2012 REFERENCE DOCUMENT

JCDecaux

showcasing the world

Incorporation by reference

In accordance with Article 28 of EU Regulation n°809/2004 dated 29 April 2004, the reader is referred to previous "Documents de référence" containing certain information:

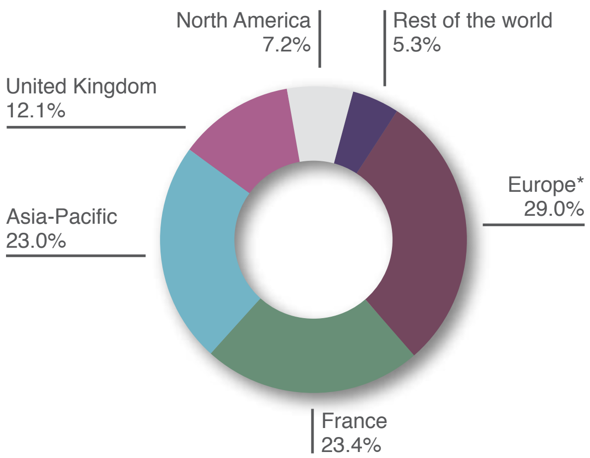
1. Relating to fiscal year 2011:

- The Management Discussion and Analysis and consolidated financial statements, including the statutory auditors' report, set forth in the "Document de référence" filed on 23 April 2012 under number D.12-0387 (pages 59 to 124 and 216, respectively).
- The corporate financial statements of JCDecaux SA, their analysis, including the statutory auditors' report, set forth in the "Document de référence" filed on 23 April 2012 under number D.12-0387 (pages 125 to 148 and 218, respectively).
- The statutory auditors' special report on regulated agreements with certain related parties, set forth in the "Document de référence" filed on 23 April 2012 under number D.12-0387 (page 220).

2. Relating to fiscal year 2010:

- The Management Discussion and Analysis and consolidated financial statements, including the statutory auditors' report, set forth in the "Document de référence" filed on 14 April 2011 under number D.11-0300 (pages 55 to 122 and 222 to 223, respectively).
- The corporate financial statements of JCDecaux SA, their analysis, including the statutory auditors' report, set forth in the "Document de référence" filed on 16 April 2010 under number D.11-0300 (pages 123 to 145 and 224 to 225, respectively).
- The statutory auditors' special report on regulated agreements with certain related parties, set forth in the "Document de référence" filed on 16 April 2010 under number D.11-0300 (pages 226 to 228).

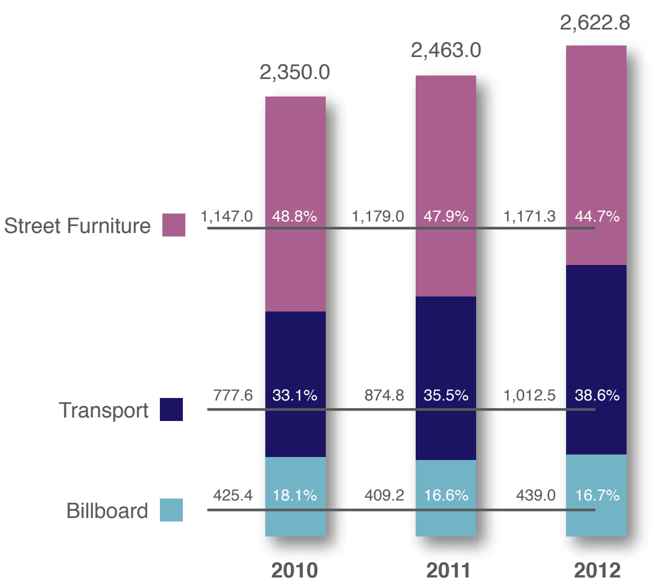
REVENUES BY REGION



* Excluding France and the United Kingdom

REVENUES BY BUSINESS

(in € million, segment's share in %)



In 2012, the Group's revenue increased by 6.5% to €2,622.8 million. Excluding acquisitions and the impact of foreign exchange, organic revenue growth was 1.5%.

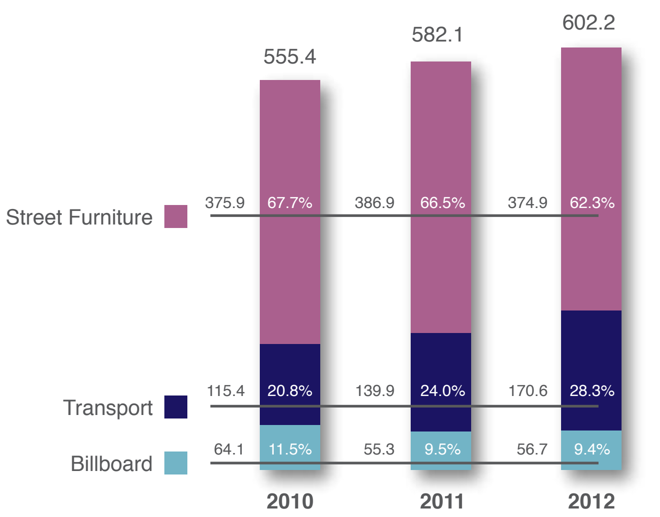
Street Furniture revenues were €1,171.3 million, a decrease of 0.7%. Excluding acquisitions and the impact of foreign exchange, the decrease was 1.9%.

Transport revenues grew by 15.7% to €1,012.5 million. Excluding acquisitions and the impact of foreign exchange, organic revenue growth was 8.9%.

Billboard revenues increased by 7.3% to €439.0 million. Excluding acquisitions and the impact of foreign exchange, organic revenue decreased by 4.8%.

OPERATING MARGIN BY BUSINESS

(in € million, segment's share in %)

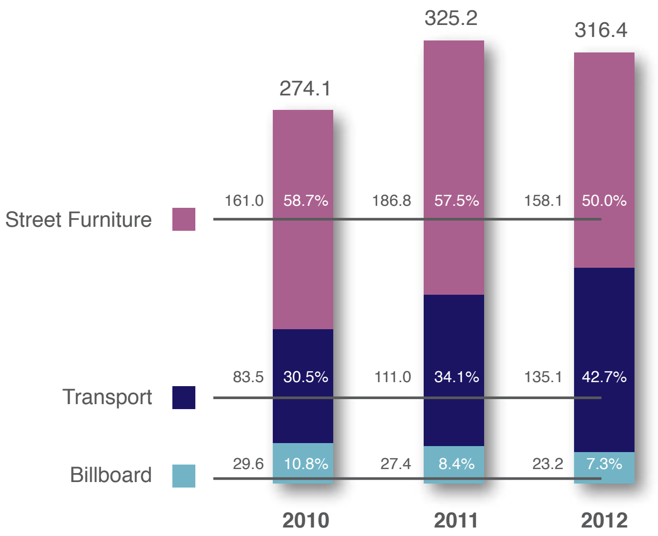


Group's operating margin* increased by 3.5% to €602.2 million from €582.1 million in 2011. It accounts for 23.0% of consolidated revenue.

* Operating margin: Revenue less Direct operating expenses (excluding Maintenance spare parts) less SG&A expenses.

EBIT BEFORE IMPAIRMENT CHARGES

(in € million, segment's share in %)



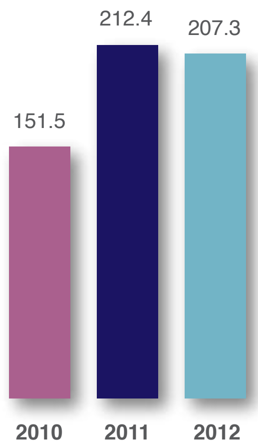
EBIT* before net impairment charges** decreased by 2.7% to €316.4 million compared to €325.2 million in 2011. As a percentage of consolidated revenues, this represents to 12.1% (2011: 13.3%).

* EBIT: Earnings Before Interests and Taxes = Operating Margin less Depreciation, amortization and provisions, less Maintenance spare parts, less impairment charges, less other operating income and expenses.

** The net impairment charge resulting from the impairment test conducted for goodwill and tangible and intangible assets amounts to €45.8 million in 2012, €(1.9) million in 2011 and €(4.9) million in 2010.

NET INCOME GROUP SHARE BEFORE IMPAIRMENT CHARGES

(in € million)

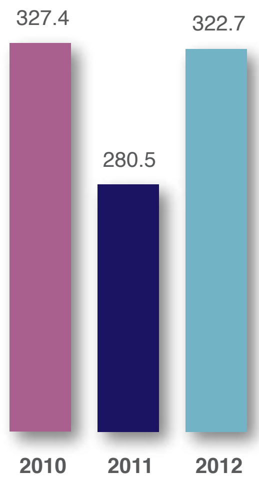


Net income Group share before net impairment charges* decreased by 2.4% to €207.3 million, compared to €212.4 million in 2011.

* The net impairment charge resulting from the impairment test conducted for goodwill and tangible and intangible assets amounts to €44.5 million in 2012, €(0.2) million in 2011 and €(21.8) million in 2010.

FREE CASH FLOW

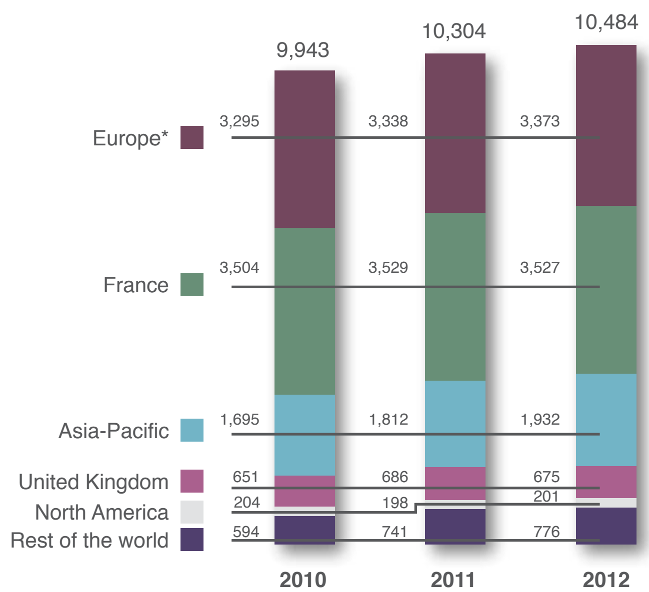
(in € million)



In 2012, free cash flow* was €322.7 million compared to €280.5 million in 2011 (+15.0%)

* Free Cash Flow: Net cash flow from operating activities less net capital investments (tangible and intangible assets).

EMPLOYEE BREAKDOWN BY REGION



* Excluding France and the United Kingdom

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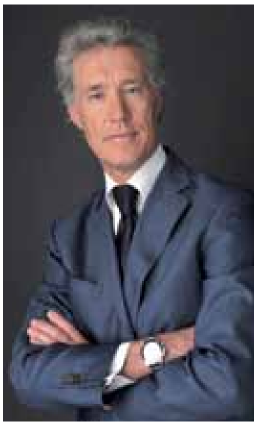


Madam, Sir, Dear shareholders,

In 2012, JCDecaux was able to once again demonstrate the relevance and strength of its business model. In a challenging economic environment with a recession in Europe, we were able to achieve record revenues and operating margin together with particularly strong free cash flow. As a result, we were able to fully de-lever our balance sheet. This will allow us to continue to invest in future growth opportunities.

2012 was marked by a number of strategic developments for the Group. An important contract win was the advertising clock concession in Sao Paulo, Brazil for 25 years. Furthermore, we announced the acquisition of a 25% stake in Russ Outdoor, the largest outdoor advertising company in Russia. In addition, digital is demonstrating itself as a powerful growth driver as we follow the strategy that we have pursued for the past few years: deploying digital in selective, premium locations. Currently, digital is around 6% of our revenues and is seeing rapid growth, particularly in Transport with high-profile concessions such as the Paris Airport Authorities and Changi airport in Singapore. Finally, the win of the US's first large scale digital billboard network on public land in the City of Chicago, along the city's main Expressways may lead to a change in the competitive landscape in the US Billboard market which could be beneficial to our Group.

The large number of contracts which we were able to win or renew across our three segments bodes well for our future. These should help to reinforce our presence in existing geographies and bring innovation for both public consumers and our advertising clients. In addition, a number of recent contracts wins will help to further accelerate our development in fast growing markets.

We recognise that being a market leader comes with a number of responsibilities. We remain committed to work responsibly and to report the progress of our actions in respect of sustainable development to all our stakeholders. This includes environmental responsibility, social commitment and stakeholder commitment. In 2012, we developed this further through a formal Statement in respect of an ambitious sustainable development policy which will be implemented this year.

Looking forward to 2013, we continue to see economic uncertainty, particularly in our developed markets in Europe. With our teams across the world, we will rely on our energy, expertise and intelligence to pursue our strategy in securing our existing assets, win new contracts and enter new geographies with strong growth characteristics. We will look to do this by working more efficiently and ensuring that we maintain our level of innovation and quality of service that we have delivered to all our stakeholders.

We remain convinced that out-of-home retains its strength and attractiveness in an increasingly fragmented media landscape. We believe that we are well positioned to outperform the advertising market and increase our leadership position in the outdoor advertising industry. The strength of our balance sheet remains a key competitive advantage which will allow us to pursue further external growth opportunities as they arise.

Finally, we would like to take the opportunity to thank all our stakeholders for the trust you have placed in us since our IPO in June 2001.

Jean-Charles Decaux

Chairman of the Executive Board
and Co-CEO

Jean-François Decaux

Co-CEO

London Heathrow Airport, United Kingdom

COMPANY OVERVIEW

In 2012, JCDecaux achieved record revenues and operating margin, despite the recession in Europe. Strong free cash flow generation has enabled JCDecaux to continue to invest for future growth whilst fully deleveraging. This demonstrates once again the strength of our business model with an increasing presence in fast-growing countries, a growing digital portfolio and the high quality of our teams around the world.

2012 was marked by a number of important contract wins and renewals in all the geographies where JCDecaux operates. A selection is presented below.

1. OUR CONTRACTS

Europe

- In **France**, JCDecaux won a large number of tenders, mainly linked to renewal contracts. The most important are based in Reims, the Metz Metropolitan Region and the Lorient agglomeration. Additional street furniture contracts were renewed in Asnières sur Seine, Bron, Bry-sur-Marne, Chatillon, Clapiers, Corbeil-Essonnes, Dax, Dieppe, Douai, Emerainville, Garges-lès-Gonesse, Palavas-les-Flots, Rocquencourt, Saint-Michel-sur-Orge, Saint-Ouen, Sceaux, La Seyne sur Mer, Soissons, Sotteville-lès-Rouen, Le Vésinet and Viry-Chatillon.

  The Group has also won new contracts, notably for the Annecy agglomeration and La Défense (Defacto), but also for the towns of Buc, Carrières sur Seine, Lège-Cap Ferret, Orthez and the urban community of Val d'Orge.

  In France, JCDecaux has launched a 100% Digital offer for So Ouest, the new premium shopping centre for Paris West, inaugurated in 2012.

  Finally, JCDecaux was awarded, following a competitive tender process, the 10-year contract to operate the new indoor and outdoor advertising displays at Marseille Provence airport. This airport welcomed over 8 million passengers in 2012.

- In **Portugal,** JCDecaux announced the renewal of its street furniture contract with Cascais. This new 9-year contract covers more than 625 pieces of street furniture with bus shelters, MUPI® city information panels, Senior billboards, electronic information boards, and public toilets. Until 2020, JCDecaux will be operating a network of more than 800 advertising panels in one of Portugal's largest municipalities.

- In **Norway**, JCDecaux has signed a 5+3 year agreement for advertising on Norwegian Railway System with ROM Eiendom (Real-estate company owned by National Rail Company – NSB), following a competitive tender. The contract gives JCDecaux the exclusive right to operate and develop advertising on the stations and other properties owned by ROM Eiendom.

- In **Latvia**, JCDecaux and Riga Airport entered into an exclusive 10-year agreement for advertising at the airport following a competitive tender process. Advertising sales have been managed by the airport itself until now. Riga airport is one of the fastest growing airports in northern Europe. Passenger numbers have increased from 500,000 in 2000 to 5.1 million in 2011.

Asia-Pacific

- In **Hong Kong**, JCDecaux has won the renewal of its exclusive advertising contracts with MTR Corporation for the operation and management of outdoor advertising across six MTR lines and the Airport Express. These renewed contracts will be effective from January 2013 for 5 years. These six lines reach 78% of the Hong Kong population in a month and dominate transport advertising in Hong Kong.

North America

- In the **United States**, the Port Authority of New York and New Jersey has extended JCDecaux's Advertising Concession for the New York area airports and other properties to August 2020. This extension will allow JCDecaux to continue investing in state-of-the-art technology at these various facilities and implement an ambitious digital display program, including networks of hi-definition LCD screens and spectacular video walls, as well as interactive digital technology.

Rest of the World

- In **Brazil**, JCDecaux, together with its Brazilian partner Publicrono (JCDecaux 80% / Publicrono 20%), has been awarded the contract for the design, manufacture, installation, maintenance and marketing of the advertising faces on 1,000 digital clocks in São Paulo (providing a minimum of 2,000 advertising faces including a number of digital displays) for a 25-year period. Five years after passing the "Cidade Limpa" (Clean City) law which prohibited advertising in its streets, São Paulo, the fifth largest Metropolitan Area worldwide, is reintroducing outdoor advertising in a regulated environment which is ideally suited to the Street Furniture concept introduced by JCDecaux. The clocks will provide residents with useful information including the time, temperature and air quality as well as city information (news, cultural events and the Municipality's Twitter messages...).

- In **Azerbaijan**, JCDecaux has installed its first advertising columns with integrated phone/internet in Baku. Azerbaijan is one of the fastest growing economies in the world and Baku, with 5 million people on the Caspian Sea, is booming. The columns designed by the French architect Jean-Michel Wilmotte are blending very well into the city.

- In **Oman**, JCDecaux has signed a 20-year exclusive street furniture contract with the Muscat Municipality (700,000 inhabitants) to provide the City of Muscat, the capital of the Sultanate of Oman, with a wide range of world-class advertising street furniture. This contract covers the installation, maintenance, and upkeep of a full range of advertising street furniture including bus shelters, street name poles, benches and litter bins (from the Arum furniture line, specially created for this contract) along with city information panels and automatic public toilets (disabled friendly) designed by the internationally renowned French designer Patrick Jouin, representing a total of 640 advertising panels.

- In the **United Arab Emirates**, JCDecaux has been awarded the exclusive advertising contract for Concourse 3 in Dubai International, extending its partnership with Dubai Airports to 2020. Concourse 3 comprises of 11 floors and an annual capacity of 19 million passengers, boosting the airport's total capacity to 75 million passengers each year. Designed for the exclusive use of Emirates airline, it becomes the world's first Airbus purpose-built A380 concourse.

2. ACQUISITIONS AND REORGANISATIONS

Europe

- In December 2012, JCDecaux announced that it has agreed to acquire 100% of the **Hungarian** assets of EPAMEDIA - the number one street furniture company in Hungary - from JOJ Media House. JCDecaux exited the Hungarian market in 2009 in a global deal with Affichage Holding to terminate a JCDecaux/Affichage Holding Joint Venture for Central and Eastern Europe. Following the recent sale of EPAMEDIA assets by Raiffeisen to JOJ Media House (a media company in Slovakia), JCDecaux has successfully explored the opportunity to reenter the Hungarian market through the acquisition of EPAMEDIA Hungary.

Rest of the World

- In February 2013, JCDecaux announced that it had completed the acquisition of 25% of Russ Outdoor, the largest outdoor advertising company in **Russia**. As part of the transaction, JCDecaux contributed its Russian assets from BigBoard to Russ Outdoor. Russ Outdoor is the leader in the Russian outdoor advertising market with more than 40,000 faces and 3,000 full-time employees. The company is present in 70 Russian cities with estimated cumulative population of 50 million. In 2011, the Company was acquired by a consortium of investors led by VTB Capital Private Equity. As part of this transaction, JCDecaux became the second largest shareholder of Russ Outdoor. VTB remains the largest shareholder of the group with other institutional investors making up the remainder.

1. SEGMENTS OF THE OUTDOOR ADVERTISING INDUSTRY

1.1. Three main segments

Outdoor advertising consists of three principal segments: advertising on Street Furniture ("Street Furniture"), advertising on and in public transportation vehicles, stations and airports ("Transport") and advertising on billboards ("Billboard"). Other outdoor advertising activities, such as advertising on shopping trolleys or in gas stations, are grouped together as "Ambient Media".

Billboard is the most traditional and continues to be the most utilized form of outdoor advertising. The most recently developed is advertising on Street Furniture: bus shelters, free-standing information panels ($2m^2$ MUPI®), large-format advertising panels (Senior® $8m^2$) and multi-service columns.

We have used various sources to provide the most accurate possible data hereafter. Where these sources contain inconsistent information, we have tried to harmonise it based on our knowledge of the market. Therefore, we estimate that in 2012, Billboard accounted for approximately 50% of worldwide outdoor advertising spending, Transport accounted for approximately 29% and has been growing share, particularly in Asia, and Street Furniture accounted for approximately 21% (source: JCDecaux).

1.2. The place of outdoor advertising in the advertising market

In 2012, outdoor advertising spending worldwide was approximately $32.3 billion, or 6.6% of worldwide advertising spending, which was estimated at $491.9 billion (source: ZenithOptimedia estimates, December 2012). This average market share results from variations in penetration rate in different countries. For example, outdoor advertising spending, expressed as a percentage of the overall display advertising market, is especially high in the Asia-Pacific region, because of the particularly significant market share of outdoor advertising in Japan and China, the main advertising markets in the region. In 2012, outdoor advertising accounted for 9.4% of the overall advertising market in this region, compared to only 4.7%, 6.4%, and 3.6% of the overall advertising market in North America, Europe, and South America, respectively.

2. OUTDOOR ADVERTISING: AN INCREASINGLY RELEVANT COMMUNICATION CHANNEL

In recent years there has been a major shift in the media landscape occasioned by the growing ubiquity of digital platforms and devices. This has led to people using the digital platforms to use media in entirely new ways. This structural change has for most major traditional forms of display media caused a decline or a fracturing of audiences. For press this has mostly caused a strong readership decline. In the case of television, although audiences have not always declined overall, the new digital platforms have increased choice. The balance of audiences for the mass delivery options has swung towards target groups less desirable to advertisers. Conversely, the audience to out of home is structurally increasing as the world's population becomes increasingly urban in nature.

We believe that in the future, advertising expenditure as a percentage of total will correlate with share of consumer time spent. Currently, both television and press are overweight in terms of advertising spend, accounting for 40% and 20% of total advertising expenditure in 2012. However, consumers spend c. 30% and 10% of their time exposed to these media. In our view, outdoor is underweight, accounting for 7% of 2012 advertising expenditure whilst consumers spend c. 33% of time out of home. We expect outdoor as a percentage of total advertising spend to increase over time.

Additionally, digital technology has contributed to outdoor advertising becoming a more relevant and flexible communications channel than before, while retaining its broad reach of the population. The nature of outdoor advertising also means that it fits well into the changing patterns of consumer interaction with advertisers' messages. Unlike most major media the growing audience means that this relevance and interaction comes at a low cost per contact. The outdoor industry has also invested in meaningful tools of accountability with respect to audience and return on investment. This has generated interest in tools from advertisers and their advertising agencies allowing them to quantify the contribution of the medium.

In a new socially connected world, outdoor emerges as the last mass medium best positioned to work in collaboration with an increasingly urban, mobile and digitally enabled audience. 2012 was a pivotal year in the development of new interactions between a burgeoning mobile marketing sector and outdoor advertising vehicles.

2.1. A fast-growing and mobile audience

The significant growth in the out of home audience is in part driven by structural changes in populations, which are increasingly urbanised. The United Nations Department of Economic and Social Affairs has reconfirmed and updated recent projections suggesting that over half of the world's population now live in cities. The World Urbanization Prospects: The 2011 Revision (published in 2012) states that all population growth over the next four decades will be urban, primarily concentrated in developing countries. By the mid century they predict that the total urban population will be as large as the total population in 2002. In fact, 72% of the world's people will be living in cities in 2050 with rural areas in all parts of the world with exception of Africa seeing declining populations and city populations growing. This trend is particularly strong in the developing world, where people are migrating in growing numbers toward large urban centres. In 2011, for the first time in China's history, the urban population exceeded that in rural areas, reaching 691 million by the end of that year, or 51.3% of the total; 75% of Chinese population is expected to be living in cities within 20 years (source: National Bureau of Statistics China). World Urbanization Prospects predict Asia as a whole will have greater than 50% urban population by the end of this decade and Africa by 2035. It is worth noting that although Asia has lower levels of urban population than the developed areas it still contains 50% of the world's urban population. The developed world already has levels of urbanisation well in excess of 50% but this structural change is evident even within Europe where more people are predicted to move to cities.

Furthermore, people are becoming more and more mobile and are spending more time outside of their homes, whether driving, walking on the street, in trains, railway stations, or airports. Outdoor advertising displays have rapidly developed in city centres, along highly travelled roads, in airports, shopping malls, supermarkets and car parks. It is predicted that the audience for outdoor advertising will continue to grow in years to come, fuelled by people increasing mobility.

Consequently, the average commute time between home and work has increased in most countries, which means that consumers are increasingly exposed to outdoor advertising. In 2012 many individuals in the world are travelling further and for longer in their everyday activities. In 2012, in China, there were 7.6% more passengers travelling in all forms of transport and 7.7% increase in passenger kilometres travelled (National Bureau of Statistics of China). The number of privately owned cars reached 53 million, up 23% on the previous year reflecting the growing affluence of a burgeoning middle class.

In addition to the greater amount of time spent travelling to work, people are spending more and more time outside their homes. Our "Daily Life study" and the third Touchpoints study by the IPA in the UK, published in 2010, have demonstrated that people spend on average 7 hours per day out of their homes, with working people spending an average of 8.5 hours per day. The study shows that outdoor is the most consumed media channel after broadcast television.

2012 was a significant year for the growing proliferation of smartphones and other devices allowing consumers to access internet "on-the-move": in the largest 5 European markets Comscore report that in the final quarter of 2012 penetration of smartphones had passed 50% for the first time (source: comScore MobiLens December 2012), reaching two thirds of all mobiles in the UK and Spain. This follows the US, which reached this landmark in the third quarter of 2012, and where one quarter of these smartphone owners also own a tablet. Significantly in the UK, in December 80% of new mobile handsets shipped were smartphones. Across Europe and the US, one third of web page impressions are now made on a smartphone or a tablet as opposed to a personal computer. Smartphones are particularly used during the morning commute for web activity (source: comScore). China is in many ways bypassing the fixed technology approach with 75% of internet users currently accessing the web from their mobile phone (source: China Internet Network Information Center January 2013). Advertisers have ever-increasing opportunities to reach this mobile audience whether in city centres or retail locations, and outdoor is uniquely placed to integrate with this new media in engaging with this valuable audience.

In air transport, according to ACI, (Airports Council International) growth in air passengers continues at a rate of 4.0% in 2012 compared to 2011. An annual global growth rate that is predicted to remain on average 4.0% for the next two decades. That substantive contributor to global growth patterns in passenger traffic can be attributed to the Asian contingent of airports which became the largest air passenger traffic in 2012. The Asian market grew by 7.5% in 2012 led by Chinese airports which have all experienced buoyant growth, making JCDecaux a relevant outdoor partner with panels in Beijing and Shanghai airports.

2.2. Growing fragmentation of all major media

As many studies show, outdoor advertising continues to benefit from the increasing fragmentation of "in-home" advertising, be it more cable, satellite, and broadcast television channels, along with internet sites, competing for of the viewer’s attention.

2012 saw a further shift in advertising consumption that consolidates the position of outdoor as the only true mass medium unaffected by fragmentation. Despite the recognised growth in internet use, individual platforms or sites struggle to achieve mass coverage (with the exception of Facebook). The mobile revolution precipitated by mass smartphone and tablet ownership has led to different patterns of usership for online access, with shorter and "in the moment" browsing activity becoming much more common. New portals and access methods can rise and fall very rapidly on the web, making planning coherent campaigns somewhat problematic for advertisers. Outdoor is a natural partner in this fragmented digital world to direct consumers on the move towards relevant promotional messages.

2.3. New opportunities for OOH

Convergence of Outdoor and Mobile Marketing

If the traditional media such as TV, Radio and Print are challenged by the rise of mobile, this is not the case for outdoor as mobile allows OOH to tap into new potential via innovative technologies that are already being offered to JCDecaux clients.

As discussed above, Smartphones have now become standard phones in many countries thus increasing opportunities to reach consumers with campaigns combining mobile and outdoor. With Smartphones now the prevailing trend for mobile devices and penetration levels reaching two thirds of mobile owners in many major markets 2012 was a year of experimentation for many advertisers of the possibilities afforded by technologies inherent to these devices and the outdoor medium’s growing presence in people’s lives.

At the end of 2012, comScore report that 15% of young adults had scanned a QR code or barcode. In a world where people are increasingly seeking value, 2013 is likely to be a year where discount coupons delivered by advertisers and retailers to Smartphones will become an increasing part of the promotional mix. Juniper Reearch recently predicted that mobile couponing will grow by 50% in 2013 over 2012 to around 10 billion offers. Outdoor has the possibility of delivering the ultimate in geo-location and time relevant couponing to a range of retail and non retail advertisers.

The importance of this was demonstrated in 2012 by Europe’s first large scale test of QR codes and Near Field Communication (NFC) messaging conducted by JCDecaux in conjunction with media buying partner Kinetic and the advertising agency GroupM. JCDecaux equipped all outdoor street furniture products in Reading, a medium sized town in the UK, with QR code and NFC transmission devices. After we publicised the existence of this functionality on Smartphoness, Kinetic and GroupM brought 13 of their major advertisers to promote products via posters on the street furniture over a four week period, with QR & NFC promotions running on the furniture at the same time. Consumers were able to download to their Smartphone, by scanning the QR code or "tapping" near the NFC transmitter, a promotion which was both time and geo-locationally relevant. Advertisers including, Unilever, Mercedes Benz, Universal Pictures, Morrisons, Hennes & Mauritz, ITV, Sky, GSK and EA Games gained valuable insight into how, where and when consumers would use this functionality. Due to the length of the test they were able to see that downloads and conversion rates to action or sales increased as consumers became more familiar with the technology. This test was followed by experimental national campaigns from Nestle and Sony later in 2012. With 80% of phones being shipped at the end of 2012 being Smartphones and a high proportion of these being NFC enabled (all are QR capable) we see the combination of mobile devices and mobile enabled outdoor as an important driver of future growth for our medium.

JCDecaux has successfully integrated this technology in several campaigns in other markets around the world. For a number of customers, particularly in the retail segment, our implementation allowed clients to reach their customers via our outdoor properties. These include HMV in the UK, Jumbo in Chile, Lam Soon in Hong Kong and Mall.cz in Czech Republic. Some modern youth-oriented brands in entertainment such as Call of Duty in Sweden also used QR Codes to reach and engage their technophile target.

The use of this technology for other applications than payment, such as gaming and access to work, will help increase penetration in the coming years. JCDecaux has pioneered the use of NFC for our customers in their campaigns. In 2011, it was used in Australia to gain easy access to enriched content via a smartphone by SA Lotteries to promote scratch cards and Channel 10 to increase interest in a new television show. In the Hong-Kong subway, we ran a campaign for Nokia where consumers could use their NFC-enabled phone to receive special offers. In the UK, NFC was trialed for the entertainment industry where consumers could access a trailer for the 20th Century Fox blockbuster X-Men First Class.

The changing pattern of behaviour brought about by increased Smartphone and tablet penetration is perhaps exemplified by the campaign run by digital giant Google for its own Google Voice Search application. In 2012, a JCDecaux campaign won again a Golden Lion at the Cannes Lions Advertising Festival in the Mobile Marketing category due to the innovative use of our medium to drive search for the app. Google tested the use of outdoor layered upon its other media in only part of the UK and compared results in the area without outdoor. The beginning of significant uplift in internet search for information about the app coincided with the beginning of the outdoor component campaign and continued to rise throughout outdoor use. Search levels were noticeably higher where outdoor was present and downloads of the app were twice as high. Importantly, Google observed that much of this increased search activity came from mobile devices; a clear demonstration of "in the moment" behaviour.

In this context, outdoor is well placed to be a more relevant and integral part of the conversation that advertisers will increasingly seek to have with potential customers. There are two key reasons for this. First, the younger and technically savvy groups are disproportionately highly exposed to out of home. Second, this group is increasingly averse to an interrupt model of advertising and looks for a dialogue with their peer groups about brands and lifestyle choices. Outdoor is not perceived as interruptive but welcomed in the context of the urban environment as both ambient and useful. As the growth in mobile broadband gathers pace, increasing amounts of social interaction take place online but a high proportion is on mobile platforms. Outdoor is well placed to interact with, and be part of this increasingly significant conversation style of communication between advertiser and customer. These interactive campaigns, both powerful and targeted, have been very popular, with leisure, luxury, entertainment and FMCG advertisers. Since its launch in October 2010, there have been more than 500 campaigns in France using our U-Snap application (an app allowing connection to enriched content from the consumer by photographing a poster). Growth in the understanding of QR codes and NFC will accelerate this trend and to this end we are trialling the use of all three technologies on sites in our airports in France.

Increased interaction and new forms augmented reality

Via the continued expansion of our JCDecaux Innovate concept, in 2012 we continued to develop the means of generating different types of conversation our advertisers are seeking.

JCDecaux Innovate teams around the world have developed a range of products and a sophisticated understanding of how technologies from other emerging communications industries can be combined with outdoor advertising to make the outdoor medium more attractive and interactive. In doing so, we have anticipated the increasing desire from advertisers and their agencies for media that deliver engagement. Given the high volume of advertising messages to which consumers are exposed every day, new and innovative methods are required by media owners to persuade consumers to engage with the communication. Such methods will involve actual relational marketing that flourishes in an urban environment by offering the unexpected. JCDecaux Innovate teams are constantly on the lookout for new and innovative advertising concepts for our customers' product campaigns, driving interest in the medium and stimulating diversity in our customer base and, ultimately revenue growth.

Interaction remains a dominant trend in the innovative use of the medium in 2012, notably through introducing an interactive television screen into an advertising display making it possible to transmit several messages to the consumer. This technology has been introduced in Australia for Nike and also in Hong Kong. Other forms of interaction include Augmented Reality which was more widely used in 2012. For example, Mercedes Benz conducted Augmented Reality campaigns in Italy and in the Berlin underground where commuters could control Digital advertising panels with their own remote car key. Motion recognition technology also played a growing role as an enhanced form of Augmented Reality, with campaigns for brands such as Unilever's Magnum. In Australia face movement recognition was integrated into the Innovate campaign for this brand, and also for Lipton in China.

Social Media campaigns that rely on Digital offers were increasingly exploited in 2012 involving Live-feeds and the possibility to interact and send content to social media websites. In the UK, Volkswagen conducted a campaign on large format digital screens that was linked to customers Facebook accounts. Dove also used this technology to link social media to large digital screens in major rail hubs. During the spring/summer 2012 fashion week, the luxury brand Burberry was the first advertier to broadcast a live feed of their latest catwalk fashion show, not only to their website but simultaneously to a large format screen in Liverpool Street station in London. The show was immediately rebroadcast on our "Runway" selection of digital screens in London's Heathrow Airport.

Mobile interactivity was one of the first technologies that was used in our Innovate campaigns through Bluetooth and Infrared. This has become even more significant with the wide use of NFC and QR codes which are often coupled with an interactive innovate element. In addition to the new initiatives in Reading, there were a number of further campaigns in the UK (Unilever, Sony), Australia and the US. Samsung ran a campaign in JFK airport, while Halls (P&G) had a number NFC enabled Innovate sites in Chicago in the US. Microsoft ran an NFC enabled campaign in Austrilia for XBox.

The increasing presence of QR code apps on phones meant we were able to develop this type of enhancement throughout the Group for clients such as Nautica (USA), Hewlett Packard (Netherlands), Patagonia (Chile), Bell & Ross (Paris), Emirates Airlines (Australia), Volkswagen (Shanghai), L'Occitane (Seoul), Escada (Lithuania) and Zenith (Hong Kong) amongst others. There is also a related new use of the medium where interaction with a poster site via the mobile phone enables a product to be dispensed (Unilever Cup a Soup in Australia) or a sound to be activated (Berlin underground).

Other Innovate products

Innovate products that don't involve any interaction are still a good way of bringing in new clients in a simple and effective way. Showcase sites that transform a MUPI® into a window exposing an advertiser's products, as in a store remains a popular way of exposing products to consumers. All these innovative products have added sound, special lighting effects, modern forms of moving lights, and even scent. This has changed the image of outdoor advertising for advertisers which contributes to the medium's growth.

Our largest markets have a new JCDecaux Innovate based campaign virtually every week. In 2012, there were as many as 1,500 Innovate campaigns conducted by clients with JCDecaux worldwide, excluding transport campaigns that can be counted in the hundreds.

The market with the largest number of Innovate campaigns is China, which accounted for almost 200 Innovate campaigns in 2012. Most of the Innovate campaigns in China are in the Transport category, in the metros of Shanghai and Beijing. Spain and Hong Kong also had a very large number of Innovate campaigns in Transport by having concepts that are innovative and easily replicable.

The United Kingdom and France are unsurprisingly big markets for Innovate campaigns with large dedicated teams that have created about 100 Innovate campaigns in 2012. Quite interestingly, smaller markets such as Lithuania and Austria were particularly creative in terms of innovation, having as many Innovates as some of our large markets in 2012. This capacity for perpetual innovation allows our sales force to attract new advertisers to outdoor advertising and to retain existing advertisers by offering them new ideas.

Digitally Enhanced Product

Our capacity for "product" innovation also means that we are able to offer advertisers communications media that are increasingly attractive and support the growth of outdoor advertising. Of particular note in 2012 was the continuing increase in the use of digital screens to deliver advertising messages, particularly in the transport sector. In airports as far apart as Shanghai, Dubai, Los Angeles, Paris, London and Frankfurt, and in the Hong Kong, Shanghai and Beijing undergrounds, we have expanded the use of digital screens making the medium more attractive and flexible in delivering our customers' advertising messages. The quality of both the screens and their locations make this a significant potential driver of revenues in coming years. Since 2011, a significant number of new digital screens have been available in our new concession of Singapore Changi Airport and in the Parisian airports. Our renewal of our contract for the Paris Airports provided a significant digital platform within one of the world's leading hub airports following our earlier development of these products in London Heathrow, Shanghai. Beijing, Hong Kong and other major US airports. In addition, we were awarded the transport contract in Norway, for a national rail network which will have a significant digital element. Digital penetration is extending beyond the largest Airports and transport hubs to smaller Rail and Metro systems and in regional airports, particularly in France.

2.4. Reliability and improvements in audience measurement

In the media world, the most advanced forms of advertising have analytical tools that allow purchasers of advertising space to plan their campaigns effectively. Outdoor advertising, unlike other major media, has traditionally lacked reliable audience measurement tools. For several years, through our subsidiary JCDecaux OneWorld, we have pioneered the development of audience measurement for outdoor advertising.

We have significantly contributed to the development of a consistent approach to outdoor audience measurement in Europe, the United States and the Asia-Pacific region. Using our reputation, we developed a reference methodology in audience measurement, together with other key companies in the outdoor advertising industry. These early initiatives were strengthened in 2008 following the creation of a new research group under the international research institute, ESOMAR, the purpose of which was to develop audience measurement standards specific to outdoor advertising, the "Global Guidelines for Out Of Home Audience Measurement". We served on its decision-making committee and also chaired the technical committee of this research group. Other members included the World Federation of Advertisers and other participants in the advertising world. Only television and the Internet have undertaken similar audience measurement initiatives so far, and this step shows the increasing importance that advertisers attach to outdoor advertising in formulating their advertising strategy. The completed guidelines were released and referenced in 2009, to assist markets throughout the world to develop true accountability, permitting outdoor to compete more effectively with other media for advertisers' advertising spend. In 2012, we made developments that will further enhance the attractiveness of this medium to advertisers.

Generally speaking, regardless of the type of medium, the development of a method of audience measurement requires active participation by the various parties involved (principal vendors, advertising agencies and advertisers). They must agree on the measurement criteria to be used. This step is a fundamental prerequisite that conditions the acceptance of the results of the audience measurement technique by the advertising market and the various participants. Audience measurements carried out for out of home advertising thus involve the principal parties affected and are produced by independent agencies that include the key companies in the industry.

The reference methodology used by us and other participants in the industry is built around three fundamental ideas: identifying the movements of a sample of the population over a period of one to two weeks, measuring vehicular or pedestrian traffic and measuring the visibility of the advertisement (whether the panel is backlit or not, visibility of the panel from the traffic flow position, and in relation to the direction of traffic flow, etc.). For each panel, a probability factor of being seen can be assigned, based on its potential visibility. As for television, quantitative surveys measure only "opportunities to view" the medium.

For each of these branches of the methodology, the method of data collection can vary from one country to another. Collection of information about movements, for example, can be made using GPS systems, as was the case recently in the Netherlands, Germany, Switzerland and certain major Italian cities. This GPS technique is currently also being used to update the UK study and for new studies in Austria and Turkey. The essential point is that the method makes it possible to gather reliable data about patterns of movement across a wide range of outdoor formats.

This methodology, which has been gradually implemented with success in various regions of the world, improve the level of coverage and increase the frequency of audience measurement for outdoor advertising in order to allow comparability both with other main advertising media and from one outdoor advertising segment to another. Global advertisers are thus able to develop a worldwide strategy for purchasing advertising space from one medium to another, increasing the ease of use and effectiveness of the medium. This reference methodology has already been adopted by the United Kingdom, Norway, Sweden, the Baltics, Ireland, Finland, Germany, Austria, Turkey, the USA, Australia and the Netherlands. In the United Kingdom, where the system has been in place longer than in other countries, and, more recently, in Ireland, Sweden, and in Finland. We believe that these audience-measurement methodologies have allowed us to raise our prices due to demonstrably higher audiences for high-quality panels.

Furthermore, results from a study using this GPS technology was published in 2011 in the Netherlands and is being used in a refreshed and expanded audience measurement in the United Kingdom for which results have just been finalised and have just been made public for trading. In the Netherlands for example, we believe that the arrival of such a credible measurement technique has allowed outdoor to grow its share of display advertising spend. In Austria the tool was released to agencies in 2012 and is being used for trading in 2013 for the first time.

A significant development in 2010 was the introduction during that year of a new audience measurement system in the US, now called TAB OOH Ratings. It permits the inclusion of out of home in media planning tools, including econometric modelling, in the US for the first time and we expect this to have significant impact on the ability to compare the value of out of home to other major media in coming years. In 2012 the industry fully embraced this technique and added nearly 50 new outdoor companies to the measurement body. In addition, modelling has largely been completed which will allow the industry to bring the formats in transport environments into this system for the first time in 2013.

In China, we introduced our first audience measurement using this reference methodology in 2008. This audience measurement was carried out for all of our different types of advertising media in Shanghai and was then extended to metro products in Beijing in 2009. Our objective is to extend this measurement to the principal advertising markets in China, which should significantly strengthen our competitive position there. Due to the rapid pace of change in infrastructure within Shanghai, the study of audience measurement has been updated in 2010 with results published in 2011.

Similarly in emerging markets in Central and Eastern Europe, this reference methodology has the potential to enhance the understanding of the role outdoor can play in the media mix. In 2008, we introduced the system nationally in Slovenia and it is planned to publish the first results from Turkey in 2013, strengthening the case for outdoor in this important emerging market with significant potential for outdoor advertising.

In France, our key market, each operation is measured and, whether it involves Street Furniture or Billboard, its performance is measured by Affimétrie®, which positions the products of JCDecaux and Avenir at the top of all major indicators. Several improvements in methodology were made by Affimétrie in 2007 in particular relating to the effects of back-lighting and scrolling displays on the "visibility" of a display. These improvements, which are particularly useful, allow our advertisers to measure the effectiveness and the quality of our networks. A very complete measurement of the outdoor medium is now available to advertisers in France, Europe's largest outdoor advertising market.

In connection with the development of its expertise for the advertising industry, JCDecaux Airport France has conducted an on-site, single-source audience poll with Ipsos every year for the last five years. Média Aéroport Performances (MAP) is designed first and foremost to understand the media audience better by providing precise quantitative measurements of the airport audience. This survey also makes it possible, as a result of specifically designed media software, to measure the performance of media through indicators widely used by the advertising industry, such as coverage, number of contacts, GRP (Gross Rating Point) and cost per thousand persons reached – by face or by network. This was a major innovation for this type of medium, which can now measure its impact, along with print, television, and radio media in France. In the United Kingdom, a similar audience measurement system, RADAR, has been implemented at Heathrow Airport and the revised Postar will incorporate advertising in major UK Airports into the industry study for the first time.

In most of the markets described above, the audience measurement techniques, which were previously used only in the Billboard business, have been extended to all types of outdoor advertising, including Transport advertising and, more recently, advertising structures located near points of sale. This development will soon allow advertisers to plan their campaigns more easily and purchase outdoor advertising networks more coherently.

Measuring the effect of media on sales

In many markets, we have invested significantly in studies to analyse the effectiveness of outdoor advertising campaigns which, when conducted over a broad range of campaigns, are of particular relevance to our advertisers. Since 2003, in Sweden and the Netherlands, these effectiveness studies have been enhanced by the use of the Internet to gather information. This information makes it possible to measure the effectiveness of a larger number of campaigns at lower cost and to provide the results more rapidly to our advertisers and their agencies. Similar studies conducted by traditional survey methods are periodically undertaken by all our subsidiaries.

In France, working with MarketingScan, a subsidiary of GFK, we are now in a position to measure the effect of advertising media on the sale or market share of mass-market products. The goal of these studies is to measure the difference in sales of a product between a town or city where a campaign is being conducted and a town or city where it is not. This methodology makes it possible to identify accurately the impact of outdoor advertising, including in the context of a multi-disciplinary campaign. To date, more than 65 surveys have been conducted in the food and beverage industry and health and beauty products industry, using a wide variety of strategies. They have produced the largest database available in the area of comparative effectiveness. These studies show that, used alone or together with other media, outdoor advertising, whether used to support a brand or to launch a new product often accelerates sales. Of JCDecaux and Avenir campaigns tested during the last three years, 80% generated positive short-term results in terms of sales for the brand.

In 2009 the OAA in the UK, of which we are a leading member, commissioned a meta analysis of independent return on investment research conducted by Brand Science, an econometric company within the Omnicom agency group. This study revealed considerable benefits for advertisers in a number of product sectors, particularly retail and fast moving consumer goods in diverting advertising expenditure from television or press into outdoor. They highlighted a trend in declining effectiveness in television and recommended advertisers increase the proportion of outdoor used in the media mix to improve advertising return on investment. In 2010, Brand Science extended this analysis to markets outside of Europe such as in the USA, Asia and Australia. This broadening of the analysis delivered broadly consitent findings suggesting that increasing proportions of budget devoted to outdoor would deliver improved communication effectiveness. We believe that a number of advertisers recognise the need to do this, particularly amongst the world’s largest advertisers.

3. COMPETITIVE ENVIRONMENT

In general, we compete for advertising revenues against other media such as television, radio, newspapers, daily, weekly and monthly magazines, cinema and the Internet.

In the area of outdoor advertising, several major international companies operate in all three principal market segments. Our major competitors worldwide are Clear Channel Outdoor and CBS Outdoor.

Many local competitors

We also face competition from local competitors, the largest of which are as follows:

- France: Liote/Citylux (Illuminated panels), Insert (Micro-billboard), Metrobus (Transport), Védiaud Publicité (Street Furniture) and other competitors;
- United Kingdom: Primesight (Billboard), Ocean (Billboard);
- Austria: JOJ Media House (Billboard);
- Belgium: Belgian Poster (Billboard) and Business Panel (Billboard);
- Germany: Ströer (Billboard, Street Furniture, and advertising in railway stations), AWK (Billboard), Degesta (Street Furniture);
- Poland: AMS (Billboard and Street Furniture), Ströer (Billboard and Street Furniture), Cityboard (Billboard);
- Spain: Cemusa (Street Furniture), Instalaciones especiales de Publicidad Exterior (Street Furniture and Billboard) and Emociona Comunicación (Street Furniture and Billboard) and Redext (Billboard and Street Furniture);
- Turkey: Ströer (Billboard and Street Furniture), Karma (Street Furniture), Sehir Isiklari (Billboard and Street Furniture):
- Canada: Pattison Outdoor (Street Furniture, Billboard, and Transport), Astral Media (Street Furniture, Billboard);
- United States: Lamar Advertising Company (Billboard), Regency (Billboard), Adams Outdoor (Billboard), Van Wagner (Billboard and telephone call boxes), Titan Outdoor (Transport), Tri-State/PNE Media (Billboard) and Titan Outdoor (Transport);
- Australia: oOh!Media (Billboard and Transport), APN (Transport), acting in particular on behalf of Buspak (Transport), and Adshel (Street Furniture), Cody & Australian Posters (Billboard);
- China: Focus Media (digital screens), Clear Media (Street Furniture), majority owned by Clear Channel Outdoor, Tom Group (Billboard), AirMedia (Airport), VisionChina Media (Transport) and other operators;
- Africa: Continental Outdoor (Billboard and Transport), Outdoor Network (Billboard), Global Outdoor system (Billboard), Alliance Media (Billboard, Transport and Street Furniture);
- Latin America: Grupo Kallas, Elemidia, Grupo Eumex, Grupo Vallas, IMU, Sarmiento, Efectimedios, Grupo Via;
- Middle East: Arabian Outdoor (Choueiri Group), Saudi Signs, Kassab Media, Al Arabia Outdoor;
- Russia: Gallery (Billboard).

The table below shows the 18 largest outdoor advertising groups based on 2012 revenues (published or estimated), in order of magnitude:

COMPANY	COUNTRY OF ORIGIN	REVENUE IN MILLION OF $	GEOGRAPHIC PRESENCE
JCDecaux [(1)]	France	3,370	Europe, Asia-Pacific, North and South America, Africa and Middle East
Clear Channel Outdoor	USA	2,947	United States, Canada, Europe, Asia-Pacific, South America
CBS Outdoor	USA	1,886	United States, Canada,Europe, Asia-Pacific, South America
Lamar	USA	1,183	United States, Canada
Focus Media	China	928	China
Ströer	Germany	713	Germany, Poland, Turkey
Russ Outdoor [(3)]	Russia	340	Russia, Eastern Europe
APGISGA	Switzerland	339	Switzerland, Eastern Europe
Air Media	China	293	China
Metrobus	France	283	France, Spain
oOh!Media [(2)]	Australia	270	Australia, New Zealand, United States, United Kingdom, Indonesia
APN	Australia	215	Hong Kong, Malaysia, Indonesia, Australia, New Zealand
Titan Outdoor [(2)]	USA	197	United States
Gallery [(2)]	Russia	180	Russia, Ukraine
JOJ Media House [(4)]	Slovakia	161	Eastern Europe
Cemusa	Spain	158	Spain, Portugal, Italy, Mexico,South America, United States
VisionChina Media	China	116	China
AWK [(2)]	Germany	107	Germany

Source: Press releases, Internet sites of the companies and JCDecaux estimates, with currency transactions based on an annual average exchange rate $/€ of 0.7783, CHF/€ of 0.8297 and AUD/€ of 0.8060 in 2012

[(1)] This amount does not include revenues generated by Affichage Holding, Metrobus companies consolidate by JCDecaux under the equity method

[(2)] JCDecaux estimate for 2012 revenues

[(3)] On 13 February 2013, JCDecaux announced the completion of the acquisition of 25% of Russ Outdoor

[(4)] In November 2012, JOJ Media House (Slovakia) announced the acquisition of EPAMEDIA.

1. OUR STRATEGY

Each day, we reach more than 300 million people around the world through our unique network of outdoor advertising displays. Our objective is to continue extending and strengthening our product line in areas of high population density and high living standards to continue to increase and improve our profitability, which is already among the highest in the industry.

To achieve this goal, our strategy focuses on three main objectives:

- to continue our development through organic growth by winning new advertising contracts with the cities, local governments, metros, and airports that we deem the most attractive;
- to make strategic, targeted acquisitions that enable us to gain a leadership position, or strengthen our existing position in the industry, and to increase our share of the outdoor advertising segment by developing a national network, thereby building our capacity to achieve high returns on our investments;
- to maximise the commercial potential and profitability of our advertising networks in all the countries where we do business.

JCDecaux's strategy in fast growing economies centres around both organic growth and strategic acquisitions. This should lead to an increase in our share of revenues coming from fast growing countries. In 2012, 29% of the Group's total revenues came from these markets from 8% in 2004. Another growth driver is to selectively roll out digital technologies, mainly in airports and metros which target a captive and growing audience. In 2012, digital revenues accounted for 6% of the Group's total revenues. 87% of digital revenues were from the Transport division.

** "Fast growing countries" include Central & Eastern Europe (excl. Austria), Baltic countries, Russia, Turkey, Ukraine, Latin America, Asia (China incl. Hong Kong and Macau, Thailand, South Korea, Malaysia, Singapore, India), Africa, Middle East, Central Asia*

1.1. Continuing organic growth

We intend to continue building the most attractive advertising network for our advertisers in each of our three lines of business. To reach this goal, we use the following methods:

- targeting cities, local governments, airports and other transport systems in countries that offer high commercial potential in order to develop a national advertising network;
- creating new products and services that meet or anticipate the needs of cities, airports and other transport systems and providing unrivaled products and services to win tenders for advertising contracts in these locations;
- using proprietary market research and geomarketing research tools to build flexible advertising systems that meet the demands and budgets of our advertisers (complete national or regional coverage, targeted networks, time-share campaigns, etc.);
- offering an ever-larger audience to advertisers who can target potential customers both in city centres, through a system of street furniture unique in Europe, and on the outskirts of population centres, through a national display network in most European countries;
- developing a comprehensive international presence in each of our business segments to respond to the growing demand from international advertisers in this area;
- developing operating methods that make it possible to adapt and build networks based on the requirements of our advertisers.

1.2. Participating in the consolidation of outdoor advertising

We believe our robust financial structure, solid track record and powerful advertising network, especially in Europe and Asia-Pacific, give us a significant edge in seizing acquisition and partnership opportunities needed to enter new markets or strengthen our leading position in existing markets.

Our acquisition strategy focuses on the following main objectives:

- acquiring or establishing alliances with companies holding strong positions in their markets;
- capitalising on our resources (products, operating expertise, commercial strength) to grow and maximise the potential of these new markets;
- developing commercial synergies;
- centralising and reducing costs.

This strategy enables us to grow through external growth in cities where Street Furniture contracts have already been awarded and capitalise on the synergies of these activities nationally, while, at the same time, extending our product range.

1.3. Maximising the potential of our advertising network

We will continue to maximise the growth and profitability potential of our network. To do so, we rely on our more than forty years of experience in outdoor advertising, our unique geographic coverage, our state-of-the-art product line and our innovative marketing and business approach.

In this way, we seek to:

- retain control of the key locations of our street furniture products and maximise visibility of faces so that we can offer networks to advertisers that ensure the success of their advertising campaigns;
- continue our product and marketing innovations, notably in digital, and maintain a pricing policy that reflects the superior quality of our networks;
- capitalise on the synergies between our Street Furniture, Billboard and Transport businesses to build international and/or multiformat business alliances for major international advertisers;

- continue to develop outdoor market research and audience
  - by using sophisticated socio-demographic behavioural, consumer, movement and audience studies of target audiences to build networks that meet the advertising objectives of our customers;
  - by providing quantitative audience information and data making it possible to measure the impact of our networks with respect to a specific audience.

2. STREET FURNITURE

2.1. The concept of Street Furniture

A simple but innovative idea

In 1964, Jean-Claude Decaux invented the concept of the Street Furniture advertising market with a simple but innovative idea: to provide well-maintained street Furniture free of charge to cities and towns in exchange for the right to place advertising on these structures. From the beginning, Street Furniture became a very attractive medium for advertisers, because it gave them access to advertising space in city centres in areas where advertising was generally very restricted.

State of the art products

For nearly 50 years, we have been designing and developing street furniture products that offer cities good design and public service and advertisers an effective medium for their campaigns. We:

- design products that are innovative and have high added-value, and offer services that enhance the quality of urban life, such as: bus shelters, free-standing information panels (MUPI®), automated public toilets, large-format advertising panels (Senior®), multi-service columns (such as the Morris columns in France), self-service bicycle schemes, kiosks for flowers or newspapers, public trash bins, benches, citylight panels, public information panels, streetlights, street signage, bicycle racks and shelters, recycling bins for glass, batteries or paper, electronic message boards and interactive computer terminals;
- develop a coordinated range of street furniture by working closely with internationally renowned architects and designers, such as Mario Bellini, Philip Cox, Peter Eisenman, Sir Norman Foster, Patrick Jouin, Philippe Starck, Robert Stern, Martin Szekely and Jean-Michel Wilmotte;
- determine, according to the advertising potential, the amount of advertising space needed to finance a city's street furniture needs;
- select advertising locations and position our products to maximise the impact of advertising.

Priority given to maintenance and service

We are recognised by cities, towns and advertisers for the quality of the maintenance service provided under our Street Furniture contracts. As of 31st December 2012, 55.4% of our Street Furniture employees were responsible for the installation, the cleaning and maintenance of our street furniture and for poster management. We put all of our maintenance staff and bill posters through a rigorous training programme in our in-house facilities to ensure they keep alive the company know-how and preserve our excellent reputation for maintaining our street furniture, a key element in our international reputation.

2.2. Street Furniture contracts

Characteristics of Street Furniture contracts

Most of the Street Furniture contracts into which we enter with cities, towns and other government agencies today result from a competitive tender process specific to public procurement procedures. Street Furniture is installed primarily in city centre locations and along major commuting routes where pedestrian and automobile traffic is the highest. Street Furniture contracts generally require us to supply products which contain advertising space, such as bus shelters, free-standing information panels (2m² MUPI®), columns, etc. and may also require us to supply and install non-advertising products, such as benches, public trash bins, electronic message boards or street signage and bicycles. Contracts tend to differ depending on the needs of the local government and the volume of non-advertising street furniture desired.

Our strategy is to install and maintain street furniture at our expense in cities and towns with which we have a contractual relationship. We are granted the right to sell the advertising space placed on some of the street furniture. Some contracts also include an exclusive right to install additional street furniture and specify the conditions under which we can display advertising in the areas covered by our contracts. In general, contracts provide for installation of additional street furniture as new needs develop. The initial location of street furniture is usually the subject of mutual agreement.

Certain towns and local governments may prefer to charge a fee, instead of receiving street furniture or services. When we pay an advertising fee, the cost of such fee is generally offset, in whole or in part, by the fact that we install few or no non-advertising products. In 2012, we paid 22.9% of Street Furniture revenues to cities and towns in the form of advertising rents and fees.

Historically, almost all of our Street Furniture contracts were made with cities or towns granting us the right to install street furniture in public areas. Few Street Furniture contracts were concluded with private landowners. For several years, we have expanded our Street Furniture business to serve shopping malls, Europe, the Middle East, South America, USA and Japan. Under the agreements reached with owners of these shopping malls, we now install Street Furniture in private as well as public areas.

Street Furniture contracts for shopping malls

Shopping mall contracts for Street Furniture generally take the form of master agreements made with operators of malls and a separate agreement made with the managing agent of each mall. The terms and conditions of the separate agreements incorporate the provisions of the master agreement and may contain specific provisions reflecting the size, design, and character of the mall. Master agreements provide that operators will afford us the opportunity to enter into individual concessions with all of the malls that they control, and that they will use their best efforts to convince the malls in which they have an investment, but do not control, to enter into individual agreements with us.

Long-term contracts

Our Street Furniture contracts have terms of 8 to 25 years. In France, the contract term is generally 10 to 20 years. As of 31st December 2012, our Street Furniture contracts had an average remaining term of 7 years and 12 months (weighted by 2012 advertising revenues and adjusted to account for projected revenues from new contracts). In France, the average remaining term of Street Furniture contracts (weighted by 2012 advertising revenues) is 5 years and 11 months. Outside France, the average remaining term of Street Furniture contracts was 7 years and 5 months.

High rate of success in competitive tenders

We continue to renew our existing Street Furniture contracts successfully through competitive tenders and to win a high proportion of the new contracts for which we bid. In 2012, we won 89% of the competitive tenders for Street Furniture advertising contracts (renewals and new) for which we bid worldwide, in line with our historically high success rate, and 100% of the tenders in France

2.3. Geographic presence

Number 1 worldwide in Street Furniture

We are number one worldwide in Street Furniture in terms of revenue and number of advertising faces (source: JCDecaux). As of 31st December 2012, we had Street Furniture contracts in approximately 1,800 cities of more than 10,000 inhabitants, totalling 434,743 advertising faces in 48 countries. In addition to our operations in public areas, we are also present in nearly 1,700 shopping malls around the world. In 2012, Street Furniture accounted for 44.7% of our revenues.

We believe that having Street Furniture contracts in major cities in each country is essential to being able to offer a national advertising network to advertisers. As a result of our unique presence in Europe, we are the only outdoor advertising group able to create networks that enable advertisers to run pan-European advertising campaigns.

As of 31st December 2012, the geographic coverage of our Street Furniture business was as follows:

COUNTRY	NUMBER OF ADVERTISING FACES
Europe (1)	231,992
France	105,774
Asia-Pacific (2)	34,726
United Kingdom	26,393
North America (3)	13,780
Rest of World (4)	22,078
TOTAL	434,743

(1) Includes Austria, Belgium, Bulgaria, Croatia, Czech Republic, Denmark, Estonia, Finland, Germany, Iceland, Italy, Latvia, Lithuania, Luxembourg, Netherlands, Norway, Portugal, Republic of Ireland, Slovakia, Slovenia, Spain, Sweden and Turkey. Among these countries, the majority of advertising faces are located in Austria, Belgium, Finland, Germany, the Netherlands, Portugal, Spain, and Sweden.

(2) Includes Australia, China (including Hong Kong and Macau), Japan, India, Singapore, South Korea, and Thailand.

(3) Includes Canada and the United States. The majority of faces are in the United States.

(4) Includes Algeria, Argentina, Brazil, Cameroon, Chile, Israel, Kazakhstan, Qatar, Russia, Uruguay, Ukraine and Uzbekistan.

A Street Furniture network unique in Europe

We have an exceptional presence in Europe thanks to our unique portfolio of contracts in Europe's most populous cities. As of 31st December 2012, we had Street Furniture contracts in 36 of the 50 largest cities of the European Union, as indicated in the table opposite.

We also own a Street Furniture contract in Istanbul, Turkey, through our subsidiary Wall; Ströer and Clear Channel also have operations in Istanbul. With 13.6 million people as of 31st December 2012, Istanbul is the most crowded European city.

In 2012, our Street Furniture concessions in these 36 European cities accounted for approximately 34% of our Street Furniture advertising revenues.

JCDecaux has an outstanding network in France, guaranteeing dense and homogeneous cover of almost 700 municipal areas including Paris, Lyon, Marseilles, Bordeaux, Strasbourg, Toulouse, Nice, Grenoble, Nantes and Cannes. Although France, the birthplace of our company, remains our largest country for Street Furniture, its relative share of divisional revenues has in recent years begun to decline gradually as our international business develops. In 2012, JCDecaux has won a large number of tenders, mainly linked to renewal contracts. The most important are based in Reims, the Metz Metropolitan Region and the Lorient agglomeration. The Group has also won a number of new contracts, notably in the Annecy agglomeration and La Défense (Defacto).

	CITY	COUNTRY	POPULATION IN MILLION	PRINCIPAL OPERATORS OF STREET FURNITURE
1	London	UK	7.62	JCDecaux / Clear Channel Outdoor
2	Berlin	Germany	3.50	WallDecaux / Ströer
3	Madrid	Spain	3.20	JCDecaux / Cemusa / UTE Cemusa Clear-Channel
4	Rome	Italy	2.62	Clear Channel Outdoor
5	Paris	France	2.24	JCDecaux
6	Hamburg	Germany	1.80	WallDecaux / Ströer
7	Budapest	Hungary	1.73	JCDecaux (EPA) / Mahir
8	Vienna	Austria	1.72	JCDecaux (1)
9	Warsaw	Poland	1.71	AMS
10	Bucharest	Romania	1.68	EPA
11	Barcelona	Spain	1.61	JCDecaux / Cemusa
12	Munich	Germany	1.38	DSMDecaux (2) / Ströer
13	Prague	Czech Rep	1.27	JCDecaux
14	Milan	Italy	1.24	IGPDecaux (3) / Clear Channel
15	Sofia	Bulgaria	1.21	JCDecaux / Mediacontact
16	Brussels	Belgium	1.14	JCDecaux
17	Cologne	Germany	1.02	WallDecaux / Ströer-KAW
18	Birmingham	UK	1.01	JCDecaux / Clear Channel Outdoor
19	Naples	Italy	0.96	IGPDecaux (3) / Cemusa
20	Turin	Italy	0.87	IGPDecaux (3)
21	Stockholm	Sweden	0.86	JCDecaux / Clear Channel Outdoor
22	Marseille	France	0.85	JCDecaux
23	Valencia	Spain	0.79	JCDecaux / Cemusa
24	Amsterdam	Netherlands	0.79	JCDecaux
25	Athens	Greece	0.76	Master
26	Krakow	Poland	0.76	AMS
27	Lodz	Poland	0.73	AMS
28	Seville	Spain	0.70	JCDecaux / Cemusa / Clear Channel
29	Frankfurt	Germany	0.69	Ströer
30	Zaragoza	Spain	0.68	JCDecaux / Cemusa / Clear Channel
31	Riga	Latvia	0.66	JCDecaux
32	Palermo	Italy	0.66	Damir
33	Glasgow	UK	0.64	JCDecaux
34	Wroclaw	Poland	0.63	AMS
35	Rotterdam	Netherlands	0.62	JCDecaux / CBS Outdoor
36	Stuttgart	Germany	0.61	WallDecaux / Ströer

	CITY	COUNTRY	POPULATION IN MILLION	PRINCIPAL OPERATORS OF STREET FURNITURE
37	Helsinki	Finland	0.60	JCDecaux / Clear Channel Outdoor
38	Düsseldorf	Germany	0.59	WallDecaux / Ströer
39	Genoa	Italy	0.59	Cemusa
40	Dortmund	Germany	0.58	WallDecaux / Ruhfus
41	Essen	Germany	0.57	Ströer
42	Malaga	Spain	0.56	Cemusa
43	Copenhagen	Denmark	0.56	JCDecaux
44	Poznan	Poland	0.55	AMS
45	Bremen	Germany	0.55	WallDecaux / Telekom
46	Lisbon	Portugal	0.55	JCDecaux / Cemusa / MOP
47	Leipzig	Germany	0.53	WallDecaux / Ströer
48	Dresden	Germany	0.53	WallDecaux / Ströer
49	Dublin	Ireland	0.53	JCDecaux / Clear Channel Outdoor
50	Hannover	Germany	0.53	Ströer

Source: Government census reports and T. Brinkhoff «The principle agglomerations of the world» (www.citypopulation.de)

(1) We are present in Vienna via our subsidiary Gewista, of which we own 67%.

(2) Deutsche Städte Medien Decaux (DSM Decaux) is jointly owned by Stroer and JCDecaux

(3) JCDecaux owns 32.35% of IGPDecaux's share capital.

Elsewhere in Europe, we won new advertising faces in Riga (Latvia), Luxembourg, Vilamoura (Portugal) and Tallin (Estonia). We also renewed a number of tenders for bus shelters in Europe, of particular note is the renewal of the large Amsterdam contract in the Netherlands where we will market over 4000 advertising faces.

The 2012 acquisition of the assets of EPAMEDIA in Hungary saw us re-enter this market with a significant prescence in street furniture and traditional formats. Of particular note is the street furniture product in Budapest, Europe's seven largest city.

North America, a dynamic niche market

We have been present in the United States since 1994, when we won our first Street Furniture contract in San Francisco. As of 31st December 2012, we held Street Furniture contracts in four of the five largest urban areas of the United States (Los Angeles, Chicago, Boston and San Francisco) and are in a position to market a unique product line to advertisers. In 2009, the US Industry published the first national audience measurement study for US outdoor advertising which was updated at the end of 2010. The industry actively promoted trading using this new ratings system as a core apart of its marketing activity in 2012 and sought to expand the survey to transit, the results of which will be published in 2013. This will substantially improve our ability to justify the value of outdoor in the advertising media mix during the course of 2013 and beyond.

Key positions in Asia-Pacific

We believe there is significant potential to develop our Street Furniture business in the Asia-Pacific region, an area where the concept of Street Furniture is still relatively new. Present in this region since the early 1990s, we already have Street Furniture contracts among others in Sydney in Australia, Bangkok in Thailand, Macau in China and Seoul in South Korea (taxi shelters and bus shelters).

In 2004, following a competitive tender and working through MCDecaux, our joint-venture company with Mitsubishi Corporation, we won the advertising bus shelter contract for Yokohama, the second largest city in Japan. Advertising on street furniture had previously been prohibited, but that the lift on this restriction represented a significant growth potential in this market.

In 2010 we gained new advertising faces in Tokyo via a contract with the Kokusai Kogyo bus operator. We expect to further expand in Tokyo and to significantly enhance our national offering. As of the December 31st, 2012 we are present with street furniture in all the twenty largest Japanese cities and 33 out of the top 50 Japanese cities, representing a potential resident audience of over 41 million people. We have continued to expand our premium street furniture offering and now have a base around 3,250 advertising faces which will continue to grow in coming years. In this way, we have created the first national outdoor advertising network to be offered in Japan, providing a realistic alternative to television for advertisers seeking a mass audience.

In China, we significantly grew our footprint with the acquisitions of Texon Media, the leading Street Furniture advertiser in Hong Kong. Now trading as JCDecaux Cityscape, the company manages 5,100 advertising faces on Hong Kong bus shelters under long-term agreements with the three principal local bus companies. In 2012, JCDecaux Cityscape retained the advertising concession for complete wrap-around ads awarded by Hong Kong Tramways Ltd for 5 years. JCDecaux Cityscape today has exclusive rights to manage advertising on the entire stock of 143 trams.

In Australia, we were awarded in 2009, the contract to provide self-service bicycles in Brisbane, Australia's third largest city. In 2011 we completed the build of this new network and as of December 31st, 2012 we are marketing over 900 advertising panels in this key Australian market.

South America and the Middle East: developing markets

In South America, we were awarded in 2012 the significant contract for digital advertising faces on clocks in São Paulo, which is the major economic city for Brazil and the fifth largest metropolitan area in the world. Following the "Clean City" policy of the mayor of São Paulo, where most outdoor advertising was removed, and with the upcoming soccer World Cup (2014) and Olympic Games (2016) being held in Brazil, this contract offers us significant possibilities in coming years and the improved regulatory environment is perfectly suited to our quality products. We will introduce 2000 digital faces which will update the populace in real time about events in the city in addition to the advertising displays. The contract provides an exceptional platform for further development of our South American business.

We hold further Street Furniture contracts in Salvador de Bahía in Brazil, Montevideo in Uruguay, Buenos Aires in Argentina (APSA shopping malls) and Santiago in Chile. In December 2011, JCDecaux expanded its assets portfolio in Chile by being awarded the street furniture contract of Vitacura. Vitacura is a high-end Municipality within the agglomeration of Santiago de Chile and expands JCDecaux reach to the main business district: Sector Oriente.

In the Middle East, in Qatar, we are the exclusive operator for street furniture in the capital, Doha, through our joint venture QMedia Decaux. We operate over 1,600 faces under this contract, which was our first street furniture contract in the Middle East and permitted the Group to showcase its expertise and know-how in the region. In 2012, we capitalised on this and expanded our operations in this region with the award of the contract for 20 years to provide street furniture in Muscat, the capital of the Sultanate of Oman.

We also further grew our business in Central Asia with the award of a street furniture contract in Baku, the capital city of Azerbaijan, to provide advertising column with integrated telephone and Internet services. This is a first entry for JCDecaux to a rapidly growing market; Baku has a population of 5 million people.

Cyclocity: an innovative free bicycle service financed by advertising – a real urban revolution.

JCDecaux launched the concept of self-service bicycles in Vienna (Austria) in 2003, and then successfully developed the project in France with the launch of Vélo'v in Lyon in 2005. The Group has now extended the benefits of its Cyclocity service to a growing number of towns and cities: Seville, Valencia, Gijón and Santander in Spain, Brussels and Namur in Belgium, Luxembourg, Dublin in Ireland, Toyama in Japan, Brisbane in Australia, Gothenburg in Sweden, Ljubljana in Slovenia and finally Paris (including 30 suburban communes), Marseilles, Toulouse, Rouen, Besançon, Mulhouse, Amiens, Nantes, Nancy and the urban community of Cergy-Pontoise. By 31 December 2012, 286 million uses had been registered in 66 cities.

Cyclocity has been introduced according to different economic models depending on the advertising potential that finance this free bicycle service. When the advertising potential is large, as in Paris or Lyon, advertising revenues completely finance the fleet of bicycles. In areas with medium potential, such as Marseilles, advertising revenues partially finance the bicycles and are supplemented by a fee paid by the city, as well as by advertising on the bicycles. Finally, when the advertising medium is smaller, as in Toulouse, the service is largely funded by the city and partially financed by street furniture advertising. In this case, JCDecaux also receives the revenues from the advertising on the bicycles, and the annual subscriptions.

Free bicycle services now represent an irreversible trend, as sustainable mobility is considered to be a major focus of the transport and mobility plans in many cities around the world. In 2012, Cyclocity's innovative responses to the challenges of urban life were recognised by several awards: the Ingenuity Award (infrastructure category) presented to Vélib' (Paris) by the Financial Times and Citi, the Responsible Tourism award (eco-mobility category), also for Vélib', and finally the "Information Strawberry" award for the best large-scale public initiative in the information society, for Bicikelj in Slovenia.

JCDecaux is preparing for the future of street furniture by experimenting with new applications.

In 2012, six intelligent street furniture project installations were completed for the City of Paris following a call for tenders. This project is a unique "urban laboratory" in which new, useful public services can be tested in real conditions. JCDecaux's intelligent urban installations won three major awards in 2012, including an international prize: the Best Digital Poster or Street Furniture implementation at the 2012 Daily DOOH Gala awards.

The Group extends its expertise to shopping malls

We operate in 35 shopping malls in the United States and have 25% market share in the most prestigious shopping malls in the 20 largest American urban areas. Our contracts include some of the most prestigious malls in the United States, including The Mall at Short Hills (New Jersey), Water Tower Place in Chicago (Illinois), and Century City and Beverly Center in Los Angeles (California). Our US mall business is mainly focused on the higher standard malls operated by the company Taubmann.

We have also developed this business successfully in other countries. As of 31st December 2012, we were present in 1,682 shopping malls in 15 European countries (Belgium, Croatia, Estonia, Finland, France, Germany, Hungary, Latvia, Norway, Portugal, Slovakia, Slovenia, Spain, Sweden, and the United Kingdom) compared to 1,539 in 2011.

We have also developed rapidly in Japan: in addition to our advertising operations with Aeon/Jusco, MCDecaux, our 60%-owned subsidiary in Japan, was awarded a 15-year exclusive contract for installation of MUPI® advertisements in shopping malls operated by Ito Yokado, which has 179 malls that cover Japan but are most heavily concentrated in the greater Tokyo area, where it has 116 malls. As of 31st December 2012, we were present in 163 shopping malls located in Japan's largest cities.

We have also successfully developed this business in Argentina, Kazakhstan, Singapore, and Hong Kong with presences in 21 further major malls.

In 2010, we developed our mall business for the first time in the Middle East through our joint venture QMedia Decaux which was awarded the significant contract for Villaggio, the largest mall in Doha, the capital of Qatar in 2009. In 2012, a fire in this Mall disrupted trade but this business continues to provide a sound platform for further development in this sector in the region.

