the Paris Administrative Court. The case has been sent to the Jurisdictional Court.

### Terminal 2E

Following the collapse of part of the pier in terminal 2E of Paris-Charles de Gaulle airport on 23 May 2004, the criminal proceedings arising from the investigation of Aéroports de Paris, Bureau Veritas, GTM and Ingerop are still under way.

### Petitions relating to fees

- Fees for the supply of check-in counters, boarding and local baggage handling at Paris-Charles de Gaulle airport.

Some airline companies have submitted appeals for the rescission of the fare decisions setting the level of the fees, for the following periods respectively:

- 2011-2012: following the cancellation of the previous rate decision by the Paris Administrative Court due to procedural irregularities on 29 September 2015, Aéroports de Paris took another decision on 16 December 2015. Aéroports de Paris was not aware of any appeals as of 10 March 2016,
- 2013-2014: appeal rejected by the Paris Administrative Court on 22 April 2014. The plaintiffs lodged an appeal and the case is pending,

- 2014-2015: appeal rejected by the Paris Administrative Court on 10 March 2015. The plaintiffs lodged an appeal and the case is pending,

- 2015-2016: appeal initiated on 8 April 2015. The case is in the investigative phase.

None of the procedures above have a direct impact on the financial statements.

- ERA pricing clauses

On 28 September 2015, the *Syndicat des Compagnies Aériennes Autonomes* (Scara) filed a claim for excess of power with the Council of State in order to have the pricing clauses of the 2016-2020 Economic Regulation Agreement signed between the French Government and Aéroports de Paris on 31 August 2015 overturned. The case is pending. At this stage, it has no impact on the financial statements.

## 20.9 Material change in the financial or commercial position since 31 December 2015

Significant events occurring between the end of the 2016 financial year and 16 February 2016, the date the accounts were approved by the Board of Directors, are mentioned in note 39 of the notes to the consolidated

financial statements in Chapter 20. Significant events occurring between 16 February 2016 and the date of filing of this Registration Document are included in Chapter 12 of this Registration Document.



## Additional information on the share capital and provisions of the Articles of Association **AFR**

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### 21.1 Information on the share capital

#### Share capital

As of the date of this report, the Company's share capital totalled €296,881,806 divided into 98,960,602 fully paid-up shares of the same category, with a par value of €3 each. No changes were made to the share capital in 2015. Shares in Aéroports de Paris have been traded on the Euronext Paris (compartment A) under the ADP symbol since 16 June 2006.

Aéroports de Paris was converted into a public limited company with capital of €256,084,500 divided into 85,361,500 shares with a par value of €3 in accordance with the decree of 20 July 2005.

#### Authorisation of share buybacks by Aéroports de Paris

##### Share buyback programmes in force

The Board of Directors of the Company implemented the share buyback programmes authorised by the Combined General Meeting of 15 May 2014 (between 1 January and 18 May 2015) and that of 18 May 2015

(between 19 May and 31 December 2015), within the framework of a liquidity contract concluded with Rothschild & Cie Banque. The sum of €35 million was assigned by the Board of Directors to the liquidity account.

The maximum purchase price per share for the share buyback programme in place as at 31 December 2015 was €170, excluding acquisition costs, under the liquidity contract, and €140, excluding acquisition costs, for other transactions in the share buyback programme. The maximum amount that the Company may assign to it may not be greater than €550 million.

#### Summary of the operations completed by the Company with its own securities within the framework of the programme authorised by the Annual General Meeting of Shareholders of 15 May 2014 and 18 May 2015

As at 26 February 2016, Aéroports de Paris did not hold any treasury shares. The contract liquidity account had a credit balance of €8,563,395, the budget of €35 million authorised by the Board had not been fully called upon at that stage. As at that date, no position was open, with regard to buying or selling, within the framework of the share buyback programme.

### Transactions relating to treasury shares carried out within the framework of the liquidity contract between 18 May 2015 and 26 February 2016:

Cumulative gross flows	Number of shares	Average price (in euros)	Valuation (in euros)
Number of shares as at 18 May 2015	-	-	-
Purchases	297,115	106.4	31,622,841
Sales	297,115	106.6	31,674,242
Number of shares as at 26 February 2016	-	-	-

No operation has been carried out within the framework of the share buyback programme through the use of a derivative product.

Aéroports de Paris has established its share buyback programme under article L. 225-209 of the French Commercial Code outside the liquidity agreement, for the implementation of an offer to acquire shares in for members of the group savings plan. For this purpose, it mandated an independent provider on 24 November 2015, for a total of €24 million, at a maximum purchase price of €113 including costs. The share buyback programme ended on 29 December 2015 after the purchase of 224,290 shares, at an average price of €106.7. The share buyback programme was relaunched on 18 January 2016 until 26 January 2016, and then from 17 to 26 February 2016 and again from 17 to 22 March. On 22 March, the Company held 401,190 treasury shares, excluding the liquidity contract.

### Outline of programme of share buyback scheme subject to approval by the General Meeting of Shareholders of 3 May 2016

The Board of Directors' Meeting of 16 February 2016 submitted a resolution to the General Meeting of Shareholders of 3 May 2016 (13<sup>th</sup> resolution) aimed at renewing the authorisation given to the Board of Directors to decide, subject to the provisions of the final paragraph of article L. 6323-1 of the French Transport Code, to implement a share buyback programme enabling transactions to be made on the Company's shares.

Pursuant to articles 241-2 and 241-3 of the general regulations of the AMF, as well as European regulation no. 2273/2003, the Company presents below a description of the share buyback scheme which will then be submitted to approval by vote of the shareholders.

Maximum share of the capital available for purchase by the Company: 5% of the number of shares making up the Company capital (on an indicative basis 4,948,030 shares as of 26 February 2016) on the date of the purchase; the total number of shares held on a given date cannot exceed 10% of the existing Company capital on the same date.

#### Objectives of the programme:

- influencing the secondary market or liquidity of Aéroports de Paris shares through a liquidity contract with an independent investment services provider, in accordance with the code of Conduct recognised by the AMF;
- allocating or transferring shares to employees under the terms of profit-sharing and implementing any Company or Group employee savings scheme as provided for by law, and in particular articles L. 3332-1 et seq. of the French Labour Code;
- allocating free shares to employees under the provisions of articles L. 225-197-1 of the French Commercial Code;
- cancelling the shares thus acquired, subject to authorisation by an Extraordinary General Meeting;

- delivering shares on the exercising of rights attached to securities giving access to capital by way of redemption, conversion, exchange, presentation of a warrant or in any other way;
- holding and delivering shares (by way of payment, exchange or contribution) as part of external growth transactions, mergers, spin-offs or contributions;
- enabling the Company to transact for any authorised purpose or any purpose such as may become authorised by law or applicable regulations.

The shares bought back and held by Aéroports de Paris will be deprived of their voting rights and will not give any entitlement to dividend payments. The purchase, sale or transfer of the shares may occur within the limits authorised by the provisions of the applicable laws and regulations, and by all means excluding the sale of put options, on one or more occasions, on regulated markets, multilateral trading systems or over the counter, including by the purchase or sale of blocks, public share purchase, sale or exchange offer, use of options or other financial instruments negotiated on a regulated market or over the counter or by delivery of shares subsequent to the issuing of securities giving access to the Company's capital by way of conversion, exchange, redemption, exercising of warrants or in any other way, whether directly or indirectly via an investment services provider (without limiting the portion of the buyback programme which may be made in this way).

The Company may, within the framework of the current authorisation, purchase shares up to a maximum purchase price per share equal to €170, excluding acquisition costs, under the liquidity contract, and equal to €140, excluding acquisition costs, for other transactions in the programme. The total amount allocated for executing the programme is €550 million.

Duration of the programme: 18 months from 3 May 2016, i.e. until 3 November 2017.

Implementation of the programme: The Board of Directors' Meeting on 16 February 2016 decided, subject to the condition precedent of approval by the General Meeting of Shareholders on 3 May 2016 of the draft resolution relating to authorising the Board of Directors to transact in Company shares, to implement the share buyback programme authorised by said Shareholders' Meeting as part of the liquidity contract signed by Aéroports de Paris and an investment services provider, namely, on the date of this Registration Document, Rothschild & Cie Banque. The sum of €35 million will remain allocated for this purpose.

### Non-capital securities

Aéroports de Paris' outstanding bond issues amounted to €3,869 million as of 31 December 2015. They are broken down in note 29 of the notes to the consolidated financial statements in Chapter 20.



## Capital authorised but not issued

Authorisations remaining valid to increase and reduce the current capital at the date of this Registration Document:

Subject	Global ceiling or maximum nominal amount
Issues with preservation of the pre-emptive subscription right	Share capital increase: €120 million <sup>(1)</sup> Issue of debt securities: €500 million <sup>(2)</sup>
Issues with removal of the pre-emptive subscription right through public offering	Share capital increase: €40 million <sup>(1)</sup> Issue of debt securities: €500 million <sup>(2)</sup>
Issues with removal of the pre-emptive subscription right through a private placement offer	Share capital increase: €40 million <sup>(1) (3)</sup> Issue of debt securities: €500 million <sup>(2)</sup>
Increase in the amount of securities in the case of a capital increase with or without pre-emptive rights	Increase in the amount of securities to be issued: 15% of original issue <sup>(1) (4)</sup>
Capital increase through the incorporation of premiums, reserves, profits or other	Share capital increase: €120 million <sup>(5)</sup>
Issues reserved for subscribers to an Employee Savings Scheme	Share capital increase: €5.2 million <sup>(1)</sup>
Capital increase in payment for a public exchange offer initiated by the Company	Share capital increase: €55 million <sup>(1)</sup> Issue of debt securities: €500 million <sup>(2)</sup>
Capital increase with a view to paying for contributions in kind	Share capital increase: 10% of share capital <sup>(1)</sup>
Share capital reduction through cancellation of treasury shares	10% of share capital per 24-month period

<sup>1</sup> With attribution to the global cap of capital increase of €120 million par value.

<sup>2</sup> With attribution to the global cap for issue of debt securities of €500 million par value.

<sup>3</sup> With attribution to the global cap of capital increase with cancellation of pre-emptive rights of €40 million covered in the above point: "Issues with removal of the pre-emptive subscription right through a public offering".

<sup>4</sup> For an issue with removal of the pre-emptive subscription right, with attribution to the global cap of capital increase of €40 million covered in the above point: "Issues with removal of the pre-emptive subscription right through a public offering".

<sup>5</sup> With no attribution to the global cap of capital increase of €120 million par value.

The authorisations are approved for 26 months (expiry July 2016).

These authorisations were all given to the Board of Directors by the shareholders at the Combined General Meeting of 15 May 2014. None of these authorisations had been used as at the date of filing of this Registration Document.

## Financial authorisations submitted to the Combined General Meeting of 3 May 2016

The table below summarises the financial authorisations to be granted to the Board of Directors for the Combined General Meeting of 3 May 2016. From the day of their approval by the Combined General Meeting, the various financial authorisations supersede, as applicable, the unused parts of those granted earlier with the same purpose.

Subject	Maximum nominal amount or percentage ceiling (authorisation of 26 months)
Share capital increase with preservation of the pre-emptive subscription right	Share capital increase: €97 million <sup>(P)(1)(6)</sup> Issue of debt securities: €500 million <sup>(2)</sup>
Share capital increase with removal of the pre-emptive subscription right through public offering	Share capital increase: €29 million <sup>(P)(3)(6)</sup> Issue of debt securities: €500 million <sup>(2)</sup>
Share capital increase with removal of the pre-emptive subscription right through a private placement offer	Share capital increase: €29 million <sup>(P)(1)(6)</sup> Issue of debt securities: €500 million <sup>(2)</sup>
Increase in the amount of securities in the case of a capital increase with or without pre-emptive rights	Increase in the amount of securities to be issued: 15% of original issue <sup>(P)(4)(6)</sup>
Capital increase through the incorporation of premiums, reserves, profits or other	Share capital increase: €97 million <sup>(5)</sup>
Share capital increase reserved for subscribers to an Employee Savings Scheme	Share capital increase: €2.9 million <sup>(P)(3)</sup>
Capital increase in payment for a public exchange offer initiated by the Company	Share capital increase: €29 million <sup>(P)(3)</sup> Issue of debt securities: €500 million <sup>(2)</sup>
Capital increase with a view to payment in contributions in kind	Share capital increase: 10% of share capital at the time of the issue <sup>(P)(3)</sup>
Free allocation of existing shares	Allocation of shares 1% of share capital
Dilutive share capital increase (global cap)	Global cap for dilutive share capital increases €97 million Global cap to which the following sub-caps are added: <ul style="list-style-type: none"> <li>• €97 million, or 33% of capital for share capital increases with preservation of the pre-emptive subscription right<sup>(1)</sup></li> <li>• €29 million, or 10% of capital for share capital increases with removal of the pre-emptive subscription right<sup>(3)</sup></li> <li>• €29 million, or 10% of capital for share capital increases during public offer periods<sup>(6)</sup></li> </ul>
Share capital increases during public offer periods (global cap)	Global cap for share capital increases during public offer periods: €29 million <sup>(P)(3)(6)</sup>

<sup>(P)</sup> With attribution to the global cap of dilutive capital increases of €97 million par value.

<sup>(1)</sup> With attribution to the global cap of capital increase with preservation of pre-emptive rights of €97 million par value.

<sup>(2)</sup> With attribution to the global cap of an issue of securities giving access to Company debt of €500 million.

<sup>(3)</sup> With attribution to the global cap of capital increase with removal of pre-emptive rights of €29 million par value.

<sup>(4)</sup> With, for an issue with preservation of pre-emptive rights, attribution to the cap<sup>(1)</sup> and for an issue with removal of pre-emptive rights, attribution to cap<sup>(3)</sup>.

<sup>(5)</sup> Without attribution to the global cap for dilutive capital increases.

<sup>(6)</sup> With attribution to the global cap of capital increase of €29 million par value in the event of a capital increase during a period of an offer on the Company.

### Information on the Company capital and that of subsidiaries subject to an option or an agreement made towards placing it under stock option

No stock option plan has been set up by the Company.

Where the Hublink alliance is concerned, please see the respective paragraphs in Chapter 18 entitled "Alliance with Schiphol Group" for a description of (1) the shareholder agreement involving Aéroports de Paris signed by the French Government and Schiphol Group, (2) the shareholder agreement involving Schiphol Group signed by Schiphol Group, the Dutch Government, the City of Amsterdam and the City of Rotterdam, and (3) the Exit Agreement signed by Aéroports de Paris and Schiphol Group.

Where the marketing and service business activities are concerned, please see the paragraph entitled "Joint Venture Business Activities" in Chapter 6, for a description of the contractual agreements signed by

Aéroports de Paris and companies in the Lagardère Services Group, and for the *Société de Distribution Aéroportuaire* and Relay@ADP joint ventures, as well as the agreements signed by Aéroports de Paris with JCDcaux France SAS.

Where property operations are concerned, please see (1) the paragraph entitled "Property Operations at the Paris-Orly platform" in Chapter 6 for a description of the contractual agreements that Aéroports de Paris has signed with Altarea and *Foncière des Régions* in connection with the Cœur d'Orly project, and (2) the paragraph entitled "Other Developments" in Chapter 6 for a description of the contractual agreements signed with Schiphol Real Estate, Schiphol Group's property subsidiary, in connection with the Continental Square 3 building.

Where the ground-handling business is concerned, please see the paragraph entitled "Ground-handling business" in Chapter 6 for a description of the contractual agreements signed by Aéroports de Paris and G3S in connection with Alyzia Holding.





## 21.2 Provisions of the Articles of Association

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### Corporate object

In accordance with article 2 of the Articles of Association, the purpose of the Company, in France and abroad, is to:

- perform the construction, laying-out, operation and development of airport facilities;
- develop any industrial or service activity in the airport area for all categories of customers;
- enhance the value of all the movable and real estate assets it owns or uses;
- take, acquire, operate or assign all processes and patents concerning activities related to the aforementioned purposes;
- directly or indirectly take part in any transactions that could relate to any of these purposes, through the incorporation of new companies and undertakings, contribution, subscription or purchase of securities or corporate rights, acquisition of interest, merger, association or otherwise;
- generally, carry out any industrial, commercial, financial, movable or real estate transactions directly or indirectly related to any of the aforementioned purposes.

### Management bodies

See Chapters 14 and 16.

### Rights attached to shares

Pursuant to article 11 of the Articles of Association, each share shall entitle the holder to profits and Company assets in a proportion corresponding to the portion of capital it represents.

It also entitles the holder to voting rights and the right to be represented at Shareholders' Meetings in accordance with the Company's Articles of Association and applicable laws and regulations. Therefore, at all General Meetings of Shareholders, each shareholder has as many votes as the number of paid up shares he/she owns or represents, without limitations other than those that could result from legal provisions. The articles of incorporation of Aéroports de Paris have not been modified to oppose the application of article L. 225-123 of the French Commercial Code, as amended by Law no. 2014-384 of 29 March 2014, intended to reclaim the real economy, known as the "Florange Law". Therefore, until 2 April 2016, each shareholder has the same number of votes as they hold or represent shares with voting rights, in accordance with the one share, one vote principle. As of 3 April 2016, in application of the above-cited article, fully paid-up shares which have been registered for at least two years in the name of the same shareholder will automatically be entitled to double voting rights.

Ownership of a share automatically means that the owner fully complies with the Articles of Association and decisions taken at General Meetings of Shareholders.

Shareholders will bear losses only up to the limit of their contribution.

Inheritors, creditors, successors in title and other representatives of a shareholder may not request the placing under seal of the Company's assets and securities, nor ask for the division or sale by auction thereof, nor interfere in its administration. To exercise their rights, they must refer to the financial statements and decisions of the General Meetings of Shareholders.

Each time that it will be necessary to own several shares to exercise any right whatsoever, in case of exchange, consolidation, attribution of shares or as a result of a capital increase or reduction, merger or any other corporate action, the owners of isolated shares or shares that are less than the amount required, can exercise this right only if they personally see to the consolidation and if necessary, the purchase or sale of the number of necessary shares.

### Modification of the share capital and rights attached to the shares

Any change in the capital or voting rights attached to the securities forming it shall be submitted to general law rules, since the Articles of Association do not include any special provisions.

### General Meetings of Shareholders

#### Notice of meetings

In accordance with article 20 of the Articles of Association, General Meetings and Extraordinary General Meetings of Shareholders and Special Meetings, if any, are called, are held and rule under the conditions provided for by the law. They are held at the registered office or in any other place, including in another department, mentioned in the notice of meeting.

#### Participation in meetings

All shareholders, regardless of the number of shares they hold, are entitled to attend the General Meetings of Shareholders and to take part in decisions, whether in person or through an intermediary. The right of shareholders to participate in ordinary or extraordinary general meetings is subject to registration in an account of shares on behalf of the shareholder or the intermediary registered on his or her behalf on the date set by the laws and regulations in force, either in the registered securities accounts held by the company or in bearer securities accounts maintained through authorised intermediaries.

Registration of securities in bearer share accounts held by the official intermediary is recorded by an attestation provided by the intermediary, by electronic means, as an attachment to the form for remote voting or voting by proxy or to the official admission drawn up in the name of the shareholder or to the account of the shareholder represented by the registered intermediary. Shareholders wishing to attend the meeting in person who have not received their official admission on the second working day preceding the meeting at midnight (Paris time), may also make arrangements to have a certificate issued.

The Board of Directors may, if it deems it useful, deliver to shareholders named and personal passes and require the presentation of such passes to have access to the General Meeting of Shareholders.

If the Board of Directors so decides at the time of the calling of the meeting, shareholders may attend the meeting by videoconference or through any telecommunication means enabling their identification under the terms and conditions set by applicable regulation.

Each shareholder may grant a proxy under the terms and conditions stipulated by law and regulations. Shareholders may also vote by correspondence under legal conditions. Shareholders who have voted by correspondence will no longer have the right to participate directly in the Shareholders' Meeting or to be represented there.

Owners of securities mentioned in the third paragraph of article L. 228-1 of the French Commercial Code (owners who are not domiciled in France, as defined in article 102 of the French Civil Code) may be represented, under the conditions provided for by the law, by a registered intermediary.

## Rules applicable to amendments to the Articles of Association

Only an Extraordinary General Meeting is empowered to amend all of the terms of the Articles of Association. However, it cannot increase the commitments of shareholders, with the exception of regular operations resulting from the consolidation of shares. Also without prejudice to this, it requires a majority of two-thirds of the votes of shareholders present, represented or that have voted by correspondence.

## Provisions of Articles of Association resulting in the delaying, deferring or preventing a change in controlling interest

Pursuant to article 7 of the Company's Articles of Association, and in accordance with the provisions of article L. 6 323-1 paragraph 2 of the French Transport Code, "changes in the share capital cannot result in the government authorities losing the majority of the share capital".

## Identification of shareholders

In accordance with article 9 of the Articles of Association and the French Commercial Code, the shares are registered shares or bearer shares, at the shareholder's choice, subject to legal and regulatory provisions. Shares may be registered in the name of an intermediary under the conditions set forth by articles L. 228-1 et seq. of the French Commercial Code. The intermediary is bound to disclose its capacity as intermediary holding securities on behalf of a third party, in accordance with the laws and regulations.

The provisions of the above paragraphs shall also apply to other securities issued by the Company.

The Company is entitled, in accordance with applicable laws and regulations, to request at any time, in exchange for compensation payable by it, from the central depository that keeps the accounts of the shares issued, as the case may be, the name, nationality, year of birth or incorporation, and the address of the holders of securities carrying the right to vote in its general meetings immediately or in the future, as well as the number of securities held by each one and, as the case may be, any restrictions affecting the securities. The Company may, after viewing the list sent by the aforementioned body, ask the persons appearing on this list and whom the Company considers could be registered on behalf of third parties, for the above information regarding the owners of securities.

In case of registered securities giving access to existing or future shares, the intermediary registered under the conditions set out in article L. 228-1 of the French Commercial Code is bound, within ten business days as from the request, to disclose the identity of owners of securities, and the quantity of securities held by each of them upon simple request of the Company or its agent, request that can be submitted at any time.

## Breaching of thresholds

Under the terms of article 9 of the Articles of Association of Aéroports de Paris, any natural person or legal entity, acting individually or in concert, who should come to own, in the sense of article L. 233-9 of the French Commercial Code, directly or indirectly, a number of shares or voting rights equal to or greater than 1% of the share capital of Aéroports de Paris or the voting rights therein is required, no later than the close of trading on the fourth trading day following the breaching of thresholds with effect from the registration of shares making it possible to reach or exceed this threshold, to declare to the Company the total number of shares and voting rights so held.

In addition, such person must also inform Aéroports de Paris, in his or her letter disclosing that thresholds have been exceeded, of the specific information outlined in the third paragraph of section I of article L. 233-7 of the French Commercial Code.

This disclosure must be repeated in the above manner each time another 1% threshold is reached or crossed, both upwards and downwards, for whatever reason, up to the 5% threshold provided for within article L. 233-7 of the French Commercial Code. When the aforementioned 5% threshold is exceeded, a disclosure must be made under the same conditions as set out above each time another 0.5% threshold is reached or crossed, both upwards and downwards, for whatever reason. Since 2009, the system of declaring thresholds has been expanded to include certain derivative financial products.

The Articles of Association for Aéroports de Paris provide that in the case of non-compliance with this obligation to disclose that the thresholds have been exceeded, the shareholder or shareholders concerned holding at least 3% of the capital of or voting rights in Aéroports de Paris may lose the right to vote relating to the securities exceeding the limits subject to disclosure at a General Meeting of Shareholders.

Moreover, pursuant to the provisions of the French Commercial Code, all individuals or legal entities, acting alone or in concert, who own a number of shares representing more than 5%, 10%, 15%, 20%, 25%, 30%, 33.33%, 50%, 66.66%, 90% and 95% of the capital or voting rights of the Company, must inform the Company and the French Financial Markets Authority (AMF) in writing of the total number of shares or voting rights they own, no later than the close of business on the fourth day following the threshold being crossed. The thresholds declared to the AMF are made public by the latter. This information is also transmitted under the same time restrictions and conditions, when the share of capital or voting rights held is lower than the thresholds specified above. Decree no. 2009-105 of 30 January 2009 and law no. 2012-387 of 22 March 2012, modifying the French Commercial Code, added to this system of declaring thresholds, particularly by expanding it to include certain derivative financial products and by increasing reporting requirements.

Unless they are duly declared, the shares exceeding the portion that should have been declared in accordance with the above-mentioned provisions of the Articles of Association shall be deprived of voting rights for all Shareholders' Meetings to be held until the expiry of a two-year period following the date of regularisation of the notification.




