Annual report 2001

Our customers come first

Carrefour

Profil

The world's second largest food retailer, Carrefour operates over 9,000 stores in 30 countries.
The Group is recognized for its expertise in three major food retail formats: hypermarkets, supermarkets and hard discount stores.
It is also developing convenience and cash & carry stores in some countries. Thanks to the complementary elements of its different store formats, the Group can meet the consumer needs of all its customers.
As the leading European food retailer, Carrefour has carved out strong strategic positions in two regions with high growth potential:
Latin America, where the Group is the leader in modern food retail, and Asia, where it was the first international retailer to establish a presence.

In 2001, Carrefour posted consolidated sales of € 69.5 billion (51% from international business) and net income from recurring operations of € 1.2 billion. As of December 31, Carrefour had a total workforce of 383,000 worldwide.


Carrefour

Overview of the Group

Three powerful concepts developed internationally

Hypermarkets:

- **Concept**
  Offer the customer in a single location a wide array of food and non-food products (general merchandise, household products, entertainment products, etc.) and services at competitive prices. An average of 80,000 items are offered in stores measuring 5,000 to 20,000 square meters with free parking.

- **Strategy**
  Acquire market share in a wide shopping zone and attract more customers with prices that compete with the lowest in the market and regular promotions. Continue to develop store brands with a reputation for quality, and expand our services offering, especially in other countries.

A single trade name: Carrefour
731 stores, including 74 franchises
28 countries in Europe, Latin America, Asia
€ 50.9 billion in retail network sales

Supermarkets

- **Concept**
  Meet the needs of a convenience store customer who shops about every five days: a practical layout that saves time, quality fresh products, strong customer relations and competitive prices. Stores generally have between 1,000 and 2,000 square meters of sales area and offer approximately 10,000 different items.

- **Strategy**
  Increase store frequency rates and customer loyalty through card programs, the quality of fresh products and attractive prices. Expand store networks in countries where the hypermarket is already widely established.

Four high recognition names: Champion, NORTE, GS, GB
2,301 stores, including 910 franchises
9 countries in Europe and Latin America
€ 23.6 billion in retail network sales

Key steps in the growth of the Group

1959
The Carrefour company is created.

1963
The first hypermarket opens in France; Carrefour invents a new retail concept.

1973
The concept is introduced abroad for the first time with the opening of a hypermarket in Spain.

1975
Carrefour opens its first store in Latin America with a hypermarket in Brazil.

1979
The hard discount business is developed with the creation of the Ed chain.

Hard discount stores

- **Concept**
  Offer a limited array of food products at unbeatable prices in sales areas of between 300 and 800 square meters, with a large proportion of house brand products.

- **Strategy**
  Adopt a highly centralized organizational structure and standard management and operating principles. Competitive prices, together with product innovations and the benefits offered by the customer loyalty card, ensure very rapid growth this concept in any country in which it is introduced.

Three trade names:

3,754 stores, including 822 franchises

7 countries in Europe and Latin America

€ 5.7 billion in retail network sales

Other business lines

- **Convenience stores**
  Neighborhood or village stores offering a range of products covering all food needs at reasonable prices and adapted to the convenience market. An array of services is also generally offered.

2,236 stores including 2,149 franchises

- **Cash and carry**
  Primarily wholesale and retail food self-service targeted at professional customers.

198 stores including 32 franchises

- **Catering**
  A product offer of over 7,000 items to meet the needs of a wide variety of customers in retail and institutional catering.

- **E-commerce**
  An on-line cybermarket for Internet shopping and home delivery. This site offers a broad range of over 6,000 products, including 1,200 fresh products.

Developed in France, Spain, Belgium and Italy

€ 7 billion in retail network sales

1985
Carrefour brand products are introduced.

1989
The first Asian Carrefour hypermarket opens in Taiwan.

1992
The first quality lines are introduced to guarantee product origin and traceability.

1998
Acquisition of French retailing group Comptoirs Modernes, which operates hypermarkets, supermarkets and convenience stores.

1999
Merger with Promodès, making Carrefour the largest food retailing group in Europe and the second largest in the world.

Message from the Chairman

Interview with **Daniel Bernard**

"With its dense store network in Europe, its complementary formats and its solid foundation in emerging regions, Carrefour has exceptional growth potential and is now ready to take advantage of these strengths."

▪ The objectives you set in 2001 have been achieved. What is your overall assessment of the year just ended?

We achieved growth of 7.2% in consolidated sales for the year, which represents an 8.8% increase at comparable exchange rates. That's a strong performance when you consider trends in the retail market. These figures were adversely affected by the current crisis in Argentina and by some changes in consolidation. Last year we sold 19 stores in France and 30 in Spain. These disposals, as well as the sale of our stake in the Cora company, were made to comply with the requirements of the anti-trust authorities. This year we also decided to sell our interest in Picards Surgelés, as the frozen food business is no longer a strategic activity for the Group.
At the same time, recent acquisitions were consolidated, such as GB in Belgium, where 56 hypermarkets and 45 supermarkets, out of a total of 72, were converted in a few months, together with GS in Italy, Norte in Argentina and Marinopoulos in Greece.

▪ After two years of major acquisitions by Carrefour, 2001 was devoted to consolidating your positions. Does this mean the end of acquisitions?

Years of strong external expansion gave us a solid basis for growth, as well as an enviable size and positioning.
Now it is time to take strategic advantage of our lead. In 2001, we consolidated a high profile company which it has taken two years to harmonize with our Group. Now we are making organic growth a priority, focusing our investments on pricing, marketing and sales tools to make our stores more attractive and enhance customer satisfaction. These expenditures, which affected our operating performance, will guarantee market share gains in 2002 and thereafter. It must be clearly stated that with our dense store network in Europe, our complementary formats and our solid foundation in emerging regions, we have exceptional growth potential, and we are now ready to take advantage of these strengths.

- **One of last year's priorities was to revitalize sales strategy and win back market share. Have those objectives also been achieved?**

As we announced, the Group won back customer loyalty through major efforts in repositioning and public relations. We lowered prices in all our countries and continued to improve our product selections everywhere to give consumers more than one good reason to shop in one of our stores. Today, given the substantial improvement posted by all formats in the last quarter, we believe that Carrefour sales strategies are working well and that the integration of employees, stores and tools accomplished in record time was a success. These strong results were confirmed early in 2002 with gains in market share in all countries.
The changeover to the euro was also a major event for the year, and went off without a hitch in the 8,600 stores affected, thanks to the efforts and involvement of all our employees. We began preparing for the event two years ago with information and awareness programs for our customers and training sessions for our employees. The currency changeover proved to be a fantastic opportunity to further enhance our relationships with customers.

- **You say that multiple formats are the wave of the future. What is the future for hypermarkets today?**

While multiple formats are the wave of the future, the hypermarket is the beachhead its development. This format is expanding rapidly worldwide. The strength of the concept lies in its global offering, combining food and non-food items, house brands and major national brands, discount prices and promotions. As long as hypermarkets change as consumer behavior changes, there is a future for hypermarkets. Carrefour has unique expertise in this area, as illustrated by our success in the areas of computers, videos and film, in which we are now the top company in France, ahead of the specialized stores.

- **What are your priorities for 2002 and beyond ?**

All our operations up to this point have been conducted with one goal in mind–to give potential to the Group. In 2002, we intend to invest further in retail, our core business, in pricing, promotions and product assortments. We are going to take maximum advantage of the new stores opened this year, with emphasis on three priorities:

- to focus our growth on the existing structure: we have hypermarkets in 28 countries, but supermarkets are limited to 9 countries, and hard discount stores are limited to 7 countries. This represents an enormous potential for the future;
- to improve our profitability by cutting retail costs. The synergies developed among formats and geographical locations will help us return to historical growth in our operating income;
- to improve our working capital requirements, primarily through better inventory management.

We will also continue to work to demonstrate that we are a group with values in every sense of that word, in the eyes of our shareholders, our employees and consumers around the world.

Management

Board of Directors

The Carrefour Board of Directors sets policy for business lines, risk management and overall objectives. It approves strategy and takes into account any major changes in the Group. Finally, it approves all acquisitions and disposals of assets that could have a major impact on the financial statements and on any major acquisitions or disposals outside current operations. The Board's actions are guided solely by concern for the interests of the company, from the standpoint of shareholders, customers and employees.

The Board of Directors is made up of eleven members, including three independent directors who do not hold a position and have never held a position within the company or any of its subsidiaries. Each director must own at least 600 shares during his six-year term of office.
The Board of Directors met six times in 2001 with a 91% attendance rate for all directors.

Board Members as of March 1, 2002

- **Daniel Bernard**
  Chairman-Chief Executive Officer
  56. Term expires in 2003

- **Joël Saveuse**
  Chief Operating Officer
  49. Term expires in 2004

- **Jacques Badin**
  Representative of the Badin family,
  one of the Carrefour founding families
  and a shareholder of reference
  54. Term expires in 2003

- **Alain Bessèche**
  Former Chief Financial Officer of Promodès
  72. Term expires in 2004

- **Christian Blanc**
  Independent Director
  President of Merrill Lynch France
  59. Term expires in 2003

- **Hervé Defforey**
  Representative of the Defforey family,
  one of the Carrefour founding families,
  and a shareholder of reference
  52. Term expires in 2003

- **Philippe Foriel-Destezet**
  Independent Director
  Chairman- Chief Executive Officer of Adecco SA
  66. Term expires in 2004

- **Paul-Louis Halley**
  Representative of the Halley family group,
  founding family of Promodès
  and Carrefour shareholder of reference
  67. Term expires in 2004

- **Robert Halley**
  Representative of the Halley family group,
  founding family of Promodès
  and Carrefour shareholder of reference
  66. Term expires in 2004

- **François Henrot**
  Independent Director
  52. Term expires in 2003

- **Carlos March**
  Chairman of Banca March
  and Corporacion Financiera Alba
  56. Term expires in 2003

- **Secretary to the Board Etienne van Dyck, Carrefour Secretary General.**

Detailed information on the terms of each director is provided on p. 88

Committees of the Board of Directors

The Board of Directors has three specialized committees, the members of which have been chosen from Board members. The role of these committees is to study thoroughly certain specific issues and to report to the Board of Directors.

- **Strategic Orientation Committee**
  The role of this Committee is to prepare the decisions that are most important for the future of the Group, to direct the preparatory work for organizing the Board of Directors' annual seminar.

It operates as a think-tank and may use the services of outside individuals selected for their expertise and experience.
The Strategic Orientation Committee is composed of four members:
Paul-Louis Halley, Chairman
Daniel Bernard,
Jacques Badin,
Carlos March.
It met twice in 2001.

Executive Committee

Daniel Bernard
Chairman
Chief Executive Officer

Joël Saveuse
Europe

Philippe Jarry
Americas

René Brillet
Asia

Javier Campo
Hard Discount

José Luis Duran
Finance
and Management

Bruce Johnson
Organization
and Systems

Vincent Mercier
Merchandises
and Marketing

Jean-François Domont*
Other
European countries

Jean-Claude Plassart
Supermarkets

Léon Salto*
France

Jacques Beauchet*
Human Resources

*Members of the expanded Executive Committee.

- **Audit Committee**

The primary role of the Audit Committee is to review the parent company and consolidated financial statements before they are presented to the Board of Directors in order to ensure the relevance of the accounting methods used and verify the Group's internal control systems. The Committee regularly evaluates the company's principal financial risks.
The Audit Committee is composed of three members:
Jacques Badin, Chairman
François Henrot, Independent Director
Robert Halley.
It met three times in 2001.

- **Compensation Committee**

The Compensation Committee proposes the compensation of corporate officers, determines the total stock option package, and validates the compensation policy for the principal executives of the Group.
The Compensation Committee is composed of four members:
Carlos March, Chairman
Daniel Bernard,
Christian Blanc, Independent Director
Philippe Foriel-Destezet, Independent Director
It met once in 2001.
Mr. Daniel Bernard does not sit on the Committee when he is personally concerned.

Financial **highlights**

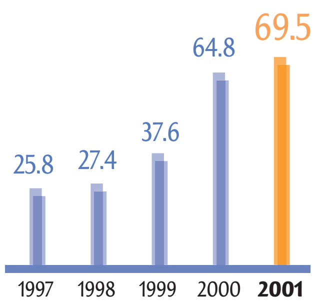
Consolidated sales in 2001: +7.2 %

Excluding foreign currency effects, growth was 8.8%. Carrefour earned over half its sales internationally. Europe (excluding France) accounted for 32% of revenues and posted 30% growth in sales in 2001.
Retail network sales in 2001 totaled € 87 billion.

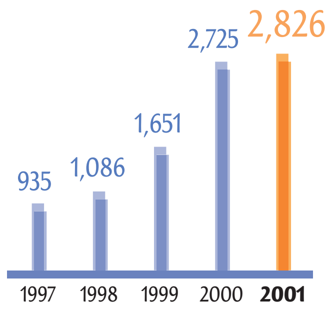
EBIT (earnings before interest and tax): +3.7%

With comparable consolidation and exchange rates, growth was 8.1%. With comparable consolidation and exchange rates, EBIT rose significantly in France, Asia and Europe (excluding France). In Latin America, it was affected primarily by the crises in Argentina and Brazil.

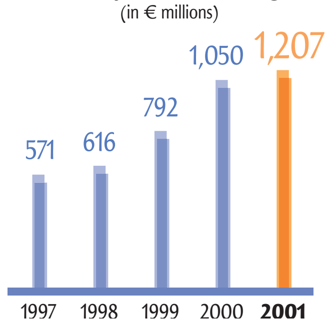
Consolidated sales exclusive of tax
(in € billions)



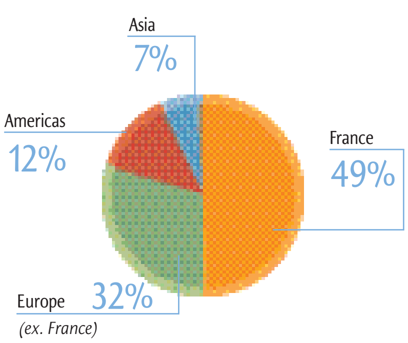
Earnings before interest and tax (EBIT)
(in € millions)



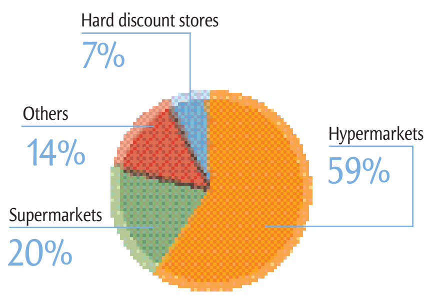
Net income from recurring operations after minority interests and goodwill
(in € millions)



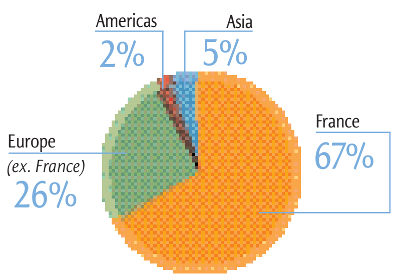
Breakdown of consolidated sales by geographic region
TOTAL= € 69,486 million



Breakdown of consolidated sales by format
TOTAL= € 69,486 million



Earnings before interest and tax (EBIT) by geographic region
TOTAL= € 2,826 million



Debt down 21%

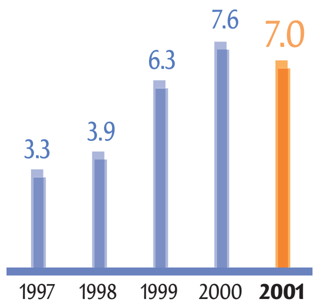
The debt/equity ratio dropped from 123% to 106% thanks to a sharp reduction in the debt as a result of the initial effects of an improvement in working capital and the disposals of Picard, the shopping malls and the stakes in Cora and Métro France.

Net income from recurring operations: +14.9%

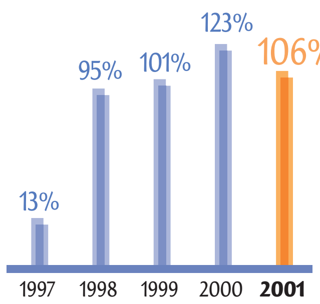
The increase in net income from recurring operations is in line with the objectives announced in early 2001.

Net earnings per share: +12.1%

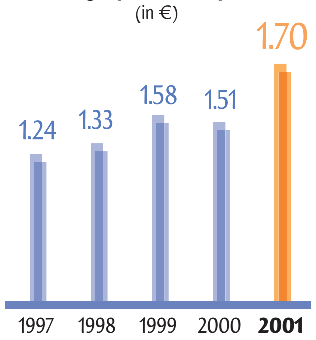
Shareholders' equity
(in € billions)



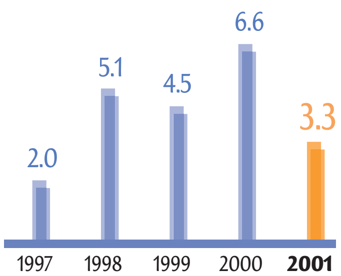
Gearing
(as a % of shareholders' equity)



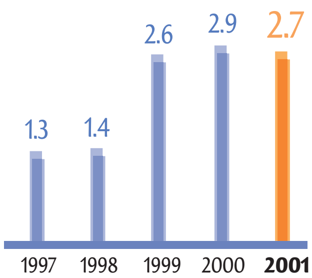
Group share of net income from recurring operations per share
(in €)



Capital expenditures
(in € billions)



Cash flow
(in € billions)



Shareholder information

Capital stock

As of December 31, 2002, the capital stock of Carrefour totaled € 1,777,889,635. It was composed of 711,155,854 shares with a par value of € 2.5, compared with 711,143,440 shares one year earlier. A total of 12,414 new shares were issued in 2001 as a result of stock options and warrants exercised and bond conversions.

Capital structure

There were no major changes in the capital structure in 2001.
The table below shows the capital structure as of December 31, 2001:

SHAREHOLDERS	Number of shares	In %	Number of votes	In %
Halley Family Group	81,837,652	11.51%	87,714,072	11.21%
Badin-Defforey-Fournier Families	39,291,637	5.53%	62,560,613	7.99%
March Group	23,396,040	3.29%	46,792,080	5.98%
Shareholders' Agreement	**144,525,329**	**20.33%**	**197,066,765**	**25.18%**
Employees	20,509,308	2.88%	30,491,835	3.90%
Shares owned	11,156,100	1.57%	-	-
Shares held by affiliates	6,126,048	0.86%	-	-
Public	528,839,069	74.36%	554,969,945	70.92%
TOTAL	**711,155,854**	**100%**	**782,528,545**	**100%**

A shareholders' agreement was signed on August 29, 1999 by the Halley family group, the Badin-Defforey-Fournier families, and the March group. The agreement provides for a preemptive right to all or part of any Carrefour shares held, and for consultation among the parties before Annual Meetings or if a tender offer on the company's stock is announced.

As of December 31, 2001, there were 782,528,545 voting rights. Treasury shares and shares held by affiliates do not carry voting rights. A double voting right is granted to shares with proof of registration for more than two years.

The number of shareholders is estimated at approximately 450,000.

The Carrefour share

The Carrefour share is listed on the Premier Marché of the Paris Stock Exchange (Deferred settlement service, Euroclear code 12 017). It is included in the CAC 40, the DJ Euro Stoxx 50 and the DJ Stoxx 50 indices.
As of December 31, 2001, the Carrefour share ranked 7th in the CAC 40 in terms of market capitalization with a weight of 4.54%.

Share Data (in €)

	1997*	1998*	1999*	2000*	2001
High	56.1	55.2	96.6	91.8	69.4
Low	35.6	35.9	46.2	62.5	46.3
Price at December 31	39.9	53.6	91.6	66.9	58.4
Number of shares at December 31	461,704,248	466,139,088	685,004,700	711,143,440	711,155,854
Market capitalization (in € billions)	18.4	25.0	62.7	47.6	41.5
Average daily volume	1,076,771	1,185,663	1,414,368	1,704,163	1,934,055
Net earnings per share	1.24	1.33	1.58	1.51	1.70
Net dividend per share	0.38	0.41	0.45	0.50	0.56
Yield	0.95%	0.76%	0.49%	0.74%	0.95%

(*) Historical data have been adjusted to reflect operations on the Carrefour stock: a six-for-one split in 1999 and a two-for-one split in 2000.

Carrefour share price in 2001 compared with the CAC 40 index.
(in euros)

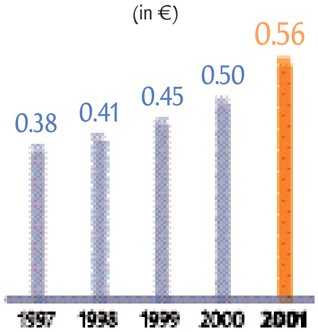
Shareholder Relations

In 2001, Carrefour continued to expand its policy for communications and relations with individual shareholders. A Shareholder Relations Department was created and is available to all shareholders who would like to obtain information about the life of the Group.
New communications tools were introduced, including a Shareholders' Newsletter that is sent to shareholders every six months on request.
The number of briefings to provide direct contact with shareholders was increased. In addition to the Annual Meeting, shareholders' briefings were held in Lille in October and in Paris in December. Carrefour participated for the first time in the Actionaria trade shows in Paris and Lyons.

2002 Financial Agenda

2001 Annual results..March 6, 2002
Shareholders' Meeting ....April 23, 2002
Coupon detached ....April 29, 2002
First Quarter Sales...April 10, 2002
Second Quarter Sales ....July 10, 2002
2002 First-Half Results................................August 28, 2002
Third Quarter Sales...................................October 10, 2002

Net dividend per share
(in €)



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Fax: 33 1 43 23 89 03

An International **Group** Streamlined

for **Success**

The power of its store networks

As an international, multi-format retail group, Carrefour's growth is based on the expansion of powerful and complementary networks that can meet the needs of local consumers worldwide.

Carrefour's strong financial position and competitiveness are built on its facilities in emerging countries that are drivers of growth, and on the strong potential of "all-purpose" store formats, such as supermarkets, hard discount stores and convenience stores. The world's leading hypermarket operator with 731 units, Carrefour has also become, in less than four years and on the strength of its concepts, the European supermarket leader with 2,300 outlets and number three worldwide in hard discount stores with 3,800 units.
Carrefour's strategy is to expand its presence in its local markets in each of its formats.

A Multi-format Group

For a long time, Carrefour based its growth on the hypermarket concept which it invented. The acquisition of Comptoirs Modernes in 1998, followed by the merger with Promodès in 1999, brought Carrefour strong market positions and real expertise in the supermarket segment, along with a diversified business portfolio.
Today Carrefour offers the consumer a full array of store formats and styles, one of which is bound to suit his or her life style and consumption habits.
With a variety of store formats, Carrefour can fine tune its expansion strategy to the specific characteristics of the markets it wishes to serve. For example, Carrefour's expansion into Asia was based primarily on its hypermarket concept in order to gain market share quickly. In Latin America, the Group is focusing on the development of supermarkets and hard discount stores alongside an already dense hypermarket network. Complementary formats become a definite asset to continue to grow in more mature markets such as France, Spain and Italy.

The Most International Retailer

In 2001, for the first time, international sales were slightly higher than sales in France.
Well established on three continents, and leader in nine countries, Carrefour is the retailer with the broadest geographical coverage. It operates in thirty countries, including some of the world's largest countries, such as Mexico, Brazil, China, Korea and Japan.
Carrefour's international experience is unequaled. It began to expand to other countries very early, at time when competition was less fierce and modern retailing was not very widespread. Carrefour was the first foreign retailer to establish a presence in a number of countries, such as Spain in 1973, Brazil in 1975, Argentina in 1982, Taiwan in 1989, China in 1995 and Japan in 2000.

An International Group, a Local Operator
If Carrefour is now a world retailer, it is because it has succeeded in establishing itself, country by country, as a local player, close to the consumer and respectful of local lifestyles and cultures. When making acquisitions, the Group has chosen to retain a number of local supermarket names when they enjoyed strong brand name recognition, such as GS in Italy, GB in Belgium, Norte in Argentina. While the Carrefour, Champion and Dia concepts are global, over 90% of their product inventories are local or sometimes regional. The stores adapt their products and arrange their shelves to meet customer needs. In Turkey, for example, there is a very large spice section; the Icerenkoy store sells over ten tons a month. In China, the bicycle department is a major department and, given the size and diversity of the country, the Beijing and Shanghai stores do not offer the same local products. In Malaysia, the meat department is designed to respect Muslim religious practices.
In Colombia, clothing is a focal point in the stores.
The quality lines, which have been developed internationally since 1998, now complete the regional products.

Franchizing, a dynamic approach to diversification

Franchizing is a powerful tool for gaining market share in mature countries where store openings are heavily regulated. They are a major driver of growth and a competitive asset because of the sales volumes they generate. In addition to the benefits of the well-known Carrefour name, the franchises also benefit from the Group's proven sales expertise and purchasing power that is almost unrivaled in the industry, as well as synergies implemented both nationally and internationally with the consolidated stores.

At the end of 2001, almost 4,000 stores operating under Carrefour banners were managed by franchisees and generated sales of € 16.5 billion. Franchises represent 10% of the hypermarket network, 40% of the supermarket network, 22% of the hard discount stores and 96% of the convenience stores.