In France, we further developed this business with the award of the contract for So Ouest, the new premium shopping centre for Paris West inaugurated in 2012, where JCDecaux has launched a 100% digital offer.

Future public tenders: a reservoir for growth

We believe that the Street Furniture business has significant growth potential and intend to pursue international growth in coming years. New Street Furniture contracts are likely to be put out to tender in Europe, in Asia-Pacific, including certain first-tier Japanese, Chinese and Indian cities, as well as in South America and in the Middle East.

2.4. Sales and marketing

We market our Street Furniture products as a premium quality advertising medium. Grouped in networks, these spaces are sold for advertising campaigns that last between 7 days in France and the majority of European countries, to 15 days in Spain and the United Kingdom, to one month in the United States. We market and sell all of our advertising space through our own sales forces to advertisers and their advertising or media agencies. Our rates are specified on standard rate cards, and it is our policy not to offer discounts, other than volume discounts. Rates across our network may vary according to the size and quality of the network, the commercial attractiveness of the city, the time of year and the occurrence of special events, such as the Soccer World Cup or the Olympic Games.

To respond to the diversity of our customers' advertising needs, we offer both very powerful mass media networks and targeted networks built on the basis of sophisticated socio-demographic and geographic databases to offer a special appeal for precise targets. This selectivity of faces makes it possible to realise higher value from our assets.

In 2012, in France, JCDecaux Street Furniture has continued to develop its specific local expertise by enhancing the City geomarketing range with City Activity, an innovative, multi-universe product for urban areas and airports, available in a variety of formats (2 sq.m., 8 sq.m. displays and digital screens), specifically targeting economic decision-makers.

JCDecaux has also set a new benchmark for outdoor digital advertising in France by setting up the first column-based street furniture network in the centre of Angers. These installations, which offer exceptional outdoor quality, enable the real-time recording of dynamic content, thus giving advertisers and municipal authorities a brand-new media planning tool with a level of flexibility and relevance never seen before (it can be targeted according to geographical, temporal or meteorological criteria). Digital advertising columns will also be deployed in 2013 in the La Défense area, Europe's premier business district.

In many markets we see increasing demands to create events within public space, enhancing consumer engagement with our advertisers brands. Through our think tank, JCDecaux Innovate, set up to enhance the impact and originality of marketing campaigns, and expanded to 45 countries in 2012, we have been running campaigns that have since become landmarks in the outdoor advertising sector. In parallel with the innovation that saw the traditional bus shelter display turned into part of the advertised event itself, other revolutionary communication techniques were launched, such as the privatisation of advertising sites for a given period so they could be turned into Street Art on behalf of the brands.

In 2012, JCDecaux Innovate brought devices allowing customers to interact with the brand in ever greater numbers and were utilised by our largest customers such as P&G, Volkswagen, Nike, Samsung, Hewlett Packard, Sony, Unilever and L'Oreal to provide street level brand interaction beyond the display of an advertising message.

In the UK, we have developed the "Fast Forward" printing hub which allows us to take a clients' poster design electronically, proof it and print it at regional depots, allowing us to post national campaigns within two days of receiving the campaign artwork. This innovation and increased flexibility has allowed us to compete for short term tactical campaigns, particularly from entertainment clients, that may otherwise have gone to other media. The growing penetration of digital faces in our malls and shopping centres has taken this concept a step further permitting a more rapid and widespread delivery of short term campaigns.

2.5. Contracts for the sale, lease and maintenance of Street Furniture

Principally in France and in the United Kingdom, we sell, lease and maintain street furniture, which generates revenues that are recorded in the Street Furniture segment of our financial statements. In 2012, such activities generated revenues of €128.9 million, representing 11.0% of our total Street Furniture revenues.

For instance, the toilet designed by Patrick Jouin, installed under a lease and maintain contract with the City of Paris, was created to be accessible, aesthetic and eco-friendly. Eco-design has reduced its energy and water consumption (water by 26% and electricity by 28%) and it is built of 95% sustainable and recyclable materials. Its interior has been carefully thought through to optimise accessibility for people with reduced mobility and for the comfort of all. This eco-friendly and aesthetically pleasing toilet, with its top quality design and ease of maintenance, has met with great success in Paris and is now being rolled out in other towns.

These non-advertising revenues also included sale, by JCDecaux Innovate, of innovative technical solutions associated with innovative Street Furniture campaigns.

3. TRANSPORT

JCDecaux's Transport advertising business includes advertising concessions for major airports, metros, trains, buses, trams and other mass transit systems, as well as express train terminals serving international airports around the world. In addition to the 152 advertising concessions that the Group holds in airports, JCDecaux also has advertising concessions in 284 metro, train, bus and tram systems in Europe, Africa/Middle East, Asia-Pacific and South America. Altogether, the Group manages a total of 358 053 advertising faces in transport systems across 28 countries, with 38,146 faces in airports. This figure excludes small advertising faces on airport trolleys and inside buses, trams, trains and metros.

In 2012, the Transport business represented 38.6% of the Group's revenues. Airport advertising represented 46.5% of Transport business revenues and transit system advertising accounted for 43.1%. Other operations conducted by subsidiaries in our Transport business, such as printing of posters, sale of non-advertising products, marketing and sale of Innovate® media, or cinema advertising, represented nearly 10.4% of Transport revenues.

3.1. Characteristics of Transport advertising contracts

Advertising contracts in airports and in other transport systems vary considerably according to the extent of the role that the Transport Authority wants to play in the advertising concession granted to JCDecaux. This flexibility may mean that contracts vary with regard to term, fees, ownership of equipment, termination clauses, level of exclusivity, location and advertising content.

Some of the most common terms and conditions in the Group's Transport contracts are listed below:

- a term of between 3 and 25 years;
- payment of a fee in proportion to revenues generated, combined with a minimum guaranteed fee in certain cases;
- a joint venture partnership such as for the airports in Frankfurt, Rome, Shanghai and Paris or the metros in Beijing, Shanghai and Nanjing;
- depending on the particular requirements of the grantors, JCDecaux may design, build, install, and maintain, at the Group's expense, wall supports, digital screens, advertising panels, or any other type of furniture. In addition, we also supply some transport authorities with panels which are dedicated to the provision of passenger information such as maps;
- with very few exceptions, the Group possesses the exclusive rights to the advertising business in the airports where it is present. Most grantors extend these exclusive advertising rights to external bus shelters and other outdoor furniture, as well as terminal platforms such as jet bridges and passenger services such as NICT charging stations;
- the initial choice regarding the location of advertising panels is generally made by mutual agreement. In certain cases, the advertising content may be subject to the grantor's approval. The Group's rights may also be limited by airlines which have sub-leased areas within an airport and may therefore have certain rights in determining the location and content of the advertising visuals in these spaces.

3.2. Airport advertising

3.2.1. Geographic presence

The Group holds advertising contracts for 152 airports in 18 countries.

Under the brand name "JCDecaux Airport", the Group reaches nearly 27% of worldwide airport traffic and is present across four continents.

In Europe, the Group manages advertising contracts for 71 airports, the three largest of which are London, Paris and Frankfurt. More specifically, JCDecaux is present in:

- 32 airports in France, including Charles de Gaulle airport and Orly airport, through a JV with Aéroports de Paris,
- Five British airports including London Heathrow and London-Luton,
- Four airports in Germany, including Frankfurt airport, through a joint venture with Fraport,
- Brussels International Airport in Belgium,
- Eight airports in Portugal including Lisbon, Oporto and Faro (after winning the competitive tender launched by ANA, the contract for the Portuguese airports was renewed at the end of 2012 for a duration of seven years),
- Five airports in Italy, including the major hubs of Milan (Malpensa and Linate) and Rome via the IGPDecaux subsidiary,
- Seven airports in Eastern Europe: Warsaw and four regional airports in Poland, joined, in 2012, by the airports in Riga, Latvia and Prague, Czech Republic,
- Ten airports in Norway.

In Asia, JCDecaux originally began operations in 1998 in Hong Kong airport (Chek Lap Kok), a major gateway for this region, followed by Macau. Over recent years, the Group has experienced significant expansion throughout this continent. In 2005, the Group signed a joint venture with the Shanghai Pudong and Hongqiao airport authorities. In 2006, JCDecaux acquired the advertising concession at Bangkok Suvarnabhumi airport, a major strategic hub for South Eastern Asia. In 2007, JCDecaux started operating advertising media at Beijing’s new Terminal T3 for the 2008 Olympic Games, and then at Bangalore International Airport, India’s fourth largest airport. Since then, JCDecaux has reinforced its presence in China when it was awarded, in 2008, the contract to manage indoor and outdoor advertising at the new international airports in Qingdao and, in 2012, in Chengdu. In the meantime, Changi Airport in Singapore, a major hub in Asia, joined our network in 2010.

In the United States, the Group manages advertising contracts in 25 airports, including New York (JFK, La Guardia and Newark), Houston, Miami, Orlando, Minneapolis-St. Paul, Washington D.C. (Dulles International and Washington National) and Los Angeles. In September 2012, by virtue of an agreement with the Port of New York Authorities, we will extend the advertising concession for New York’s airports until August 2020.

In Africa/Middle East, JCDecaux is present in 17 airports in Algeria, including the advertising concession for Algiers airport. JCDecaux also has the exclusive advertising concession for Dubai International, Dubai World Central-Al Maktoum and Sharjah airports, as well as the exclusive advertising concession for all 26 Saudi airports. In 2012, JCDecaux Dicon also extended its reach within Dubai airport by winning the exclusive advertising concession for the new Concourse 3.

As at 1 January 2013, the geographic coverage of our advertising space in airports was as follows:

COUNTRY /REGION	NUMBER AIRPORTS	NUMBER OF ADVERTISING FACES
France	32	7,931
United Kingdom	5	5,382
Europe (1)	34	8,636
North America (2)	25	8,126
Africa/Middle East (3)	46	3,316
Asia-Pacific (4)	10	4,755
TOTAL	152	38,146

(1) Includes Germany, Belgium, Italy, Latvia, Norway, Poland, Portugal and Czech Republic.

(2) Includes USA.

(3) Includes Algeria, Saudi Arabia and the United Arab Emirates.

(4) Includes China, India, Singapore and Thailand.

3.2.2. Airport advertising contracts

JCDecaux prefers exclusive contracts for the operation of advertising space in airports. These contracts are subject to tender procedures and are generally awarded for a term of 3 to 15 years. As at 31 December 2012, the average remaining term (weighted for 2012 revenues) of our airport advertising contracts was 5 years and 7 months.

JCDecaux pays a percentage of its advertising revenues to the airport authorities, varying on average between 50% and 70% of said revenue. However, the investment, as well as the operating costs linked to maintaining these panels, is much lower than investments for street furniture contracts.

3.2.3. Audience and traffic

Advertisers particularly value airport passengers, as they typically include a high percentage of business travellers, who are difficult to reach through traditional media. These travellers spend a considerable amount of time waiting for flights and luggage, and thus constitute a captive, target audience, relatively open to receiving an advertiser’s message. The strengthening of security procedures in recent years has also contributed significantly to the lengthening of waiting time for travellers. Airport advertising represents one of the best ways for advertisers to reach this affluent audience that generally has little free time. This is also a very significant asset given the fragmentation of audiences observed in recent years (Internet, mobile telephony, etc.). More than ever, the airport is a strategic medium for reaching this valuable audience.

ACI preliminary traffic results indicate that global passenger traffic grew 4.0% in 2012 compared to 2011. North America (+1.6%) and Europe (+1.2%) recorded modest growth whilst emerging countries such as the Middle-East (+13.1%), Asia-Pacific (+7.5%), Africa (+6.4%) and Latin America (+7.3%) saw stronger growth. It should be noted that in its "2012 - 2031" traffic forecast report, the ACI predicts that, at the current pace of traffic growth in Asia, the Asia-Pacific zone should, as early as next year, occupy the first place in terms of passenger traffic and, by the year 2031, it should account for more than 42% of global traffic (compared with 29% in 2011).

3.2.4. Sales and marketing

JCDecaux sells advertising packages for individual airports as well as packages that allow international advertisers to display their advertisements in multiple airports around the world. Our presence in 152 airports around the world, especially in the major airports of London, New York, Paris, Los Angeles, Frankfurt, Hong Kong, Shanghai, Singapore and Dubai, is a major asset both with respect to international advertisers, for which we can design national and international campaigns, and with respect to the airport authorities that benefit from our ability to generate greater revenues and value per space as a result of marketing advertising displays nationally or globally.

Our global dimension in the area of airport advertising played a major role in the decision of the Frankfurt, Rome and Shanghai airports, which previously had in-house agencies, to work with us in managing their advertising over a long period to maximise their advertising revenues per passenger.

Another major advantage is that we design and position our own airport advertising structures to blend in with the overall design and architecture of airport terminals and provide advertisers with the best possible exposure and impact to reach their target audience.

In 2012, JCDecaux had a presence in 11 out of the world's top 21 airports:

AIRPORT	PASSENGERS IN MILLION	CONTRACT HOLDER
Atlanta	95.5	Clear Channel Outdoor
Beijing	81.9	JCDecaux / local companies
London Heathrow	70.0	JCDecaux
Tokyo Haneda	66.8	Tokyu Space Creation (1)
Chicago O'Hare	66.6	Clear Channel Outdoor
Los Angeles	63.7	JCDecaux
Paris CDG	61.6	JCDecaux (2)
Dallas Fort Worth	58.6	Clear Channel Outdoor
Jakarta	57.8	Adshel, APN, Eyecorp
Dubai	57.7	JCDecaux
Frankfurt	57.5	JCDecaux (2)
Hong Kong	56.1	JCDecaux
Denver	53.2	Clear Channel Outdoor
Bangkok Suvarnabhumi	53.0	JCDecaux
Amsterdam	51.0	In-house sale agency
Singapore	51.2	JCDecaux
New York JFK	49.3	JCDecaux
Guangzhou	48.5	Various local companies
Madrid	45.2	Cemusa
Istanbul	45.1	Digiboard (Scala)
Shanghai Pudong	44.9	JCDecaux (2)
TOTAL	1,235.2	

Source: ACI, March 2013.

(1) In 2004 we entered into an agreement with Tokyu Space Creation, a subsidiary of the fourth-largest Japanese advertising agency, for joint marketing of advertising space in 26 Japanese airports (including Tokyo) and our 152 airports.

(2) In joint venture with the airport authorities.

Our products include a wide range of advertising structures in different formats, as well as exhibition spaces and advertising on trolleys. Panels are placed where passengers tend to congregate, such as at check-in areas, passenger lounges, gate areas, passenger corridors and baggage carousel areas, offering advertisers the opportunity to interact with their target audience close to points of sale and in commercial areas of the airport. JCDecaux also designs custom-made advertising structures for advertisers, such as 3D products or giant display panels, which have the greatest impact on both arriving and departing passengers.

Targeting and measuring the audience for airport media

A pioneer in audience measurement, JCDecaux was the first outdoor advertising group to develop audience measurement systems specifically designed for airports such as Radar in Great Britain or MAP (Media Aéroport Performances) in France.

In order to improve its understanding of the role and the perception of brand names in airports, in 2010, JCDecaux, in collaboration with Opinion Way, conducted the "Airport Stories" study on Paris CDG & Orly airports. In 2011, JCDecaux decided to extend the scope of this study to New York JFK, London Heathrow, Frankfurt, Hong Kong, Chep Lap Kok, Singapore Changi and Dubai. The Airport Stories study demonstrates that the airport, a unique place of exchange and mobility, makes it possible to build an unmatched "universal" brand experience that creates mutual values. It has been shown that the airport confers a status to brands (92% of persons interviewed said that advertising in an airport confers an international status to brands and 83% said that it reinforces their prestige). Moreover, the results of the Airport Stories World study demonstrate that the perception of brands within airports has a value-enhancing effect and creates an exclusive experience for its target audience.

In 2012, the Airport Stories study saw a new development with a section devoted entirely to measuring the impact of digital media among airport passengers. The Digital Airport Stories study, conducted within Aéroports de Paris, provides a better understanding of how brands need to communicate with passengers, whether it be for statutory or events campaigns. The study confirms that the airport is a unique place of intense and unforgettable experiences conducive to the creation of a brand experience enhanced through a unique interaction with passengers, to the extent that they are seeking more and more opportunities to come into contact with brands.

Results also show that, in relation to the large deployment of the new digital offer:

- 90% of passengers questioned believe that digital communication is suited to airports;
- 82% find that it is a good resource for marketing;
- 76% find that it is an original way of discovering new brands (passenger comments: "we are encouraged to meet and discover", "it triggers our desire to find out more about the brand").

Digital, experiential and services: growth levers for airport media

Digital screens are a key feature of the airport environment, be it for broadcasting information, advertising messages or content aimed at entertaining passengers. Offering closed environments and extended dwell times, airports are a place where passengers are willing to interact with digital media, actively wishing to download content and get to know brands better.

Operating over 3,935 screens in airports worldwide, JCDecaux offers advertisers a rich selection of effective digital solutions which may prove useful in increasing trade for travel retail spaces. The giant 39 sq.m. screen installed at Paris CDG2E was certainly the most noteworthy digital device installed at an airport during 2012. The installation of this large technologically advanced screen with its ultra-thin design is the flagship of JCDecaux Airport Paris' new digital advertising offer. Ideally situated and offering an extraordinary space for expression, it provides unmatched visibility and provides passengers with new brand experiences. Matching perfectly with its strategy of innovation, the LVMH group chose to be the first exclusive advertiser on this impressive screen.

In addition to its high visibility and impact, one of digital media's most greatly appreciated advantages is its flexibility. It is possible to broadcast content in real time, as IBM does every year at London Heathrow during the Wimbledon Open Tennis Championship, or to broadcast targeted messages such as the weather at the destination airport at boarding gates etc. In 2012, Guerlain launched an original operation on the new Aéroports de Paris digital media: using real-time passenger geo-location technology, advertisements could be broadcast either in French, English, Russian or even Chinese, according to the terminal and flight timetables, thereby delivering a personalised message to the target audience.

At the cutting-edge of technology, JCDecaux's digital media allow for direct interaction with its exclusive audience of airline passengers. The Airport Stories World study demonstrates the power of engagement that digital media can bring to a brand:

- 66% of those asked wanted to download entertainment;
- 61% wanted to download offers and money-off vouchers.

Digital media can, therefore, provide brands with ample resources to communicate, as closely as possible, the expectations of their target audience.

In addition, advertisers are looking for ways to differentiate their products to really assert their brand within an airport. JCDecaux Airport offers tailored advertising solutions to enlarge and multiply the impact of a campaign, such as giant display panels, 3D displays, interactive furniture, exhibition spaces or relationship marketing. There are numerous examples of events campaigns in airports and these are replicated all over the world. Among the most notable in 2012 was the Mastercard Lounge at New York JFK Terminal 8 hub for American Airlines. Passengers who hold a Mastercard can relax in a comfortable lounge equipped with charging stations, iPad tablets and even a children's area. In the same vein, during the summer period, Ikea installed, at Paris Charles de Gaulle Terminal 3, a 220 sq.m. lounge comprising nine bedrooms, a lounge area and a special children's play area allowing travellers to relax or even have a nap before their flight. In airport media, brands from all sectors have found a place to express original creativity, thereby allowing them to effectively raise their awareness.

Finally, passenger service devices also serve as high added-value communications solutions, for advertisers, passengers and airport authorities. One of the most emblematic examples is the NICT (New Information and Communication Technologies) charging stations, which allow passengers to work and charge their MP3 player or mobile before boarding. This invaluable service is a fine example of how passengers can maximise their time in the airport. New-York JFK was the first to introduce this service in 2003 with the roll out of 50 charging stations designed by JCDecaux and sponsored by Samsung. This device was then rolled out in a large number of new locations with charging stations in airports in London, Hong Kong, Frankfurt, Milan and Dubai. New sponsors also entered the field of play; in addition to Samsung, these included Oracle, LG, Telia, Aircel, the oil company Statoil, the One World air alliance and HSBC. Another good example is clock sponsorship by a world-renowned brand. In this respect, Rolex, which had already been present for many years at New York's JFK and Hong Kong airports, chose to highlight its know-how and brand design at Paris Charles de Gaulle, Paris Orly, Shanghai Pudong and Los Angeles airports, followed, in 2012, by Frankfurt airport. Other brands that chose to install clocks displaying their logos included Omega at Nice and Brussels airports, Ulysse Nardin at Bangalore airport, and Longines at Shanghai Hongqiao airport.

3.3. Metro and other transit advertising

As at 1 January 2013, we had 284 advertising contracts representing 319,907 advertising spaces in metros, trains, buses, trams and rapid transit systems serving airports around the world.

Geographic presence

At the end of 2012, JCDecaux was operating in ground transportation systems in 18 countries. With a large presence, JCDecaux is the leading outdoor transport communication company in China. The Group holds advertising contracts for more than 30,000 buses in 8 Chinese cities. In metros, JCDecaux renewed this year the MTR (Mass Transit Railway) advertising concession and the Airport Express Line (AEL) in Hong Kong, which it has held since 1977. It also manages advertising spaces in Beijing, Nanjing, Tianjin, Shanghai, Suzhou and Chongqing. With considerable market share, JCDecaux's advertising displays in Chinese metro systems boast a massive reach. Thanks to JCDecaux China's advertising networks, an advertiser can now purchase spaces in six different cities. In addition to simplifying the purchase process for advertisers and agencies, this unique network also offers opportunities in terms of creativity and innovation, thus improving the impact of communication in Chinese metro systems.

In metro systems outside the Asia-Pacific zone, JCDecaux holds advertising contracts in metros in Santiago, Turin, Milan, Rome, Budapest, Vienna and Prague. In Spain, JCDecaux manages below-the-line advertising for the entire Madrid metro system, as well as all advertising on new lines created since 2007. We have also been managing advertising concessions for the Barcelona metro (a major medium for Spanish advertisers and agencies) and the Bilbao metro since 1999. Finally, in Germany, with the acquisition of a majority stake in Wall, JCDecaux is present in the Berlin U-Bahn.

In other transport systems, JCDecaux has advertising contracts in several countries worldwide, including in Algeria (bus), Germany (trams and trucks), Austria (trams and buses), Bulgaria (trams and buses), Spain (buses), Finland (trains and buses), Ireland (trams), Hong Kong (trams), the Czech Republic (trams and buses), Qatar (buses and taxis), and has national coverage in Italy (trams and buses). In 2012, JCDecaux also extended its reach:

- to Denmark by winning, via its subsidiary AFA JCDecaux, the contract to operate 4,000 DSB (Danish national railway) advertising sites;
- to Norway, by winning the competitive tender for the Norwegian railways advertising concession in partnership with ROM Eiendom (the real estate company belonging to the Norwegian railways - NSB). This contract gives AFA JCDecaux exclusivity for the management and operation of 990 advertising spaces in ROM Eiendom's 331 stations and other spaces reaching more than 52 million travellers per year.

3.3.1. Metro and other transit advertising contracts

As of 31 December 2012, the average remaining term (weighted for 2012 revenues) of our metro and other transit system contracts was 5 years and 9 months. The initial investment sum and the operating costs linked to maintaining advertising panels in metros are generally lower than those for street furniture contracts. JCDecaux also pays a variable fee to grantors, in the form of a percentage of advertising revenue.

3.3.2. Audience and traffic

The metro-riding population is comparable to the one for outdoor advertising (Street Furniture and large-format Billboard). The same geo-marketing techniques are used to maximise the impact of these advertising networks on the metro audience, and the effectiveness of the Group's commercial offerings to advertisers. In China, where it is the leader in transport advertising, JCDecaux conducted the first audience measurement study (R&F) for the Shanghai metro in 2008; this study was extended to the Beijing metro in 2009. The R&F (Reach & Frequency) audience study quantifies the impact of each advertising campaign in the metro system, providing reliable and objective media-planning indicators, such as audience quantification, repetition, GRPs or contacts, which allow advertisers and agencies to make clear choices and to optimise their campaign performance. The R&F study for the Beijing metro follows the external general audience measurement principles established by the Global Guidelines on Out-of-Home Audience Measurement (GGOOHAM) industrial committee, which issues global audience measurement directives for outdoor advertising.

The R&F study for the Beijing metro reveals that a traditional advertising campaign can reach more than 64.5% of the adult population in Beijing in just four weeks. This means that an advertiser can make 541 GRPs or 53 million effective visual contacts with a standard network of 100 illuminated panels. The figures are even better for targeted campaigns of particular interest to young people, graduates or high earners. For example, 765 GRPs are reached among white-collar workers, 41% above the average. This study therefore confirms that JCDecaux metro advertising network not only has a high impact within a closed environment, but also facilitates highly effective contact with a targeted public.

3.3.3. Sales and marketing

In 2012, transit media experienced great success with advertisers as a result of certain highly original advertising events.

JCDecaux, creating a buzz in the metro

To encourage agencies and advertisers to be more creative in their use of metro media, JCDecaux China created two major events: the Best of the Best Awards and the Innovate Festival. The aim of these awards is to create high added value for advertising spaces while creating, in collaboration with its partners, a harmonious and creative metro culture.

The Best of The Best Awards, created in 2007, aims to encourage exceptional advertising campaigns and award the best campaigns displayed in the metro systems in five large cities (Shanghai, Beijing, Nanjing, Chongqing and Tianjin). Throughout the course of the evening, widely considered the most important annual event for China's outdoor advertising sector, JCDecaux presents 32 awards in ten different categories; the most prestigious awards are the platinum "Best of the Best Awards" for the "Best use of media", "Creativity", and the "Best digital campaign", respectively. The winners are selected by a panel of experts from the media industry, advertising, multimedia design and universities. In a move to promote interaction, JCDecaux China invited metro users to participate by voting in different categories such as the "Most popular charity campaign", thus establishing a platform for communication and exchange with the public.

The Innovate Festival in Hong Kong, organised by JCDecaux Transport in collaboration with the MTR (Mass Transit Railway) Corporation, aims to promote the creative potential of MTR media. From October to December, zones with the highest passenger traffic in key stations throughout the network are dedicated to creative advertising campaigns. Advised by JCDecaux Transport experts, brands and agencies are encouraged to let their imagination run wild and design innovative campaigns, whether this be through the use of technology, interaction with MTR users or dramatic use of the space. This highly innovative positioning helps to cement JCDecaux Transport Hong Kong's reputation as a leading company in terms of the quality and creativity of the media that it offers. Thus, for the 3rd year running, JCDecaux Transport was named by Marketing Magazine (magazine for marketing and advertising professionals) as the number one company for Outdoor Advertising in Hong Kong.

The metro and other transit systems: laboratories for new technologies

As is the case with airports, the closed environment of the metro provides an ideal location for digital media. There are two business models:

- 100% advertising (or highly advertising dominant). Aimed at a mass audience that is very mobile inside the stations and whose dwell time is limited (two to three minutes), the proposed programme loops are kept short in order to optimise advertisers' visibility. This model is dominant in Asia, the UK and Germany, and the Milan metro. Also, the Friedrichstrasse station in Berlin, where the new format was launched in 2010, is now totally digital;

- content media aimed at informing and entertaining passengers, with an advertising panel. For example, in Austria, JCDecaux's dynamic display network in the public transport system, called Infoscreen, was launched in 1998 with three screens in the Vienna metro. Nowadays, it reaches 50% of Vienna residents and, with expansion to the cities of Graz, Linz, Innsbruck, Klagenfurt and Eisenstadt (totalling nearly 1,400 screens all over Austria), Infoscreen offers advertisers national coverage of 17.1% of the population (1.3 million people). Programme content is split between 30% advertising messages and 70% information content (international news, politics, briefs, sports and culture) updated by 12 editors and graphic designers. The non-advertising content is provided by outside partners such as the national press, online media, radio stations, television stations and Reuters. During 2012, JCDecaux started to extend the Infoscreen programme to the Vienna tram network. By 2014, 100 trams will be equipped with five screens per tram, which will increase the number of screens broadcasting Infoscreen programmes to 2,500.

In addition, new technologies will offer more opportunities to interact with the passenger whether for entertainment or to help them make the most of their travel time by giving them access to promotional offers. Once again, the Hong Kong metro led the way by offering the very first "interactive advertising experience zone" at Tseung Kwan O station. This advertising platform aimed to provide users with a full interactive entertainment experience while increasing exchanges between advertisers and passengers thanks to the use of advanced technologies such as NFC (Near Field Communication), the use of QR Codes or using JCDecaux's "U tie" mobile application. The possible interactions included:

- E-Game: with Xbox 360 Kinect, a game transforming participants into virtual animals enabling them to expand their knowledge of wild animals;

- E-Touch: with a Tissot campaign enabling participants to try out, from a virtual perspective, several design models of Tissot watches via a touch screen;

- E-Shopping / E-Couponing: with the possibility to buy MTR souvenirs instantaneously and receive an exclusive reduction of up to 55%; or to access the PopCorn Club money-off voucher site to download electronic vouchers to a smartphone to be exchanged for free membership in the PopCorn Club. In the same way, users could obtain money-off vouchers in the Arome Bakery outlets at Tseung Kwan which could be redeemed for a selection of cakes;

- E-Information: users could download the latest WeChat application for smartphones and add the Big Four group to their list of friends. They could then connect and chat with each other straight away. It was also possible to access the Galaxy Macau official site to keep up to date with the latest news and hotel promotions.

This highly interactive offer helps to make passenger's journey more pleasant while offering a considerable amount of added value both for the brands and for the transport authorities.

4. BILLBOARD

JCDecaux is the leading Billboard advertising company in Europe in terms of sales (source: JCDecaux). In 2012, Billboard accounted for 16.7% of our revenues.

Our billboards are generally prominently located near major city and suburban commuter routes, allowing our advertisers to reach a wide audience. Our Billboard networks are in high-visibility locations in such major cities as Paris, London, Berlin, Brussels, Vienna, Madrid and Lisbon and offer advertisers extensive territorial coverage in each country.

The Billboard activity also includes illuminated advertising, basically the creation and installation of large-format neon signs. We also offer wall wrap advertising. Present in 7 countries, with 53 neon signs, we currently cover the major European capitals and aim to strengthen our position in Asia and Central Europe. In 2012, illuminated and wall wrap advertising generated revenues of €15.9 million, accounting for 3.6% of total Billboard revenue.

4.1. Characteristic of Billboard contracts

- We lease the sites of our billboards principally from private landowners or building owners (private law contracts) and, to a lesser extent, from city authorities (public law contracts), railway authorities, universities, or real estate companies. We pay rent directly to the owners of such land or buildings. Where state or local government property is involved, billboard contracts are generally awarded after a competitive tender process. In the United Kingdom, we also own certain sites where we install billboards.

Principal terms and conditions common to most of our private billboard contracts are as follows:

- a term of six years from the date of signature, with, for France, automatic renewal from year to year after expiration of the initial term, unless terminated earlier on three months' notice prior to expiration. Terms are longer in countries where the term is not limited by law;
- free access to the location to the extent required for installation and maintenance of the installation;
- provisions relating to the type of billboard, the type and surface area of the faces that may be displayed and the rent paid to the landlord;
- landlord responsibility for ensuring that the billboards remain visible, especially with respect to vegetation.

4.2. Geographic presence

As of 31st December 2012, we had 210,009 advertising faces. These were placed in 25 countries in Europe (covering over 2,800 European towns and cities of more than 10,000 people), three countries in the Asia-Pacific region (China, Singapore and Thailand), in Russia, in the Ukraine, Qatar and two in Central Asia (Kazakhstan and Uzbekistan). In 2012, we continued to pursue our strategy of improving the quality of our billboards by dismantling certain low-quality panels and replacing them with more state-of-the-art displays, including backlit and scrolling panels. In 2012 we also further controlled costs by the removal of uneconomic panels in a number of the more mature markets.

The neon sign advertising business is located principally in France, but we also operate this business in other countries, such as Belgium, Bulgaria, Norway, Poland, Spain and Croatia.

As of 31st December 2011, the geographic distribution of our billboards was as follows:

REGION	NUMBER OF ADVERTISING FACES
Europe (1)	121,551
France	44,685
Asia-Pacific (2)	304
United Kingdom (3)	33,386
North America (4)	14
Rest of the world (5)	10,069
TOTAL	210,009

(1) Includes Austria, Belgium, Bulgaria, Croatia, Czech Republic, Denmark, Estonia, Finland, Germany, Italy, Latvia, Lithuania, the Netherlands, Norway, Poland, Portugal, Republic of Ireland, Slovenia, Slovakia, Spain, Sweden and Turkey.

(2) Includes China, Singapore and Thailand.

(3) Includes Telephone Kiosk panels.

(4) USA.

(5) Includes Kazakhstan, Qatar, Russia, Ukraine and Uzbekistan.

4.3. Our product offering

Our Billboard offering includes a broad range of products, with general coverage packages offering advertisers a true mass media audience over a wide geographic area, and more targeted packages that offer contact with specific audiences having certain demographic or socio-economic characteristics.

The size and format of our billboards vary across our networks, primarily according to local regulations. In all areas, though, our billboards and neon signs are characterised by a high level of quality and visibility, which is essential to attracting our advertisers' target audience. Our premium billboards are also backlit, which we estimate increases their audience by up to 40%.

Of particular significance in 2012 was the rise in use of digital products, in conjunction with digital panels in other sectors of our business, to provide interaction for advertisers' customers via mobile platforms. Indeed advertisers are increasingly recognising the volume of social media activity that is conducted on mobile devices while out of the home and the place outdoor advertising has in stimulating discourse on these platforms amongst consumers. Clients such as Europcar in 2011, and Absolute Radio Burberry and Unilever in 2012 have used outdoor digital displays to engage customers with live feeds of content and in some cases permitting interaction with the displays via Twitter or Facebook. We see this as a phenomenon which will increase in importance in the future.

The new billboards incorporate successful Street Furniture concepts, such as backlighting and scrolling panels. Since the acquisition of Avenir in 1999, we have invested significantly to improve the quality of our Billboard network, especially in major markets such as France and the United Kingdom. Since 2009, JCDecaux has marketed the largest network of backlit panels in the United Kingdom. This qualitative improvement has enabled us to strengthen the advertising effectiveness of our networks and differentiate our product offering to advertisers. For the most visible and prestigious displays, for example, we have continued to replace fixed panels with 8, 12 and 18 m^2 backlit scrolling panels called "Vitrines®". As of 31 December 2012, the Billboard division had installed 4,866 "Vitrines®" in France, 290 in the United Kingdom, 60 in Belgium and 310 across eight other European markets, mainly Norway, Portugal, Germany, Sweden and Spain.

In 2012, 59% of the display faces sold by the Group in France as part of short-term campaigns were backlit under glass. This percentage far exceeds the average of 40% recorded by the Group's French competitors in the field of backlit billboards.

Impact studies by Carat, the leading French media agency and Postar, an audience survey institute for outdoor advertising in the United Kingdom, showed that an advertising campaign posted on scrolling panels (such as "Vitrines®") had as much impact as an advertising campaign posted on a fixed panel, even though the exposure time is shorter. The mobility of the panel attracts attention and reinforces the effectiveness of the advertising message, making this type of panel particularly attractive to advertisers.

In all of these developments we have consistently removed old outdated formats such as trionic panels and replaced them with modern backlit vinyl, scrolling or digital adverting opportunities, maintaining a quality differential between ourselves and our competitors which we believe allows us to better maintain price of sale. In addition, JCDecaux has replaced a significant quantity of its traditional billboard stock with high definition billboards which carry a one-piece completely recyclable polyethylene poster. This conversion will not only make it possible for us to reduce their environmental impact, as a result of lower consumption of paper pasted to structures, but also to speed up the posting process and improve their visibility. This commitment to raising the quality of large format advertising is recognised within the buying marketplace and we believe gives us a competitive advantage.

In the **United Kingdom**, we have continued to bring forward new, large, landmark billboards:

- In 2005, we added M4 Tower, the United Kingdom's tallest purpose-built advertising structure (28.5 meters tall, as high as a seven-storey building), which is positioned for maximum visibility on the main highway to Heathrow Airport from London.
- In 2006, we continued building this type of unusual advertising display in locations near major, high-density traffic arteries. We erected the Torch on the M4 motorway in London, not far from the Foster M4 Tower, as well as a similar structure on the A3 motorway.
- In 2008, we initially introduced 20 new digital billboard displays at high-impact locations in central London. These new structures which we have now increased to 30 displays, with new locations on key entry points to the capital, enhance the attractiveness of our medium for advertisers, and were particularly relevant in the key period before the 2012 Olympic Games.
- In 2009 we continued to invest in these high profile superstructures sites, strategically placed to expand our landmark offering and reinforce our London dominance in the run up to the Olympics in 2012. Two further towers were built on the M3 motorway and the A40M motorway in London next to the new Westfield shopping centre, the largest inner city mall in Europe.
- In 2011, a further tower on the A40M has been added where this major thoroughfare into London enters the central London area. We also completed the Stratford Digital Sail, a 36m^2 digital panel situated on the major commuting route passing the Olympic Park. Finally, we erected the Trafford Arch in Manchester, which spans a full 46m and carries an 83m^2 advertising face. It is the only site in the UK to span a major highway.
- In 2012, we continued to convert all our major large format face on the Cromwell Road, part of the major route between Heathrow and central London, to LED digital screens. In a striking innovation, made possible by all faces being digital, The Cromwell Road Digital Gateway is sold to advertisers as one advertising opportunity. No longer limited to a fixed two week period advertisers buy all digital faces in the offering in time periods from one day upwards giving complete dominance of this valuable audience exclusively. This domination concept, pioneered within our airport, metro and rail environments is likely to expand in coming years and significantly expands our ability to attract late booking and tactical advertising revenues. It was particularly successful in these environments in attracting Olympic sponsor based investment.

In **Germany**, Wall AG, the Group's German subsidiary is also pursuing a digital strategy, innovating in digital outdoor advertising units for its national market. In August 2011, JCDecaux launched the first German network of digital outdoor advertising. Having started on the streets of Berlin, the network was subsequently extended to Hamburg. As an improved version of the City Light Boards (a similar existing billboard solution), these new advertising media provide maximum flexibility for campaigns, like the private spaces that allow the Group to attract new advertisers.

4.4. Sales and marketing

Our Billboard network markets itself under several brand names: JCDecaux Large and Avenir in France, Avenir in Spain, JCDecaux in the United Kingdom, Ireland, the Netherlands and several other European countries, Gewista in Austria, Europlakat in Central Europe, WallDecaux in Turkey, Belgoposter in Belgium, and IGPDecaux in Italy.

A large proportion of our Billboard business comes from short-term seven- to fifteen-day advertising campaigns, although in some countries, such as France, long-term packages ranging mainly from one to three years also contribute significantly to revenue.

The City Voice study, conducted in France last year, enabled for the first time an investigation of the customs, perceptions and benefits attributed by the public to long-term outdoor advertising media used by advertisers to inform and guide customers to their retail points.

Each billboard network within the Group is designed according to audience measurement surveys, complemented by geomarketing tools that collate sociodemographic data, and information about people's movements, consumption habits and the retail structure. The billboard networks constructed on the basis of these tools and studies meet the advertisers' specific advertising targets. Advertisers can then purchase networks that provide them with uniform regional or national coverage, or target particular areas within a strategic town, or a location close to certain stores or cinemas etc.

Unlike street furniture advertising, discounts can be granted off the Group's catalogue prices in accordance with the market practice. This has enabled JCDecaux to develop a useful sales tool that allows the sales team to optimise the commercialisation of the billboard networks. Thanks to a Yield Management program, the sales team can instantly monitor the changes in demand and supply for billboard networks, and can thus adjust discounts granted to advertisers, in order to sell each network at the best price.

In France, two complementary strategies have been launched in order to anchor the large format Vitrines®. to a high added-value positioning. As in street furniture, these offers are now sold on a tariff basis net of any discount.

The launch of the exclusive City range, a mixed national offer of Street Furniture and 8sq.m. Vitrines® has enabled the design of targeted products, fine-tuned to reflect the diversity of the areas covered by the Group. Since it was launched in 2009 this range has been extended to include three themed networks: City Trade, City Life and City Move. These concepts were constructed on the basis of sophisticated geomarketing analyses developed in collaboration with Experian, the recognised world leader in data analysis and micro marketing. In 2012, a fourth product – City Activity – was included in the City range.

Also, at the end of 2011, in partnership with Bureau Veritas Certification, JCDecaux developed a brand-new approach for France, enabling the setting of a market standard by certifying the quality of 10,100 JCDecaux 8 sq.m. and 12 sq.m. backlit glass-covered installations. JCDecaux set up a Quality Committee composed of six advertisers (Auchan, Bouygues Telecom, Caisse d'Epargne, L'Oréal, Orangina Schweppes and Volkswagen), four media agencies (Havas Media, Posterconseil, Posterscope and Vivaki), one advertising agency (Fred & Farid), JCDecaux and Bureau Veritas. The Quality Committee worked on nine rating criteria (five discriminating benchmarks such as isolation of the panels and four contextual benchmarks). This resulted in a four-tier classification of Vitrines® installations: Diamond, Gold, Silver and Bronze. This transparent approach allows advertisers to pinpoint the level of quality and visibility of the advertising support they purchase from JCDecaux. This reference framework is open to other players in the outdoor communication market.

Since 2008, our Billboard proposition has also been supported by the introduction of the Fast Forward concept. Retail clients took advantage of the rapid posting made possible. A good example, was major food retailer, Morrisons who used the increased flexibility and turnaround time on posting to promote money off vouchers available in the national press. In many case clients moved money that would have been spent in the press. We believe that in 2012, due to the market being much more short term in nature across a wide range of product categories, the ability of our teams to take advertising copy relatively late made our proposition more flexible and benefitted us financially.

In the **United Kingdom**, JCDecaux adopted a practice in 2011, common in some parts of American media sales: an "upfront" presentation of our offer. In this case specifically for the period leading up to and encompassing the Olympic games, held in 2012. A specifically designed presentation in London's St Pancras Station allowed us to secure a majority share of business from key Olympic sponsors in the auction that immediately followed this initiative.

1. KEY ADVERTISERS

We have constantly sought to broaden and diversify our customer base. Diversification provides opportunities for growth and protection against the volatility of certain types of advertisers' budgets.

In 2012, as economic conditions stalled somewhat around the world, we believe that the positions we have established in emerging markets, especially in China and the Middle East region, and the long term partnerships we have fostered with leading advertisers permitted us to perform more strongly than some other media owners with a less diverse international base. A strong contributory factor to these relationships was our strategic investment in digital platforms in a variety of segments relevant to strongly performing investment categories.

With revenues from only seven advertisers accounting for more than 1% of our consolidated Group advertising revenue, JCDecaux maintained in 2012 a well diversified client base. Our leading advertisers remained remarkably stable with eight of our top ten advertisers remaining the same in 2012 as in 2011, and with seven of these key customers increasing investment with us year on year. Our established long term collaborative arrangements with leading customers on a national and international basis meant that our top ten advertisers in 2012 accounted for approximately 12.8% of our consolidated revenues, compared to 11.3% in 2011 and are: L'Oréal, LVMH, HSBC, Samsung, Estee Lauder, McDonalds Restaurants, Volkswagen Group, Chanel, Hennes & Mauritz (H&M) and Unilever.

The following table shows the breakdown of our advertising revenues by industry in 2011 and 2012:

	% OF THE TOTAL	
INDUSTRY	2011	2012
Retail sales	14.0	13.9
Leisure / Entertainment / Film	12.9	13.1
Luxury and beauty products	11.6	10.2
Banking/Finance	10.5	10.7
Food and Beverage	7.7	7.3
Services	6.9	7.1
Telecom / Technology	6.7	7.8
Fashion	6.3	6.5
Automobile	6.1	6.0
Travel	5.2	5.2
Restaurants	2.7	2.4
Wines and spirits	2.2	2.5
Government	2.2	2.1
Beer	1.9	1.8
Internet	1.2	1.4
Tobacco	0.8	0.7
Other	1.1	1.2
TOTAL	100	100

Note 2011 : percentages slightly changed over previous year in some cases due to rebasing arising from addition of new countries

Cyclicality and seasonality

Advertising spend is highly dependent on general economic conditions. In periods of sluggish economic activity, companies often cut their advertising budgets more drastically than their spending in other areas. Consequently, our advertising business is dependent on the business cycle. The location of street furniture in city centres makes it particularly attractive for advertisers, limiting its susceptibility to economic swings. This phenomenon allowed us to maintain growth in Street Furniture revenues during the recessions that occurred in France in 1994, 1995, 1996, 2001 and 2002. In 2009, the unprecedented magnitude of the advertising recession did not enable Street Furniture to be significantly more resilient than the rest of the traditional media industry.

Traditionally, and particularly in France, our business slows down in July and August, as well as during January and February. To offset these slowdowns, we grant discounts on our advertising prices during July and August.

2. CHARACTERISTICS OF ADVERTISING CONTRACTS

Advertising contracts are generally entered into by advertising agencies hired by advertisers, but may also be entered into directly with advertisers themselves.

We sell advertising space on structures where faces are grouped into networks. Advertising campaigns normally last from 7 to 28 days (short term), or over a period of 6 months to 3 years (long term).

Most often, contracts relate to one advertising campaign and specify the panels and week(s) reserved, the unit, prices, the overall budget, and the applicable taxes. Posters are supplied by the advertisers. Each week we prepare the posters ourselves prior to distributing them to regional or local agencies for posting across the network. Once the campaign is launched, we check that the actual advertisements posted correspond to the terms of the contract. Billing for the campaign is calculated on the basis of actual advertisements posted.

3. JCDECAUX ONEWORLD: SERVING OUR INTERNATIONAL ADVERTISERS

Because of our unique presence and advertising network in Europe, we are able to offer advertiser's pan-European, multi-display and/or multi-format campaigns.

Our global sales and marketing division JCDecaux OneWorld has given our leading international clients a single clear point of access to the Group's international portfolio and to JCDecaux Innovate which allows us to develop and attract new customers beyond individual country borders.

The decision in January 2009 to merge our long established international sales and marketing divisions to form JCDecaux OneWorld has benefited us consistently with a strong increase in the revenue stream from this centralised source over the period 2009 to 2012, and directly to our individual markets through enhanced co-ordination. With offices located in London, Paris and New York, and from 2013 Shanghai, JCDecaux OneWorld permits us to better service our customers, and to develop and manage new alliances with international advertisers. The centralised resource simplifies the process of purchasing international campaigns for advertisers that develop their media strategy on a European, regional or international scale and we believe has allowed JCDecaux to show leadership in developing tools for our customers to improve and evaluate their outdoor advertising effectiveness.

Based upon their success in this respect over the last four years, driving new business growth via a streamlined international co-ordination of our international client relationships, we have expanded this resource with further new International Client Services personnel based in Asia for 2013. Part of the OneWorld team, they will work closely with the commercial directors of the Asian markets to simplify the global interaction with our group of clients based within these markets.

We believe this will allow the group to deepen and broaden usage of our products throughout our global footprint for our largest clients and encourage smaller businesses in these markets to utilise JCDecaux when expanding into new territories.

Recently, JCDecaux OneWorld has successfully completed international campaigns for customers such as Oracle, Nissan, Dolce & Gabbana, Hermes, Bank of America and Tamaris. The centralised resource has allowed us to enhance our international relationship with Procter & Gamble and LVMH, with respect to our airport division particularly. Also in the resurgent luxury products sector, JCDecaux OneWorld has operated an international collaboration with Estée Lauder. Similarly in this sector this division has worked with L'Oreal Group strategists across our operating markets, where a delivery of a consistent, premium presentation was a necessity. JCDecaux OneWorld is also instrumental in fostering relationships with various airlines and international tourist offices.

Of particular note in 2012, was the continued growth in collaboration with digitally advanced advertiser Burberry, which has embraced out of home on an international scale following the successful use of our digital and premium products as part of their digitally converged media strategy in the previous year. JCDecaux OneWorld was able to partner with this already digitally astute advertiser to leverage both our digital and non-digital assets in new and innovative ways.

JCDecaux OneWorld creates innovative campaigns by emphasising the creative and universal aspects of a display in order to create a truly international advertisement. We have developed tools with global application such as the Outdoor Creative Optimiser, which allow clients to optimise the effectiveness of their campaign communication and have shown leadership in the development of increased outdoor industry accountability. In 2013 we will launch an enhanced version of our creative development tool, CréAction, in a virtual world format. Already the vast majority of national campaigns in France utilise the CréAction tool to ensure effective poster design, and the new format will allow development across a wide range of markets. This will further allow our national and international clients to improve their communication and recognise the value of the outdoor medium.

1. JCDECAUX'S APPROACH IN TERMS OF R&D

The success of JCDecaux within the outdoor advertising market has always been based upon an ambitious research and development policy and a unique capacity for innovation.

Recent product and service developments have confirmed this strategy, in particular, our self-service bicycle scheme which has become a "must-have" worldwide. Cities, consultants and media have come to Paris from countries far and wide to try out Vélib', the world's biggest bicycle scheme.

With its new digital products, digital broadcasting and service screens, JCDecaux plays its role as City provider to the full and actively contributes to creating the city of tomorrow but also to making the environment within transport infrastructures (airports, metros, etc.) more serviceable and harmonious for users.

Grouped together within the Research, Production and Operations Department, the Research and Development Department and the Design Department work together to develop new products. Quality, aesthetics, functionality and environmental performance are the main features of JCDecaux creations.

The Group therefore works with internationally recognised architects and designers. These include Philippe Starck, Lord Norman Foster, Robert A.M. Stern, Mario Bellini, Jean-Michel Wilmotte, Andre Poitiers and, in particular, Patrick Jouin and Mathieu Lehanneur, who took part in the intelligent urban furniture project organised by the City of Paris, as well as Carlos Bratke and Ruy Ohtake for their involvement in the São Paulo competitive tender. The contracts signed guarantee exclusivity for JCDecaux over the work of its creators for the types of products defined, thus ensuring their maximum creativity.

Our teams constantly strive to incorporate more innovative services into the products they develop, with their main focus being on integration of products into their environment, whether this is urban or indoor.

Product design is guided by eco-design principles. We therefore incorporate eco-design strategies when creating new products. The materials used are of the highest quality and maximum strength. Reduced energy consumption, adaptation to useful life and recyclability are at the core of our design processes. A reduced ecological footprint is therefore ensured for each of our products.

The organisational changes initiated in 2009 were confirmed in 2010 and reviewed and consolidated in 2012 to make them even more adaptable and more responsive to technological changes, as well as to the new needs of our principals and advertisers. This strengthened our cross-disciplinary approach and activity management in project mode, as well as upstream research activities. JCDecaux's R&D organisation is also changing to become more open to the outside world to allow new partnerships such as start-ups or research centres to be directly integrated into the innovation process.

These organisations have been accompanied by the creation of two teams responsible for coordinating and managing digital furniture and service products. At the same time, an Experimentation and New Concepts department has been progressively set up to strengthen ties between R&D teams and various internal customers - Marketing, Product and Commerce in France, Business Units in the rest of the world - and to develop Proofs of Concept to bring these innovations to life.

2. NUMEROUS AWARDS AND CERTIFICATIONS

The constant search for design excellence and the integration of sustainable development into our design activities has been rewarded on several occasions, through prestigious awards such as the Good Design (the world's oldest and most prestigious award) and the Green Good Design which rewards the integration of sustainable development into the design of industrial products and promotes public awareness of these eco-responsible companies.

On 5 December 2012, in New York, JCDecaux was presented with the "Ingenuity Award", an international award organised by the Financial Times and Citi, in the "Infrastructure" category for its Vélib' self-service bicycle scheme that has been operating in Paris since 2007. This award, under the theme of "Urban Ideas in Action", recognises companies, teams and organisations that have developed innovative solutions for dealing with urban challenges. It is a reward for JCDecaux's pioneering spirit since the launch in 2003, of the first Self-Service Bicycle scheme in Vienna, Austria. Since then, 66 cities across the world have successfully adopted our Self-Service Bicycle scheme.

The consistent efforts and results obtained in terms of mastering the design process and the commitment to sustainable development have also been recognised by the renewal in 2011 and the extension in 2012 of research and development activities managed by the Research, Production and Operations Department following the external audit for ISO 9001 and ISO 14001 certifications.

3. RECENT INNOVATIONS

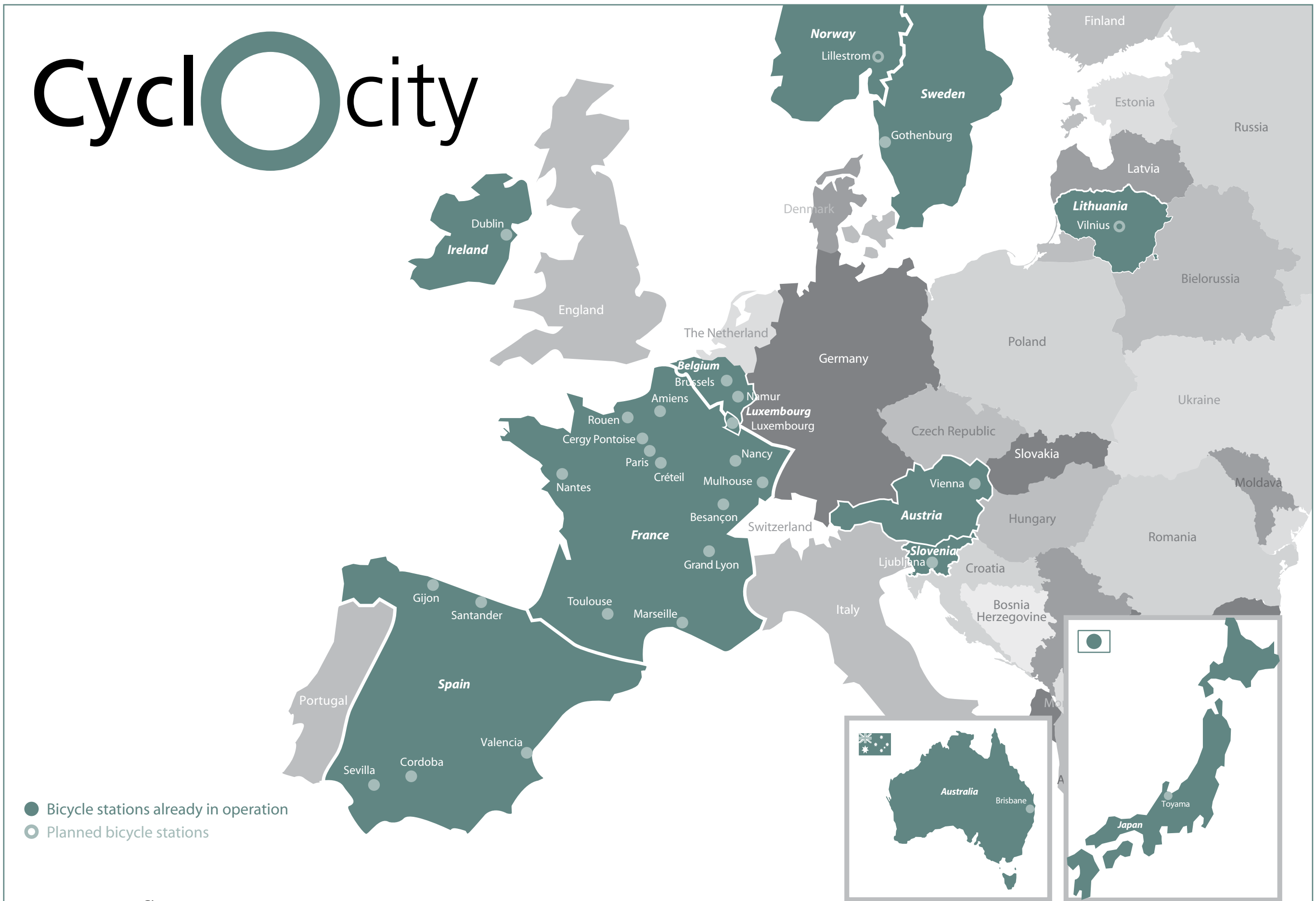
We made significant breakthroughs in the area of acquisition of expertise and the development of products based on Digital technologies. Our R&D, Purchasing and Digital Media teams put out a full range of equipment for meeting indoor and outdoor needs. These included: LCD and plasma displays in formats ranging between 17'' and 103'', LED displays with a 20 mm to 4 mm pitch depending on use and allowing formats of several tens of square metres. These screens are accompanied by interactive solutions based on the solutions used in Paris as part of the response to the Call for "Intelligent Urban Furniture" Project. These products were developed and selected after very extensive assessment procedures (tests in laboratories, tests under real-life conditions, and comparative tests in the presence of manufacturers). They ensure that JCDecaux has the most technically efficient products to create the most value for the company. These developments have been implemented via the installation of devices in Europe (The Torch and other landmarks in London, the metro in Barcelona, the Paris airports) and in Asia (Shanghai and Singapore airports), as well as in other continents, for example the Digital Clocks in São Paulo and the large-format digital billboards in Chicago.

We are also devoting a lot of time to innovating interactivity technologies with the development of service and advertising platforms using open source Android technologies (Intelligent Street Furniture in Paris), GPS, NFC, image recognition (USnap) and integration of social networks. Furthermore, research into new technical solutions is being stepped up around the themes of Intelligent City, Big Data and Open Data adapted to the urban environment.

Since 2010 JCDecaux has developed a Digital Signage Platform that responds to all the challenges relating to the Group's digital supply chain. This platform uses integrated tools in order to ensure the control and integrity of digital content to be disseminated, to programme content ("scheduling") in an elaborate and adaptable way for each digital installation, and to secure the dissemination of information. Already widely deployed, the platform will continue to support the Group's digital development. At 31 December 2012, around 3,000 screens were managed by the platform's intermediary.

Finally, in terms of the sustainable development policy, JCDecaux's R&D teams have produced important studies on the adaptation of existing systems for energy reduction and the use of green energy. There has been significant progress in the selection of energy efficient electronic components, the adaptation of software layers and the integration of solar energy. The teams continue to validate full-scale autonomous energy prototypes.

The portfolio included 843 patents and models, thus demonstrating our commitment to this policy, as well as the creative vitality and innovative power of our teams.



Country	City	Start date
Austria	Vienna	October 03
Belgium	Brussels	May 09
	Namur	March 12
France	Amiens	February 08
	Aix en Provence	June 07
	Besançon	September 07
	Cergy Pontoise	March 09
	Créteil	April 10
	Grand Lyon	May 05
	Marseilles	October 07
	Mulhouse	September 07
	Nancy	September 08
	Nantes	May 08
	Paris	July 07
	Rouen	December 07
	Toulouse	November 07
Luxembourg	Luxembourg	May 08
Lithuania	Vilnius	July 13
Spain	Cordoba	September 03
	Gijon	July 04
	Santander	September 08
	Sevilla	July 07
	Valencia	June 10
Ireland	Dublin	September 09
Norway	Lillestrøm	April 13
Sweden	Gothenburg	August 10
Australia	Brisbane	October 10
Japan	Toyama	March 10
Slovenia	Ljubljana	May 11

Gothenburg, Sweden

SUSTAINABLE DEVELOPMENT

NOTES ON THE APPLICATION OF ARTICLE 225 OF THE GRENELLE 2 LAW

In accordance with Decree no. 2012-557 of 24 April 2012, the environmental, social and stakeholder information concerning the application of article 225 of the Grenelle 2 law is included in the JCDecaux SA Management Report, available in French and English on the Group's website under the section Sustainable Development: http://www.jcdecaux.com/fr/Developpement-durable and on www.jcdecaux.com/en/Sustainable-Development

The report to ensure that the information provided for the year 2012 is complete and accurate was conducted by Mazars, officially recognised as an independent third-party auditor.

As in the previous year, the Annual Report sets out the environmental, social and stakeholder information, and also presents the key initiatives and results obtained in line with the priorities set by the Group in 2008. The information concerning article 225 of the Grenelle 2 law, verified by the independent third-party auditor, is presented in a concordance table at the end of the sustainable development section.

In 1964, when Jean-Claude Decaux invented the concept of street furniture with advertising, his core insight was that citizens and towns could have products and services funded by advertising. From the very beginning, sustainable development has been at the heart of the economic model, which is to design and develop street furniture products that combine public service for users, good design, functionality and advertising effectiveness for advertisers. Over the years, as the business has grown, the Group's commitment has taken a more structured form, through pro-active policies on quality, the environment and, more recently, a comprehensive approach to corporate social responsibility that covers environmental, social and stakeholder issues.

The setting up of the Sustainable Development and Quality department in 2007 reflected a determination to create a Group-wide response to the challenges of sustainable development and to reinforce JCDecaux's sustainable approach.

The creation of the department was closely followed by strong commitments, formalised in 2008 in the Sustainable Development Company Statement signed by Jean-François Decaux and Jean-Charles Decaux, and also in the JCDecaux Code of Ethics and the International Charter of Fundamental Social Values.

At the same time, an extra-financial reporting system was put in place to collect CSR data from subsidiaries so the Group could monitor and measure its actions and get a fully rounded view of where it stood.

In 2012, JCDecaux decided to reaffirm its commitment towards sustainable development by working on a new, ambitious strategy, the result of a review of the 2008 sustainability statement while taking into account external stakeholder expectations. This strategy will be implemented during 2013.

JCDecaux, no. 1 worldwide in outdoor advertising, is aware of its responsibilities and is committed to working in a responsible manner by reporting back to its stakeholders on its sustainable development policy, i.e. actions taken on environmental, social and stakeholder issues and on the progress made.

1. SUSTAINABLE DEVELOPMENT POLICY HISTORY

1.1 Milestones

2013
Renewal of JCDecaux's commitment to sustainable development

2012
JCDecaux International Charter of Fundamental Social Values

2011
Introduction of an eco-design tool

2010
New extra-financial reporting software

2009
Introduction of a carbon policy

2008
JCDecaux issues Sustainable Development Statement

2007
Creation of Sustainable Development and Quality Department

2006
Launch of Ecoreflex

2005
Update of the Group's Code of Ethics

2004
First ISO 14001 certification

2002
First extra-financial report

2001
Group's first Code of Ethics

1.2. Focus on the 2008 Sustainable Development Statement

The *Sustainable Development Statement*, signed by Jean-François Decaux and Jean-Charles Decaux, the Group's co-Chief Executive Officers, which resulted from the collaboration of the Group's countries, has allowed JCDecaux to formalise its environmental and social commitments, as well as those towards external stakeholders.

These commitments have led to concrete actions that have established the reputation of JCDecaux as a responsible company.

2. KEY EVENTS OF 2012

2.1. JCDecaux International Charter of Fundamental Social Values

During 2012, in the context of rapid international expansion, JCDecaux decided to strengthen and formalise its commitment to the respect of Human Rights by introducing its International Charter of Fundamental Social Values in all its subsidiaries.

The Charter, which illustrates the Group's desire to provide a safe, healthy and respectful working environment for all its employees, is based on the United Nations Universal Declaration of Human Rights, the International Labour Organisation's Declaration of Fundamental Conventions and Rights at Work (ILO) and the Organisation of Economic Cooperation and Development Guidelines (OECD). Listed rights include the ILO's eight Fundamental Conventions, as well as employees' rights on health and safety, working hours and paid leave.

A member of the Executive Board has the direct responsibility of the communication of the JCDecaux International Charter of Fundamental Social Values and the social values stated herein throughout the Group. The local management in each country in which JCDecaux does business is responsible for ensuring compliance and enforcing the principles and standards set out in this Charter.

Each new employee receives a copy of the JCDecaux International Charter of Fundamental Social Values, as well as the Code of Ethics, on entering the company. The JCDecaux International Charter of Fundamental Social Values is made available to all employees, Group-wide, and is notably available on the local Intranet in each country.

The evaluation of the compliance of local practices with the Charter is carried out through an annual report, which looks at each of the principles contained in the Charter. This report aims at collecting the details on the local practices, the local implementation of the JCDecaux International Charter of Fundamental Social Values, and at identifying local consequences or difficulties linked to the deployment of the Charter. In cases of non-conformity between the Charter and local practices, the subsidiary in question is asked to develop a corrective local action plan.

2.2. Updated sustainable development strategy

JCDecaux is the out-of-home market leader and in that capacity, faces new challenges, and expectations from its stakeholders.

Aware of its environmental, social and stakeholder responsibility, JCDecaux conducted in 2012 an in-depth analysis of its sustainable development policy.

This process, carried out by the Sustainable Development and Quality Department in close collaboration with the Executive Board, was based on the Group's historical commitment to sustainable development and its willingness to place it at the heart of its strategy.

The resulting strategy is the product of – among other things – an internal and external review of all the Group's activities and business lines, the audit of the commitments and actions resulting from the 2008 Sustainable Development Statement, and a summary of the expectations of the Group's stakeholders in recent years. JCDecaux thus defined highly specific strategic priorities with regard to social, environmental and stakeholder issues.

- Improve the Group's energy efficiency, on all its energy uses;
- engage in the reduction of other environmental impacts across the Group's activities;
- coordinate a Group-wide health and safety policy;
- promote an ambitious, Group-wide social policy;
- set-up a responsible purchasing policy with suppliers;
- reinforce employees' commitment to the Group's sustainable development policies;

In 2013 these priorities will be deployed, and will be monitored to establish progress made.

3. SUSTAINABLE DEVELOPMENT AND QUALITY DEPARTMENT

The corporate Sustainable Development and Quality Department, which is involved at all key points in the value chain and is at the heart of the company's everyday activities, has a wide field of action embracing all the Group's businesses.

Its duties are to:

- propose and implement the Group's sustainable development strategies;
- bring together and support the Group's business lines and subsidiaries in implementing their sustainable development programmes in line with Group strategy;
- manage and coordinate sustainable development action plans;
- conduct the Group's quality policy.

The department reports directly to a member of the JCDecaux Executive Board, who is responsible for all issues related to sustainable development.

4. EXTRA-FINANCIAL REPORTING

Extra-financial reporting is overseen by the Sustainable Development and Quality Department and enables JCDecaux to monitor this extra-financial data.

4.1. Reporting scope

The scope covered by extra-financial reporting was extended further in 2012, reaching 96.8% of turnover for the environmental data, and 96.3% of the Group's workforce (FTE), for social data.

4.2. Reporting timetable

Data is gathered quarterly for the indicators and entities that contribute the most information and annually for the other indicators and entities. Quarterly data-collection makes the information communicated by the most important subsidiaries more reliable and regular. Data is prepared as at 31 December each year to harmonise with the Group's financial reporting.

4.3. Usage of reporting

Extra-financial reporting has allowed the Group to compile an increasingly reliable set of data on the environmental, social and stakeholder aspects of its subsidiaries. Since 2011, in order to fully exploit the data gathered, the Sustainable Development and Quality Department began producing annual scoreboards to chart the extra-financial performance of its main subsidiaries.

A methodological note explaining the specificities of extra-financial reporting is available on the Group's website, in French and in English, in the Sustainable Development section.

5. PRESENCE IN INTERNATIONAL INDEXES

The principles and values that govern the Group have led to JCDecaux winning international recognition for its corporate social responsibility. The Group's commitment to sustainable development underpins an approach of continuous improvement, in which initiatives are continued and intensified from year to year.

JCDecaux's commitment and performance is reviewed by extra-financial rating agencies as well as by fund managers and analysts specialising in socially responsible investing.

JCDecaux is included in two leading ethical investment indexes, which list the best companies according to strictly defined criteria of corporate social responsibility:

- since 2003 it has been listed in the ASPI Eurozone® index which includes the 120 companies in the DJ Stoxx SM universe that achieved the highest CSR ratings from Vigeo;
- since 2009, it has been listed on the Excellence Investment Register compiled by Forum Ethibel. This register identifies companies that are pioneering or leading the field in terms of CSR within their business sector.

This recognition reinforces JCDecaux's commitment to develop its business in accordance with ethical, human, social and environmental values.

Every year since 2008, the Group has reported publicly to the CDP (Carbon Disclosure Project), an independent non-profit making body, which works to reduce companies' greenhouse gas emissions. Following the evaluation of the CDP in 2012, JCDecaux improved the transparency of its responses, as well as its performance in terms of its consideration of climate change.

The Group carried out a carbon audit that identified its main sources of CO_2 emissions: street furniture, vehicles and buildings.

Following the audit, JCDecaux defined in its 2008 Sustainable Development Statement, its priorities in terms of environmental actions:

- reduce the impact of the Group's activities on the environment;
- develop the use of eco-design;
- continue to roll out ISO 14001 certification;
- introduce a carbon policy;
- support its customers' sustainable development policies;
- develop a specific measurement tool to monitor progress.

These environmental commitments all led to concrete action, introduced at Group level and rolled out through the subsidiaries. Policies and actions put in place have allowed the Group to control the various impacts of its activities on the environment, but the Group's rapid international development have in some cases led to an increase of environmental impacts, despite the policies in place.

The policies, actions and results presented below illustrate the priorities defined in the 2008 Sustainable Development Statement.

1. ISO 14001 CERTIFICATION

As part of its drive to cut environmental impacts and comply with the highest international standards for preserving the environment, for ten years the Group has been supporting its subsidiaries that want to implement a system of environmental management and obtain ISO 14001 certification. In conjunction with certified subsidiaries, the Sustainable Development and Quality Department has written best practice guidelines for setting up an environmental management system that is ISO 14001 compliant. These guidelines have been distributed to all subsidiaries.

In 2012, 11 subsidiaries representing more than 50% of JCDecaux's revenues had ISO 14001 certification: Spain (2004), Norway (2005), France (2007), Italy (2007), Portugal (2007), the United Kingdom (2008), Sweden (2009), Finland (2010), Ireland (2011), the Netherlands (2011) and Belgium (2012).

2. CARBON POLICY

2.1. Priorities for action

The Group has developed a global approach to reducing carbon emissions: a Carbon Policy implemented in the Group's major subsidiaries in 2010, which seeks to reduce CO_2 emissions in the three main areas– street furniture, vehicles and buildings. Carbon reduction targets have been fixed for 2013, taking 2008 emissions as the base value.

Subsidiaries have developed specific action plans based on the principles of ISO 50001 (energy management system), covering all direct emissions and electricity consumption to meet internally identified and validated targets.

Actions have been put in place to systematically reduce the electricity consumption of street furniture, fuel consumption of vehicles and power consumption of buildings, thereby cutting the Group's overall CO_2 emissions.

Carbon emissions

IN TEQ CO_2	2011	2012
Street furniture*	141,841	153,524
Vehicles	25,704	26,307
Buildings*	9,069	11,915
TOTAL CARBON EMISSIONS*	176,614	191,746
Scope 1 (1)	29,661	31,362
Scope 2 (2)	146,953	160,384
Carbon emissions prevented by purchase of renewable electricity	39,978	46,034

All environmental data comes from the extra-financial reporting, with a coverage rate of 96.8% of turnover

* Published figures include carbon emissions prevented by purchases of electricity from renewable sources

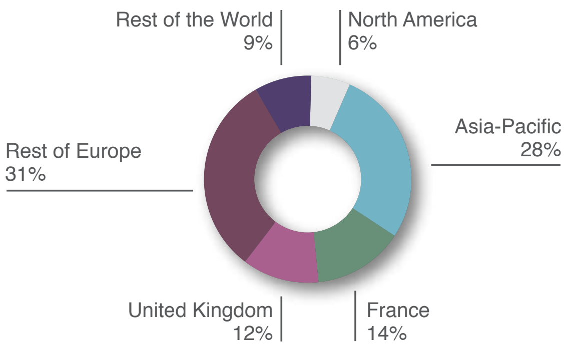
(1) Scope 1: all direct emissions caused by the burning of fossil fuels (oil, gas, coal, peat, etc.), by resources owned or controlled by the company.

(2) Scope 2: all indirect emissions generated by the purchase or generation of electricity.

Excluding the deduction of CO_2 emissions avoided by green electricity buying, the Group's emissions rose by 9.8% in 2012.

Taking into account the Group's major investment in green electricity, total emissions increased by 8.6% in 2012.

Breakdown of carbon emissions by region in 2012



In 2012, the Rest of the World and Asia-Pacific regions showed the greatest increase in terms of CO_2 emissions, +43% and +23% respectively. This increase stems from the considerable expansion of the Group's business in these regions.

Refer to the energy and electrical consumptions below for an explanation of these increases

Energy consumption

MWh	2011	2012
Street furniture	538,237	571,804
Vehicles	103,113	107,152
Buildings	39,832	54,334
TOTAL	681,182	733,290

All environmental data comes from the extra-financial reporting, with a coverage rate of 96.8% of turnover

Total measured energy consumed by the Group rose by 7.6% in 2012, reflecting the impact of new contracts established by the Group, as well as the increased scope of extra-financial reporting and the use of more reliable data

2.2. Managing impacts

2.2.1. Electricity consumption of street furniture

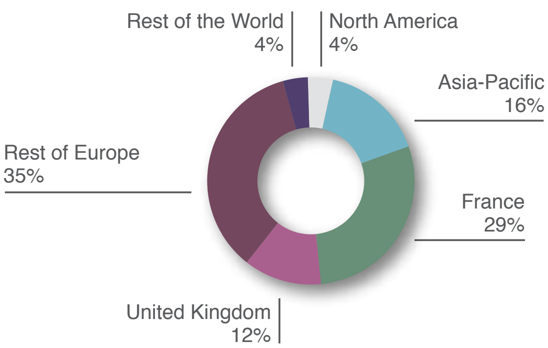
Electricity consumption

MWh	2011	2012
Street furniture	538,237	571,804

All environmental data comes from the extra-financial reporting, with a coverage rate of 96.8% of turnover

The electricity consumption of street furniture increased by 6.2% in 2012.

Breakdown of electricity consumption of street furniture by region in 2012



In 2012, the Rest of the World and Asia-Pacific regions showed the greatest increase in terms of electricity consumption, +19.6% and +21.6% respectively.

For the Asia-Pacific region these increases are explained by higher electricity consumption due to new contracts, notably for airports and metros in China, as well as new urban furniture contracts in India.

For the Rest of the World region, it is the Middle East that contributes the most to the increase in electricity consumption. This is a result of increased business and new contracts, notably in airports like those of Saudi Arabia and the United Arab Emirates.

Electricity consumption has been identified as the Group's main source of environmental impact, and reducing the consumption by street furniture is therefore the main focus of the Group's efforts. To achieve this, the JCDecaux Research Department is working to optimise the energy performance of its street furniture.

We use lifecycle analysis (LCA) to identify all the environmental impacts arising from the components of street furniture: its manufacture, use, and end-of-life treatment. Initially contracted out, the lifecycle analyses are now done in-house by the Research Department using dedicated software acquired in 2011.

Technology surveys, looking into the development of new concepts and analysis of different techniques that can be applied and generalised to all Group street furniture, are also carried out regularly. Traditional and new techniques are tested against each other and durability is also a factor in the choice of technologies for incorporation in street furniture.

One of the main areas where the electricity consumption of street furniture can be reduced is in lighting systems. Research is under way into timed lighting solutions. Light-emitting diode (LED) technology could also have a major role in outdoor advertising in the next few years. This is a very robust technology, with interesting aesthetics, which use less electricity and has a longer life than other lighting systems. This technology is not widely used yet and is currently being developed by the JCDecaux Research division, which is looking to adopt this lighting solution to the Group's specific activities. Measures taken by the Group can reduce street furniture electricity consumption. The gradual increase in the use of electronic ballasts for light structures offers energy savings of around 25%. The use of scalable electronic ballasts saves a further 25%.

The Research Department is also working to optimise motor systems for urban street furniture, saving up to 60% of the power used for this application.

The design of public toilets (P. Jouin model) is a good illustration of how JCDecaux seeks to cut energy usage, with the use of natural light and other electricity consumption cuts, yielding a 30% reduction in the consumption of electricity compared to the previous model.

2.2.2. Renewable energy sources

Electricity consumption

MWh	2011	2012
Street furniture	538,237	571,804
Buildings	19,727	24,442
TOTAL	557,964	596,246
including green electricity	121,549	144,594
% green electricity	21.7%	24.3%

All environmental data comes from the extra-financial reporting, with a coverage rate of 96.8% of turnover

The Group has continued its ambitious programme to source green electricity. In 2012, this programme supplied more than of 20% of the Group's total usage, through electricity from renewable sources.