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## Material contracts

Material contracts other than those entered into in the ordinary course of business to which Aéroports de Paris or any other member of the Group is a party are the following:

- the agreements signed on 16 May 2012 regarding the acquisition of a 38% interest in TAV Airports and a 49% interest in TAV Construction (see the paragraphs entitled “TAV Airports” and “TAV Construction” in Chapter 6);
- the Economic Regulation Agreement signed on 31 August 2015 with the French Government for the 2016-2020 period (see the Chapter 6 paragraph “Fees”);
- the agreement signed on 30 March 2006 between the government authorities and Aéroports de Paris setting forth the terms and conditions of retrocession by Aéroports de Paris to the government authorities of a portion of the real estate capital gain in the event of a closure to public air traffic of all or part of an airfield operated by Aéroports de Paris (see the paragraph in Chapter 8 entitled “Real estate property and facilities”);
- the agreement entered into on 27 July 2007 between the government authorities and Aéroports de Paris setting the terms under which Aéroports de Paris makes available to the government authorities and its services the land and buildings as well as various types of lands and buildings that enable Aéroports de Paris to carry out its public service missions (see the special report of the Statutory Auditors on related-party agreements and commitments for the financial year ended 31 December 2015 presented in appendix 1);
- the contractual agreements relating to the industrial cooperation with the Schiphol Group mainly comprising: the industrial cooperation agreement entered into on 14 November 2008 between Aéroports de Paris and the Schiphol Group (described in Chapter 6 “Partnership with Schiphol Group”), the shareholders’ agreement relating to Aéroports de Paris signed on 1 December 2008 between the French Government authorities and the Schiphol Group, in the presence of Aéroports de Paris, the shareholders’ agreement relating to the Schiphol Group concluded on 1 December 2008 between the Schiphol Group, the Dutch Government, the City of Amsterdam and the City of Rotterdam, as described, and the Exit Agreement signed on 1 December 2008 between Aéroports de Paris and Schiphol Group (described in Chapter 18 under “Agreements likely to have an impact in the event of a public offering”).



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**Information** from third parties,  
expert statements and  
statements of interest

Not applicable.

## Documents available to the public

The Company's press releases and Registration Documents including, in particular, historical financial data on the Company that have been filed with the AMF are available on the Company website at the following address: [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr), and a copy of which may be obtained at the Company's registered office, 291 boulevard Raspail, 75014 Paris.

The Articles of Association for Aéroports de Paris and the minutes of General Meetings of Shareholders, the Company financial statements and consolidated statements, the Statutory Auditors' reports and all other corporate documents are available, under the French Commercial Code, in hard copy, at the Company's registered office.

### Investor Relations

#### Aurélie Cohen

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#### Caroline Baude

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Bagages  
Baggage - 行李



Sortie  
Exit - 出口



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## Information on acquisitions



Information concerning companies in which the Company holds sufficient stock to be capable of having a significant impact on the appraisal of its assets, financial situation or its income is contained in Chapter 6.



# Statutory auditors' report on related party agreements and commitments<sup>(1)</sup>

This is a free translation into English of a report issued in French and it is provided solely for the convenience of English-speaking users. This report should be read in conjunction with and construed in accordance with French law and professional standards applicable in France.

## General meeting of shareholders to approve the financial statements for the year ended 31 December 2015

To the Shareholders,

In our capacity as statutory auditors of your company, we hereby report on certain related party agreements and commitments.

This report cancels and replaces our previous report on related party agreements and commitments date March 21, 2016, and modifies the date of the board of directors that has approved the agreement submitted for approval to the General Meeting of Shareholders referred to in paragraph 1.8.

We are required to inform you, on the basis of the information provided to us, of the terms, conditions and the reasons for the company's interest of those agreements and commitments indicated to us, or that we may have identified in the performance of our engagement. We are not required to comment as to whether they are beneficial or appropriate or to ascertain the existence of any such agreements and commitments. It

is your responsibility, in accordance with article R. 225-31 of the French commercial code (*Code de commerce*), to evaluate the benefits resulting from these agreements and commitments prior to their approval.

In addition, we are required, where applicable, to inform you in accordance with article R. 225-31 of the French commercial code (*Code de commerce*) concerning the implementation, during the year, of the agreements and commitments already approved by the general meeting of shareholders.

We performed those procedures which we considered necessary to comply with professional guidance issued by the national auditing body (*Compagnie nationale des Commissaires aux comptes*) relating to this type of engagement. These procedures consisted in verifying that the information provided to us is consistent with the documentation from which it has been extracted.

## Agreements and commitments submitted for approval by the general meeting of shareholders

In accordance with article L. 225-40 of the French commercial code (*Code de commerce*), we have been advised of certain related party agreements and commitments which received prior authorization from your board of directors.

### 1 With the State, main shareholder of your company or with public bodies

Persons concerned for all these agreements: the State is represented par by the following administrators:

- Mrs Geneviève Chaux Debry;
- Mrs Solenne Lepage;
- Mrs Muriel Pénicaud;
- Mr Gilles Leblanc;
- Mr Michel Massoni;

- Mr Denis Robin, appointed by decree of 22 April 2015; and
- Mr Michel Lalande from 1 January to 22 April 2015.

#### 1.1 Agreement regarding the transfer of lands and parts of buildings, located in the building 375 at the Paris-Orly airport

##### Nature and purpose

Agreement regarding the transfer of lands and parts of buildings, located in the building 375 at the Paris-Orly airport.

##### Conditions

At its meeting on 17 June 2015, your board of directors authorized an agreement for the transfer of lands and parts of buildings, located in the building 375 at the Paris-Orly airport, occupied by your company and the Air and Boarder Traffic Police (DPAF), respectively, and allows for the signature of an authentic lands sale contract that will result to the payment by your company of a cash payment to the State of K€ 865, taxes and rights excluded.

<sup>1</sup> The management report can be viewed at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr).

### Motivations demonstrating the benefit of this agreement for the company

Your board of directors has motivated this agreement considering the missions of the Car Parks and Access Roads direction has been assigned to and the specific properties of the part of the building occupied by this direction; it proved to be necessary that your company becomes the owner again of this part of the building in order to be able to carry on its mission of airport public service in proper conditions.

## 1.2 Agreement regarding the regularization of overdue payments with the Civil Security and management of crisis Authority

### Nature and purpose

An agreement regarding the regularization, by the way of the signature of two protocols, of overdue payments of the Civil Security and management of crisis Authority on the Issy-les-Moulineaux heliport and the Paris-Orly and Paris-Charles de Gaulle airports.

### Conditions

At its meeting on 14 October 2015, your board of directors authorized the signature of two protocols that set up the conditions of payment by the Ministry of Interior of all rents due related to various premises and the privative parking slots and parking subscriptions for amounts inclusive of taxes of K€ 355 for the Issy-les-Moulineaux heliport and K€ 120 for the Paris-Orly and Paris-Charles de Gaulle airports.

### Motivations demonstrating the benefit of this agreement for the company

Your board of directors has motivated this agreement considering the benefit for your company of regularizing these overdue payments.

## 1.3 Agreement regarding the regularization of overdue payments of the Ministry of Interior regarding the utilization of inter-enterprises restaurants, through the signature of a transactional agreement

### Nature and purpose

An agreement regarding the regularization of overdue payments of the Ministry of Interior regarding the utilization of inter-enterprises restaurants.

### Conditions

At its meeting on 16 December 2015, your board of directors authorized the signature of two protocols that regularizes part of the overdue payments due by the Ministry of Interior of K€ 918 inclusive of taxes for the period 2011 to 2015 related to the entry right to the inter-enterprises restaurants of CDG1 and Fret 4 of Charles de Gaulle airport, for an amount of K€ 553 inclusive of taxes and put an end to the conflict between your company and the Ministry of Interior regarding the payments due for the period 1 May 2006 to 31 December 2015.

### Motivations demonstrating the benefit of this agreement for the company

Your board of directors has motivated this agreement considering the benefit for your company of regularizing these overdue payments and putting an end to the conflict that existed since 2006, considering the fact that your company will renew its contracts on 1 January 2016, a new mode, which has received the approval of the Ministry of Interior, will be put in place.

## 1.4 Economic Regulation Agreement

### Nature and purpose

Economic Regulation Agreement, setting up the maximum average increase for airport fees, the indicators regarding service quality and the relating financial incentive.

### Conditions

At its meeting of 29 July 2015, your board of directors authorized the signature of the Economic Regulation Agreement for the 2016-2020 fees period (ERA), under the terms of articles L. 6325-2 of the French transport code (*Code des transports*) and articles R. 224-3-1 and R. 224-4 of the French civil aviation code (*Code de l'aviation civile*).

In particular, this agreement sets the maximum average increase for airport fees for the 2016-2020 fees period, in accordance with the investment program affected to the regulated scope.

### Motivations demonstrating the benefit of this agreement for the company

Your board of directors has motivated this agreement considering the fact that the proposed Economic Regulation Agreement reconciles the benefit for your company and the reality of increased competitive environment of the sector of air transportation, by offering the right remuneration of amounts invested for the regulated scope, while focusing on strategic development beams. This contract would enable your company to address a double challenge of competitiveness and attractiveness in order to offer the best services to the passengers and airlines and attract to Paris a significant part of the growing global air traffic, to confirm your ambition of leadership.

## 1.5 With Société du Grand Paris, public agency

### a) AMENDMENT TO THE COMPENSATION AGREEMENT RELATING TO THE REINFORCEMENT AND GROUND STABILIZATION WORKS REGARDING THE CONSTRUCTION OF A SUBWAY STATION ON THE PARIS-ORLY AIRPORT FOR THE FUTURE 14 AND 18 SUBWAY LINES

### Nature and purpose

As part of the crossing of the 14 and 18 subway lines on the airport space of your company, reinforcement and ground stabilization works are required. This agreement is relating to the fact that Société du Grand Paris is taking over the additional costs engaged for these tasks, for which your company is in charge of project management.

### Conditions

At its meeting on 17 June 2015, your board of directors authorized the signature of an amendment to the compensation agreement, in order to increase the compensation from K€ 15,825 to K€ 24,181 excluding taxes.

### Motivations demonstrating the benefit of this agreement for the company

Your board of directors has motivated this agreement and amendment number 1 considering the benefit for your company not to support the financial impacts of these works that are not the consequence of its own needs, including design costs, but that participate to the development and the attractiveness of the Paris-Orly airport.

### b) AGREEMENT RELATING TO SHARED CONTRACTING OWNERSHIP FOR THE CONSTRUCTION OF A SUBWAY STATION ON THE PARIS-ORLY AIRPORT FOR THE FUTURE 14 AND 18 SUBWAY LINES

### Nature and purpose

Agreement relating to shared contracting ownership for the construction of a subway station on the Paris-Orly airport for the future 14 and 18 subway lines.





## Conditions

At its meeting on 17 June 2015, your board of directors authorized the signature of an agreement for sharing the contracting ownership that sets up the conditions for performing the constructions of the future “Grand Paris” station at Orly, by which it is planned to entitle your company the missions of contracting ownership and project management for the whole operation.

This agreement defines also an estimation of the total amount of the works and the compensation your company would be entitled for the services performed in its quality of contract owner during the pre-project phases for an amount of M€ 3.6.

## Motivations demonstrating the benefit of this agreement for the company

Your board of directors has motivated this agreement considering:

- the interdependency and the complexity of the different constructions (subway station, junction building, parks and accesses to be rebuilt...), which have to be performed in the same area of the airport in a short period of time while guarantying the necessity for your company to maintain the continuity of its airport public service mission;
- the taking over by Société du Grand Paris of the costs relating to the construction of the subway station, the reconstruction of accesses, etc. (for an amount of M€ 153 to be enhanced) and the fee due to your company as part of its missions of contracting ownership and project management of the subway station (14% of the amount of the constructions to be enhanced);
- and has therefore considered that it was in the interest of your company of being entitled of the missions of contracting ownership and project management for the whole operation as presented above and has, for this reason, signed this agreement.

## 1.6 With Business France, agency under trusteeship of the State

### Nature and purpose

Agreement relative to the terms and conditions of a visibility exchange between Business France and your company in the context of the promotion campaign of French companies abroad “Creative France”.

### Conditions

At its meeting of 14 October 2015, your board of directors authorized the signature of an agreement of visibility exchange with Business France in the context of the promotion campaign of French companies abroad “Creative France”; the evaluation of respective contributions has been set up by the agreement to K€ 570 excluding taxes.

This visibility exchange consists in the provision by your company of 106 advertising banners within the different terminals, on which visuals of the “Creative France” campaign will be displayed. Business France commits to putting your company forward as a partner, as well as putting in place ephemeral animations in the terminals.

## Motivations demonstrating the benefit of this agreement for the company

Your board of directors has motivated this agreement considering the interest for your company to participate to an event promoting the attractiveness and economic image of France, as its enables to benefit in France and abroad of a strong image visibility and the notoriety of your company.

## 1.7 Amendment to the agreement entered into with the State represented by the Ministry of Ecology, Sustainable Development and Territory planning – Civil Aviation Authority, regarding the exchange of lands and buildings

### Nature and purpose

Agreement regarding the exchange of lands and buildings between your company and the State (Ministry of Ecology, Sustainable Development and Territory planning, Civil Aviation Authority).

### Conditions

At its meeting on 28 June 2012, your board of directors authorized the signature of an agreement regarding the conditions of the exchange of lands and buildings of which the State (DGAC) has not use anymore and to reintegrate them in the estate of your company and the transfer of lands and buildings owned by your company to integrate them in the public (DGAC) by taking into account the change in air traffic and the creation of an urban boulevard named “barreau d’Athis-Mons”, which will constitute the southern bypass of the airport of Paris-Orly in order to join up the RD 118 road to the RD 25E road.

At its meeting on 14 October 2015, your board of directors authorized the signature of an amendment to this agreement, in order to redefine the lands and buildings aimed by this exchange.

These properties, buildings and lands are located in the South-East area of Paris-Orly airport.

The achievement of the transfer of these properties is subject to the realization of all the following suspensive conditions:

- obtaining from the appropriate authorities that they renounce their preemption right;
- agreement from the State-administered property on the financial evaluation of the global real estate operation;
- disaffection and downgrading by the State (DGAC) of its public domain of all lands and buildings that the State plans to transfer in the framework of this present agreement;
- authorization by the State (DGAC) given to your company to transfer two plots of land to use kennels located in the “blue zone” on the airport hold, and this, in application of article 53 of the conditions of contract of your company;
- obtaining all necessary reports (asbestos, energetic performance diagnosis, termites), for the transfer of the 461 building module A6/B6.

The exchange of lands and buildings will be subject to either an administrative certificate or a notarized act that will operate the transfer of property of all above-mentioned properties.

Based on the estimations made by French real estate local services (“*France Domaine des départements de l’Essonne (91) et du Val-de-Marne (94)*”), the State and your company have agreed that these exchanges show an economic value on the whole equivalent and would not be subject to any compensation balance.

## Motivations demonstrating the benefit of this agreement for the company

Your board of directors has motivated this agreement considering the interest for your company of being the owner of the land units composed of consistent lots, as a consequence of the creation of the “barreau d’Athis-Mons” that will enable the south bypass of the Paris-Orly airport.

## 1.8 Agreement with the National Film and Moving Image Centre, public agency

### Nature and purpose

Agreement regarding the sale of the headquarters of your company located 291, boulevard Raspail à Paris (14<sup>e</sup>).

**Conditions**

At its meeting on 25 March 2015, your board of directors authorized the signature of an agreement for the sale of the headquarters of your company located 291, boulevard Raspail à Paris (14<sup>e</sup>) to the benefit of the National Film and Moving Image Centre for an amount of M€ 52.

**Motivations demonstrating the benefit of this agreement for the company**

Your board of directors has motivated this agreement considering the interest for your company of selling its headquarters located 291, boulevard Raspail à Paris (14<sup>e</sup>) as part of an agreement that takes into account the necessary delays of the transfer of its headquarters in reasonable conditions.

**1.9 Agreement with the French National Institute for Preventive Archaeological Research, public agency****Nature and purpose**

Agreement relative to the terms and conditions of a visibility exchange in the context of the archaeological heritage days organized by the French National Institute for Preventive Archaeological Research.

**Conditions**

At its meeting on 29 July 2015, your board of directors authorized the signature of an agreement of visibility exchange during the archaeological heritage days organized by the French National Institute for Preventive Archaeological Research. The reciprocal services, priced to K€ 32 excluding taxes, consist for your company in setting up dedicated welcome/information service counters and putting forward archaeological heritage days on different supports. The French National Institute for Preventive Archaeological Research will, for its part, show the logo of your company on documents and communication supports linked to this day.

**Motivations demonstrating the benefit of this agreement for the Company**

Your board of directors has motivated this agreement considering the interest for your company of benefiting of a high visibility during the organization of the sixth edition of archaeological heritage days.

**1.10 With SNCF Réseau, public agency****Nature and purpose**

Agreement in the form of a preparatory protocol relating to the creation of a project company between SNCF Réseau and your company in order to carry on the project of rail connection "CDG Express".

**Conditions**

At its meeting on 16 December 2015, your board of directors authorized the signature of a preparatory protocol relative to the creation of a project company between SNCF Réseau and your company in order to carry on the project of rail connection "CDG Express". It provides for the conditions of cooperation between SNCF Réseau and your company within the project company, which will have to be created no later than 30 June 2016.

The protocol provides for the realization of legal, economic, financial and technical studies necessary to the project, as well as a preliminary global budget of M€ 12 excluding taxes, shared equally between the two partners.

**Motivations demonstrating the benefit of this agreement for the Company**

Your board of directors has motivated this agreement considering the interest of performing studies in common with SNCF Réseau, which will guarantee the feasibility of CDG Express, major project of your company.

**1.11 With the State and SNCF Réseau, public agency****Nature and purpose**

Amendment to the shareholders agreement relative to CDG Express Etudes S.A.S. between your company, the State and SNCF Réseau.

**Conditions**

At its meeting on 26 March 2014, your board of directors authorized the signature of shareholders agreement that sets up the conditions of cooperation between the State, SNCF Réseau and your company within CDG Express Etudes S.A.S. Signed on 16 May 2014, this agreement defines, beyond the statutory rules, engagements and functions of its shareholders.

At its meeting on 8 July 2015, your board of directors authorized the signature of an amendment to this shareholders agreement, of which purpose is to set up the financial conditions applicable to the studies performed according to the terms and conditions of pursue of the project and, also provides for an additional budget of M€ 3.6, funded equally by your company and SNCF Réseau.

**Motivations demonstrating the benefit of this agreement for the company**

Your board of directors has motivated this agreement considering the interest for your company of providing the following details to the shareholders agreement:

- the studies performed will be sold at their book value either by the project company, or by the State, depending on the decisions taken by this latter on the conditions of pursue of the project;
- an additional budget will be granted for an amount of M€ 3.6 excluding taxes, funded equally by SNCF Réseau and your company.

**2 With companies of which the State is also shareholder, directly or indirectly**

Persons concerned for all these agreements: the State represented by the administrators listed in the first paragraph above.

**a) With CDG Express Etudes S.A.S.****Nature and purpose**

Signature of an agreement relating to the terms and conditions of realization of pre-project tasks and studies outsourced to your company as part of the "CDG Express" rail connection project.

**Conditions**

At its meeting on 18 May 2015, your board of directors authorized the signature of an agreement with CDG Express Etudes S.A.S. relating to the conditions of realization of pre-project tasks and studies outsourced to your company as part of the "CDG Express" rail connection project. It sets the completion calendar, the detail of the studies to be performed as well as the financial terms, and provides for the payment of an amount of K€ 570 excluding taxes to your company by CDG Express Etudes S.A.S.

**Motivations demonstrating the benefit of this agreement for the company**

Your board of directors has motivated this agreement considering the interest for your company of setting up the mutual commitments of parties relating the conditions of performance of pre-project tasks and studies.



## b) With Réseau Transport d'Électricité

### Nature and purpose

Agreement relating to the interconnection of the electrical installations of the Paris-Charles de Gaulle airport to the public electricity transport network.

### Conditions

At its meeting on 17 June 2015, your board of directors authorized the signature of an agreement that sets up the conditions of realization of the different interconnection structures of the Paris-Charles de Gaulle airport to the public electricity transport network in 225 KV, and the final financial terms of this interconnection, of which total cost has been estimated to M€ 23 excluding taxes, including M€ 16.1 excluding taxes for your company.

### Motivations demonstrating the benefit of this agreement for the Company

Your board of directors has motivated this agreement considering the interest for your company of guarantying the continuity of the power input of the Paris-Charles de Gaulle airport, with a better quality of electricity supply, with a cost optimization, while providing for the energy needs of the airport.

## 3 With TAV Construction

### Person also concerned for this agreement

Mr de Romanet, chief executive officer of your company and administrator of TAV Construction.

### Nature and purpose

Agreement relating to the construction contract, on the Paris-Charles de Gaulle airport, of a building complex aimed at hosting, on the one hand the new headquarters of your company and a conference and events center and, on the other hand, a complex of offices intended to be rented.

### Conditions

Following the tender offer submitted by Hervé S.A. and TAV Construction, which is owned at 49% by your company, as part of the public consultation initiated for the construction contract, on the Paris-Charles de Gaulle airport, of a building complex aimed at hosting, on the one hand the new headquarters of your company and a conference and events center and, on the other hand, a complex of offices intended to be rented, and following the approval of this tender offer by the contracts consultative commission of your company on 12 February 2015, your board of directors authorized the signature of the construction contracts with Hervé S.A. and TAV Construction during the meeting of 19 February 2015.

The construction contracts amounts to K€ 55,739 for the first two buildings and K€ 32,128 for the third building.

### Motivations demonstrating the benefit of this agreement for the Company

Your board of directors has motivated this agreement considering the interest for your company of benefiting of the tender offer considered the most efficient from a technical and economic point of view following the public consultation published in the European Union Official Journal of 25 April 2014.

## Agreements and commitments already approved by the general meeting of shareholders Agreements and commitments approved in prior years

### A) Whose implementation continued during the year

In accordance with article R. 225-30 of the French commercial code (*Code de commerce*), we have been advised that the implementation of the following agreements and commitments which were approved by the general meeting of shareholders in prior years continued during the year.

#### 1 With the State, main shareholder of your company or with public bodies

Persons concerned for all these agreements: the State is represented by the administrators listed in the first paragraph above.

##### 1.1. Framework agreement entered into with the State, in accordance with article 43 of your company's conditions of contract

###### a) LEASES ENTERED INTO WITH THE FRENCH MINISTRY OF ECOLOGY, SUSTAINABLE DEVELOPMENT AND TERRITORY PLANNING – CIVIL AVIATION AUTHORITY (DGAC)

### Nature and purpose

Agreement setting out the framework and main conditions governing the grant of use of buildings by your company, in accordance with article 43 of its conditions of contract, to the State represented by the French Ministry of Ecology and Sustainable Development and Territory planning – Civil Aviation Authority (DGAC), and the civil code leases entered into in accordance with this agreement.

### Conditions

At its meeting on 27 September 2007, your board of directors authorized a framework agreement with the State. The agreement sets forth the

conditions governing the grant of use by your company, in accordance with article 43 of its conditions of contract, of property to the French Air Transport Police Authority (GTA), the Customs and Excise Authority and the Air and Boarder Traffic Police (PAF) for the fulfillment of their public service engagements relating to airport activity.

It sets forth the terms governing:

- the grant of use, free of charge, of the land on which the buildings are located, which were transferred to the State pursuant to French law n° 2005-357 of 20 April 2005;
- the lease of the land, buildings, premises and parking areas with a discount of 20% for premises outside terminals, 40% for premises located in terminal 2E, 10% for parking areas and 10% for land;
- the grant of use, free of charge, of two plots of land located at Paris-Orly and three plots of land located at Paris-Charles-de-Gaulle, until 31 December 2009 and 31 December 2012, respectively;
- the reimbursement by the Civil Aviation Authority to your company of the lease payments for the land, premises and parking areas used until 31 December 2007.

This framework agreement was amended in 2012. The amendment is aimed at:

- arranging the disposals linked to the demolition of buildings exposed in article 2 of the general agreement;
- adding to the application field of the general agreement the demolition of the building 39.56;

- integrating an agreement for temporary occupation of the public domain for the heliport of Paris-Issy-les-Moulineaux;
- extending the agreement for a five-year period starting 1 January 2013, as the parties have noticed that a significant number of projects have been deferred and/or will be performed after 31 December 2012, which is the end date of the general agreement of 26 October 2007 and that legal and financial conditions can be renewed in the same way.

Detailed information and the financial terms and conditions relating to the leases and lease riders entered into under this agreement are set out in appendix 1.

**b) LEASES ENTERED INTO WITH THE FRENCH MINISTRY OF THE INTERIOR, OVERSEAS TERRITORIES AND LOCAL AUTHORITIES AND LEASES ENTERED INTO WITH THE FRENCH MINISTRY OF BUDGET, PUBLIC ACCOUNTS AND REFORM OF THE STATE**

**Nature and purpose**

This agreement sets out the framework and main conditions governing the grant of use of buildings by your company, in accordance with article 43 of its conditions of contract, to the State represented by the French Ministry of Interior, Overseas Territories and Local Authorities and the French Ministry of Budget, Public Accounts and Reform of the State and the civil code leases entered into in accordance with these agreements.