Productivity, a shared priority

With a highly decentralized sales policy, Carrefour has developed genuine expertise in identifying regional, even international, synergies through economies of scale in purchasing, especially for low-priced products, house brands and all non-food items. The coordination of marketing policies and exchanges of expertise among formats, countries and continents should begin in 2002 to generate significant cost reductions and greater operating efficiency in the various companies in the group.

"Hard discount stores, a tremendous platform for growth"
An interview with Javier Campo, Director of hard discount stores

- **In 2001, your sales increased by 11% with constant sales area. To what to you attribute this dramatic increase?**
  Through Dia, we have an "all-purpose" concept that is successful, adaptable, and efficient worldwide. Our success lies in changing consumer patterns. By offering both low prices and convenience, the hard discount concept meets the needs of consumers around the world. In addition, our stores also offer quality through the Dia products.

- **How do you manage to combine low prices and quality?**
  Because we offer a limited and highly targeted line of products and have a highly centralized structure, which gives us major economies of scale, we can reinvest in a highly competitive pricing policy. The Group's buying power gives us significant bargaining power with the major national brands.

- **What will your focus be in the years to come?**
  We plan to expand our network by opening 360 stores in 2002; in other words, one a day.
  Rapid expansion programs are planned for Greece, Turkey and Brazil in particular. In the city of San Paolo, Brazil, 60 stores will be opened in 2002. In each of these countries, Dia is taking advantage of positions already acquired by Carrefour to create a competitive product line and establish a market position in a short time.
  Carrefour is active in 30 countries, and there are hard discount stores in only seven of those countries, so we have substantial growth potential. After Europe and Latin America, we plan to take advantage of the Carrefour presence in Asia to enter the Chinese market in 2003.

A sense for business

Provide access to as many consumer products as possible: this is the underlying goal of Carrefour's sales policy and explains why our banners are appreciated as unique brands, promoting values that reflect respect for the customer, a focus on quality and a spirit of service.

Our priority in 2001 was to make our customers the winners in the new group. To attract new consumers, we improved and renovated our sales outlets, expanded our product lines and, most importantly, offered highly competitive prices.

Low prices—our top priority

Thanks to the productivity gains from the merger and increased buying power, Carrefour regained its positions as a discount retailer in all countries.
- In France, supported by a number of especially powerful promotional campaigns, such as "Carrefour is cutting all its prices" in May and "Carrefour pays back ten times the difference" in November, the company quickly regained its position as a discount retailer. Champion confirmed its leadership in the supermarket sector.
- In Spain, Carrefour became the least expensive hypermarket in six months.
- In Belgium, food prices were cut by an average of 5% in all stores.
- In Poland, we implemented a highly aggressive promotional policy; all our prices are lower than market promotions.
- In Taiwan, massive investments in pricing enabled Carrefour to stand out clearly from its competitors.
- In Brazil, we completely decentralized our pricing and promotions policy and expanded the low priced product line.
- In Argentina, Carrefour adopted a highly aggressive pricing position throughout 2001.

In Europe, the changeover to the euro turned out to be a tremendous opportunity for the Group to reaffirm its pricing position. In all countries, the increased emphasis on a low-price policy coincided with customer expectations and Carrefour regained market share.

Stores with a strong sense of the market

Under each of our banners, the Group introduces new concepts and differentiates itself from its competitors.
For the first time, the anniversary operation was launched simultaneously in the thirty countries where the Group does business. The stores that were celebrating their first anniversary posted sharp increases in sales, illustrating Carrefour's expertise in staging marketing events.
At the same time, the fresh product line was expanded, and fruit and vegetable sections were introduced in some of the hard discount stores.
In the non-food area, Carrefour continued to organize its consumer products into special areas devoted to farming & gardening, video or healthcare.
Carrefour is continually adapting its stores to meet the needs of local consumers and to suit their shopping patterns. In 2001, for example, a grilled meat tasting area was introduced in Argentina next to the prepared hot food department; in Japan, the French product line was expanded to meet the needs of consumers eagerly looking for new products from the West.
Thanks to the quality of their stores, Carrefour, Champion and Dia are posting higher sales per square meter than their competitors.

A Commitment to quality

Early on, Carrefour positioned itself as a leader in terms of quality, adopting a proactive stance for all its house brand products, including low-priced products. Food safety is a top priority for the Group, which has set the standard with its policies demanding traceability, transparency and consumer information.
In 1992, Carrefour introduced quality lines built on lasting partnerships with farmers and livestock producers.
This approach has been adopted in France for 110 quality lines and will gradually be expanded to other countries.

What is a Carrefour Quality Line (Filière Qualité)?

A Carrefour Quality Line is an agreement signed by all the players in the food chain—producers, manufacturers and stores—to meet growing consumer expectations. The Quality Lines are based on strong commitments to quality, a fair compensation for producers, food safety, and environmental protection, even in defining specifications. From beef to fruits and vegetables, the Carrefour Quality Lines are at the heart of the hypermarket product line, with 110 quality lines signed in France since 1992. In other countries, where they have been developed since 1998, 111 quality lines have already been signed. More than 130 quality lines are now being developed.

A sense of our customers

House brands–the key to building customer loyalty

Carrefour's own retail brands are a significant vector for brand differentiation and customer loyalty; year after year, they account for a major portion of sales growth. The growth of the brands Carrefour, Champion and Dia is worldwide and multi-format. In 2001 in France, Carrefour expanded its product lines. In Spain, a broad range of 1,600 items was introduced in the food product line, and in Belgium the Carrefour brand was launched through 250 food products. At the same time, 800 new items were added to the low-priced lines and expanded to all the hypermarkets. The Group is also introducing special food products. For example, in France the Reflets de France products are now on the shelves alongside the value-added brands Escapades Gourmandes, Destinations Saveurs and Carrefour Bio. The Reflets de France brand, which is very popular with consumers, has been adapted to local markets in Spain, Italy and Belgium.
As for Dia, the Dia brand has been expanded to the entire hard discount store network; 300 Dia products have been added to the product lines. Products sold under the Dia brand name account for 55% of consolidated sales by the hard discount segment.
In France, all Group house brands account for 35% of sales and 40% of volumes sold.

Enhancing customer loyalty tools

Over the past three years, Carrefour has developed considerable expertise in loyalty cards. In 2001, the Group increased the number of cardholders with the simultaneous introduction of the Carrefour Club card and the Iris card in Spain, a targeted promotional campaign for the Pass card in France, and the introduction of this card in Belgium. Launched in early 2002, the "Champion Ticket+", a major upgrade of the Champion Iris card, is expected to raise this card to the level of the GS card in Italy, one of the best designed cards on the market.
The results speak for themselves: to date, 75% of the sales posted by the French supermarkets have been made with the Champion Iris card. In Spain six million Spanish households, in other words a third of the country's households, use the Dia card.
In France, there are now three million Pass cardholders. Payments with this card have been unprecedented, totaling 40% of payments in some Carrefour stores and 24% in the former Continent hypermarkets. Customer loyalty programs have been introduced in all banner stores, reaching 40 million cardholders in Europe as of December 31, 2001.

THE PRINCIPAL CARREFOUR BRANDS

"Name" brands
Brands that are sold in all the stores of the banner, both food and non-food items
- Carrefour, and its Carrefour Bio and Carrefour Quality Line labels
- Champion
- Norte
- Dia
- GB

House brands
Non-food brands sold in the hypermarkets
- Clothing: Tex and Harmony
- Bicycles: Topbike
- Household appliances: Firstline and Blue Sky
- Lawn equipment: Coté Green

Interstore brands
Food brands sold in the different Carrefour store formats and stores operating under the Carrefour banner
- Reflets de France (sold in Spain under the name Tierra Nuestra, in Italy under the name Terre d'Italia and in Belgium under the name Souvenirs du Terroir)
- Escapades Gourmandes
- Destinations Saveurs
- Grand Jury (for convenience stores under Carrefour banners)

Increasing the number of services offered

The introduction of the Pass card in France in 1981 was Carrefour's first successful test run in services. Since then, Carrefour has applied its retail expertise to other activities, chosen because of their added value for the consumer, such as vacations, insurance, entertainment, vehicles, gift lists and eyewear. Developed primarily in the hypermarkets in France, these services are gradually being expanded to other countries and store formats. The Carrefour Voyages concept was introduced this year in some Champion supermarkets, which can access it via a call center. The Carrefour Optique, eyewear brand, which has now been introduced in 61 stores in France, was recently expanded to Italy under the Ottico brand.
Gas stations are a key component of this service offering. With the acquisition this year of seventeen gas stations on national highways in France, Carrefour now has a new territory in which to express its values.

NATIONAL HIGHWAY DISCOUNTS

Since April 2001, seventeen gas stations on French national highways now operate under the Carrefour name. In keeping with its commitment to offer its customers the lowest possible prices, gasoline prices in these stations are less expensive than at competing stations, which are now being forced to adjust their prices. In this way, Carrefour has been instrumental in lowering highway gasoline prices by roughly 13 euro cents. The consumer is the winner. The shops also offer very attractive prices and a wide selection of Carrefour products at prices identical to those in the hypermarkets. There has also been a sharp increase in traffic at the stations.

Mobilizing our talents

The competitiveness of the Group depends primarily on the motivation of the men and women that make up Carrefour, and on their ability to meet customer needs. The challenge of human resources is to nourish this motivation, to stimulate it with careful management of employee talents, and to make it the engine for a Carrefour culture that reflects many nations and many cultures.

In four years, Carrefour has become one of the top ten employers in the world with a workforce that has more than tripled from 123,000 to 383,000 employees (excluding franchise stores) working in three geographic regions. Through organic growth alone, the Group creates every year almost 15,000 new direct jobs in stores and support functions (logistics, finance, marketing, human resources).
The continual search for new talent and the development of loyal employees is a top priority for Carrefour. The goal is to provide for each new employee, in every country and for every format, opportunities for professional development within the company through training and internal mobility.

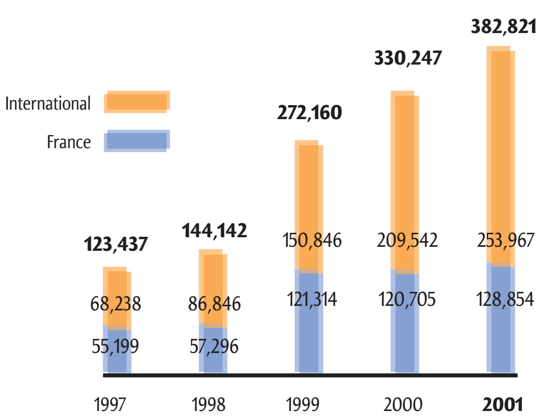
Providing opportunities for young people

Throughout the world, Carrefour has undertaken an intensive youth employment program, which includes partnerships with local schools and direct company-sponsored hiring and training programs. In 2002, the Group established a Carrefour School in France. This year, it will train some 3,000 people now working under contracts for qualification in retail businesses. By establishing its own school, the Group will be able to attract more job applicants, ensure their loyalty, and offer them Carrefour's unique expertise.
In Brazil, where Carrefour is the leading private employer, in Spain and Mexico, apprenticeship contracts allow young people with no training to learn the Group's businesses and become part of the company.
Carrefour is also very active with recent college graduates. In addition to its partnerships with elite graduate schools and universities, it has established a marketing chair at HEC, France's prestigious business school.

Encouraging individual advancement through training and mobility

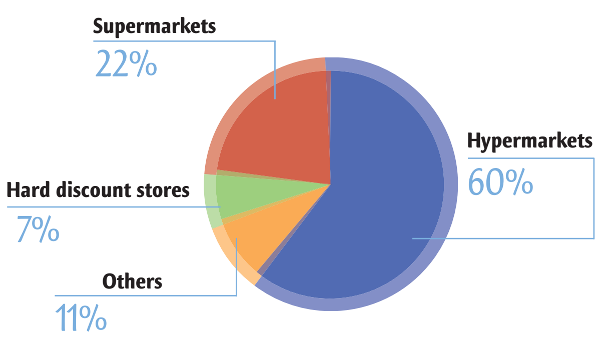
Every new hire at Carrefour is encouraged to move up the ladder if he or she has a sense of business and the ability to adapt and innovate. Priority is given to advancement within the company. Every year, over 10,000 employees are promoted within the Group. In 2001, out of 9,200 jobs created in Europe, over a third were filled internally.
This system also includes a major training component, representing three million hours a year, designed to assist the professional development of our employees. There is even greater emphasis on training in high growth countries. In China, for example, more than 100,000 hours of training were provided in the first half of 2001.
These expenditures are far in excess of any legal requirements because the stakes are high. We must be as responsive as possible in adapting the skills and attitude of our employees to the rapid changes in the industry, while at the same time develop new skills.
A total of 340,000 people in all countries and all formats received training in 2001.

Total number of employees (Group)*
as of December 31



* Not including franchise stores.

Breakdown of employees by format
as of December 31, 2001



Exporting Carrefour's know-how

Carrefour's international success is directly linked to its ability to integrate its sales formula within the local culture, economy and consumer patterns.

For this reason, the Group's long-term policy in every country is to train a management team made up of nationals whose skills and abilities meet the Group's management standards.

In addition, the Group must see to it that there is sufficient mobility to encourage the transfer and application of "good practices". Within this system, expatriates must establish and develop the Carrefour concepts with the assistance of local employees, then transfer all their expertise to those local teams.

Since 1999, under a program carried out in partnership with INSEAD, about thirty future international executives are trained every year. At the end of 2001, Carrefour had 683 expatriate employees.

Highlights for Euro training

- **8,600 stores involved, or 90% of the store network**
- **2,000 in-house trainers mobilized**
- **214,000 employees involved**
- **over € 20 million invested**
- **1.5 million hours of training provided**

Promoting the Carrefour values

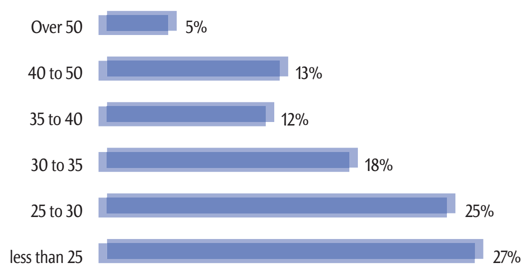
Carrefour has introduced a number of tools to promote its values, exchange information, and share experience:

An Intranet site: with its intranet site, which received a new look in June 2001 and is designed for all employees, Carrefour now has an outstanding information and communications tool, which should accelerate the sharing of its values worldwide.

Introducing good practices throughout the Group: In 2001, Brazil introduced its first e-training program, which can be used to train simultaneously employees working 4,500 kilometers apart. Carrefour is following this experiment very closely, as it could be valuable in other countries.

Motivating employees through incentives: The offering for employees in 2000 allowed 60% of its employees, which is more than 200,000 people in 26 countries, to share in its growth.
In France, thanks to new laws on employee savings plans, a Carrefour Intercompany Savings Plan (PEI) was created in October 2000, which offered 30,000 employees in 2,000 franchise stores an opportunity to save with an employer's contribution.
There are 115,000 employees in the consolidated companies with savings in one of the Company Savings Plan funds.

Age pyramid
(as of December 31, 2001)



Average age = 31.6

A commitment to sustainable development

"Sustainable development is development that meets the needs of present generations without compromising the ability of future generations to meet theirs." Brundtland Commission, "The Future belongs to all of us", 1987.

Our leadership position comes with responsibilities. As a retailer, Carrefour's mission is to make consumer products available to the largest number of people by offering quality products at the best price. As a major economic player, our goal is to make globalization a key element in economic, social and environmental progress.
This goal is part of a continual process to achieve progress while respecting the specific characteristics of each country.
We want to demonstrate our commitment to sustainable development at the very center of our business and daily practices.
Carrefour is convinced that sustainable development is also a strong lever for the creation of economic value because it stimulates:
- reduced operating costs;
- attention to the public to anticipate customer expectations;
- mobilization of internal resources around a strong project;
- innovation and quality;
- increase value for our brands and banners.

Quality and safety, daily priorities

- **Offering healthy and safe products**
  Carrefour carefully monitors the following points using clearly defined procedures: traceability, store hygiene, safety in manufacturing processes, and the cold chain for food products. For own-brand products and Quality Lines, Carrefour is involved upstream as soon as specifications are defined. In addition, adopting a precautionary approach, Carrefour pledged to eliminate GMOs from its house-brand products in 1996.

- **Customer and employee safety**
  All the Carrefour hypermarkets and supermarkets comply with French safety standards, which are unusually strict.

Respect for the environment

Carrefour is working on a number of environmental issues:
- product shipping in partnership with providers and manufacturers;
- store management: reducing water and energy consumption; developing waste sorting;
- reduction of packaging materials for house-brand products: 487 tons of materials saved every year thanks to 13 new packaging designs created since 1999 en France;
- support for sustainable agricultural and industrial practices: through our product lines (organic products, Carrefour Quality Lines, etc.) and assisting suppliers to improve production from an environmental standpoint;
- paper consumption: with the commitment to the FSC (Forest Stewardship Council) label, which guarantees sustainable forest management;
- integration of our stores into the landscape and the ecological architecture.

Social audits of our suppliers

In partnership with the IHRF (International Human Rights Federation), Carrefour has initiated a policy to guarantee the working conditions provided by its suppliers. This policy is reflected in a Charter of Commitment that guarantees respect for the basic rights of workers as set forth by the ILO, and a dual auditing system. In 2001, 146 suppliers were audited in Asia, and the policy will gradually be applied to all suppliers.

The Carrefour International Foundation

Created in late 2000, the Foundation is run by a team of emergency management specialists. Its five-year, € 22 million-budget is devoted to emergency assistance worldwide, the fight against poverty, and funding research. In Argentina, for example, the Foundation is supporting the A. Perez Esquivel Nobel Peace Prize project by financing the construction of training centers for the street children of Buenos Aires.

Our economic and social responsibility

- **Promoting more responsible habits of consumption**

Carrefour is helping to increase customer awareness through educational publications (shopping guides, etc.) and by providing or developing products with added social or environmental value (i.e., products resulting from fair business practices, organically grown products, etc.).

- **Our relationships with our suppliers**

In addition to our commercial negotiations, we are working to create long-term ties with our suppliers based on transparency, trust, respect for people and for reciprocal commitments. We have stringent internal codes of conduct.
Our products are adapted to specific regional requirements thanks to close partnerships with the small and medium-sized businesses and farmers that have been involved for many years in our success. The Group also has an active policy of supporting small and medium-sized businesses in other countries under the auspices of the "Partnership France" program.

- **Local development**

In all countries, Carrefour makes it a priority to hire local people, uses local suppliers and participates in community development by paying local taxes.
In emerging countries, Carrefour is helping to create a commercial network, to improve product quality and pricing thanks to economies of scale, and to reduce food chain risks thanks to stringent requirements, short shipping distances, and modern equipment.

- **Social Assistance**

At Carrefour, social assistance is organized at three levels: in the stores (supporting local associations, donating unsold products, etc.), in the countries (supporting "major causes", with the Food Banks, Handicap International, Care, Secours Populaire and other charitable organization), and through the Carrefour International Foundation (emergency assistance, programs to combat poverty, and research).

Carrefour's policies, commitments and goals in this area are described in the first sustainable development report published by the Group in 2002.

2001: **Revitalizing**

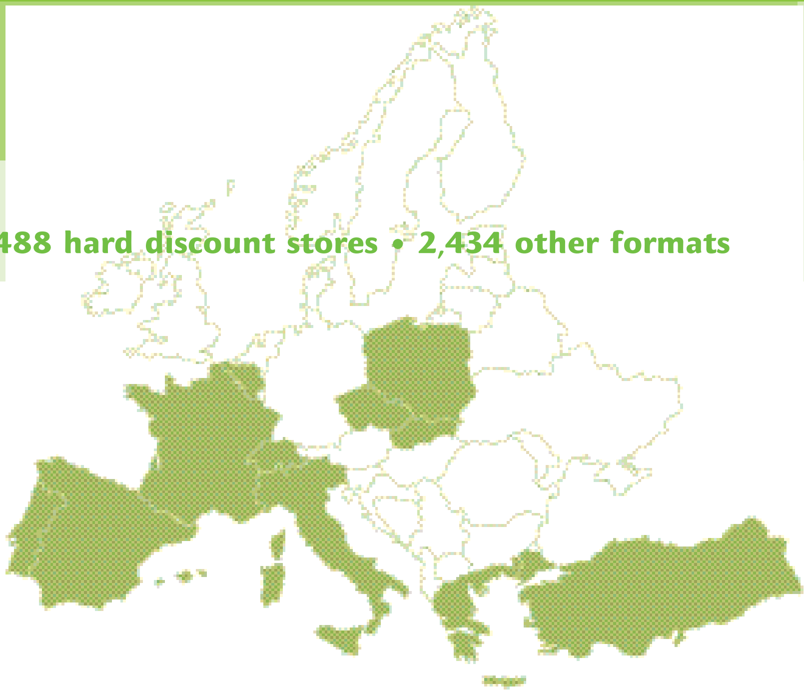
our **sales** dynamics

Europe, our domestic

market

82% of sales

499 hypermarkets • 2,038 supermarkets • 3,488 hard discount stores • 2,434 other formats



Interview with **Joël Saveuse**, Director for Europe

Following your network acquisitions in 2000, some major projects were planned for 2001. How did they turn out?

This year, we consolidated the GB stores in Belgium, GS in Italy and Marinopoulos in Greece. These changes were made quickly with excellent results, as illustrated by the growth in sales in the final months of the year. At the same time, 2001 was the year in which we revitalized our sales strategy in all countries. We cut our prices, launched major advertising campaigns, and revamped our product lines. These policies paid off and led to further gains in market share.

You are now number one in France, Spain, Belgium and Greece, the leading consolidated company in Italy, and you operate in nine European countries: what are the advantages to your size?

In this region, because of our position, we can achieve greater synergies by taking advantage of geographical and cultural proximity. In our four major countries (France, Spain, Belgium and Italy), we have begun streamlining the supply and logistic network as well as marketing our own brands. This will create further synergies and will enable us to offer lower prices to consumers. We plan to continue these efforts in 2002. In each country, our market share and our multi-format positioning also create synergies.

In the years to come, what will be the source of growth in Europe ?

First of all, from the existing network: the hypermarkets and supermarkets we have converted or renovated are improving their sales per square meter, and our aggressive marketing policy will help us continue to gain market share.
Moreover, our markets in Europe are far from being saturated. With the advantage of a multiple formats, we can strengthen our networks and coverage in a number of countries.
For example, a major program to open hard discount stores in Greece and Turkey is planned for 2002.
Finally, in the more mature countries, franchizing represents a tremendous growth driver.

	Population 2001 (in thousands)	Average annual growth 2001-2006	GDP growth in 2001	GDP per capita (US$)	Inflation 2001	Sales under banners (in € millions)
Belgium	10,257	0.1%	1.4%	27,667	2.4%	5,112
Spain	39,492	0.1%	2.6%	19,843	3.5%	11,089
France	59,515	0.3%	2.0%	24,494	1.7%	43,156
Greece	10,581	0.2%	3.5%	16,865	3.5%	1,397
Italy	57,736	0.0%	1.8%	23,824	2.7%	6,374
Poland	38,646	0.0%	1.5%	9,407	6.0%	663
Portugal	10,021	0.2%	1.9%	17,392	4.2%	885
Czech Republic	10,268	- 0.1%	3.3%	14,075	4.5%	317
Slovakia	5,414	0.1%	2.2%	11,452	7.5%	
Switzerland	7,159	0.2%	1.6%	29,154	0.8%	612
Turkey	65,933	1.2%	- 8.0%	6,825	70.0%	447
Other countries*						1,966
TOTAL						**72,018**

(*) Countries in which the Group does business solely through partnerships or franchises.

FRANCE

214 hypermarkets • 1,003 supermarkets • 459 hard discount stores • 1,520 convenience stores • 159 Cash&Carry stores

As Carrefour's first country and the foundation for its growth, France accounted for 49% of sales for the year.
The efforts made by the Group in terms of organization, promotions, and pricing policy paid off. Carrefour quickly won back its market share with significant progress in all formats in the fourth quarter of 2001.

Carrefour hypermarkets: rebound quickly

In the first half of 2001, Carrefour completed the final work for the merger. A single management system was introduced for all the consolidated stores, ensuring a new competitive organization for the hypermarkets. In 2002, a new Carrefour store will be opened in Melun Sénart, a number of store expansions are planned, and roughly twenty stores will be remodeled.
At the same time, the logistical organization is being optimized. One of the first steps in this undertaking was the opening last November of a 90,000 m^2 clothing warehouse in Vert-Saint Denis that will supply all the hypermarkets in France.

- **Aggressive price positioning**

"Carrefour is cutting all its prices!". In May, the Group initiated its new strategy, betting on an aggressive new pricing policy. In November, Carrefour beat out its competitors with an aggressive advertising campaign very early in the season using toys as a theme. This increased store traffic and achieved significant gains market share for the entire product line. Toy department sales increased 13% before the Christmas season.
The changeover to the euro bolstered the Group's position as a discounter. Prices were frozen or rounded off to the lower centime and every guarantee was made to consumers to give them the impression of winning in the transition. Cash register activity on January 2, the first day the euro was used, attest to the effectiveness of the policies applied to customers and employees during the transition period.
In December 2001, our hypermarkets left the competition behind, surpassing average market growth by four points.