The proportion of green electricity in supply contracts or purchases of green certificates guaranteeing that electricity comes from renewable sources reached 24.3% of the Group's total consumption in 2012. The renewable-source certificates purchased in 2012 met a stringent set of specifications, drawn up by the Group's Sustainable Development and Quality Department.

Renewable energies are also being built into innovative street furniture. Solar panels can be used to power non-advertising shelters in regions where the climate is suitable. In 2012, almost 1,930 shelters worldwide had been equipped with this kind of technology.

At the same time, the Research Department continues to research and experiment to integrate new generations of renewable energies into street furniture.

2.2.3. Energy consumption by vehicles

Reducing vehicle fuel consumption is also one of the Group's priorities. To achieve this, JCDecaux has developed a number of specific actions.

Eco-driving

In 2012, JCDecaux continued to roll out its eco-driving programme across the Group subsidiaries. It is designed to change the behaviour of drivers behind the wheel.

For example, JCDecaux Belgium received the Bronze Trophy at the Fleet Green Awards 2012, which is recognition for those enterprises that apply a green driving policy. The "drivOlution" training given in connection with the eco-driving project is aimed at instilling solid green driving reflexes in the participants. The objective was to diminish CO_2 emissions by 10%, and lead to a more prudent style of driving. Thanks to the savings made from this project, JCDecaux Belgium made a donation of €10,000 to a cancer foundation.

In France, this type of training has yielded conclusive results: between 2005 and 2012, fuel consumption per 100 km had been reduced by 10%.

Logistics planning

A process to optimise transport times has been put in place for journeys to install or operate street furniture. Maintenance and display-posting schedules are grouped by type of furniture and by location to limit journey times and fuel consumption. The implementation of systems for tracking journeys is under investigation in several subsidiaries to further optimise transport, and so reduce greenhouse gas emissions.

Eco-friendly cars

The Group is also overhauling its vehicle fleet to take into account environmental concerns, particularly CO_2 emissions. When renewing or developing its vehicle fleet, JCDecaux systematically reviews the best available solutions for its activities and, where possible, operational employees use clean vehicles (NGV, electric, etc.), as with the public toilet maintenance operations in Paris for example. Some of the Group's subsidiaries have also included CO_2 emissions targets as a criteria for choosing new vehicles. In 2012, the clean vehicles used by the Group represented more than 6.4% of the JCDecaux fleet.

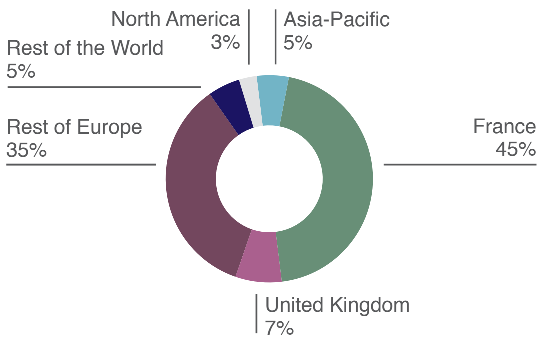
To enable employees to use non-motorised travel options, bike racks have been installed at a number of sites.

Vehicle energy consumption

MWh	2011	2012
Vehicles	103,113	107,152

All environmental data comes from the extra-financial reporting, with a coverage rate of 96.8% of turnover

Breakdown of vehicle energy consumption by region in 2012



Overall vehicle energy consumption rose by 3.9% in 2012. The Rest of the World region registered the sharpest rise in vehicle energy consumption (+102%) in 2012. This increase results from increased business in the Middle East and Central Asia stemming from new contracts.

2.3. Carbon offset

JCDecaux has implemented a global policy for reducing its environmental impacts. In addition, where impacts are irreducible, the Group voluntarily offsets part of its carbon emissions.

In 2012, the Group offset 1,077 tonnes of carbon. Offsetting was mainly used for carbon emissions from the vehicle fleet responsible for the maintenance and control of certain contracts.

3. WATER AND WASTE

3.1. Current position

Lifecycle analyses carried out by the JCDecaux Research Department have highlighted other environmental impacts resulting from the Group's activities.

The biggest of these are waste, generated through all phases of the Group's activities, and water, used to clean street furniture during the operating phase.

Specific action plans have been put in place to reduce these impacts. The policies and associated results were monitored in the annual extra-financial report.

3.2. Managing impacts

3.2.1. Water

Water consumption

M³	2011	2012
Water	145,875	118,595
Rainwater	3,944	3,598

All environmental data comes from the extra-financial reporting, with a coverage of 96.8% of turnover

The Group's water consumption decreased by 18.7% in 2012. The significant difference compared to the 2011 figure can be partly explained by the major regularisation of invoicing with a supplier at the Plaisir site in France, and the Group's policies to reduce its water consumption. In 2012, the use of rainwater decreased by 8.8%.

JCDecaux is continuing its policy in order to:

- reduce its consumption of drinking water;
- expand its rainwater collection capacity and use.

The Group's capacity for water collection was over 758 m³ in 2012, an increase of 2.7% compared to 2010. To achieve this, two recovery methods are used:

- rainwater is collected in tanks by agencies;
- rainwater is collected from street furniture using water butts.

Water collected in tanks by agencies goes to fill the tanks on vehicles used by the maintenance staff to clean street furniture. Because rainwater is naturally soft, it reduces the quantity of detergents and water required for cleaning structures, helping to lessen the environmental impact of the Group.

The possibility of incorporating rainwater collectors into street furniture is systematically examined. Installing water butts within the advertising columns in Paris and in new toilet units, also helps reduce water consumption.

3.2.2. Waste

Total waste generated

IN TONNE	2011	2012
Total waste generated	21,378	21,561
% of waste sorted	58%	66%

All environmental data comes from the extra-financial reporting scope, with a coverage of 96.8% of turnover.

In 2012, the total waste volume remained stable (+0.9%). At the same time, the volume of sorted waste has increased to reach 66%, reflecting the positive impact of the waste separation campaigns introduced in a large number of subsidiaries.

Waste management is a major issue for the Group as waste production occurs at all stages in the lifecycle of street furniture. Specific actions have been taken to meet two targets:

- reduce waste volumes;
- sort and recycle waste.

Eco-design of street furniture, based on lifecycle analyses, means the Group can choose materials for durability and recyclability, reducing the volume of raw materials used and of waste generated.

For instance, long-life fluorescent tubes need replacing less often, which reduces the volume of waste for treatment.

At all phases of the street furniture lifecycle, waste is selectively sorted at all Group sites, in accordance with local regulations in each country. Options for recycling and reuse, include recovering billboards, fluorescent tubes, waste packaging materials, iron, aluminium, glass and gravel.

Moreover, JCDecaux furniture is designed with an average life expectancy of more than 20 years, which means it can be recycled at the end of the contract and reinstalled where possible, if the customer agrees, under a new contract.

Renovating furniture and reusing components in good condition helps to minimise the consumption of raw materials and reduce volumes of waste.

JCDecaux, with 10,484 staff, sees its social commitment as key to its success.

Through its employee and human resources development policies, the Group aims to allow everyone to participate actively in his or her professional development, in a fast-changing work environment.

The Group's commitments in the employment field, set out in the 2008 Sustainable Development Statement, are to:

- encourage and support the professional development of employees;
- provide a safe, healthy and efficient working environment for our employees;
- make sure all teams are signed up to the company's commitments.

1. INFORMATION ON HEADCOUNT

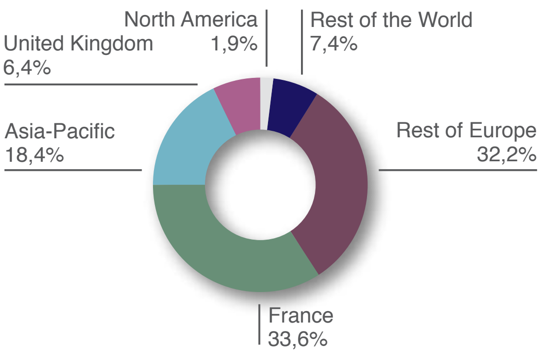
JCDecaux has operations across five continents in more than 55 countries. Human resources are managed in a decentralised way by each subsidiary, giving the Group greater flexibility to adapt its operating mode to better suit the local context and regulations, while complying with the Group Codes.

1.1 Breakdown of employees

Breakdown of employees by region (FTE)

AS OF 31 DECEMBER	2011	2012
France	3,529	3,527
United Kingdom	686	675
Rest of Europe	3,338	3,373
North America	198	201
Asia-Pacific	1,812	1,932
Rest of the World	741	776
GROUP TOTAL	10,304	10,484

Breakdown of employees by region in 2012



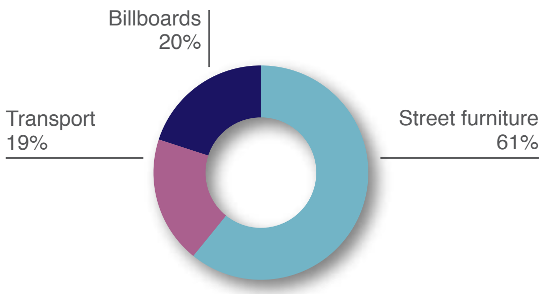
Group headcount rose by 1.7% in 2012. This increase is partially due to the acquisition of new contracts and the growth of activities particularly in China, India, Saudi Arabia and Chile, allowing JCDecaux to recruit new employees in those countries. The acquisition of new businesses, in Hungary and Austria in particular, also had an impact on the Group's headcount.

With 3,527 employees working in France on operational activities and on holding and subsidiary-support activities, French employees make up 33.6% of the Group's total headcount, so France's social policy is regularly cited as an example of Group policy.

Breakdown of employees by business (FTE)

AS OF 31 DECEMBER	2011	2012
Street furniture	6,788	6,357
Transport	1,929	2,024
Billboards	1,587	2,103
GROUP TOTAL	10,304	10,484

Breakdown of employees by business in 2012



The Street Furniture business accounted for 61% of the Group's headcount in 2012. Pursuant to an agreement, JCDecaux SA employees are allocated to the Street Furniture business. Headcount was down compared to 2011, due to a reorganisation of the legal entities in France that lead to a different allocation among entities.

Breakdown of employees by expertise (FTE)

AS OF 31 DECEMBER	2011	2012
Technical	5,927	5,828
Sales and marketing	2,263	2,379
Administration and IT	1,500	1,638
Contractual Relations	523	510
Research and Development	91	129
TOTAL	10,304	10,484

The 5,828 Technical employees, (56% of the total headcount), comprising field and technical staff, show the Group's strong local footprint.

There has been a strong increase in the Research and Development Department compared to 2011 (+41.8%), partly linked to the strengthening of the digital team. This sharp increase reflects the strategic importance of innovation for the Group, and the efforts it has made in R&D investments.

Breakdown of employees by type of contract

AS OF 31 DECEMBER	2011	2012
Fixed-term contract	4.7%	4.5%
Permanent contract	95.3%	95.5%

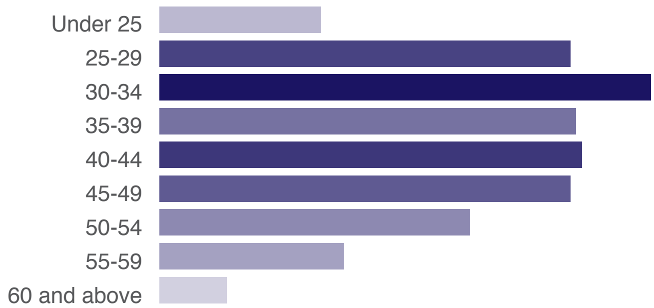
The employee data above is based on the extra-financial reporting, with a coverage rate of 96.3% of the workforce (FTE).

Thanks to the Group's quality standards, where priority is given to the transmission of knowhow, JCDecaux favours permanent employment agreements, rather than using temporary workers or subcontractors.

At local level, the Group's subsidiaries also run human resources management programmes, including for example career management and induction programmes for new employees.

Evaluation tools are in place in France to develop the quality of managerial relationships between employees and their managers, and implement a comprehensive career-management process called SCOPE (Supervision of Competences, Orientation, Potential and Evolution).

Breakdown of headcount by age in 2012



The employee data above is based on the extra-financial reporting, with a coverage rate of 96.3% of the workforce (FTE).

At 31 December 2012, the most represented age category at Group level was 30-34, which covers 17.1% of the headcount, 5.6% of headcount is under 25 and 19.5% of headcount is over 50.

Average length of service, and breakdown by length of service in 2012

LENGTH OF SERVICE IN%	GROUP	FRANCE	UNITED KINGDOM	REST OF EUROPE	NORTH AMERICA	ASIA PACIFIC	REST OF WORLD
Less than 2 years	23.2%	16.0%	28.6%	20.5%	26.5%	36.8%	35.6%
2 - 5 years	26.0%	20.5%	24.5%	25.5%	21.7%	33.3%	44.5%
6 - 10 years	16.0%	11.4%	22.7%	15.9%	30.0%	21.3%	17.3%
11 - 15 years	14.6%	16.7%	12.7%	18.7%	18.7%	7.2%	2.1%
16 - 20 years	6.9%	8.5%	6.6%	10.0%	2.2%	1.0%	0.5%
21 - 25 years	7.3%	14.2%	3.2%	5.8%	0.4%	0.4%	0.0%
26 - 29 years	2.7%	5.6%	0.9%	2.0%	0.0%	0.0%	0.0%
30 years and above	3.2%	7.2%	0.8%	1.7%	0.4%	0.1%	0.0%
AVERAGE LENGTH OF SERVICE	9.5	12.6	6.7	10.1	7.0	5.5	3.9

The employee data above is based on the extra-financial reporting, with a rate of coverage of 96.3% of the workforce (FTE)

At 31 December 2012, the average length of service within the Group was 9.5 years and ranged from 3.9 to 12.6 years according to region. France, JCDecaux Group's country of origin, has the longest average length of service, 12.6 years. The differences in length of service are mainly due to the Group's recent implantation in certain rapid-growth regions, such as Asia-Pacific where average length of service is 5.5 years.

1.2. Employees joining and leaving JCDecaux

Since its creation, the Group has experienced strong, steady growth of its workforce. Between 2001 and 2012, the headcount rose from 7,336 to 10,484, representing a growth of 42.9%.

Recruitment of employees on fixed term contracts by geographical area

ON 31 DECEMBER 2012	
France	6.4%
United Kingdom	15.2%
Rest of Europe	5.4%
North America	10.5%
Asia-Pacific	22.5%
Rest of the World	30.7%
Group	11.2%

The employee data above is based on the extra-financial reporting, with a rate of coverage of 96.3% of the workforce (FTE)

Encouraging learning and attracting young talent

To develop a pool of high-potential young managers, JCDecaux works closely with selected universities and institutions of higher education. JCDecaux, with the support of the HRD, uses numerous communication channels to make the Group and its different business lines known — hosting conferences, for example, or by relying on young recruits to be "ambassadors" to their schools. The Information Systems Department also put in place young engineer "nurseries" with partner companies to optimise recruitments.

In France in 2012, 52 "long-term" interns joined the company and almost 15% of them were employed with permanent or fixed-term contracts. These internships are an excellent way to identify future talent and represent a unique source for recruiting new talent. Engaging these young people in long-term internships (six months minimum) facilitates their integration into the company, offering them "real" operational duties. A mentor is allocated to advise and help the intern in their daily work. For example, in 2012, 3% of vacancies for new graduates were filled by long-term trainees.

Rate of departures* by geographical area

ON 31 DECEMBER	2011	2012
France	9.5%	7.9%
United Kingdom	18.9%	18.8%
Rest of Europe	11.3%	12.4%
North America	17.1%	15.2%
Asia-Pacific	20.7%	23.2%
Rest of the World	22.9%	22.9%
Group	13.5%	13.8%

* The departure rate includes resignations and dismissals

The employee data above is based on the extra-financial reporting, with a rate of coverage of 96.3% of the workforce (FTE)

The highest departure rates can be found in the Rest of the World and Asia-Pacific regions, where employment "rotation" is higher, notably as a result of rapid growth.

2. TRAINING

A company's performance depends on its capacity to help each employee liberate the potential that makes them "unique". In this spirit, the Group has a structured, dynamic, diverse and modern training policy designed to benefit all employees, managers and non-managers alike.

Many training programmes are run each year to help employees in all areas of the business: management, operations, technical, security, languages, communication, marketing, sales, software, etc. Employee training and continuing education have been one of the Group's key focus areas.

Employee training

GROUP	2011	2012
Training hours	80,275	72,144
Training rate	82.4%	66.1%*
FRANCE		
Training hours	34,642	37,535
Training rate	87.1%	51.6%*

* In 2012, there was a change to the method used to calculate the training rate in France. The number of employees trained has been taken into account instead of the number of training courses taken, which explains the reduction in the training rate.

The employee data above is based on the extra-financial reporting, with a rate of coverage of 96.3% of the workforce (FTE)

In 2012, 72,144 hours of training were given to more than 6,800 trainees across all the Group's subsidiaries. In France, the number of training hours increased by 8.4% compared to 2011, with more than 37,500 hours provided to more than 1,900 employees, representing an investment of over €1.2 million.

Since 2004, the JCDecaux Media Academy has been JCDecaux's own sales training centre. The Academy aims to provide all JCDecaux's commercial teams with media expertise, and to standardise the Group's sales practices. Also, the JCDecaux Management Academy encourages the implementation of the company's managerial standard, representing the different business lines and the diversity of JCDecaux. Since 2007, all managers in JCDecaux's French subsidiaries have taken part in this training course on management techniques. In 2012 this offer was extended to include "Management Workshops", a training programme designed to act as a springboard to develop the nine talents of JCDecaux managers, based on three complementary approaches: personal development, experimentation and an analysis of professional practices.

As part of the TOTEM project, which had the triple objective of improving the Group's ability to rapidly produce performing information systems, accompanying businesses in their strategic thinking and developing digital offers and services, the Information Systems Department, with the help of the HRD, launched an ambitious training programme involving over 350 training days. A training offer comprising "know-how", "personal development" and "multi-faceted" modules, responding to individual and shared performance objectives, has been developed by job sector (project manager, architects, etc.).

Every year, a large part of the training budget is invested in risk prevention, and health and safety at work. In 2012, the Group provided more than 26,000 hours of safety training. In France, in 2012, the budget earmarked for safety actions accounted for over 30% of training expenditure.

In France, a programme of actions to raise awareness/training in professional risks was begun in 2007. The Ergo Production Health Programme (PEPS) is a global company-wide programme through which more than 800 employees have already been trained, over six years. This programme was mainly followed by participants in the Billboard workshops, employees of the logistics division and operational staff who work on "high" street furniture.

Cyclocity supports the development of staff skills daily in new areas of business, related to the development of self-service bicycle schemes, in particular through the setting up of targeted training programmes, and the opening of a training workshop.

Since 2008, Cyclocity, which has partnered with the INCM (the French National Cycling Institute), offers a ten-month diploma course to employees from various backgrounds:

- school leavers, who have chosen a work-study scheme to become Cyclocity cycle mechanics under a vocational training contract,
- workers who already have professional experience, and who have chosen to re-train as cycle mechanics with Cyclocity.

3. COMPENSATION

The Group's decentralised operations means that the compensation policy is determined by each subsidiary, according to internal principles of fairness and external principles of competitiveness defined by JCDecaux.

JCDecaux ensures respect for the principle of professional equality in compensation, avoiding any pay gap between men and women on the same pay scale.

In France, employee compensation is based on pay scales that take into account objective criteria, such as job profile, qualification and experience. For managers, a strategy of variable compensation and bonuses based on individual objectives is generally used. At the same time, bonuses for "performance quality" are awarded to field staff to encourage them and reward individual results.

Profit sharing with employees is based on different systems in each subsidiary.

In France, profit-sharing and benefits agreements apply to all employees (except MédiaKiosk, which became part of the Group at the end of 2011).

Profit sharing and benefits paid in France

IN € THOUSANDS FOR THE YEAR	2011	2012
Profit sharing	7,778	5,777
Employee profit-sharing	1,039	899
Contribution [1]	162	N/A
TOTAL	8,979	6,676

[1] Refers to the company's contribution of a collective profit-sharing payment to the Employee Stock Purchase Plans

N/A: Figure not currently available.

The total paid out in profit-sharing during the financial year ending 31 December 2012 was €6.7 million.

4. DIVERSITY AND PROFESSIONAL EQUALITY

JCDecaux works hard to create working conditions in which all employees can thrive and fulfil their potential.

4.1. Diversity and non-discrimination

One of JCDecaux's key aims is to encourage pluralism, pursuing diversity in the workforce through hiring and career management. Professional integration of people of diverse ethnic, social and cultural backgrounds is an opportunity to enrich the Group's values. Respect for the values of non-discrimination is an integral part of the Code of Ethics and JCDecaux's International Charter of Fundamental Social Values.

In France, by signing the diversity charter in 2008, JCDecaux is committed to favouring equality for women, disabled workers, seniors and visible minorities.

In tandem with the various self-service bicycle schemes running in France, the Group took part in community programmes encouraging the social inclusion of vulnerable youngsters. Agreements were struck, notably, with EPIDE (public organisation for social inclusion in the La Defense district) and FACE (Foundation for action against exclusion).

4.2. Gender equality

The Group is committed to ensuring equal treatment of men and women at work. This means forbidding any discrimination in hiring and differences in compensation and career progression.

Breakdown of employees by gender

AS OF 31 DECEMBER	2011	2012
Women	30.7%	29.7%
Men	69.3%	70.3%
NON-OPERATIONAL		
Women	53.7%	52.6%
Men	46.3%	47.4%

The employee data above is based on the extra-financial reporting, with a rate of coverage of 96.3% of the workforce (FTE)

The breakdown of men/women employees at JCDecaux is almost equally balanced, with 53% women employees, not including field and technical staff. Once these are included, the Group had 70% men on its payroll in 2012.

On 1 January 2011, a woman was appointed to the Executive Board alongside Jean-François Decaux, Jean-Charles Decaux and Jeremy Male. A second woman was appointed as an Independent member of the Supervisory Board by the General Meeting of Shareholders held on 11 May 2011.

In France, the Management has presented the unions with detailed and figured documents demonstrating the strictly equal treatment applied to men and women in recruitment, training, promotion, salary policy, etc.

Moreover, on 24 February 2012, two agreements were signed (one for JCDecaux SA and the other for JCDecaux France) regarding gender equality at the work place.

The objectives of the agreement are notably to:

- consolidate the non-discriminatory salary policy;
- foster harmony between work life and personal life;
- offer support, notably through specialised training, to employees returning from a maternity or adoption leave;
- create a joint committee to examine claims regarding wage disparities that an employee might consider she or he is the victim of.

4.3. Employment of people with disabilities

JCDecaux promotes non-discriminatory access to employment for people with disabilities, giving everyone an opportunity to join the workforce and achieve financial independence.

Of Group employees, 1.3% had disabilities in 2012, and 1.7% in France (dated based on extra-financial reporting).

JCDecaux's ambition is to steadily increase the number of people with disabilities working in the Group to achieve the 6% target.

An action plan was implemented in France in partnership with Agefiph (Association for Management of Funds for Employment of People with Disabilities) to promote:

- the recruitment of people with disabilities (partnerships with the Capemploi networks, specialist internet agents, participation in local and national forums on employment for the disabled);
- helping retain disabled employees within the company (training programmes on re-evaluation in conjunction with the Services d'Aide au Maintien dans l'Emploi des Travailleurs Handicapés (Services to help keep disabled workers in employment), preventive measures to reduce the risk of developing musculoskeletal problems);
- support for disabled employees (support unit for different administrative tasks).

Since the end of 2008, bike repairs have been carried out by a sheltered workshop, in collaboration with ADAPEI (Regional association of friends and family of the mentally disabled) in the French Department l'Oise.

5. WORKING CONDITIONS

5.1. Organisation of work time

Each subsidiary is responsible for managing working time in compliance with contractual and legal provisions. Working time in Group subsidiaries varies depending on the location and populations concerned.

Certain Group employees may be asked to work non-standard hours, such as night shifts, weekends or public holidays, or on flexitime. This category of the workforce represents approximately 5% of the Group's headcount.

Breakdown of employees according to full/part time

% AT GROUP LEVEL	2011	2012
Part-time employees	4.7%	4.3%
Full-time employees	95.3%	95.7%

The employee data above is based on the extra-financial reporting, with a rate of coverage of 96.3% of the workforce (FTE)

In France, working time at the different entities is based on Collective Agreements for the Management and Reduction of Working Time first signed in 1998 and updated in 2000 and 2002, for different Group entities. These agreements lay down that the effective working time for all itinerant staff is 35 hours. Administrative and managerial staff can claim Working Time Reduction days off.

5.2. Accidents at work

Accidents at work resulting in medical leave of absence by region

	FREQUENCY RATE (1)		SEVERITY RATE (2)	
	2011	2012	2011	2012
France*	68.9	60.8	2.2	2.1
United Kingdom	3.1	4.7	0.0	0.0
Rest of Europe	34.8	21.4	1.0	0.6
North America	9.9	12.3	0.3	0.0
Asia-Pacific	20.2	7.1	0.1	0.0
Rest of the world	16.1	21.4	0.5	0.5
GROUP	38.8	29.3	1.1	0.9

The employee data above is based on the extra-financial reporting, with a rate of coverage of 96.3% of the workforce (FTE)

(1) Number of accidents leading to medical leave of absence per million hours worked

(2) Number of days' medical leave of absence per thousand hours worked

* Data for France were reviewed to be consistent with 2012 data

Continuous improvement in employee safety and working conditions is a key objective of JCDecaux. This policy is directed by the Technical departments of each subsidiary, based on applicable legal requirements. The major risks to employees relate to working at a height, road safety and electrical safety.

Some Group subsidiaries are also certified under the OHSAS 18001 system for health and safety at work or SA 8000 for Social Reponsibility. Thus, Finland, Ireland and Portugal have OHSAS 18001 certification while Italy has SA 8000 certification.

5.3. Absenteeism

Absenteeism rate* by region

AS OF 31 DECEMBER	2011	2012
France	8.3%	9.5%
United Kingdom	3.1%	3.5%
Rest of Europe	6.5%	7.6%
North America	2.6%	6.3%
Asia-Pacific	3.0%	2.6%
Rest of the world	2.6%	4.2%
GROUPE	5.9%	6.8%

* Total number of days' absence reported as a share of total recorded days worked

The employee data above is based on the extra-financial reporting, with a rate of coverage of 96.3% of the workforce (FTE)

Breakdown of absenteeism, by reason and region

IN%	GROUP	FRANCE	UNITED KINGDOM	REST OF EUROPE	NORTH AMERICA	ASIA PACIFIC	REST OF WORLD
Illness and disability	3.9%	5.6%	2.1%	4.7%	0.9%	1.3%	1.6%
Work-related illness	0.1%	0.3%	0.0%	0.0%	0.0%	0.1%	0.0%
Accidents at work	0.7%	1.4%	0.0%	0.5%	0.0%	0.0%	0.4%
Maternity	0.9%	0.5%	1.1%	1.5%	0.6%	0.7%	1.1%
Conventional leave	0.3%	0.3%	0.2%	0.2%	0.6%	0.3%	0.2%
Other reasons	0.9%	1.4%	0.2%	0.7%	4.2%	0.2%	0.9%
GLOBAL RATE OF ABSENTEEISM	6.8%	9.5%	3.5%	7.6%	6.3%	2.6%	4.2%

Illness accounted for 57% of the days' absences within the Group.

6. STATE OF COLLECTIVE AGREEMENTS

JCDecaux attempts to reach formal agreements that are fair to all, in all circumstances. Free expression and constant dialogue with staff representatives are encouraged within the Group. This contributes to the smooth running of the company and promotes compliance with regulations on employee rights.

Dialogue with employees in 2012

UNIT	FRANCE	GROUP
Staff representatives	394	537
Meetings with staff representatives	498	630
Agreements signed in the year	16	53
Agreements in force	50	171
EMPLOYEES COVERED BY COLLECTIVE AGREEMENTS	100%	53.6%

The employee data above is based on the extra-financial reporting, with a rate of coverage of 96.3% of the workforce (FTE)

In 2012, 53 collective agreements were signed with 19 Group subsidiaries. The main agreements reached with staff representatives related to compensation, employment, health and social security and working hours.

Details of employee relations in France:

JCDecaux SA and JCDecaux France constitute a Social and Economic Unit (SEU), composed of 12 central union delegates and deputies, and 51 site representatives.

The JCDecaux SEU also benefits from staff consultation bodies, common to both companies. In particular:

- a Workers' Council, which meets once a month or more frequently if necessary;
- 21 workers' committees, which meet once a month or more frequently if necessary; and
- 17 Occupational Safety and Health Committees (CHSCT), which meet once every three months, or more frequently if necessary.

Within the JCDecaux SEU, for the year 2012, there were 33 negotiation meetings, 12 meetings of the Workers' Council, 247 meetings of the workers' committees and 97 CHSCT meetings.

In 2012 a number of issues were raised during the Mandatory Annual Negotiations (MAN), and led to constructive talks: comparative position of men and women, action plan for people with disabilities, calendar for employee relations in 2012 and annual salary review.

Professional elections took place within the company Cyclocity in 2012. The newly-elected Workers' Council consists of six members and six substitutes, as well as three union representatives (one per representative trade union organisation). Cyclocity has two Occupational Safety and Health Committees (CHSCT), at the site with more than 50 staff, one in Ile-de-France and the other in the Rhône-Alpes region. There are also Employee Representative Committee at the Cyclocity sites in Ile-de-France, Lyon, Marseille, Toulouse and Nantes.

In 2012, at Cyclocity, a new deal on salary negotiations was unanimously agreed (by CGT, SUD Solidaires and CFDT). This agreement builds on the three previous agreements and acts as a real framework for the social status of employees within the company. For example, these agreements created and then upgraded a specific classification for professions related to self-service bicycle rentals, thus increasing career development opportunities for employees. For employees working on the ground, these agreements also established a system of improved working conditions by slightly extending the working day, allowing them to take days off later on, in particular during days of bad weather in the winter, but also in the spring and for personal reasons. The agreements also provide for Company support for job skill training. All these measures were accompanied by a significant change in the compensation structure (salary grid, seniority bonus, nightshift workers, key positions and a profit-sharing scheme, etc.).

JCDecaux deals with a wide range of groups with highly disparate concerns, not just local government and customers (advertisers and agencies), commercial partners, public bodies and associations, but also its employees and shareholders. To meet the challenge of sustainable development, the Group mobilises its teams and resources and is committed to include citizen expectations in these processes, the aim of which is:

- to unite JCDecaux teams around common ethical values;
- to provide citizens with ever more services;
- to act to promote urban safety;
- to facilitate access to urban infrastructures for people with disabilities, by means of specially adapted equipment and services;
- to support operations designed to show solidarity and develop partnerships on major issues.

1. EMPLOYEE RELATIONS

1.1. Group Charters

In order to lay out formally the JCDecaux values and principles, which involve a number of commitments from management and employees, the Group Charters clearly state the rights and responsibilities of everyone in the Group, whatever their profession and level of responsibility.

The Group Code of Ethics lays down the rules of conduct for all employees.

The JCDecaux International Charter of Fundamental Social Values sets out the Group's statement on Human Rights, and reinforces the protection of the fundamental social rights for all employees.

1.2. Human rights

As the Group expands internationally it may find itself working in countries which present risks to Human Rights, as defined in the UN report on political rights and civil liberties based on the "Freedom in the World 2012" survey.

Respect for Human Rights is of fundamental importance to JCDecaux. The Group therefore decided to strengthen its policy in this respect by developing, in addition to its Code of Ethics, the JCDecaux International Charter of Fundamental Social Values, which was rolled out across all subsidiaries in 2012. At the end of 2012, 21 countries had provided this Charter to all their employees.

Since 2011, these risks have been included in the Group's risk mapping.

1.3. The Ecoreflex programme

Group employees also play an important role in the success of the Group's sustainable development policies, with particular regard to environmental policies, by adopting environmentally friendly behaviours in their day-to-day work.

An internal campaign was launched in 2006 to raise awareness among employees of good environmental practices using an interactive website, media releases and targeted displays. The programme, called Ecoreflex®, encourages JCDecaux employees to build simple specific habits into their daily lives which limit consumption of paper, energy and water.

2. CUSTOMER RELATIONS

The Group's success is based on the recognised quality of its products and services, as well as its ability to understand and anticipate the needs of its customers, be it local governments, transport companies, corporate landlords or advertisers. To ensure long-term growth, the Group must offer innovative, high-quality products and services along with help and support to its customers to develop sustainably.

2.1. Anti-corruption

The Group can only maintain its reputation and the trust of its partners if it applies stringent ethical standards and codes of conduct.

As it expands internationally, JCDecaux may be active in countries with a high risk of corruption. To head off this risk of corruption, the Group has created a number of specific internal documents. The Group Code of Ethics, setting out all the rules to comply with in the conduct of its business, ensures the Group works in a responsible and sustainable way toward its employees, customers, suppliers, local and regional communities and competitors. All the themes addressed by the Code are subject to internal audit and incorporated within the risk management process.

A Group Ethics Committee, consisting of the Chairman of the Audit Committee, who is an independent member of the Supervisory Board, the General Counsel and the Director of Internal Audit, is responsible for ensuring compliance with the founding ethical rules, set out in the Code of Ethics, essential to the existence and success of the Group.

The Code was signed in 2009 by all managerial staff and all those whose responsibilities would allow them to make commitments on behalf of the Group, whether to government agencies or to customers and suppliers. It has been translated into several languages and has been published on the Group's Intranet site; a public version is available under the Sustainable Development section of the Group's website. The Code is reviewed regularly.

2.2. Communities

JCDecaux builds trusting relationships with local communities over the long term. This vision makes it a stakeholder in the development of cities and their progress toward sustainable development and more environmentally friendly behaviour.

Improve the quality of urban life

JCDecaux has a policy of actively engaging with local communities to improve the urban environment, tackle social issues, improve quality of life and make towns more attractive places to live in.

- To boost the quality of city life, JCDecaux takes actions to:
  - reducing the number of displays through the use of scrolling billboards,
  - creating street furniture that is accessible to all,
  - creating innovative designs of street furniture;
- Assisting in waste collection: creating collection bins for different types of waste such as batteries, glass and paper, etc...
- Raising public awareness of the need for conservation: free billboard posting of information campaigns supporting environmental protection.

A few examples:

Promoting access to services for people with reduced mobility is one of the Group's priorities. JCDecaux develops customised street furniture for its users matching the specific design of each town. In 2011, the Group won the "2011 Autonomy Prize" from the French Paralytics Association (APF) for its automatic universal access toilets for the city of Paris, designed by P. Jouin.

In Ireland, Dublinbikes, the self-service bikes installed by JCDecaux, are seen as a big success for the town with a positive impact on its image according to opinion surveys run by the Dublin municipality "Your Dublin, Your Voice" in 2011.

In the Netherlands, JCDecaux and energy supplier Eneco, installed the first MUPI® with a recharging point in The Hague: scooters or electric bikes can be recharged free of charge by plugging them into a MUPI®. The electricity is provided by wind turbines. The aim of this pilot project is to encourage citizens to use electric two-wheeler transport (bike or scooters) rather than their car when moving around town. If successful, other charging points will be incorporated to existing MUPIs®. The urban landscape will be unchanged and remain harmonious.

Self-service bicycle schemes

Increasing urbanisation and the emergence of environmental management as a social issue has led JCDecaux to develop innovative products and services that help improve the quality of city life.

Cyclocity, the self-service bicycle scheme designed and developed by JCDecaux, has established itself as a real "personal public transport" solution.

The self-service bicycle scheme offers a non-motorised mode of transport that fits into the daily life of users and addresses the changes and issues of tomorrow's cities. Worldwide, JCDecaux self-service bicycles have been rented more than 270 million times since they were first introduced, reflecting the growing enthusiasm by the public for this mode of transport.

Introduced in 66 cities worldwide, the self-service bicycle schemes managed by JCDecaux avoid emissions equivalent to 33,899 tonnes of CO_2 each year [(1)], assuming that each use of a bike replaces a car journey, and that there are 47,000 self-service bicycle journeys a day covering a distance of more than 9.5 km on average.

The self-service bicycle schemes in France have just passed the 500,000,000 km mark, since they were introduced in 2005. This distance, travelled in 52 French cities, reflects the growing enthusiasm of the French public and tourists, for this low-impact mode of transport. The average rate of growth in the number of subscribers (approximately +20% between 31 December 2011 and 31 December 2012), confirms this trend. Seven years after they were launched in France, almost 335,000 users now use the 33,900 JCDecaux bikes available at 2,772 points in Paris, Lyon, Marseilles, Nantes, Nancy, Mulhouse, Besançon, Toulouse and Rouen, to name just a few.

Following Ljubljana (Slovenia) in 2011, a self-service bicycle scheme was introduced in Namur (Belgium) in 2012.

This "collective individual" mode of transport, reinvented by JCDecaux, has been unquestionably successful, and is the result of excellent work by the teams of engineers and operators, as well as the growing confidence of users. In 2012, the Group's self-service bicycle schemes won a number of awards.

Between March and May 2012, the Automobile Club Association (ACA) and other Automobile and Touring Clubs in Europe carried out tests on 40 self-service bicycle schemes in major towns and cities in 18 European countries. The JCDecaux schemes came out on top, winning the first three places of the awards, for the schemes in Lyon, Paris and Brussels. The schemes were judged according to four criteria: accessibility, quality of information, ease of access and quality of the bicycles.

On 5 December 2012, the Vélib' system won the Ingenuity Award in the infrastructure category in New York, an international prize organised by the Financial Times and Citi. This award, with the theme of "Urban ideas in Action" brings recognition for companies, teams and organisations that have developed innovative solutions to meet urban challenges. The awards also validate a type of innovation which, true to the Group's economic model, has revolutionised public transport and provided a response to the green transport needs of municipalities and the public – all at no expense to the taxpayer.

[(1)] ADEME estimates: The current vehicle fleet operating in urban environments generates on average 200g CO_2 equivalent per kilometer.

The Vélib' system also won the eco-mobility category of the sustainable tourism awards organised by Voyages-sncf.com. This award recognises projects intended to encourage new forms of green, human-friendly mobility. Vélib' has been rewarded for its approach to sustainable development, and also for its efforts to promote tourism.

The Paris Velib' community's website was completely overhauled in 2011 to allow online payment, along with the creation of a blog, plus Facebook and Twitter sites relaying competitions and events. In 2012, 2,000 people gathered on the Champs Elysées for the initiative "24h du Velib", organised to celebrate the fifth birthday of the Paris-based bicycle scheme.

Imagining the city of the future

Since 2006, JCDecaux has led many discussions on the future of cities and transport in France in specialist publications.

Also, because the city is a universe of constant change, since 2008, JCDecaux has had a city monitoring and forecasting tool. "Tendances Mobilités" deals with topics as diverse as new technologies and brand creativity in cities worldwide, with a bimonthly special focus on a specific theme. The newsletter can be found on a dedicated blog: www.tendances-mobilites.fr

In December 2012, JCDecaux, with a group of innovative start-ups, received the Alliancy Innovation Award for the six intelligent street furniture installations in the city of Paris. The award, presented by the Club of IT partners, rewards partnerships that have developed promising innovations.

Following the call for tenders launched by the city of Paris in 2011, JCDecaux teamed up with a group of innovative start-ups to create six intelligent street furniture installations in Paris: the urban decoder, digital totem, Abribus bus shelter concept, the e-Village, the "Digital Break" and Play – aimed at making the French capital increasingly accessible, familiar and open to all.

The JCDecaux strategy of entering the world of innovative start-ups has generated real creative synergies, which has now been consolidated with the recent partnership with Paris Incubateurs, launched with the city of Paris, and designed to explore the "networked city" of tomorrow.

2.3. Advertising customers

One of the Group's core aims is to encourage loyalty among customers by continuously providing stand-out value in a fiercely competitive market. The Group's constant adaptation to customer needs through marketing, commercial, or "contractual relations" teams is supplemented by periodic customer satisfaction surveys conducted at the initiative of each subsidiary with principal advertisers and local governments.

ISO 9001 certification of certain subsidiaries in France, Spain, Italy, Finland, Portugal, Hong Kong and Ireland testify to JCDecaux's unstinting effort to satisfy customers and partners and its ability to deliver products and services that meet customer needs.

JCDecaux OneWorld

JCDecaux OneWorld is an entity within JCDecaux which facilitates relationships with the biggest international advertisers, creates global partnerships and offers transversal expertise in marketing and research in the field of outdoor advertising.

Created in 2009, it offers customers a simple way of accessing the whole range of international services of JCDecaux. The tools that are made available to international customers are there to promote high-quality lasting relationships and customer satisfaction.

In 2011, two new positions were created with a view to getting the Group closer to its advertising customers and making sure their issues were fully understood. A vital first step to getting the right solutions for the specific needs of each customer and boosting international development led to the appointment of the Head Marketing for "International Client Services-USA" and Head of Marketing for "International Client Services-France". The creation of these two positions and the closer cooperation between French and US teams allowed the Group to offer an ideal quality of service to its existing international partners.

Local initiatives

Locally, the Group's subsidiaries are providing offers that are ever-better suited to the needs and expectations of advertisers:

To differentiate its product and highlight the quality of its assets, thus guaranteeing advertisers get an unequalled service and striking media impacts, JCDecaux has implemented the first benchmark in the quality of outdoor advertising in France. The new standard enables the certification of the quality of all large-format 8m² displays, thanks to a classification method developed in collaboration with Bureau Veritas Certification. This method is monitored and developed by a quality committee made up of six advertisers, four media agencies, an advertising agency, JCDecaux and Bureau Veritas Certification. This brand-new approach reflects the strong commitment of JCDecaux to the benefit of its brands.

Since 2011, JCDecaux has been responding, on behalf of one of its advertising customers, to the Carbon Disclosure Project Supply Chain, providing specific information on the Group's environmental strategy and carbon emissions, in support of its customer's own environmental policy.

The professionalism, know-how and creativity of the Group's teams have often been recognised and rewarded. The awards obtained underline its long-term commitment to building confidence among customers.

JCDecaux Advertising India was declared "Media Company of the Year" for the third consecutive year at the Outdoor Advertising Convention 2012, held in Mumbai. The prize was awarded by a jury including some of the best creative talent in the industry, from leading agencies and major customers.

For the third year in a row, JCDecaux Transport in Hong Kong was voted "Outdoor Advertiser of the Year" by advertising and marketing professionals in Hong Kong. JCDecaux China won the award for best media company at the 2012 edition of the "Fifth ROI Festival Annual Award", which rewards businesses that are able to achieve the best results on the most limited budgets Since its launch in 2007 the festival has continued to expand its influence. It is now a real authority in China in the field of advertising and marketing.

For the second year running, JCDecaux was voted "Best Outdoor Advertising Sales Team" in Spain, at the fourth Advertisers' Forum in Madrid. The jury was formed of 187 advertisers and media agencies.

For many years now, reflecting its concern to meet the requirements of local communities, corporate landlords and the wider public, JCDecaux has had an Advertising Ethics Committee in France, made up of the heads of the Legal, Marketing, Asset Management, Sales and Sustainable Development and Quality Departments. This committee makes sure that particularly sensitive forms of visual advertising comply with regulations, ethics, public sensibilities and the Group image. In 2012, 1,200 displays went before the Ethics Committee and Legal Department, and 39 were rejected. In 2012, the display control procedure, including ethical considerations, was strengthened to take account of the changing market in outdoor communications.

2.4. Cyclocity users

JCDecaux attaches great importance to good relations with customers using the self-service bicycle schemes. To improve its continuous consultation with customers, on 1 October 2011 the Group set up the VLS Mediator France Department, an ombudsman service that seeks to broker amicable settlement of disputes between customers and JCDecaux's self-service bicycle schemes.

The Mediator is committed to impartiality, neutrality and independence. It can be called in by any customer who has exhausted avenues for remedies at the scheme's Customer Service Department. Its work must comply with the quality procedures defined in the Mediation Code.

2012 was the first year of full operation of the JCDecaux self-service bicycle mediation scheme in France, and it has used that time to develop synergies with the various entities involved in mediation in France, such as the National Association of Mediators (ANM) and the Consumer Mediation Commission (CMC).

The JCDecaux France mediation scheme has become an active member of the ANM. In November 2012 its mediator was invited to attend the autumn meeting organised by the ANM, which this year was based on the theme: "Mediation: a political will".

It also submitted its Code for review by the CMC, with a view to obtaining validation of its conformity to the consumer service requirements laid down by that organisation.

The 2012 Annual Report of the JCDecaux France self-service bicycle mediation scheme was published in March 2013.

3. SUPPLIER RELATIONS

In 2009, JCDecaux set up a Group-wide Purchasing Department to procure components and sub-assemblies for street furniture. The department sources and distributes the main items of furniture as well as some spare parts and consumables used in the repair and maintenance of street furniture on behalf of subsidiaries.

Corporate Purchasing applies the Code of Ethics for Suppliers, (updated in 2009), which sets out the principles governing supplier relations. The Code prioritises the principles of quality, honouring commitments, transparency, as well as compliance with regulations (social, environmental, etc.), integrity and outlawing unfair competition. The Group's strategic suppliers, managed by the Purchasing Department, have signed up to the Code and all new suppliers are sent a copy. The Code and all technical documents and specifications can be found by JCDecaux suppliers on a dedicated Extranet site.

In the past three years, the Purchasing Department has developed and upgraded an annual rating tool to measure the financial, quality, logistics, sales and engineering performance of JCDecaux's main suppliers. This tool is also used to identify and track the efficiency and progress focus of these suppliers. In 2010 and 2011, the tool was extended to cover environmental and social criteria.

In addition, the Group is increasingly looking to collaborate with its suppliers to encourage the social inclusion of disabled or vulnerable persons. The repair of street furniture or certain elements of advertising campaigns are therefore entrusted to people with disabilities, helping them to get involved with our projects.

4. INVESTOR RELATIONS

It is essential to JCDecaux's credibility that it is quick to answer questions about the market and maintains good relations with analysts and investors.

To improve relations with all its stakeholders, the JCDecaux Investor Relations Department is responsible for developing relationships of trust and continuous dialogue with its analysts, shareholders and investors.

The Group also seeks to respond to the rise of Socially Responsible Investment funds and the multiplication of extra-financial indices, in the interests of transparency, by informing investors about its approach to sustainable development.

To this end, JCDecaux regularly takes part in events such as conferences and roadshows, where companies and investors can, and runs site visits and shareholder days at the Plaisir site in France or meetings with the General Management of certain large subsidiaries.

5. JCDECAUX'S CONTRIBUTION TO LOCAL COMMUNITIES

5.1. Local presence

JCDecaux has operations in many countries and its business means it is closely involved with towns and community bodies. The quality of products and services on offer in towns and airports requires a huge range of professions and skills. The Group therefore creates jobs wherever it operates and contributes to local economic development.

Maintenance of street furniture and the introduction of self-service bicycle schemes in many towns and cities across the world create a wide range of local jobs. Regular maintenance is essential to keep street furniture and bikes in good condition. This means a large number of specific jobs are created and all JCDecaux workers are trained.

5.2. Actions to support major causes

Outdoor advertising is a medium that reaches a huge number of people around the world and is a prime medium for mounting awareness-raising campaigns. Since its creation, JCDecaux has been actively involved in many humanitarian and charitable activities to support major causes such as the fight against disease, support for the disadvantaged, protection of the environment and road safety. Every year, the Group offers real support either in the form of free space on its networks or by making available staff and vehicles.

Each Group subsidiary can choose its own causes to support. In 2012, 16 subsidiaries took action to support major causes, mostly in the areas of child protection, medical research, equal opportunities and environmental conservation.

Focus on France

In 2012, JCDecaux France supported the international solidarity NGO "PLAN" in its efforts to encourage education for girls worldwide. The free billboard posting related to the campaign gave important visibility to the message of the NGO, relaying an important cause, on which PLAN has been working for several years. The 11th of October was the first "International Day of the Girl Child", which celebrated the four years in which PLAN has successfully campaigned in favour of education for girls.

Focus on China

For the fourth year running, JCDecaux China, as a partner of the WWF, sponsored "Earth Hour", when customers and individuals are invited to take energy-saving actions to help the planet. It made available a set of advertising networks throughout China for the event.

In 2012, the company was given the Foundation One red ribbon medal, for its effective support for the foundation's projects since 2009, looking to encourage the development of the social sector in partnership with the Red Cross.

JCDecaux China has also been awarded a prize for making an outstanding contribution at the Chinese Women's Charity Awards organised by the National Federation of Chinese Women, and the Women's Development Foundation. JCDecaux China has collaborated with the Foundation since 2012, and its public health programme entitled "Packages for mothers" officially sealed its partnership with JCDecaux. JCDecaux China promoted the public health campaign "Packages for mothers" on advertisements in the underground railway systems of Shanghai, Tianjin, Nanjing and Chongqing: 110 backlit advertisements raised awareness among city dwellers of the difficulties experienced by disadvantaged mothers in Western China, encouraging the public to take more interest in the challenges faced by mothers with limited opportunities.

5.3. Consumer health and safety

Product reliability

JCDecaux has founded its reputation on the quality of its service and equipment. This is one of the Group's core values.

JCDecaux has its own research unit at Plaisir near Paris in France. This research unit is ISO 9001 certified, guaranteeing that products designed comply with standards for access and safety and have all necessary approvals (notably the CE mark). To achieve this, the Research Department has a range of tools that allow it to incorporate different aspects such as resilience, performance and appearance, into the early design phase of street furniture. Many tests are run, including digital modelling of how street furniture will stand up to different stresses: temperature, bending, flux, etc. All research and design work is subject to design reviews and tests as well as quality control at each stage of the production cycle. This guarantees high-quality products that pose no danger to users.

JCDecaux also allows for exceptional usage conditions in product design, including resilience to collapse when people climb on top of bus shelters.

Personal data protection

In October 2010, JCDecaux created a role of IT and Freedom Correspondent in France. This unit aims to ensure that personal data of users of the self-service bicycle schemes, customers or employees are collected, used and stored in compliance with the amended "IT and Freedom" law of 6 January 1978.

All automated processing is subject to internal controls and procedures designed to ensure compliance with the law and the recommendations of the Commission Nationale de l'Informatique et des Libertés (or CNIL), mainly upstream of the introduction of any new automated process.

Specifically, measures for the protection and conservation of data were introduced in France, in consultation with the CNIL, to guarantee the security of personal data from self-service bicycle scheme users. In this way, we seek to guarantee that the personal data of all scheme users will remain confidential.

5.4. Biodiversity

To raise awareness among stakeholders and combat the disappearance of bees and erosion of biodiversity, JCDecaux has created a park of melliferous plants and shrubs (capable of being used for honey production), and installed 15 hives, home to nearly a million bees, at its Plaisir Saint-Appoline site in France. This project is designed both to help preserve the species and to inform visitors at the site.

With this project, JCDecaux shows that it can help promote biodiversity, notably by planting bee-friendly species and avoiding the use of pesticides.

CONCORDANCE TABLE: R.225-104 AND R.225-105 OF THE FRENCH COMMERCIAL CODE

Article	Description	Corresponding paragraph	
Employment			
1.a)	Total workforce and breakdown by gender, by age bracket, by region	1.1	p.46
	Hires and Redundancies	1.2	p.48
	Evolution of compensation	3	p.49
1.b)	Organization of work time	5.1	p. 51
	Absenteeism	5.3	p.52
1.c)	Organization of social dialogue	6	p. 53
	Outcome of the collective agreements	6	p. 53
1.d)	Health and safety conditions at work	5.2	p. 51
	Outcome of the collective agreements signed with trade unions regarding	See Management Report	
	Accidents at work, frequency and severity of accident and occupational diseases	5.2	p.51
1.e)	Policies implemented regarding training	2	p. 48
	Total number of training hours	2	p. 48
1.f)	Measures promoting gender equality	4 and 4.2	p. 50
	Measures promoting the employment and integration of people with disabilities	4.3	p. 50
	Policy against discrimination	4.1	p. 50
1.g)	Respect for the right to organise and collective bargaining	2.1 and 6	p. 39 and 53
	Abolition of discrimination in employment and occupation	2.1 and 4.1	p. 39 and 50
	Abolition of forced or compulsory labour	2.1	p. 39
	Abolition of child labour	2.1	p. 39
Environmental information			
2.a)	Organization of the company to take into account environmental concerns. If applicable Environmental evaluation and verification approachs	1	p. 42
	Training and information towards employees on environmental protection	1.3	p. 54
	Budget dedicated to environmental protection and environmental risk mitigation	See Management Report	
	Financial provisions for environmental risks	Information that is not relevant in view of the nature of JCDecaux's business	
2.b)	Prevention, reduction and fixing of air/water/soil emissions	Information that is not relevant in view of the nature of JCDecaux's business	
	Prevention, recycling and cutting waste	3 and 3.2.2	p. 45
	Noise pollution and others types of pollution	See Management Report	
2.c)	Water consumption and Water supply considering local resources	3 and 3.2.1	p. 45
	Consumption of raw materials, and measures taken to improve the efficiency of raw materials use	2.2.1	p. 43

	Energy consumption, Measures to improve energy efficiency and better use renewable energies	2	p. 42 to 44
	Land use	Information that is not relevant in view of the nature of JCDecaux's business	
2.d)	Greenhouse gas emissions	2	p. 42
	Measures to adapt to climate change	Information that is not relevant in view of the nature of JCDecaux's business	
2.e)	Measures taken to preserve and develop biodiversity	5.4	p. 59

Information regarding community and social involvement promoting sustainable development

3.a)	Regional, economic and social impact created by the activity of the company regarding employment and local development	5.1	p. 58
	Regional, economic and social impact on local and neighbouring communities created by the activity of the company	2.2	p. 55
3.b)	Conditions of the dialogue with the persons and organizations affected by the company's activities	1 and 2	p. 54
	Philanthropic actions and community involvement	5.2	p. 58
3.c)	Integration of the social and environmental issues within the sourcing policy	3	p. 57
	Importance of sub-contracting and integration of CSR in the relationships with suppliers and subcontractors	3	p.57
3.d)	Actions implemented to prevent any kind of corruption	1.1 and 2.1	p. 54
	Measures implemented to promote consumer health and safety	5.3	p. 58
3.e)	Other actions taken to support human rights	2.1 and 1.2	p. 39 and 54

Changi Airport, Singapore

FINANCIAL STATEMENTS

I. DISCUSSION OF THE FINANCIAL STATEMENTS

The following discussion of the Group's financial position and results of operations should be read in conjunction with the audited consolidated financial statements and the related notes thereto, as well as the other financial information included elsewhere in this Registration Document. As required by European Union Regulation no. 1606/2002, dated 19 July 2002, the consolidated financial statements for 2012 have been prepared in accordance with international accounting standards ("IAS/IFRS") adopted by the European Union and applicable on the balance sheet date, i.e. as of 31 December 2012, and presented with comparative financial information for 2011 prepared in accordance with the same standards.

Introduction

Group revenues mainly consist of the sale of advertising space for the following three activities: street furniture advertising ("Street Furniture"), transport advertising ("Transport") and large-format billboard advertising ("Billboard"). Non-advertising revenues relate to the sale, leasing and maintenance of street furniture, as well as to the marketing of innovative technical solutions for street furniture advertising campaigns.

From 1964, when it was created, to 1999, the Group's expansion was mainly due to organic growth, and Street Furniture was the principal business of JCDecaux. In 1999, JCDecaux acquired Havas Media Communication Publicité Extérieure (also known as Avenir) from the Havas group, thereby expanding the outdoor advertising business into Billboard and Transport advertising. Since 2001, the Group has continued to grow organically and externally, successfully completing acquisitions and entering into partnership agreements in several European countries. It has also ventured into new geographical areas, namely China in 2005 and the Middle East beginning in 2008. In 2009, JCDecaux became the majority shareholder of Wall AG, number two in outdoor advertising in Germany and Turkey. In 2010, JCDecaux acquired certain advertising assets of Titan Outdoor UK Ltd in the retail and rail sectors. In December 2011, JCDecaux strengthened its Street Furniture activity in France with the acquisition of MédiaKiosk.

The end of 2012 was marked by restructuring operations on three of the ten leading global markets in outdoor advertising: in Brazil, JCDecaux won the competitive tender launched by the city of São Paulo for the design, manufacture, installation, maintenance and advertising operation of 1,000 digital clocks with a life cycle of 25 years; in Russia, JCDecaux began the process for the acquisition of 25% of Russ Outdoor, the leading outdoor advertising company in Russia, which is the second-largest market for outdoor advertising in Europe; finally, in the United States, JCDecaux in partnership with Interstate Outdoor Advertising, signed the first contract with the city of Chicago, for a major network of digital billboards.

Summary of operations for the 2012 period

The Group's revenues climbed by 6.5% to €2,622.8 million in 2012. Excluding the acquisitions and foreign exchange impact, revenues were up by 1.5%. The Group's operating margin totalled €602.2 million, up by 3.5%, and accounted for 23.0% of revenues, compared to 23.6% in 2011. In 2012, the Group's EBIT was €270.6 million and accounted for 10.3% of revenues, compared to 13.3% in 2011. Adjusted for impairments and write-backs, the Group's EBIT was 12.1% of revenues in 2012, down by 2.7% compared to 2011.

As of 31 December 2012, the Group had a headcount of 10,484 employees, an increase of 180 employees compared to the 2011 year-end.

The opposite table summarises revenues, operating margin, EBIT, and operating margin and EBIT as a percentage of revenues for each of the Group's three business segments in 2012 and 2011.

Fiscal year ended 31 December

IN MILLION EUROS, EXCEPT FOR PERCENTAGES	2012	2011
STREET FURNITURE		
Revenues		
- Advertising	*1,042.3*	*1,055.3*
- Sale, rental and maintenance	*129.0*	*123.7*
Total revenues	**1,171.3**	**1,179.0**
Operating margin	**374.9**	**386.9**
Operating margin/revenues	32.0%	32.8%
EBIT	**157.2**	**184.4**
EBIT/revenues	13.4%	15.6%
TRANSPORT		
Revenues	**1,012.5**	**874.8**
Operating margin	**170.6**	**139.9**
Operating margin/revenues	16.8%	16.0%
EBIT	**133.8**	**111.6**
EBIT/revenues	13.2%	12.8%
BILLBOARD		
Revenues	**439.0**	**409.2**
Operating margin	**56.7**	**55.3**
Operating margin/revenues	12.9%	13.5%
EBIT	**-20.4**	**31.1**
EBIT/revenues	-4.6%	7.6%
TOTAL GROUP		
Revenues	2,622.8	2,463.0
Operating margin	602.2	582.1
Operating margin/revenues	23.0%	23.6%
EBIT	270.6	327.1
EBIT/revenues	10.3%	13.3%

Where Group companies are active in several business segments, they are grouped according to their dominant segment. Where minority operations are significant, the revenues, operating margin and EBIT of the companies involved are allocated to the various activities carried out. Changes in the portfolio of activities may result in an adjustment to the income allocations for the three business segments.

1. REVENUES

1.1. Definitions

The amount of advertising revenues generated by the Group advertising networks depends on two principal factors:

Networks

The Group sells networks that include advertising faces located on street furniture and other outlets and charges advertisers according to the size and quality of these advertising networks. Although the pricing of networks is impacted by an increase in the number of faces resulting from the installation of new advertising displays as part of new contracts or the installation of scrolling panels, or, conversely, a reduction in the number of faces due to the loss of one or more concessions, there is no direct correlation between the change in the number of advertising faces in a network and revenues growth, because of the specific characteristics of each network.

Prices

The Group endeavours to charge prices that reflect the superior quality of its advertising displays, which are generally located at the best locations in city centres and come in network packages that enable advertisers to maximise the launch of their advertising campaigns. The pricing policy thus depends on the quality of displays, their location, the size of the network, and the general state of the advertising sector and the economy.

1.1.1. Organic and reported growth

Group organic growth reflects growth in revenues excluding acquisitions, equity interests and asset disposals, at a constant foreign exchange rate, but includes revenues from new concessions. Reported growth reflects organic growth, increase in revenues generated by acquired companies and by companies recently included within the scope of consolidation (in connection with partnership arrangements) and decrease by the negative impact on revenues arising from asset disposals, increased or decreased by the impact of foreign exchange.

1.1.2. Advertising revenues

Revenues resulting from the sale of advertising spaces are recorded on a net basis after deduction of commercial rebates. In some countries, commissions are paid by the Group to advertising agencies and media brokers when they act as intermediaries between the Group and advertisers. These commissions are then deducted from revenues. In agreements where the Group pays variable fees or revenues sharing, the Group classifies gross advertising revenues as revenues and books variable fees and revenues sharing as operating charges, insofar as the Group is not dealing as an agent but bears the risks and rewards incidental to the activity. Discount charges are deducted from revenues.

1.1.3. Non-advertising revenues

In addition to the sale of advertising space on street furniture, the Group also generates revenues from the sale, rental, and maintenance of street furniture, principally in France and the United Kingdom, the revenues being recorded under the Street Furniture segment. The Group also generates non-advertising revenues from its self-service bicycle business and the marketing of innovative technical solutions for Street Furniture advertising campaigns, under the name "JCDecaux Innovate".

1.2. Revenue growth

In 2012, Group revenues totalled €2,622.8 million, compared to €2,463.0 million in 2011. Acquisitions, disposals of long term investments and partnership transactions had a positive impact of €26.0 million on 2012 revenues. Foreign exchange fluctuations between 2011 and 2012 had a positive impact of €97.8 million on revenues. Excluding the acquisitions and foreign exchange impact, organic revenues growth was +1.5% in 2012. The organic growth of the three segments Street Furniture, Transport and Billboard was, respectively -1.9%, +8.9% and -4.8%.

1.2.1. Revenues by segment

Street furniture

Street Furniture revenues totalled €1,171.3 million in 2012, compared to €1,179.0 million in 2011, down by -0.7%.

Changes in scope had a negative impact of -€7.0 million. Foreign exchange fluctuations between 2011 and 2012 generated a positive impact for the year of €21.2 million on Street Furniture revenues, essentially related to the British pound, the US dollar and the Australian dollar.

- Advertising revenues

Advertising revenues fell by -1.2% in 2012.

Excluding acquisitions and the impact of foreign exchange, Street Furniture advertising revenues fell by -2.4% in 2012. In a difficult macroeconomic context, France, Germany and the United Kingdom recorded a slight decline, while certain European countries experienced a more significant slump, with double-digit reductions particularly in southern Europe. The weakness in the European economy was partially offset by organic growth seen in North America, Asia-Pacific and the Rest of the World.

- Non-advertising revenues

Non-advertising revenues totalled €129.0 million in 2012, compared to €123.7 million in 2011, an increase of 4.3%. Excluding the acquisitions and foreign exchange impact, non-advertising revenues was up by 2.3%.

Transport

Transport revenues totalled €1,012.5 million in 2012, compared to €874.8 million in 2011, an increase of 15.7%.

Changes in scope in 2012 had a negative impact of -€8.3 million while foreign exchange fluctuations between 2011 and 2012 had a positive impact of €68.6 million, primarily relating to the Chinase yuan, Hong Kong and US dollars, the British pound and the United Arab Emirates dirham.

Excluding acquisitions and the impact of foreign exchange, revenues of the Transport business grew by 8.9% in 2012. The United Kingdom, which benefited from the Olympic Games, experienced strong double-digit growth. France posted a good level of single-digit growth which reflects the success of the new digital offer in Paris airports. The situation in southern Europe was difficult. Asia had a very good year with double-digit growth in 2012, despite high comparables and a slightly less favourable economic scenario in the region. Chinese airport and underground systems, the Hong Kong metro and Changi airport in Singapore made a great contribution to this performance. In the Rest of the World, the airports in Dubai and Saudi Arabia continued to record very good results, driving strong double-digit growth in the region. As to North America, there was a decline in organic growth in 2012 following the non-renewal of several long-term campaigns.

Billboard

Billboard revenues amounted to €439.0 million in 2012, compared to €409.2 million in 2011, an increase of 7.3%.

Changes in scope in 2012 had a positive impact of €41.3 million. Foreign exchange fluctuations between 2011 and 2012 generated a positive impact of €8.0 million, essentially related to the British pound.

Excluding acquisitions and the impact of foreign exchange, revenues decreased by 4.8% in 2012. This difference between organic and reported growth is partially linked to acquisitions in Austria and Central Europe, but is mainly the result of the redeployment of certain advertising spaces in the Billboard segment, following the legal reorganisation of the business in France. The business, mainly concentrated in Europe, has been hit hard by the economic environment. The United Kingdom benefited from the Olympic Games but France and Europe experienced low single-digit decline, with southern Europe remaining particularly difficult.

Revenues by region

Fiscal year ended 31 December

	2012		2011	
IN MILLION EUROS, EXCEPT FOR PERCENTAGES	REVENUES	% OF TOTAL	REVENUES	% OF TOTAL
Europe (1)	759.6	29.0	792.6	32.2
France	615.2	23.4	607.8	24.7
Asia-Pacific	604.6	23.0	504.3	20.5
United Kingdom	316.7	12.1	272.1	11.0
North America	188.5	7.2	179.2	7.3
Rest of the World (2)	138.2	5.3	107.0	4.3
TOTAL	2,622.8	100.0	2,463.0	100.0

(1) Excluding France and the United Kingdom

(2) "Rest of the World" includes South America, Russia, Ukraine, Central Asia, Middle-East and Africa

- Europe revenues, excluding France and the United Kingdom, amounted to €759.6 million, down 4.2% compared to 2011.

  Excluding acquisitions and the impact of foreign exchange, revenues fell by 5.6%.

- Revenues in France totalled €615.2 million in 2012, up 1.2% compared to 2011.

  Excluding acquisitions, French revenues fell 1.5%.

- Asia-Pacific revenues represented €604.6 million, up 19.9% compared to 2011.

  Excluding acquisitions and the impact of foreign exchange, revenues grew 9.6% compared to 2011, driven by strong growth throughout the region.

- United Kingdom revenues represented €316.7 million in 2012, up 16.4% compared to 2011.

  Excluding acquisitions and the impact of foreign exchange, United Kingdom revenues rose by 7.7%.

- Revenues from North America amounted to €188.5 million, up 5.2% compared to 2011.

  Excluding acquisitions and the impact of foreign exchange, revenues for North America fell 1.2%.

- Rest of the World revenues totalled €138.2 million, up 29.2% compared to 2011,

  Excluding acquisitions and the impact of foreign exchange, the Rest of the World recorded growth of 20.5% in revenues. The vast majority of countries in that region experienced double-digit growth. Airports in Saudi Arabia, for which the contract was awarded in 2011, and Dubai airport, made particular contributions to the overall performance.

- Regarding the relative weight of each geographic region within the Group, the strong growth of the Asia-Pacific region in 2012 boosted its contribution to Group consolidated revenues from 20.5% in 2011 to 23.0% in 2012. The shares of the United Kingdom and the Rest of the World grew from 11.0% to 12.1% and from 4.3% to 5.3% respectively. By contrast and despite growth in revenues, the relative weight of France fell, from 24.7% to 23.4%, while North America remained almost stable (7.3% to 7.2%). Finally, Europe excluding France and the United Kingdom posted a lower contribution, from 32.2% to 29.0%.

1.3. Impact of acquisitions on Group revenues

Acquisitions, disposals of long-term investments and partnership transactions had a positive impact of €26.0 million on the Group's consolidated revenues in 2012.

This impact resulted mainly from the following transactions:

- in June 2011, JCDecaux acquired 50% of the KOOH group (renamed JCDecaux Bulgaria EOOD) in Bulgaria and the consolidation percentage of Wall Sofia in Bulgaria fell from 100% to 50%, following the acquisition of this interest;
- in July 2011, JCDecaux and Aéroports de Paris created a joint venture, Média Aéroports de Paris. The entity is consolidated at 50%;
- in October 2011, the JCDecaux group increased its financial interests in the BigBoard group in Russia and in Ukraine; the entities now being consolidated at 55%;
- in December 2011, JCDecaux became the majority shareholder of MédiaKiosk at 95%, thereby strengthening its presence in France, with the acquisition of a network of over 700 newspaper kiosks;
- in January 2012, JCDecaux acquired Megaboard Soravia GmbH in Austria, Gigaboard Polska sp zoo in Poland, and Megaboard Doo in Serbia;
- in July 2012 the consolidation percentage of Arge Autobahnwerbung in Austria rose from 50% to 100%.

External acquisitions and the redeployment of certain types of advertising space between the Street Furniture and Billboard segments following the legal reorganisation of the business in France had an impact of -€7.0 million on the Street Furniture business,-€8.3 million on the Transport business and +€41.3 million on the Billboard business.

2. OPERATING MARGIN

2.1. Definitions

The Group measures its performance using a certain number of indicators. With respect to the monitoring of operations, the Group uses two indicators:

- operating margin;
- EBIT.

Using this structure, the Group is able to direct the two components of its financial model, namely the advertising space and asset management activities.

The operating margin is defined as revenues less direct operating and selling, general and administrative expenses. It includes charges to provisions net of reversals relating to trade receivables. The operating margin is impacted by cash discounts granted to customers deducted from revenues and cash discounts received from suppliers deducted from direct operating expenses, as well as stock option expenses recognised in "Selling, general and administrative expenses".

When the Group expands its network, the level of fixed operating expenses — such as fixed fees paid to concession grantors, rent, and maintenance expenses — increases, but not in direct proportion to the increase in advertising revenues. The principal costs that vary as a function of advertising revenues are variable rent and fees paid in connection with advertising contracts and the subcontracting of certain operations relating to the posting of advertising panels. The proportion of variable operating expenses is structurally weaker in the Billboard and Street Furniture activities than in Transport.

Since operating expenses are mostly fixed, the level of revenues is the principal factor that determines the analysis of the operating margin as a percentage of revenues. As a result, any major revenues increase has a significant influence over the operating margin as a percentage of revenues. On the other hand, a decline or stagnation in revenues has the effect of reducing the operating margin as a percentage of revenues. The Group nevertheless strives to control costs as much as possible by taking advantage of synergies among its various businesses, by maximising the productivity of its technical teams and its purchasing and operating methods, and by adapting its cost structures to reflect the economic conditions in various regions.

2.2. Change in the operating margin

The Group operating margin stood at €602.2 million in 2012, compared to €582.1 million in 2011, an increase of 3.5%. It represented 23.0% of revenues in 2012, compared to 23.6% in 2011.

Street Furniture: The operating margin declined by 3.1% to €374.9 million and represented 32.0% of revenues, compared to 32.8% in 2011.

Transport : The operating margin amounted to €170.6 million, up 21.9% compared to 2011, and represented 16.8% of revenues compared to 16.0% in 2011.

Billboard: The operating margin rose by 2.5% to €56.7 million and represented 12.9% of revenues, compared to 13.5% in 2011.

3. EBIT

3.1. Definitions

EBIT is determined based on the operating margin less consumption of spare parts used for maintenance, net charges to depreciation, amortisation and provisions (net), goodwill impairment losses, and other operating income and expenses. Inventory write-downs are recognised in the line item "Maintenance spare parts". Other operating income and expenses include gains and losses on disposal of property, plant and equipment, intangible assets, gains and losses on disposals linked to the loss of control in fully consolidated or proportionately consolidated holdings, together with any profit or loss arising from the re-measurement of the share retained at fair value, any profit or loss arising from the re-measurement at fair value of the previously-held interest in the event of a business combination with acquisition of control, any adjustments in price resulting from post-acquisition events, as well as any negative goodwill, direct costs linked to acquisition and non-recurring items. The net charges related to impairment tests performed on property, plant and equipment and intangible assets are recognised in the line item, "Depreciation, amortisation, and provisions (net)".

Street furniture is depreciated over the average term of the contracts, between 8 and 20 years.

Billboards are depreciated according to the method of depreciation prevailing in the relevant countries in accordance with local regulations and economic conditions. The main method of depreciation is straight-line, with a term of between two and ten years.

3.2. Changes in EBIT

In 2012, EBIT stood at €270.6 million, compared to €327.1 million in 2011.

Impairments and write-backs had a negative impact on EBIT of €45.8 million in 2012. Those consist of a goodwill impairment of €38.0 million relating to the billboard advertising business in Europe and a net impairment of tangible and intangible assets in various countries for €7.8 million.

Adjusted for impairments and write-backs, EBIT totalled €316.4 million in 2012, compared to €325.2 million in 2011, down by 2.7%. It represented 12.1% of revenues in 2012, compared to 13.2% in 2011. The reduction of €8.8 million can be explained by the €20.1 million increase in the operating margin and the €28.9 million increase in other expense items, namely, depreciation, amortisation and provisions, maintenance spare parts and other operating income and expenses.

Depreciation and amortisation net of reversals (excluding depreciation recorded after the impairment test on goodwill, and tangible and intangible assets) amounted to €247.1 million in 2012, compared to €230.2 million in 2011.

Provisions in 2012 represented a net reversal (excluding provisions for onerous contracts) of €4.1 million, compared to a net reversal of €19.8 million in 2011.

The "Maintenance spare parts" line item represented an expense of €37.1 million in 2012, compared to €37.9 million in 2011.

The item "Other operating income and expenses" represented a net expense of €6.3 million in 2012. This item represented a net expense of €9.2 million in 2011.

Street Furniture

Street Furniture EBIT amounted to €157.2 million in 2012, compared to €184.4 million in 2011.

Adjusted for impairments and write-backs, EBIT for Street Furniture amounted to €158.1 million in 2012, compared to €186.8 million in 2011, i.e. a decline of 15.3% in 2012. It represented 13.5% of revenues in 2012, compared to 15.8% in 2011.

Depreciation and amortisation net of reversals (excluding asset write-downs recorded after the impairment test) amounted to €181.7 million in 2012, compared to €170.8 million in 2011, i.e. an increase of €10.9 million.

Provisions represented a net reversal (excluding provisions for onerous contracts) of €4.8 million in 2012, compared to a net reversal of €12.9 million in 2011.

The "Maintenance spare parts" line item represented an expense of €33.9 million in 2012, compared to €35.3 million in 2011.

The "Other operating income and expenses" line item represented an expense of €6.0 million in 2012, compared to an expense of €6.9 million in 2011.

Transport

EBIT including impairments and write-backs in the Transport business stood at €133.8 million in 2012, compared to €111.6 million in 2011.

Adjusted for impairments and write-backs, the Transport business posted EBIT of €135.1 million in 2012 compared to €111.0 million in 2011, growth of 21.7%. It represented 13.3% of the revenues from that business in 2012 compared to 12.7% in 2011.

The higher EBIT for this segment is mainly attributable to the €30.7 million increase in the operating margin.

In the Transport business, depreciation costs (excluding asset write-downs recorded after the impairment test) represented a total of €34.9 million in 2012, i.e. 3.4% of revenues. The low level of amortisation in this segment compared to Street Furniture reflects the fact that transport contracts, which have shorter terms than street furniture contracts and generate higher fees, generally require less investment.

Billboard

Negative EBIT of -€20.4 million was recognised in 2012, compared to positive EBIT of €31.1 million in 2011. EBIT in 2012 was greatly reduced by goodwill impairment of €38.0 million relating to the billboard advertising business in Europe.

Adjusted for impairments and write-backs, EBIT for the Billboard business amounted to €23.2 million in 2012, compared to €27.4 million in 2011, a decrease of 15.3%. It represented 5.3% of this activity's revenues in 2012, compared to 6.7% in 2011.

Depreciation and amortisation (excluding asset write-downs following the impairment test) represented €30.5 million in 2012, compared to €28.8 million in 2011.

The "Other operating income and expenses" line item represented an expense of €0.8 million compared to an income of €2.7 million in 2011.

4. NET FINANCIAL INCOME

In 2012, net financial income amounted to -€29.3 million, representing a favourable change of €3.0 million compared to 2011. This change is mainly attributable to the €4.7 million reduction in net financial interest resulting from the reduction in the Group's average net indebtedness and the favourable change of €3.7 million in the foreign exchange result. These positive effects have been partially offset by an increase of €6.1 million in discounting expenses. Also, net financial income in 2011 was marked by the gain on the disposal of a non-controlling interest in Asia, for €8.6 million, and an expense of -€9.7 million resulting from a clawback provision connected to a debt waiver granted by a non-controlling interest to a Group company.