**Conditions**

At its meeting on 14 April 2010, your board of directors authorized the chief executive officer, or any person who can act on its authority, to enter into an agreement with the French Ministry of Interior, Overseas Territories and Local Authorities and the French Ministry of Budget, Public Accounts and Reform of the State (Customs and Excise Authority). These agreements, which replace the agreements of 18 July and 20 July 2005 and were entered into on 5 May 2010, are effective from 1 January 2010.

During the same meeting, your board of directors authorized your company to enter into leases and riders with the French Ministry of Interior, Overseas Territories and Local Authorities and the French Ministry of Budget, Public Accounts and Reform of the State (Customs and Excise Authority), concerning the grant of use for premises and parking areas. These leases will enter into in accordance with the agreements of 5 May 2010.

These authorizations are granted until 31 December 2014, expiry date of the agreements.

This agreement sets forth the terms governing these agreements:

- a discount of 60% on rents for premises and parking areas inside terminals, for leases entered into before 31 December 2009 and leases for selective needs or additional needs due to an increase of aeronautical activities;
- a discount of 40% on rents for premises and parking areas outside terminals.

At its meeting on 18 January 2012, your board of directors authorized the signature of an amendment to the framework agreement of 5 May 2010, that is aimed at:

- completing the tariffs scale with tariffs of 61.97 and 34.18 buildings, located on the Paris-Charles de Gaulle airport;
- adding new contracts and/or modifying surfaces of buildings concerned by the framework agreement of 5 May 2010.

This amendment has been signed on 8 February 2012.

Detailed information and the financial terms and conditions relating to the leases entered into under these agreements are set out in appendices 2 and 3.

**1.2 Framework agreement entered into with the State in accordance with article 36 of the conditions of contract of your company**

**Nature and purpose**

This framework agreement sets out the various types of services that your company provides pursuant to article 36 of its conditions of contract for a transitional period to the French Air Navigation Division (DSNA), along with the associated financial, legal, operational and technical terms and conditions.

**Conditions**

As part of the continuity and effective management of air navigation services in the airports and aerodromes managed by your company, and in accordance with article 36 of the conditions of contract of your company, the State has decided, for a transitional period, to entrust your company with certain public interest services, as set out in article 36 of your conditions of contract.

At its meeting on 28 June 2007, your board of directors authorized an agreement with the State. This agreement was entered into on 27 July 2007 with retroactive effect from 1 January 2007. It sets out the type of services and the financial, legal, operational and technical terms and conditions under which the services will be provided. It concerns the provision of property, supplies (electricity, heating, fluid), services (telecommunications, material and administrative assistance and advisory) and general training.

The agreement was concluded for a fifteen-year period, renewable once by tacit agreement for fifteen years. It may not extend beyond 21 July 2035.

Your company receives remuneration based on the costs incurred for the services it provides. In accordance with the financial agreement signed on 27 April 2015, and its rider signed on 15 December 2015, pursuant to the framework agreement, for financial year 2015, your company invoiced the State K€ 17,274 excluding VAT for the services provided as well as K€ 772 for financial year 2014 regularizations.

**1.3 Communication and licensing agreement to use the studies conducted in connection with the CDG Express Economic Interest Group**

**Nature and purpose**

Grant the State, represented by the Ministry of Transport, Equipment, Tourism and Maritime Affairs – Rail and Public Transport Authority, a non-exclusive license, free of charge, to use the studies conducted by or on behalf of the CDG Express Economic Interest Group, which is co-owned by the French Railtrack Company (RFF), the French National Railway Company (SNCF) and your company.

**Conditions**

At its meeting on 14 March 2007 your board of directors authorized an agreement between the State, SNCF, RFF and your company on the studies conducted in connection with the CDG Express Economic Interest Group. This agreement, which provides a non-exclusive and free of charge license to use the studies, was entered into on 6 April 2007, for a three-year period, renewable by tacit agreement for a three-year period until the effective date of the public service delegation relating to the project.





## 1.4 Agreement on granting use of the plot of land associated with building 517 at Paris-Orly airport

### Nature and purpose

Contract granting the use of the plot of land associated with building 517 and the adjacent land for parking.

### Conditions

At its meeting on 30 October 2008, your board of directors authorized the sale of building 517 at Paris-Orly airport to the State, represented by the French Ministry of Budget, Public Accounts and Civil Service – Customs and Excise Authority, by your company and the subsequent granting of use of the associated plot of land and adjacent land for parking, free of charge. Following the sale of the building in 2008, a lease was entered into between the State and your company for this purpose for a period of thirty years, renewable by tacit agreement for identical periods, for a maximum of ninety-nine years.

## 1.5 Shareholders' agreement between the State and NV Luchthaven Schiphol

### Persons concerned for this agreement

Messrs. Nijhuis and de Groot, administrators of your company and respectively chief executive officer of Schiphol Group NV and member of the executive board of NV Luchthaven Schiphol.

### Nature and purpose

Shareholders' agreement relating to your company between the State, represented by the French Ministry of Economy, Industry and Employment and NV Luchthaven Schiphol.

### Conditions

In connection with the industrial cooperation agreement between NV Luchthaven Schiphol (Schiphol Group) and your company, at its meeting on 14 November 2008, your board of directors approved a shareholders' agreement between the State and the Schiphol Group in your presence. This agreement was entered into on 1 December 2008.

## 1.6 Agreement on Rescue and Fire Fighting Services (RFFS) at Paris-Charles-de-Gaulle airport

### Nature and purpose

It sets forth the terms and conditions governing the provision by your company of operational support in terms of Rescue and Fire Fighting Services in the Paris-Charles de Gaulle airport area for the State, represented by the chief of Police of the Paris-La Défense area and the chief of Police of Seine-Saint-Denis.

### Conditions

At its meeting on 18 June 2009, your board of directors authorized an agreement on the provision of support by your company in terms of Rescue and Fire Fighting Services in the Paris-Charles de Gaulle airport area (except aircrafts).

The agreement provides for the use of your company's material and human resources for Rescue and Fire Fighting Services (RFFS) in

aerodromes to fight fires other than those concerning aircrafts and to provide rescue services in the Paris-Charles de Gaulle airport area, under the authority and command of the State. In addition, it provides for setting up an emergency call center for the aerodrome area on the premises allocated by your company to its Rescue and Fire Fighting Services (RFFS). The State guarantees your company against third party claims in connection with these services.

Your company provides this support free of charge, without increasing the expenses charged to Rescue and Fire Fighting Services, unless it is compensated for the additional cost by the State.

This agreement is effective for a three-year period from 20 October 2009 and may be extended by tacit agreement for consecutive three-year periods.

## 1.7 Agreement on Emergency Medical Services

### Nature and purpose

It sets forth the terms and conditions governing the participation of your company in the provision of emergency medical services at Paris-Charles de Gaulle airport.

### Conditions

At its meeting on 18 June 2009, your board of directors authorized an agreement with the State represented by the chief of Police of Seine-Saint-Denis, the Île-de-France regional hospital and health agency (ARSH) and the Paris public hospital authority (AP-HP) on the support provided by your company in terms of emergency medical services. The purpose of the agreement is to set forth the terms and conditions governing the participation of your company's personnel in the provision of emergency medical services (arrangements, number of employees, other resources).

In exchange, the Paris public hospital authority (AP-HP) insures the doctors specialized in emergency services, who are employed by your company.

The agreement is effective for a three-year period from 20 October 2009 and may be extended by tacit agreement for consecutive three-year periods.

## 1.8 Economic Regulation Agreement

### Nature and purpose

Economic Regulation Agreement sets up the maximum average increase for airport fees, the indicators regarding service quality and the relating financial incentive.

### Conditions

At its meeting of 24 June 2010, your board of directors authorized the signature of the Economic Regulation Agreement for the 2011-2015 fees period (ERA), under the terms of articles L. 224-2, R. 224-3-1 and R. 224-4 of the French civil aviation code (*Code de l'aviation civile*).

This agreement sets the maximum average increase for airport fees for the 2011-2015 fees period, in accordance with the investment program affected to the regulated scope.

The agreement is effective from 1 January 2011 and expires on 31 December 2015; this is replaced by a new agreement for the 2016-2020 fees period, as mentioned in paragraph 1.4 above.

### 1.9 Agreement relating to the financial participation of your company to the development of the RN 1104 and to the authorization of water discharge granted to the State

#### Nature and purpose

Agreement signed as part of the development project of the East access of the Paris-Charles de Gaulle airport platform.

#### Conditions

At its meeting on 24 October 2013, your board of directors authorized the signature of an agreement relating to the cost-sharing contributions, which validated the general development program of the RN 1104 and the financial contribution of your company and an agreement authorizing the partial discharge of the water related to this road in the water treatment system of your company. These two agreements were signed on 20 December 2013.

The cost-sharing contributions agreement provides that:

- mutual commitments of stakeholders for the financing and the accomplishment of improvement works of the East access of the Paris-Charles de Gaulle airport platform;
- partial financing of the work by your company in the form of cost-sharing contributions, subject to a M€ 2 limit.

This agreement will be terminated at the date of the payment of the last term of cost-sharing contributions.

The agreement authorizing the partial water disposal in the water system of your company provides that:

- the legal, technical and financial conditions according to which your company collects in its rain water network part of the water coming from surfaces covered by the RN 1104, as well as the runoff waters of the concerned watershed, in accordance with the dispositions of the inter-prefectoral decree n° 97 DAE E 2 020 of 3 April 1997, modified lastly by the decree of 8 February 2013 authorizing your company to use the rain waters network of the Paris-Charles de Gaulle airport platform, or any other subsequent text coming to modify it or replace it;
- the State bears the accidental and chronic pollution management cost in entirety. If this cost was exceptionally to be borne by your company, the company will obtain reimbursement from the State based on supportive documentation showing the costs incurred.

This agreement is concluded for a period equal to the one of the inter-prefectoral decree n° 97 DAE E 2 020 of 3 April 1997.

### 1.10 Framework agreements with the Ministry of Finance and Public Accounts and the Ministry of Interior

#### Nature and object

Framework agreements relating to the legal and financial conditions for the occupation of buildings and car parks in the public parks owned by your company.

#### Conditions

At its meeting on 17 December 2014, your board of directors authorized the signature of two framework agreements between your company and, on the one hand, the Ministry of Finance and Public Accounts and, on the other hand, the Ministry of the Interior, which govern the legal and financial conditions for the occupation of buildings and car parks by the Directorate General of Customs and Indirect Rights (*Direction générale des douanes et droits indirects* – DGDDI) and various services of the Ministry of the Interior.

Each occupation is subject to civil leases made under these agreements.

### 1.11. Agreements entered into with *Régie autonome des transports parisiens* (RATP), public agency

#### Person also concerned for this agreement

Mr de Romanet, chief executive officer of your company and administrator of RATP.

#### a) AGREEMENT ENTERED INTO BETWEEN RATP AND SYNDICAT DES TRANSPORTS D'ÎLE-DE-FRANCE (STIF) RELATING TO THE TRAMWAY LINE BETWEEN VILLEJUIF AND ATHIS-MONS

#### Nature and purpose

It sets out the route, service area and financing principles for the tramway between Villejuif and Athis-Mons, and the area granted to RATP on the property owned by your company to operate the tramway.

#### Conditions

At its meeting on 18 June 2009, your board of directors authorized a tripartite agreement with RATP and STIF concerning the Villejuif-Athis-Mons tramway line. The purpose of the agreement is to:

- set out the route, service principles and location of the stations of the tramway at Paris-Orly airport;
- grant RATP the right to use the area required to operate the tramway, free of charge;
- specify that all studies and work relating to the construction of the tramway line and to the rehabilitation of roads and facilities in the Paris-Orly airport are to be financed by RATP;
- divide the financing of the studies and work on the road deviation and/or protection of existing road networks between your company and RATP, based on whether or not the roads are open to the public.

#### b) AGREEMENT ON CONSTRUCTION WORK CONCERNING THE TRAMWAY LINE ON THE PARIS-ONLY AIRPORT AREA

#### Nature and purpose

It sets forth the terms and conditions governing the construction work related to the tramway line between Villejuif and Athis-Mons and the possibility for your company to enter into a loan for use.

#### Conditions

At its meeting on 7 April 2011, your board of directors authorized an agreement with RATP under the terms of article 5.3 of the agreement entered into in October 2009, the "framework agreement", authorized by your board of directors of 18 June 2009.

The purpose of the agreement is to set forth:

- the terms and conditions of the construction work on your company airport area in the limit of the right of use granted to RATP;
- the grant of use of some areas by your company in order that RATP can use them to undertake the construction work for structures and developments;
- the terms of distribution of structures between your company and RATP when the construction work is ended.

The agreement provides, in particular, the transfer of the assets realized in application of this agreement at the end of the right of use and the fact that construction work is undertaken by RATP, at its expense and under its supervision.





The agreement has entered into force on 15 June 2011 and will expire on the latest of the following dates:

- the return of all the areas made available by your company to RATP;
- or the end of the guarantee period of completion covering construction work;
- or if case may be, when all the restrictions relating to construction work are lifted or problems relating to construction work are solved.

**c) FINANCING AGREEMENT FOR STUDIES AND CONSTRUCTION WORK CONCERNING THE TRAMWAY LINE BETWEEN VILLEJUIF AND ATHIS-MONS**

**Nature and purpose**

It sets forth the financing conditions governing the studies and construction work related to structures and developments owned by your company as a consequence of the construction of the tramway line between Villejuif and Athis-Mons on Paris-Orly airport area.

**Conditions**

At its meeting on 7 April 2011, your board of directors authorized an agreement with RATP under the terms of article 5.2.2 of the agreement entered into in October 2009, the “framework agreement”. This “framework agreement” provided the conclusion of a financing agreement with compensation for your company concerning costs of work and studies undertaken because of the construction of the tramway.

The purpose of the agreement, signed on 15 June 2011, is to set forth:

- the terms of realization and compensation by RATP of studies and work concerning structures and developments belonging to your company (set out the area, period, assessment of costs);
- the terms of repayment by RATP to your company (control and repayment of expenses at euro for euro, terms of payment).

In addition, at its meeting of 15 December 2011, your board of directors authorized an amendment to this agreement, which aimed at integrating in the scope of the financial agreement complementary works that will be supported by your company and reimbursed by RATP at cost.

The estimated costs of work incurred at 31 December 2015 amount to K€ 10.185.

This agreement will expire when the full and final payment of studies and work will be received.

**1.12 With Météo France, public agency**

**Nature and purpose**

Setting out of the framework conditions between your company and Météo France relating to the meteorological services provided to the air navigation service.

**Conditions**

At its meeting on 20 December 2012, your board of directors authorized an agreement with Météo France, setting out the framework conditions between your company and Météo France relating to the meteorological services provided to the air navigation service.

This agreement provides:

- the nature, quality and conditions of communication of weather forecasts and warning reports provided by Météo France to your company;
- the nature, quality, rates and conditions of execution of services defined in the article 38 of the terms of reference of your company, including the land and buildings and technical equipment necessary to Météo France for the execution of its duties.

**2 With Schiphol Group NV, minority shareholder of your company**

**Persons concerned for this agreement**

Messrs. Nijhuis and de Groot, administrators or your company and respectively chief executive officer of Schiphol Group NV and member of the executive board of NV Luchthaven Schiphol.

**Nature and purpose**

Agreements relating to the crossed real estate investments linked to the Altaï & Transport real estate operations.

**Conditions**

At its meeting on 18 January 2012, your board of directors authorized the signature of two agreements that concern the crossed real estate investments, linked to the Altaï & Transport real estate operations:

- “Shareholders Agreement” – Altaï real estate operation: shareholders agreement related to the functioning of the company that manages the Altaï building and concluded between S.A.S. Ville Aéroportuaire Immobilier and S.C.I. SRE Holding Altaï in presence of your company, Schiphol Group, SRE International BV, SRE Altaï BV and S.C.I. Ville Aéroportuaire Immobilier 1.

The agreement has been concluded for a sixteen-year period starting from the date of signature, *i.e.* 1 February 2012, and can be renewed five years by tacit renewal.

- “Joint-Venture Agreement” – Transport real estate operation: shareholders agreement that governs the functioning of the company that manages the Transport Building in Holland and concluded between your company, Schiphol Real Estate, SRE Transport Beheer BV, on the one hand, and on the other hand, S.A.S. ADP Investissement and S.A.S. ADP Investissement Nederland BV.

The agreement has been concluded for a sixteen-year period starting from the date of signature, *i.e.* 1 February 2012, and can be renewed five years by tacit renewal.

## B) Which were not implemented during the year

In addition, we have been advised that the following agreements and commitments which were approved by the general meeting of shareholders in prior years were not implemented during the year.

With Mr. Patrick Jeantet, chief operating officer

### Nature and purpose

Compensation and termination benefits attributed to the chief operating officer in the event of termination or non-renewal of his term of office.

### Conditions

At its meetings on 15 July 2014, your board of directors requested approval from the minister of Economy, that was granted on 26 December 2014, for an agreement that sets forth compensation and termination benefits attributed to the chief operating officer in the event of termination or non-renewal of his term of office occurring at the end of the present term of office of chief executive officer and linked to a change of strategy or a change in control, with the exception to termination for gross misconduct.

Threshold: this termination benefit will be equal to eighteen months of average compensation (fixed and variable), as perceived during twenty-four months preceding termination. If the period of office is below twenty-four months, termination indemnity shall be calculated *pro rata temporis*.

Performance measurement: it is calculated based on a performance rate that corresponds to an average achieved rate set up by the board of directors in order to calculate the variable remuneration of the person concerned (based on strategic, financial and operational criteria), for the last two financial years at the day, where the board of directors decides (if the duration of the functions of the concerned person is shorter than two financial years, the period of reference will be the financial year closed when board of directors decides).

The success rate (i) of an objective of a fiscal year just ended corresponds to the ratio between the level effectively reached and the targeted rate set up by the board of directors for the year concerned (ii) of all objectives for a year concerned corresponds to the weighted average of the success rates of all objectives for this year.

Amount: no compensation would be due in case of a performance rate below 80%. If the performance rate is equal or greater to 80%, the amount of the compensation paid would amount to the product of the performance rate by the threshold. The amount of the compensation would not in any case exceed the threshold and would be decreased if need be of any other amount paid by any company of the group Aéroports de Paris due to retirement, including any competition compensation or any other compensation of any other type.

Paris-La Défense and Neuilly-sur-Seine, 6 April 2016

The Statutory Auditors

DELOITTE & ASSOCIÉS

Thierry Benoit

Olivier Broissard

ERNST & YOUNG Audit

Jacques Pierres

## Report by the Chairman of the Board of Directors

Report by the Chairman of the Board of Directors on the composition of the Board and the application of gender equality within it, the conditions for preparing and organising its work and the internal control and risk management procedures put in place by Aéroports de Paris for the period ending the 31 December 2015 (article L. 225-37 of the *Code de commerce* (French commercial code))

### Introduction

Pursuant to article L. 225-37 of the French Commercial Code, it falls upon the Chairman of the Board of Directors, in those companies in which financial shares are allowed for negotiation in an official market, to set out – in a report attached to the report mentioned in article L. 225-100 of the French Commercial Code, of the composition of the Board and of the application of gender equality in it, regarding the conditions for the preparation and organisation of the work undertaken by the Board and the internal control and risk management procedures put in place by the company.

When a company voluntarily signs up to a corporate governance code drawn up by organisations representing companies, the report will specify which provisions have been derogated from and the reasons why this has been done. The report will also specify the manner in which the shareholders take part in the general meeting as well as those principles and rules decreed by the Board of Directors to determine the compensation and benefits of any kind to be awarded to corporate officers. The report should indicate any potential restrictions which the Board of Directors may have placed on the powers of the Chairman and CEO. Finally, the management report<sup>(1)</sup> will set out information relating to the company's capital structure and those elements likely to have an impact in the case of a public bid.

The subject of this report is that Aéroports de Paris is entering into the ambit of article L. 225-37 of the French Commercial Code due to the quotation of its shares on Euronext Paris – segment A.

This report has been drawn up by the Chairman and CEO of Aéroports de Paris following numerous exchanges and meetings with the division directors and divisions regarding management, internal checks and risk management. It was reviewed by the Audit Committee on 10 February 2016 then presented by the Chairman to the Board of Directors on 16 February 2016. It was approved at this meeting.

The auditors were asked to present their observations on the internal control and risk management procedures relating to the creation and assessment of accounting and financial information and to attest to the collating of other information required under article L. 225-37 (in line with the provisions of article L. 225-235 of the French Commercial Code).

This report was drawn up for the entire Aéroports de Paris Group, and thus it takes into consideration those bodies within the scope of consolidation as at 31 December 2015 particularly for the presentation of internal control and risk management procedures relating to the creation and assessment of accounting and financial information. Under this framework, the following have been taken into account:

- nine first-tier subsidiaries in which Aéroports de Paris owns more than 50% of the capital (Aéroports de Paris Management, ADP Ingénierie, Hub Safe, Hub One, Cœur d'Orly Investissement, Ville Aéroportuaire Immobilier, Aéroports de Paris Investissement, Tank Holding ÔW holding the assets of TAV Airports and TAV Construction, and Roissy Continental Square);
- Société de Distribution Aéroportuaire, a 50-50 joint venture jointly

<sup>1</sup> The management report can be viewed at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr).

controlled by Aéroports de Paris and Lagardère Duty Free<sup>(1)</sup> (branch of Lagardère Travel Retail<sup>(2)</sup>),

- Media Aéroports de Paris, a 50-50 joint venture jointly controlled by Aéroports de Paris and JCDecaux France;
- Relay@adp, a joint venture jointly controlled by Aéroports de Paris and Lagardère Travel Retail with equal parity, with Société de Distribution Aéroportuaire as a minority shareholder;
- the ADPLS Presidency, 50-50 joint venture jointly controlled by Aéroports de Paris and Lagardère Travel Retail;

- the EPIGO company, 50-50 joint venture jointly controlled by Aéroports de Paris and SSP;

- the EPIGO Presidency, 50-50 joint venture jointly controlled by Aéroports de Paris and SSP.

This report is laid out in two parts, setting out:

- governance of the company and of the Group;
- the provisions and procedures for internal control and risk management

## The governance of the company and of the Group

The part devoted to the governance of the company and the Group covers areas relating to the corporate governance code, the participation of shareholders in the general meeting, the composition and function of the Board of Directors, the limits placed by the Board of Directors on the Chairman & CEO and the Chief Operating Officer, and the rules determining compensation and benefits awarded to corporate officers. It refers to the publication on the capital structure of the company and factors likely to affect a takeover bid referred to in article L. 225-100-3 of the Commercial Code.

In terms of corporate governance, the year 2015 saw the nomination of a third member with advisory status, Anne Hidalgo, mayor of the City of Paris, subject to approval from shareholders in the next general meeting.

### 1 The corporate governance code

Applying article L. 225-37 of the French Commercial Code, the Board of Directors, during their meeting on 29 April 2009, decided by a majority decision of their members either present or represented by proxy to consult the corporate governance code of companies listed by the *Association Française des Entreprises Privées* (The French Association of Private Companies) and the Movement of French Enterprises (the AFEP-MEDEF Code) published in December 2008 which was last revised in November 2015. It can be viewed at [www.medef.fr](http://www.medef.fr).

On 19 February 2014, the Board of Directors approved the amendment to its rules of procedure so as to harmonise it with the AFEP-MEDEF Code revised in June 2013. Despite the adjustments made to these rules, departures from the recommendations of the AFEP-MEDEF Codes still exist as at 31 December 2015, with article 25.1 of the Code acknowledging its competence in the matter.

#### 1.1 Departures from the AFEP-MEDEF Code

Principally pursuant to the specific legislative and regulatory provisions that govern the articles of association of Aéroports de Paris SA, or by its nature as a public company controlled by a majority shareholder – in this respect, Aéroports de Paris is subject to law no. 83-675 of 26 July 1983 relating to democratisation of the public sector. The provisions of the AFEP-MEDEF Code dismissed by Aéroports de Paris, and the reasons why, are listed below:

#### THE NUMBER OF INDEPENDENT DIRECTORS (CHAPTER 9 OF THE AFEP-MEDEF CODE)

Under the AFEP-MEDEF Code, at least one third of the Company's Board should be Directors qualified as "independent", while Directors representing employees are not counted when calculating this percentage. The Company cannot meet this recommendation. Nevertheless, Aéroports de Paris strives to comply with the principles of good governance defined in the AFEP-MEDEF Code, in spite of legislative and regulatory constraints.

The reason for the departure from this recommendation derives from the texts to be observed with regard to the composition of the Board:

- the Law on democratisation of the public sector which reserves one third of seats for employee representatives – these Directors are not independent and in accordance with the AFEP-MEDEF Code are not counted in this calculation;
- the French legislative decree of 30 October 1935, which reserves for the State a number of seats in proportion to the share it holds in a company's capital, i.e. six members appointed by decree – these six Directors cannot be described as independent since the State controls Aéroports de Paris;
- the six other members are nominated by the Ordinary General Meeting. Four Directors are not considered to meet the independence criteria of the AFEP-MEDEF Code.