- **On-going improvement in the offer**

At the same time, Carrefour continued to add to its product lines. In the food segment, the selection of "traditional local" and "organic" product lines was expanded to nine new Quality Lines. Furthermore, Carrefour continued to develop new consumer product lines and strengthened its position as the top French retailer for computer equipment and electronics.
Carrefour also introduced several new merchandising policies designed to make its stores more profitable.
In 2002, it plans to continue introducing new concepts in the hypermarkets.

Champion Supermarkets: dynamic growth

Champion Supermarkets, the second largest banner in France, continued to perform extremely well.
This trend was due in part to the success of the Iris-Champion card. With six million card-holders, it accounted for almost 75% of sales for this banner. In light of this success, Champion decided to push strengthen its impact by introducing the "Champion Ticket+" in January 2002, distributing discount coupons in all Champion supermarkets.
Fresh products, another factor in customer loyalty, have become a major positioning vector for Champion. In all Champion stores, a "market" department has been established or promoted. Placed at the store entrance, shoppers can visit the market several times a week to stock up on fresh fruits and vegetables, specialty items, and fish.
There are 1,003 stores in the network, half of which are franchises. In 2001, Champion decided to integrate all consolidated stores and franchises, which had previously been managed separately, into a single organizational structure.

Hard Discount stores: rapid growth of the Ed chain

Ed has accelerated its growth in France. The expansion of its store network to 459 stores and its dynamic marketing raised sales to € 1.7 billion, a 9% increase with constant consolidation and 11% overall. The banner has intensified its efforts to bolster its positions even further. For example, 200 Dia products were added to the product line, and fruits and vegetables were added to all the stores in the network. Dia's management practices were introduced in all the stores. The 112 Paris stores were remodeled. Taking advantage of the Group's purchasing power, Ed plans in 2002 to increase the number of national brands on its shelves. Currently, 80% of its products are house brands. Forty stores were opened in 2001. In 2002, the Ed chain is expected to include about 500 stores.

Other formats

- **Convenience stores**

With sales up 4.7% on a constant store basis, the Marché Plus, Shopi and 8 à Huit banners confirmed Carrefour's leadership in convenience shopping.
The new self-service concepts, organized around flexible hours and services, have been highly responsive to the needs of urban customers.
The Grand Jury brand continues to grow in popularity and, in 2002, a Grand Jury Organic line will be introduced.
Shopi opened 83 new stores in 2001 and expanded 18 stores. The 200 stores integrating the new concept implemented since 2000 outperformed the others by 10%. Roughly one hundred stores will be renovated in 2002.
The Marché Plus stores are very urban stores with an emphasis on service and highly flexible hours. The banner will continue to develop throughout France in the coming year.
8 à Huit: This year, the brand tested a new small-scale concept (2,500 items stocked) with a focus on ready-to-eat foods. After the initial strong performance in Paris, these stores will gradually be developed in the rest of the country.

Highlights 2001

March
Sale of Carrefour's 73.9% stake in Picard Surgelés for a total of € 624 million.

April
17 national highway gas stations adopt the Carrefour banner.

May
The advertising campaign, "Tout Carrefour baisse ses prix" ("Carrefour is cutting all its prices"), is launched.

August
First real simulation of the changeover to the euro at the Montesson store (France).

October
The Carrefour 38th anniversary campaign based on the theme "Dream days" is launched.

October
Sale of the Carrefour and Metro AG cross-holdings: Carrefour sells Metro its 20% stake in Metro France, and Metro sells Carrefour its 20% stake in the companies operating the top five Carrefour hypermarkets in Italy.

November
The European Commission approves the sale to Deutsche Bank of Carrefour's 43.6% stake in Cora.

December
Beginning December 14, the Carrefour finance departments distribute the first euro kits before the coins and bills are placed in circulation. Over 850,000 kits are distributed in a few days.

January 2002
The "Champion Ticket+" targeted marketing campaign is launched, offering highly customized promotions to Iris cardholders.

Cash and Carry: Promocash

The growth in the Cash and Carry business has been stimulated by the growing trend toward eating out that is a feature of modern life.
Promocash has an unusually large network with 130 stores in France serving caterers, distributors and food professionals.
Promocash its adapting its store network and concepts to provide solutions even more adapted to restaurant and catering professionals, who represent a growing proportion of its customers. These changes include a substantial increase in the fresh product offer.
In addition, a new marketing approach has been developed based on narrower customer segments and a personal approach. This type of structure was necessary in order to accommodate the new customer database to be introduced by Promocash sometime in 2002.

Catering: Prodirest

As a specialist in catering, Prodirest sells food and non-food products that meet the needs of commercial and institutional caterers.
With its 1,800 employees, Prodirest is developing a convenience service. On a daily basis, 250 sales representatives and 150 phone markets now serve over 40,000 customers, backed by a network of 25 facilities and 400 trucks.
In 1999, Prodirest initiated a process to obtain service certification from Qualicert, an independent agency that officially guarantees the quality commitment made by Prodirest to its customers. To date, four facilities have received Qualicert certification. The company intends to earn certification for all its facilities by the end of 2003.

The Ooshop on-line marketplace

The ooshop.com website specializing in the on-line food business expanded its activities in February 2001 to include Lyons; the delivery area in the Paris region was also expanded.
It added another 6,000 items to its product line, which now includes many more fruits, vegetables, fresh, and frozen products.
In September, in connection with the expansion, Ooshop opened two new warehouses for the preparation of dry and fresh products.

SPAIN

113 hypermarkets • 167 supermarkets • 2,389 hard discount stores • 28 Cash and Carry stores

As Spain's top retailer with a 25% market share, all formats combined, Carrefour increased its lead under the combined effect of its sales campaigns, discount position, ad campaigns, and the development of its house brands.

Hypermarkets: the power of the Carrefour banner

As the country's leading hypermarket, Carrefour is active throughout Spain. In 2001, the Group opened four stores as planned in Avila, San Sebastian de Los Reyes (Madrid), Alcalá de Henares (Madrid) and Vitoria. In addition, twelve stores were sold to meet the requirements of the anti-trust authorities following the merger with Promodès.
The company focused its attention on its pricing position, product lines, and customer loyalty measures while completing the final work relating to the merger.

A new surge in sales

Carrefour's pricing position is now solid, thanks to a number of promotions in quick succession: a 25% discount on school notebooks, the "three products for two" campaign, gas-station promotions and the anniversary at year-end.
The impact of the first anniversary of the Carrefour banner in Spain was highlighted with a major television campaign.
The Club Carrefour loyalty card, introduced in February 2001, has already attracted four million households; 70% use it regularly.

In 2001, the Carrefour brand was placed in the stores. Between November 2000 and December 2001, 1,600 Carrefour items were added to the selection of food products. These products generated sales in excess of € 480 million, accounting for 16% of total food sales in 2001, compared with 13% in 2000. Five hundred Carrefour general merchandise products were also introduced.

Increased professionalism in non-food items

Like the specialized retailers, Carrefour has added an attractive electronic equipment offer, including a wide range of high-end products presented in a special setting by a trained sales team.
With a very popular clothing department in each store, the company has added a more professional dimension to each department by placing them under the supervision of a buyer and a designer.

Champion: a rapidly expanding network

Champion has embarked on an ambitious program to expand and streamline its store network, targeting all the regions where it is active. Seventeen stores were opened in 2001.
These stores now have an updated concept with a new layout for the added convenience of shoppers, better visibility in the fresh food sections, a new décor, and more practical signs. The company added new products to its line in 2001 and now stocks 1,000 items under its own brand, known for offering the best value.
The company also sold 18 supermarkets in 2001 to meet the requirements of the anti-trust authorities.

Dia: a name endorsed by Spain's shoppers

With 2,389 stores under its banner at year-end 2001, Dia confirmed its position as the top hard discount network in the country. Dia, the most popular network in Spain (55% of Spanish households shop there at least once a month), posted a 5.1 increase in sales, on a constant store basis, and 8.5% overall.
The loyalty card with five million card-holders provides true individualized marketing.
To accommodate this rapid growth, the company opened 100 stores in 2001 and expanded 63. In 2002, the network is expected to total 2,500 stores, including 800 franchises.

BELGIUM

57 hypermarkets • 347 supermarkets • 94 convenience stores

Since the retail group GB was acquired in July 2000, Carrefour has become the operator of the leading hypermarket network in Belgium and the second largest supermarket network. Belgium ranks number four among the countries where the Group operates, with retail network sales of over € 5 billion.

Carrefour has taken steps to turn GB around by focusing on four areas: a new sales strategy, improved purchasing terms and supplier relations, a major capital expenditure program, and an unprecedented employee training program.
The year-end results for 2001 look promising, with fourth quarter earnings up 8.5% on a like-for-like basis.

Hypermarkets: accelerated store conversions

In less than a year, Carrefour converted, modernized and renamed all the GB hypermarkets. This conversion took place in three phases: seventeen stores adopted the Carrefour banner in May, sixteen in August and the rest in October.
Heavy investments were made in pricing. Between 4,000 and 8,000 prices were cut when the name was changed and, starting in May, the seventeen new Carrefour stores displayed the lowest prices in the market.
The brand's pricing position improved thanks in part to major advertising campaigns. Carrefour's first national promotional campaign in Belgium, "A Month like no other" ("Un mois Jamais Vu") was a huge success, enhanced the power of the brand, and increased sales by almost 15%.
Store product selection was also improved, with the gradual introduction, alongside the GB brand, of 419 Carrefour brand products and of 120 items from the Reflets de France, Escapades Gourmandes and Destination Saveurs product lines.
New non-food departments were also added to the hypermarkets, specializing primarily in electronics.

Supermarkets and convenience stores: continual modernization

The GB supermarkets (72 consolidated stores and 275 franchises) and convenience stores have kept their name because of strong brand recognition in Belgium.
In 2001 GB began to get a new look. 45 supermarkets were remodeled in line with Group concepts, with an emphasis on fresh products and low-price products and an increase in promotional campaigns.
In April, a major price-cutting campaign on over 3,000 items was launched in all the stores. This price-cutting policy was spontaneously followed by all the franchises.
In addition, a program is now under way to increase the number of convenience stores.
The year-end results from the modernized supermarkets are encouraging, showing a significant rise in the number of customers and a 5% increase in sales.

ITALY

37 hypermarkets • 301 supermarkets • 567 convenience stores • 11 Cash and Carry stores

The acquisition of GS in March 2000 gave Carrefour a foothold in Italy, where it is now the leading integrated group in the industry. In a highly fragmented market still dominated by traditional retailers, the Group intends to accelerate gains in market share and make the most of Italy's strong growth potential.

In 2001, Carrefour completed the harmonization of trade names and product lines. While the supermarkets are keeping their name, the hypermarkets all became Carrefour stores and the convenience stores were unified under the Dí per Dí banner.

Hypermarkets integrate the Carrefour concept

The change of banner was completed as of January 31, 2001. Then the Group turned its attention to introducing its house brands and adapting product lines to regional customs and trends. A total of 445 Carrefour products, 15 quality line products and 435 low-priced products have been added, and 700 items have been added to the non-food line. At the same time, services were expanded with the inauguration of Ottico, the eyewear stores, and the opening of the first gas station in Nichelino.

Supermarkets optimize their sales areas

The GS network, the top chain in the country with 301 stores, including 109 franchises, kept its name. Four stores were opened in 2001.
The network continued its active marketing campaign centered on developing a personal relationship with customers. The network issued new loyalty cards to an additional 200,000 customers, raising the number of cardholders to 1,500,000, and the use rate to 70%.

- **A Model for fresh products**
Throughout the GS network, Carrefour has unequaled expertise in fresh products, which it is now proposing as a model to all its stores. Certain advances made by GS in food products are gradually being exported to other countries in Europe, e.g., fresh salads cut and packaged in front of the customer, pre-prepared hot dishes and Italian ice cream. Early in 2002, a GS team was sent to Brazil to assist with the development of fresh products.

The other formats continue their growth

- **DìperDì, convenience shopping**
Well adapted to local consumer habits, the convenience store network is ready for strong expansion, which will be easier when all the various stores are regrouped under one banner. The Group used two concepts, each adapted to a particular type of store. Dí per Dí Express, for sales areas of between 150 and 250 m², and Dí per Dí Il Supermercato, for sales areas of between 250 and 250 m². These stores are growing rapidly.

- **Docks Market and GrossIper, Cash and Carry**
Docks Market and GrossIper, the Carrefour Cash and Carry trade names in Italy, are known for their specialization in fresh products. Their sales are evenly balanced between their resale business and commercial and institutional catering services.

Stronger purchasing power

Restructuring Carrefour's businesses in Italy will create many synergies among formats, especially in the area of supplies and logistics. The Carrefour food purchasing group ranks third among Italian food purchasing groups, but it is the only one owned by a single company. In 2001, it represented for local suppliers 1,150 consolidated sales outlets and franchises in different formats and a total sales area of 1,100,000 m².

GREECE

11 hypermarkets • 128 supermarkets • 228 hard discount stores

Carrefour-Marinopoulos is the top retail group in the country with a 21% market share in a highly fragmented and competitive market. The 9% rise in Group sales in Greece in 2001 was largely due to the dynamic sales efforts of the hypermarkets and the strong attraction of the hard discount chain, Dia.

Hypermarkets: the Carrefour concept pays off

The first year under the Carrefour banner produced encouraging results. The network made significant gains in market share thanks to intensified sales and marketing efforts, and the opening of a new store in Athens in March. The anniversary month campaign, which offered one product a day at exceptional prices was extremely successful. This event had a strong impact because it was supported by a major television campaign that helped to consolidate the company's pricing position.
The process to integrate the Carrefour concepts resulted in new store layouts and improved operational procedures. Furthermore, new supply and inventory management systems have been introduced in all the stores, resulting in better productivity.

Supermarkets: modernizing almost the entire network

Integrating the 125 Marinopoulos stores was the major project for the year in Greece. A total of 80 stores have already been completely remodeled and now carry the Champion-Marinopoulos banner. This process was clearly appreciated by customers, since the remodeled stores posted an average sales increase of 20% over the previous year.
The supermarkets added new items to their food lines: the number of fresh products was expanded, Champion products were introduced, and a product line shared with the hypermarkets has been defined.
Synergies between the hypermarkets and the supermarkets have begun to materialize and will be developed in 2002.

Hard discount stores: accelerated growth

Dia continued to expand its network by opening 38 stores, increasing its network to 228 stores. Sales were up 33%, reflecting a strong performance in the second half of the year. The use of franchises drives growth and is accelerating the formation of a national Dia network. Over half the stores opened in 2001 were franchised. In 2002, Dia plans to open 40 stores, including 24 franchises.

POLAND

9 hypermarkets • 51 supermarkets

Carrefour is expanding rapidly in Poland. In 2001, 26 Globi supermarkets were consolidated into the Group. Alltogether, Group sales were up 77% year-on-year and 30% on a like-for-like basis.

Hypermarkets: consolidating positions

In a highly competitive environment, hypermarket sales increased by 11.6% (9.5% with constant sales area), thanks to a very aggressive pricing policy, revamped food and non-food products, and continual adaptation to changing trends in the Polish market.

Carrefour opened its ninth store in Szczecin with an 8,000 m^2 sales area in an eighty-store shopping mall. Two other stores should open in 2002.

Supermarkets: a major step forward

Carrefour Poland and Globi completed their merger. The teams have been combined, product lines and logistics harmonized, and computer systems standardized. The three banners Poland–Carrefour, Champion and Globi–now have a single information database. In the fourth quarter, the Group began to reap the benefits of the improved supply conditions resulting from the merger.

With the consolidation of the Globi network, Champion has been able to accelerate its expansion in Poland significantly.

To reinforce its position, nine Champion stores were opened in 2001 and should be followed by another ten in 2002.

CZECH REPUBLIC AND SLOVAKIA

11 hypermarkets

Carrefour's expansion in the Czech Republic and in Slovakia was assisted by the growth in GDP and buying power. Since 1998, the company has opened seven stores in the Czech Republic in the country's six major cities. The seventh store, which opened in Prague in June 2001, is a flagship store, with 10,000 m^2 of sales area on two floors in the center of a large shopping mall. This store posted turnover of 540,000 items in December.

Carrefour began doing business in Slovakia in the second half of 2000 with the opening of two stores in the capital Bratislava. In 2001, the Group added two additional stores in other parts of the country, one in Kosice, in the east near Ukraine, and the other in Zilina.

An aggressive pricing policy was implemented in 2001 with 450 low-priced products added to the food product lines.

PORTUGAL

5 hypermarkets • 326 hard discount stores

In June, Carrefour purchased from Espirito Santo, its historic partner in Portugal, the interest owned by the Portuguese company in Carrefour Portugal, raising its stake to 99.6%.

In 2001, Portugal suffered a period of economic recession that drove down consumption. Despite this environment, Minipreço, the hard discount banner in Portugal, is expanding rapidly, posting a 30% increase in sales.

In 2001, the Minipreço stores reaped the benefits of a series of strategies exported from Spain by Dia, including the loyalty card, which was offered by the network in January for the first time and is now held by over 800,000 households.

Expanding hypermarkets in Portugal is difficult because of a regulatory environment that does not favor this kind of store. The Group focused on two major areas in 2001: sales and marketing and identifying synergies with Carrefour Spain. In September, many brand food products from Spain were introduced in the Portuguese stores. In the non-food segment, synergies are also being developed with the Carrefour Spain general merchandise and clothing collections. Aggressive marketing campaigns throughout the last quarter of 2001 contributed to an increased market share in Portugal.

SWITZERLAND

11 hypermarkets

In Switzerland, Carrefour formed a joint venture with Maus, in which it owns a 40% interest, through which it has operated ten Jumbo hypermarkets since January 2001. A major project to adapt these stores to Carrefour standards began in 2001 and continues in 2002. This process includes the commercial offer, with the gradual introduction of Carrefour products and low-priced items, as well as harmonizing the management systems. The final step in the conversion process will be the name change in September 2002, when the Jumbo stores will be renamed Carrefour. Carrefour's 38th anniversary was celebrated in all the Jumbo stores and was enormously successful.
In April, the Group opened an additional store in the country, directly under the Carrefour banner, which will test the impact of the trade name on customers.
This new store was very well received and is performing well.

TURKEY

10 hypermarkets • 3 supermarkets • 86 hard discount stores

The economic crisis that followed the sharp devaluation in February impacted the Group's performance in Turkey.

The Hypermarkets suffered from the sharp drop in consumption despite a highly competitive pricing position. However, the new Ankara hypermarket that opened in December 2001 was a huge success very quickly, posting turnover that made it the second-ranked retailer in the region. Two large new hypermarkets may be opened in Istanbul in 2002.
Carrefour has already prepared for the future by establishing partnerships with local farmers to establish a Quality Line program. The first quality lines will be introduced in 2002.

The Group inaugurated the first three Champion **supermarkets,** all located in the Istanbul area. They performed well, demonstrating that the Champion concept is well suited to the needs of a population used to street markets. There are plans to add three new stores to the network in 2002.

The hard discount stores accelerated their growth. For its second full year in Turkey, Dia's sales rose over 20% on a constant store basis. The highly competitive position for this banner proved to be a critical competitive advantage in a period of economic crisis.
The company doubled its store network by opening 49 units, and intends to reach 113 stores by December 2002.

Latin America, consolidation of the

multi-format

12% of sales

124 hypermarkets • 263 supermarkets • 266 hard discount stores

Interview with
Philippe Jarry,
Director of the
Americas Region

The crisis in Latin America has affected two large countries where Carrefour does business. How have you reacted?
With 2001 sales of € 10,078 million, Carrefour is the top retailer in Latin America. Thanks to this strong position, for over two years, we have been able to withstand the combined effects of the Argentina crisis and the plunge of the Brazilian real. To counteract the adverse effects of the economic situation on retail sales, we consolidated our different networks, and repositioned ourselves commercially and geographically; and we have continued to achieve gains in market share.

What is the future of the Group in Latin America?
The growth potential for modern retailing in Latin America is as big as the continent itself. From a marketing standpoint, we have the advantage of a certain history in the region where we have been doing business since 1975, and we enjoy high brand recognition in our five countries. In the future, Carrefour plans to intensify its coverage of the region, using various formats and targeting high-population areas.
A key phase in this strategy was the opening of the first seventeen hard discount stores in Brazil, to be followed by sixty new stores in 2002 in addition to the 250 Dia stores in Argentina.

	Population 2001 (in thousands)	Average annual growth 2001-2006	GDP growth in 2001	GDP per capita (US $)	Inflation 2001	Sales under banners (in € millions)
Argentina	37,400	1.1%	-2.2%	12,845	- 1.4%	4,606
Brazil	170,808	0.8%	1.0%	7,699	6.7%	4,317
Chile	15,350	1.0%	3.1%	9,636	3.4%	139
Colombia	42,910	1.6%	1.7%	6,074	8.1%	229
Mexico	100,346	1.4%	0%	9,112	6.2%	787
TOTAL						**10,078**

ARGENTINA

22 hypermarkets • 132 supermarkets • 249 hard discount stores

Carrefour has been present in Argentina since 1982 and is the top retailer in that country. The April 2001 takeover of the management of Norte, the top supermarket operator in the country, opened up new opportunities for the Group, which now has significant national coverage with all formats in a country five times the size of France.

Hypermarkets withstand the crisis

Two major steps were taken to revitalize sales in Argentina: a major overhaul of the fresh products line, and major investments in pricing, especially for staple goods. A program to renovate stores and adapt concepts to customer expectations was implemented. The Vincente Lopez and San Lorenzo hypermarkets were remodeled. The San Lorenzo store was expanded and modernized and now serves as a flagship store.
These measures quickly paid off as customer traffic improved in the second half of the year, despite the crisis. However, the sudden plunge in the buying power of Argentine consumers drove down the average customer basket.
In early 2002, a promotional campaign based on the theme "Carrefour pays back ten times the difference" boosted the company's position as a discounter. In addition, Carrefour used its buying power to intervene with suppliers to discourage price speculation and maintain the lowest market prices.
Thus, store retail sales in a period of profound economic crisis illustrate the strength of their position with Argentine consumers.

Supermarkets: a year of consolidation

In April 2001, Carrefour, which owned 70% of its subsidiary Norte, raised its stake to 100% and took over the management of the company. The Norte network consists of more than 130 stores throughout Argentina that have very good image with the Argentine people.
Carrefour quickly began work on the product line, with two primary goals: to create a common product line and adapt products to regional trends. The supermarket concepts that have been successful in other countries were also implemented: priority for fresh products, more house-brand products, a reduced non-food line, introduction of the Tex brand in clothing, etc.
Despite the crisis, Norte was successfully consolidated and substantial synergies were implemented with the hypermarket network in management, purchasing and supplies.
In early 2002, a new product line and a new pricing policy adapted to the new situation in the country were introduced.

Hard discount stores continue to expand

The crisis in Argentina has had an effect on Dia's net sales. Due to the riots in December, some twenty stores were closed for several days.
However, Dia continued to expand its network in 2001, opening 44 stores, with a total of 256 stores by the end of December. To gain a stronger foothold in the region, the Group began to develop a franchise network in the second half of the year with the creation of five stores.

BRAZIL

74 hypermarkets • 131 supermarkets • 17 hard discount stores

In an environment reeling under the impact of the devaluation of the real and an energy crisis, Carrefour is maintaining its market share thanks to major restructuring efforts designed to consolidated its new supermarket network.

Hypermarkets: continued growth

As the country's number one hypermarket operator, Carrefour regained market share in the third quarter after a period of adjustment to the energy crisis, which reduced consumption of frozen foods, fresh foods and appliances. These gains are the result of a highly attractive pricing policy combined with a line of merchandise and promotional campaigns better adapted to the customs and trends of the marketing areas.
In 2001, the company opened two hypermarkets in Sorocaba (State of Sao Paulo) and in Rio de Janeiro.

Supermarkets: standardizing the network

Between 1998 and 2000, the Group acquired 110 supermarkets from seven different networks. The year 2001 was the first full year of operations under the Champion banner. It was a year marked by massive restructuring in order to integrate the concept and adapt it to the country's consumption patterns. The reorganization of the different chains so that they operate with the same tools and procedures will be completed in the first quarter of 2002.
Champion refocused its expansion on five priority regions: Rio, Sao Paulo, Espirito Santo, Brasilia, and Belo Horizonte. Twenty-five stores were opened in these target areas, and nine non-strategic sales outlets were sold.
To position the stores properly in their local markets, the Carrefour decided on a highly decentralized structure with substantial authority delegated to its regional managers.

Hard discount stores: Brazil, Dia's seventh country

Dia took its first steps in Sao Paulo, opening seventeen stores between July and December. Deployment of the Dia banner will be accelerated in 2002. In the city of Sao Paulo alone, 60 new stores will be opened. Dia benefits from the group's networks of hypermarkets and supermarkets.