5. INCOME TAX

In 2012, consolidated income taxes totalled €92.1 million, compared to €93.7 million in 2011.

The effective tax rate, excluding goodwill impairment losses and the Group's share of net profit of associates, stood at 33% in 2012, compared to 31.8% in 2011. After restatement of the discounting impact of debts on commitments to purchase non-controlling interests, the 2012 effective tax rate stood at 31.8%, compared to 31.2% in 2011.

6. NET INCOME

Net income (Group share) amounted to €162.8 million in 2012, compared to €212.6 million in 2011. The reduction in net income (Group share) in 2012 mainly reflects impairments losses which negatively impacted 2012 net income, by €44.5 million.

7. CASH FLOW

At 31 December 2012 the Group had a net cash surplus of €34.9 million (according to the definition of Group net debt, excluding commitments to purchase non-controlling interests as defined and described in paragraph 2.17 of the notes to the consolidated financial statements) against a net debt of €147.5 million at 31 December 2011, i.e. a reduction of €182.4 million.

7.1. Net cash provided by operating activities

Cash provided by operating activities amounted to €606.5 million in 2012, compared to €562.0 million in 2011. This increase of €44.5 million is essentially linked to improvements in the operating margin and changes in the working capital requirement. The 2012 cash flows were primarily generated by the €602.2 million operating margin less maintenance spare parts excluding inventory write-downs for €36.6 million, added to which the change in working capital requirement which generated a positive cash flow of €42.6 million, breaking down as follows:

- an increase in inventories of €1.9 million;
- a decrease in trade and other receivables of €14.7 million due to tight control over collection periods and despite revenues growth;
- an increase in trade and other payables of €29.8 million.

Net financial interest paid represented €8.5 million in 2012, compared to €12.0 million in 2011,due to the decline of average net financial debt.

Income taxes paid in 2012 represented €107.5 million compared to €101.7 million in 2011, i.e. an increase of €5.8 million.

Net cash from operating activities in 2012 represented €490.5 million, compared to €448.3 million in 2011.

7.2. Net cash used in investing activities

Net cash used in investing activities in 2012 consisted of €167.8 million worth of net capital expenditures for property, plant and equipment and intangible assets, €18.3 million to acquire long-term investments less net cash acquired, €5.2 million to acquire other financial assets, €1.4 million in changes in payables and receivables on financial investments, reduced by €7.1 million in disposals of other financial assets.

Net of the change in payables and receivables, acquisitions of property, plant and equipment and intangible assets amounted to €175.4 million, while disposals totalled €7.6 million, generating a net flow of €167.8 million. Group acquisitions of property, plant and equipment amounting to €149.1 million, include €129.7 million for new street furniture and billboards and €19.4 million for general investments, consisting mainly of tooling, vehicles, computer equipment and software, real estate, and improvements. Group acquisitions of intangible assets amounting to €26.3 million include €15.9 million in new advertising rights and capitalised development costs, as well as €10.4 million in general investments, essentially comprising software.

In 2011, the Group recorded €152.2 million for acquisitions of new street furniture and billboards, new advertising rights and capitalised development costs, and €28.4 million for general investments.

Street Furniture accounted for 77% of the Group's acquisitions of property, plant and equipment, amounting to €114.3 million in 2012 (€128.1 million in 2011). Acquisitions of intangible assets, primarily comprising software and capitalised development costs, amounted to €16.2 million in 2012. Total investments for the Street Furniture business amounted to €140.2 million in 2011.

Transport acquisitions of property, plant and equipment totalled €20.6 million in 2012, while acquisitions of intangible assets amounted to €9.2 million. Total investments for the Transport business amounted to €26.4 million in 2011.

In 2012, Billboard acquisitions of property, plant and equipment totalled €14.2 million, while acquisitions of intangible assets amounted to €0.9 million. Total investments for the Billboard business amounted to €14.0 million in 2011.

Acquisitions of long-term investments less net cash acquired and net of changes in payables and receivables on financial investments amounted to €19.7 million in 2012. They mainly relate to the acquisition of control of Megaboard Soravia GmbH and Arge Autobahnwerbung in Austria, Epamedia in Hungary, and Concourse Initiatives Ltd in the United Kingdom.

Disposals of other financial assets net of acquisitions amounted to €1.9 million, of which €0.7 million corresponded to changes in the loans related to proportionately consolidated companies.

7.3. Net cash used in financing activities

7.3.1. Net cash from financing activities

The Group decreased its net debt by €182.4 million in 2012. This decrease breaks down as follows:

- a €28.2 million drop in the gross financial debt on the balance sheet;
- a €10.8 million increase in net financial derivative liabilities;
- a €166.5 million increase in net cash; and
- a €1.5 million reduction in loans relating to proportionately consolidated companies.

The change in gross financial debt on the balance sheet and hedging instruments stood at -€17.4 million and breaks down as follows:

- -€36.0 million of repayment flows net of financing;
- +€18.6 million linked to foreign exchange impacts, the net impact of IAS 39 on debt and derivatives, to changes in scope and various reclassifications.

7.3.2. Net cash from disposal of interests without loss of control

In 2012, disposals of interests without loss of control net of changes in receivables from financial investments amounted to €2.8 million.

7.3.3. Shareholders' equity and dividends

JCDecaux SA paid dividends during 2012 totalling €97.6 million.

Certain JCDecaux SA subsidiaries, in which there are minority shareholders, made dividend payments amounting to €8.2 million.

The €5.0 million increase in shareholders' equity is linked to the issue of 4.8 million new shares by JCDecaux SA as a result of the exercise of stock options.

8. FINANCIAL MANAGEMENT

The type of financial risks arising from the activity conducted by the Group and its risk management policy, as well as an analysis of the management of such risks in 2012, are described in the Notes to the Consolidated Financial Statements (pages 80 to 137 of this document).

9. COMMITMENTS OTHER THAN THOSE RELATING TO FINANCIAL MANAGEMENT

The Group's material off-balance sheet commitments as of 31 December 2012 are listed and analysed in Note 6 to the Consolidated Financial Statements.

II. RECENT DEVELOPMENTS AND OUTLOOK

Since 31 December 2012, JCDecaux has acquired control of 25% of Russ Outdoor in Russia. The transaction closed on 12 February 2013. In early February 2013, the Group also issued a bond of €500 million maturing in February 2018, to increase its financial flexibility by diversifying its sources of financing and increase the average maturity. The Group's business and financial position has not experienced any other material change requiring discussion in this document. Any annual revenues forecast for 2013 would be premature. JCDecaux continues to invest selectively in projects that promote the Group's development.

III. INVESTMENT POLICY

1. Main investments completed

Most of the Group's capital expenditures relate to the construction and installation of street furniture and advertising panels in connection with renewals and new contracts, as well as recurring investments necessary for ongoing business operations (vehicles, computers, tooling and buildings).

In 2012, the Group devoted €145.6 million in investments linked to new contracts or renewal of existing contracts, compared to €152.2 million in 2011. The Group also spent €29.8 million, versus €28.4 million in 2011, on building improvements, tooling, vehicles and computer systems, aside from projects for new contracts or renewal of existing contracts.

In 2011, the Group devoted €152.2 million in investments linked to new contracts or renewal of existing contracts, compared to €133.5 million in 2010. The Group also spent €28.4 million, versus €25.0 million in 2010, on building improvements, tooling, vehicles and computer systems, aside from projects for new contracts or renewal of existing contracts.

In 2010, the Group devoted €133.5 million in investments linked to new contracts or renewal of existing contracts, compared to €179.1 million in 2009. The Group also spent €25.0 million, versus €18.7 million in 2009, on building improvements, tooling, vehicles and computer systems, aside from projects for new contracts or renewal of existing contracts.

2. Main future investments

Investments in 2013 will primarily be devoted to furthering the development of street furniture installation programs in connection with new or renewed contracts.

STATEMENT OF FINANCIAL POSITION

Assets

IN MILLION EUROS		31/12/2012	31/12/2011
Goodwill	§ 2.4	1,356.9	1,377.9
Other intangible assets	§ 2.4	302.3	328.8
Property, plant and equipment	§ 2.5	1,115.8	1,139.4
Investments in associates	§ 2.7	167.2	158.2
Financial investments		2.1	1.4
Other financial assets	§ 2.8	24.2	23.8
Deferred tax assets	§ 2.14	29.6	23.6
Current tax assets	§ 2.13	0.9	0.9
Other receivables	§ 2.9	36.4	37.5
Non-current assets		3,035.4	3,091.5
Other financial assets	§ 2.8	12.4	14.2
Inventories	§ 2.10	98.8	94.9
Financial derivatives	§ 2.19	0.0	0.0
Trade and other receivables	§ 2.11	729.7	738.0
Current tax assets	§ 2.13	11.3	3.6
Cash and cash equivalents	§ 2.12	458.9	288.7
Current assets		1,311.1	1,139.4
TOTAL ASSETS		4,346.5	4,230.9

Liabilities and Equity

IN MILLION EUROS		31/12/2012	31/12/2011
Share capital		3.4	3.4
Additional paid-in capital		1,021.3	1,010.0
Consolidated reserves		1,351.1	1,235.5
Consolidated net income (Group share)		162.8	212.6
Other components of equity		29.0	32.5
Equity attributable to owners of the parent company		2,567.6	2,494.0
Non-controlling interests		-42.4	-24.3
Total equity	§ 2.15	2,525.2	2,469.7
Provisions	§ 2.16	220.2	198.8
Deferred tax liabilities	§ 2.14	103.1	111.8
Financial debt	§ 2.17	140.2	357.8
Debt on commitments to purchase non-controlling interests	§ 2.18	104.1	78.6
Other payables		25.8	20.4
Financial derivatives	§ 2.19	6.1	17.7
Non-current liabilities		599.5	785.1
Provisions	§ 2.16	31.6	29.9
Financial debt	§ 2.17	260.5	71.1
Debt on commitments to purchase non-controlling interests	§ 2.18	13.3	13.3
Financial derivatives	§ 2.19	22.5	0.1
Trade and other payables	§ 2.20	841.5	822.5
Income tax payable	§ 2.13	39.0	29.5
Bank overdrafts	§ 2.17	13.4	9.7
Current liabilities		1,221.8	976.1
Total liabilities		1,821.3	1,761.2
TOTAL LIABILITIES AND EQUITY		4,346.5	4,230.9

STATEMENT OF COMPREHENSIVE INCOME

Income statement

IN MILLION EUROS		2012	2011
NET REVENUES		2,622.8	2,463.0
Direct operating expenses	§ 3.1	(1,619.1)	(1,500.8)
Selling, general and administrative expenses	§ 3.1	(401.5)	(380.1)
OPERATING MARGIN		602.2	582.1
Depreciation, amortisation and provisions (net)	§ 3.1	(250.2)	(207.9)
Impairment of goodwill	§ 3.1	(38.0)	0.0
Maintenance spare parts	§ 3.1	(37.1)	(37.9)
Other operating income	§ 3.1	7.2	8.7
Other operating expenses	§ 3.1	(13.5)	(17.9)
EBIT		270.6	327.1
Financial income	§ 3.2	10.8	16.7
Financial expenses	§ 3.2	(40.1)	(49.0)
NET FINANCIAL INCOME (LOSS)		(29.3)	(32.3)
Income tax	§ 3.3	(92.1)	(93.7)
Share of net profit of associates	§ 3.5	16.8	14.6
PROFIT OF THE YEAR FROM CONTINUING OPERATIONS		166.0	215.7
Gain or loss on discontinued operations			
CONSOLIDATED NET INCOME		166.0	215.7
- Including non-controlling interests		*3.2*	*3.1*
CONSOLIDATED NET INCOME (GROUP SHARE)		162.8	212.6
Earnings per share (in euros)		0.734	0.959
Diluted Earnings per share (in euros)		0.733	0.958
Weighted average number of shares	§ 3.4	221,876,825	221,723,424
Weighted average number of shares (diluted)	§ 3.4	221,993,660	221,914,884

Statement of other comprehensive income

IN MILLION EUROS	2012	2011
CONSOLIDATED NET INCOME	166.0	215.7
Translation reserve adjustments on foreign transactions [(1)]	(3.6)	29.1
Translation reserve adjustments on net foreign investments	(0.6)	(3.6)
Cash flow hedges	(0.2)	0.0
Share of other comprehensive income of associates	0.3	2.2
- Translation reserve adjustments of associates	*0.3*	*2.0*
- Gains and losses on disposal of treasury shares of associates	*0.0*	*0.2*
Other comprehensive income before tax	**(4.1)**	**27.7**
Tax on other comprehensive income [(2)]	**0.0**	**(0.1)**
TOTAL COMPREHENSIVE INCOME	161.9	243.3
- Including non-controlling interests	*2.6*	*3.9*
TOTAL COMPREHENSIVE INCOME - GROUP SHARE	159.3	239.4

[(1)] In 2012, the translation reserve adjustments on foreign transactions were related to changes in foreign exchange rates, of which €(4.0) million in China, €3.7 million in France, €(3.4) million in Hong Kong, €(2.0) million in the United States, €1.2 million in the United Kingdom and €1.0 million in South Korea. In 2011, the translation reserve adjustments on foreign transactions were related to changes in foreign exchange rates, of which €11.8 million in Hong Kong, €4.6 million in Brazil, €3.9 million in China, €3.3 million in the United Kingdom and €2.1 million in the United States. The item also included a transfer in the income statement following the acquisition of control of Adbooth Pty Ltd (Australia) for €(0.1) million, JCDecaux Korea Inc. (South Korea) for €0.2 million and Garmoniya (Ukraine) for €0.1 million.

[(2)] In 2011, the deferred tax impact on the translation reserve adjustments on net foreign investments amounted to €(0.1) million. In 2012, the translation reserve adjustments on net foreign investments had no tax impact.

STATEMENT OF CHANGES IN EQUITY

IN MILLION EUROS	EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT COMPANY											
				OTHER COMPONENTS OF EQUITY								
	SHARE CAPITAL	ADDITIONAL PAID-IN CAPITAL	RETAINED EARNINGS	CASH FLOW HEDGES	AVAILABLE-FOR-SALE SECURITIES	TRANSLATION RESERVE ADJUSTMENT	REVALUATION RESERVES	OTHER	TOTAL OTHER COMPONENTS	TOTAL	NON-CONTROLLING INTERESTS	TOTAL
EQUITY AS OF 31 DECEMBER 2010	3.4	1,001.6	1,236.7	0.0	-0.1	4.3	0.9	0.6	5.7	2,247.4	-24.7	2,222.7
Capital increase [1]	0.0	4.4	(0.5)						0.0	3.9	2.5	6.4
Distribution of dividends									0.0	0.0	(8.1)	(8.1)
Share-based payments		4.0							0.0	4.0		4.0
Debt on commitments to purchase non-controlling interests [2]									0.0	0.0		0.0
Change in consolidation scope [3]			(0.6)						0.0	(0.6)	2.0	1.4
Consolidated net income			*212.6*						*0.0*	*212.6*	*3.1*	*215.7*
Other comprehensive income						*26.6*		*0.2*	*26.8*	*26.8*	*0.8*	*27.6*
Total comprehensive income	0.0	0.0	212.6	0.0	0.0	26.6	0.0	0.2	26.8	239.4	3.9	243.3
Other			(0.1)						0.0	(0.1)	0.1	0.0
EQUITY AS OF 31 DECEMBER 2011	3.4	1,010.0	1,448.1	0.0	(0.1)	30.9	0.9	0.8	32.5	2,494.0	(24.3)	2,469.7
Capital increase [1]	0.0	5.8	(1.0)						0.0	4.8	(0.4)	4.4
Distribution of dividends			(97.6)						0.0	(97.6)	(8.2)	(105.8)
Share-based payments		5.5							0.0	5.5		5.5
Debt on commitments to purchase non-controlling interests [2]									0.0	0.0	(15.5)	(15.5)
Change in consolidation scope [3]			1.8						0.0	1.8	3.5	5.3
Consolidated net income			*162.8*						*0.0*	*162.8*	*3.2*	*166.0*
Other comprehensive income				*(0.2)*		*(3.3)*			*(3.5)*	*(3.5)*	*(0.6)*	*(4.1)*
Total comprehensive income	0.0	0.0	162.8	(0.2)	0.0	(3.3)	0.0	0.0	(3.5)	159.3	2.6	161.9
Other			(0.2)						0.0	(0.2)	(0.1)	(0.3)
EQUITY AS OF 31 DECEMBER 2012	3.4	1,021.3	1,513.9	(0.2)	(0.1)	27.6	0.9	0.8	29.0	2,567.6	(42.4)	2,525.2

[1] Increase in JCDecaux SA's additional paid-in capital related to the exercise of stock options and bonus shares and part of non-controlling interests in capital increase and capital decrease of controlled entities.

[2] In 2012, new commitments to purchase non-controlling interests related to changes in consolidation scope. Discounting impacts were recorded in the income statement in "Consolidated net income" under the line item "Non-controlling interests" for €(10.0) million in 2012 versus €(5.4) million in 2011.

[3] In 2011, changes in consolidation scope due to the acquisitions of Adbooth Pty Ltd (Australia) and MédiaKiosk (France) and the additional acquisition of interests in Chengdu MPI Public Transportation Adv. Co. Ltd (China).
In 2012, changes in consolidation scope, primarily following the partial disposal without loss of control of MédiaKiosk (France) to new minority shareholders and the takeover of Megaboard Soravia (Austria).

STATEMENT OF CASH FLOWS

IN MILLION EUROS		2012	2011
Net income before tax		258.1	309.4
Share of net profit of associates	§ 3.5	(16.8)	(14.6)
Dividends received from associates	§ 2.7	7.5	1.3
Expenses related to share-based payments	§ 3.1	5.5	4.0
Depreciation, amortisation and provisions (net)	§ 3.1 & § 3.2	288.2	208.5
Capital gains and losses & net income (loss) on changes in scope	§ 3.1 & § 3.2	(3.9)	(11.5)
Discounting expenses (income)	§ 3.2	17.2	11.1
Net interest expense	§ 3.2	7.7	22.1
Financial derivatives and translation adjustments		0.4	10.2
Change in working capital		42.6	21.5
- Change in inventories		*(1.9)*	*3.9*
- Change in trade and other receivables		*14.7*	*0.7*
- Change in trade and other payables		*29.8*	*16.9*
Cash provided by operating activities		606.5	562.0
Interest paid		(17.6)	(19.6)
Interest received		9.1	7.6
Income taxes paid		(107.5)	(101.7)
NET CASH PROVIDED BY OPERATING ACTIVITIES	§ 4.1	490.5	448.3
Acquisitions of intangible assets and property, plant & equipment	§ 2.4 & § 2.5	(170.9)	(180.8)
Acquisitions of long-term investments		(18.3)	(56.1)
Acquisitions of other financial assets		(5.2)	(13.9)
Change in payables on intangible assets and property, plant & equipment		(4.5)	0.2
Change in payables on financial investments		(0.2)	0.2
Change in receivables on financial investments		(1.2)	0.0
Total investments		(200.3)	(250.4)
Proceeds on disposal of intangible assets and property, plant & equipment		10.8	5.7
Proceeds on disposal of long-term investments		0.0	8.9
Proceeds on disposal of other financial assets		7.1	6.3
Change in receivables on intangible assets and property, plant & equipment		(3.2)	7.1
Total asset disposals		14.7	28.0
NET CASH USED IN INVESTING ACTIVITIES	§ 4.2	(185.6)	(222.4)
Dividends paid		(105.8)	(8.1)
Capital decrease		(0.6)	0.0
Acquisitions of non-controlling interests		0.0	-1.9
Repayment of long-term debt		(48.6)	(163.4)
Repayment of debt (finance lease)		(4.3)	(2.7)
Cash outflow from financing activities		(159.3)	(176.1)
Proceeds on disposal of interests without loss of control		4.2	0.3
Change in receivables on financial investments		(1.4)	0.0
Capital increase		5.0	4.0
Increase in long-term borrowings		16.9	31.9
Cash inflow from financing activities		24.7	36.2
NET CASH USED IN FINANCING ACTIVITIES	§ 4.3	(134.6)	(139.9)
CHANGE IN NET CASH POSITION		170.3	86.0
Net cash position beginning of period	§ 2.17	279.0	189.4
Effect of exchange rate fluctuations and other movements		(3.8)	3.6
Net cash position end of period [1]	§ 2.17	445.5	279.0

[1] Including €458.9 million in cash and cash equivalents and €(13.4) million in bank overdrafts as of 31 December 2012, compared to €288.7 million and €(9.7) million, respectively, as of 31 December 2011.

MAJOR EVENTS OF THE YEAR

In 2012, JCDecaux continued its strategy of organic and external growth.

In October 2012, the Group won, with its Brazilian partner Publicrono, the tender launched by São Paulo to supply the contract for the design, manufacture, installation, maintenance and marketing of the advertising faces on 1,000 digital clocks (providing a minimum of 2,000 advertising faces including a number of digital displays) for a 25-year period. The company created to operate this contract, Concessionaria A Hora De São Paolo S.A., is fully consolidated.

In October 2012, the Group signed an agreement to take joint control of 25% of the company Russ Outdoor, the leader in the Russian outdoor advertising market, which represents 22% of the advertising poster market in Russia with more than 40,000 advertising panels in 70 Russian cities. In 2012, the company generated more than $340 million in revenues and has more than 3,000 employees. As part of this transaction, the Group will contribute its Russian assets from BigBoard to Russ Outdoor.

In December 2012, JCDecaux, with its partner Interstate Outdoor Advertising, signed its first large-scale digital billboard network contract in the United States with the city of Chicago. This 20-year contract for 34 large (up to 1,200 square feet) digital billboards with 60 LED-display faces along city expressways will generate approximately $700 million in advertising revenues. The company created to operate this contract, Interstate JCDecaux LLC, is proportionately consolidated at 49%.

The primary partnerships and acquisitions are detailed in Note 2.1 "Changes in the consolidation scope in 2012".

1. ACCOUNTING METHODS AND PRINCIPLES

1.1. General principles

The JCDecaux SA consolidated financial statements for the year ended 31 December 2012 include JCDecaux SA and its subsidiaries (hereinafter referred to as the "Group") and the Group's share in associates or companies under joint control.

Pursuant to European Regulation No. 1606/2002 of 19 July 2002, the 2012 consolidated financial statements were prepared in accordance with IFRS, as adopted by the European Union. They were approved by the Executive Board and were authorised for release by the Supervisory Board on 6 March 2013. These financial statements shall only be definitive upon the approval of the General Meeting of Shareholders.

The principles used in the preparation of these financial statements are based on:

- all standards and interpretations adopted by the European Union and in force as of 31 December 2012. These are available on the European Commission website: http://ec.europa.eu/internal_market/accounting/ias/index_en.htm. Moreover, these principles do not differ from the IFRS standards published by the IASB;
- accounting treatments adopted by the Group when no guidance is provided by current standards.

These various options and positions break down as follows:

The Group has implemented the following standards, amendments to standards and interpretations adopted by the European Union and applicable from 1 January 2012:

- amendment to IFRS 7 "Financial Instruments: Disclosures – Transfers of Financial Assets".

The adoption of this standard did not have a material impact on the consolidated financial statements.

In the absence of specific IFRS provisions on the accounting treatment of debts on commitments to purchase non-controlling interests, the accounting principles used in the 2011 consolidated financial statements were maintained and are explained in paragraph 1.21 "Commitments to purchase non-controlling interests". In particular, pending the adoption of the IFRS IC interpretation related to the commitments to purchase non-controlling interests, subsequent changes in the fair value of the debt arising from such commitments are recognised in net financial income and allocated to non-controlling interests in the income statement, with no impact on the net income (Group share).

In addition, the Group has not opted for the early adoption of the following new standards, amendments to standards and interpretations, endorsed or not by the European Union, which are not yet in force for the year ended 31 December 2012:

- standards and amendments adopted by the European Union but which are not yet in force for the year ended 31 December 2012:
  - IFRS 10 "Consolidated Financial Statements",
  - IFRS 11 "Joint Arrangements",
  - IFRS 12 "Disclosure of Interests in Other Entities",
  - IFRS 13 "Fair Value Measurement",
  - IAS 27 (2011) "Separate Financial Statements",
  - IAS 28 (2011) "Investments in Associates and Joint Ventures",
  - Amendment to IAS 1 "Presentation of Items of Other Comprehensive Income",
  - Amendment to IAS 12 "Deferred tax: Recovery of Underlying Assets",
  - Amendment to IAS 19 "Defined Benefit Plans",
  - Amendment to IAS32 "Financial Instruments: Presentation – Offsetting Financial Assets and Financial liabilities",
  - Amendment to IFRS 7 "Financial Instruments: Disclosures – Offsetting Financial Assets and Financial liabilities",

- standards and amendments not adopted by the European Union:

  - IFRS 9 "Financial Instruments",

  - Amendments relative to the transition guidance to IFRS 10, 11 and 12,

  - Amendments to IFRS 10, 12 and IAS 27 – "Investment entities",

  - Annual improvements to IFRS: 2009-2011 cycle.

The analysis of the impacts of these standards is being carried out, and at this stage, except for IFRS 11, Management believes that the application of these standards will not have a material impact on the consolidated financial statements. Based on the financial statements for the year ended 31 December 2012, the amendment to IAS 19 should increase liability provisions in the statement of financial position by approximately €20 million, with no material impact in the income statement.

Future application of IFRS 11, under which companies under joint control are accounted for using the equity method, should decrease net revenues and operating margin in the IFRS consolidated income statements by more than 10%, with no effect on the net income (Group Share). However, and in order to reflect the business reality of the Group's entities, operating data of the companies under the Group's joint control will continue to be proportionately integrated in the operating management reporting used by the Executive Board, the Chief Operating Decision-Maker (CODM), to monitor the activity, allocate resources and measure performances. Consequently, pursuant to IFRS 8, Segment Reporting presented in the financial statements shall comply with the Group's internal information, and the Group's external financial communication will rely on this operating financial information, which will be reconciled with the IFRS financial statements.

1.2. First-time adoption of IFRS

With a 1 January 2004 transition date, the financial statements from 31 December 2005 were the first to be prepared by the Group in compliance with IFRS. IFRS 1 provided for exceptions to the retrospective application of IFRS on the transition date. The Group adopted the following options:

- the Group decided to apply IFRS 3 "Business Combinations" on a prospective basis starting from 1 January 2004. Business combinations that occurred before 1 January 2004 were therefore not restated.

- the Group decided not to apply the provisions of IAS 21, "The effects of changes in foreign exchange rates" for the cumulative amount of foreign exchange differences existing at the date of transition to IFRS. Accordingly, the cumulative amount of foreign exchange differences for all foreign business activities was considered to be zero as of 1 January 2004. As a result, any profits and losses realised on the subsequent sale of foreign activities excluded the exchange differences existing before 1 January 2004, but included any subsequent differences.

- the Group, in connection with IAS 19 "Employee Benefits", decided to recognise in equity all cumulative actuarial gains and losses existing as of the date of transition to IFRS. This option for the opening statement of financial position does not call into question the use of the "corridor" method used for cumulative actuarial gains and losses generated subsequently (until the application of the amendment to IAS 19).

- the Group applied IFRS 2 "Share-based Payment" to stock option plans granted on or after 7 November 2002, but not yet vested as of 1 January 2005.

- the Group decided not to apply the option allowing property, plant and equipment to be re-measured at fair value at the date of transition.

1.3. Scope and methods of consolidation

The financial statements of companies controlled by the Group are included in the consolidated financial statements from the date control is acquired to the date control ceases. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

Companies that are jointly controlled by the Group are consolidated using the proportionate method.

Companies over which the Group exercises a significant influence on the operating and financial policies are accounted for under the equity method.

All transactions between Group fully consolidated companies are eliminated upon consolidation. Transactions with companies consolidated under the proportionate method are eliminated up to the percentage of consolidation.

Inter-company results are also eliminated. Capital gains or losses on inter-company sales realised by an associate are eliminated up to the percentage of ownership and offset by the value of the assets sold.

1.4. Recognition of foreign currency transactions in the functional currency of entities

Transactions denominated in foreign currencies are translated into the functional currency at the rate prevailing on the transaction date. At the period-end, monetary items are translated at the closing exchange rate and the resulting gains or losses are recorded in the income statement.

Long-term monetary assets held by a Group entity in a foreign subsidiary for which settlement is neither planned nor likely to occur in the foreseeable future are a part of the entity's net investment in that foreign operation. Accordingly, pursuant to IAS 21 "The effects of changes in foreign exchange rates", exchange differences on these items are recorded in other comprehensive income until the investment's disposal. In the opposite case, exchange differences are recorded in the income statement.

1.5. Translation of the financial statements of subsidiaries

The Group consolidated financial statements are prepared in euro, which is the parent company's presentation and functional currency.

Assets and liabilities of foreign subsidiaries are translated into the Group's presentation currency at the year-end exchange rate, and the corresponding income statement is translated at the average exchange rate of the period. Resulting translation adjustments are directly allocated to other comprehensive income.

At the time of a total or partial disposal, with loss of control, or the liquidation of a foreign entity, or a step acquisition, translation adjustments accumulated in equity are reclassified in the income statement.

1.6. Use of estimates

As part of the process to prepare the consolidated financial statements, the assessment of some assets and liabilities requires the use of judgments, assumptions and estimates. This primarily involves the valuation of property, plant and equipment and intangible assets, the valuation of investments in associates, determining the amount of provisions for employee benefits and dismantling, and the valuation of commitments on securities. These judgments, assumptions and estimates are based on information available or situations existing at the financial statement preparation date, which could differ from future reality. Valuation methods are more specifically described, mainly in Note 1.11 "Impairment of intangible assets, property, plant and equipment and goodwill" and in Note 1.23 "Dismantling provision". The results of sensitivity tests are provided in Note 2.6 "Goodwill, Property, plant and equipment (PP&E), and Intangible assets impairment tests" for the valuation of goodwill, property, plant and equipment and other intangible assets, in Note 3.5 "Share of net profit of associates" for the valuation of investments in associates and in Note 2.16 "Provisions" for the valuation of provisions for employee benefits.

1.7. Current/non-current distinction

With the exception of deferred tax assets and liabilities which are classified as non-current, assets and liabilities are classified as current when their recoverability or payment is expected no later than 12 months after the year-end closing date; otherwise, they are classified as non-current.

1.8. Intangible assets

1.8.1. Development costs

According to IAS 38, development costs must be capitalised as intangible assets if the Group can demonstrate:

- its intention, and financial and technical ability to complete the development project;
- the existence of probable future economic benefits for the Group;
- the high probability of success for the Group;
- and that the cost of the asset can be measured reliably.

Development costs capitalised in the statement of financial position from 1 January 2004 onwards primarily include all costs related to the development, modification or improvement to street furniture ranges in connection with contract proposals having a strong probability of success. Development costs also include the design and construction of models and prototypes.

The Group considers that it is legitimate to capitalise tender response preparation costs. Given the nature of the costs incurred (design and construction of models and prototypes), and the statistical success rate of the group JCDecaux in its responses to street furniture bids, the Group believes that these costs represent development activities that can be capitalised under the aforementioned criteria. Indeed, these costs are directly related to a given contract, and are incurred to obtain it. Amortisation, spread out over the term of the contract, begins when the project is awarded. Should the bid be lost, the amount capitalised would be expensed.

Development costs carried in assets are recognised at cost less accumulated amortisation and impairment losses.

1.8.2. Other intangible assets

Other intangible assets primarily involve Street Furniture, Billboard and Transport contracts recognised in business combinations, which are amortised over the contract term. They also include upfront payments, amortised over the contract term, and software. Only individualised and clearly identified software (ERP in particular) is capitalised and amortised over a maximum period of five years. Other software is recognised in expenses for the period.

1.9. Business combinations, acquisition of non-controlling interests and disposals

IFRS 3 revised requires the application of the acquisition method to business combinations, which consists of measuring at fair value all identifiable assets and liabilities of the acquired entity.

Goodwill represents the acquisition-date fair value of the consideration transferred (including the acquisition-date fair value of the acquirer's previously held equity interest in the company acquired), plus the amount recognised for any non-controlling interest in the acquired company, minus the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

Goodwill is not amortised. The Group conducts impairment tests at least once a year at each statement of financial position date and at any time when there are indicators of impairment. Following these impairment tests, performed in accordance with the methodology detailed in Note 1.11 "Impairment of intangible assets, property, plant and equipment and goodwill", a goodwill impairment loss is recognised if necessary. When recognised, such a loss cannot be reversed at a later period.

Negative goodwill, if any, is immediately recognised directly in the income statement.

When determining the fair value of assets and liabilities of the acquired entity, the Group assesses contracts at fair value and recognises them as intangible assets. When an onerous contract is identified, a provision is recognised.

Under IFRS, companies are granted a 12-month period, starting from the date of acquisition, to finalise the fair value measurement of assets and liabilities acquired.

Acquisition-related costs are recognised by the Group in other operating expenses, except for acquisition-related costs for non-controlling interests, which are recorded directly in equity.

For step acquisitions, any gain or loss arising from the fair value re-measurement of the previously held equity interest is recorded in the income statement, under other operating income and expenses, at the time control is acquired.

For every partial or complete disposal with loss of control, the re-measurement of any previously held share in connection with the acquisition or loss of control is recorded in the income statement, under other operating income and expenses.

Furthermore, in application of IAS 27 revised, for acquisitions of non-controlling interests in controlled companies and sales of shares interests without loss of control, the difference between the acquisition price or sale price and the carrying value of non-controlling interests is recognised in changes in equity attributable to the parent company. The corresponding cash inflows and outflows are presented under the line item Net cash used in financing activities of the statement of cash flows.

1.10. Property, plant and equipment (PP&E)

Property, plant and equipment (PP&E) are presented on the statement of financial position at historical cost less accumulated depreciation and impairment losses.

Street Furniture

Street furniture (Bus shelters, MUPIs®, Seniors®, Electronic Information Boards (EIB), Automatic Public Toilets, Morris Columns, etc.) is depreciated on a straight-line basis over the average term of the contracts (between 8 and 20 years).

Street furniture maintenance costs are recognised as expenses.

The discounted dismantling costs expected to be paid at the end of the contract are recorded in assets, with the corresponding provision, and amortised over the term of the contract.

Billboard

Billboards are depreciated according to the method of depreciation prevailing in the relevant countries in accordance with local regulations and economic conditions.

The main method of depreciation is the straight-line method over a period of 2 to 10 years.

Depreciation charges are calculated over the following normal useful lives:

Depreciation period

Property, plant and equipment:

• buildings and constructions	10 to 50 years,
• technical installations, tools and equipment (excluding street furniture and billboards)	5 to 10 years,
• street furniture and billboards	2 to 20 years.

Other property, plant and equipment:

• fixtures and fittings	5 to 10 years,
• transport equipment	3 to 10 years,
• computer equipment	3 to 5 years,
• furniture	5 to 10 years.

1.11. Impairment of intangible assets, property, plant and equipment and goodwill

Items of property, plant and equipment, intangible assets as well as goodwill are tested for impairment at minimum once per year.

Impairment testing consists in comparing the carrying value of a Cash-Generating Unit (CGU) or a CGU group and its recoverable amount. The recoverable amount is the highest of (i) the fair value of the asset (or group of assets) less costs to sell and (ii) the value in use determined based on future discounted cash flows.

When the recoverable amount is assessed on the basis of the value in use, cash flow forecasts are determined using growth assumptions based either on the term of the contracts, or over a five-year period with a subsequent perpetual projection and a discount rate reflecting current market estimates of the time value of money. Growth assumptions used do not take into account any external acquisitions. Risks specific to the CGU tested are largely reflected in the assumptions adopted for determining the cash flows and the discount rate used.

When the carrying value of an asset or group of assets exceeds its recoverable amount, an impairment loss is recognised in the income statement to write down the asset's carrying value to the recoverable amount.

Methodology followed

- Level of testing

  - For items of PP&E and intangible assets, impairment tests are carried out at the CGU-level corresponding to the operational entity;

  - For goodwill, tests are carried out at the level of each group of CGUs determined according to the operating segment considered (Street Furniture, Billboard, and Transport) and taking into account the level of synergies expected between the CGUs. Thus, tests are generally performed at the level where the operating segments and the geographical area meet, which is the level where commercial synergies are generated, or even beyond this level if justified by the synergy.

- Discount rates used

The values in use taken into account for impairment testing are determined based on expected future cash flows, discounted at a rate based on the weighted average cost of capital. This rate reflects management's best estimates regarding the time value of money, the risks specific to the assets or CGUs and the economic situation in the geographical areas where the business relating to these assets or CGUs is carried out.

The countries are broken down into five areas based on the risk associated with each country, and each area corresponds to a specific discount rate ranging from 7.5% to 19.5%, for the area presenting the highest risk. An after-tax rate of 7.5%, used in 2012, compared to 7.4% in 2011, was used in areas such as Western Europe (excluding Spain, Portugal, Italy and Ireland), North America, Japan, Singapore and Australia, where the Group conducts nearly 65% of its business. The Group's average discount rate therefore came to 8.8% in 2012.

- Recoverable amounts

They are determined based on budgeted values for the first year following the closing of the accounts and growth and change assumptions specific to each market and which reflect the expected future outlook. The recoverable value is based on business plans for which the procedures for determining future cash flows differ for the various business segments, with a time horizon usually exceeding five years owing to the nature and business activity of the Group, which is characterised by long-term contracts with a strong probability of renewal. In general:

  - for the Street Furniture and Transport segments, future cash flows are computed over the remaining term of contracts, taking into account the likelihood of renewal after term, the business plans being realised over the duration of the contract, generally between 5 and 20 years, with a maximum term of 24 years;

  - for the Billboard segment, future cash flows are computed over a 5-year period with a perpetual projection using a yearly growth rate of 3%.

The recoverable amount of a group of CGUs corresponds to the sum of the individual recoverable amounts of each CGU belonging to that group.

1.12. Investments in associates

Goodwill recognised on acquisition is included in the value of the investments.

The share of amortisation of the assets recognised at the time of acquisition or the fair value adjustment of existing assets is presented under the heading "Share of net profit of associates."

Investments in associates are subject to impairment tests on an annual basis, or when existing conditions suggest a possible impairment. When necessary, the related loss, which is recorded in "Share of net profit of associates," is calculated on the asset recoverable value which is defined as the higher of (i) the fair value of the asset less disposal costs and (ii) its value in use based on the expected future cash flows less net debt. The method used to calculate the values in use is the same as the one applied for PP&E and intangible assets as described in Note 1.11 "Impairment of intangible assets, property, plant and equipment and goodwill".

1.13. Financial investments (Available-for-sale assets)

This heading includes investments in non-consolidated entities.

These assets are initially recognised at their fair value, or when it involves non-listed shares, at their acquisition price. In the absence of an active market, they are then measured at the value in use or at the utility value, which takes into account the share of equity and the probable recovery amount.

Changes in values are recognised in other comprehensive income. When the asset is sold, cumulative gains and losses in equity are reclassified in the income statement. When the impairment loss is permanent, total cumulative gains are cleared entirely or in the amount of the loss. The net loss is recorded in the income statement if the total loss exceeds the total cumulative gains.

1.14. Other financial assets

This heading includes loans to long-term investments, current account advances granted to joint ventures' partners, associates or non-consolidated entities, the non-eliminated portion of loans to proportionately consolidated companies, as well as deposits and guarantees.

On initial recognition, they are measured at fair value (IAS 39, Loans and receivables category).

After initial recognition, they are measured at amortised cost.

A loss in value is recognised in the income statement when the recovery amount of these loans and receivables is less than their carrying amount.

1.15. Treasury shares

Treasury shares are recognised at their acquisition cost and deducted from equity. Gains or losses on disposals are also recorded in equity and do not contribute to profit or loss for the year.

1.16. Inventories

Inventories mainly consist of:

- parts necessary for the maintenance of installed street furniture;
- street furniture and billboards in kit form or partially assembled.

Inventories are valued at weighted average cost, and may include production, assembly and logistic costs.

Inventories are written down to their net realisable value when the net realisable value is less than cost.

1.17. Trade and other receivables

Trade receivables are recorded at fair value, which corresponds to their nominal invoice value, unless there is any significant discounting effect. After initial recognition, they are measured at amortised cost. An impairment loss is recognised when their recovery amount is less than their carrying amount.

1.18. Cash and cash equivalents

Cash recognised as assets in the statement of financial position comprises cash at bank and in hand. Cash equivalents comprise short-term investments and short-term deposits.

Short-term investments are easily convertible into a known cash amount and subject to little risk of change in value. They are measured at fair value and changes in fair value are recorded in net financial income.

For the consolidated statement of cash flows, net cash consists of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

1.19. Financial debt

Financial debt is initially recorded at the fair value corresponding to the amount received less related issuance costs and subsequently measured at amortised cost.

1.20. Financial derivatives

A financial derivative is a financial instrument having the following three characteristics:

- an underlying item that changes the value of the contract (in particular, the interest rate or the foreign exchange rate);
- a little or no initial net investment;
- a settlement at a future date.

Derivatives are recognised in the statement of financial position at fair value in assets or liabilities. Changes in subsequent values are offset in the income statement, unless they have been qualified as a cash flow hedge or as a foreign net investment.

Hedge accounting may be adopted if a hedging relationship between the hedged item (the underlying) and the derivative is established and documented from the time the hedge is set up, and its effectiveness is demonstrated from inception and at each period-end. The Group currently limits itself to two types of hedges for financial assets and liabilities:

- fair Value Hedge, the purpose of which is to limit the impact of changes in the fair value of assets, liabilities or firm commitments at inception, due to changes in market conditions. Included in this category are, for example, receive-fixed pay-floating interest rate swaps used to transform a fixed-rate liability into a floating-rate liability. From an accounting point of view, the change in the fair value of the hedging instrument is recorded in the income statement. However, this impact is cancelled out by symmetrical changes in the fair value of the hedged risk (to the extent of hedge effectiveness);
- cash Flow Hedge, the purpose of which is to limit changes in cash flows attributable to existing assets and liabilities or highly probable forecasted transactions. Included in this category are, for example, pay-fixed receive-floating interest rate swaps used to lock in the cost of a floating-rate loan. From an accounting standpoint, the effective portion of the change in fair value of the hedging instrument is recorded directly in other comprehensive income, and the ineffective portion is maintained in the income statement. The amount recorded in other comprehensive income is reclassified to profit or loss when the hedged item itself has an impact on profit or loss.

The hedging relationship involves a single market parameter, which currently for the Group is either a foreign exchange rate or an interest rate. When a derivative is used to hedge both a foreign exchange and interest rate risk, the foreign exchange and interest rate impacts are treated separately.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised, or no longer qualified for hedge accounting. Any cumulative gain or loss on a cash flow hedge as part of the hedging of a highly probable forecasted transaction recognised in other comprehensive income is maintained in equity until the forecasted transaction occurs. If the hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in other comprehensive income is transferred to net financial income for the year.

For derivatives that do not qualify for hedge accounting, any gains or losses arising from changes in fair value are recorded directly in net financial income for the year.

The accounting classification of derivatives in current or non-current items is determined by that of the related underlying item.

1.21. Commitments to purchase non-controlling interests

In the absence of specific IFRS provisions on the accounting treatment of commitments to purchase non-controlling interests, the accounting positions taken in the 2011 consolidated financial statements have been maintained for all Group commitments.

The application of IAS 32 results in the recognition of a liability relating to commitments to purchase shares held by non-controlling interests in the Group's subsidiaries, not only for the portion already recognised in non-controlling interests (reclassified in liabilities), but also for the excess resulting from the present value of the commitment. The counterparty of this excess portion is deducted from non-controlling interests in the liabilities of the statement of financial position. Pending the adoption of the IFRS IC interpretation related to the commitments to purchase non-controlling interests, subsequent changes in the fair value of the liability are recognised in net financial income and allocated to non-controlling interests in the income statement, with no impact on consolidated net income (Group share).

Commitments recorded in this respect are presented under the statement of financial position heading "Debt on commitments to purchase non-controlling interests".

1.22. Provision for retirement and other long-term benefits

The Group's obligations resulting from defined benefit plans, as well as their cost, are determined using the projected unit credit method.

This method consists in measuring the obligation based on the projected end-of-career salary and the rights vested at the valuation date, determined in accordance with collective trade union agreements, branch agreements or the legal rights in effect.

The actuarial assumptions used to determine the obligations vary according to the economic conditions prevailing in the country of origin and the demographic assumptions specific to each company.

These plans are either funded, their assets being managed by an entity legally separate and independent from the Group, or partially funded or not funded, the Group's obligations being covered by a provision in the statement of financial position.

For post-employment defined benefits, actuarial gains or losses exceeding 10% of the present value of the defined benefit obligation or the fair value of the related plan assets are amortised over the remaining average working lives of employees within the Group. Past service costs are amortised on a straight-line basis, over the average period until the benefits become vested.

For other long-term benefits, actuarial gains or losses and past service costs are recognised as income or expenses when they occur.

1.23. Dismantling provision

Costs for dismantling street furniture at the end of a contract are recorded in provisions, where a contractual dismantling obligation exists. These provisions represent the entire estimated dismantling cost from the contract's inception and are discounted. Dismantling costs are offset under assets in the statement of financial position and amortised over the term of the contract. The discounting charge is recorded as a financial expense.

1.24. Share purchase or subscription plans at an agreed price and bonus shares

1.24.1. Share purchase or subscription plans at an agreed price

In accordance with IFRS 2 "Share-based payment", stock options granted to employees are considered to be part of compensation in exchange for services rendered over the period extending from the grant date to the vesting date.

The fair value of services rendered is determined by reference to the fair value of the financial instruments granted.

The fair value of options is determined at their grant date by an independent actuary, and any subsequent changes in the fair value are not taken into account. The Black & Scholes valuation model used is based on the assumptions described in Note 3.1 "Net operating expenses" hereafter.

The cost of services rendered is recognised in the income statement and offset under an equity heading on a basis that reflects the vesting pattern of the options. This entry is recorded at the end of each accounting period until the date at which all vesting rights of the considered plan have been fully granted.

The amount stated in equity reflects the extent to which the vesting period has expired and the number of options granted that, based on management's best available estimate, will ultimately vest.

Stock option plans are granted based on individual objectives and Group results. The exercise of stock options is subject to years of continuous presence in the company.

1.24.2. Bonus shares

The fair value of bonus shares is determined at their grant date by an independent actuary. The fair value of the bonus share is determined based on the price on the grant date less discounted future dividends.

All bonus shares are granted after a defined number of years of continuous presence in the Group, based on the plans.

The cost of services rendered is recognised in the income statement via an offsetting entry in an equity heading, following a pattern that reflects the procedures for granting bonus shares. The acquisition period begins from the time the Executive Board grants the bonus shares.

1.25. Revenues

Group revenues mainly comes from sales of advertising spaces on street furniture equipment, billboards and advertising in transport systems.

Advertising space revenues, rentals and services provided are recorded as revenues on a straight-line basis over the period over which the service is performed. The triggering event for the sale of advertising space is the launch of the advertising campaign, which has a duration ranging from 1 week to 6 years.

Revenue resulting from the sale of advertising spaces is recorded on a net basis after deduction of commercial rebates. In some countries, commissions are paid by the Group to advertising agencies and media brokers when they act as intermediaries between the Group and advertisers. These commissions are then deducted from revenues.

In agreements where the Group pays variable fees or revenues sharing, and insofar as the Group bears the risks and rewards incidental to the activity, the Group recognises all gross advertising revenues as revenues and books fees and the portion of revenues repaid as operating expenses.

Discounts granted to customers for early payments are deducted from revenues.

1.26. Operating margin

The operating margin is defined as revenues less direct operating and selling, general and administrative expenses.

It includes charges to provisions net of reversals relating to trade receivables.

The operating margin is impacted by cash discounts granted to customers deducted from revenues, and cash discounts received from suppliers deducted from direct operating expenses. It also includes stock option or bonus shares expenses recognised in the line item "Selling, general and administrative expenses".

1.27. EBIT

EBIT is determined based on the operating margin less consumption of spare parts used for maintenance, depreciation, amortisation and provisions (net), goodwill impairment losses, and other operating income and expenses. Inventory impairment losses are recognised in the line item "Maintenance spare parts".

Other operating income and expenses include the gains and losses generated on the disposal of property, plant and equipment, and intangible assets, the gains and losses generated on the loss of control of shares of companies fully or proportionately consolidated, any resulting gain or loss resulting from the fair value re-measurement of a previously held equity interest not sold, any resulting gain or loss resulting from the fair value re-measurement of a previously held equity interest in a business combination with acquisition of control, potential price adjustments resulting from events subsequent to the acquisition date, as well as any negative goodwill, acquisition-related costs, and non-recurring items.

Net charges related to the results of impairment tests performed on property, plant and equipment and intangible assets are included in the line item "Depreciation, amortisation and provisions (net)".

1.28. Current and deferred income tax

Deferred taxes are recognised based on timing differences between the accounting value and the tax base of assets and liabilities. They mainly stem from consolidation restatements (standardisation of Group accounting principles and amortisation/depreciation periods for property, plant and equipment and intangible assets, finance leases, recognition of contracts as part of the purchase method, etc.). Deferred tax assets and liabilities are measured at the tax rate expected to apply for the period in which the asset is realised or the liability is settled, based on the tax regulations that were adopted at the year-end closing date.

Deferred tax assets on tax losses carried forward are recognised when it is probable that the Group will have future taxable profits against which these tax losses may be offset. Forecasts are prepared using a 3-year time frame adapted to the specific characteristics of each country.

The 2010 Finance Act abolished the business license tax for French tax entities in favour of two new contributions: a local property tax based on property rental values (known as the Cotisation Foncière des Entreprises (CFE)), and a local tax based on corporate added value (known as the Cotisation sur la Valeur Ajoutée des Entreprises (CVAE).

Following this taxation change, and in accordance with IFRS, the Group determined that the CVAE was an income tax expense. This qualification as an income tax gives rise to the recognition of a deferred tax liability calculated based on the depreciable assets of the companies subject to the CVAE. Moreover, as the CVAE can be deducted from the corporate tax, its recognition generates a deferred tax asset.

1.29. Finance lease and operating lease

Finance leases, which transfer to the Group almost all of the risks and rewards associated with the ownership of the leased item, are capitalised as assets in the statement of financial position upon inception of the lease at the fair value of the leased asset or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and a reduction of the lease liability so as to obtain a constant interest rate on the remaining balance of the liability. Finance charges are recognised directly in the income statement.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

Leases where the lessor retains substantially all the risks and rewards incident to ownership of the asset are considered as operating leases. Operating lease payments are recognised as an expense in the income statement.

1.30. Earnings per share

Earnings per share are calculated based on the weighted average number of outstanding shares adjusted for treasury shares. The calculation of diluted earnings per share takes into account the dilutive effect of the issuance and buyback of shares and the exercise of stock options.

2. COMMENTS ON THE STATEMENT OF FINANCIAL POSITION

2.1. Changes in the consolidation scope in 2012

The main changes that took place in the consolidation scope during 2012 are as follows:

Acquisitions (exclusive control acquired)

On 31 January 2012, Gewista Werbegesellschaft mbH (Austria) purchased a 42% additional interest in Soravia (renamed Megaboard Soravia) and took the control of this group which operates in Central Europe and which was previously accounted for under the equity method at 33%.

In March 2012, JCDecaux UK Ltd took the control of the company Concourse Initiatives Ltd, renamed CIL 2012 Ltd and its affiliate, operating in the United Kingdom. These entities are now fully consolidated at 100%.

On 17 July 2012, the Group took the control of the company Arge Autobahnwerbung GmbH (Austria), which was previously 50% owned by Gewista Werbegesellschaft mbH, following the acquisition by Megaboard Soravia of 100% of the company Autobahnwerbung GmbH who holds 50% of Arge Autobahnwerbung GmbH.

On 20 December 2012, Europlakat international Werbe GmbH (Austria) purchased 100% of the group Epamedia (Hungary), number one in Street furniture in Hungary. This company is fully consolidated.

Disposal (without loss of control)

Following the entrance on 19 December 2012 of press groups into MédiaKiosk (France)'s capital, the Group now owns 82.5% of this company's voting rights. This company, previously consolidated at 95%, remains fully consolidated.

Mergers

In Austria, the companies JCDecaux Invest Holding GmbH and JCDecaux Sub Invest Holding GmbH were absorbed by JCDecaux Central Eastern Europe GmbH. The company Autobahnwerbung GmbH was absorbed by Megaboard Soravia. The company AQMI GmbH was absorbed by Europlakat International Werbe GmbH.

In Portugal, the company Placa held at 100% underwent a merger takeover by Red Portuguesa.

In Germany, the company Wall Mobiliare GmbH was absorbed by Wall AG.

2.2. Impact of acquisitions (exclusive control)

The main acquisitions carried out in 2012 and relating to Megaboard Soravia group (Austria), Arge Autobahnwerbung (Austria), EPAMEDIA Group (Hungary) and CIL 2012 Ltd (United Kingdom) and its subsidiary had the following impacts on the Group's consolidated financial statements:

IN MILLION EUROS		FAIR VALUE AT THE DATE OF ACQUISITION
Non-current assets		22.9
Current assets		13.1
Total assets		36.0
Non-current liabilities		13.9
Current liabilities		12.1
Total liabilities		26.0
FAIR VALUE OF NET ASSETS AT 100%	(A)	10.0
- of which non-controlling participating interests	*(B)*	*1.2*
TOTAL CONSIDERATION TRANSFERRED	(C)	27.7
- of which fair value of the share previously held [(2)]		*5.7*
- of which purchase price [(3)]		*22.0*
GOODWILL [(1)]	=(C)-(A)+(B)	18.9
Purchase price		(22.0)
Net cash acquired		1.7
Acquisitions of long-term investments		(20.3)

(1) The option of the full goodwill calculation method was not used for any of the acquisitions.

(2) Due to Megaboard Soravia and Arge Autobahnwerbung GmbH.

(3) Amounts before deduction of the net cash acquired and price adjustment.

As a result of these acquisitions, the Group recorded a net profit of €5.1 million in the income statement with respect to the revaluation of the shares previously held.

The intangible assets and residual goodwill values relating to these operations are determined on a temporary basis and are likely to change during the period necessary to allocate the goodwill, which can extend to 12 months following the acquisition date.

The impacts of these acquisitions on revenues and net income (Group share) are respectively €11.1 million and €0.6 million, excluding the impact of amortisation of contracts recognised in connection with business combinations for €(0.9) million. Had the acquisitions taken place as of 1 January 2012, the additional impact on revenues and net income (Group share) would have been a €17.2 million and €1.2 million increase respectively, excluding the impact of amortisation of contracts recognised pertaining to business combinations for €(0.3) million.

2.3. Financial assets and liabilities by category

IN MILLION EUROS	31/12/2012						31/12/2011					
	FAIR VALUE THROUGH PROFIT OR LOSS	AVAILABLE-FOR-SALE ASSETS	LOANS & RECEIVABLES	LIABILITIES AT AMORTIZED COST	TOTAL NET CARRYING AMOUNT	FAIR VALUE	FAIR VALUE THROUGH PROFIT OR LOSS	AVAILABLE-FOR-SALE ASSETS	LOANS & RECEIVABLES	LIABILITIES AT AMORTIZED COST	TOTAL NET CARRYING AMOUNT	FAIR VALUE
Financial investments		2.1			2.1	2.1		1.4			1.4	1.4
Other financial assets			36.6		36.6	36.6			38.0		38.0	38.0
Trade and other receivables (non- current) (4)			9.6		9.6	9.6			7.4		7.4	7.4
Trade, miscellaneous and other operating receivables (current) (4)			644.9		644.9	644.9			661.7		661.7	661.7
Cash			87.6		87.6	87.6			70.0		70.0	70.0
Cash equivalents (1)	371.3				371.3	371.3	218.7				218.7	218.7
TOTAL FINANCIAL ASSETS	371.3	2.1	778.7	0.0	1,152.1	1,152.1	218.7	1.4	777.1	0.0	997.2	997.2
Financial debt				(400.7)	(400.7)	(399.8)				(428.9)	(428.9)	(425.9)
Debt on commitments to purchase non-controlling interests (3)	(117.4)				(117.4)	(117.4)	(91.9)				(91.9)	(91.9)
Financial derivatives (liabilities) (2)	(28.6)				(28.6)	(28.6)	(17.8)				(17.8)	(17.8)
Trade and other payables and other operating liabilities (current) (4)				(587.1)	(587.1)	(587.1)				(552.3)	(552.3)	(552.3)
Other payables (non-current) (4)				(22.5)	(22.5)	(22.5)				(16.4)	(16.4)	(16.4)
Bank overdrafts				(13.4)	(13.4)	(13.4)				(9.7)	(9.7)	(9.7)
TOTAL FINANCIAL LIABILITIES	(146.0)	0.0	0.0	(1,023.7)	(1,169.7)	(1,168.8)	(109.7)	0.0	0.0	(1,007.3)	(1,117.0)	(1,114.0)

(1) The fair value measurement of these financial assets refers to an active market for €0.3 million (Level 1 category in accordance with IFRS 7) and uses valuation techniques that are based on observable market data (Level 2 category in accordance with IFRS 7) for €371.0 million.

(2) The fair value measurement of these financial assets and liabilities uses valuation techniques that are based on observable market data (Level 2 category in accordance with IFRS 7).

(3) The fair value measurement of these financial assets and liabilities uses valuation techniques that are based on non-observable market data (Level 3 category in accordance with IFRS 7).

(4) Employee and tax-related receivables and payables, down payments, deferred income and prepaid expenses that do not meet the IAS 32 definition of a financial asset or a financial liability are excluded from these items.

2.4. Goodwill and other intangible assets

2011 changes in gross value and net carrying amount:

IN MILLION EUROS	GOODWILL	DEVELOPMENT COSTS	PATENTS, LICENCES, ADVERTISING CONTRACTS, ERP (1)	LEASEHOLD RIGHTS, PAYMENTS ON ACCOUNT, OTHER	TOTAL
GROSS VALUE AS OF 1 JANUARY 2011	1,373.1	26.3	521.5	33.9	1,954.8
Acquisitions/Increases		2.6	7.1	9.9	19.6
Decreases		(0.4)	-11.6		(12.0)
Changes in scope	32.5		49.8	0.5	82.8
Translation adjustments	2.8	(0.1)	10.4	1.0	14.1
Reclassifications (2)			8.2	(3.5)	4.7
GROSS VALUE AS OF 31 DECEMBER 2011	1,408.4	28.4	585.4	41.8	2,064.0
AMORTISATION / IMPAIRMENT LOSS AS OF 1 JANUARY 2011	(30.5)	(11.5)	(234.0)	(17.3)	(293.3)
Amortisation charge		(2.5)	(43.1)	(0.7)	(46.3)
Impairment loss			4.2		4.2
Decreases		0.4	10.7		11.1
Changes in scope			(24.8)		(24.8)
Translation adjustments			(4.6)	(0.1)	(4.7)
Reclassifications (2)			(3.5)		(3.5)
AMORTISATION / IMPAIRMENT LOSS AS OF 31 DECEMBER 2011	(30.5)	(13.6)	(295.1)	(18.1)	(357.3)
NET VALUE AS OF 1 JANUARY 2011	1,342.6	14.8	287.5	16.6	1,661.5
NET VALUE AS OF 31 DECEMBER 2011	1,377.9	14.8	290.3	23.7	1,706.7

(1) Includes the valuation of contracts recognised in connection with business combinations.

(2) The net impact of reclassifications is not zero, as some reclassifications have an impact on other statement of financial position items.

2012 changes in gross value and net carrying amount:

IN MILLION EUROS	GOODWILL	DEVELOPMENT COSTS	PATENTS, LICENCES, ADVERTISING CONTRACTS, ERP (1)	LEASEHOLD RIGHTS, PAYMENTS ON ACCOUNT, OTHER	TOTAL
GROSS VALUE AS OF 1 JANUARY 2012	1,408.4	28.4	585.4	41.8	2,064.0
Acquisitions/Increases		5.5	7.4	8.9	21.8
Decreases		(0.6)	(2.1)	(11.6)	(14.3)
Changes in scope (2)	17.7		12.2		29.9
Translation adjustments	(0.7)			0.1	(0.6)
Reclassifications (3)			6.6	0.4	7.0
GROSS VALUE AS OF 31 DECEMBER 2012	1,425.4	33.3	609.5	39.6	2,107.8
AMORTISATION / IMPAIRMENT LOSS AS OF 1 JANUARY 2012	(30.5)	(13.6)	(295.1)	(18.1)	(357.3)
Amortisation charge		(2.7)	(43.9)	(1.2)	(47.8)
Impairment loss	(38.0)		(8.2)		(46.2)
Decreases		0.6	2.1	4.4	7.1
Changes in scope			(0.9)		(0.9)
Translation adjustments			0.6	(0.1)	0.5
Reclassifications (3)			(0.4)	(3.6)	(4.0)
AMORTISATION / IMPAIRMENT LOSS AS OF 31 DECEMBER 2012	(68.5)	(15.7)	(345.8)	(18.6)	(448.6)
NET VALUE AS OF 1 JANUARY 2012	1,377.9	14.8	290.3	23.7	1,706.7
NET VALUE AS OF 31 DECEMBER 2012	1,356.9	17.6	263.7	21.0	1,659.2

(1) Includes the valuation of contracts recognised in connection with business combinations.

(2) Includes the impact of price adjustments occurred during the legal period of allocation of the goodwill. Those adjustments are not significant.

(3) The net impact of reclassifications is not zero, as some reclassifications have an impact on other statement of financial position items.

2.5. Property, plant and equipment (PP&E)

IN MILLION EUROS	31/12/2012			31/12/2011
	GROSS VALUE	DEPRECIATION OR PROVISION	NET VALUE	NET VALUE
Land	24.5	(0.9)	23.6	22.9
Buildings	83.4	(62.1)	21.3	23.0
Technical installations, tools and equipment	2,680.5	(1,719.6)	960.9	983.8
Vehicles	133.2	(86.2)	47.0	44.0
Other	145.2	(128.1)	17.1	18.2
Assets under construction and down payments	49.0	(3.1)	45.9	47.5
TOTAL	3,115.8	(2,000.0)	1,115.8	1,139.4

2011 changes in gross value and net carrying amount:

IN MILLION EUROS	LAND	BUILDINGS	TECHNICAL INSTALLATIONS, TOOLS & EQUIPMENT	OTHER	TOTAL
GROSS VALUE AS OF 1 JANUARY 2011	23.1	81.9	2,455.7	301.1	2,861.8
- including finance lease		*4.3*	*5.4*	*9.6*	*19.3*
- including dismantling cost			*100.3*		*100.3*
Acquisitions	0.7	0.7	100.4	78.8	180.6
- including acquisitions under finance lease				*4.1*	*4.1*
- including dismantling cost			*15.3*		*15.3*
Decreases	(0.4)	(0.1)	(58.8)	(14.8)	(74.1)
- including disposals under finance lease				*(3.2)*	*(3.2)*
- including dismantling cost			*(11.6)*		*(11.6)*
Changes in scope			37.1	5.0	42.1
Reclassifications			36.1	(55.1)	(19.0)
Translation adjustments	0.4	0.2	11.6	1.1	13.3
GROSS VALUE AS OF 31 DECEMBER 2011	23.8	82.7	2,582.1	316.1	3,004.7
DEPRECIATION AS OF 1 JANUARY 2011	(0.8)	(56.4)	(1,466.8)	(200.1)	(1,724.1)
- including finance lease		*(3.2)*	*(4.0)*	*(6.2)*	*(13.4)*
- including dismantling cost			*(52.8)*		*(52.8)*
Depreciation charge net of reversals	(0.1)	(3.2)	(163.7)	(16.9)	(183.9)
- including finance lease		*(0.5)*	*(0.5)*	*(1.6)*	*(2.6)*
- including dismantling cost			*(9.1)*		*(9.1)*
Impairment loss			(2.7)	(0.2)	(2.9)
Decreases			49.0	13.5	62.5
- including finance lease			*0.0*	*2.8*	*2.8*
- including dismantling cost			*6.3*		*6.3*
Changes in scope			(22.1)	(2.5)	(24.6)
Reclassifications			14.5	0.1	14.6
Translation adjustments		(0.1)	(6.5)	(0.3)	(6.9)
DEPRECIATION AS OF 31 DECEMBER 2011	(0.9)	(59.7)	(1,598.3)	(206.4)	(1,865.3)
NET VALUE AS OF 1 JANUARY 2011	22.3	25.5	988.9	101.0	1,137.7
NET VALUE AS OF 31 DECEMBER 2011	22.9	23.0	983.8	109.7	1,139.4

The net impact of reclassifications amounted to €(4.4) million as of 31 December 2011.

2012 changes in gross value and net carrying amount:

IN MILLION EUROS	LAND	BUILDINGS	TECHNICAL INSTALLATIONS, TOOLS & EQUIPMENT	OTHER	TOTAL
GROSS VALUE AS OF 1 JANUARY 2012	23.8	82.7	2,582.1	316.1	3,004.7
- including finance lease		*4.3*	*5.4*	*10.6*	*20.3*
- including dismantling cost			*105.3*		*105.3*
Acquisitions	0.2	0.6	99.5	86.5	186.8
- including acquisitions under finance lease				*9.6*	*9.6*
- including dismantling cost			*28.1*		*28.1*
Decreases		(0.1)	(79.6)	(15.8)	(95.5)
- including disposals under finance lease				*(3.0)*	*(3.0)*
- including dismantling cost			*(7.9)*		*(7.9)*
Changes in scope		0.1	24.4	0.5	25.0
Reclassifications	0.2		53.0	(59.9)	(6.7)
Translation adjustments	0.3	0.1	1.1		1.5
GROSS VALUE AS OF 31 DECEMBER 2012	24.5	83.4	2,680.5	327.4	3,115.8
DEPRECIATION AS OF 1 JANUARY 2012	(0.9)	(59.7)	(1,598.3)	(206.4)	(1,865.3)
- including finance lease		*(3.7)*	*(4.6)*	*(5.1)*	*(13.4)*
- including dismantling cost			*(55.8)*		*(55.8)*
Depreciation charge net of reversals		(2.4)	(177.4)	(19.4)	(199.2)
- including finance lease		*(0.2)*	*(0.5)*	*(3.2)*	*(3.9)*
- including dismantling cost			*(11.0)*		*(11.0)*
Impairment loss			(0.2)		(0.2)
Decreases		0.1	73.1	13.5	86.7
- including finance lease				*2.6*	*2.6*
- including dismantling cost			*4.6*		*4.6*
Changes in scope			(18.8)	(0.4)	(19.2)
Reclassifications			4.0	(4.6)	(0.6)
Translation adjustments		(0.1)	(2.0)	(0.1)	(2.2)
DEPRECIATION AS OF 31 DECEMBER 2012	(0.9)	(62.1)	(1,719.6)	(217.4)	(2,000.0)
NET VALUE AS OF 1 JANUARY 2012	22.9	23.0	983.8	109.7	1,139.4
NET VALUE AS OF 31 DECEMBER 2012	23.6	21.3	960.9	110.0	1,115.8

The net impact of reclassifications amounted to €(7.3) million as of 31 December 2012.

As of 31 December 2012, the net value of property, plant and equipment under finance lease amounted to €12.5 million, compared to €7.0 million as of 31 December 2011, and breaks down as follows:

IN MILLION EUROS	31/12/2012	31/12/2011
Buildings	0.4	0.6
Billboards	0.3	0.9
Vehicles	11.7	5.2
Other property. plant and equipment	0.1	0.3
TOTAL	12.5	7.0

Over 85% of the Group's property, plant and equipment is comprised of street furniture and other advertising structures. These assets represent a range of very diverse products (Seniors®, MUPIs®, columns, flag poles, bus shelters, public toilets, benches, bicycles, public litter bins, etc.). These assets are fully owned (controlled by the Group) and Group revenues represents the sale of advertising spaces present in some of these structures. The net book value of buildings amounted to €21.3 million. The Group owns 98% of these buildings, the remaining 2% is owned under finance lease. Buildings comprise administrative offices and warehouses, mainly in Germany and in France for €8.0 million and €4.7 million, respectively.

2.6. Goodwill, Property, plant and equipment (PP&E), and Intangible assets impairment tests

Goodwill, property, plant and equipment and intangible assets refer to the following CGU groups:

IN MILLION EUROS	31/12/2012			31/12/2011		
	GOODWILL	PP&E / INTANGIBLE ASSETS (1)	TOTAL	GOODWILL	PP&E / INTANGIBLE ASSETS (1)	TOTAL
Street Furniture Europe (excluding France and the United Kingdom)	373.5	442.3	815.8	364.1	444.9	809.0
Billboard Europe (excluding France and the United Kingdom)	226.8	73.4	300.2	259.9	79.1	339.0
Airports World	159.4	40.3	199.7	159.4	36.3	195.7
Billboard United Kingdom	156.7	47.7	204.4	156.6	46.7	203.3
Billboard France	144.9	14.6	159.5	138.9	13.2	152.1
Other	295.6	762.1	1,057.7	299.0	807.6	1,106.6
TOTAL	1,356.9	1,380.4	2,737.3	1,377.9	1,427.8	2,805.7

This table takes into account the impairment losses recognised on intangible assets and property, plant and equipment and goodwill.

(1) Intangible assets and property, plant and equipment are presented net of provisions for onerous contracts, for €5.4 million and €3.8 million respectively as of 31 December 2012 and 2011, and less net deferred tax liabilities relating to the contracts recognised in connection with business combinations, for €32.3 million and €36.6 million respectively as of 31 December 2012 and 31 December 2011.

Impairment tests conducted as of 31 December 2012 resulted in the recognition in EBIT of a €(8.4) million net impairment allocation for intangible assets and property, plant and equipment, a €(38.0) million impairment allocation for goodwill on the Billboard Europe CGU (excluding France and the United Kingdom), and a net reversal of provisions for onerous contracts for €0.6 million.

Impairment tests conducted as of 31 December 2012 for goodwill, intangible assets and property, plant and equipment have a negative impact of €(44.5) million on net income, Group share.

The discount rate and the growth rate of the operating margin are considered to be the Group's key assumptions with respect to impairment testing.

Sensitivity tests demonstrate that an increase of 50 basis points in the discount rate would result in an impairment loss of €(0.5) million on intangible assets and property, plant and equipment and of €(28.1) million on the Billboard Europe (excluding France and the United Kingdom) and the Transport Europe (excluding France and the United Kingdom) CGUs goodwill of respectively €(27.0) million and €(1.1) million.

Sensitivity tests demonstrate that a decrease of 50 basis points in the normative growth rate of the operating margin would result in an impairment loss of €(0.5) million on intangible assets and property, plant and equipment and of €(16.7) million on the Billboard Europe (excluding France and the United Kingdom) and the Transport Europe (excluding France and the United Kingdom) CGUs goodwill of respectively €(15.8) million and €(0.9) million.

The results of impairment tests conducted on associates are described in Note 3.5 "Share of net profit of associates".

2.7. Investments in associates

IN MILLION EUROS	31/12/2012	31/12/2011
Germany		
Stadtreklame Nürnberg GmbH	11.4	11.1
Austria		
Werbeplakat Soravia GmbH (1)	na	0.6
China		
Shanghai Zhongle Vehicle Painting Co. Ltd	0.1	0.2
France		
Metrobus	14.6	12.6
Hong Kong		
Bus Focus Ltd	1.0	1.1
Poad	4.9	4.6
Switzerland		
APG SGA SA (previously Affichage Holding)	135.1	127.9
Macau		
CNDecaux Airport Media Co. Ltd	0.1	0.1
TOTAL (2)	167.2	158.2

(1) Company consolidated under full consolidation since 31 January 2012.

(2) Including a €104.1 million in goodwill, mainly €82.9 million on APG SGA SA and €13.4 million on Metrobus.

The items representative of the statement of financial position of these associates are as follows (*):

IN MILLION EUROS	31/12/2012				31/12/2011			
	% OF CONSOLIDATION	TOTAL ASSETS	TOTAL LIABILITIES (EXCLUDING EQUITY)	TOTAL EQUITY	% OF CONSOLIDATION	TOTAL ASSETS	TOTAL LIABILITIES (EXCLUDING EQUITY)	TOTAL EQUITY
Germany								
Stadtreklame Nürnberg GmbH	35%	16.1	5.5	10.6	35%	15.1	5.5	9.6
Austria								
Werbeplakat Soravia GmbH (1)	na	na	na	na	33%	6.2	5.3	0.9
China								
Shanghai Zhongle Vehicle Painting Co. Ltd	40%	0.5	0.2	0.3	40%	0.6	0.3	0.3
France								
Metrobus	33%	65.6	62.1	3.5	33%	64.0	66.5	-2.5
Hong Kong								
Bus Focus Ltd	40%	3.6	1.2	2.4	40%	3.5	0.7	2.8
Poad	49%	22.9	12.9	10.0	49%	16.6	7.1	9.5
Switzerland								
APG SGA SA (2)	30%	236.7	62.7	174.0	30%	258.6	108.5	150.1
Macau								
CNDecaux Airport Media Co. Ltd	30%	0.7	0.4	0.3	30%	0.3	0.1	0.2

(*) On a 100% basis restated according to IFRS.

(1) Company consolidated under full consolidation since 31 January 2012.

(2) The valuation of 30% of APG SGA SA at the 28 December 2012 share price amounts to €149.1 million.

Changes in investments in associates for 2012 are as follows:

IN MILLION EUROS	31/12/2011	INCOME /(LOSS)	DIVIDENDS	TRANSLATION ADJUSTMENTS	OTHER	31/12/2012
Stadtreklame Nürnberg GmbH	11.1	0.7	(0.4)			11.4
Werbeplakat Soravia GmbH [(1)]	0.6				(0.6)	0.0
Shanghai Zhongle Vehicle Painting Co. Ltd	0.2			(0.1)		0.1
Metrobus	12.6	2.0				14.6
Bus Focus Ltd	1.1	0.5	(0.6)			1.0
Poad	4.6	1.9	(1.4)	(0.2)		4.9
APG SGA SA	127.9	11.7	(5.1)	0.4	0.2	135.1
CNDecaux Airport Media Co. Ltd	0.1					0.1
TOTAL	158.2	16.8	(7.5)	0.1	(0.4)	167.2

[(1)] Company consolidated under full consolidation since 31 January 2012.

2.8. Other financial assets (current and non-current)

IN MILLION EUROS	31/12/2012	31/12/2011
Loans	21.7	23.6
Loans to participating interests	5.5	5.8
Other financial investments	9.4	8.6
TOTAL	36.6	38.0

Other financial assets are mainly comprised of current account advances granted to partners of joint ventures, associates or non-consolidated companies, the non-eliminated portion of loans to proportionately consolidated companies, as well as deposits and guarantees.