According to the AFEP-MEDEF Code, a Director can be described as independent from the moment he meets the following criteria:

- is not an employee or Executive Officer of the Company; or an employee or Director of the parent company or of one of the companies that the parent consolidates; and not having held such a post during the five preceding years;
- is not an Executive Officer of a company in which the Company holds, directly or indirectly, office as Director; in which an employee is appointed as a Director; or in which an Executive Officer of the Company holds or has held a Directorship within the last five years<sup>(3)</sup>;
- is not<sup>(4)</sup> a customer, supplier or corporate or investment banker:
  - of significant importance to the Company or its Group, or

<sup>1</sup> Previously Aélia.

<sup>2</sup> Previously Lagardère Services.

<sup>3</sup> Thus, Mr X, an Executive Officer in company A, may not be considered independent as regards company B if:

- company B is a Director of company A, either directly or via a subsidiary (indirectly); or
- company B has nominated an employee as a Director of A; or
- an Executive Officer of B is a Director of company A or has been within the last 5 years.

<sup>4</sup> Or be directly or indirectly linked to them.



- which derives a significant part of its activity from the Company or its Group.

Appraisal of the significant nature or otherwise of the relationship maintained with the Company or its Group must be debated by the Board and the criteria having led to said appraisal explained in the reference document;

- has no close family ties with a Company Officer;
- has not acted as Statutory Auditor to the Business during the last five years;
- has not been a Director of the Business for more than twelve years<sup>(1)</sup>.

In addition, Directors representing major shareholders can be considered as independent provided said shareholders do not participate in controlling the company. However, above a threshold of 10% in capital or voting rights, the board must systematically check on the meaning of independent by taking account of the composition of the company's capital and of the existence of a potential conflict of interests.

As proposed by the Compensation, Appointments and Governance Committee, the Board of Directors, at its meeting of 14 October 2015, examined according to the criteria laid down by the AFEP-MEDEF Code, the personal situation of each of the directors. It also debated on the appraisal of the significant nature or otherwise of the relationship maintained with the Company or its Group by each Director.

As a result of said scrutiny, the Board of Directors confirmed and reaffirmed as independent directors the following:

- Jacques Gounon, who does not meet any of the criteria to disqualify him from the position of independent director and who does not have any business relationship with Aéroports de Paris SA;
- Prédica and its permanent representative, who do not maintain significant business relations with Aéroports de Paris. In particular, Prédica, in view of the proportion of its contracts represented in total purchasing by Aéroports de Paris, is not a service provider, nor a significant corporate or investment banker for Aéroports de Paris.

The Board of Directors confirmed and reaffirmed as non-independent directors:

- Augustin de Romanet, Executive Director of the company;
- Jos Nijhuis and Els de Groot, Executive Officers of a company to which a Director of Aéroports de Paris is attached;
- the Vinci company, together with its permanent representative, due to the significant nature of the business relationship that it maintains with Aéroports de Paris SA as a major supplier;
- the six directors representing the State, who participate in controlling the company;
- the six directors representing the employees, due to the existence of an employment contract with the company.

The Board of Directors is nonetheless careful to ensure that it functions correctly. The audit and risks committee and the compensation, appointments and governance committee are organised so that:

- their chairmanship is entrusted to independent directors;
- the proportion of independent directors is met for the audit and risks committee;
- the compensation, appointments and governance committee includes 50% of independent directors, while the director representing employees is excluded from the calculation. It is recalled that the High Committee of Corporate Governance considers in its activity report for

October 2014 that the stated proportions within this committee remain in compliance with the intent of the AFEP-MEDEF Code provided said committee is chaired by an independent director.

## THE CONDITIONS FOR THE EVALUATION OF THE BOARD OF DIRECTORS (CHAPTER 10 OF THE AFEP-MEDEF)

The appointment of the Chief Executive Officer of Aéroports de Paris, at the head of a public sector company, is pronounced by decree of the President of the Republic in respect of article 13 of the constitution and of provisions laid down pursuant to article 4 of order no. 58-1136 of 28 November 1958 setting out the institutional law concerning appointments to the State's civilian and military offices.

For this reason, the rules of procedure for the Board of Directors do not make provision, as the AFEP-MEDEF Code does, that non-executive directors (that is to say those who are neither company representative directors nor employees) can periodically meet without other executive or internal directors being present, to undertake an evaluation of the performance of the Executive Officers. Nonetheless, the evaluation on the company's conduct by the latter is organised in the context of an evaluation of the functioning of the board of directors.

## LENGTH OF SERVICE FOR DIRECTORS (CHAPTER 14 OF THE AFEP-MEDEF CODE)

The mandate for Aéroports de Paris directors exceeds the duration of four years set out in the AFEP-MEDEF Code.

In effect, according to article 7 of Decree no. 83-1160 of 26 December 1983 on the implementation of Law no. 83-675 of 26 July 1983 on the democratisation of the public sector, the term of office of members of the Board of Directors of Aéroports de Paris is five years. A director's term takes effect from the date of the first meeting of the Board of Directors, whether newly appointed or reappointed, concluding on the same day for all members at the end of the five-year period.

## DIRECTOR SHAREHOLDING (CHAPTER 20 OF THE AFEP-MEDEF CODE)

The charter for the members of the board of directors, as shown in the appendix to the rules of procedure for the Board of Directors, stipulates, in line with the AFEP-MEDEF Code, that directors nominated at the general meeting of shareholders must own a significant number of shares in the company in terms of the amount of directors' fees received. Unless he holds them at the time of taking office, he must use his directors' fees at the time of their acquisition.

This recommendation cannot be applied within the Company for Directors representing the State or elected by the employees. Such Directors are exempted from owning shares in the Company under articles 11 and 21 of the French Law 83-675 dated 26 July 1983 on public-sector democratization and do not receive directors' fees.

Finally, the two directors representing Schiphol Group, pursuant to the shareholders' agreement appointing them, passed as of 1 December 2008 between N.V. Luchthaven Schiphol (Schiphol Group) and the French Republic in the presence of Aéroports de Paris, do not personally hold a significant number of shares in the company to the extent that Schiphol Group holds 8% of the share capital of Aéroports de Paris and receive the directors' fee amount.

## THE OBLIGATION TO KEEP SHARES (CHAPTER 23.2.1 OF THE AFEP-MEDEF CODE)

The rules of procedure for the Board of Directors replicate the provisions of article 23.2.1 of the AFEP-MEDEF Code. In its meeting of 15 July 2014, the Board of Directors decided not to set any threshold for keeping shares to the extent that: executive officers do not benefit from any share option

<sup>1</sup> The qualification as independent Director under this criterion is lost only at the end of the term of office during which the Director exceeds the 12-year period.



or performance share, the Chairman & Chief Executive Officer waived his right to directors' fees for Aéroports de Paris and its companies, the compensation is governed by decree no. 2012-915 of 16 July 2012 relating to the State's control over the compensation of directors of public companies, the involvement of executive officers is not connected to interests that they may hold in the company. They act in the company's best interest, whatever the number of shares held personally.

## 2 The participation of shareholders in the general meeting

The mode of operation and the main powers of the general meeting of shareholders of Aéroports de Paris, as well as shareholder rights and how to exercise those rights, are described in articles 20 and 21 of the company's articles of association. These articles of association, as amended by the Combined Shareholders' Meeting of 27 May 2010, are available at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr).

## 3 The Board of Directors

Aéroports de Paris is a limited company with a Board of Directors since the 22 of July 2005, the date of commencement of Decree no. 2005-828 of 20 July 2005 concerning Aéroports de Paris SA, made according to Law 2005-357 of 20 April 2005 relating to airports.

### 3.1. The composition of the Board of Directors as at 31 December 2015

Since 15 July 2009, the company is managed by a Board of Directors composed of eighteen members in accordance with article 6 of Law no. 83-675 of 26 July 1983 on the democratisation of the public service and article 13 of the articles of association of Aéroports de Paris

These eighteen members are split into three categories: six directors appointed by the general shareholder meeting, six directors representing the government authorities and six directors representing employees.

The shareholders, in general meeting held on 15 May 2014, renewed the terms of office for directors of Augustin de Romanet, Jacques Gounon, Els de Groot and Jos Nijhuis, and appointed the companies Vinci and Predica Prévoyance Dialogue of Crédit Agricole as directors. The permanent representatives of these two companies are respectively Xavier Huillard, Chairman & Chief Executive Officer of Vinci and Emmanuelle Yannakis, Director of Finance and subsidiaries at LCL.

The State's representatives are: Geneviève Chaux Debry, Solenne Lepage, Muriel Pénicaut, Gilles Leblanc and Michel Massoni, appointed members of the Board of Directors by decree dated 11 July 2014, and Denis Robin, appointed by decree dated 22 April 2015 to replace Michel Lalande.

The employee representatives were elected in accordance with the Act of 26 July 1983 on the democratization of the public sector by Aéroports de Paris and some of its subsidiaries on 20 May 2014. They are Marie-Anne Donsimoni (CFE-CGC), Brigitte Blanc (CGT), Serge Gentili (FO), Frédéric Gillet (CFE-CGC), Jean-Paul Jouvent (UNSA-SAPAP) and Frédéric Mougin (CGT).

In the context of article 13 of the articles of association, Christine Janodet was renewed and Bernard Irion appointed as non-voting Board members by the general meeting of shareholders on 15 May 2014. Anne Hidalgo was appointed as a non-voting member during the meeting of the Board of Directors on 8 July 2015, subject to approval from shareholders during the next general meeting. The non-voting Board members attend meetings of the Board of Directors in a consultative capacity.

The mandates of directors and non-voting Board members, which last for five years, were effective from 15 July 2014.

Article R. 251-1 of the Civil Aviation Code makes provision for the minister in charge of civil aviation to appoint by decree a Government commissioner and a deputy Government commissioner entitled to sit on the Aéroports de Paris Board of Directors in a consultative capacity. Patrick Gandil, Director General of the French Civil Aviation Authority (DGAC), was appointed Government Commissioner with Aéroports de Paris by order of the minister in charge of civil aviation on 19 October 2007, and Marc Borel, Director of air transport, was appointed Government Commissioner by order on 15 June 2015, replacing Paul Schwach.

Caroline Montalcino, Economic and Financial Corporate Controller, and Pascal Papaux, elected the secretary of the Works Committee on 21 April 2015 replacing Joël Vidy, also attend the Board in a non-voting capacity.

The Aéroports de Paris Board of Directors has a balanced composition to guarantee both the shareholders and the market that its duties are carried out independently and objectively. Both the organisation of the Board and its composition are appropriate with regard to the shareholders, to the nature of the activity of Aéroports de Paris, and in particular to its public service mission as an airport.

As regards the balanced representation of men and women within the Board of Directors, of the 12 directors concerned (the directors elected by employees are excluded from the calculation pursuant to the AFEP-MEDEF), five (42%) are women as at 31 December 2015.

The Directors are well motivated, experts within various areas of the company, as well as other areas of expertise. Moreover, their professional experience contributes to a well-balanced board and the quality of their work. The debates are enriched with two foreign Directors. All of the Directors are jointly responsible for developing collective operations, which is a necessary prerequisite for high quality management. The composition of the Board rests on the same principles of balanced composition.

The composition of the Aéroports de Paris Board of Directors on 31 December 2015, the nationality and description of other mandates exercised by the directors are set out in the 2015 management report – Chapter 5 – Corporate Governance. The carrying out of the mandates is done so respecting legislative and regulatory provisions and the recommendations of the AFEP-MEDEF Code across all of the company's mandates.

### 3.2 The Duties of the Board of Directors

The Board of Directors is a collegial body of the company, which determines the direction of the activity of Aéroports de Paris and oversees their implementation, as specified in article 16 of its Statute, without prejudice to article 7 of the Law of 26 July 1983 on the democratisation of the public sector. It is under obligation to act in any circumstances in the corporate interest of the company and is answerable to its actions in this respect before the general meeting of shareholders.

The duties of the Board are determined by the laws and regulations, by-laws and rules of procedure adopted by the Board of Directors at its meeting on 9 September 2005 and the last changes dated 19 February 2014 (the Internal Rules).

The internal rules can be viewed at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr). They specify the powers of the Board of Directors and its members, its mode of operation as well as that of its specialised committees: the audit and risks committee, the strategy and investments committee and the compensation, appointments and governance committee.

It includes a charter for the members of the board of directors, which outlines the regulatory framework, and a code of ethics relating to securities transactions and compliance with French regulations on insider trading, insider infringements and market manipulation. Each member of the Board of Directors must look after the company's best interests. They





must have a quality of judgement, in particular of situations, strategies and people, based predominantly on their experience. They must have an ability to anticipate enabling them to identify strategic risks and issues. Each member of the Board of Directors undertakes in accepting the Charter to remain independent in his/her analysis, judgement, decision-making and action, to reject all pressure, of any kind whatsoever and from wherever it comes, and to do so in all circumstances (Charter article 6).

In this regard, the rules of procedure of the Board of Directors contain provisions intended to prevent any conflict of interests, any interference between a public interest and public or private interests, pursuant to law no. 2013-907 of 11 October 2013 relating to transparency in public life, together with any risk of distorting competition. In compliance with article 2 of the charter, every board member has an obligation to disclose to the board any situation or any risk of a conflict of interests of which they have knowledge, between him or herself (or any natural or legal person with whom they have a business relationship and/or for whom they carry out work functions) and Aéroports de Paris SA or any company in the Group or company with which Aéroports de Paris envisages signing an agreement of any nature whatsoever.

In this respect, in the context of the company's obligations pursuant to article L. 225-37 of the French commercial code, every board member must declare to the Chairman & Chief Executive Officer if potential conflicts of interest exist between their duties with regard to Aéroports de Paris and their private interests and/or other duties or obligations with regard to other natural or legal persons and, if applicable, provide details in answer to a questionnaire that will be submitted to them each year, in particular specifying past and present functions and mandates.

The Board of Directors has drawn up a procedure for dealing with difficulties connected with conflict of interests and has appointed a senior director on the matter, in compliance with the principles of objectivity and transparency. This role, entrusted to the chairman of the audit and risks committee, an independent director, is to ensure compliance with the procedure, to advise on ways of preventing said conflicts and to suggest ways of resolving situations of potential conflicts of interest. In the event of a conflict situation being noted, the board member must abstain from voting on the matter in question.

The Chairman of the Board of Directors, who also operates the general management of the company, is appointed by decree by the Board of Ministers from among the directors and is nominated by the Board. He organizes and directs the work of the latter and represents it in its dealings with shareholders and third parties. He sees to the proper running of the corporate bodies and makes sure, in particular, that the directors are able to fulfil their duties.

The Internal Rules provide that once a year, the Board discusses its own performance, and proposes amendments to the internal rules if it finds it necessary. The evaluation thus established corresponds to the three objectives and modalities set out by the AFEP-MEDEF Code on the matter. Every three years, the Board may order an external evaluation of its own performance, under the direction of compensation, appointments and governance committee. The internal review is carried out by this committee through a questionnaire sent to each member of the board of directors; individual responses remain strictly confidential. Overall results from the internal review questionnaire were presented in an overview during the meeting of the board of directors on 16 December 2015. Comparisons with previous reviews bear witness to the high level of satisfaction of board members, who highlight notably the increasing efficiency of meetings. Work relating to the 2016-2020 Economic Regulation Agreement (ERA3) and the 2016-2020 strategic plan were particularly appreciated. In order to further develop their thoughts, the board members would notably wish to benefit from enhanced information regarding subsidiaries and holdings and examine more regularly policy on CSR (Corporate Social Responsibility).

## THE MEETINGS OF THE BOARD OF DIRECTORS

The Chairman and Chief Executive Officer convenes Board meetings either at regular intervals or at times he deems appropriate. To enable the Board to review and discuss in detail issues within its jurisdiction, the Internal Rules provide that the Board shall meet at least six times a year, and more if circumstances so require. The notice convening the Board Meeting is sent to the board members, by any appropriate means, at least five days before the date of the meeting except in a case of justified emergency, and fixes the place of the meeting.

## THE WORK OF THE BOARD OF DIRECTORS

The Board of Directors oversees the management of the company and is responsible for the quality of information provided to shareholders and the market, through the accounts or in connection with major transactions, including company securities. While subject to the powers expressly granted to shareholders and within the limits of the corporate purpose, the Board deals with all matters concerning the smooth running of the Company and regulates the proceedings and matters where the Board is competent. It makes any such checks and audits as it may deem appropriate.

Due to the special regime governing Aéroports de Paris SA, the Board of Directors also has its own powers under Law 83-675 of 26 July 1983 on the democratisation of the public sector and the French Code *de l'Aviation Civile* [Civil Aviation laws]. Lastly, the Board of Directors decided at its meeting on 29 April 2009 to limit the powers of the Chairman & Chief Executive Officer.

Thus, under the Internal Rules, the Board of Directors of Aéroports de Paris:

- regularly set the strategic, economic, financial and technological policies of the company and shall ensure that they are implemented by the executive management. At least once a year, it examines the overall strategic guidelines of Aéroports de Paris Group, particularly with regard to developments in the airline industry, as well as the competitive environment in which Aéroports de Paris Group is operating; every year, the Board of Directors communicates the company's strategic guidelines to the works council in view of the consultation provided for by article L. 2323-7-1 of the French labour code;
- closes the annual corporate and consolidated financial statements, draws up the management report and convenes the general meeting of shareholders responsible for approving these documents;
- approves the half-yearly consolidated financial statements;
- defines the financial communication policy of Aéroports de Paris;
- ensures that investors receive relevant, balanced and educational information on the company's strategy, development model and long-term prospects;
- examine the Group's multiple-year strategic plan;
- be informed, once a year, of the state of the company's relationship with the government authorities as part of its public service duties;
- approve the multi annual economic regulation contract;
- set the level of the fees mentioned in point 1 of article R. 224-2 of France's Code *de l'Aviation Civile* [Civil Aviation laws];
- adopt Aéroports de Paris Group's five-year investment and funding plan and examine its implementation every year;
- examine the annual budget of Aéroports de Paris Group each year as well as the maximum amount of money that the company and its subsidiaries shall be authorised to borrow each year;
- approve the definition of the objectives and returns on major investment projects directly carried out by Aéroports de Paris for an amount in excess of €60 million;

- approve any transfers of assets and external acquisitions:
  - in excess of €30 million made by Aéroports de Paris and relating to the development or operation of airport facilities in France,
  - in excess of €20 million made by Aéroports de Paris in relation to all other activities;
- approve any transfers of assets or external acquisitions made by Aéroports de Paris subsidiaries in excess of or equal to €20 million;
- approve settlements and renunciations of debts whose amount is greater than or equal to €15 million before tax;
- determine the principles governing the allocation of airlines among the Group's various airports; and between air terminals;
- be informed, at each of its meetings, of the development of the Group's activity and of its results, and assess any discrepancies relative to the budget and forecasts. At least twice a year, the Chairman and Chief Executive Officer shall table on the agenda a review of the financial position, the cash-flow position and the off-balance sheet liabilities of Aéroports de Paris Group;
- examines once a year, and as required, the position of the company's main subsidiaries and shareholdings;
- set yearly the extent of the endorsements and guarantees that the Chairman and CEO is authorised to grant on behalf of Aéroports de Paris. The Chairman and Chief Executive Officer also reports to the Board of all securities, endorsements or guarantees exceeding €30 million;
- set yearly the amount of bonds that the Chairman and Chief Executive Officer is entitled to issue;
- determine the terms and conditions of personnel and employee salary scales and indemnities;
- must ask for the opinion of the general meeting of shareholders if an envisaged operation involves a predominant proportion of the Group's assets or activities;
- examines the independence of directors representing the shareholders (given that the directors representing the government authorities and the employees are not eligible, by definition), discusses the appraisal of the significant nature or not of the relationship maintained with the company or its group and of the criteria having led to said appraisal and designates some of them as "independent director" with regard to the criteria established by the AFEP-MEDEF Code;
- considers the desirable balance of its composition and that of its committees formed internally, as recommended by the AFEP-MEDEF Code;
- deliberates in their absence on the compensation of Executive Officers;
- presents to the Ordinary General Meeting the compensation due or allocated in respect of the previous financial year to Executive Officers;
- proceed to the distribution of the directors' fees allocated to directors and in this connection, can decide to reserve a proportion to non-voting directors.

Generally, and excluding day-to-day management, all decisions that might affect the strategy of Aéroports de Paris, modify its financial structure or its business scope are submitted to prior authorisation of the Board of Directors. The Board also reviews issues submitted for its information at the initiative of the Chairman and CEO. It also discusses issues that a director wishes to be discussed by the Board under "Any Other Business".

#### INFORMATION FOR BOARD MEMBERS

The Internal Rules state that directors must be given prior and permanent information, which is an essential condition of the performance of their duties. Subject to the provisions relating to the prevention of conflicts of interest and the transmission of sensitive data, the chairman of the Board of Directors communicates to board members, in order for them to fully carry out their duties, all information and documents useful at the board meeting to which they are convened, at least five days before it is held, except in the event of necessity or physical impossibility.

Board members undertake to preserve the confidentiality of information that is communicated.

The Chairman & Chief Executive Officer sends a company operating report to board members every three months.

At the time when a new board member takes up their functions, the Chairman & Chief Executive Officer hands over all documents necessary to the correct performance of their duties.

Finally, each director and advisory member of the Board is entitled, either at the time of their nomination or over the course of their mandate, to training from the Company regarding special features of the company, its subsidiaries, roles and sector of activity. Aéroports de Paris has also suggested that all directors register with the *Institut Français des Administrateurs* (IFA) (the French Institute of Administrators).

#### ACTIVITY OF THE BOARD OF DIRECTORS IN 2015

The Board of Directors met nine times in 2015 with an attendance rate of 79.60% to discuss subjects concerning the following:

- governance, in particular with:
  - appointing a third non-voting member in a consultative capacity,
  - the annual review of the independence criteria for directors,
  - internal appraisal of the operation of the board of directors,
  - the extra-financial rating requested 2014;
- the compensation of executive officers (Chairman & Chief Executive Officer and Chief Operating Officer):
  - variable compensation 2014 – objectives achieved and the amount of variable compensation,
  - compensations 2015 and 2016: setting the amount of the fixed component and the objectives for the variable component;
- the convening of the Shareholders' General Meeting for 18 May 2015;
- the management of the Business, and in particular approving the corporate and consolidated financial statements for 2014 and the half-yearly financial statements for 2015; adopting the Management Report for 2014; preparing the management planning documents and the report on the development of Aéroports de Paris SA; updating the Group's consolidated budget forecast for 2015 and the cost-reduction plan; the budget for the 2016 accounting period for the Aéroports de Paris Group; setting the tariff for aeronautical charges for 2016; authorizing sureties, endorsements and guarantees; authorizing subscriptions for bond issues; authorizing the signing of regulated agreements;
- shareholding, with the implementation of the share-repurchase programme in relation to the liquidity agreement, information on holding Aéroports de Paris shares, distributing interim cash dividends, the project for employee share ownership for which the Group gave an undertaking in 2015 and which will be completed definitively during 2016 with two components: an offer to acquire shares and an allocation of bonus shares, the principle of which was approved by the Board of Directors, subject to the approval of a specific resolution by the general meeting of shareholders;



- the Group's strategy and investment, particularly the overview of the 2011-2015 strategic plan of Aéroports de Paris Group, adopting the 2016-2020 strategic plan known as "Connect 2020", the associated Group business plan and investments and financing 2016-2020 programme, prior authorisation from the board of directors for signing the 2016-2020 Economic Regulation Agreement (ERA3), reviewing the main investment projects, Aéroports de Paris's contribution to the French Compensation Fund for Airport Nuisance (*Fonds de Compensation des Nuisances Aéroportuaires* – FCNA), information on customer satisfaction, participation in calls for tenders for international airport concessions;
- Aéroports de Paris SA's professional equality and equal pay policy; health and safety in the workplace;
- status of mapping for Group risks and an overview of internal control in 2015, approval of the report from the chairman of the board relating to financial year 2014.

### 3.3 The functioning of committees associated with the Board of Directors

The Board of Directors has formed three committees: an audit and risks committee, a strategy and investments committee and a compensation, appointments and governance committee. The purpose of the committees is to contribute to the preparation of the Board of Directors' decisions by issuing opinions that are then presented to the Board. The chairmen of the committees or a member appointed by them shall report to the Board of Directors on the proceedings and the opinions rendered by the said committees. Their powers and specific modalities of operation are described in the rules of procedure that can be consulted at [www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr). Their composition and activity during financial year 2015 are described below.

The members of each committee are appointed, at the proposal of the Chairman and CEO, by the Board of Directors from among its directors according to their competencies in terms of their work and experience, the interest that they have for the different subjects being dealt with and ultimately their availability. The Chairman of each Committee is appointed by the Board of Directors, following a proposal from the Compensation, Appointments and Governance.

Committee members are elected for a term not exceeding their term as director.