Carrefour: an involved local employer

With 48,000 employees, Carrefour is one of the leading employers in Brazil. Thorough its stores, the group is very involved in implementing sustainable development projects in the environment, employment, healthcare and education.
Carrefour's efforts to reduce electricity use to meet with the energy crisis substantially exceeded the objectives set by the government.
In addition, on August 25 of last year, 40,000 children were vaccinated against polio in the Carrefour hypermarkets temporarily converted to vaccination centers for this purpose.
In the area of employment, Carrefour hired 1,500 untrained young people in cooperation with the government of the State of Sao Paulo.

MEXICO

19 hypermarkets

In a highly fragmented market where modern retailing is gradually but slowly being accepted over traditional stores, Carrefour is concentrating its capital expenditures in the central region, where 79% of its infrastructure has been established.
The initial effects of the US economic downturn, followed by the events of September 11 have begun to change consumer behavior. They are now much more likely to look for bargains. These events impacted the banner's growth in the second half of the year. Clothing held up better, protected by the good quality of the products offered and successful sales.
Carrefour reacted to this slowdown as early as October by offering attractive products and services and a number of sales promotions.

The company continued to apply its differentiation policy by adding more one-of-a-kind imported items to the non-food line. New departments were added to the stores—entertainment, toys and pet food.
In January 2001, Carrefour established an inter-store sales development department responsible for centralizing expertise and information tools to make them accessible to all the stores.
Carrefour continued to optimize its supply chain by improving negotiating terms and reducing inventory.

COLOMBIA

5 hypermarkets

The Carrefour concept was introduced in Colombia in 1998 and has been highly successful in this high-growth region, where most consumer needs are not met. Carrefour also enjoys excellent brand recognition among consumers.
In less than a year, the Group doubled its market share and increased sales by 60% with constant stores (79% with constant exchange rates). Carrefour opened two stores in Bogota in 2001 and expects to inaugurate two more in 2002.
Management was consolidated with the appointment of the first Colombian executives to key positions and the creation of four new divisions: training, organization and systems, expansion programs and assets. The first customer service training module was implemented.
In December 2001, Carrefour Colombia teamed up with UNICEF to establish a children's school (Ecole Amie des enfants) focused on children's physical heath and education.

CHILE

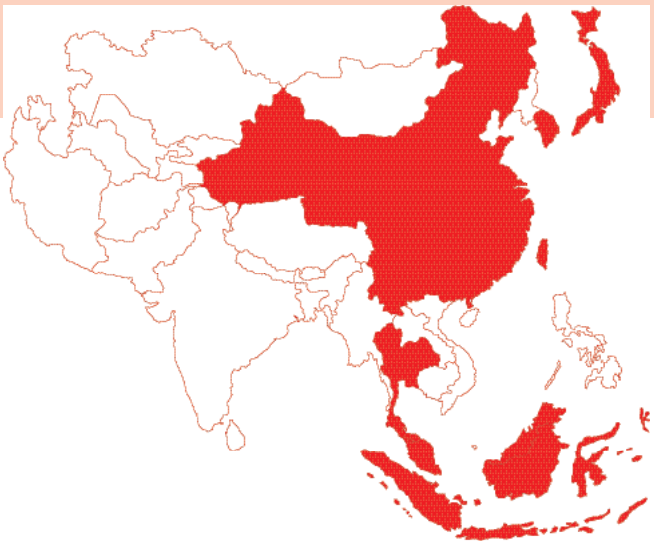
4 hypermarkets

Carrefour has been active in Chile since 1998, and is making steady progress in this mature country where the hypermarket concept was introduced only recently. To meet the needs of a population with strong buying power, it relies primarily on compact formats and a product line similar to the one offered in Europe, with strong emphasis on food products.
Carrefour has one of the most competitive pricing positions in the market, along with special expertise in fresh products and high quality brands. For example, in 2001, forty Reflets de France items were added to the food product line.
In 2001, Carrefour opened a fourth store in Santiago with 8,000 m^2 of sales space. The Vélasquez store was reconfigured to increase its sales space to 10,000 m^2.
Pursuing a determined policy to establish itself and stand out from its competitors, the Group is gradually gaining ground in a highly competitive market. In 2001, sales grew 15% (32% with constant exchange rates).

Asia, a tremendous potential

for growth

6% of sales
108 hypermarkets



Interview with
René Brillet,
Director of the
Asia Region

How does Asia fit into Carrefour's plans for growth?
We are expecting a great deal from this area. We have been doing business in Asia since 1989, and we are very familiar with local customs and trends. We believe the rapid changes in consumer patterns in the countries where we do business are promising. Asia is the continent with the greatest potential for long-term growth for the Group through two particularly attractive countries: China which will soon open up a market of over one billion people to international companies through its membership in the World Trade Organization; and Japan, because the buying power and behavior of its residents.

How did your markets change in 2001?
The Asian markets are still suffering from the effects of the Japanese crisis. The downturn in the US market has had an adverse effect on exporting countries like Taiwan, Malaysia and Japan. The strength of our concept, backed by a policy of differentiation and low prices, has continued to drive growth in all our stores. As of December 31, 2001, sales in Asia, on a constant store basis, grew faster than in any other region. With the exception of Japan, which is in a start-up phase, all the countries in the region made positive contributions to earnings.

Why base your growth exclusively on hypermarkets?
As the leading international retailer in Asia, the Group is also the first to have introduced the hypermarket concept. We are now operating 108 hypermarkets, three quarters of which are located in Taiwan, China and Korea. The advantage of a hypermarket is that it can attract a substantial number of customers. Now, because of the maturity of some countries and our in-depth knowledge of local consumers, we can introduce other Carrefour formats. We are thinking about it.

	Population 2001 (in thousands)	Average annual growth 2001-2006	GDP growth in 2001	GDP per capita (US$)	Inflation 2001	Sales under banners (in € millions)
China	1,271,890	0.8%	7.3%	4,204	1.4%	1,341
South Korea	47,720	0.8%	1.5%	18,129	4.2%	1,244
Indonesia	213,855	1.5%	3.0%	3,086	4.5%	203
Japan	127,064	0.1%	- 0.6%	26,183	-1.0%	161
Malaysia	23,556	1.9%	0.0%	9,220	1.5%	242
Singapore	3,511	3.4%	- 3.5%	27,631	1.5%	86
Taiwan	22,364	0.8%	- 2.1%	22,085	0.3%	1,460
Thailand	62,936	0.8%	2.0%	6,535	2.1%	350
TOTAL						**5,087**

TAIWAN

26 hypermarkets

As the leading retailer in Taiwan, Carrefour continued to expand in a sluggish economic environment, as all economic indicators deteriorated in 2001. The company opened two new stores during the year in Kaohsiung and Taipei.
In this context, Carrefour Taiwan gained market share thanks to a determined discount pricing policy. Major promotional campaigns were held to mark the major events of the year, including the Chinese New Year, carnival, Carrefour's anniversary. This led to a significant increase in customer traffic, especially at the end of the year.
In 2002, Carrefour should continue to improve sales and profitability because of the quality of the stores and the strong image of the banner. The company will continue to keep prices low, renovate the fresh product line, and emphasize low-priced products and products bearing the Carrefour label.

CHINA

27 hypermarkets

Carrefour has been active in China since 1995 and is the country's top foreign retailer. It is now expanding in fifteen of the seventeen major cities.
In 2001, a process to reorganize Carrefour's legal structures carried out in cooperation with Chinese authorities slowed our growth in the country temporarily, and delayed some store openings. Solely on the basis of its marketing strategies, the Group increased its sales in local currency by 15% compared with 2000.
At the end of the year, Carrefour received the authorizations required to continue its growth. It resumed its expansion projects in January 2002 and has plans to open between seven and ten stores a year.
China's membership in the World Trade Organization in 2001 opens up new possibilities for medium-term growth for international retailers. Carrefour is in a good position to take advantage of these opportunities.

KOREA

22 hypermarkets

The third largest retailer in Korea, Carrefour opened two stores in Seoul in 2001 and posted a 17% increase in sales in local currency, aided by steady consumer spending despite an economic slowdown.
At year-end, the "Power Card" was introduced. This is a Visa card co-branded by Carrefour, Cetelem and Shinham Bank, with a permanent credit authorization. This major marketing and customer loyalty tool for Carrefour has been very successful. By the end of February, more than 100,000 people had used it since its introduction on December 12, 2001.
During the year, the Carrefour product line was also expanded as 950 food and textile items were added to a product line that now offers 1,850 products.
Carrefour received a prize for foreign companies awarded by Korea's Ministry of Commerce and Industry for the quality of its investments in the country and its contribution to job creation.
In 2002, Carrefour Korea will continue to adjust its concept to the expectations of Korean consumers.

THAILAND

15 hypermarkets

The brand opened four stores in 2001 and increased its presence in the capital. At year-end 2001, it had fourteen stores in Bangkok and a store in Chiang Mai, the country's second largest city.

In 2001, the economic slowdown in Thailand weakened consumer spending and affected consumer purchasing power. In this environment, Carrefour's low prices made the difference. The group's sales rose 20% in local currency, stimulated by an aggressive promotional strategy. The Group continued to expand the number of low-priced and Carrefour brand products. It also initiated a substantial program to achieve differentiation through fresh products and services. In cooperation with Cetelem, Carrefour developed a highly competitive credit offer. A partnership with "Bangkok Bank", the leading local bank, will allow Carrefour to offer additional financial services in all its shopping malls.

CARREFOUR THAILAND TEAMS UP WITH UNESCO.

Carrefour Thailand, in partnership with the Carrefour International Foundation, is assisting the UNESCO programs to educate needy children in Thailand. As part of this program, Princess Maka Chakhty Sirindhorm is sponsoring a local project to establish sixty informal training centers to compensate for a school system that is practically non-existent. Carrefour has made a commitment to fund the entire project. Eleven centers are already in operation, and nine more are being established.

INDONESIA

8 hypermarkets

The developments initiated three years ago in Indonesia are now paying off. Carrefour posted a gain in market share of roughly 4%, and a 42.6% increase in sales in local currency.

The company implemented a major name recognition program through an intensive promotional campaign in both catalogues and in the press, television and radio.

Carrefour opened an eighth store, Lebak Bulus, in Djakarta. In 2002, the Group plans to expand outside the capital city for the first time by opening two new stores

MALAYSIA

6 hypermarkets

Carrefour continued to expand in Malaysia. To counteract the slowdown in consumer spending, it conducted aggressive promotional campaigns to mark Carrefour's seventh anniversary in Malaysia in February, the Carnival in April, and the Group's 38th anniversary in October.
Carrefour also developed its position as a discounter by harmonizing the prices and product lines in its stores.
The company introduced new staple items produced locally and sold exclusively by Carrefour.

SINGAPORE

1 hypermarket

Carrefour successfully integrated its Singapore store and positioned it to meet the expectations of a multicultural population with substantial buying power.
Sales increased 7% with a constant sales area, driven by an intensive sales strategy. The banner conducted a total twenty advertising campaigns in 2001.
Expanding the low-priced line in the stores and increasing the number of items sold in the various departments increased store traffic. More than 450 Carrefour, Reflets de France and Carrefour Bio products imported from France were added to the inventory. Carrefour is planning to increase that number to 600 in 2002.

JAPAN

3 hypermarkets

In December 2000, Carrefour became the first foreign retailer to enter the Japanese market. The real estate slump provided an opportunity for the Group to move into a country with strong potential thanks to its high standard of living, even in times of economic crisis. The first hypermarket was opened in Makahari, a suburb of Tokyo; two others followed in Tokyo and Osaka in January 2001.

This first year was a year in which the banner became familiar with and adapted to local consumer habits. With their small homes, the Japanese have limited storage capacities and tend to shop more frequently and in small quantities. The latest western products are very popular with the Japanese, who expect a French department store to take them to another country and offer them everything they love about France, from bread to perfume to clothing.
Carrefour redesigned its concept during the year to meet these expectations, doubling the number of French products in its lines and including luxury products in the non-food line.
Carrefour also consolidated its retail channels with the support of local partners. A fourth store will open in Sayama (Tokyo) in 2002.

Financial Report

1999 Basis of Comparison

The 1999 consolidated financial statements for the Carrefour Group included the Promodès statements for the last two months of the year.
The pro forma statements (a retrospective reconstitution of the historical statements) including the combined business of Promodès and Carrefour for all of 1999, are provided below as a basis of comparison with the consolidated financial statements for fiscal years 2000 and 2001.

Sales

Sales net of taxes totaled € 69,486 million, up 7.2% over consolidated sales in 2000.

The major changes in consolidation in 2001 are listed below:

- GB (Belgium) and Distributis (Switzerland) added to the scope of consolidation;
- Withdrawal of Picard from the scope of consolidation, sales of stores required by the French and Spanish authorities, as well as sales of shopping malls.

With constant consolidation and exchange rate from 2000, the Group would have earned sales of € 67,521 million, up 4.2% over the previous year.
The table below gives a three-year breakdown of sales, net of taxes, by business segment:

	2001	2000	1999
Hypermarkets	59%	60%	66%
Supermarkets	20%	20%	13%
Hard discount	7%	7%	7%
Other stores	14%	13%	14%
Total	**100%**	**100%**	**100%**

The three-year breakdown of sales, net of taxes, by geographic region is as follows:

	2001	2000	1999
France	49%	52%	62%
Europe (outside France)	32%	27%	22%
Americas	12%	15%	11%
Asia	7%	6%	5%
Total	**100%**	**100%**	**100%**

Earnings before interest, tax, depreciation and amortization

EBITDA came to € 4,528 million and accounted for 6.5% of our sales versus 6.8% in 2000 according to the consolidated financial statements. It increased 2.7% over 2000.
With constant consolidation exchange rates, EBITDA accounted for 6.9% of sales in 2001.

The following table shows the breakdown of EBITDA by geographic region:

	2001	2000	1999
France	56%	55%	64%
Europe (outside France)	29%	26%	20%
Americas	8%	13%	12%
Asia	7%	6%	4%
Total	**100%**	**100%**	**100%**

The following table shows the ratio of EBITDA to sales net of taxes by geographic region:

	2001	2000	1999
France	7.4%	6.9%	6.3%
Europe (outside France)	5.8%	6.6%	5.7%
Americas	4.3%	6.2%	7.1%
Asia	6.9%	5.9%	5.0%
Total	**6.5%**	**6.8%**	**6.2%**

Depreciation, amortization and provisions

Depreciation, amortization and provisions came to € 1,702 million, a ratio of 2.4% of sales in 2001 versus 2.6% in 2000 in the consolidated financial statements.

Earnings before interest and tax (EBIT) before amortization of goodwill

EBIT before amortization of goodwill came to € 2,826 million, up 3.7% over EBIT in the 2000 consolidated financial statements.
On the basis of 2000 consolidation and exchange rates, the Group would have posted EBIT of € 2,945 million, up 8.1% over the prior year.

■ Net interest income/expense

Net interest income/expense was an expense of € 646 million and accounted for 0.9% of sales in 2001. This decrease reflects the debt reduction following the disposals made in 2001 and a reduction in the Group's effective interest rate.

■ Taxes

The effective tax expense was € 586 millions in 2001, which represented 26.9% of our earnings before taxes and amortization of goodwill, versus 32.2% according to the 2000 consolidated financial statements.

■ Affiliates consolidated by the equity method

Income from affiliates consolidated by the equity method totaled € 127 million, up € 6 million over 2000. This change reflects changes in consolidation made in 2001 (equity method consolidation of Picard Surgelés for three months, full consolidation of GB and disposals of Metro and Cora) as well as higher earnings by the other equity affiliates.

■ Net income from recurring operations

Net income from recurring operations increased to € 1,720 million, a 15.5% increase over net income from recurring operations in the 2000 consolidated financial statements.

■ Minority interests

The share of minority interests in net income increased from 7.5% in the 2000 consolidated financial statements to 8.5% in 2001. This primarily reflects the increase in earnings in companies held jointly with minority stakeholders.

■ Net income from recurring operations, Group share

Net income from recurring operations, Group share, totaled € 1,575 million, up 14.4% over net income from recurring operations in the 2000 consolidated financial statements.

■ Net income from recurring operations, Group share, after amortization of goodwill

Net income from recurring operations, Group share, after amortization of goodwill came to € 1,206 million, up 14.9% over net income from recurring operations, Group share in the 2000 consolidated financial statements.

■ Non-recurring income/expense

Income from non-recurring operations totaled € 86.3 million and included:

- gains from the sale of investments in non-consolidated companies (primarily Picard, Metro and Cora) for € 802.4 million;
- gains from the sale of stores required under the merger with Promodès, and of shopping malls for € 149.2 million;
- cost of changeover to the euro amounting to € 120.6 million;
- extraordinary D&A on intangible assets of € 393.1 million;
- extraordinary D&A on tangible assets of € 125.3 million;
- restructuring and sites closing costs amounting to € 161.7 million (closing of the Internet business and store closings in Brazil and Argentina);
- other items amounting to a net expense of € 64.6 million.

■ Working capital provided by operations and capital expenditures

Working capital totaled € 2,700 million, accounting for 3.9% of sales. Net investments for the year totaled € 691 million.
Carrefour tangible and intangible investments amounted to € 3,398 million.
Financial investments in 2001 came to € 951 million.
In 2001, divestitures affecting Carrefour cash position totaled € 3,658 million.

■ Total shareholders' equity after income appropriation

This totaled € 8,192 million as of December 31, 2001 versus € 8,932 million in the previous year, and was affected mainly by the change in the foreign currency translation adjustment and by the impact of adjustments accounted for in the Norte financial statements.

■ Net debt

Net debt owed by the Group dropped from € 11,008 million to € 8,674 million by year-end 2001.
It accounted for 106% of shareholders' equity after income appropriation at year-end 2001 versus 123% at year-end 2000.

Analysis by geographic region

(in € millions)	France		Europe*		Americas		Asia		TOTAL	
	2001	2000	2001	2000	2001	2000	2001	2000	2001	2000
Sales net of taxes	34,335	33,997	22,144	17,072	8,440	9,598	4,567	4,135	69,486	**64,802**
EBITDA	2,553	2,421	1,294	1,141	366	594	315	254	4,528	**4,410**
EBIT before goodwill	1,905	1,755	733	630	53	237	134	103	2,826	**2,725**

** outside France*

France

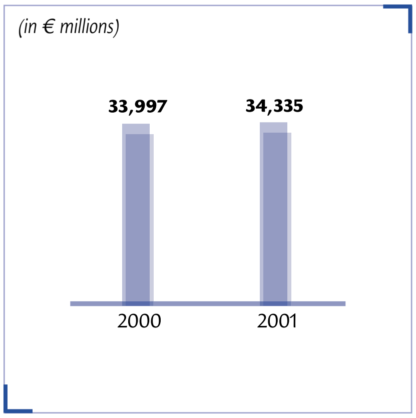
Store network

As of December 31, 2001, the store network included the following:

Hypermarkets	175
Supermarkets	534
Hard discount	459
Other stores	127
Total	**1,295**

In 2001, the network lost 4 hypermarkets, 5 supermarkets, as well as all the frozen food stores following the sale of Picard Surgelés.

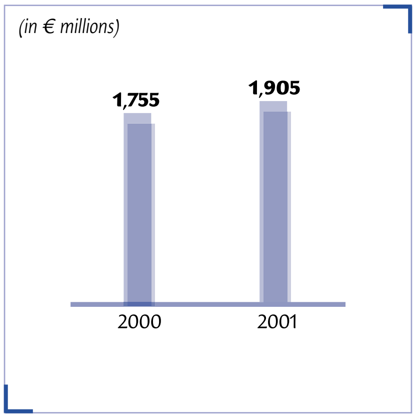
Sales



Sales in France rose 1% despite the sale of Picard Surgelés. This figure reflects stability in hypermarket sales despite the sale of 4 stores, and gains in market share in the other formats throughout the year.

EBIT

EBIT rose from 5.2% of sales in 2000 to 5.5% of sales in 2001 and amounted to € 1,905 million.



Capital expenditure

Capital expenditure in France totaled € 776 million, accounting for 2.3% of sales.

Europe (outside France)

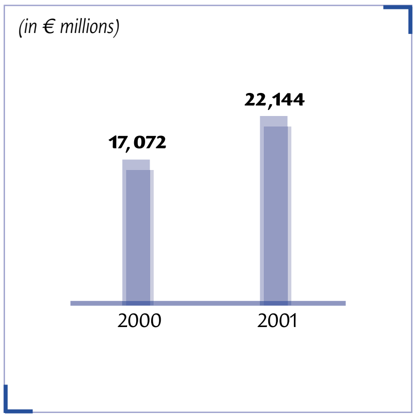
Store network

As of December 31, 2001, the store network included the following:

Hypermarkets	253
Supermarkets	594
Hard discount	2,210
Other stores	126
Total	**3,183**

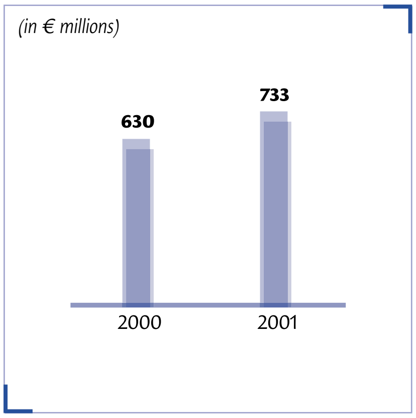
This year, the network increased by 66 hypermarkets, 68 supermarkets, and 111 hard discount stores.
The 62 frozen food stores included as of December 31, 2000 were eliminated from the network in Italy after the sale of Picard in 2001.
The consolidation of GB (Belgium) and Distributis (Switzerland) resulted in 57 additional hypermarkets and 72 additional supermarkets in Belgium and 8 hypermarkets in Switzerland.
In 2001, pursuant to its commitments, Carrefour sold 12 hypermarkets and 18 supermarkets in Spain.

Sales



Sales in Europe (outside France) rose 29.7% - 24.6% of which was related to the consolidation of GB (Belgium) and Distributis (Switzerland) - due to the excellent performance recorded in all European countries, with gains in market share in most of the countries.
With constant consolidation and exchange rates, sales increased by 6.8%.

EBIT



EBIT amounted to 3.3% of sales as of December 31, 2001 versus 3.7% in 2000.
Restated for the impact of GB (Belgium) and Distributis (Switzerland), EBIT rose to 4.2% of sales.

Capital expenditure

Capital expenditure in Europe totaled € 1,438 million, accounting for 6.5% of sales.

Americas

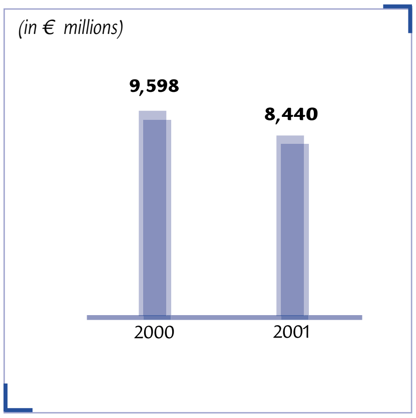
▪ Store network

As of December 31, 2001, the store network included the following:

Hypermarkets	124
Supermarkets	263
Hard discount	263
Total	**650**

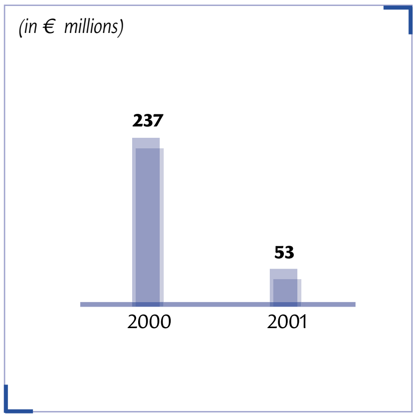
In 2001, the network grew by 4 hypermarkets, 10 supermarkets and 62 hard discount stores.

▪ Sales



Sales fell 12.1% from 2000 to 2001, as a result of the Argentine crisis and the severe devaluation of Brazil's currency.
At comparable exchange rates, sales fell by 3.9%.

▪ EBIT



EBIT reached 2.5% of sales in 2000 versus 0.6% of sales in 2001 and amounted to € 53 million.
This lower return is the result of the following factors:
- the economic crisis affecting Argentina and Brazil;
- consolidation of new supermarket companies in Brazil;
- Dia start-up costs in Brazil.

▪ Capital expenditure

Capital expenditure totaled € 370 million, accounting for 4.4% of sales.

Asia

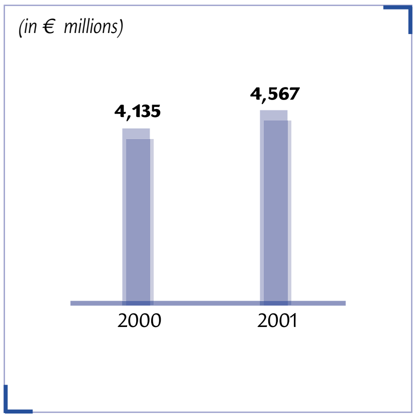
Store network

As of December 31, 2001, the store network included the following:

Hypermarkets	105
Total	**105**

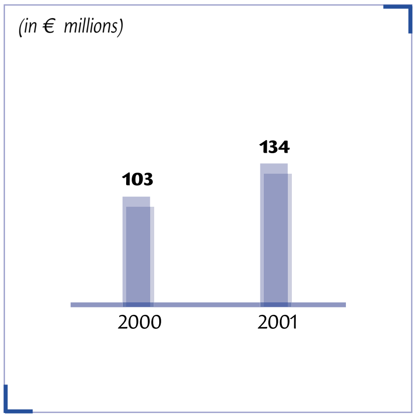
The network grew by 11 hypermarkets in 2001.