The maturity of other financial assets breaks down as follows:

IN MILLION EUROS	31/12/2012	31/12/2011
≤ 1 year	12.4	14.2
> 1 year & ≤ 5 years	22.4	21.1
> 5 years	1.8	2.7
TOTAL	36.6	38.0

2.9. Other receivables (non-current)

IN MILLION EUROS	31/12/2012	31/12/2011
- Miscellaneous receivables	11.7	9.6
Write-down for miscellaneous receivables	*(2.1)*	*(2.2)*
- Tax receivables	1.0	0.8
- Prepaid expenses	25.8	29.3
Total other receivables (non-current assets)	38.5	39.7
Total write-down for other receivables (non-current)	(2.1)	(2.2)
TOTAL	36.4	37.5

2.10. Inventories

IN MILLION EUROS	31/12/2012	31/12/2011
Gross value of inventories	119.3	119.6
Raw materials, supplies and goods	84.2	80.6
Finished and semi-finished goods	35.1	39.0
Write-down	(20.5)	(24.7)
Raw materials, supplies and goods	(13.0)	(16.4)
Finished and semi-finished goods	(7.5)	(8.3)
TOTAL	98.8	94.9

2.11. Trade and other receivables

IN MILLION EUROS	31/12/2012	31/12/2011
- Trade receivables	629.6	631.9
Write-down for trade receivables	(31.7)	(27.5)
- Miscellaneous receivables	13.8	14.2
Write-down for miscellaneous receivables	(2.6)	(1.4)
- Other operating receivables	19.7	26.6
Write-down for other operating receivables	(0.6)	(0.5)
- Miscellaneous tax receivables	28.9	25.5
- Receivables on disposal of intangible assets and PP&E	14.1	10.8
- Receivables on disposal of financial investments	2.6	7.6
- Down payments	7.5	7.1
- Prepaid expenses	48.4	43.7
Total Trade and other receivables	764.6	767.4
Total Write-down for trade and other receivables	(34.9)	(29.4)
TOTAL	729.7	738.0

As of 31 December 2012, trade and other receivables decreased by €8.3 million compared to 31 December 2011, i.e. a 1.1% decrease, whereas revenues for 2012 increased by 6.5% compared to 2011.

The balance of past due trade receivables that have not been depreciated for amounted to €246.4 million as of 31 December 2012, compared to €242.0 million as of 31 December 2011. 6.9% of non-provided trade receivables were past due by more than 90 days as of 31 December 2012, compared to 7.3% as of 31 December 2011. No provision was recorded for impairment since these trade receivables do not present a risk of non-recovery.

2.12. Cash and cash equivalents

IN MILLION EUROS	31/12/2012	31/12/2011
Cash	87.6	70.0
Cash equivalents	371.3	218.7
TOTAL	458.9	288.7

As of 31 December 2012, the Group had €458.9 million in cash and cash equivalents, €8.5 million of which invested in guarantees, compared to €10.3 million invested in guarantees as of 31 December 2011. Cash equivalents mainly comprise short-term deposits and money market funds.

2.13. Income tax receivable and payable

IN MILLION EUROS	31/12/2012	31/12/2011
Income tax receivable	12.2	4.5
Income tax payable	(39.0)	(29.5)
TOTAL	(26.8)	(25.0)

2.14. Net deferred taxes

2.14.1. Deferred taxes recorded

IN MILLION EUROS	31/12/2012	31/12/2011
Deferred tax assets	29.6	23.6
Deferred tax liabilities	(103.1)	(111.8)
TOTAL	(73.5)	(88.2)

Breakdown of deferred taxes:

IN MILLION EUROS	31/12/2012	31/12/2011
PP&E and intangible assets	(119.6)	(121.4)
Tax losses carried forward	8.0	3.9
Dismantling provision	16.9	16.0
Provision for employee benefits	11.0	9.6
Other	10.2	3.7
TOTAL	(73.5)	(88.2)

2.14.2. Net deferred tax variation

IN MILLION EUROS	31/12/2011	NET EXPENSE	RECLASSIFICATIONS	TRANSLATION ADJUSTMENTS	CHANGE IN SCOPE	31/12/2012
Deferred tax assets	23.6	7.2	(5.0)	(0.4)	4.2	29.6
Deferred tax liabilities	(111.8)	9.8	5.0	(0.2)	(5.9)	(103.1)
TOTAL	(88.2)	17.0	0.0	(0.6)	(1.7)	(73.5)

2.14.3. Unrecognised deferred tax assets on tax losses carried forward

Deferred tax assets on losses carried forward that have not been recognised amounted to €36.4 million as of 31 December 2012, compared to €26.0 million as of 31 December 2011.

2.15. Equity

Breakdown of share capital

As of 31 December 2012, share capital amounted to €3,386,792.80 divided into 222,158,884 shares of the same class and fully paid up.

Reconciliation of the number of outstanding shares as of 1 January 2012 and 31 December 2012

NUMBER OF OUTSTANDING SHARES AS OF 1 JANUARY 2012	221,860,303
Shares issued following the granting of bonus shares	58,961
Shares issued following the exercise of options	239,620
NUMBER OF OUTSTANDING SHARES AS OF 31 DECEMBER 2012	222,158,884

As of 31 December 2012, the Group did not hold any treasury shares.

2.16. Provisions

Provisions break down as follows:

IN MILLION EUROS	31/12/2012	31/12/2011
Provisions for dismantling cost	182.2	160.9
Provisions for retirement and other benefits	41.9	38.6
Provisions for litigation	9.5	7.8
Other provisions	18.2	21.4
TOTAL	251.8	228.7

Provisions consist mainly of provisions for dismantling costs in respect of street furniture. They are calculated at the end of each accounting period and are based on the street furniture asset pool and their unitary dismantling cost (labour, cost of destruction and restoration of ground surfaces). As of 31 December 2012, the average residual contract term used to calculate the dismantling provision is 7 years.

Provisions for dismantling are discounted at a rate of 2.9% as of 31 December 2012 versus 3.9% as of 31 December 2011. The change in discount rate leads to an €11.0 million increase of the provisions for dismantling, recognised versus Property, plant and equipment in the statement of financial position.

Provisions for litigation amounted to €9.5 million as of 31 December 2012. Provisions for risks in "Other provisions" are reclassified directly from "Other provisions" to "Provisions for litigation" once proceedings begin.

The JCDecaux Group is party to several legal disputes regarding the terms and conditions of application for certain contracts with its concession grantors and the terms and conditions governing supplier relations. In addition, the specific nature of its business (contracts with government authorities in France and abroad) may generate specific contentious procedures. The JCDecaux Group is party to litigation over the awarding or cancellation of street furniture and/or billboard contracts, as well as tax litigation.

The Group's Legal Department identifies all litigation (nature, amounts, procedure, risk level), regularly monitors developments and compares this information with that of the Finance Department. The amount of provisions to be recognised for these litigations is analysed case by case, based on the positions of the plaintiffs, the assessment of the Group's legal advisors and any decisions handed down by a lower court.

The other provisions for €18.2 million comprise contingency provisions regarding contractual relations with partners or concession grantors not subject to proceedings for €2.0 million, provisions for tax risks for €5.8 million, provisions for onerous contracts for €5.4 million and other miscellaneous provisions for €5.0 million.

Change in provisions

IN MILLION EUROS	31/12/2011	ALLOCATIONS	DISCOUNT [1]	REVERSALS		RECLASSIFICATIONS	TRANSLATION ADJUSTMENTS	CHANGE IN SCOPE	31/12/2012
				USED	NOT USED				
Provisions for dismantling cost	160.9	17.2	17.7	(6.3)	(7.2)		(0.3)	0.2	182.2
Provisions for retirement and other benefits	38.6	6.6		(3.5)		0.1	0.1		41.9
Provisions for litigation	7.8	2.9		(0.7)	(0.4)	(0.1)			9.5
Other provisions	21.4	4.5		(3.0)	(1.4)	(3.8)	0.1	0.4	18.2
TOTAL	228.7	31.2	17.7	(13.5)	(9.0)	(3.8)	(0.1)	0.6	251.8

[1] Including €11.0 million recognised versus PP&E.

Contingent assets and liabilities

Subsequent to a risk analysis, the Group deemed that it was not necessary to recognise a contingency provision with respect to on-going proceedings, tax risks or the terms and conditions governing the implementation or awarding of contracts.

Due to the lack of a contractual obligation to dismantle panels of the Billboard business, no provision for dismantling costs is recognised in the Group financial statements. However, certain companies (in France, Austria, and the United Kingdom) operate large format panels similar to street furniture for which the unitary dismantling cost is material. Accordingly, the overall non-discounted dismantling cost is estimated at €5.2 million as of 31 December 2012 compared to €6.6 million as of 31 December 2011.

Provision for retirement and other benefits

The Group's defined employee benefit obligations mainly consist of retirement benefits (contractual termination benefits, pensions and other retirement benefits for senior executives of certain Group subsidiaries) and other long-term benefits paid throughout the employee's career, such as long service awards or jubilees.

The Group's retirement benefits mainly involve France, the United Kingdom and Austria.

In France, termination benefits paid at retirement are calculated in accordance with the "Convention Nationale de la Publicité " (Collective Bargaining Agreement for Advertising). A portion of the obligation is covered by contributions made to an external fund by the French companies of JCDecaux Group.

In the United Kingdom, retirement obligations mainly consist of a pension plan previously opened to some employees of JCDecaux UK Ltd. In December 2002, the vesting rights for this plan were frozen. In 2011, the change in pension indexation for certain beneficiaries of defined benefits led to a decrease of the commitment.

In Austria, the obligations mainly comprise contractual termination benefits.

Contributions paid for defined contribution plans represented €31.8 million in 2012 (including €0.8 million for the contributions paid for the defined contribution multi-employer plan in Finland), compared to €30.1 million in 2011 (including €0.7 million for the contributions paid for the defined contribution multi-employer plan in Finland).

The Group takes part in three multi-employer defined benefit plans covered by assets in Sweden (ITP Plan). The benefit obligation of the company JCDecaux Sverige AB cannot currently be determined separately. As of 31 December 2011, one of the three plans was in a deficit position for a total amount of €(6.0) billion, at the national level, according to local evaluations specific to these commitments. The expense recognised in the consolidated financial statements for these three plans is the same as the contributions paid in 2012, i.e. €0.4 million. The future contributions of the three plans will be reduced in 2013.

Provisions are calculated according to the following assumptions:

	2012	2011
Discount rate [(1)]		
Euro Zone	3.30%	4.30%
United Kingdom	4.50%	4.90%
Estimated annual rate of increase in future salaries		
Euro Zone	2.46%	2.59%
United Kingdom [(2)]	NA	NA
Estimated annual rate of increase in post-employment benefits		
Euro Zone	2.00%	1.50%
United Kingdom	3.30%	3.50%

(1) The discount rates for the Euro Zone and the United Kingdom are taken from the Iboxx data and are determined based on the yield rate of bonds issued by leading companies (rated AA).

(2) As the UK plan was frozen, no salary increase was taken into account.

Retirement benefits and other long-term benefits (before tax) break down as follows:

• **in 2011 :**

IN MILLION EUROS	RETIREMENT BENEFITS UNFUNDED	RETIREMENT BENEFITS FUNDED	OTHER LONGTERM BENEFITS	TOTAL
CHANGE IN BENEFIT OBLIGATION				
OPENING BALANCE	15.5	68.8	5.1	89.4
Service cost	0.7	2.5	0.4	3.6
Interest cost	0.7	3.3	0.2	4.2
Acquisitions / sales / transfer of plans (1)	0.5	1.7	0.3	2.5
Amendments / settlements of plan (2)	0.3	(8.8)	1.5	(7.0)
Actuarial gains/losses (3)	(0.2)	2.1		1.9
Benefits paid	(0.7)	(2.0)	(0.4)	(3.1)
Other (foreign exchange gains/losses)		1.1		1.1
BENEFIT OBLIGATION AT THE END OF THE YEAR	16.8	68.7	7.1	92.6
Including France	*11.0*	*29.8*	*4.3*	*45.1*
Including other countries	*5.8*	*38.9*	*2.8*	*47.5*
CHANGE IN PLAN ASSETS				
OPENING BALANCE		42.1		42.1
Expected return on plan assets (4)		2.4		2.4
Acquisitions / sales / transfer of plans (1)		1.5		1.5
Settlements of plans (2)		(5.8)		(5.8)
Actuarial gains/losses (5)		(0.8)		(0.8)
Employer contributions		2.9		2.9
Benefits paid		(2.0)		(2.0)
Other (foreign exchange gains/losses)		1.0		1.0
ASSETS AT THE END OF THE YEAR		41.3		41.3
Including France		*6.4*		*6.4*
Including other countries		*34.9*		*34.9*
PROVISION				
Funded status	16.8	27.4	7.1	51.3
Unamortised actuarial gains/losses	(3.2)	(7.5)		(10.7)
Unamortised past service cost	(0.6)	(1.4)		(2.0)
Assets unrecognised				0.0
PROVISION AT THE END OF THE YEAR	13.0	18.5	7.1	38.6
Including France	*8.3*	*15.7*	*4.2*	*28.2*
Including other countries	*4.7*	*2.8*	*2.9*	*10.4*
PENSION COST				
Service cost	0.7	2.5	0.4	3.6
Interest cost	0.7	3.3	0.2	4.2
Expected return on plan assets		(2.4)		(2.4)
Amortisation of actuarial gains/losses	0.2	0.1	0.0	0.3
Amortisation of past service cost	0.3	(1.2)	1.5	0.6
Settlements of plans		(1.1)		(1.1)
Curtailments of plans	(0.2)			(0.2)
Surplus limitation		(0.1)		(0.1)
CHARGE FOR THE YEAR	1.7	1.1	2.1	4.9
Including France	*1.1*	*2.7*	*1.7*	*5.5*
Including other countries	*0.6*	*(1.6)*	*0.4*	*(0.6)*

(1) Including a €0.8 million provision for retirement reclassification, €0.5 million in actuarial liabilities and financial assets transferred to the English fund, and as a consequence of the acquisition of MédiaKiosk, €1.2 million in actuarial liabilities hedged by €1.0 million in assets.

(2) Including a €(1.4) million amendment to the UK pension plan (change of the benchmark index for pension revaluations (from the RPI to the CPI) following a decision from the UK government), €1.5 million in actuarial liabilities for the medical coverage of certain French retirees, €(7.4) million with respect to the settlement of the actuarial liability of the Dutch pension plan and €(5.8) million with respect to the settlement of plan assets for this same plan.

(3) Including €2.2 million related to changes in assumptions and €(0.3) million related to experience gains and losses.

(4) The rates of return on pension funds were determined in each country concerned, based on the allocation of assets observed for each fund as of 31 December 2010.

(5) Actuarial gains or losses generated by plan assets are experience gains and losses.

• **in 2012 :**

IN MILLION EUROS	RETIREMENT BENEFITS		OTHER LONGTERM BENEFITS	TOTAL
	UNFUNDED	FUNDED		
CHANGE IN BENEFIT OBLIGATION				
OPENING BALANCE	16.8	68.7	7.1	92.6
Service cost	0.8	2.1	0.6	3.5
Interest cost	0.5	3.4	0.3	4.2
Transfer of plans (1)	(4.8)	4.8		0.0
Amendments of plans	(0.1)			(0.1)
Actuarial gains/losses (2)	1.4	7.9	0.2	9.5
Benefits paid	(0.8)	(2.1)	(0.5)	(3.4)
Other (foreign exchange gains/losses)		1.0		1.0
BENEFIT OBLIGATION AT THE END OF THE YEAR	13.8	85.8	7.7	107.3
Including France	*7.4*	*42.4*	*4.4*	*54.2*
Including other countries	*6.4*	*43.4*	*3.3*	*53.1*
CHANGE IN PLAN ASSETS				
OPENING BALANCE		41.3		41.3
Expected return on plan assets (3)		1.9		1.9
Actuarial gains/losses (4)		0.7		0.7
Employer contributions		2.2		2.2
Benefits paid		(2.1)		(2.1)
Other (foreign exchange gains/losses)		0.8		0.8
ASSETS AT THE END OF THE YEAR		44.8		44.8
Including France		*6.7*		*6.7*
Including other countries		*38.1*		*38.1*
PROVISION				
Funded status	13.8	41.0	7.7	62.5
Unamortised actuarial gains/losses	(3.7)	(15.2)		(18.9)
Unamortised past service cost	(0.2)	(1.5)		(1.7)
Assets unrecognised				0.0
PROVISION AT THE END OF THE YEAR	9.9	24.3	7.7	41.9
Including France	*5.1*	*22.1*	*4.4*	*31.6*
Including other countries	*4.8*	*2.2*	*3.3*	*10.3*
PENSION COST				
Service cost	0.8	2.1	0.6	3.5
Interest cost	0.5	3.4	0.3	4.2
Expected return on plan assets		(1.9)		(1.9)
Amortisation of actuarial gains/losses	0.1	0.3	0.2	0.6
Amortisation of past service cost		0.2		0.2
Transfer of plans	0.8	(0.8)		0.0
Surplus limitation				0.0
CHARGE FOR THE YEAR	2.2	3.3	1.1	6.6
Including France	*1.5*	*2.7*	*0.5*	*4.7*
Including other countries	*0.7*	*0.6*	*0.6*	*1.9*

(1) Reclassification between the funded and unfunded plans from actuarial debt in France for €4.8 million.

(2) Including €8.2 million related to changes in assumptions and €1.3 million related to experience gains and losses.

(3) The rates of return on pension funds were determined in each country concerned, based on the allocation of assets observed for each fund as of 31 December 2011.

(4) Actuarial gains or losses generated by plan assets are experience gains and losses.

As of 31 December 2012 the Group's benefit obligation amounted to €107.3 million and mainly involved three countries: France (51% of the total benefit obligation), United Kingdom (35%) and Austria (6%).

The valuations were performed by an independent actuary who also conducted sensitivity tests for each of the plans.

The results of the sensitivity tests demonstrate that a decrease of 50 basis points in the discount rate would lead to a €6.6 million increase in the amount of the benefit obligation's present value. The variances observed during the sensitivity tests do not call into question the rates adopted for the preparation of the financial statements, as they are considered the rates that most closely match the market.

Unamortised actuarial losses as of 31 December 2012 amounted to €(18.9) million and are mainly related to the French companies.

As of 31 December 2012, unamortised past service cost amounted to €(1.7) million and corresponds on the one hand to the surplus resulting from application of the 2003 French law on retirement benefits ("*loi Fillon*") and on the other hand to the profit resulting from application of the 2010 French law ("*loi Fillon*") on the progressive raising of the lawful age of retirement (from 61 to 62) for non-executive staff. This amount is amortised over the average employee working period until the benefits are vested.

Net movements in retirement and other benefits are as follows:

IN MILLION EUROS	2012	2011
1 JANUARY	38.6	36.6
Charge for the year	6.6	4.9
Translation adjustments	0.1	0.1
Contributions paid	(2.2)	(2.9)
Benefits paid	(1.3)	(1.1)
Other (1)	0.1	1.0
AU 31 DÉCEMBRE	41.9	38.6

(1) Of which a €0.8 million reclassification of the pension provision and €0.2 million for the pension provision covering the entry of MédiaKiosk in the Group in 2011.

The breakdown of the related plan assets is as follows:

	2012				2011			
	BREAKDOWN OF THE PLAN ASSETS AT CLOSING		EXPECTED RETURN OF THE PLAN ASSETS FOR THE YEAR (1)		BREAKDOWN OF THE PLAN ASSETS AT CLOSING		EXPECTED RETURN OF THE PLAN ASSETS FOR THE YEAR (1)	
	IN M€	%	EURO ZONE	UNITED KINGDOM	In M€	%	EURO ZONE	UNITED KINGDOM
Shares	20.3	45%	6.5%	5.8%	17.6	43%	6.5%	7.2%
Bonds	19.6	44%	4.1%	2.8%	18.7	45%	4.1%	4.2%
Real Estate	1.9	4%	4.7%	5.8%	1.9	5%	4.7%	
Other	3.0	7%	4.5%	0.5%	3.1	7%	4.5%	7.2%
TOTAL	44.8	100%	4.5%	4.6%	41.3	100%	4.5%	5.6%

(1) The expected long-term returns on plan assets are determined based on historical performances and current and long-term outlooks for pension fund assets.

Future contributions to pension funds for the 2013 fiscal year are estimated at €0.4 million.

Retrospective information on post-employment benefits is as follows:

IN MILLION EUROS	2012	2011	2010	2009	2008
Benefit obligation at the end of the year	107.3	92.6	89.4	82.9	71.4
Assets at the end of the year	44.8	41.3	42.1	37.4	31.7
Funded status	62.5	51.3	47.3	45.5	39.7
Actuarial experience gains / losses on the benefit obligation	1.3	(0.3)	(2.8)	(0.4)	0.1
in % of the benefit obligation	1.2%	(0.3%)	(3.1%)	(0.5%)	0.1%
Actuarial experience gains / losses on the assets	0.7	(0.8)	2.3	2.8	(8.2)
in % of the assets	1.6%	(1.9%)	5.5%	7.5%	(25.9%)

2.17. Net financial debt

IN MILLION EUROS		31/12/2012			31/12/2011		
		CURRENT PORTION	NON-CURRENT PORTION	TOTAL	CURRENT PORTION	NON-CURRENT PORTION	TOTAL
GROSS FINANCIAL DEBT	(1)	260.5	140.2	400.7	71.1	357.8	428.9
Financial derivatives (assets)				0.0			0.0
Financial derivatives (liabilities)		22.5	6.1	28.6	0.1	17.7	17.8
Hedging financial instruments	(2)	22.5	6.1	28.6	0.1	17.7	17.8
Cash and cash equivalents		458.9		458.9	288.7		288.7
Overdrafts		(13.4)		(13.4)	(9.7)		(9.7)
Net cash	(3)	445.5	0.0	445.5	279.0	0.0	279.0
Restatement of the loans related to the proportionately consolidated companies (*)	(4)	10.4	8.3	18.7	13.3	6.9	20.2
NET FINANCIAL DEBT (EXCLUDING NON-CONTROLLING INTEREST PURCHASE COMMITMENTS)	(5)=(1)+(2)-(3)-(4)	(172.9)	138.0	(34.9)	(221.1)	368.6	147.5

(*) The net financial debt is restated for the loans related to the proportionately consolidated companies when their funding is shared between the different shareholders.

The debt on commitments to purchase non-controlling interests is recorded separately and therefore is not included in the financial debt, as described in Note 2.18 "Debt on commitments to purchase non-controlling interests".

Financial derivatives and debt characteristics before and after hedging are described in Note 2.19 "Financial derivatives".

The debt analyses presented hereafter are based on the economic financial debt, which is determined by correcting the book value of the debt (gross financial debt in the statement of financial assets) of the fair value revaluation arising from hedging and amortised cost (IAS 39 restatements):

IN MILLION EUROS		31/12/2012			31/12/2011		
		CURRENT PORTION	NON-CURRENT PORTION	TOTAL	CURRENT PORTION	NON-CURRENT PORTION	TOTAL
GROSS FINANCIAL DEBT	(1)	260.5	140.2	400.7	71.1	357.8	428.9
Impact of amortised cost			3.1	3.1		0.5	0.5
Impact of fair value hedge		18.0	5.8	23.8		18.0	18.0
IAS 39 remeasurement	(2)	18.0	8.9	26.9	0.0	18.5	18.5
ECONOMIC FINANCIAL DEBT	(3)=(1)+(2)	278.5	149.1	427.6	71.1	376.3	447.4

As of 31 December 2012, the economic financial debt breaks down as follows:

IN MILLION EUROS	31/12/2012			31/12/2011		
	CURRENT PORTION	NON-CURRENT PORTION	TOTAL	CURRENT PORTION	NON-CURRENT PORTION	TOTAL
Bonds	194.9	97.4	292.3		292.3	292.3
Bank borrowings	63.0	20.3	83.3	45.2	47.2	92.4
Miscellaneous facilities and other financial debts	11.3	25.0	36.3	20.3	31.5	51.8
Finance lease liabilities	7.6	6.4	14.0	2.9	5.3	8.2
Accrued interest	1.7		1.7	2.7		2.7
ECONOMIC FINANCIAL DEBT	278.5	149.1	427.6	71.1	376.3	447.4

The Group's main financial debts are held by JCDecaux SA, and mainly comprise the bond debt detailed as follows:

IN MILLION EUROS	ECONOMIC VALUE	CARRYING AMOUNT	MARKET VALUE	ISSUING DATE	MATURITY DATE
Bond debt (US private placement)	292.3	268.4	267.5	April 2003	April 2013 and April 2015

These financial debts are not quoted on an active market, the values mentioned have been estimated based primarily on information communicated by banks. The use of different assumptions or valuation methods could result in values that vary from those mentioned.

The Group's financial debt also includes:

- bank loans held by JCDecaux SA's subsidiaries, for a total amount of €83.3 million;
- finance lease liabilities for €14.0 million described in the last section of this note;
- miscellaneous facilities and other financial debt for €36.3 million, mainly comprising shareholder loans subscribed by subsidiaries not wholly owned by JCDecaux SA and granted by the other shareholders of such entities;
- accrued interest for €1.7 million.

The average effective interest rate of JCDecaux SA's debts after interest rate hedging is approximately 1.9% for 2012.

In addition, as of 31 December 2012, the Group has a €600.0 million committed revolving credit facility, carried by JCDecaux SA and maturing in February 2017. This facility is undrawn as of 31 December 2012.

The funding sources held by JCDecaux SA are committed, but they require compliance with various restrictive covenants, calculated based on the consolidated financial statements.

They require the Group to maintain specific financial ratios:

- interest coverage ratio: operating margin / net financial expenses strictly greater than 3.5; applicable to the bond debt (USPP) and the committed revolving credit facility.
- net debt coverage ratio: net financial debt / operating margin strictly less than 3.5; applicable to the bond debt (USPP).

As of 31 December 2012, the Group is in compliance with these covenants, with values significantly distant from required limits.

Maturity of financial debt (excluding unused committed credit facilities)

IN MILLION EUROS	31/12/2012	31/12/2011
Less than one year	278.5	71.1
More than one year and less than 5 years	143.8	367.0
More than 5 years	5.3	9.3
TOTAL	427.6	447.4

Breakdown of financial debt by currency (after basis and currency swaps)

	31/12/2012		31/12/2011	
	IN M€	IN %	IN M€	IN %
Euro	427.5	100%	373.9	84%
US dollar	38.9	9%	7.6	2%
Israeli shekel	26.2	6%	25.0	6%
Chinese yuan	22.2	5%	34.2	8%
Turkish lira	18.3	4%	20.4	5%
Japanese yen	18.2	4%	24.3	5%
Indian rupee	14.9	3%	12.8	2%
Emirati dirham (1)	(26.2)	(6%)	(13.5)	(3%)
Hong Kong dollar (1)	(112.1)	(25%)	(79.2)	(18%)
Other (1)	(0.3)	0%	41.9	9%
TOTAL	427.6	100%	447.4	100%

(1) Negative amounts correspond to lending positions.

Breakdown of debt by interest rate (excluding unused committed credit facilities)

Breakdown of debt by interest rate (before committed and optional interest rate derivatives)

IN MILLION EUROS	31/12/2012	31/12/2011
Fixed rate	174.0	172.7
Floating rate	253.6	274.7
TOTAL	427.6	447.4

Breakdown of debt by interest rate (after committed and optional interest rate derivatives)

	31/12/2012		31/12/2011	
	IN M€	IN %	IN M€	IN %
Fixed rate	32.5	8%	30.5	7%
Floating rate hedged with options	100.0	23%	105.0	23%
Floating rate	295.1	69%	311.9	70%
TOTAL	427.6	100%	447.4	100%

Finance lease liabilities

Finance lease liabilities break down as follows:

IN MILLION EUROS	31/12/2012			31/12/2011		
	NON DISCOUNTED MINIMUM FUTURE LEASE PAYMENTS	DISCOUNT IMPACT	FINANCE LEASE LIABILITIES	NON DISCOUNTED MINIMUM FUTURE LEASE PAYMENTS	DISCOUNT IMPACT	FINANCE LEASE LIABILITIES
Less than one year	7.9	0.4	7.5	3.0	0.1	2.9
More than one year and less than 5 years	6.6	0.3	6.3	5.5	0.2	5.3
More than 5 years	0.2	0.0	0.2	0.0	0.0	0.0
TOTAL	14.7	0.7	14.0	8.5	0.3	8.2

2.18. Debt on commitments to purchase non-controlling interests

The debt on commitments to purchase non-controlling interests amounted to €117.4 million as of 31 December 2012, compared to €91.9 million as of 31 December 2011.

The item primarily comprises a purchase commitment given to the partner company Progress, for its interest in Gewista Werbe GmbH, exercisable between 1 January 2019 and 31 December 2019, for a discounted value in the statement of financial position liabilities of €72.7 million.

The €25.5 million increase in the debt on commitments to purchase non-controlling interests between 31 December 2011 and 31 December 2012 represents the discounting loss recorded in the period and new commitments to purchase non-controlling interests relating to the evolution of the scope in the period.

2.19. Financial derivatives

The Group uses derivatives solely for interest rate and foreign exchange rate hedging purposes. The use of these derivatives primarily concerns JCDecaux SA.

2.19.1. Hedging derivative instruments related to bond issues

In connection with the issuance of its bond debt (US private placement) in the United States in 2003, JCDecaux SA raised funds, a significant portion of which (US$250 million) was denominated in US dollars and carried a fixed coupon. Since the Group did not generate US dollar funding needs in such an amount and in compliance with its policy to have its medium and long-term debt indexed to floating rates, JCDecaux SA entered into swap transactions combined with its bond issue to hedge against the change in fair value of the debt.

As of 31 December 2012, the bond debt (USPP), before and after hedging, is as follows:

	TRANCHE B	TRANCHE C	TRANCHE D	TRANCHE E
Principal amount before hedging	$100 million	€100 million	$50 million	€50 million
Maturity date	April 2013	April 2013	April 2015	April 2015
Repayment	At maturity	At maturity	At maturity	At maturity
Interest rate before hedging	USD Fixed rate	EURIBOR	USD Fixed rate	EURIBOR
Hedging instrument	basis swap combined with interest rate swap: receiving fixed rate (USD) / paying floating rate (EURIBOR)	NA	basis swap combined with interest rate swap: receiving fixed rate (USD) / paying floating rate (EURIBOR)	NA
Principal amount after hedging	€94.9 million	€100 million	€47.4 million	€50 million
Interest rate after hedging	EURIBOR	EURIBOR	EURIBOR	EURIBOR

These basis swaps meet the conditions required to be qualified as fair value hedges within the meaning of IAS 39. The features of the hedged debt and the hedging instrument are identical, therefore the hedge is effective.

As the debt is measured at fair value, the changes in value of the hedged debt are offset by symmetrical changes in value of the derivatives. The impacts on the income statement are therefore cancelled out.

The market values of these derivatives were determined by discounting the future cash flow differential based on zero coupon rates prevailing as of the closing date of the statement of financial position:

IN MILLION EUROS	IAS 39 TREATMENT	MARKET VALUE AS OF 31/12/12	MARKET VALUE AS OF 31/12/11
Interest rate swap	hedging of changes in fair value of debt relating to changes in interest rate	5.5	8.7
Basis swap	hedging of changes in fair value of debt relating to changes in foreign exchange rate	(28.6)	(26.3)
TOTAL		(23.1)	(17.6)

2.19.2. Other interest rate derivative instruments

As of 31 December 2012, the Group held €100 million in interest rate hedges in the form of spread caps and the sale of floors maturing in 2014 and €0.7 million in the form of an interest rate swap maturing in 2015.

In accordance with the definitions of IAS 39, the effectiveness of these financial instruments in relation to the hedged items is not demonstrated. The Group currently does not wish to apply hedge accounting to these instruments. Consequently, only the market value of these instruments is recorded in the assets or liabilities of the statement of financial position, with changes in fair value recorded in the income statement.

The market values used for this type of derivative are the valuations communicated by banks.

As of 31 December 2012, the market values of these financial instruments amounted to €(0.6) million, versus €(0.1) million as of 31 December 2011.

2.19.3. Foreign exchange rate instruments (excluding financial instruments related to bond issues)

The Group's foreign exchange risk exposure is generated by its business in foreign countries. However, because of its operating structure, the JCDecaux Group is not very vulnerable to currency fluctuations in terms of cash flows, as the subsidiaries in each country do business solely in their own country and inter-company services and purchases are relatively insignificant. Accordingly, most of the foreign exchange risk stems from the translation of local-currency-denominated accounts to the euro-denominated consolidated accounts.

The foreign exchange risk on flows is mainly related to financial activities (refinancing and recycling of cash with foreign subsidiaries pursuant to the Group's cash centralisation policy). The Group hedges this risk mainly with short-term currency swaps.

Since the inter-company loans and receivables are eliminated upon consolidation, only the value of the hedging instruments is presented in the assets or liabilities of the statement of financial position.

As of 31 December 2012, the net positions contracted by the Group are as follows:

IN MILLION EUROS	31/12/2012	31/12/2011
FORWARD PURCHASES AGAINST THE EURO		
Hong Kong dollar	112.0	79.2
Emirati dirham	26.2	13.5
US dollar	15.0	8.4
Australian dollar	12.8	10.4
Other	29.1	13.2
FORWARD SALES AGAINST THE EURO		
Israeli shekel	26.2	25.0
Turkish lira	18.3	20.7
Japanese yen	13.4	17.6
British Pound sterling	8.3	22.3
Other	6.9	6.5
FORWARD PURCHASES AGAINST THE BRAZILIAN REAL		
US dollar	9.4	0.0

As of 31 December 2012, the market value of these financial instruments amounted to €(4.9) million, compared to €(0.1) million as of 31 December 2011.

2.20. Trade and other payables (current liabilities)

IN MILLION EUROS	31/12/2012	31/12/2011
Trade payables and other operating liabilities	556.0	505.7
Tax and employee-related liabilities	162.8	171.6
Payables on the acquisition of PP&E and intangible assets	11.1	16.1
Payables on the acquisition of financial investments	3.4	14.4
Other liabilities	16.6	16.1
Down payments received	14.9	23.0
Deferred income	76.7	75.6
TOTAL	841.5	822.5

The €19.0 million increase in current liabilities as of 31 December 2012 is primarily related to the growth of business activity.

Operating liabilities have a maturity of one year or less.

3. COMMENTS ON THE INCOME STATEMENT

3.1. Net operating expenses

IN MILLION EUROS	2012	2011
Rent and fees	*(999,3)*	*(901,8)*
Other net operational expenses	*(497.9)*	*(479.3)*
Taxes and duties	*(5.7)*	*(6.1)*
Staff costs	*(517.7)*	*(493.7)*
Direct operating expenses & Selling, general & administrative expenses [(1)]	(2,020.6)	(1,880.9)
Provision charge net of reversals	5.3	21.0
Depreciation and amortisation net of reversals	(255.5)	(228.9)
Impairment of goodwill	(38.0)	0.0
Maintenance spare parts	(37.1)	(37.9)
Other operating income	7.2	8.7
Other operating expenses	(13.5)	(17.9)
TOTAL	(2,352.2)	(2,135.9)

[(1)] Including €(1,619.1) million in "Direct operating expenses" and €(401.5) million in "Selling, general & administrative expenses" in 2012 (compared to €(1,500.8) million and €(380.1) million in 2011, respectively).

Rent and fees

This item includes rent and fees that the Group pays to landlords, municipal public authorities, airports, transport companies and shopping centres.

In 2012, rent and fees paid for the right to advertise totalled €999.3 million:

IN MILLION EUROS	TOTAL	FIXED EXPENSES	VARIABLE EXPENSES
Fees associated with Street Furniture and Transport contracts	(853.0)	(530.1)	(322.9)
Rent related to Billboard locations	(146.3)	(117.2)	(29.1)
TOTAL	(999.3)	(647.3)	(352.0)

Variable expenses are determined based on contractual terms and conditions: rent and fees that fluctuate according to revenues levels are considered as variable expenses. Rent and fees that fluctuate according to the number of furniture items are treated as fixed expenses.

Other net operational expenses

This item includes five main cost categories:

- subcontracting costs for certain maintenance operations;
- cost of services and supplies relating to operations;
- fees and operating costs, excluding staff costs, for different Group services;
- operating lease expenses;
- billboard advertising stamp duties and taxes.

Operating lease expenses, amounting to €46.4 million in 2012, are fixed expenses.

Research and development costs

Research costs and non-capitalised development costs are included in "Other net operational expenses" and in "Staff costs" and amount to €6.9 million in 2012, compared to €7.6 million in 2011.

Taxes and duties

This item includes taxes and similar charges other than income taxes. The principal taxes recorded under this item are property taxes.

Staff costs

This item includes salaries, social security contributions, share-based payments and employee benefits, including furniture installation and maintenance staff, research and development staff, the sales team and administrative staff.

It also covers the expenses associated with profit-sharing and investment plans for French employees.

IN MILLION EUROS	2012	2011
Compensation and other benefits	(408.0)	(388.6)
Social security contributions	(104.2)	(101.1)
Share-based payment expenses	(5.5)	(4.0)
TOTAL	(517.7)	(493.7)

Staff costs in respect of post-employment benefits break down as follows:

IN MILLION EUROS	2012	2011
Retirement benefits	(5.5)	(2.8)
Other long-term benefits	(1.1)	(2.1)
TOTAL [1]	(6.6)	(4.9)

[1] Including €(3.1) million in expenses related to retirement benefits and other long-term benefits included in the line item "Provision charge net of reversals" in 2012, against €(0.9) million in 2011.

Share-based payment expenses recognised pursuant to IFRS 2 totalled €5.5 million in 2012, compared to €4.0 million in 2011.

Breakdown of bonus share plans:

	PLAN 2012	PLAN 2011
Grant date	21/02/2012	17/02/2011
Number of beneficiaries	1	1
Acquisition date	21/02/2016	17/02/2015
Number of bonus shares	21,900	13,076
Risk-free interest rate (%)	1.35	2.27
Value at grant date (in €)	20.21	24.00
Dividend/share expected Y+1 (in €)) [1]	0.44	0.00
Dividend/share expected Y+2 (in €)) [1]	0.45	0.40
Dividend/share expected Y+3 (in €)) [1]	0.45	0.55
Dividend/share expected Y+4 (in €)) [1]	0.47	0.70
Fair value of bonus shares (in €)	18.63	22.64

[1] Consensus of financial analysts on future dividends (Bloomberg source)

Breakdown of bonus share plans:

	PLAN 2012	PLAN 2011	PLAN 2010	PLAN 2009	PLAN 2008	PLAN 2007	PLAN 2006
Grant date	21/02/2012	17/02/2011	01/12/2010	23/02/2009	15/02/2008	20/02/2007	20/02/2006
Vesting date	21/02/2015	17/02/2014	01/12/2013	23/02/2012	15/02/2011	20/02/2010	20/02/2009
Expiry date	21/02/2019	17/02/2018	01/12/2017	23/02/2016	15/02/2015	20/02/2014	20/02/2013
Number of beneficiaries	215	220	2	2	167	178	4
Number of options	1,144,734	934,802	76,039	101,270	719,182	763,892	70,758
Strike price	€19.73	€23.49	€20.20	€11.15	€21.25	€22.58	€20.55

Stock option movements during the period and average strike price by category of options:

PERIOD	2012	AVERAGE SHARE PRICE ON THE DATE OF EXERCISE	AVERAGE STRIKE PRICE	2011	AVERAGE SHARE PRICE ON THE DATE OF EXERCISE	AVERAGE STRIKE PRICE
NUMBER OF OPTIONS OUTSTANDING AT THE BEGINNING OF THE PERIOD	2,783,441		€21.63	2,208,451		€20.35
- Options granted during the period	1,144,734		€19.73	934,802		€23.49
- Options forfeited during the period	110,530		€21.70	120,146		€22.15
- Options exercised during the period	239,620	€20.40	€19.82	237,000	€22.94	€16.78
- Options expired during the period	193,559		€19.81	2,666		€21.25
NUMBER OF OPTIONS OUTSTANDING AT THE END OF THE PERIOD	3,384,466		€21.22	2,783,441		€21.63
NUMBER OF OPTIONS EXERCISABLE AT THE END OF THE PERIOD	1,654,383		€21.44	1,796,917		€20.93

Option plans outstanding were as follows:

As of 31 December 2012:

PLAN / GRANT DATE	IN NUMBER OF OPTIONS	RESIDUAL TERM IN YEARS	AVERAGE STRIKE PRICE IN EUROS
2006	52,413	0.14	20.55
2007	585,349	1.14	22.58
2008	573,413	2.14	21.25
2009	101,270	3.15	11.15
2010	76,039	4.92	20.20
2011	873,736	5.13	23.49
2012	1,122,246	6.14	19.73
TOTAL	3,384,466		21.22

As of 31 December 2011:

PLAN / GRANT DATE	IN NUMBER OF OPTIONS	RESIDUAL TERM IN YEARS	AVERAGE STRIKE PRICE IN EUROS
2005	439,855	0.18	19.81
2006	52,413	1.14	20.55
2007	610,813	2.14	22.58
2008	600,976	3.14	21.25
2009	101,270	4.15	11.15
2010	76,039	5.92	20.20
2011	902,075	6.13	23.49
TOTAL	2,783,441		21.63

The plans were valued using the Black & Scholes model based on the following assumptions:

ASSUMPTIONS	2012	2011	2010	2009	2008	2007	2006
Price of underlying at grant date	€20.21	€24.00 €	€19.93	€9.99	€20.46	€22.86	€20.70
Estimated volatility	38.41%	36.71%	36.56%	31.74%	24.93%	28.66%	29.43%
Risk-free interest rate	1.35%	2.27%	1.69%	2.31%	3.37%	4.02%	3.11%
Estimated option life (in years)	4.5	4.5	4.5	4.5	4.5	4.5	4.5
Estimated turnover	3.33%	3.33%	0.00%	0.00%	2.00%	5.00%	0.00%
Dividend payment rate (1)	2.16%	1.20%	1.08%	2.41%	2.56%	2.00%	1.90%
Fair value options	(2) €5.72	(2) €7.45	€5.82	€2.00	€3.77	€5.76	€5.11

(1) Consensus of financial analysts on future dividends (Bloomberg source).

(2) The fair value does not include the impact of turnover.

The option life retained represents the period from the grant date to management's best estimate of the most likely date of exercise.

As the Group had more historical data for the valuation of the 2006 to 2012 plans, it was able to refine its volatility calculation assumptions. Therefore, the first year of listing was not included in the volatility calculation, as it was considered abnormal due primarily to the sharp movements in share price inherent to the IPO and the effect of 11 September 2001.

Furthermore, at the issuance of the plans and based on observed behaviours, the Group considered that the option would be exercised 4.5 years on average after the grant date.

Depreciation, amortisation and provisions net of reversals

Depreciation and amortisation net of reversals increased €26.6 million. The provision charge net of reversals decreased €15.7 million and in 2011, primarily represented the reversals on provisions in Asia related to litigation settlement for €8.3 million.

This item comprises in 2012 a depreciation for €(7.8) million related to impairment tests, including a €0.6 million reversal of provisions for onerous contract. In 2011, this line item included a net €1.9 million reversal, 0.6 million of which was a reversal of provisions for onerous contracts.

Impairment of goodwill

As of 31 December 2012, an impairment on goodwill was recorded on the Billboard Europe CGU (excluding France and the United Kingdom) for €38.0 million.

Spare parts maintenance

The item comprises the cost of spare parts for street furniture as part of maintenance operations for the advertising network, excluding glass panel replacements and cleaning products, and inventory impairment losses.

Other operating income and expenses

Other operating income and expenses break down as follows:

IN MILLION EUROS	2012	2011
Gain on disposal of financial assets and gain on changes in scope	6.3	7.5
Gain on disposal of PP&E and intangible assets	0.7	0.8
Other management income	0.2	0.4
Other operating income	7.2	8.7
Loss on disposal of financial assets and loss on changes in scope	(0.1)	(1.0)
Loss on disposal of PP&E and intangible assets	(2.7)	(4.6)
Other management expenses	(10.7)	(12.3)
Other operating expenses	(13.5)	(17.9)
TOTAL	(6.3)	(9.2)

In 2012, the gains on disposal of financial assets and changes in scope for €6.3 million are mainly related to the revaluation of the previously held interest in Soravia following the control acquired in Megaboard Soravia group in Austria for €2.6 million and to the revaluation of the previously held interest in Arge Autobahnwerbung GmbH in Austria for €2.5 million.

Other management expenses in 2012 for €(10.7) million are mainly related to acquisition costs for €(4.9) million, to restructuring costs for €(2.9) million and to penalties risks for €(1.6) million.

In 2011, the gains on disposal of financial assets and changes in scope for €7.5 million were attributable to the revaluation of the previously held interest on the acquisition of JCDecaux Korea, Inc. in South Korea in January 2011 and to the negative goodwill related to the change in the Bigboard consolidation percentage in Ukraine and Russia.

The losses on disposal of financial assets and changes in scope for €(1.0) million in 2011 were related to the revaluation following the acquisition of Adbooth Pty Ltd in Australia and Garmoniya in Ukraine.

Other management expenses in 2011 for €(12.3) million were mainly related to the impact from litigation settlement in Asia. These expenses were compensated by a provision reversal in the line item "Depreciation, amortisation and provisions (net)". They also included fines, penalties and restructuring costs.

3.2. Net financial income

IN MILLION EUROS	2012	2011
Interest income	9.6	7.3
Interest expense	(17.3)	(29.4)
Net interest expense (1)	(7.7)	(22.1)
Dividends	0.0	0.0
Net foreign exchange gains (losses)	(0.9)	(5.1)
Impact of IAS 39 - foreign exchange	*(0.1)*	*0.4*
Impact of IAS 39 - interest rate	*0.0*	*0.0*
Change in fair value of derivatives not qualified as hedges	*(0.4)*	*0.0*
Amortised cost impact	*(1.1)*	*(1.3)*
Impact of IAS 39	(1.6)	(0.9)
Net discounting income (losses)	(17.2)	(11.1)
Bank guarantee costs	(2.1)	(1.0)
Charge to provisions for financial risks	*(0.3)*	*(1.2)*
Reversal of provisions for financial risks	*0.9*	*0.6*
Provisions for financial risks - Net charge	0.6	(0.6)
Net income (loss) on the sale of financial investments	(0.5)	8.8
Other	0.1	(0.3)
Other net financial expenses (2)	(21.6)	(10.2)
NET FINANCIAL INCOME (LOSS) (3) = (1)+(2)	(29.3)	(32.3)
Total financial income	*10.8*	*16.7*
Total financial expenses	*(40.1)*	*(49.0)*

Net financial income totalled €(29.3) million in 2012, compared to €(32.3) million in 2011, representing an improvement of €3.0 million.

The favourable changes are a positive change in foreign exchange gains and losses of €3.7 million and the decrease in net interest expense for €14.4 million. These positive impacts are partly offset by an increase of discounting losses for €6.1 million related mainly to the decrease of discounting rate on debts on commitments to purchase non-controlling interests, and by the sale in 2011 of the non-controlling interest in the company Tulip (Hong Kong) for €8.6 million.

The change in net interest expense is explained on one hand by an expense in 2011 representing the discounted value of the future reimbursements related to the claw-back provision of a debt waiver granted by a non-controlling interest in favour of a Group company for €(9.7) million, and on the other hand by a €4.7 million decrease of net interest expense in 2012 due to the decrease of the average net financial debt.

3.3. Income tax

Breakdown between deferred and current taxes

IN MILLION EUROS	2012	2011
Current taxes	(109.1)	(100.4)
Local tax ("CVAE")	(6.8)	(6.9)
Other	(102.3)	(93.5)
Deferred taxes	17.0	6.7
Local tax ("CVAE")	0.6	0.5
Other	16.4	6.2
TOTAL	(92.1)	(93.7)

The effective tax rate before impairment of goodwill and the share of net profit of associates was 33.0% in 2012 against 31.8% in 2011. Excluding the discounting impact of debts on commitments to purchase non-controlling interests, the effective tax rate was 31.8% in 2012, against 31.2% in 2011.

Breakdown of deferred tax charge

IN MILLION EUROS	2012	2011
Intangible assets and PP&E	3.5	5.0
Tax losses carried forward	3.3	(1.7)
Dismantling provision	1.2	(0.1)
Provision for employe benefit	1.3	0.9
Other	7.7	2.6
TOTAL	17.0	6.7

Tax proof

IN MILLION EUROS	2012	2011
CONSOLIDATED NET INCOME	166.0	215.7
Income tax charge	(92.1)	(93.7)
CONSOLIDATED INCOME BEFORE TAX	258.1	309.4
Impairment of goodwill	38.0	0.0
Share of net profit of associates	(16.8)	(14.6)
Taxable dividends received from subsidiaries	5.1	4.8
Other non-taxable income	(14.5)	(24.9)
Other non-deductible expenses	29.5	19.7
NET INCOME BEFORE TAX SUBJECT TO THE STANDARD TAX RATE	299.4	294.4
Weighted Group tax rate (1)	27.61%	28.72%
THEORETICAL TAX CHARGE	(82.7)	(84.6)
Deferred tax on unrecognised tax losses	(8.4)	(5.9)
Capitalization and use of unrecognised prior year tax losses carried forward	5.7	5.4
Other deferred tax	(0.8)	(0.5)
Other	0.3	(1.7)
INCOME TAX RECORDED	(85.9)	(87.3)
Net CVAE (local tax on added value)	(6.2)	(6.4)
INCOME TAX RECORDED	(92.1)	(93.7)

(1) National average tax rates weighted by taxable income.

3.4. Number of shares for the earnings per share (EPS)/diluted EPS calculation

	2012	2011
WEIGHTED AVERAGE NUMBER OF SHARES FOR THE PURPOSES OF EARNINGS PER SHARE	221,876,825	221,723,424
Weighted average number of stock options	211,910	885,931
Weighted average number of stock options issued at the market price	(95,075)	(694,471)
WEIGHTED AVERAGE NUMBER OF SHARES FOR THE PURPOSES OF DILUTED EARNINGS PER SHARE	221,993,660	221,914,884

As of 31 December 2012, 4 March 2005, 20 February 2006, 20 February 2007, 15 February 2008, 1 December 2010, 17 February 2011 and 21 February 2012 stock option plans are excluded from the calculation since they have an anti-dilutive effect.

3.5. Share of net profit of associates

IN MILLION EUROS	2012	2011
Stadtreklame Nürnberg GmbH	0.7	0.6
Werbeplakat Soravia GmbH	na	0.1
Shanghai Zhongle Vehicle Painting Co. Ltd	0.0	0.0
Metrobus	2.0	1.8
Bus Focus Ltd	0.5	0.5
Poad	1.9	1.6
APG SGA SA (previously Affichage Holding)	11.7	10.0
CNDecaux Airport Media Co. Ltd	0.0	0.0
TOTAL	16.8	14.6

The €2.2 million increase in the share of net profit of associates mainly consists of the improvement in the companies APG SGA SA, Metrobus, Poad and Stadtreklame Nürnberg GmbH net income.

In 2012, no impairment loss was booked. In 2011, the impairment tests on associates gave rise to an €1.8 million impairment reversal for Metrobus.

The results of the sensitivity tests demonstrate that an increase of 50 basis points in the discount rate would not result in a significant impairment loss on the share of net profit of associates, and that a decrease of 50 basis points in the normative growth rate of the operating margin would not result in a significant impairment loss on the share of net profit of associates.

Key income statement items of associates are as follows [1]:

IN MILLION EUROS	% OF CONSOLIDATION	2012 NET INCOME	2012 NET REVENUE	2011 NET INCOME	2011 NET REVENUE
Germany					
Stadtreklame Nürnberg GmbH	35%	2.1	10.7	1.8	10.8
Austria					
Werbeplakat Soravia GmbH [2]	33%	na	na	0.2	3.7
China					
Shanghai Zhongle Vehicle Painting Co. Ltd	40%	0.0	0.8	(0.1)	0.7
France					
Metrobus	33%	6.0	220.3	5.5	224.4
Hong Kong					
Bus Focus Ltd	40%	1.2	5.9	1.1	4.4
Poad	49%	3.9	41.3	3.3	32.0
Switzerland					
APG SGA SA	30%	38.9	263.5	33.4	253.0
Macau					
CNDecaux Airport Media Co. Ltd	30%	0.1	0.5	0.1	0.3

[1] On a 100% basis restated according to IFRS.

[2] Company consolidated under full consolidation since 31 January 2012.

3.6. Headcount

As of 31 December 2012, the Group had 10,484 employees, compared to 10,304 employees as of 31 December 2011.

The Group's share of employees of proportionately consolidated companies is 813 as of 31 December 2012, included in the above total of 10,484 employees.

The breakdown of employees for the 2012 and 2011 fiscal years is as follows:

	2012	2011
Technical	5,828	5,927
Sales and marketing	2,379	2,263
IT and administration	1,638	1,500
Contract business relations	510	523
Research and development	129	91
TOTAL	10,484	10,304

4. COMMENTS ON THE STATEMENT OF CASH FLOWS

4.1. Net cash provided by operating activities

In 2012, net cash provided by operating activities for €490.5 million comprised:

- operating cash flows generated by EBIT and other financial income and expenses, adjusted for non-cash items, for a total of €563.9 million;
- a change in the working capital for €42.6 million, the favourable impacts of which are mainly related to strict control of the terms of payment of the receivables and payables during the year;
- and the payment of net financial interest and tax for €(8.5) million and €(107.5) million, respectively.

4.2. Net cash used in investing activities

In 2012, net cash used in investing activities for €(185.6) million comprised:

- acquisitions of intangible assets and PP&E net of the change in payables on intangible assets and PP&E for €(175.4) million;
- sales of intangible assets and PP&E net of the change in receivables on intangible assets and PP&E for €7.6 million;
- acquisitions of long-term investments net of cash acquired, of disposals and change in payables and receivables on financial investments, for a total of €(19.7) million. This amount mainly comprised the acquisition of control of Megaboard Soravia GmbH and Arge Autobahnwerbung GmbH (Austria), Epamedia (Hungary) and Concourse Initiatives Ltd, renamed CIL 2012 Ltd (United Kingdom). The net cash acquired amounted to €1.7 million;
- disposals of other financial assets for a total of €1.9 million. The change in loans related to the proportionately consolidated companies amounted to €0.7 million.

In 2011, net cash used in investing activities for €(222.4) million included the acquisitions of intangible assets and PP&E net of disposals and net of the change in payables and receivables on intangible assets and PP&E, for a total of €(167.8) million and the acquisitions of long-term investments and other financial assets (including €(4.8) million of change in loans related to the proportionately consolidated companies) net of cash acquired (for €9.1 million), of disposals and change in payables on financial investments for €(54.6) million.

4.3. Net cash used in financing activities

In 2012, net cash used in financing activities for €(134.6) mainly comprised:

- dividends paid to the JCDecaux SA's shareholders for €(97.6) million and the payment of dividends by Group companies to their minority shareholders for €(8.2) million;
- net cash flows on borrowings for €(36.0) million;
- capital increases for €5.0 million, including €4.8 million for the exercise of stock options in JCDecaux SA;
- disposals of interests without loss of control net of the change in receivables on financial investments for €2.8 million.

In 2011, net cash used in financing activities amounted to €(139.9) million, and primarily concerned the net cash flows on borrowings for €(134.2) million.

4.4. Cash flows of proportionately consolidated companies

Cash flows of proportionately consolidated companies break down as follows:

- net cash provided by operating activities was €69.6 million in 2012, compared to €60.7 million in 2011;
- net cash used in investing activities was €(16.8) million in 2012, versus €(23.9) million in 2011;
- net cash used in financing activities was €(44.6) million in 2012, compared to €(32.3) million in 2011.

4.5. Non-cash transactions

The increase in property, plant & equipment and liabilities related to finance lease contracts amounted to €9.6 million in 2012, compared to €4.1 million in 2011.

5. FINANCIAL RISKS

As a result of its business, the Group is exposed to varying degrees of financial risk (notably liquidity and financing risk, interest rate risk, foreign exchange rate risk, and risks related to financial management, in particular, counterparty risk).

The Group's objective is to minimise such risks by choosing appropriate financial policies. However, the Group may need to manage residual positions. This strategy is monitored and managed centrally, by a dedicated team within the Group Finance Department. Risk management policies and hedging strategies are approved by Group management.

5.1. Risks relating to the business and management policies for these risks

Liquidity and financing risk

The table below presents the contractual cash flows (interest cash-flows and contractual repayments) related to financial liabilities and derivative instruments:

IN MILLION EUROS	CARRYING AMOUNT	CONTRACTUAL CASH FLOWS	01/01/2013 TO 30/06/2013	01/07/2013 TO 31/12/2013	01/01/2014 TO 31/12/2015	01/01/2016 TO 31/12/2017	> 31/12/2017
Bonds	268.4	272.0	179.0	1.4	91.6	0.0	0.0
Bank borrowings at floating rate	72.7	75.2	54.0	2.0	10.1	5.2	3.9
Bank borrowings at fixed rate	7.6	7.7	6.8	0.1	0.8	0.0	0.0
Miscelleanous facilities and other financial debt	36.3	36.7	21.3	3.3	1.7	9.4	0.9
Finance lease liabilities	14.0	14.0	3.8	3.8	3.1	3.1	0.2
Accrued interest	1.7	1.7	1.7	0.0	0.0	0.0	0.0
Overdrafts	13.4	13.4	13.4	0.0	0.0	0.0	0.0
TOTAL FINANCIAL LIABILITIES EXCLUDING DERIVATIVES	414.1	420.7	280.0	10.6	107.3	17.7	5.0
Swaps on bonds	(23.1)	(4.7)	(1.8)	(0.8)	(2.1)	0.0	0.0
Interest rate hedges	(0.6)	(0.6)	(0.6)	0.0	0.0	0.0	0.0
Foreign exchange hedges	(4.9)	(4.9)	(4.9)	0.0	0.0	0.0	0.0
TOTAL DERIVATIVES	(28.6)	(10.2)	(7.3)	(0.8)	(2.1)	0.0	0.0

For revolving debt, the nearest maturity is indicated.

The Group generates significant operating cash flows that enable it to self-finance its organic growth. In the Group's opinion, acquisition opportunities could lead it to temporarily increase this net debt.

The Group's financing strategy consists of:

- centralising financing at the parent company level. Subsidiaries are therefore primarily financed through direct or indirect loans granted by JCDecaux SA. However, the Group may use external financing for certain subsidiaries, (i) depending on the tax or currency or regulatory situation (withholding tax, etc.); (ii) for subsidiaries that are not wholly owned by the Group; or (iii) for historical reasons (financing already in place when the subsidiary joined the Group);
- having financing resources available that (i) are diversified; (ii) have a term consistent with the maturity of its assets and (iii) are flexible, in order to cover the Group's growth and the investment and business cycles;
- having permanent access to a liquidity reserve such as committed credit facilities;
- minimising the risk of non-renewal of financing sources, by staggering annual instalments;
- optimising financing margins, through early renewal of loans that are approaching maturity, or by re-financing certain financing sources when market conditions are favourable;

- optimising the cost of net debt by recycling excess cash flow generated by different Group entities as much as possible, in particular by repatriating the cash to JCDecaux SA through loans or dividend payments.

JCDecaux SA is rated "Baa2" by Moody's and "BBB" by Standard and Poor's (last Moody's rating on 7 February 2013, and Standard and Poor's on 20 December 2012), with a stable outlook for both ratings.

As of 31 December 2012, the net financial debt (excluding non-controlling interest purchase commitments) was €(34.9) million, compared to €147.5 million as of 31 December 2011.

69% of Group financial debt is carried by JCDecaux SA and has an average maturity of approximately one year.

As of 31 December 2012, the Group has €458.9 million in cash (see Note 2.12 "Cash and cash equivalents") and €636.5 million in unused committed credit facilities.

JCDecaux SA financing sources are confirmed, but they require compliance with a number of covenants calculated based on the consolidated financial statements. The nature of the ratios is described in Note 2.17 "Net financial debt".

Interest rate risk

The Group is exposed to interest rate fluctuations as a result of its debt, particularly the euro, the US dollar, the Israeli shekel, the Chinese yuan, the Turkish lira and the Japanese yen. Given the high correlation between the advertising market and the level of general economic activity of the countries where the Group operates, it is Group policy to secure primarily floating-rate financing except when the interest rates are considered particularly low. Hedging operations are mainly centralised at JCDecaux SA level. The split between fixed rate and floating rate is described in Note 2.17 "Net financial debt" and the hedging information is available in Note 2.19 "Financial derivatives".

The following table breaks down financial assets and liabilities by interest rate as of 31 December 2012:

IN MILLION EUROS		≤ 1 YEAR	> 1 YEAR & ≤ 5 YEARS	> 5 YEARS	TOTAL
JCDecaux SA borrowings		(244.9)	(47.4)	0.0	(292.3)
Other borrowings		(119.8)	(15.1)	(0.4)	(135.3)
FINANCIAL LIABILITIES	(1)	(364.7)	(62.5)	(0.4)	(427.6)
FINANCIAL ASSETS	(2)	36.6	0.0	0.0	36.6
NET POSITION BEFORE HEDGING	(3)=(1)+(2)	(328.1)	(62.5)	(0.4)	(391.0)
Issue swaps on USPP	(4)	94.9	47.4	0.0	142.3
Other interest rate hedging	(4)	100.7	0.0	0.0	100.7
NET POSITION AFTER HEDGING	(5)=(3)+(4)	(132.5)	(15.1)	(0.4)	(148.0)

For fixed-rate assets and liabilities, the maturity indicated is that of the asset and the liability.

The interest rates on floating-rate assets and liabilities are adjusted every one, three or six months. The maturity indicated is therefore less than one year regardless of the maturity date.

As of 31 December 2012, 7.6% of total Group economic financial debt, all currencies combined, was at fixed rates, 23.4% was hedged against an increase in short-term interest rates in the currencies concerned; 0.4% of total Group euro-denominated [1] economic gross debt was at fixed rates, and 23% was hedged against an increase in Euribor rates.

Foreign exchange risk

In 2012, net income generated in currencies other than the euro accounted for 93% of the Group's consolidated net income.

Despite its presence in more than 55 countries, the JCDecaux Group is relatively immune to currency fluctuations in terms of cash flows, as the subsidiaries in each country do business solely in their own country and inter-company services and purchases are relatively insignificant.

However, as the presentation currency of the Group is the euro, the Group's consolidated financial statements are affected by the conversion of financial statements denominated in local currencies into euro.

Based on the 2012 actual data, the Group's exposure to the Chinese yuan, British pound sterling, US dollar and Hong Kong dollar is as follows:

The portion of the consolidated net income denominated in Chinese yuan represents 38.6% of the Group's income. A variance of -5% in the Chinese yuan exchange rate would have an impact of -1.9% and -0.1%, respectively, on the Group's consolidated net income and total equity.

[1] Euro-denominated debt after adjustment for currency swaps and basis swaps.

The portion of the consolidated net income denominated in British pound sterling represents 14.0% of the Group's income. A variance of -5% in the British pound sterling exchange rate would have an impact of -0.7% and -0.1%, respectively, on the Group's consolidated net income and total equity.

The portion of the consolidated net income denominated in US dollars represents 13.7% of the Group's income. A variance of -5% in the US dollar exchange rate would have an impact of -0.7% and +0.1%, respectively, on the Group's consolidated net income and total equity.

The portion of the consolidated net income denominated in Hong Kong dollars represents 4.1% of the Group's income. A variance of -5% in the Hong Kong dollar exchange rate would have an impact of -0.2% and -0.3%, respectively, on the Group's consolidated net income and total equity.

As of 31 December 2012, the Group mainly held foreign currency hedges of financial transactions:

- pursuant to the application of its centralised financing policy and its multi-currency excess cash position, and in order to hedge inter-company loan transactions, the Group implemented short-term currency swaps. The Group does not hedge positions generated by inter-company loans when hedging arrangements are (i) too costly (ii) not available or (iii) when the loan amount is limited;

- the Group has implemented basis swaps covering the full term of the operation for the portion of its long-term debt denominated in US dollars [1] not used to finance the current business expansion in the United States. The hedging information is available in Note 2.19 "Financial derivatives".

As of 31 December 2012, the Group considers that its financial position and earnings would not be materially affected by exchange rate fluctuations.

Management of excess cash positions

As of 31 December 2012, the Group's excess cash and cash equivalents position totalled €458.9 million, including €371.3 million in cash equivalents and €8.5 million in guarantees.

Management of capital and the net debt/equity ratio

The Group is not subject to any externally imposed capital requirement. The Group's financial policy is to optimise the net debt/equity balance.

[1] Bond debt issued in the United States in 2003

5.2. Risks related to financial management

Risks related to interest rate and foreign exchange derivatives

The Group uses derivatives solely to hedge foreign exchange and interest rate risks.

Risks related to credit rating

JCDecaux SA is rated "Baa2" by Moody's and "BBB" by Standard & Poor's as of the date of publication of these Notes, with a stable outlook for both ratings. The Group's primary financing sources (financing raised by the parent company), as well as principal hedging arrangements are not subject to early termination in the event of a downgrade of the Group's credit rating.

Bank counterparty risk

Group counterparty risks relate to the investment by the subsidiaries of their excess cash balances with banks and to other financial transactions mainly involving JCDecaux SA (via unused committed credit facilities and hedging commitments). The Group's policy is to minimise this risk by (i) reducing excess cash within the Group by centralising the subsidiaries' available cash at JCDecaux SA level as much as possible, (ii) obtaining prior authorisation from the Group's finance department when opening bank accounts, and (iii) selecting banks in which JCDecaux SA and its subsidiaries can make deposits.

Customer counterparty risk

The counterparty risk in respect of trade receivables is covered by the necessary provisions if needed. The net book value of the trade receivables is detailed in part 2.11 "Trade and other receivables". The Group maintains a low level of dependence towards a particular client, as no client represents more than 3% of the Group's revenues.

Risk related to securities and term deposits

In order to generate interests on its excess cash position, the Group may subscribe short-term investments and short term deposits. The investments consist of money market securities (mutual funds and money-market funds; certificates of deposit; short-term government securities, etc.). These instruments are invested on a short-term basis, earn interest at money market benchmark rates, are liquid, and involve only limited counterparty risk.

The Group's policy is not to own marketable shares or securities other than money market securities and treasury shares. As such, the Group considers its risk exposure arising from marketable shares and securities to be very low.

6. COMMENTS ON OFF-BALANCE SHEET COMMITMENTS

6.1. Commitments on securities and other commitments

IN MILLION EUROS	31/12/2012	31/12/2011
COMMITMENTS GIVEN [(1)]		
Business guarantees	274.1	140.8
Other guarantees	13.4	6.5
Pledges, mortgage and collateral	25.2	26.6
Commitments on securities	0.9	1.2
TOTAL	313.6	175.1
COMMITMENTS RECEIVED		
Securities, endorsements and other guarantees	1.4	1.2
Commitments on securities	1.3	1.6
Credit facilities	636.5	850.0
TOTAL	639.2	852.8

[(1)] Excluding commitments relating to lease, rent and minimum franchise payments, given in the ordinary course of business.

Business guarantees are granted mainly by JCDecaux SA. As such, JCDecaux SA guarantees the performance of contracts entered into by subsidiaries, either directly to third parties, or by counter-guaranteeing guarantees granted by banks or insurance companies.

The "Other guarantees" line item includes securities, endorsements and other guarantees such as (i) guarantees covering payments under building lease agreements and car rentals of certain subsidiaries; (ii) JCDecaux SA's counter-guarantees for guarantee facilities granted by banks to certain subsidiaries; and (iii) other commitments such as guarantees covering payments to suppliers.

"Pledges, mortgages and collateral" mainly comprise the mortgage of a building in Germany, and cash amounts given in guarantee.

Securities, endorsements and other guarantees received mainly comprise guarantees given by customers.

Commitments on securities are granted and received primarily as part of external growth transactions.

As of 31 December 2012, commitments on securities given in favour of different partners include the following options:

- regarding the company JCDecaux Bulgaria BV (Bulgaria) a put option granted to Limited Novacorp, exercisable from 9 June 2016 to 9 June 2017 and giving rights on 50% of capital. This price of the option will be determined by an investment bank or under particular conditions, valued with a contractual calculation formula;
- regarding the company Europlakat Doo (Slovenia), a put option granted to the local partner of the Group exercisable from 1 January 2012, on 8.13% of this company's shares. The contractual calculation formula estimates this commitment to be worth approximately €0.9 million;
- regarding the Wall group, a call option of a Group partner covering a portion of the share capital of Nextbike GmbH.

As of 31 December 2012, commitments on securities received by the Group comprise the following options:

- regarding the Metrobus group, a put option, valid from 1 April 2014 to 30 September 2014. The option covers the JCDecaux Group's 33% interest in the Metrobus group. The exercise price will be determined by investment banks;
- regarding the company Europlakat Doo (Slovenia), a call option that can be exercised beginning 1 January 2014 by Europlakat International Werbe GmbH over the partner of the Group covering 8.13% of the share capital of this company. A contractual calculation formula estimates this commitment to be worth approximately €0.9 million;
- regarding the Wall group, a call option that can be exercised by Wall AG for a maximum of 24.8% of the share capital of Nextbike GmbH, bringing the Group's interest to 50% plus one vote. A contractual calculation formula estimates this commitment to be worth €0.4 million.

Moreover, under certain advertising contracts, JCDecaux North America, Inc., directly and indirectly through subsidiaries, and its joint venture partners have granted, under the relevant agreements, reciprocal put/call options in connection with their respective ownership in their shared companies.

In addition, as part of their agreement between shareholders, JCDecaux SA and APG SGA SA (formerly Affichage Holding) have granted reciprocal calls should contractual clauses not be respected or in the event of a transfer of certain assets, and pre-emptive rights in the event of change of control.

Lastly, under certain partnership agreements, the Group and its partners benefit from pre-emptive rights, and sometimes rights to purchase, tag along or drag along, which the Group does not consider as commitments given or received. Moreover, the Group does not mention the commitments subject to exercise conditions which limit their probability of occurring.

Credit facilities comprise the committed revolving credit line secured by JCDecaux SA for €600.0 million and the committed credit lines granted to subsidiaries for €36.5 million.

6.2. Commitments relating to lease, rent and minimum franchise payments given in the ordinary course of business

In the ordinary course of business, JCDecaux has entered into the following agreements, primarily:

- contracts with cities, airports and transport companies, which entitle the Group to operate its advertising business and collect the related revenues, in return for payment of fees, comprising a fixed portion or guaranteed minimum (minima garantis);
- rental agreements for billboard locations on private property;
- lease agreements for buildings, vehicles and other equipment (computers, office equipment, or other).

These commitments given in the ordinary course of business break down as follows (amounts are not discounted):

IN MILLION EUROS	≤ 1 YEAR	> 1 YEAR & ≤ 5 YEARS	> 5 YEARS [(1)]	TOTAL
Minimum and fixed franchise payments associated with Street Furniture or Transport contracts	552.1	1,707.9	1,397.5	3,657.5
Rent related to Billboard locations	100.6	144.4	82.4	327.4
Operating leases	37.0	83.4	35.4	155.8
TOTAL	689.7	1,935.7	1,515.3	4,140.7

(1) Until 2037.

6.3. Commitments to purchase assets

Commitments to purchase property, plant and equipment and intangible assets totalled €295.7 million as of 31 December 2012 compared to €255.5 million as of 31 December 2011.

6.4. Commitments relating to employee benefits

Pursuant to IAS 19 "Employee benefits", and in accordance with the Group decision to apply the corridor method, a portion of actuarial gains and losses, and past service costs, is not recognised as provisions. A breakdown is provided in Note 2.16 "Provisions".

7. SEGMENT REPORTING

Information communicated to the Executive Board is based on the business segment, as adopted pursuant to the application of IFRS 8 "Operating segments". No aggregation of operating segments is realised.

Companies under joint control are proportionately consolidated in the segment reporting, as is the case in the Group's operating management reporting, which is used by the Executive Board, the Chief Operating Decision Maker (CODM).

7.1. Information related to operating segments

Definition of operating segments

Street Furniture

The Street Furniture operating segment covers, in general, the advertising agreements relating to public property entered into with cities and local authorities. It also includes advertising in shopping centres, as well as the renting of street furniture, the sale and rental of equipment, cleaning and maintenance and other various services.

Transport

The Transport operating segment covers advertising in public transport systems, such as airports, subways, buses, tramways and trains.

Billboard

The Billboard operating segment covers, in general, advertising on private property, including either traditional large format or back-light billboards. It also includes neon-light billboards.

Transactions between operating segments

Transfer prices between operating segments are equal to prices determined on an arm's length basis, as in transactions with third parties.

The breakdown of the 2012 segment reporting by operating segment is as follows:

IN MILLION EUROS	STREET FURNITURE	TRANSPORT	BILLBOARD	TOTAL
Net revenues	1,171.3	1,012.5	439.0	2,622.8
Operating margin	374.9	170.6	56.7	602.2
EBIT	157.2	133.8	(20.4)	270.6
Acquisitions of intangible assets and PP&E net of disposals (1)	129.4	24.1	14.3	167.8

(1) Including sales of intangible assets and PP&E and changes in payables and receivables on fixed assets.

The breakdown of the 2011 segment reporting by operating segment is as follows:

IN MILLION EUROS	STREET FURNITURE	TRANSPORT	BILLBOARD	TOTAL
Net revenues	1,179.0	874.8	409.2	2,463.0
Operating margin	386.9	139.9	55.3	582.1
EBIT	184.4	111.6	31.1	327.1
Acquisitions of intangible assets and PP&E net of disposals (1)	130.7	24.9	12.2	167.8

(1) Including sales of intangible assets and PP&E and changes in payables and receivables on fixed assets.

7.2. Other information

The 2012 information by geographical area breaks down as follows:

IN MILLION EUROS	FRANCE	UNITED KINGDOM	EUROPE (1)	NORTH AMERICA	PACIFIC-ASIA	REST OF THE WORLD	ELIMI-NATIONS	TOTAL
Net revenues	615.2	316.7	759.6	188.5	604.6	138.2		2,622.8
Non current segment assets (2)	799.5	302.0	1,596.7	79.2	472.2	118.1	(521.3)	2,846.4
Unallocated segment assets (3)								159.4

(1) Excluding France and the United Kingdom.

(2) Excluding deferred tax assets.

(3) Goodwill relating to airport advertising that is not allocated by geographical area, global coverage being a key success factor for this business activity from a commercial standpoint and in connection with the awarding and renewal of contracts. This also applies to impairment tests.

The 2011 information by geographical area breaks down as follows:

IN MILLION EUROS	FRANCE	UNITED KINGDOM	EUROPE (1)	NORTH AMERICA	PACIFIC-ASIA	REST OF THE WORLD	ELIMI-NATIONS	TOTAL
Net revenues	607.8	272.1	792.6	179.2	504.3	107.0		2,463.0
Non current segment assets (2)	826.8	299.9	1,646.6	79.2	367.3	194.7	(506.0)	2,908.5
Unallocated segment assets (3)								159.4

(1) Excluding France and the United Kingdom.

(2) Excluding deferred tax assets.

(3) Goodwill for Airports world.

No single customer represents more than 10% of Group revenues.

8. RELATED PARTIES

8.1. Definitions

The following five categories are considered related party transactions:

- the portion of transactions with proportionately consolidated companies not eliminated in the consolidated financial statements;
- transactions carried out between JCDecaux SA and its parent JCDecaux Holding;
- transactions carried out between a fully consolidated company and its significant non-controlling interests;
- the portion of transactions with equity associates not eliminated in the Group consolidated financial statements;
- transactions with key management personnel and companies held by such personnel and over which they exercise control.

8.2. Details regarding related party transactions

Loans granted to related parties as of 31 December 2012 totalled €16.9 million, primarily including a €5.0 million loan granted to Metrobus (France), a €4.8 million loan granted to MCDecaux Inc. (Japan), a €3.5 million loan granted to Europlakat Doo (Slovenia), a €1.8 million loan granted to Média Aéroports de Paris (France) and a €0.6 million loan granted to CBS Outdoor JCDecaux Street Furniture Canada, Ltd.

Receivables on related parties as of 31 December 2012 totalled €11.0 million, primarily including €3.0 million in receivables from Shanghai Shentong JCDecaux Metro Advertising Co. Ltd. (China), €1.1 million from Europlakat Doo (Slovenia) and €1.0 million from Beijing Press JCDecaux Media Advertising Co. Ltd. (China).

Borrowings secured from related parties and debt on commitments to purchase non-controlling interests toward related parties as of 31 December 2012 totalled €140.2 million, primarily including €72.7 million in purchase commitments given to the partner Progress, €15.3 million in purchase commitments given to Média Régies, €13.3 million in purchase commitments given to a partner in Germany and €7.7 million in debt representing the discounted value of the future reimbursements related to the exercise of the claw-back provision of a debt waiver granted by a non-controlling interest in favour of a Group company.