The financial controller and either the chief or vice government representative can attend all of the committee meetings in a consultative capacity. A non-voting Board member can also be appointed by the Board of Directors to participate in a committee's meetings. It is important to avoid the presence of crossed directors between Aéroports de Paris and any other companies, in similar committees.

The committees meet at least three days before the Board of Directors meeting, except in the case of necessity or material impossibility, the agenda of which contains draft discussions on questions that are relevant to their area. The members of the committees shall be provided with whichever documents are necessary for their proceedings at least 3 working days prior to the meeting.

The members of the committees and all persons invited to committee meetings are bound by a non-disclosure obligation with respect to information that come to their knowledge or to which they have access in the course of their duties.

For the purposes of accomplishing their work, the committees may hear members of the management of the Group or they may hire experts or external advisors, as need be. Committees must however ensure the objectivity of the outside experts or consultants concerned.

## AUDIT AND RISKS COMMITTEE

### Composition

The Rules of Procedure require that Aéroports de Paris SA has an Audit and Risks Committee made up of a maximum of five members with voting rights appointed from among the directors – one of whom represents the government authorities, one director representing the employees and the others are, preferably, independent directors. In line with the criteria set out by the AFEF-MEDEF corporate governance code, selected from among those directors nominated by the shareholders general meeting. The audit and risks committee does not include any executive officer.

At 31 December 2015 the committee consisted of four members: Jacques Gounon, its chairman and independent director, Serge Gentili, Solenne Lepage and Emmanuelle Yannakis, permanent representative of the Predica company.

The Board of Directors has noted that the members of the audit and risks committee meet the criterion of financial or accounting expertise provided for by the texts in force.

The presentation, in Chapter 5 (Corporate Governance) of the 2015 Management Report, that mandates and functions fulfilled by the administrators over the course of the previous five years of activity attests to their competence in finance and accounting.

### Tasks and functioning

The Audit and Risks Committee's rules of procedure are based on the French commercial code and the recommendations of the AMF published on 22 July 2010 in the Final Report on the Audit Committee.

The audit and risks committee helps the Board of Directors to monitor the accuracy and reliability of Aéroports de Paris corporate and consolidated financial statements, the efficiency of internal control and risk management systems, of statutory audit of accounts by official auditors and the independence of the latter and the relevance of the Group's financial policy. It enlightens the Board of Directors on the reliability and quality of information issued to it. It carries out its activities under the latter's responsibility and has no decision-making powers of its own.

The audit and risks committee makes sure of the expertise, independence and objectivity of outside experts of whom it may make use.

The committee could consider executive officers other than the corporate officers, and under conditions that it determines.

### The activity of the Audit and Risks Committee in 2015

The audit and risks committee meets at least three times a year and as often as necessary, and can only meet if half of its members are present. In 2015, it met seven times with an attendance rate of 96.43%. The statutory auditors participated in seven meetings of the committee.

During its meetings, the committee examined in particular files relating to:

- the closing of the corporate and consolidated financial accounts 2014 and half-yearly accounts 2015, the adoption of the management report 2014, the update of the consolidated budget forecast for 2015, the establishment of management planning documents and the progress report on the development of Aéroports de Paris SA, the consolidated budget 2016, setting the tariff for aeronautical charges for 2016, the appropriation of results 2014 and calculation of the dividend, the distribution of interim cash dividends, information regarding the New Management Model and Aéroports de Paris shareholding;
- the Report from the Chairman of the Board of Directors in accordance with the French law on financial security for financial year 2014; the re-evaluation of risks following the attacks in January 2015 and the state of the Group's risk mapping for 2015; the situation report on the safety

of the Paris airports and securing access within Paris-Orly Airport, the internal control report 2015; the update of the Group's internal audit charter, the 2014 report on the activity of the Audit Division; progress with the audit programme for 2015, the audit programme for 2016; the follow up of internal and external audit actions, the conclusion of the audit report; the recommendations concerning the appointment of statutory auditors;

- update on the cash-flow management policy, the authorisation for issuing bonds, authorisation for sureties, endorsements and guarantees;
- review of the principal investment products;
- the 2016-2020 business plan associated with the strategic plan for 2016-2020 "Connect 2020", the financial communications regarding this strategic plan;
- information on the transparency of Aéroports de Paris airports and shareholdings abroad;
- extra-financial rating requested in 2014.

## THE STRATEGY AND INVESTMENT COMMITTEE

### Amenities

The board's Rules of Procedure require that Aéroports de Paris SA has a Strategy and Investment Committee consisting of a maximum of six members entitled to vote, appointed from among the directors, including two employee representatives.

At 31 December 2015 it is composed of the following six members: Augustin de Romanet, its Chairman, Geneviève Chaux Debry, Marie-Anne Donsimoni, Solenne Lepage, Frédéric Mougin and Jos Nijhuis.

### Tasks and functioning

The duties of the Strategy and Investment Committee are to: provide advice to the Board of Directors on:

- the definition and implementation of the strategic policies of Aéroports de Paris Group;
- the company's strategic guidelines and their effects on the activity, on employment and on organisation of work, the use of sub-contractors, temporary staff, short-term contracts and internships;
- the guidelines of the Aéroports de Paris Group in terms of diversification or growth operations.

It examines the company's economic doctrine and any issue relating to the definition and implementation of Group strategy that the Board of Directors wishes to submit to it.

### Activity of the Strategy & Investment Committee in 2015

The Strategy and Investment Committee meets at least three times a year and as often as necessary, and can only meet if half of its members are present. In 2015, it met four times with an attendance rate of 83.30%. Notably, a strategic seminar of the Board of Directors was also held on 24 November 2015.

During its meetings, it has in particular covered:

- the review of the Aéroports de Paris Group's 2011-2015 strategic plan, the adoption of the strategic plan for 2016-2020 "Connect 2020"; the 2016-2020 investment and funding programme;
- the 2016-2020 Economic Regulation Agreement (ERA3);
- the definition and profitability of structuring operations as part of the New Take-Off project at Orly;
- the participation in the call for tenders for the international airports concession.

## THE COMPENSATION, APPOINTMENTS AND GOVERNANCE COMMITTEE

### Amenities

The Compensation, Appointments and Governance Committee is made up of at most five members with right of discussion and vote from among the directors, including a representative of the government, a director representing the employees and directors appointed by the General Meeting. It may not include amongst its members any executive officer and is comprised of a majority of independent Directors.

The executive officer is associated with the committee's work regarding appointments and succession plans.

At 31 December 2015, the committee is made up of five members: Emmanuelle Yannakis, permanent representative of Predica and Chairman of the committee; Jacques Gounon, Xavier Huillard, permanent representative of Vinci; Jean-Paul Jouvent; and Solenne Lepage.

The Board of Directors made sure that, in order for it to function correctly, the compensation, appointments and governance committee is organised so that its chairmanship is entrusted to an independent director and includes all the board's independent directors.

It is recalled that the High Committee of Corporate Governance considers in its activity report for October 2014 that a compensation committee including two independent directors out of four members (excluding director representing the employees) should remain in compliance with the intent of the AFEP-MEDEF Code provided it is chaired by an independent director.

### Tasks and functioning

The duties of the compensation, appointments and governance Committee are to formulate proposals on the amount and progression of total compensation for executive officers, as well as on benefits in kind or any other type of compensation, in compliance with AFEP-MEDEF recommendations, give an opinion on the compensations policy for the company's key executives, propose to the Board of Directors a total amount and the allocation rule for directors' attendance fees taking into account their level of attendance at meetings and a policy for the reimbursement of expenses related to carrying out the duties of a director.

It is in charge of making proposals in respect of the future composition of managing bodies, the selection of directors and executive officers, and the preparation of a succession plan for executive officers; it must debate the qualification of independent directors and implement the formal appraisal of the operation of the Board of Directors.

### The activity of the Compensation, Appointments and Governance Committee in 2015

The Compensation, Appointments and Governance Committee meets at least once a year and as often as necessary, and can only meet if two-thirds of its members are present. In 2015, it met five times with an attendance rate of 96%.

During its meetings, the committee debated on such items as:

- the compensation of the Chairman & Chief Executive Officer and the Chief Operating Officer: achievement of targets and variable shares 2014, fixed compensations 2015 and 2016, variable shares objectives 2015 and 2016; the draft resolution "Say on Pay"; attendance fees: assessment of 2015 distribution;
- the reference document concerning the administrative bodies and general management divisions and the compensation of executive officers with respect to 2014;





- annual review of the independence criteria for directors;
- the provisional nomination of a third non-voting member with advisory status, Anne Hidalgo;
- appraisal of the operation of the board of directors;
- the paid shareholding plan.

Given that the information communicated to the committee or to which they will have access in carrying out their duties is confidential, the members of this committee are bound to strict confidentiality with regard to any third party on the Board of Directors or Audit Committee, subject to the same system as that applicable to the Company's directors.

## 4 Executive Management

Article 5 of law n° 2005-357 of 20 April 2005 relating to airports and article 14 of the Aéroports de Paris statutes provides that the general management of the company is chaired by the Chairman of the Board of Directors, who takes the title of Chairman & Chief Executive Officer.

This non-dissociated management follows logically from the Law and from the Company's Statutes and Articles. Shareholders in Aéroports de Paris consider that in a changing environment, combining the functions improves the coordination between strategy and operational action.

The limitations on the powers of the Chief Executive Officer decided by the Board of Directors ensure an equilibrium between the Executive Officer and the Board of Directors, while retaining the flexibility and responsiveness necessary to administer and manage the Company following good corporate-governance practices.

Augustin de Romanet was renewed in his functions of Chairman & Chief Executive Officer of Aéroports de Paris by decree dated 24 July 2014.

Pursuant to article 14 of the Company's Articles of Association, the Board of Directors may, upon proposal by the Chairman and Chief Executive Officer, appoint up to five chief operating officers in charge of assisting the Chairman and Chief Executive Officer. In its meeting of 24 October 2013, the Board of Directors of Aéroports de Paris proceeded with appointing Patrick Jeantet as Chief Operating Officer from 1 January 2014. His term of office was renewed on 24 July 2014.

The Chairman & Chief Executive Officer and the Chief Operating Officer must not hold more than two other director mandates in listed companies outside of the Group, including foreign companies. They must also take the board's advice before accepting a new corporate mandate in a listed company.

The other mandates exercised by the Chairman & Chief Executive Officer and Chief Operating Officer are presented in the management report for 2015 – Chapter 5 – Corporate Governance.

### The limits placed by the Board of Directors on the powers of the Chairman & Chief Executive Officer and the Chief Operating Officer

The Chairman & Chief Executive Officer is vested with the most extensive powers to act in the company's name in all circumstances. He sees to the proper running of the corporate bodies and makes sure that the directors are able to fulfil their duties. Limitations on the powers of the Chairman & Chief Executive Officer of Aéroports de Paris were set by deliberation of the board meeting held on 9 September 2005, amended on 29 April 2009.

The Board of Directors of Aéroports de Paris decided that the Chairman & Chief Executive Officer must obtain the prior authorisation of the Board of Directors for the following acts:

- strategy and major projects:  
adoption of a five year investment and funding plan for the Aéroports de Paris Group; definition of the purpose and profitability of those

investment projects directly carried out by Aéroports de Paris SA costing more than €60 million; disposal of assets or external development investments of more than €30 million for the improvement or operation of airport facilities in France and any other activities over €20 million; the principles of allocation of airlines between airports or terminals; the approval of contracts as laid down in articles 2 and 3 of law n°2005-357 of 20 April 2005 in respect of airports;

- pricing:

approval of the multiannual economic regulation agreement; calculation of charge rates as set out in point 1 of article R. 224-2 of the French Civil Aviation Code;

- with respect to financial matters:

approval of transactions of an amount equal or superior to €15 million; the approval of any other debt where the amount is equal or superior to €15 million excluding taxes. However, in the case of duly justifiable emergency, the Chairman & Chief Executive Officer can approve the actions mentioned in this paragraph. He will inform the Board of Directors in the course of their next meeting.

These restrictions were incorporated into the internal rules of the Board of Directors which issues its allocations while taking into account the restrictions imposed on the power of the Chairman and CEO.

The limitations made by the Board of Directors, by proceedings on 24 October 2013, to the Chief Operating Officer's powers are those applied to the Chairman & Chief Executive Officer's powers, supplemented by limitations concerning the following matters:

- preparation of the organisation plan for Aéroports de Paris services;
- appointment of directors and strategic and senior managers, and of representatives of Aéroports de Paris SA within subsidiaries and affiliates;
- approval of investment projects;
- approval of leaseholds with a term of more than thirty years;
- approval of contracts and transactions worth more than €10 million;
- disposals of assets or external development investments worth less than €30 million, for airport development or operating activities conducted in France, and less than €20 million for all other activities;
- decisions on allocation of air carriers between airports;
- definition of policy and pricing conditions for fees, rents and other revenues;
- decision to issue bonds within the limit authorised annually by the board of directors.

## 5 The principles and rules decreed by the Board of Directors to determine the compensation and benefits awarded to company representatives

It is reiterated that the Board of Directors of Aéroports de Paris, from 2008, adhered to the recommendations of the AFEP-MEDEF on the compensation of executive officers of companies whose shares are allowed for negotiation in an official market.

The maximum amount for the variable component of the compensation for executive officers has been set as an absolute value, not as a percentage. Indeed, decree no. 2012-915 of 26 July 2012 amending that of 9 August 1953 capped the compensation at €450,000 for executive officers of public companies to which this decree is applicable, including Aéroports de Paris. The fixed compensation proposed by the Board of Directors and approved by the Minister of the economy is €350,000 for the Chairman & Chief Executive Officer and €330,000 for the Chief Operating Officer. It

was also decided that the amount of the variable component payable to the Chairman & Chief Executive Officer could allow reaching the statutorily authorised ceiling: the maximum amount is therefore predefined by the Board of Directors at €100,000 and expressed as a directly readable monetary value. The same maximum amount was retained for the Chief Operating Officer.

## 5.1 Methods of calculating compensation to be paid to Executive Officers

### COMPENSATION 2015 FIXED AND VARIABLE AMOUNTS

The compensation of the Chairman & CEO and that of the Chief Operating Officer for 2015 was adopted by the Board of Directors on 19 February 2015 on the advice of the Compensation Committee, and approved on 19 March 2015 by the French Minister of the Economy, in compliance with article 3 of Decree 53-707 dated 9 August 1953 (as amended).

The gross annual amount of their fixed compensation was set at €350,000 and €330,000, respectively.

The maximum gross variable compensation of the Chairman & Chief Executive Officer is set at €100,000. This portion is based on:

- three quantitative objectives: the Group EBITDA (25% weighting), the Group ROCE (15%) and the overall satisfaction rate for departures and arrivals reported by passengers (15%);
- three qualitative objectives: negotiations for the 2016-2020 Economic Regulation Agreement 3 (ERA3) (15%), the approval of managerial mobilisation by employees and the implementation of a strategic plan (15%) and Aéroports de Paris attractiveness and welcome policy in favour of tourism (15%).

The Board of Directors will assess how far each of these objectives has been reached. The weighting given to each objective defines the fraction of the variable compensation linked to it.

The Chairman & Chief Executive Officer has a company vehicle and is covered by the contract for insurance and the personal accident policy for employees of Aéroports de Paris. He has no employment contract with Aéroports de Paris and is not entitled to any compensation under a non-competition clause.

The Chairman & Chief Executive Officer does not benefit from any severance bonus or any specific pension scheme. He does not receive fees for attending Board Meetings (see Section 2.5.2).

The Company has not set up any stock-option or share-purchase schemes that benefit the Chairman & Chief Executive Officer.

The maximum gross variable compensation of the Chief Operating Officer is set at €100,000. This portion is based on:

- three quantitative objectives: the Group EBITDA (25% weighting), the Group ROC (15%) and the overall satisfaction rate for departures and arrivals reported by passengers (15%);
- three qualitative objectives: the investment plan and planning for the Economic Regulation Agreement period (15%), the implementation of planned steps for the CDG Express project, particularly the establishment of infrastructure management (15%) and the improvement of subsidiary management and coordination between airports and headquarters duties (15%).

The Board of Directors will assess how far each of these objectives has been reached. The weighting given to each objective defines the fraction of the variable compensation linked to it.

The Chief Operating Officer has a company vehicle and insurance guaranteeing the payment of daily allowances in the event of involuntary loss of professional activity. He is covered by the insurance contract as

well as by the personal accident policy for employees of Aéroports de Paris. He has no employment contract with Aéroports de Paris and is not entitled to any compensation under a non-competition clause.

The Chief Operating Officer does not benefit from any specific pension scheme.

A severance payment for departure due to dismissal connected to a change of strategy or to a change of control would be paid to him, except for cases where this departure was due to gross or serious misconduct.

It would be equivalent to at most 18 months of average compensation, fixed and variable, with allocation of a performance rate equal to the average rate for achieving objectives determined by the Board of Directors in order to calculate the variable compensation, for the two previous financial years that have ended. No allowance will be due in the event that the performance rate is lower than 80%. The amount of the allowance will be reduced, as applicable, by any other sum paid by any company in Aéroports de Paris Group by way of this departure, including in respect of any competition allowance or any other allowance of any kind.

The Company has not set up any stock-option or share-purchase schemes that benefit the Chief Operating Officer.

### COMPENSATION 2016 FIXED AMOUNT AND OBJECTIVES OF THE VARIABLE AMOUNT

The compensation of the Chairman & CEO and that of the Chief Operating Officer for financial year 2016 was adopted by the Board of Directors on 16 December 2015 on the advice of the Compensation, Nominations and Governance Committee and approved on 8 January 2016 by the French Minister of the Economy within the framework of article 3 of the French Decree 53-707 dated 9 August 1953 (as amended).

The gross annual amount of their fixed compensation was set at €350,000 and €330,000, respectively.

The maximum gross variable compensation of the Chairman & CEO is set at €100,000. This portion is based on three quantitative objectives: Group EBITDA (25% weighting); Group ROC (15%); the overall satisfaction rate of departing passengers (15%); and three qualitative objectives: the Aéroports de Paris attractiveness and customer service policy in favour of airlines and passengers (20%); the Brand project (10%); corporate social responsibility, including managerial mobilisation and employee safety (15%).

The Board of Directors will assess how far each of these objectives has been reached. The weighting given to each objective defines the fraction of the variable compensation linked to it.

The maximum gross variable compensation of the Chief Operating Officer is set at €100,000. This portion is based on three quantitative objectives: the Group EBITDA (25% weighting), the Group ROC (15%) and the overall satisfaction rate for departures and arrivals reported by passengers (15%), and three qualitative objectives: the continuation of the CDG Express project (15%), the management of investment projects (15%), the strategy and management of subsidiaries and affiliates (15%).

The Board of Directors will assess how far each of these objectives has been reached. The weighting given to each objective defines the fraction of the variable compensation linked to it.

The other compensation elements remain unchanged.

## 5.2 Methods for the distribution of directors' attendance fees

Only members of the Board of Directors appointed in the general meeting of shareholders are authorised under the law to receive directors' attendance fees.





The Board of Directors has noted that Augustin de Romanet, Chairman & Chief Executive Officer, has waived his right to receive directors' attendance fees from Aéroports de Paris and its companies.

The allocation of attendance fees was reviewed at a Board meeting on 19 December 2013, when in addition to the previous provisions, it was decided to allow compensation for members of *ad-hoc* committees.

Compensation is attributed to Directors per session, when they attend Board Meetings and meetings of the specialised committees to which they belong, if any. The amount is based on a scale that differentiates committee chairmen.

In addition, fees are paid to the non-voting Board members, for each meeting of the Board of Directors and *ad-hoc* committees, according to their effective attendance and with a limit of ten meetings per year. This amount is deducted from the annual budget for directors' attendance fees allocated to the six Directors designated by the general meeting of shareholders.

If over the course of the financial year the annual amount allocated for fees by the general meeting has to be passed by applying the provision put into place to remunerate administrators and non-voting Board members, the amount for attendance fees to which each of the administrators can claim from, and the fee amount for the non-voting Board members will be reduced in such a proportion that makes the total amount equal to the amount set aside for directors' attendance fees.

In respect of financial year 2015, the total amount paid out to those Directors and non-voting Board members concerned amounts to €115,290.

### 5.3 Consultation of shareholders on the Chairman & Chief Executive Officer and Chief Operating Officer's compensation

As in 2014, pursuant to the recommendation of paragraph 24.3 of the AFEP-MEDEF Code, the general meeting of shareholders held on 18 May 2015 was consulted on items of compensation due or allocated in respect of the financial year ended on 31 December 2014 to Augustin de Romanet in respect of his mandate as Chairman & Chief Executive Officer, as well as those concerning Patrick Jeantet, Chief Operating Officer. The general meeting issued a favourable opinion.

This procedure will be repeated in 2016 on items of compensation in respect of the financial year ended on the 31 December 2015.

## 6 The publication of information relating to the company's capital structure and those elements likely to have an impact in the case of a public offer

Information relating to the company's capital structure and those elements likely to have an impact in the case of a public offer are mentioned in the 2015 management report – Chapter 5.2 – Capital and shareholding.

## Systems and procedures for internal control and risk management

The provisions and procedures for internal control and risk management implemented at Aéroports de Paris according to the framework set out, aim to improve the steering of its activities and secure the achievement of its objectives.

The strategic decision to generalise the deployment of internal control to the whole Group was taken by the Executive Committee of 23 November 2015 and presented to the Board of Directors during its meeting of 16 December 2015.

### 1 The general organisation of internal control and risk management

#### 1.1 The objectives, the standards and the scope covered

Aéroports de Paris applies the mechanisms of the frame of reference relating to the mechanisms of internal control and risk management published by the Financial Markets Authority (AMF) in 2007 and updated in July 2010, supplemented by its application guide (vote of Board of Directors of 11 March 2009).

The structure of the report is based on the components of the retained frame of reference, which are:

- the Organisation and the Internal Control Environment;
- the internal distribution of relevant and reliable information;
- a risk management system;
- permanent control mechanism and activities in proportion to the risks;
- periodical monitoring of the functioning of the internal control and risk management mechanisms.

According to the definition given by the AMF, internal control and risk management are company systems, defined and put into place under its responsibility, comprising a set of means, behaviours, processes and actions adapted to its own characteristics. They are based on the rules of conduct and integrity upheld by the executive management.

Internal control contributes to mastering the company's activities, the effectiveness of its operations and the efficient use of its resources, and must allow it to take into account in an appropriate way the significant risks, whether they are operational, financial or of compliance. The system intends more particularly to ensure compliance with the laws and regulations, the application of instructions and priorities set out by the general management, the good and proper functioning of the internal procedures of the company, notably those linked to the safeguarding of its assets, and the reliability of information systems. Nevertheless, it cannot provide absolute guarantee that the Company's objectives will be met.

Risk management aims to be global and must cover all the company activities, processes and assets; it allows Corporate Officers to keep the risks at an acceptable level. As a company management leverage, it contributes to creating and preserving the value, the assets and the reputation of the company, to securing decision making and processes to favour the fulfilment of objectives, to improving the coherence of actions with the company's values, and to mobilising participants around a shared vision of the main risks.

By contributing to the anticipation and management of the risks, the risk management and internal control systems play, in a complementary way, a key role in the conduct and control of the company's different business activities and the attainment of the objectives that the company has set itself. The coordination of these arrangements devolves to the risks and compliance department, in the security, risk management and compliance division.

The mechanisms' scope extends across the Group and Aéroports de Paris SA monitors the systems in their subsidiaries that are adapted according to their own characteristics and their relationship with the mother company.

#### 1.2 The Organisation and the Internal Control actors

The fundamentals of the internal control mechanism (frame of reference, organisation, principles of functioning, scope covered, roles and responsibilities of actors) are presented in the risk management and internal control charter of Aéroports de Paris Group, written in 2015.

The Aéroports de Paris internal control mechanism is based on the model of three lines of activity control, invented by the IFACI (the French Institute for Audit and Internal Control) and the AMRAE (the French Association for the Management of Corporate Risks and Insurance):

- the first line of control is exercised by every employee and their manager, in the course of their daily activities, as well as by the management system teams;
- the second line of control is permanently exercised by the functional divisions in their jurisdictions as well as the risk and compliance department, within the Airport Security, Risk Management and Compliance Division;
- the third line of control is exercised by the Audit Division, which periodically assesses the systems for risk management and internal control.

The organisation of the company's activities relies upon a mixed structure combining functional divisions and operational divisions, and on the principle of subsidiarity aimed at ensuring that decisions are taken at the most appropriate level possible.

In this context, the functional divisions propose within their area of competence the cross-cutting policies which apply to the whole of the company, as well as the standard rules of application and reporting linked to them. Assuming mainly a dual role as advisory body and consultant, they must ensure the understanding of these policies and rules within the company, assist all divisions with their implementation and make sure that they are applied.

The Risks and Compliance Section is in charge of designing and handling the internal control system as well as its deployment in accordance with a procedure applied in a systematic and coherent manner across the whole Group, in compliance with the AMF reference framework.