Sales



Sales in Asia rose 10.5% thanks to a significant number of store openings, despite an unfavorable exchange rate. At comparable exchange rate, sales rose 16.1%.

EBIT



EBIT rose from 2.5% of sales in 2000 to 2.9% of sales in 2001, and totaled € 134 million.

Capital expenditure

Capital expenditure in Asia totaled € 318 million, accounting for 7% of sales.

Recent trends and objectives

In a context of slower growth in consumption in 2002, the Group set the following priorities:

- to gain market share in all countries through continued use of aggressive sales policies and development of all the Group's formats;
- to improve EBIT through cost control;
- and to increase the return on capital employed by improving capital expenditure and working capital.

For 2002, being cautious due to the lack of visibility on the evolution of the world economic environment, but confident in its capacity to it, the Group has for objectives:

- an increase in sales of around 5% on constants exchange rates,
- and an increase of 10% to 15% in recurring net profit Group share after goodwill amortization.

Consolidated statement of income pro forma

(in € millions)	2001	% Increase	2000	% Increase	1999 pro forma
Sales, net of taxes	**69,486.1**	**7.2%**	**64,802.0**	**24.7%**	**51,948.1**
Cost of sales	(53,875.0)	7.9%	(49,919.6)	22.3%	(40,824.3)
Gross margin	15,611.1	4.9%	14,882.4	33.8%	11,123.8
Selling, general and administrative expenses	(11,728.7)	4.4%	(11,235.7)	32.5%	(8,479.4)
Other income/(expense)	645.2	- 15.5%	763.2	30.8%	583.4
EBITDA	**4,527.6**	**2.7%**	**4,409.9**	**36.6%**	**3,227.8**
Depreciation, amortization and provisions	(1,702.0)	1.0%	(1,684.9)	34.9%	(1,248.5)
EBIT (1)	**2,825.6**	**3.7%**	**2,725.0**	**37.7%**	**1,979.3**
Interest income/(expense)	(646.2)	- 8.5%	(706.6)	NS	(271.8)
Income before tax	2,179.3	8.0%	2,018.4	18.2%	1,707.5
Income tax	(585.7)	- 9.9%	(649.7)	8.5%	(599.0)
Net income from recurring operations of consolidated companies	1,593.7	16.4%	1,368.7	23.5%	1,108.6
Net income from companies accounted for by the equity method	127.0	5.0%	120.9	- 21.8%	154.6
Net income from recurring operations	1,720.7	15.5%	1,489.6	17.9%	1,263.1
Minority interests	(145.6)	28.9%	(113.0)	- 0.7%	(113.6)
Net income from recurring operations, Group share	**1,575.1**	**14.4%**	**1,376.6**	**19.8%**	**1,149.5**
Amortization of goodwill (1)	(368.5)	12.9%	(326.2)	39.0%	(234.8)
Net income from recurring operations, Group share after goodwill	**1,206.6**	**14.9%**	**1,050.4**	**14.9%**	**914.7**
Non-recurring income/(expense), Group share	59.2	NS	15.4	NS	(16.3)
Non-recurring income/(expense), minority interests	27.1	NS	(2.0)	NS	1.7
Total net income	1,438.5	22.2%	1,176.8	16.1%	1,013.7
Net income, Group share	**1,265.8**	**18.8%**	**1,065.8**	**NS**	**898.4**

Supplementary information (1)

(in € millions)	2001	% Increase	2000	% Increase	1999 pro forma
Amortization of goodwill on consolidated companies	(352.8)	16.5%	(302.9)	67.7%	(180.8)
EBIT after amortization of goodwill on consolidated companies	2,472.7	2.1%	2,422.1	34.7%	1,798.6

(1) In order to present results comparable to those of most retail companies, amortization of goodwill has been presented separately. Earnings before interest and tax (EBIT) after depreciation of goodwill on consolidated companies, comparable to the ratio presented in the 1999 statements, are shown under supplementary information.

Consolidated balance sheet pro forma as of December 31, 2001

ASSETS

(in € millions)	2001	2000	1999 pro forma
Intangible assets	10,801.6	11,970.1	7,490.6
Property and equipment	13,630.7	13,892.2	12,112.7
Investments	2,128.3	1,977.9	1,804.4
Fixed assets	**26,560.6**	**27,840.2**	**21,407.7**
Inventories	5,909.4	5,716.4	4,929.1
Trade receivables	1,283.8	1,324.8	976.7
Other receivables	4,919.7	6,208.2	3,844.3
Marketable securities and investments	2,007.1	1,739.9	1,753.5
Cash and cash equivalents	2,789.8	1,201.1	839.2
Current assets	**16,909.8**	**16,190.4**	**12,342.9**
Total assets	**43,470.4**	**44,030.6**	**33,750.5**

LIABILITIES AND SHAREHOLDERS' EQUITY

(in € millions)	Before appropriation of net income			After appropriation of net income		
	2001	2000	1999 pro forma	2001	2000	1999 pro forma
Shareholders' equity, Group share	**7,377.4**	**7,975.4**	**6,747.1**	**6,986.4**	**7,609.5**	**6,433.0**
Minority interests in consolidated companies	**1,294.0**	**1,390.0**	**1,158.0**	**1,205.2**	**1,322.8**	**1,102.2**
Total shareholders' equity	**8,671.4**	**9,365.4**	**7,905.1**	**8,191.6**	**8,932.3**	**7,535.3**
Provisions for contingencies and long-term liabilities	**2,026.5**	**1,771.9**	**1,201.6**	**2,026.5**	**1,771.9**	**1,201.6**
Borrowings	13,471.3	13,948.9	10,190.0	13,471.3	13,948.9	10,190.0
Trade payables	12,996.7	12,554.2	10,072.3	12,996.7	12,554.2	10,072.3
Other debt	6,304.5	6,390.2	4,381.5	6,784.3	6,823.3	4,751.4
Total debt	**32,772.5**	**32,893.3**	**24,643.8**	**33,252.3**	**33,326.4**	**25,013.7**
Total liabilities and shareholders' equity	**43,470.4**	**44,030.6**	**33,750.5**	**43,470.4**	**44,030.6**	**33,750.5**

Consolidated Financial Statements

Consolidated statement of income

(in € millions)	Notes	2001	% Increase	2000	% Increase	1999
Sales, net of taxes	3	**69,486.1**	**7.2%**	**64,802.0**	**73.4%**	**37,364.3**
Cost of sales	4	(53,875.0)	7.9%	(49,919.6)	71.1%	(29,183.0)
Gross margin		15,611.1	4.9%	14,882.4	81.9%	8,181.3
Sales, general and administrative expenses	5	(11,728.7)	4.4%	(11,235.7)	88.6%	(5,957.4)
Other income/(expense)	6	645.2	- 15.5%	763.2	83.8%	415.3
EBITDA	7	**4,527.6**	**2.7%**	**4,409.9**	**67.1%**	**2,639.2**
Depreciation, amortization and provisions	8	(1,702.0)	1.0%	(1,684.9)	70.5%	(988.3)
EBIT (1)	9	**2,825.6**	**3.7%**	**2,725.0**	**65.1%**	**1,650.9**
Interest income/(expense)	10	(646.2)	- 8.5%	(706.6)	NS	(202.0)
Income before tax		2,179.4	8.0%	2,018.4	39.3%	1,448.9
Income tax	11	(585.7)	- 9.9%	(649.7)	35.0%	(481.1)
Net income from recurring operations of consolidated companies		1,593.7	16.4%	1,368.7	41.4%	967.8
Net income from companies accounted for by the equity method	12	127.0	5.0%	120.9	7.6%	112.4
Net income from recurring operations		1,720.7	15.5%	1.4896	37.9%	1,080.1
Minority interests		(145.6)	28.9%	(113.0)	- 1.7%	(114.9)
Net income from recurring operations, Group share		**1,575.1**	**14.4%**	**1,376.6**	**42.6%**	**965.2**
Amortization of goodwill (1)	13	(368.5)	12.9%	(326.2)	88.9%	(172.7)
Net income from recurring operations, Group share after goodwill		**1,206.6**	**14.9%**	**1,050.4**	**32.6%**	**792.4**
Non-recurring income/(expense), Group share	14	59.2	NS	15.4	NS	(37.2)
Non-recurring income/(expense), minority interests		27,1	NS	(2,0)	NS	0,9
Total net income		1,438.5	22.2%	1,176.8	35.1%	871.1
Net income, Group share		**1,265.8**	**18.8%**	**1,065.8**	**41.1%**	**755.2**

Supplementary Information (1)

(in € millions)	2001	%	2000	%	1999
Amortization of goodwill on consolidated companies	(352.8)	16.5%	(302.9)	NS	(156.6)
Earnings after amortization of goodwill on consolidated companies	2,472.7	2.1%	2,422.1	62.1%	1,494.3

Net income from recurring operations per diluted share (2)

	Notes	2001	%	2000	%	1999
Net income from recurring operations, Group share before amortization of goodwill (in euros)		2.21	11.8%	1.97	2.8%	1.92
Net income from recurring operations, Group share after amortization of goodwill (in euros)		1.70	12.1%	1.51	- 4.1%	1.58
Number of shares used to compute share data (3)	15	724,029,723		709,408,707		504,852,271

(1) In order to present earnings comparable to those of most retail companies, amortization of goodwill for consolidated companies and companies accounted for by the equity method has been presented separately. EBIT after amortization of the goodwill for consolidated companies, comparable to the ratio presented in the 1999 statements is shown under supplementary information.
(2) Net income from operations per share is calculated using the average number of shares outstanding during the year and includes the potential dilution from the convertible bond issue and the BSARs (Note 15).
The potential dilution from stock options granted to executives does not result in any significant difference compared to the net income from recurring operations per share calculated above. The average number of shares before dilution is 711,147,110.
(3) After a six-for-one split in 1999 (1 existing share = 6 new shares) and after the allotment of one bonus share for every share held in 2000.

Consolidated balance sheet as of December 31, 2001

ASSETS

(in € millions)	Notes	2001	2000	1999
Intangible assets	16	10,801.6	11,970.1	7,490.6
Property and equipment	17	13,630.7	13,892.2	12,112.7
Investments	18	2,128.3	1,977.9	1,804.4
Fixed assets		**26,560.6**	**27,840.2**	**21,407.7**
Inventories		5,909.4	5,716.4	4,929.1
Trade receivables		1,283.8	1,324.8	976.7
Other receivables	19	4,919.7	6,208.2	3,844.3
Marketable securities	20	2,007.1	1,739.9	1,753.5
Cash and cash equivalents		2,789.8	1,201.1	839.2
Current assets		**16,909.8**	**16,190.4**	**12,342.9**
Total assets		**43,470.4**	**44,030.6**	**33,750.5**

LIABILITIES AND SHAREHOLDERS' EQUITY

(in € millions)		Before appropriation			After appropriation		
	Notes	2001	2000	1999	2001	2000	1999
Shareholders' equity, Group share	21	**7,377.4**	**7,975.4**	**6,644.6**	**6,986.4**	**7,609.5**	**6,330.6**
Minority interests in consolidated companies		1,294.0	1,390.0	1,260.4	1,205.2	1,322.8	1,204.7
Shareholders' equity		**8,671.4**	**9,365.4**	**7,905.1**	**8,191.6**	**8,932.3**	**7,535.3**
Provisions for contingencies and long-term liabilities	22	**2,026.5**	**1,771.9**	**1,201.6**	**2,026.5**	**1,771.9**	**1,201.6**
Borrowings	23	13,471.3	13,948.9	10,190.0	13,471.3	13,948.9	10,190.0
Trade payables		12,996.7	12,554.2	10,072.3	12,996.7	12,554.2	10,072.3
Other debt		6,304.5	6,390.2	4,381.5	6,784.3	6,823.3	4,751.4
Total debt		**32,772.5**	**32,893.3**	**24,643.8**	**33,252.3**	**33,326.4**	**25,013.7**
Total liabilities and shareholders' equity		**43,470.4**	**44,030.6**	**33,750.5**	**43,470.4**	**44,030.6**	**33,750.5**

Consolidated statement of cash flow

(in € millions)	2001(1)	2000(1)	1999(1)
Net income	**1,438.5**	**1,176.8**	**871.1**
Depreciation and amortization	2,537.8	2,475.0	1,176.1
Gain/(loss) from disposals of assets	(1,106.5)	(669.1)	42.1
Change in provisions and other operating resources	(82.2)	61.4	556.1
Share in income from equity method companies net of dividends received	(87.4)	(98.0)	(94.4)
Working capital provided by operations	**2,700.3**	**2,946.1**	**2,551.1**
Change in other short-term assets and liabilities	621.2	1,342.3	491.8
Net cash provided by operating activities	**3,321.6**	**4,288.4**	**3,042.9**
Additions to intangible assets and property and equipment	(3,397.8)	(8,600.9)	(9,261.6)
Additions to investments	(951.3)	(161.0)	(539.5)
Disposals of intangible assets and property and equipment	1,952.4	746.5	102.1
Disposals of investments	1,705.6	199.3	3.5
Other movements	(314.5)	(86.9)	1,811.7
Net cash used in investing activities	**(1,005.6)**	**(7,903.0)**	**(7,883.7)**
Capital increase in cash	183.7	858.6	(135.1)
Dividends paid by Carrefour (parent company) and by consolidated companies to minority interests	(424.6)	(372.0)	(239.5)
Change in borrowings	(477.2)	4,326.0	5,642.6
Net cash provided by financing activities	**(718.0)**	**4,812.7**	**5,268.0**
Impact of exchange rate fluctuations	41.3	(111.0)	21.5
Net increase (decrease) in cash and cash equivalents	**1,639.3**	**1,087.1**	**448.7**
Cash and cash equivalents at beginning of year	**2,106.2**	**1,019.1**	**570.5**
Cash and cash equivalents at end of year	**3,745.5**	**2,106.2**	**1,019.1**

(1) The variation in these accounts reflects the full consolidation of GB (Belgiulm) and Distributis (Switzerland) in 2001, the disposal of Picard Surgelés, the full consolidation of GS (Italy) Norte (Argentina) and the joint venture with Marinopoulos (Greece) in 2000, and the full consolidation of Promodès and Comptoirs Modernes in 1999.

Statement of changes in consolidated shareholders' equity

After appropriation of net income

(in € millions)	Share capital	Additional paid-in capital	Retained earnings	Shareholders' equity, Group share	Minority interests
At December 31, 1998	**592.1**	**315.3**	**3,002.9**	**3,910.3**	**710.4**
1999 net income			755.2	755.2	115.9
1999 dividends			(314.0)	(314.0)	(55.8)
Cancellation of dividends on treasury stock			2.1	2.1	
Issuance of shares	264.2	16,416.0		16,680.2	28.5
Foreign currency translation adjustment (Note 21)			321.7	321.7	7.5
Impact of changes in consolidation and other movements		(16,415.6)	1,390.6	(15,024.9)	398.2
At December 31, 1999	**856.3**	**315.7**	**5,158.6**	**6,330.6**	**1,204.7**
2000 net income			1,065.8	1,065.8	111.0
2000 dividends			(365.9)	(365.9)	(67.3)
Cancellation of dividends on treasury stock					
Issuance of shares	921.6	(54.4)		867.2	114.5
Foreign currency translation adjustment (Note 21)			105.8	105.8	33.0
Impact of changes in consolidation and other movements			(394.0)	(394.0)	(73.1)
At December 31, 2000	**1,777.9**	**261.4**	**5,570.3**	**7,609.5**	**1,322.8**
2001 net income			1,265.8	1,265.8	172.7
2001 dividends			(391.1)	(391.1)	(88.8)
Cancellation of dividends on treasury stock					
Issuance of shares		0.5		0.5	11.1
Foreign currency translation adjustment (Note 21)			(983.9)	(983.9)	(46.4)
Impact of changes in consolidation and other movements (1) (2)			(514.4)	(514.4)	(166.2)
At December 31, 2001	**1,777.9**	**261.9**	**4,946.7**	**6,986.4**	**1,205.2**

(1) The change in Group interests primarily reflects the final computation of Norte, GB and GS goodwill.
(2) The change in minority interests reflects mainly an increase resulting from subscriptions to perpetual certificates by minority interests (170.1 million euros), a decrease resulting from the acquisition of minority interests (- € 257.1 million) by the Group, and the impact of compliance with Group accounting standards (- € 94.2 million), primarily for subsidiary Norte.

Notes to the consolidated financial statements

NOTE 1

Accounting principles

The consolidated financial statements were prepared in accordance with French accounting principles. The new provisions of Regulation No. 99-02 of the Accounting Regulations Committee governing consolidated financial statements, approved on June 22, 1999, were also applied starting in fiscal year 1999. These new provisions concern primarily the pooling of interests method used to consolidate the Promodès Group.

The accounting principles used also comply with US GAAP, except for the following:

- the conversion into euros of the financial statements of the subsidiaries in Colombia and Turkey. For this conversion, the principle applied by the Group consisted of translating at the year-end exchange rate the accounts previously adjusted for inflation. This method best reflects the currency fluctuations in those countries;
- service companies are accounted for by the equity method;
- the application of the exemption method to consolidate the Promodès Group as of November 1, 1999, while the pooling of interests method would have been applied as of January 1, 1999, as in the pro forma statements;
- the costs directly related to the Public Exchange Operation are charged to paid-in capital;
- the recording of treasury stock (note 20);
- the recording of non-consolidated long-term assets (note 18);
- the criteria for applying exceptional depreciation and amortization of assets;
- non-recurring items presented under non-recurring income related to ordinary business activities;
- the criteria for amortization of goodwill;
- valuation of financial instruments.

The following companies are fully consolidated: companies controlled exclusively, either directly or indirectly, by Carrefour or any companies managed by Carrefour in connection with a majority or equal interest. In addition, any companies over which it exerts a significant influence are accounted for by the equity method. The equity method is also applied to service companies where full consolidation would not accurately reflect the Group's business activities. Full consolidation, including service companies, is presented in note 26. Any companies consolidated in the last three months of the fiscal year that were unable to provide the necessary information in time for full consolidation are accounted for by the equity method.

When Carrefour does not exert significant influence on the operating or financial decisions of the companies in which it owns stock, then such stock is held at the acquisition cost as "long-term investments". The same applies to insignificant companies. A provision for depreciation is funded for such stock if necessary. The depreciation method is explained in the subsection entitled "long-term investments".

For companies acquired during the year and additions to investments, only the results of the period following the acquisition date are recorded in the consolidated statement of income. For companies sold during the year, and for dilutions, only the results for the period prior to the selling date are recorded in the consolidated statement of income.

Converting the financial statements of international subsidiaries

For companies doing business in countries with high inflation, Colombia and Turkey in this instance:

- intangible assets, property and equipment, investments, shareholders' equity and other non-monetary items are revalued based on the decline in general purchasing power of the local currency during the year.
  All balance sheet items, with the exception of shareholders' equity belonging to the Group, are then converted into euros based on the rates in effect at year-end;
- with respect to shareholders' equity belonging to the Group, the opening balance is carried forward at the value in euros at the end of the prior year; the income used is the amount presented in the statement of income; other movements are converted at the real transaction rates. The difference in euros created between assets and liabilities on the balance sheet is recorded in a "foreign currency translation" account included under "Shareholders' equity, Group share";
- the statement of income in local currency is adjusted for inflation between the transaction date and the end of the year. All items are then converted based on the rates in effect at year-end.

For the other companies:

- balance sheet items are converted according to the principles described above, but without prior restatement for the effects of inflation;
- income statement items in local currency are converted at the average rate for the year, weighted to take into account each company's seasonal business.

Intangible assets, property and equipment

Assets for which the prospects for future profitability preclude a return on their net book value are subject to extraordinary depreciation, calculated by comparing the net book value of the asset with its useful value, which is estimated by discounting future cash flows over the useful life and the residual value.

Intangible assets

Businesses acquired by companies in the Group are recorded as assets at their acquisition price.

Goodwill recorded when equity investments are made is recorded as an asset on the balance sheet at the first consolidation after appropriation to the different identifiable assets and liabilities.

The method known as "pooling of interests" is applied when the Group meets the necessary and sufficient conditions to implement it.

Intangible assets classified as retail business concerns are amortized using the straight-line method over the same life as the buildings (20 years). Other goodwill is amortized using the straight-line method over a period not to exceed 40 years. In the event of an irreversible loss of value based on estimates of future income, an extraordinary depreciation is then recorded.

The other intangible assets correspond primarily to software that is amortized over periods of one to five years.

Property and equipment

Land, buildings and improvements and equipment are valued at their original cost price. Depreciation is calculated according to the straight-line method based on average life, i.e.:

• **Buildings and improvements**	
- Buildings	20 years
- Land	10 years
- Parking lots	6 and 2/3 years
• **Equipment, fittings and fixtures**	6 and 2/3 years to 8 years
• **Other property, plant and equipment**	4 to 10 years

Acquisitions of property, plant or equipment made through a lease agreement are recorded as assets at the cost price at the time of acquisition and depreciated over the period cited above. Debt resulting from the acquisition is recorded under liabilities. On the statement of income, leasing fees are replaced by interest on loans and depreciation of the asset.

Long-term investments

Investments in fully consolidated companies, as well as dividends received from such companies, are canceled. These investments are replaced by the assets, liabilities and shareholders' equity of the companies concerned.

The acquisition cost of the securities is equal to the amount of the payment made to the seller plus any other costs net of corporate income tax directly chargeable to the acquisition.
Investments in companies consolidated by the equity method reflect the portion of consolidated shareholders' equity of such companies belonging to the Group; any corresponding goodwill is presented as intangible assets.
Investments in unconsolidated companies appear on the balance sheet at their cost price. Any related dividends are recorded in the year they are received. Such investments are depreciated, if necessary, through provisions that take into account their current value. This value is estimated based on the portion of shareholders' equity (possibly revalued) and the prospect for profitability.

Inventories

Inventories of merchandise are valued at the last purchase price plus any related costs, a method suitable for rapid inventory rotation. This price includes all the conditions obtained at purchase. They are reduced to their market value at year-end, if necessary.

Costs carried forward

Some costs related to the consolidation of Promodès are spread over three years.

Marketable securities

Marketable securities are valued at the purchase price or the market price, if the market price is lower.
Any unexercised Carrefour shares acquired by the parent company, either under a stock option plan or a specific policy to adjust the market price, are shown on the balance sheet at the cost price and depreciated if necessary.

Retirement benefits

Carrefour pays retirement benefits to all persons working for the Group up to retirement in France and other countries. All employee benefits are paid. This commitment is calculated on an actuarial basis, taking into account factors such as employee turnover, mortality and salary increases.
Commitments are met through contributions paid to outside agencies or in the form of provisions.

Income tax

Deferred taxes are based on the differences between the book value and the taxable value of assets or liabilities. Deferred taxes involve primarily the provision for retirement benefits, restated depreciation and amortization, property, plant or equipment acquired under financial leases, the amortization of businesses, tax-exempt capital gains or losses and employee profit-sharing. Such deferred taxes are calculated at the tax rate in effect at the beginning of the following year using the variable carry-forward method. Deferred tax assets and liabilities are discounted if the impact of discounting is significant.
The rate used to value deferred taxes in France reflects the impact of any additional taxes paid.
When a tax is due at the time of distribution and the tax cannot be recovered in the country where the dividend is received, a provision for taxes is recorded in the amount of any dividends to be paid out.

Sales and gross profit

Sales include only sales made in the stores and warehouses. In addition to purchases and inventory fluctuations, the cost of sales also includes logistical costs and joint marketing activities.

Set-up costs

These costs are posted in full as operating costs in the year in which the establishment in question opens.

Financial instruments

Instruments used by the Group to hedge interest and currency risks are intended to limit the effects of interest rate fluctuations on variable rate debt and the impact of exchange fluctuations on the Group's currency needs.
The income from these instruments is accounted for symmetrically as income from the items hedged. Positions not considered hedging from an accounting standpoint are compared at their market value. Losses, if any, are funded in a provision.

NOTE 2

Change in consolidation

In 2001, for the first time, the GB financial statements were fully consolidated.

Principal acquisitions in the year

- In October 2000, Carrefour and Maus announced plans to create a joint venture to operate the Maus hypermarkets in **Switzerland**. This joint venture, operational since January 1, 2001, is 60%-held by Maus and 40%-held by Carrefour for a period of five years, after which each of the two groups will own a 50% stake in the joint venture. Carrefour manages the new company.
- On May 3, 2000, the Argentine anti-trust authorities approved the operation in which Carrefour took over the Argentine company **Supermercados Norte S.A.** in which it held 51% of the voting rights as of December 31, 2000. In April 2001, Carrefour raised its stake in the company to 100% of the voting rights and the equity capital.