Liabilities to related parties as of 31 December 2012 totalled €11.0 million, the most significant of which include €3.2 million with APG SGA SA (formerly Affichage Holding) and €2.2 million with Metrobus (France).

Operating income generated with related parties amounted to €19.4 million in 2012, primarily including €4.8 million with Shanghai Shentong JCDecaux Metro Advertising Co. Ltd. (China) and €2.7 million with Média Aéroports de Paris (France).

Operating expenses with related parties represented €22.9 million in 2012, of which €11.3 million in rent charges with JCDecaux Holding and SCI Troisjean.

In 2012, financial expenses with related parties represented €11.1 million, including €8.6 million in discounting losses regarding the commitment to purchase the non-controlling interests of Gewista Werbe GmbH.

Financial income with related parties represented €0.5 million in 2012.

The commitments on securities granted with related parties mainly concerned Metrobus and Europlakat Doo (Slovenia) and are described in Note 6.1 "Security and other commitments".

8.3. Management compensation

Compensation owed to members of the Executive Board for the 2012 and 2011 fiscal years breaks down as follows:

IN MILLION EUROS	2012	2011
Short-term benefits	4.7	7.0
Fringe benefits	0.1	0.1
Directors' fees	0.1	0.1
Life insurance / special pension	0.2	0.2
Share-based payments	0.7	0.6
TOTAL	5.8	8.0

In addition, two Executive Board members are entitled to receive a termination benefit, potentially representing for the first, a maximum of two years of fixed compensation and, for the second, a benefit equal to one year's salary and the average of the performance bonuses paid for the preceding two years. The latter will be paid in the event the member's employment contract is terminated at the Group's initiative.

Post-employment benefits booked in the statement of financial position liabilities amounted to €0.8 million as of 31 December 2012, compared to €0.4 million as of 31 December 2011.

Directors' fees in the amount of €0.2 million were owed to members of the Supervisory Board for the 2012 fiscal year.

9. PROPORTIONATELY CONSOLIDATED COMPANIES

The Group holds a number of investments which are proportionately consolidated.

As of 31 December 2012 and 2011, the Group's share in the assets, liabilities and earnings of these joint ventures (which is included in the consolidated financial statements) is as follows:

IN MILLION EUROS	31/12/2012	31/12/2011
Non-current assets	22.2	34.0
Current assets	148.1	133.4
TOTAL ASSETS	170.3	167.4
Non-current liabilities	21.3	22.4
Current liabilities	100.1	96.5
TOTAL LIABILITIES (EXCLUDING NET EQUITY)	121.4	118.9
NET EQUITY	48.9	48.5
INCLUDING NET INCOME	50.7	34.0
including profits	307.6	267.5
including losses	(256.9)	(233.5)

The €0.4 million increase in net equity is mainly attributable to:

- the €50.7 million net profit of the proportionately consolidated companies in 2012;
- dividend distributions of €(44.7) million;
- foreign exchange negative impacts for €(5.6) million, mainly in Asia.

10. SCOPE OF CONSOLIDATION

10.1. Identity of the parent company

As of 31 December 2012, 70.23% of the share capital of JCDecaux SA is held by JCDecaux Holding.

10.2. List of consolidated companies

COMPANIES		COUNTRY	% INTEREST	CONSOLIDATION METHOD	% CONTROL*
STREET FURNITURE					
JCDecaux SA		France	100.00	F	100.00
JCDecaux FRANCE	(1)	France	100.00	F	100.00
SOPACT		France	100.00	F	100.00
SOMUPI		France	66.00	F	66.00
JCDecaux ASIE HOLDING		France	100.00	F	100.00
JCDecaux EUROPE HOLDING		France	100.00	F	100.00
JCDecaux AMERIQUES HOLDING		France	100.00	F	100.00
CYCLOCITY		France	100.00	F	100.00
JCDecaux AFRIQUE HOLDING		France	100.00	F	100.00

COMPANIES		COUNTRY	% INTEREST	CONSOLIDATION METHOD	% CONTROL*
JCDecaux BOLLORE HOLDING		France	50.00	P	50.00
JCDecaux FRANCE HOLDING		France	100.00	F	100.00
MEDIAKIOSK	(2)	France	87.50	F	82.50
SOCIETE VERSAILLAISE DE KIOSQUES (SVK)	(2)	France	87.50	F	100.00
JCDecaux DEUTSCHLAND GmbH		Germany	100.00	F	100.00
DSM DECAUX GmbH		Germany	50.00	P	50.00
STADTREKLAME NÜRNBERG GmbH		Germany	35.00	E	35.00
WALL AG	(3) & (12)	Germany	90.10	F	90.10
GEORG ZACHARIAS GmbH		Germany	90.10	F	100.00
VVR WALL GmbH	(1)	Germany	90.10	F	100.00
DIE DRAUSSENWERBER GmbH		Germany	90.10	F	100.00
WALL MOBILIARE GmbH	(3)	Germany	90.10	F	100.00
SKY HIGH TG GmbH		Germany	90.10	F	100.00
REMSCHEIDER GESELLSCHAFT FÜR STADTVERKEHRSANLAGEN GbR.		Germany	45.05	P	50.00
JCDecaux UK Ltd	(1)	United Kingdom	100.00	F	100.00
JCDecaux ARGENTINA SA		Argentina	99.82	F	99.82
JCDecaux STREET FURNITURE Pty Ltd		Australia	100.00	F	100.00
JCDecaux AUSTRALIA Pty Ltd		Australia	100.00	F	100.00
ADBOOTH Pty Ltd		Australia	50.00	F	50.00
JCDecaux CITYCYCLE AUSTRALIA Pty Ltd		Australia	100.00	F	100.00
AQMI GmbH	(4)	Austria	67.00	F	100.00
ARGE AUTOBAHNWERBUNG GmbH	(5)	Austria	58.66	F	100.00
AUTOBAHNWERBUNG GmbH	(5) & (6) & (7)	Austria	50.32	F	100.00
JCDecaux AZERBAIJAN LLC	(6)	Azerbaijan	100.00	F	100.00
JCD BAHRAIN SPC		Bahrain	99.98	F	100.00
JCDecaux BELGIUM PUBLICITE SA		Belgium	100.00	F	100.00
CITY BUSINESS MEDIA		Belgium	100.00	F	100.00
JCDecaux DO BRASIL S.A		Brazil	100.00	F	100.00
JCDecaux SALVADOR S.A		Brazil	100.00	F	100.00
CONCESSIONARIA A HORA DE SAO PAULO S.A	(6)	Brazil	100.00	F	80.00
WALL SOFIA EOOD	(8)	Bulgaria	50.00	P	50.00
JCDecaux CAMEROUN	(1)	Cameroon	50.00	P	50.00
CBS OUTDOOR JCDecaux STREET FURNITURE CANADA Ltd		Canada	50.00	P	50.00
JCD P&D OUTDOOR ADVERTISING Co. Ltd		China	100.00	F	100.00
BEIJING JCDecaux TIAN DI ADVERTISING Co. Ltd		China	100.00	F	100.00

COMPANIES		COUNTRY	% INTEREST	CONSOLIDATION METHOD	% CONTROL*
BEIJING GEHUA JCD ADVERTISING Co. Ltd		China	50.00	P	50.00
BEIJING PRESS JCDecaux MEDIA ADVERTISING Co. Ltd		China	50.00	P	50.00
JCDecaux NINGBO BUS SHELTER ADVERTISING CO. Ltd	(6)	China	100.00	F	100.00
JCDecaux KOREA Inc.		South Korea	100.00	F	100.00
AFA JCDecaux A/S		Denmark	50.00	F	50.00
JCDecaux MIDDLE EAST FZ-LLC		United Arab Emirates	99.98	F	99.98
JCDecaux STREET FURNITURE FZ-LLC		United Arab Emirates	99.98	F	100.00
EL MOBILIARIO URBANO SLU		Spain	100.00	F	100.00
JCDecaux ATLANTIS SA		Spain	85.00	F	85.00
JCDecaux EESTI OU		Estonia	100.00	F	100.00
JCDecaux NEW YORK. Inc.		United States	100.00	F	100.00
JCDecaux SAN FRANCISCO. LLC		United States	100.00	F	100.00
JCDecaux MALLSCAPE. LLC		United States	100.00	F	100.00
JCDecaux CHICAGO. LLC		United States	100.00	F	100.00
JCDecaux NEW YORK. LLC		United States	100.00	F	100.00
CBS DECAUX STREET FURNITURE. LLC		United States	50.00	P	50.00
JCDecaux NORTH AMERICA. Inc.		United States	100.00	F	100.00
JCDecaux BOSTON. Inc.		United States	100.00	F	100.00
JCDecaux FINLAND Oy	(1)	Finland	100.00	F	100.00
JCDecaux CITYSCAPE HONG KONG Ltd		Hong Kong	100.00	F	100.00
INTELLECT WORLD INVESTMENTS Ltd		Hong Kong	100.00	F	100.00
BUS FOCUS Ltd		Hong Kong	40.00	E	40.00
VBM VAROSBUTOR ES MEDIA Kft. (VBM Kft)		Hungary	90.10	F	100.00
EPAMEDIA HUNGARY Köztéri Médiaügynökség Zártkörüen Müködö Részvénytársaság	(1) & (6)	Hungary	67.00	F	100.00
JCDecaux ADVERTISING INDIA PVT Ltd	(1)	India	100.00	F	100.00
AFA JCDecaux ICELAND ehf		Iceland	50.00	F	100.00
JCDecaux ISRAEL Ltd		Israel	92.00	F	92.00
MCDECAUX Inc.	(9)	Japan	60.00	P	60.00
CYCLOCITY Inc.		Japan	100.00	F	100.00
RTS DECAUX JSC		Kazakhstan	50.00	F	50.00
JCDecaux LATVIJA SIA		Latvia	100.00	F	100.00
JCDecaux LIETUVA UAB		Lithuania	100.00	F	100.00
JCDecaux LUXEMBOURG SA		Luxembourg	100.00	F	100.00
JCDecaux GROUP SERVICES SARL		Luxembourg	100.00	F	100.00
JCDecaux MACAO	(1)	Macau	80.00	F	80.00

COMPANIES		COUNTRY	% INTEREST	CONSOLIDATION METHOD	% CONTROL*
JCDecaux OMAN	(6) & (10)	Oman	100.00	F	100.00
JCDecaux UZ		Uzbekistan	70.25	F	70.25
JCDecaux NEDERLAND BV		The Netherlands	100.00	F	100.00
VERKOOP KANTOOR MEDIA (V.K.M.) BV		The Netherlands	100.00	F	100.00
JCDecaux PORTUGAL - MOBILIARIO URBANO Lda		Portugal	100.00	F	100.00
PURBE PUBLICIDADE URBANA & GESTAO Lda		Portugal	100.00	F	100.00
Q. MEDIA DECAUX WLL	(1)	Qatar	49.99	P	49.00
JCDecaux MESTSKY MOBILIAR Spol Sro	(1)	Czech Rep.	100.00	F	100.00
JCDecaux – BIGBOARD AS		Czech Rep.	50.00	P	50.00
RENCAR MEDIA Spol Sro		Czech Rep.	47.35	F	100.00
CLV CR Spol Sro		Czech Rep.	23.67	P	50.00
JCDecaux SINGAPORE Pte Ltd		Singapore	100.00	F	100.00
JCDecaux SLOVAKIA Sro		Slovakia	100.00	F	100.00
JCDecaux SVERIGE AB	(1)	Sweden	100.00	F	100.00
OUTDOOR AB		Sweden	48.50	P	48.50
JCDecaux SVERIGE FORSALJNINGSAKTIEBOLAG		Sweden	100.00	F	100.00
JCDecaux THAILAND Co. Ltd	(1)	Thailand	95.15	F	49.50
ERA REKLAM AS		Turkey	89.76	F	100.00
WALL SEHIR DIZAYNI LS		Turkey	89.72	F	99.58
JCDecaux URUGUAY	(11)	Uruguay	100.00	F	100.00
TRANSPORT					
METROBUS		France	33.00	E	33.00
MEDIA AEROPORTS DE PARIS		France	50.00	P	50.00
MEDIA FRANKFURT GmbH		Germany	39.00	P	39.00
JCDecaux AIRPORT MEDIA GmbH		Germany	100.00	F	100.00
TRANS – MARKETING GmbH	(12)	Germany	79.12	F	87.82
JCDecaux AIRPORT UK Ltd		United Kingdom	100.00	F	100.00
CONCOURSE INITIATIVES Ltd (previously MEDIA INITIATIVES Ltd)	(6)	United Kingdom	100.00	F	100.00
CIL 2012 Ltd (previously CONCOURSE INITIATIVES Ltd)	(6)	United Kingdom	100.00	F	100.00
JCDecaux ALGERIE SARL		Algeria	79.98	F	80.00
JCDecaux AIRPORT ALGER		Algeria	79.98	F	100.00
JCDecaux AIRPORT CENTRE SARL	(6)	Algeria	48.99	F	49.00
JCDecaux ATA SAUDI LLC		Saudi Arabia	59.99	F	60.00
INFOSCREEN AUSTRIA GmbH		Austria	67.00	F	100.00
JCDecaux AIRPORT BELGIUM		Belgium	100.00	F	100.00

COMPANIES		COUNTRY	% INTEREST	CONSOLIDATION METHOD	% CONTROL*
JCDecaux CHILE SA	(1)	Chile	100.00	F	100.00
JCD MOMENTUM SHANGHAI AIRPORT ADVERTISING Co. Ltd		China	35.00	P	35.00
JCDecaux ADVERTISING (BEIJING) Co. Ltd		China	100.00	F	100.00
BEIJING TOP RESULT METRO ADV. Co. Ltd	(9)	China	90.00	P	38.00
JCDecaux ADVERTISING (SHANGHAI) Co. Ltd		China	100.00	F	100.00
NANJING MPI METRO ADVERTISING Co. Ltd		China	70.00	F	70.00
GUANGZHOU YONG TONG METRO ADV. Ltd		China	32.50	P	32.50
NANJING MPI TRANSPORTATION ADVERTISING		China	50.00	F	87.60
CHONGQING MPI PUBLIC TRANSPORTATION ADVERTISING Co. Ltd		China	60.00	F	60.00
CHENGDU MPI PUBLIC TRANSPORTATION ADV. Co. Ltd		China	100.00	F	100.00
SHANGHAI ZHONGLE VEHICLE PAINTING Co. Ltd		China	40.00	E	40.00
JINAN CHONGGUAN SHUNHUA PUBLIC TRANSPORT ADV. Co. Ltd		China	30.00	P	30.00
SHANGHAI SHENTONG JCDecaux METRO ADVERTISING Co. Ltd		China	65.00	P	51.00
JCDecaux XINCHAO ADV. (XIAMEN) LIMITED Co. Ltd		China	80.00	F	80.00
NANJING METRO JCDecaux ADVERTISING Co.. Ltd		China	98.00	F	98.00
JCDecaux ADVERTISING CHONGQING Co. Ltd		China	80.00	F	80.00
JCDecaux SUZHOU METRO ADVERTISING Co. Ltd	(6)	China	80.00	F	65.00
JCDecaux-DICON FZ CO		United Arab Emirates	74.99	F	75.00
JCDecaux ADVERTISING AND MEDIA LLC		United Arab Emirates	79.98	F	49.00
JCDecaux AIRPORT ESPANA S.A.U		Spain	100.00	F	100.00
JCDecaux & CEVASA SA		Spain	50.00	P	50.00
JCDecaux ESPANA SL Y PUBLIMEDIA SISTEMAS PUBLICITARIOS - METRO DE BARCELONA	(13)	Spain	70.00	F	70.00
JCDecaux TRANSPORT. SLU		Spain	100.00	F	100.00
JCDecaux AIRPORT. Inc.		United States	100.00	F	100.00
JCDecaux TRANSPORT INTERNATIONAL LLC		United States	100.00	F	100.00
JOINT VENTURE FOR THE OPERATION OF THE ADVERTISING CONCESSION AT LAWA LLC		United States	92.50	F	92.50
JOINT VENTURE FOR THE OPERATION OF THE ADVERTISING CONCESSION AT DALLAS LLC		United States	100.00	F	100.00
MIAMI AIRPORT CONCESSION LLC		United States	50.00	P	50.00
JCDecaux AIRPORT CHICAGO LLC	(6)	United States	100.00	F	100.00
JCDecaux PEARL & DEAN Ltd		Hong Kong	100.00	F	100.00
JCDecaux OUTDOOR ADVERTISING HK Ltd		Hong Kong	100.00	F	100.00
JCDecaux INNOVATE Ltd		Hong Kong	100.00	F	100.00

COMPANIES		COUNTRY	% INTEREST	CONSOLIDATION METHOD	% CONTROL*
MEDIA PRODUCTION Ltd		Hong Kong	100.00	F	100.00
JCDecaux CHINA HOLDING Ltd		Hong Kong	100.00	F	100.00
TOP RESULT PROMOTION Ltd	(1)	Hong Kong	100.00	F	100.00
MEDIA PARTNERS INTERNATIONAL Ltd	(1)	Hong Kong	100.00	F	100.00
DIGITAL VISION (MEI TI BO LE GROUP)		Hong Kong	100.00	F	100.00
IGPDECAUX Spa	(1)	Italy	32.35	P	32.35
AEROPORTI DI ROMA ADVERTISING Spa		Italy	24.10	P	32.35
CNDECAUX AIRPORT MEDIA Co. Ltd		Macau	30.00	E	30.00
JCDecaux NORGE AS	(1)	Norway	97.69	F	100.00
JCDecaux AIRPORT POLSKA Sp zoo		Poland	100.00	F	100.00
JCDecaux AIRPORT PORTUGAL SA		Portugal	85.00	F	85.00
RENCAR PRAHA AS		Czech Rep.	47.35	F	70.67
JCDecaux ASIA SINGAPORE Pte Ltd		Singapore	100.00	F	100.00
JCDecaux OUT OF HOME ADVERTISING Pte Ltd	(1)	Singapore	100.00	F	100.00
XPOMERA AB		Sweden	100.00	F	100.00
BILLBOARD					
JCDecaux MEDIA SERVICES Ltd		United Kingdom	100.00	F	100.00
MARGINHELP Ltd		United Kingdom	100.00	F	100.00
JCDecaux Ltd		United Kingdom	100.00	F	100.00
JCDecaux UNITED Ltd		United Kingdom	100.00	F	100.00
ALLAM GROUP Ltd		United Kingdom	100.00	F	100.00
EXCEL OUTDOOR MEDIA Ltd		United Kingdom	100.00	F	100.00
JCDecaux SOUTH AFRICA HOLDINGS (PROPRIETARY) LIMITED	(6)	South Africa	100.00	F	100.00
JCDecaux SOUTH AFRICA OUTDOOR ADVERTISING (PROPRIETARY) LIMITED	(6)	South Africa	65.00	F	65.00
GEWISTA WERBEGESELLSCHAFT mbH	(1)	Austria	67.00	F	67.00
EUROPLAKAT INTERNATIONAL WERBE GmbH	(4)	Austria	67.00	F	100.00
PROGRESS AUSSENWERBUNG GmbH		Austria	67.00	F	100.00
PROGRESS WERBELAND WERBE GmbH		Austria	34.17	F	51.00
ISPA WERBEGES mbH		Austria	67.00	F	100.00
USP WERBEGESELLSCHAFT mbH		Austria	50.25	F	75.00
JCDecaux INVEST HOLDING GmbH	(14)	Austria	100.00	F	100.00
JCDecaux SUB INVEST HOLDING GmbH	(14)	Austria	100.00	F	100.00
JCDecaux CENTRAL EASTERN EUROPE GmbH	(14)	Austria	100.00	F	100.00
GEWISTA SERVICE GmbH		Austria	67.00	F	100.00
AUSSENW.TSCHECH.-SLOW.BETEILIGUNGS GmbH		Austria	67.00	F	100.00

COMPANIES		COUNTRY	% INTEREST	CONSOLIDATION METHOD	% CONTROL*
PSG POSTER SERVICE GmbH		Austria	32.83	P	49.00
ROLLING BOARD OBERÖSTERREICH WERBE GmbH		Austria	25.13	P	50.00
KULTURPLAKAT		Austria	46.90	F	70.00
MEGABOARD HOLDING GmbH	(15)	Austria	47.80	F	95.00
MEGABOARD SORAVIA GmbH	(1) & (7) & (15)	Austria	50.32	F	75.10
JCDecaux BILLBOARD		Belgium	100.00	F	100.00
JCDecaux ARTVERTISING BELGIUM		Belgium	100.00	F	100.00
JCDecaux BULGARIA HOLDING BV	(8) & (16)	Bulgaria	50.00	P	50.00
JCDecaux BULGARIA EOOD	(8)	Bulgaria	50.00	P	50.00
GRANTON ENTERPRISES LIMITED	(8)	Bulgaria	50.00	P	50.00
AGENCIA PRIMA AD	(8)	Bulgaria	45.00	P	50.00
MARKANY LINE EOOD	(8)	Bulgaria	50.00	P	50.00
RA INTERREKLAMA EOOD	(8)	Bulgaria	50.00	P	50.00
A TEAM EOOD	(8)	Bulgaria	50.00	P	50.00
EASY DOCK EOOD	(8)	Bulgaria	50.00	P	50.00
OUTDOOR MEDIA SYSTEMS		Cyprus	55.00	P	50.00
CEE MEDIA HOLDING		Cyprus	55.00	P	50.00
DROSFIELD ENTERPRISES		Cyprus	55.00	P	50.00
FEGPORT INVESTMENTS		Cyprus	55.00	P	50.00
EUROPLAKAT Doo (previously EUROPLAKAT-PROREKLAM Doo)		Croatia	34.17	F	51.00
METROPOLIS MEDIA Doo		Croatia	34.17	F	100.00
FULL TIME Doo		Croatia	34.17	F	100.00
JCDecaux ESPANA SLU	(1) & (13)	Spain	100.00	F	100.00
INTERSTATE JCDecaux LLC	(6)	United States	49.00	P	49.00
POAD		Hong Kong	49.00	E	49.00
OUTDOOR Közterületi Reklámügynökség Zrt.	(6)	Hungary	67.00	F	100.00
DAVID ALLEN HOLDINGS Ltd	(17)	Ireland	100.00	F	100.00
DAVID ALLEN POSTER SITES Ltd		Ireland	100.00	F	100.00
SOLAR HOLDINGS Ltd		Ireland	100.00	F	100.00
JCDecaux IRELAND Ltd		Ireland	100.00	F	100.00
N.B.S.H. PROREKLAM-EUROPLAKAT PRISHTINA		Kosovo	20.67	P	41.13
JCDecaux MEDIA Sdn Bhd		Malaysia	100.00	F	100.00
EUROPOSTER BV		The Netherlands	100.00	F	100.00
JCDecaux NEONLIGHT Sp zoo		Poland	100.00	F	100.00
GIGABOARD POLSKA Sp zoo Poland	(6) & (15)	Poland	47.80	F	100.00

COMPANIES		COUNTRY	% INTEREST	CONSOLIDATION METHOD	% CONTROL*
RED PORTUGUESA - PUBLICIDADE EXTERIOR SA	(18)	Portugal	96.38	F	96.38
PLACA Lda	(18)	Portugal	100.00	F	100.00
CENTECO - PUBLICIDADE EXTERIOR Lda	(18)	Portugal	67.47	F	70.00
AUTEDOR - PUBLICIDADE EXTERIOR Lda	(18)	Portugal	49.15	F	51.00
GREEN - PUBLICIDADE EXTERIOR Lda	(18)	Portugal	53.01	F	55.00
RED LITORAL - PUBLICIDADE EXTERIOR Lda	(18)	Portugal	72.29	F	75.00
AVENIR PRAHA Spol Sro		Czech Rep.	100.00	F	100.00
EUROPLAKAT Spol Sro		Czech Rep.	67.00	F	100.00
WALL GUS		Russia	55.00	P	50.00
BIG – MEDIA Ltd.		Russia	55.00	P	50.00
BIGBOARD Co.. Ltd.	(19)	Russia	55.00	P	50.00
X – FORMAT PLUS. Ltd.	(19)	Russia	55.00	P	50.00
PETROVIK KRASNODAR		Russia	55.00	P	50.00
MEGABOARD SORAVIA Doo. BEOGRAD	(6) & (15)	Serbia	47.80	F	100.00
ISPA BRATISLAVA Spol Sro		Slovakia	67.00	F	100.00
EUROPLAKAT INTERWEB Spol Sro		Slovakia	67.00	F	100.00
INREKLAM PROGRESS Doo		Slovenia	27.56	P	41.13
EUROPLAKAT Doo (previously PROREKLAM-EUROPLAKAT Doo)		Slovenia	27.56	P	41.13
PLAKATIRANJE Doo		Slovenia	27.56	P	41.13
SVETLOBNE VITRINE		Slovenia	27.56	P	41.13
MADISON Doo		Slovenia	27.56	P	41.13
METROPOLIS MEDIA Doo (SLOVENIA)		Slovenia	27.56	P	41.13
INTERFLASH Doo LJUBLJANA		Slovenia	27.56	P	41.13
APG SGA SA (previously AFFICHAGE HOLDING)		Switzerland	30.00	E	30.00
BIGBOARD B.V.	(20)	Ukraine	55.00	P	50.00
BIGBOARD GROUP		Ukraine	55.00	P	50.00
BIGBOARD KIEV		Ukraine	55.00	P	50.00
BIGBOARD KHARKHOV		Ukraine	55.00	P	50.00
BIGBOARD DONETSK		Ukraine	55.00	P	50.00
BIGBOARD KRIVOY ROG		Ukraine	55.00	P	50.00
BIGBOARD SIMFEROPOL		Ukraine	55.00	P	50.00
BIGBOARD NIKOLAEV		Ukraine	55.00	P	50.00
BIGBOARD VYSHGOROD		Ukraine	55.00	P	50.00
AUTO CAPITAL		Ukraine	55.00	P	50.00

COMPANIES	COUNTRY	% INTEREST	CONSOLIDATION METHOD	% CONTROL*
BIGBOARD LVIV	Ukraine	55.00	P	50.00
POSTER GROUP	Ukraine	55.00	P	50.00
POSTER KIEV	Ukraine	55.00	P	50.00
POSTER DNEPROPETROVSK	Ukraine	55.00	P	50.00
POSTER ODESSA	Ukraine	55.00	P	50.00
REKSVIT UKRAINE	Ukraine	55.00	P	50.00
ALTER – V	Ukraine	55.00	P	50.00
UKRAYINSKA REKLAMA	Ukraine	55.00	P	50.00
BOMOND	Ukraine	27.50	P	50.00
GARMONIYA	Ukraine	55.00	P	50.00
BIG MEDIA	Ukraine	55.00	P	50.00
MEDIA CITY	Ukraine	55.00	P	50.00

(1) Companies spread over two or three activities for segment reporting purposes, but listed here according to their historical business activity.

(2) Entry of new partners in the share capital of MédiaKiosk.

(3) Wall Mobiliare GmbH was merged into Wall AG on 1 January 2012.

(4) AQMI GmbH was merged into Europlakat International Werbe GmbH on 1 July 2012.

(5) These companies are now fully consolidated after the Group took the control of Autobahnwerbung GmbH (7) in 2012.

(6) Companies consolidated in 2012.

(7) Company absorbed by Megaboard Soravia GmbH on 30 October 2012.

(8) The sale of JCDecaux Bulgaria Holding BV by Wall AG, held at 90.10%, to JCDecaux Central Eastern Europe GmbH, wholly owned, led to the increase of the interest rate in the Bulgarian Group.

(9) MCDecaux Inc. (Japan) and Beijing Top Result Metro Adv. Co Ltd (China) are proportionately consolidated due to joint control over management with the Group's partner.

(10) This company is a representative office of JCDecaux Bahrain SPC.

(11) This company is a representative office of JCDecaux France.

(12) Acquisition of 9.5% of non-controlling interests in the share capital of Trans-Marketing GmbH.

(13) JCDecaux Espana SL y Publimedia Sistemas Publicitarios was absorbed by JCDecaux Espana SLU after the partner's withdrawal as of 30 June 2012.

(14) JCDecaux Invest Holding GmbH and JCDecaux Subinvest Holding GmbH were absorbed by JCDecaux Central Eastern Europe GmbH on 19 October 2012.

(15) The purchase of a 42% additional interest in the share capital of Soravia, previously equity accounted, consequently led to the full consolidation of the group Megaboard Soravia on 30 January 2012.

(16) Company incorporated under Dutch law and operating in Bulgaria.

(17) Company incorporated under UK law and operating in Northern Ireland.

(18) The company Placa Lda was absorbed by Red Portuguesa as of 1 January 2012. This transaction resulted in the dilution of the non-controlling interests in Red Portuguesa, and in the decrease in the interest rates in the companies held until then by Placa Lda.

(19) In Russia, X-Format Plus was absorbed by Bigboard Co. Ltd in August 2012.

(20) Company incorporated under Dutch law and operating in Ukraine.

Note:

F = Full consolidation P = Proportionate consolidation E = Equity accounted

* The percentage of control corresponds to the portion of direct ownership in the share capital of the companies except for the companies proportionately consolidated which are held by a company also proportionately consolidated. For these companies, the percentage of control corresponds to the percentage of control of its owner.

11. SUBSEQUENT EVENTS

At the beginning of February 2013, JCDecaux SA issued a €500 million bond denominated in euros maturing in February 2018.

On 12 February 2013, the Group took joint control of 25% of the company Russ Outdoor, the leader in the Russian outdoor advertising market, which represents 22% of the advertising poster market in Russia, with more than 40,000 advertising faces in 70 Russian cities. In 2012, the company generated more than $340 million in revenues and has more than 3,000 employees. As part of this transaction, the Group will contribute its Russian assets from BigBoard to Russ Outdoor.

On 11 July 2012, the Group signed an agreement under which the Group takes a 24.9% interest in the company Ankünder, an Austrian company well-established in the city of Graz and its surrounding region, with an option to increase its share in Ankünder to 33.3% by the end of 2015 at the latest. This agreement, which was approved by the competition authorities in January 2013, involves the contribution by the Group of some of its Austrian assets into Ankünder. This transaction will be effective once the transaction is registered in the trade register in March 2013.

On 6 March 2013, the Supervisory Board decided to offer a €0.44 dividend distribution per share for 2012 at the General Meeting of Shareholders planned in May 2013, subject to the payment of a 3% dividend tax.

1. DISCUSSION OF ACTIVITY

In 2012, JCDecaux SA recorded revenues of €49.0 million compared to €647.2 million in 2011. This decrease reflects the transfer, on 31 December 2011, of all operational activities from JCDecaux SA to JCDecaux France.

Note that on 31 December 2011 the Company carried out an internal restructuring of its business in France, by means of:

- a partial asset contribution to its wholly owned subsidiary JCDecaux France of the business line partly comprising the group's French operating facilities.
- the merger within JCDecaux France of its subsidiaries Avenir, SEMUP, DPE, JCDecaux Airport France, JCDecaux Artvertising and the SARL Centre de Formation JCDecaux CE.

Following this restructuring, all operational activities were transferred to JCDecaux France and, as of 1 January 2012, JCDecaux SA only carries out its holding and subsidiary support activities.

2. DISCUSSION OF THE FINANCIAL STATEMENTS

2.1. Operating income

Revenues in 2012 amounted to €49.0 million and mainly covered services charged back to the group's various subsidiaries:

- tax, legal and financial assistance and advice;
- IT;
- research.

In 2011, revenues also included the sale of advertising space for the street furniture business in France, services rendered to non-advertising clients (local authorities), the assembly, maintenance and display of street furniture, as well as the sale of street furniture to French and foreign subsidiaries.

Capitalised production costs amounted to €4.1 million and correspond to IT projects carried out.

Reversals of provisions, depreciation and expense reclassifications stood at €3.8 million. For the most part this concerned the issuing costs for a new line of credit, recorded as a deferred charge and amortised over the term of the line of credit.

Other income amounted to €26.4 million and mainly covered brand licensing fees billed to subsidiaries.

Total operating income amounted to €83.3 million.

2.2. Operating charges

Operating charges amounted to €111.9 million.

Other external purchases and charges stood at €61.9 million and were principally made up of:

- €26.5 million in IT subcontracting and maintenance;
- €6.2 million in fees, including €3.8 million relating to the acquisition of 25% of RussOutdoor;
- €7.9 million in administrative costs charged by certain subsidiaries;
- €3.8 million in issuing costs for a new line of credit;
- €1.1 million in research and development expenses.

Personnel expenses amounted to €34 million.

Depreciation and amortisation expenses and provisions totalled €7.4 million and were principally made up of €4.9 million in depreciation and amortisation expenses, €1.1 million in provisions for deferred charges and €1.2 million in provisions for retirement benefits.

Other expenses amounted to €6.0 million, and were mainly made up of the brand licensing fee paid to JCDecaux France (€5.7 million).

Non-deductible expenses, as provided for under Article 223 quater of the French Tax Code, amounted to €39,810 and generated an estimated tax liability of €13,270.

2.3. Net financial income

Net financial income stood at €12.5 million in 2012, compared to €45.2 million in 2011, i.e. a €32.7 million decrease, primarily due to:

- the net change in equity investment write-downs of €21.4 million in 2012, compared to the €37.8 million in net reversals in 2011, i.e. a reduction of €16.4 million;
- the provisions of loans to subsidiaries for €16.4 million in 2012, compared to the €5.8 million in net reversals in 2011;
- the €0.7 million reduction in net financial interest;
- a €0.9 million increase in revenues from equity investments;
- the exercise of the claw-back clause for the debt waiver granted on 30 December 2009 to the subsidiary SOMUPI for €4.8 million.

2.4. Non-recurring income

Non-recurring income (loss) stood at -€1.9 million and was principally made up of reversals and accelerated depreciation charges.

2.5. Net income (loss)

The 2012 fiscal year shows a loss of -€16.7 million.

3. RECENT DEVELOPMENTS AND OUTLOOK

In 2013, JCDecaux SA will continue its group holding and subsidiary support activity.

4. SUBSEQUENT EVENTS

At the beginning of February 2013, JCDecaux SA launched a €500 million bond issue, maturing in February 2018.

BALANCE SHEET ASSETS

IN MILLION EUROS		2012	2011
Intangible assets	*Gross value*	*73.7*	*68.8*
	Amortisation and impairment	*(60.2)*	*(56.4)*
	Net value	13.5	12.4
Property, plant and equipment	*Gross value*	*16.2*	*14.7*
	Amortisation and impairment	*(14.2)*	*(13.5)*
	Net value	2.0	1.2
Long-term investments	*Gross value*	*3,123.5*	*3,118.9*
	Write-downs	*(52.7)*	*(57.8)*
	Net value	3,070.8	3,061.1
FIXED ASSETS		3,086.3	3,074.7
Trade receivables	*Gross value*	*24.2*	*13.8*
	Write-downs	*0.0*	*0.0*
	Net value	24.2	13.8
Other receivables	*Gross value*	*33.2*	*29.7*
	Write-downs	*0.0*	*0.0*
	Net value	33.2	29.7
Miscellaneous	Cash and cash equivalents	265.3	33.9
Deferred income		1.5	1.7
CURRENT ASSETS		324.2	79.1
	Deferred charges	3.1	0.5
	Unrealised translation losses	5.4	8.6
TOTAL		3,419.0	3,162.9

BALANCE SHEET LIABILITIES AND EQUITY

IN MILLION EUROS		2012	2011
Share capital		3.4	3.4
Premium on share issues, mergers and contributions		1,155.7	1,149.9
Reserves		861.5	908.1
Retained earnings			
Net income for the period		(16.7)	52.0
Tax-driven provisions		10.8	8.9
EQUITY		2,014.7	2,122.3
Provisions for contingencies and losses		5.8	3.9
Long-term debt	Other bonds	293.7	294.0
	Bank borrowings	5.7	5.2
	Miscellaneous facilities and other financial debt	1,044.8	641.1
Operating liabilities	Trade payables and related accounts	23.9	17.7
	Tax and social security liabilities	15.2	27.4
Miscellaneous liabilities	Amounts due on non-current assets and related accounts	0.6	0.0
	Other liabilities	8.0	45.5
Deferred income		0.0	0.0
LIABILITIES		1,391.9	1,030.9
	Unrealised translation gains	6.6	5.8
TOTAL		3,419.0	3,162.9

INCOME STATEMENT

IN MILLION EUROS	2012	2011
NET REVENUES	49.0	647.2
Change in inventories of finished goods and work-in-progress	0.0	1.3
Self-created assets	4.1	6.1
Reversals of amortisation, depreciation, provisions and expense reclassifications	3.8	5.6
Other revenues	26.4	21.1
TOTAL OPERATING INCOME	83.3	681.3
Purchase of raw materials and other supplies	0.0	68.3
Other purchases and external charges	61.9	396.1
Taxes	2.6	10.9
Wages and salaries	22.6	101.8
Social security contributions	11.4	44.1
Amortisation, depreciation and provisions	7.4	18.1
Other charges	6.0	22.5
TOTAL OPERATING CHARGES	111.9	661.8
NET OPERATING INCOME	(28.6)	19.5
NET FINANCIAL INCOME/(LOSS)	12.5	45.2
CURRENT INCOME/(LOSS) BEFORE TAXES	(16.1)	64.7
Non-recurring income	2.5	58.3
Non-recurring charges	4.4	63.1
NON-RECURRING INCOME/ (CHARGES)	(1.9)	(4.8)
Employee profit-sharing	(0.1)	(0.6)
Income taxes	1.4	(7.3)
NET INCOME/(LOSS)	(16.7)	52.0

The corporate financial statements of JCDecaux SA for the year ended 31 December 2012 were approved by the Executive Board on 4 March 2013 with revenues amounting to €49.0 million, net income totalling -€16.7 million and total assets coming to €3,419.0 million.

1. MAJOR EVENTS OF THE YEAR

On 31 December, 2011, the Company carried out an internal restructuring of its French operations, through a partial asset contribution to its 100%-owned subsidiary JCDecaux France of a business line partly comprising the Group's French operating facilities. Following the operation, JCDecaux SA only maintained its holding and subsidiary support activity.

On 30 December 2009, JCDecaux SA authorised its subsidiary SOMUPI to carry out a debt waiver in the amount of €20.8 million on the shareholder loan dated 13 December 2007. This waiver was accompanied by a claw-back provision which expires on 31 December 2017. During 2012, the claw-back provision was exercised in the amount of €4.8 million.

2. ACCOUNTING STANDARDS, RULES AND METHODS

2.1. General principles

The corporate financial statements for the twelve-month period ended 31 December 2012 have been prepared in accordance with current laws and regulations and with generally accepted accounting principles:

- on-going operations;
- consistency in accounting methods;
- accrual basis.

The items recorded in the accounts are valued according to the historical cost method.

2.2. Main methods used

2.2.1. Fixed assets

Fixed assets are valued at acquisition cost in accordance with accounting standards. There has been no change in valuation methods.

2.2.1.1. Intangible assets

Intangible assets mainly consist of software. They are amortised on a straight-line basis over a three to five year duration.

Expenses incurred, both internal and external, to develop significant software (core business line IT applications) are carried in intangible assets and amortised on a straight-line basis over five years. In accordance with current accounting regulations, only expenses incurred in the detailed design, programming and configuration, testing and acceptance phases are recorded under intangible assets.

In order to benefit from tax provisions, the Company records the difference between accounting and tax depreciation in accelerated depreciation (12 months).

Any research and development expenditure incurred over the year is booked as an expense.

2.2.1.2. Property, plant and equipment

The depreciation methods and amortisation durations applied are as follows:

- buildings .... straight-line 20 years;
- fixtures and fittings .... straight-line, 5 or 10 years;
- technical installations, tools and equipment .... straight-line or reducing, balance 5 or 10 years;
- vehicles... straight-line, 4 or 5 years;
- office and other equipment ....straight-line or reducing balance, 3 or 5 years;
- furniture .... straight-line, 10 years.

2.2.1.3. Long-term investments

Equity investments are included on the balance sheet at the purchase price and are written down when their utility value is lower than the acquisition cost.

The utility value is calculated based on the expected discounted cash flows, less net debt.

When the equity investments are disposed of, the FIFO method is applied.

2.2.2. Current assets

2.2.2.1. Receivables

Disputed or bad debts, or those which are doubtful due to age, are written down according to the risk of non-recovery.

2.2.2.2. Marketable securities

Marketable securities are valued at acquisition cost. An impairment loss is recognised if the year-end carrying value is lower than cost.

2.2.2.3. Prepaid expenses

In accordance with the accrual basis principle, expenses relating to 2013 and thereafter are recorded in this account.

2.2.3. Liabilities and equity

2.2.3.1. Provisions for contingencies and losses

Provisions are recognised to meet legal or implicit obligations, arising from past events existing at the balance sheet date and for which an outflow of resources is expected.

2.2.3.2. Provisions for retirement and similar benefits

JCDecaux SA's obligations resulting from defined benefit plans, as well as their cost, are determined according to the actuarial projected unit credit method.

This method consists of measuring the obligation based on the projected end-of-career salary and the rights vested at the valuation date, determined in accordance with collective trade union agreements, company-wide agreements or current legal rights.

For post-employment defined benefits, actuarial gains or losses exceeding the greater of 10% of the present value of the defined benefit obligation or the fair value of the related plan assets are amortised over the remaining average working lives of employees within the Group. Past service costs are amortised on a straight-line basis, over the average period until the benefits become vested.

For long-term benefits, actuarial gains or losses and past service costs are recognised as an income or expense when they occur.

2.2.3.3. Deferred income

In accordance with the accrual basis principle, income relating to 2013 and thereafter is recorded in this account.

2.2.4. Foreign currency transactions and financial instruments

2.2.4.1. Foreign currency transactions

Payables, receivables and cash denominated in foreign currencies are shown on the balance sheet at their euro equivalent value using year-end exchange rates. Any potential difference resulting from the revaluation of these foreign currency payables and receivables is recorded in the balance sheet under "unrealised translation gains or losses".

Unrealised foreign exchange losses that are not hedged are covered by a foreign exchange loss provision.

2.2.4.2. Financial instruments

The purpose of interest rate hedging is to limit the impact of fluctuations in short-term interest rates on loans secured by the Company.

Items are hedged by means of over-the-counter instruments with leading banking counterparties.

The purpose of foreign exchange hedging is to protect the Company against foreign currency fluctuations affecting the euro. The instruments used are mainly forward purchases and sales of foreign currencies against the euro and foreign exchange options.

3. NAME AND ADDRESS OF THE CONSOLIDATING PARENT COMPANY

Although the Company publishes consolidated financial statements, its corporate financial statements are fully consolidated into the consolidated financial statements of the following company:

JCDecaux Holding

17, Rue Soyer

92200 Neuilly sur Seine

4. INTANGIBLE ASSETS

IN MILLION EUROS	VALUES ON 01/01/2012	INCREASE	DECREASE	VALUES ON 31/12/2012
Gross value	68,7	8.9	3.9	73.7
Depreciation and impairment	(56.4)	(3.8)	0.0	(60.2)
NET VALUE	12.3	5.1	3.9	13.5

GROSS VALUE IN MILLION EUROS	VALUES ON 01/01/2012	INCREASE	DECREASE	VALUES ON 31/12/2012
Patents, licences and software	65.0	4.6	0.0	69.6
Purchased goodwill	0.0	0.0	0.0	0.0
Intangible assets under development	3.7	4.3	3.9	4.1
TOTAL	68.7	8.9	3.9	73.7

DEPRECIATION AND IMPAIRMENT IN MILLION EUROS	VALUES ON 01/01/2012	INCREASE	DECREASE	VALUES ON 31/12/2012
Patents, licences and software	(56.4)	(3.8)	0.0	(60.2)
TOTAL	(56.4)	(3.8)	0.0	(60,2)

5. PROPERTY, PLANT AND EQUIPMENT

IN MILLION EUROS	VALUES ON 01/01/2012	INCREASE	DECREASE	VALUES ON 31/12/2012
Gross value	14.7	1.9	0.4	16.2
Depreciation and impairment	(13.5)	(1.1)	(0.4)	(14.2)
NET VALUE	1.2	0.8	0.0	2.0

GROSS VALUE IN MILLION EUROS	VALUES ON 01/01/2012	INCREASE	DECREASE	VALUES ON 31/12/2012
Land	0.0			0.0
Buildings	0.0			0.0
Street furniture	1.5	0.1	0.0	1.6
Technical installations, machinery and equipment	1.5	0.5		2.0
Fixtures and fittings	0.0			0.0
Vehicles	0.7	0.1	0.4	0.4
Office and other equipment	11.0	1.0	0.0	12.0
Others	0.0			0.0
PPE under construction	0.0	0.2	0.0	0.2
Advances and payments on account	0.0			0.0
TOTAL	14.7	1.9	0.4	16.2

DEPRECIATION AND IMPAIRMENT IN MILLION EUROS	VALUES ON 01/01/2012	INCREASE	DECREASE	VALUES ON 31/12/2012
Buildings	0.0	0.0	0.0	0.0
Street furniture	(1.3)	(0.1)	0.0	(1.4)
Technical installations, machinery and equipment	(1.3)	(0.2)	0.0	(1.5)
Fixtures and fittings	0.0	0.0	0.0	0.0
Vehicles	(0.6)	(0.1)	(0.4)	(0.3)
Office and other equipment	(10.3)	(0.7)	0.0	(11.0)
Others	0.0	0.0	0.0	0.0
PPE under construction	0.0	0.0	0.0	0.0
TOTAL	(13.5)	(1.1)	(0.4)	(14.2)

6. FINANCIAL ASSETS

IN MILLION EUROS	VALUES ON 01/01/2012	INCREASE	DECREASE	VALUES ON 31/12/2012
Equity investments	2,872.1			2,872.1
Loans to affiliates	94.9	52.7	37.6	110.0
Loans and other long-term investments	151.9	123.2	133.7	141.4
GROSS VALUE	3,118.9	175.9	171.3	3,123.5
Write-downs	(57.8)	(19.4)	(24.5)	(52.7)
NET VALUE	3,061.1	156.5	146.8	3,070.8

The increase or decrease in "Loans to affiliates" corresponds to new loans and to the repayment of loans granted to subsidiaries.

Changes in loans and other financial assets correspond to new loans of more than one year, and repayments by subsidiaries.

The reversals of equity investment impairment essentially concern the American continent which has benefited mainly from winning the São Paulo contract.

The impairment mainly relates to the loans granted to JCDecaux Israel and JCDecaux Azerbaïjan.

7. MARKETABLE SECURITIES AND OTHER FINANCIAL INSTRUMENTS

As of 31 December 2012, JCDecaux SA did not hold any marketable securities in its portfolio.

8. CASH AND CASH RECEIVABLES

IN MILLION EUROS	2012	2011
Bank	14.3	11.4
Short-term benefits	251.0	22.5
Cash	NM	NM
TOTAL	265.3	33.9

9. DEFERRED CHARGES

IN MILLION EUROS	2012	2011
Loan issuing costs	3.1	0.5
TOTAL	3.1	0.5

Loan issuing costs relate to the 2003 private placement issue in the United States and the establishment of a new credit line in February 2012. These costs are expensed over the respective term of each loan.

10. MATURITY OF RECEIVABLES AND PAYABLES

IN MILLION EUROS	TOTAL	LESS THAN ONE YEAR	MORE THAN ONE YEAR FIVE YEARS MAX	MORE THAN FIVE YEARS
Receivables	310.0	74.8	235.2	
Liabilities	1,391.9	344.5	1,047.4	

The amounts shown in receivables include receivables from equity investments, loans, other financial assets, as well as trade receivables and related accounts, other receivables and prepaid expenses.

The amounts appearing in payables include bond debt, bank debt and other financial debt with respect to subsidiaries, as well as trade payables and related accounts, other liabilities and deferred income.

JCDecaux SA's financial debt with respect to companies that are not directly or indirectly owned subsidiaries consists of: a private placement issued for $150 million and €150 million in 2003 in the United States, repayable between 2013 and 2015. On 31 December 2012 the debt was valued at €292.2 million, hedge included.

JCDecaux SA has a committed revolving credit facility of €600 million maturing in February 2017. On 31 December 2012, that line had not been used.

These funding sources held by JCDecaux SA are confirmed, but they require compliance with various covenants. On 31 December 2012, the Group was compliant with all covenants, with values significantly distant from the requested limits.

11. PREPAID EXPENSES AND DEFERRED INCOME

IN MILLION EUROS	2012	2011
Miscellaneous costs (maintenance, leasing, etc.)	1.5	1.7
PREPAID EXPENSES	1.5	1.7
Miscellaneous	0.0	0.0
DEFERRED INCOME	0.0	0.0

12. EQUITY

IN MILLION EUROS	01/01/2012	ALLOCATION OF 2011 INCOME	CHANGES 2012	31/12/2012
Share capital	3.4			3.4
Additional paid-in capital	746.8		5.8	752.6
Merger premium	159.1			159.1
Contribution premium	244.0			244.0
Legal reserve	0.3			0.3
Other reserves	907.8	(45.6)	(1.0)	861.2
Retained earnings	0.0			0.0
Net income for the period	52.0	(52.0)	(16.7)	(16.7)
NET WORTH	2,113.4	(97.6)	(11.9)	2,003.9
Tax-driven provisions	8.8		2.0	10.8
TOTAL EQUITY	2,122.2	(97.6)	(9.9)	2,014.7

As of 31 December 2012, share capital amounted to €3,386,792.80, consisting of 222,158,884 fully paid-up shares.

During the year, 239,620 shares were created following the exercise of stock options, 15,807 shares were created in accordance with the bonus share allocation plan of 15 February 2008, and 27,056 shares were created in accordance with the bonus share allocation plan of 1 December 2010 (i.e. 58,961 shares).

As part of the share subscription option plan authorised by the General Meeting of Shareholders of 13 May 2009, the Executive Board granted 76,039 and 934,802 options during the fiscal years 2010 and 2011. As part of the share subscription option plan authorised by the General Meeting of Shareholders on11 May 2011, the Executive Board granted 1,144,734 options during the course of 2012.

As of 31 December 2012, a total of 4,501,042 options, broken down as follows, were allocated under the stock option plans authorised by the General Meetings of Shareholders on 23 May 2002, 11 May 2005, 10 May 2007 and 11 May 2011:

DATE OF ISSUANCE	04/03/2005	20/02/2006	20/02/2007	15/02/2008	23/02/2009	01/12/2010	17/02/2011	21/02/2012
Number of options issued	690 365	70 758	763 892	719 182	101 270	76 039	934 802	1 144 734
Option strike price	€ 19.81	€ 20.55	€ 22.58	€ 21.25	€ 11.15	€ 20.20	€ 23.49	€ 19.73
Expiry date	04/03/2012	20/02/2013	20/02/2014	15/02/2015	23/02/2016	01/12/2017	17/02/2018	21/02/2019

As of 31 December 2012, JCDecaux Holding held 70.23% of the Company's share capital (i.e. 156,030,573 shares).

Tax-driven provisions consist of accelerated depreciation.

13. PROVISIONS FOR CONTINGENCIES AND LOSSES

IN MILLION EUROS	VALUES ON 01/01/2012	PROVISIONS 2012	CHARGES 2012	VALUES ON 31/12/2012
PROVISIONS FOR CONTINGENCIES				
Litigation	0.0	0.0	0.0	0.0
Foreign exchange losses	0.0	0.0	0.0	0.0
Others	0.1	0.7	0.0	0.8
PROVISIONS FOR LOSSES				
Provisions for retirement benefits and long-service bonuses	3.8	1.2	0.0	5.0
TOTAL	3.9	1.9	0.0	5.8

JCDecaux SA's commitments in respect of defined-benefit plans for employees are mainly made up of retirement benefits pursuant to the applicable collective bargaining agreement and long-service bonuses.

Provisions are calculated according to the following assumptions:

AS OF 31 DECEMBER	2012
Discount rate	3.30%
Salary revaluation rate	2.70%
Expected return on plan assets	4.50%
Average remaining working lives of employees	17 years

Retirement and other long-term benefits break down as follows: Retirement

IN MILLION EUROS	RETIREMENT BENEFITS	OTHER COMMITMENTS	TOTAL
Change in benefit obligations			
Opening balance	4.9	0.2	5.1
Service cost	0.3	0.0	0.3
Interest cost	0.2	0.0	0.2
Impact of acquisitions on interest cost	0.8	0.0	0.8
Actuarial gains/losses	0.8	0.0	0.8
Benefits paid	(0.2)	0.0	(0.2)
BENEFIT OBLIGATION AT THE END OF THE PERIOD	6.8	0.2	7.0
Provision			
Funded status	6.8	0.2	7.0
Actuarial gains or losses to be amortised	(1.8)	-	(1.8)
Past service cost to be amortised	(0.2)	-	(0.2)
CLOSING PROVISION	4.8	0.2	5.0
Net periodic pension cost			
Service cost	0.3	-	0.3
Interest cost	0.2	-	0.2
Amortisation of actuarial gains or losses	-	-	
Amortisation of past service cost	0.8	-	0.8
CHARGE FOR THE YEAR	1.3	-	1.3

The net movements during the year were as follows:

IN MILLION EUROS	2012
AS OF 01/01/2012	3.8
Cost according to income statement	1.4
Benefits paid	(0.2)
AU 31/12/2012	5.0

14. UNRECOGNISED TAX ASSETS OR LIABILITIES

Decrease (+) and increase (-) in the future tax debt

IN MILLION EUROS	2012	2011
Retirement benefits	4.8	3.6
Other provisions	0.6	0.4
Social security tax	0.1	0.7
Unrealised foreign exchange gains/losses	0.0	0.1
TOTAL	5.5	4.8

15. BREAKDOWN OF REVENUES

IN MILLION EUROS	2012	2011
France	28.4	565.2
Export	20.6	82.0
TOTAL	49.0	647.2

On 31 December, 2011, the Company carried out an internal restructuring of its French operations, through a partial asset contribution to its 100%-owned subsidiary JCDecaux France of a business line partly comprising the Group's French operating facilities. Following the operation, JCDecaux SA only maintained its holding and subsidiary support activity.

In 2012, the revenues includes assistance and consulting services provided to the various JCDecaux subsidiaries covering administrative, technical, IT and legal, real estate, labour relations and industrial issues.

In 2011, revenues also included the sale of advertising space for the street furniture business in France, services rendered to non-advertising clients (local authorities), and the sale of street furniture to French and foreign subsidiaries.

16. NET FINANCIAL INCOME

Net financial income stood at €12.5 million in 2012, compared to €45.2 million in 2011, i.e. a €32.7 million decrease, primarily due to:

- the net change in equity investment write-downs of €21.4 million in 2012, compared to the €37.8 million in net reversals in 2011, i.e. a reduction of €16.4 million;
- the provisions of loans to subsidiaries for €16.4 million in 2012, compared to the €5.8 million in net reversals in 2011;
- the €0.7 million reduction in net financial interest;
- a €0.9 million increase in revenues from equity investments;
- the exercise of the claw-back clause for the debt waiver granted on 30 December 2009 to the subsidiary SOMUPI for €4.8 million.

17. NON-RECURRING INCOME AND CHARGES

IN MILLION EUROS	2012
Net carrying amount of PP&E and intangible assets sold	0.0
Net carrying amount of financial assets sold	0.0
Accelerated depreciation charge	4.4
TOTAL NON-RECURRING CHARGES	4.4

IN MILLION EUROS	2012
Price of PP&E and intangible assets sold	0.0
Proceeds on disposal of long-term investments	0.0
Reversal of accelerated depreciation	2.5
TOTAL NON-RECURRING INCOME	2.5

18. ACCRUED INCOME AND EXPENSES

IN MILLION EUROS	2012	2011
ACCRUED EXPENSES		
Long-term debt		
Other bonds	1.4	1.7
Bank borrowings	-	-
Other borrowings and long-term debt	0.5	1.8
Operating liabilities		
Trade payables and related accounts	12.4	13.6
Tax and social security liabilities	8.0	11.3
Miscellaneous liabilities		
Amounts due on non-current assets and related accounts	0.5	-
Other liabilities	6.8	7.7

IN MILLION EUROS	2012	2011
ACCRUED INCOME		
Long-term investments		
Loans to affiliates	0.3	0.8
Loans	0.9	1.5
Operating receivables		
Trade receivables and related accounts	4.7	1.0
Other receivables	3.3	0.6
Miscellaneous receivables		
Cash instruments	2.8	4.6
Cash and cash equivalents	0.8	0.5

19. BREAKDOWN OF INCOME TAX

IN MILLION EUROS	INCOME BEFORE TAXES	TAXES	INCOME AFTER TAXES
Current income	(16.1)	(1.3)	(14.8)
Non-recurring income	(1.9)	(0.1)	(1.8)
Employee profit-sharing	(0.1)	0.0	(0.1)
Net income	(18.1)	(1.4)	(16.7)

A tax consolidation agreement, under which JCDecaux SA is the head company, came into effect as of 1 January 2002 and was signed with JCDecaux France:

As of 1 January 2006, SOPACT joined the consolidation group as a consolidated company.

As of 1 January 2007, Cyclocity, JCDecaux Asie Holding, JCDecaux Amériques Holding and JCDecaux Europe Holding joined the consolidation group as consolidated companies.

As of 1 January 2009, International Bike Technology joined the consolidation group as a consolidated company

As of 1 January 2011, JCDecaux France Holding rejoined the consolidation group as a consolidated company.

As of 1 January 2012, JCDecaux Afrique Holding and Média Publicité Extérieure rejoined the consolidation group as consolidated companies.

Pursuant to the provisions of this agreement and in accordance with prevailing regulations, each tax-consolidated company determines its taxable income and calculates its corporate income tax as if there were no tax consolidation. The tax expense is recorded by the tax-consolidated company, and the corporate income tax is paid by the consolidating company. In the event of a tax loss for the consolidated company, the tax saving represents an immediate gain for the consolidating company. Should one of the Group's subsidiaries leave the consolidated tax group, the parties shall meet to analyse the consequences.

20. OFF-BALANCE SHEET COMMITMENTS AND OTHER FINANCIAL INSTRUMENTS

IN MILLION EUROS	31/12/2012	31/12/2011
Commitments given		
Business guarantees [(1)]	58.8	79.6
Other guarantees [(2)]	121.7	101.9
Pledges, mortgages and collateral	-	-
Commitments received on shares [(3)]	15.9	15.9
TOTAL	196.4	245.4
Commitments received		
Commitments received on shares [(4)]		
Available credit facility	600.0	850.0
Debt waiver (financial recovery clause)	16.0	20.8
TOTAL	616.0	870.8

[(1)] Business guarantees correspond to guarantees issued whereby the Company guarantees, either directly or through counter-guarantees with respect to banks or insurance companies, the performance of concession agreements by subsidiaries.

[(2)] The "Other guarantees" line item consists of the guarantees issued in respect of settlement of lease payments, financial debt, and vehicle rental for certain subsidiaries or counter-guarantees to banks within the scope of collateral security granted to certain subsidiaries. It should be noted that the amount of the guarantees with regard to financial debt (credit facilities and bank overdrafts) and collateral security corresponds to the actual amount used as of the closing date.

Commitments on securities are mainly granted and received in the context of external growth transactions.

[(3)] Commitments given on shares include:

- a put option exercisable from 1 April 2014 until 30 September 2014. The option covers the 34% equity investment held by our partner Publicis in Somupi, and its exercise price will be determined by the commercial banks. On 31 December 2012 it was valued at €15.9 million.

[(4)] Commitments received on shares include:

- a put option exercisable from 1 April 2014 until 30 September 2014. The option covers the 33% equity investment in the Metrobus Group, and its exercise price will be determined by the commercial banks.

In addition, as part of their agreement between shareholders, JCDecaux SA and APG SGA SA (formerly Affichage Holding) have granted reciprocal calls should contractual clauses not be respected, or in the event of a transfer of certain assets or change in control.

Finally, JCDecaux SA and its partners benefit from pre-emptive rights under certain partnership agreements, and can provide for emptive or option rights, which JCDecaux SA does not consider as commitments given or received.

The sum of the available credit line relates to the confirmed revolving credit facility.

21. FINANCIAL INSTRUMENTS

The Company only uses financial derivatives for interest rate and foreign exchange rate hedging purposes.

21.1. Financial instruments related to bond issues

In connection with the issuance of its US private placement in 2003, JCDecaux SA raised funds, a significant portion of which ($250 million) were denominated in US dollars and carried a fixed rate. As the Group did not generate US dollar funding needs for such an amount and in compliance with its policy to have its medium and long-term borrowings indexed to variable rates, JCDecaux SA entered into issue swap transactions in tandem with the issuance of its private placement:

	TRANCHE B	TRANCHE C	TRANCHE D	TRANCHE E
Amount before hedging	$100 million	€100 million	$50 million	€50 million
Maturity date	April 2013	April 2013	April 2015	April 2015
Repayment	On maturity	On maturity	On maturity	On maturity
Interest rate before hedging	USD fixed	Euribor	USD fixed	Euribor
Amount after hedging	€94.8 million	€100 million	€47.4 million	€50 million
Interest rate after hedging	EURIBOR	EURIBOR	EURIBOR	EURIBOR

The market value of the financial instruments portfolio as of 31 December 2012 (theoretical cost of liquidation) was -€23.1 million.

21.2. Hedging of foreign exchange risk

The Company is exposed to foreign exchange rate risk particularly from its foreign subsidiaries' business activities.

Such risks are primarily related to:

- commercial transactions;
- financial transactions:
  - refinancing and transfer of cash flows of foreign subsidiaries, hedged by foreign exchange swaps (the latest maturity of these agreements is February 2013),
  - loans denominated in US dollars and converted into euros, hedged through issue swaps with the same maturity as the loans (see paragraph a).

As of 31 December 2012, the Company had entered into the following transactions:

IN MILLION EUROS	FINANCIAL AND COMMERCIAL ASSETS	FINANCIAL AND COMMERCIAL LIABILITIES AND EQUITY	ASSETS - LIABILITIES	OFF-BALANCE SHEET(1)	CONTINGENT POSITIONS	DIFFERENCE
AED	1.6	26.7	(25.1)	26.2	-	1.1
AUD	7.0	6.2	0.8	(0.7)	-	0.1
BHD	0.0	7.2	(7.2)	7.2	-	0.0
BRL	0.4	0.0	0.4	0.0	-	0.4
CAD	1.4	0.0	1.4	(1.2)	-	0.2
CHF	0.0	0.6	(0.6)	0.0	-	(0.6)
CNY	0.0	0.1	(0.1)	0.0	-	(0.1)
CZK	1.3	0.2	1.1	(1.0)	-	0.1
DKK	2.0	0.0	2.0	(1.8)	-	0.2
GBP	1.9	11.0	(9.1)	4.9	-	(4.2)
HKD	5.1	116	(110.9)	112.0	-	1.1
ILS	26.8	0.6	26.2	(26.2)	-	0.0
JPY	13.4	0.0	13.4	(13.4)	-	0.0
NOK	7.1	0.0	7.1	(6.3)	-	0.8
OMR	1.1	0.1	1.0	(0.9)	-	0.1
PLN	0.8	0.0	0.8	(0.2)	-	0.6
SAR	0.4	9.9	(9.5)	9.9	-	0.4
SEK	6.1	0.0	6.1	(5.7)	-	0.4
SGD	7.1	7.5	(0.4)	(0.5)	-	(0.9)
THB	0.1	0.1	0.0	(0.4)	-	(0.4)
TRY	18.7	0.0	18.7	(18.2)	-	0.5
USD	24.0	143.6	(119.6)	120.2	-	0.6
ZAR	0.9	0.3	0.6	(0.6)	-	0.0
TOTAL	127.2	330.1	(202.9)	203.3	-	0.4

(1) Issue swaps and short-term foreign exchange swaps. Issue swaps are valued at the hedging rate in the same way as the corresponding financial liabilities. The other swaps are valued at the year-end rate.

The market value of the short-term financial instrument portfolio (foreign exchange swaps, excluding issue swaps covered above) as of 31 December 2012 (theoretical cost of liquidation) was -€4.8 million.

21.3. Hedging of interest rate risk

The Company is exposed to interest rate risk from bonds or bank borrowings issued as a floating or fixed rate but converted into a floating rate upon issue.

As of 31 December 2012, the Company had generated €100 million from spread caps and the sale of floors maturing in 2014.

The market value of these financial instruments as of 31 December 2012 (theoretical cost of liquidation) was -€0.6 million.

22. COMPENSATION OF SENIOR EXECUTIVES

Directors' fees paid in 2012 to members of the Supervisory Board amounted to €170,000.

Compensation and benefits paid in 2012 to members of the Executive Board, with respect to their terms of office, amounted to €2,878,486.

23. HEADCOUNT

The headcount breakdown by employee category is as follows:

CATEGORY	2012	2011
Executives	229	447
Supervisors	88	731
Employees	25	1,380
TOTAL	342	2,554

24. TRANSACTIONS CARRIED OUT WITH RELATED COMPANIES

IN MILLION EUROS

BALANCE SHEET ITEMS (GROSS VALUE)	2012	2011
Balance sheet items (gross value)		
Equity investments	2,721.1	2,721.1
Loans to affiliates	105.0	89.8
Loans	141.3	151.9
Deposits and securities paid	0.1	-
Receivables		
Trade receivables and related accounts	23.7	13.1
Other receivables	20.8	22.2
Prepaid expenses	-	-
Liabilities		
Miscellaneous loans and long-term debt	1,044.8	641.1
Trade payables and related accounts	12.1	8.4
Other liabilities	1.3	37.7
Amounts due on non-current assets and related accounts	-	-
Deferred income	-	-

IN MILLION EUROS

INCOME STATEMENT ITEMS	2012	2011
Total operating charges	*19.3*	*283.1*
Total operating income	*74.9*	*301.0*
Interest expense		
Interest and similar charges	5.7	7.5
Interest income		
Income from equity investments	3.4	7.7
Interest	8.0	11.1
Other financial income	4.8	-
Non-recurring income		
Income from the disposal of non-current assets	-	NS

In addition to companies likely to be fully consolidated, related companies include companies that are proportionately consolidated in the JCDecaux Group financial statements.

During the year, there were no related-party agreements, within the meaning of Article R. 123-198 of the French Commercial Code and of a material amount, which would not have been entered into under normal market terms and conditions.

25. SUBSEQUENT EVENTS

At the beginning of February 2013, JCDecaux SA launched a €500 million bond issue, maturing in February 2018.

26. SUBSIDIARIES AND EQUITY INVESTMENTS AS OF 31/12/2012

COMPANIES	SHARE CAPITAL IN K€	OTHER EQUITY [1] IN K€	AMOUNT OF SHARE CAPITAL IN %	CARRYING VALUE OF SHARES HELD IN K€ GROSS	CARRYING VALUE OF SHARES HELD IN K€ NET	LOANS AND ADVANCES GRANTED BY THE COMPANY AND NOT REPAID IN K€	GUARANTEES AND SECURITY DEPOSITS GIVEN BY THE COMPANY IN K€	NET REVENUES FOR 2012 (EXCLUDING TAX) IN K€	NET PROFIT (OR LOSS) FOR 2012 IN K€	DIVIDENDS RECEIVED BY THE COMPANY DURING THE YEAR IN K€
A – SUBSIDIARIES IN FRANCE WITH HOLDING OF MORE THAN 50%										
JCDecaux France	7,023	607,176	100	1,304,941	1,304,941			659,235	50,077	
JCDecaux Asie Holding	6,525	71,764	100	54,691	54,691				(22,009)	
JCDecaux Amériques Holding	297,000	(22,217)	100	297,000	297,000	31,603			2,051	
JCDecaux Afrique Holding	37	(11)	100	37	37	1,714			(63)	
JCDecaux Europe Holding	581,922	188,067	100	622,224	622,224	2			4,941	
International Bike Technology (not consolidated)	37	(27)	100	37	37				(6)	
JCDecaux France Holding (ex JCDecaux Newco)	31,204	0	100	31,769	31,769	44,011			282	
B - EQUITY INVESTMENTS IN FRANCE HELD AT BETWEEN 10% AND 50%										
METROBUS	1,840	-3,892	33	17,886	10,296	4,950		143,127	5,057	

[1] Equity excluding share capital and net income for the year.

COMPANIES	SHARE CAPITAL IN K CURRENCY	OTHER EQUITY [(1)] IN K CURRENCY	AMOUNT OF SHARE CAPITAL IN %	CARRYING VALUE OF SHARES HELD IN K€ GROSS	CARRYING VALUE OF SHARES HELD IN K€ NET	LOANS AND ADVANCES GRANTED BY THE COMPANY AND NOT REPAID IN K€	GUARANTEES AND SECURITY DEPOSITS GIVEN BY THE COMPANY IN K€	NET INCOME FOR 2012 (EXCLUDING TAX) IN K€	NET PROFIT (OR LOSS) FOR 2012 IN K€	DIVIDENDS RECEIVED BY THE COMPANY DURING THE YEAR IN K€
C – FOREIGN SUBSIDIARIES WITH HOLDING OF MORE THAN 50%										
JCDecaux Belgium Publicité SA (Belgium)	EUR 269	EUR 371,371	100	355,493	355,493			26,524	23,341	
JCDecaux Eesti (Estonia)	EUR 3	EUR 13,330	100	10,838	10,838			3,889	1,223	
JCDecaux MESTSKY MOBILIAR Spool Sro (Czech Rep.)	120,000 CZK	13,498 CZK	96.20	3,092	3,092	961		6,313	1,330	2,017
JCDecaux Korea Inc (ex IP DECAUX Inc) (South Korea)	1,000,000 KRW	16,267,984 KRW	50	1,424	1,424			12,748	3,235	
AFA JCDecaux A/S (Denmark)	7,200 DKK	82,673 DKK	50	2,209	2,209	1,775		17,397	513	1,309
JCDecaux UZ (Uzbekistan)	2,998,861 UZS	1,533,046 UZS	70.25	1,197	963			626	95	
JCDecaux ISRAEL (Israel)	109 ILS	(58,883) ILS	92	19	0	26,231		7,378	(2,000)	
UDC-JCDecaux Airport not consolidated) (Mexique)			50	772	0	91				
D – FOREIGN EQUITY INVESTMENTS HELD AT BETWEEN 10% AND 50%										
APG SGA (ex Affichage Holding) (Switzerland)	7,800 CHF	47,196 CHF	30	133,084	133,084			263,546	43,191	5,247
IGP Decaux Spa (Italy)	EUR 11,086	EUR 63,439	20.48	34,861	10,652			101,327	(6,606)	
E – OTHER FOREIGN EQUITY INVESTMENTS HELD AT LESS THAN 10% BUT WITH A GROSS VALUE EXCEEDING 1% OF THE COMPANY'S SHARE CAPITAL										
JCDecaux Artvertising Belgium (Belgium)	EUR 1,735	EUR 0	9.29	274	274			94	152	
JCDecaux PORTUGAL Lda (Portugal)	EUR 1,247	EUR 4,135	0.15	253	253			22,450	2,174	54

(1) Equity excluding share capital and net income for the year.

NET FINANCIAL INCOME OF THE COMPANY OVER THE PAST FIVE YEARS

TYPE OF INFORMATION	2008	2009	2010	2011	2012
I - SHARE CAPITAL AT END OF YEAR					
a) Share capital (in Euros)	3,373,251	3,374,765	3,378,305	3,382,240	3,386,793
b) Number of ordinary shares	221,270,597	221,369,929	221,602,115	221,860,303	222,158,884
c) Maximum number of future shares (subscription options)					
II - RESULTS OF OPERATIONS FOR THE FISCAL YEAR (IN EUROS)					
a) Revenue excluding taxes	764,931,112	710,923,182	593,984,646	647,157,771	48,970,404
b) Income before taxes, profit sharing and calculated expenses (amortisation and provisions)	163,734,757	140,508,118	89,778,731	8,329,823	-13,184,768
c) Income taxes	604,470	445,202	3,593,281	7,293,436	-1,360,663
d) Employee profit-sharing	379,224	443,987	248,830	632,005	85,874
e) Income after taxes, profit sharing and calculated expenses (amortisation and provisions)	130,410,809	-48,000,020	211,277,392	51,991,226	-16,692,762
f) Income distributed	-	-	-	97,618,533	[1]
III - EARNINGS PER SHARE (IN EUROS)					
a) Income after taxes and profit sharing but before calculated expenses	0.74	0.63	0.39	0.002	-0.05
b) Income after taxes. profit sharing and calculated expenses	0.59	-0.22	0.95	0.23	-0.08
c) Net dividend per share	-	-	-	0.44	[1]
IV - PERSONNEL					
a) Average headcount during the year	2,693	2,646	2,555	2,554	342
b) Payroll expenditure for the year (in euros)	98,112,159	92,682,118	100,540,064	101,776,288	22,613,835
c) Total paid out in social benefits during the year (social security, welfare activities, etc.) (in euros)	43,159,848	42,487,982	43,473,119	44,121,751	11,434,157

[1] Subject to approval by the General Meeting of Shareholders of the proposed allocation of the 2012 income.

San Francisco, USA

LEGAL INFORMATION

1. CHAIRMAN OF THE SUPERVISORY BOARD'S REPORT ON CORPORATE GOVERNANCE, INTERNAL CONTROL AND RISK MANAGEMENT PROCEDURES

This report was approved by the Supervisory Board on 6 March 2013.

The Company refers to the AFEP-MEDEF Corporate Governance Code of December 2008, revised in April 2010 ("AFEP-MEDEF Code") for drawing up this report pursuant to Article L. 225-68 of the French Commercial Code in accordance with the Law of 3 July 2008 and the Poupart-Lafarge Report on the Audit Committee.

Any points of divergence from this Code are, where applicable, stated and explained within said report.

Since 2000, our Company has been organised as a French corporation (Société Anonyme) with an Executive Board and a Supervisory Board.

1.1. Corporate governance

1.1.1. Composition, preparation and organisation of the Executive Board's work

Composition

As at 31 December 2012, the Executive Board is composed of four members appointed by the Supervisory Board: Jean-Charles Decaux (Chairman of the Executive Board), Jean-François Decaux (Chief Executive Officer), Laurence Debroux and Jeremy Male. Their term of office is for three years.

The Chairman is appointed for one year (annual rotation between Jean-Charles Decaux and Jean-François Decaux). In accordance with the articles of association, the CEO has the same authority to represent the Company as the Chairman of the Executive Board.

Operation

The Executive Board manages the Company, pursuant to the law and to the articles of association.

The Executive Board's role is to define and implement the Company's broad strategic direction and to monitor proper performance. For the overall coordination and implementation of the strategy, it relies on Management Committees in each geographic area or, for larger countries, in each country.

The Executive Board meets at least once a month for an entire day.

For each Executive Board meeting, a preparatory file is drawn up covering the main items on the agenda. Employees or third parties are invited to participate in Executive Board meetings. The Statutory Auditors are also heard during meetings held to review the financial statements. A summary of decisions is drawn up to record the proceedings of Executive Board meetings. The Executive Board reports to the Supervisory Board on a quarterly basis.

The Executive Board does not have by-laws.

Work

In 2012, the Executive Board met 13 times with a 98% attendance rate of its members.

The Executive Board's work covered in particular:

- the Company's business and affairs (the level of commercial activity, outlook for the year, and trends in operating results);
- organic or external growth operations, new competitive tenders, and proposed acquisitions;
- recurring matters, such as the presentation of the results of audits, budget, review and approval of half-yearly and annual financial statements, the results of the reviews and audits by Statutory Auditors, financing of the Group, coverage of Group risks and disputes, guarantees and other forms of security and sureties, allocation of stock options and bonus shares as well as related capital increases, the terms and conditions of compensation of the Group's senior executives, preparation of all documents issued for the General Meeting of Shareholders and the half-yearly review of disputes involving the Group;
- one-off matters, such as confirmation of the conclusion of the spin-off decided by the Extraordinary General Meeting of 13 December 2011, delegation of powers to the Chairman to confirm the capital increase in connection with exercises of stock options, strengthening of access control with respect to the Group's community computer platform, approval of a revolving credit agreement, approval of the Group International Charter of Fundamental Social Values and of the sustainable development strategy, approval of the appointment of the independent third party responsible for auditing the Group's social and environmental data.