For its proper functioning, the internal control and risk management mechanism relies on the network of ARC coordinators – Audit, Risks and Internal Control – appointed in each division of the parent company and ADP Ingénierie, Aéroports de Paris Management, Hub One and Hub Safe. The ARC coordinator organises the internal control and risk management mechanism within their entity on the behalf and under the authority of their manager, the latter remains guarantor for its implementation. The mechanism also relies on the CORCI (Risk and Internal Control Operational Committee) which brings together the directors of the parent company and aforementioned subsidiaries. The ARC committee meetings, which bring together the ARC and CORCI coordinators, are held at least two times per year.

### 1.3 The principal internal control work conducted in 2015

Work on internal control during 2015 mainly concerned the following subjects:

- “Sales” process, integrating sales administration: continuation of project to simplify and secure management processes (SSPG), assessment of the “sales” process internal control mechanism, with an aim to improve and secure turnover;
- “Purchasing-procurement” process: started within the framework of the SSPG project, continuing from the formalisation of procedures, including the controls to be implemented;
- “Document storage” process and “insurance policy management”: description of the processes and formalisation of internal control benchmarks;
- “Airport tax management” process: design of an internal control matrix as regards airport tax, including controls to be carried out by the process players to best secure the costs allocated to the tax;

- Purchasing: creation of an internal control unit within the Purchasing Division, with an aim to contribute towards providing a better secured and performance generating purchasing/procurement process;
- Human resources: continuation of work on payroll control and integration into the HR global “payroll project”, both centrally and locally. Comprehensive reference documentation as regards payroll, time and activity management and staff administration is being created on a specific electric format and made available to the HR department. It serves as basis for the necessary controls to secure each stage of the processes;
- As regards management systems:
  - Aéroports de Paris SA obtained ISO 50001 certification,
  - launch of an ISO 9001 certification process for the Purchasing Division and Hub Safe Training subsidiary,
  - review, by the Airport's Divisions, of all operational processes that may affect airport safety and self-assessment process carried out within the framework of the request to convert the current airport safety certificate into a European certificate,
  - continuation of support, by the Risks and Compliance Department, of certified divisions and subsidiaries: standards training, of which the content was revised in 2015 to take into account the development of the latter and the creation of internal audits and management systems,
  - follow-up of external audit findings on certification of management systems;
- Management of subsidiaries and affiliates: revision of the whole subsidiary and affiliate governance mechanism, previously updated in 2009 as part of a global performance and risk management procedure;
- Incidents: feedback of major incidents occurring in 2014 in the Group and in the first half-year of 2015 to the Chairman & Chief Executive Officer and Chief Operating Officer; consolidation and analysis of identified major incidents; the report concerning the second half-year of 2015 will be transmitted at the beginning of 2016;
- Accounting and financial processes: bolstering the monitoring of recommendations by account auditors in order to set up a permanent system to monitor these recommendations;
- Continuation of running the network of ARC coordinators.

The progress report on internal control work was presented to the audit and risks committee and to the December board meeting.

## 2 The fundamentals of internal control

### 2.1 Group missions and objectives

Aéroports de Paris carries out its activities within the legal framework of decree no. 2005-828 of 20 July 2005 relating to Aéroports de Paris SA pursuant to law no. 2005-357 of 20 April 2005 relating to airports. Its missions of the also fall within the scope of the Economic Regulation Agreement (ERA), in line with articles L. 6325-2 of the French transport code and R.224-4 of the French Civil Aviation Code.

The ERA3, relating to the 2016-2020 period, was signed with the government authorities on 31 August 2015, after the Board of Directors agreed to it on 29 July. The 2016-2020 strategic plan “Connect 2020” was presented to the board of member on the same day. Preparatory work on the ERA3, as well as the development of the strategic plan, were carried out and overseen by the Finance, Management & Strategy Division.



The review of the 2011-2015 strategic plan, drawn up in line with the provisions and undertakings of ERA2, signed with the government authorities on 23 July 2010, was presented to the Board of Directors on 29 July 2015, after being presented to the strategy and investments committee.

## 2.2 Professional ethics, the foundation of internal control

Aéroports de Paris has posed the development of the performance of the company with regards to ethics and national and international norms as a principle of governance. Conduct of the Group's activities relies on fundamental ethical and moral principles: responsibility, integrity, respect for others. They are supported by executive management and intended to guide the working behaviours of all staff. In this regard, as of February 2015, Aéroports de Paris has formed an anti-racism partnership with the Defender of Rights and adopted a Mobilisation charter to fight for equality against racism.

Since 2014, so as to affirm its commitment in terms of ethics and professional practice and make them easier to understand, Aéroports de Paris structured and bolstered its system with the adoption of a Group ethics charter and the appointment of a Group ethics officer, reporting to the Group Secretary General.

The Group ethics charter is intended to formalise, reaffirm and therefore bolster, by placing them into a wider approach, the principles already presented in the general code of ethics shown in appendix to the rules of procedure of Aéroports de Paris SA, which are supplemented by specific codes. This was circulated at the start of 2015, to all personnel of Aéroports de Paris SA, of Aéroports de Paris Management, of ADP Ingénierie, of Hub One and of Hub Safe, and was systematically adopted and promoted. The Group ethics charter was accompanied by a letter inviting employees to adhere to it by voluntarily signing a pact. The charter was also sent to external employees, partners and co-contractors.

The company's internal ethics officer participates in defining the rules and shared duties in terms of professional ethics and makes sure that the charter is implemented; in particular she is tasked with promoting the Group's policy on ethics and guaranteeing that ethics are taken into consideration in all major projects and strategic guidelines. She coordinates all actions carried out, relying on a network of correspondents. The ethics officer also acts as the Group's ethical referent and can be consulted by any employee in total confidentiality, in order to receive clarification regarding the charter or ethically related advice. Such consultation will be facilitated by the existence of a specific email inbox.

Also involved in the system is the ethics referent in terms of prevention of fraud and corruption in the person of the audit director, and the insider trading prevention supervisor in the person of the legal affairs and insurance director, who is also in charge of the prevention of conflicts of interest during the preparation of board meetings:

- of particular note, the fraud prevention supervisor is in charge of applying a Group-wide procedure on how to control employee use of the information system when there are concerns about compliance with the rules of ethics and good practice as regards information security;
- in terms of preventing insider dealing which may be attributed to the company directors, the preventative measures put in place by Aéroports de Paris come in response to AMF recommendations contained in its guide on 3 November 2010. The executive officers and employees of Aéroports de Paris SA can inform the ethics referent in terms of prevention of insider trading for any issue in this area. Responsible for the lists of insiders, the employees in question are regularly reminded, that their obligations are written therein, as are the rules relating to declarations as to the movements of company

shares according to a procedure available on the intranet site of the Legal Affairs and Insurance Division.

In order to encourage the appropriation and application of ethical principles, "ethical reflex cards", which present very concrete cases, were developed in 2015 to be distributed at the beginning of 2016 to managers and human resources managers in order to help them support employees in this area.

Moreover, the Aéroports de Paris code of conduct for information security, appended to the Aéroports de Paris Rules of Procedure, was updated and entered into force on 1 April 2015. It specifies the provisions that every employee of Aéroports de Paris must comply with when using an IT resource. This updated code has also been adopted by ADP Ingénierie and the Hub One group. It is expected that Aéroports de Paris Management and Hub Safe will also adopt it in the 1<sup>st</sup> quarter of 2016.

Ultimately, at Group level, a discussion was held in 2015 in conjunction with ADP Ingénierie and Aéroports de Paris Management in order to bolster the Group's ethical approach to internationally-led projects. Recommendations and suggestions for mechanisms that should be implemented will be submitted to the first Group Committee in 2016. Furthermore, communication actions on the theme of ethics and the fight against corruption were carried out for subsidiaries and shareholdings, especially during the Group's international seminar, which took place in October 2015 on the initiative of the International & Investment Division. More particularly, two seminars were held in 2015 with TAV Airports and TAV Construction on the rules of ethics, the fight against corruption and employee living and working conditions, notably in Gulf construction sites.

Aéroports de Paris SA is a member of the non-governmental organisation Transparency International France (TI France) and thus enables the subsidiaries, through its intermediary, to maintain a privileged link with this organisation. In addition, the Group, which has the intention of basing its development on principles that reflect its ethical commitment, has signed TI France's declaration in favour of responsible lobbying and will develop its own charter on the subject with the association's support in the first quarter of 2016.

In terms of ethics, professional practice and the fight against fraud and corruption, Aéroports de Paris publicly affirms the Group's commitment on its website and in its report on activity and sustainable development.

## 3 The control environment

### 3.1 Aéroports de Paris organisation

The organisation of the business is a tool for implementing the Group's strategy and contributes to the successful achievement of its main objectives.

In this perspective of continued improvement, two major changes were made in 2015:

- the Engineering and Development Division was created and attached to the Chief Operating Officer; it brings together the Project Management Division and the Engineering and Architecture Division. The Information Systems Division continues to report to the Chief Operating Officer;
- a new organisation of the management control network was set up in order to structure a unique finance / management / strategy subsidiary, based around three main areas of responsibility:
  - a central division, called the Finance, Management & Strategy Division, originating from the fusion of the Management Control Division and the Finance & Strategy Division,
  - financial division activities within the Airport Divisions, the Customer Division, the Real Estate Division, the International and Investment Division,

- supportive or functional financial divisions: monitoring corporate management, monitoring the renovation and development division.

The functioning of the organisation is supported by a manager who defines the roles and responsibilities of each division, as well as the powers awarded to managers. This is based on:

- the organisation plan, which describes the legal framework for the activities of Aéroports de Paris SA, the tasks of the governance and management bodies and divisions. It is in the process of being updated in order to take into account the recent changes to internal organisation and the distribution of tasks between divisions, especially in the area of airport safety (under European regulation EU no.139/2014) and air transport security; the airport directors, as officers in charge of the above regulation, have authority over all Aéroports de Paris SA directors in terms of airport safety and air transport security;
- the organisational decisions, correctly ratified and signed, that define the tasks and responsibilities of the company's divisions;
- the delegation of powers held by the Aéroports de Paris SA directors on behalf of the Chairman & Chief Executive Officer (delegations of management and delegations of criminal liability). These delegations are currently being adapted in order to take into account the aforementioned changes.

### 3.2 The governance and management of the Group

In this context, governance and management for Aéroports de Paris Group and Company are organised through the intermediary of various bodies:

- the Board of Directors, which determines the directions taken by Aéroports de Paris' activity and ensures they are followed (article 16 of the Statutes & Articles of Association);
- senior management, which is responsible for insuring that these company bodies function correctly;
- the Executive Committee, chaired by the Chairman & CEO, is responsible for directing Aéroports de Paris, both operationally and strategically, debates any subject relating to its smooth running, and monitors the proper implementation of decisions;
- the Group Committee, the Group's management body, chaired by the Chairman & CEO, deals with subjects concerning the Group's subsidiaries and shareholdings (excluding real-estate subsidiaries and shareholdings in Paris airports);
- two central investment committees, chaired by the Chairman & CEO, involved in the decision-making process in terms of commitments:
  - the Strategic Investments Committee (*Comité Stratégique des Investissements* – CSI), which is called on to place the various investment strategies in a business context. Following a defined annual programme, it evaluates the main medium- and long-term sectoral policies by regularly reviewing needs, risks and opportunities. It carries out a regular review of priorities and validates the multiannual investment programme for each division. Such an exercise ensures that each activity's strategic directions are coordinated with the associated schemes and plans and the multi-annual investment programme,
  - the Group Investment Approval Committee (*Comité des Engagements Groupe* – COE) which systematically reviews the tangible and intangible investments Aéroports de Paris SA in excess of €3 million, the main contractual receivables together with firm commitment decisions on financial investments made by Aéroports de Paris SA, or investments made by subsidiaries and affiliates.

Thus, Aéroports de Paris has a management structure adapted to the strategy that it has deployed and will monitor. This organisation is accompanied by a reporting system as part of the guidance of both the Group and the company.

The other fundamental principles of the control environment, which are the human resources management policy and information protection (in information systems and on other media), are mentioned in the chapter on permanent control mechanisms and procedures.

## 4 The distribution of internal information

In order to carry out their responsibilities, each collaborator requires access to relevant, adequate and reliable information.

At the level of corporate governance, the agendas and the reports of the ExCom meetings are drawn up by the Office and distributed to the members.

All Directors receive a press review.

The Aéroports de Paris Intranet provides for the distribution of general communication on the activities of the Group, as well as current information on specific areas, and also gives a summary of daily press coverage. The various EDM (Electronic Document Management) sites allow for sharing of information calibrated to the needs of the operational and functional divisions, according to the modulated means of access. Of particular note, the "Essential company standards" portal facilitates access by the company's employees to the key external documents concerning Aéroports de Paris. Its objective is to help each individual in basic documentation research, complementing the information available on the various Intranet sites.

In addition, Aéroports de Paris circulates general or specific information to all employees or a target group targeted mainly via the "*Journal d'Aéroports de Paris*", internal newsletters such as "infodifs", and "infodécisions" covering organisational changes, appointments, recruitment, delegations of management and pricing rates.

In particular, the presentation of the 2016-2020 strategic plan "Connect 2020" to the directors and strategic managers by the Chairman & Chief Executive Officer was broadcast live to all the company's employees via the intranet portal and by video-conference in dedicated locations. This presentation took place within the wider context of a day organised for the economic and financial community.

Finally, the annual departmental convention is the opportunity for the executive management and ExCom to take account of the Groups' income, to present prospects and to tackle particular themes or division-specific issues.

## 5 The risk management system

Like any business, Aéroports de Paris faces both internal and external risks with the potential to threaten the achievement of its objectives and its continuing development.

In this context, the Group's risk management policy, initiated as of 2004, aims to ensure the identification and the optimal control of those risks which could affect its various areas of activity. It is proposed by the Risk and Compliance Section in the Airport Security, Risk Management and Compliance Division, which guides its deployment while relying on the network of ARC coordinators and controls its application.

In addition to the risk management process, the Airport Security, Risk Management and Compliance Division is in charge of the crisis management policy, experience feedback and contingencies.

The main risks which the Group must face are described in Chapter 3 – "Risks and Risk Management" – in the Management Report 2015, knowing that control elements enable to best secure them. It also contains an explanation of policy on risk management and policy on taking out insurance contracts.





## 5.1 Risk Management

The Risk and Compliance Section has the aim of enabling all participating parties to hold a proper and shared vision reached in consultation of the risks likely to have a detrimental effect on the image, performance and longevity of the Group, as well as their level of control. It has defined a systematic risk identification process and guides the development and follow-up of the Group's risk mapping.

This process is based in particular on the risk environment, which consists of giving a single shared reference base of Aéroports de Paris risks to all entities in the Group.

A single "owner" is designated for each of the Group risks, with a view to bolstering the risk management system.

The method for analysing causes and the pricing of risks defines a common framework, identical regardless of the body concerned (Group, parent company, subsidiary, division, operational unit), referring to identified categories of causes and impacts. The chosen method enables the company to identify the risks and the weaknesses of the entirety of its and its subsidiaries' activities, to consolidate them and prioritise them according to their probability of occurrence and their impact in financial, legal, image, operational and client terms, accounting for the control measures already in place. This step enables the definition of preventative or corrective action, which may be local or global.

The Group's risk mapping is updated annually thanks to exchanges with the divisions integrating evolution in the environment and the objectives of the activity; these meetings are also a chance to discuss the options regarding the risks identified. The major risks and the risks deemed unacceptable to the company are the subject of priority attention and handling. After a review in Operational Committee for Risks and Internal Control (CORCI), which brings together all directors concerned, this mapping is validated by the ExCom and then presented to the audit and risks committee and to the board of directors. More particularly, the action plans resulting from the Group risk mapping are the subject of monitoring within these governing bodies.

Major incidents and incidents relating to risks deemed unacceptable are the subject of a census by the Airport Divisions and subsidiaries (ADP Ingénierie, Aéroports de Paris Management, Hub One and Hub Safe) within a tool for input and related monitoring actions. The census procedure was revised in 2015 in order to allow an even more detailed assessment of risks in the preparation of Group risk mapping. A review of the major incidents declared by the division and subsidiaries is sent to the Chairman & Chief Executive Officer and Chief Operating Officer semi-annually.

Actions contributing to risk management, undertaken during the course of preceding financial years, were pursued in 2015 in particular with a strong link between risk mapping, the audit programme and the internal control system.

## 5.2 Crisis Management, Experience Feedback and Contingencies

The system put in place by the company aims to ensure the continuity of the Group's operational control and the quality of its responses when it is faced with threats, unforeseen situations, incidents, a worsening situation or a crisis. It must contribute to optimally keep the activities at satisfying levels of quality while remaining in compliance with the security and safety obligations. The Airport Security, Risk Management & Compliance Division proposes modalities for crisis management, policy on feedback of experience (REX) and Group policy on business continuity (PGCA).

The Group manual on crisis management serves as a reference to internal stakeholders for the management of crisis or degraded situations, it describes the organisation of the crisis system, from standby status

through to ramp-up. In order to maintain the optimal efficiency of the system, simulation drills to test the smooth functioning of the procedures are held several times per year.

The policy on feedback of experience (REX) policy (analysis of the management of incidents/events that have occurred) and principles of sharing in order to harmonise actions undertaken by the divisions and subsidiaries in the area of capitalising on experience.

A Group policy on business continuity (PGCA) was validated and distributed in 2015, with the aim of guaranteeing essential services, even in a downgraded manner, the interruption of which could have a major impact on the company's operations. It was reflected in a PCA (Business Continuity Plan) for the Paris-Le Bourget and Paris-Orly Airports and is currently being implemented for Paris-Charles de Gaulle Airport, as well as activities related to information systems and human resources.

## 6 Continuous monitoring systems and procedures

The objective of the permanent control systems and procedures is to provide ongoing surveillance of Aéroports de Paris' activities in order to become familiar with them. They ensure the application of standards, procedures and recommendations that contribute to the implementation of the Executive Management's directions.

The functional divisions, under their cross-cutting role and/or under the specificity of their activity, determine and organise the internal control mechanisms to be applied to the whole company.

### 6.1 Management systems; integral part of the operational internal-control system

Certain divisions and subsidiaries write their interventions into their systems management initiatives that constitute, for all or part of their activity, their internal control mechanism. These systems management initiatives which attest to the formalisation of professional practices, the analysis and management of issues related to relevant industry standards, compliance with relevant regulation, and the enrolment of all staff into the continuous improvement programme.

Aéroports de Paris has chosen to have some of the Group's management systems certified.

This initiative now translates as:

- seven ISO 9001 certificates (quality-management system);
- two OHSAS 18001 certificates (occupational health and safety management system);
- five ISO 14001 certificates (environmental management system);
- one ISO 50001 certificate for the whole Aéroports de Paris company;
- one IFACI certificate (French Institute of Audit and Internal Control) relating to the RPAI, professional internal audit framework;
- and an ISO 17025 accreditation (laboratory studies).

The management systems are mentioned below in the chapters relating to each area of activity.

### 6.2 The mechanisms and procedures for each area of activity

#### CSR – CORPORATE SOCIAL RESPONSIBILITY

In terms of CSR, Aéroports de Paris has set itself the strategic objective of becoming, between now and 2015, the European benchmark for the airport sector in terms of sustainable development and social responsibility.

A benchmarking process carried out in 2015 by the Anglo-saxon firm, Sustainalytics, among five major European airports – LHR Airports Limited, N.V. Luchthaven Schiphol, Fraport AG, ENAIRE (formerly AENA) and Aéroports de Paris – as well as among the TAV Group (TAV Havalimanlari Holding A.S) established our position as European leader. Moreover, Aéroports de Paris is the only airport group that features among the Global 100 and is present in several socially responsible investment indexes, notably the Dow Jones Sustainability Index World and Europe, in which we reached 79/100 in 2015, rising 5 points compared with 2014. Aéroports de Paris is also included indexes such as the ISR Euronext Vigeo Monde 120 and France 20 (since November 2015), Euronext Vigeo Europe and Eurozone (since 2012), FTSE4GOOD (2015), MSCI (2012), Ethibel (2009), Oekom Prime (2014). From 2014 to 2015, Aéroports de Paris rose from 92A- to 98B within the framework of the CDP (Carbon Disclosure Project).

A Group CSR charter, adopted in 2014, confirms and formally states the commitments that Aéroports de Paris is making, in relation to its internal and external stakeholders, in the area of social responsibility: This framework document shall be laid out in thematic charters.

The Environment and Sustainability Division coordinates and drives the CSR initiative within the Group, by relying on the Group Secretary General for ethics and codes of conduct, into the Customer Division for customer service, into the Human Resources Division for corporate aspects, into the Purchasing Division for sustainable purchasing, into the Airport Security, Risk management and Compliance Division for risk management and internal control, whereas the Environment and Sustainability Division is included in the environment and societal commitment sector. These aspects are treated in this document in the corresponding sections.

The Environment and Sustainability Division raises awareness among employees of the CSR: a training process devoted to the CSR, its challenges and implementation in managerial practices was held in November 2015 within the framework of a teaching initiative among directors and managers.

It also coordinates the non-financial ratings procedure, conducted since 2005, with the support of dedicated interlocutors within the divisions and the subsidiaries. Since 2014, rating has been carried out by the independent rating agency Ethifinance and pertains to the following themes: governance, environment, human capital, customers, purchasing and societal commitment (information concerning the initiative and methodology are available on the official website [www.ethifinance.com](http://www.ethifinance.com)). The working framework used by Ethifinance is consistent with the guidelines for the ISO 26000 standard, a performance repository in the matter of CSR which the Environment and Sustainability Division wished to use.

Non-financial rating takes place one year out of two, with this frequency making it possible to take into account the lead-times required for accomplishing certain action plans in the context of a continuous progress dynamic that commits all entities in the Group.

In 2014, a rating of Aéroports de Paris SA covering corporate governance, environmental and social commitment, human capital, customers and purchasing was carried out, together with a rating of the subsidiaries ADP Ingénierie, Aéroports de Paris Management, Hub Safe and Hub One. With an increase of around 10% between 2012 and 2014, the consolidated rating for the Group stands at 78 out of 100, at "Excellence" level – the highest level of maturity in the scale used by the rating agency Ethifinance. The scores for Aéroports de Paris SA and for each of the subsidiaries rated have all increased, illustrating the extent of commitments across all themes, the control over deployment of actions undertaken and advanced performances.

The verification of the presence and reliability of corporate, environmental and social information shown in the Group's management report for 2015, in compliance with decree no. 2012-557 relating to the obligations of

transparency of companies on social and environmental matters, was carried out by Deloitte & Associés, designated in November 2015 as independent third-party certifier for financial years 2015, 2016 and 2017.

Ultimately, a study into our CSR motives was carried out in 2014 with support from an external third party, which identified twenty priority motives in relation to their internal and external importance. The results were published on the Aéroports de Paris website on the CSR tab in the Group section.

## THE ENVIRONMENT

Aéroports de Paris SA is conducting a proactive environment and energy policy intended to accompany its growth. This has been proposed by the Environment & Sustainability Division. The environment, energy and CSR committee, chaired by the Chief Operating Officer, has two meetings a year, once of which is dedicated to a review of energy management. The division also proposes cross-functional support for environmental management procedures within the Group.

The environmental and energy policy is based on reducing the environmental impact of the company's activities. This is broken down into thematic policies (energy – wastes – water – movements, air and emissions, biodiversity – renovation and sustainable construction) which describe the context, issues and fixed, precise and measurable objectives for each area. They thus enable the prevention and limitation of the direct impacts of Aéroports de Paris' activities and, as far as possible, of their indirect impacts. The environmental policy for the 2016-2020 period was signed by the Chairman & Chief Executive Officer at the end of 2015.

In June 2015, Aéroports de Paris SA obtained certification for its energy management system according to the ISO 50001 standard and in compliance with the ISO 14001 standard, for which the company has maintained certification of its airports. In addition, the 3 main airports have been granted level 3 Airport Carbon Accreditation, which attests to the internal and external management of greenhouse gas emissions.

The different departments of Aéroports de Paris SA develop the environmental and energy policy for their activities, and in particular the Operational Divisions (Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget/general aviation aerodromes, and Real-Estate), the Engineering and Architecture Division, the Project Management Division, the Information Systems Division and the Purchasing Division. The implementation of these actions and the benefits they bring about are measured and quantified by means of periodically monitored indicators.

## INNOVATION

Aéroports de Paris is developing an open innovation initiative that aims to identify innovative companies to develop new services for its customers and partners, improve the quality of service in its airports to enhance its competitiveness and distinguish it from other major international airports.

The company has equipped itself with a slight cross-functional innovation structure reporting to executive management; this unit has its own budget.

It identifies potential areas of innovation for the company and for this purpose mobilises people on cross-functional projects. In direct line with the company's values and with the strategic plan, its purpose, in the short term, is laid out in the procedure to accelerate innovation processes and, in the medium, in the development of new business models.

By using a collaborative approach and the "AGILE" association, the innovation structure is able to define innovation programmes and experiment with projects on the three main identified themes: smart infrastructure, new mobility ideas and robotics.