Prior acquisitions were fully consolidated.

Principal disposals in the year

- On March 30, 2001, Carrefour sold its 73.89% stake in **Picard Surgelés**. As the sale took place in March, Picard was consolidated by the equity method from January to March 2001.
  As of December 31, 2000, Picard operated 503 sales outlets, including 441 in France and 62 in Italy.
- On October 1, 2001, given their respective development plans in France and Italy, Carrefour and Metro AG decided to sell off their crossholdings in both countries. Carrefour sold Metro its 20% interest in **Metro France**, and Metro sold its 20% interest in the companies operating Carrefour's top five Carrefour hypermarkets in Italy.
- On October 18, 2001, Carrefour sold its 42% interest in **Cora** for € 850 million. This disposal was one of the requirements for approval by the European Commission of the Carrefour / Promodès merger.
  The disposal was approved by the European Commission.
- In May 2000, Carrefour agreed to sell or exchange 29 supermarkets and 20 hypermarkets, 12 Dia stores and 15 convenience stores in Spain and France. As of December 31, 2001, all the sales and exchanges had been made.
- In July 2000, Carrefour signed a master agreement with Klépierre and its subsidiary Ségécé committing both Groups to a process to sell Klépierre the walls of most of the Carrefour shopping malls in Europe. This agreement continued in 2001.

NOTE 3
Breakdown of sales, net of tax, by geographic region[1]

(in € millions)	2001	2000	1999
France	34,334.6	33,997.0	23,157.8
Europe (outside France)	22,144.4	17,072.0	5,981.8
Americas	8,440.5	9,598.0	5,521.4
Asia	4,566.6	4,135.0	2,703.4
Total	**69,486.1**	**64,802.0**	**37,364.3**

(1) Sales include only sales made in stores and warehouses.

NOTE 4
Cost of sales[1]

(in € millions)	2001	2000	1999
Initial inventory [2]	4,087.2	4,373.2	2,498.8
Purchases, net of rebates	54,773.3	50,666.7	29,408.8
Final inventory	(4,985.4)	(5,120.3)	(2,724.6)
Total	**53,875.0**	**49,919.6**	**29,183.0**

(1) In addition to purchases and changes in inventory, the cost of sales includes logistical costs and the cost of joint marketing operations.
(2) The initial inventory in the year differs from the final inventory for the prior year because a different euro conversion rate for inventory was used by the international subsidiaries.

NOTE 5
Selling, general and administrative expenses

(in € millions)	2001	2000	1999
Personnel costs	6,447.7	6,010.6	3,498.1
Employee profit-sharing	187.7	166.9	106.9
Other general expenses	5,093.3	5,058.2	2,352.4
Total	**11,728.7**	**11,235.7**	**5,957.4**

NOTE 6
Other income and expenses

(in € millions)	2001	2000	1999
Income from real estate [1]	226.1	325.2	207.0
Other	419.1	438.0	208.2
Total	**645.2**	**763.2**	**415.3**

(1) Income from real estate includes rents from shopping malls, but does not include reinvoicing of costs and expenses.

NOTE 7
Breakdown of EBITDA by geographic region

(in € millions)	2001	2000	1999
France	2,553.2	2,420.6	1,649.3
Europe (outside France)	1,293.8	1,140.5	457.0
Americas	366.1	594.6	396.7
Asia	314.5	254.3	136.1
Total	**4,527.6**	**4,409.9**	**2,639.2**

NOTE 8
Depreciation, amortization and provisions

(in € millions)	2001	2000	1999
Depreciation of property and equipment	1,512.6	1,519.8	963.6
Amortization of intangible assets	149.2	152.8	39.9
Provisions	40.2	12.3	(15.2)
Total	**1,702.0**	**1,684.9**	**988.3**

NOTE 9
Breakdown of EBIT by geographic region

(in € millions)	2001	2000	1999
France	1,905.1	1,755.0	1,166.1
Europe (outside France)	733.1	630.0	246.1
Americas	53.2	237.0	198.6
Asia	134.2	103.0	40.1
Total	**2,825.6**	**2,725.0**	**1,650.9**

NOTE 10
Interest income (expense)

(in € millions)	2001	2000	1999
Interest income	396.4	587.2	317.4
Dividends received	25.9	7.3	0.3
Interest expense	(1,068.5)	(1,301.2)	(519.7)
Total	**(646.2)**	**(706.6)**	**(202.0)**

NOTE 11

Income tax

(in € millions)	2001	2000	1999
Current income taxes	648.5	671.2	451.9
Deferred taxes	(62.8)	(21.5)	29.3
	585.7	**649.7**	**481.1**
Real tax rate (Base: income before taxes and goodwill)	**26.9%**	**32.2%**	**33.2%**

Standard tax rate	**33.3%**
Surtaxes	3.1%
Difference in tax rate of foreign companies	- 4.2%
Losses without tax credits and impact of losses carried forward	- 2.6%
Difference in tax treatment	- 1.9%
Other	- 0.8%
Real tax rate	**26.9%**

NOTE 12

Net income (expense) from recurring operations of companies accounted for by the equity method

(in € millions)	2001	2000	1999
Gross income of unmanaged companies accounted for by the equity method	65.4	59.2	67.1
Depreciation and amortization of income of unmanaged companies accounted for by the equity method	(15.6)	(23.3)	(16.2)
Net income of unmanaged companies accounted for by the equity method	**49.8**	**35.8**	**50.9**
Gross income of managed companies accounted for by the equity method	61.6	61.7	45.3
Depreciation and amortization of income of managed companies accounted for by the equity method	-	-	-
Net income of managed companies accounted for by the equity method	**61.6**	**61.7**	**45.3**
Gross income of companies accounted for by the equity method	**127.0**	**120.9**	**112.4**
Net income of companies accounted for by the equity method	**111.4**	**97.6**	**96.2**

NOTE 13

Breakdown of amortization of goodwill by region

(in € millions)	2001	2000	1999
France	(144.9)	(143.5)	(140.7)
Europe (outside France)	(150.3)	(117.5)	(8.5)
Americas	(72.8)	(65.2)	(23.5)
Asia	(0.4)	-	-
Total	**(368.5)**	**(326.2)**	**(172.7)**

NOTE 14

Non-recurring income, Group share

(in € millions)	2001	2000	1999
Non-recurring income Group share	59.2	15.4	(37.2)
Non-recurring income minority share	27.1	(2.0)	0.9
Total	**86.3**	**13.4**	**(36.3)**

Non-recurring income (expense) in 2001 consisted of the following:
- gains from sales of investments (Picard, Metro and Cora primarily) for € 802.4 million;
- gains from sales of stores required for the merger with Promodès and of shopping malls for € 149.2 million;
- cost of changeover to the euro of € 120.6 million;
- an extraordinary amortization of € 393.1 million on intangible assets;
- an extraordinary depreciation of € 125.3 million on property and equipment;
- restructuring and store closing costs of € 161.7 million (closing the Internet business, store closings in Brazil and Argentina);
- other items for a net expense of € 64.6 million.

Non-recurring income (expense) in 2000 consisted of the following:
- a gain of € 489.9 million from the sale of shopping malls in Europe;
- a gain of € 75.6 million from sales of stores in France, required for the merger with Promodès;
- an extraordinary depreciation of operating assets for € 240.6 million;
- an extraordinary depreciation and amortization of € 104.6 million on other property, equipment and intangible assets;
- provisions on treasury stock and Petsmart securities for € 75.9 million;
- other items for € 129 million, including the cost of selling our business in Hong Kong for € 65.6 million.

Non-recurring income (expense) in 1999 consisted of the following:
- a gain of € 42.2 million from the sale of 40% of our financial services business in Brazil;
- a loss of € 33.2 million from the sale of three Mexican stores;
- allocations to provisions for contingencies for € 42.4 million;
- other non-recurring expenses for € 2.9 million.

NOTE 15

Net income from recurring operations – per share before dilution

	2001	%	2000	%	1999
Net income from recurring operations, Group share before amortization of goodwill (in millions of euros)	1,575.1	14.4%	1,376.6	42.6%	965.2
Net income from recurring operations, Group share after amortization of goodwill (in millions of euros)	1,206.6	14.9%	1,050.4	32.6%	792.4
Number of shares	711,147,110*		695,685,857		502,618,679
Net income per share from recurring operations, Group share before amortization of goodwill (in euros)	**2.21**	**11.9%**	**1.98**	**3.0%**	**1.92**
Net income per share from recurring operations, Group share after amortization of goodwill (in euros)	**1.70**	**12.4%**	**1.51**	**- 4.2%**	**1.58**

Net income from recurring operations-per share after dilution

	2001	%	2000	%	1999
Net income from recurring operations Group share before amortization of goodwill (in millions of euros)	1,575.1	14.4%	1,376.6	42.6%	965.2
Net income from recurring operations Group share after amortization of goodwill (in millions of euros)	1,206.6	14.9%	1,050.4	32.6%	792.4
Savings in interest expense net of taxes on:					
- CB issue 10/1999 (in millions of euros)	7.3		8.6		1.5
- Warrant(BSAR) issue/1998 (in millions of euros)	14.3		14.3		2.4
Net income from recurring operations,Group share, restated before amortization of goodwill (in millions of euros)	1,596.7		1,399.5		969.0
Net income from recurring operations, Group share, restated after amortization of goodwill (in millions of euros)	1,228.2		1,073.3		796.2
Weighted average number of shares	711,147,110*		695,685,857		502,618,679
Shares to be issued from:					
- CB issue 10/1999	5,599,788		6,573,306		1,110,304
- Warrant issue/1998	6,733,401		6,737,464		1,123,288
- Other	549,424		412,080		0
Number of shares restated	724,029,723		709,408,707		504,852,271
Net income from recurring operations, Group share before amortization of goodwill per diluted share (in euros)	**2.21**	**11.8%**	**1.97**	**2.8%**	**1.92**
Net income from recurring operations, Group share after amortization of goodwil per diluted share (in euros)	**1.70**	**12.1%**	**1.51**	**- 4.1%**	**1.58**

(*) The change in the weighted average number of shares compared with 2000 reflects the fact that the 2000 capital increase reserved for employees was recorded over the full year in 2001.

NOTE 16

Intangible assets

Breakdown of net intangible assets

(in € millions)	2001	2000	1999
Goodwill	11,456.4	12,567.0	7,937.4
Other intangible assets	1,995.6	1,788.1	1,080.9
Gross intangible assets	**13,452.0**	**14,355.1**	**9,018.3**
Amortization	(2,650.4)	(2,384.9)	(1,527.7)
Net intangible assets	**10,801.6**	**11,970.1**	**7,490.6**

Principal goodwill

The "Goodwill" item consists primarily of the goodwill recorded on the following occasions:

- € 523 million for the acquisition of Euromarché in 1991;
- € 2,356 million for the alliance with Comptoirs Modernes in 1998 and 1999;
- final amount of € 663 million for the acquisition of Norte;
- € 358 million for the acquisition of RDC in 2000;
- € 3,126 million for the acquisition of GS, carried out primarily in 2000;
- a total of € 1,128 million for the acquisition of GB, carried out mainly in 2000.

Breakdown of net intangible assets by geographic region

(in € millions)	2001	2000	1999
France	3,537.9	3,895.5	3,961.2
Europe (outside France)	5,634.8	5,450.5	1,799.4
Americas	1,397.9	2,431.6	1,564.4
Asia	231.0	192.5	165.6
Total	**10,801.6**	**11,970.1**	**7,490.6**

NOTE 17

Property and equipment

Breakdown of net property and equipment

(in € millions)	2001	2000	1999
Land	3,949.3	4,190.2	3,672.2
Buildings and improvements	9,127.9	9,286.1	7,654.9
Equipment, fixtures and fittings	7,972.0	7,298.3	6,156.5
Other property and equipment	1,798.0	1,424.6	1,283.9
Fixed assets in progress	1,008.0	887.5	679.2
Gross property and equipment	**23,855.2**	**23,086.7**	**19,446.7**
Depreciation and amortization	(10,224.5)	(9,194.5)	(7,334.0)
Net property and equipment (1)	**13,630.7**	**13,892.2**	**12,112.7**

Breakdown of net property and equipment by geographic region

(in € millions)	2001	2000	1999
France	3,403.8	3,549.2	3,866.3
Europe (outside France)	5,861.0	5,539.5	4,277.9
Americas	2,524.3	3,111.8	2,400.2
Asia	1,841.6	1,691.7	1,568.4
Total (1)	**13,630.7**	**13,892.2**	**12,112.7**

(1) Including a net value as of December 31, 2001 of € 337.6 million corresponding to land, buildings and improvements and equipment acquired under financial leases, versus € 362.2 million at December 31, 2000.

NOTE 18

Investments

(in € millions)	2001	2000	1999
Investments in companies accounted for by the equity method (1)	542.7	405.7	758.0
Investments (2)	508.3	560.6	521.2
Long-term loans and advances	46.8	93.5	68.0
Deferred taxes	589.1	640.3	190.0
Other	441.4	277.8	267.2
Total	**2,128.3**	**1,977.9**	**1,804.4**

(1) As of December 31, 2000, this item includes stock in financial services companies totaling € 268.8 million and stock in retail companies totaling € 273.9 million.

(2) This item corresponds primarily to the interests held in Finiper and various other holdings.

NOTE 19

Other receivables

(in € millions)	2001	2000	1999
Loans and advances due within one year [1]	6.1	5.5	45.3
State, taxes and duties	542.9	869.7	605.8
Deferred taxes	300.8	246.8	141.3
Other operating receivables [2]	4,069.9	5 086.2	3,051.9
Total	**4,919.7**	**6,208.2**	**3,844.3**

(1) Financial investments have been reclassified under "Marketable Securities".
(2) More than one third of this item corresponds to supplier receivables.

NOTE 20

Marketable securities

Marketable securities of € 955 million recorded under assets on the Group balance sheet (including € 553.6 million in treasury shares) had a liquidation value as of December 31, 2001 of € 959.8 million.

Financial investments

As of December 31, 2001, financial investments totaled € 1,052.1 million.
As of December 31, 1999, the total was € 834.9 million.

NOTE 21

Shareholders' equity, Group share

As of December 31, 2001, Carrefour capital stock totaled 711,155,854 shares.
The "Foreign currency translation adjustment" item included under "shareholders' equity" Group share breaks down as follows:

(in € millions)	
As of January 1, 1999	(57.2)
1999 change	321.7
As of December 31, 1999	264.5
2000 change	105.8
As of December 31, 2000	370.3
2001 change	(983.9)
As of December 31, 2001	(613.6)

NOTE 22

Provisions for contingencies and other long-term liabilities

(in € millions)	2001	2000	1999
Deferred taxes	716.4	797.2	464.8
Retirement benefits [1][2]	198.8	145.4	105.2
Other [2]	1 111;3	829.3	631.6
Total	**2,026;5**	**1,771.9**	**1,201.6**

(1) The cost of retirement benefits is determined at the end of each year by taking into account employee seniority and the probability of employment in the company on the retirement date. The calculation is based on an actuarial method that includes hypotheses for salary changes and retirement age. The Group's total commitment as of December 31, 2001 was estimated at € 362.1 million. It is fully covered by the provision and by payments from outside agencies.
(2) The change in this items is due mainly to changes in consolidation.

NOTE 23

Borrowings

Breakdown of borrowings

(in € millions)	2001	2000	1999
Bonds	6,717.4	6,621.3	4,072.7
Non-bond borrowings	6,214.5	6,848.9	5,783.5
Borrowings	**12,931.9**	**13,470.2**	**9,856,1**
Other long-term debts	293.5	195.7	77.4
Debts in consideration for assets under financial leases	245.9	282.9	256.4
Total Borrowings and debts	**13,471.3**	**13,948.9**	**10,190.0**

By rate type

(in € millions)	2001
Fixed-rate loans	-
Floating rate loans [1]	13,471.3
Total	**13,471.3**

(1) Including fixed-rate loans swapped at issue.

Breakdown of bonds

(in € millions)	Maturity	Effective rate (1)	2001	2000	1999
Bond indexed to share 0%, FRF, 6 years	2002	4.63%	38.9	38.9	38.9
USD 3-year bond, 6.875%	2000	3.89%			220.3
Bond indexed to share 0%, FRF, 7 years	2005	5.02%	91.5	91.5	91.5
Domestic bond, FRF, 10 years, 5.30%	2008	4.61%	304.9	304.9	304.9
Bond, FRF, 10 years, 4.50%	2009	4.63%	1,000.1	1,000.1	1,000.1
Euro MTN bond, EUR, 5 years, 4.375%	2004	4.49%	1,000.1	1,000.1	1,000.1
Euro MTN bond, EUR, 2 years	2001	4.53%		110.1	
Euro MTN zero-coupon bond, EUR, 5 years	2004	4.68%	23.0	23.0	
Euro MTN Eonia bond, EUR, 2 years	2002	5.37%	200.0	200.0	
CHF bond, 5 years, 4.25%	2005	5.70%	161.1	161.1	
Euro MTN bond, EUR, 2.5 years, 5.50%	2002	5.76%	300.0	300.0	
Euro MTN FRN bond, EUR, 1 year	2001	4.84%		240.0	
Euro MTN bond, NOK, 4 years, 7.50%	2004	5.59%	61.1	61.1	
Euro MTN bond, EUR, 1 year	2001	4.68%		89.9	
Euro MTN bond, EUR, 2.5 years	2010	5.22%	1,000.1	1,000.1	
OBSAR-OBSCIR bond, FRF	2003	4.47%	461.8	461.8	461.8
OCA-OCCI bond, FRF, 3 years, 2.50%	2004	4.40%	466.6	589.5	555.2
OBSAR-OBSCIR bond, FRF, 5 years, 3.50%	2003	4.47%	1.4	463.0	
OCA-OCCI bond, FRF, 3 years, 2.50%	2004	4.40%	25.3	25.3	
EUR bond, 7 years, 4.50%	2006	4.65%	400.0	400.0	400.0
Indexed zero-coupon bond, 7 years	2005	4.41%	61.0	61.0	
Euro MTN bond, EUR, 8 years	2007	4.64%	161.7		
Euro MTN bond, EUR, 1 year	2002	4.55%	249.9		
Euro MTN bond, EUR, 2 years	2003	4.34%	188.9		
Euro MTN bond, EUR, 5 years	2006	4.50%	500.0		
Euro MTN bond, EUR, 1 0 years	2011	3.80%	20.0		
Total bonds			**6,717.4**	**6,621.3**	**4,072.7**

(1) The effective interest rate takes into account hedging operations.

Breakdown of borrowings by currency

These borrowings were contracted in the following currencies (converted into euros at the rate on December 31):

(in € millions)	2001	2000	1999
Euro or Euro zone	12,786.0	12,506.3	9,436.9
Japanese Yen	153.2	90.4	
US Dollar	26.7	32.4	247.9
Brazilian Real	35.3	143.2	129.3
Chinese Yuan	39.4	28.4	50.5
Turkish Lira	48.5	64.8	51.5
Korean Won	14.6	29.7	3.8
Taiwanese Dollar	24.6	70.6	15.6
Malaysian Ringgit	29.0	69.8	67.1
Argentinian Peso	238.3	903.1	120.6
Other	75.7	10.3	66.9
Total	**13,471.3**	**13,948.9**	**10,190.0**

Borrowings by maturity date

These borrowings mature as follows:

(in € millions)	2001	2000	1999
Maturity			
1 year	3,167.2	6,045.2	3 457.4
2 years	2,829.4	631.7	458.9
3 years	2,244.6	1,347.5	363.9
4 years	469.7	1,412.1	736.6
5 to 10 years	4,135.9	783.3	4 870.1
Over 10 years	296.3	2,680.4	0.9
Undetermined	328.1	1,048.7	302.2
Total	**13,471.3**	**13,948.9**	**10,190.0**

NOTE 24

Financial instruments

Financial instruments are used by the Group to hedge currency and rate risks in connection with its operations. Each instrument used is matched to the operations covered. Hedging instruments are contracted with leading banking counterparties. They are managed primarily on a centralized basis.

Currency risk

The activities of the Group are carried out by subsidiaries that operate primarily in their respective countries and that purchase and sell in the local currency. Therefore, the Group's exposure to currency risks on its business operations is limited and primarily involves imports. The risk on firm import transactions is covered by forward currency purchases.

Furthermore, the partially centralized management of cash coming from different countries and, therefore, denominated in different currencies, results in the use of currency instruments. Finally, investments planned for foreign countries are sometimes covered by options.

The market value of hedging positions at year-end totaled:

(in € millions)	Currency	2001	2000	1999
Commercial transactions:				
Forward purchases		**509.1**	**151.4**	**449.0**
	USD	499.7	150.5	
	GBP	0.2	0.9	
	HKD	9.2		
Forward sales	JPY	**0.5**	**1.8**	**4.1**
Financial transactions:				
Forward purchases		**12.5**	**195.2**	**73.6**
	USD	12.5	80.3	
	CHF		114.9	
Forward sales		**598.1**	**161.4**	**145.0**
	USD	543.6	145.3	
	CZK	54.6	16.1	
Currency options:				
Purchases	USD	39.4		
Sales	USD	39.4		
Total		**1,199.0**	**509.8**	**671.7**

Interest rate risk

Net exposure of the Group to the risk of interest rate fluctuations is reduced by the use of financial instruments, such as swaps and rate options.
As of December 31, 2001, the hedge types and the corresponding amounts covered (including those of the Group's banking subsidiaries) were as follows:

(in € millions)	Swaps	Options
Less than one year	5,235	1,220
1 to 5 years	6,256	7,945
Over 5 years	1,556	-

As of December 31, 2001, the market value of the total position formed by the consolidated net debt of the Group and the financial instruments used in hedging was close to book value.

Effective interest rate on average gross debt

	2001
Debt rate before impact of rate income	5.10%
Debt rate after impact of rate income	5.42%

Types of rate products

(in € millions)	2001	2000
Cap purchase	3,869	5,826
Floor purchase	3,651	4,343
Floor sale	1,645	-
Rate swap (variable/fixed)	10,274	9,207
Rate swap (fixed/variable)	2,773	2,933

NOTE 25

Off-balance sheet commitments

Lines of credit available

As of December 31, 2001, the following lines of credit were available:

(in € millions)	2001
Euro or Euro zone	4,011.9
Taiwanese Dollar	111.9
Brazilian Real	270.2
Other	1.0
Total	**4,395.0**

Moreover, the credit activities of these companies have a total of € 1,016.8 million in available confirmed lines of credit.

Other commitments

The off-balance sheet commitments of Financiera Pryca and S2P, the two major finance companies of the Group consolidated by the equity method, in which the Group holds 44% and 60% respectively, consisted primarily of lines of credit granted to customers available as of December 31, 2001, commitments received from lending institutions and commitments made on rate instruments.

The other off-balance sheet commitments received by the Group totaled € 484.8 million as of December 31, 2001 and outside commitments made by the Group totaled € 938.8 million. The commitments include guarantees of sales receivables totaling € 101.6 million.

NOTE 26

Consolidated financial data as of December 31, 2001, including fully consolidated services businesses

▪ Consolidated balance sheet (after appropriation)

(in € millions)	2001	2000	1999
Fixed assets	27,051.4	28,265.6	21,956.2
Current assets	19,209.0	18,352.6	13,819.2
Total assets	**46,260.4**	**46 618.1**	**35,775.4**
Net shareholders' equity Group	6,986.4	7,609.5	6,330.6
Minority interests in consolidated companies	1,395.4	1,455.7	1,369.9
Borrowings	15,602.7	16,017.5	11,777.4
Other debts	22,275.9	21,535.4	16,297.4
Total liabilities and shareholders' equity	**46,260.4**	**46,618.1**	**35,775.4**

▪ Consolidated statement of income

(in € millions)	2001	2000	1999
Sales net of taxes	69,498.9	64,812.8	37,369.7
Gross margins	22.47%	22.97%	21.91%
Net income from recurring operations - Group share	**1,206.6**	**1,050.4**	**792.4**

NOTE 27

Employees

	2001	2000(1)	1999
Average number of Group employees	358,501	325,575	259,031
Average number of employees in France	122,607	121,667	119,297
Number of Group employees at year-end	382,821	330,247	272,160
Number of employees in France at year-end	128,854	120,705	121,314

(1) As of 2000, the employees of GS in Italy and GB in Belgium are included.