1.1.2. Composition, preparation and organisation of the Supervisory Board's work

Composition

As at 31 December 2012, the Supervisory Board is composed of six members: Jean-Claude Decaux (Chairman), Jean-Pierre Decaux (Vice Chairman), Monique Cohen, Pierre Mutz, Pierre-Alain Pariente and Xavier de Sarrau, all appointed by the General Meeting of Shareholders for different terms of office.

Members are chosen for their abilities, integrity, independence and determination to take account of the shareholders' interests.

Balanced representation between men and women

As at 31 December 2012, the Supervisory Board has one woman out of a total of six members (i.e. the proportion of women within the Supervisory Board is 17%).

The composition of the Supervisory Board conforms to the provisions of the Law of 27 January 2011 and to the AFEP-MEDEF Code of April 2010 with respect to balanced representation between men and women.

Independence of members of the Supervisory Board

Pursuant to the AFEP-MEDEF Code and under the terms of the Supervisory Board's By-Laws, the Board applies AFEP-MEDEF criteria to assess the independence of its members, these criteria being as follows:

- no member is or has been over the last five years an employee or manager of JCDecaux SA, an employee or manager of a company that it consolidates or of JCDecaux Holding;
- no member is an employee or manager of a company in which JCDecaux SA or one of its employees or managers holds the post of director or member of the Supervisory Board;
- no member has business dealings with JCDecaux which represent a significant proportion of the activity of the Supervisory Board member concerned;
- no member has a close family connection with a member of JCDecaux SA's Executive Board;
- no member has been an auditor for JCDecaux SA over the last five years;
- no member has been a member of JCDecaux SA's Supervisory Board for more than 12 years.

The Remuneration and Nomination Committee checks every year that each member of the Supervisory Board meets the independence criteria and reports on its findings to the Supervisory Board.

Following this analysis, in December 2012 the Supervisory Board found that three of the six members comprising the Board are independent: Monique Cohen, Pierre Mutz and Xavier de Sarrau.

In practice, the Company exceeds the requirements laid down in its By-Laws and the AFEP-MEDEF Code, which stipulate that the proportion of independent members must be at least one third.

Operation

The Supervisory Board's role, defined by law and the Company's articles of association, is the continuous supervision of the Company's management by the Executive Board.

The Supervisory Board meets as often as required by the Company and at least once per quarter.

By-laws set out the guiding principles concerning operating rules: the holding of meetings (number of meetings, participation by video-conference) and the creation of committees (tasks, operating rules).

Each Supervisory Board meeting results in the drafting of a preparatory file covering the points on the agenda and sent several days before the meeting. During the meeting, a detailed presentation of the items on the agenda is made by the Chairman of the Executive Board and the other Executive Board members who are present.

Presentations are followed by questions and discussions before the resolutions are voted on, where applicable. Detailed minutes are drawn up to record the proceedings of Supervisory Board meetings. These minutes are then sent to Supervisory Board members for review and comments before approval by the Supervisory Board during the next meeting.

The Statutory Auditors are also heard during meetings held to review the financial statements.

Four representatives of the Workers' Council attend meetings of the Supervisory Board, on a purely advisory basis.

Assessment of the Supervisory Board

The Supervisory Board annually assesses its composition, organisation and operation as well as that of its Committees, using individual questionnaires filled out by members. The questionnaire, updated in 2012, includes a section, specific to each Committee, enabling members of these Committees to evaluate their operation. This assessment, which focuses on the Supervisory Board's operating procedures, also checks that important questions are suitably prepared and debated.

Action proposals (if required) are drawn up from the summary of the answers given, for adoption by the Supervisory Board. The Supervisory Board discusses this subject once a year.

By-laws of the Supervisory Board

Under the terms of the Company's By-laws:

- members of the Supervisory Board are required to disclose any transactions undertaken in observance of the applicable rules, and must, in accordance with legal requirements, refrain from carrying out such transactions during certain periods. In practice, Supervisory Board members are advised of the periods during the year when they may not trade in shares, based on the financial reporting dates;
- each member of the Supervisory Board must own at least 1,000 of the Company's shares, and must register all shares in nominative form. Each member of the Supervisory Board satisfies this requirement.

Work

In 2012, the Supervisory Board met five times, with a 97% attendance rate of its members.

During each Supervisory Board meeting, Executive Board members reported on Group activity, its results and financial position, on competitive tenders and major external growth projects and, more generally, on the implementation of the Group's strategy and possible changes to it.

Moreover, the following subjects were discussed:

- recurring matters, such as the review of Company documents and all the documents prepared for the Annual General Shareholders' Meeting (review of the Executive Board's draft annual report, draft agendas, distribution of profits, motions submitted to the General Meeting of Shareholders and preparation of the report to the General Meeting of Shareholders), renewal of the budgetary commitments to the Group's subsidiaries and of guarantees relating to acquisitions and new joint ventures, the appointment of the Chairman of the Executive Board and CEO and the review of minutes from meetings of the Audit Committee and Remuneration and Nomination Committee;
- one-off matters, such as the prior authorisation of sureties and guarantees for competitive tenders, approval, in the form of a related-party agreement, of a revolving credit agreement and the related documentation, the decision to renew the posts of principal and alternate statutory auditors, proposals to renew

the posts of Supervisory Board members for different terms of office so that, in the future, one third of the Board is renewed each time.

1.1.3. Committees

The Supervisory Board is assisted by two Committees.

The Audit Committee

Composition

As at 31 December 2012, the Audit Committee is composed of three members: Xavier de Sarrau (Chairman) and Monique Cohen, who both possess broad financial expertise thanks to their experience and the positions they currently hold or have held in the past in other entities, and Pierre Mutz. All members of the Audit Committee are independent.

Operation

The Audit Committee hears reports, jointly or separately, from the Corporate Financial Services, Legal, and Internal Audit Departments and from external auditors. By calling on the professional experience of its members, it monitors the preparation of financial information, the legal control of financial statements (including consolidated financial statements), and the accounting methods used, as well as the existence, organisation, operation and application of internal control and risk management procedures ensuring any major risks incurred are reasonably identified and planned for. The Audit Committee reviews, where applicable, the choice of external auditors: it reviews their selection procedure, gives its opinion on their choices and examines the nature of their work and the amount of their fees.

The Audit Committee meets at least four times a year, and systematically before the Supervisory Board meetings that review the annual or half-yearly financial statements.

The Audit Committee can call on outside experts. A memo on the Company's accounting, financial and operational particularities is organised on request for any member of the Audit Committee.

For each meeting a preparatory file is drawn up and sent out several days before the meeting takes place. At the meeting, each item on the agenda is presented, as applicable, by the Director of Corporate Financial Services, the Chief Financial and Administrative Officer, the General Counsel, the Consolidation Director, the Director of Internal Audit and/or the Statutory Auditors and is subsequently discussed.

Written minutes are drawn up to record the proceedings of Audit Committee meetings. Minutes are read out to the Supervisory Board after each Audit Committee meeting.

Work

In 2012, the Audit Committee met four times, with a 100% attendance rate of its members.

The following subjects were discussed:

- recurring matters such as the annual and half-yearly Company and consolidated financial statements, the financial development of the group, the Statutory Auditors' planned projects relating to the auditing of accounts, review of litigation and of significant legal risks, planned projects and actions of the Internal Audit Department, measures guaranteeing the independence of the Company in relation to its controlling shareholder, the review of the independence of the Statutory Auditors and the review of fees paid to external auditors for the previous fiscal year;
- one-off matters, such as the renewal of the posts of principal and alternate statutory auditors, the process of financial reporting, mapping and management of computer risks.

The Remuneration and Nomination Committee

Composition

As at 31 December 2012, the Remuneration and Nomination Committee is composed of two members: Jean-Claude Decaux (Chairman) and Pierre Mutz.

The Company complies with the AFEP-MEDEF Code because this Committee does not have any manager who is a corporate manager and one of the two members of the Remuneration and Nomination Committee is independent.

Operation

The Committee suggests to the Supervisory Board the conditions for the compensation for members of the Executive Board and Supervisory Board. These proposals include allocations of share options and bonus shares. Its purpose is also to periodically review changes in the Supervisory Board and to submit candidates for new members to be approved by the General Meeting of Shareholders, in particular to comply with the AFEP-MEDEF Code and with the Law of 27 January 2011 on balanced representation between men and women within the Supervisory Board.

The Remuneration and Nomination Committee meets at least twice a year.

For each meeting a preparatory file is drawn up and sent out several days before the meeting takes place. At the meeting, each item on the agenda is presented and discussed.

The Remuneration and Nomination Committee may be assisted by specialist external advisors.

Written minutes are drawn up to record the proceedings of Remuneration and Nomination Committee meetings. Minutes are read out to the Supervisory Board after each Remuneration and Nomination Committee meeting.

Work

In 2012, the Remuneration and Nomination Committee met twice, with a 75% attendance rate of its members.

The following subjects were discussed:

- recurring matters, such as the review of the independence of Board members, creation of the questionnaire relating to the operation and composition of the Board and its processing, fixed and variable compensation of Executive Board members, the determination of targets for variable compensation, the directors' fees for Board members and the review of the principles for dividing directors' fees between the Board and the Committees;
- one-off matters, such as examining the Company's policy on professional equality and equal pay, updating the questionnaire used to evaluate the operation of the Supervisory Board and examining the AMF's 2012 report on corporate governance and remuneration of managers of listed companies.

The principles and rules approved by the Supervisory Board to determine the compensation and any benefits granted to members of the Executive Board and Supervisory Board are set out in the compensation report below on pages 171 to 185; they are part of this report.

1.2. Internal control and risk management procedures introduced by the Company

The Chairman of the Supervisory Board has appointed the Director of Internal Audit and the General Counsel to collect the information to compile the report on internal control and risk management procedures introduced by the Company.

The Company's internal control process refers to the reference framework on the internal control plan, supplemented by the Application Guide drawn up under the aegis of the Autorité des Marchés Financiers (French Financial Markets Authority).

This information has been presented to the Executive Board, which considers it compliant with the plans existing in the Group. It has also sent it to the Statutory Auditors for them to draw up their own report as well as to the Audit Committee and Supervisory Board.

Objectives of the internal control system

Policies in place within the Group aim to ensure that its activities and the behaviour of its members comply with laws and regulations, internal standards and good practices applicable, as part of the objectives set out by the Company, in order to preserve Group assets, that the financial and accounting information sent both internally and externally provide a true picture of the situation of Group activity and comply with current accounting standards.

Generally, the Group's internal control system must help to control its activities, the efficiency of its transactions and the effective use of its resources.

As with any control system, it cannot, however, provide an absolute guarantee that such risks have been completely eliminated.

Our internal control procedures apply to companies that are fully and proportionally consolidated in the consolidated financial statements of JCDecaux SA, and do not apply to companies that are consolidated using the equity method. These procedures are the result of an analysis of the principal financial and operating risks arising from the Company's business.

They are circulated to the personnel concerned and their implementation lies with the Group's operational departments. The Internal Audit Department is responsible for verifying compliance with the procedures adopted and identifying any weaknesses in such procedures.

Risk management

To ensure continuity in the development of its business, the Group must permanently monitor the prevention and strict control of risks (principally financial and operating risks linked to the business) to which it is exposed.

In 2012 the Group continued its existing actions, which include the implementation of appropriate procedures and controls in order to manage these risks and to limit their financial impact.

The Executive Board regularly monitors this risk management policy, in conjunction with the Audit Committee, and they report on this to the Supervisory Board.

The risk identification area concerns the Company, its direct and indirect subsidiaries as well as the companies in which the Company holds a non majority stake but has managerial control.

Risk management is based on risk mapping. Mapping lists the main risks faced by the Group and its subsidiaries.

It is organised around six actions:

- Identify: a working group composed of the Director of Internal Audit, Director of Corporate Financial Services, General Counsel, Director of Quality Control and Sustainable Development and Manager of Investor Relations and led by the Chief Financial and Administrative Officer regularly reviews the risk mapping identified and makes the necessary adaptations. In 2011, this working group, with the help of the Chief Financial Officers in France and the United Kingdom, completed a detailed review of the Group's risk mapping; the project was approved by the Executive Board and several presentations were made to the Audit Committee;
- Quantify: the risks are assessed according to probability and impact at the Group and subsidiary levels, resulting in a risk percentage being shown;
- Validate: the working group validates the risks assessed and sends them to the operating teams for comments. Any amendment suggestion made by the operating teams is then analysed and incorporated by the working group;
- Formalise: all risks defined as "significant" are listed on a detailed sheet. This sheet validated by the working group sets out the risk and the key elements that have enabled the risk level to be reached. It includes the controls to be introduced, the person in charge, the actions and monitoring to undertake. Each sheet is then sent to the operating teams, which are then invited to ensure that the appropriate solutions are introduced at the local level;
- Ensure the consistency of the processes: the review of the risk mapping is included in the procedures for preparing the Annual Report, the Internal Audit Plan and updates to the control lists within the Internal Control System;

- Review annually: each year the working group reviews the elements to amend the risk mapping in order to ensure its exhaustiveness and validity and the appropriateness of control points for each risk. The control points are determined thanks to the Internal Control and Self-Evaluation Manual set out on page 169.

Control environment

The control environment is an important factor in the management of the Group's risks.

This control environment is based on the Operational Departments (Asset Management, Sales and Marketing, Operations) and the Internal Audit, Legal, Corporate Financial Services, IT, and Quality Control and Sustainable Development Department.

Since the initial public offering in 2001, the Company has sought to strengthen the internal control system and develop a culture of risk management. Thus, the Internal Audit Department was created on 1 April 2004. The Internal Audit Department reports directly to the CEO. Members of the Audit Committee and the Chairman of the Supervisory Board have direct access, outside normal reporting lines, to the Internal Audit Department and may assign specific tasks to it.

The Internal Audit Department checks the compliance, relevance and effectiveness of the internal control procedures as part of the audits that it performs in Group companies according to a schedule presented to the Group's Audit Committee. This schedule is monitored by this Audit Committee. The Internal Audit Department's work is based on audits and operating methods that are constantly reviewed and improved. The audits' conclusions are sent to the Executive Board and systematically followed up on where necessary. This work and the conclusions are communicated to and exchanged with the Statutory Auditors.

The Legal Department takes an inventory of all Group companies and litigation (type, amounts, proceedings, level of risk) and tracks and monitors it on a regular basis, comparing this information with the information held by the Corporate Financial Services Department and reports on the most significant cases to the Executive Board, the Audit Committee and the Statutory Auditors twice a year.

The Corporate Financial Services Department tracks the trend in performance of the French and foreign subsidiaries on the basis of the information they report, prepares comparisons among subsidiaries, and carries out specific analyses of costs and investments. Within the Corporate Financial Services Department, a group of controllers is responsible for the financial monitoring of our foreign subsidiaries. The Finance Directors of the subsidiaries meet on a regular basis to analyse and discuss technical and ethical developments and their responsibilities in terms of controls.

The IT Department works, with regard to the internal control system, according to four strategies: safeguarding data and information, standardising systems, hosting systems and a business recovery plan.

The Department of Quality Control and Sustainable Development constantly monitors any changes to standards and regulations within its scope of competence and advises the Group's subsidiaries with a special focus, in France, on its industrial activities and the operation of ISO 14001-certified facilities.

This control environment is supplemented by:

- ***the Group Code of Ethics***

Since 2001 the Group has formalised the rules of conduct that have been integral to its success from its inception. There was a first update in 2005 and a second in 2009.

The Code is composed of two series of rules:

- Fundamental Ethical Rules which apply to dealings with government agencies, shareholders, financial markets and compliance with free competition rules; a Group Ethics Committee is responsible for ensuring compliance with these rules, which are essential to the Group's existence and success and which include the absolute prohibition of any form of corruption, active or passive;

- a Code of Good Conduct regarding Group relations with Suppliers and Customers, as well as the rights and responsibilities of fellow employees within the Company. The rules it contains must be implemented by each Group company, in accordance with applicable national regulations. Compliance with them is the responsibility of the Group's local general managers, both in France and elsewhere.

The latest version of the Code of Ethics took effect during the second quarter of 2009. This has been widely distributed throughout the Group so that employees are aware of the Group's ethical rules and the importance of observing them.

The Code of Ethics is accessible via JCDecaux's Intranet and on request from the Human Resources Department of each of the Group companies. Furthermore, each new employee (executive) receives a copy of the Code of Ethics when hired.

When the financial statements are closed, the General Managers and Finance Directors of the subsidiaries are asked to sign letters confirming that new employees have been made aware of the Code of Ethics and indicating any discrepancy.

The Group Ethics Committee consists of three members: the Chairman of the Audit Committee, the Group General Counsel and the Director of Internal Audit. These persons are members of the Committee in as much as they exercise their functions in their official capacity within JCDecaux SA.

Its purpose is to deal with questions in relation to the Fundamental Ethical Rules of the JCDecaux Group, to provide the Executive Board with any recommendation that it deems necessary to handle any situation that is contrary to the Fundamental Ethical Rules that could be brought in good faith to its attention by an employee or by a third party, to put forward any amendment to the Code of Ethics and to prepare any response to claims against, or questions to, the Group made in good faith relating to the Fundamental Ethical Rules.

It meets as often as necessary, has extensive powers to investigate facts connected with a situation contrary to the Fundamental Ethical Rules and may be assisted by specialist external advisers. It reports on its work to the Chairman of the Executive Board and the Supervisory Board.

The Group Ethics Committee did not meet in 2012.

- ***a JCDecaux Group International Charter of Fundamental Social Values***

During fiscal year 2012, the Group wanted to put in place a Charter referring to international standards such as the Universal Declaration of Human Rights, the International Labour Organization's Fundamental Conventions and the Organisation for Economic Cooperation and Development's Guidelines for Multinational Enterprises. In a context of strong international growth, the Group wished to express its steadfast commitment to fundamental social values by formalising this in this Charter, which provides very clear guidelines and principles of conduct within the Group while respecting the various commercial and cultural practices that co-exist in the Group's different entities. The Charter was updated at the start of 2013.

The Charter applies to all Group employees and the Group is also committed to promoting the application of the values described therein among all stakeholders, namely the subsidiaries in which JCDecaux SA holds equity investments, its suppliers, subcontractors and partners.

The commitments adopted by the Group concern the following areas: right to bargain collectively and freedom of association, condemnation of all forms of forced or compulsory labour, condemnation of child labour, no discrimination at work, health and safety of workers, working time, right to a decent wage, right to paid leave, right to training, condemnation of all forms of harassment or violence, priority redeployment of employees in the event of restructuring, respect for private life and right to personal data protection, right to participate in public life, right to social security, balance between private and professional life, family leave, right to protection when a new child arrives.

The implementation of the Charter is extremely important for the Group and one member of the Executive Board has taken direct responsibility for ensuring that it is correctly distributed within the Group.

JCDecaux Group's International Charter of Fundamental Social Values is accessible via JCDecaux's Intranet and on request from the Human Resources Department and/or the Legal Department of each of the Group companies. Furthermore, each new employee (executive) receives a copy of the Charter when hired.

- ***a system of delegations***

Since the Group's operating structure is based on fully operational subsidiaries in France and in other countries where it operates, the general management of these companies is vested by law with all the necessary powers.

Nevertheless, the Executive Board has adopted a system of delegating more specific powers according to function. This system is constantly reviewed and updated to adapt it to changes in the Group's organisation.

In areas of particular sensitivity for the Group, the Executive Board has limited the commitment powers of its French and foreign subsidiaries.

- ***a uniform Group procedure for signing and validating private and public contracts***

A new Group procedure was established at the beginning of fiscal year 2011.The aim of this procedure is to strengthen controls and harmonise the handling of certain contracts (so-called "qualified" contracts) binding the Group. Qualified contracts now need to be signed off by two specified people, from among a very limited number of identified persons, thus ensuring that these contractual commitments have been inspected and validated by different competencies.

In any event, other contracts must be signed by two persons.

This procedure applies to all subsidiaries and joint ventures managed by JCDecaux SA. When the financial statements are closed, the General Managers and Finance Directors of the subsidiaries are asked to sign letters confirming compliance with these procedures and indicating any discrepancy.

- ***an Internal Control and Self-Evaluation Manual***

In 2003, the Group prepared an Internal Control Manual with the assistance of an outside consultant. This Manual is applied by all of the Group's Finance Directors. It identifies the principal decision-making processes and defines their major risks.

On the basis of the Internal Control Manual, the Group developed a self-evaluation questionnaire to obtain feedback from the Finance Directors of the subsidiaries regarding the administrative processes and the related risks for which they were responsible.

This questionnaire was used to identify certain weaknesses in internal control over certain administrative cycles with respect to which corrective actions have been included in action plans implemented since 2004. These weaknesses are not considered to be material deficiencies in the internal control system.

Lastly, as from the same date, the Group has reviewed the various stages of each of the processes identified to define the most appropriate control points. With respect to each of these points, the subsidiaries were asked to describe the internal controls they applied and evaluate the suitability and adequacy of such controls.

In 2011, following a review of the Group's risk mapping, the list of control points considered to be the most important (the sales cycle, the purchasing cycle, the asset management cycle, financial controls and cash management, fixed assets, human resources, information systems) was updated and, in early 2012, this list was sent to the subsidiaries, which sent the Internal Audit Department a self-evaluation questionnaire describing how they are following up these points. A summary of answers has been presented to the Executive Board and to the Audit Committee. At the start of 2013, the subsidiaries will need to update their answers.

- ***a process for producing financial and accounting information***

This process for producing JCDecaux SA's financial and accounting information is intended to provide members of the Executive Board and operating managers with the information they need to manage the Company and its subsidiaries, to permit accounting consolidation, to manage the business through reporting and the budget and to ensure the Group's financial communications.

This process is organised around three cycles: budget, reporting and consolidation. These three cycles apply to all legal entities and follow an identical format (scope, definitions, treatment) set out in the "Finance Manual". This manual contains all the current accounting and management principles, rules and procedures applicable within the Group.

- The budget is prepared in the autumn and covers closing forecasts for the end of the fiscal year in progress, the budget for year Y+1. Approved by the Executive Board in December, it is sent out to the subsidiaries before the start of the year under consideration. In addition to strategic and commercial information, the budget includes an operating income account and a use-of-funds statement prepared according to the same format as the consolidated financial statements;

- The reporting prepared monthly, except for January and July, includes several sections: an operating income account, an investment report, treasury and cash flow reporting, and a headcount report. In addition to the usual comparisons with prior periods and budget, the reports include an updated forecast of the closing forecasts;

- The consolidated financial statements are prepared monthly, except for the months of January and July, and distributed on a half-yearly basis. They include a profit and loss account, balance sheet and a cash flow statement and notes. Consolidation is centralised (no consolidation cut-off).

All of these cycles are under the responsibility of the following Departments within the Corporate Finance and Administration Department:

- the Corporate Financial Services Department, made up of a Consolidation Group, a Planning and Control Department - in charge of the budget, reporting and international management control - and a Treasury Department and an administration and management department for the Group's reporting system;

- the Tax Department.

The Executive Officers that head these Departments have global and interdivisional responsibility for all subsidiaries. The Chief Financial and Administrative Officer has operational authority over the Finance Directors of all of the subsidiaries.

When the financial statements are closed mid-year and at the end of the year, the General Managers and Finance Directors of the subsidiaries prepare "letters of confirmation" signed jointly and sent to the Director of Corporate Financial Services.

The financial statements are audited twice a year by the Statutory Auditors, in connection with the annual closing (full audit) and half-year closing (limited review) of the consolidated financial statements and company accounts of JCDecaux SA.

In connection with the annual closing, subsidiaries within the scope of consolidation are audited. For the half-year closing, targeted audits are conducted on key subsidiaries.

The Group believes that it has a strong and coherent internal control system, well adapted to the business. However, it will continue to evaluate the system on a regular basis and make any changes that appear necessary.

- *the control bodies*

The Executive Board is heavily involved in the internal control system. It exercises its control as part of its monthly meetings. It also refers to existing reports (particularly the work of the Corporate Finance and Administration Department).

The Supervisory Board exercises its control over the Group's management by referring to quarterly reports of the Executive Board's activity that are sent to it and the work of the Audit Committee according to the terms already set out (minutes, reports, etc.).

1.3. Matters that could be relevant in case of a public offering and regarding the structure of the Company's capital

The structure of the Company's capital

These items are listed in the "Shareholders" paragraph on page 194 and in the "Share Capital" paragraph on page 202 of this report.

Direct or indirect holdings in the Company's capital of which it is aware by virtue of Articles L. 233-7 and L. 233-12 of the French Commercial Code.

This information is given on page 195 of this report.

Control mechanisms provided for in any employee shareholding system, when control rights have not been exercised by the latter.

None to the Company's knowledge.

Agreements providing for compensation for Executive Board members or employees, if they resign or are made redundant without just cause or if their job comes to an end due to a public offering.

Severance pay for members of the Executive Board is mentioned in the paragraph "Compensation for members of the Executive Board" on page 172 of this report.

Rules applicable to the appointment and replacement of members of the Executive Board as well as the amendment of the Company's articles of association.

These rules comply with the regulations in force. The rules applicable to the composition, operation and powers and responsibilities of members of the Executive Board are listed in the paragraph "Composition, preparation and organisation of the Executive Board's work" on page 164 of this report.

The rules applicable to the amendment of the Company's articles of association comply with the regulations in force, with the amendment of the articles of association falling within the exclusive remit of the Extraordinary General Meeting of Shareholders, except in the cases expressly stipulated by law.

The powers and responsibilities of the Executive Board, in particular share issues or repurchases.

The powers and responsibilities granted to the Executive Board with regard to the issue or repurchase of shares are stated on pages 204 and 205.

Restrictions laid down in the articles of association on the exercising of voting rights and transfers of shares or clauses of agreement brought to the attention of the Company pursuant to Article L. 233-11 of the French Commercial Code; list of holders of any security containing special control rights and the description of them; agreements between shareholders of which the Company is aware and which can lead to restrictions in share transfers and the exercise of voting rights.

There is no restriction in the articles of association concerning the exercise of voting rights or share transfers, or shares with special control rights.

To the best of the Company's knowledge, there is no agreement between shareholders that may lead to restrictions on the transfer of shares and the exercise of voting rights.

Agreements signed by the Company that are amended or come to an end in the event of a change in control of the Company, unless this disclosure seriously affects its interests.

The financing contract concluded between the Company and a banking pool on 15 February 2012 in the amount of €600 million is likely to come to an end in the event of a change in control of the Company.

Terms relating to the participation of shareholders in the General Meeting

The terms relating to the participation of shareholders in the General Meeting are set out in the articles of association and summarised on page 206 of this report.

2. COMPENSATION, STOCK OPTIONS AND BONUS SHARES

2.1. Report on compensation for members of the Executive Board and Supervisory Board (Article L. 225- 102 of the French Commercial Code)

The Company has decided to comply fully with the AFEP-MEDEF Code with respect to its legal representatives, Jean-Charles Decaux and Jean-François Decaux, who hold the power to represent the Company in dealings with third parties, in their respective and alternating capacity as Chairman of the Executive Board and Chief Executive Officer. Both have a compensation structure entirely compliant with the recommendations of the AFEP-MEDEF Code.

As regards Laurence Debroux and Jeremy Male, both members of the Executive Board without being legal representatives and holders of an employment contract corresponding to specific duties separate from their corporate office, the Supervisory Board has considered that the level of conformity with the AFEP-MEDEF Code is sufficient to meet the objectives sought by these recommendations.

In fact, the purpose of the corporate governance rules is to define the terms for exercising and distributing the powers to guarantee that the Company is managed in accordance with its interests and those of its shareholders.

In a family group such as JCDecaux, more than 70% owned by JCDecaux Holding, and whose principal shareholders are legal representatives of the Company, the ability to ensure that the interests of members of the Executive Board are fully in line with shareholders' interests is already effectively assured within the Company by the composition of its shareholders and its corporate bodies.

Furthermore, Laurence Debroux, as Chief Financial and Administrative Officer, and Jeremy Male, as Chief Executive Officer for the United Kingdom and Northern Europe, receive different forms of compensation in their capacity as employees and under their operational duties. Therefore, the internal rules for hierarchical subordination, inherent in an employment contract, guarantee continuous and effective control of their performance. The Group considers that it has thus established the measures needed to achieve the objectives set out by the AFEP-MEDEF Code. However, in its 2012 report on corporate governance and the compensation of corporate officers in listed companies, the AMF considered the allocation of free shares and stock options to Jeremy Male, which were not subject to performance criteria, as non-compliant.

Information on the components of the compensation received for fiscal year 2012 by all members of the Executive Board (Jean-Charles Decaux, Jean-François Decaux, Laurence Debroux and Jeremy Male) is provided in this annual report in accordance with the AMF recommendations of 22 December 2008 relating to the information to be set out in the annual reports on compensation for corporate officers.

2.1.1. Compensation for Executive Board members

Principles and rules for determination

Criteria for calculating basic salary and bonus (variable portion)

The amounts shown are those paid by JCDecaux SA together with those paid by JCDecaux Holding, JCDecaux SA's controlling shareholder, and those paid by JCDecaux SA's foreign subsidiaries. Executive Board members receive no compensation from the French subsidiaries.

For compensation paid in pounds sterling, the exchange rate used for the basic salary is the average of the exchange rates at the end of each month in 2012, equal to 1 pound sterling to 1.232177 euros, and the exchange rate for the variable portion is the exchange rate at the end of the month during which the variable portion was paid, i.e. an exchange rate of 1 pound sterling to 1.225340 euros at the end of December 2012.

Bonuses paid in 2012 correspond to fiscal year 2011. Bonuses paid in 2013 correspond to fiscal year 2012. As an exception, the bonuses paid in the United Kingdom to Jean-François Decaux and Jeremy Male in 2012 correspond to their performance throughout fiscal year 2012.

The compensation payable to members of the Executive Board and their changes, their bonuses and any benefits are approved by the Supervisory Board, on the recommendation of the Remuneration and Nomination Committee, after analysis by this Committee of the Group's performance during the year.

Bonuses correspond to a percentage of gross basic annual salary.

For Jean-François Decaux and Jean-Charles Decaux, their bonuses may reach 150% of their basic annual salary. For fiscal year 2012, this bonus may be broken down as follows: 100% for financial targets connected to growth of consolidated EBIT and to achievement of operating margin targets by segment and 50% for achievement of one-off strategic targets (for example, signing new contracts and acquisition of new companies).

In accordance with his employment contract, Jeremy Male's bonus may be as high as 125% of his basic annual salary, based on financial targets connected to EBIT growth in his area of responsibility and involvement in one-off strategic achievements or the achievement of personal or specific targets connected to the countries under Jeremy Male's responsibility and determined by Jean- François Decaux.

In accordance with her employment contract, Laurence Debroux's bonus may be as high as 60% of her basic annual salary, based on financial targets connected to EBIT growth and operating margin targets by segment and her involvement in one-off strategic achievements or the achievement of personal or specific targets connected to the departments under Laurence Debroux's responsibility and determined by the co-Chief Executive Officers.

As regards the achievement level required for the financial targets underlying the variable portions mentioned above, this is measured and assessed annually by the Remuneration and Nomination Committee but the Company believes that it cannot provide greater detail in the interest of confidentiality.

Severance pay

Jean-Charles Decaux and Jean-François Decaux are not entitled to receive any special compensation upon termination of their responsibilities.

If Jeremy Male's employment contract is terminated by JCDecaux UK Ltd, he will be entitled to receive compensation equal to one year's salary and the average of his performance bonuses paid for the preceding two years.

If Laurence Debroux's employment contract is terminated, she will be entitled to receive a non-competition indemnity from the Company equal to no more than two years of her basic salary.

Fringe benefits

Fringe benefits correspond to the company cars provided in the United Kingdom for Jean-François Decaux and Jeremy Male and in France for Laurence Debroux.

Life insurance/special retirement

An annual contribution equal to 15% of Jeremy Male's basic annual salary plus his performance bonus, the payment of which is contingent upon the achievement of performance targets set by the Supervisory Board, is made on his behalf to a retirement fund. This contribution cannot exceed 150,000 pounds sterling.

Stock options and bonus shares

Jean-François Decaux and Jean-Charles Decaux do not receive stock options or bonus shares, since they have waived their right to do so, since the IPO in 2001.

Jeremy Male receives the equivalent of 100% of his basic annual salary in stock options and the equivalent of 50% of his basic annual salary in bonus shares in accordance with his employment contract. These stock options and bonus shares are granted unconditionally on performance to Jeremy Male as part of his job as Chief Executive Officer United Kingdom and Northern Europe and not on account of his corporate office, it being specified that the Company's other corporate officer managers do not receive stock options or, if they do, the grant of such stock options is contingent on performance. In the same way, Jeremy Male alone is granted bonus shares in accordance with his employment contract.

Laurence Debroux is eligible for any stock option plans established, where applicable, within the Group. In 2011 and 2012, the stock options received by Laurence Debroux were all subject to performance targets set by the Executive Board, such as exceeding certain EBIT and available cash flow targets, as well as achieving specific personal objectives. The equivalent value of the stock options that Laurence Debroux may receive cannot be more than 150% of her basic annual salary.

The impact of the valuation of the stock options and bonus shares granted to Jeremy Male in 2011 and 2012 and that of the stock options granted to Laurence Debroux in 2011 and 2012 are set out in the tables below. The assumptions for calculating these valuations are presented in the notes to the consolidated accounts on pages 111, 112 and 113.

Amounts paid

Jean-Charles DECAUX – Chairman of the Executive Board

1. Summary of the compensation and options and bonus shares granted (in euros)

	2011	2012
Compensation paid for the fiscal year (listed in table 2)	2,211,505	1,241,375
Valuation of options granted during the year (listed in table 3)	0	0
Valuation of shares granted during the year	0	0
TOTAL	2,211,505	1,241,375

2. Summary of compensation (in euros)

	2011		2012	
	Amounts paid in 2012 and 2011 for 2011	Amounts paid in 2011 for 2011	Amounts paid in 2013 and 2012 for 2012	Amounts paid in 2012 for 2012
Fixed compensation	1,171,473	1,171,473	1,223,435	1,223,435
- JCDecaux Holding	*148,038*	*148,038*	*200,000*	*200,000*
- JCDecaux SA and controlled companies	*1,023,435*	*1,023,435*	*1,023,435*	*1,023,435*
Variable compensation	1,023,435	0	0	0
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*1,023,435*	*0*	*0**	*0**
Non-recurring compensation	0	0	0	0
Directors' fees	0	0	0	0
Fringe benefits	0	0	0	0
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*0*	*0*	*0*	*0*
Life insurance/specific pension	16,597	16,597	17,940	17,940
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*16,597*	*16,597*	*17,940*	*17,940*
TOTAL	2,211,505	1,188,070	1,241,375	1,241,375

* For information, in the light of the strategic achievements for the year 2012 and the level of achievement of quantitative criteria, the Remuneration and Nomination Committee has suggested that the Supervisory Board grant a 2012 bonus corresponding to 65% of Jean-Charles Decaux's basic annual salary but given the significant effort required from each Group employee, Jean-Charles Decaux has decided to waive this bonus.

3. Other information

Employment contract		Supplementary pension		Indemnities or benefits due or likely to be due for ceasing or changing duties		Indemnities relating to a non-competition clause	
yes	no	yes	no	yes	no	yes	no
	✓		✓		✓		✓

Jean-François DECAUX – Chief Executive Officer - Member of the Executive Board

1. Summary of the compensation and options and bonus shares granted (in euros)

	2011	2012
Compensation paid for the fiscal year (listed in table 2)	2,297,796	1,415,387
Valuation of options granted during the year (listed in table 3)	0	0
Valuation of shares granted during the year	0	0
TOTAL	2,297,796	1,415,387

2. Summary of compensation (in euros)

	2011		2012	
	Amounts paid in 2012 and 2011 for 2011	Amounts paid in 2011 for 2011	Amounts paid in 2013 and 2012 for 2012	Amounts paid in 2012 for 2012
Fixed compensation	1,171,473	1,171,473	1,223,435	1,223,435
- JCDecaux Holding	*148,038*	*148,038*	*200,000*	*200,000*
- JCDecaux SA and controlled companies	*1,023,435*	*1,023,435*	*1,023,435*	*1,023,435*
Variable compensation	1,023,435	491,400	0	0
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*1,023,435*	*491,400*	*0**	*0**
Non-recurring compensation	0	0	0	0
Directors' fees	53,722	53,722	137,787	137,787
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*37,500*	*37,500*	*46,875*	*46,875*
- APG SGA (Switzerland)	*9,881*	*9,881*	*90,912*	*90,912*
- Société Générale d'Affichage (Switzerland)	*6,341*	*6,341*	*0*	*0*
Fringe benefits	32,538	32,538	36,192	36,192
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*32,538*	*32,538*	*36,192*	*36,192*
Life insurance/specific pension	16,628	16,628	17,973	17,973
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*16,628*	*16,628*	*17,973*	*17,973*
TOTAL	2,297,796	1,765,761	1,415,387	1,415,387

* For information, in the light of the strategic achievements for the year 2012 and the level of achievement of quantitative criteria, the Remuneration and Nomination Committee has suggested that the Supervisory Board grant a 2012 bonus corresponding to 65% of Jean-François Decaux's basic annual salary but given the significant effort required from each Group employee, Jean-François Decaux has decided to waive this bonus.

3. Other information

Employment contract		Supplementary pension		Indemnities or benefits due or likely to be due for ceasing or changing duties		Indemnities relating to a non-competition clause	
yes	no	yes	no	yes	no	yes	no
	✓		✓		✓		✓

Laurence DEBROUX - Member of the Executive Board

1. Summary of the compensation and options and bonus shares granted (in euros)

	2011	2012
Compensation paid for the fiscal year (listed in table 2)	653,521	690,898
Valuation of options granted during the year (listed in table 3)	51,075	92,373
Valuation of shares granted during the year	0	0
TOTAL	704,596	783,271

2. Summary of compensation (in euros)

	2011		2012	
	Amounts paid in 2012 and 2011 for 2011	Amounts paid in 2011 for 2011	Amounts paid in 2013 and 2012 for 2012	Amounts paid in 2012 for 2012
Fixed compensation	400,000	400,000	420,000	420,000
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA et les sociétés contrôlées	*400,000*	*400,000*	*420,000*	*420,000*
Variable compensation	240,000	0	252,000*	0
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA et les sociétés contrôlées	*240,000*	*0*	*252,000**	*0*
Non-recurring compensation	10,977**	10,977**	16,354**	16,354**
Directors' fees	0	0	0	0
Fringe benefits	2,544	2,544	2,544	2,544
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*2,544*	*2,544*	*2,544*	*2,544*
Life insurance/specific pension	0	0	0	0
TOTAL	653,521	413,521	690,898	438,898

* 100% of the maximum bonus.
** corresponds to the rule of 1/10th of paid leave.

3. Stock or share purchase options granted in 2011 and 2012

Date of the plan	Nature of options	Valuation of the options according to the method chosen for consolidated financial statements in 2012 (in euros)*	Number of options granted during fiscal year	Exercise price (in euros)	Exercise period
21/02/2012	Stock options	92,373	30,411	19,73	From 21/02/13 to 21/02/19
Date of the plan	**Nature of options**	**Valuation of the options according to the method chosen for consolidated financial statements in 2011 (in euros)***	**Number of options granted during fiscal year**	**Exercise price (in euros)**	**Exercise period**
17/02/2011	Stock options	51,075	12,772	23,49	From 17/02/12 to 17/02/18

* corresponds to the impact of the valuation of the options on the consolidated financial statements.

4. Stock or share purchase options exercised during the year

None.

5. Other information

Employment contract		Supplementary pension		Indemnities or benefits due or likely to be due for ceasing or changing duties		Indemnities relating to a non-competition clause	
yes	no	yes	no	yes	no	yes	no
✓			✓	✓		✓	

Jeremy MALE – Member of the Executive Board

1. Summary of the compensation and options and bonus shares granted (in euros)

	2011	2012
Compensation due for the fiscal year (listed in table 2)	2,191,093	1,836,030
Valuation of options granted during the year (listed in table 3)	104,586	133,042
Valuation of shares granted during the year (listed in table 5)	64,221	87,935
TOTAL	2,359,900	2,057,007

2. Summary of compensation (in euros)

	2011		2012	
	Amounts paid in 2012 and 2011 for 2011	Amounts paid in 2011 for 2011	Amounts paid in 2013 and 2012 for 2012	Amounts paid in 2012 for 2012
Fixed compensation	861,191	861,191	924,133	924,133
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*861,191*	*861,191*	*924,133*	*924,133*
Variable compensation	1,122,352	1,122,352	689,254*	689,254*
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*1,122,352*	*1,122,352*	*689,254**	*689,254**
Non-recurring compensation	0	0	0	0
Directors' fees	0	0	0	0
Fringe benefits	22,394	22,394	23,954	23,954
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*22,394*	*22,394*	*23,954*	*23 954*
Life insurance/specific pension	185,156	185,156	198,689	198,689
- JCDecaux Holding	*0*	*0*	*0*	*0*
- JCDecaux SA and controlled companies	*185,156*	*185,156*	*198,689*	*198,689*
TOTAL	2,191,093	2,191,093	1,836,030	1,836,030

* i.e. 75% of basic annual salary.

3. Stock or share purchase options granted in 2011 and 2012

Date of the plan	Nature of options	Valuation of the options according to the method chosen for consolidated financial statements in 2012 (in euros)*	Number of options granted during fiscal year	Exercise price (in euros)	Exercise period
21/02/2012	Stock options	133,042	43,800	19,73	From 21/02/13 to 21/02/19
Date of the plan	**Nature of options**	**Valuation of the options according to the method chosen for consolidated financial statements in 2011 (in euros)***	**Number of options granted during fiscal year**	**Exercise price (in euros)**	**Exercise period**
17/02/2011	Stock options	104,586	26,153	23,49	From 17/02/12 to 17/02/18

* corresponds to the impact of the valuation of the options on the consolidated financial statements.

4. Stock or share purchase options exercised during the year

None.

5. Bonus shares granted in 2011 and 2012

Date of the plan	Number of shares granted during the year	Valuation of the options according to the method chosen for consolidated financial statements in 2012 (in euros)*	Acquisition date	Availability date	Peformance conditions
21/02/2012	21,900	87,935	21/02/16	21/02/16	None

Date of the plan	Number of shares granted during the year	Valuation of the options according to the method chosen for consolidated financial statements in 2011 (in euros)*	Acquisition date	Availability date	Peformance conditions
17/02/2011	13,076	64,221	17/02/15	17/02/15	None

* corresponds to the impact of the valuation of the shares on the consolidated financial statements.

6. Bonus shares that became available during the year

Date du plan	Number of shares that became available during the year	Purchase conditions
10/05/2007	15,807	Holding period of four years and eight months after grant
18/02/2008	16,098	Holding period of four years after grant

7. Other information

Employment contract		Supplementary pension		Indemnities or benefits due or likely to be due for ceasing or changing duties		Indemnities relating to a non-competition clause	
yes	no	yes	no	yes	no	yes	no
✓		✓		✓			✓

2.1.2. Compensation for members of the Supervisory Board

Principles and rules for determination

The total amount of directors' fees, set at €200,000 since 1 January 2011 (authorisation granted by the General Meeting of Shareholders of 11 May 2011) is distributed as follows in accordance with the By-laws:

Supervisory Board (per member - 4 meetings)			Audit Committee (4 meetings)		Remuneration and Nomination Committee (2 meetings)	
Base portion	Variable portion	Additional meeting	Variable portion Chairman	Variable portion Member	Variable portion Chairman	Variable portion Member
14,000	13,000	2,050	15,000	7,500	6,000	5,000

The amounts awarded in respect of the base portion are pro-rated when terms of office begin or end during the course of a fiscal year. Directors' fees are paid to members of the Board and committees quarterly, in arrears.

Beyond four meetings, an additional payment will be made for any Board meeting provided that the meeting is not held by conference call.

Members of the Supervisory Board do not have stock options or bonus shares.

Gross amounts paid (in euros)

Jean-Claude Decaux - Chairman of the Supervisory Board

	Amounts paid in 2011	Amounts paid in 2012
Directors' fees*	0	0
Other compensation:		
SOPACT	46,969	46,969
JCDecaux Holding	229,610	250,000
Including fringe benefits (car)	*10,670*	*10,671*
TOTAL	276,579	307,640

* Jean-Claude Decaux waived his right to receive directors' fees as a member of the Supervisory Board and Chairman of the Remuneration and Nomination Committee.

Monique COHEN – Independent Member of the Supervisory Board

	Amounts paid in 2011	Amounts paid in 2012
Directors' fees:		
Supervisory Board	20,250	27,000
Audit Committee	3,750	7,500
Remuneration and Nomination Committee	-	-
Other compensation	-	-
TOTAL	24,000	34,500

Jean-Pierre DECAUX – Member of the Supervisory Board

	Amounts paid in 2011	Amounts paid in 2012
Directors' fees:		
Supervisory Board	27,000	27,000
Audit Committee	-	-
Remuneration and Nomination Committee	-	-
Other compensation	-	-
TOTAL	27,000	27,000

Pierre MUTZ – Independent Member of the Supervisory Board

	Amounts paid in 2011	Amounts paid in 2012
Directors' fees:		
Supervisory Board	27,000	27,000
Comité d'audit	7,500	7,500
Remuneration and Nomination Committee	5,000	5,000
Other compensation	-	-
TOTAL	39,500	39,500

Pierre-Alain PARIENTE – Member of the Supervisory Board

	Amounts paid in 2011	Amounts paid in 2012
Directors' fees:		
Supervisory Board	27,000	27,000
Audit Committee	-	-
Remuneration and Nomination Committee	-	-
Other compensation	-	-
TOTAL	27,000	27,000

Xavier de SARRAU – Independent Member of the Supervisory Board

	Amounts paid in 2011	Amounts paid in 2012
Directors' fees:		
Supervisory Board	27,000	27,000
Audit Committee	15,000	15,000
Remuneration and Nomination Committee	-	-
Other compensation	-	-
TOTAL	42,000	42,000

The aggregate amount set aside or recorded by the Company and its subsidiaries for payment of pensions, retirement benefits or other benefits to members of the Executive Board and Supervisory Board is shown on page 127 of this Annual Report.

2.1.3. Transactions on JCDecaux SA shares carried out by executives or persons mentioned in Article L.621-18-2 of the French Monetary and Financial Code during 2012 (Article 223-26 of the AMF's General Regulations).

In 2012, Monique Cohen, member of the Supervisory Board, declared the following transactions involving the Company's shares:

Member	Type of transaction	Date of transaction	Price per share (in euros)	Amount of the transaction (in euros)
Monique Cohen	Purchase of 3,000 shares	19/11/12	16,497	49,491.00

No other person pursuant to Article L.621-18-2 of the French Monetary and Financial Code has declared a transaction involving Company shares.

2.1.4. Stock options as at 31 December 2012

Summary of the principal terms for grant of the stock option plans

In accordance with the authority granted by the Combined Extraordinary and Ordinary General Meeting of Shareholders held on 23 May 2002, 690,365 stock options were granted by the Executive Board to 140 employees during fiscal year 2005.

In accordance with the authority granted by the Combined Extraordinary and Ordinary General Meeting of Shareholders held on 11 May 2005, 834,650 options were granted by the Executive Board to 182 employees during fiscal years 2006 and 2007.

In accordance with the authority granted by the Combined Extraordinary and Ordinary General Meeting of Shareholders held on 10 May 2007, 820,452 options were granted by the Executive Board to 167 employees during fiscal years 2008 and 2009.

In accordance with the authority granted by the Combined Extraordinary and Ordinary General Meeting of Shareholders held on 13 May 2009, 1,010,841 options were granted by the Executive Board to 222 employees during fiscal years 2010 and 2011.

At the Combined Extraordinary and Ordinary General Meeting of Shareholders held on 11 May 2011, the Executive Board was authorised to grant stock or share purchase options up to a limit of 4% of the Company's share capital, for a period expiring 26 months from the date of the Shareholders' Meeting, to all or some Group employees or officers.

This authority replaced the authority granted at the General Meeting of Shareholders held on 13 May 2009.

In accordance with the authority granted by the Combined Extraordinary and Ordinary General Meeting of Shareholders held on 11 May 2011, 1,144,734 options were granted by the Executive Board during fiscal year 2012.

	2002 Plan	2005 Plan	2007 Plan	2009 Plan	2011 Plan
Dates of Extraordinary Shareholders' Meetings authorising the stock option plans	23/05/02	11/05/05	10/05/07	13/05/09	11/05/11
Dates of option grants and number of options granted per date of grant	04/03/05: 690,365 options	20/02/06: 70,758 options 20/02/07: 763,892 options	15/02/08: 719,182 options 23/02/09: 101,270 options	01/12/10: 76,039 options 17/02/11: 934,802 options	21/02/12: 1,144.734 options
Total number of beneficiaries under all grants	140	182	167	222	215
Types of options	Stock options	Stock options	Stock options	Stock options	Stock options
Total options granted	690,365	834,650	820,452	1,010.841	1,144.734
• of which members of the Executive Board:					
- Laurence Debroux*	-	-	-	12,772	30,411
- Jeremy Male	48,748	65,965	91,090	55,410	43,800
- Gérard Degonse **	27 410	38,274	63,553	46,782	-
- Robert Caudron***	31,575	29,229	-	-	-
• of which top ten employees	117,930	114,717	113,576	124,600	168,265
Number of shares subscribed as at 31/12/12	369,409	23,322	8,736	0	0
Total number of shares cancelled or become null and void as at 31/12/12	320,956	173,566	137,033	61,066	22,488
Options remaining as at 31/12/12	0	637,762	674,683	949,775	1,122.246
Expiry Date	7 years from date of grant	7 years from date of grant	7 years from date of grant	7 years from date of grant	7 years from date of grant
Exercise price for options granted:	04/03/05: €19.81	20/02/06: €20.55 20/02/07: €22.58	15/02/08: €21.25 23/02/09: €11.15	01/12/10: €20.20 17/02/11: €23.49	21/02/12: €19.73

* Laurence Debroux joined the Executive Board on 1 January 2011
** Gerard Degonse resigned from the Executive Board on 31 December 2010.
*** Robert Caudron resigned from the Executive Board on 16 July 2007.

As at 31 December 2012, 401,467 options had been exercised for all plans in force. Taking into consideration options exercised and options cancelled, there remained as of that date 3,384,466 options to be exercised. If all such options are exercised, the employees of our Company and its subsidiaries and of JCDecaux Holding will own 1.50% of our Company's shares (excluding FCPE), taking into consideration the options exercised as at 31 December 2012.

Features of the stock options

- no option may be exercised before the first anniversary of the date of the meeting of the Executive Board at which these options were granted;
- each beneficiary may exercise up to one third of the options granted beginning on the first anniversary of the date of the meeting of the Executive Board at which these options were granted;
- each beneficiary may exercise up to two thirds of the options granted beginning on the second anniversary of the date of the meeting of the Executive Board at which these options were granted;
- each beneficiary may exercise all of the options granted from and after the third anniversary and until the seventh anniversary of the date of the meeting of the Executive Board at which these options were granted;
- for employees receiving these stock options under an employment contract with a French company, the shares thus acquired may not be transferred before the fourth anniversary of the date of the Executive Board meeting that granted the stock options.

2.2 Special report of the Executive Board on transactions carried out under the provisions of Articles L. 225-177 to L. 225-186 of the French Commercial Code (Article L. 225-184 of the French Commercial Code)

1. Options granted

Options granted to members of the Executive Board

The number, maturity dates and price of stock or share purchase options which, during the 2012 fiscal year and on account of the offices and positions held within the Company, were granted to each of the members of the Executive Board by the Company are set out in the Report on Compensation, on page 171.

During the 2012 fiscal year no stock or share purchase options were granted to members of the Executive Board of the Company by companies that are related within the meaning of Article L. 225-197-2 of the French Commercial Code or by companies controlled by the Company within the meaning of Article L. 233-16 of the French Commercial Code.

Executive Board members must retain a number of shares issued from exercising options as specified on page 185.

Supervisory Board members do not enjoy stock options.

Options granted to non-members of the Executive Board

During fiscal year 2012, 1,070,523 stock or share purchase options were granted to non-executive employees of the Company by the Company or by companies or groupings that are related within the meaning of Article L. 225-197-2 of the French Commercial Code.

Grant of stock purchase options to non-executive employees	Number of options	Average weighted price in euros	Maturity date	Date of grant	Date authorised by the General Meeting of Shareholders
Options granted during the fiscal year to the ten employees of the Company and of any other company included in the stock option plan for whom the number of shares granted was highest	168,265	19.73	21/02/2019	21/02/2012	11/05/11

2. Options exercised

Options exercised by members of the Executive Board

The number and price of shares subscribed by exercising one or several options, during the fiscal year, by each of the members of the Company's Executive Board are shown in the Report on Compensation, on page 171.

Options exercised by non-members of the Executive Board

The number and price of shares subscribed by exercising one or several options, during the year, by each of the ten non-members of the Executive Board of the Company and for whom the number of shares thus subscribed was the highest are shown below.

Beneficiary	Number of options exercised during the year	Average weighted price (in euros)
Bernard Parisot	10,967	20.83
Stephen Wong	9,370	19.65
Isabelle Schlumberger	9,235	20.21
Pierre Jeanjean	9,076	20.50
Jean-Luc Decaux	8,973	20.21
Philip Thomas	8,783	20.50
Lawrence Haines	8,710	20.50
Isabel Lopez Ortuno	8,329	20.83
Jean-Michel Geffroy	7,931	19.60
Jean-Louis Paccalin	7,926	19.95

Stock options held by members of the Executive Board as at 31 December 2012

Members	Number of options	Date of grant
Jean-François Decaux	None	-
Jean-Charles Decaux	None	-
Laurence Debroux	12,772	17/02/11
	30,411	21/02/12
Total	43,183	
Jeremy Male	33,528	20/02/06
	32,437	20/02/07
	32,197	15/02/08
	58,893	23/02/09
	29,257	01/12/10
	26,153	17/02/11
	43,800	21/02/12
Total	256,265	

2.1.5. Bonus shares as at 31 December 2012

Summary of the principal terms for grant of the bonus shares plans:

In accordance with the authority granted at the Combined Extraordinary and Ordinary General Meeting of Shareholders held on 10 May 2007, the Executive Board granted 93,127 bonus shares to two of its Members during fiscal years 2007, 2008 and 2009.

In accordance with the authority granted by the Combined Extraordinary and Ordinary General Meeting of Shareholders held on 13 May 2009, the Executive Board granted 59,343 bonus shares to two of its Members during fiscal year 2010 and to one of its Members during fiscal year 2011.

At the Combined Extraordinary and Ordinary General Meeting of Shareholders held on 11 May 2011, the Executive Board was authorised to grant existing or future bonus shares (excluding preference shares) up to a limit of 0.5% of the Company's share capital for a period expiring 26 months from the date of such Shareholders' Meeting, to Group employees or executives, or certain of them.

This authority replaced the authority granted at the General Meeting of Shareholders held on 13 May 2009.

In accordance with the authority granted by the Combined Extraordinary and Ordinary General Meeting of Shareholders held on 11 May 2011, 21,900 options were granted by the Executive Board during fiscal year 2012.

	2007 Plan	2009 Plan	2011 Plan
Date of Extraordinary General Meetings of Shareholders authorising grants of bonus shares	10/05/07	13/05/09	11/05/11
Dates of grant of shares and number of shares granted per date of grant	10/05/07: 15,807 shares 15/02/08: 26,686 shares 23/02/09: 50,634 shares	01/12/10: 46,267 shares 17/02/11: 13,076 shares	21/02/12: 21,900 shares
Total number of beneficiaries under all grants	2	2	1
Types of shares	to be issued	to be issued	to be issued
Total bonus shares granted	93,127	59,343	21,900
- Number of corporate officers involved	*2*	*2*	*1*
- Number of employees involved (excluding corporate officers)	*0*	*0*	*0*
Total bonus shares granted and not yet acquired as at 31 December 2012:	29,446	32,287	21,900
- of which Jeremy Male	*29,446*	*32,287*	*21,900*
Expiry Date	grant of 10/05/07: 10/01/12 grant of 15/02/08: 15/02/12 grant of 23/02/09: 23/02/13	grant of 01/12/10: 01/12/14 grant of 17/02/11: 17/02/15	grant of 21/02/12: 21/12/16
Price	10/05/07: €23.06 le 15/02/08: €21.25 le 23/02/09: €11.15	le 01/12/10: €20.20 le 17/02/11: €23.49	le 21/02/12: €19.73

Features of the bonus shares

- beneficiaries: employees or members of the Executive Board of the Group, or certain of them;
- requirement of employment by the Group on the acquisition date;
- two-year acquisition period and two-year holding period. The acquisition period is four years for beneficiaries residing abroad who do not qualify for the special tax treatment set out in Articles 80 quaterdecies and 200A, 6 bis of the French General Tax Code without a holding period.

2.3. Special report of the Executive Board on transactions carried out under the provisions of Articles L. 225-197-1 to L. 225- 197-5 of the French Commercial Code (Article L. 225-197-4 of the French Commercial Code)

1. Bonus shares granted to members of the Executive Board

The number and value of bonus shares which, during the 2012 fiscal year and on account of the offices and positions held within the Company, were granted to one member of the Executive Board by the Company are set out in the Report on Compensation, on page 171.

No bonus shares were granted to members of the Executive Board of the Company by companies that are related or by companies controlled by the Company within the meaning of Article L. 223-16 of the French Commercial Code.

Members of the Executive Board must hold shares in their name as stated below.

Members of the Supervisory Board do not enjoy bonus shares.

2. Bonus shares granted to employees who are non-members of the Executive Board

During the 2012 fiscal year, no bonus shares were granted to non-executive employees of the Company by companies or groupings that are linked within the meaning of Article L. 225-197-2 of the French Commercial Code.

2.1.6. Terms and conditions for holding stock options and bonus shares by members of the Executive Board

On 7 December 2007 the Supervisory Board decided that members of the Executive Board must hold in their name all grants made as from 1 January 2008:

- a number of shares from the exercising of options corresponding to 25% of the acquisition gain made by the interested party during the exercising of said options, divided by the value of the share at the time of such exercise;
- 10% of the total number of bonus shares granted.

This decision was reiterated by the Supervisory Board on 6 December 2012.

2.1.7. Number of shares that can be created

As at 31 December 2012, taking account of all of the various securities outstanding that could give rise to dilution (stock options and bonus shares), the maximum potential dilution is 1.56%.

3. EMPLOYEE PROFIT SHARING AND BENEFIT PLANS

For France, a three-year agreement was signed for both JCDecaux SA and JCDecaux France. This agreement covers the years 2011, 2012 and 2013 and will serve to make employees feel more involved in their entity's performance going forward on a nationwide level throughout France.

A collective profit-sharing agreement was signed for the company Cyclocity covering the years 2011, 2012 and 2013.

A collective profit-sharing agreement was also signed for the company Media Aéroports de Paris covering the years 2011, 2012 and 2013.

In France, a benefit plan was adopted in 2012 providing for a profit pooling agreement among its parties (JCDecaux SA and JCDecaux France). This agreement applies to all employees having at least three months' service within our Group during the fiscal year giving rise to the benefit. The benefit is calculated pursuant to the provisions of Article L. 3324-1 of the French Labour Code.

The amounts of the profit sharing and benefits paid for France for the last two fiscal years is set out on page 49 of the Annual Report.

JCDecaux SA, JCDecaux France and JCDecaux Holding each have a Company Savings Plan, and each Plan was renewed in 2002; payments of sums from the profit sharing are supplemented by the employer. The employees of these companies, including employees of absorbed companies whose employment contracts were transferred to the acquiring company, i.e., JCDecaux France, can make voluntary contributions to a fund consisting of JCDecaux SA shares, allowing employees to invest in JCDecaux SA's share capital.

In 2012, within MédiaKiosk, a benefit agreement and an agreement to introduce a Company Savings Plan were signed. This benefit is calculated pursuant to the provisions of Article L. 3324-1 of the French Labour Code and applies to all employees having at least three months' service.

4. INFORMATION ON MEMBERS OF THE EXECUTIVE BOARD AND SUPERVISORY BOARD

Almost all offices and positions held by members of the Executive Board in 2012 were in direct or indirect subsidiaries of JCDecaux SA or in companies in the area of outdoor advertising in which the Group held a significant stake. Other offices or positions are held in companies not active in the area of outdoor advertising.

4.1. Terms of office of the Executive Board

Jean-Charles DECAUX – Chairman of the Executive Board

Aged 43

Chairman of the Executive Board since 15 May 2012 (annual rotation with Jean-François Decaux), for a term of one year, in accordance with the Company's principle of alternating Group management responsibilities.

Member of the Executive Board since:	15 May 2012
Date of first appointment:	9 October 2000
Date of expiry of the term of office:	30 June 2015
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Jean-Charles Decaux joined the Group in 1989. He created and developed the Spanish subsidiary and then set up all of the subsidiaries in Southern Europe, Asia, South America, the Middle East and Africa.

A list of other offices and positions held, in 2012, in all Group companies, is as follows:

Métrobus (France)	Director (first appointment: 18 November 2005)
SCI du Mare (France)	Manager (first appointment: 14 December 2007)
JCDecaux France (France)	Chairman (first appointment: 31 December 2011)
JCDecaux Bolloré Holding (France)	Member of the Executive Board (first appointment: 24 May 2011)
MédiaKiosk (France)	Chairman of the Supervisory Board (first appointment: 30 November 2011)
Media Aéroport de Paris (France)	Member of the Management Committee (first appointment: from 14 June 2011 to 7 September 2011) Director (first appointment: 7 September 2011)
El Mobiliario Urbano SLU (Spain)	Chairman of the Board of Directors (first appointment: 14 March 2003)
IGPDecaux Spa (Italy)	Vice Chairman of the Board of Directors (first appointment: 1 December 2001)

A list of other offices and positions held, in 2012 and during the past five years, in companies outside the Group, is as follows:

JCDecaux Holding (France)	Director - Chief Executive Officer (first appointment: 22 June 1998)
Decaux Frères Investissements (France)	Chief Executive Officer (first appointment: 24 October 2007)
HLD (France)	Permanent Representative of Decaux Frères Investissements, member of the Supervisory Board (first appointment: 25 March 2011)

No office or position has been held, over the past five years, in other companies.

Jean-François DECAUX – Chief Executive Officer

Aged 54

Chief Executive Officer since 15 May 2012, for a term of one year, in accordance with the Company's principle of alternating Group management responsibilities..

Member of the Executive Board since:	15 May 2012
Date of first appointment:	9 October 2000
Date of expiry of the term of office:	30 June 2015
Work address:	Brentford, 991 Great West Road, TW8 9DN Middlesex (United Kingdom)

Jean-François Decaux joined the Company in 1982 and started and developed our German subsidiary. He also oversaw the development of all of the subsidiaries in Northern and Eastern Europe and then successfully managed the Company's moves into North America and Australia.

A list of other offices and positions held, in 2012, in all Group companies, is as follows:

Métrobus (France)	Director (first appointment: 18 November 2005)
Gewista Werbegesellschaft MbH (Austria)	Vice Chairman of the Supervisory Board (first appointment: 9 August 2003)
APG SGA SA (listed company - Switzerland)	Chairman of the Board of Directors (first appointment: 26 May 2010) Director (first appointment: 29 May 2002)
Media Frankfurt GmbH (Germany)	Vice Chairman of the Supervisory Board (first appointment: 3 April 2001)
WALL AG (Germany)	Vice Chairman of the Supervisory Board (until 21 March 2012) Chairman of the Supervisory Board (first appointment: 21 March 2012)
JCDecaux Bulgaria Holding (Netherlands)	Director (first appointment: 9 June 2011)

A list of other offices and positions held, in 2012 and during the past five years, in companies outside the Group, is as follows:

JCDecaux Holding (France)	Director - Chief Executive Officer (first appointment: 15 June 1998)
SCI Congor (France)	Manager (first appointment: 17 January 2000)
Decaux Frères Investissements (France)	Chief Executive Officer (first appointment: 24 October 2007)
DF Real Estate (Luxembourg)	Director (first appointment: 17 December 2007)

No office or position has been held, over the past five years, in other companies.

Jeremy MALE – Member of the Executive Board

Aged 55

Member of the Executive Board since:	15 May 2012
Date of first appointment:	9 October 2000
Date of expiry of the term of office:	30 June 2015
Work address:	Summit House, 27 Sale Place, W2 1YR, London, United Kingdom

Jeremy Male, Chief Executive Officer for the UK and Northern Europe, joined the Group in August 2000.
Previously, he was Managing Director of European Operations for Viacom Affichage and held management positions with companies in the food and beverage industry such as Jacobs Suchard and Tchibo.

A list of other offices and positions held, in 2012, in all Group companies, is as follows:

JCDecaux Sverige AB (Sweden)	Chairman of the Board of Directors (until 12 December 2012)
JCDecaux Sverige Forsaljningsaktiebolag AB (Sweden)	Chairman of the Board of Directors (until 12 December 2012)
AFA JCDecaux A/S (Denmark)	Chairman of the Board of Directors (first appointment: 5 March 2002)
JCDecaux UK Ltd. (United Kingdom)	Director (first appointment: 1 September 2001)

No office or position has been held, over the past five years, in other companies outside of the Group.

Laurence DEBROUX - Member of the Executive Board

Aged 43

Member of the Executive Board since:	1 January 2011
Date of expiry of the term of office:	30 June 2014
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Laurence Debroux joined the Company in July 2010.

Prior to this position, she had spent 14 years at Sanofi Group in various functions. After having occupied the position of Treasury and Finance Director, and then Director of the Strategic Plan, Laurence Debroux was promoted to Finance Director of the Group in 2007 before becoming Chief Strategic Officer and member of the Sanofi Aventis Executive Committee in 2009.

Prior to joining Sanofi, Laurence Debroux had worked for Merrill Lynch and the Finance Division of Elf Aquitaine.

Laurence Debroux is a Knight of the Legion of Honour.

A list of other offices and positions held, in 2012, in all Group companies, is as follows:

Media Aéroport de Paris (France)	Member of the Management Committee (first appointment: from 14 June 2011 to 7 September 2011) Director (first appointment: 7 September 2011)
MédiaKiosk (France)	Member of the Supervisory Board (first appointment: 30 November 2011)
JCDecaux Bolloré Holding (France)	Member of the Executive Board (first appointment: 24 May 2011)

A list of other offices and positions held, in 2012 and during the past five years, in companies outside the Group, is as follows:

Natixis (France)	Director (first appointment: 1 April 2010:
Merial Ltd (United Kingdom)	Director (until 19 May 2010)
ZENTIVA N.V. (The Netherlands)	Director (until 22 September 2009)
SANOFI 4 (France)	Manager (until 11 September 2009)
SANOFI Pasteur Holding (France)	Director (until 11 September 2009)
SANOFI AVENTIS Europe (France)	Chief Executive Officer (until 28 July 2009)
SANOFI AVENTIS Amérique du Nord (France)	Manager (until 24 July 2009)
SANOFI 1 (France)	Chairman (until 24 July 2009)
SANOFI AVENTIS Participations (France)	Chief Executive Officer (until 24 July 2009)

4.2. Offices held by members of the Supervisory Board

Jean-Claude DECAUX – Chairman of the Supervisory Board

Aged 75

Chairman of the Supervisory Board since:	15 May 2012
Date of first appointment:	9 October 2000
Date of expiry of the term of office:	30 June 2013
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Supervisor Board attendance rate:	80%
Remuneration and Nomination Committee attendance rate:	50%

Jean-Claude Decaux is the founder of JCDecaux.

A list of other offices and positions held, in 2012, in all Group companies, is as follows:

S.O.P.A.C.T. (France)	Chairman (first appointment: 18 February 1972)

A list of other offices and positions held, during the past five years, in companies outside the Group, is as follows:

JCDecaux Holding (France)	Chairman (first appointment: 19 September 1994)
S.C.I. Troisjean (France)	Manager (first appointment: 9 April 1984)
S.C.I. Clos de la Chaîne (France)	Manager (first appointment: 31 December 1969)
Bouygues Télécom (France)	Representative of JCDecaux Holding, Director (until 29 March 2012)

Jean-Pierre DECAUX – Vice Chairman of the Supervisory Board

Aged 69

Vice-Chairman of the Supervisory Board since:	15 May 2012
Date of first appointment:	9 October 2000
Date of expiry of the term of office:	30 June 2014
Work address:	17 rue Soyer, 92000 Neuilly-sur-Seine, France

Supervisor Board attendance rate:	100%

Throughout his career within the Group, which he joined from its beginning in 1964, Jean-Pierre Decaux has held various posts, the most prominent of which are as follows:

- from 1975 to 1988: Chairman and CEO of S.O.P.A.C.T. (Société de Publicité des Abribus et des Cabines Téléphoniques);
- from 1980 to 2001: Chairman and CEO of R.P.M.U. (Régie Publicitaire de Mobilier Urbain);
- from 1989 to 2000: CEO of Decaux SA (now JCDecaux SA);
- from 1995 to 2001: Chairman and CEO of S.E.M.U.P. (Société d'Exploitation du Mobilier Urbain Publicitaire).

No other office or position was held, in 2012, in any Group company.

A list of other offices and positions held, during the past five years, in companies outside the Group, is as follows:

S.C.I. de la Plaine St-Pierre (France)	Manager (first appointment: 14 October 1981)
S.C. Bagavi (France)	Manager (first appointment: unknown)
S.C.I. CRILUCA (France)	Manager (first appointment: unknown)
Assor (France)	Member of the Supervisory Board (first appointment: unknown)
RMA	Chairman (first appointment: unknown)
Société Foncière de Joyenval (France)	Director (until 2008)

Monique COHEN (Independent member) - Member of the Supervisory Board

Aged 56

Member of the Supervisory Board since:	11 May 2011
Date of first appointment:	11 May 2011
Date of expiry of the term of office:	30 June 2014
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Supervisor Board attendance rate:	100%
Audit Committee attendance rate:	100%

Monique Cohen is a former student of France's Ecole Polytechnique (x76) and she holds a master's degree in mathematics and business law.

Since June 2000, she has held the position of Associate Director with Apax Partners in France. She is in charge of investments in the Business and Financial Services sector and oversees the "origination" division. Monique Cohen also serves as Acting Chief Executive Officer of Altami Amboise. She has also been a member of the board of the Autorité des Marchés Financiers (French Financial Markets Authority) since June 2011.
Previously she worked at BNP Paribas, where she held the position of Global Head of Equities until June 2000. Earlier, she also served as a Senior Banker at Paribas, managing global sales follow-up for a large number of French key accounts.

No other office or position was held, in 2012, in any other Group company.

A list of other offices and positions held, during the past five years, in companies outside the Group, is as follows:

Apax Partners & Cie Gérance SA (France)	Deputy Chief Executive Officer (first appointment: 2003)
Apax Partners MidMarket SAS (France)	Director (first appointment: 2008)
Financière MidMarket SAS (France)	Director (first appointment: 2009)
B*Capital SA (France)	Director (first appointment: 2008)
Equalliance SA (France)	Director (until 2011)
Finalliance SAS (France)	Director (until 2011)
Société Civile Equa (France)	Manager (until 2011)
Global Project SAS (France)	Member of the Supervisory Board (first appointment: 2009)
Financière Famax SAS (France)	Chairman of the Supervisory Board (until 2008)
Global Project SA (France)	Director (until 2009)
Faceomanagement SAS (France)	Chairman (until 2008)
Faceoteam SAS (France)	Chairman (until 2008)
Financière Famax SAS (France)	Member of the Supervisory Board (until 2010)
Faceo SA (France)	Member of the Supervisory Board (until 2008)
Unilog (France)	Member of the Supervisory Board (until 2008)
Wallet SA (Belgium)	Chairman of the Board of Directors (first appointment: 2010)
Wallet Investissement 1 SA (Belgium)	Chairman of the Board of Directors (first appointment: 2010)
Wallet Investissement 2 SA (Belgium)	Chairman of the Board of Directors (first appointment: 2010)
Buy Way Personal Finance Belgium SA (Belgium)	Director (first appointment: 2010)
Santemedia Group Holding Sarl (Luxembourg)	Manager (class C) (first appointment: 2002)

Pierre MUTZ (Independent member) - Member of the Supervisory Board

Aged 70

Member of the Supervisory Board since:	15 May 2012
Date of first appointment:	13 May 2009
Date of expiry of the term of office:	30 June 2015
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Supervisor Board attendance rate:	100%
Audit Committee attendance rate:	100%
Remuneration and Nomination Committee attendance rate:	100%

A graduate from the military academy in Saint-Cyr, Pierre Mutz began his career in the Army in 1963, then joined the Prefectural Corps in 1980, where he was Chief of Cabinet to the Commissioner of Police in Paris, Executive Civil Servant, Staff Sub-Manager of the Police Headquarters and Director of Cabinet to the Commissioner of Police in Paris.

He also served as the Prefect of Essonne, from 1996 to 2000, Prefect of the Limousin region and Prefect of Haute-Vienne (administrator) from 2000 to 2002, Director General of the National Gendarmerie from 2002 to 2004 as well as the Commissioner of Police from 2004 to 2007.

Then he held the office of Prefect of the Ile-de-France region and Prefect of Paris between May 2007 and October 2008. Lastly, Pierre Mutz was appointed Prefect (administrator) on 9 October 2008.

Pierre Mutz is a Commander of the French Legion of Honor and the French National Order of Merit.

No other office or position was held, in 2012, in any Group company.

A list of other offices and positions held, during the past five years, in companies outside the Group, is as follows:

Thales (France) (listed company)	Director (until 15 May 2012)
Eiffage (France) (listed company)	Advisor to the Chairman (first appointment: December 2008)
Groupe Logement Français (France)	Chairman of the Supervisory Board (first appointment: December 2008)
Axa France IARD (France)	Director (first appointment: December 2008)
CIS (France)	Director (until 31 May 2011)
Ecole Normale Supérieure (France)	Director (first appointment: December 2010)
RATP (France) (listed company)	Director (until 30 October 2008)
Agence de l'eau Seine-Normandie (France)	Chairman of the Board of Directors (until 30 October 2008)

Pierre-Alain PARIENTE – Member of the Supervisory Board

Aged 77

Member of the Supervisory Board since:	15 May 2012
Date of first appointment:	9 October 2000
Date of expiry of the term of office:	30 June 2013
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Supervisor Board attendance rate:	100%

Pierre-Alain Pariente held various positions in our Company from 1970 to 1999, in particular Sales and Marketing Director of RPMU (Régie Publicitaire de Mobilier Urbain).

No other office or position was held, in 2012, in any Group company.

A list of other offices and positions held, during the past five years, in companies outside the Group, is as follows:

SCEA La Ferme de Chateluis (France)	Manager (first appointment: 23 July 2001)
Arthur SA (France)	Director (first appointment: unknown)

Xavier de SARRAU (Independent member) - Member of the Supervisory Board

Aged 62

Member of the Supervisory Board since:	15 May 2012
Date of first appointment:	14 May 2003
Date of expiry of the term of office:	30 June 2015
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Supervisor Board attendance rate:	100%
Audit Committee attendance rate:	100%

Xavier de Sarrau, an attorney, specialises in advising private companies and family businesses. He began his career in 1973 as a lawyer with Arthur Andersen in their Legal and Tax Department.

He has also held the following positions:
- from 1989 to 1993: Managing Partner of Arthur Andersen — Tax and Legal for France;
- from 1993 to 1997: Chairman of Arthur Andersen for all operations in France;
- from 1997 to 2000: Chairman of Arthur Andersen for Europe, Middle East, India, and Africa. Based in London;
- from 2000 to 2002: Managing Partner - Global Management Services. Based in London and in New York. He also served multiple terms on the Board of Directors of Arthur Andersen.

All of this experience has enabled him to acquire expertise in the areas of international taxation, ownership structures and management of private assets, complex financial instruments, mergers and reorganisations. He has also written several books and articles on international tax law and lectured at the World Economic Forum.