It promotes a culture of innovation within the company and, externally, the image of Aéroports de Paris as an innovative company within the context of an open innovation approach.





The implementation of quarterly “innovation session” meetings under the auspices of the Chief Operating Officer makes it possible to have a “dynamic innovation cycle”. The latter enables the reviewing of ongoing projects at each stage (source, testing, review, deployment), with a view to arbitrating the actions to be taken. This cycle relies on contacts from various divisions.

## CUSTOMER SERVICE

The significant improvement in customer service is a strategic priority for the Group and a major factor of competitiveness. To achieve it, the Customer Division has defined a “Connecting client 2020” strategy that revolves around four principles: raise the quality of service to the level of the best European airports; improve the number of destinations offered from and to Paris; simplify and personalise the customer relationship, in particular by means of digital; and propose the best of the Parisian experience, through a unique offering of retail and services.

In order to satisfy this ambition, the Customer Division simultaneously aims itself at passenger customers and at airlines. This brings together the full range of know-how and activities that support all aspects of customer issues. This grouping together favours the synergies and consistency of procedures undertaken towards each customer category in terms of service, prospecting and customer culture.

For development projects in terminals, the Customer Division defines and makes known customer expectations to the Airport Divisions. It formulates them as technical, spatial organisation or ergonomic principles to be complied with. It relies in particular on reference bases drawn up collaboratively with all those concerned, which secures the system put in place. These reference bases group together a set of “customer vision” recommendations on how to deliver the service each day (targeted waiting times; the reliability of the information provided; the cleanliness and the tidiness of spaces; the maintenance of services) and to design infrastructures (the layout/design of spaces; the information and orientation system; features for ambience; the equipment and services to be offered).

To bolster the powering up of its system, it also proposes quantified commitments of service for passengers, that are based on concrete proof and demonstrate the company's commitment to improving services.

With a view to optimising passenger experience in the airport and securing revenue targets for Aéroports de Paris, the Customer Division is also tasked with ensuring the development of commercial activities. It guides their monitoring by responding promptly to changes in passenger and customer demands, especially thanks to a weekly relaying of information shared with the concession holders concerned. As regards the area of business, the joint venture development policy with partners constitutes another factor of securing business.

It also proposes service commitments aimed at airlines. Airport Divisions retain responsibility for the local business relationship with airlines, in order to respond optimally and promptly to changes in their requirements.

The Customer Division and the Airport Divisions share responsibility for the proper application of reference bases on the ground and the fulfilment of the service commitments vis-à-vis passengers and airlines.

So, they are conducting a coordinated approach that enables them to take into account the challenges faced by their different customers and to guarantee greater consistency in the design of projects to develop areas in the terminals.

Due to the specificity of its business, the Paris-Le Bourget Division has introduced a customer experience follow-up system which relies in particular on a survey regularly conducted with its main customers.

The Real-Estate Division ensures that the goods and/or services supplied to occupants of real estate, whether internal or external, meet their expectations at all times.

## HUMAN RESOURCES

Human Resources (HR) policy must enable the company to reach its targets by developing both its collective and individual efficiency as well as its social responsibility, whilst maintaining those balanced company relationships that are integral to the carrying-out of its work.

HR policy hinges, with respect to the company's CSR commitments, on four main topics: employment, managerial development, compensation, and health and safety in the workplace.

The quality and competence of the men and women are the essential factors for the control of risks, for development and for the implementation of the internal control system. In order to ensure that employee skills meet the requirements of Aéroports de Paris, the employment policy aims to both anticipate and steer the changes in jobs and employment. It relies in particular on the major leverage provided by training in order to help employees adapt to these changes. The current unilateral measures set out in the Strategic Workforce Plan cover the years 2012 to 2015.

The three-year negotiation in 2015 for the years 2016-2018 on the Strategic Workforce Plan integrated provisions concerning training and “generation contracts”. The formalities of validating and submission of the new agreement will be carried out in the course of February 2016.

Concerning social responsibility, the tools of Aéroports de Paris' employment policy are based upon the objectives and provisions of collective agreements – professional gender equality, employment of disabled people. A unilateral action plan relating to “generation contracts” was implemented for the period 2013-2015. The employment policy also applies measures related to the recruitment of youth from priority neighbourhoods.

The managerial development policy for the attention of the team or project managers aims to foster professional development and improve the company's performance while respecting social balance. The values on which the Group intends to base its development – confidence, commitment, boldness, openness – have been defined on the basis of work that largely associates employees and management. In order to help the entire management line integrate these values into their daily responsibilities, a spearhead deployment action would involve more than 2,000 managers. In 2015, the first sessions brought together around 450 managers.

Compensation policy is structured by Aéroports de Paris' staff regulations. The compensation regulations are completed by salary agreements, agreements concerning incentives and profit sharing and by employee saving schemes.

The Aéroports de Paris workplace health and safety policy was renewed in 2015 with the identification of 3 priorities in terms of prevention: the risks relating to attacks and anti-social behaviour, the risks involved in transfers and psycho-social risks.

These priorities are the subject of a communication and commitment from the Chairman & Chief Executive Officer to all employees.

A project steering committee, chaired by the Chief Operating Officer, combining occupational safety and current procedures was put in place to follow a multi-annual mobilisation plan.

The first day regarding the theme of workplace safety was organised on 17 November 2015 in order to launch the mobilisation plan and involve all the company's managers and employees.

For Aéroports de Paris SA, the rules relating to management of human resources are defined by the staff regulations and their application notes, and are supplemented by collective company agreements and action plans. These regulations, as well as the Rules of Procedure, are accessible to all staff members on the intranet site. Most of the related procedures are available in a special area, accessible to HR, central and local departments.

At Group level, the Director of human resources of the parent company organises meetings with its counterparts from the four wholly-owned subsidiaries and works with them on areas in her areas of expertise (including mobility, insurance and CSR). Collective agreements on the "generation contract" were signed at ADP Ingénierie and Hub One as well as on gender equality; for each of these two areas, Hub Safe is implementing specific provisions. Progress is reported quarterly in a "Group HR Social Report".

As concerns the international and intergroup mobility policy, its principles were formalised within the Group mobility charter, published in March 2015. The Human Resources Division and the International and Investment Division jointly define and implement this policy. The Airport Security, Risk Management & Compliance Division proactively devises and manages the system for protection of the Group's international expatriates on long- and short-term assignments. To strengthen exchanges and information, a seminar bringing together the expatriate employees is organised every year, a site is made available to employees on the company's Intranet and training about awareness of safety abroad is given regularly.

## PURCHASING

The Purchasing Division's principal objectives are to ensure control over expenditure while guaranteeing an excellent level of service for Aéroports de Paris customers, and to optimise purchase costs so as to contribute to improvement of the total cost for operating the different activities. The purchasing policy that it proposes is laid out in the three main areas of quality at the best price and in the timeliest manner; the supplier relationship and responsible purchasing.

The company has set itself the aim of securing and optimising the purchasing procedure in order to limit the risk of fraud and cost overruns, of contributing to the collective performance through the lowering of costs and processing times, of securing calls for consultations and drafting of contracts, and of encouraging synergies within the Group.

For this purpose, the purchasing area is organised around three main functions: the purchasing function, the procurement function, which is being provided by the Purchasing Division, and the support function, which was bolstered at the beginning of 2015 by the creation of an internal control unit. The purchasing function relies on a matrix organisation around buyers and purchasing officers present in the divisions and serving as intermediaries.

Buyers with the expertise and know-how for each purchasing category implement tender consultation and bidding procedures.

At the beginning of January 2015, following the implementation of the SSPG project and following on from the actions taken to secure the purchasing process, the Purchasing Division guided the procurement process: local purchasing units, which report to the Purchasing Division, have been given suppliers and ensure the coverage for the whole life cycle of a product or service: according to the needs expressed by the prescriber who deals with invoicing disputes.

Consequently, aside from purchasing officers, the local procurement unit managers ensure the correct application of the policy and the procurement strategy within the operation and functional units concerned.

The support function, for its part, describes, implements and develops the processes, tools and resources, (reference bases, reporting systems) making it possible to manage and coordinate the purchasing performance. In this context, the internal control unit is responsible for purchase risk mapping (operational, legal, financial, brand image) as well as respecting the implementation of the running of internal control within the division. In this regard, it makes sure that the systems supported by the division for the entire purchase cycle enable it to control its activities.

In order to clarify and harmonise service practices and levels within the company between the purchasing function and the advisory bodies, service agreements are contracted and reviewed each year between the Purchasing Division and the most significant operational units and functional divisions, thus making it possible to cover over 95% of the purchasing activity. The indicators which feature in these agreements, drafted in collaboration with the divisions, are included in the Purchasing Division's monthly operating reports.

The Purchasing Division also relies on a definition of processes and a body of procedures that describe the responsibilities of each party involved (advisory bodies, buyers, local procurement unit managers, suppliers, lawyers, management controllers) to secure the overall purchasing/procurement process and ensure the traceability of all transactions.

It also relies on dematerialised tools: SPARTACUS, collaborative platform for management of purchasing files (monitoring of due dates, validations, etc.), which has integrated a tool for management of consultations since 2015 (previously provided by TENDERSMART) - SARDANE, tool for automatic creation of contracts based on a store of around one hundred standard models, - SIEL, platform for electronic signature - and PROVIGIS, platform for collection of documents to be supplied in respect of contracts, and, since the beginning of 2015, ATHENA, tool allowing prescribers to write down their needs, which are then validated by their managers in the tool CIDERAN.

Given the extension of its scope for intervention, in June 2015, the Purchasing Division launched the certification process for its activity, in compliance with the ISO 9001 standard.

As regards CSR, Aéroports de Paris is a signatory to the Global Compact and its approach aims to ensure that supplier and service-provider practices comply with the commitments made regarding human rights and working conditions. The Purchasing Division, in association with the Human Resources Division, the Legal Affairs and Insurance Division and the Environment and Sustainability Division, deploys systems for this purpose (specific clauses in contracts, CSR criteria for evaluating bids, social audits for certain service contracts, etc.).

The Purchasing Division has also signed several binding documents with other major principals, such as the charter for responsible supplier relationships (the Audit Director, responsible for the prevention of fraud and corruption, acts as mediator for suppliers and sub-contractors) or the SME (Small and Medium-sized Enterprises) Pact. In March 2014, building on the principles defined in the Charter, the Purchasing Division obtained the State Label "responsible supplier relationships" for three years, awarded by a committee under the French Ministry of the Economy, Industrial Renewal and Information Technology.

The means of contracting and procurement are governed by rules for public tenders applicable to Aéroports de Paris, as an adjudicating entity, pursuant to directive 2004/17 of 31 March 2004 repealed by directive 2014/25 of 26 February 2014, relating to procurement procedures in the water, energy, transport and postal service sectors. This directive was transposed into French law by Order no. 2015-899 of 23 July 2015, relating to public procurement, which will be the subject of an application decree before 1 April 2016. These regulations are described in the RGM (General Rules Governing Agreements), which will be updated once all transposition texts have been adopted.

Some procurement projects and contracts are subject to the opinion of the Advisory Committee on Procurements and Contracts (CCM) who examines them, gives an opinion and checks that procurement procedures comply with the laws and regulations applicable to Aéroports de Paris.

The contracts submitted for examination by the CCM are projects and contracts that have undergone preliminary publicity and competitive tendering procedures, of a value that exceeds the threshold set by the



Chairman & Chief Executive Officer as well as the procurement of a value lower than this threshold, which the Chairman of the CCM may decide to include in CCM meetings, in conjunction with the Economic and Financial Corporate Controller.

The Chairman of the CCM, in conjunction with the Economic and Financial Corporate Controller, may decide to include certain amendments to procurements in the conditions set out in the Rules of Procedure as their opinion or as information.

Furthermore, the CCM is informed on an annual basis:

- of the contracts signed in compliance with the framework agreements present for assessment;
- of the use of the qualification schemes established by Aéroports de Paris;
- of the conditions for the execution of procurements that have been presented to it once such procurements have been completed;
- of the policy pursued by Aéroports de Paris for its strategic purchase segments and main principles guiding its purchasing strategy;
- of the results of the recommendations formulated over the course of proceedings;
- of the risks identified within the Group's risk mapping and actions for risk control in terms of procurement and audit tasks relating to purchasing.

## THE LEGAL FRAMEWORK

The Legal Affairs and Insurance Division ensures that acts and decisions taken by the company are secured while continuing its mission to provide legal advice to all divisions and subsidiaries of the Group. It proposes and implements an insurance policy and a policy for preserving documents, and circulates the associated legal procedures.

The role of the Legal Affairs and Insurance Division is to generally coordinate, lead and direct the legal function at Group level, subject to matters arising from tax law and, excluding disputes, arising from employment law. To this end, it coordinates the actions of all Group lawyers operationally attached, while performing certain roles which remain centralised. These lawyers provide a point of contact between the Legal Affairs and Insurance Division and their own divisions or subsidiaries. In the context of its coordination and steering role, and with a view to ensuring consistency in the management of legal affairs and harmonisation in the knowledge, circulation and application of rules of law that apply to the Group, the Legal Affairs & Insurance Division provides employees with access to a set of legal data on its Intranet site (summaries of regulations, legal analysis memos, procedure files, templates for contracts or clauses, normative acts, laws and texts of a regulatory nature, etc.). In addition, appropriate training is designed to disseminate a common legal culture throughout entities within the Business.

The charter of the lawyers in the in-house legal network describes the rules of ethics and best practices that each lawyer in the Aéroports de Paris SA legal network is bound to observe.

A hierarchical reporting project from all Aéroports de Paris SA lawyers to the Legal Affairs & Insurance Division is currently being studied, with an expected application date in early 2016.

## INFORMATION SYSTEMS AND THEIR SECURITY

The company determines its strategic directions in terms of Information Systems and has an Information Systems Security Policy in place that covers all three areas: Management Information Systems, Airport Information Systems and Industrial Information Systems.

The purpose of the Information Systems Division is to build, operate and maintain the management and airport information systems, and ensure that they are consistent and continuously available, in order to guarantee that they meet the needs of each entity in the Group. In particular, it defines the orientations in terms of technical and application infrastructures for these information systems, and guarantees their overall architecture, their self-consistency and their resilience.

The Information Systems Division proposes the strategy for industrial information systems that come operationally under Airport Divisions and the Real-Estate Division.

Subsidiaries are responsible for their own ISs.

In addition to its role as editor of information system solutions, computing manager and project manager in the field of telecoms, the Information Systems Division also plays the role of integrator to meet the needs of the various entities of Aéroports de Paris by relying on its own expertise, that of the subsidiary Hub One, or even external expertise if necessary.

The organisation around the information systems is based on best management practice for the ITIL (Information Technology Infrastructure Library) information system, progressively shared among the stakeholders. ITIL is a very broad benchmark which enables the organisation of an information system, improvement of its efficiency, reduction of its risks and increase the quality of the computing services provided. In parallel, ISO 9001 certification of the Information Systems Division was renewed by the audit that took place in June 2015.

The management of IS Security comes under the responsibility of the Information Systems Division, and more particularly of the IS Security Officer who proposes the Information Systems Security Policy, provides support for its implementation and defines a system for the evaluation of risk control. Additionally, in the context of Aéroports de Paris ESO (Essential Services Operator) assignments, the IS Security Manager is the Qualified Authority for the security of information systems.

The Information Systems Security Policy helps ensure compliance with Aéroports de Paris' codes of good practice for information security (see Professional ethics, the foundation of internal control).

Operational security and the implementation of transverse systems to improve IS security come under the Airport Divisions, the Real-Estate Division and the subsidiaries in areas that affect them. The Information Systems Division itself provides the IT security of management information and airport information IS, and proposes the security policy for industrial information systems.

The Information Systems Division coordinates the Operational Committee for Security of Information Systems (*Comité Opérationnel de Sécurité des Systèmes d'Information* – COSSI), the decision-making body for security of IS which also coordinates and controls the effective implementation of the PSSI.

## INFORMATION PROTECTION

Running the various business lines within Aéroports de Paris Group, and managing changes to them and the ecosystems surrounding them, requires the daily processing and exchange of information. Information assets are thus critical for the Group, and should be preserved.

Information protection includes all activities aimed at guaranteeing confidentiality and secured and tracked access to the Group's sensitive data, whatever its nature or medium – physical or virtual. Aéroports de Paris has a general policy on information protection (PGPI), which, in order to secure digital information, is based on the Information Systems Security Policy (PSSI).

Within the Airport Security, Risk Management & Compliance Division, the Information Protection Officer is tasked with proposing PGPI, ensuring its implementation in the Group, deploying a culture of information protection in the Group, and ensuring compliance with the Data Protection act. In this respect, the Information Protection Officer has been designated as the IT and Civil Liberties Correspondent (*Correspondant Informatique et Libertés – CIL*) with the French National Commission for IT and Civil Liberties (*Commission Nationale de l'Informatique et des Libertés – CNIL*). The appointment of a Data Protection Officer makes it possible to simplify the regulatory formalities and affirm the company's commitment to ethics and good citizenship. The general policy on information protection is comprised of a document on general policy that establishes the foundations and proposes the overall strategy on information protection for the Group and on thematic documents called "reference bases" covering the rules of classification, confidentiality, conservation and access to be complied with. In this regard, the initiative involving the classification of documents produced by the Group's entities was launched in 2015, with the support of the Airport Security, Risk Management & Compliance Division.

The PGPI helps ensure compliance with Aéroports de Paris' codes of good practice for information security (see Professional ethics, the foundation of internal control).

Communication actions are carried out with Group employees for good understanding of the general policy on information protection and the data protection officer's roles.

## AIR TRANSPORT SECURITY AND AIRPORT SAFETY

### Air transport security

The Airport Security, Risk Management and Compliance Division performs its assignments within the framework of regulatory texts detailing the respective roles and responsibilities for each operator acting at airports or which play a role in air transport.

It is tasked with anticipating regulatory and technological changes. To do so, it participates in the work preparatory to drafting the Standards defined by the State and by community and international bodies. It is also responsible, with the Project Management Division and the Engineering & Architecture Division, for the technology watch, for maintaining the relationship with the French Civil Aviation Technical Service (STAC), for giving expert opinions on technical innovations and for initiating research and experiment.

For Aéroports de Paris, the Airport Security, Risk Management & Compliance Division proposes the security policy and conditions for its implementation and coordinates its deployment within the parent company. It plays a central role in terms of the analysis and dissemination of regulatory obligations among the Airport Divisions.

The regulations governing security are set out locally in security programmes for Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget Airports. The airport Director is responsible for the implementation of the airport's security programme and has exclusive authority, as regards the other general managers, over the implementation in order that, under all circumstances, it follows the measures prescribed by the regulations in terms of air transport security, as outlined in the Civil Aviation Code and its application documents. The framework rules and procedures for these security programmes and for the quality assurance programmes that are incorporated in them are drawn up in consultation with the Airport Security, Risk Management and Compliance Division. The latter gives an opinion on the provisions of security programmes before the airport directors submit them for approval by regional prefects. Lastly, under the authority of the relevant regional prefecture, the border police, air transport police, the customs authorities and the French Civil Aviation Authority perform stringent checks on the compliance with regulatory provisions at airports.

The Airport Security, Risk Management and Compliance Division centralises and assists in the monitoring of proper application of regulations through feedback of information from the management systems put in place by the Airport Divisions and expertise assessments in preparation for European Union and French Civil Aviation Authority inspections. These expertise assessments, led by the Airport Security, Risk Management & Compliance Division, involve three airports; locally, Airport Divisions may, should they wish to, implement internal audits.

Divisional security reviews are carried out on an annual basis between the Airport Security, Risk Management & Compliance Division and the Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget Divisions.

The Airport Security, Risk Management and Compliance Division is based on the security network for which it provides coordination; this network helps in standardising and exchanging practices within the Group.

### Airport safety

Safety relating to aircraft, termed airport safety, relates to the provisions set out for guaranteeing the safe development, operation and use of equipment, goods and services required for aircraft ground operations. These provisions must take into account standards relating to aircraft rescue and fire prevention, as well as those relating to the prevention of animal hazards.

As an airport operator subject to regulatory obligations and performing public service tasks, Aéroports de Paris SA is under the obligation to obtain approval from the relevant government departments for the procedures implemented relating to airport safety (aerodrome manual and safety management system (SGS – *Système de gestion de la sécurité*)).

The French Civil Aviation Authority systematically monitors and controls all activities falling within this sphere, particularly in terms of and major developments in infrastructure and operational procedures, and issues an airport safety certificate to all aerodrome operators by way of proof that the above mentioned provisions are in force.

The Airport Divisions are implementing provisions to ensure the obtainment and retention of the airport safety certificate. According to regulation (EC) No.139/2004 of 12 February 2014, each Airport Director is responsible, in terms of airport safety for taking all the measures necessary in order to ensure the safety of air traffic in and around the airport premises within the jurisdiction of the airfield operator. This is regardless of the allocation, use or management of the perimeter in question. Each area manager must keep the Airport Director informed of the implementation of measures hereby stipulated.

### Airport tax

The Aircraft Firefighting and Rescue Services (SLIA), wildlife hazard prevention services, the measures carried out within the framework of environmental controls, as well as, in part, the automated border control devices, are financed by airport tax.

Within the context of managing this tax, the Airport Security, Risk Management & Compliance Division steers, in conjunction with the Finance, Management & Strategy Division, the economic performance of investment expenditures and eligible uses of airport tax. So that costs to be charged against the airport tax are correctly recorded for accounting purposes, operational units rely on the "Airport tax user guide" drawn up on the basis of the French Civil Aviation Authority guide, by the Airport Security, Risk Management and Compliance Division.

The latter closely monitors the progress of investments relating to regulatory compliance requirements. Moreover, with the Finance, Management & Strategy Division, it is responsible for presenting the financial results and the three-year budget twice a year to the DGAC.





## THE PROTECTION OF PEOPLE AND BUILDINGS

Regarding the protection of persons and facilities, the prevention policies adopted in response to the measures and regulations established by the State are proposed by the Airport Security, Risk Management and Compliance Division to the Airport Divisions. This concerns in particular measures relating to fire prevention measures in Establishments Open to the Public, health protection (pandemic plan, updated in 2015), and so on. In 2015, at the request of the Chairman & Chief Executive Officer, a discussion was held by the Airport Security, Risk Management & Compliance Division in connection with the Airport Divisions in order to study ways of improving the overall level of safety in public areas.

Within the framework of its status as an Essential Services Operator (ESO) and through the application of the operator safety plan (OSP), Aéroports de Paris establishes special protection plans (SPP), implemented by the company's various departments concerned. The new national security directive, published in October 2015, will encourage Aéroports de Paris to update its OSP and SPP, in connection with the concerned departments.

With regard to the Vigipirate Plan, the Airport Security, Risk Management and Compliance Division receives instructions from the State, analyses them and communicates them to the airport divisions and the various concerned departments, which are supported with advice regarding their implementation.

For their part, the airport divisions and the Real Estate Division are tasked with ensuring the safety of the property and buildings falling under their responsibility and of the people they shelter. In doing so they also ensure the respect of obligations lying with the landowner (brought up to sustainable development standards in particular).

As they work towards protecting both aircraft and people, the winter viability units at Paris-Charles de Gaulle Airport, Paris-Orly Airport and Paris-Le Bourget Airport concentrate all the activities and techniques related to snow and de-icing, define the rules, procedures and operating modes in these areas. They cover airside activities (roads, taxiways, runways, de-icing zones, etc.) and the landside road network (roads and parking lots).

## AIRPORT AND REAL-ESTATE REDEVELOPMENT

In the context of the general policy of planning and development of the airports:

- the Finance, Management & Strategy Division ensures that traffic matches the capacities of terminal facilities in the medium- and long-term;
- the Real-estate Division proposes airport property policy and the real estate diversification policy (excluding passenger and business aviation terminals and associated buildings);
- the Engineering and Renovation Division, created in June 2015, which brings together the Project Management Division and the Engineering and Architecture Division proposes, by means of large-scale plans and long-term growth lines, a policy for development of the airports enabling balanced handling of sectoral policies (aviation capability, real estate, transport and environment), while incorporating concerns on sustainable development and social responsibility.

A regulatory body, the *bureau de régulation de l'ingénierie de construction* (Engineering and Construction Regulatory Office – BRIC) enables the exchange and sharing of information regarding workload, coordination and regulation of the Group's engineering orders. The BRIC helps optimise and develop the workload of the Engineering & Architecture Division and that of ADP Ingénierie. As such, it helps harness the best part of the complementarity between the two entities on the basis of a general engineering affairs plan, meanwhile securing their respective conditions for intervention. The BRIC is placed under the authority of the Chief Operating Officer and the delegated Engineering and Renovation Manager.

In this context, functions relating to project management and general contracting are ensured the following way:

- in terms of contracting: by the three airport directors, the real estate director and the managing partner for the new head office on the one hand, and by the Project Management Division which provides assistance to project managers, on the other hand;
- in terms of project management: by the Engineering & Architecture Division and the research bureaux of the airport divisions and of the Real Estate Division for comparatively small local projects.