Fully consolidated companies as of December 31, 2001

1 - FULLY CONSOLIDATED COMPANIES

	Interest percentage used in consolidation	Commercial registration number
FRANCE		
@ CARREFOUR B2C MANAGEMENT	100.0	430 472 092
ACTIS	100.0	345 274 310
ALIMENTATION BESNEVILLE	100.0	947 320 115
ALODIS	100.0	345 130 306
AMANDIS	100.0	394 540 348
ANDRENA	100.0	339 363 095
ARDAN	100.0	408 857 142
BOEDIM	100.0	379 874 571
BOULOGNE DISTRIBUTION	100.0	313 350 621
CARAUTOROUTES	100.0	433 970 944
CARCOOP	50.0	317 599 231
CARCOOP FRANCE	50.0	333 955 912
CARFUEL	100.0	306 094 194
CARREFOUR	100.0	652 014 051
CARREFOUR ADMINISTRATIF FRANCE	100.0	428 240 352
CARREFOUR COMMUNICATION	100.0	433 156 593
CARREFOUR EUROPE	100.0	420 265 845
CARREFOUR FRANCE	100.0	672 050 085
CARREFOUR HYPERMARCHES FRANCE	100.0	428767859
CARREFOUR IMPORT SAS	100.0	434 212 130
CARREFOUR MANAGEMENT	100.0	403 245 061
CARREFOUR MARCHANDISES INTERNATIONALES	100.0	385 171 582
CARREFOUR MOBILIER HYPERMARCHERS FRANCE	100.0	433 970 886
CARREFOUR MONACO	100.0	92 502 820
CARREFOUR NOUVEAUX METIERS	100.0	428 780 183
CARREFOUR SERVICES CLIENTS	100.0	423 697 523
CARREFOUR SYSTEME D'INFORMATION SUPERMARCHES CSIS	100.0	415 178 839
CARREFOUR SYSTEME INFORMATION FRANCE	100.0	433 929 114
CARREFOUR TRESO	100.0	428 240 337
CARREFOUR VACANCES	100.0	379 601 974
CARREFOUR-BEAUTE	100.0	432 962 561
CARREFOUR-CULTURE	100.0	432 960 706
CARREFOUR-JARDINS	100.0	431 840 545
CARREFOUR-MULTIMEDIA	100.0	432 962 496
CATARN	100.0	382 012 946
CBD	100.0	313 350 621
CEF	100.0	393 222 484
CHAMPION DOMINIQUE	100.0	327 202 677
CHANVIDIS	100.0	338 365 216
CHATIDIS	100.0	350 507 570
CHESHUNT FRANCE	100.0	391 027 448
CHRISTING	100.0	330 305 558
CLAMARDIS	100.0	349 970 939
CM LOGISTIQUE SUD EST	100.0	546 820 143

Fully consolidated companies as of December 31, 2001

	Interest percentage used in consolidation	Commercial registration number
FRANCE		
CM SUPERMARCHÉ OUEST – CMSO	100.0	421 063 348
CM SUPERMARCHES NORD OUEST	100.0	421 063 306
CM SUPERMARCHES SUD EST	100.0	421 063 256
CMDG	100.0	379 470 651
CMEN	100.0	780 130 126
CMER	100.0	383 836 525
CMMU	100.0	310 226 071
CMSC	100.0	421 063 439
CMUC	100.0	383 774 684
COMPAGNIE D'ACTIVITE ET DE COMMERCE INTERNATIONAL -CACI-	100.0	352 860 084
COMPTOIRS MODERNES	100.0	575 450 317
CONTINENT 2001	100.0	430 209 650
CONTINENT FRANCE	100.0	430 209 288
CONTINENT HYPERMARCHES	100.0	723 820 239
CRFP1	100.0	434 210 985
CRFP3	100.0	434 100 467
CRFP4	75.0	440 160 570
CRIDIS	100.0	380 257 675
CRIDIS 2	100.0	432 245 686
CROIX DAMPIERRE	91.6	780 680 781
CSD	74.0	326 220 654
CV LOGISTIQUE	100.0	379 956 915
DAHLIACO	100.0	423 259 431
DALCINE	100.0	384 776 902
DAUPHINOISE DE PARTICIPATIONS	100.0	337 748 552
DCR	100.0	306 354 960
DISCOL HAZEBROUCQ	100.0	446 520 298
DISTRIBUTION AUX COLLECTIVITES - DISCOL -	100.0	788 261 659
DUO CONTI	100.0	433 805 124
ED FRANCHISE SAS	100.0	434 193 454
ERTECO	100.0	303 477 038
ETS CATTEAU	100.0	576 280 101
ETS LUCIEN LAPALUS & FILS	100.0	795 920 172
EUROMARCHE	100.0	780 060 414
FINANCIERE CHAMPION	100.0	395 006 646
FORUM DEVELOPPEMENT	100.0	381 485 176
GALIMCO	100.0	345 130 330
GALIMCO DU LAONNOIS	100.0	353 893 019
GENEDIS	100.0	345 130 512
GHISDIS SA	100.0	351 727 649
GML - GRANDS MAGASINS LABRUYERE	50.0	314 832 387
GML FRANCE	50.0	397 894 296
GONINET	100.0	315 770 123
GOUDY	100.0	353 898 125
GUIROVI	99.6	381 618 461

	Interest percentage used in consolidation	Commercial registration number
HAUTS DE ROYA	100.0	428 470 900
HERVAU	100.0	353 869 662
HOLDIM	100.0	345 275 408
IMMOBILIERE CARREFOUR	100.0	323 439 786
IMMOBILIERE ERTECO SNC	100.0	389 526 617
INTERDIS	100.0	421 437 591
JAPIERRE	99.7	325 774 338
JOUGNOISE DE PARTICIPATIONS	100.0	414 945 261
JPC DISTRIBUTION	100.0	381 275 296
LA POINCARIENNE	100.0	423 097 757
LALAUDIS	99.0	339 176 885
LEVEDIS	100.0	350 633 574
LOGIDIS	100.0	303 010 789
L'UNION ET COMPAGNIE	100.0	330 243 064
MAISON JOHANÈS BOUBEE	100.0	775 583 248
MANOLY	99.9	331 171 223
MARJORIE	99.8	347 619 645
MATEDIS	100.0	383 230 703
MERIGNAC SCI	50.0	307 048 975
MONTVERT	99.9	379 843 139
MORANGIS DISTRIBUTION – MORANDIS	100.0	330 726 571
NICOL	99.8	341 626 158
OOSHOP	100.0	420 153 538
P.R.M.	100.0	352 442 826
PHIMACO	100.0	340 468 479
PRIMO	100.0	320 708 050
PRODIM	100.0	345 130 488
PRODIREST	100.0	342 418 530
PRODIVO	100.0	351 382 791
PROFIDIS	100.0	323 514 406
PROFIDIS & CIE	99.0	327 753 372
PROMODES FRANCE	100.0	348 593 575
PROVIDANGE	100.0	352 367 239
PYREDIS	100.0	350 725 321
QUINTIN DISTRIBUTION	100.0	345 041 412
ROCHEDIS	100.0	352 057 046
ROSSIGNOL	100.0	343 595 617
SA RALLENDIS	99.5	348 000 738
SADIM	100.0	303 083 034
SARL DE SAINT HERMENTAIRE	100.0	384 235 602
SCI D. BERGUETTE	99.5	334 184 710
SCI DE VILLENOY	99.8	785 022 070
SCI DU MOULIN	99.6	330 842 212
SCI LES HAULDRES	100.0	349 035 832
SCI MAES	99.5	334 355 765

Fully consolidated companies as of December 31, 2001

	Interest percentage used in consolidation	Commercial registration number
FRANCE		
SCI PASSART	100.0	347 556 326
SCI POUR LE COMMERCE	100.0	378 384 002
SEC GOULET TURPIN	100.0	337 381 396
SEDIS	100.0	424 120 095
SELIMA	100.0	411 495 369
SENADIS	100.0	350 516 860
SENAGES	100.0	404 578 262
SEPG	99.5	997 848 312
SERDIS	100.0	339 954 315
SERVICE AUTOMOBILE CARREFOUR	100.0	392 474 060
SERVICE AUTOMOBILE SOGARA	50.0	401 107 545
SET	100.0	433 964 202
SISP	100.0	349 146 878
SML	100.0	420 914 517
SNC ED	100.0	381 548 791
SNE & CIE - SOCIETE NOUVELLE D'EXPLOITATION	100.0	388 182 388
SNEC - SOCIETE NIORTAISE D'EXPLOITATION COMMERCIALE	50.0	393 600 028
SNM - STE NOUVELLE MONTESSON	100.0	404 703 522
SOCADIS	100.0	332 388 016
SOCIETE DES ETABLISSEMENTS J. CONSTANS	100.0	784 144 354
SOCIETE D'EXPLOITATION AMIDIS & CIE	100.0	319 730 339
SOCIETE DU LONG RAYAGE	100.0	352 900 732
SOCIETE SUPERMARCHES DU BOCAGE – SSB	100.0	403 352 370
SODIPAR 92	100.0	344 161 435
SODISOR	100.0	788 358 588
SODISPO	100.0	403 198 062
SOFRED	100.0	342 213 253
SOGARA	50.0	662 720 341
SOGARA FRANCE	50.0	397 509 647
STE D'EXPLOITATION CARCOOP	50.0	408 505 824
STE NORMANDE DE GESTION VALEURS MOBILIERES -SNGVM-	100.0	316 420 728
STOC SE	99.8	398 155 606
SUESCUN	100.0	340 023 936
SUPERWEPPES	100.0	383 312 279
SURDIS	100.0	405 135 229
TOURANGELLE DE PARTICIPATIONS	99.8	339 487 787
TROCADIS	100.0	393 403 092
VALDIM	100.0	96 420 096
VERYWINE	100.0	432 571 081
VETTER	100.0	333 834 331
VLS DISTRIBUTION (SUPERMARCHE SCHALLER)	100.0	340 468 321
VOISINS DISTRIBUTION	99.8	328 642 046

	Interest percentage used in consolidation
GERMANY	
PROMOHYPERMARKT AG & Co. KG	100.00
PROMOHYPERMARKT INTERNATIONAL	100.0
ARGENTINA	
CARREFOUR ARGENTINA SA	100.0
DIA ARGENTINA SA	100.0
NORTE	100.0
BELGIUM	
ABLO	100.0
BIGG'S CONTINENT NOORD SA	100.0
BIGG'S SA	100.0
C.C. FRANCE	100.0
C.C.FORGES	100.0
CARREFOUR BELGIUM	100.0
CENTRE DE COORDINATION CARREFOUR	100.0
COTRADIS	100.0
Éclair	100.0
EXTENSION BEL-TEX	100.0
FILMAR	100.0
FILUNIC	100.0
FIMASER	60.0
FOURCAR BELGIUM SA	100.0
FRESHFOOD	100.0
GB RETAIL ASSOCIATES SA	100.0
GIB MANAGEMENT SERVICES	100.0
GMR	100.0
JICEEL	100.0
KEY SYSTEM	100.0
MABE	100.0
MADIRO	100.0
MEDIS	100.0
CARGOVIL	100.0
R&D FOOD	100.0
ROB	100.0
SELMA	100.0
SOCIETE RELAIS	100.0
SOUTH MED INVESTMENTS	100.0
STIGAM	100.0
SUPERTRANSPORT	100.0
TECHNICAL MAINTENANCE SERVICE	100.0
WALCO	100.0

	Interest percentage used in consolidation
BRAZIL	
AGROPECUARIA LABRUNIER LTDA	99.8
AGROPECUARIA ORGANICA DO VALE	56.7
AGROPECUARIA VALE DAS UVAS SARL	99.8
BELOPART COM. E PARTICIP. IMO. LTDA	73.2
BREPA COMERCIO PARTICIPACAO LTDA	99.8
CARREFOUR AMERICAS	99.8
CARREFOUR COMMERCIO E INDUSTRIA LTDA	99.8
CARREFOUR GALERIAS COMERCIAIS LTDA	99.8
CARREFOUR PARTICIPACOES SA	99.8
DIA BRASIL	100.0
ELDORADO	99.8
FARO TRADING SA	99.8
IMOPAR LTDA	99.8
LOJIPART PARTICIPACOES SA	99.8
MAUA PARTICIPACOES	99.8
NOVA GAULE COM. E PARTIC.	99.8
ORGANIZACAO MINEIRA DE SUPERMERCADOS	99.8
RDC SUPERMERCADOS LTDA	99.8
RIVIEREPAR PARTICIPACOES LTDA	99.8
SUPERMERCADOS PLANALTAO S/A	99.8
CHILE	
CARREFOUR CHILE S.A.	100.0
CHINA	
BEIJING JIACHUANG COMMERCIAL MNGT ADV SVCE CRP	60.0
BEIJING LEYI COMMERCIAL AMD TRADE DEV CORP LTD	83.6
CARREFOUR (CHINA) MANAGEMENT & CONSULTING SERVICES CO.	100.0
CHENGDU CARREFOUR HYPERMARKET CHAINSTORE COMPANY	65.0
CHENGDU YUSHENG INDUSTRIAL DEVELOPMENT CO LTD	93.0
CHONGQING	55.0
DALIAN JIA FU SHOPPING MALL CO.. Ltd	100.0
DALIAN JIA FU SUPERMARKET CO.. LTD	100.0
DONGGUAN DONESHENG SUPERMARKET CO	83.7
GUANGZHOU PRESIDENT SUPERMARKET CO	55.0
JIAFU TIANJIN INTERNATIONAL TRADING CO.. LTD	55.0
NANJING YUEJIA SUPERMARKET CO LTD	75.0
NINGNBO LEFU INDUSTRIAL MANAGEMENT CO. LTD	92.5

Fully consolidated companies as of December 31, 2001

	Interest percentage used in consolidation
CHINA	
NINGNBO LEHAI ENTERPRISE MANAGEMENT & CONSULTANT CO.. LTD	100.0
NINGNBO NINGJIA SUPERMARKET CO.. LTD	94.4
PROMODES Foodstuff (BEIJING) Ltd.Co.	100.0
PROMODES PROPERTY MANAGEMENT Co.	95.0
QINGDAO Continent Real Estate Development Co.	100.0
QINGDAO JIAKANG ENTERPRISE MANAGEMENT & CONSULTANT CO.. LTD	100.0
QINGDAO MINGDA SUPERMARKET CO.. LTD	95.0
SHANGAÏ CARHUA SUPERMARKET LTD	55.0
SHENYANG CARREFOUR HYPERMARKET CO LTD	100.0
SHENZHEN LERONG SUPERMARKET CO LTD	75.0
WUHAN HANFU CHAIN SUPERMARKET CO LTD	100.0
WUXI YUEFU SUPERMARKET Co.	70.8
ZUHAI LETIN HYPERMARKET CO.. LTD	100.0
CARREFOUR ASIA LTD	100.0
CARREFOUR GLOBAL SOURCING ASIA	100.0
CARREFOUR TRADING ASIA LTD	100.0
VICOUR LIMITED	100.0
COLOMBIA	
GSC SA - GRANDES SUPERFICIES DE COLOMBIA	55.0
KOREA	
CARREFOUR KOREA LTD	100.0
SPAIN	
CARREFOUR CANARIAS. S.A.	74.5
CARREFOUR ESTACIONES DE SERVICIO. S.L. UNIPERSONAL	74.5
CARREFOUR NAVARRA. S.L.	74.5
CARREFOUR NORTE. S.A.	74.5
CENTROS COMERCIALES CARREFOUR. S.A.	72.6
CENTROS SHOPPING. S.A.	87.4
CORREDURÍA DE SEGUROS CARREFOUR. S.A.	54.5
DIASA	100.0
E-Carrefour SA	74.5
GRUP SUPECO MAXOR	74.5
HIPERMERCADOS CONTINENTE. S.L.	74.80
INVERSIONES PRYCA. S.A.	100.0
OPTICAS CARREFOUR. S.A.	74.5
PUNTOCASH. S.A.	100.0
SERVICIOS FINANCIEROS CONTINENTE. E.F.C.. S.A.	72.6

	Interest percentage used in consolidation
SPAIN	
SIDAMSA CONTINENTE HIPERMERCADOS. S.A.	100.0
SIMAGO Y CIA . S.R.C.	74.5
SOCIEDAD DE COMPRAS MODERNAS. S.A. (SOCOMO)	74.5
SUBMARINO HISPANIA. S.L. UNIPERSONAL	74.5
SUPERMERCADOS CHAMPION Y CIA. S.R.C.	70.1
SUPERMERCADOS CHAMPION. S.A.	74.5
VIAJES CARREFOUR. S.L.UNIPERSONAL	74.5
GREECE	
CARREFOUR MARINOPOULOS	50.0
DIA HELLAS	80.0
INDONESIA	
CONTIMAS	100.0
PT CARTI SATRIA MEGASWALAYAN	70.0
PT CARTISA PROPERTI INDONESIA	70.0
ITALY	
ALICENTRO 2	96.9
ALICENTRO 5	96.9
CARREFOUR ITALIA COMMERCIALE SPA	100.0
CARREFOUR ITALIA FINANZIARIA SPA	100.0
CARREFOUR ITALIA IMMOBILIARE	100.0
CARREFOUR ITALIA Spa	100.0
ERTECO ITALIA SPA	100.0
GS	96.9
HYPERMARKET HOLDING	100.0
IMMOBILIARE STELLARE	96.9
MIRTO 92	96.9
RBM ERREBIEMME	96.9
SEROMA	96.9
SOCIETA COMERCIO MERIDONIALE	100.0
SOCIETA SVILUPPO COMMERCIALE SRL	100.0
JAPAN	
CARREFOUR JAPAN KK	100.0
MALAYSIA	
CARREFOUR MALAYSIA SDN BHD	100.0
MAGNIFICIENT DIAGRAPH SDN-BHD	70.0
MEXICO	
CARREFOUR DE MEXICO	100.0
GRANDES SUPERFICIES DE MEXICO SA de CV	100.0
GRUPO CARREFOUR	100.0

	Interest percentage used in consolidation
NETHERLANDS	
ALCYON BV	74.5
CARREFOUR CHINA HOLDINGS BV	100.0
CARREFOUR NEDERLAND BV	100.0
FOURCAR BV	100.0
HAXTUN HOLDING BV	100.0
HYPER GERMANY BV	100.0
HYPER GERMANY HOLDING BV	100.0
HYPER INVEST BV	100.0
INTERCROSS ROADS BV	100.0
MILDEW BV	100.0
NORFIN BV	100.0
PMD INTERNATIONAL BV	100.0
POLAND	
CARREFOUR POLSKA	100.0
CARREFOUR PROPERTY POLSKA SP ZOO	100.0
POLIMM SP ZOO	100.0
RUBINSZTAJN SP ZOO	100.0
GLOBI	100.0
PORTUGAL	
CARIGES SA	100.0
CARREFOUR (PORTUGAL)	99.7
CARREFOUR IMOBILIARIA CONSTRUCOES	99.7
DATA TRADE	99.7
DIA PORTUGAL SUPERMERCADOS	100.0
EPCJ - SOCIEDADE IMOBILIARIA SA	99.7
LISPETROLEOS	99.7

	Interest percentage used in consolidation
CZECH REPUBLIC	
CARREFOUR CESKA REPUBLIKA	100.0
EDEN DEVELOPMENT	100.0
L'OPTIQUE CARREFOUR	100.0
USTI NAD LABEM Shopping Center	100.0
SINGAPORE	
CARREFOUR SINGAPOUR PTE LTD	100.0
CARREFOUR SOUTH EAST ASIA	100.0
SLOVAKIA	
ATERAITA	100.0
CARREFOUR SLOVENSKO	100.0
SWITZERLAND	
DISTRIBUTIS SA	40.0
CARREFOUR SUISSE	100.0
CARREFOUR WORLD TRADE	100.0
HYPERDEMA	100.0
PROMOHYPERMARKT AG	100.0
TAIWAN	
PRESICARRE	60.0
THAILAND	
CENCAR LTD	100.0
Nava Nakarintr Ltd	100.0
SSCP THAÏLAND LTD	100.0
TURKEY	
CARREFOURSA CARREFOUR SABANCI	60.0
DIA SUPERMARKETLERI TICARET ANONIM SIRKETI	60.0

Fully consolidated companies as of December 31, 2001

2 - COMPANIES CONSOLIDATED BY THE EQUITY METHOD

	Interest percentage used in consolidation	Commercial registration number
FRANCE		
ALTIS	50.0	310 710 223
BEARBULL	50.0	423 143 718
CARMA	50.0	330 598 616
CARMAVIE	50.0	428 798 136
DEFENSE ORLEANAISE	50.0	085 580 728
DISTRIMAG	50.0	301 970 471
FECAMPOISE DE SUPERMARCHES	50.0	305 490 039
HAMON INVEST	50.0	431 586 502
HYPARLO	20.0	779 636 174
HYPERMARCHES DES 2 MERS - H2M	50.0	393 248 554
PROVENCIA SA	50.0	326 521 002
S2P - SOCIETE DES PAIEMENTS PASS	60.0	313 811 515
SA BLADIS	33.3	401 298 583
SCI LATOUR	60.0	333 337 053
SOCIETE DES HYPERMARCHES DE LA VEZERE	50.0	382 824 761
SOCIETE RESEAU FRANCE BILLET	45.0	414 948 638
SOCIETE SUPERMARCHE DU BASSIN – SSB	50.0	324 754 894

	Interest percentage used in consolidation
ARGENTINA	
BANCO CETELEM ARGENTINA SA	40.0
BANCO DE SERVICIOS FINANCIEROS SA	60.0
HIPERBROKER	65.0
BELGIUM	
CUSTOMER LOYALTY PROGRAM BELGIUM – CLPB	33.3
MESTDAGH	25.0
BRAZIL	
FAZENDA SAO MARCELO SA	99.8
SPAIN	
CENTROS SHOPPING GESTION. S.L.	44.0
COSTASOL DE HIPERMERCADOS. S.L.	25.3
FEU VERT IBÉRICA. S.A.	37.3
FINANDIA	100.0
GLORIAS PARKING S.A.	40.0
DIAGONAL PARKING	45.7
ILITURGITANA DE HIPERMERCADOS. S.L.	25.3
INTERING SA	37.3
SEGUROS CARREFOUR SA	55.9
SICIONE. S.A.	30.2
FINANCIERA PRYCA ENTIDAD FINANCIACION. S.A.	45.7

	Interest percentage used in consolidation
ITALY	
FINMAR	96.9
GRA.MI.LA.	96.9
IPER ORIO	48.7
IPER PESCARA	48.7
MAR	96.9
MAR TP	96.9
TEDESCO	96.9
PORTUGAL	
MODELO CONTINENTE HIPERMERCADOS SA	22.4
ROMANIA	
HIPROMA	50.0
UNITED KINGDOM	
COSTCO UK LIMITED	20.0
SWITZERLAND	
DISTRIBUTIS MONCOR SA	20.0
TAIWAN	
CARREFOUR FINANCIAL CONSULTING	50.4

Auditor's statement on the consolidated financial statements

In accordance with the terms of our appointment by your Annual Meeting, we hereby submit our report on the Carrefour consolidated financial statements, prepared in euros, for the fiscal year ended December 31, 2001, as attached to this report.

These consolidated financial statements are the responsibility of the board of directors. Our responsibility is to express an opinion on these statements based on our audit.

We conducted our audit in accordance with professional standards applied in France. Those standards require us to plan and perform our audit to obtain reasonable assurance that the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made in the preparation of the financial statements , as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We hereby certify that the consolidated financial statements, prepared in accordance with accounting principles generally accepted in France, present a fairly, in all material respects, the assets and financial position of the group as well as the net profit of the group of companies included in the consolidation.

We have also examined the information on the Group given in the management report in accordance with professional standards applied in France. We are satisfied that this information is fairly stated and agrees with the consolidated financial statements.

Neuilly-sur-Seine and Paris-La Défense. March 28, 2002
Statutory Auditors

BARBIER FRINAULT & AUTRES
ANDERSEN
Patrick Malvoisin

KPMG AUDIT
A Division of KPMG SA
Jean-Luc Decornoy

General Information

Legal Information

The business of the parent company is to function exclusively as a holding company. It provides technical assistance to its subsidiaries and conducts no direct operations.
The subsidiaries pay a royalty to the parent company both for this technical assistance and for the use of the trademark.

■ Name and Corporate Offices

Carrefour
6, avenue Raymond-Poincaré – 75016 Paris – France.

■ Legal Form

A French *société anonyme* governed by the Law of July 24, 1966 and subsequent statutes.
The company was converted into a company with a board of directors pursuant to a resolution of the Shareholders' Meeting of April 23, 1998.

■ Governing Legislation

French legislation.

■ Formation and Term

The term of the company, which was formed on July 11, 1959, will expire on July 10, 2058, except in the event of early dissolution or extension.

■ Corporate Purpose *(Article 2 of the Bylaws)*

The purpose of the company is:
- the creation, acquisition and operation, in France and abroad, of stores for the sale of all articles, products, foodstuffs or merchandise and, as required, the provision within these stores of all services that may be of use to customers;
- the purchase, manufacture, sale, representation, packaging and packing of said products, foodstuffs and merchandise; and,
- generally, any and all industrial, commercial, financial, real estate and other operations related directly or indirectly to this purpose, or which may facilitate the performance of this purpose or ensure its development;

The company may act, directly or indirectly, and conduct all these operations in all countries, on its own behalf or on behalf of third parties, alone, or in cooperation, partnership, group or company with any other persons or companies, and perform and execute these operations in any form whatsoever.
The company may also acquire any and all interests and holdings in any French or foreign companies whatever their purpose.

■ Register of Commerce - A.P.E. Code

- Register of Commerce: 652 014 051 Paris.
- APE code: 741 J.

■ Location where documents concerning the company may be consulted

The documents concerning the company, particularly its bylaws, financial statements, reports presented to shareholders' meetings by the statutory auditors and the board of directors may be consulted at the corporate offices at the address provided above.

■ Fiscal Year

The fiscal year begins on January 1 and ends on December 31 of each year.