Xavier de Sarrau is a Knight of the French Legion of Honor and a former member of the National Bar Council (Conseil National des Barreaux).

No other office or position was held, in 2012, in any other Group company.

A list of other offices and positions held, during the past five years, in companies outside the Group, is as follows:

Lagardère SCA (France)	Chairman of the Supervisory Board (first appointment: 2010)
Bernardaud (France)	Member of the Supervisory Board (until 2012)
Financière Atlas (France)	Member of the Supervisory Board (until 2010)
Continental Motors Inns SA (Luxembourg)	Member of the Board (until 2012)
Thala SA (Switzerland)	Chairman of the Board (first appointment: 2008)
Dombes SA (Switzerland)	Member of the Board (first appointment: 2010)
FCI Holding SAS (France)	Member of the Board (until 2012)
EFTC (United States)	Member of the Board (first appointment: 2009)
16 West Halkin (United Kingdom)	Member of the Board (first appointment: 2012)
IRR SA (Switzerland)	Director (first appointment: 2009)

4.3. Nature of family ties between members of the Executive Board and Supervisory Board

Jean-Claude and Jean-Pierre Decaux, Chairman and Vice Chairman, respectively, of the Supervisory Board, are brothers.

Jean-François Decaux and Jean-Charles Decaux, Chief Executive Officer and Chairman of the Executive Board, respectively, are sons of Jean-Claude Decaux.

4.4. Convictions, penalties and conflicts of interest of members of the Executive Board and the Supervisory Board

No conviction in relation to fraudulent offences has been given against any member of the Executive Board or the Supervisory Board during the previous five years.

No official public incrimination or sanction has been made against any of them by any statutory or regulatory authority. Amongst other things, none of them has been disqualified by a court from acting as a member of an administrative, management or supervisory body or from acting in the management or conduct of the affairs of a company during the previous five years.

No member of the Executive Board or of the Supervisory Board has been associated, as a member of an administrative, management or supervisory body, with any bankruptcy, receivership or liquidation of a company during the previous five years.

4.5. Assets belonging directly or indirectly to members of the Executive Board and the Supervisory Board

Property assets

Some premises belong to companies controlled by JCDecaux Holding, which owns approximately 70.23% of the Company's shares. Thus, the premises situated in France, in Neuilly-sur-Seine, Plaisir, Maurepas and Puteaux, in London in the United Kingdom, in Brussels in Belgium and in Madrid in Spain belong to SCI Troisjean, a subsidiary of JCDecaux Holding.

The Group occupies these premises under commercial leases that have been entered into based on market conditions. The amount of rent paid is stated on page 212.

Intellectual property

The Group protects intellectual property necessary for the business (trademarks, designs and models, patents, domain names) by exclusive rights both in France and in the principal countries where it operates.

The majority of the trademarks belong to JCDecaux SA. Certain trademarks belong to JCDecaux France, which is a wholly owned subsidiary of JCDecaux SA.

The trademark "JEAN-CLAUDE DECAUX" belongs to Jean-Claude Decaux, who agreed, in an agreement dated 8 February 2001, not to use it in the same line of business as the Group's. This trademark is kept for defensive purposes, in France, to prevent use of it by third parties, but it is not used by the Group, which uses the trademark JCDecaux.

Under this agreement, JCDecaux SA and its subsidiaries have an exclusive, worldwide and royalty-free right to use and file on an unlimited basis JCDecaux trademarks, as well as any trademark containing the words "JCDecaux", in the operations relating to use and sale of advertising space on street furniture, billboards, and illuminated advertising.

The trademark "JCDecaux" is thus protected in 103 countries.

All the other intellectual property rights used by the group belong to JCDecaux SA, with the exception of a few secondary rights that belong to JCDecaux SA subsidiaries.

As at 31 December 2012, the Group owns more than 318 secondary trademarks. Over 755 designs and models registered in France and abroad protect products such as bus shelters, columns, billboards, interactive kiosks, bicycles, automatic public toilets, some of which are designed by internationally renowned architects. Patents protect technical innovations such as the computer system that regulates the provision of bicycle rentals or automatic public toilets.

As at 31 December 2012, the Group owns 88 patents in France and abroad.

4.6. Related party agreements, loans and guarantees granted by our Company

The agreements signed during and after the fiscal year, governed by Article L. 225-86 and L. 225-87 of the French Commercial Code and mentioned on page 222 of the Statutory Auditors' Special Report are as follows:

The Supervisory Board meeting of 10 February 2012 decided:

- to approve the conclusion of a revolving credit agreement between the Company and a banking pool that includes the bank Natixis, for which Laurence Debroux serves as a director.

There are no service contracts between the Company and any corporate officers conferring benefits at the end of such contract. During the fiscal year just ended, no loan or guarantee was made or granted by the Company to members of the Executive Board or Supervisory Board.

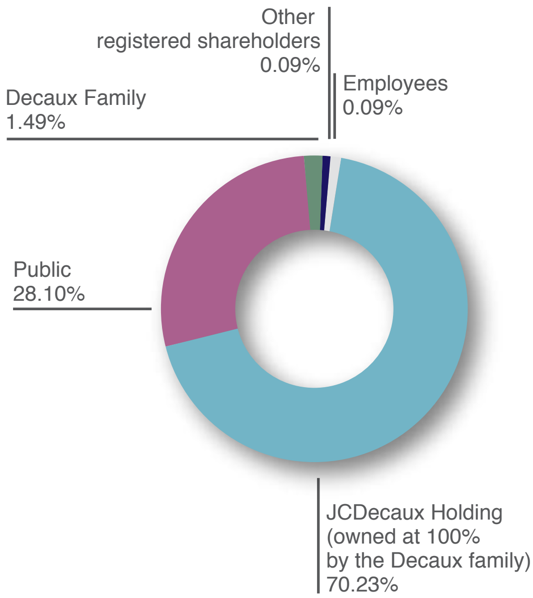
1. 1. SHAREHOLDERS AS AT 31 DECEMBER 2012

1.1.Distribution between registered shares and bearer shares

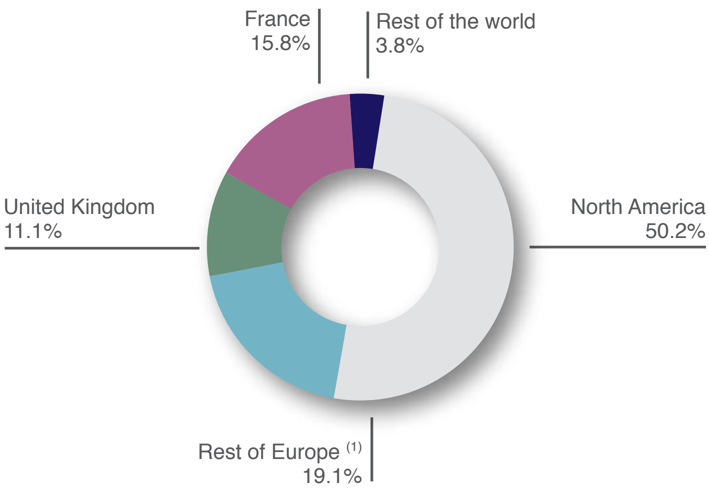
As at 31 December 2012, the share capital was €3,386,792.80 divided into 222,158,884 shares, distributed as follows:

- registered shares: 159,743,609 shares held by 158 shareholders
- bearer shares: 62,415,275 shares.

1.2. Principal shareholders



1.3. Distribution of publicly-traded floating shares by geographic area



(1) Excluding France and the United Kingdom

Source: Thomson Financial/Euroclear (on the basis of identified shares (99% of the publicly-traded floating shares))

2. CHANGE IN SHAREHOLDER STRUCTURE

Shareholders		31 December 2010			31 December 2011			31 December 2012		
		Number of shares	% of share capital	% of voting rights	Number of shares	% of share capital	% of voting rights	Number of shares	% of share capital	% of voting rights
Members of the Executive Board and Supervisory Board	JCDecaux Holding	156,030,573	70.410%	70.410%	156,030,573	70.328%	70.328%	156,030,573	70.234%	70.234%
	Jean-Charles Decaux	1,712,210	0.773%	0.773%	1,712,210	0.772%	0.772%	1,712,210	0.771%	0.771%
	Jean-François Decaux	1,156,179	0.522%	0.522%	1,156,179	0.521%	0.521%	1,156,179	0.520%	0.520%
	Jeremy Male	16,788	0.008%	0.008%	6,788	0.003%	0.003%	37,693	0.017%	0.017%
	Jean-Claude Decaux	8,175	0.004%	0.004%	8,175	0.004%	0.004%	8,175	0.004%	0.004%
	Jean-Pierre Decaux	1,574	0.001%	0.001%	1,574	0.001%	0.001%	1,574	0.001%	0.001%
	Pierre Mutz	1,000	0.000%	0.000%	1,000	0.000%	0.000%	1,000	0.000%	0.000%
	Pierre-Alain Pariente	1,020	0.000%	0.000%	1,020	0.000%	0.000%	1,020	0.000%	0.000%
	Xavier de Sarrau	11,000	0.005%	0.005%	22,400	0.010%	0.010%	22,400	0.010%	0.010%
	Monique Cohen	-	-	-	1,000	0.000%	0.000%	1,000	0.000%	0.000%
Other holders of registered shares	Jean-Sébastien Decaux	435,000	0.196%	0.196%	435,000	0.198%	0.198%	435,000	0.196%	0.196%
	Danielle Decaux	3,059	0.001%	0.001%	3,059	0.001%	0.001%	3,059	0.001%	0.001%
	Annick Piraud	18,572	0.008%	0.008%	18,572	0.008%	0.008%	18,572	0.008%	0.008%
	Gérard Degonse	32,274	0.015%	0.015%	34,289	0.015%	0.015%	23,701	0.011%	0.011%
	FCPE JCDecaux Developpement	186,400	0.084%	0.084%	188,300	0.085%	0.085%	188,400	0.085%	0.085%
	Others	73,278	0.033%	0.033%	96,822	0.044%	0.044%	103,053	0.046%	0.046%
Subtotal registered shares	Total	159,687,102	72.060%	72.060%	159,716,961	71.990%	71.990%	159,743,609	71.905%	71.905%
Shareholders declaring that they have crossed a threshold	ING	13,427,377 (1)	6.059% (1)	6.059% (1)	13,427,377 (1)	6.052% (1)	6.052% (1)	11,090,203 (2)	4.992% (2)	4.992% (2)
	Treasury shares	0	0.000%	0.000%	0	0.000%	0.000%	0	0.000%	0.000%
	Public	48,487,636	21.880%	21.880%	48,715,965	21.958%	21.958%	51,325,072	23.103%	23.103%
TOTAL		221,602,115	100.000%	100,000%	221,860,303	100.000%	100.000%	222,158,884	100.000%	100.000%

(1) According to the declaration of threshold crossing dated 14/07/08

(2) According to the declaration of threshold crossing dated 27/07/12

Share capital and voting rights at 31 December 2012

The number of voting rights at 31 December 2012 was 222,158,884 shares equal to the number of shares forming the capital. As at 31 December 2012, in the absence of own shares held by the Company and in the absence of double voting rights, there is no difference between the percentage of share capital and percentage of voting rights.

To the Company's knowledge, there are no shareholder agreements or concerted actions.

As at 31 December 2012, the percentage held by the personnel directly or through specialist investment undertakings was 0.085%.

As at 31 December 2012, certain members of the Executive Board and of the Supervisory Board, listed above, owned 2,941,251 of the Company's shares, accounting for approximately 1.323% of the share capital and voting rights.

As at 31 December 2012, certain members of the Executive Board (Jean-Charles and Jean-François Decaux) and the Supervisory Board (Jean-Claude and Jean-Pierre Decaux) listed below, owned in full ownership and bare ownership 1,290,615 JCDecaux Holding shares (accounting for approximately 67% of the capital and voting rights of that company), which, in turn, owns approximately 70.234% of our Company's shares.

As at 31 December 2012, certain members of the Executive Board, listed on page 181, held securities giving access to the Company's share capital.

As at 31 December 2012, no material pledges, security interests or guarantees in respect of shares of our Company existed.

Dividends

Over the last three fiscal years, a dividend of just €0.44 per share was distributed in 2012 for fiscal year 2011.

Unclaimed dividends will revert to the French State five years from the payment date.

3. COMPANIES THAT OWN A CONTROLLING INTEREST IN THE COMPANY

The Company's principal shareholder is JCDecaux Holding, Société par Actions Simplifiée, which is majority owned by the Decaux family, and the corporate purpose of which is principally to give strategic direction to companies in which it directly or indirectly holds interests.

As of 31 December 2012, the share capital of JCDecaux Holding was held as follows:

SHAREHOLDERS	NUMBER OF SHARES		% OF SHARE CAPITAL
	FULL OWNERSHIP	BARE OWNERSHIP	
Jean-François Decaux	40,760		2.105%
Jean-Charles Decaux	40,760	604,500 (1)	33.331%
Jean-Claude Decaux	31		0.002%
Jean-Pierre Decaux	64		0.003%
JFD Investissement	175,500		9.066%
JFD Participations		429,000 (1)	22.160%
Open 3 Investimenti	40,760		2.105%
Jean-Sébastien Decaux		604,500 (1)	31.226%
Danielle Decaux	35		0.002%
Subtotal	297,910	1,638,000	100.000%
TOTAL	1,935,910		100.000%

(1) Jean-Claude Decaux has the beneficial ownership of these shares

JCDecaux Holding controls the Company within the following limitations:

Neither the articles of association, nor the By-Laws of the Board contain provisions that could have the effect of delaying, deferring or prevent a change in control presently held by JCDecaux Holding.

No double voting rights or other advantages, such as bonus shares, have been granted to the controlling shareholder, JCDecaux Holding.

With regard to JCDecaux SA's corporate governance bodies, half of the members of the Supervisory Board are independent. Half of the Remuneration and Nomination Committee also consists of independent members. The Audit Committee is fully independent.

The agreements with JCDecaux Holding or with family companies, especially leases and services contracts, as set out on page 212 of this Annual Report, were made at arm's length.

Lastly, it should be noted that the compensation of the corporate officers, who are members of the Decaux family, is reviewed annually by JCDecaux SA's Remuneration and Nomination Committee. The compensation of members of the Decaux family who have positions within the Group, but are not members of management, is set out in a manner that is identical to that of persons who perform similar roles within the Group.

4. CONDITIONAL OR UNCONDITIONAL CALL OPTION OR AGREEMENT ON SHARES OF GROUP COMPANIES

Such options or agreements are listed in the Notes to the Consolidated Financial Statements 107 and 124 of this Annual Report.

5. JCDECAUX STOCK PERFORMANCE IN 2012

JCDecaux shares are traded on Euronext Paris by NYSE Euronext (Section A), and only on that market.

JCDecaux shares have been among the shares on the SBF 120 index since 26 November 2001, and the Euronext 100 index since 2 January 2004.

Since 3 January 2005, JCDecaux has also joined a new stock index, called the CAC Mid100 index. This index consists of the Mid100 first market capitalisations that follow the 60 largest stocks that make up the CAC 40 and CAC Next20.

As at 31 December 2012, the number of shares was 222,158,884 and the share capital included no shares held in the Treasury. The weighted average number of shares outstanding in fiscal year 2012 was 221,723,424 shares. On average 179,804 shares were traded per day.

JCDecaux shares closed the year 2012 at €17.99, up 1.1% compared with 31 December 2011.

JCDecaux has been included in the two leading ethical investment indexes, which list the best companies according to strictly defined criteria of corporate social responsibility:

- Since 2003, JCDecaux has been part of the ASPI Eurozone Index, a European index composed of the 120 top-rated companies in the DJ Stoxx SM.

- Since 2009, JCDecaux is included in the Ethibel Excellence Investment Register, one of the leading European indexes in the field of social responsible investments.

6. TREND IN TRADING PRICE AND TRADING VOLUME

Since 1 January 2011, the trading price and trading volumes of JCDecaux shares have been as follows:

	PRICES			VOLUMES		
	Highest (in euros)	Lowest (in euros)	Closing price (in euros)	Number of shares traded	Average shares traded	Stock market capitalisation [(1)]
2011						
January	24.44	21.82	23.37	3,563,387	169,685	5,178.83
February	25.14	22.10	23.40	2,853,839	142,692	5,184.37
March	24.10	21.28	23.68	3,327,044	144,654	5,247.53
April	24.38	22.55	23.59	2,455,243	129,223	5,227.59
May	23.88	21.74	22.34	2,503,089	113,777	4,949.49
June	22.72	20.72	22.11	2,723,353	123,789	4,898.98
July	23.57	19.06	19.23	4,586,396	218,400	4,261.80
August	19.68	15.10	17.26	5,851,565	254,416	3,824.10
September	19.71	14.63	18.68	6,457,055	293,503	4,138.80
October	20.59	17.35	19.37	4,661,984	221,999	4,291.72
November	19.95	17.12	19.31	4,490,487	204,113	4,279.54
December	19.98	17.07	17.80	2,806,378	133,637	3,943.78
2012						
January	19.69	17.13	19.39	3,884,643	176,575	4,300.75
February	20.86	19.21	20.83	2,890,416	137,639	4,621.34
March	23.48	20.42	22.91	4,567,747	207,607	5,082.81
April	23.18	20.28	21.44	3,524,991	184,055	4,755.57
May	23.15	16.70	16.90	5,096,255	210,067	3,750.08
June	17.77	15.99	17.39	3,839,414	179,277	3,858.81
July	19.28	16.13	16.45	3,691,751	166,671	3,650.22
August	18.30	15.80	18.14	3,924,154	156,172	4,025.23
September	19.58	17.44	17.66	4,161,132	207,494	3,918.72
October	18.25	15.75	16.33	3,713,970	159,317	3,627.41
November	17.66	15.84	17.40	3,760,235	161,398	3,863.98
December	18.93	17.35	17.99	3,025,120	159,157	3,995.52
2013						
January	21.08	17.79	20.61	5,746,316	246,400	4,577.58
February	22.20	20.33	20.80	3,103,055	150,916	4,620.90

(1) Source: Thomson Financial (on the basis of the last closing trading price of the month).

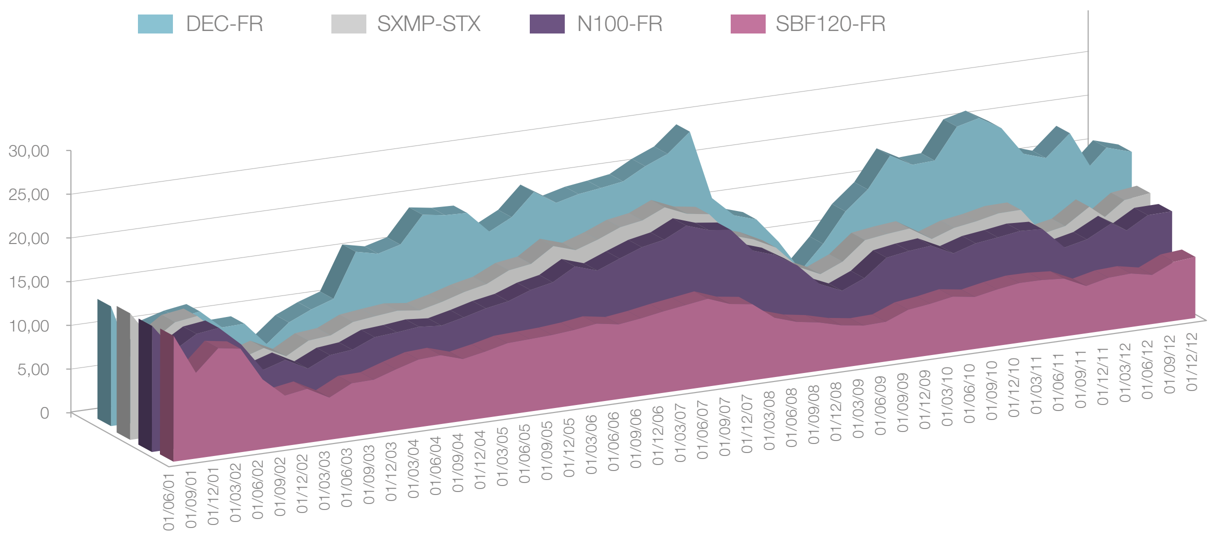
SHARE INFORMATION	
ISIN Code	FR 0000077919
SRD/PEA Eligibility	Yes / Yes
Reuters Code	JCDX.PA
Bloomberg Code	DEC FP

2012 TRADING DATA	
Highest price (26/03/2012) [(1)]	23.24
Lowest price (08/11/2012) [(1)]	16.025
Stock market capitalisation [(2)]	3,995.53
Average daily volume	179.804

Source: Thomson Financial
[(1)] In euros, closing price.
[(2)] In millions of euros, as of 31 December 2012.

Change in JCDecaux share price and trading volumes in 2012

Performance in JCDecaux share price since the IPO on 21 June 2001 compared to the SBF 120, Euronext 100, and DJ Euro Stoxx Media indices



7. SHAREHOLDERS INFORMATION

Nicolas Buron
Manager of Financial Communications and Investor Relations
Tel.: + 33 (0) 1 30 79 44 86
Fax: + 33 (0) 1 30 79 77 91
E-mail: investor.relations@jcdecaux.fr

Market Information is available to shareholders at the following website: www.jcdecaux.com.

Provisional financial reporting calendar

DATE	EVENT
6 may 2013	First quarter 2013 revenues and quarterly information
15 may 2013	Annual General Meeting of Shareholders
29 july 2013	Second quarter 2013 revenues and 2013 half-yearly results and half-yearly financial report
7 november 2013	Third quarter 2013 revenues and quarterly information

1. GENERAL INFORMATION

1.1. Amount of share capital

As at 31 December 2012, the Company's share capital totalled €3,386,792.80, divided into 222,158,884 shares, all of the same class and fully paid up. The breakdown of the shareholding structure is set out on pages 194 and 195 of this Annual Report.

1.2. Provisions in the articles of association relating to changes in the share capital and voting rights attached to shares

Any changes in the share capital or rights attached to shares are subject to applicable laws, since the articles of association do not make any specific provisions.

1.3. Change in the share capital over the past three years

Date	Transaction		Number of shares issued/ cancelled	Nominal amount of the capital increase / reduction (in euros)	Issue premium per share (in euros)	Total amount of the issue premium (in euros)	Successive amounts of share capital (in euros)	Total number of shares	Nominal value
31/12/09	Capital increase by exercise of stock options		89,345	1,362.06	10.77	962,176.12	3,374,765.27	221,369,929	(1)
06/05/10	Increase in capital by the allocation of bonus shares		10,588	161.41	17.13	181,422.79	3,374,926.68	221,380,517	(1)
31/12/10	Capital increase by exercise of stock options		221,598	3,378.24	16	3,545,502.06	3,378,304.92	221,602,115	(1)
07/06/11	Capital increase by grant of bonus shares		21,188	323.00	21.75	460,516.00	3,378,627.92	221,623,303	(1)
31/12/11	Capital increase by exercise of stock options		237,000	3,613.04	16.76	3,972,562.91	3,382,240.96	221,860,303	(1)
10/05/12	Capital increase by grant of bonus shares		31,905	486.39		572,830.05	3,382,727.35	221,892,208	(1)
		Of which	*15,807*	*240.98*	*16.92*	*267,213.46*			
			16,098	*245.41*	*19.00*	*305,616.59*			

07/12/12	Capital increase by grant of bonus shares	27,056	412.47	17.40	470,361.93	3,383,139.82	221,919,264	(1)
31/12/12	Capital increase by exercise of stock options	239,620	3,652.98	19.81	4,746,507.46	3,386,792.80	222,158,884	(1)

(1) When the share capital was converted into euros in June 2000, the reference to the nominal value of the shares was deleted from the articles of association.

1.4. Delegations of authority granted to the Executive Board to increase share capital, used and valid, during the financial year

Date of Shareholders' Meeting	Description of authority delegated to Executive Board	Maximum amount authorised	Authority expiry date	Beneficiary Categories	Use made of delegation by the Executive Board in 2012
11/05/11	To increase the share capital by issuing - with pre-emptive right - shares and/or securities giving access to the Company's capital and/or by issuing securities giving entitlement to an allotment of debt instruments.	€2.3 million	10/07/2013	Shareholders	Not used
11/05/11	To increase the share capital by issuing - without pre-emptive right - shares and/or securities giving access to the Company's capital and/or by issuing securities giving entitlement to an allotment of debt instruments by way of public offering. The same authorisation was given for the allotment of debt instruments by means of private investment.	€2.3 million	10/07/2013	Shareholders	Not used
11/05/11	To issue shares or negotiable securities giving access to the capital without pre-emptive right, in consideration for contributions in kind relating to equity securities or securities giving access to the capital.	10% of the share capital	10/07/2013	Shareholders	Not used
11/05/11	To increase the Company's share capital, on one or more occasions, through capitalisation of premiums, reserves or profits.	€2.3 million	10/07/2013	Shareholders	Not used
11/05/11	To decide to increase the number of securities to be issued (over-allocation option) as part of a capital increase with or without pre-emptive right.	Maximum of 15% of the initial issue and within the maximum threshold fixed for the issue of shares or securities.	10/07/2013	Beneficiaries of the initial transaction	Not used

11/05/11	To decide to increase the Company's share capital for the benefit of employees (subscriptions under a Company Savings Plan, apart from stock options).	Maximum nominal amount of €20,000 (issue price corresponding to average share price during last 20 trading days, discounted 20% or 30%).	10/07/2013	Subscribers to Company Savings Plans	Not used
11/05/11	To decide to grant stock and share purchase options.	4% of the share capital (issue price corresponding to average share price during last 20 trading days).	10/07/2013	Employees or Company officers or certain of them	The Executive Board granted 1,144,734 stock options on 21 February 2012
11/05/11	To decide to grant bonus shares	0.5% of the share capital (issue price corresponding to average share price during last 20 trading days).	10/07/2013	Employees or Company officers or certain of them	The Executive Board granted 21,900 bonus shares on 21 February 2012

2. BUYBACK OF THE COMPANY'S OWN SHARES

2.1. Buyback of the company's own shares during the fiscal year

The Combined Extraordinary and Ordinary General Meeting of Shareholders held on 11 May 2011 granted the Executive Board the authority, for a period of 18 months, to buy back the Company's shares on the market up to a limit of €30 per share and up to an aggregate maximum amount of €664,806,330, with a view to cancelling said shares.

This delegation was not used during the 2012 fiscal year by the Executive Board.

The Combined Extraordinary and Ordinary General Meeting of Shareholders held on 15 May 2012 granted the Executive Board the authority, for a period of 18 months, to buy back the Company's shares on the market up to a limit of €25 per share and up to an aggregate maximum amount of €554,650,750, with a view to cancelling said shares.

This delegation was not used during the 2012 fiscal year by the Executive Board.

2.2. New share buyback programme

A new share buyback programme, together with a resolution authorising cancellation of the shares repurchased, will be submitted to the Shareholders for their authorisation at the Combined Extraordinary and Ordinary General Meeting of Shareholders to be held on 15 May 2013.

The main features of this programme are as follows

- affected shares: Company's shares;
- maximum percentage authorised to be repurchased by the General Meeting of Shareholders: 10% of the shares of the Company's share capital outstanding at any time, this percentage applying to an amount of adjusted share capital based on the transactions affecting it subsequent to the General Meeting of Shareholders to be held on 15 May 2013, or, for indicative purposes, 22,215,888 shares as at 31 December 2012;
- maximum unit price authorised: 25 euros;
- maximum amount of the programme: 555,397,200 euros for 22,215,888 shares.
- Objectives of this programme:
  - implementation of any Company stock option plan under the provisions of Articles L. 225-177 et seq. of the French Commercial Code, or
  - the granting or sale of shares to employees to reward them for contributing to the Company's growth and implementation of any employee savings plan under the terms and conditions provided by law and particularly under Articles L. 3332-1 et seq. of the French Labour Code, or
  - the granting of bonus shares as provided under the provisions of Articles L. 225-197-1 et seq. of the French Commercial Code, or
  - the delivery of shares upon exercise of rights attached to securities giving access to the capital by redemption, conversion, exchange, presentation of a coupon, or in any other manner, or
  - the cancellation of all or part of the shares thereby acquired, subject to approval at the Combined Extraordinary and Ordinary General Meeting of Shareholders to be held on 15 May 2013 and according to the terms indicated therein, or
  - the delivery of shares in respect of an exchange, payment, or otherwise in connection with external growth transactions, mergers, spin-offs or contribution transactions, under applicable law and regulations, or
  - support for a secondary market or for the liquidity of JCDecaux SA shares by an investment service provider in connection with a liquidity contract that complies with the ethical standards

of the Autorité des Marchés Financiers (French Financial Markets Authority).

This authority would also allow the Company to conduct transactions for any other authorised purpose or transactions that may be authorised by applicable law or regulations. In such case, the Company would advise the shareholders by means of a press release.

- Length of the programme: this programme would expire 18 months from the date on which the General Meeting of Shareholders is held, scheduled for 15 May 2013, that is, until 14 November 2014.

1. GENERAL INFORMATION

Company name
JCDecaux SA

Registered office
17 rue Soyer 92200 Neuilly-sur-Seine

Principal administrative office
Sainte Apolline 78378 Plaisir Cedex

Telephone number
33 (0)1 30 79 79 79

Companies' Register
307 570 747 (Nanterre)

Legal form
French corporation (Société Anonyme) with an Executive Board and Supervisory Board

Governing law
French law

Date of incorporation
05 June 1975

Expiry Date
5 June 2074 (except in the event of early dissolution or extension)

Fiscal year
from 1 January to 31 December

Company purpose

The Company's purpose in France and abroad is:

- the study, invention, development, manufacture, repair, assembly, maintenance, leasing and sale of all articles or equipment destined for industrial or commercial use, and especially the manufacture, assembly, maintenance, sale and operation of all types of street furniture, whether advertising or not, and the provision of all services, including advisory and public relations services;
- the transport of goods, directly or indirectly, by road and leasing of vehicles for transport of such goods;
- advertising, marketing of advertising space on all types of street furniture, billboards, as well as on any other media, including neon signs, façades, television, radio, the Internet and all other media, and the undertaking on behalf of third parties of all sales, leasing, display, installation and maintenance of advertising displays and street furniture;
- the management of investments in negotiable securities, particularly relating to advertising and especially billboards, and use of its resources to invest in securities, especially through acquisition of, or subscription for, shares, equity interests, bonds, bills and notes, or other securities issued by French or foreign companies and relating particularly to advertising;

and more generally, any financial, commercial, business or real estate transactions that may be related, directly or indirectly, to the corporate purposes or likely to extend or develop them more easily;

In particular, the Company may organise a centralised treasury management system with all companies in which it has a direct and/or indirect equity interest, for the purpose of optimising its credit, such as by investing its surplus cash, in any manner permitted by law at that time.

Crossing thresholds set out in the articles of association

In accordance with Article 9 of the articles of association, in addition to the declarations for crossing thresholds expressly provided for under the paragraphs 1 and 2 of Article L. 233-7 of the French Commercial Code, any individual or entity acting alone or in unison with others who becomes the owner, directly or indirectly, through one or more companies that it controls within the meaning of Article L. 233-3 of the French Commercial Code, of a number of shares representing 2% or more of the share capital or the voting rights, must notify the Company by registered letter with acknowledgement of receipt within five trading days of crossing such threshold of the total number of shares and voting rights the individual then owns, as well as of any securities giving access to the capital or voting rights which may potentially be attached. The same notice requirement applies each time a change of more than 1% in shareholding occurs in respect of such threshold.

Such notice must also be given to the Company when a shareholder's ownership of shares or voting rights falls below one of the aforementioned thresholds.

The legal penalties in the event of the non-observation of the obligation to declare the crossing of the legal thresholds also apply in the event of the non-declaration of the thresholds stipulated in these articles of association, at the request, recorded in the minutes of the he General Meeting of Shareholders, of one or more shareholders holding at least 5% of the Company's share capital or voting rights.

Annual General Meeting of Shareholders

General Meetings of Shareholders are held and transact business under the terms and conditions provided by law. They may be held at the registered office or at any other location in France.

General Meetings of Shareholders are open to all shareholders, regardless of the number of shares they hold, as long as their shares have been fully paid up, to the extent that payment is due.

The right to be present in person or represented by proxy at the Shareholders' Meeting is subject to the shareholder being registered either in the books and records of registered shareholders kept by the Company, or in accounts for bearer shares held in registered form by an authorised broker or agent, under the terms and conditions and subject to the deadlines provided under applicable law and regulations.

There are no preference shares. For detailed information, refer to Article 22 of the articles of association.

Functionning of the Corporate bodies

The Executive Board and the Supervisory Board function in accordance with the French reglementation. All details are given in the "Corporate governance" section of this report.

Consultation of legal documents

The articles of association and other documents relating to the Company can be consulted on the Company's website and/or at its registered office:

17 rue Soyer 92200 Neuilly-sur –Seine

www.jcdecaux.com

2. HISTORY

1964
Jean-Claude Decaux invents the concept of street furniture and forms JCDecaux. First street furniture concession in Lyon.

1970s
The Group becomes established in Portugal and Belgium.

1972
First free-standing information panels (MUPI®). Street furniture contract for Paris.

1973
Launch of the short-term (seven-day) advertising campaign.

1980s
Expansion in Europe, Germany (Hamburg), the Netherlands (Amsterdam) and Northern Europe.

1980
Installation of the first automatic public toilets in Paris.

1981
First electronic information panels.

1988
Creation of "Senior®", the first large format billboard and street furniture, measuring 8 sq.m.

1990s
JCDecaux is present on three continents: in Europe, the United States and Asia-Pacific.

1994
First street furniture contract in San Francisco.

1998
JCDecaux extends the concept of street furniture to shopping malls in the United States.

1999
Acquisition of Avenir and diversification of the business into billboard and transport advertising. JCDecaux becomes a world leader in outdoor advertising.

2001
Partnership with Gewista in Central Europe and IGPDecaux in Italy. JCDecaux becomes the leading Billboard company in Europe. JCDecaux wins contracts for Los Angeles and Chicago, in the United States.

2002
JCDecaux signs the Chicago contract in the United States and, in partnership with CBS Outdoor, wins the tender for the city of Vancouver in Canada.

2003
JCDecaux increases its stake in Gewista, a leader in outdoor advertising in Austria, to 67%.

2004
JCDecaux renews the street furniture contract for Lyon. In Asia-Pacific, the Group signs the first exclusive bus shelter advertising contracts in Yokohama, the second largest city in Japan, and wins the contract to manage advertising space in Shanghai's airports, in partnership with the latter.

2005
JCDecaux makes three major acquisitions in China and becomes number one in outdoor advertising in this fast-growing market. The Group simultaneously pursues its growth in Japan.

2006
JCDecaux makes several acquisitions in order to penetrate new high-growth markets or to consolidate positions in mature markets. JCDecaux thus acquires VVR-Berek, the leading outdoor advertiser in Berlin, and invests in Russia and the Ukraine. The Group accelerates its growth in Japan.

2007 and 2008
JCDecaux renews a number of major contracts, particularly in France, and introduces self-service advertising-financed bicycle systems, including the Vélib' programme in Paris. The Street Furniture business accelerates its expansion in Japan, adding four new contracts, and the Group pursues its growth in India and China, with the renewal and extension of the advertising contract for the Shanghai underground. JCDecaux makes acquisitions and alliances to penetrate new high-growth markets, particularly in the Middle East and Central Asia.

2009
JCDecaux reinforces its market position in Germany by becoming a majority shareholder of Wall AG.

2010
JCDecaux acquires certain rail and retail advertising assets of Titan Outdoor UK Ltd in the United Kingdom.

2011
JCDecaux acquires from Presstalis, a press distributor and marketing company, 95% of the shares in the company MédiaKiosk

2012
In October 2012, JCDecaux announces the acquisition of 25% of Russ Outdoor, the largest outdoor advertising company in Russia. The acquisition is completed in February 2013.

3. RISK FACTORS

The Company's internal control procedures describe the organisation and procedures introduced within the Group to manage risks, page 167.

3.1. Risks related to advertising business activities

In the event of a worldwide recession, the advertising and communications sector is quite susceptible to business fluctuations as many advertisers may cut their advertising budgets. The Group must deal with the cyclical nature of the advertising market. The geographical distribution of the Group lets it minimise the effects of any general decline in the sector since reactions are disparate and occur at different times on the markets in the various countries in which it operates.

3.2. Risks run as part of the business

The Group relies on its legal teams to ensure the application of regulations in each country and monitor related changes.

The Group's reputation

Our business is closely linked to the quality and integrity of the relations we have with local governmental authorities, essentially with respect to our Street Furniture business. Our reputation for, and our history of, integrity are essential factors that help us to procure contracts with local governments.

Beginning in 2001, we developed ethical rules applicable to our entire business. These rules were revised in 2005 and in 2009 and have been broadly distributed throughout the Group. They have been clarified with terms and conditions of application adapted to our lines of business in order to avoid any misunderstanding as to their interpretation.

Reliance on key executive officers

We depend to a large extent on the continued services of the key executive officers. The loss of the services of any of the key executive officers could have an adverse effect upon the business.

Risks related to public procurement procedures

Concluding contracts with local governments in France and elsewhere is subject to complex statutory and regulatory provisions.

Over time the Group has accrued teams of lawyers with specialised knowledge in public and administrative law to manage bids in France and elsewhere. These teams analyse the content of the public tenders and ensure strict compliance with procedures and standard specifications issued by the procurement authority.

The preparation of responses to public tenders follows a precise process that includes all of the relevant departments of our Company, under the supervision of a member of the Executive Board. Responses to tenders that do not meet certain criteria or that exceed certain limits are systematically referred to the Executive Board for approval.

The complexity of the procedures and the multiplicity of the existing paths of recourse, before and after signing the contract, increase the possibility of the Group being involved in litigation.

Furthermore, if a public procurement contract is voided by a court decision, compensation is awarded to the counterparty, but it does not necessarily cover the full amount of the loss.

Lastly, in certain countries where the Group exercises its business, including France, any local authority that is part of a contract under public law can terminate it at any time, in whole or in part, for reasons in the general interest. The scope of the compensation due to offset the loss of the counterparty remains in this case up to the court's assessment.

Risks related to the change in applicable regulations

- **Risks related to regulations applicable to billboards**

The outdoor advertising industry is subject to significant governmental regulation at both the national and local level, in the majority of countries in which the Group operates, relating to the luminosity, nature, density, size and location of billboards and street furniture in urban and other areas, and regulation of the content of outdoor advertising (including bans and/or restrictions in certain countries on tobacco and alcohol advertising). Local regulations, however, are generally moving in the direction of reducing the total number of advertising outlets, and/or a reduction in their size, and local authorities are becoming stricter in applying existing law and regulations. Part of the advertising outlets, in particular in the area of billboards, could therefore, in the future, have to be removed or relocated in certain countries. By way of illustration, in 2012, Singapore introduced restrictions on the maximum size of advertising structures according to their location and the Czech Republic voted to amend the "Road Act" with a view to removing, within five years, all advertising boards on motorways, highways and major traffic routes.

In France, the Environmental Code has been changed as part of the global environmental project called "Grenelle 2", initiated by the law of 12 July 2010. The implementing decree relating to advertising, signs and advance signs was published on 31 January 2012 in the Official Gazette, for entry into force on 1 July 2012.

It constitutes the new national regulations but will be susceptible to more restrictive adaptations by local governments. In the absence of local regulations in force, operators have until July 2014 to apply the new text. In other cases, they will have two years as of the revision of the local regulations, which the local authorities should bring into effect by July 2020 at the latest.

Pursuant to the balances desired by law, the text confers a common regulatory basis to new outlets likely to be implemented by order of the Town Council: hoardings on scaffolding, which could accommodate advertising on up to 50% of their surface, and for which the ceiling may be lifted in the case of work labelled BBC renovation; vinyl banners on blind walls, which must have a distance of 100 metres between them; exceptionally large outlets to advertise temporary events, which can accommodate advertising of up to 50 sq.m. in the case of digital outlets.

The decree also fixes regulations applicable in specific economic zones, in particular in airports that could house advertising outlets, including digital, of up to 50 sq.m. when the annual passenger flow is three million passengers per year.

Finally, the economic model for street furniture is maintained in full. Given its specific function, it is not subject to extinction or density regulations (unless otherwise stated in a decision under local advertising regulations). It is modernised with the possibility of a digital format of up to 8 sq.m.

The overall estimated impact, which will materialise gradually during the period of implementation of the decree, should not be significant at Group level.

- **Risks related to regulations applicable to advertising content**

- Risks related to regulations applicable to alcoholic beverage advertising

The European Directive dated 30 June 1997 regulates the advertising of alcoholic beverages. Laws and regulations in this area vary considerably from one European country to another, from complete prohibition of advertising to permission only at points of sale or within a certain zone. However, the majority of the European Union States have adopted laws that restrict the content, presentation and/or timing of such advertising.

In China, "Regulatory Rules on Alcoholic Beverages Advertising" is subject to regulation under the Regulatory Rules on Alcoholic Beverage Advertising, dated 17 November 1995, in particular submitting it to a prior health certificate. South Korea has banned this type of advertising since September 2012.

Advertising of alcoholic drinks is banned in countries where Islamic law is applied (Qatar, Saudi Arabia, Sultanate of Oman). An extension to these restrictions may have a negative impact on the revenue from the relevant countries.

In 2012, alcohol advertising accounted for 4.1% of the Group's consolidated revenue, compared to 4.3% in 2011.

- Risks related to regulations applicable to tobacco advertising

Anti-tobacco campaigns have become a major priority in the European Union, and European countries have taken steps to harmonise the legislation against advertising tobacco products, in particular EU Directive 89/552/EEC, as amended by Directive 97/36/EC, on Television without Frontiers, which harmonises the ban on advertising tobacco products.

Tobacco advertising on billboards is banned in Saudi Arabia, Australia, Belgium, Denmark, Spain, Finland, France, Norway, Ireland, Iceland, Italy, Luxembourg, Uzbekistan, The Netherlands, Poland, Portugal, UK, Slovakia and Sweden, as well as the majority of the States in the US. Tobacco products advertising is permitted, subject to restrictions, in Germany, Austria and China.

An extension to these restrictions may have a negative impact on the revenues from the relevant countries.

In 2012, tobacco advertising accounted for 0.8% of our consolidated revenue, compared to 0.7% in 2011.

- Other risks related to regulations applicable to advertising content

Local regulations may decide to temporarily or permanently ban certain advertising content that may be against public interest. For example, the local government of Beijing in China decided in March 2011 to ban advertisements on outdoor advertising displays that extol overly hedonistic or upscale lifestyles as a response to the population's concerns about the widening gap between the rich and the poor in the country.

The content of the advertisements must adhere to principles of decency, morality and truthfulness, notions which can differ from one country to another. Additional restrictions exist from country to country, such as the ban on advertising of pharmaceuticals or drug companies or compliance with strict criteria on the body mass of models appearing on advertisements as part of the fight against anorexia.

- **Risks related to regulations applicable to other media**

The application in France of the EU Television without Frontiers Directive of 3 October 1989, has involved a gradual opening of media to all industries. In France, the Decree dated 7 October 2003 provides for gradual access for large retailers to television advertising, and all televised media (local channels, cable, satellite and broadcast channels) became open to large retailer advertising from 1 January 2007. This access has had an unfavourable impact on outdoor advertising since 2007.

- **Counterparty risks related to dependence on customers and suppliers**

The Group has a diversified customer portfolio and as presented on page 32, does not depend on a single customer or a group of specific customers to achieve its revenues. Similarly, the Group uses a large number of suppliers for both finished products and services and its strategic supplies are not concentrated on a limited number of suppliers in such a way as would lead to excessive dependence on them.

3.3. Risks related to regulation of competition

An element of our growth strategy involves acquisitions of additional outdoor advertising companies, many of which are likely to require the prior approval of national or European competition authorities.

The European Commission or national competition authorities could prevent us from making certain acquisitions or impose conditions limiting such acquisitions.

In connection with our business, we bring actions and other proceedings with national competition authorities, or are the subject of actions and proceedings brought by our competitors, due to our prominence within the market.

3.4. Legal risks

The JCDecaux Group is involved in several disputes, such as those relating to the terms of implementation of some of its agreements with its licensors and to relations with suppliers.

Moreover, its business activities with local governmental authorities, in France and abroad, can lead to specific legal proceedings. Thus, the JCDecaux Group is involved in disputes concerning the attribution or termination of street furniture and/or billboard contracts, as well as disputes relating to the taxation of its business.

As far as we are aware, there are no court, arbitration or administrative proceedings, including any that have been suspended or threatened, likely to have or which have had material effects on the financial situation or profitability of the company and/or Group over the past 12 months, to our knowledge.

3.5. Risks covered by Insurance

Policy

Given the similarity of the operations in various countries, the strategy is to cover essential risks centrally under worldwide insurance policies taken out by JCDecaux SA with major international insurers. The Group therefore obtains coverage for risks of damage to property and operating losses, as well as for public liability risks and corporate officers' insurance.

This strategy enables us both to obtain a significant level of coverage on the basis of worldwide premium rates, but also to ensure that the degree of coverage applicable to our companies, both in France and elsewhere, is consistent with the potential risks that have been identified and with our Group strategy for risk coverage.

The group may also obtain local and/or specific coverage to comply with locally applicable laws and regulations or to meet specific requirements. Purely local risks, such as covering risks associated with motor vehicles, are covered by each country, under its responsibility.

For essential risks, our worldwide coverage applies where there are differences or gaps in the terms and conditions or limits of coverage under local policies.

Implementation

The insurance management policy is to identify major catastrophic risks by assessing those which would have the most significant consequences for third parties, employees and for the Group.

All material risks are covered under a worldwide Group insurance programme, with self-insurance (deductibles) provided only in respect of frequent risks. Accordingly, to obtain the most value for insurance costs and have full control over risks, the Group self-insures, under insurance deductibles, for recurring operating risks and mid-range or low-level risks, essentially through Business Interruption/Casualty, Third-party Liability and Vehicle Fleet policies.

The aggregate amount of premiums paid in 2012 totalled €2,658,000.

As a matter of policy, the JC Decaux Group does not obtain coverage from insurers unless they have a very high credit rating.

All of these insurance programmes include levels of deductibles, which include levels of coverage that, in light both of the Group's past risk history, in particular the severe storms of 1999 in Europe, and the appraisals of the essential industrial facilities, have the objective of insuring major risks that are exceptional in character.

Principal Group policies

The main coverage provided by the Group's policies is as follows

- **Civil liability**

The Group self-insures risks in unit amounts below or equal to €3,000 in general, the excess being higher for operations in France and the UK (excess of €10,000), in Spain (excess of €5,000) and in the United States (excess of $7,500).

Above these deductibles, the Group has put in place successive levels of coverage, the amounts of which have been determined after analysis of risk factors specific to the Group's business and their possible consequences. These levels cover all the global subsidiaries.

The basic deductible of these Group policies is €1 million; below that level, specific policies have been taken out in each country. In 2012, there were no major claims.

- **Property damage - Business interruption**

The single insurance programme implemented for the principal European countries (a "free servicing agreement") was continued in 2012. The Group's other main foreign subsidiaries are covered under a worldwide programme that provides reinsurance of local policies put in place.

The smaller foreign subsidiaries are insured outside the network, locally, and the Group policy provides coverage of losses under different conditions and/or limits.

Advertising structures are covered up to €15 million per claim.

Operating facilities, especially facilities where posters are prepared, are insured up to €100 million per claim. Coverage limitations include business interruption losses as a result of a covered event.

In 2012, two major incidents resulting from floods in Asia and a fire in a shopping centre in the Middle East took place.

An absolute deductible of €50,000 applies to each claim. This deductible was reduced to €15,000 for the smallest subsidiaries.

In terms of business interruption, the applicable deductible of 10% of the amount of the claim, with a minimum of €15,000 and a maximum of €1,000,000, has been continued.

The strategy described above is provided as an illustration of a situation over a given period and should not be considered as representative of a permanent situation.

Our insurance strategy may change at any time — and particularly when the Group's major policies are renewed, as will occur in July 2013 — depending on the occurrence of insurable events, the appearance of new risks or market conditions.

3.6. Market risks

Market risks are discussed in the Note to the Consolidated Financial Statements on page 121 of this Annual Report.

JCDecaux SA is rated "Baa2" by Moody's and "BBB" by Standard and Poor's (Moody's last rating was on 7 February 2013, and Standard and Poor's on 20 December 2012), each of these ratings had a "stable outlook", as was the case on 31 December 2011.

3.7. IT risks

The Group uses complex information systems to support its commercial, industrial and management activities. A failure of the protective measures put in place, together with the occurrence of a risk such as a security breach within the systems or a natural disaster that damages the IT infrastructure, can result in the loss or alteration of data, a loss of traceability or an impact on business continuity. The Group regularly assesses the risks that may affect the information systems, develops protective measures to combat attempted breaches, data loss or alteration and loss of traceability, and maintains technological solutions and business recovery plans to guarantee business continuity.

4. RELATIONS WITH THE CONTROLLING SHAREHOLDER AND WITH THE PRINCIPAL SUBSIDIARIES AND AFFILIATES

4.1. Relations with JCDecaux Holding

JCDecaux Holding provides JCDecaux SA with services in the areas of conception and implementation of strategic plans, alliances, financing and organisation under an Agreement dated 21 January 2000.

In 2012, JCDecaux Holding billed JCDecaux SA €762,245 under this agreement. This amount has not changed since 2000 and is not indexed.

Furthermore, JCDecaux SA provides support to JCDecaux Holding in the area of finances and management control, legal and tax services, human resources, management and administration. In 2012, JCDecaux SA billed JCDecaux Holding €52,154 under this agreement.

These customary agreements, having been signed for a fixed price and at arm's length, have not been considered as related party agreements.

4.2. Transactions by our Company with affiliates

With respect to the rental of premises, the total amount of rent the Group paid to JCDecaux Holding, JCDecaux SA's parent company, and to SCI TroisJean, a subsidiary of JCDecaux Holding, was €11.3 million in 2012, with SCI TroisJean having waived applying the contractual indexing clause for rents during the 2012 fiscal year in order to take account of advertising market conditions.

This rent is consistent with market prices, which was confirmed by an independent appraiser. The leases are commercial leases conforming to market standards. This rent represents the largest amount of the operating expenses incurred with related parties in 2012, or 49.4% of such expenses.

Comments on transactions with related parties in respect of fiscal year 2012 are set out in the Notes to the Consolidated Financial Statements and on page 127 of this Annual Report.

4.3. Principal subsidiaries and affiliates

A simplified organisation chart of companies owned by JCDecaux SA at 31 December 2012 appears on page 214 and 215. A list of companies controlled by JCDecaux SA is set out in the "Notes to the Consolidated Financial Statements", shown on page 128. None of these companies own an equity interest in JCDecaux SA.

We are not aware of minority interests that pose, or could pose, a risk to our Group's structure.

The Group has subsidiaries in more than 55 countries: these subsidiaries conduct most of their operations locally (including sales to advertisers and local operating expenses, etc.). Thus, there exists little in the way of operating expenses and income that flows between and among the various countries where the Group does business. The Group's principal subsidiaries are located in France (23.4% of revenue in 2012), the United Kingdom (12.1% of revenue in 2012), Europe[1] (29.0% of revenue in 2012) and in Asia-Pacific (23.0% of revenue in 2012). The financial information by principal groups of subsidiaries is set out in the Notes to the Consolidated Financial Statements on page 125 of this Annual Report (segment information).

JCDecaux SA provides its French and non-French subsidiaries with support in the areas of finance and control, legal affairs and insurance services, management and administration. Such services are billed to the subsidiaries in proportion to the gross margin of revenue that they represent, when they involve general assistance, and based on key factors of the type of service actually rendered to such subsidiaries when they involve pooling of resources. In 2012, JCDecaux SA billed €15.1 million to its subsidiaries.

In addition, JCDecaux SA invoices the use by its subsidiaries of intellectual property rights belonging to it. The amount billed in this respect in 2012 was €26.2 million.

5. SIMPLIFIED GLOBAL ORGANISATION CHART [1] AS AT 31 DECEMBER 2012

Please refer to page 214 and page 215.

6. PUBLICLY AVAILABLE DOCUMENTS

For the life of this Annual Report, the following documents may be inspected at the registered office at 17 rue Soyer in Neuilly-sur-Seine (92200) and, where applicable, on the Internet (www.jcdecaux.fr):

- the articles of association;
- all reports, letters, valuations, statements prepared by an expert at the Company's request any part of which is included or referred to in this Annual Report;
- historical financial information of the JCDecaux Group for the past three fiscal years;

5. SIMPLIFIED GLOBAL ORGANISATION CHART (1) AS AT 31 DECEMBER 2012

JCDECAUX HOLDING

70,23 %

JCDECAUX SA

France

Company	Country	%	Activity	Note
JCDECAUX FRANCE HOLDING :	France	100,00	*	
- MEDIAKIOSK	France	82.50	SF	
- SOPACT	France	100.00	SF	
- CYCLOCITY	France	100.00	SF	
- SOMUPI	France	66.00	SF	
JCDECAUX FRANCE	France	100.00	SF	
- MEDIA AEROPORTS DE PARIS	France	50.00	T	
METROBUS	France	33.00	T	

Europe

Company	Country	%	Activity	Note
JCDECAUX EUROPE HOLDING :	France	100.00	*	
- JCDECAUX ESPANA SLU	Spain	100.00	B	
• EL MOBILIARIO URBANO SLU	Spain	100.00	SF	
- RED PORTUGUESA PUBLICIDADE EXTERIOR SA	Portugal	96.38	B	(2)
- JCDECAUX LUXEMBOURG SA	Luxembourg	100.00	SF	(3)
- JCDECAUX FINLAND Oy	Finland	100.00	SF	(4)
- JCDECAUX SVERIGE AB	Sweden	100.00	SF	
- JCDECAUX NORGE AS	Norway	97.69	T	(5)
- JCDECAUX NEDERLAND BV	The Netherlands	100.00	SF	
- JCDECAUX UK Ltd	United Kingdom	100.00	SF	
- JCDECAUX CENTRAL EASTERN EUROPE GmbH	Austria	100.00	*	
• GEWISTA WERBEGESELLSCHAFT mbH	Austria	67.00	B	
· MEGABOARD HOLDING GmbH	Austria	95.00	B	(6)
·· GIGABOARD POLSKA Sp zoo Poland	Poland	100.00	B	
·· MEGABOARD SORAVIA BEOGRAD Doo	Serbia	100.00	B	
· EUROPLAKAT INTERNATIONAL WERBE GmbH	Austria	100.00	*	
·· EUROPLAKAT Doo	Croatia	51.00	B	
·· EUROPLAKAT Doo	Slovenia	41.13	B	
·· EPAMEDIA HUNGARY	Hungary	100.00	SF	
· EUROPLAKAT Spol Sro	Rep. Czech	100.00	B	
·· RENCAR PRAHA AS	Rep. Czech	70.67	T	
• BIGBOARD Co., Ltd	Russia	50.00	B	
• BIGBOARD GROUP	The Ukraine	50.00	B	
- JCDECAUX LATVIJA SIA	Latvia	100.00	SF	
- JCDECAUX LIETUVA UAB	Lituania	100.00	SF	
- JCDECAUX SLOVAKIA Sro	Slovakia	100.00	SF	
- JCDECAUX DEUTSCHLAND GmbH	Germany	100.00	SF	
• DSM DECAUX GmbH	Germany	50.00	SF	
• WALL AG	Germany	90.10	SF	
· VVR WALL GmbH	Germany	100.00	SF	
· WALL SEHIR DIZAYNI VE TICARET LTD SIRKETI	Turkey	99.58	SF	
· JCDECAUX BULGARIA EOOD (anciennement KOOH)	Bulgaria	50.00	B	

Company	Country	%	Activity	Note
JCDECAUX AIRPORT ESPANA SA	Spain	100.00	T	(7)
JCDECAUX PORTUGAL MOBILIARO URBANO Lda	Portugal	100.00	SF	(8)
IGP DECAUX Spa :	Italy	32.35	T	(9)
- AEROPORTI DI ROMA ADVERTISING Spa	Italy	74.50	T	
AFA JCDECAUX A/S :	Denmark	50.00	SF	
- AFA JCDECAUX ICELAND ehf	Iceland	100.00	SF	
EUROPOSTER BV	The Netherlands	100.00	*	(10)
APG SGA SA (anciennement AFFICHAGE HOLDING)	Switzerland	30.00	B	
JCDECAUX IRELAND Ltd	Irland	100.00	B	(7)
JCDECAUX AIRPORT UK Ltd	United Kingdom	100.00	T	(7)
JCDECAUX BELGIUM PUBLICITE SA	Belgium	100.00	SF	
JCDECAUX BILLBOARD	Belgium	100.00	B	(11)
JCDECAUX AIRPORT BELGIUM	Belgium	100.00	T	
MEDIA FRANKFURT GmbH	Germany	39.00	T	(12)
JCDECAUX AIRPORT POLSKA Sp zoo	Poland	100.00	T	(7)
JCDECAUX EESTI OU	Estonia	100.00	SF	
JCDECAUX MESTSKY MOBILIAR Spol Sro	Rep. Czech	100.00	SF	(13)

(1) For ease of reference, this simplified organisation chart does not feature all of consolidated companies, a list of which is included in the notes of the consolidates financial statements
(2) 96.38% of which 96.36% owned by JCDecaux Europe Holding and 0.02% owned by JCDecaux Portugal Mobiliaro Urbano E Publicidade.
(3) 100% of which 99.995 % owned by JCDecaux Europe Holding and 0.005 % owned by JCDecaux Belgium Publicité SA.
(4) 100 % of which 89.89 % owned by JCDecaux Europe Holding and 10.11 % owned by JCDecaux France.
(5) JCDecaux Norge AS capital is as follow : 75.38 % owned by JCDecaux Europe Holding, 4.62 % owned by AFA JCDecaux A/S and 20.00% owned by JCDecaux Sverige AB.
(6) 95% owned by Megaboard Soravia GmbH
(7) 100% owned by JCDecaux France.
(8) 100% of which 99% owned by JCDecaux France and 1% owned by JCDecaux SA.
(9) 32.35 % of which 20.48 % owned by JCDecaux SA and 11.87 % owned by Europoster BV.
(10) 100% of which 79.97% owned by JCDecaux France and 20.03% owned by JCDecaux Ltd.
(11) 100 % owned by Europoster BV.
(12) 39% owned by JCDecaux France.
(13) 100% of which 96.20% owned by JCDecaux SA and 3.80% owned by JCDecaux Europe Holding.
(14) JCDecaux Bahrain SPC branch.
(15) 100% of which 99% owned by JCDecaux Asie Holding and 1% owned by JCDecaux Europe Holding.
(16) 100% owned by JCDecaux Belgium Publicité SA.
(17) 80% of which 5% owned by JCDecaux Do Brasil SA and 75% owned by JCDecaux Amériques Holding.
(18) 100% of which 99.9 % owned by JCDecaux Amériques Holding and 0.1% owned by JCDecaux Argentina SA.
(19) JCDecaux France branch.

SF	Street Furniture
B	Billboard
T	Transport
*	Holding Companies

Asia-Pacific - Middle East - Africa

Company	*Country*	*%*	*Activity*	*Note*
JCDECAUX ASIE HOLDING :	France	100,00	*	
- RTS DECAUX JSC	Kazakhstan	50.00	SF	
- JCDECAUX MIDDLE EAST FZ-LLC :	United Arab Emirates	99.98	*	
• JCDECAUX ATA SAOUDI LLC	Saudi Arabia	60.00	T	
• Q. MEDIA DECAUX WLL	Qatar	49.00	SF	
• JCDECAUX ALGERIE SARL	Algeria	80.00	T	
• JCDECAUX - DICON FZCO	United Arab Emirates	75.00	T	
• JCDECAUX BAHRAIN SPC	Bahrain	100.00	*	
·· JCDECAUX OMAN	Oman	100.00	SF	(14)
- MCDECAUX Inc.	Japan	60.00	SF	
- JCDECAUX MEDIA Sdn Bhd	Malaysia	100.00	B	
- JCDECAUX THAÏLAND Co., Ltd	Thaïland	49.50	SF	
- JCDECAUX ADVERTISING INDIA PVT LTD	Inda	100.00	SF	
- JCDECAUX OUT OF HOME ADVERTISING Pte Ltd	Singapore	100.00	T	
- JCDECAUX AUSTRALIA Pty Ltd	Australia	100.00	SF	
- JCDECAUX AZERBAIJAN LLC	Azerbaidjan	100.00	SF	(15)
JCDECAUX AFRIQUE HOLDING :	France	100.00	*	
- JCDECAUX BOLLORE HOLDING	France	50.00	*	
• JCDECAUX CAMEROUN	Cameroun	50.00	SF	
JCDECAUX (CHINA) HOLDING Ltd :	Hong Kong	100.00	*	(16)
- JCDECAUX CITYSCAPE HONG KONG Ltd	Hong Kong	100.00	SF	
- JCDECAUX PEARL & DEAN Ltd	Hong Kong	100.00	T	
• SHANGHAI SHENTONG JCDECAUX METRO ADV.Co. Ltd	China	51.00	T	
• JCDECAUX ADVERTISING (BEIJING) Co. Ltd	China	100.00	T	
• NANJING METRO JCDECAUX ADVERTISING Co.Ltd	China	98.00	T	
- MEDIA PARTNERS INTERNATIONAL Ltd	Hong Kong	100.00	*	
• JCD MOMENTUM SHANGHAI AIRPORT ADV. Co. Ltd	China	35.00	T	
• JCDECAUX ADVERTISING (SHANGHAI) Co. Ltd	China	100.00	T	
• NANJING MPI TRANSPORTATION ADVERTISING	China	87.60	T	
- BEIJING TOP RESULT METRO ADV. Co. Ltd	China	38.00	T	
- JCDECAUX MACAU Limitada	Macao	80.00	SF	
JCDECAUX KOREA Inc.	South Korea	100.00	SF	
JCDECAUX UZ	Uzbekistan	70.25	SF	

Americas

Company	*Country*	*%*	*Activity*	*Note*
JCDECAUX AMERIQUES HOLDING :	France	100.00	*	
- JCDECAUX ARGENTINA SA	Argentina	99.82	SF	
- JCDECAUX DO BRASIL SA	Brazil	100.00	*	
• CONCESSIONARIA A HORA DE SAO PAULO SA	Brazil	80.00	SF	(17)
- JCDECAUX CHILE SA	Chile	100.00	T	(18)
- JCDECAUX NORTH AMERICA, Inc.	United States	100.00	*	
• JCDECAUX SAN FRANCISCO, LLC	United States	100.00	SF	
• JCDECAUX CHICAGO, LLC	United States	100.00	SF	
• JCDECAUX MALLSCAPE, LLC	United States	100.00	SF	
• CBS DECAUX STREET FURNITURE, LLC	United States	50.00	SF	
• JCDECAUX BOSTON, Inc.	United States	100.00	SF	
• CBS OUTDOOR JCD. STREET FURNITURE CANADA, Ltd.	Canada	50.00	SF	
• INTERSTATE JCDECAUX LLC	United States	49.00	B	
• JCDECAUX AIRPORT, Inc.	United States	100.00	T	
· MIAMI AIRPORT CONCESSION, LLC	United States	50.00	T	
· JOINT VENTURE FOR THE OPERATION OF THE ADVERTISING CONCESSION AT LAWA, LLC	United States	92.50	T	
JCDECAUX URUGUAY	Uruguay	100.00	SF	(19)

Seoul, South Korea

OTHER INFORMATION

STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

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 December 31, 2012, on:

- the audit of the accompanying consolidated financial statements of JCDecaux S.A.;
- the justification of our assessments;
- the specific verification required by law.

These consolidated financial statements have been approved by the executive board. Our role is to express an opinion on these consolidated financial statements based on our audit.

1. 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 audit 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 December 31, 2012 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.

2. 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:

- Tangible and intangible fixed assets, goodwill and investments in associates are subject to impairment tests based on the prospects of future profitability following the method described in notes 1.11 and 1.12 to the consolidated financial statements. We have assessed the appropriateness of the methodology applied and of the data and assumptions used by the group to perform these valuations. On these bases, we carried out the assessment of the reasonableness of these estimates..

- Note 1.21 to the consolidated financial statements describes the accounting treatment of purchase commitments for minority interests, which is not specifically described in IFRS as adopted by the European Union. We have assessed that this note gives the relevant information as to the method used by your group.

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.

3. Specific verification

As required by law we have also verified, in accordance with professional standards applicable in France, the information presented in the group's management report.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements.

Paris-La Défense, March 6, 2013

The statutory auditors

French original signed by

KPMG Audit	ERNST & YOUNG et Autres
A department of KPMG SA	
Jacques Pierre	Pierre Jouanne
Partner	*Partner*

STATUTORY AUDITORS' REPORT ON THE FINANCIAL STATEMENTS

To the Shareholders,

In compliance with the assignment entrusted to us by your shareholders' general meeting, we hereby report to you, for the year ended December 31, 2012, on:

- the audit of the accompanying financial statements of JCDecaux SA;
- the justification of our assessments;
- the specific verifications and information required by law.

These financial statements have been approved by the Executive Board. Our role is to express an opinion on these financial statements based on our audit.

1. 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 audit 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 December 31, 2012 and of the results of its operations for the year then ended in accordance with French accounting principles.

2. Justification of our assessments

In accordance with the requirements of article L. 823-9 of the French Commercial Code ("Code de commerce"), we bring to your attention the following matter:

- Equity investments are subject to impairment tests based on the prospects of future profitability according to the method described in the notes to the financial statements.

- We have assessed the appropriateness of the methodology applied as well as the data and assumptions used by the Company to perform these valuations. On these bases, we carried out the assessment of the reasonableness of these estimates.

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.

3. 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 as to the fair presentation and the consistency with the financial statements of the information given in the management report of the Executive Board, 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 remunerations and benefits received by the directors and any other commitments made in their favour, 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 identity of the shareholders and holders of the voting rights has been properly disclosed in the management report.

Paris La Défense, on March 6, 2013

The statutory auditors

French original signed by

KPMG Audit	ERNST & YOUNG et Autres
A department of KPMG SA	
Jacques Pierre	Pierre Jouanne
Partner	*Partner*

AGREEMENTS AND COMMITMENTS ALREADY APPROVED BY THE SHAREHOLDERS' GENERAL MEETING

To the shareholders,

In our capacity as statutory auditors of your Company, we hereby present to you our report on the regulated agreements and commitments with related parties.

We are required to inform you, on the basis of the information provided to us, of the terms and conditions of those agreements and commitments indicated to us, or that we may have identified in the performance of our engagement, without expressing an opinion on their usefulness and their merit or searching for other agreements and commitments. It is your responsibility, pursuant to Article R. 225-58 of the French Commercial Code («Code de commerce»), to assess the interest of entering into these agreements and commitments with a view to approving them.

Where applicable, it is our responsibility to report to you the information pursuant to Article R. 225-58 of the French Commercial Code, relating to the continuing agreements and commitments previously approved by the Shareholders.

We conducted the procedures we deemed necessary in accordance with professional standards applicable in France; those standards require that we verify that the information provided to us agrees with the underlying documentation from which it was extracted.

Agreements and commitments to be approved by the shareholders' general meeting

Agreements and commitments authorized during fiscal year ended December 31, 2012

Pursuant to Article L. 225-86 of the French Commercial Code, we have not been advised of any agreement or commitment entered into by the Company, to be submitted for the approval of the Shareholders' general meeting.

Agreements and commitments already approved by the shareholders' general meeting

Agreements and commitments already approved during previous years

a) Continuing agreements and commitments with effect during the year

Pursuant to Article R. 225-57 of the French Commercial Code ("Code de Commerce"), we have been advised that the following continuing agreement and commitment, approved by the Shareholders' general meeting in previous years, had the following effect during the year.

Debt waiver including a redemption provision clause

- Person concerned
  Company SOMUPI S.A.

- Nature, purpose and conditions
  Le Your Supervisory Board authorized a debt waiver on December 4, 2009, including a redemption provision clause, to the company SOMUPI. The debt waiver was concluded on December 30, 2009 for a total amount of € 20.77 million.
  A refund amounting to €4.8 million was held under the redemption clause during the year ended December 31, 2012.

Termination and special retirement benefit

- Member concerned
  Mr. Jeremy Male, member of the Executive Board.

- Nature, purpose and conditions
  The Supervisory Board held on March 8, 2011 authorized a grant to Mr. Jeremy Male, subject to the realization of specific performance conditions, of:

  - a termination benefit equivalent to one year of fixed salary increased by the average bonus on results obtained over the past two years;

  - a special retirement contribution to be paid annually to a pension fund for a total amount representing 15% of his fixed salary increased by his bonus on results.

Under this agreement and for fiscal year 2012, an amount of €198,689 has been paid to the retirement fund of Mr. Jeremy Male.

b) Continuing agreements and commitments with no effect during the year

We have also been advised that the following continuing agreement and commitment, approved by the Shareholders' general meeting in previous years, did not have any effect during the year.

Non-competition clause

- Member concerned
  Mrs Laurence Debroux, member of the Executive Board.

- Nature, purpose and conditions
  The Supervisory Board held on December 7, 2010 authorized a grant to Mrs. Laurence Debroux, in case of termination of her employment contract by the Company, with a non-competition indemnity, that would represent 200% of her fixed salary, to be paid over a twenty-four month period.

No payment has occurred under this agreement for the year ended December 31, 2012.

Agreements and commitments approved during fiscal year ended December 31, 2012

We have also been informed of the execution, during fiscal year ended December 31, 2012, of the following agreements and commitments, which were already approved by the Shareholders' general meeting held on May 15, 2012, based on the statutory auditors' report on the regulated agreements and commitments dated March 7, 2012.

Revolving credit agreement

- Member concerned
  Mrs Laurence Debroux, member of the Executive Board and administrator of Natixis

- Nature, purpose and conditions
  The Supervisory Board held on February 10, 2012 authorized the conclusion of a financing contract between the Company and a banking pool, including Natixis bank, under which a revolving credit line of a maximum principal amount of € 600 million would be made available to the Company with the purpose of financing the general needs of the Company and its subsidiaries. As at December 31, 2012, the revolving credit line is not used.

Paris La Défense, March 6, 2013

The statutory auditors

French original signed by

KPMG Audit

A department of KPMG SA

Jacques Pierre

Partner

ERNST & YOUNG et Autres

Pierre Jouanne

Partner

STATUTORY AUDITORS' REPORT, PREPARED IN ACCORDANCE WITH ARTICLE L. 225-235 OF THE FRENCH COMMERCIAL CODE ("CODE DE COMMERCE"), ON THE REPORT PREPARED BY THE CHAIRMAN OF THE SUPERVISORY BOARD OF JCDECAUX S.A.

To the Shareholders,

In our capacity as Statutory Auditors of JCDecaux SA, and in accordance with Article L. 225-235 of the French Commercial Code ("Code de commerce"), we hereby report to you on the report prepared by the Chairman of your company in accordance with Article L. 225-68 of the French Commercial Code ("Code de commerce"), for the year ended December 31, 2012.

It is the Chairman's responsibility to prepare and submit to the Supervisory Board 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. 225-68 of the French Commercial Code ("Code de commerce") particularly in terms of the corporate governance measures.

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 includes the other disclosures required by Article L. 225-68 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

These 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 consist 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 of the existing documentation;
- obtaining an understanding of the work involved in the preparation of this information and of the existing documentation;
- determining if any material 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 work 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 the accounting and financial information contained in the report prepared by the Chairman of the Supervisory Board in accordance with Article L. 225-68 of the French Commercial Code ("Code de commerce").

Other information

We confirm that the report prepared by the Chairman of the Supervisory Board also contains the other information required by Article L. 225-68 of the French Commercial Code ("Code de commerce").

Paris La Défense, on March 6, 2013

The statutory auditors

French original signed by

KPMG Audit	ERNST & YOUNG et Autres
A department of KPMG SA	
Jacques Pierre	Pierre Jouanne
Partner	*Partner*

1. PERSON RESPONSIBLE FOR THIS DOCUMENT

Mr Jean-Charles Decaux

Chairman of the Executive Board of JCDecaux SA.

2. CERTIFICATE OF THE PERSON RESPONSIBLE FOR THIS DOCUMENT AND THE ANNUAL FINANCIAL REPORT

I hereby certify, after taking every reasonable step for such purpose, that the information contained in this Annual Report is, to my knowledge, true to reality and does not omit any information required to make it not misleading.

I certify, to the best of my knowledge, that the accounts have been prepared in accordance with applicable accounting standards and give a fair view of the assets, liabilities and financial position and profit or loss of the Company and all the undertakings included in the consolidation, and that the management report presents a fair review of the development and performance of the business and financial position of the Company and all the undertakings included in the consolidation as well as a description of the main risks and uncertainties to which they are exposed.

I have obtained from persons legally responsible for auditing the financial statements a "lettre de fin de travaux" in which they state that they have conducted an audit of the information relating to the financial condition and accounting data in this Annual Report, as well as having read the entire Annual Report.

The historical financial information presented in this annual report has been the subject of the reports of the statutory auditors included on pages 218 and 220 of this annual report, as well as those incorporated by reference for the 2011 and 2010 fiscal years on, respectively, pages 226 and 227 the 2011 Annual Report (a French-language version of which was filed with the Autorité des Marchés Financiers on 23 April 2012 under no. D.12-0387) and pages 228 to 229 of the 2010 Annual Report (a French-language version of which was filed with the Autorité des Marchés Financiers on 14 April 2011 under no. D.11-0300).

The 2010 report on consolidated financial statements points out an observation regarding the new standards and interpretations implemented by the Company since January 1st 2010.

April 19, 2013

Jean-Charles Decaux

Chairman of the Executive Board

3. PERSONS RESPONSIBLE FOR THE AUDIT OF THE FINANCIAL STATEMENTS AND THE INVESTOR INFORMATION

PRINCIPAL STATUTORY AUDITORS

ERNST & YOUNG et Autres
1/2, place des Saisons
92400 Courbevoie - Paris-La Défense 1

represented by Mr. Pierre Jouanne,

appointed on 20 June 2000, the engagement of which, renewed by the General Meeting of Shareholders of 10 May 2006 and 15 May 2012, will expire at the General Meeting of Shareholders reviewing and approving the financial statements for the fiscal year ended 31st December 2017.

KPMG SA
1, cours Valmy
92923 Paris La Défense Cedex

represented by Mr. Jacques Pierre,

appointed on 10 May 2006, the engagement of which, renewed by the General Meeting of Shareholders of 15 May 2012, will expire at the General Meeting of Shareholders reviewing and approving the financial statements for the fiscal year ended 31st December 2017.

ALTERNATE STATUTORY AUDITORS

AUDITEX
11, allée de l'Arche - Faubourg de l'Arche
92400 Courbevoie

appointed on 10 May 2006, the engagement of which, renewed by the General Meeting of Shareholders of 15 May 2012, will expire at the General Meeting of Shareholders reviewing and approving the financial statements for the fiscal year ended 31st December 2017.

KPMG Audit IS
3, cours du Triangle
Immeuble « le Palatin » Puteaux
92300 Levallois Perret

appointed on 15 May 2012, the engagement of which will expire at the General Meeting of Shareholders reviewing and approving the financial statements for the fiscal year ended 31st December 2017.

PERSON RESPONSIBLE FOR SHAREHOLDER AND INVESTOR INFORMATION

Nicolas Buron
Manager of Financial Communications and Investor Relations

Telephone: + 33 (0) 1 30 79 44 86
Fax: + 33 (0) 1 30 79 77 91

This Annual Report was filed with the French Autorité des Marchés Financiers (AMF) on 19 April 2013, as stipulated in Article 212-13 of the rules and regulations of the AMF.
It may not be used to support a financial transaction unless it is supplemented with an operation note approved by the AMF.
This document was prepared by the issuer and is binding upon its signatories.

This document has been designed and produced by
the Corporate Finance Department/Financial Communication Department
and JCDecaux SA Investor Relations.

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