The organisation of roles and responsibilities permits the organisation of a relationship structured on the model of captain/pilot to ensure the achievement of objectives defined by the project management in terms of deadlines, costs and quality. This relationship between the project manager and the Project Management Division leads to guidelines (objectives, study of the project's profitability), confirmed by an engagement letter (launch of surveys, followed by construction of the project). Relations between the Project Management Division and contract management are systematically governed for their part by a contract agreement, which is the subject of regular project monitoring meetings.

A guide, written in 2014 and made available to all stakeholders, formalises the best practices in terms of project management from the definition/ design to commissioning: clarification of the roles and responsibilities of project stakeholders and creation of the "project holder" role, splitting projects into major phases (upstream, completion, operation), optimisation of the key phase (upstream) and improved reporting.

In this context, the role of "project holder", assigned by the project manager, is responsible, at the upstream phase, of consolidating the different needs and steering the preliminary studies, in a concern to secure the feasibility of a construction/development project.

Moreover, the Project Management Division has a unit dedicated to improving upstream project management, alongside project management divisions. The Engineering & Architecture Division includes a unit that works in tight collaboration with the operating teams in order to ensure the commissioning of new technical installations in airport buildings. Furthermore, since 2015, commissioning tasks have been submitted to the division for evaluation by internal clients as part of a process of continuous improvement.

The Engineering & Architecture Division is continuing with a BIM (Building Information Modelling) approach for selected projects. This working method is based on the introduction of a multidisciplinary and interoperable 3D digital model that brings together all those involved in a project (project manager, project management assistants, prime contractor, sub-contractors and businesses). Training actions are conducted as required within the division.

The Project Manager and the Prime Contractor use the SPIRIT system (*Suivi, Pilotage Intégré et Reporting des Investissements et des Travaux* – Monitoring, Integrated Management and Reporting of Investment and Works) which improves the management and monitoring of projects in terms of time scales and costs, thanks to an automated reporting system that improves the visibility of projects for project managers. In addition, a module aimed at automating and monitoring the accounting for major-works contracts was implemented at the end of 2015.

The Project Management Division's quality master plan brings together information about project-management processes and is subject to a process of periodic update and continuous improvement. The Engineering and Architecture Division is certified to ISO 9001 (monitoring audit conducted successfully in 2015), as well as the Laboratory attached to it, also accredited by the French Accreditation Committee (*Comité Français d'Accréditation* – COFRAC) in the context of ISO 17025.

The Real Estate Division is tasked with improving the value and density of the company's assets, with regard to the real estate developments located in its scope of consolidation. Within this context, in 2015, the division continued its real-estate operations in order to secure full and complete title for Aéroports de Paris on its property.

The asset management policy developed by the Real Estate Division aims at ensuring the sustainability of the Aéroports de Paris real-estate base (subsidiaries included) and improving its performance. The main performance factor is based on asset profitability, which integrates the notions of return and the market value of buildings.

In practice, it involves defining the real-estate strategies that are best adapted to different building portfolios in order to make them as competitive as possible; consequently, focus is laid on the concentration of investments in the most value-creating operations.

Actions are also undertaken to assess the recovery potential of the developed property in certain areas and to define the future areas of development.

The guide, published in 2014, on the operation of construction/development projects, was developed in 2015 by the Real Estate Division into an internal guide of real-estate organisational and operation development. A real-estate development process manual is currently being developed and will supplement the guide in 2016.

The Real-Estate Division relies on an Operational Management System (*Système de Management Opérationnel* – SMO) to manage operationally its marketing and property-management activities in relation to assets for which it is responsible at the Paris-Charles de Gaulle and Paris-Orly Airports.

Ultimately, in 2015, the Real Estate Division initiated an environmental certification process regarding commercial buildings in operation. During the identification phase of the profile of the desired environmental quality, the Real Estate Division will confirm, in 2016, its choice in terms of a certification reference framework and the foundation of the site integrating this certification.

#### THE POLICY FOR THE SUBSIDIARIES AND AFFILIATES AND INTERNATIONAL DEVELOPMENT STEERING GROUP

The International & Investment Division steers and ensures the monitoring of all Aéroports de Paris Group subsidiaries and affiliates, except the real-estate subsidiaries and affiliates of Paris airports. In particular, it proposes and implements development strategies for subsidiaries and affiliates that are included in the context set out by the strategic plan.

The system for steering subsidiaries and affiliates, which was completely reviewed in 2015 as part of a global approach to performance steering and risk management, is based around:

- the Aéroports de Paris SA governing bodies, first and foremost the Group Committee, the Investment Approval Committee, the Board of Directors (see “The Control Environment”);
- the governing bodies of each subsidiary, particularly the Boards of Directors of public limited companies (Aéroports de Paris Management, ADP Ingénierie and Hub One);
- the policy rules that an affiliate or subsidiary may only deviate from with authorisation from the Group Committee (called “golden rules”);
- the inquiry processes for service provision and investment/major disinvestment projects.

The updating of the subsidiary and affiliate governance mechanism has enabled:

- simplification of the decision-making processes in order to increase efficiency and responsiveness;

- harmonisation between subsidiaries of the skills of their governing bodies;
- improvement of risk management.

In particular, the Group Committee periodically monitors subsidiary and affiliate strategies, projects and major risks. Within its scope, it makes decisions on financial investment projects worth less than €3 million; except for Schiphol Group, TAV Airports and TAV Construction; above that amount, decisions are reached in accordance with the regulations of the Group Investment Approval Committee (*Comité des Engagements Groupe* – COE). With regard to the affiliates mentioned above, only investments of more than €30 million or contracts to the value of more than €100 million are subject to inquiry by the Group Committee in order to clarify the vote made by the representative Aéroports de Paris Board of Directors members regarding these affiliates.

In 2015, the Group Committee's Rules of Procedure were revised alongside the establishment of the Group Committee, which examines the upstream files and updates the “golden rules”, thus enabling improved risk analysis. Moreover, the Rules of Procedure of the Boards of Directors of affiliates were reviewed in order to improve the coherence of relations with the Group Committee.

In order to ensure management consistency at Group level, the International and Investment Division systematically relies on the contribution provided by dedicated staff within the parent company and belonging to the Legal Affairs & Insurance Division, as well as the Accounts Division (notably the taxation centre).

Ultimately, it is worth noting that the certification according to ISO standard 9001 of the ADP Ingénierie and Hub One quality management system was confirmed in 2015 by monitoring audits.

The Finance, Management & Strategy Division steers and ensures the monitoring of the subsidiaries and real-estate investments of Paris airports through the Group's Investment Approval Committee.

#### THE AIRPORT DIVISIONS

Operational activities at the heart of the function of the airports come under the direction of airport departments which rely primarily on external and internal frameworks related to their activities. These actions are conducted in relation to:

- the company's legislative requirements, as laid out in the civil aviation code and by the regulations of Aéroports de Paris SA (first attachment to ruling n° 2005-828 of 20 July 2005) as regards:
  - the environment, covered by ISO standard 14001,
  - security of air traffic, which is the subject of security programmes on the basis of which security approval is granted (see Art L. 6342-1 of the French Transport Code (*Code des Transports*)),
  - airport safety, for which airport safety certificates are issued by the minister responsible for civil aviation (see paragraph L. 6331-3 of the transport code);
- and progress or continuous improvement procedures that are appropriate to them with regard to:
  - quality, covered by ISO standard 9001,
  - occupational health and safety, as covered by OHSAS standard 18001;
- and a company initiative concerning energy management, covered by ISO standard 50001.

Paris-Charles de Gaulle and Paris-Orly Airports are each responsible for their own continuous improvement programmes as part of an IMS – Integrated Management System – which involves the requirements, standards and legislative or specific frameworks relevant to the six themes listed above.





The Paris-Charles de Gaulle Airport and Paris-Orly Airport IMSs are a tool for overseeing their activity and their own internal control mechanism, which are founded on the following principles, as set out in their respective IMMs (Integrated Management Handbooks):

- ensure compliance with requirements, laws and regulations imposed on airports;
- ensure airport safety and security;
- satisfy customers' needs in terms of quality and control risks of all kinds related to airport activities;
- ensure occupational health and safety;
- ensure respect for the environment.

In order to horizontally identify and control the activities: IMSs are organised around management by processes (mainly requirements, resources, actors, risks, traceability, procedures) and reviews of processes.

IMMs present the organisation, objectives and commitments of both airports as well as the managerial and methodological provisions to be implemented in order to guarantee compliance of the airports with these requirements, standards and reference bases. A general IMS policy is written by each of the directors of Paris-Charles de Gaulle and Paris-Orly Airports.

Paris-Le Bourget Airport and the general aviation aerodromes are implementing processes based on the principles of the IMS.

In 2015, the monitoring audits confirmed the certification of the management system regarding areas such as occupational and environmental quality, health and safety at Paris-Charles de Gaulle and Paris-Orly Airports. These certifications were, respectively, renewed in 2014 and delivered in 2013.

On environmental matters, in 2015 the audits monitoring the ISO 14001 certification of Paris-Charles de Gaulle Airport, Paris-Le Bourget Airport and Issy-les-Moulineaux Heliport confirmed the certificates and the Toussus-le-Noble Aerodrome obtained certification for its environmental management system, in compliance with ISO 14001. It is worth noting that by obtaining certification for its energy management system, compliant with ISO standard 50001, Aéroports de Paris is bolstering the management of the actions undertaken within the framework of the ISO 14001 certified environment management system and exempts the company from any obligation to carry out energy audits for each of its buildings, as of 2016.

In addition, in 2015 Aéroports de Paris retained Airport Carbon Accreditation certification for its efforts in terms of reducing greenhouse gases, at level 3 for Paris-Orly and Paris-Charles de Gaulle and obtained level 3 certification for Paris-Le Bourget. The Real-Estate Division rolls out the environmental-management system locally and includes in the scope the certifications awarded to airports.

As regards safety, the safety programmes, including quality-assurance programmes, for the Paris-Charles de Gaulle, Paris-Le Bourget and Paris-Orly Airports were approved by the Prefects for their respective regions in April 2014, June 2012 and March 2013, each for a period of five years. As regards certifying the IMMs, the quality of the safety activity at Paris-Charles de Gaulle and Paris-Orly Airports is within the scope of the activity subject to ISO 9001 certification. The general aviation aerodromes are classed according to their security sensitivity and each has a Security Adviser.

In terms of airport safety, airport safety certificates issued to the management of Paris-Charles de Gaulle and Paris-Orly Airports in 2006 by the minister responsible for civil aviation, and supplemented in 2008 by the recognition of the proper functioning of the airport safety management systems (SMS), were renewed in December 2011 for a 5-year duration.

The Paris-Le Bourget Division obtained the airport safety certificate for Le Bourget Airport in April 2013; the corresponding action plan, validated by the French Civil Aviation Authority, is under way.

On the 27 February 2015, the Paris-Charles de Gaulle and Paris-Orly Airports sent a request to convert the current airport safety certificates into European certificates, accompanied by updated aerodrome manuals, in order to be made compliant with EU Regulation no. 139/2014. As regards Paris-Le Bourget Airport, the conversion request file is currently being drafted and will be sent to the French Civil Aviation Authority during the first quarter of 2016.

### 6.3 The internal control mechanism and initiatives and management of risks relating to the development and handling of financial and accounting reports

The internal control and risk management initiatives relating to the development and handling of financial and accounting reports encompass the monitoring processes overseeing the accounting and financial organisation as well as the inputting of accounting data. These fall within the Finance, Management & Strategy Division and the Corporate Accounts Division, which are part of the finances, strategy and administration unit, as well as the International & Investment Division.

The project for the simplification and securing of the management control process (SSPG) was implemented in January 2015 and has resulted in the creation of a sales administration, overseen by the accounting department, and the strengthening of purchase/procurement processes through local purchasing units, located within operational units. At the same time, a new management model was put in place.

The scope of the new management model covers Aéroports de Paris SA, since the subsidiaries are only concerned in respect of the accounting consolidation for intragroup mergers; they will enter the project's scope of consolidation at a later point.

#### MONITORING PROCESSES OF THE ACCOUNTS AND FINANCIAL ORGANISATION

##### Organisation

The Finance, Management & Strategy Division is responsible for the Group's strategic and financial direction. It guarantees that the Economic Regulation Agreement (ERA) is fulfilled and is consistent with the strategic plan, directs the main levers for economic regulation, supplies financial expertise and forecasts, and is in charge of financial communication. It supplies senior management and various departments with financial reports and analysis allowing them to monitor their performance. It contributes to defining and tracking financial objectives and to determining any necessary corrective action to be taken to ensure the Group's economic sustainability. It is based within a branch of management control over which it has responsibility.

The International & Investment Division is responsible for aligning the financial objectives of the subsidiaries and consolidated shareholdings with those of the Group. It also oversees and controls, operationally and financially, the subsidiaries and consolidated shareholdings. These two Divisions implement strategies in their respective areas that maximize value creation for the Group.

The Corporate Accounts Division makes accounting and financial reports available to different bodies within the company, allowing them to monitor how their performances correspond to the company's overall strategy. It is responsible for the production of financial statements and consolidated financial statements in accordance with current French and international accounting legislation as well as the establishment of reliable accounting procedures. It includes the financial unit.

### Accounting regulations

The book of accounting procedures brings together a presentation of the accounting function, the most important accounting principles as well as all accounting reports and procedures relevant to the company. The latter are regularly submitted for review and in case of structural changes are enacted. Risk factors and established management initiatives are always integrated.

### IT systems

These mechanisms and initiatives are based on an IT system centred on SAP software packages for general accounting and analysis, SAP BFC for consolidation and reporting, and Hyperion Interactive Reporting for writing performance indicators.

In the context of the simplification and securing of management processes project, the configuration of SAP has evolved so as to integrate the drawing up and processing of regulated and segmented accounts; by dropping manual procedures, this change works towards the simplification and more particularly securing of management processes.

The IT Financial Management unit of the Information Systems Division has guaranteed assistance to the project management and to the prime contractor for IT projects requiring functional expertise, administration or support for accounting and financial IT systems, for all departments in the financial, strategy and administrative unit.

Since 1 August 2015, this unit has resumed all functional administrative tasks of the accounting and financial information systems, previously overseen by the Management Control Division.

### Monitoring tools

Each month, the Finance, Management & Strategy Control Division produces an operating report for the Executive Committee (ExCom), based mainly on the analysis reports drawn up by the entities; this operating report is produced semi-automatically. It brings together the Group's consolidated monthly accounts as well as sectoral information relevant to accounting reports established in accordance with IFRS standard 8.

Since 1 November 2015, the Finance, Management & Strategy Division has been managing the strategic analysis process and the strategic objective operational planning process and has ensured its monitoring.

The Finance, Management & Strategy Division has developed a new integrated strategic direction, which was validated by the Board of Directors on 29 July 2015. It is based on emphasising the strategy as a framework and guide for the financial year and operational plan, as well as the alignment between the Group's reporting, budget and objectives. It will be implemented in 2016.

The Finance, Management & Strategy Division monitors its analytical management framework; its transcription into the SAP/CO management plans is carried out by the Finance Management Information Systems unit of the Information Systems Division. The latter creates analysis documents as required and along the lines (regulated accounts) and segments of analysis defined by the company and the Finance, Management & Strategy Division sends them to the Executive Committee and to the departments concerned. These reports are subject to a biannual analytic review, and the results of the review are sent to the auditors and the other Divisions concerned.

### PROCESSES CONTRIBUTING TO THE DEVELOPMENT OF ACCOUNTING AND FINANCIAL REPORTING

#### Operational processes for inputting accounts

All processes paying into the accounts are the subject of specific procedures, follow-ups, rules of validation, authorisation and accounting defined and stated by the Corporate Accounts Division (particularly for sales, purchasing, management of assets and cash flow, etc.).

### Account closures, consolidation and management reports

The closure process of corporate accounts and consolidated financial accounts is outlined in the instructions found in the book of accounting procedures and consolidation manual. The process is based on a detailed calendar, which has been shared with all consolidated companies so as to ensure that deadlines are met and that the preparation of financial statements is coordinated, with the expected level of quality.

To support the accounts department, the management control branch contributes to the account closure process as part of a data consistency check.

The consolidation of the Group's accounts is carried out twice a year. The Statutory Auditors carry out a limited review of the half-yearly accounts and an audit of the annual accounts. The statements for the months of May and November are reviewed within the framework of these missions.

In addition, managers in operational units, in some functional units and in consolidated companies sign an engagement letter to confirm the correctness of the accounting information they communicate relating to their area of responsibility.

### Financial communication

As an issuer of regulated information, the Finances, Management and Strategy Division exerts control over the development and publication of all communications of a financial nature. Alongside the Legal Affairs and Insurance Division, the division is responsible for authorising any type of memo or press release containing "sensitive information", that is, any information of a financial or legal nature, or with financial or legal implications, and/or information likely to influence the Aéroports de Paris share price.

Two procedures have been designed to guarantee the accuracy of information, particularly that of a financial nature, and to ensure that the Group meets all its associated requirements: the first concerns memos or press releases issued from the Aéroports de Paris Group; the second concerns the Group's financial memos or press releases.

An annual calendar of the Group's main periodical commitments in terms of accounting, financial and share-holder memos, was created by the Legal Affairs and Insurance Division and shared internally.

While, today, the main channel for disseminating privileged financial information by Aéroports de Paris is their website ([www.aeroportsdeparis.fr](http://www.aeroportsdeparis.fr)), the Group also envisages using one or more social media in addition (Twitter, Facebook, etc.) in compliance with AMF recommendation no. 2014-15<sup>(1)</sup>. An update of the procedure on Aéroports de Paris Group's communication is being finalised in order to control these new practices.

## 7 Periodic monitoring of the system

The surveillance of the internal control and risk management mechanisms, allowing for continuous improvement, is ensured by the Corporate Audit Division and by external structures such as auditors and other relevant bodies, particularly State services.

### 7.1 Corporate Audit and Internal Control Division

The Corporate Audit Division has the task in complete independence of providing the company and the Group with reasonable assurance on the degree of control over its operations, their compliance with the laws and the internal procedures set in place, observation of strategic guidelines and instructions of the general management, and the reliability of financial information. During these audits, it ensures that the important risks (operational, financial or compliance) are taken into account in an appropriate way and that all conditions are brought together to secure, give increased reliability to and develop the business activity of the Group. In this regard, it maintains close relations with the Airport Security, Risk Management and Compliance Division.

<sup>1</sup> Communication from listed companies on their website and on social media – DOC – 2014-15.



Within the company's hierarchy, the Corporate Audit Division is attached to the Chairman & CEO, and reports to the audit and risks committee. The Audit Director affirmed at the meeting of the Audit and Risks Committee on 8 December 2015, that she had performed her audit work entirely independently. Moreover, the department works alongside the auditors and the two meet regularly. The division undertakes interventions in all areas of activity within the company and its subsidiaries. It institutes the annual audit programme as authorised by the Executive Committee and examined by the audit and risks committee. As a member of IFACI (the French Institute for Audit and Internal Control), it operates in accordance with international professional guidelines.

The assignments, powers and responsibilities of the internal audit are laid out in the Group's internal audit charter, to which the auditor's Code of Conduct is attached. In 2015, it was revised due to a change of Director and adjustments made to the methodology.

IFACI certification, obtained by the Audit Division in 2008, was renewed in 2014; the monitoring audit carried out in November 2015 confirmed the certification.

The Corporate Audit Division informs the Executive Committee and Audit Committee of the monitoring risks of the internal audit action plans. It also informs the same bodies of the result of conclusions made by the audits carried out within Aéroports de Paris by external monitoring and surveillance bodies (audits carried out by Statutory Auditors, audits regarding Information Security and airport security and safety, with the exception of management system audits).

Forming part of a quality procedure, the Corporate Audit Division sends an evaluation questionnaire to the persons responsible for the audited bodies with regard to the audit missions, so as to gather points on which it could improve its activity.

## 7.2 External control structures

In the first instance this relates to the statutory auditors appointed by the General Meeting on 18 May 2015: Ernst & Young Audit and Deloitte & Associés.

Moreover, Aéroports de Paris is subject to specific controls due to its being a majority State-owned company. The Court of Auditors, the Economic Affairs Committee of the National Assembly and the Senate, the State Economic and Financial verification mission, and the Council on the Environment and sustainable development, in particular, are therefore responsible for overseeing the finance, management and internal control sectors.

The company is also subject to controls of an operational nature, which are carried out by the French Civil Aviation Authority and by the European Commission in the context of compliance with regulations and with inspections of an organisational nature by external bodies, approved certifiers, in the context of obtaining management-systems certification.

Finally, it is also subject to assessments by credit rating agencies, mentioned in the 2015 Management Report – Chapter 3 – Risks and Risk Management.

# Statutory Auditors' report on the report prepared by the Chairman of the Board of Directors of Aéroports de Paris

*This is a free translation into English of the statutory auditors' report issued in French prepared in accordance with article L. 225-235 of the French Commercial Code on the report prepared by the Chairman of the Board of Directors on the internal control and risk management procedures relating to the preparation and processing of accounting and financial information issued in French and it is provided solely for the convenience of English speaking users.*

*This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

Year ended 31 December 2015

To the Shareholders,

In our capacity as Statutory Auditors of AÉROPORTS DE PARIS and in accordance with article L. 225-235 of the French Commercial Code (*Code de commerce*), we hereby report on the report prepared by the Chairman of your company in accordance with article L. 225-37 of the French Commercial Code (*Code de commerce*) for the year ended 31 December 2015.

It is the Chairman's responsibility to prepare, and submit to the Board of Directors for approval, a report on the internal control and risk management procedures implemented by the company and containing the other disclosures required by article L. 225-37 of the French Commercial Code (*Code de commerce*), particularly in terms of corporate governance.

It is our responsibility:

- to report to you on the information contained in the Chairman's report in respect of the internal control and risk management procedures relating to the preparation and processing of the accounting and financial information; and
- to attest that this report contains the other disclosures required by article L. 225-37 of the French Commercial Code (*Code de commerce*), it being specified that we are not responsible for verifying the fairness of these disclosures.

We conducted our work in accordance with professional standards applicable in France.

## Information on the internal control and risk management procedures relating to the preparation and processing of accounting and financial information

The professional standards require that we perform the necessary procedures to assess the fairness of the information provided in the Chairman's report in respect of the internal control and risk management procedures relating to the preparation and processing of the accounting and financial information. These procedures consisted mainly in:

- obtaining an understanding of the internal control and risk management procedures relating to the preparation and processing of the accounting and financial information on which the information presented in the Chairman's report is based and the existing documentation;
- obtaining an understanding of the work involved in the preparation of this information and the existing documentation;
- determining if any significant weaknesses in the internal control procedures relating to the preparation and processing of the accounting and financial information that we would have noted in the course of our engagement are properly disclosed in the Chairman's report.

On the basis of our work, we have nothing to report on the information in respect of the company's internal control and risk management procedures relating to the preparation and processing of accounting and financial information contained in the report prepared by the Chairman of the Board in accordance with article L. 225-37 of the French Commercial Code (*Code de commerce*).

## Other disclosures

We hereby attest that the Chairman's report includes the other disclosures required by article L. 225-37 of the French Commercial Code (*Code de commerce*).

Paris-La Défense and Neuilly-Sur-Seine, 21 March 2016

The Statutory Auditors

DELOITTE & ASSOCIÉS  
Thierry Benoit

Olivier Broissard

ERNST & YOUNG Audit  
Jacques Pierres



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# Annual Financial Report

This Registration Document includes the Annual Financial Report mentioned, as drawn up pursuant to article L. 451-1-2 of the French Monetary and Financial Code and article 222-3 of the AMF General Regulations.

The documents listed in article 222-3 of the above-mentioned regulation and the corresponding headings of this Registration Document are listed below.

**Annual financial statements of Aéroports de Paris:** see Chapter 20 of this Registration Document.

**Consolidated financial statements of Aéroports de Paris Group:** see Chapter 20 of this Registration Document.

**Management report:**

- analysis of the financial position and income: see Chapters 9 and 10 of this Registration Document;
- information on the Company's use of financial instruments: see notes 4.12, 4.13, 5, 29 and 30 of the consolidated financial statements and note 4.15 of the separate financial statements;
- description of main risks and uncertainties: see Chapter 4 of this Registration Document;
- factors likely to have a significant effect in the case of a public offer: see sections of Chapters 14 "Board of Directors", 15 "Corporate officer compensation", 16 "Functioning of the Board of Directors and management bodies", 18 "Share-ownership structure of Company" and "Change of control of the Company", 21 "Information on the share capital" and "Provisions of the Articles of Association" of this Registration Document.

**Statement of officers in charge of the Annual Financial Report:** see Chapter 1 of this Registration Document.

**Statutory auditor's report on the financial statements:** see Chapter 20 of this Registration Document.

**Statutory auditors' report on the consolidated financial statements:** see Chapter 20 of this Registration Document.









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**GROUPE ADP**

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