■ Exceptional events and disputes

To the company's knowledge, there are no disputes or arbitration proceedings that could have a material impact on the financial position of the issuer, its business, earnings, holdings or its group, which has not been considered in the financial statements of the company.

Information concerning the Capital

Amount of the Capital

The capital stock at December 31, 2001 was € 1,777,889,635, divided into 711,155,854 fully paid-up shares with a par value of € 2.50 and all of the same class. The shares may be registered or in bearer form at the shareholder's discretion. The company is authorized to obtain the identification of holders of bearer shares.

Three-year summary of changes in the distribution of the capital

Distribution of capital at 12/31/2001				
Shareholders	**Shares**	**% capital**	**Voting rights**	**% voting rights**
Halley Family Group	81,837,652	11.51%	87,714,072	11.21%
Badin - Defforey - Fournier Families	39,291,637	5.53%	62,560,613	7.99%
March Group	23,396,040	3.29%	46,792,080	5.98%
Shareholders' agreement	**144,525,329**	**20.33%**	**197,066,765**	**25.18%**
Employees	20,509,308	2.88%	30,491,835	3.90%
Shares owned	11,156,100	1.57%	-	-
Shares held by subsidiaries	6,126,048	0.86%	-	-
Public	528,839,069	74.36%	554,969,945	70.92%
TOTAL	**711,155,854**	**100.00%**	**782,528,545**	**100.00%**

Distribution of capital at 12/31/2000				
Shareholders	**Shares**	**% capital**	**Voting rights**	**% voting rights**
Halley Family Group	83,746,092	11.78%	87,060,432	10.93%
Badin - Defforey - Fournier Families	42,744,580	6.01%	69,799,396	8.77%
March Group	23,396,040	3.29%	46,792,080	5.88%
Shareholders' agreement	**149,886,712**	**21.08%**	**203 651 908**	**25.58%**
Employees	19,850,055	2.79%	26,862,127	3.37%
Shares owned	8,626,126	1.21%	-	-
Shares held by subsidiaries	7,406,858	1.04%	-	-
Public	525,373,689	73.88%	565,811,417	71.04%
TOTAL	**711,143,440**	**100.00%**	**796 325 452**	**100.00%**

Distribution of capital at 12/31/1999				
Shareholders	**Shares**	**% capital**	**Voting rights**	**% voting rights**
Halley Family Group	40,051,906	11.69%	40,051,906	10.54%
Badin - Defforey - Fournier Families	19,386,746	5.66%	37,138,066	9.77%
March Group	11,698,020	3.42%	18,241,566	4.80%
Shareholders' agreement	**71,136,672**	**20.77%**	**95,431,538**	**25.11%**
Employees	5,142,183	1.50%	10,194,079	2.68%
Shares owned	1,564,568	0.46%	-	-
Shares held by subsidiaries	5,458,269	1.59%	-	-
Public	259,200,658	75.68%	274,462,515	72.21%
TOTAL	**342,502,350**	**100.00%**	**380,088,132**	**100.00%**

At the time of the last TPI (identifiable bearer securities) statement in December 2001, there were nearly 450,000 listed shareholders.

Double Voting Rights

(Article 25 of the bylaws)

A double voting right is granted, subject to legal requirements, to shares that prove registered ownership for two years in the name of the same shareholder.

Statutory Thresholds

In addition to compliance with the legal obligation to inform the company when certain fractions of the capital and related voting rights are held, any individual or legal entity who, alone or indirectly, as this is defined by Article 233-7 of the Commercial Code, or acting together with other individuals or legal entities as defined by Article 233-10 of the Commercial Code, comes to hold or ceases to hold, in any manner whatsoever, a fraction equal to one percent (1 %) of the voting rights, or any multiple of this percentage, must inform the company, by registered letter with return receipt sent to the corporate offices within fifteen days after one of said thresholds is crossed, of the total number of shares or voting rights that he holds, alone, directly, or together with another person, the number of securities giving future rights to the capital which he holds in the same manner, as well as the number of voting rights attached thereto. To document this information, the shareholder must provide the company with all necessary documentation proving that said threshold of 1% has been crossed. In the event this obligation is not met, and at the request, as recorded in the minutes of the shareholders' meeting, of one or more shareholders holding at least 5% of the capital, the voting rights that exceed the fraction that should have been declared may not be exercised as of said shareholders' meeting or for any meeting that may be held before the expiration of a two-year period following the date on which the notification was regularized. (Shareholders' Meeting of November 9, 1998)

Existence of Shareholders' Agreements

The Halley family group, the Badin – Defforey – Fournier families, and the March group have signed an agreement providing for a preemptive right to all or part of the Carrefour stock held, as well as a commitment to consult before shareholders' meetings or in the event of an announcement of a public tender offer on the shares of the company.

The agreement published on March 9, 1999 has been revoked by the signature of the agreement described above.

2001 Option Plan

Options granted by the issuer to each corporate officer

Daniel Bernard: 280,000 options at the price of 62 euros, which expire April 26, 2008.
Joël Saveuse: 90,000 options at the price of 62 euros, which expire April 26, 2008.

Options granted by the issuer to the ten beneficiaries with the largest number of options

Total options granted: 447,000 at the price of 62 euros, which expire April 26, 2008.

Options exercised during the year

Options exercised by each officer

None.

Options exercised by the ten beneficiaries with the largest number of options subscribed or exercised

Total number of options subscribed or exercised: 192,600 options, at the average weighted price of 29.88 euros.

Other securities granting rights to capital

Type of Security	Number	Number of shares to be created
Equity warrants	561,304	6,733,401
Convertible bonds	466,649	5,599,788
Other	46,085	549,424

Potential Capital

Options that could be exercised under the thirteen valid option plans as of December 31, 2001:

Type	Number
Purchase options	5,425,440
Subscription options	10,374,700
TOTAL	**15,800,140**

Number of beneficiaries: 2,187.

The purchase or subscription prices are equal to the average of the opening prices for twenty trading sessions prior to the decision of the Board of Directors, whether or not they carry a discount.

Market data

	High* (in €)	Low* (in €)	Amount of the transactions (in M€)	Number of securities traded in the month
2000				
January	91.8	78.3	3,254,736	39,819,129
February	82.8	64.6	3,914,429	52,902,696
March	82.7	67.0	3,565,711	46,740,738
April	71.6	63.3	2,747,285	40,046,130
May	76.5	67.0	2,507,161	35,235,200
June	78.6	71.6	1,804,795	24,252,459
July	79.4	74.4	1,567,309	20,466,300
August	85.5	75.6	2,572,716	32,295,802
September	85.0	81.0	2,118,990	25,539,234
October	82.8	76.8	2,079,239	25,939,584
November	80.8	67.9	3,475,052	48,044,414
December	69.0	62.5	2,326,381	35,874,926
2001				
January	69.4	58.2	3,283,692	51,994,166
February	68.5	62.8	2,396,315	36,470,821
March	64.5	57.3	2,519,157	41,501,769
April	65.6	59.8	2,247,046	35,661,178
May	66.7	64.5	2,640,594	40,305,799
June	64.4	60.0	2,237,348	36,192,494
July	64.6	60.4	2,562,892	40,973,499
August	64.5	58.6	1,774,672	28,663,967
September	57.4	46.3	2,514,845	48,976,485
October	58.7	51.4	2,553,464	46,342,360
November	58.8	55.1	2,733,799	47,525,315
December	60.8	55.7	1,806,510	31,304,324

(*) closing price

Administration and Management

Work of the Board of Directors

The primary role of the Board of Directors is to:

- set the policies of the Group with respect to businesses, risk management, and general objectives;
- approve the strategy and consider the major implications;
- approve all acquisitions or disposals of assets which could have a major impact on the financial statements, and all major acquisitions or disposals of assets outside current operations.

Within this framework, the Board of Directors met six times during fiscal year 2001:

- two meetings were dedicated primarily to a review of the half-year and annual financial statements, one to prepare for the Shareholders' Meeting;
- three meetings were devoted to strategy:
  - one in the form of a 2-3 day seminar focused on a review of the portfolio of activities by business;
  - the others were focused to updating projections and investments.
- one meeting held at the end of the Shareholders' Meeting, the purpose of which was to implement the authorizations granted by the Meeting for the stock option plan and the financing program.

Compensation of officers

In accordance with the provisions of Article L 225-102-1 of the Commercial Code, the total compensation, including benefits of any kind, paid during fiscal year 2001 by the Company and the companies that it controls as this is defined by Article L. 233-16 of the Commercial Code, to each officer was as follows:

- Daniel Bernard, Chairman:	€ 2,206,089.73
- Joël Saveuse, Executive Vice-President:	€ 1,167,912.23
- Hervé Defforey, Executive Vice-President:	€ 341,198.74

Directors' fees paid to Directors of the Company

Daniel Bernard:	€ 60,976.61
Joël Saveuse:	€ 30,489.80
Hervé Defforey:	€ 30,489.80
Each non-officer Director:	€ 30,489.80

List of the positions and offices held by Directors

In accordance with the provisions of Article L 225-102-1 (3rd paragraph) of the Commercial Code, the following is a list of all the positions and offices held in any company by each of the corporate officers during the year:

Jacques Badin
Director of Banque Eurofin.

Daniel Bernard
- Within the CARREFOUR Group
  Chairman and Chief Executive Officer of Carrefour, Vice-Chairman of Diasa, Director of Comptoirs Modernes, Erteco, Grandes Superficies de Colombia, Presicarre, Carrefour Comercio e Industria, Centros Comerciales Carrefour, Finiper and GS, Manager of SISP, Executive Director of Carrefour Americas LTDA and Director of Vicour.
- Director of Alcatel and Saint-Gobain

Christian Blanc
President of Merrill Lynch France, Vice-President of Merrill Lynch Europe, Director of Cap Gemini, JC Decaux, Thomson Multimedia (TMM) and COFACE.

Philippe Foriel-Destezet
Vice Chairman of the Board of Directors of Adecco SA, Chairman of the Board of Nescofin UK Ltd, Director of Vivendi Universal SA, Akila Finance SA and Securitas AB.

Paul-Louis Halley
Director of SND Halley Frères, BNP Paribas, Noyon SA, and Chairman of the Supervisory Board of Paroma SA.

Robert Halley
President of SND Halley Frères, President of Ivaldes, President of Evaldes and Manager of Ivalco

François Henrot
Member of the Supervisory Board of COGEDIM, Member of the Supervisory Board of Pinault-Printemps-Redoute, Director of Montupet and Eramet, Managing Partner of Rothschild & Cie Banque, and Member of the Supervisory Board of Vallourec.

Carlos March
President of Banca March, President of Corporacion Financiera Alba and Vice-President of the March Foundation.

Joël Saveuse
Executive Vice-President of the Carrefour company, President of Carrefour Europe, President and Director of Cariges, Director of Carrefour Belgium, Managing Director of Carrefour Comercio e Industria, Vice-President of Centros Comerciales Carrefour, Director of Distributis, GS and Carrefour Savanci Ticaret Merkezi as Carrefour.

Ratios and consolidated financial data

(in € millions)	1992	1993	1994	1995	1996	1997	1998	1999	2000	2001
Income								Pro forma		
Sales, including taxes	20,101.9	21,245.4	23,524.1	25,050.9	26,776.8	29,173.4	31,179.3	58,548.5	73,067.2	78,037.1
Sales net of tax	17,857.7	18,980.5	20,778.6	22,046.0	23,615.1	25,804.9	27,408.7	51,948.1	64,802.0	69,486.1
EBITDA	768.2	869.4	1,015.9	1,148.1	1,344.3	1,569.6	1,801.2	3,227.8	4,409.9	4,527.6
EBIT	397.0	463.9	555.7	646.8	779.3	934.5	1,086.5	1,955.2	2,725.0	2,825.6
EBIT after amortization of goodwill of consolidated companies	355.7	422.6	507.4	599.6	731.5	885.4	1,030.7	1,798.6	2,422.1	2,472.7
Group tax rate	25.1%	28.4%	26.0%	30.0%	29.4%	31.8%	33.2%	34.0%	32.2%	26.9%
Net income from recurring operations, Group share	252.0	301.7	383.6	463.1	544.5	631.6	690.4	1,087.3	1,376.6	1,575.1
Net income Group share after goodwill	204.1	253.8	328.8	410.1	493.8	570.6	615.9	914.5	1,050.4	1,206.6
Net income, Group share	203.5	458.9	323.8	539.1	476.1	546.2	646.7	898.2	1,065.8	1,265.8
Financial position										
Shareholders' equity before appropriation	1,923	2,322	2,662	3,163	3,920	4,516	4,857	7,905	9,365	8,671
Total assets	7,939	8,139	9,010	9,855	11,639	13,253	17,383	33,751	44,031	43,470
Net borrowing (cash position)	70	(422)	(736)	(641)	(461)	339	4,108	7,597	11,008	8,674
Ratios										
Net income recurring ops after goodwill / sales net of tax (%)	1.53	1.71	1.97	2.27	2.53	2.64	2.63	1.98	1.80	1.95
EBITDA/ sales net of tax (%)	4.30	4.58	4.89	5.21	5.69	6.08	6.57	6.21	6.81	6.52
EBIT / sales net of tax (%)	2.22	2.44	2.67	2.93	3.30	3.62	3.96	3.76	4.21	4.07
EBIT after amortization of goodwill of consolidated companies / sales net of tax (%)	1.99	2.23	2.44	2.72	3.10	3.43	3.76	3.46	3.74	3.56
Net income from recurring ops, Group share / Shareholders' equity, Group share (1) (%)	16.2	14	16.7	17.4	17	17.22	15.75	14.22	13.17	17.27
Net income from recurring ops / Assets (%)	3.43	3.98	4.54	5.09	5.14	5.14	4.14	3.05	2.64	3.11
Assets/Shareholders' equity (1)	4.34	3.68	3.58	3.30	3.14	3.09	3.76	4.48	4.92	5.31
Sales net of tax / Assets	2.25	2.33	2.31	2.24	2.03	1.95	1.58	1.54	1.47	1.60
Debt (net cash)/Shareholders' equity (1) (%)	3.83	(19.04)	(29.2)	(21.5)	(12.42)	7.91	88.9	100.8	122.9	105.9
Inventory turnover (purchase days)	31	30	31	33	35	41	41	39	42	40

(1) After appropriation of net profit.

Retails statistics

Information on consolidated stores

1 – Total number of consolidated stores as of December 31, 2001

	1992	1993	1994	1995	1996	1997	1998	1999	2000	2001
France										
Hypermarkets	118	114	114	117	117	117	117	179	179	175
Supermarkets							398	530	539	534
Hard discount	367	432	481	465	356	367	384	418	424	459
Other formats			233	258	288	321	357	576	584	127
Total	**485**	**546**	**828**	**840**	**761**	**805**	**1,256**	**1,703**	**1,726**	**1,295**
Spain										
Hypermarkets	40	43	46	50	53	56	58	112	116	108
Supermarkets								175	187	167
Hard discount								1,541	1,609	1,649
Other formats								30	27	28
Total	**40**	**43**	**46**	**50**	**53**	**56**	**58**	**1,858**	**1,939**	**1,952**
Portugal										
Hypermarkets	2	2	2	2	2	3	4	5	5	5
Hard discount								273	272	276
Total	**2**	**2**	**2**	**2**	**2**	**3**	**4**	**278**	**277**	**281**
Italy										
Hypermarkets		1	6	5	6	6	6	6	31	34
Supermarkets									192	173
Other formats								46	190	98
Total		**1**	**6**	**5**	**6**	**6**	**6**	**52**	**413**	**305**
Turkey										
Hypermarkets		1	1	1	1	2	2	5	8	10
Supermarkets									1	3
Hard discount								9	37	86
Total		**1**	**1**	**1**	**1**	**2**	**2**	**14**	**46**	**99**
Poland										
Hypermarkets						1	3	7	8	9
Supermarkets								6	15	51
Total						**1**	**3**	**13**	**23**	**60**
Czech Republic										
Hypermarkets								3	6	9
Total								**3**	**6**	**9**
Slovakia										
Hypermarkets									2	2
Total									**2**	**2**
Belgium										
Hypermarkets										57
Supermarkets										72
Total										**129**
Switzerland										
Hypermarkets										8
Total										**8**
Greece										
Hypermarkets								4	11	11
Supermarkets									131	128
Hard discount								142	181	199
Total								**146**	**323**	**338**
EUROPE ex France										
Hypermarkets	42	47	55	58	62	68	73	142	187	253
Supermarkets								181	526	594
Hard discount								1,965	2,099	2,210
Other formats								76	217	126
Total	**42**	**47**	**55**	**58**	**62**	**68**	**73**	**2,364**	**3,029**	**3,183**

	1992	1993	1994	1995	1996	1997	1998	1999	2000	2001
Argentina										
Hypermarkets	6	7	9	12	15	18	21	22	22	22
Supermarkets									138	132
Hard discount								106	201	246
Total	**6**	**7**	**9**	**12**	**15**	**18**	**21**	**128**	**361**	**400**
Brazil										
Hypermarkets	28	29	33	38	44	49	59	69	74	74
Supermarkets								83	115	131
Hard discount										17
Total	**28**	**29**	**33**	**38**	**44**	**49**	**59**	**152**	**189**	**222**
Mexico										
Hypermarkets			2	7	13	17	19	17	18	19
Total			**2**	**7**	**13**	**17**	**19**	**17**	**18**	**19**
Chile										
Hypermarkets							1	2	3	4
Total							**1**	**2**	**3**	**4**
Colombia										
Hypermarkets							1	2	3	5
Total							**1**	**2**	**3**	**5**
United States										
Other formats	2									
Total	**2**									
AMERICAS										
Hypermarkets	34	36	44	57	72	84	101	112	120	124
Supermarkets								83	253	263
Hard discount								106	201	263
Other formats	2									
Total	**36**	**36**	**44**	**57**	**72**	**84**	**101**	**301**	**574**	**650**

	1992	1993	1994	1995	1996	1997	1998	1999	2000	2001
Taïwan										
Hypermarkets	5	7	8	10	13	17	21	23	24	26
Total	**5**	**7**	**8**	**10**	**13**	**17**	**21**	**23**	**24**	**26**
Malaysia										
Hypermarkets			1	1	2	3	5	6	6	6
Total			**1**	**1**	**2**	**3**	**5**	**6**	**6**	**6**
China										
Hypermarkets				2	3	7	14	20	24	24
Total				**2**	**3**	**7**	**14**	**20**	**24**	**24**
Korea										
Hypermarkets					3	3	6	12	20	22
Total					**3**	**3**	**6**	**12**	**20**	**22**
Indonesia										
Hypermarkets							1	5	7	8
Total							**1**	**5**	**7**	**8**
Singapore										
Hypermarkets						1	1	1	1	1
Total						**1**	**1**	**1**	**1**	**1**
Hong-Kong										
Hypermarkets					1	2	4	4		
Total					**1**	**2**	**4**	**4**		
Thaïland										
Hypermarkets					2	6	7	9	11	15
Total					**2**	**6**	**7**	**9**	**11**	**15**
Japan										
Hypermarkets									1	3
Total									**1**	**3**
ASIA										
Hypermarkets	5	7	9	13	24	39	59	80	94	105
Total	**5**	**7**	**9**	**13**	**24**	**39**	**59**	**80**	**94**	**105**

	1992	1993	1994	1995	1996	1997	1998	1999	2000	2001
GROUP										
Hypermarkets	199	204	222	245	275	308	350	513	580	657
Supermarkets							398	794	1,318	1,391
Hard discount	367	432	481	465	356	367	384	2,489	2,724	2,932
Other formats	2		233	258	288	321	357	652	801	253
Total	**568**	**636**	**936**	**968**	**919**	**996**	**1,489**	**4,448**	**5,423**	**5,233**

2 – Sales area of integrated outlets at the end of 2001

Total sales area by format at year-end

(thousands of sqm)	1992	1993	1994	1995	1996	1997	1998	1999	2000	2001
Hypermarkets	1,837	1,920	2,129	2,378	2,727	3,075	3,489	4,580	5,256	6,037
Supermarkets								1,195	1,968	2,117
Hard discount							232	794	906	997

Sales area of integrated hypermarkets, supermarkets and Hard Discount stores as of December 31, 2001

(thousands of sqm)	Hypermarkets	Supermarkets	Hard Discount	Total
FRANCE	**1,597**	**841**	**278**	**2,716**
BELGIUM	352	124		476
SWITZERLAND	46			46
CZECH REPUBLIC	89			89
SPAIN	1,295	258	472	2,025
GREECE	82	143	70	295
ITALY	231	194		426
POLAND	91	64		155
PORTUGAL	50		69	119
TURKEY	96	7	20	122
EUROPE (EXCLUSIVE OF FRANCE)	**2,332**	**789**	**631**	**3,752**
ARGENTINA	231	239	83	553
BRAZIL	700	247	5	953
CHILE	36			36
COLOMBIA	52			52
MEXICO	189			189
AMERICAS	**1,209**	**486**	**88**	**1,783**
CHINA	190			190
INDONESIA	56			56
JAPAN	27			27
KOREA	227			227
INDONESIA	63			63
SINGAPORE	9			9
THAILAND	141			141
TAIWAN	187			187
ASIA	**899**			**899**
GROUP	**6,037**	**2,117**	**997**	**9,151**

(*) This total does not include the area of other formats of the Group – convenience stores, etc.

3 – Breakdown of the integrated hypermarket business

Ten-year summary of the principal indicators for hypermarkets

	1992	1993	1994	1995	1996	1997	1998	1999	2000	2001
Annual sales per sqm (Sales net of taxes in € thousands)	9.73	9.79	9.80	9.27	8.66	7.93	7.41	7.41	8.11	7.08
Annual sales per store (Sales net of taxes in € millions)	88.73	89.18	88.42	80.19	85.83	79.12	73.63	66.47	66.77	65.08
Annual number of cash register transactions (in millions)	496	541	603	653	677	733	818	974	1 115	1,206

Annual number of integrated cash register transactions for hypermarkets by region as of December 31, 2001

(in millions)	2001
France	381
Europe (ex France)	370
Americas	206
Asia	249
TOTAL	**1,206**

4 – Breakdown of sales including VAT of integrated stores by region and format as of December 31, 2001

(in € millions)	Hypermarkets	Supermarkets	Hard discount	Other formats	All formats
France	21,059.9	7,381.5	1,693.9	8,313.7	**38,449.0**
Europe (ex France)	13,896.8	4,594.9	3,009.7	3,079.6	**24,580.9**
Americas	6,311.9	3,474.9	290.7	0.2	**10,077.8**
Asia	4,929.4				**4,929.4**
TOTAL	**46,198.0**	**15,451.3**	**4,994.4**	**11,393.4**	**78,037.1**

Sales under banners

Sales including sales tax	Growth 2001/2000	Hypermarkets	Growth 2001/2000	Supermarkets	Growth 2001/2000
GROUP (1) 87,184 M€	+ 1.7%	58.4% of total sales 731 stores 50,876 M €	+ 1.3%	27.1% of total sales 2,301 stores 23,597 M €	+ 1.2%
France (ex. Overseas Depts & Terr.) 43,156 M€ 49.5% of total sales	+ 0%	214 stores 23,577 M € Sales area = 1 ,798,207 m² Sales Inc. Tax/m² = 13,111 €	- 0.1%	12,663 M € Sales area =1,448,149 m² Sales Inc. Tax/m² = 8,744 €	1,003 stores + 1.7%
Europe 28,863 M€ 33.1% of total sales	+ 8.9%	285 stores 15,900 M € Sales area =2,356,732 m² Sales Inc. Tax/m² = 6,747 €	+ 7.0%	1,035 stores 7,459 M € Sales area = 1,204,951 m² Sales Inc. Tax/m² = 6,190 €	+ 9.2%
Americas 10,078 M€ 11.6% of total sales	- 12.2%	124 stores 6,312 M € Sales area = 1,208,575 m² Sales Inc. Tax/m² = 5,223 €	- 12.3%	263 stores 3,475 M € Sales area = 468,058 m² Sales Inc. Tax/m² = 7,424 €	- 14.1%
Asia 5,087 M€ 5.8% of total sales	+ 11.2%	108 stores 5,087 M € Sales area = 918,489 m² Sales Inc. Tax/m² = 5,538 €	+ 11.2%		

	Hard discount	Growth 2001/2000	Other	Growth 2001/2000
GROUP (1)	6.6% of total sales 3,754 stores 5,712 M€	+ 14.7%	7.9% of total sales 2,434 establishments 7,000 M€	- 2.8%
France (ex. Overseas Depts & Terr.)	459 stores 1,694 M€ Sales area = 277,757 m² Sales Inc. Tax/m² = 6,099€	+ 11.3%	1,679 establishments 5,222 M€	- 6.7%
Europe	3,029 stores 3,727 M€ Sales area = 794,940 m² Sales Inc. Tax/m² = 4,689€	+ 15.3%	755 establishments 1,778 M€	+ 11.3%
Americas	266 stores 291 M€ Sales area = 88,653 m² Sales Inc. Tax/m² = 3,282€	+ 27.6%		

(1) Norte in Argentina and RDC in Brazil included as of 2000.

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